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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)

POLL RESULTS OF THE 2025 AGM 2025 PROFIT DISTRIBUTION PLAN AND CAPITAL RESERVE CAPITALIZATION PLAN AMENDMENTS TO THE ARTICLES OF ASSOCIATION, THE RULES OF PROCEDURE FOR SHAREHOLDERS' MEETINGS AND OTHER MEASURES

Reference is made to the notice and circular of Nanhua Futures Co., Ltd. (the "**Company**") dated May 22, 2026 (the "**Circular**") in relation to the 2025 annual general meeting of the Company (the "**AGM**"). Unless otherwise specified, capitalized terms used herein shall have the same meanings as those defined in the Circular.

CONVENING AND ATTENDANCE OF THE AGM

The Board is pleased to announce that the AGM was held at the Conference Room, 9th Floor, Hengdian Building, Shangcheng District, Hangzhou, Zhejiang Province, the PRC at 9:30 a.m. on Monday, June 15, 2026.

The AGM was convened as a physical meeting by the Board and chaired by Mr. Luo Xufeng, chairperson of the Company. Voting for the resolutions proposed to the Shareholders at the AGM was conducted by poll, which included both onsite voting by poll and, for A Shareholders only, online voting by poll.

The procedures for convening and holding of the AGM complied with the relevant laws and regulations of the PRC and the Articles of Association. All Directors of the Company attended the AGM in person or through electronic means.

As at the record date for determining entitlement to attend and vote at the AGM, the total issued Shares of the Company was 717,724,893 Shares (comprising 610,065,893 A Shares and 107,659,000 H Shares), of which there were 712,043,659 Shares which entitled Shareholders to attend and vote on the proposed resolutions at the AGM (excluding 5,681,234 A Shares (the "**Treasury Shares**") held in the Company's designated securities account for repurchase). No voting rights in respect of the Treasury Shares were exercised at the AGM. Save for the Treasury Shares, there were no repurchased Shares which were pending cancellation and should have been excluded from the total number of Shares for the purpose of the AGM.

The number of Shareholders and proxies of Shareholders attending the AGM was 217. Shareholders and proxies of Shareholders who attended the AGM held a total of 455,902,500 Shares (comprising 454,920,000 A Shares, representing approximately 63.8893% of the total number of Shares with voting rights, and 982,500 H Shares, representing approximately 0.1380% of the total number of Shares with voting rights), representing approximately 64.0273% of the total number of Shares with voting rights in aggregate. Hengdian Group Holdings Co., Limited (横店集團控股有限公司), Dongyang Henghua Investment Limited Partnership (Limited Partnership) (東陽市橫華投資合夥企業(有限合夥)), Zhejiang Hengdian Import and Export Co., Ltd. (浙江橫店進出口有限公司), Hengdian Group DMEGC Magnetics Co., Ltd (橫店集團東磁股份有限公司), being connected Shareholders (holding 469,600,900 A Shares and 0 H Shares), have abstained from voting on the resolutions numbered 5 and 6 below.

As at the date of this announcement, to the best knowledge, information and belief of the Directors: save as disclosed above, (1) no Shareholders were required under the Listing Rules to abstain from voting on the resolutions proposed at the AGM; (2) there were no Shares entitling the holder to attend and abstain from voting in favor of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules; and (3) none of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

POLL RESULTS OF THE AGM

The poll results of the resolutions proposed at the AGM are as follows:

No.	Ordinary resolutions		Number of votes and percentage of total votes cast					
			For		Against		Abstained	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
1.	To consider and approve the 2025 Annual Report and its summary	A Shares	454,877,900	99.9907	36,800	0.0081	5,300	0.0012
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,699,900**	**99.9556**	**36,800**	**0.0081**	**165,800**	**0.0364**
2.	To consider and approve the 2025 Report of the Board of Directors	A Shares	454,877,700	99.9907	36,800	0.0081	5,500	0.0012
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,699,700**	**99.9555**	**36,800**	**0.0081**	**166,000**	**0.0364**
3.	To consider and approve the Proposed Selection and Appointment of Auditors	A Shares	454,869,700	99.9889	36,900	0.0081	13,400	0.0029
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,691,700**	**99.9538**	**36,900**	**0.0081**	**173,900**	**0.0381**
4.	To consider and approve the Directors' Remuneration for 2025 and Remuneration Plan for 2026	A Shares	454,837,900	99.9820	63,200	0.0139	18,900	0.0042
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,659,900**	**99.9468**	**63,200**	**0.0139**	**179,400**	**0.0394**

