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LUCION

Shandong International Trust Co., Ltd.

山東省國際信託股份有限公司

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

(Stock Code: 1697)

**POLL RESULTS OF 2023 ANNUAL GENERAL MEETING
HELD ON 27 JUNE 2024
CHANGE OF DIRECTORS
CHANGE IN
COMPOSITION OF SPECIAL COMMITTEES OF
THE BOARD OF DIRECTORS
AND
CHANGE OF SUPERVISORS**

Shandong International Trust Co., Ltd. (the “**Company**”) is pleased to announce that the 2023 annual general meeting (the “**AGM**”) was held at Conference Room, 3rd Floor, Grand Barony Jinan CBD, No. 101, Tower C, No. 606 Kunshun Road, Lixia District, Jinan, Shandong Province, the PRC on Thursday, 27 June 2024 at 2:00 p.m..

Reference is made to the circular of the Company dated 7 June 2024 (the “**Circular**”). Unless otherwise stated, capitalised terms used herein shall have the same meanings as defined in the Circular.

As at the date of the AGM, the total number of issued Shares of the Company was 4,658,850,000, including 3,494,115,000 Domestic Shares and 1,164,735,000 H Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against any of the resolutions proposed at the AGM.

Shareholders and authorised proxies who attended the AGM held an aggregate of 3,982,467,600 Shares with voting rights, representing approximately 85.48% of the total issued share capital of the Company as at the date of the AGM. There were no restrictions on any Shareholder to cast votes on any of the resolutions proposed at the AGM. There were no Shares entitling any Shareholders to attend and vote only against any of the resolutions proposed at the AGM. No person has stated his/her/its intention in the Circular that he/she/it would vote against the proposed resolutions or that he/she/it would abstain from voting at the AGM.

The holding of the AGM is in compliance with the requirements of the Company Law and the Articles of Association. Mr. Yue Zengguang, the chairperson and executive Director, presided over the AGM. Shareholder representatives, a supervisor representative of the Company, a lawyer from Fangda Partners and a representative of Computershare Hong Kong Investor Services Limited (the H Share Registrar of the Company) jointly acted as the vote counters and scrutineers for the voting at the AGM. All Directors attended the AGM.

POLL RESULTS OF THE AGM

The poll results of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes (%)		
		For	Against	Abstain
(1)	To consider and approve the work report of the Board of Directors for the year 2023	3,982,377,600 (99.997740%)	0 (0.000000%)	90,000 (0.002260%)
(2)	To consider and approve the work report of the independent Directors for the year 2023	3,982,377,600 (99.997740%)	0 (0.000000%)	90,000 (0.002260%)
(3)	To consider and approve the work report of the Board of Supervisors for the year 2023	3,982,377,600 (99.997740%)	0 (0.000000%)	90,000 (0.002260%)
(4)	To consider and approve the financial report for the year 2023	3,982,377,600 (99.997740%)	0 (0.000000%)	90,000 (0.002260%)
(5)	To consider and approve the profit distribution plan for the year 2023	3,980,298,600 (99.945536%)	2,169,000 (0.054464%)	0 (0.000000%)
(6)	To consider and approve the re-appointment of ShineWing Certified Public Accountants (Special General Partnership) as the Company's domestic auditor and overseas auditor	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(7)	To consider and approve the appointment of the following candidates as Directors of the fourth session of the Board of Directors for a term of three years following the conclusion of the AGM:	/		
(a)	To consider and approve the appointment of Mr. Yue Zengguang as an executive Director of the fourth session of the Board of Directors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(b)	To consider and approve the appointment of Ms. Zhou Jing as a non-executive Director of the fourth session of the Board of Directors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)

Ordinary Resolutions		Number of votes (%)		
		For	Against	Abstain
(c)	To consider and approve the appointment of Ms. Wang Bailing as a non-executive Director of the fourth session of the Board of Directors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(d)	To consider and approve the appointment of Ms. Duan Xiaoxu as a non-executive Director of the fourth session of the Board of Directors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(e)	To consider and approve the appointment of Mr. Zheng Wei as an independent non-executive Director of the fourth session of the Board of Directors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(f)	To consider and approve the appointment of Ms. Zhang Haiyan as an independent non-executive Director of the fourth session of the Board of Directors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(g)	To consider and approve the appointment of Ms. Liu Wanwen as an independent non-executive Director of the fourth session of the Board of Directors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(8)	To consider and approve the appointment of the following candidates as Supervisors of the fourth session of the Board of Supervisors for a term of three years following the conclusion of the AGM:	/		
(a)	To consider and approve the appointment of Mr. Guo Xiangzhong as a shareholder representative Supervisor of the fourth session of the Board of Supervisors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(b)	To consider and approve the appointment of Mr. He Shuguang as a shareholder representative Supervisor of the fourth session of the Board of Supervisors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(c)	To consider and approve the appointment of Ms. Diao Hongyi as a shareholder representative Supervisor of the fourth session of the Board of Supervisors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)

