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## **Holly Futures**

*(a joint stock company incorporated in the People's Republic of China with limited liability (the "PRC")  
under the Chinese corporate name 弘業期貨股份有限公司  
and carrying on business in Hong Kong as Holly Futures) (the "Company")  
(Stock Code: 3678)*

- (1) POLL RESULTS OF THE 2025 FIRST EXTRAORDINARY GENERAL MEETING, THE 2025 FIRST A SHAREHOLDERS' CLASS MEETING AND THE 2025 FIRST H SHAREHOLDERS' CLASS MEETING HELD ON 18 FEBRUARY 2025;**
- (2) RE-APPOINTMENT AND APPOINTMENT OF DIRECTORS OF THE FIFTH SESSION OF THE BOARD;**
- (3) RETIREMENT OF DIRECTOR;**
- (4) ELECTION OF CHAIRMAN OF THE FIFTH SESSION OF THE BOARD;**
- (5) CHANGE OF NAME AND AMENDMENTS TO THE TERMS OF REFERENCE OF THE STRATEGIC COMMITTEE;**
- (6) APPOINTMENT OF MEMBERS OF COMMITTEES UNDER THE BOARD;**
- (7) RE-APPOINTMENT OF SHAREHOLDER REPRESENTATIVE SUPERVISORS OF THE FIFTH SESSION OF THE SUPERVISORY COMMITTEE;**
- (8) RETIREMENT AND APPOINTMENT OF EMPLOYEE REPRESENTATIVE SUPERVISOR;**
- (9) ELECTION OF CHAIRMAN OF THE FIFTH SESSION OF THE SUPERVISORY COMMITTEE; AND**
- (10) AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND THE RELATED RULES OF PROCEDURES**

**(1) POLL RESULTS OF THE 2025 FIRST EXTRAORDINARY GENERAL MEETING, THE 2025 FIRST A SHAREHOLDERS' CLASS MEETING AND THE 2025 FIRST H SHAREHOLDERS' CLASS MEETING HELD ON 18 FEBRUARY 2025**

References are made to (a) the announcement published by the Company dated 30 December 2024 in relation to, among others, (i) the proposed re-appointment and appointment of Directors of the fifth session of the Board; (ii) the proposed re-appointment of Shareholder representative Supervisors of the fifth session of the Supervisory Committee; and (iii) the proposed amendments to the Articles of Association and the Related Rules of Procedures; and (b) the circular of the Company (the “**Circular**”) and the notices of the Company both dated 27 January 2025 in relation to, among others, the 2025 first extraordinary general meeting of the Company (the “**EGM**”) and the 2025 first H shareholders' class meeting of the Company (the “**H Shareholders' Class Meeting**”).

Terms used but not defined in this announcement shall have the same meanings as defined in the Circular, unless the context requires otherwise.

The Board is pleased to announce that the EGM, the 2025 first A shareholders' class meeting of the Company (the “**A Shareholders' Class Meeting**”, together with the H Shareholders' Class Meeting, the “**Class Meetings**”) and the H Shareholders' Class Meeting were held at Conference Room 2105, 21/F, A4 Building, Financial City Phase II, No. 399 Jiang Dong Zhong Road, Jianye District, Nanjing, Jiangsu Province, the PRC on Tuesday, 18 February 2025.

The EGM and the Class Meetings were convened and conducted in accordance with the Company Law of the PRC (《中華人民共和國公司法》), the Securities Law of the PRC (《中華人民共和國證券法》), the Rules for General Meetings of Listed Companies (《上市公司股東大會規則》), the Listing Rules of Securities of Shenzhen Stock Exchange (《深圳證券交易所股票上市規則》), and other relevant rules and regulations, and the Articles of Association.

As at the date of the EGM, the total number of Shares in issue was 1,007,777,778 Shares, being the total number of Shares entitling the Shareholders to attend and vote for, against or abstain from voting on the proposed resolutions, of which 758,077,778 Shares were A Shares and 249,700,000 Shares were H Shares. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions proposed to the Shareholders at the EGM as set out in Rule 13.40 of the Listing Rules, nor were there any Shareholders who were required under the Listing Rules to abstain from voting at the EGM. A total of 227 Shareholders (including the Shareholders present at the on-site meeting in person, by proxy or vote online), holding a total of 573,375,977 Shares, of which 548,479,977 Shares were A Shares and 24,896,000 Shares were H Shares, accounting for 56.90% of the total number of Shares, voted at the EGM.

