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申萬宏源集團股份有限公司
SHENWAN HONGYUAN GROUP CO., LTD.

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6806)

POLL RESULTS OF THE 2020 ANNUAL GENERAL MEETING
PAYMENT OF CASH DIVIDEND
APPOINTMENT OF MEMBERS OF THE FIFTH SESSION
OF THE BOARD OF DIRECTORS
APPOINTMENT OF MEMBERS OF THE FIFTH SESSION
OF THE BOARD OF SUPERVISORS
ROLES OF MEMBERS OF THE FIFTH SESSION OF
THE BOARD OF DIRECTORS
APPOINTMENT OF THE CHAIRMAN, VICE CHAIRMAN,
CHAIRMAN OF THE BOARD OF SUPERVISORS,
CHAIRMAN AND MEMBERS OF THE EXECUTIVE
COMMITTEE OF THE COMPANY
AND
APPROVAL AND EFFECTIVENESS OF
THE ARTICLES OF ASSOCIATION

THE 2020 ANNUAL GENERAL MEETING

Reference is made to the circular of Shenwan Hongyuan Group Co., Ltd. (the “**Company**”) dated April 28, 2021 (the “**Circular**”) in relation to the 2020 annual general meeting (the “**AGM**”). Unless otherwise indicated, capitalized terms used in this announcement shall have the same meaning as those defined in the Circular.

Convening and Attendance of the Meeting

The AGM of the Company was held at 2:00 p.m. on Friday, May 28, 2021 at the Company's conference room, No. 19, Taipingqiao Street, Xicheng District, Beijing, the PRC. The AGM was convened by the Board and presided over by Mr. Chu Xiaoming, the chairman of the Board. Voting for the resolutions proposed to the Shareholders at the AGM was conducted by poll, which included both onsite voting by poll and, for A Shareholders only, online voting by poll. Representatives of Shareholders of the Company, representatives of Supervisors, representatives of Beijing Alliance J&S Law Firm, the PRC legal adviser of the Company, and Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, were appointed by the Company as the scrutineers for the AGM.

The convening and holding of the AGM were in compliance with the requirements of the applicable laws and regulations of the PRC and the Articles of Association. 6 Directors, 4 Supervisors, and the secretary to the Board of the Company attended the AGM, and members of the senior management of the Company also observed the AGM.

The total number of issued Shares of the Company as at the date of the AGM was 25,039,944,560, comprising 22,535,944,560 A Shares and 2,504,000,000 H Shares, which was the total number of Shares that entitled the Shareholders to attend and vote for or against or abstain from voting on the resolutions proposed at the AGM. As at the date of this announcement, to the best knowledge, information and belief of the Directors, JIC directly holds 6,596,306,947 Shares with voting rights of the Company (representing approximately 26.34% of the total issued share capital of the Company) and Central Huijin directly holds 5,020,606,527 Shares with voting rights of the Company (representing approximately 20.05% of the total issued share capital of the Company), and JIC and Central Huijin have abstained from voting on the resolution 6.1 at the AGM; Shanghai Jiushi (Group) Co., Ltd. directly holds 1,212,810,389 Shares with voting rights of the Company (representing approximately 4.84% of the total issued share capital of the Company), Sichuan Development Holding Co., Ltd. directly holds 906,043,633 Shares with voting rights of the Company (representing approximately 3.62% of the total issued share capital of the Company), and Shanghai Automotive Asset Management Co., Ltd. directly holds 64,001,595 Shares with voting rights of the Company (representing approximately 0.26% of the total issued share capital of the Company), and has abstained from voting on the resolution 6.2 at the AGM. Save as disclosed above, there was no restriction on any Shareholders casting votes on the proposed resolutions (the “**Proposed Resolutions**”) at the AGM. There were no Shares held by any Shareholders entitling the holders thereof to attend the AGM but to abstain from voting for the resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules, and no Shareholder was required under the Listing Rules to abstain from voting. No party had stated its intention in the Circular to vote against or to abstain from voting on any of the Proposed Resolutions.

