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(A joint stock company incorporated in the People's Republic of China with limited liability under the Chinese corporate name "东方证券股份有限公司" and carrying on business in Hong Kong as "東方證券" (in Chinese) and "DFZQ" (in English))

(Stock Code: 03958)

**(1) MAJOR TRANSACTION – THE PROPOSED ACQUISITION OF
100% EQUITY INTERESTS IN SHANGHAI SECURITIES BY WAY OF
ISSUE OF CONSIDERATION A SHARES UNDER
SPECIFIC MANDATE AND PAYMENT OF CASH
AND
(2) APPLICATION FOR WHITEWASH WAIVER**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING,
A SHAREHOLDERS' CLASS MEETING AND H SHAREHOLDERS' CLASS MEETING
HELD ON AUGUST 24, 2026 AND
GRANT OF THE WHITEWASH WAIVER**

References are made to the Notice of the extraordinary general meeting (the **"EGM"**), the Notice of the H shareholders' class meeting (the **"H Shares Class Meeting"**) and the circular (the **"Circular"**) dated July 30, 2026 of 東方證券股份有限公司 (the **"Company"**). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

I. THE EGM AND CLASS MEETINGS

The board of Directors of the Company (the **"Board"**) is pleased to announce that all of the resolutions proposed at the EGM, the H Shares Class Meeting and the A Shares Class Meeting were duly passed by way of poll at the EGM and the respective Class Meetings.

The EGM and the Class Meetings were held at the Multi-Purpose Function Room, No. 119 South Zhongshan Road, Huangpu District, Shanghai, the PRC from 2:00 p.m. onwards on Monday, August 24, 2026.

The EGM and the Class Meetings were convened by the Board and chaired by Mr. LU Weiming, vice chairman of the Board, in accordance with the requirements under the Articles of Association. All fifteen Directors of the Company attended the EGM and the Class Meetings. The secretary to the Board attended the EGM and the Class Meetings and some members of the senior management were also present.

Voting at the EGM and the A Shares Class Meeting was each conducted by a combination of network voting and on-site poll, and voting at the H Shares Class Meeting was conducted by way of on-site poll. In accordance with relevant PRC laws and regulations, the A Shareholders were entitled to vote at the EGM and A Shares Class Meeting in person, by proxy, or via network for the relevant resolutions. The time of network voting on August 24, 2026 for the resolutions proposed at the EGM and the A Shares Class Meeting for A Shareholders was set out in the notice of the EGM and A Shares Class Meeting to A Shareholders dated July 29, 2026 published on the website of Shanghai Stock Exchange separately.

Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar, two representatives from the Company's Shareholders and two representatives from Grandall Law Firm (Shanghai) were appointed by the Company as the scrutineer for the vote-taking at each of the EGM and the Class Meetings.

As at the date of the EGM and the Class Meetings, the total number of issued Shares of the Company was 8,496,645,292 Shares, including (i) 7,469,482,864 A Shares, out of which 61,546,481 A Shares were treasury shares held by the Company (the "**Treasury A Shares**"); and (ii) 1,027,162,428 H Shares.

As disclosed in the Circular and the Notice of EGM and the Notice of H Shares Class Meeting accompanying the Circular:

- at the EGM:
 - o resolutions relating to the Proposed Transaction and Specific Mandate (i.e. resolutions (1) to (15)) will be passed if each of the special resolutions is approved by both (a) at least two-thirds of the votes cast by the Shareholders who do not have a material interest in the Proposed Transaction and the Specific Mandate under the Hong Kong Listing Rules and/or the Shanghai Listing Rules ("**Rule Eligible Shareholders**") either in person, by proxy or via network at the EGM; and (b) more than 50% of the votes cast by the Takeovers Code Independent Shareholders either in person, by proxy or via network at the EGM, in compliance with Note 1 to dispensations from Rule 26 of the Takeovers Code; and
 - o resolution (16) in respect of the Whitewash Waiver will be passed if it is approved by both (a) more than half of the votes cast by the Rule Eligible Shareholders either in person, by proxy or via network at the EGM; and (b) at least 75% of the votes cast by the Takeovers Code Independent Shareholders either in person, by proxy or via network at the EGM, in compliance with Note 1 to dispensations from Rule 26 of the Takeovers Code.
 - o Accordingly, any votes cast by the Whitewash Applicant Vendors Concert Party Group (to the extent they are Rule Eligible Shareholders) shall not be counted towards votes cast by the Takeovers Code Independent Shareholders for the purposes of Note 1 to dispensations from Rule 26 of the Takeovers Code. As at the relevant record date of the EGM, members of the Whitewash Applicant Vendors Concert Party Group held, in aggregate, 2,539,150,616 A Shares and 1,106,400 H Shares;

- at the H Shares Class Meeting, the resolutions (i.e. resolutions (1) to (3)) will be passed if each of them is approved by at least two-thirds of the votes cast by the Rule Eligible Shareholders either in person or by proxy at the H Shares Class Meeting;
- with respect to the EGM and the Class Meetings:
 - o the Whitewash Applicant Vendors, which have a material interest in the Proposed Transaction and Specific Mandate under the Hong Kong Listing Rules and/or the Shanghai Listing Rules, did not hold any Shares as at the relevant record date of the EGM and the Class Meetings;
 - o Guotai Haitong and its subsidiaries, which have a material interest in the Proposed Transaction and Specific Mandate under the Hong Kong Listing Rules and/or the Shanghai Listing Rules (holding a total of 50,070,371 A Shares and 24,911,600 H Shares as at the relevant record date of the EGM and the Class Meetings), were required to abstain, and have abstained, from voting on all of the resolutions at the EGM and Class Meetings; and
 - o 61,546,481 Treasury A Shares held by the Company did not carry any voting rights at the EGM and A Shares Class Meeting.

