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Holly Futures

(a joint stock company incorporated in the People's Republic of China (the "PRC" or "China") with limited liability under the Chinese corporate name 弘業期貨股份有限公司 and carrying on business in Hong Kong as Holly Futures) (the "Company")
(Stock Code: 3678)

**(1) POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON FRIDAY, 28 JUNE 2024;
(2) DISTRIBUTION OF THE 2023 FINAL DIVIDEND; AND
(3) AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND THE RELATED RULES OF PROCEDURES**

POLL RESULTS OF THE AGM

References are made to (i) the announcements published by the Company dated 28 December 2023, 28 March 2024 and 29 May 2024 respectively (the "**Announcements**"), in relation to, among others, (a) the proposed amendments to the Articles of Association (the "**Articles Amendments pursuant to Rules Updates**") and to the Related Rules of Procedures; (b) the proposed Change of Company Name and the proposed amendments to the Articles of Association accordingly to reflect the Change of Company Name (the "**Articles Amendments pursuant to the Change of Company Name**"); and (c) the continuing connected transactions contemplated under the Framework Agreements, respectively; and (ii) the circular of the Company dated 29 May 2024 (the "**Circular**") in relation to, among others, the annual general meeting of the Company (the "**AGM**").

Terms used but not defined in this announcement shall have the same meanings as defined in the Circular, unless the context requires otherwise.

The Board is pleased to announce that the AGM was held at Conference Room 2105, 21/F, A4 Building, Financial City Phase II, No. 399 Jiang Dong Zhong Road, Jianye District, Nanjing, Jiangsu Province, the PRC at 2:00 p.m. on Friday, 28 June 2024.

The AGM was convened and conducted in accordance with the Company Law of the PRC (《中華人民共和國公司法》), the Securities Law of the PRC (《中華人民共和國證券法》), the Rules for General Meetings of Listed Companies (《上市公司股東大會規則》), the Listing Rules of Securities of Shenzhen Stock Exchange (《深圳證券交易所股票上市規則》), and other relevant rules and regulations, and the Articles of Association.

As at the date of the AGM, the total number of Shares in issue was 1,007,777,778 Shares, being the total number of Shares entitling the Shareholders to attend and vote for, against or abstain from voting on the proposed resolutions (save for resolutions numbered 8, 9, 10 and 15), of which 758,077,778 Shares were A Shares and 249,700,000 Shares were H Shares. Except for SOHO Holdings and its associates (in respect of 519,827,256 Shares) which were required to abstain from voting and have abstained from voting in relation to the ordinary resolutions numbered 8, 9, 10 and 15, there were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions proposed to the Shareholders at the AGM as set out in Rule 13.40 of the Listing Rules, nor were there any Shareholders who were required under the Listing Rules to abstain from voting at the AGM. A total of nine Shareholders (including the Shareholders present at the on-site meeting in person, by proxy or vote online), holding a total of 495,795,456 Shares, of which 495,590,456 Shares were A Shares and 205,000 Shares were H Shares, accounting for 49.1969% of the total number of Shares in issue, voted at the AGM.

No Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

According to the relevant provisions of the Shenzhen Stock Exchange Implementation Rules of Online Voting at Shareholders' Meeting of Listed Companies (《深圳證券交易所上市公司股東大會網絡投票實施細則》), the Company has provided online voting platform for holders of A Shares to vote online.

All Directors, three supervisors and some of the senior management of the Company attended the AGM. Mr. Chu Kairong (acting chairman and executive Director), Mr. Xue Binghai (non-executive Director) and Mr. Lo Wah Wai (independent non-executive Director), attended the AGM in person; and Mr. Jiang Lin (non-executive Director), Mr. Huang Dechun (independent non-executive Director) and Mr. Zhang Hongfa (independent non-executive Director) attended the AGM through video conference.

