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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)

**(I) POLL RESULTS OF THE 2023 FIRST EXTRAORDINARY
GENERAL MEETING;
(II) APPOINTMENT OF EXECUTIVE DIRECTOR AND ELECTION
OF THE CHAIRMAN OF THE BOARD;
AND
(III) ADJUSTMENT TO THE COMPOSITION OF THE MEMBERS OF
THE SPECIALIZED COMMITTEES UNDER THE BOARD**

References are made to the notice (the “**Notice**”) and the circular (the “**Circular**”) of the 2023 first extraordinary general meeting (the “**EGM**”) of Central China Securities Co., Ltd. (the “**Company**”) dated 27 June 2023. 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. by way of an on-site meeting on Thursday, 13 July 2023 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. All Directors have attended the EGM. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer at the EGM, while one Director, one Supervisor and the Secretary to the Board of the Company 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 13 July 2023 was set out in the notice of the EGM to the A Shareholders dated 27 June 2023 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 34 Shareholders and authorized representatives holding a total of 1,411,170,408 Shares carrying voting rights of the Company, representing approximately 30.39% of the total number of Shares carrying voting rights of the Company, attended the EGM. Among which, 33 were A Shareholders and representatives thereof holding a total of 1,179,769,153 Shares, representing approximately 25.41% of the total number of Shares carrying voting rights of the Company; and 1 was H Shareholder and representative thereof holding a total of 231,401,255 Shares, representing approximately 4.98% 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 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 election of Mr. Lu Zhili as an executive Director of the seventh session of the Board	A Shares	1,179,325,753	99.962416	416,500	0.035304	26,900	0.002280
		H Shares	231,213,255	99.918756	188,000	0.081244	0	0.000000
		Total	1,410,539,008	99.955257	604,500	0.042837	26,900	0.001906
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 (%)
2	To consider and approve the resolution on the amendments to the Articles of Association	A Shares	1,179,159,753	99.948346	582,500	0.049374	26,900	0.002280
		H Shares	231,401,255	100.000000	0	0.000000	0	0.000000
		Total	1,410,561,008	99.956816	582,500	0.041278	26,900	0.001906
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

Two 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.

(II) APPOINTMENT OF EXECUTIVE DIRECTOR AND ELECTION OF THE CHAIRMAN OF THE BOARD

As the resolution in relation to the election of Mr. Lu Zhili as an executive Director of the seventh session of the Board has been passed at the EGM, the appointment of Mr. Lu Zhili shall become effective from the date of the EGM, and his term of office shall commence from 13 July 2023 and end at the expiry of the term of office of the seventh session of the Board. Biographical details of Mr. Lu Zhili and the information required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules are set out in the announcement of the Company dated 21 June 2023 (the “**Announcement**”) and the Circular. As at the date of this announcement, there were no changes in the biographical details of Mr. Lu Zhili or other information relating to his appointment.

Save as disclosed in the Announcement and the Circular, as at the date of this announcement, Mr. Lu Zhili has confirmed that (i) he has not held any position of the Company or its subsidiaries nor any directorship in other listed company for the past three years; (ii) he does not have any relationship with any Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; and (iii) he does not have any interests in the Shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, there is no information in relation to the appointment of the Mr. Lu Zhili which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules, and there is no other matter in relation to his appointment that needs to be brought to the attention of the Shareholders.

At the Board meeting held on 13 July 2023, the Board resolved to elect Mr. Lu Zhili as the Chairman of the seventh session of the Board of the Company, with a term of office from the date of approval by the Board to the date of expiration of the seventh session of the Board.

(III) ADJUSTMENT TO THE COMPOSITION OF THE MEMBERS OF THE SPECIALIZED COMMITTEES UNDER THE BOARD

In accordance with the Terms of Reference of the Development and Strategy Committee and the Terms of Reference of the Risk Control Committee, the following adjustments were made to the composition of the members of the Development and Strategy Committee and the Risk Control Committee under the seventh session of the Board. Such adjustments shall take effect from the approval of appointment of Mr. Lu Zhili as the Chairman, until the expiry of the term of office of the seventh session of the Board. After the adjustment, the composition of the members is as follows:

Development and Strategy Committee

Chairperson: Lu Zhili

Members: Li Xingjia, Zhang Qiuyun, Tang Jin and Tian Shengchun

Risk Control Committee

Chairperson: Lu Zhili

Member: Chen Zhiyong

By order of the Board of
Central China Securities Co., Ltd.
Lu Zhili
Chairman

Henan, the PRC
13 July 2023

As at the date of this announcement, the Board comprises Mr. Lu Zhili as executive Director; Mr. LI Xingjia, Ms. ZHANG Qiuyun, Mr. TANG Jin and Mr. TIAN Shengchun as non-executive Directors; Ms. ZHANG Dongming, Mr. CHEN Zhiyong, Mr. TSANG Sung and Mr. HE Jun as independent non-executive Directors.