Save as disclosed above:

- no Shareholder was required to abstain from voting on any resolution proposed at the EGM or each of the Class Meetings in accordance with the Hong Kong Listing Rules;
- no Shareholder who was entitled to attend the EGM or each of the Class Meetings had to abstain from voting in favour of any resolution at the EGM or each of the Class Meetings pursuant to Rule 13.40 of the Hong Kong Listing Rules;
- no other vote cast by any Shareholder was required to not be counted for the purpose of determining whether the requisite approval thresholds have been met; and
- no party indicated its intention in the Circular to vote against or abstain from voting in respect of any resolution proposed at the EGM or any of the Class Meetings.

Accordingly:

- at the EGM:
 - o the total number of Shares entitling the Shareholders to attend and vote in respect of all resolutions was 8,360,116,840 Shares;

- o with respect to all resolutions, (a) the total maximum number of Shares entitling the Shareholders to attend and vote for the purposes of determining whether each such resolution has been approved by the Rule Eligible Shareholders present and voting either in person, by proxy or via network at the EGM, being (for special resolutions (1) to (15)) by at least two-thirds of the votes cast and (for the ordinary resolution (16)) by a majority of the votes cast, was 8,360,116,840 Shares; and (b) votes attaching to a total maximum number of 5,819,859,824 Shares (being the total number of Shares held by the Rule Eligible Shareholders after excluding the Shares held by members of the Whitewash Applicant Vendors Concert Party Group) were entitled to be counted for the purposes of determining whether any such resolution has been approved by the Takeovers Code Independent Shareholders present and voting either in person, by proxy or via network at the EGM, being (for special resolutions (1) to (15)) by more than 50% of the votes cast or (for the ordinary resolution (16)) by at least 75% of the votes cast;
- at the A Shares Class Meeting, the total number of A Shares entitling the A Shareholders to attend and vote in respect of all resolutions was 7,357,866,012 Shares; and
- at the H Shares Class Meeting, the total number of H Shares entitling the H Shareholders to attend and vote in respect of all resolutions was 1,002,250,828 Shares.

The EGM was attended by Shareholders and proxies holding an aggregate of 5,603,769,848 Shares, representing approximately 66.43% of the total issued Shares (excluding Treasury A Shares) as at the date of the EGM and the Class Meetings. Among the 5,603,769,848 Shares as set out above, 5,013,451,473 Shares were A Shares (representing approximately 59.44% of total issued Shares (excluding Treasury A Shares) as at the date of the EGM and the Class Meetings) and 590,318,375 Shares were H Shares (representing approximately 7.00% of the total issued Shares (excluding Treasury A Shares) as at the date of the EGM and the Class Meetings).

The A Shares Class Meeting was attended by A Shareholders and proxies holding an aggregate of 5,013,451,473 A Shares, representing approximately 67.68% of the total issued A Shares (excluding Treasury A Shares) as at the date of the EGM and the Class Meetings. The H Shares Class Meeting was attended by H Shareholders and proxies holding an aggregate of 570,399,074 H Shares, representing approximately 55.53% of the total issued H Shares as at the date of the EGM and the Class Meetings.

II. POLL RESULTS OF THE EGM

The Shareholders present at the EGM considered and approved the following resolutions:

SPECIAL RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾
1.	To consider and approve the resolution on the Company’s compliance with conditions for the Proposed Transaction.	A Shares	4,989,569,009	99.5236	20,760,558	0.4141	3,121,906	0.0623
		H Shares	563,677,366	99.0823	4,320,800	0.7595	900,000	0.1582
		Total	5,553,246,375	99.4787	25,081,358	0.4493	4,021,906	0.0720
This resolution was duly passed. ⁽¹⁾								
2.	To consider and approve the resolution on the plan for the Proposed Transaction:							
2.1	Target Equities	A Shares	4,981,341,248	99.3595	20,639,698	0.4117	11,470,527	0.2288
		H Shares	583,155,075	99.1632	4,020,800	0.6837	900,000	0.1531
		Total	5,564,496,323	99.3389	24,660,498	0.4402	12,370,527	0.2209
2.2	Counterparties	A Shares	4,981,307,688	99.3588	20,620,798	0.4113	11,522,987	0.2299
		H Shares	582,447,875	99.1403	4,150,800	0.7065	900,000	0.1532
		Total	5,563,755,563	99.3359	24,771,598	0.4423	12,422,987	0.2218
2.3	Pricing basis and consideration of the Target Equities	A Shares	4,980,859,888	99.3499	21,043,558	0.4197	11,548,027	0.2304
		H Shares	582,762,275	99.1770	4,836,000	0.8230	0	0.0000
		Total	5,563,622,163	99.3318	25,879,558	0.4620	11,548,027	0.2062
2.4	Method of payment of the consideration	A Shares	4,981,260,788	99.3579	20,663,758	0.4122	11,526,927	0.2299
		H Shares	583,056,675	99.3169	3,110,360	0.5298	900,000	0.1533
		Total	5,564,317,463	99.3536	23,774,118	0.4245	12,426,927	0.2219
2.5	Type, par value and listing venue of shares to be issued	A Shares	4,981,187,188	99.3564	20,638,098	0.4117	11,626,187	0.2319
		H Shares	583,265,075	99.1777	3,936,000	0.6693	900,000	0.1530
		Total	5,564,452,263	99.3377	24,574,098	0.4387	12,526,187	0.2236
2.6	Method of issuance, targets of issuance of shares and method of subscription	A Shares	4,981,128,688	99.3553	20,619,898	0.4113	11,702,887	0.2334
		H Shares	583,265,075	99.1777	3,936,000	0.6693	900,000	0.1530
		Total	5,564,393,763	99.3366	24,555,898	0.4384	12,602,887	0.2250
2.7	Pricing Benchmark Date and issuance price of the A Shares to be issued	A Shares	4,981,138,088	99.3555	20,789,058	0.4147	11,524,327	0.2298
		H Shares	583,155,075	99.1632	4,020,800	0.6837	900,000	0.1531
		Total	5,564,293,163	99.3353	24,809,858	0.4429	12,424,327	0.2218

