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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)

**(I) POLL RESULTS OF THE ANNUAL GENERAL MEETING;
(II) DISTRIBUTION OF 2025 FINAL DIVIDEND, CLOSURE
OF REGISTER OF MEMBERS OF H SHARES AND
INFORMATION ON TAX REDUCTION AND EXEMPTION
FOR THE H SHAREHOLDERS;
(III) CHANGE OF DIRECTOR;
AND
(IV) ADJUSTMENT TO THE COMPOSITION OF THE MEMBERS
OF THE STRATEGY AND SUSTAINABILITY COMMITTEE
UNDER THE BOARD**

References are made to the notice (the “**Notice**”) convening the annual general meeting (the “**AGM**”) of Central China Securities Co., Ltd. (the “**Company**”) dated 9 June 2026 and the circular of the Company dated 9 June 2026 (the “**Circular**”). Unless otherwise indicated, capitalised terms used in this announcement shall have the same meanings as those defined in the Notice and the Circular.

(I) POLL RESULTS OF THE AGM

The Board is pleased to announce that the AGM was held at 9:00 a.m. on Tuesday, 30 June 2026 by way of an on-site meeting at Conference Room, 17th Floor, Zhongyuan Guangfa Finance Building, No. 10 Business Outer Ring Road, Zhengdong New District, Zhengzhou City, Henan Province, the PRC. The convening and holding of and the voting method of the AGM complied with the requirements of the Company Law and the Articles of Association. The AGM was convened by the Board and chaired by Ms. Zhang Qiuyun, Chairlady of the Company. The Company has 10 Directors of whom 9 were present at the AGM. Ms. Zhu Junhong (an Employee Director) was unable to attend the AGM due to business reason. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer at the AGM.

Voting at the AGM was conducted by a combination of online voting and on-site voting. Pursuant to the relevant PRC laws and regulations, the A Shareholders were entitled to vote at the AGM in person, by proxy, or via the Internet for the relevant resolutions. The time of online voting for the resolutions proposed at the AGM for the A Shareholders on Tuesday, 30 June 2026 was set out in the notice of the AGM to the A Shareholders dated 10 June 2026 published on the website of the SSE separately.

As at the date of this announcement, the total number of issued Shares of the Company is 4,642,884,700 Shares (comprising 3,447,519,700 A Shares and 1,195,365,000 H Shares). The Company does not hold any treasury Shares or repurchased Shares pending cancellation.

As at the date of this announcement, Henan Investment Group and its associates hold 1,023,556,847 Shares of the Company, representing 22.05% of the Company's total share capital issued. They have a material interest in ordinary resolutions 11.01 and 11.02 proposed at the AGM and, as such, are required to and have abstained from voting on these resolutions. Therefore, the total number of the Shares entitling the holders of which to attend and vote on ordinary resolutions 11.01 and 11.02 considered at the AGM was 3,619,327,853 Shares. The total number of the Shares entitling the holders of which to attend and vote on the resolutions considered at the AGM other than ordinary resolutions 11.01 and 11.02 was 4,642,884,700 Shares. There was no Share entitling Shareholders to attend but are required to abstain from voting in favour of any resolutions at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules. Save as disclosed above, no Shareholder was required under the Hong Kong Listing Rules to abstain from voting on the resolutions at the AGM, and no party has indicated his/her/its intention in the Circular to vote against or to abstain from voting on any resolutions at the AGM.

A total of 565 Shareholders and authorized proxies holding a total of 1,488,748,800 Shares carrying voting rights of the Company, representing approximately 32.065168% of the total number of Shares carrying voting rights of the Company, attended the AGM. Among which, 564 were A Shareholders and proxies thereof holding a total of 1,139,622,485 Shares, representing approximately 24.545569% of the total number of Shares carrying voting rights of the Company; and 1 was H Shareholder and proxy thereof holding a total of 349,126,315 Shares, representing approximately 7.519599% of the total number of Shares carrying voting rights of the Company.

