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## **GF SECURITIES CO., LTD.**

**廣發証券股份有限公司**

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

**(Stock Code: 1776)**

### **ANNOUNCEMENT**

## **POLL RESULTS OF THE 2022 FIRST EXTRAORDINARY GENERAL MEETING AND APPOINTMENT OF DIRECTOR AND VICE CHAIRMAN**

The board of directors (the “**Board**”) of GF Securities Co., Ltd. (the “**Company**”) is pleased to announce the poll results of the resolution proposed at the 2022 first extraordinary general meeting (the “**EGM**”) of the Company held on Thursday, February 10, 2022 and the resolution was duly passed.

### **1. CONVENING AND ATTENDANCE OF THE EGM**

The EGM of the Company was held at 2:30 p.m. on Thursday, February 10, 2022 at Conference Room 4008, 40th Floor, GF Securities Tower, 26 Machang Road, Tianhe District, Guangzhou, Guangdong, the PRC.

Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the EGM circular and the EGM notice of the Company dated January 11, 2022.

The EGM was convened by the Board and chaired by Mr. Lin Chuanhui, chairman of the Company, by way of an on-site meeting. No resolution was rejected or amended at the EGM, and no new resolution was proposed at the meeting for voting and approval.

As at the date of the EGM the Company issued a total of 7,621,087,664 Shares, which was the total number of Shares entitling the holders to attend the EGM and vote on the resolution proposed at the EGM. The Shareholders and proxies holding an aggregate of 3,945,065,911 Shares (representing 51.7651% of the total issued share capital of the Company as at the date of the EGM) attended the EGM and voted on the resolution at the EGM.

No Shareholder was subject to any restriction on the voting of resolution at the EGM. No Shareholder eligible to attend the EGM was required to abstain from voting pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”), or to abstain from voting in favour of any resolution at the EGM as set out in Rule 13.40 of the Hong Kong Listing Rules. No party had stated in the EGM circular of the intention to vote against or abstain from voting on any resolution at the EGM.

The EGM was convened and conducted in accordance with the relevant requirements of the Company Law of the PRC, the applicable laws and regulations, the listing rules of the jurisdictions where the Company is listed and the Articles of Association. The voting at the EGM was conducted by way of on-site voting and online voting (only applicable to A Shareholders), and the voting procedures were in compliance with the relevant requirements of the laws and regulations and the Articles of Association.

The Company currently has 10 Directors (other than Mr. Ge Changwei), of which the executive Directors Mr. Lin Chuanhui, Ms. Sun Xiaoyan and Mr. Qin Li and the independent non-executive Director Mr. Li Wenjing attended the EGM. The Company currently has 5 supervisors, and all the supervisors attended the EGM. Members of the management and the secretary to the Board also attended the EGM.

	<b>Number of persons</b>	<b>Total number of Shares with voting rights</b>	<b>Percentage of the total number of Shares with voting rights (%)</b>
<b>Number of Shareholders and proxies who were present at the EGM</b>	11	3,758,802,053	49.3211%
Including: A Shareholders	9	3,229,658,027	42.3779%
H Shareholders	2	529,144,026	6.9432%
<b>Number of A Shareholders who attended the EGM through online voting</b>	113	186,263,858	2.4441%
<b>Total:</b>	124	3,945,065,911	51.7651%

## 2. POLL RESULTS OF THE EGM

The poll results of the resolution proposed at the EGM are as follows:

Ordinary Resolution		Class of Shareholders	Number of Shares Voted/Percentage		
			For	Against	Abstain
1.	To consider and approve the resolution in relation to the election of Mr. Ge Changwei as an executive Director of the Company	A Share	3,414,691,395 (99.9640%)	1,227,390 (0.0359%)	3,100 (0.0001%)
		H Share	514,347,656 (97.2037%)	12,817,954 (2.4224%)	1,978,416 (0.3739%)
		<b>Total</b>	<b>3,929,039,051</b> <b>(99.5937%)</b>	<b>14,045,344</b> <b>(0.3560%)</b>	<b>1,981,516</b> <b>(0.0502%)</b>

As more than half of the votes were cast in favour of the above resolution, the above resolution was duly passed as ordinary resolution. Mr. Ge Changwei will duly serve as an executive Director of the Company commencing from February 10, 2022 in accordance with the requirements of the relevant laws and regulations of the PRC and the Articles of Association.