Ordinary Resolutions		Number of votes (%)		
		For	Against	Abstain
(d)	To consider and approve the appointment of Ms. Han Zhe as a shareholder representative Supervisor of the fourth session of the Board of Supervisors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(e)	To consider and approve the appointment of Ms. Wang Zhimei as a shareholder representative Supervisor of the fourth session of the Board of Supervisors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(f)	To consider and approve the appointment of Ms. Wang Qian as an external Supervisor of the fourth session of the Board of Supervisors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(9)	To consider and approve the remuneration plan for the Directors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)
(10)	To consider and approve the remuneration plan for the Supervisors	3,982,467,600 (100.000000%)	0 (0.000000%)	0 (0.000000%)

As more than half of the votes were cast in favour of resolutions (1) to (10), the above ordinary resolutions (1) to (10) were duly passed at the AGM.

Save for the above resolutions, the Company has not received any proposal put forward by any Shareholders holding 3% or more of the voting shares of the Company.

CHANGE OF DIRECTORS

Mr. Yue Zengguang, Ms. Zhou Jing, Ms. Wang Bailing, Ms. Duan Xiaoxu, Mr. Zheng Wei, Ms. Zhang Haiyan and Ms. Liu Wanwen were re-elected or appointed as Directors of the fourth session of the Board of Directors at the AGM.

The term of office of the Directors of the fourth session of the Board of Directors shall be three years with effect from the date of approval at the AGM. The qualifications of Ms. Zhou Jing and Ms. Duan Xiaoxu are subject to the approval by the agency despatched by the National Financial Regulator Administration before they can be confirmed, and their terms of office commence on the date of approval of their qualifications for directorship and expire on the date of expiry of the fourth session of the Board of Directors. Before the newly elected Directors take office by fulfilling the relevant procedures in accordance with the laws and regulations, Mr. Wang Zengye and Mr. Zhao Zikun will continue to fulfill their duties as Directors until the qualifications of the newly elected Directors in the corresponding fourth session of the Board of Directors are approved by the agency despatched by the National Financial Regulatory Administration, to ensure that the structure of the members of the Board of Directors always complies with relevant provisions of the applicable laws and regulations and the Articles of Association. Further announcement(s) will be made by the Company as and when appropriate.

The above candidates for re-election or appointment as the executive Director, non-executive Directors and independent non-executive Directors will enter into service contracts with the Company upon the approval of their re-elections or appointments at the AGM and the approval of their qualifications (if applicable) by the agency despatched by the National Financial Regulatory Administration.

Please refer to the Circular for biographical details of the Director of the fourth session of the Board of Directors. The Company confirmed there is no change in the relevant biographical details between the publication date of the Circular to the date of this announcement.

Save as disclosed in the Circular and above, as at the date of this announcement, the above candidates for the executive Director, non-executive Directors and independent non-executive Directors confirm that (i) they have not held any directorships in any other public listed companies in the past three years, and they do not have any other positions with the Company; (ii) they are not connected with any other Directors, Supervisors, senior management, substantial shareholders or controlling shareholders (as defined under the Listing Rules) of the Company; and (iii) none of them have any interests in the Shares of the Company within the meaning of Part XV of the SFO. Save as disclosed above, there are no other matters that need to be disclosed pursuant to the requirements under Rule 13.51(2) of the Listing Rules in relation to the re-election and appointment of the above candidates as Directors of the fourth session of the Board of Directors and there are no other matters that need to be brought to the attention of the Shareholders.

Mr. Wang Zengye and Mr. Zhao Zikun will not be re-elected as a non-executive Director of the fourth session of the Board of Directors due to the expiration of their terms of office.

Mr. Fang Hao will not be re-elected as an executive Director of the fourth session of the Board of Directors, and concurrently ceased to serve as the general manager of the Company, a member of the Trust and Consumer Rights Protection Committee and a member of the Related Party Transaction Control Committee due to the expiration of his term of office. Mr. Yue Zengguang will perform the duties as the general manager of the Company until the date on which the Board of Directors appoints a new general manager whose qualification is approved by the agency despatched by the National Financial Regulatory Administration, and his term of office shall not exceed six months. Pursuant to Code C.2.1 of Part 2 of the Corporate Governance Code as set out in Appendix C1 to the Listing Rules, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. During the tenure of office of Mr. Yue Zengguang, the chairperson of the Company, as the general manager, notwithstanding the deviation from the code provisions of the Listing Rules, under the supervision of the Board of Directors, the Board of Directors is appropriately structured with balance of power to provide sufficient checks to protect the interests of the Company and the Shareholders.