At the AGM, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

ORDINARY RESOLUTIONS		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the A Shares annual report of the Company for the year ended 31 December 2023 and its summary report.	495,791,456 99.9992%	4,000 0.0008%	0 0%
2.	To consider and approve (i) the H Shares annual report of the Company for the year ended 31 December 2023; and (ii) the annual report of the Company for the year ended 31 December 2023 prepared in accordance with the relevant regulations and requirements of the China Securities Regulatory Commission.	495,791,456 99.9992%	4,000 0.0008%	0 0%
3.	To consider and approve the report of the board (the “ Board ”) of directors (the “ Directors ”) of the Company for the year ended 31 December 2023.	495,791,456 99.9992%	4,000 0.0008%	0 0%
4.	To consider and approve the report of the supervisory committee of the Company (the “ Supervisory Committee ”) for the year ended 31 December 2023.	495,791,456 99.9992%	4,000 0.0008%	0 0%
5.	To consider and approve the final financial report of the Company for the year ended 31 December 2023.	495,791,456 99.9992%	4,000 0.0008%	0 0%
6.	To consider and approve the profit distribution plan of the Company for the year ended 31 December 2023.	495,791,456 99.9992%	4,000 0.0008%	0 0%

ORDINARY RESOLUTIONS		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
7.	To consider and approve the re-appointment of ShineWing Certified Public Accountants LLP as the auditor of the Company, to hold office until the conclusion of the next annual general meeting of the Company, and to authorise the general manager's office of the Company to fix their remuneration at its meetings.	495,791,456 99.9992%	4,000 0.0008%	0 0%
8.	To consider and approve the trading framework agreement (貿易框架協議) to be entered into between the Company and Jiangsu SOHO Holdings Group Co., Ltd. (" SOHO Holdings ") with respect to the purchase and sale of the Relevant Products between the Company and its subsidiaries and SOHO Holdings and its subsidiaries, and the continuing connected transactions contemplated thereunder and to authorise the management of the Company to handle all related matters of these continuing connected transactions in its full discretion.	219,200 98.2079%	4,000 1.7921%	0 0%
9.	To consider and approve the financial investment framework agreement (金融投資框架協議) to be entered into between the Company and SOHO Holdings with respect to the subscription of wealth management products from SOHO Holdings and its subsidiaries, and the continuing connected transactions contemplated thereunder and to authorise the management of the Company to handle all related matters of these continuing connected transactions in its full discretion.	219,200 98.2079%	4,000 1.7921%	0 0%

ORDINARY RESOLUTIONS		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
10.	To consider and approve financial services framework agreement (金融服務框架協議) to be entered into between the Company and SOHO Holdings with respect to the provision of financial services to SOHO Holdings and its subsidiaries, and the continuing connected transactions contemplated thereunder and to authorise the management of the Company to handle all related matters of these continuing connected transactions in its full discretion.	219,200 98.2079%	4,000 1.7921%	0 0%
11.	To authorise the Board to fix the remuneration packages of Directors for the year ended 31 December 2023.	495,791,456 99.9992%	4,000 0.0008%	0 0%
12.	To authorise the Supervisory Committee to fix the remuneration packages of supervisors of the Company for the year ended 31 December 2023.	495,791,456 99.9992%	4,000 0.0008%	0 0%
13.	To consider and approve the utilisation of part of the self-owned funds for entrusted wealth management.	495,791,456 99.9992%	4,000 0.0008%	0 0%
14.	To consider and approve the financial budget and investment plan for the year 2024.	495,791,456 99.9992%	4,000 0.0008%	0 0%
15.	To consider and approve the resolution on estimation of daily related party transactions for the year 2024.	219,200 98.2079%	4,000 1.7921%	0 0%

