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*(A joint stock company incorporated in the People's Republic of China with limited liability under the Chinese corporate name "东方证券股份有限公司" and carrying on business in Hong Kong as "東方證券" (in Chinese) and "DFZQ" (in English))*

**(Stock Code: 03958)**

## **POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON NOVEMBER 8, 2022**

### **I. VOTING RESULTS OF THE EGM**

References are made to the notice dated October 12, 2022 and the circular dated October 21, 2022 (the **"Circular"**) of the EGM of 東方證券股份有限公司 (the **"Company"**). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of Directors of the Company (the **"Board"**) is pleased to announce that the EGM was held at Meeting Room, 15/F, No. 119 South Zhongshan Road, Shanghai, the PRC on Tuesday, November 8, 2022 at 2:00 p.m..

The EGM was convened by the Board and chaired by Mr. Jin Wenzhong, the Chairman of the Board. All thirteen Directors of the Company attended the EGM (being Mr. Song Xuefeng, Mr. Jin Wenzhong and Mr. Lu Weiming, the executive Directors of the Company, Mr. Yu Xuechun, Mr. Zhou Donghui, Mr. Cheng Feng, Mr. Ren Zhixiang and Ms. Zhu Jing, the non-executive Directors of the Company, and Mr. Xu Zhiming, Mr. Jin Qinglu, Mr. Wu Hong, Mr. Feng Xingdong and Mr. Luo Xinyu, the independent non-executive Directors of the Company); and all eight Supervisors of the Company attended the EGM (being Mr. Wu Junhao, Mr. Zhang Jian, Mr. Shen Guangjun and Ms. Tong Jie, the shareholder representative Supervisors of the Company, Mr. Du Weihua, Ms. Ruan Fei and Ms. Ding Yan, the employee representative Supervisors of the Company and Mr. Xia Lijun, the independent Supervisor of the Company). The secretary to the Board attended the EGM and some members of the senior management were also present. Voting at the EGM was conducted by a combination of network voting and poll on-site. The holders of A Shares were entitled to attend the voting at the EGM in person, by proxy, or via network for the relevant resolutions. The time of network voting for the resolutions proposed at the EGM for holders of A Shares on November 8, 2022 was set out in the notice of the EGM to holders of A Shares dated October 11, 2022 and published on the website of Shanghai Stock Exchange separately. Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, two representatives from the Company's Shareholders, a Supervisor of the Company and two representatives from Grandall Law Firm (Shanghai) were appointed by the Company as the scrutineers for the vote-taking at the EGM.

As at the date of the EGM, the total number of issued shares of the Company was 8,496,645,292 (including 7,469,482,864 A Shares and 1,027,162,428 H Shares) which was the total number of shares entitling the holders to attend and vote for or against or abstain from voting in respect of the resolutions at the EGM. No Shareholder was required to abstain from voting on any resolution proposed at the EGM under the Hong Kong Listing Rules. No Shareholder who was entitled to attend the EGM had to abstain from voting in favour of any resolution at the EGM pursuant to Rule 13.40 of the Hong Kong Listing Rules. No parties indicated their intention in the Circular to vote against or abstain from voting in respect of any resolution proposed at the EGM.

A total of 45 Shareholders and/or their proxies, holding an aggregate of 3,552,309,734 shares with voting rights of the Company, representing approximately 41.8084% of the total shares with voting rights of the Company, in which, 44 holders of A Shares and/or their proxies, holding an aggregate of 3,477,763,916 A Shares, representing approximately 40.9310% of the total shares with voting rights of the Company while one holder of H Shares and/or his/her proxy, holding an aggregate of 74,545,818 H Shares, representing approximately 0.8774% of the total shares with voting rights of the Company, have attended the EGM.