Mr. Fang Hao, Mr. Wang Zengye and Mr. Zhao Zikun have confirmed that they have no disagreement with the Board of Directors, and do not have any matters in relation to the expiration of their terms of office that should be brought to the attention of the Shareholders and creditors of the Company. The Board of Directors would like to express its sincere gratitude to Mr. Fang Hao, Mr. Wang Zengye and Mr. Zhao Zikun for their significant contribution to the Company's development during their tenure of office.

CHANGE IN COMPOSITION OF SPECIAL COMMITTEES OF THE BOARD OF DIRECTORS

Pursuant to the resolutions of the AGM, the Company accomplished the re-election of the Board of Directors and established the fourth session of the Board of Directors. The Board of Directors has considered and approved the resolution on the election of members of committees under the Board of Directors. The list of members of these committees is as follows:

Audit Committee

Mr. Zheng Wei was elected as the chairperson, and Ms. Duan Xiaoxu and Ms. Zhang Haiyan were elected as members. Before the director qualification of Ms. Duan Xiaoxu is approved by the agency despatched by the National Financial Regulatory Administration, Mr. Zhao Zikun will continue to perform the duties of a member of the committee.

Nomination and Remuneration Committee

Ms. Liu Wanwen was elected as the chairperson, and Mr. Yue Zengguang and Ms. Zhang Haiyan were elected as members.

Strategies and Risk Management Committee

Mr. Yue Zengguang was elected as the chairperson, and Ms. Zhou Jing and Ms. Liu Wanwen were elected as members. Before the director qualification of Ms. Zhou Jing is approved by the agency despatched by of the National Financial Regulatory Administration, Mr. Wang Zengye will continue to perform the duties of a member of the committee.

Trust and Consumer Rights Protection Committee

Ms. Zhang Haiyan was elected as the chairperson, and Mr. Yue Zengguang and Ms. Wang Bailing were elected as members.

Related Party Transaction Control Committee

Mr. Zheng Wei was elected as the chairperson, and Ms. Liu Wanwen and Ms. Wang Bailing were elected as members.

CHANGE OF SUPERVISORS

Shareholder Representative Supervisors and External Supervisor

Mr. Guo Xiangzhong, Mr. He Shuguang, Ms. Diao Hongyi, Ms. Han Zhe and Ms. Wang Zhimei were re-elected or appointed as shareholder representative Supervisors of the fourth session of the Board of Supervisors at the AGM. Ms. Wang Qian was appointed as an external Supervisor of the fourth session of the Board of Supervisors at the AGM.

The shareholder representative Supervisors and external Supervisor of the fourth session of the Board of Supervisors shall have a term of three years, effective from the date of approval at the AGM. The above candidates for re-election as shareholder representative Supervisors and external Supervisor will enter into service contracts with the Company.

For biographical details of shareholder representative Supervisors of the fourth session of the Board of Supervisors, please refer to the Circular. The Company confirms that there is no change in biographical details between the publication date of the Circular and the date of this announcement.

Save as disclosed in the Circular and as disclosed above, as at the date of this announcement, the above candidates for shareholder representative Supervisors and external Supervisor confirm that (i) they have not held any directorships in any other public listed companies in the past three years, and they do not have any other positions with the Company; (ii) they are not connected with any other Directors, Supervisors, senior management, substantial shareholders or controlling shareholders (as defined under the Listing Rules) of the Company; and (iii) none of them have any interests in the Shares of the Company within the meaning of Part XV of the SFO. Save as disclosed above, there are no other matters that need to be disclosed pursuant to the requirements under Rule 13.51(2) of the Listing Rules in relation to the re-election and appointment of the above candidates as shareholder representative Supervisors and external Supervisor of the fourth session of the Board of Supervisors and there are no other matters that need to be brought to the attention of the Shareholders.

Mr. Guo Shougui, Mr. Chen Yong and Mr. Wu Chen, the shareholder representative Supervisors of the Company, will not be re-elected as the shareholder representative Supervisors of the fourth session of the Board of Supervisors due to the expiration of their terms of office. Ms. Wang Yan, an external Supervisor of the Company, will not be re-elected as an external Supervisor of the fourth session of the Board of Supervisors due to the expiration of her term of office.

Mr. Guo Shougui, Mr. Chen Yong, Mr. Wu Chen and Ms. Wang Yan have all confirmed that they have no disagreement with the Board of Directors and the Board of Supervisors, and do not have any matters in relation to the expiration of their terms of office that should be brought to the attention of the Shareholders and creditors of the Company. The Board of Directors and the Board of Supervisors would like to express their sincere gratitude to Mr. Guo Shougui, Mr. Chen Yong, Mr. Wu Chen and Ms. Wang Yan for their significant contribution to the Company's development during their tenure of office.