SPECIAL RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾
2.8	Number of A Shares to be issued	A Shares	4,981,120,888	99.3551	20,648,998	0.4119	11,681,587	0.2330
		H Shares	578,706,675	99.1569	4,020,800	0.6889	900,000	0.1542
		Total	5,559,827,563	99.3344	24,669,798	0.4408	12,581,587	0.2248
2.9	Lock-up period arrangements	A Shares	4,981,306,588	99.3588	20,601,598	0.4109	11,543,287	0.2303
		H Shares	583,155,075	99.1632	4,020,800	0.6837	900,000	0.1531
		Total	5,564,461,663	99.3383	24,622,398	0.4396	12,443,287	0.2221
2.10	Attribution of profits and losses for the Transitional Period	A Shares	4,981,165,388	99.3560	20,765,198	0.4142	11,520,887	0.2298
		H Shares	582,447,875	99.1622	4,020,800	0.6845	900,000	0.1533
		Total	5,563,613,263	99.3357	24,785,998	0.4425	12,420,887	0.2218
2.11	Arrangements for accumulated and undistributed retained profits	A Shares	4,981,192,588	99.3566	20,697,358	0.4128	11,561,527	0.2306
		H Shares	582,447,875	99.1765	3,936,000	0.6702	900,000	0.1533
		Total	5,563,640,463	99.3377	24,633,358	0.4398	12,461,527	0.2225
2.12	Transfer of creditors' rights and debts and arrangements for employees	A Shares	4,981,292,900	99.3586	20,548,086	0.4099	11,610,487	0.2315
		H Shares	582,337,875	99.1621	4,020,800	0.6847	900,000	0.1532
		Total	5,563,630,775	99.3380	24,568,886	0.4387	12,510,487	0.2233
2.13	Completion of the transfer of the Target Equities	A Shares	4,981,294,088	99.3586	20,562,198	0.4101	11,595,187	0.2313
		H Shares	582,337,875	99.1764	3,936,000	0.6703	900,000	0.1533
		Total	5,563,631,963	99.3395	24,498,198	0.4374	12,495,187	0.2231
2.14	Validity period of the resolutions	A Shares	4,981,231,688	99.3573	20,649,598	0.4119	11,570,187	0.2308
		H Shares	581,999,075	99.1759	3,936,000	0.6707	900,000	0.1534
		Total	5,563,230,763	99.3383	24,585,598	0.4390	12,470,187	0.2227
This resolution was duly passed. ⁽¹⁾								
3.	To consider and approve the resolution on the <i>Report (Draft) on the Issuance of Shares and Payment of Cash Consideration for the Acquisition of Assets and Related Party Transaction of the Company</i> (《東方證券股份有限公司發行股份及支付現金購買資產暨關聯交易報告書(草案)》) and its extract.	A Shares	4,981,164,260	99.3560	20,730,186	0.4135	11,557,027	0.2305
		H Shares	579,408,175	99.1189	4,081,600	0.6982	1,069,200	0.1829
		Total	5,560,572,435	99.3312	24,811,786	0.4432	12,626,227	0.2256
This resolution was duly passed. ⁽¹⁾								

SPECIAL RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾
4.	To consider and approve the resolution on the execution of the Definitive Agreement.	A Shares	4,981,197,000	99.3566	20,730,186	0.4135	11,524,287	0.2299
		H Shares	584,025,775	99.1542	4,081,600	0.6930	900,000	0.1528
		Total	5,565,222,775	99.3354	24,811,786	0.4429	12,424,287	0.2217
This resolution was duly passed. ⁽¹⁾								
5.	To consider and approve the resolution that the Proposed Transaction constitutes a related party transaction.	A Shares	4,981,212,300	99.3569	20,708,386	0.4131	11,530,787	0.2300
		H Shares	584,135,775	99.1544	4,081,600	0.6928	900,000	0.1528
		Total	5,565,348,075	99.3356	24,789,986	0.4425	12,430,787	0.2219
This resolution was duly passed. ⁽¹⁾								
6.	To consider and approve the resolution that the Proposed Transaction does not constitute a material asset restructuring or new listing.	A Shares	4,981,103,900	99.3548	20,753,486	0.4140	11,594,087	0.2312
		H Shares	584,135,775	99.1646	4,020,800	0.6826	900,000	0.1528
		Total	5,565,239,675	99.3348	24,774,286	0.4422	12,494,087	0.2230
This resolution was duly passed. ⁽¹⁾								
7.	To consider and approve the resolution on the compliance of the Proposed Transaction with Articles 11, 43, and 44 of the <i>Administrative Measures for Major Asset Restructuring of Listed Companies</i> (《上市公司重大資產重組管理辦法》).	A Shares	4,981,245,440	99.3576	20,692,546	0.4127	11,513,487	0.2297
		H Shares	584,659,175	99.0413	4,759,200	0.8062	900,000	0.1525
		Total	5,565,904,615	99.3243	25,451,746	0.4542	12,413,487	0.2215
This resolution was duly passed. ⁽¹⁾								
8.	To consider and approve the resolution on the compliance of the Proposed Transaction with Article 4 of the <i>Regulatory Guidelines for Listed Companies No. 9 – Regulatory Requirements for the Planning and Implementation of Major Asset Restructuring by Listed Companies</i> (《上市公司監管指引第 9 號 – 上市公司籌劃和實施重大資產重組的監管要求》).	A Shares	4,981,193,240	99.3566	20,689,746	0.4127	11,568,487	0.2307
		H Shares	583,277,875	99.1532	4,081,600	0.6938	900,000	0.1530
		Total	5,564,471,115	99.3352	24,771,346	0.4422	12,468,487	0.2226
This resolution was duly passed. ⁽¹⁾								