As at the date of the A Shareholders' Class Meeting, the total number of A Shares in issue was 758,077,778 Shares, being the total number of A Shares entitling the A Shareholders to attend and vote for, against or abstain from the proposed resolutions. There were no Shares entitling the A Shareholders to attend and abstain from voting in favour of the resolutions proposed to the A Shareholders at the A Shareholders' Class Meeting as set out in Rule 13.40 of the Listing Rules. A total of 226 A Shareholders (including present at the on-site meeting in person, by proxy or vote online), holding a total of 548,479,977 A Shares, attended the A Shareholders' Class Meeting, representing 72.35% of the Company's total number of A Shares.

As at the date of the H Shareholders' Class Meeting, the total number of H Shares in issue was 249,700,000 Shares, being the total number of H Shares entitling the H Shareholders to attend and vote for, against or abstain from the proposed resolutions. There were no Shares entitling the H Shareholder to attend and abstain from voting in favour of the resolution proposed to the H Shareholders at the H Shareholders' Class Meeting as set out in Rule 13.40 of the Listing Rules, nor were there any H Shareholders who were required under the Listing Rules to abstain from voting at the H Shareholders' Class Meeting. 1 H Shareholder (including present at the on-site meeting in person or by proxy), holding a total of 24,664,000 H Shares, attended the H Shareholders' Class Meeting, representing 9.88% of the Company's total number of H Shares.

No Shareholder has stated his or her intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM and the Class Meetings.

According to the relevant provisions of the Shenzhen Stock Exchange Implementation Rules of Online Voting at Shareholders' Meeting of Listed Companies (《深圳證券交易所上市公司股東大會網絡投票實施細則》), the Company has provided online voting platform for holders of A Shares to vote online.

All Directors and Supervisors and some of the senior management of the Company attended the EGM and the Class Meetings. Mr. Chu Kairong, Mr. Zhao Weixiong and Mr. Zhang Hongfa attended the EGM and the Class Meetings in person; and, Mr. Xue Binghai, Mr. Jiang Lin, Mr. Huang Dechun and Mr. Lo Wah Wai attended the EGM and the Class Meetings through video conference.

## Poll results of the EGM

At the EGM, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

AS ORDINARY RESOLUTIONS (CUMULATIVE VOTING)		No. of votes	Percentage	Appointed or not
1.	to consider and approve the resolutions in relation to the re-appointment and appointment of executive and non-executive directors of the fifth session of the board of directors of the Company:			
1.1	the re-appointment of Mr. Chu Kairong as an executive director of the Company;	571,872,063	99.74%	Yes
1.2	the re-appointment of Mr. Zhao Weixiong as an executive director of the Company;	571,872,034	99.74%	Yes
1.3	the re-appointment of Mr. Xue Binghai as a non-executive director of the Company;	571,867,029	99.74%	Yes
1.4	the appointment of Ms. Jiang Haiying as a non-executive director of the Company;	571,867,047	99.74%	Yes
2.	to consider and approve the resolutions in relation to the re-appointment of independent non-executive directors of the fifth session of the board of directors of the Company:			
2.1	the re-appointment of Mr. Huang Dechun as an independent non-executive director of the Company;	571,867,038	99.74%	Yes
2.2	the re-appointment of Mr. Lo Wah Wai as an independent non-executive director of the Company;	571,867,024	99.74%	Yes
2.3	the re-appointment of Mr. Zhang Hongfa as an independent non-executive director of the Company;	571,867,022	99.74%	Yes

<b>AS ORDINARY RESOLUTIONS (CUMULATIVE VOTING)</b>		<b>No. of votes</b>		<b>Percentage</b>		<b>Appointed or not</b>	
3.	to consider and approve the resolutions in relation to the re-appointment of shareholder representative supervisors of the fifth session of the supervisory committee of the Company:						
3.1	the re-appointment of Mr. Huang Dongyan as shareholder representative supervisor of the Company; and	571,869,244		99.74%		Yes	
3.2	the re-appointment of Mr. Chen Liang as shareholder representative supervisor of the Company;	571,867,021		99.74%		Yes	
<b>AS SPECIAL RESOLUTIONS</b>		<b>FOR</b>		<b>AGAINST</b>		<b>ABSTAIN</b>	
		<b>No. of votes</b>	<b>Percentage</b>	<b>No. of votes</b>	<b>Percentage</b>	<b>No. of votes</b>	<b>Percentage</b>
4.	To consider and approve the resolutions on the proposed amendments to the existing Articles of Association and Relevant Rules of Procedures of the Company:						
4.1	To consider and approve the proposed amendments to the existing Articles of Association of the Company.	573,167,177	99.96%	154,600	0.03%	54,200	0.01%
4.2	To consider and approve the proposed amendments to the existing Rules of Procedures of the General Meeting of the Company.	572,930,677	99.96%	157,300	0.03%	56,000	0.01%
4.3	To consider and approve the proposed amendments to the existing Rules of Procedures of the Board of Directors of the Company.	572,935,177	99.96%	154,600	0.03%	54,200	0.01%
4.4	To consider and approve the proposed amendments to the existing Rules of Procedures of the Board of Supervisors of the Company.	572,932,877	99.96%	154,600	0.03%	56,500	0.01%

