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

PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND PROPOSED ADJUSTMENT TO REMUNERATION OF THE INDEPENDENT NON-EXECUTIVE DIRECTORS

Proposed Appointment of Non-executive Director

Shenwan Hongyuan Group Co., Ltd. (the “**Company**”) hereby announces that, after the consideration and approval by the board of directors of the Company (the “**Board**”), Ms. Zhang Ying (張英) (“**Ms. Zhang**”) has been nominated as a non-executive director of the Company.

The biographical details of Ms. Zhang required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) are set out below:

Ms. Zhang Ying (張英), aged 50. Ms. Zhang served in Beijing Urban Construction No.4 Construction Engineering Co., Ltd. (北京城建四建設工程有限責任公司) from July 1993 to July 1994, and she served in the Financing Department of China Investment Bank from April 1997 to December 1998. From December 1998 to September 2003, she served in the Treasury & Financial Market Department of China Development Bank, and successively served as the deputy director and director of Policy Research Department of China Development Bank and other positions from September 2003 to August 2012. She served as the senior manager of the Securities Institution Management Department/Insurance Institution Management Department of Central Huijin Investment Ltd. from August 2012 to January 2020; the division chief and director of Research Support Division of the Securities Institution Management Department/Insurance Institution Management Department of Central Huijin Investment Ltd. successively from July 2014 to January 2020. She served as the division chief in Comprehensive Division and senior manager of the Office of the Directly Managed Enterprises Leading Group/Equity Management Department II of Central Huijin Investment Ltd. from January 2020 to August 2021; and she has been serving as a managing director of the Office of the Directly Managed Enterprises Leading Group/Equity Management Department II of Central Huijin Investment Ltd. since August 2021 till now.

Ms. Zhang obtained a bachelor's degree in economics from Renmin University of China in July 1993 majoring in investment and economics management; and a master's degree in economics from the Graduate School of People's Bank of China in April 1997 majoring in international finance. Ms. Zhang is a senior economist.

Ms. Zhang will enter into a service contract with the Company to perform the duties as a non-executive director of the fifth session of the Board of the Company after her election as a candidate for non-executive director of the fifth session of the Board is approved at the general meeting of the Company, with the term of office expiring at the end of the fifth session of the Board. Pursuant to the Articles of Association of the Company, Ms. Zhang is eligible for re-election after her term of office expires. Ms. Zhang will not receive any remuneration from the Company upon serving as a non-executive director of the Company.

As of the date of this announcement, Ms. Zhang has never received any punishment from the China Securities Regulatory Commission or other relevant authorities or any penalty from any stock exchange. Save as disclosed in this announcement, Ms. Zhang confirmed that she did not hold any directorship in public companies the securities of which are listed on any securities market either in Hong Kong or overseas in the past three years; does not have any relationship with any director, supervisor, senior management, substantial shareholder of the Company or their respective subsidiaries, nor does she hold any position in the Company or any of its subsidiaries. She does not own any interest in the shares of the Company or its associated corporations (as defined in Part XV of the Securities and Futures Ordinance); has no information that shall be disclosed pursuant to the requirements under Rules 13.51(2)(h) to (v) of the Listing Rules; nor has she participated in other matters that need to be brought to the attention of the shareholders of the Company.

Proposed Adjustment to Remuneration of the Independent Non-executive Directors

On May 20, 2015, the 2014 annual general meeting of the Company considered and approved the "Resolution on Remuneration of the Independent Directors of the Company". Pursuant to the resolution, the Company pays a remuneration of RMB150,000 (tax inclusive) per annum to each independent non-executive director, with additional RMB30,000 (tax inclusive) for independent non-executive director serving as the chairman of a special committee of the Board. The remuneration received by the independent non-executive directors of the Company is disclosed accordingly in the Company's annual report.

In recent years, the work of the Company has been steadily progressing, the strength and market influence of the Company has been continuously enhanced, new breakthroughs have been made in the internationalization strategy, and the overall competitiveness has been further strengthened, resulting in increasing workload, complexity of work and responsibilities for the Board. In particular, after becoming an A+H listed company, the independent non-executive directors of the Company have been placed under a heavier workload with greater responsibilities and demands in order to meet both domestic and international regulatory requirements and the need of the development of the Company.

In order to further stimulate the independent non-executive directors to discharge their duties diligently, better protect the overall interests of the Company and safeguard the legitimate rights and interests of all shareholders, especially minority shareholders, the Board proposes to adjust the remuneration of each independent non-executive director to RMB240,000 (tax inclusive) per annum and adjust the remuneration of the independent non-executive director serving as the chairman of a special committee of the Board to RMB270,000 (tax inclusive) with reference to the relevant remuneration, allowances and subsidies of other financial enterprises.

The above resolutions were considered by the remuneration and nomination committee of the Board, and were considered and approved at the Board meeting held on September 16, 2021.

General

The resolution in relation to the proposed appointment of Ms. Zhang as a non-executive director of the Company and the resolution in relation to the proposed adjustment to remuneration of the independent non-executive directors are subject to the submission to the general meeting of the Company for consideration and approval. A circular containing, among other things, details of the proposed appointment of the non-executive director and the proposed adjustment to remuneration of the independent non-executive directors, together with a notice of the general meeting will be dispatched to the shareholders of the Company as soon as reasonably practicable.

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

Beijing, the PRC
September 16, 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.