SPECIAL RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾
9.	To consider and approve the resolution on the non-existence of circumstances where relevant parties to the Proposed Transaction are prohibited from participating in major asset restructuring of any listed company.	A Shares	4,981,193,540	99.3566	20,682,746	0.4125	11,575,187	0.2309
		H Shares	582,714,675	99.1626	4,020,800	0.6842	900,000	0.1532
		Total	5,563,908,215	99.3362	24,703,546	0.4410	12,475,187	0.2228
This resolution was duly passed. ⁽¹⁾								
10.	To consider and approve the resolution on the compliance of the Proposed Transaction with Article 11 of the <i>Administrative Measures for the Registration of Securities Issuance by Listed Companies</i> (《上市公司證券發行註冊管理辦法》).	A Shares	4,981,283,540	99.3584	20,610,946	0.4111	11,556,987	0.2305
		H Shares	563,002,266	99.1404	3,981,600	0.7011	900,000	0.1585
		Total	5,544,285,806	99.3362	24,592,546	0.4406	12,456,987	0.2232
This resolution was duly passed. ⁽¹⁾								
11.	To consider and approve the resolution on the completeness and compliance of the legal procedures and the validity of the legal documents submitted in respect of the Proposed Transaction.	A Shares	4,981,254,960	99.3578	20,638,546	0.4117	11,557,967	0.2305
		H Shares	582,762,275	99.1524	4,081,600	0.6945	900,000	0.1531
		Total	5,564,017,235	99.3362	24,720,146	0.4413	12,457,967	0.2225
This resolution was duly passed. ⁽¹⁾								
12.	To consider and approve the resolution on the independence of the Valuer, the reasonableness of the valuation assumptions, the relevance of the valuation methods to the valuation purpose, and the fairness of the appraised value.	A Shares	4,981,247,240	99.3576	20,673,746	0.4124	11,530,487	0.2300
		H Shares	583,265,075	99.1777	3,936,000	0.6693	900,000	0.1530
		Total	5,564,512,315	99.3388	24,609,746	0.4393	12,430,487	0.2219
This resolution was duly passed. ⁽¹⁾								

SPECIAL RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾
13.	To consider and approve the resolution on the approval of the accountants’ reports, pro forma review reports, and asset valuation report in connection with the Proposed Transaction.	A Shares	4,981,213,000	99.3570	20,674,346	0.4124	11,564,127	0.2306
		H Shares	582,593,075	99.1339	4,020,800	0.6842	1,069,200	0.1819
		Total	5,563,806,075	99.3336	24,695,146	0.4409	12,633,327	0.2255
This resolution was duly passed. ⁽¹⁾								
14.	To consider and approve the resolution on the dilution of earnings per share caused by the Proposed Transaction, remedial measures, and undertakings of relevant parties.	A Shares	4,981,230,060	99.3573	20,665,086	0.4122	11,556,327	0.2305
		H Shares	582,872,275	99.1771	3,936,000	0.6697	900,000	0.1532
		Total	5,564,102,335	99.3384	24,601,086	0.4392	12,456,327	0.2224
This resolution was duly passed. ⁽¹⁾								
15.	To consider and approve the resolution on the authorization to deal with matters in connection with the Proposed Transaction.	A Shares	4,981,206,748	99.3568	20,698,738	0.4129	11,545,987	0.2303
		H Shares	582,872,275	99.1771	3,936,000	0.6697	900,000	0.1532
		Total	5,564,079,023	99.3380	24,634,738	0.4398	12,445,987	0.2222
This resolution was duly passed. ⁽¹⁾								
ORDINARY RESOLUTION			For		Against		Abstain	
			Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾	Shares	Percentage (%) ⁽³⁾
16.	To consider and approve the resolution on the approval of the Whitewash Waiver.	A Shares	4,976,882,703	99.2706	24,961,483	0.4979	11,607,287	0.2315
		H Shares	582,763,929	99.0925	4,437,146	0.7545	900,000	0.1530
		Total	5,559,646,632	99.2519	29,398,629	0.5248	12,507,287	0.2233
This resolution was duly passed. ⁽²⁾								

Notes:

- (1) Since each of the resolutions (1) to (15) was passed by both (a) at least two-thirds of the votes cast by the Rule Eligible Shareholders either in person, by proxy or via network at the EGM by way of poll; and (b) more than 50% of the votes cast by the Takeovers Code Independent Shareholders either in person, by proxy or via network at the EGM by way of poll, each such resolution was duly passed in accordance with the requirements of the Articles of Association and Note 1 to dispensations from Rule 26 of the Takeovers Code.
- (2) Since resolution (16) was passed by both (a) more than half of the votes cast by the Rule Eligible Shareholders either in person, by proxy or via network at the EGM by way of poll; and (b) 75% or more of the votes cast by the Takeovers Code Independent Shareholders either in person, by proxy or via network at the EGM by way of poll, it was duly passed in accordance with the requirements of the Articles of Association and Note 1 to dispensations from Rule 26 of the Takeovers Code.
- (3) The percentages set out in the table are rounded to four decimal places.

