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Nanhua Futures Co., Ltd.
南華期貨股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability under the Chinese corporate name 南華期貨股份有限公司 and carrying on business in Hong Kong as 橫華國際 through our Hong Kong subsidiaries)

(Stock Code: 2691)

RESIGNATION OF COMPANY SECRETARY AND APPOINTMENT OF JOINT COMPANY SECRETARIES AND WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES AND CHANGE OF AUTHORIZED REPRESENTATIVE AND CHANGE OF AGENT FOR SERVICE OF PROCESS OR NOTICES IN HONG KONG

RESIGNATION OF COMPANY SECRETARY AND APPOINTMENT OF JOINT COMPANY SECRETARIES

The board of directors (the “**Board**”) of Nanhua Futures Co., Ltd. (the “**Company**”) hereby announces that due to changes in work arrangements, Ms. Zhang Xiao (“**Ms. Zhang**”) has tendered her resignation as the company secretary of the Company with effect from March 27, 2026.

Ms. Zhang has confirmed that she has no disagreement with the Board and there is no other matter in relation to her resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

The Board would like to take this opportunity to express its gratitude to Ms. Zhang for the contributions she has made to the Company during her tenure.

The Board further announces that Ms. Cong Lin (“**Ms. Cong**”) has been appointed as a joint company secretary of the Company (the “**Joint Company Secretary**”) to fill the vacancy following Ms. Zhang’s resignation. The biographical details of Ms. Cong are set out below:

Ms. Cong is a manager of SWCS Corporate Services Group (Hong Kong) Limited. She has over 15 years of experience in the fields of company secretaries, corporate governance and compliance. Ms. Cong obtained a bachelor’s degree in computer science and technology from North China University of Technology in 2005, and a master’s degree in corporate governance from Hong Kong Metropolitan University in 2023. She is a fellow member of The Chartered Governance Institute and The Hong Kong Chartered Governance Institute.

Pursuant to Rule 8.17 of the Rules Governing the Listing of Securities on the Stock Exchange (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 provides that a listed issuer must appoint an individual as its company secretary, 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.

By virtue of Ms. Cong’s academic and professional qualifications as well as relevant experience, she satisfies the requirements under Rules 3.28 and 8.17 of the Listing Rules. The appointment of Ms. Cong as the Joint Company Secretary shall take effect from March 27, 2026.

In addition, after taking into consideration the Company’s operational and management needs, the Board has appointed Mr. Ma Yisheng (“**Mr. Ma**”) as the other Joint Company Secretary, effective from March 27, 2026.

The biographical details of Mr. Ma are set out below:

Mr. Ma joined the Company in November 2025 and since then has been serving as the assistant to the general manager of the Company. He has also been serving as a director of Nanhua Fund Management Co., Ltd. (南華基金管理有限公司), a wholly-owned subsidiary of the Company, since November 2016. Prior to joining the Company, he was the department head of corporate operations analysis of Hengdian Group Holdings Co., Limited (橫店集團控股有限公司) (“**Hengdian Holdings**”, together with its subsidiaries, the “**Hengdian Group**”), the controlling shareholder of the Company, from October 2010 to July 2017. He also served as the general manager of Hengdian Capital Venture (Zhejiang) Co., Ltd. (橫店資本創業(浙江)有限公司) (“**Hengdian Capital**”), a member company of the Hengdian Group, from August 2017 to October 2025. Mr. Ma obtained his bachelor’s degree in physics from the University of Science and Technology of China (中國科學技術大學) in 2003 and his Ph.D graduation certificate in optics from the Shanghai Institute of Optics and Fine Mechanics Chinese Academy of Sciences (中國科學院上海光學精密機械研究所) in 2010. Mr. Ma was qualified by Asset Management Association of China in 2017 to engage in funds business, and was qualified by China Futures Association in 2025 to engage in futures business.