No.	Ordinary resolutions		Number of votes and percentage of total votes cast					
			For		Against		Abstained	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
5.	To consider and approve the Confirmation of Related Party Transactions for 2025	A Shares	5,267,600	99.0318	37,700	0.7088	13,800	0.2594
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**6,089,600**	**96.6358**	**37,700**	**0.5983**	**174,300**	**2.7660**
6.	To consider and approve the Estimated Daily Related Party Transactions for 2026	A Shares	5,263,300	98.9510	37,700	0.7088	18,100	0.3403
		H Shares	192,500	19.5929	0	0.0000	790,000	80.4071
		Total	**5,455,800**	**86.5780**	**37,700**	**0.5983**	**808,100**	**12.8237**
7.	To consider and approve the Estimated Guarantee Amounts for 2026	A Shares	454,862,500	99.9874	51,500	0.0113	6,000	0.0013
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,684,500**	**99.9522**	**51,500**	**0.0113**	**166,500**	**0.0365**
8.	To consider and approve the Formulation of the Administrative Measures on Directors' and Senior Management's Remuneration	A Shares	454,830,100	99.9802	56,400	0.0124	33,500	0.0074
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,652,100**	**99.9451**	**56,400**	**0.0124**	**194,000**	**0.0426**
9.	To consider and approve the Proposed Amendments to the Administrative Measures on the Proceeds Raised by Nanhua Futures Co., Ltd.	A Shares	453,640,100	99.7187	1,274,300	0.2801	5,600	0.0012
		H Shares	640,000	65.1399	182,000	18.5242	160,500	16.3359
		Total	**454,280,100**	**99.6441**	**1,456,300**	**0.3194**	**166,100**	**0.0364**
10.	To consider and approve the Proposed Amendments to the Rules of Independent Directors	A Shares	453,637,100	99.7180	1,269,500	0.2791	13,400	0.0029
		H Shares	640,000	65.1399	182,000	18.5242	160,500	16.3359
		Total	**454,277,100**	**99.6435**	**1,451,500**	**0.3184**	**173,900**	**0.0381**
11.	To consider and approve the Proposed Amendments to the Management Rules for Related Party Transactions	A Shares	453,640,100	99.7187	1,266,300	0.2784	13,600	0.0030
		H Shares	640,000	65.1399	182,000	18.5242	160,500	16.3359
		Total	**454,280,100**	**99.6441**	**1,448,300**	**0.3177**	**174,100**	**0.0382**

No.	Special resolutions		Number of votes and percentage of total votes cast					
			For		Against		Abstained	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
12.	To consider and approve the 2025 Profit Distribution Plan and Capital Reserve Capitalization Plan	A Shares	454,871,000	99.9892	39,000	0.0086	10,000	0.0022
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,693,000**	**99.9540**	**39,000**	**0.0086**	**170,500**	**0.0374**
13.	To consider and approve the Proposal on Extension of the Validity Period of the Issuance Plan for A-share Convertible Corporate Bonds to Non-specified Investors	A Shares	454,857,700	99.9863	54,800	0.0120	7,500	0.0016
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,679,700**	**99.9511**	**54,800**	**0.0120**	**168,000**	**0.0368**
14.	To consider and approve the Authorisation to the Board of Directors to Handle Matters Relating to the Issuance and Listing of A-share Convertible Corporate Bonds to Non-specified Investors	A Shares	454,862,900	99.9874	43,700	0.0096	13,400	0.0029
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,684,900**	**99.9523**	**43,700**	**0.0096**	**173,900**	**0.0381**

No.	Special resolutions		Number of votes and percentage of total votes cast					
			For		Against		Abstained	
			Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
15.	To consider and approve the Report on the Previous Use of Proceeds	A Shares	454,866,700	99.9883	39,800	0.0087	13,500	0.0030
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,688,700**	**99.9531**	**39,800**	**0.0087**	**174,000**	**0.0382**
16.	To consider and approve the Proposed Amendments to the Articles of Association	A Shares	454,858,900	99.9866	36,800	0.0081	24,300	0.0053
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,680,900**	**99.9514**	**36,800**	**0.0081**	**184,800**	**0.0405**
17.	To consider and approve the Proposed Amendments to the Rules of Procedure for Shareholders' Meetings	A Shares	454,869,600	99.9889	37,000	0.0081	13,400	0.0029
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,691,600**	**99.9537**	**37,000**	**0.0081**	**173,900**	**0.0381**
18.	To consider and approve the Shareholder Dividend Return Plan for the Next Three Years (2026-2028)	A Shares	454,871,100	99.9893	36,800	0.0081	12,100	0.0027
		H Shares	822,000	83.6641	0	0.0000	160,500	16.3359
		Total	**455,693,100**	**99.9541**	**36,800**	**0.0081**	**172,600**	**0.0379**

As more than half of the votes from the Shareholders (including their proxies) attending the AGM were cast in favor of the above resolutions numbered 1 to 11 proposed at the AGM, each of the aforesaid resolutions was duly passed as an ordinary resolution.

As more than two-thirds of the votes from the Shareholders (including their proxies) attending the AGM were cast in favor of each of the above resolutions numbered 12 to 18 proposed at the AGM, each of the aforesaid resolutions was duly passed as a special resolution.

Please refer to the Circular for details of the resolutions.