III. POLL RESULTS OF THE A SHARES CLASS MEETING

The A Shareholders present at the A Shares Class Meeting considered and approved the following resolutions:

SPECIAL RESOLUTIONS		For		Against		Abstain	
		Shares	Percentage (%) ⁽²⁾	Shares	Percentage (%) ⁽²⁾	Shares	Percentage (%) ⁽²⁾
1.	To consider and approve the resolution on the plan for the Proposed Transaction:						
1.1	Target Equities	4,981,341,248	99.3595	20,639,698	0.4117	11,470,527	0.2288
1.2	Counterparties	4,981,307,688	99.3588	20,620,798	0.4113	11,522,987	0.2299
1.3	Pricing basis and consideration of the Target Equities	4,980,859,888	99.3499	21,043,558	0.4197	11,548,027	0.2304
1.4	Method of payment of the consideration	4,981,260,788	99.3579	20,663,758	0.4122	11,526,927	0.2299
1.5	Type, par value and listing venue of shares to be issued	4,981,187,188	99.3564	20,638,098	0.4117	11,626,187	0.2319
1.6	Method of issuance, targets of issuance of shares and method of subscription	4,981,128,688	99.3553	20,619,898	0.4113	11,702,887	0.2334
1.7	Pricing Benchmark Date and issuance price of the A Shares to be issued	4,981,138,088	99.3555	20,789,058	0.4147	11,524,327	0.2298
1.8	Number of A Shares to be issued	4,981,120,888	99.3551	20,648,998	0.4119	11,681,587	0.2330
1.9	Lock-up period arrangements	4,981,306,588	99.3588	20,601,598	0.4109	11,543,287	0.2303
1.10	Attribution of profits and losses for the Transitional Period	4,981,165,388	99.3560	20,765,198	0.4142	11,520,887	0.2298
1.11	Arrangements for accumulated and undistributed retained profits	4,981,192,588	99.3566	20,697,358	0.4128	11,561,527	0.2306
1.12	Transfer of creditors' rights and debts and arrangements for employees	4,981,292,900	99.3586	20,548,086	0.4099	11,610,487	0.2315
1.13	Completion of the transfer of the Target Equities	4,981,294,088	99.3586	20,562,198	0.4101	11,595,187	0.2313
1.14	Validity period of the resolutions	4,981,231,688	99.3573	20,649,598	0.4119	11,570,187	0.2308
The resolution was duly passed. ⁽¹⁾							
2.	To consider and approve the resolution on the execution of the Definitive Agreement.	4,981,197,000	99.3566	20,730,186	0.4135	11,524,287	0.2299
The resolution was duly passed. ⁽¹⁾							
3.	To consider and approve the resolution on the authorization to deal with matters in connection with the Proposed Transaction.	4,981,206,748	99.3568	20,698,738	0.4129	11,545,987	0.2303
The resolution was duly passed. ⁽¹⁾							

Note:

- (1) Since each of the resolutions (1) to (3) was passed by at least two-thirds of the votes cast by the Rule Eligible Shareholders either in person, by proxy or via network at the A Shares Class Meeting, each such resolution was duly passed as a special resolution in accordance with the requirements of the Articles of Association.
- (2) The percentages set out in the table are rounded to four decimal places.

IV. POLL RESULTS OF THE H SHARES CLASS MEETING

The H Shareholders present at the H Shares Class Meeting considered and approved the following resolutions:

SPECIAL RESOLUTIONS		For		Against		Abstain	
		Shares	Percentage (%) ⁽²⁾	Shares	Percentage (%) ⁽²⁾	Shares	Percentage (%) ⁽²⁾
1.	To consider and approve the resolution on the plan for the Proposed Transaction:						
1.1	Target Equities	567,473,474	99.6779	933,600	0.1640	900,000	0.1581
1.2	Counterparties	566,646,674	99.6775	933,600	0.1642	900,000	0.1583
1.3	Pricing basis and consideration of the Target Equities	565,526,274	99.6768	933,600	0.1646	900,000	0.1586
1.4	Method of payment of the consideration	566,536,674	99.7409	571,600	0.1006	900,000	0.1585
1.5	Type, par value and listing venue of shares to be issued	566,536,674	99.7409	571,600	0.1006	900,000	0.1585
1.6	Method of issuance, targets of issuance of shares and method of subscription	566,253,874	99.7408	571,600	0.1007	900,000	0.1585
1.7	Pricing Benchmark Date and issuance price of the A Shares to be issued	566,646,674	99.7410	571,600	0.1006	900,000	0.1584
1.8	Number of A Shares to be issued	566,646,674	99.7410	571,600	0.1006	900,000	0.1584
1.9	Lock-up period arrangements	566,646,674	99.7410	571,600	0.1006	900,000	0.1584
1.10	Attribution of profits and losses for the Transitional Period	568,927,474	99.7420	571,600	0.1002	900,000	0.1578
1.11	Arrangements for accumulated and undistributed retained profits	566,137,474	99.7407	571,600	0.1007	900,000	0.1586
1.12	Transfer of creditors’ rights and debts and arrangements for employees	566,530,274	99.7409	571,600	0.1006	900,000	0.1585
1.13	Completion of the transfer of the Target Equities	564,329,914	99.7399	571,600	0.1010	900,000	0.1591
1.14	Validity period of the resolutions	564,674,274	99.7401	571,600	0.1010	900,000	0.1589
The resolution was duly passed. ⁽¹⁾							
2.	To consider and approve the resolution on the execution of the Definitive Agreement.	566,659,474	99.6775	933,600	0.1642	900,000	0.1583
The resolution was duly passed. ⁽¹⁾							
3.	To consider and approve the resolution on the authorization to deal with matters in connection with the Proposed Transaction.	566,659,474	99.7164	1,611,600	0.2836	0	0.0000
The resolution was duly passed. ⁽¹⁾							

Note:

- (1) Since each of the resolutions (1) to (3) was passed by at least two-thirds of the votes cast by the Rule Eligible Shareholders either in person, by proxy or via network at the H Shares Class Meeting, each such resolution was duly passed as a special resolution in accordance with the requirements of the Articles of Association.
- (2) The percentages set out in the table are rounded to four decimal places.

