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ZHONGTAI FUTURES Company Limited

中泰期貨股份有限公司

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

(Stock Code: 01461)

**POLL RESULTS OF THE SECOND EXTRAORDINARY
GENERAL MEETING OF 2025 HELD ON 26 NOVEMBER 2025;
PROGRESS ON CONTINUING CONNECTED
TRANSACTIONS;
FURTHER INFORMATION OF DISCLOSEABLE AND
CONNECTED TRANSACTIONS;
CHANGE OF REGISTERED ADDRESS OF THE COMPANY;
AMENDMENTS TO THE ARTICLES OF ASSOCIATION;
AND
ABOLITION OF THE SUPERVISORY COMMITTEE**

References are made to the notice and the circular (the “**Circular**”) of the second extraordinary general meeting of 2025 (the “**EGM**”) both dated 11 November 2025 of ZHONGTAI FUTURES Company Limited (the “**Company**”). Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

EGM

The Company held the EGM by way of on-site meeting at 9:30 a.m. on Wednesday, 26 November 2025 at Conference Room 1908, Building No. 3, Area 5, Hanyu Financial Business Center, No. 7000 Jingshi Road, Shunhua Road Subdistrict, High-Tech Zone, Jinan, Shandong Province, the PRC. The EGM was chaired by Mr. LYU Xiangyou, the chairman of the Board of the Company. The attendance records of Directors at the EGM were as follows:

- Mr. LYU Xiangyou, as chairman; and Mr. ZHOU Shunyu and Mr. LIANG Zhongwei, as executive Directors, have attended the EGM in person;
- Ms. WANG Hui, as non-executive Director; and Mr. ZHENG Jianping, Mr. CHEN Hua and Mr. LUO Xinhua, as independent non-executive Directors, have attended the EGM through video conference; and
- Mr. ZHENG Hanyin and Mr. MING Gang, as non-executive Directors, were unable to attend the EGM due to other work arrangements.

The EGM has been held pursuant to the requirements of the Company Law of the People's Republic of China and the Articles of Association and the poll results of the EGM are legal and valid.

As at the date of the EGM, the Company's issued share capital comprised a total of 1,001,900,000 Shares (724,810,000 of which were Domestic Shares and 277,090,000 of which were H Shares), which entitled the holders to attend the EGM and to vote for or against or abstain from voting on the resolution(s) (the "**Resolution(s)**") proposed thereat. The Shareholders and their proxies attending the EGM held a total of 726,439,535 Shares with voting rights, representing approximately 72.506192% of the total number of issued Shares with voting rights of the Company.

As at the date of the announcement, Zhongtai Securities, being one of the Controlling Shareholders, directly holds 632,176,078 Domestic Shares, representing approximately 63.10% of the total number of voting Shares of the Company. As Zhongtai Securities is materially interested in the Asset Management Services Framework Agreement, the Risk Management Services Framework Agreement, the Bulk Commodities Sale and Purchase Framework Agreement and the Tenancy Agreements and the transactions contemplated thereunder, it is required to abstain and has abstained from voting on the proposals in relation to the Asset Management Services Framework Agreement, the Risk Management Services Framework Agreement, the Bulk Commodities Sale and Purchase Framework Agreement and the Tenancy Agreements (i.e. ordinary Resolutions numbered 1 to 4 mentioned in the notice of EGM) at the EGM. Independent Shareholders entitled to attend and vote for or against or abstain from voting on ordinary Resolutions numbered 1 to 4 at the EGM held a total of 369,723,922 Shares. Independent Shareholders and proxies of Independent Shareholders attending the EGM held a total of 94,263,457 Shares with voting rights, representing approximately 25.495634% of the total number of Shares carrying voting rights on ordinary Resolutions numbered 1 to 4. Except for this, none of the Shareholders stated in the Circular their intention to vote against or abstain from voting on any Resolution.

Save as disclosed above, to the best of the knowledge, information and belief of the Directors, (i) there was no restriction on any Shareholder for casting votes on the proposed Resolutions at the meeting; (ii) there was no Share entitling its holder to attend the EGM but requiring them to abstain from voting in favour of the Resolutions under Rule 13.40 of the Listing Rules; (iii) neither was there any Shareholder who was required to abstain from voting on any Resolution at the EGM under the Listing Rules; and (iv) none of the Shareholders stated in the Circular their intention to vote against or abstain from voting on any Resolution. All Resolutions were put to vote by way of poll. Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, acted as the scrutineer for the vote taking at the EGM.

The poll results in respect of each Resolution were as follows:

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
1	To consider and approve the proposal on entering into the Asset Management Services Framework Agreement with Shandong Energy Group Co., Ltd.	94,263,457 (100.000000%)	0 (0.000000%)	0 (0.000000%)
2	To consider and approve the proposal on entering into the Risk Management Services Framework Agreement with Shandong Energy Group Co., Ltd.	94,263,457 (100.000000%)	0 (0.000000%)	0 (0.000000%)
3	To consider and approve the proposal on entering into the Bulk Commodities Sale and Purchase Framework Agreement with Shandong Energy Group Co., Ltd.	94,263,457 (100.000000%)	0 (0.000000%)	0 (0.000000%)
4	To consider and approve the proposal on entering into the Tenancy Agreements with Qilu Zhongtai Property	94,263,457 (100.000000%)	0 (0.000000%)	0 (0.000000%)
5	To consider and approve the proposal on change of registered address of the Company	726,439,535 (100.000000%)	0 (0.000000%)	0 (0.000000%)
Special Resolutions		Number of Votes (%)		
		For	Against	Abstain
1	To consider and approve the proposal on amendments to the Articles of Association	725,307,000 (99.844098%)	1,132,535 (0.155902%)	0 (0.000000%)
2	To consider and approve the proposal on abolition of the Supervisory Committee	726,439,535 (100.000000%)	0 (0.000000%)	0 (0.000000%)
3	To consider and approve the proposal on amendments to the Rules of Procedures for the General Meeting	726,439,535 (100.000000%)	0 (0.000000%)	0 (0.000000%)
4	To consider and approve the proposal on amendments to the Rules of Procedures for the Board of Directors	726,439,535 (100.000000%)	0 (0.000000%)	0 (0.000000%)

