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# 中信建投証券股份有限公司 CSC FINANCIAL CO., LTD.

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

**(Stock Code: 6066)**

## **(I) POLL RESULTS OF THE ADJOURNED 2022 SECOND EXTRAORDINARY GENERAL MEETING HELD ON DECEMBER 6, 2022;**

**AND**

## **(II) AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

References are made to the circular of CSC Financial Co., Ltd. (the “**Company**”) dated November 3, 2022 (the “**Circular**”), the notice of the 2022 second extraordinary general meeting (the “**EGM**”) of the Company dated November 3, 2022 (the “**Notice**”), and the announcements in relation to the adjournment of the EGM and the special arrangement of the Adjourned EGM dated November 20, 2022, November 29, 2022 and November 30, 2022 respectively (collectively, the “**Announcements**”). Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the Circular, the Notice and the Announcements.

### **(I) POLL RESULTS OF THE ADJOURNED 2022 SECOND EXTRAORDINARY GENERAL MEETING HELD ON DECEMBER 6, 2022**

The adjourned 2022 second extraordinary general meeting (the “**Adjourned EGM**”) of the Company was held at 2:00 p.m. on Tuesday, December 6, 2022 at Multi-function Hall, B1/F, Office Building of CSC Financial Co., Ltd., No. 188 Chaonei Avenue, Dongcheng District, Beijing, PRC. The Adjourned EGM was convened in accordance with the Company Law and the Articles of Association of the Company.

The Adjourned EGM was convened by the Board. No resolution was rejected or amended at the Adjourned EGM, and no new resolution was proposed at the Adjourned EGM for voting and approval.

As at the date of convening the Adjourned EGM, the total number of issued Shares of the Company is 7,756,694,797 Shares (including 6,495,671,035 A Shares and 1,261,023,762 H Shares), which is the total number of Shares entitling the holders to attend and vote on the resolution at the Adjourned EGM. A total of 17 Shareholders and proxies, holding an aggregate of 5,652,466,596 Shares with voting rights of the Company, representing approximately 72.872103% of the total Shares with voting rights of the Company, have attended the Adjourned EGM.

All Directors (including Mr. WANG Changqing and Mr. LI Geping as the executive Directors; Mr. YU Zhongfu, Mr. WANG Xiaolin, Ms. ZHANG Qin, Ms. ZHU Jia, Ms. ZHANG Wei, Mr. YANG Dong and Ms. WANG Hua as the non-executive Directors; and Mr. PO Wai Kwong, Mr. LAI Guanrong, Mr. ZHOU Chengyue, Mr. ZHANG Zheng and Mr. WU Xi as the independent non-executive Directors) attended the Adjourned EGM.

To the best knowledge, information and belief of the Board after having made all reasonable enquiries, there were no restrictions on any Shareholders to cast votes on any of the resolutions at the Adjourned EGM. None of the Shareholders has any material interest in the matters considered at the Adjourned EGM and is required to abstain from voting at the Adjourned EGM. There were no Shares of the Company entitling the holders to attend the Adjourned EGM but abstain from voting in favour as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”). None of the Shareholders is required to abstain from voting on the resolution proposed at the Adjourned EGM in accordance with the Listing Rules. None of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolution proposed at the Adjourned EGM. All Adjourned EGM resolution was put to vote by way of poll.

The poll results in respect of the resolution proposed at the Adjourned EGM were as follows:

SPECIAL RESOLUTION		NO. OF SHARES VOTED		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the resolution on amendments to the Articles of Association and rules of procedures for Shareholders General Meetings	5,652,425,296 (99.999269%)	41,200 (0.000729%)	100 (0.000002%)

As more than two-thirds of the votes were cast in favour of the special resolution, the above special resolution was duly passed by the Shareholders.

In compliance with the requirements of the Articles of Association and the Listing Rules, Computershare Hong Kong Investor Services Limited (the Company’s H Share registrar), representatives from the Company’s Shareholders, representatives from the Company’s supervisors and representatives from Beijing Tian Yuan Law Firm (the Company’s PRC legal advisers) jointly acted as the scrutineers for the vote-taking at the Adjourned EGM.

The lawyers of Beijing Tian Yuan Law Firm witnessed the Adjourned EGM of the Company and certified that the convening and holding procedures, qualification of the attendees and voting procedures of the Adjourned EGM conformed to the requirements of PRC law, regulations and the Articles of Association; qualification of the attendees of on-site meetings and video conferences of the Adjourned EGM and qualification of the conveners are lawful and valid; the voting procedure and voting results of the Adjourned EGM were lawful and valid.

## **(II) AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

Reference is made to the circular of the Company dated November 3, 2022 in relation to, among other things, the amendments to the Articles of Association. The Board announces that such proposed amendments to the Articles of Association were duly approved by the Shareholders at the Adjourned EGM. The Company will complete the filing of the Articles of Association in strict compliance with the regulatory requirements. For the full text of the amended Articles of Association, please refer to the websites of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.csc108.com](http://www.csc108.com)). Shareholders of the Company should note that the English version of the Articles of Association is a translation from the Chinese version. The Chinese version of the Articles of Association shall prevail in the case of discrepancies and/or inconsistencies between the Chinese and the English versions.

By Order of the Board  
**CSC Financial Co., Ltd.**  
**Wang Changqing**  
Chairman

Beijing, the PRC  
December 6, 2022

*As at the date of this announcement, the executive Directors of the Company are Mr. WANG Changqing and Mr. LI Geping; the non-executive Directors of the Company are Mr. YU Zhongfu, Mr. WANG Xiaolin, Ms. ZHANG Qin, Ms. ZHU Jia, Ms. ZHANG Wei, Mr. YANG Dong and Ms. WANG Hua; and the independent non-executive Directors of the Company are Mr. PO Wai Kwong, Mr. LAI Guanrong, Mr. ZHOU Chengyue, Mr. ZHANG Zheng and Mr. WU Xi.*