The poll results in respect of the resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		FOR		AGAINST		ABSTAIN	
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)
1.	To consider and approve the 2025 Work Report of the Board of the Company.	1,481,927,629	99.541819	5,287,271	0.355148	1,533,900	0.103033
2.	To consider and approve the 2025 Work Report of Independent Directors of the Company.	1,481,830,329	99.535283	5,355,271	0.359716	1,563,200	0.105001
3.	To consider and approve the 2025 Annual Report of the Company.	1,481,905,929	99.540361	5,283,871	0.354920	1,559,000	0.104719
4.	To consider and approve the resolutions of the Company on the Profit Distribution Plan for the Year of 2025 and the Interim Profit Distribution Authorization for the Year of 2026.	1,481,958,729	99.543908	5,430,971	0.364801	1,359,100	0.091291
5.	To consider and approve the 2025 Final Financial Account Report of the Company.	1,481,874,529	99.538252	5,287,771	0.355182	1,586,500	0.106566
6.	To consider and approve the resolution on the Re-appointment of the Auditing Firm for the Year of 2026.	1,481,806,472	99.533680	5,350,928	0.359425	1,591,400	0.106895
7.	To consider and approve the resolution on the Special Statement on Evaluations and Remuneration of the Directors for the Year of 2025.	1,481,489,229	99.512371	5,680,471	0.381560	1,579,100	0.106069
8.	To consider and approve the resolution on the Special Statement on Evaluations and Remuneration of the Supervisors for the Year of 2025.	1,481,628,629	99.521735	5,532,071	0.371592	1,588,100	0.106673
9.	To consider and approve the resolution on Determining the Business Scale and Risk Limits of Securities Proprietary Trading for the Year of 2026.	1,481,906,729	99.540415	5,251,971	0.352777	1,590,100	0.106808
As the number of votes in favor was more than one-half, the aforementioned resolutions have been formally approved as ordinary resolutions.							
SPECIAL RESOLUTION		FOR		AGAINST		ABSTAIN	
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)
10.	To consider and approve the resolution on the amendments to the Articles of Association, the details of which are set out in the Circular.	1,481,914,829	99.540959	5,261,871	0.353442	1,572,100	0.105599
As the number of votes in favor was more than two-third, the aforementioned resolution has been, the aforementioned resolution has been formally approved as a special resolution.							
ORDINARY RESOLUTIONS		FOR		AGAINST		ABSTAIN	
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)
11.00	To consider and approve the resolution on adjustment of the annual caps for daily related/continuing connected transactions with Henan Investment Group and the addition of daily related transactions with Zhongyuan Bank.						

ORDINARY RESOLUTIONS		FOR		AGAINST		ABSTAIN	
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)
11.01	To consider and approve the resolution on daily related/continuing connected transactions with Henan Investment Group.	658,844,482	98.960523	5,315,771	0.798446	1,604,700	0.241031
11.02	To consider and approve the resolution on daily related transactions with Zhongyuan Bank.	656,253,522	98.571353	7,940,931	1.192753	1,570,500	0.235894
12.	To consider and approve the resolution on the nomination of candidates for directors of the seventh session of the Board.	1,480,013,962	99.413277	7,066,238	0.474642	1,668,600	0.112081
13.	To consider and approve the resolution on the formulation of the Measures for the Administration of Total Wages (Revised).	1,481,547,029	99.516253	5,587,071	0.375287	1,614,700	0.108460
As the number of votes in favor was more than one-half, the aforementioned resolutions have been formally approved as ordinary resolutions.							

Lawyers of Beijing Junzhi Law Firm, the PRC legal advisers of the Company, witnessed the Shareholders' Meeting and were of the opinion that the convening and holding procedures of the Shareholders' Meeting, the qualifications of the attendees at and the conveners of the Meeting, the voting process and poll results of the Meeting comply with the requirements of the relevant laws and regulations, normative documents and the Articles of Association, and that the Meeting resolutions were lawful and valid.

(II) DISTRIBUTION OF 2025 FINAL DIVIDEND, CLOSURE OF REGISTER OF MEMBERS OF H SHARES AND INFORMATION ON TAX REDUCTION AND EXEMPTION FOR THE H SHAREHOLDERS

The resolution on the final dividend distribution plan for the year 2025 was approved at the AGM, and the Company will pay a final dividend of RMB0.22 (tax inclusive) for every ten Shares for the year 2025 (the “**2025 Final Dividend**”).

The 2025 Final Dividend is denominated and declared in Renminbi, and will be paid in Renminbi to A Shareholders and in Hong Kong Dollars to H Shareholders. The actual amount in Hong Kong Dollars will be calculated based on the average benchmark exchange rate between Renminbi and Hong Kong Dollars published by the People's Bank of China five working days prior to the date of convening the AGM (i.e. RMB1 against HKD1.15). Accordingly, the 2025 Final Dividend is HKD0.253 (tax inclusive) for every ten H Shares.

