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**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 CHANGE OF DIRECTORS**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Central China Securities Co., Ltd. (the “**Company**”) has received written resignation reports from Mr. Lu Zhili and Mr. Li Xingjia, the Directors of the Company, on 9 June 2025. Mr. Lu Zhili, due to work adjustment, and Mr. Li Xingjia, as he has reached his retirement age, have both applied to resign from all positions as Directors of the seventh session of the Board of the Company and members of the special committees under the Board. Until the date on which new Directors are elected at the general meeting of the Company (the “**General Meeting**”), Mr. Lu Zhili and Mr. Li Xingjia shall continue to perform their relevant duties as Directors. Their resignation will not affect the lawful and standardized operation of the Board and the normal operation of the Company. Mr. Lu Zhili and Mr. Li Xingjia have confirmed that they have no disagreement with the Board of the Company, and there are no other matters that need to be brought to the attention of the shareholders of the Company (the “**Shareholder(s)**”).

Mr. Lu Zhili and Mr. Li Xingjia have both diligently performed their duties and actively promoted the healthy development and standardized operation of the Company. The Company and the Board of the Company would like to express its sincere gratitude to Mr. Lu Zhili and Mr. Li Xingjia for their contribution to the Company's development during their tenure.

## PROPOSED APPOINTMENT OF DIRECTORS

The Company convened the thirty-fifth meeting of the seventh session of the Board on 9 June 2025, where Mr. Li Wenqiang and Mr. Feng Ruofan were nominated as the Directors of the seventh session of the Board of the Company, and will also act as members of the development and strategy committee under the Board upon being elected as Directors, with a term of office commencing from the date of approval by the Shareholders at the General Meeting until the date of re-election of the seventh session of the Board. The proposed appointment of Mr. Li Wenqiang and Mr. Feng Ruofan as Directors is subject to the consideration and approval at the General Meeting by way of ordinary resolutions.

The biographical details of Mr. Li Wenqiang are set out as follows:

Mr. Li Wenqiang, born in September 1984, Chinese nationality, is an economics doctor from Shanghai Jiaotong University. He is currently the Director of the Development and Planning Department of Henan Investment Group Co., Ltd. (“**Henan Investment Group**”) and the General Manager of Henan Zhongyuan Financial Holdings Co., Ltd. He served as an investment consultant in the Zhengzhou branch of the Private Banking Department of the head office of the Industrial and Commercial Bank of China (ICBC), Head of Investment Consultancy in the Private Banking Department of ICBC Henan Branch, Director of Innovative Business in the B2B Division of Lufax, a subsidiary of Ping An Insurance Group, a member of the President’s Office, Director of Products and General Manager of the Institutional Business Division of Tianan Internet Financial Assets Trading Center, and the Deputy General Manager of the Product Research and Development Division of the Private Banking Department of the head office of the Agricultural Bank of China (ABC). Since June 2019, he has served as the Deputy Director and the Director of the Development and Planning Department of Henan Investment Group and the General Manager of Henan Zhongyuan Financial Holdings Co., Ltd.

Save as disclosed above, as at the date of this announcement, Mr. Li Wenqiang 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 Securities and Futures Ordinance (the “**SFO**”).

Save as disclosed above, there is no information in relation to the proposed appointment of Mr. Li Wenqiang as the Director which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), and there is no other matter that needs to be brought to the attention of the Shareholders.

The biographical details of Mr. Feng Ruofan are set out as follows:

Mr. Feng Ruofan, born in September 1983, holds a master's degree in global communications from the Chinese University of Hong Kong and is a senior economist. He now serves as the Director of the Financial Management Department of Henan Investment Group, non-executive director of Zhongyuan Bank. He served as the Business Supervisor and Business Manager of the Asset Management Department VIII, Business Manager of the Asset Management Department II, Business Manager, Senior Business Manager and Deputy Director of the Financial Management Department of Henan Investment Group. He has also been the Deputy General Manager of Henan Zhongyuan Financial Holdings Co., Ltd. from September 2022 to April 2025. He has also been an executive Director of Zhongfu Digital Technology Co., Ltd. since April 2023 and the chairman of Henan Zhongyuan Financial Holdings Co., Ltd. since May 2025.

Save as disclosed above, as at the date of this announcement, Mr. Feng Ruofan 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 proposed appointment of Mr. Feng Ruofan as the Director which is required to be disclosed pursuant to 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.

Upon the approval of the proposed appointment of Mr. Li Wenqiang and Mr. Feng Ruofan as Directors at the General Meeting, the Company will enter into service contracts with Mr. Li Wenqiang and Mr. Feng Ruofan. In accordance with the relevant requirements with consideration of their will, Mr. Li Wenqiang and Mr. Feng Ruofan will waive their director's allowance of RMB150,000 each per annum since the date of appointment and will not receive any other remuneration from the Company.

A circular containing, among others, further details of the proposed appointment of Directors and the notice convening the 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 upon request.

By order of the Board of  
**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*