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 2022 SECOND EXTRAORDINARY GENERAL MEETING

References are made to the notice (the "**Notice**") and the circular (the "**Circular**") of the 2022 second extraordinary general meeting (the "**EGM**") of Central China Securities Co., Ltd. (the "**Company**") dated 29 November 2022. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Notice and the Circular.

(I) POLL RESULTS OF THE EGM

The Board is pleased to announce that the EGM was held at 9:30 a.m. on Wednesday, 14 December 2022 at Conference Room, 9F, China Pingmei Shenma Financial Capital Operation Centre, Intersection of Ruyi West Road and Ruyi River 4th West Street, Beilonghu, Zhengdong New District, Zhengzhou City, Henan Province, the PRC. The convening and holding of and the voting method of the EGM complied with the requirements of the Company Law and the Articles of Association. The EGM was convened by the Board and chaired by Mr. Jian Mingjun, the Chairman of the Board. Except for Mr. Li Zhifeng, a supervisor of the Company, who did not attend the EGM due to the other work commitment, all the Directors, the supervisors of the Company (the "**Supervisors**") and the Secretary to the Board attended the EGM, while certain senior management members of the Company were also present at the EGM. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer at the EGM, while one lawyer, two representatives of the Shareholders, and one Supervisor counted the votes and scrutinized the votes.

(i) Poll Results

Voting at the EGM was conducted by a combination of network voting and onsite 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 14 December 2022 was set out in the notice of the EGM to the A Shareholders dated 29 November 2022 published on the website of the 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 4,642,884,700 Shares (comprising 3,447,519,700 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 Hong Kong Listing Rules, no Shareholder was required under the Hong Kong 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 21 Shareholders and authorized representatives holding a total of 1,432,136,609 Shares carrying voting rights of the Company, representing approximately 30.845836% of the total number of Shares carrying voting rights of the Company, attended the EGM. Among which, 20 were A Shareholders and representatives thereof holding a total of 1,218,403,420 Shares, representing approximately 26.242379% of the total number of Shares carrying voting rights of the Company; and 1 was H Shareholder and representative thereof holding a total of 213,733,189 Shares, representing approximately 4.603457% 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:

SPECIAL RESOLUTION			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
1	To consider and approve the resolution on the amendments to the Articles of Association.	A Shares	1,204,049,262	98.821888	14,354,158	1.178112	0	0.000000
		H Shares	150,905,000	70.604383	62,828,189	29.395617	0	0.000000
		Total	1,354,954,262	94.610685	77,182,347	5.389315	0	0.000000
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.							
ORDINARY RESOLUTIONS			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
2	To consider and approve the resolution on the amendments to the Rules of Procedures for the General Meeting.	A Shares	1,218,043,820	99.970486	359,600	0.029514	0	0.000000
		H Shares	213,733,189	100.000000	0	0.000000	0	0.000000
		Total	1,431,777,009	99.974891	359,600	0.025109	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.							
3	To consider and approve the resolution on the amendments to the Rules of Procedures for the Board of Directors.	A Shares	1,218,043,820	99.970486	359,600	0.029514	0	0.000000
		H Shares	213,733,189	100.000000	0	0.000000	0	0.000000
		Total	1,431,777,009	99.974891	359,600	0.025109	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.							
4	To consider and approve the resolution on the amendments to the Rules of Procedures for the Supervisory Committee.	A Shares	1,218,043,820	99.970486	359,600	0.029514	0	0.000000
		H Shares	213,733,189	100.000000	0	0.000000	0	0.000000
		Total	1,431,777,009	99.974891	359,600	0.025109	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.							
SPECIAL RESOLUTION			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
5	To consider and approve the resolution on the general mandate for the issuance of onshore and offshore debt financing instruments.	A Shares	1,216,414,534	99.836763	1,988,886	0.163237	0	0.000000
		H Shares	212,741,189	99.535870	992,000	0.464130	0	0.000000
		Total	1,429,155,723	99.791857	2,980,886	0.208143	0	0.000000
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.							

(ii) Witness by Lawyers

Three lawyers from Henan Chainwin Law Firm, the PRC legal advisers to the Company, witnessed the EGM and were of the opinion that the convening and holding procedures of the EGM, the qualifications of attendees at and the conveners of the EGM, the voting process and the poll results of the EGM are all complied with the requirements of the relevant laws and regulations, normative documents and the Articles of Association, and that the resolutions passed at the EGM were lawful and valid.

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

Henan, the PRC
14 December 2022

As at the date of this announcement, the Board comprises executive director Mr. JIAN Mingjun, non-executive directors Mr. LI Xingjia, Ms. ZHANG Qiuyun, Mr. TANG Jin, Mr. TIAN Shengchun, 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.