### Poll results of the EGM

The Shareholders present at the EGM considered and approved the following resolutions:

ORDINARY RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
1.	To consider and approve the resolution in relation to the election of independent non-executive director of the Company.	A Shares	3,477,650,992	99.9968	108,124	0.0031	4,800	0.0001
		H Shares	74,545,818	100.0000	0	0.0000	0	0.0000
		<b>Total</b>	<b>3,552,196,810</b>	<b>99.9968</b>	<b>108,124</b>	<b>0.0031</b>	<b>4,800</b>	<b>0.0001</b>
	As more than half of the votes were cast in favor this resolution, the resolution was duly passed as an ordinary resolution.							
2.	To consider and approve the resolution in relation to the amendments to the Independent Director Policy of the Company.	A Shares	3,477,649,692	99.9967	109,424	0.0031	4,800	0.0002
		H Shares	74,545,818	100.0000	0	0.0000	0	0.0000
		<b>Total</b>	<b>3,552,195,510</b>	<b>99.9968</b>	<b>109,424</b>	<b>0.0031</b>	<b>4,800</b>	<b>0.0001</b>
	As more than half of the votes were cast in favor this resolution, the resolution was duly passed as an ordinary resolution.							

ORDINARY RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
3.	To consider and approve the resolution in relation to the amendments to the Management Measures of Related-party Transactions of the Company.	A Shares	3,477,649,692	99.9967	109,424	0.0031	4,800	0.0002
		H Shares	74,545,818	100.0000	0	0.0000	0	0.0000
		<b>Total</b>	<b>3,552,195,510</b>	<b>99.9968</b>	<b>109,424</b>	<b>0.0031</b>	<b>4,800</b>	<b>0.0001</b>
	As more than half of the votes were cast in favor this resolution, the resolution was duly passed as an ordinary resolution.							
4.	To consider and approve the resolution in relation to the amendments to the Measures to Manage External Guarantees of the Company.	A Shares	3,477,648,992	99.9967	110,124	0.0032	4,800	0.0001
		H Shares	74,545,818	100.0000	0	0.0000	0	0.0000
		<b>Total</b>	<b>3,552,194,810</b>	<b>99.9968</b>	<b>110,124</b>	<b>0.0031</b>	<b>4,800</b>	<b>0.0001</b>
	As more than half of the votes were cast in favor this resolution, the resolution was duly passed as an ordinary resolution.							
5.	To consider and approve the resolution in relation to the amendments to the Management Measures of Proceeds from Fund-raising Activities of the Company.	A Shares	3,477,649,692	99.9967	109,424	0.0031	4,800	0.0002
		H Shares	74,545,818	100.0000	0	0.0000	0	0.0000
		<b>Total</b>	<b>3,552,195,510</b>	<b>99.9968</b>	<b>109,424</b>	<b>0.0031</b>	<b>4,800</b>	<b>0.0001</b>
	As more than half of the votes were cast in favor this resolution, the resolution was duly passed as an ordinary resolution.							
SPECIAL RESOLUTION			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
6.	To consider and approve the resolution in relation to the amendments to certain articles of the articles of association of the Company.	A Shares	3,477,650,992	99.9968	108,124	0.0031	4,800	0.0001
		H Shares	74,545,818	100.0000	0	0.0000	0	0.0000
		<b>Total</b>	<b>3,552,196,810</b>	<b>99.9968</b>	<b>108,124</b>	<b>0.0031</b>	<b>4,800</b>	<b>0.0001</b>
	As more than two-thirds of the votes were cast in favor of this resolution, the resolution was duly passed as a special resolution.							

Please refer to the Circular for full text of the resolutions.

## II. APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The resolution in relation to the election of independent non-executive Director of the Company has been duly passed as an ordinary resolution. The latest biographical details of Mr. Chan Hon (“**Mr. Chan**”), the newly appointed independent non-executive Director, are as follows:

Mr. Chan Hon, born in 1960, is a permanent resident of Hong Kong, has a bachelor degree from the School of Law of the University of Leeds in the United Kingdom, is qualified as a solicitor in the United Kingdom and Hong Kong and is currently a consultant of Nixon Peabody CWL in Hong Kong. From January 1993 to May 1997, he served as a lawyer in Allen & Overy in the United Kingdom; from June 1997 to June 1999, he served as a legal counsel of investment banking in Credit Suisse; from July 1999 to June 2006, he served as a legal counsel in ING Bank in Hong Kong; from July 2006 to November 2016, he served as the head of the Compliance and Legal Department for Deutsche Bank’s China operations; and has served as a counsel of Nixon Peabody CWL in Hong Kong since January 2017. Currently, Mr. Chan is also an arbitrator of China International Economic and Trade Arbitration Commission, Beijing International Arbitration Center, Hong Kong International Arbitration Centre, Singapore International Arbitration Centre and Shanghai International Arbitration Center.

