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CHINA FINANCIAL LEASING GROUP LIMITED

中國金融租賃集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2312)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to the circular (“**Circular**”) of China Financial Leasing Group Limited (“**Company**”) dated 30 April 2015 and the supplemental circular (“**Supplemental Circular**”) dated 6 May 2015. Terms used in this announcement shall have the same meanings as defined in the Circular and the Supplemental Circular.

The total number of issued Shares as at the date of the AGM was 571,949,882 Shares which is also the total number of Shares entitling the holder to attend and vote for or against all the resolutions.

As at the date of the AGM, there were no Shares in issue entitling the holder to attend and vote only against the resolutions at the AGM. Tricor Tengis Limited, the Hong Kong branch share registrar of the Company, acted as scrutineer for the vote-taking at the AGM.

* *for identification purpose only*

The Board announces that, except for resolution No. 2(b), all the ordinary resolutions (“**Resolutions**”) set out in the notice of the AGM contained in the Circular were duly passed at the AGM held on 22 May 2015. The poll results in respect of each of the Resolutions are as follows:

ORDINARY RESOLUTIONS		FOR Number of Shares (%)	AGAINST Number of Shares (%)
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditor for the year ended 31 December 2014	78,900,560 (100%)	0 (0%)
2.	(a) To re-elect Mr. Sean SK Soo as Director	139,830,560 (100%)	0 (0%)
	(b) To re-elect Mr. Chan Ming Wing as Director	50,880,560 (35.76%)	91,410,000 (64.24%)
	(c) To re-elect Mr. Liu Meng Fah as Director	139,830,560 (100%)	0 (0%)
	(d) To re-elect Mr. Gan Wei Ping as Director	88,950,560 (63.61%)	50,880,000 (36.39%)
	(e) To re-elect Mr. Yip Ming as Director	88,950,560 (63.61%)	50,880,000 (36.39%)
	(f) To re-elect Mr. Lam Fung, Francis as Director	59,880,560 (100%)	0 (0%)
	(g) To re-elect Mr. Chow Ka Man as Director	59,880,560 (100%)	0 (0%)
	(h) To re-elect Mr. Kwan Sai Lok, Edwin as Director	59,880,560 (100%)	0 (0%)
	(i) To re-elect Mr. Lam Yuk Kwan as Director	75,140,560 (100%)	0 (0%)
	(j) To re-elect Mr. Yen Jong Ling as Director	124,570,560 (100%)	0 (0%)
	(k) To authorise the Board to fix the Directors’ remuneration	79,880,560 (100%)	0 (0%)

ORDINARY RESOLUTIONS		FOR Number of Shares (%)	AGAINST Number of Shares (%)
3.	To re-appoint RSM Nelson Wheeler as auditor and to authorise the Board to fix its remuneration	78,900,560 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot and issue new Shares	78,900,560 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to repurchase Shares	78,900,560 (100%)	0 (0%)
6.	To extend the general mandate granted to the Directors to issue additional Shares	78,900,560 (100%)	0 (0%)
7.	To approve the refreshment of the 10% Scheme Limit of the Share Option Scheme	78,900,560 (100%)	0 (0%)

Note: The percentage of votes is based on the total number of Shares held by the Shareholders who voted at the AGM in person or by corporate representative or proxy.

As a majority of votes cast against Resolution No.2 (b), such Resolution was not passed. As a result, Mr. Chan Ming Wing (“**Mr. Chan**”) retired as Non-executive Director after the AGM. In the meantime, Mr. Chan ceased to be a member of the Nomination Committee of the Company. The Board would like to thank Mr. Chan's contributions during his tenure.

Immediately after the AGM, the compositions of the Board and the Nomination Committee, Remuneration Committee and Audit Committee of the Company are as follows:

Executive Directors

Mr. John YEN Jong Ling

Mr. Sean SOO

Non-executive Director

Mr. LAM Fung, Francis

Independent Non-executive Directors

Mr. LIU Meng Fah

Mr. GAN Wei Ping

Mr. YIP Ming

Mr. CHOW Ka Man

Mr. KWAN Sai Lok, Edwin

Mr. LAM Yuk Kwan

Audit Committee

Mr. LIU Meng Fah (*Committee Chairperson*)

Mr. LAM Fung, Francis

Mr. LAM Yuk Kwan

Remuneration Committee

Mr. John YEN Jong Ling

Mr. LAM Fung, Francis

Mr. KWAN Sai Lok, Edwin

Nomination Committee

Mr. KWAN Sai Lok, Edwin

Mr. CHOW Ka Man

By order of the Board

CHINA FINANCIAL LEASING GROUP LIMITED

Tsang Hing Bun

Company Secretary

Hong Kong, 22 May 2015

As at the date of this announcement, the board of Directors of the Company comprises Mr. John Yen Jong Ling and Mr. Sean Soo as executive Directors, Mr. Lam Fung, Francis as non-executive Directors, Mr. Liu Meng Fah, Mr. Gan Wei Ping, Mr. Yip Ming, Mr. Chow Ka Man, Mr. Kwan Sai Lok, Edwin and Mr. Lam Yuk Kwan as independent non-executive Directors and Mr. Tang Yiu Wing (alternate to Mr. John Yen Jong Ling).