Details for the attendance of the Shareholders and their authorized proxies at the AGM are set out as follows:

Number of Shareholders and authorized proxies attending the AGM	28
Of which: Number of A Shareholders	27
Number of H Shareholders	1
Total number of the voting Shares held by the attendees (shares)	15,660,632,686
Of which: Total number of Shares held by A Shareholders	15,473,716,155
Total number of Shares held by H Shareholders	186,916,531
Percentage of the total number of voting Shares of the Company	62.5426%
Of which: Percentage of the voting Shares held by A Shareholders to the total number of voting Shares	61.7961%
Percentage of the voting Shares held by H Shareholders to the total number of voting Shares	0.7465%

Poll Results

The poll results in respect of the Proposed Resolutions are set out as follows:

No.	Ordinary Resolutions	Number of Votes & Percentage of the Total Voting Shares		
		For	Against	Abstain
1.	To consider and approve the 2020 work report of the Board of Directors	15,658,664,038 99.9874%	193,845 0.0012%	1,774,803 0.0114%
2.	To consider and approve the 2020 work report of the Board of Supervisors	15,658,704,138 99.9877%	193,845 0.0012%	1,734,703 0.0111%
3.	To consider and approve the 2020 annual financial report	15,658,704,038 99.9877%	203,845 0.0013%	1,724,803 0.0110%
4.	To consider and approve the 2020 profit distribution plan	15,657,552,366 99.9803%	3,080,220 0.0197%	100 0.0000%
5.	To consider and approve the 2020 annual report	15,658,716,038 99.9878%	181,845 0.0012%	1,734,803 0.0110%
6.	To consider and approve the resolution regarding the estimated ordinary related party transactions for 2021	/		
6.1	Ordinary related party transactions with China Jianyin Investment Ltd. and its subsidiaries	4,043,485,267 99.9942%	233,845 0.0058%	100 0.0000%
6.2	Ordinary related party transactions with other related parties	13,477,543,124 99.9983%	233,845 0.0017%	100 0.0000%
No.	Special Resolutions	Number of Votes & Percentage of the Total Voting Shares		
		For	Against	Abstain
7.	To consider and approve the resolution regarding the granting of general mandate to the Board of Directors to issue additional A Shares and H Shares of the Company	15,491,465,797 98.9198%	169,166,789 1.0802%	100 0.0000%
8.	To consider and approve the resolution regarding the Shareholder Return Plan of the Company for the Next Three Years (2021–2023)	15,657,520,766 99.9801%	3,111,820 0.0199%	100 0.0000%

No.	Ordinary Resolutions	Number of Votes & Percentage of the Total Voting Shares		
		For	Against	Abstain
9.	To consider and approve the resolution regarding the provision of guarantee for Hongyuan Hengli (Shanghai) Industrial Co., Ltd.	15,660,380,341 99.9984%	252,245 0.0016%	100 0.0000%
10.	To consider and approve the resolution regarding the appointment of auditors of the Company for 2021	15,638,157,818 99.8565%	22,474,768 0.1435%	100 0.0000%
No.	Special Resolutions	Number of Votes & Percentage of the Total Voting Shares		
		For	Against	Abstain
11.	To consider and approve the resolution regarding the amendments to the Articles of Association	15,484,911,140 98.8779%	175,721,446 1.1221%	100 0.0000%
12.	To consider and approve the resolution regarding the amendments to the Rules of Procedure of the Board of Directors	15,660,388,741 99.9984%	243,845 0.0016%	100 0.0000%
13.	To consider and approve the resolution regarding the amendments to the Rules of Procedure of the Board of Supervisors	15,660,398,741 99.9985%	233,845 0.0015%	100 0.0000%
No.	Ordinary Resolutions	Number of Votes & Percentage of the Total Voting Shares		
		For	Against	Abstain
14.	To consider and approve the resolution regarding the amendments to the Plan of Granting Authorization by the General Meeting to the Board of Directors (2020)	15,660,380,341 99.9984%	252,345 0.0016%	0 0.0000%
15.	To consider and approve the resolution regarding the election of non-independent Directors of the fifth session of the Board of Directors of the Company	For The cumulative poll method (Number of Votes & Percentage of the Total Voting Shares) A total of 7 non-independent Directors are elected		
15.1	To consider and approve the election of Mr. Chu Xiaoming as an executive Director of the fifth session of the Board of Directors of the Company	15,603,184,483 99.6332%		