For the distribution of the 2025 Final Dividend to H Shareholders of the Company, such dividend will be paid to the Shareholders whose names appear on the H Share register of members of the Company on Tuesday, 21 July 2026. In order to determine the entitlement of the H Shareholders to receive the 2025 Final Dividend, the register of members of H Shares of the Company will be closed from Thursday, 16 July 2026

to Tuesday, 21 July 2026 (both days inclusive), during which period no transfer of H Shares of the Company can be registered. In order to be entitled to receive the 2025 Final Dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the H Share registrar of the Company, 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 Wednesday, 15 July 2026.

The 2025 Final Dividend will be paid to the Shareholders whose names appear on the H Share register of members of the Company on 21 July 2026, and the expected payment date is confirmed to be around 14 August 2026.

Information on Tax Reduction and Exemption for the H Shareholders

Enterprise Income Tax

Pursuant to the provisions of the “Enterprise Income Tax Law of the People’s Republic of China” (《中華人民共和國企業所得稅法》), the “Regulation on the Implementation of the Enterprise Income Tax Law of the People’s Republic of China” (《中華人民共和國企業所得稅法實施條例》) and the “Notice on Issues Relevant to the Withholding of Enterprise Income Tax on Dividends Paid by the PRC Resident Enterprises to Overseas Non-resident Enterprise Holders of H Shares” (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》), the Company is required to withhold and pay enterprise income tax at the rate of 10% when distributing the 2025 Final Dividend to non-resident enterprise Shareholders whose names appear on the H share register of members of the Company.

Individual Income Tax

Pursuant to the “Notice of the State Taxation Administration on Matters Concerning the Levy and Administration of Individual Income Tax after the Repeal of Guo Shui Fa [1993] No. 045 Document (Guo Shui Han [2011] No. 348)” (《國家稅務總局關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)) promulgated by the State Taxation Administration, the dividend received by the overseas resident individual shareholders from the shares issued in Hong Kong by domestic non-foreign invested enterprises is subject to individual income tax, which shall be withheld and paid by the withholding agents according to the relevant laws. However, the overseas resident individual shareholders of the shares issued in Hong Kong by domestic non-foreign invested enterprises are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax treaties signed between the countries where they are residents and the PRC as well as the tax arrangements between Chinese Mainland and Hong Kong (Macau).

Pursuant to the aforesaid provisions, when the 2025 Final Dividend is distributed to the H Shareholders, the Company will generally withhold and pay individual income tax on dividends at the rate of 10% for the individual holders of H Shares unless otherwise provided by the tax regulations and relevant tax treaties, in which case the Company will withhold and pay individual income tax of such dividend according to the tax rates and procedures as specified by the relevant regulations.

Profit Distribution to Investors of Northbound Trading

Pursuant to the relevant provisions under the “Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Caishui [2014] No. 81)” (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2014]81號)》) (the “**Caishui No. 81**”): For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares of the Company listed on the Shanghai Stock Exchange (the “**Northbound Trading**”), their dividends will be distributed in Renminbi by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited (the “**CSDC**”) to the accounts of the nominees holding such shares. The Company will withhold income taxes at the rate of 10% and will report to the competent tax authorities for the withholding. For investors of Northbound Trading who are tax residents of other countries and whose country of domicile has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises or individuals may, or may entrust a withholding agent to, apply to the competent tax authorities of the Company for the entitlement of the rate under such tax treaty. Upon approval by the competent tax authorities, the paid tax in excess of the tax payable based on the tax rate under such tax treaty will be refunded.

The registration date of the equity interest and the date of distribution of cash dividends and other schedule arrangements for the investors of Northbound Trading will be the same as those for the A Shareholders of the Company.

Profit Distribution to Investors of Southbound Trading

For investors of Shanghai Stock Exchange (including enterprises and individuals) and investors of Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange (the “**Southbound Trading**”), the Company will enter into the Agreement on Distribution of Cash Dividends of H Shares for Southbound Trading (《港股通H股股票現金紅利派發協議》) with the CSDC, pursuant to which, the CSDC, as the nominee of the holders of H Shares for Southbound Trading, will receive the cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of H Shares of Southbound Trading through its registration and clearing system.

