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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)

**APPOINTMENT OF JOINT COMPANY SECRETARY
AND
WAIVER FROM STRICT COMPLIANCE WITH
RULES 5.14 and 11.07(2) OF THE GEM LISTING RULES**

The Board wishes to announce that with effect from 18 June 2021:

1. Ms. Xie has been appointed as a joint company secretary of the Company; and
2. Ms. Ng, the existing company secretary of the Company, will continue to act as the other joint company secretary of the Company.

APPOINTMENT OF JOINT COMPANY SECRETARY

The board (the “**Board**”) of directors (the “**Directors**”) of FY Financial (Shenzhen) Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) wishes to announce that Ms. Xie Ying (“**Ms. Xie**”) has been appointed as a joint company secretary of the Company for three years with effect from 18 June 2021. Ms. Ng Wing Shan (“**Ms. Ng**”), the existing company secretary of the Company, will continue to act as the other joint company secretary of the Company.

Ms. Xie Ying (謝瑛), aged 32, has over 4 years of experience in the corporate secretarial field. Ms. Xie joined the Group as securities affairs representative in December 2017 and was promoted as deputy director and board secretary of securities affairs and investment department in July 2020 and May 2021 respectively. Prior to joining the Group, Ms. Xie was an assistant to the board secretary of NNK Group Limited (年年卡集團有限公司), a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 3773), from April 2016 to October 2017, where she was responsible for information disclosure, board matters and compliance matters relating to the company.

Ms. Xie obtained her bachelor’s degree from University of Nevada, Reno majoring in finance in December 2012, and obtained her master’s degree from University of California, Riverside majoring in business administration in June 2015.

WAIVER FROM STRICT COMPLIANCE WITH RULES 5.14 AND 11.07(2) OF THE GEM LISTING RULES

Pursuant to Rules 5.14 and 11.07(2) of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”), a listed issuer must appoint a company secretary who satisfies the requirements under Rule 5.14 of the GEM Listing Rules. Rule 5.14 of the GEM Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Ms. Xie currently does not possess the relevant company secretary qualifications as required under Rule 5.14 of the GEM Listing Rules. However, Ms. Xie’s experience and knowledge of the Group’s operations make her the most suitable choice, as she is the existing board secretary of securities affairs and investment department of the Company, and is familiar with the day-to-day operations, management and financial position of the Group. Furthermore, during her time at the Group, she has been working closely with the Board and other senior management members of the Group, and a key member of the securities affairs and investment department assisting Ms. Wang Ying (the former board secretary and joint company secretary of the Company) to handle corporate governance and compliance matters in relation to the GEM Listing Rules and other relevant law and regulations. This also includes the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong), Companies Ordinance (Chapter 622 of the Laws of Hong Kong), Companies (Winding Up and Miscellaneous Provisions) and the Codes on Takeovers and Mergers and Share Buy-backs. Therefore, the Board is of the view that appointing Ms. Xie as one of the joint company secretaries of the Company could facilitate better communication with the Board and the management of the Group and discharge the functions of company secretary more effectively.

In light of the above, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements under Rules 5.14 and 11.07(2) of the GEM Listing Rules (the “**Waiver**”). The Waiver is valid for a period of three years from the date of appointment (the “**Waiver Period**”), on the following conditions:

- (i) Ms. Xie must be assisted by Ms. Ng during the Waiver Period; and
- (ii) the Waiver could be revoked if there are material breaches of the GEM Listing Rules by the Company.

The Board would like to express its warmest welcome to Ms. Xie on taking up her new role.

On behalf of the Board
FY Financial (Shenzhen) Co., Ltd.
Mr. Zhuang Wei
Chairman

Hong Kong, 18 June 2021

As at the date of this announcement, the Board comprises:

Executive Directors:

Mr. Li Peng (李鵬)

Mr. Weng Jianxing (翁建興)

Ms. Gong Xiaoting (貢曉婷)

Non-executive Directors:

Mr. Zhuang Wei (莊巍)

Mr. Peng Qilei (彭期磊)

Ms. Liu Jing (劉敬)

Independent non-executive Directors:

Mr. Fung Che Wai Anthony (馮志偉)

Mr. Hon Leung (韓亮)

Mr. Liu Shengwen (劉升文)

This announcement, for which all the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 in this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at www.fyleasing.com.