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## **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)**

## **APPOINTMENT OF JOINT COMPANY SECRETARY WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES AND CONTINUED SUSPENSION OF TRADING**

### **APPOINTMENT OF JOINT COMPANY SECRETARY**

The board (the “**Board**”) of directors (the “**Directors**”) of Shanghai Dongzheng Automotive Finance Co., Ltd. (the “**Company**”) is pleased to announce that Mr. Ji Yijun (“**Mr. Ji**”) has been appointed as a joint company secretary of the Company (the “**Joint Company Secretary**”) with effect from 29 June 2023. The existing company secretary of the Company, Mr. Chan Pak Hung (“**Mr. Chan**”), will become the other Joint Company Secretary with effect from the same day and assist Mr. Ji in the discharge of his duties as a Joint Company Secretary.

Mr. Ji was appointed as the secretary to the Board in February 2023 and attained the qualification of board secretary from Shanghai Stock Exchange in August 2022. The Company, which is licensed and regulated by the China Banking and Insurance Regulatory Commission (“**CBIRC**”), received the approval from CBIRC on the qualification of Mr. Ji as the secretary to the Board in February 2023. Mr. Ji is currently responsible for the management of department relating to the Board affairs, handling daily affairs and communications of the Board and assisting the Board in legal compliance and corporate governance matters. From November 2014 to February 2023, Mr. Ji worked for SAIC-GMAC Automotive Finance Company Limited (“**SAIC-GMAC**”, a company licensed and regulated by CBIRC engaging in the automotive finance business in China) and served various positions including supervisor and senior supervisor of employee development of human resources department, assistant to chairman and executive assistant to chairman. Mr. Ji received a bachelor of arts degree in global trade and finance in 2013 and a master of science degree in financial economics in 2014 from University of Bradford. Mr. Ji is an economist in the PRC.

Mr. Chan was appointed as a joint company secretary of the Company in December 2019 and he has become the sole company secretary of the Company since January 2021. Mr. Chan is a member of the Hong Kong Institute of Certified Public Accountants and meets the requirements under Note 1 to Rule 3.28 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). He has over 15 years of experience in the corporate finance, compliance and company secretarial fields.

## **WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

Pursuant to Rule 8.17 of the Listing Rules, an issuer must appoint a company secretary who satisfies Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that an issuer must appoint as its company secretary an individual who, by virtue of his academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary.

Mr. Ji currently does not possess the qualifications set out in Rule 3.28 of the Listing Rules. However, the Company believes that it would be in the interests of the Company and will facilitate its corporate governance to appoint Mr. Ji as a Joint Company Secretary in consideration of, among others, (i) his qualification of board secretary; (ii) his familiarity with the internal administration and communications, corporate governance, legal compliance issues of the Company as well as the relevant PRC laws and regulations related to the automobile finance industry, through his current role as the secretary to the Board and his past employment with SAIC-GMAC; and (iii) the close nexus and solid working relationship with the Directors and senior management team of the Company he has developed. The Board is of the view that Mr. Ji is a suitable candidate to act as a Joint Company Secretary. By reasons of the above, the Company has applied to, and was granted by, the Stock Exchange a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules (the “**Waiver**”) for a period of three years from the date of appointment of Mr. Ji as the Joint Company Secretary, being 29 June 2023 (the “**Waiver Period**”) on the following conditions:

- (i) Mr. Ji must be assisted by Mr. Chan during the Waiver Period; and
- (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Mr. Ji, having had the benefit of Mr. Chan’s assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The Waiver applies to Mr. Ji’s appointment as a Joint Company Secretary only and may be withdrawn or changed if the Company’s situation changes.

The Board would like to welcome Mr. Ji on his new appointment.

## CONTINUED SUSPENSION OF TRADING

At the request of the Company, the trading in the H Shares of the Company has been suspended with effect from 9:00 a.m. on 7 October 2022. Trading in the H Shares of the Company will remain suspended until further notice.

By Order of the Board  
**Shanghai Dongzheng Automotive Finance Co., Ltd.\***  
**Xu Ying**  
*Chairlady and Non-executive Director*

Shanghai, the People's Republic of China, 29 June 2023

*As at the date of this announcement, the Board comprises Ms. Xu Ying as chairlady and non-executive Director; Mr. Wu Zheng as general manager and executive Director; Dr. Zhou Qi and Ms. Lin Weihua as non-executive Directors; and Mr. Wong Man Chung Francis, Ms. Liang Yanjun and Mr. Qin Zheng as independent non-executive Directors.*

\* *for identification purposes only*