15.2	To consider and approve the election of Mr. Yang Wenqing as an executive Director of the fifth session of the Board of Directors of the Company	15,629,206,288 99.7993%
15.3	To consider and approve the election of Mr. Huang Hao as an executive Director of the fifth session of the Board of Directors of the Company	15,629,181,389 99.7992%
15.4	To consider and approve the election of Ms. Ge Rongrong as a non-executive Director of the fifth session of the Board of Directors of the Company	15,623,730,724 99.7644%
15.5	To consider and approve the election of Mr. Ren Xiaotao as a non-executive Director of the fifth session of the Board of Directors of the Company	15,623,730,625 99.7644%
15.6	To consider and approve the election of Mr. Zhang Yigang as a non-executive Director of the fifth session of the Board of Directors of the Company	15,634,208,824 99.8313%
15.7	To consider and approve the election of Mr. Zhu Zhilong as a non-executive Director of the fifth session of the Board of Directors of the Company	15,624,208,825 99.7674%
16.	To consider and approve the resolution regarding the election of independent Directors of the fifth session of the Board of Directors of the Company	For The cumulative poll method (Number of Votes & Percentage of the Total Voting Shares) A total of 4 independent Directors are elected
16.1	To consider and approve the election of Ms. Yeung Siuman Shirley as an independent non-executive Director of the fifth session of the Board of Directors of the Company	15,637,990,799 99.8554%
16.2	To consider and approve the election of Mr. Wu Changqi as an independent non-executive Director of the fifth session of the Board of Directors of the Company	15,616,829,654 99.7203%
16.3	To consider and approve the election of Mr. Chen Hanwen as an independent non-executive Director of the fifth session of the Board of Directors of the Company	15,636,684,260 99.8471%

16.4	To consider and approve the election of Mr. Zhao Lei as an independent non-executive Director of the fifth session of the Board of Directors of the Company	15,636,684,260 99.8471%
17.	To consider and approve the resolution regarding the election of Supervisors of the fifth session of the Board of Supervisors of the Company	For The cumulative poll method (Number of Votes & Percentage of the Total Voting Shares) A total of 3 non-employee representative Supervisors are elected
17.1	To consider and approve the election of Mr. Xu Yiyang as a Supervisor of the fifth session of the Board of Supervisors of the Company	15,642,056,762 99.8814%
17.2	To consider and approve the election of Ms. Chen Yan as a Supervisor of the fifth session of the Board of Supervisors of the Company	15,616,672,038 99.7193%
17.3	To consider and approve the election of Mr. Jiang Yang as a Supervisor of the fifth session of the Board of Supervisors of the Company	15,616,656,258 99.7192%

As more than half of the votes were cast in favor of each of No. 1 to No. 6, No.9 to No. 10 and No. 14 to No. 17 ordinary resolutions above, and more than two-thirds of the votes were cast in favor of each of No. 7 to No. 8 and No. 11 to No. 13 special resolutions above, all resolutions aforementioned were duly passed at the AGM. Apart from the above resolutions, no new proposal was submitted for voting and approval.

Please refer to the Circular for details of the resolutions. The Circular can be downloaded from the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company's website (www.swhygh.com).

Witness by Lawyers

The Company engaged Beijing Alliance J&S Law Firm, the PRC legal adviser, to certify the AGM. Beijing Alliance J&S Law Firm was of the opinion that the convening and holding procedures of the AGM were in compliance with the requirements of the applicable laws and regulations of the PRC and the Articles of Association, and the qualifications of the convener and the attendees of the meeting, the voting procedures of the meeting and the poll results were lawful and valid.

PAYMENT OF CASH DIVIDEND

Upon approval by the Shareholders at the AGM, the Board is pleased to announce that details relating to payment of cash dividend to the Shareholders are as follows:

The Company will distribute cash dividend for 2020 of RMB1.00 (tax inclusive) per 10 Shares to the Shareholders whose names appear on the register of members of the Company on Thursday, June 17, 2021. The 2020 cash dividend will be distributed on Friday, July 23, 2021. The 2020 cash dividend to be distributed will be denominated and announced in RMB, of which A Shareholders will be paid in RMB and H Shareholders will be paid in HK dollars. The actual amount of HK dollars to be paid is calculated at the average benchmark exchange rate of RMB against HK dollars (i.e. RMB0.82729 = HK\$1.00) published by the People's Bank of China for the five working days before May 28, 2021 (being the date of the AGM). Accordingly, the cash dividend per 10 H Shares is HK\$1.20877 (tax inclusive).

Close of Register Members

In order to determine the list of the H Shareholders who are entitled to receive cash dividend, the H Shares register of members of the Company will be closed from Friday, June 11, 2021 to Thursday, June 17, 2021 (both days inclusive). To be eligible to receive the abovesaid cash dividend, the relevant share certificates together with all transfer documents must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by the H Shareholders at or before 4:30 p.m. on Thursday, June 10, 2021.

