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ZHONGTAI FUTURES Company Limited

中泰期貨股份有限公司

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

(Stock Code: 01461)

**POLL RESULTS OF THE FIRST EXTRAORDINARY
GENERAL MEETING OF 2024 HELD ON
22 FEBRUARY 2024;
APPOINTMENT OF EXECUTIVE DIRECTOR;
RESIGNATION OF NON-EXECUTIVE DIRECTOR;
AND
CHANGE OF MEMBERS OF
THE RISK CONTROL COMMITTEE OF THE BOARD**

References are made to the notice and the circular (the “**Circular**”) of the first extraordinary general meeting of 2024 (the “**EGM**”) both dated 6 February 2024 of ZHONGTAI FUTURES Company Limited (the “**Company**”). Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

EGM

The Company held the EGM by way of on-site meeting at 9:30 a.m. on 22 February 2024 at Conference Room 1616, 16/F, Securities Tower, No. 86 Jingqi Road, Shizhong District, Jinan, Shandong Province, the PRC. The EGM was chaired by Mr. ZHONG Jinlong, the Chairman of the Board of the Company. The attendance records of Directors at the EGM were as follows:

- Mr. ZHONG Jinlong and Mr. LIANG Zhongwei, as executive Directors; and Mr. LUO Xinhua, as independent non-executive Director, have attended the EGM in person;

- Mr. ZHENG Hanyin, as non-executive Director; and Mr. ZHENG Jianping and Mr. CHEN Hua, as independent non-executive Directors, have attended the EGM through video conference; and
- Mr. HU Kainan, Mr. MING Gang and Mr. LIU Feng, as non-executive Directors, were unable to attend the EGM due to other work commitments.

The EGM has been held pursuant to the requirements of the Company Law of the People's Republic of China and the Articles of Association and the poll results of the EGM are legal and valid.

As at the date of the EGM, the Company's issued share capital comprised a total of 1,001,900,000 Shares (724,810,000 of which were Domestic Shares and 277,090,000 of which were H Shares), which entitled the holders to attend the EGM and to vote for or against or abstain from voting on the resolution(s) (the "**Resolution(s)**") proposed thereat. The Shareholders and their proxies attending the EGM held a total of 726,461,000 Shares with voting rights, representing approximately 72.508334% of the total number of issued Shares with voting rights of the Company.

To the best of the knowledge, information and belief of the Directors, there was no restriction on any Shareholder for casting votes on the proposed Resolutions at the meeting. There was no Share entitling its holder to attend the EGM but requiring them to abstain from voting in favour of the Resolutions under Rule 13.40 of the Listing Rules, neither was there any Shareholder who was required to abstain from voting on any Resolution at the EGM under the Listing Rules. None of the Shareholders stated in the Circular their intention to vote against or abstain from voting on any Resolution. All Resolutions were put to vote by way of poll. Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, acted as the scrutineer for the vote taking at the EGM.

The poll results in respect of each Resolution were as follows:

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
1	To consider and approve the proposal on the election of Mr. LIU Qingbin as executive director of the Company	725,964,000 99.931586%	497,000 0.068414%	0 0%
2	To consider and approve the proposal on amendments to the Connected Transaction Management Rules of ZHONGTAI FUTURES Company Limited	726,461,000 100%	0 0%	0 0%

As more than half of the votes from the Shareholders (including their proxies) attending the EGM were cast in favour of the ordinary Resolutions numbered 1 and 2, these Resolutions were duly passed as ordinary resolutions.

For details of the above-mentioned Resolutions, please refer to the Circular.

APPOINTMENT OF EXECUTIVE DIRECTOR

The appointment of Mr. LIU Qingbin as executive Director of the Company was approved at the EGM. Mr. LIU Qingbin is appointed for a term commencing on the date of the EGM (i.e. 22 February 2024) and ending on the expiry of the term of the fourth session of the Board of the Company. He is eligible for re-election and re-appointment upon expiry of his term. The Company has entered into a service contract with Mr. LIU Qingbin. During his tenure, Mr. LIU Qingbin will not receive any Director's emoluments from the Company, but will be entitled to a remuneration for serving as the general manager of the Company, the amount of which will be determined according to the Company's Measures for the Compensation and Performance Appraisal of Senior Management, and based on his annual performance and in line with the market practices. The specific amount of remuneration of Mr. LIU Qingbin will be disclosed in the annual reports of the Company.

The biographical details of Mr. LIU Qingbin were set out in the Circular. As at the date of this announcement, there has been no change in such information. Save as disclosed in the Circular, Mr. LIU Qingbin has confirmed that, as at the date of this announcement: (1) he has not held directorships in other listed companies, nor has any other major appointments and professional qualifications in the past three years; (2) he does not hold any position in the Company or the Company's subsidiaries; (3) he has no relationship with any Director, supervisor, senior management personnel, substantial Shareholder or controlling Shareholder of the Company or any subsidiary of the Company; (4) he does not have any interests in the Shares of the Company within the meaning of Part XV of the SFO; and (5) there is no any other information required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there is no any other matter relating to his appointment that need to be brought to the attention of the Shareholders of the Company.

The Company would like to take this opportunity to welcome Mr. LIU Qingbin to join the Board.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The Board announced that Mr. HU Kainan has resigned as a non-executive Director of the Company, chairman and member of the Risk Control Committee and member of the Audit Committee of the Board due to other work commitments. Mr. HU Kainan's resignation will take effect on 22 February 2024. Mr. HU Kainan confirmed that he has no disagreement with the Board, and there is no matter in relation to his resignation which needs to be brought to the attention of the Shareholders of the Company.

The Board would like to express its gratitude to Mr. HU Kainan for his contribution to the Company during his tenure of office.

CHANGE OF MEMBERS OF THE RISK CONTROL COMMITTEE OF THE BOARD

As stated above, Mr. HU Kainan has resigned as the chairman and member of the Risk Control Committee and the member of the Audit Committee of the Board due to other work commitments. On 22 February 2024, the Board passed the proposal on the election of Mr. LIU Qingbin as the chairman and the member of the Risk Control Committee of the Board. The Company hereby approved the election of Mr. LIU Qingbin as the chairman and member of the Risk Control Committee of the Board. His term of office will commence on 22 February 2024 and end upon the expiration of the fourth session of the Board of the Company.

For the latest composition of the Board and its special committees, please refer to the document headed “List of Directors and their Role and Function” published by the Company on the same date on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Company (www.ztqh.com).

By Order of the Board
ZHONGTAI FUTURES Company Limited
ZHONG Jinlong
Chairman

Jinan, the PRC
22 February 2024

As at the date of this announcement, the Board of the Company comprises Mr. ZHONG Jinlong, Mr. LIU Qingbin and Mr. LIANG Zhongwei as executive Directors; Mr. ZHENG Hanyin, Mr. MING Gang and Mr. LIU Feng as non-executive Directors; and Mr. ZHENG Jianping, Mr. CHEN Hua and Mr. LUO Xinhua as independent non-executive Directors.