

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.

FY FINANCIAL (SHENZHEN) CO., LTD.

富銀融資租賃(深圳)股份有限公司

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

(Stock Code: 8452)

POLL RESULTS OF THE RESOLUTIONS PASSED AT THE EXTRAORDINARY GENERAL MEETING AND CLASS MEETINGS HELD ON 24 OCTOBER 2019

Reference is made to the notice of the extraordinary general meeting (the “**EGM**”), the notices of 2019 first H Shareholders class meeting (the “**H Shareholders Class Meeting**”) and 2019 first Domestic and Unlisted Foreign Shareholders class meeting (the “**Domestic and Unlisted Foreign Shareholders Class Meeting**”) (collectively, the “**Class Meetings**”) and the circular (the “**Circular**”) of FY Financial (Shenzhen) Co., Ltd. (the “**Company**”), all dated 9 September 2019. Capitalised terms used herein shall have the same respective meanings as those defined in the above documents unless the context requires otherwise.

The Board is pleased to announce that the Company held the EGM and the Class Meetings at Room 3001, Shenzhen International Culture Building, Futian Road, Futian District, Shenzhen, Guangdong, the PRC on Thursday, 24 October 2019. All the proposed resolutions set out in the respective notices of the EGM and the Class Meetings dated 9 September 2019 were duly passed by way of poll at the EGM and the Class Meetings.

I. POLL RESULTS OF THE EGM

As at the date of the EGM, the Company's total number of shares in issue was 359,340,000 (including 120,000,000 Domestic Shares, 89,840,000 H Shares and 149,500,000 Unlisted Foreign Shares), which entitled the holders to attend the EGM and vote for or against or abstain from voting on the resolutions proposed thereat. The Shareholders and proxies of Shareholders attending the EGM held a total of 269,700,000 voting Shares, representing approximately 75.05% of the total number of issued Shares as at the date of the EGM.

The EGM was convened by the Board. Ms. Wang Ying, an executive Director, was the chairman of the EGM and presided over the EGM. There was no restriction on any Shareholder casting votes on any of the proposed resolutions at the EGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of any of the resolutions proposed at the EGM as set out in Rule 17.47A of the GEM Listing Rules. None of the Shareholders were required under the GEM Listing Rules to abstain from voting. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the EGM. The convening, holding and voting of the EGM were all in compliance with the requirements of the PRC Company Law and other relevant PRC laws and regulations and the Articles of Association. For details of the resolutions considered at the EGM, please refer to the Circular.

The poll results in respect of the respective resolutions proposed at the EGM were as follows:

Special Resolutions		Number of Votes and Percentage of Total Number of Votes		
		For	Against	Abstain
1.	To consider and approve the Transfer of Listing;	269,700,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the Articles Amendments;	269,700,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the Authorisation to the Board.	269,700,000 (100%)	0 (0%)	0 (0%)

As more than two thirds of the votes from the Shareholders (including their proxies) attending the EGM were cast in favour of the special resolutions numbered 1 to 3, these resolutions were duly passed as special resolutions.

In compliance with the requirements of the Articles of Association and the GEM Listing Rules, BDO Limited, the auditor of the Company, two Shareholders' representatives and one supervisor of the Company acted as the scrutineers for the vote-taking at the EGM.

II. POLL RESULTS OF THE H SHAREHOLDERS CLASS MEETING

As at the date of the H Shareholders Class Meeting, the Company's total number of H Shares in issue was 89,840,000, which entitled the H Shareholders to attend the H Shareholders Class Meeting and vote for or against or abstain from voting on the resolutions proposed thereat. The H Shareholders and proxies of H Shareholders attending the EGM held a total of 2,000 voting H Shares, representing approximately 0.0022% of the total number of issued H Shares as at the date of the EGM.

The H Shareholders Class Meeting was convened by the Board. Ms. Wang Ying, an executive Director, was the chairman of the H Shareholders Class Meeting and presided over the above meeting. There was no restriction on any H Shareholder casting votes on any of the proposed resolutions at the H Shareholders Class Meeting. There were no H Shares entitling the H Shareholders to attend but abstain from voting in favour of any of the resolutions proposed at the H Shareholders Class Meeting as set out in Rule 17.47A of the GEM Listing Rules. None of the H Shareholders were required under the GEM Listing Rules to abstain from voting. None of the H Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the H Shareholders Class Meeting. The convening, holding and voting of the H Shareholders Class Meeting were all in compliance with the requirements of the PRC Company Law and other relevant PRC laws and regulations and the Articles of Association. For details of the resolutions considered at the H Shareholders Class Meeting, please refer to the Circular.