V. SECOND VOTE COUNTING FOR THE PURPOSES OF THE TAKEOVERS CODE

For information purposes, the below table shows the votes cast by the Takeovers Code Independent Shareholders at the EGM:

Resolutions			For		Against		Abstain	
			Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)	Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)	Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)
1	To consider and approve the resolution on the Company's compliance with conditions for the Proposed Transaction.	A Shares	2,450,418,393	99.0348	20,760,558	0.8390	3,121,906	0.1262
		H Shares	562,570,966	99.0805	4,320,800	0.7610	900,000	0.1585
		Total	3,012,989,359	99.0433	25,081,358	0.8245	4,021,906	0.1322
2	To consider and approve the resolution on the plan for the Proposed Transaction:							
2.1	Target Equities	A Shares	2,442,190,632	98.7023	20,639,698	0.8342	11,470,527	0.4636
		H Shares	582,048,675	99.1617	4,020,800	0.6850	900,000	0.1533
		Total	3,024,239,307	98.7903	24,660,498	0.8056	12,370,527	0.4041
2.2	Counterparties	A Shares	2,442,157,072	98.7009	20,620,798	0.8334	11,522,987	0.4657
		H Shares	581,341,475	99.1387	4,150,800	0.7079	900,000	0.1535
		Total	3,023,498,547	98.7848	24,771,598	0.8093	12,422,987	0.4059
2.3	Pricing basis and consideration of the Target Equities	A Shares	2,441,709,272	98.6828	21,043,558	0.8505	11,548,027	0.4667
		H Shares	581,655,875	99.1754	4,836,000	0.8246	0	0.0000
		Total	3,023,365,147	98.7772	25,879,558	0.8455	11,548,027	0.3773
2.4	Method of payment of the consideration	A Shares	2,442,110,172	98.6990	20,663,758	0.8351	11,526,927	0.4659
		H Shares	581,950,275	99.3156	3,110,360	0.5308	900,000	0.1536
		Total	3,024,060,447	98.8171	23,774,118	0.7769	12,426,927	0.4061
2.5	Type, par value and listing venue of shares to be issued	A Shares	2,442,036,572	98.6960	20,638,098	0.8341	11,626,187	0.4699
		H Shares	582,158,675	99.1761	3,936,000	0.6705	900,000	0.1533
		Total	3,024,195,247	98.7881	24,574,098	0.8027	12,526,187	0.4092
2.6	Method of issuance, targets of issuance of shares and method of subscription	A Shares	2,441,978,072	98.6937	20,619,898	0.8334	11,702,887	0.4730
		H Shares	582,158,675	99.1761	3,936,000	0.6705	900,000	0.1533
		Total	3,024,136,747	98.7862	24,555,898	0.8021	12,602,887	0.4117

Resolutions			For		Against		Abstain	
			Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)	Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)	Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)
2.7	Pricing Benchmark Date and issuance price of the A Shares to be issued	A Shares	2,441,987,472	98.6940	20,789,058	0.8402	11,524,327	0.4658
		H Shares	582,048,675	99.1617	4,020,800	0.6850	900,000	0.1533
		Total	3,024,036,147	98.7837	24,809,858	0.8104	12,424,327	0.4059
2.8	Number of A Shares to be issued	A Shares	2,441,970,272	98.6933	20,648,998	0.8345	11,681,587	0.4721
		H Shares	577,600,275	99.1553	4,020,800	0.6902	900,000	0.1545
		Total	3,019,570,547	98.7814	24,669,798	0.8070	12,581,587	0.4116
2.9	Lock-up period arrangements	A Shares	2,442,155,972	98.7008	20,601,598	0.8326	11,543,287	0.4665
		H Shares	582,048,675	99.1617	4,020,800	0.6850	900,000	0.1533
		Total	3,024,204,647	98.7892	24,622,398	0.8043	12,443,287	0.4065
2.10	Attribution of profits and losses for the Transitional Period	A Shares	2,442,014,772	98.6951	20,765,198	0.8392	11,520,887	0.4656
		H Shares	581,341,475	99.1606	4,020,800	0.6858	900,000	0.1535
		Total	3,023,356,247	98.7843	24,785,998	0.8099	12,420,887	0.4058
2.11	Arrangements for accumulated and undistributed retained profits	A Shares	2,442,041,972	98.6962	20,697,358	0.8365	11,561,527	0.4673
		H Shares	581,341,475	99.1750	3,936,000	0.6715	900,000	0.1535
		Total	3,023,383,447	98.7879	24,633,358	0.8049	12,461,527	0.4072
2.12	Transfer of creditors' rights and debts and arrangements for employees	A Shares	2,442,142,284	98.7003	20,548,086	0.8305	11,610,487	0.4692
		H Shares	581,231,475	99.1605	4,020,800	0.6860	900,000	0.1535
		Total	3,023,373,759	98.7884	24,568,886	0.8028	12,510,487	0.4088
2.13	Completion of the transfer of the Target Equities	A Shares	2,442,143,472	98.7003	20,562,198	0.8310	11,595,187	0.4686
		H Shares	581,231,475	99.1748	3,936,000	0.6716	900,000	0.1536
		Total	3,023,374,947	98.7912	24,498,198	0.8005	12,495,187	0.4083
2.14	Validity period of the resolutions	A Shares	2,442,081,072	98.6978	20,649,598	0.8346	11,570,187	0.4676
		H Shares	580,892,675	99.1744	3,936,000	0.6720	900,000	0.1537
		Total	3,022,973,747	98.7890	24,585,598	0.8034	12,470,187	0.4075

