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## **GF SECURITIES CO., LTD.**

**廣發証券股份有限公司**

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

**(Stock Code: 1776)**

### **ANNOUNCEMENT**

## **POLL RESULTS OF THE 2020 FIRST EXTRAORDINARY GENERAL MEETING**

The board of directors (the “**Board**”) of GF Securities Co., Ltd. (the “**Company**”) is pleased to announce the poll results of the resolution proposed at the 2020 first extraordinary general meeting (the “**EGM**”) of the Company held on Monday, October 19, 2020 and the resolution was duly passed.

### **1. CONVENING AND ATTENDANCE OF THE EGM**

The EGM of the Company was held at 2:30 p.m. on Monday, October 19, 2020 at Conference Room 4008, 40th Floor, GF Securities Tower, 26 Machang Road, Tianhe District, Guangzhou, the PRC.

Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the EGM circular and the EGM notice of the Company dated September 26, 2020.

The EGM was convened by the Board and chaired by Mr. Sun Shuming, chairman of the Board, by way of an on-site meeting. No resolution was rejected or amended at the EGM, and no new resolution was proposed at the meeting for voting and approval.

As at the date of the EGM the Company issued a total of 7,621,087,664 Shares, which was the total number of Shares entitling the holders to attend the EGM and vote on the resolution proposed at the EGM. The Shareholders and proxies holding an aggregate of 3,724,964,012 Shares (representing 48.8771% of the total issued share capital of the Company as at the date of the EGM) attended the EGM and voted on the resolution at the EGM.

No Shareholder was subject to any restriction on the voting of resolution at the EGM. No Shareholder eligible to attend the EGM was required to abstain from voting pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”), or to abstain from voting in favour of any resolution at the EGM as set out in Rule 13.40 of the Hong Kong Listing Rules. No party had stated in the EGM circular of the intention to vote against or abstain from voting at any resolution at the EGM.

The EGM was convened and conducted in accordance with the relevant requirements of the Company Law of the PRC, the applicable laws and regulations, the listing rules of the jurisdictions where the Company is listed and the Articles of Association. The voting at the EGM was conducted by way of on-site voting and online voting (only applicable to A Shareholders), and the voting procedures were in compliance with the relevant requirements of the laws and regulations and the Articles of Association.

The Company currently has 9 Directors, of which 3 Directors (not including Mr. Guo Jingyi) attended the EGM. Among the 5 existing supervisors, 2 supervisors attended the EGM. Members of the management and the secretary to the Board also attended the EGM.

	<b>Number of persons</b>	<b>Total number of Shares with voting rights</b>	<b>Percentage of the total number of Shares with voting rights (%)</b>
<b>Number of Shareholders and proxies who were present at the EGM</b>	17	3,578,290,920	46.9525%
Including: A Shareholders	12	3,194,641,777	41.9184%
H Shareholders	5	383,649,143	5.0340%
<b>Number of A Shareholders who attended the EGM through online voting</b>	40	146,673,092	1.9246%
<b>Total:</b>	57	3,724,964,012	48.8771%

## 2. POLL RESULTS OF THE EGM

The poll results of the resolution proposed at the EGM are as follows:

Ordinary Resolution		Class of Shareholders	Number of Shares Voted/Percentage		
			For	Against	Abstain
1.	To consider and approve the resolution regarding the election of Mr. Guo Jingyi as a non-executive Director of the Company	A Share	3,340,807,679 (99.9848%)	507,190 (0.0152%)	0 (0.0000%)
		H Share	378,457,878 (98.6469%)	5,191,265 (1.3531%)	0 (0.0000%)
		<b>Total</b>	<b>3,719,265,557 (99.8470%)</b>	<b>5,698,455 (0.1530%)</b>	<b>0 (0.0000%)</b>
As more than half of the votes were cast in favour of the above resolution, the above resolution was duly passed as ordinary resolution. Mr. Guo Jingyi will duly serve as a non-executive Director of the Company commencing from October 19, 2020 in accordance with the requirements of the relevant laws and regulations of the PRC and the Articles of Association of the Company.					

### 3. SEPARATE COUNTING OF VOTES FOR MINORITY A SHAREHOLDERS

Pursuant to the requirements of the relevant laws and regulations of the PRC, voting on the above resolution by the minority A Shareholders (*Note 1*) at the EGM was counted separately, and the poll results are as follows:

No.	Resolution	Number of Shares Voted/ Percentage		
		For ( <i>Note 2</i> )	Against ( <i>Note 2</i> )	Abstain ( <i>Note 2</i> )
1.	To consider and approve the resolution regarding the election of Mr. Guo Jingyi as a non-executive Director of the Company	163,938,508 (99.6916%)	507,190 (0.3084%)	0 (0.0000%)

*Notes:*

1. “Minority A Shareholders” refer to A Shareholders other than (i) Directors, supervisors and senior management of the Company and (ii) A Shareholders who hold individually or in aggregate more than 5% of the Shares of the Company.
2. Percentage of votes that voted for, against or abstained from voting equals to (i) the number of Shares that voted for, against or abstained from voting by the minority A Shareholders, divided by (ii) the total number of voting Shares held by the minority A Shareholders present at the EGM (excluding the number of Shares abstaining from voting).

The scrutineers of the EGM were Mr. Guo Jingyi and Mr. Xu Youjun, the Shareholders’ representatives of the Company; Mr. Zhang Shaohua, the Supervisor; Mr. Su Dunyuan of Jia Yuan Law Offices, Beijing, the PRC legal counsel of the Company; and Mr. Tang Yining and Ms. Yu Yongle of Computershare Hong Kong Investor Services Limited, the Company’s H share registrar.

For details of the above resolution, Shareholders may refer to the EGM circular and the EGM notice of the Company dated September 26, 2020.

#### 4. TESTIMONY OF LEGAL COUNSEL

The representatives of Jia Yuan Law Offices, Beijing, the PRC legal counsel of the Company, were witnesses to the EGM, and were of the opinion that the procedures of calling and convening the EGM of the Company, the eligibility of the convener, Shareholders and proxies attending the meeting, and the voting procedures are valid and have complied with the requirements of the relevant laws, regulations and the Articles of Association, and the poll results of the EGM are in compliance with applicable laws and valid.

By order of the Board  
**GF Securities Co., Ltd.**  
**Sun Shuming**  
*Chairman*

Guangzhou, the PRC  
October 19, 2020

*As at the date of this announcement, the Board of the Company comprises Mr. Sun Shuming, Mr. Qin Li and Ms. Sun Xiaoyan as executive Directors; Mr. Li Xiulin, Mr. Shang Shuzhi and Mr. Guo Jingyi as non-executive Directors; and Mr. Fan Lifu, Mr. Hu Bin, Ms. Leung Shek Ling Olivia and Mr. Li Wenjing as independent non-executive Directors.*