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上海瑞威資產管理股份有限公司

Shanghai Realway Capital Assets Management Co., Ltd.

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1835)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON FRIDAY 22 MAY 2020**

Reference is made to the circular (the “**Circular**”) of Shanghai Realway Capital Assets Management Co., Ltd. (the “**Company**”) and the notice of annual general meeting (the “**Notice of AGM**”) both dated 2 April 2020. Unless otherwise stated, capitalised terms herein shall have the same meanings as those defined in the Circular.

The AGM was convened by the board of the directors (the “**Board**”) of the Company on 22 May 2020 and Mr. ZHU Ping, the chairman of the Company, presided over the AGM. The convening of the AGM and the voting processes were in compliance with the applicable laws and regulations including the Company Law of the PRC and the articles of association of the Company. The Company appointed its H Share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, as the scrutineer for the vote-taking at the AGM.

As at the date of the AGM, the total number of issued shares of the Company is 153,340,000 Shares, comprising 38,340,000 H Shares and 115,000,000 Domestic Shares, which represent the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM (the “**Proposed Resolutions**”). There are no Shares entitling any Shareholders to attend but requiring them to abstain from voting in favour of or abstain from voting on the Proposed Resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder has stated its intention in the Circular to vote against or to abstain from voting on the Proposed Resolutions at the AGM.

The Shareholders or their proxy present at the AGM represent a total of 123,578,800 Shares carrying voting rights of the Company, representing approximately 80.6% of the entire issued shares of the Company as of the date of the AGM.

At the AGM held by Company on 22 May 2020, all the proposed resolutions set out in the Notice of AGM have been voted on by poll.

The attendance of the AGM are as follows:

1.	Number of Shareholders and proxies attending the AGM	5
	including: number of Domestic Shareholders	4
	number of H Shareholders	1
2.	Total number of Shares with voting rights held by the attending Shareholders and proxies (Shares)	123,578,800
	including: total number of Domestic Shares	115,000,000
	total number of H Shares	8,578,800
3.	Percentage of Shares with voting rights held by the attending Shareholders and proxies against the total issued shares of the Company with voting rights (%)	80.6%
	including: percentage of Domestic Shares	75.0%
	percentage of H Shares	5.6%

The poll results of the Proposed Resolutions are as follows:

Ordinary resolutions (Note)		Votes (%)		
		For	Against	Abstain
1	To consider and approve the report of the board of directors of the Company for the year ended 31 December 2019	123,578,800 (100.0%)	0 (0.0%)	0 (0.0%)
2	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2019	123,578,800 (100.0%)	0 (0.0%)	0 (0.0%)
3	To consider and approve the audited consolidated financial statements of the Company and the auditor's report for the year ended 31 December 2019	123,578,800 (100.0%)	0 (0.0%)	0 (0.0%)
4	To consider and approve the annual report of the Company for the year ended 31 December 2019	123,578,800 (100.0%)	0 (0.0%)	0 (0.0%)
5	To consider and approve the annual financial budget of the Company for the year ending 31 December 2020	123,578,800 (100.0%)	0 (0.0%)	0 (0.0%)
6	To authorise the Board to determine the remuneration of the directors of the Company and supervisors of the Company	123,578,800 (100.0%)	0 (0.0%)	0 (0.0%)
7	To consider and approve the re-appointment of Ernst & Young, certified public accountants, as the auditors of the Company and to authorise the board of directors of the Company to determine their remuneration	123,578,800 (100.0%)	0 (0.0%)	0 (0.0%)

Special resolution <i>(Note)</i>		Votes (%)		
		For	Against	Abstain
8	To consider and approve resolution in relation to the grant of a general mandate to the board of directors of the Company to issue new H Shares and Domestic Shares of the Company	123,578,800 (100.0%)	0 (0.0%)	0 (0.0%)

Note: The full text of the Proposed Resolutions are set out in the Notice of the AGM.

As more than one half of votes represented by the Shareholders (including the proxies) present at the AGM were cast in favour of each of the ordinary resolutions numbered 1 to 7, and more than two thirds of the votes represented by the Shareholders (including the proxies) present at the AGM were cast in favour of the special resolution proposed at the AGM, all the Proposed Resolutions have been duly passed at the AGM. There was no rejection or amendment to the Proposed Resolutions at the AGM.

By Order of the Board
Shanghai Realway Capital Assets Management Co., Ltd.
Zhu Ping
Chairman, Chief Executive Officer and Executive Director

Shanghai, the PRC
22 May 2020

As of the date of this announcement, the board of directors of the Company comprises Mr. Zhu Ping, Mr. Duan Kejian and Ms. Su Yi as executive Directors; Mr. Wang Xuyang and Mr. Cheng Jun as non-executive Directors; and Ms. Yang Huifang, Mr. Shang Jian and Mr. Liu Yunsheng as independent non-executive Directors.