

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Shanghai Dongzheng Automotive Finance Co., Ltd.*

上海東正汽車金融股份有限公司

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

(Stock code: 2718)

POLL RESULTS OF THE ANNUAL GENERAL MEETING AND APPOINTMENT AND RESIGNATION OF SUPERVISORS

Reference is made to the notice of the Annual General Meeting (the “**Notice**”) and the circular (the “**Circular**”) both dated 26 April 2022 of the Company. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE AGM

The Board is pleased to announce that the AGM was held at Unit ABC, 30/F, Mirae Asset Tower, No. 166 Lu Jia Zui Ring Road, Shanghai, the PRC at 11:00 a.m. on Tuesday, 14 June 2022. The AGM was convened in accordance with the requirements of the relevant laws and regulations of the PRC, the Listing Rules and the Articles of Association, and the poll results are lawful and valid.

As at the date of the AGM, the total number of issued Shares was 2,139,651,400 Shares (comprising 80,000,000 Domestic Shares, 1,520,000,000 Unlisted Foreign Shares and 539,651,400 H Shares). As disclosed in the announcements dated 7 December 2020 and 8 February 2022 of the Company, the Company should restrict relevant shareholder’s rights (including voting rights) of China ZhengTong Auto Services Holdings Limited (“**ZhengTong**”). As at the date of the AGM, ZhengTong held 1,520,000,000 Shares. As such, the total number of Shares entitling the holders to attend and vote on all the resolutions proposed at the AGM was 619,651,400 Shares.

All Directors, namely Mr. Lin Fan, Mr. Shao Yongjun, Mr. Koh Tee Choong, Mr. Li Guozhou, Mr. Wong Man Chung Francis and Ms. Liang Yanjun, attended the AGM.

To the best knowledge, information and belief of the Board, no Shareholder has a material interest in any of the resolutions proposed at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions proposed at the AGM and none of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

Shareholders and authorised proxies holding an aggregate of 207,520,000 Shares, representing approximately 33.5% of the total number of Shares entitling the holders to attend and vote on all the resolutions proposed at the AGM, attended the AGM. At the AGM, all resolutions as set out in the Notice were considered and duly passed by way of poll.

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

ORDINARY RESOLUTIONS <i>(Note 1)</i>		Number of Votes (approximate %) <i>(Note 2)</i>		
		For	Against	Abstain
1.	To consider and approve the report of the Directors for the year ended 31 December 2021.	207,520,000 (100.0%)	0 (0.0%)	0 (0.0%)
2.	To consider and approve the report of the Board of Supervisors for the year ended 31 December 2021.	207,520,000 (100.0%)	0 (0.0%)	0 (0.0%)
3.	To consider and approve the audited financial statements of the Company for the year ended 31 December 2021.	207,520,000 (100.0%)	0 (0.0%)	0 (0.0%)
4.	To consider and approve the annual report of the Company for the year ended 31 December 2021.	207,520,000 (100.0%)	0 (0.0%)	0 (0.0%)
5.	To consider and approve the authorisation to the Board to approve annual financial budget of the Company for the year ending 31 December 2022.	183,520,000 (88.4%)	24,000,000 (11.6%)	0 (0.0%)
6.	To consider and, if thought fit, approve that the Company will not declare final dividend for the year ended 31 December 2021.	207,520,000 (100.0%)	0 (0.0%)	0 (0.0%)

ORDINARY RESOLUTIONS ^(Note 1)		Number of Votes (approximate %) ^(Note 2)		
		For	Against	Abstain
7.	To consider and approve the authorisation to the Board to deal with all issues in relation to the Company's distribution of interim dividend for the year 2022 at its absolute discretion (including, but not limited to determining whether to distribute interim dividend for the year 2022).	207,520,000 (100.0%)	0 (0.0%)	0 (0.0%)
8.	To consider and approve the proposed election of Ms. Wu Liyue as a Supervisor.	207,520,000 (100.0%)	0 (0.0%)	0 (0.0%)
9.	To authorise the Board to determine the remuneration of the Directors and Supervisors for the year 2022.	207,520,000 (100.0%)	0 (0.0%)	0 (0.0%)
10.	To consider and approve the re-appointment of KPMG as the auditor of the Company for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board to determine its remuneration.	207,520,000 (100.0%)	0 (0.0%)	0 (0.0%)
SPECIAL RESOLUTION ^(Note 1)		For	Against	Abstain
11.	To consider and approve the grant of a general mandate to the Board to issue the Debt Financing Instruments.	207,520,000 (100.0%)	0 (0.0%)	0 (0.0%)

Notes:

1. The full text of the resolutions is set out in the Notice.
2. The number of votes and percentage are based on the total number of Shares held by the Shareholders who voted at the AGM in person or by proxy.

As more than one half of the votes were cast in favour of the above resolutions numbered 1 to 10, these resolutions were duly passed as ordinary resolutions at the AGM.

As more than two-thirds of the votes were cast in favour of the above resolution numbered 11, this resolution was duly passed as a special resolution at the AGM.

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer for the vote-taking at the AGM.

APPOINTMENT AND RESIGNATION OF SUPERVISORS

Following the conclusion of the AGM, the term of office of Ms. Wu Liyue as a Shareholders representative Supervisor commences from 14 June 2022 and will end on the expiry of the second session of the Board of Supervisors. Ms. Wu will not receive any remuneration for her serving as a Supervisor.

Please refer to the Circular for the biographical details of Ms. Wu and other information required to be disclosed under Rule 13.51(2) of the Listing Rules. As of the date of this announcement, there has been no change to such information.

As disclosed in the announcement dated 26 May 2021 of the Company and the Circular, Mr. Li Tao resigned from the position as a Supervisor due to health reason. Mr. Li has confirmed that he has no disagreement with the Board and the Board of Supervisors and there are no other matters in relation to his resignation that need to be brought to the attention of the Shareholders. According to the provisions of the Company Law of the PRC and the Articles of Association, Mr. Li shall continue to assume office until the newly elected Supervisor commences his/her term of office. Following the appointment of Ms. Wu, Mr. Li ceases to be a Supervisor with effect from 14 June 2022.

The Board and the Board of Supervisors would like to take this opportunity to express their sincere gratitude to Mr. Li for his contribution to the Company during his tenure of service.

By Order of the Board
Shanghai Dongzheng Automotive Finance Co., Ltd.*
Lin Fan
Chairman

Shanghai, PRC, 14 June 2022

As at the date of this announcement, the Board comprises Mr. Lin Fan and Mr. Shao Yongjun as executive Directors; Mr. Koh Tee Choong and Mr. Li Guozhou as non-executive Directors; and Mr. Wong Man Chung Francis and Ms. Liang Yanjun as independent non-executive Directors.

* *for identification purposes only*