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SHENWAN HONGYUAN (H.K.) LIMITED

申萬宏源(香港)有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 218)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 4 NOVEMBER 2016
AND
CHANGE OF AUDITORS**

Reference is made to the circular (the “Circular”) and the notice (the “Notice”) of the extraordinary general meeting (“EGM”) of Shenwan Hongyuan (H.K.) Limited (the “Company”) both dated 19 October 2016. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

At the EGM held on 4 November 2016, a poll was taken for voting on all the proposed ordinary resolutions as set out in the Notice and contained in the Circular.

The poll results are set out as follows:

Ordinary Resolutions		Number of Shares Voted (%)	
		For	Against
1.	To remove Ernst & Young as auditors of the Company with effect immediately after the conclusion of the extraordinary general meeting.	426,674,899 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Shares Voted (%)	
		For	Against
2.	Conditional upon the passing of Resolution 1, KPMG be appointed as auditors of the Company with effect immediately after the conclusion of the extraordinary general meeting and to hold office until the conclusion of the annual general meeting of the Company to be held in 2017, and the board of directors of the Company be authorised to fix their remuneration.	426,674,899 (100.00%)	0 (0.00%)

The above ordinary resolutions were duly passed as more than 50% of the votes were cast in favour of each of them.

As at the date of the EGM, there were 796,138,689 Shares in issue entitling the holder to attend and vote for or against all resolutions proposed at the EGM. There were no restrictions on any shareholders of the Company to cast votes on any of the proposed resolutions at the EGM. There was no shareholder of the Company who was entitled to attend the EGM and required to abstain from voting in favour as set out in Rule 13.40 of the Listing Rules and no shareholder of the Company was required to abstain from voting at the EGM under the Listing Rules.

The Company's share registrar, Tricor Tengis Limited, was appointed as scrutineer for the vote-taking at the EGM.

CHANGE OF AUDITORS

The board of the directors (the "Board") of the Company announces that as the relevant ordinary resolution for the removal of Ernst & Young as auditors of the Company has been passed at the EGM, Ernst & Young was removed as auditors of the Company with effect immediately after the conclusion of the EGM.

Ernst & Young has confirmed in writing that there are no matters regarding the removal that needs to bring to the attention of the shareholders of the Company. The Board has also confirmed that there is no disagreement between Ernst & Young and the Company, and there are no other matters in respect of the removal that need to be brought to the attention of the shareholders of the Company.

The Board would like to extend its sincere gratitude to Ernst & Young for their professional and quality services provided to the Group in the past years.

The Board of the Company further announces that following the passing of the ordinary resolution in relation to the appointment of KPMG as auditors of the Company at the EGM, KPMG was appointed as auditors of the Company with effect immediately after the conclusion of the EGM and to hold office until the conclusion of the annual general meeting of the Company to be held in 2017.

By order of the Board
Shenwan Hongyuan (H.K.) Limited
Wong Che Keung Leslie
Company Secretary

Hong Kong, 4 November 2016

As at the date of this announcement, the Board of the Company comprises 8 directors, of which Mr. Zhu Minjie, Mr. Chen Xiaosheng, Mr. Guo Chun and Mr. Lee Man Chun Tony are the executive directors, Mr. Zhang Lei is the non-executive director, Mr. Ng Wing Hang Patrick, Mr. Kwok Lam Kwong Larry and Mr. Zhuo Fumin are the independent non-executive directors.