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

Although Mr. Ma does not currently possess the qualifications as required under Rule 3.28 of the Listing Rules, having considered the aforesaid background and experience of Mr. Ma and the reasons set out below, the Board is of the view that it would be beneficial to the Company and the shareholders of the Company as a whole to appoint Mr. Ma as one of the Joint Company Secretary:

- a. Mr. Ma joined the Hengdian Group since 2010 and the Group since 2016. During his tenure as the department head of corporate operations analysis in Hengdian Holdings, he was in charge of business data governance and strategic decision enablement. Further, when he served as the general manager in Hengdian Capital, he was responsible for strategy formulation, corporate governance, compliance and risk management. In his current role as the assistant to the general manager of the Company, he is responsible for overseeing the Company’s information disclosure, investor relations management, corporate governance preparation matters, and securities-related management. Through these roles and responsibilities, Mr. Ma has fostered a close working relationship with the Board and developed a solid understanding of the Company’s operations, the functions of the Board, and daily corporate governance and administrative processes of the Company.

Given his exposure to governance related work, his close and ongoing collaboration with the Board and senior management, and his presence at the Company's headquarters, the Company is of the view that Mr. Ma is well-positioned to maintain effective communication channels with the Board and the management, enabling him to support the Company's decision making processes and uphold high standards of corporate governance in its daily operations.

- b. As the Company is engaged in the futures industry, an industry that is subject to specific regulations, and is listed on both the Stock Exchange and the Shanghai Stock Exchange (the "SSE"), it is important that a company secretary of the Company be well-versed in the laws and regulations of the PRC futures industry as well as possesses knowledge on the relevant requirements under the listing rules of the SSE (the "SSE Listing Rules"). Mr. Ma has completed the relevant SSE trainings in 2019, passed the SSE examination for board secretary qualification and obtained such qualifications in July 2019. With the above-mentioned trainings and examination attended, Mr. Ma is equipped with the knowledge of the relevant rules and obligations under the SSE Listing Rules and is qualified to act as the secretary to the Board pursuant to the SSE Listing Rules. Mr. Ma was also qualified by Asset Management Association of China in 2017 to engage in funds business, and was qualified by China Futures Association in 2025 to engage in futures business.

In addition, the Company will ensure, and Mr. Ma undertakes, that he will attend no less than 15 hours of relevant training in each financial year in order to comply with the annual professional training requirements set out in Rule 3.29 of the Listing Rules.

In view of the above, the Company has applied to the Stock Exchange, and the Stock Exchange has granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules (the "Waiver") for a period of three years from March 27, 2026, being the effective date of Mr. Ma's appointment as a Joint Company Secretary, (the "Waiver Period"), on the conditions that:

- (a) Mr. Ma must be assisted by Ms. Cong as a Joint Company Secretary during the Waiver Period; and
- (b) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

The Company should announce the reasons for, details and conditions of the Waiver. Before the end of the Waiver Period, the Company must demonstrate and seek confirmation from the Stock Exchange that Mr. Ma, having had the benefit of Ms. Cong's assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

The Board would like to express its welcome to Ms. Cong and Mr. Ma for taking up the appointment as the Joint Company Secretaries.

CHANGE OF AUTHORIZED REPRESENTATIVE

The Board further announces that Mr. Ma has been appointed to replace Dr. Xu Wencai as an authorized representative of the Company pursuant to Rule 3.05 of the Listing Rules, with effect from March 27, 2026.

CHANGE OF AGENT FOR SERVICE OF PROCESS OR NOTICES IN HONG KONG

The Board announces that Ms. Zhang has tendered her resignation as the authorized representative of the Company for accepting service of process or notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and Rule 19A.13(2) of the Listing Rules with effect from March 27, 2026. Ms. Zhang confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the Stock Exchange and the shareholders of the Company.

Ms. Cong has been appointed in place of Ms. Zhang as the Company's agent for the service of process or notices in Hong Kong with effect from March 27, 2026.

By order of the Board
Nanhua Futures Co., Ltd.
南華期貨股份有限公司

Dr. Luo Xufeng

Chairperson of the Board and Executive Director

Hangzhou, the PRC, March 27, 2026

As at the date of this announcement, the board of directors of the Company comprises: (i) Dr. Luo Xufeng as executive Director; (ii) Mr. Lyu Yuelong, Dr. Xu Wencai, Mr. Hu Tiangao, Mr. Li Baoping and Ms. Sun Yingting as non-executive Directors; and (iii) Dr. Xu Lin, Dr. Liu Yulong and Ms. Li Jing as independent non-executive Directors.