SCRUTINEER AND WITNESS BY LAWYERS

Resolutions at the AGM were taken by poll in accordance with Rule 13.39(4) of the Listing Rules and the Articles of Association. Pursuant to the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company's H share registrar, was appointed as one of the scrutineers for vote-taking at the AGM.

The Company engaged Beijing Jincheng Tongda & Neal Law Firm to witness the AGM. Beijing Jincheng Tongda & Neal Law Firm was of the opinion that the procedures for the convening and holding of the AGM, the eligibility of the attendees, the eligibility of the convener, the proposals, the voting procedures, and the voting results were in compliance with the relevant provisions of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China and other laws, regulations and normative documents as well as the Articles of Association. Therefore, the resolutions passed at the AGM were lawful and valid.

2025 PROFIT DISTRIBUTION PLAN AND CAPITAL RESERVE CAPITALIZATION PLAN

The Board is pleased to announce that the 2025 Profit Distribution Plan and the Capital Reserve Capitalization Plan have been approved by the Shareholders at the AGM. The Company has made an application to the Listing Committee of the Hong Kong Stock Exchange for the approval for the listing of, and permission to deal in, the Capitalization H Shares to be allotted and issued under the Capitalization Issue. Subject to the satisfaction of the other conditions set out in the section headed "IV. 2025 Profit Distribution Plan And Capital Reserve Capitalization Plan" in the Circular, based on the 2025 Profit Distribution Plan and the Capital Reserve Capitalization Plan, the Company will (i) distribute a cash dividend of RMB0.69 (tax inclusive) for every 10 Shares to all Shareholders, and the total cash dividends to be distributed to all Shareholders amount to approximately RMB49,131,012.47 (tax inclusive); and (ii) issue 4.50 Capitalization Shares for every 10 Shares to all Shareholders converted out of capital reserves. Should the total share capital of the Company change between the date of the profit distribution plan and the capital reserve capitalization plan announcement and the record date for the relevant allotment, the total distribution amount and the conversion ratio will remain unchanged, and the distribution ratio per share and the total conversion amount will be adjusted accordingly. Details of any such adjustment shall be announced separately. The adjusted profit distribution plan and the capital reserve capitalization plan will not be required to be re-submitted to the Board or Shareholders for approval.

The cash dividend shall be denominated and declared in Renminbi and paid in Renminbi or the equivalent amount in Hong Kong dollars. The actual amount payable in Hong Kong dollars shall be calculated on the basis of the average benchmark exchange rate between Renminbi and Hong Kong dollars as published by the People's Bank of China during the five working days before the date for holding the AGM (i.e. RMB0.86968: HK$1.00).

Subject to the satisfaction of the other conditions set out in the section headed "IV. 2025 Profit Distribution Plan And Capital Reserve Capitalization Plan" in the Circular, the Capitalization A Shares will be listed on the Shanghai Stock Exchange. The Capitalization H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS. All necessary arrangements will be made by the Company for the Capitalization H Shares to be admitted into CCASS. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The record date for determining the entitlement of the H Shareholders to the final dividends distribution and the Capitalization H Shares is Thursday, June 25, 2026. Accordingly, the register of members of H Shares of the Company will be closed from Monday, June 22, 2026 to Thursday, June 25, 2026, both days inclusive. In order to qualify for the H Shares final dividends and Capitalization H Shares, all transfer documents in respect of H Shares must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Thursday, June 18, 2026 for registration.

Details of the 2025 Profit Distribution Plan and the Capital Reserve Capitalization Plan, including but not limited to the expected timetable, reasons for the Capitalization Issue, status of the Capitalization Shares, fractional Capitalization Shares, odd lots arrangement, tax arrangement, eligibility for Capitalization Shares of Shareholders trading through Southbound Trading and Northbound Trading, effects on the shareholding upon completion of the Capitalization Issue, and risk warning for trading in H Shares are set out in the Circular. Shareholders and potential investors are advised to read the Circular carefully, and if they are in doubt about their position, they should consult their own professional advisers for professional advice.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION, THE RULES OF PROCEDURE FOR SHAREHOLDERS' MEETINGS AND OTHER MEASURES

The Board hereby announces that, as the special resolutions in relation to the proposed amendments to the Articles of Association and the Rules of Procedure for Shareholders' Meetings have been approved by the Shareholders at the AGM, and the ordinary resolutions in relation to the formulation of the Administrative Measures on Directors' and Senior Management's Remuneration, and the proposed amendments to the Administrative Measures on the Proceeds Raised by Nanhua Futures Co., Ltd., the Rules of Independent Directors, the Management Rules for Related Party Transactions have been approved by the Shareholders at the AGM, the relevant amendments have become effective. The amended Articles of Association is published on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk), the Shanghai Stock Exchange (www.sse.com.cn) and the Company (http://www.nanhua.net).

By order of the Board
Nanhua Futures Co., Ltd.
南華期貨股份有限公司
Ma Yisheng
Secretary of the Board
and Joint Company Secretary

Hangzhou, the PRC, June 15, 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.