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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)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “AGM”) of Central China Securities Co., Ltd. (the “Company”) will be held at 9:30 a.m. on Friday, 24 June 2022 at Conference Room, 17th Floor, Zhongyuan Guangfa Financial Building, No. 10 Shangwu Waihuan Road, Zhengzhou, Henan Province, the PRC, for the purpose of considering and, if thought fit, passing the following resolutions:

Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the circular of the Company dated 26 May 2022.

AS ORDINARY RESOLUTIONS

1. To consider and approve the work report of the Board of the Company for the year of 2021;
2. To consider and approve the work report of the Supervisory Committee of the Company for the year of 2021;
3. To consider and approve the duty report of the independent directors of the Company for the year of 2021;
4. To consider and approve the annual report of the Company for the year of 2021;
5. To consider and approve the profit distribution plan of the Company for the second half of 2021;
6. To consider and approve the final financial report of the Company for the year of 2021;
7. To consider and approve the resolution on the re-appointment of the auditing firm for the year of 2022;

8. To consider and approve the evaluations and remuneration of the Directors of the Company for the year of 2021;
9. To consider and approve the evaluations and remuneration of the Supervisors of the Company for the year of 2021;
10. To consider and approve the resolution on the provision of guarantee or counter guarantee for Central China International Financial Holdings Company Limited;
11. To consider and approve the resolution on the determination of the business scale and affordable risk limits of securities proprietary trading for the year of 2022;
12. To consider and approve the resolution on the change of shareholder representative supervisor;

AS SPECIAL RESOLUTIONS

13. To consider and approve the resolution on the Company's fulfillment of the conditions for Non-public Issuance of A shares;
14. To consider and approve the resolution in relation to the Company's Non-public Issuance of A Shares:
 - 14.01 Class and nominal value of shares to be issued
 - 14.02 Method and time of issue
 - 14.03 Target subscribers and subscription methods
 - 14.04 Number of shares to be issued
 - 14.05 Issue price and pricing principle
 - 14.06 Arrangements for lock-up period
 - 14.07 Amount and use of proceeds
 - 14.08 Arrangements with regard to the Retained Profits of the Company before the Non-public Issuance

14.09 Place of listing

14.10 Period of Validity of the Resolution on the Non-public Issuance

Items 14.01 to 14.10 above shall be voted separately;

15. To consider and approve the resolution on the feasibility report on the use of funds raised from the Non-public Issuance of A Shares by the Company;
16. To consider and approve the resolution on the report on the use of proceeds raised from previous fund raising activities of the Company;
17. To consider and approve the resolution on the dilution of immediate return resulting from the Non-public Issuance of A Shares by the Company and the remedial measures;
18. To consider and approve the resolution on shareholders' return plan for the next three years (2022–2024);
19. To consider and approve the resolution on the grant of authorization to the Board and its authorized persons by the Shareholders' general meeting to deal with the relevant matters relating to the Non-public Issuance of A Shares.

By order of the Board
Central China Securities Co., Ltd.
JIAN Mingjun
Chairman

Henan, the PRC

26 May 2022

Notes:

1. The register of members of the Company will be closed from 19 June 2022 to 24 June 2022 (both days inclusive), during which period no transfer of H Shares of the Company can be registered. In order to qualify to attend and vote at the AGM, 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 17 June 2022.
2. Shareholders who are entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on their behalf. A proxy need not be a Shareholder of the Company.

3. In order to be valid, the H Shareholders' proxy form for the AGM must be deposited by hand or by post to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares of the Company) not less than 24 hours before the time for holding the AGM (or its any adjournment thereof) for taking the poll. If the proxy form is signed by a person under a power of attorney or other authority, a notarial copy of that power of attorney or authority shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the AGM or its any adjourned meeting thereof should they so wish.
4. Shareholders or their proxies shall provide their identification documents when attending the AGM.
5. The on-site AGM is expected to take half a day approximately. Shareholders attending the AGM shall be responsible for their own travel and accommodation expenses.
6. The address of the Company's head office in the PRC is No. 10 Shangwu Waihuan Road, Zhengdong New District, Zhengzhou, Henan Province, the PRC.

As at the date of this notice, the Board comprises executive director Mr. JIAN Mingjun, non-executive directors Mr. LI Xingjia, Ms. ZHANG Qiuyun, Mr. TIAN Shengchun, Mr. TANG Jin, Mr. ZHANG Xiaoqi and Mr. LU Benson Cheng, and independent non-executive directors Ms. ZHANG Dongming, Mr. CHEN Zhiyong, Mr. TSANG Sung and Mr. HE Jun.