As at the date of this announcement and to the best knowledge of the Directors of the Company, during the past three years, Mr. Chan has not held any directorship in any public company whose securities are listed on any securities market in Hong Kong or overseas. As at the date of this announcement, Mr. Chan is not connected with any Directors, supervisors, senior management or substantial shareholders of the Company and does not hold any positions with the Company or any of its subsidiaries. Mr. Chan does not have any interest in the shares of the Company or its associated corporation within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

There is no other information in relation to the appointment of Mr. Chan which is required to be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited nor are there any matters which need to be brought to the attention of the Shareholders of the Company. Mr. Chan has not been subject to any punishment by the CSRC and other competent authorities or censorship by any stock exchanges. In accordance with the relevant laws and regulations of the PRC and the Articles of Association of the Company, the term of office of Mr. Chan as an independent non-executive Director of the Company shall commence from the date on which his directorship was considered and approved at the EGM and end on the date of expiry of the term of the fifth session of the Board. The remuneration of Mr. Chan should be determined in accordance with the resolution in relation to the Adjustment of Remuneration of the Independent Directors of the Company during his terms of office as an independent non-executive Director of the Company.

As at the date of this announcement, the Company has entered into a service contract with Mr. Chan in relation to his position as an independent non-executive Director of the Company. As at the date of this announcement, to the best knowledge of the Board, the Board is of the view that Mr. Chan meets the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in accordance with the terms of the guidelines.

Reference is also made to the announcement of the Company dated July 7, 2022 in relation to the expiration of term of office of independent non-executive Director, Mr. Xu Zhiming ceased to serve as an independent non-executive Director and a member of the strategic development committee of the Company with effect from the date of this announcement. The taking effect of the resignation of Mr. Xu Zhiming would not result in the number of members and structure of the Board and the committees of the Board of the Company not meeting the statutory requirements and would not affect the normal operation of the Company, the Board and the committees thereof.

### **III. AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The resolution in relation to the amendments to certain articles of the Articles of Association has been duly passed as a special resolution at the EGM. For details of the amendments, please refer to the Circular. The amended Articles of Association will take effect from the date of this announcement, the full text of which is available on the websites of the Shanghai Stock Exchange (<http://www.sse.com.cn>), the HKEXnews (<http://www.hkexnews.hk>) and the Company (<http://www.dfzq.com.cn>). The Company will go through the filing and other procedures in accordance with laws as required.

### **IV. ATTESTATION BY LAWYERS**

Grandall Law Firm (Shanghai), the PRC legal adviser to the Company, considers that the convening and convocation procedures of the EGM are in accordance with the relevant laws, regulations and administrative documents as well as the Articles of Association; the qualifications of the attendees at and conveners of the EGM are lawful and valid; the voting procedures and poll results of the EGM are in accordance with the relevant laws, regulations and administrative documents as well as the Articles of Association; and the resolutions duly passed at the EGM are lawful and valid.

By order of the Board of Directors

**JIN Wenzhong**  
*Chairman*

Shanghai, PRC  
November 8, 2022

*As at the date of this announcement, the Board of Directors comprises Mr. SONG Xuefeng, Mr. JIN Wenzhong and Mr. LU Weiming as executive Directors; Mr. YU Xuechun, Mr. ZHOU Donghui, Mr. CHENG Feng, Mr. REN Zhixiang and Ms. ZHU Jing as non-executive Directors; and Mr. JIN Qinglu, Mr. WU Hong, Mr. FENG Xingdong, Mr. LUO Xinyu and Mr. CHAN Hon as independent non-executive Directors.*