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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 2020 FIRST EXTRAORDINARY  
GENERAL MEETING AND THE 2020 FIRST H SHAREHOLDERS'  
CLASS MEETING HELD ON APRIL 9, 2020;  
AND  
(II) AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

Reference is made to the circular of CSC Financial Co., Ltd. (the “**Company**”) dated February 21, 2020 (the “**Circular**”). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

**(I) POLL RESULTS OF THE 2020 FIRST EXTRAORDINARY GENERAL  
MEETING AND THE 2020 FIRST H SHAREHOLDERS' CLASS MEETING  
HELD ON APRIL 9, 2020**

**1. 2020 First Extraordinary General Meeting**

The 2020 first extraordinary general meeting (the “**EGM**”) of the Company was held at 9:30 a.m. on Thursday, April 9, 2020 at Multi-function Hall, B1/F, Office Building of CSC Financial Co., Ltd., No. 188 Chaonei Avenue, 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 27 Shareholders and proxies, holding an aggregate of 6,369,356,562 Shares with voting rights of the Company, representing approximately 83,298923% 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.	the extension of the validity period of the plan for the Non-public Issuance of A Shares	6,366,733,562 (99.958818%)	2,623,000 (0.041182%)	0 (0.000000%)
2.	the extension of the validity period of full authorization to the Board to deal with relevant matters in relation to the Non-public Issuance	6,366,733,562 (99.958818%)	2,623,000 (0.041182%)	0 (0.000000%)
3.	general mandate to issue onshore and offshore debt financing instruments	6,365,687,321 (99.942392%)	3,379,641 (0.053061%)	289,600 (0.004547%)
4.	amendments to the Articles of Association	6,369,351,062 (99.999914%)	4,600 (0.000072%)	900 (0.000014%)

As no less than two-thirds of the votes were cast in favour of each of the above special resolutions numbered 1 to 4, 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 2020 first 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. 2020 First H Shareholders' Class Meeting**

The first H Shareholders' Class Meeting in 2020 of the Company ("**H Shareholders' Class Meeting**") was held in the morning on Thursday, April 9, 2020 immediately after the 2020 first A Shareholders' Class Meeting at Multi-function Hall, B1/F, Office Building of CSC Financial Co., Ltd., No. 188 Chaonei Avenue, Dongcheng District, Beijing, PRC. 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 2 H Shareholders and proxies, holding an aggregate of 445,158,221 Shares with voting rights of the Company, representing approximately 35.301334% 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.	the extension of the validity period of the plan for the Non-public Issuance of A Shares	442,652,211 (99.437054%)	2,506,000 (0.562946%)	0 (0.000000%)
2.	the extension of the validity period of full authorization to the Board to deal with relevant matters in relation to the Non-public Issuance	442,652,211 (99.437054%)	2,506,000 (0.562946%)	0 (0.000000%)

As no less than two-thirds of the votes were cast in favour of each of the above special resolutions numbered 1 to 2, 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 one 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 2020 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.

## (II) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the Circular relating to, among other things, the proposed amendments to the Articles of Association published by the Company on February 21, 2020. The Board announces that the proposed amendments to Articles 66 and Article 147 of the Articles of Association were duly approved by the Shareholders at the EGM. According to the Securities Law of the People's Republic of China, with effect from March 1, 2020, and the Announcement of the China Securities Regulatory Commission on Abolishing or Adjusting Certain Administrative Examination and Approval Items for Securities Companies (Announcement [2020] No. 18 of the China Securities Regulatory Commission), the revision of important articles of the articles of association of the company shall no longer be subject to approval and shall instead be subject to administration by ex post record-filing. The amendments to the Articles of Association as approved at the EGM will thereby take effect on April 9, 2020. The Company will be in strict accordance with the regulations to complete the relevant record-filing procedures of the Articles of Association. 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 be aware 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 two versions. Unless otherwise stated, the currency denominated in the Articles of Association is RMB.

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

Beijing, the PRC  
April 9, 2020

*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, 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.*