



中州证券

Central China Securities Co., Ltd.

(a joint stock company incorporated in 2002 in Henan Province, the People's Republic of China with limited liability under the Chinese corporate name “中原证券股份有限公司” and carrying on business in Hong Kong as “中州证券”)

(Stock Code: 01375)

**REPLY SLIP FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON
14 NOVEMBER 2014**

To: Central China Securities Co., Ltd. (the “**Company**”)

Name(s) and registered address(es) of shareholder(s)^(Note 1): _____

Number of shares held^(Note 2): _____ domestic shares/ _____ H shares of RMB1.00 each in the share capital of the Company.

I/We intend to attend or appoint a proxy or proxies to attend the extraordinary general meeting (the “**EGM**”) of the Company to be held at 9:30 a.m. on 14 November 2014 (Friday) at Conference Room A, 12/F, CCB Tower, 3 Connaught Road Central, Hong Kong or any adjournment thereof.

Date: _____

Signature of shareholder(s): _____

Name of shareholder(s): _____

Notes:

1. Please insert full name(s) and address(es) as registered in the register of members of the Company in block letters.
2. Please insert the number of shares of the Company registered in your name(s) and delete as appropriate.
3. In order to be valid, this completed and signed reply slip should be delivered by hand or by post, for holders of domestic shares of the Company, to the Company's head office in the PRC at No.10 Shangwu Waihuan Road, Zhengdong New District, Zhengzhou, Henan Province, China or, for holders of H shares of the Company, the Company's H share registrar in Hong Kong at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30pm on 24 October 2014. In order to qualify to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificate(s) must be delivered to the Company's head office in the PRC at No.10 Shangwu Waihuan Road, Zhengdong New District, Zhengzhou, Henan Province, China (for holders of domestic shares of the Company) or the Company's H share registrar at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares of the Company), no later than 4:30 p.m. on 24 October 2014.