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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)

POLL RESULTS OF THE 2019 FIRST EXTRAORDINARY GENERAL MEETING

Reference is made to the notice (the "**Notice**") of the 2019 first extraordinary general meeting (the "**EGM**") of Central China Securities Co., Ltd. (the "**Company**") dated 19 September 2019 and the circular (the "**Circular**") of the Company dated 19 September 2019. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Notice and the Circular.

The Board is pleased to announce that the EGM (the "**Meeting**") was held by way of an on-site meeting at 9:30 a.m. on Thursday, 7 November 2019 at Conference Room, 17th Floor, Zhongyuan Guangfa Finance Building, No. 10 Shangwu Waihuan Road, Zhengzhou, Henan Province, the PRC. The convening and holding of and the voting method of the Meeting complied with the requirements of the Company Law and the Articles of Association. The Meeting was convened by the Board and chaired by Mr. Jian Mingjun, the chairman of the Board of the Company. Some of the Directors, supervisors and the secretary to the Board attended the Meeting, while the senior management members of the Company were also present. Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, acted as the scrutineer at the Meeting, while two representatives from the Shareholders of the Company and one supervisor counted the votes and scrutinized the votes.

(I) POLL RESULTS OF THE EGM

Voting at the EGM was conducted by a combination of network voting and on-site voting. Pursuant to relevant PRC laws and regulations, the A Shareholders were entitled to vote at the EGM in person, by proxy, or via network for the relevant resolutions. The time of network voting for the resolutions proposed at the EGM for the A Shareholders on 7 November 2019 was set out in the notice of the EGM to the A Shareholders dated 19 September 2019 published by the Company on the website of Shanghai Stock Exchange separately.

As at the date of the EGM, the total number of the Shares entitling the holders of which to attend and vote on the resolutions considered at the EGM was 3,869,070,700 Shares (comprising 2,673,705,700 A Shares and 1,195,365,000 H Shares), representing 100% of the total registered capital of the Company. There was no restriction on any Shareholders to cast votes on any of the proposed resolutions at the EGM. There was no Share entitling Shareholders to attend but required to abstain from voting in favour of any resolutions at the EGM as set out in Rule 13.40 of the Listing Rules, no Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the EGM, and no party has indicated its intention in the Circular to vote against or to abstain from voting on any resolutions at the EGM.

A total of 10 Shareholders and authorized representatives holding a total of 1,778,823,861 Shares carrying voting rights of the Company, representing approximately 45.975481% of the total number of Shares carrying voting rights of the Company, attended the EGM. Among them, there were 9 A Shareholders and representatives thereof holding a total of 1,681,310,990 Shares, representing approximately 43.455163% of the total number of Shares carrying voting rights of the Company; 1 H Shareholder and representative holding a total of 97,512,871 Shares, representing approximately 2.520318% of the total number of Shares carrying voting rights of the Company.

The poll results in respect of the resolutions proposed at the EGM were as follows:

ORDINARY RESOLUTIONS			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
1	To consider and approve the Company's profit distribution plan for the first half of the year of 2019	A Shares	1,681,310,990	100.000000	0	0.000000	0	0.000000
		H Shares	97,512,871	100.000000	0	0.000000	0	0.000000
		Total	1,778,823,861	100.000000	0	0.000000	0	0.000000
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.							