Tax Concession

Shareholders of A Shares

In accordance with provisions of the "Notice on Relevant Issues of Implementation of Individual Income Tax Policy of Dividends and Bonus Differentiation of Listed Companies" (Cai Shui [2012] No. 85) (《關於實施上市公司股息紅利差別化個人所得稅政策有關問題的通知》(財稅[2012]85號)) and the "Notice on Relevant Issues of Individual Income Tax Policy of Dividends and Bonus Differentiation of Listed Companies" (Cai Shui [2015] No. 101) (《關於上市公司股息紅利差別化個人所得稅政策有關問題的通知》(財稅[2015]101號)) issued by the Ministry of Finance, the State Taxation Administration and the CSRC, for dividends and bonuses of individual investors obtained from listed companies from the date when individual investors obtain shares of the company till the equity registration date, if shareholding period is more than one year, personal income tax will be exempted; if shareholding period is not more than one year (including one

year), the listed company will not withhold and remit personal income tax and the amount of tax payable will be calculated based on the shareholding period when individual investors transfer their shares. As for shareholders of resident enterprises, income tax of cash bonus will be paid by themselves. Listed companies will withhold and remit enterprise income tax at the tax rate of 10% for qualified foreign institutional investors (QFII) in accordance with provisions of the “Notice of State Administration of Taxation on Relevant Issues Regarding the Withholding and Payment of Enterprise Income Tax Relating to the Payment of Dividends, Bonus and Interest by PRC Resident Enterprises to QFII” (Guo Shui Han [2009] No. 47) (《國家稅務總局關於中國居民企業向 QFII 支付股息、紅利、利息代扣代繳企業所得稅有關問題的通知》(國稅函 [2009]47 號)). If QFII shareholders are entitled to tax convention (arrangement) treatment regarding dividends and bonuses income obtained by them, they can put forward or entrust obligor of withholding and remitting tax to put forward application for enjoying tax convention treatment to the competent taxation authority of the listed companies.

In accordance with provisions of the “Notice of the Ministry of Finance, State Administration of Taxation and China Securities Regulatory Commission on Tax Policies about Inter-communication Pilot of Shenzhen-Hong Kong Stock Exchange Mechanism” (Cai Shui [2016] No. 127) (《財政部國家稅務總局證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅 [2016]127 號)), as for dividends and bonuses income of Hong Kong market investors (including enterprise and individual) by investing in A shares listed on the Shenzhen Stock Exchange, differentiated taxation policy by shareholding period will not be implemented before Hong Kong Securities Clearing Company Limited complies with conditions to provide detailed data including identities of investors and shareholding time for China Securities Depository and Clearing Corporation Limited, and the listed company will withhold income tax at the tax rate of 10% and go through deduction declaration with the competent taxation authority. As for Hong Kong investors who are tax residents of other countries and whose dividends income tax rate specified in tax convention signed by their countries and China is lower than 10%, the enterprises or individuals can put forward or entrust obligor of withholding and remitting tax to put forward application for enjoying tax convention treatment to the competent taxation authority of the listed companies.

Shareholders of H Shares

In accordance with provisions of the “Notice of the State Administration of Taxation on Personal Income Tax Collection Issues after the Document with the Number of Guo Shui Fa [1993] No. 045 has been Abolished” (Guo Shui Han [2011] No. 348) (《國家稅務總局關於國稅發 [1993]045 號文件廢止後有關個人所得稅徵管問題的通知》(國稅函 [2011]348 號)), withholding and remitting obligor will withhold and remit personal income tax as per item of “interest, dividends and bonus income” for dividends and bonuses income of overseas resident individual shareholders from the domestic non-foreign-funded enterprises by issuing shares in Hong Kong. When the domestic non-foreign-funded enterprises issues shares in Hong Kong, its overseas resident individual shareholders will enjoy relevant tax preference in accordance with tax convention signed by China and the country stated in the residential identity and tax arrangement of Mainland China and Hong Kong (Macau). In general, tax rate for dividend is 10% in accordance with relevant tax convention and provisions on tax arrangement. To simplify tax collection and management, when a domestic non-foreign-funded enterprise that has issued shares in Hong Kong distributes dividends and bonuses, personal income tax will be generally withheld and remitted at the tax rate of 10% and application is not necessary. Situations in which tax rate for dividends is not 10% will be handled in accordance

