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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 31 JANUARY 2019**

Reference is made to the circular of Shenwan Hongyuan (H.K.) Limited (the “**Company**”) dated 16 January 2019 (the “**Circular**”) and the notice of extraordinary general meeting (the “**EGM**”) dated 16 January 2019 (the “**EGM Notice**”).

Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

At the EGM held on 31 January 2019, a poll was taken for voting on all the proposed resolutions as set out in the EGM Notice.

As at the date of the EGM, the total number of the issued Shares was 796,138,689, which was the total number of Shares entitling the holders to attend and vote for or against the proposed resolutions in respect of the re-election of Mr. Zhang Jian and Mr. Chen Liqiang as Directors at the EGM. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions in respect of the re-election of Mr. Zhang Jian and Mr. Chen Liqiang as Directors at the EGM.

SWHY International and SWHY BVI were interested in 3,306,257 Shares and 402,502,312 Shares as at the date of the EGM, respectively, and have a material interest in the transactions contemplated under the Subscription Agreement. In accordance with the Listing Rules, SWHY International, SWHY BVI and their respective associates were required to abstain, and had so abstained, from voting on the proposed resolution in respect of the Subscription at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the proposed resolution in respect of the Subscription at the EGM was 390,330,120.

The poll results are set out as follows:

Ordinary Resolutions		Number of Shares Voted (%)		Total Number of Shares Voted
		For	Against	
1.	<p>To approve the following:</p> <p>(a) the entering into of the Subscription Agreement in relation to the subscription by SWHY International for the 765,000,000 new Shares, and all transactions contemplated thereunder and all other matters thereof and incidental thereto and in connection therewith, be and are hereby generally and unconditionally approved, confirmed and ratified in all respects;</p> <p>(b) conditional upon the Listing Committee granting the listing of, and permission to deal in the Subscription Shares, the Directors be and are hereby granted the Specific Mandate, such Specific Mandate being in addition to and not prejudicing or revoking any general or specific mandate(s) which has/have been granted or may from time to time be granted to the Directors by the Shareholders; and</p> <p>(c) the Directors be and are hereby generally and unconditionally authorised to do all such acts or things and execute and deliver all such documents, instruments and agreements which they consider necessary, desirable or expedient to give effect to the transactions contemplated by the Subscription Agreement and the allotment and issue of the Subscription Shares, and to agree to such variation, amendments or waiver of matters relating thereto as are, in the opinion of the Directors, in the interests of the Company.*</p>	34,242,887 (94.71%)	1,912,500 (5.29%)	36,155,387
2.	To re-elect Mr. Zhang Jian as an executive Director and to authorise the board of Directors to fix his director's fees.*	441,331,456 (99.86%)	632,500 (0.14%)	441,963,956
3.	To re-elect Mr. Chen Liqiang as an independent non-executive Director and to authorise the board of Directors to fix his director's fees.*	441,401,456 (99.87%)	562,500 (0.13%)	441,963,956

\* The full text of the Resolutions are set out in the EGM Notice.

The above ordinary resolutions were duly passed by the Shareholders by way of poll as more than 50% of the total voting rights of all the Shareholders who voted in person or by proxy on the resolutions were cast in favour of each of them.

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, 31 January 2019

*As at the date of this announcement, the board of Directors comprises nine Directors, of which Mr. Zhu Minjie, Mr. Chen Xiaosheng, Mr. Zhang Jian, Mr. Guo Chun and Mr. Qiu Yizhou are the executive Directors; Mr. Zhang Lei is the non-executive Director; Mr. Ng Wing Hang Patrick, Mr. Kwok Lam Kwong Larry and Mr. Chen Liqiang are the independent non-executive Directors.*