

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**国联证券股份有限公司**  
GUOLIAN SECURITIES CO., LTD.

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

**(Stock Code: 01456)**

**ANNOUNCEMENT  
POLL RESULTS OF THE ANNUAL GENERAL MEETING  
DISTRIBUTION OF FINAL DIVIDEND  
CHANGE OF SUPERVISOR AND CHAIRMAN OF  
SUPERVISORY COMMITTEE OF THE COMPANY**

Reference is made to the circular (the “**Circular**”) of Guolian Securities Co., Ltd. (the “**Company**”) dated 1 April 2021 in relation to the AGM of the Company convened on 7 May 2021. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The AGM was held at 1:00 p.m. on Friday, 7 May 2021 at the conference room at 4th Floor, No. 8 Jinrong One Street, Wuxi, Jiangsu Province, the PRC. The AGM was chaired by Mr. Yao Zhiyong, the Chairman of the Company. The convening procedures of the AGM were in accordance with the relevant laws and regulations of the PRC, the Articles of Association and the Listing Rules.

## POLL RESULTS OF THE AGM

The holders of a total number of 2,378,119,000 Shares (comprising 1,935,479,000 A Shares and 442,640,000 H Shares), representing 100% of the total issued share capital of the Company, were entitled to attend and vote on the resolutions that considered at the AGM. Wuxi Guolian Development (Group) Co., Ltd., Guolian Trust Co., Ltd., Wuxi Guolian Municipal Electric Power Co., Ltd., Wuxi Minsheng Investment Co., Ltd., Wuxi Cotton Textile Group Co., Ltd. and Wuxi Huaguang Environmental & Energy Group Co., Ltd. had abstained from voting on resolution 10.01 as they are deemed to have material interests in resolution 10.01 below. Jiangsu Xinfang Industrial Co., Ltd., Wuxi Weifu High-technology Co.,Ltd. and Wuxi Municipal Xinfu Group Limited had abstained from voting on resolution 10.02 as they are deemed to have material interests in resolution 10.02 below. Save as disclosed above, no Shareholder was required under the Listing Rules to give up the voting rights or abstain from voting in favour of the resolutions at the AGM, and no person has indicated in the Circular his/her intention to vote against or abstain from voting on any of the resolutions proposed at the AGM. The Shareholders of the Company and their proxies who attended the AGM hold a total of 1,468,966,415 Shares of the Company, representing 61.770097% of the total issued share capital of the Company.

The voting was taken by poll at the AGM. The poll results in respect of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		For		Against		Abstain	
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)
1.	Work report of the Board of Directors for the year 2020;	1,468,807,115	99.989156	45,700	0.003111	113,600	0.007733
2.	Work report of the Supervisory Committee for the year 2020;	1,468,807,115	99.989156	45,700	0.003111	113,600	0.007733
3.	Annual report for the year 2020;	1,468,807,115	99.989156	45,700	0.003111	113,600	0.007733
4.	Final accounts report for the year 2020;	1,468,806,415	99.989108	46,400	0.003159	113,600	0.007733
5.	Profit distribution plan for the year 2020;	1,468,922,615	99.997018	43,800	0.002982	0	0.000000
6.	Resolution on the remuneration distribution of Directors for the year 2020;	1,468,920,015	99.996841	46,400	0.003159	0	0.000000
7.	Resolution on the remuneration distribution of Supervisors for the year 2020;	1,468,920,015	99.996841	46,400	0.003159	0	0.000000
8.	Resolution on the re-appointment of audit institutions of the Company for the year 2021;	1,459,965,030	99.387230	9,001,385	0.612770	0	0.000000
9.	Resolution on the proprietary business scale of the Company for the year 2021;	1,468,920,015	99.996841	46,400	0.003159	0	0.000000
10.	Resolution on the estimated ordinary related party transactions of the Company for the year 2021;						
	10.01 Estimated related party transactions with Wuxi Guolian Development (Group) Co., Ltd. and its related enterprises	92,583,592	99.949585	46,400	0.050091	300	0.000324
	10.02 Estimated related party transactions with other related legal persons and related natural persons	1,416,774,252	99.996704	46,400	0.003275	300	0.000021
11.	Resolution on the change of Supervisor of the Company.	1,468,572,015	99.973151	394,400	0.026849	0	0.000000

The full texts of the aforesaid resolutions were set out in the Circular.

As more than half of the votes were cast in favour of the ordinary resolutions No. 1 to No. 11, each of the aforesaid resolutions of the Company was duly passed. The poll results were legally valid.

Representatives of Computershare Hong Kong Investor Services Limited (the H Share registrar of the Company), Shareholder representatives of the Company, the Supervisor of the Company and the PRC legal advisor of the Company, acted as vote counters and scrutineers for the purpose of vote-taking at the AGM.

## **DISTRIBUTION OF FINAL DIVIDEND**

As approved by the Shareholders at the AGM, the Company is pleased to announce the following details in respect of the distribution of final dividend for the year ended 31 December 2020 to Shareholders of the Company: A cash dividend of RMB1.2 (tax inclusive) per 10 shares will be distributed. By using the total number of shares of 2,378,119,000 as at the end of 2020 as a base factor, the total amount of cash dividend is RMB285,374,280.00 (tax inclusive).

