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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)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING AND
CLASS MEETINGS HELD ON 20 JUNE 2023
AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

References are made to the notice of the annual general meeting (the “AGM”), the notices of class meetings of holders of H shares (the “**H Shareholders Class Meeting**”) and holders of domestic and unlisted foreign shares (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 11 May 2023. 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 AGM and the Class Meetings at Room 1603, Cheung Kei Building, No. 128 Xinzhou 11th Street, Futian District, Shenzhen, the PRC on Tuesday, 20 June 2023. All the proposed resolutions set out in the respective notices of the AGM and the Class Meetings dated 11 May 2023 were duly passed by way of poll at the AGM and the Class Meetings.

The AGM and the Class Meetings were convened by the Board. Mr. Li Peng, an executive Director, was the chairman of the AGM and the Class Meetings and presided over the AGM and the Class Meetings. The attendance records of the Directors at the AGM and the Class Meetings were as follows:

- Mr. Li Peng and Mr. Weng Jianxing attended the AGM and the Class Meetings in person; and
- Ms. Gong Xiaoting, Mr. Peng Qilei, Ms. Liu Jing, Mr. Fung Che Wai Anthony, Mr. Hon Leung and Mr. Liu Shengwen attended the AGM and the Class Meetings by telephone conferencing.

In compliance with the requirements of the Articles of Association and the GEM Listing Rules, SHINEWING (being an external accountant firm, which is qualified to serve as the Company's auditors), two Shareholders' representatives and one supervisor of the Company acted as the scrutineers for the vote-taking at the AGM and the Class Meetings.

I. POLL RESULTS OF THE AGM

As at the date of the AGM, the total number of issued Shares 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 AGM and vote for or against or abstain from voting on the resolutions proposed thereat. The Shareholders attending the AGM in person, by authorised representative(s) or by proxy(ies), held a total of 266,500,000 voting Shares, representing approximately 74.16% of the total number of issued Shares as the date of the AGM.

There was no restriction on any Shareholder casting votes on any of the proposed resolutions at the AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of any of the resolutions proposed at the AGM 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 AGM. The convening, holding and voting of the AGM were all in compliance with the requirements of the PRC Company Law, other relevant PRC laws and regulations and the Articles of Association. For details of the resolutions considered at the AGM, please refer to the Circular.

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

ORDINARY RESOLUTIONS		Number of Votes and Percentage of Total Number of Votes		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the report of the board of directors of the Company for the year ended 31 December 2022.	266,500,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2022.	266,500,000 (100%)	0 (0%)	0 (0%)

ORDINARY RESOLUTIONS		Number of Votes and Percentage of Total Number of Votes		
		FOR	AGAINST	ABSTAIN
3.	To consider and approve the final financial accounts of the Company for the year ended 31 December 2022.	266,500,000 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the proposal of not distributing the Company's profit for the year ended 31 December 2022.	266,500,000 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the financial budget plan of the Company for the year ending 31 December 2023.	266,500,000 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the annual report of the Company for the year ended 31 December 2022.	266,500,000 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the appointment of SHINEWING (HK) CPA Limited as the Company's auditor for a term of office till the conclusion of the next annual general meeting of the Company and to authorise the Board to determine its remuneration.	266,500,000 (100%)	0 (0%)	0 (0%)
SPECIAL RESOLUTION		Number of Votes and Percentage of Total Number of Votes		
		FOR	AGAINST	ABSTAIN
8.	To consider and approve the proposed amendments to the articles of association of the Company as set out in the circular of the Company dated 11 May 2023.	266,500,000 (100%)	0 (0%)	0 (0%)

As more than one half of the voting rights held by the Shareholders (including their proxies) attending the AGM were cast in favour of the resolutions numbered 1 to 7, these resolutions were duly passed as ordinary resolutions.

As more than two-thirds of the voting rights held by the Shareholders (including their proxies) attending the AGM were cast in favour of the resolution numbered 8, this resolution was duly passed as a special resolution.

II. 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 total number of issued Domestic Shares and Unlisted Foreign Shares was 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 resolution proposed thereat. The Domestic Shareholders, the Unlisted Foreign Shareholders attending the Domestic and Unlisted Foreign Shareholders Class Meeting in person, by corporate representative(s) or by proxy(ies), held a total of 266,500,000 voting Domestic Shares and Unlisted Foreign Shares, representing approximately 98.89% 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.

There was no restriction on any Domestic Shareholder or the Unlisted Foreign Shareholder casting votes on the proposed resolution at the Domestic and Unlisted Foreign Shareholders Class Meeting. There were no Domestic Shares or Unlisted Foreign Shares entitling the Domestic Shareholders or the Unlisted Foreign Shareholders to attend but abstain from voting in favour of the resolution 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 the Unlisted Foreign Shareholders were required under the GEM Listing Rules to abstain from voting. None of the Domestic Shareholders or the Unlisted Foreign Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the proposed resolution 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, other relevant PRC laws and regulations and the Articles of Association. For details of the resolution considered at the Domestic and Unlisted Foreign Shareholders Class Meeting, please refer to the Circular.

The poll result in respect of the resolution proposed at the Domestic and Unlisted Foreign Shareholders Class Meeting was as follows:

SPECIAL RESOLUTION		Number of Votes and Percentage of Total Number of Votes		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the proposed amendments to the articles of association of the Company as set out in the circular of the Company dated 11 May 2023.	266,500,000 (100%)	0 (0%)	0 (0%)

As more than two-thirds of the voting rights held by 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 resolution numbered 1, this resolution was duly passed as a special resolution.

III. POLL RESULTS OF THE H SHAREHOLDERS CLASS MEETING

As at the date of the H Shareholders Class Meeting, the total number of issued H Shares 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 resolution proposed thereat. The H Shareholders attending the H Shareholders Class Meeting in person, by corporate representative(s) or by proxy(ies), held a total of 6,830,000 voting H Shares, representing approximately 7.6% of the total number of issued H Shares as the date of the H Shareholders Class Meeting.

There was no restriction on any H Shareholder casting votes on the proposed resolution at the H Shareholders Class Meeting. There were no H Shares entitling the H Shareholders to attend but abstain from voting in favour of the resolution proposed at the H Shareholders Class Meeting 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 H Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the proposed resolution 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, other relevant PRC laws and regulations and the Articles of Association. For details of the resolution considered at the H Shareholders Class Meeting, please refer to the Circular.

The poll result in respect of the resolution proposed at the H Shareholders Class Meeting was as follows:

SPECIAL RESOLUTION		Number of Votes and Percentage of Total Number of Votes		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the proposed amendments to the articles of association of the Company as set out in the circular of the Company dated 11 May 2023.	6,830,000 (100%)	0 (0%)	0 (0%)

As more than two-thirds of the voting rights held by the H Shareholders (including their proxies) attending the H Shareholders Class Meeting were cast in favour of the resolution numbered 1, this resolution was duly passed as a special resolution.

Amendments to the Articles of Association

Upon approval at the AGM and the Class Meetings, the Board is pleased to announce that the proposed amendments to the Articles of Association were duly passed as a special resolution with effect from the date of the AGM. For details of the proposed amendments to the Articles of Associations, please refer to the Circular. The full text of the revised Articles of Association will be published on the websites of the Stock Exchange and the Company in due course.

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

Shenzhen, the PRC, 20 June 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 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 this announcement misleading.

This announcement will remain on the website of the Stock Exchange at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of this posting and will also be posted on the website of the Company at www.fyleasing.com.