## 3. APPOINTMENT OF VICE CHAIRMAN AND MEMBER OF SPECIAL COMMITTEE OF THE BOARD

On February 10, 2022, Mr. Ge Changwei has been elected as Vice Chairman of the Company and a member of the Strategy Committee of the tenth session of the Board at the twenty-first meeting of the tenth session of the Board. The Strategy Committee comprises five Directors: Mr. Lin Chuanhui (Chairman), Mr. Li Xiulin, Mr. Shang Shuzhi, Mr. Guo Jingyi and Mr. Ge Changwei.

Mr. Lin Chuanhui was elected by the Board as a member of the Nomination Committee of the tenth session of the Board on the same day. The Nomination Committee comprises five Directors: Mr. Hu Bin (Chairman), Mr. Fan Lifu, Mr. Li Wenjing, Mr. Lin Chuanhui and Ms. Sun Xiaoyan.

#### 4. SEPARATE COUNTING OF VOTES FOR MINORITY A SHAREHOLDERS

Pursuant to the requirements of the relevant laws and regulations of the PRC, voting on the above resolution by the minority A Shareholders (*Note 1*) at the EGM was counted separately, and the poll results are as follows:

No.	Resolution	Number of Shares Voted/Percentage		
		For ( <i>Note 2</i> )	Against ( <i>Note 2</i> )	Abstain ( <i>Note 2</i> )
1.	To consider and approve the resolution in relation to the election of Mr. Ge Changwei as an executive Director of the Company	225,485,224 (99.4573%)	1,227,390 (0.5414%)	3,100 (0.0014%)

*Notes:*

1. *“Minority A Shareholders” refer to A Shareholders other than Directors, supervisors and senior management of the Company and A Shareholders who hold individually or in aggregate more than 5% of the Shares of the Company.*
2. *Percentage of votes that voted for, against or abstained from voting equals to the number of Shares that voted for, against or abstained from voting by the minority A Shareholders, divided by the total number of voting Shares held by the minority A Shareholders present at the EGM (excluding the number of Shares abstained from voting).*

The scrutineers of the EGM were Mr. Hu Tao, Mr. Xu Youjun, the Shareholders’ representatives of the Company; Mr. Zhou Xitai, the chairman of supervisory committee; Mr. Su Dunnyuan of Jia Yuan Law Offices, Beijing, the PRC legal counsel of the Company; and Mr. Tong Hao and Mr. Tang Yining of Computershare Hong Kong Investor Services Limited, the Company’s H share registrar.

For details of the above resolution, Shareholders may refer to the EGM circular and the EGM notice of the Company dated January 11, 2022.

## 5. TESTIMONY OF LEGAL COUNSEL

The representatives of Jia Yuan Law Offices, Beijing, the PRC legal counsel of the Company, were witnesses to the EGM, and were of the opinion that the procedures of calling and convening the EGM, the eligibility of the convener, Shareholders and proxies attending the meeting, and the voting procedures are valid and have complied with the requirements of the relevant laws, regulations and the Articles of Association, and the poll results of the EGM are in compliance with applicable laws and valid.

By order of the Board  
**GF Securities Co., Ltd.**  
**Lin Chuanhui**  
*Chairman*

Guangzhou, the PRC  
February 10, 2022

*As at the date of this announcement, the Board of the Company comprises Mr. Lin Chuanhui, Mr. Ge Changwei, Ms. Sun Xiaoyan and Mr. Qin Li as executive Directors; Mr. Li Xiulin, Mr. Shang Shuzhi and Mr. Guo Jingyi as non-executive Directors; and Mr. Fan Lifu, Mr. Hu Bin, Ms. Leung Shek Ling Olivia and Mr. Li Wenjing as independent non-executive Directors..*