<table>
<tr><th colspan="3" rowspan="2">ORDINARY RESOLUTIONS</th><th colspan="2">FOR</th><th colspan="2">AGAINST</th><th colspan="2">ABSTAIN</th></tr>
<tr><th>Number of Shares</th><th>Percentage (%)</th><th>Number of Shares</th><th>Percentage (%)</th><th>Number of Shares</th><th>Percentage (%)</th></tr>
<tr><td rowspan="4">2</td><td rowspan="3">To consider and approve the Company's resolution on the provision for credit impairment</td><td>A Shares</td><td>1,681,310,990</td><td>100.000000</td><td>0</td><td>0.000000</td><td>0</td><td>0.000000</td></tr>
<tr><td>H Shares</td><td>97,512,871</td><td>100.000000</td><td>0</td><td>0.000000</td><td>0</td><td>0.000000</td></tr>
<tr><td>Total</td><td>1,778,823,861</td><td>100.000000</td><td>0</td><td>0.000000</td><td>0</td><td>0.000000</td></tr>
<tr><td colspan="8">As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</td></tr>
<tr><th colspan="3" rowspan="2">SPECIAL RESOLUTIONS</th><th colspan="2">FOR</th><th colspan="2">AGAINST</th><th colspan="2">ABSTAIN</th></tr>
<tr><th>Number of Shares</th><th>Percentage (%)</th><th>Number of Shares</th><th>Percentage (%)</th><th>Number of Shares</th><th>Percentage (%)</th></tr>
<tr><td rowspan="4">3</td><td rowspan="3">Subject to approval from relevant governmental departments or regulatory authorities of the PRC, to consider and approve the resolutions of the general mandate for the issuance of onshore and offshore debt financing instruments of the Company</td><td>A Shares</td><td>1,681,033,490</td><td>99.983495</td><td>277,300</td><td>0.016493</td><td>200</td><td>0.000012</td></tr>
<tr><td>H Shares</td><td>95,722,655</td><td>98.164123</td><td>1,790,216</td><td>1.835877</td><td>0</td><td>0.000000</td></tr>
<tr><td>Total</td><td>1,776,756,145</td><td>99.883759</td><td>2,067,516</td><td>0.116230</td><td>200</td><td>0.000011</td></tr>
<tr><td colspan="8">As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.</td></tr>
<tr><td rowspan="4">4</td><td rowspan="3">To consider and approve the proposed amendments to the Articles of Association set out in the appendix of the circular of the Company dated 19 September 2019, and to authorize the board of directors to revise the wordings of such amendments as appropriate (no approval from the shareholders is required for such amendments), and execute relevant documents and/or take all relevant actions as it considers necessary or appropriate and in the interest of the Company to effect the proposed amendments, comply with the PRC laws and regulations and meet the requirements of the relevant regulatory authorities of the PRC (if any), and deal with other relevant matters arising from the amendments to the Articles of Association</td><td>A Shares</td><td>1,681,310,990</td><td>100.000000</td><td>0</td><td>0.000000</td><td>0</td><td>0.000000</td></tr>
<tr><td>H Shares</td><td>97,512,871</td><td>100.000000</td><td>0</td><td>0.000000</td><td>0</td><td>0.000000</td></tr>
<tr><td>Total</td><td>1,778,823,861</td><td>100.000000</td><td>0</td><td>0.000000</td><td>0</td><td>0.000000</td></tr>
<tr><td colspan="8">As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.</td></tr>
</table>

(II) WITNESS BY LAWYERS

Two lawyers of Beijing Junzhi Law Firm, the PRC legal advisers to the Company, witnessed the Meeting and were of the opinion that the convening and holding procedures of the Meeting, the qualifications of the attendees at the Meeting, the qualifications of conveners of the Meeting, the voting procedures and poll results of the Meeting were in compliance with the requirements of the relevant laws and regulations, administrative documents and the Articles of Association, and that the resolutions passed at the Meeting were lawful and valid.

By order of the Board of
Central China Securities Co., Ltd.
Jian Mingjun
Chairman

Henan, the PRC
7 November 2019

As at the date of this announcement, the Board comprises executive Directors Mr. JIAN Mingjun and Mr. CHANG Junsheng, non-executive Directors Mr. LI Xingjia, Mr. WANG Lixin, Mr. TIAN Shengchun, Mr. ZHANG Xiaoqi and Mr. LU Benson Cheng, and independent non-executive Directors Mr. YUEN Chi Wai, Mr. NING Jincheng, Mr. YU Xugang and Ms. ZHANG Dongming.