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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)

ANNOUNCEMENT ON POLL RESULTS OF THE 2019 SECOND EXTRAORDINARY GENERAL MEETING

Reference is made to the circular (the “**Circular**”) and the notice of the second extraordinary general meeting of 2019 (the “**EGM**”) of the Shanghai Dongzheng Automotive Finance Co., Ltd.* (the “**Company**”) both dated 17 May 2019, which contained details of the resolution tabled before the EGM for Shareholders’ consideration and approval. Unless the context otherwise requires, all the terms used herein shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the EGM was held at Niccolo Room 6–8, level 25, The Murray, Hong Kong, a Niccolo Hotel, 22 Cotton Tree Drive, Central, Hong Kong at 11:00 a.m. on Wednesday, 3 July 2019.

The EGM 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.

POLL RESULTS OF THE EGM

A total of 2,139,651,400 Shares (including 80,000,000 Domestic Shares, 1,520,000,000 Unlisted Foreign Shares and 539,651,400 H Shares), representing 100% of the total issued Shares of the Company as at the date of the EGM, were entitled to attend and vote for or against the resolution proposed at the EGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the proposed resolution as set out in Rule 13.40 of the Listing Rules and no Shareholders were required to abstain from voting at the EGM in accordance with the requirements of the Listing Rules. None of the Shareholders had stated their intention in the Circular to vote against or to abstain from

voting on the resolution at the EGM. Shareholders and authorised proxies holding an aggregate of 1,759,788,497 Shares of the Company, representing approximately 82.25% of the total issued Shares of the Company, attended the EGM.

At the EGM, the following resolution was considered and duly passed as an ordinary resolution by way of poll.

| Ordinary Resolution | | Number of Votes (approximately %) | | |
|---------------------|---------------------------------------------------------------------------------------------|-----------------------------------|---------|-----------------|
| | | For | Against | Abstain |
| 1 | To consider and approve the proposed election of Mr. Li Guozhou as a non-executive Director | 1,759,788,447 99.999997% | 0 0% | 50 0.000003% |

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 EGM.

APPOINTMENT OF THE NON-EXECUTIVE DIRECTOR

Following the approval of the ordinary resolution mentioned above, the qualification of Mr. Li is still subject to the approval of the CBIRC and its dispatched institutions. Mr. Li's term of office shall commence from the date of approval by the CBIRC and its dispatched institutions. Please refer to the Circular for Mr. Li's biography.

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

Hong Kong
3 July 2019

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. Yin Yaoliang as non-executive Directors; and Mr. Lau Wai Leung Anders, Mr. Lin Zheyang and Ms. Liang Yanjun as independent non-executive Directors.

* For identification purposes only