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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)

POLL RESULTS OF THE 2019 SECOND EXTRAORDINARY GENERAL MEETING AND THE 2019 FIRST H SHAREHOLDERS' CLASS MEETING HELD ON MAY 21, 2019

Reference is made to the circular of CSC Financial Co., Ltd. (the "**Company**") dated April 4, 2019 (the "**Circular**"). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

1. 2019 SECOND EXTRAORDINARY GENERAL MEETING

The 2019 second extraordinary general meeting (the "**EGM**") of the Company was held at 9:30 a.m. on Tuesday, May 21, 2019 at Shanghai Hall, Xinhai Jinjiang Hotel, 61 Jinbao Street, Dongcheng District, Beijing, PRC. The EGM was convened in accordance with the Company Law and the Articles of Association.

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

As at the date of convening the EGM, the total number of issued Shares of the Company is 7,646,385,238 Shares (including 6,385,361,476 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 resolutions at the EGM. A total of 25 Shareholders and proxies, holding an aggregate of 6,503,085,023 Shares with voting rights of the Company, representing approximately 85.05% of the total Shares with voting rights of the Company, have attended the 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 EGM. None of the Shareholders has any material interest in the matters considered at the EGM and is required to abstain from voting at the EGM. There were no Shares of the Company entitling the holders to attend the 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 (the "**Listing Rules**"). None of the Shareholders is required to abstain from voting on the resolutions proposed at the 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 EGM resolutions at the EGM. All EGM resolutions were put to vote by way of poll.

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

SPECIAL RESOLUTIONS		**NO. OF SHARES VOTED** *(%)*		
		FOR	**AGAINST**	**ABSTAIN**
1.	To consider and approve the resolution on the fulfilment of conditions for the Non-public Issuance of A Shares by the Company;	6,495,025,723 (99.88%)	8,059,300 (0.12%)	0 (0.00%)
2.	To consider and approve the resolution on the Non-public Issuance of A Shares of the Company:			
	(a) Class and nominal value of shares to be issued;	6,495,025,723 (99.88%)	8,059,300 (0.12%)	0 (0.00%)
	(b) Issue method and time;	6,495,026,623 (99.88%)	8,058,400 (0.12%)	0 (0.00%)
	(c) Target subscribers and subscription method;	6,495,026,623 (99.88%)	8,058,400 (0.12%)	0 (0.00%)
	(d) Issue price and pricing principles;	6,495,026,623 (99.88%)	8,058,400 (0.12%)	0 (0.00%)
	(e) Issue size;	6,495,025,723 (99.88%)	8,059,300 (0.12%)	0 (0.00%)

SPECIAL RESOLUTIONS		NO. OF SHARES VOTED *(%)*		
		FOR	**AGAINST**	**ABSTAIN**
	(f) Amount and the use of proceeds;	6,495,909,223 (99.89%)	7,175,800 (0.11%)	0 (0.00%)
	(g) Lock-up period;	6,495,025,723 (99.88%)	8,059,300 (0.12%)	0 (0.00%)
	(h) Listing venue;	6,495,025,723 (99.88%)	8,059,300 (0.12%)	0 (0.00%)
	(i) Arrangement of accumulated profit distribution prior to the completion of the Issuance; and	6,495,025,723 (99.88%)	8,059,300 (0.12%)	0 (0.00%)
	(j) The validity period.	6,495,025,723 (99.88%)	8,059,300 (0.12%)	0 (0.00%)
3.	To consider and approve the resolution on formulating the Plan for the Non-public Issuance of A Shares;	6,495,017,723 (99.88%)	8,059,300 (0.12%)	8,000 (0.0001%)
4.	To consider and approve the resolution on the Feasibility Report on the Use of Proceeds from the Non-public Issuance of the A Shares of the Company;	6,495,901,223 (99.89%)	7,175,800 (0.11%)	8,000 (0.0001%)
5.	To consider and approve the resolution for authorization to the Board to deal with relevant matters in relation to the Non-public Issuance with full discretion;	6,495,017,723 (99.88%)	8,059,300 (0.12%)	8,000 (0.0001%)

ORDINARY RESOLUTIONS		NO. OF SHARES VOTED *(%)*		
		FOR	**AGAINST**	**ABSTAIN**
6.	To consider and approve the resolution on the Report on the Use of Proceeds Previously Raised by the Company;	6,495,901,223 (99.89%)	7,175,800 (0.11%)	8,000 (0.0001%)
7.	To consider and approve the resolution on the dilution of current returns by the Non-public Issuance of A Shares and remedial measures.	6,495,017,723 (99.88%)	8,059,300 (0.12%)	8,000 (0.0001%)

As no less than two-thirds of the votes were cast in favour of each of the above special resolutions numbered 1 to 5 (among which, the special resolution numbered 2 shall be voted item by item) and more than 50% of the votes were cast in favour of each of the above ordinary resolutions numbered 6 to 7, the above resolutions were 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), two representatives from the Company's Shareholders, one supervisor of the Company and one representative from Beijing Tian Yuan Law Firm (the Company's PRC legal advisers) acted as the scrutineers for the vote-taking at the EGM.

