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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 13 MAY 2016**

The Board is pleased to announce that the ordinary resolutions proposed to approve the 2016 SWHYSC MOU, the 2016 SWS Research MOU and the transactions contemplated thereunder as well as the Annual Caps as set out in the Notice of Extraordinary General Meeting dated 25 April 2016 were duly passed by the Independent Shareholders by way of poll at the Extraordinary General Meeting (“EGM”) held on 13 May 2016.

Reference is made to the circular dated 25 April 2016 (the “Circular”) of Shenwan Hongyuan (H.K.) Limited in relation to the Continuing Connected Transactions. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the ordinary resolutions proposed to approve the 2016 SWHYSC MOU, the 2016 SWS Research MOU and the transactions contemplated thereunder as well as the Annual Caps as set out in the Notice of Extraordinary General Meeting dated 25 April 2016 were duly passed by the Independent Shareholders by way of poll at the EGM held on 13 May 2016.

The poll results are set out as follows:

		Number of Shares Voted (%)	
		For	Against
Ordinary Resolutions			
1.	To approve the 2016 SWHYSC MOU entered into between SWHYSC and the Company in relation to the SWHYSC Transactions and all the transactions contemplated thereunder as well as the Annual Caps for the transactions contemplated under the 2016 SWHYSC MOU for the seven months ending 31 December 2016, each of the two years ending 31 December 2018, and the five months ending 31 May 2019; and that the Directors be and are hereby authorized to do all acts and execute all documents they consider necessary or expedient in connection with the 2016 SWHYSC MOU and the transactions contemplated thereunder.	10,402,613 (100.00%)	0 (0.00%)
The ordinary resolution was duly passed as more than 50% of the votes were cast in favour of it.			
2.	To approve the 2016 SWS Research MOU entered into between SWS Research and the Company in relation to the SWS Research Transactions and all the transactions contemplated thereunder as well as the Annual Caps for the transactions contemplated under the 2016 SWS Research MOU for the seven months ending 31 December 2016, each of the two years ending 31 December 2018, and the five months ending 31 May 2019; and that the Directors be and are hereby authorized to do all acts and execute all documents they consider necessary or expedient in connection with the 2016 SWS Research MOU and the transactions contemplated thereunder.	10,402,613 (100.00%)	0 (0.00%)
The ordinary resolution was duly passed as more than 50% of the votes were cast in favour of it.			

As at the date of the EGM, there were 796,138,689 Shares in issue entitling the holder to attend and vote on a resolution at the EGM. Out of which, 405,808,569 Shares were held by SWHYG and its associates who were entitled to attend but required to abstain under the Listing Rules and had abstained from voting in respect of all the ordinary resolutions. There was no shareholder 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. The remaining 390,330,120 Shares were entitled to attend and vote for or against the ordinary resolutions at the EGM.

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

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

Hong Kong, 13 May 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.