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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)**

## **NOTICE OF H SHAREHOLDERS' CLASS MEETING**

**NOTICE IS HEREBY GIVEN** that a H Shareholders' Class Meeting (the “**H Shareholders' Class Meeting**”) of Central China Securities Co., Ltd. (the “**Company**”) will be held at 11:30 a.m. on Friday, 24 June 2022 at Conference Room, 17th Floor, Zhongyuan Guangfa Financial Building, No. 10 Shangwu Waihuan Road, Zhengzhou, Henan Province, PRC or immediately after the conclusion of as the A Shareholders' Class Meeting or its any adjournment thereof, whichever is the later), for the purpose of considering and, if thought fit, passing the following resolutions:

### **AS SPECIAL RESOLUTIONS**

1. To consider and approve the resolution on the plan of non-public issuance of A shares by the Company;
  - 1.01 Class and nominal value of shares to be issued
  - 1.02 Method and time of issue
  - 1.03 Target subscribers and subscription method
  - 1.04 Number of shares to be issued
  - 1.05 Issue price and pricing principle
  - 1.06 Arrangements for lock-up period
  - 1.07 Amount and use of proceeds
  - 1.08 Arrangements with regard to the retained profits of the Company before the Non-public Issuance
  - 1.09 Place of listing

## 1.10 Period of validity of the resolution on the Non-public Issuance

1.01 to 1.10 above shall be voted by item;

2. To consider and approve the resolution on the grant of authorization to the Board and its authorized persons by the Shareholders' general meeting to deal with the relevant matters relating to the Non-public Issuance of A Shares

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

Henan, the PRC  
26 May 2022

### *Notes:*

1. The register of members of the Company will be closed from 19 June 2022 to 24 June 2022 (both days inclusive), during which period no transfer of H shares of the Company can be registered. In order to qualify to attend and vote at the H Shareholders' Class Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712—1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 17 June 2022.
2. Holders of H Shares who are entitled to attend and vote at the H Shareholders' Class Meeting may appoint one or more proxies to attend and vote on their behalf. A proxy need not be a Shareholder.
3. In order to be valid, the proxy form for the H Shareholders' Class Meeting must be deposited by hand or by post to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the H Shareholders' Class Meeting (or any adjournment thereof) for taking the poll. If the proxy form is signed by a person under a power of attorney or other authority, a notarial copy of that power of attorney or authority shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude holders of H shares from attending and voting in person at the H Shareholders' Class Meeting or any adjourned meetings should they so wish.
4. Holders of H shares or their proxies shall provide their identity documents when attending the H Shareholders' Class Meeting.
5. The H Shareholders' Class Meeting is expected to take 0.5 hour approximately. Holders of H Shares attending the H Shareholders' Class Meeting shall be responsible for their own travel and accommodation expenses.
6. The address of the head office in the PRC of the Company is No. 10 Shangwu Waihuan Road, Zhengdong New District, Zhengzhou, Henan Province, the PRC.

*As at the date of this notice, the Board comprises executive director Mr. JIAN Mingjun, non-executive directors Mr. LI Xingjia, Ms. ZHANG Qiuyun, Mr. TIAN Shengchun, Mr. TANG Jin, Mr. ZHANG Xiaoqi and Mr. LU Benson Cheng, and independent non-executive directors Ms. ZHANG Dongming, Mr. CHEN Zhiyong, Mr. TSANG Sung and Mr. HE Jun.*