SPECIAL RESOLUTIONS		Number of votes cast and percentage of total number of votes cast		
		FOR	AGAINST	ABSTAIN
16.	To consider and approve the proposed amendments to (a) the existing articles of association of the Company in light of (i) the requirements of the Rules Governing the Listing of Shares on Shenzhen Stock Exchange (August 2023 Revision) (《深圳證券交易所上市規則(2023年8月修訂)》), the Guidelines on the Articles of Associations for Listed Companies (2023 revision) (《上市公司章程指引(2023年修訂)》), Measures for the Administration of Independent Directors of Listed Companies (《上市公司獨立董事管理辦法》), the Listing Rules, and other laws, regulations and normative documents; and (ii) based on the actual situation needs of the Company; (b) the existing Rules of Procedures of the General Meetings of the Company; and (c) the existing Rules of Procedures of the Board of Directors of the Company.	495,791,456 99.9992%	4,000 0.0008%	0 0%
17.	To consider and approve the proposed change of (i) the Chinese name of the Company from “弘業期貨股份有限公司” to “蘇豪弘業期貨股份有限公司”; (ii) the English name of the Company from “Holly Futures Co., Ltd.” to “Soho Holly Futures Co., Ltd.”; (iii) the Chinese stock short name from “弘業期貨” to “蘇豪期貨”; and (iv) the English stock short name from “Holly Futures” to “Soho Futures” (the “ Change of Company Name ”); and the proposed amendments to the existing articles of association of the Company accordingly to reflect the Change of Company Name.	495,791,456 99.9992%	4,000 0.0008%	0 0%

As more than one-half of the votes were cast in favour of each of the ordinary resolutions numbered 1 to 15, these resolutions were duly passed as ordinary resolutions of the Company at the AGM.

As more than two-thirds of the votes were cast in favour of each of the special resolutions numbered 16 to 17, these resolutions were duly passed as special resolutions of the Company at the AGM.

In accordance with the Listing Rules, Computershare Hong Kong Investor Services Limited (“**Computershare**”), was appointed as the scrutineer for vote taking at AGM. Two lawyers from Beijing Jingtian & Gongcheng, two shareholder representatives and one supervisor representative are jointly responsible for vote taking and vote scrutinizing. Beijing Jingtian & Gongcheng issued a legal opinion confirming that the convening and holding procedures of the general meeting were in compliance with the requirements of the Company Law of the PRC, the Securities Law of the PRC, the Rules for General Meetings of Listed Companies, the Shenzhen Stock Exchange Implementation Rules of Online Voting at Shareholders’ Meeting of Listed Companies (《深圳證券交易所上市公司股東大會網絡投票實施細則》) and other relevant laws, administrative regulations, regulatory documents as well as the Articles of Association, that qualifications of the convenors and attendees of the meeting were legal and valid, that the voting procedures were legal and that the resolutions approved were legal and valid.

Computershare acted as the scrutineer and has checked the mathematical accuracy of calculation of and verified the poll results of each resolution proposed at the AGM based on the poll forms collected.

DISTRIBUTION OF THE 2023 FINAL DIVIDEND

The Board is pleased to announce that the profit distribution plan of the Company for the year ended 31 December 2023 (the “**2023 Final Distribution Plan**”) was approved by the Shareholders at the AGM. Details of the 2023 Final Distribution Plan are as follows.

The 2023 Final Dividend of RMB0.004 (tax-inclusive) per Share will be paid to the Shareholders on Friday, 9 August 2024 whose names appear on the share register of the Company on Friday, 12 July 2024. For the purpose of determining the entitlement of Shareholders to receive the 2023 Final Dividend, the register of members of the Company will be closed from Monday, 8 July 2024 to Friday, 12 July 2024 (both days inclusive). In order to qualify for receiving the 2023 Final Dividend, H Shareholders should ensure all transfer documents, accompanied by the relevant share certificates, are lodged with the Company's H Share registrar, Computershare, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong before 4:30 p.m. on Friday, 5 July 2024. The Company will announce the specific arrangement for the payment of 2023 Final Dividend to holders of A Shares separately on the Shenzhen Stock Exchange.

The dividend payable to A Shareholders will be in RMB while those payable to H Shareholders will be in Hong Kong Dollars. The exchange rate shall be calculated on the basis of the average benchmark exchange rate between RMB and Hong Kong Dollars as announced by the People's Bank of China for the five working days prior to the date of the AGM (being 21, 24, 25, 26 and 27 June 2024), was RMB0.912424 against HK\$1.00. Accordingly, the 2023 Final Dividend per H Share is HK\$0.00438.

