

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 Jin Jiang Capital Company Limited*

上海錦江資本股份有限公司

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

(Stock Code: 02006)

(1) POLL RESULTS OF THE 2019 ANNUAL GENERAL MEETING AND (2) PAYMENT OF FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2019

The Board announces that all the resolutions set out in the notice of the AGM were duly passed at the AGM held on Friday, 19 June 2020.

POLL RESULTS OF THE 2019 ANNUAL GENERAL MEETING

The board of directors (the “**Board**”) of Shanghai Jin Jiang Capital Company Limited (the “**Company**”) is pleased to announce that the following resolutions were passed at the annual general meeting (the “**AGM**”) of the Company held at 1:30 p.m. on Friday, 19 June 2020 at Room Haihua, 5/F, Shanghai Hyland, 505 Nanjing Road East, Huangpu District, Shanghai, the People’s Republic of China (the “**PRC**”). Shareholders or their proxies holding an aggregate of 4,435,193,185 shares with voting rights, representing approximately 79.7% of the total number of issued shares as at the date of the AGM, attended the AGM.

As at the date of the AGM, the number of issued shares of the Company was 5,566,000,000 shares, which was the total number of shares entitling shareholders to attend and vote on all the resolutions proposed at the AGM. There were no shares entitling the shareholders to attend and abstain from voting in favour as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). No shareholder was required to abstain from voting on any of the proposed resolutions at the AGM.

The AGM was chaired by Mr. Yu Minliang, the chairman and an executive director of the Company. After due consideration, the following resolutions were passed at the AGM by way of poll by shareholders and their proxies, details of which are as follows:

Summary of Resolutions (abridged)		Number of Votes (approximate %)		
		For	Against	Abstain
1.	To approve the report of the Board for the year ended 31 December 2019;	4,433,615,185 100.000000%	0 0.000000%	0 0.000000%
2.	To approve the report of the supervisory committee of the Company for the year ended 31 December 2019;	4,433,615,185 100.000000%	0 0.000000%	0 0.000000%
3.	To approve the audited financial statements and the auditors' report of the Company and of the Group as at and for the year ended 31 December 2019;	4,433,615,185 100.000000%	0 0.000000%	0 0.000000%
4.	To approve the proposed profit distribution plan and the final dividend distribution plan of the Company for the year ended 31 December 2019 and to authorise the Board to distribute such dividend to shareholders of the Company;	4,435,193,185 100.000000%	0 0.000000%	0 0.000000%
5.	To approve the re-appointment of PricewaterhouseCoopers, Hong Kong Certified Public Accountants, as the Company's international auditors to hold office until the conclusion of the next annual general meeting of the Company and to ratify and confirm the determination of its remuneration by the audit and risk control committee of the Board;	4,420,920,998 99.678206%	14,272,187 0.321794%	0 0.000000%

Summary of Resolutions (abridged)		Number of Votes (approximate %)		
		For	Against	Abstain
6.	To approve the re-appointment of PricewaterhouseCoopers Zhong Tian LLP as the Company's PRC auditors to hold office until the conclusion of the next annual general meeting of the Company and to ratify and confirm the determination of its remuneration by the audit and risk control committee of the Board;	4,420,920,998 99.678206%	14,272,187 0.321794%	0 0.000000%
Special Resolutions		For	Against	Abstain
7.	To approve the granting of an unconditional general mandate to the Board to issue, allot and deal with additional shares in the share capital of the Company and to make or grant offers, agreements and options in respect thereof, details of which are set out in the notice of the AGM dated 28 April 2020;	4,296,502,980 96.872961%	138,690,205 3.127039%	0 0.000000%
8.	To approve the resolution of the proposed amendments to the articles of association of the Company.	4,427,818,987 99.833734%	7,374,198 0.166266%	0 0.000000%

Please refer to the notice of the AGM dated 28 April 2020 for the full version of the above resolutions.

As more than half of the votes were cast in favour of each of resolutions 1 to 6 and more than two-thirds in favour of each of resolutions 7 to 8, all resolutions were duly passed as ordinary resolutions and special resolutions, respectively.

In accordance with the Listing Rules, Computershare Hong Kong Investor Services Limited, the H share registrar of the Company, was appointed as the scrutineer at the AGM.