## Poll results of the A Shareholders' Class Meeting

At the A Shareholders' Class Meeting, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

AS SPECIAL RESOLUTIONS		FOR		AGAINST		ABSTAIN	
		No. of votes	Percentage	No. of votes	Percentage	No. of votes	Percentage
1.	To consider and approve the resolutions on the proposed amendments to the existing Articles of Association and Relevant Rules of Procedures of the Company:						
1.1	To consider and approve the proposed amendments to the existing Articles of Association of the Company.	548,271,177	99.96%	154,600	0.03%	54,200	0.01%
1.2	To consider and approve the proposed amendments to the existing Rules of Procedures of the General Meeting of the Company.	548,266,677	99.96%	157,300	0.03%	56,000	0.01%
1.3	To consider and approve the proposed amendments to the existing Rules of Procedures of the Board of Directors of the Company.	548,271,177	99.96%	154,600	0.03%	54,200	0.01%
1.4	To consider and approve the proposed amendments to the existing Rules of Procedures of the Board of Supervisors of the Company.	548,268,877	99.96%	154,600	0.03%	56,500	0.01%

## Poll results of the H Shareholders' Class Meeting

At the H Shareholders' Class Meeting, the following resolutions were considered and approved by way of poll, and the poll results of the votes are as follows:

AS SPECIAL RESOLUTIONS		FOR		AGAINST		ABSTAIN	
		No. of votes	Percentage	No. of votes	Percentage	No. of votes	Percentage
1.	To consider and approve the resolutions on the proposed amendments to the existing Articles of Association and Relevant Rules of Procedures of the Company:						
1.1	To consider and approve the proposed amendments to the existing Articles of Association of the Company.	24,664,000	100%	0	0%	0	0%
1.2	To consider and approve the proposed amendments to the existing Rules of Procedures of the General Meeting of the Company.	24,664,000	100%	0	0%	0	0%
1.3	To consider and approve the proposed amendments to the existing Rules of Procedures of the Board of Directors of the Company.	24,664,000	100%	0	0%	0	0%
1.4	To consider and approve the proposed amendments to the existing Rules of Procedures of the Board of Supervisors of the Company.	24,664,000	100%	0	0%	0	0%

As more than one-half of the votes were cast in favour of the ordinary resolutions numbered 1.1 to 1.4, 2.1 to 2.3 and 3.1 to 3.2 proposed at the EGM, the resolutions numbered 1.1 to 1.4, 2.1 to 2.3 and 3.1 to 3.2 were duly passed as the ordinary resolutions of the Company at the EGM. As more than two-thirds of the votes were cast in favour of the special resolutions numbered 4.1 to 4.4 proposed at the EGM, the resolutions numbered 4.1 to 4.4 were duly passed as the special resolutions of the Company at the EGM.

As more than two-thirds of votes were cast in favour of the special resolutions numbered 1.1 to 1.4 proposed at the A Shareholders' Class Meeting, the resolutions were duly passed as the special resolutions of the Company at the A Shareholders' Class Meeting.

As more than two-thirds of votes were cast in favour of the special resolutions numbered 1.1 to 1.4 proposed at the H Shareholders' Class Meeting, the resolutions were duly passed as the special resolutions of the Company at the H Shareholders' Class Meeting.

In accordance with the Listing Rules, Computershare Hong Kong Investor Services Limited (“**Computershare**”), was appointed as the scrutineer for vote taking at EGM and the H Shareholders' Class Meeting. The voting and vote-taking processes were jointly witnessed by two witness lawyers from Jingtian & Gongcheng Law Firm (“**Jingtian & Gongcheng**”) (the PRC legal adviser of the Company), two shareholder representatives and one supervisor representative. Jingtian & Gongcheng issued a legal opinion confirming that matters relating to the convening and holding procedures, qualifications of the attendees and the voting procedures of the EGM and the Class Meetings were in compliance with the Company Law of the PRC, the Securities Law of the PRC, the Rules for General Meetings of Listed Companies and other relevant rules and regulations, as well as the Articles of Association, and that all the ordinary resolutions and the special resolutions approved at the EGM and the Class Meetings respectively were legal and valid.