The lawyers of Beijing Tian Yuan Law Firm witnessed the 2019 second EGM of the Company and certified that the convening and holding procedures, qualification of the attendees and voting procedures of the EGM conformed to the requirements of PRC law, regulations and the Articles of Association; qualification of the attendees of on-site meetings of the EGM and qualification of the conveners are lawful and valid; the voting procedure and voting results of the EGM were lawful and valid.

2. 2019 FIRST H SHAREHOLDERS' CLASS MEETING

The first H Shareholders' Class Meeting in 2019 of the Company ("**H Shareholders' Class Meeting**") was held at Shanghai Hall, Xinhai Jinjiang Hotel, 61 Jinbao Street, Dongcheng District, Beijing, PRC immediately after the 2019 first A Shareholders' Class Meeting in the morning on Tuesday, May 21, 2019. The convening of the H Shareholders' Class Meeting was in accordance with the Listing Rules and the Articles of Association.

As at the date of convening the H Shareholders' Class Meeting, the total number of issued H Shares of the Company is 1,261,023,762 Shares, which is the total number of Shares entitling the holders to attend and vote on the resolutions at the H Shareholders' Class Meeting. There were no restrictions on any H Shareholders to cast votes on the resolutions proposed at the H Shareholders' Class Meeting. None of the H Shareholders entitled to attend the H Shareholders' Class Meeting was required to vote against or to abstain from voting on the resolutions in respect of the resolution proposed at the H Shareholders' Class Meeting. None of the H Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions for H Shareholders' Class Meeting at the H Shareholders' Class Meeting. All resolutions for H Shareholders' Class Meeting were put to vote by way of poll.

A total of 3 H Shareholders and proxies, holding an aggregate of 509,531,376 Shares with voting rights of the Company, representing approximately 40.41% of the total H Shares with voting rights of the Company, have attended the H Shareholders' Class Meeting.

The poll results in respect of the resolutions proposed at the H Shareholders' Class Meeting were as follows:

SPECIAL RESOLUTIONS		NO. OF SHARES VOTED *(%)*		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the resolution on the Non-public Issuance of A Shares by the Company:			
	(a) Class and nominal value of shares to be issued;	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)
	(b) Issue method and time;	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)
	(c) Target subscribers and subscription method;	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)

SPECIAL RESOLUTIONS		NO. OF SHARES VOTED *(%)*		
		FOR	AGAINST	ABSTAIN
	(d) Issue price and pricing principles;	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)
	(e) Issue size;	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)
	(f) Amount and the use of proceeds;	502,356,876 (98.59%)	7,174,500 (1.41%)	0 (0.00%)
	(g) Lock-up period;	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)
	(h) Listing venue;	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)
	(i) Arrangement of accumulated profit distribution prior to the completion of the Issuance; and	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)
	(j) The validity period.	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)
2.	To consider and approve the resolution on formulating the Plan for the Non-public Issuance of A Shares of the Company;	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)
3.	To consider and approve the resolution for authorization to the Board to deal with relevant matters in relation to the Non-public Issuance with full discretion.	501,473,376 (98.42%)	8,058,000 (1.58%)	0 (0.00%)

As no less than two-thirds of the votes were cast in favour of each of the above special resolutions numbered 1 (voted item by item) to 3, the above resolutions were duly passed by the H 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), two representatives from the Company's Shareholders, one supervisor of the Company and the representative from Beijing Tian Yuan Law Firm (the Company's PRC legal advisers) acted as the scrutineers for the vote-taking at the H Shareholders' Class Meeting.

The lawyers of Beijing Tian Yuan Law Firm witnessed the 2019 first H Shareholders' Class Meeting of the Company and certified that the convening and holding procedures, qualification of the attendees and voting procedures of the H Shareholders' Class Meeting conformed to the requirements of PRC law, regulations and the Articles of Association; qualification of the attendees of the H Shareholders' Class Meeting and qualification of the conveners are lawful and valid; the voting procedure and voting results of the H Shareholders' Class Meeting were lawful and valid.

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

Beijing, the PRC
May 21, 2019

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. DONG Shi, Ms. ZHANG Qin, Ms. ZHU Jia, Mr. WANG Hao, Mr. WANG Bo and Mr. XU Gang; and the independent non-executive Directors of the Company are Mr. FENG Genfu, Ms. ZHU Shengqin, Mr. DAI Deming, Mr. BAI Jianjun and Mr. LIU Qiao.