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)

Proposed Amendments to the Articles of Association and the Annexes Thereto and Abolishment of the Supervisory Committee

On 1 July 2024, the amended Company Law of the People's Republic of China (《中華人民共和國公司法》) (the "**Company Law**") came into effect. In order to implement the relevant requirements of the new Company Law, China Securities Regulatory Commission (the "**CSRC**") issued the Guidelines for Articles of Association of Listed Companies (《上市公司章程指引》) and the Rules for Shareholders' Meetings of Listed Companies (《上市公司股東會規則》) in March 2025.

In order to further improve the corporate governance, the board of directors (the "**Board**") of Central China Securities Co., Ltd. (the "**Company**") resolved to propose amendments to the main text of the Articles of Association of Central China Securities Co., Ltd. (the "**Articles of Association**"), and the annexes thereto, namely, the Rules of Procedures for the General Meetings and the Rules of Procedures for the Board of Directors, and to abolish the Rules of Procedures for the Supervisory Committee (the "**Proposed Amendments**"), in accordance with the above-mentioned changes in laws and regulations and regulatory rules and taking into account the actual situation.

The main contents of the Proposed Amendments include: (i) replacing all instances of "General Meeting" with "Shareholders' Meeting" in accordance with the new Company Law; (ii) abolishing the Supervisory Committee and exercising the functions and powers of the Supervisory Committee by the Audit Committee stipulated in the Company Law, and thereby amending the relevant provisions of the Articles of Association and abolishing the Rules of Procedures for the Supervisory Committee; and (iii) adjusting the contents of the Articles of Association and the rules of procedures annexed thereto in accordance with the Guidelines for Articles of Association of Listed Companies, the Rules for Shareholders' Meetings of Listed Companies and other regulatory rules recently amended by the CSRC. The Proposed Amendments also include other amendments to the existing Articles of Association based on the actual circumstances of the Company.

The Proposed Amendments are subject to the consideration and approval by the shareholders of the Company at the general meeting of the Company and the Proposed Amendments shall come into effect from the date of approval upon consideration by the general meeting of the Company. Prior to that, the current Articles of Association, the Rules of Procedures for the General Meetings, the Rules of Procedures for the Board of Directors and the Rules of Procedures for the Supervisory Committee shall remain valid. A circular containing, among other things, details of the Proposed Amendments and the notice of general meeting will be published on the websites of The Stock Exchange of Hong Kong Limited and the Company in due course. Printed copies will be despatched to the Shareholders of the Company upon request.

By order of the Board
Central China Securities Co., Ltd.
Zhang Qiuyun
Chairlady

Henan, the PRC
9 June 2025

As at the date of this announcement, the directors of the Company are Ms. ZHANG Qiuyun, Mr. LU Zhili, Mr. LI Xingjia, Mr. TANG Jin, Mr. TIAN Shengchun, Mr. CHEN Zhiyong, Mr. TSANG Sung* and Mr. HE Jun*.*

* *Independent non-executive director of the Company*