FURTHER INFORMATION ON THE PAYMENT OF THE 2019 FINAL DIVIDEND

The proposed final dividend of RMB6.2 cents per share (inclusive of tax) for the year ended 31 December 2019 has been approved by the shareholders of the Company at the AGM. The register of members of the Company will be closed from Thursday, 25 June 2020 to Tuesday, 30 June 2020 (both dates inclusive), during which period no share transfers will be registered. The dividend is expected to be paid on 7 August 2020 to those shareholders of the Company whose names appear on the register of members of the Company on Tuesday, 30 June 2020.

In order to qualify for the final dividend, holders of the Company's H shares shall lodge all transfer documents together with the relevant share certificates with Computershare Hong Kong Investor Services Limited, the Company's H share registrar, not later than 4:30 p.m. on Wednesday, 24 June 2020. The address of Computershare Hong Kong Investor Services Limited is as follows: Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

The final dividend payable to holders of H shares of the Company shall be converted to and paid in Hong Kong dollars based on the average of the closing benchmark exchange rates of Hong Kong dollars against Renminbi announced by the People's Bank of China for the week immediately before the date of the AGM at which the dividend was declared, namely HK\$1.00 to RMB0.91441. Based on the above exchange rate, the amount of final dividend is payable of HK\$0.0678 per H share.

Pursuant to the Corporate Income Tax Law of the PRC and its implementing regulations (hereinafter collectively referred to as the "CIT Law") which took effect on 1 January 2008 and the Notice on Issues relating to the Recognition of Overseas Registered PRC-invested Enterprises as Resident Enterprises based on Actual Management Organisation Standards issued by the State Administration of Taxation on 22 April 2009, the tax rate of the corporate income tax applicable to the income derived from the PRC of a non-resident enterprise is 10%. For this purpose, any H shares registered under the name of a non-individual enterprise, including those registered under the name of HKSCC Nominees Limited, other nominees or trustees such as securities firms and banks, or other organizations or entities, shall be deemed as shares held by non-resident enterprise shareholders (as defined under the CIT Law). The Company will distribute the final dividend to the non-resident enterprise shareholders subject to a deduction of 10% corporate income tax withheld and paid by the Company on their behalf.

Any resident enterprise (as defined under the CIT Law) which has been legally incorporated in the PRC or which has established de facto administrative entities in the PRC pursuant to the laws of foreign countries (regions) and whose name appears on the Company's H share register on Tuesday, 30 June 2020 must deliver an legal opinion issued by a lawyer qualified to practice in the PRC (and endorsed with the law firm's chop) and relevant document(s) certifying that it is a resident enterprise to Computershare Hong Kong Investor Services Limited not later than 4:30 p.m. on Wednesday, 24 June 2020, if they do not wish to have the 10% corporate income tax withheld and paid on their behalf by the Company.

The 10% corporate income tax will not be withheld and paid from the final dividend payable to any natural person shareholders whose names appear on the H share register of the Company on Tuesday, 30 June 2020. Any natural person investor whose H shares are registered under the name of a non-individual shareholder and who does not wish to have any corporate income tax to be withheld and paid on their behalf by the Company may consider transferring the legal title of the relevant H shares into his or her name and duly lodge all transfer documents with the relevant H share certificates with the Company's H share registrar for registration on or before 4:30 p.m. on Wednesday, 24 June 2020.

The Company will not take any responsibility arising from any delay in, or inaccurate determination of the status of the shareholders or any disputes over the mechanism of withholding and no action will be taken in this regard.

By Order of the Board
Shanghai Jin Jiang Capital Company Limited*
Zhang Jue
Joint Company Secretary

Shanghai, the PRC, 19 June 2020

As at the date of this announcement, the executive directors of the Company are Mr. Yu Minliang, Ms. Guo Lijuan, Mr. Chen Liming, Mr. Ma Mingju, Ms. Zhou Wei and Mr. Sun Yu; and the independent non-executive directors of the Company are Mr. Ji Gang, Dr. Rui Mingjie and Mr. Shen Liqiang.

* *The Company is registered as a non-Hong Kong company as defined in the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) under its Chinese name and the English name "Shanghai Jin Jiang Capital Company Limited".*