with the following provisions: (1) as for residents of countries under the convention whose tax rate is less than 10%, withholding and remitting obligor can handle the application for enjoying relevant convention treatment and excessive tax will be refunded upon approval of competent taxation authority; (2) as for residents of countries under the convention whose tax rate is between 10% and 20%, withholding and remitting obligor shall withhold and remit personal income tax as per actual tax rate under the convention when distributing dividends and bonuses and no need to handle application and approval issues; (3) as for residents of countries without tax convention and other situations, withholding and remitting obligor shall withhold and remit personal income tax at the tax rate of 20% when distributing dividends and bonuses.

In accordance with provisions of the “Notice on Relevant Issues that PRC Resident Enterprises Distribute Dividends to Overseas Non-resident Enterprise Shareholders of H-shares and Withhold and Remit Enterprise Income Tax” (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)) issued by the State Administration of Taxation, when PRC resident enterprises distribute dividends for 2008 and future years to overseas non-resident enterprise shareholders of H-shares, they will withhold and remit enterprise income tax at the tax rate of 10%.

In accordance with provisions of the “Notice of the Ministry of Finance, State Administration of Taxation and China Securities Regulatory Commission on Tax Policies about Inter-communication Pilot of Shenzhen-Hong Kong Stock Exchange Mechanism” (Cai Shui [2016] No. 127) (《財政部國家稅務總局證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), H-share companies will withhold personal income tax at the tax rate of 20% for dividend and bonus of individual investors in Mainland China who invest in H-shares listed on the Hong Kong Stock Exchange via Shenzhen-Hong Kong Stock Connect. Personal income tax will be collected in accordance with the above provisions for dividends and bonuses income of the securities investment fund in Mainland China which invests in listed shares of the Hong Kong Stock Exchange via the Shenzhen-Hong Kong Stock Connect. H-share companies will not withhold dividend and bonus income tax for dividends and bonuses of enterprise investors in Mainland China who invest in listed shares of the Hong Kong Stock Exchange via the Shenzhen-Hong Kong Stock Connect and income tax will be paid by the enterprises themselves. Dividends and bonuses income obtained by resident enterprises in the Mainland China as they have continuously held H-shares for 12 months will be exempted from enterprise income tax according to laws.

In accordance with current convention of the Hong Kong Inland Revenue Department, no taxes will be paid for dividends paid by the Company in Hong Kong.

Shareholders of the Company will pay relevant taxes and/or enjoy tax concession in accordance with the above provisions.

Profit Distribution to Investors of Northbound Trading

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares of the Company listed on the Shenzhen Stock Exchange (the “**Northbound Trading**”), the Company will distribute the dividends in RMB through the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such A Shares. The Company will withhold income tax at the rate of 10% on behalf of the investors and will report to the competent tax authorities for the withholding. For investors of the Northbound Trading involved in the enjoying of tax treaty (arrangement) treatment, the withholding will be implemented in accordance with the Announcement of the State Administration of Taxation in relation to the Administration Measures on Preferential Treatment Entitled by Non-residents under Treaties (SAT Announcement 2019 No. 35) (《國家稅務總局關於發佈〈非居民納稅人享受協定待遇管理辦法〉的公告》(國家稅務總局公告 2019 年第 35 號)) and the “Notice of the Ministry of Finance, State Administration of Taxation and China Securities Regulatory Commission on Tax Policies about Inter-communication Pilot of Shenzhen-Hong Kong Stock Exchange Mechanism” (Cai Shui [2016] No. 127) (《財政部國家稅務總局證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅 [2016]127 號)).

The record date and the distribution date of cash dividends and other arrangements for the investors of Northbound Trading will be the same as those for the A Shareholders. Details of the distribution of dividends to the A Shareholders and related matters will be announced in due course.

