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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)**

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by FY Financial (Shenzhen) Co., Ltd. (the “**Company**”) pursuant to Rule 17.50(1) of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

In order to reflect and align with the new requirements under the amendments to the GEM Listing Rules in relation to the shareholder protection standards as set out in Appendix 3 to the GEM Listing Rules and incorporate other consequential and housekeeping amendments, the board (the “**Board**”) of directors (the “**Directors**”) of the Company hereby proposes to amend 17 articles and delete 6 articles (the “**Proposed Amendments**”) to the articles of association of the Company (the “**Articles of Association**”) as follows:

- (i) to amend Article 1, Article 24, Article 34, Article 37, Article 59, Article 66, Article 72, Article 81, Article 83, Article 98, Article 99, Article 109, Article 113, Article 117, Article 122, Article 153 and Article 233; and
- (ii) to delete Articles 154 to 159.

Article numbering shall be adjusted accordingly as a result of the Proposed Amendments.

The Articles of Association are prepared in Chinese with no official English version. Any English translation is for reference only. In the event of any inconsistency, the Chinese version shall prevail. Save for the Proposed Amendments, contents of the other provisions of the Articles of Association remain unchanged.

The Proposed Amendments are subject to the approval by the shareholders of the Company (the “**Shareholders**”) by way of a special resolution at the forthcoming annual general meeting (the “**Annual General Meeting**”), the class meeting of domestic shareholders and unlisted foreign shareholders, and the class meeting of the H shareholders (the “**Class Meetings**”) to be held on Tuesday, 20 June 2023.

The Company will dispatch a circular containing the details of the Proposed Amendments to the Shareholders in due course. Prior to the passing of the relevant resolution at the Annual General Meeting and the Class Meetings, the prevailing Articles of Association shall remain valid.

By order of the Board  
**FY Financial (Shenzhen) Co., Ltd.**  
**Mr. Li Peng**  
*Chairman*

Hong Kong, 9 May 2023

*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. 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 website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) 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](http://www.fyleasing.com).*