Pursuant to the relevant provisions under the Caishui No. 81: For dividends received by domestic individual investors from investing in H Shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the companies of such H Shares shall withhold individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The companies of such H Shares will not withhold the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

Pursuant to the relevant provisions under the “Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Caishui [2016] No. 127)” (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2016]127號)》): For dividends received by domestic individual investors from investing in H Shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the companies of such H Shares shall withhold individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The companies of such H Shares will not withhold the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The cash dividends for the investors of H Shares of Southbound Trading will be paid in Renminbi. The registration date of the equity interest and the date of distribution of cash dividends and other schedule arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders of the Company.

The Company will strictly comply with the Enterprise Income Tax Law and the Notice to withhold and pay enterprise income tax. After the withholding and payment of non-resident enterprise income tax by the Company, any enterprise Shareholder who may be entitled to a deduction or exemption of enterprise income tax in accordance with the relevant laws, regulations or treaties may by itself apply to the competent tax authority for a tax refund pursuant to the provisions of relevant applicable laws, regulations or treaties. The Company will have no liability in respect of any claims arising from any delay in, or inaccurate determination of, the status of the Shareholders or any disputes over the mechanism of the above withholding and payment.

For any enquiry regarding the aforementioned arrangements, H Shareholders are recommended to consult their respective taxation advisors regarding the relevant tax laws and regulations on the dividend payment by the Company and on the taxation implications of holding and dealing in the H Shares.

The Company has appointed CMB Wing Lung (Trustee) Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) and will pay the declared 2025 Final Dividend to the Receiving Agent for payment to H Shareholders.

The details regarding the arrangement of distribution of the 2025 Final Dividend to A Shareholders will be separately announced by the Company on the website of the Shanghai Stock Exchange, the relevant announcements of which will also be published on the website of the Hong Kong Stock Exchange by way of overseas regulatory announcements in accordance with Rule 13.10B of the Hong Kong Listing Rules.

(III) CHANGE OF DIRECTOR

As the resolution in relation to the election of Mr. Jiang Dejie as a Director of the seventh session of the Board has been passed at the AGM, the appointment of Mr. Jiang Dejie shall become effective from the date of the AGM, and his term of office shall commence from 30 June 2026 until the expiry of the term of the seventh session of the Board.

Biographical details of Mr. Jiang Dejie and the information required to be disclosed under Rule 13.51(2) of the Hong Kong Listing Rules are set out in the announcement of the Company dated 9 June 2026 (the “**Announcement**”) and the Circular. As at the date of this announcement, there has been no change to the biographical details of Mr. Jiang Dejie and other information in relation to his appointment.

Save as disclosed in the Announcement and the Circular, as at the date of this announcement, Mr. Jiang Dejie confirmed that (i) he has not held any position of the Company or its subsidiaries nor any directorship in other listed companies for the past three years; (ii) he does not have any relationship with any Directors, 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 appointment of Mr. Jiang Dejie which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules, and there is no other matter in relation to his appointment that needs to be brought to the attention of the Shareholders.

Mr. Tang Jin will cease to be a non-executive Director of the seventh session of the Board due to reaching his retirement age, effective from 30 June 2026. Mr. Tang Jin has confirmed that he has no disagreement with the Board, and there are no other matters that need to be brought to the attention of the Shareholders. The Company and the Board sincerely appreciate Mr. Tang Jin’s contribution to the development of the Company during his term of office!

(IV) ADJUSTMENT TO THE COMPOSITION OF THE MEMBERS OF THE STRATEGY AND SUSTAINABILITY COMMITTEE UNDER THE BOARD

The following adjustments were made to the composition of the members of the Strategy and Sustainability Committee under the seventh session of the Board. Such adjustments shall take effect from the date of approval of the appointment of Mr. Jiang Dejie as a Director (i.e. 30 June 2026), until the expiry of the term of the seventh session of the Board. After the adjustment, the composition of the members is as follows:

Strategy and Sustainability Committee

Chairperson: Zhang Qiuyun

Members: Li Wenqiang, Feng Ruofan, Jiang Dejie and Tian Shengchun

By order of the Board of
Central China Securities Co., Ltd.
ZHANG Qiuyun
Chairlady

Henan, the PRC
30 June 2026

As at the date of this announcement, the Directors of the Company are Ms. Zhang Qiuyun, Mr. Li Wenqiang, Mr. Feng Ruofan, Mr. Jiang Dejie, Mr. Tian Shengchun and Ms. Zhu Junhong, Mr. Chen Zhiyong, Mr. Wang Hui*, Mr. Wang Huixuan* and Mr. Du Xiaotang*.*

** Independent non-executive Director of the Company*