Taxes

1. Withholding and Payment of Income Tax for H Share Dividends

According to the Notice on Issues Concerning the Collection and Management of Individual Income Tax after the Abolishment of Guo Shui Fa [1993] No.045 promulgated by the State Taxation Administration (Guo Shui Han [2011] No.348) (《關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)), the Company is required to withhold and pay the individual income tax for non-resident individual holders of H shares. The Company will withhold and pay the individual income tax at the tax rate of 10% on behalf of the individual H shareholders who are Hong Kong residents, Macau residents or residents of those countries having agreements with China for individual income tax rate in respect of dividend of 10%. For individual H shareholders who are residents of those countries having agreements with China for individual income tax rates in respect of dividend of lower than 10%, they have to follow the bilateral tax agreement in paying tax in connection with dividend paid by mainland companies listed in Hong Kong. When making payments of dividend, the Company acting like a withholding agent in general will withhold 10% of the dividend on behalf of the non-resident individual H shareholders as individual income tax.

For non-resident enterprise holders of H Shares, the Company will withhold and pay enterprise income tax at the tax rate of 10% on behalf of such holders of H Shares pursuant to the Notice of the State Administration of Taxation on the Issues Concerning Withholding and Payment of the Enterprises Income Tax on the Dividends Paid by Chinese Resident Enterprises to H Share Holders Who are Overseas Non-resident Enterprises (Guo Shui Han [2008] No.897) (國家稅務總局《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)).

The Company assumes no responsibility and disclaims all liabilities whatsoever in relation to the tax status or tax treatment of the individual holders of H Shares and for any claims arising from any delay in or inaccurate determination of the tax status or tax treatment of the individual holders of H Shares or any disputes over the withholding mechanism or arrangements.

2. Withholding and Payment of Individual Income Tax on behalf of Domestic Individual Shareholders Investing through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect

Pursuant to the Notice on Tax Policies for Shenzhen-Hong Kong Stock Connect Pilot Program (Cai Shui [2016] No.127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)) and the Notice on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [2014] No.81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)), for domestic individual shareholders who invest in H Shares through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect (such H Shares are registered in the name of HKSCC Nominees Limited and held by China Securities Depository and Clearing Corporation Limited as a nominee shareholder), the Company will withhold and pay individual income tax at the rate of 20% on their behalf in the distribution of the dividend. For domestic shareholders who are securities investment funds investing in H Shares through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect (such H Shares are registered in the name of HKSCC Nominees Limited and held by China Securities Depository and Clearing Corporation Limited as a nominee shareholder), the Company will withhold and pay individual income tax at the rate of 20% on their behalf in the distribution of the dividend.

3. No Withholding or Payment of Enterprise Income Tax on behalf of Domestic Enterprise Shareholders Investing through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect

Pursuant to the Notice on Tax Policies for Shenzhen-Hong Kong Stock Connect Pilot Program (Cai Shui [2016] No.127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)) and the Notice on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [2014] No.81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)), for domestic enterprise shareholders who invest in H Shares through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect (such H Shares are registered in the name of HKSCC Nominees Limited and held by China Securities Depository and Clearing Corporation Limited as a nominee shareholder), the Company will not withhold or pay enterprise income tax on their behalf in the distribution of the dividend, and the domestic enterprise shareholders shall report and pay the relevant taxes payable by themselves.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect will be the same as those for the holders of H Shares. Should the holders of H Shares have any doubt in relation to the aforesaid arrangements, they are recommended to consult their tax advisors for relevant tax implications in Mainland China, Hong Kong and other countries (regions) on the possession and disposal of the H Shares.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND THE RELATED RULES OF PROCEDURES

The Board hereby announces that, as the special resolutions numbered 16 and 17 were passed at the AGM, the Articles Amendments pursuant to Rules Updates, the Articles Amendments pursuant to the Change of Company Name and the amendments to Related Rules of Procedures have become effective. The Company will carry out necessary filing procedures in Hong Kong and the PRC as appropriate.

By order of the Board

Mr. Chu Kairong

Acting Chairman and Executive Director

Nanjing, the PRC
28 June 2024

As at the date of this announcement, the Board consists of Mr. Chu Kairong as executive Director; Mr. Xue Binghai and Mr. Jiang Lin as non-executive Directors; and Mr. Huang Dechun, Mr. Lo Wah Wai and Mr. Zhang Hongfa as independent non-executive Directors.