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## **CHINA FINANCIAL LEASING GROUP LIMITED**

**中國金融租賃集團有限公司 \***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2312)**

### **POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 11 JANUARY 2024**

Reference is made to the circular of China Financial Leasing Group Limited (the “**Company**”) dated 22 December 2023 (the “**Circular**”) in relation to, among others, the Rights Issue and the proposed ordinary resolution (the “**Resolution**”) as set out in the notice of extraordinary general meeting (“**EGM**”) of the Company dated 22 December 2023 (the “**Notice**”). Capitalised terms used herein shall have the same meanings as those defined in the Circular, unless the context otherwise requires.

#### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that the Resolution as set out in the Notice was duly passed by way of poll by the Shareholders at the EGM held on Thursday, 11 January 2024.

As at the date of the EGM, the total number of issued Shares of the Company was 173,448,741 Shares.

In accordance with Rule 7.19A(1) of the Listing Rules, as the Rights Issue will increase the issued shares of the Company by more than 50%, the Rights Issue is subject to the approval of the Shareholders at the EGM by way of poll. Pursuant to Rule 7.27A of the Listing Rules, the Rights Issue must be made conditional on approval by the Shareholders in general meeting by a resolution on which any controlling shareholders and their associates or, where there are no controlling shareholders, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates shall abstain from voting in favour of the Rights Issue.

As at the date of the EGM, the Company did not have any controlling shareholder and none of the Directors and the chief executive of the Company and their respective associates held any Shares. Accordingly, no Shareholder was required to abstain from voting in favour of the Resolution approving the Rights Issue at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the Resolution at the EGM was 173,448,741 Shares, representing the entire issued share capital of the Company as at the date of the EGM.

All Directors attended the EGM in person.

Tricor Tengis Limited, the Hong Kong branch share registrar and transfer office of the Company, acted as scrutineer for the purpose of vote taking at the EGM.

Details of the poll results in respect of the Resolution put to vote at the EGM were as follows:

<b>ORDINARY RESOLUTION</b>	<b>Number of votes cast (Approximate percentage (%))</b>	
	<b>FOR</b>	<b>AGAINST</b>
To approve the Rights Issue <i>(Note)</i>	79,602,593 (100%)	0 (0%)

*Note:* Please refer to the Notice for full text of the Resolution.

As more than 50% of the votes were cast in favour of the Resolution, the Resolution was duly passed at the EGM.

## **COMMENCEMENT OF DEALINGS IN THE SHARES ON AN EX-RIGHTS BASIS FOR THE RIGHTS ISSUE**

Pursuant to the expected timetable in the Circular, the last day of dealings in the Shares on a cum-rights basis will be on Friday, 12 January 2024, and the Shares will be dealt with on an ex-rights basis from Monday, 15 January 2024.

## **DESPATCH OF THE PROSPECTUS DOCUMENTS**

The Company will proceed with the Rights Issue in accordance with the expected timetable in the Circular. It is expected that the Prospectus will be disseminated to the Shareholders by electronic mean through the websites of the Company (<https://www.cflg.com.hk>) and the Stock Exchange (<https://www.hkexnews.hk>), and the PAL and EAF will be despatched to the Qualifying Shareholders, on Wednesday 24 January 2024. Qualifying Shareholders are reminded that according to the expected timetable in the Circular, the latest time for acceptance of and payment for the Rights Shares is 4:00 p.m. on Wednesday, 7 February 2024.

## **WARNING OF THE RISK OF DEALINGS IN THE SHARES AND THE NIL-PAID RIGHTS SHARES**

Shareholders and potential investors of the Company should note that the Underwriting Agreement contains provisions granting the Underwriter the right in its absolute discretion to terminate the obligations of the Underwriter thereunder on the occurrence of certain events. Such events are set out in the section headed “Termination of the Underwriting Agreement” in the Circular. If the Underwriting Agreement is terminated by the Underwriter or does not become unconditional, the Rights Issue will not proceed.

The Rights Issue is conditional upon fulfilment of the conditions set out in the paragraph headed “Conditions of the Rights Issue and the Underwriting Agreement” under the section headed “Proposed Rights Issue” of the Circular, including, among other things, the Stock Exchange granting the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid forms. Accordingly, the Rights Issue may or may not proceed.

Any Shareholders or potential investors contemplating selling or purchasing the Shares and/or the nil-paid Rights Shares up to the date when the conditions of the Rights Issue are fulfilled will bear the risk that the Rights Issue may not become unconditional and may not proceed.

Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company. Any party who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s).

By order of the Board  
**CHINA FINANCIAL LEASING GROUP LIMITED**  
**Lui Cheuk Hang Henri**  
*Executive Director*

Hong Kong, 11 January 2024

*As at the date of this announcement, the Board comprises Mr. Lui Cheuk Hang Henri and Mr. Chiu Tak Wai as executive Directors, Mr. Hui Yat On, Mr. Chan Pak Lam, Tom and Dr. Lau Kin Shing, Charles as independent non-executive Directors.*