In order to determine the Shareholders who are entitled to the receipt of the above-mentioned 2020 final dividend, the final dividend will be distributed to those Shareholders whose names appear on the register of H Shareholders of the Company on Thursday, 20 May 2021 and the register of members of the Company will be closed from Saturday, 15 May 2021 to Thursday, 20 May 2021 (both days inclusive). In order to qualify for receiving such final dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the H Shares registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) no later than 4:30 p.m. on Friday, 14 May 2021.

According to the Articles of Association, such dividends will be paid to holders of A Shares in RMB and to holders of H Shares in HK dollar. The actual amount of H Share dividend paid in HK dollar will be calculated according to the average benchmark exchange rate of RMB against HK dollar as published by the People's Bank of China on the first business day after the date of the AGM. The Company has appointed Computershare Hong Kong Trustees Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) and will pay to such Receiving Agent the final dividend declared for payment to holders of H Shares. The final dividend is expected to be paid by the Receiving Agent and relevant cheques will be dispatched by the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, before 6 July 2021, if there is no extraordinary development related thereto, to holders of H Shares entitled to receive such dividend by ordinary post at their own risk. The Company will withhold and pay the income tax strictly in accordance with the relevant laws or requirements of the relevant government authorities. For more information about the withholding tax, please refer to the Circular.

For mainland investors (including enterprises and individuals) investing in the Company's H Shares via the Hong Kong Stock Connect, the Shanghai Branch and Shenzhen Branch of China Securities Depository and Clearing Corporation Limited, as the nominee of the holders of H Shares for investors via the Hong Kong Stock Connect, will receive the 2020 final dividends distributed by the Company and distribute the 2020 final dividends in RMB to the relevant investors of H Shares through its depository and clearing system. The time arrangement such as the record date, the cash payment date and other arrangements for Hong Kong Stock Connect investors is in line with that for H Shareholders of the Company.

## **CHANGE OF SUPERVISOR AND CHAIRMAN OF SUPERVISORY COMMITTEE OF THE COMPANY**

As approved by the Shareholders at the AGM, the Company is pleased to announce the nomination of Mr. Xu Faliang (“**Mr. Xu**”) as the Supervisor of the fourth session of the Supervisory Committee of the Company. The Supervisory Committee meeting held on 7 May 2021 by the Company approved the resolution on election of Mr. Xu as the chairman of the Supervisory Committee of the Company. Mr. Xu has the qualification to serve as a Supervisor of the Company, and his term of office as a Supervisor and chairman of the Supervisory Committee will commence from 7 May 2021 and will end till the expiration of term of the fourth session of the Supervisory Committee.

The biographical details of Mr. Xu are as follows:

Mr. Xu Faliang (徐法良), born in 1964, Chinese nationality with no right of permanent residency abroad, holds a bachelor's degree. He is currently the secretary of the discipline inspection committee and the chairman of the labour union of the Company. He once served as the financial manager, deputy general manager and general manager of the Securities Branches of the Company, the general manager of the Auditing Department and chief compliance officer of the Company, the chairman of the supervisory committee of Guolian Futures Co., Ltd., the chief compliance officer of Hua Ying Securities Co., Ltd..

As at the date of this announcement, save as disclosed above, Mr. Xu confirmed that (i) he has no relationship with any other Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders (as defined under the Listing Rules) of the Company; (ii) he does not hold any other positions within the Company or other members of the Group; (iii) he did not hold any directorship in any other listed companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iv) he has no interest or deemed interest in any Share or underlying Share of the Company or its associated corporations within the meaning of Part XV of the SFO; (v) there are no other matters relating to his appointment that need to be brought to the attention of the Shareholders or the Stock Exchange or to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

Mr. Xu has entered into a service contract with the Company, and Mr. Xu will receive remuneration in accordance with the remuneration assessment system of the Company, including salary, performance bonus and benefits. The salary before tax of Mr. Xu is RMB720,000 per year, and the performance bonus will be determined based on the Company's operation conditions and his work performance and will be submitted to the general meeting for approval. After confirmation, the Company will make a disclosure. For details, please refer to the annual report and relevant announcements and circulars published by the Company in due course.

Since 7 May 2021, Mr. Jiang Zhiqiang will no longer serve as the Supervisor and the chairman of the Supervisory Committee of the fourth session of the Supervisory Committee of the Company. Mr. Jiang Zhiqiang has confirmed that he has no disagreement with the Supervisory Committee and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange. The Company would like to express its sincere gratitude to Mr. Jiang Zhiqiang for his contributions to the Company during his term of office.

By order of the Board  
**Guolian Securities Co., Ltd.**  
**Yao Zhiyong**  
*Chairman*

Wuxi, Jiangsu Province, the PRC  
7 May 2021

*As of the date of this announcement, the executive director of the Company is Mr. Ge Xiaobo; the non-executive directors of the Company are Mr. Yao Zhiyong, Mr. Hua Weirong, Mr. Zhou Weiping, Mr. Liu Hailin and Mr. Zhang Weigang; and the independent non-executive directors of the Company are Mr. Lu Yuanzhu, Mr. Wu Xingyu and Mr. Chu, Howard Ho Hwa.*