

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



LUZHENG FUTURES Company Limited
魯証期貨股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01461)

**CHANGE IN JOINT COMPANY SECRETARY AND
AUTHORISED REPRESENTATIVE AND
WAIVER FROM STRICT COMPLIANCE WITH
RULES 3.28 AND 8.17 OF THE LISTING RULES**

**RESIGNATION OF JOINT COMPANY SECRETARY AND AUTHORISED
REPRESENTATIVE**

The board (the “**Board**”) of directors (the “**Directors**”) of LUZHENG FUTURES Company Limited (“**the Company**”) announces that due to work arrangements, Mr. Meng Tao (“**Mr. Meng**”) ceased to act as a joint company secretary of the Company (“**Joint Company Secretary**”) with effect from 26 January 2018 and he also ceased to act as an authorised representative of the Company (“**Authorised Representative**”) for the purpose of Rule 3.05 of The Rules Governing the Listing of Securities (“**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from the date of this announcement.

Mr. Meng has confirmed that he has no disagreement with the Board and there is no any matter in respect of his resignation as a Joint Company Secretary and Authorised Representative that needs to be brought to the attention of the shareholders of the Company. The Board would like to take this opportunity to express its sincere gratitude to Mr. Meng for his valuable contributions to the Company during his tenure of office as the Joint Company Secretary and Authorised Representative.

APPOINTMENT OF JOINT COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The Board is pleased to announce that Mr. Liu Yunzhi (“**Mr. Liu**”) has been appointed as the Joint Company Secretary and the Authorised Representative with effect from 26 January 2018 for a term of office same as the current session of the Board.

Biographical details of Mr. Liu are set out as follows:

Mr. Liu Yunzhi (劉運之), aged 48, a CPC member, joined the Company in January 2007. At present, he is the deputy general manager and the chief financial officer of the Company, as well as a non-executive director of Luzheng Trading Co., Ltd. (“**Luzheng Trading**”). Mr. Liu Yunzhi served as a director of the Auditing Firm of the Audit Office of Shandong Province (山東省審計廳審計師事務所) from July 1993 to December 1999; served as a director and the departmental manager in Shandong Shenyuan CPA LLP (山東申元有限責任會計師事務所) from January 2000 to May 2001; served as the departmental manager and deputy senior accountant of Shandong Zhengyuan Hexin (Limited) Certified Public Accountants (山東正源和信有限責任會計師事務所) from June 2001 to January 2002; served as the deputy general manager of the planning and finance department of Zhongtai Securities Co., Ltd. from January 2002 to January 2007; served as general manager of Jinan business department of the Company from October 2007 to August 2008; served as the deputy general manager of the Company since January 2008; served as the financial officer of the Company since December 2008; and served as a non-executive director of Luzheng Trading since April 2013. Mr. Liu Yunzhi graduated from Jiangxi Finance College (江西財經學院) majoring in auditing and obtained a bachelor degree in July 1993, and graduated from Asia International Open University (Macau) with a masters degree majoring in business administration in April 2008. Mr. Liu Yunzhi obtained the qualification of senior auditor issued by the High Review Commission of Professional Title in Auditing of Shandong Province (山東省審計專業資格高級評審委員會) in May 2002; obtained the qualification of certified public account issued by the Institute of Certified Public Accountants of Shandong Province in December 2009; and obtained the qualification of asset valuer issued by the Ministry of Finance of the People’s Republic of China in October 1999.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who satisfies the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules stipulates that a listed issuer must appoint as its company secretary an individual who, by virtue of his/her academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary.

Notwithstanding that Mr. Liu does not currently possess the qualifications of company secretary as required under Rule 3.28 of the Listing Rules, he has extensive knowledge and experience in corporate administrative management and is familiar with the business and operations of the Company. As such, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for a period of three years from the date of Mr. Liu's appointment as the Joint Company Secretary (the "**Waiver Period**"), on the conditions that:

- (i) Mr. Liu will be assisted by Ms. Ng Wing Shan ("**Ms. Ng**"), the other existing Joint Company Secretary who possesses the qualifications of company secretary as required under Rules 3.28 of the Listing Rules, during the Waiver Period;
- (ii) The Company shall notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that after the end of the Waiver Period, the Company will be able to demonstrate that Mr. Liu satisfies Rule 3.28 of the Listing Rules, having had the benefit of Ms. Ng's assistance such that a further waiver will not be necessary; and
- (iii) The Company will announce details of the waiver, including its reasons and conditions, by way of an announcement.

The Board would like to take this opportunity to extend a warm welcome to Mr. Liu.

By order of the Board
LUZHENG FUTURES Company Limited
CHEN Fang
Chairman

Jinan, the PRC
26 January 2018

As at the date of this announcement, the Board consists of Mr. Chen Fang and Mr. Liang Zhongwei as executive Directors; Mr. Lv Xiangyou, Mr. Yin Ge, Mr. Li Chuanyong and Mr. Liu Feng as non-executive Directors; and Mr. Gao Zhu, Mr. Yu Xuehui, Mr. Wang Chuanshun and Mr. Li Dapeng as independent non-executive Directors.