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DA YU FINANCIAL HOLDINGS LIMITED

大禹金融控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1073)

## POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 28 DECEMBER 2023

References were made to the circular (the “Circular”) and the notice of extraordinary general meeting (the “EGM Notice”) of Da Yu Financial Holdings Limited (the “Company”) both dated 11 December 2023, in relation to, among other things, the Rights Issue. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

### POLL RESULTS OF THE EGM

The Board is pleased to announce the poll results in respect of the resolution proposed at the EGM held on 28 December 2023 (the “Ordinary Resolution”) as follows:

Ordinary Resolution	Number of Votes (%)	
	For	Against
To approve the Rights Issue and the transactions contemplated thereunder	409,564,786 (97.630516%)	9,940,100 (2.369484%)

*Note: Full text of the Ordinary Resolution is set out in the EGM Notice.*

As more than 50% of the votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed by the Independent Shareholders at the EGM.

As at the date of the EGM, the total number of issued and fully paid up Shares was 1,139,330,190 Shares. In accordance with Rule 7.19A(1) and Rule 7.27A(1) of the Listing Rules, as the Rights Issue will increase the total number of issued Shares by more than 50% within a 12 month period, the Rights Issue is subject to the approval by the Independent Shareholders at the EGM by way of poll at which the controlling shareholders and their associates or, where there are no controlling shareholders, the Directors (excluding independent non-executive Directors) and the chief executive of the Company and their respective associates shall abstain from voting in favour of the resolution(s) relating to the Rights Issue at the EGM.

As at the date of the EGM, the Company does not have any controlling shareholder, Mr. Lee Wa Lun, Warren, Mr. Lam Chi Shing, Ms. Li Ming (being EDs) holding 227,250,000 Shares, 17,800,000 Shares and 17,800,000 Shares (representing approximately 19.94%, 1.56% and 1.56% of the total issued capital), respectively, and Mr. Xu Haohao (being a non-executive Director) holding 214,783,614 Shares (representing approximately 18.85% of the total issued capital), are Directors who have an interest in the Shares, and therefore had abstained from voting in favour of the Ordinary Resolution at the EGM. Accordingly, at the EGM, there were 661,696,576 Shares entitling the Independent Shareholders to attend and vote on the Ordinary Resolution at the EGM.

Save as disclosed above, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholder was required to abstain from voting in favour of the Ordinary Resolution at the EGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting at the EGM. None of the Independent Shareholders had indicated in the Circular of his/her/its intention to vote against or to abstain from voting on the Ordinary Resolution at the EGM.

Hong Kong Registrars Limited, the branch share registrar of the Company in Hong Kong, acted as scrutineer for the poll at the EGM.

Except for Mr. Kuo Jen-Hao, Mr. Xu Haohao and Mr. Suen Chi Wai who were unable to attend the EGM due to other prior commitments, all other Directors, namely Mr. Lee Wa Lun, Warren, Mr. Lam Chi Shing, Ms. Li Ming, Mr. Chan Sze Chung and Mr. Sum Wai Kei, Wilfred attended the EGM in person.

#### **COMMENCEMENT OF DEALINGS IN THE SHARES ON AN EX-RIGHT BASIS AND DESPATCH OF THE PROSPECTUS DOCUMENTS**

The Rights Issue will proceed in accordance with the expected timetable as set out in the Circular. Pursuant to the expected timetable, it is expected that the last day of dealings in the Shares on a cum-entitlement basis is Friday, 29 December 2023. The Shares will be dealt with on an ex-entitlement basis from Tuesday, 2 January 2024. The Prospectus Documents will be despatched to the Qualifying Shareholders (in the case of the Non-Qualifying Shareholders, the Prospectus for information only) on Thursday, 11 January 2024.

#### **WARNING OF THE RISKS OF DEALING IN THE SHARES AND THE RIGHTS SHARES**

**The Rights Issue is subject to the fulfilment of conditions including the Stock Exchange granting the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid forms. If the conditions to the Rights Issue are not fulfilled, the Rights Issue will not proceed.**

**Any Shareholder or other person dealing in Shares and/or the nil-paid Rights Shares up to the date on which all the conditions of the Rights Issue are fulfilled will accordingly bear the risk that the Rights Issue may not proceed.**

**Subject to the fulfilment of conditions, the Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptance of provisionally allotted Rights Shares. Accordingly, if the Rights Issue is undersubscribed, the size of the Rights Issue will be reduced. Qualifying Shareholders who do not take up their assured entitlements in full and Non-Qualifying Shareholders, if any, should note that their shareholdings in the Company may be diluted, the extent of which will depend in part on the size of the Rights Issue.**

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares and/or the nil-paid Rights Shares.**

For and on behalf of  
**Da Yu Financial Holdings Limited**  
**Lee Wa Lun, Warren**  
*Managing Director*

Hong Kong, 28 December 2023

*As at the date of this announcement, the Non-Executive Directors are Mr. Kuo Jen-Hao (Chairman) and Mr. Xu Haohao, the Executive Directors are Mr. Lee Wa Lun, Warren (Managing Director), Mr. Lam Chi Shing and Ms. Li Ming, and the Independent Non-Executive Directors are Mr. Chan Sze Chung, Mr. Suen Chi Wai and Mr. Sum Wai Kei, Wilfred.*