Profit Distribution to Investors of Southbound Trading

For investors of the Shanghai Stock Exchange and the Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange (the “**Southbound Trading**”), China Securities Depository and Clearing Corporation Limited, as the nominee holder for the investors of the Southbound Trading, shall receive the cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of the Southbound Trading through its depository and clearing systems. The cash dividends for the investors of Southbound Trading will be distributed in RMB. Pursuant to the “Notice of the Ministry of Finance, State Administration of Taxation and China Securities Regulatory Commission on Tax Policies about Inter-communication Pilot of Shanghai-Hong Kong Stock Exchange Mechanism” (Cai Shui [2014] No. 81) (《財政部國家稅務總局證監會關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅 [2014]81 號)) and the “Notice of the Ministry of Finance, State Administration of Taxation and China Securities Regulatory Commission on Tax Policies about Inter-communication Pilot of Shenzhen-Hong Kong Stock Exchange Mechanism” (Cai Shui [2016] No. 127) (《財政部國家稅務總局證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅 [2016]127 號)), for dividends received by domestic individual investors from investing in H Shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect (the “**Shanghai-Hong Kong Stock Connect**”) and the Shenzhen-Hong Kong Stock Connect (the “**Shenzhen-Hong Kong Stock Connect**”), the H-share companies shall withhold individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in Shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The H-share companies will not withhold the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The record date and the distribution date of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders.

The Company will have no liability in respect of any claims arising from any delay in, or inaccurate determination of the status of the Shareholders or any disputes over the mechanism of withholding.

APPOINTMENT OF MEMBERS OF THE FIFTH SESSION OF THE BOARD OF DIRECTORS

Mr. Chu Xiaoming, Mr. Yang Wenqing and Mr. Huang Hao have been elected as executive Directors of the fifth session of the Board at the AGM, Ms. Ge Rongrong, Mr. Ren Xiaotao, Mr. Zhang Yigang and Mr. Zhu Zhilong have been elected as non-executive Directors of the fifth session of the Board at the AGM and Ms. Yeung Siuman Shirley, Mr. Wu Changqi, Mr. Chen Hanwen and Mr. Zhao Lei have been elected as independent non-executive Directors of the fifth session of the Board at the AGM. The terms of office of the above Directors shall commence from May 28, 2021 and expire at the end of the fifth session of the Board. Pursuant to the Articles of Association, the above Directors are eligible for re-election after their terms of office expires.

The biographical details of members of the fifth session of the Board as well as other information that shall be disclosed as required by Rule 13.51(2) of the Listing Rules were set out in the Circular. As of the date of this announcement, there has been no changes in the biographical details of members of the fifth session of the Board as well as other information that shall be disclosed as required by Rule 13.51(2) of the Listing Rules.

Due to the expiry of their terms of office, Mr. Chen Jianmin, Mr. Wang Honggang, Ms. Ye Mei, Mr. Xie Rong and Ms. Huang Danhan ceased to be the Directors of the Company with effect from May 28, 2021. To the best knowledge and belief of the Board having made all reasonable enquiries, there is no disagreement between Mr. Chen Jianmin, Mr. Wang Honggang, Ms. Ye Mei, Mr. Xie Rong and Ms. Huang Danhan and the Board and there is no matter that needs to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Mr. Chen Jianmin, Mr. Wang Honggang, Ms. Ye Mei, Mr. Xie Rong and Ms. Huang Danhan for their positive contributions to the development of the Company during their tenure as Directors of the Company.

APPOINTMENT OF MEMBERS OF THE FIFTH SESSION OF THE BOARD OF SUPERVISORS

Mr. Xu Yiyang, Ms. Chen Yan and Mr. Jiang Yang have been elected as non-employee representative Supervisors of the fifth session of the Board of Supervisors at the AGM, who, together with Ms. Li Yan and Ms. Zhou Jie, two employee representative Supervisors, recently elected by the employee meeting of the Company, comprise the fifth session of the Board of Supervisors of the Company. The terms of office of the above Supervisors shall commence from May 28, 2021 and expire at the end of the fifth session of the Board of Supervisors. Pursuant to the Articles of Association, the above Supervisors are eligible for re-election after their terms of office expires.

Please refer to the announcement of the Company dated May 10, 2021 for biographical details of Ms. Li Yan and Ms. Zhou Jie, employee representative Supervisors of the fifth session of the Board of Supervisors and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules. Biographical details of the non-employee representative Supervisors of the fifth session of the Board of Supervisors and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out in the Circular. As at the date of this announcement, there is no change in biographical details of the members of the fifth session of the Board of Supervisors and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