Resolutions			For		Against		Abstain	
			Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)	Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)	Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)
3	To consider and approve the resolution on the Report (Draft) on the Issuance of Shares and Payment of Cash Consideration for the Acquisition of Assets and Related Party Transaction of the Company 《(東方證券股份有限公司發行股份及支付現金購買資產暨關聯交易報告書(草案))》 and its extract.	A Shares	2,442,013,644	98.6951	20,730,186	0.8378	11,557,027	0.4671
		H Shares	578,301,775	99.1172	4,081,600	0.6996	1,069,200	0.1833
		Total	3,020,315,419	98.7756	24,811,786	0.8114	12,626,227	0.4129
4	To consider and approve the resolution on the execution of the Definitive Agreement.	A Shares	2,442,046,384	98.6964	20,730,186	0.8378	11,524,287	0.4658
		H Shares	582,919,375	99.1526	4,081,600	0.6943	900,000	0.1531
		Total	3,024,965,759	98.7840	24,811,786	0.8103	12,424,287	0.4057
5	To consider and approve the resolution that the Proposed Transaction constitutes a related party transaction.	A Shares	2,442,061,684	98.6970	20,708,386	0.8369	11,530,787	0.4660
		H Shares	583,029,375	99.1528	4,081,600	0.6941	900,000	0.1531
		Total	3,025,091,059	98.7846	24,789,986	0.8095	12,430,787	0.4059
6	To consider and approve the resolution that the Proposed Transaction does not constitute a material asset restructuring or new listing.	A Shares	2,441,953,284	98.6927	20,753,486	0.8388	11,594,087	0.4686
		H Shares	583,029,375	99.1631	4,020,800	0.6839	900,000	0.1531
		Total	3,024,982,659	98.7830	24,774,286	0.8090	12,494,087	0.4080
7	To consider and approve the resolution on the compliance of the Proposed Transaction with Articles 11, 43, and 44 of the Administrative Measures for Major Asset Restructuring of Listed Companies 《(上市公司重大資產重組管理辦法)》.	A Shares	2,442,094,824	98.6984	20,692,546	0.8363	11,513,487	0.4653
		H Shares	583,552,775	99.0395	4,759,200	0.8077	900,000	0.1527
		Total	3,025,647,599	98.7640	25,451,746	0.8308	12,413,487	0.4052

Resolutions			For		Against		Abstain	
			Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)	Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)	Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)
8	To consider and approve the resolution on the compliance of the Proposed Transaction with Article 4 of the Regulatory Guidelines for Listed Companies No. 9 – Regulatory Requirements for the Planning and Implementation of Major Asset Restructuring by Listed Companies 《(上市公司監管指引第 9 號 – 上市公司籌劃和實施重大資產重組的監管要求)》.	A Shares	2,442,042,624	98.6963	20,689,746	0.8362	11,568,487	0.4675
		H Shares	582,171,475	99.1516	4,081,600	0.6952	900,000	0.1533
		Total	3,024,214,099	98.7836	24,771,346	0.8091	12,468,487	0.4073
9	To consider and approve the resolution on the non-existence of circumstances where relevant parties to the Proposed Transaction are prohibited from participating in major asset restructuring of any listed company.	A Shares	2,442,042,924	98.6963	20,682,746	0.8359	11,575,187	0.4678
		H Shares	581,608,275	99.1610	4,020,800	0.6855	900,000	0.1534
		Total	3,023,651,199	98.7853	24,703,546	0.8071	12,475,187	0.4076
10	To consider and approve the resolution on the compliance of the Proposed Transaction with Article 11 of the Administrative Measures for the Registration of Securities Issuance by Listed Companies 《(上市公司證券發行註冊管理辦法)》.	A Shares	2,442,132,924	98.6999	20,610,946	0.8330	11,556,987	0.4671
		H Shares	561,895,866	99.1387	3,981,600	0.7025	900,000	0.1588
		Total	3,004,028,790	98.7817	24,592,546	0.8087	12,456,987	0.4096
11	To consider and approve the resolution on the completeness and compliance of the legal procedures and the validity of the legal documents submitted in respect of the Proposed Transaction.	A Shares	2,442,104,344	98.6988	20,638,546	0.8341	11,557,967	0.4671
		H Shares	581,655,875	99.1508	4,081,600	0.6958	900,000	0.1534
		Total	3,023,760,219	98.7854	24,720,146	0.8076	12,457,967	0.4070

Resolutions			For		Against		Abstain	
			Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)	Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)	Shares cast by the Takeovers Code Independent Shareholders	Percentage (%)
12	To consider and approve the resolution on the independence of the Valuer, the reasonableness of the valuation assumptions, the relevance of the valuation methods to the valuation purpose, and the fairness of the appraised value.	A Shares	2,442,096,624	98.6985	20,673,746	0.8355	11,530,487	0.4660
		H Shares	582,158,675	99.1761	3,936,000	0.6705	900,000	0.1533
		Total	3,024,255,299	98.7900	24,609,746	0.8039	12,430,487	0.4061
13	To consider and approve the resolution on the approval of the accountants' reports, pro forma review reports, and asset valuation report in connection with the Proposed Transaction.	A Shares	2,442,062,384	98.6971	20,674,346	0.8356	11,564,127	0.4674
		H Shares	581,486,675	99.1323	4,020,800	0.6855	1,069,200	0.1823
		Total	3,023,549,059	98.7805	24,695,146	0.8068	12,633,327	0.4127
14	To consider and approve the resolution on the dilution of earnings per share caused by the Proposed Transaction, remedial measures, and undertakings of relevant parties.	A Shares	2,442,079,444	98.6978	20,665,086	0.8352	11,556,327	0.4671
		H Shares	581,765,875	99.1756	3,936,000	0.6710	900,000	0.1534
		Total	3,023,845,319	98.7893	24,601,086	0.8037	12,456,327	0.4069
15	To consider and approve the resolution on the authorization to deal with matters in connection with the Proposed Transaction.	A Shares	2,442,056,132	98.6968	20,698,738	0.8365	11,545,987	0.4666
		H Shares	581,765,875	99.1756	3,936,000	0.6710	900,000	0.1534
		Total	3,023,822,007	98.7886	24,634,738	0.8048	12,445,987	0.4066
16	To consider and approve the resolution on the approval of the Whitewash Waiver.	A Shares	2,437,732,087	98.5221	24,961,483	1.0088	11,607,287	0.4691
		H Shares	581,657,529	99.0908	4,437,146	0.7559	900,000	0.1533
		Total	3,019,389,616	98.6311	29,398,629	0.9603	12,507,287	0.4086

Note: The percentages set out in the above table are rounded to four decimal places. The aggregate total may not add up to 100% due to rounding adjustments.