Computershare acted as the scrutineer and has checked the mathematical accuracy of calculation of and verified the poll results of each resolution proposed at the EGM and the H Shareholders' Class Meeting based on the poll forms collected.

**(2) RE-APPOINTMENT AND APPOINTMENT OF DIRECTORS OF THE FIFTH SESSION OF THE BOARD**

Following the approval by the Shareholders at the EGM, Mr. Chu Kairong, Mr. Zhao Weixiong, Mr. Xue Binghai, Mr. Huang Dechun, Mr. Lo Wah Wai and Mr. Zhang Hongfa have been re-appointed as Directors of the fifth session of the Board and Ms. Jiang Haiying has been appointed as a Director of the fifth session of the Board. Among them, Mr. Chu Kairong and Mr. Zhao Weixiong have been re-appointed as executive Directors; Mr. Xue Binghai has been re-appointed as a non-executive Director; Ms. Jiang Haiying has been appointed as a non-executive Director; and Mr. Huang Dechun, Mr. Lo Wah Wai and Mr. Zhang Hongfa have been re-appointed as independent non-executive Directors.

Each of Mr. Chu Kairong and Mr. Zhao Weixiong will enter into a service contract with the Company. Each of Mr. Xue Binghai, Ms. Jiang Haiying, Mr. Huang Dechun, Mr. Lo Wah Wai and Mr. Zhang Hongfa will enter into a letter of appointment with the Company. The term of office of each of Mr. Chu Kairong, Mr. Zhao Weixiong, Mr. Xue Binghai, Ms. Jiang Haiying, Mr. Huang Dechun, Mr. Lo Wah Wai and Mr. Zhang Hongfa is three years, effective on the date of approval by the Shareholders at the EGM and ends on the expiry of the term of the fifth session of the Board. They are eligible for re-election upon expiry of their term.

The biographical details of the Directors of the fifth session of the Board are set out in Appendix I to the Circular. As at the date of this announcement, there has been no change of those information.

**(3) RETIREMENT OF DIRECTOR**

As the term of office of Mr. Jiang Lin (“**Mr. Jiang**”) ended on the expiry of the term of the fourth session of the Board, Mr. Jiang retired as a non-executive Director at the conclusion of the EGM. Mr. Jiang confirmed that he has no disagreement with the Board and the Company and there is no other matter in relation to his retirement that needs to be brought to the attention to the Hong Kong Stock Exchange and the Shareholders. The Company and the Board would like to take this opportunity to express their sincere gratitude to Mr. Jiang for his contributions to the Company during his tenure.

**(4) ELECTION OF CHAIRMAN OF THE FIFTH SESSION OF THE BOARD**

The Board is pleased to announce that Mr. Chu Kairong has been appointed as the chairman of the fifth session of the Board, as approved at the meeting of the Board held after the EGM on the same date in accordance with the requirements of the Company Law of the PRC, the Articles of Association and relevant laws and regulations, with effect from the date of approval of the Board until the expiry of the term of the fifth session of the Board.

**(5) CHANGE OF NAME AND AMENDMENTS TO THE TERMS OF REFERENCE OF THE STRATEGIC COMMITTEE**

In order to enhance the Company’s strategic development planning and investment decision-making procedures so as to promote the Company’s high-quality and sustainable development, the Board approved the proposal to rename the “Strategic Committee” of the Company as “Strategic and ESG Committee”, and to amend the existing terms of reference of the strategic committee of the Company accordingly to include ESG-related responsibilities on 18 February 2025.

**(6) APPOINTMENT OF MEMBERS OF COMMITTEES UNDER THE BOARD**

The Board further announces that the Board proposed and approved to adjust the compositions of the board committees of the Company. The positions of the board committees on which each Board member serves are set out in the table below:

<b>Director \ Committee</b>	<b>Audit Committee</b>	<b>Remuneration Committee</b>	<b>Nomination Committee</b>	<b>Risk Management Committee</b>	<b>Strategic and ESG Committee</b>
Mr. Chu Kairong		Member	Member		Chairman
Mr. Zhao Weixiong				Chairman	Member
Mr. Xue Binghai	Member			Member	Member
Ms. Jiang Haiying				Member	Member
Mr. Huang Dechun	Member	Chairman	Member		Member
Mr. Lo Wah Wai	Chairman			Member	Member
Mr. Zhang Hongfa		Member	Chairman	Member	Member

**(7) RE-APPOINTMENT OF SHAREHOLDER REPRESENTATIVE SUPERVISORS OF THE FIFTH SESSION OF THE SUPERVISORY COMMITTEE**

Following the approval by the Shareholders at the EGM, Mr. Huang Dongyan and Mr. Chen Liang have been re-appointed as Shareholder representative Supervisors of the fifth session of the Supervisory Committee.