Special Resolutions		Number of Votes and Percentage of Total Number of Votes		
		For	Against	Abstain
1.	To consider and approve the Transfer of Listing;	2,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the Articles Amendments;	2,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the Authorisation to the Board.	2,000 (100%)	0 (0%)	0 (0%)

As more than two thirds of the votes from the H Shareholders (including their proxies) attending the H Shareholders Class Meeting were cast in favour of the resolutions numbered 1 to 3, these resolutions were duly passed as special resolutions.

In compliance with the requirements of the Articles of Association and the GEM Listing Rules, BDO Limited, the auditor of the Company, two Shareholders' representatives and one supervisor of the Company acted as the scrutineers for the vote-taking at the H Shareholders' Class Meeting.

III. POLL RESULTS OF THE DOMESTIC AND UNLISTED FOREIGN SHAREHOLDERS CLASS MEETING

As at the date of the Domestic and Unlisted Foreign Shareholders Class Meeting, the Company's total Domestic Shares and Unlisted Foreign Shares in issue were 269,500,000, which entitled the Domestic Shareholders and Unlisted Foreign Shareholders to attend the Domestic and Unlisted Foreign Shareholders Class Meeting and vote for or against or abstain from voting on the resolutions proposed thereat. The Domestic Shareholders and Unlisted Foreign Shareholders and proxies of Domestic Shareholders and Unlisted Foreign Shareholders attending the EGM held a total of 269,500,000 voting Domestic Shares and Unlisted Foreign Shares, representing approximately 100% of the total number of issued Domestic Shares and Unlisted Foreign Shares as at the date of the Domestic and Unlisted Foreign Shareholders Class Meeting.

The Domestic and Unlisted Foreign Shareholders Class Meeting was convened by the Board. Ms. Wang Ying, an executive Director, was the chairman of the Domestic and Unlisted Foreign Shareholders Class Meeting and presided over the above meeting. There was no restriction on any Domestic Shareholder or Unlisted Foreign Shareholder casting votes on any of the proposed resolutions at the Domestic and Unlisted Foreign Shareholders Class Meeting. There were no Domestic Shares or Unlisted Foreign Shares entitling the Domestic Shareholders or Unlisted Foreign Shareholders to attend but abstain from voting in favour of any of the resolutions proposed at the Domestic and Unlisted Foreign Shareholders Class Meeting as set out in Rule 17.47A of the GEM Listing Rules. None of the Domestic Shareholders or Unlisted Foreign Shareholders were required under the GEM Listing Rules to abstain from voting. None of the Domestic Shareholders or Unlisted Foreign Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the Domestic and Unlisted Foreign Shareholders Class Meeting. The convening, holding and voting of the Domestic and Unlisted Foreign Shareholders Class Meeting were all in compliance with the requirements of the PRC Company Law and other relevant PRC laws and regulations and the Articles of Association. For details of the resolutions considered at the Domestic and Unlisted Foreign Shareholders Class Meeting, please refer to the Circular.

Special Resolutions		Number of Votes and Percentage of Total Number of Votes		
		For	Against	Abstain
1.	To consider and approve the Transfer of Listing;	269,500,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the Articles Amendments;	269,500,000 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the Authorisation to the Board.	269,500,000 (100%)	0 (0%)	0 (0%)

As more than two thirds of the votes from the Domestic Shareholders and Unlisted Foreign Shareholders (including their proxies) attending the Domestic and Unlisted Foreign Shareholders Class Meeting were cast in favour of the resolutions numbered 1 to 3, these resolutions were duly passed as special resolutions.

In compliance with the requirements of the Articles of Association and the GEM Listing Rules, BDO Limited, the auditor of the Company, two Shareholders' representatives and one supervisor of the Company acted as the scrutineers for the vote-taking at the Domestic and Unlisted Foreign Shareholders' Class Meeting.

By Order of the Board
FY Financial (Shenzhen) Co., Ltd.
Zhuang Wei
Chairman

Shenzhen, the PRC, 24 October 2019

As at the date of this announcement, the executive Directors are Mr. Li Peng, Mr. Weng Jianxing and Ms. Wang Ying; the non-executive Directors are Mr. Zhuang Wei, Mr. Qian Cheng and Mr. Sun Luran; and the independent non-executive Directors are Mr. Fung Che Wai Anthony, Mr. Hon Leung and Mr. Liu Shengwen.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the rules governing the listing of securities on GEM made by the Stock Exchange from time to time for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM's website at www.hkgem.com on the "Latest Company Announcement" page for at least 7 days from the date of its posting and it will be also posted on the Company's website at www.fyleasing.com.