Due to the expiry of their terms of office, Mr. Wen Feng, Mr. Gong Bo, Mr. Wei Yong, Mr. Huang Qi, Mr. Wang Yanyang, Mr. Xie Kun and Mr. An Gejun ceased to be Supervisors of the Company with effect from May 28, 2021. To the best knowledge and belief of the Board of Supervisors having made all reasonable enquiries, there is no disagreement between Mr. Wen Feng, Mr. Gong Bo, Mr. Wei Yong, Mr. Huang Qi, Mr. Wang Yanyang, Mr. Xie Kun and Mr. An Gejun and the Board and the Board of Supervisors and there is no matter that needs to be brought to the attention of the Shareholders. The Company would like to express its sincere gratitude to Mr. Wen Feng, Mr. Gong Bo, Mr. Wei Yong, Mr. Huang Qi, Mr. Wang Yanyang, Mr. Xie Kun and Mr. An Gejun for their positive contributions to the development of the Company during their tenure as Supervisors of the Company.

ROLES OF MEMBERS OF THE FIFTH SESSION OF THE BOARD OF DIRECTORS

The first meeting of the fifth session of the Board was held on May 28, 2021, at which it was resolved that the composition of each special committee of the Board be as follows:

(1) Strategy Committee of the Board

Chairman: Chu Xiaoming

Members: Yang Wenqing, Huang Hao, Ge Rongrong and Wu Changqi

(2) Remuneration and Nomination Committee of the Board

Chairman: Wu Changqi

Members: Chu Xiaoming, Ren Xiaotao, Chen Hanwen and Zhao Lei

(3) Audit Committee of the Board

Chairman: Chen Hanwen

Members: Ren Xiaotao, Zhu Zhilong, Yeung Siuman Shirley and Zhao Lei

(4) Risk Control Committee of the Board

Chairman: Ge Rongrong

Members: Huang Hao, Ren Xiaotao, Yeung Siuman Shirley and Zhao Lei

APPOINTMENT OF THE CHAIRMAN, VICE CHAIRMAN, CHAIRMAN OF THE BOARD OF SUPERVISORS, CHAIRMAN AND MEMBERS OF THE EXECUTIVE COMMITTEE OF THE COMPANY

At the first meeting of the fifth session of the Board, it was resolved that Mr. Chu Xiaoming be elected as the chairman of the fifth session of the Board and Mr. Yang Wenqing be elected as the vice chairman of the fifth session of the Board for a term commencing from May 28, 2021 and expiring at the end of the fifth session of the Board.

The first meeting of the fifth session of the Board of Supervisors was held on May 28, 2021, at which it was resolved that Mr. Xu Yiyang be elected as the chairman of the fifth session of the Board of Supervisors for a term commencing from May 28, 2021 and expiring at the end of the fifth session of the Board of Supervisors.

At the first meeting of the fifth session of the Board, it was further resolved that Mr. Huang Hao be appointed as a member and the chairman of the Executive Committee of the Company and Ms. Ren Quansheng and Mr. Liu Yue be appointed as members of the Executive Committee of the Company. Ms. Ren Quansheng ceased to be the deputy general manager of the Company; Mr. Liu Yue ceased to be the assistant to the general manager of the Company.

Biographical details of Mr. Chu Xiaoming, Mr. Yang Wenqing and Mr. Huang Hao and other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out in the Circular. Biographical details of Ms. Ren Quansheng and Mr. Liu Yue are set out in the 2020 Annual Report of the Company. Save as disclosed above, there is no change in the relevant biographical details of Ms. Ren Quansheng and Mr. Liu Yue as at the date of this announcement.

APPROVAL AND EFFECTIVENESS OF THE ARTICLES OF ASSOCIATION

References are made to the announcement dated January 29, 2021 and the Circular dated April 28, 2021 of the Company in relation to, among others, the proposed amendments to the Articles of Association. The Board announces that the revised Articles of Association formally approved by the Shareholders at the AGM become effective from May 28, 2021. The full text of the revised Articles of Association may be downloaded at the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company's website (www.swhygh.com).

By order of the Board
Shenwan Hongyuan Group Co., Ltd.
Chu Xiaoming
Chairman

Beijing, the PRC
May 28, 2021

As at the date of this announcement, the Board comprises Mr. Chu Xiaoming, Mr. Yang Wenqing and Mr. Huang Hao as executive Directors; Ms. Ge Rongrong, Mr. Ren Xiaotao, Mr. Zhang Yigang and Mr. Zhu Zhilong as non-executive Directors; Ms. Yeung Siuman Shirley, Mr. Wu Changqi, Mr. Chen Hanwen and Mr. Zhao Lei as independent non-executive Directors.