Each of Mr. Huang Dongyan and Mr. Chen Liang will enter into a service contract with the Company. The term of office of each of Mr. Huang Dongyan and Mr. Chen Liang is three years, effective on the date of approval by the Shareholders at the EGM and ends on the expiry of the term of the fifth session of the Supervisory Committee.

The biographical details of the Shareholder representative Supervisors of the fifth session of the Supervisory Committee are set out in Appendix II to the Circular. As at the date of this announcement, there has been no change of those information.

**(8) RETIREMENT AND APPOINTMENT OF EMPLOYEE REPRESENTATIVE SUPERVISOR**

As the term of office of Ms. Zhang Lei (“**Ms. Zhang**”) ended on the expiry of the term of the fourth session of the Supervisory Committee, Ms. Zhang retired as an employee representative Supervisor at the conclusion of the EGM. Ms. Zhang confirmed that she has no disagreement with the Supervisory Committee and the Company and there is no

other matter in relation to her retirement that needs to be brought to the attention to the Hong Kong Stock Exchange and the Shareholders. The Company and the Board would like to take this opportunity to express their sincere gratitude to Ms. Zhang for her contributions to the Company during her tenure.

Ms. Gong Qi (“**Ms. Gong**”) has been appointed as an employee representative Supervisor of the fifth session of the Supervisory Committee at the employee representative meeting of the Company held by the employees of the Company on 18 February 2025.

Ms. Gong meets the qualification requirements to serve as an employee representative Supervisor as stipulated in the relevant PRC laws, regulations and the Articles of Association. The biographical details of Ms. Gong are as follows:

Ms. Gong Qi (龔琦女士), aged 38, graduated from Nanjing Audit University with a bachelor degree in accounting and is currently a senior accountant (高級會計師) as credentialed by the Department of Human Resources and Social Securities of Jiangsu Province. Ms. Gong joined the predecessor of our Company, Jiangsu Holly Futures Company Limited (江蘇弘業期貨有限公司), in September 2009.

Ms. Gong has served various positions at our Group since joining our Group, including the person in charge of the finance department of Holly Capital Management Co., Ltd. (弘業資本管理有限公司), a wholly-owned subsidiary of the Company, and an assistant of the manager of the finance department of the Company. She is currently the deputy manager of the finance department of the Company.

As at the date of this announcement, save as disclosed above, Ms. Gong has confirmed that she (i) has not held any position in the Company or any other member of the Company; (ii) has not held any directorship in other listed companies in the past three years; (iii) has no relationship with any Directors, supervisors, senior management, substantial or controlling shareholders of the Company; (iv) does not hold any interest in the of the Company within the meaning of Part XV of the SFO; and (v) has not received any punishment or regulatory sanction imposed by the China Securities Regulatory Commission and other relevant authorities or stock exchanges.

As at the date of this announcement, save as disclosed in this announcement, the Company considers that there is no other information which required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders and the Hong Kong Stock Exchange.

The term of office of Ms. Gong commences from the date of approval by the employees of the Company at the employee representative meeting of the Company until the expiry of the term of office of the fifth session of the Supervisory Committee. Ms. Gong will enter into a service contract with the Company and will not receive remuneration for her position as an employee representative Supervisor.

**(9) ELECTION OF CHAIRMAN OF THE FIFTH SESSION OF THE SUPERVISORY COMMITTEE**

The Supervisory Committee further announces that at the meeting of the Supervisory Committee held after the EGM on the same date, Mr. Huang was elected as the chairman of the fifth session of the Supervisory Committee.

**(10) AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND THE RELATED RULES OF PROCEDURES**

The Board hereby announces that, following the approval by the Shareholders at the EGM, the Articles Amendments and the amendments to Related Rules of Procedures have become effective. The Company will carry out necessary filing procedures in Hong Kong and the PRC as appropriate.

By order of the Board  
**Mr. Chu Kairong**  
*Chairman and Executive Director*

Nanjing, the PRC  
18 February 2025

*As at the date of this announcement, the Board of Directors consists of Mr. Chu Kairong and Mr. Zhao Weixiong as executive Directors; Mr. Xue Binghai and Ms. Jiang Haiying as non-executive Directors; and Mr. Huang Dechun, Mr. Lo Wah Wai and Mr. Zhang Hongfa as independent non-executive Directors.*