As more than half of the votes from the Shareholders (including their proxies) attending the EGM were cast in favour of the ordinary Resolutions numbered 1 to 5, these Resolutions were duly passed as ordinary Resolutions.

As more than two-thirds of the votes from the Shareholders (including their proxies) attending the EGM were cast in favour of the special Resolutions numbered 1 to 4, the Resolutions were duly passed as special Resolutions.

For details of the above-mentioned Resolutions, please refer to the Circular.

PROGRESS ON CONTINUING CONNECTED TRANSACTIONS

References are made to the Company's announcement dated 29 August 2025 (the "**Continuing Connected Transactions Announcement**") and the Circular in relation to, among other things, the Company's proposed entering into of the Futures Brokerage Services Framework Agreement, the Asset Management Services Framework Agreement, the Risk Management Services Framework Agreement and the Bulk Commodities Sale and Purchase Framework Agreement with Shandong Energy, each for a term of three years from 1 January 2026 until 31 December 2028.

The Board is pleased to announce that on 26 November 2025 (after trading hours), the Company entered into the Futures Brokerage Services Framework Agreement, the Asset Management Services Framework Agreement, the Risk Management Services Framework Agreement and the Bulk Commodities Sale and Purchase Framework Agreement with Shandong Energy on the terms set out in the Continuing Connected Transactions Announcement and the Circular. Save as disclosed above, all other information in the Continuing Connected Transactions Announcement and the Circular remains unchanged.

FURTHER INFORMATION OF DISCLOSEABLE AND CONNECTED TRANSACTIONS

References are made to the Company's announcement dated 26 September 2025 (the "**Discloseable and Connected Transactions Announcement**") and the Circular in relation to, among other things, the fact that on 26 September 2025 (after trading hours), each of the Company and Zhongtai Huirong Capital (a wholly-owned subsidiary of the Company) (as lessees) entered into the Tenancy Agreements with Qilu Zhongtai Property (as lessor), each for a term commencing from 1 October 2025 to 30 September 2026 (both dates inclusive). As of the date of this announcement, the Company has arranged training on the Listing Rules and connected transactions.

CHANGE OF REGISTERED ADDRESS OF THE COMPANY

References are made to the Company's announcement dated 26 September 2025 and the Circular in relation to, among other things, change of registered address of the Company. The Resolution on change of the registered address of the Company has been approved at the EGM, and the Company will apply with the market supervision and administration authorities for change of the registered address of the Company. The Company will make further announcements in due course regarding, among other matters, the approval of change of registered address of the Company by the market supervision and administration authorities.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

References are made to the Company's announcement dated 17 October 2025 and the Circular in relation to, among other things, the proposed amendments to the Articles of Association. The Board announces that the Resolution on amendments to the Articles of Association has been approved at the EGM and has been effective from 26 November 2025. The full text of the amended Articles of Association will be published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Company (www.ztqh.com).

ABOLITION OF THE SUPERVISORY COMMITTEE

References are made to the Company's announcement dated 17 October 2025 and the Circular in relation to, among other things, the abolition of the Supervisory Committee. The Company hereby announces that upon approval of the Resolution on abolition of the Supervisory Committee at the EGM, it has abolished the Supervisory Committee with effect from 26 November 2025. The Audit Committee under the Board shall exercise the powers and functions of the Supervisory Committee as stipulated in the Company Law. Mr. An Tie, Mr. Ding Jian and Mr. Liu Pu ceased to serve as the Supervisors of the Company, and the Rules of Procedures for the Supervisory Committee of ZHONGTAI FUTURES Company Limited has been repealed accordingly. Each of the Supervisors has confirmed that he has no disagreement with the Company, the Board and the Supervisory Committee, and that there are no other matters relating to his cessation of office as a Supervisor of the Company that need to be brought to the attention of the Shareholders or the Hong Kong Stock Exchange. The Company would like to take this opportunity to express its gratitude to Mr. An Tie, Mr. Ding Jian and Mr. Liu Pu for their contributions to the Company during their tenure.

By order of the Board
ZHONGTAI FUTURES Company Limited
LYU Xiangyou
Chairman

Jinan, the PRC
26 November 2025

As at the date of this announcement, the Board comprises Mr. LYU Xiangyou, Mr. ZHOU Shunyuan and Mr. LIANG Zhongwei as executive Directors; Mr. ZHENG Hanyin, Mr. MING Gang and Ms. WANG Hui as non-executive Directors; and Mr. ZHENG Jianping, Mr. CHEN Hua and Mr. LUO Xinhua as independent non-executive Directors.