Please refer to the Circular and the Notice of EGM and the Notice of the H Shares Class Meeting for full text of the resolutions.

Accordingly:

- (a) all of the special resolutions proposed to approve the Proposed Transaction and Specific Mandate at each of the EGM and Class Meetings were passed by at least two-thirds of the votes cast by the Rule Eligible Shareholders at each of the EGM and Class Meetings by way of poll;
- (b) the ordinary resolution proposed to approve the Whitewash Waiver was passed by more than half of the votes cast by the Rule Eligible Shareholders at the EGM by way of poll;
- (c) all of the resolutions proposed to approve the Proposed Transaction (i.e. resolutions (1) to (15) at the EGM) were duly passed by more than 50% of the votes that are cast by the Takeovers Code Independent Shareholders in person, by proxy or via network at the EGM by way of poll; and
- (d) the resolution proposed to approve the Whitewash Waiver (i.e. resolution number (16) at the EGM) was duly passed by at least 75% of the votes cast by the Takeovers Code Independent Shareholders either in person, by proxy or via network at the EGM by way of poll.

VI. ATTESTATION BY LAWYERS

Grandall Law Firm (Shanghai), the PRC legal adviser to the Company, considers that the procedures for convening and holding each of the EGM and the Class Meetings are in accordance with the relevant laws, regulations and administrative documents as well as the Articles of Association; the qualifications of the attendees at and conveners of each of the EGM and the Class Meetings are lawful and valid; the voting procedures and poll results of each of the EGM and the Class Meetings are in accordance with the relevant laws, regulations and administrative documents as well as the Articles of Association; and the resolutions duly passed at each of the EGM and the Class Meetings are lawful and valid.

VII. GRANT OF WHITEWASH WAIVER

The Executive has, on August 21, 2026, granted the Whitewash Waiver, subject to (i) the Whitewash Waiver and the Proposed Transaction, being separately approved by at least 75% and more than 50% respectively, of the independent vote (as defined in Note 1 on dispensations from Rule 26 of the Takeovers Code) that are cast either in person or by proxy at a general meeting of the Company, to be taken on a poll; and (ii) unless the Executive gives prior consent, no acquisition or disposal of voting rights of the Company being made by the Whitewash Applicant Vendors and the Whitewash Applicant Vendors Concert Party Group between the date of the First Announcement and Completion. The abovementioned condition (i) imposed by the Executive has been duly fulfilled as at the date of this announcement.

VIII.SATISFACTION OF CERTAIN CONDITIONS PRECEDENT TO THE EFFECTIVENESS OF THE DEFINITIVE AGREEMENT

As disclosed in the Letter of the Board in the Circular, the effectiveness of the Definitive Agreement shall be conditional upon the fulfilment of all of the following conditions:

- (i) the passing of valid resolutions by the Board, the general meeting, the A shares class meeting and the H shares class meeting of the Company approving the Proposed Transaction;
- (ii) the completion by each of the Vendors of their internal decision-making procedures in respect of the Proposed Transaction and the obtaining of approvals from their competent internal authorities;
- (iii) the granting of a Whitewash Waiver by the Executive in respect of the Proposed Transaction and the approval of the same by the Takeovers Code Independent Shareholders at a general meeting of the Company in accordance with the Takeovers Code;
- (iv) the obtaining of the approvals, consents and registration for the Proposed Transaction from Shanghai SASAC, the Shanghai Stock Exchange and the CSRC, and such approvals, consents and registration remaining valid; and
- (v) the obtaining of any other necessary prior approvals, endorsements, filings or consents (if any) as required by laws, regulations and competent regulatory authorities.

As at the date of this announcement:

- (a) conditions (i), (ii) and (iii) have been fulfilled;
- (b) the Company is not aware of any other approvals, endorsements, filings or consents which are required to be obtained in respect of the Proposed Transaction under condition (v); and
- (c) save for the approval from the Shanghai SASAC as disclosed in the announcement of the Company dated August 7, 2026, the remaining condition (iv) has not yet been fulfilled. As disclosed in the Circular, the applications for the consent of the Proposed Transaction by the Shanghai Stock Exchange and the consent of and registration with the CSRC of the Proposed Transaction will only be made after the Proposed Transaction is approved by the Shareholders at the EGM.

Further announcement(s) will be made as and when appropriate in relation to the fulfilment of the outstanding conditions.

Completion of the Proposed Transaction is subject to the satisfaction of certain conditions, and may or may not proceed. Conditions to the completion of the Proposed Transaction include, among other things, the approvals, consents and/or registrations by or with the applicable competent authorities. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

By order of the Board of Directors
ZHOU Lei
Chairman

Shanghai, PRC
August 24, 2026

As at the date of this announcement, the Board of Directors comprises Mr. ZHOU Lei, Mr. LU Weiming and Mr. LU Dayin as executive Directors; Mr. LIU Wei, Mr. YANG Bo, Mr. SHI Lei, Ms. LI Yun, Mr. XU Yongmiao, Mr. REN Zhixiang and Mr. SUN Weidong as non-executive Directors; and Mr. WU Hong, Mr. FENG Xingdong, Mr. LUO Xinyu, Mr. CHAN Hon and Mr. ZHU Kai as independent non-executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.