Employee Representative Supervisors

The Board of Directors hereby announces the following election and appointment of employee representative Supervisors of the Company.

Ms. Li Yan, Ms. Wu Yi and Mr. Wei Xiangyang were democratically elected as the employee representative Supervisors of the Company at the employee representative meeting, and their respective terms of office will be three years commencing from 27 June 2024, the date of the establishment of the fourth session of the Board of Supervisors of the Company.

Ms. Li Yan, Ms. Wu Yi and Mr. Wei Xiangyang will not receive any remuneration for serving as the employee representative Supervisors but will receive their remuneration from the Company in accordance with their employment positions in the Company and in accordance with the remuneration management regulations of the Company. The Company will disclose the remuneration of the Supervisors in its annual report.

The biographical details of them are set out as follows:

Li Yan

Ms. Li Yan (李燕), aged 51, an employee representative Supervisor of the Company. Ms. Li obtained a master's degree in laws from Shandong University. Ms. Li currently serves as the director of wealth management business division of the Company. Ms. Li joined the Company in 2002. From January 1997 to October 2002, she worked in Jinan management headquarters of China Southern Securities Co., Ltd. (南方證券有限公司). From December 2002 to October 2011, she successively worked in several departments of the Company, including investment bank department, trust business custody department, and trust business fourth department. From October 2011 to July 2021, she successively served as the deputy manager and general manager in wealth management centre of the Company. Since July 2021, she has successively served as the head of wealth management business division (acting) and the director of wealth management business division of the Company. Ms. Li concurrently serves as the director of Anhui Luxin Investment Co., Ltd.

Wu Yi

Ms. Wu Yi (吳禕), aged 41. Ms. Wu obtained a master's degree in commerce from the University of Sydney, Australia. Ms. Wu currently serves as the general manager of the supervision and audit department of the Company. Ms. Wu joined the Company in 2008. From May 2008 to May 2018, she successively worked in the finance department and the audit department of the Company. From May 2018 to July 2021, she served as the deputy general manager of the audit department of the Company. From July 2021 to August 2023, she served as the deputy director and director of the discipline committee office (supervision and audit department). Since August 2023, she has served as the general manager of the supervision and audit department of the Company.

Wei Xiangyang

Mr. Wei Xiangyang (魏向陽), aged 41, an employee representative Supervisor of the Company. Mr. Wei obtained a master's degree in accounting from Xiamen University. Mr. Wei is a certified public accountant in the PRC and an international certified internal auditor. He also holds the Chinese Law Practice Qualification Certificate. Mr. Wei currently serves as the general manager of the risk control department of the Company. Mr. Wei joined the Company in 2015. From July 2009 to September 2015, he worked in Jinan branch of China CITIC Bank Corporation Limited. From September 2015 to January 2018, he served as an employee of the risk control department of the Company. From January 2018 to August 2021, he served as the deputy general manager of the risk control department of the Company. Since August 2021, he has served as the general manager of the risk control department of the Company.

Save as disclosed above, Ms. Li Yan, Ms. Wu Yi and Mr. Wei Xiangyang confirm that (i) they have not held any directorships in any other public listed companies in the past three years, and they do not have any other positions with the Company; (ii) they are not connected with any other Directors, Supervisors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; and (iii) none of them have any interests in the Shares of the Company within the meaning of Part XV of the SFO. Save as disclosed above, there are no other matters that need to be disclosed pursuant to the requirements under Rule 13.51(2) of the Listing Rules in relation to the appointment of the above employee representative Supervisors and there are no other matters that need to be brought to the attention of the Shareholders.

Mr. Zhang Wenbin, the employee representative Supervisor, will not be re-elected as an employee representative Supervisor of the fourth session of the Board of Supervisors of the Company due to the expiration of his term of office.

Mr. Zhang Wenbin has confirmed that he has no disagreement with the Board of Directors and the Board of Supervisors and there is no matter relating to the expiration of his term of office that should be brought to the attention of the Shareholders and creditors of the Company. The Board of Directors and the Board of Supervisors would like to express their sincere gratitude to Mr. Zhang Wenbin for his significant contribution to the Company's development during his tenure of office.

By order of the Board of Directors
Shandong International Trust Co., Ltd.
Yue Zengguang
Chairperson

Jinan, the People's Republic of China
27 June 2024

As at the date of this announcement, the Board of Directors comprises Mr. Yue Zengguang as executive Director; Mr. Wang Zengye, Mr. Zhao Zikun and Ms. Wang Bailing as non-executive Directors; Mr. Zheng Wei, Ms. Zhang Haiyan and Ms. Liu Wanwen as independent non-executive Directors.