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*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 06881)**

## **ANNOUNCEMENT**

### **RESOLUTIONS PASSED AT THE FIRST EXTRAORDINARY GENERAL MEETING OF 2021 AND CHANGE OF SUPERVISOR**

The first extraordinary general meeting of 2021 (the “**EGM**” or the “**Meeting**”) of China Galaxy Securities Co., Ltd. (the “**Company**”) was held at Conference Room M1919, Qinghai Finance Building, Building No. 1, No. 8 Xiying Street, Fengtai District, Beijing, the PRC on Tuesday, 19 October 2021 at 10:00 a.m.. All resolutions proposed at the EGM were duly passed by the shareholders of the Company by way of poll.

#### **I. POLL RESULTS AT THE EGM**

Shareholders holding a total of 10,137,258,757 shares (including 6,446,274,124 A Shares and 3,690,984,633 H Shares), representing 100% of the total issued shares of the Company, were entitled to attend and vote on the resolutions proposed at the EGM. No shareholders were required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited to abstain from voting or voting in favour of any of the resolutions proposed at the EGM. Shareholders and authorized proxies holding a total of 6,167,744,155 shares, representing 60.842328% of the total issued shares of the Company, attended the EGM. The voting at the EGM was conducted by way of onsite voting and online voting. The EGM was convened in accordance with the requirements of the relevant laws and regulations of the PRC and the articles of association of the Company, and the poll results are lawful and valid.

<b>Total number of shareholders and authorized proxies attending the Meeting</b>	21
including: number of holders of A Shares	16
number of holders of H Shares	5
<b>Total number of shares with voting rights</b>	6,167,744,155
including: total number of shares held by holders of A Shares	5,199,373,730
total number of shares held by holders of H Shares	968,370,425
<b>Percentage to the total number of shares with voting rights (%)</b>	60.842328
including: percentage of shares held by holders of A Shares (%)	51.289741
percentage of shares held by holders of H Shares (%)	9.552587

The EGM was chaired by Mr. CHEN Gongyan, the chairman of the board of directors of the Company. Nine out of the eleven directors of the Company attended the Meeting, while Mr. CHEN Liang and Mr. LAW Cheuk Kin Stephen were unable to attend due to other business commitments. Three out of the four supervisors of the Company attended the Meeting, while Ms. CHEN Jing was unable to attend due to other business commitments. Certain members of the senior management of the Company also attended the Meeting.

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

Resolutions	Type of shareholders	For		Against		Abstain		
		No. of shares voted	Percentage (%)	No. of shares voted	Percentage (%)	No. of shares voted	Percentage (%)	
<b>As special resolutions</b>								
1	To consider and approve the resolution in relation to the satisfaction of the Conditions of the Public Issuance of A Shares Convertible Bonds by the Company.	Holders of A Shares	5,196,176,807	99.938513	3,194,923	0.061449	2,000	0.000038
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,449,833	99.606107	24,292,322	0.393861	2,000	0.000032
	The resolution was duly passed as a special resolution.							
2	To consider and approve the resolution in relation to the plan of the Public Issuance of A Shares Convertible Bonds by the Company (by way of voting on an individual basis):							
2.01	Type of securities to be issued;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
	The resolution was duly passed as a special resolution.							

2.02	Size of Issuance;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.03	Par value and issue price;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.04	Term;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.05	Interest rate;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.06	Timing and method of principal and interest payments;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.07	Conversion period;	Holders of A Shares	5,196,176,807	99.938513	3,196,923	0.061487	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,449,833	99.606107	24,294,322	0.393893	0	0.000000
The resolution was duly passed as a special resolution.								

2.08	Determination of and adjustment to the conversion price;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.09	Terms of downward adjustment to the conversion price;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.10	Method for determining the number of Shares for conversion and treatment for any amount of A Share Convertible Bonds which are insufficient to be converted into one A Share;	Holders of A Shares	5,196,176,807	99.938513	3,196,923	0.061487	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,449,833	99.606107	24,294,322	0.393893	0	0.000000
The resolution was duly passed as a special resolution.								
2.11	Terms of redemption;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.12	Terms of sale back;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.13	Entitlement to dividend in the year of conversion;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								

2.14	Method of Issuance and target investors;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.15	Subscription arrangement for the existing holders of A Shares;	Holders of A Shares	5,196,176,807	99.938513	3,194,923	0.061449	2,000	0.000038
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,449,833	99.606107	24,292,322	0.393861	2,000	0.000032
The resolution was duly passed as a special resolution.								
2.16	Matters relevant to the meetings of holders of A Share Convertible Bonds;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.17	Use of proceeds;	Holders of A Shares	5,196,498,107	99.944693	2,875,623	0.055307	0	0.000000
		Holders of H Shares	968,370,425	100.000000	0	0.000000	0	0.000000
		Total	6,164,868,532	99.953376	2,875,623	0.046624	0	0.000000
The resolution was duly passed as a special resolution.								
2.18	Guarantee and security;	Holders of A Shares	5,196,176,807	99.938513	3,194,923	0.061449	2,000	0.000038
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,449,833	99.606107	24,292,322	0.393861	2,000	0.000032
The resolution was duly passed as a special resolution.								
2.19	Deposit and management of proceeds raised;	Holders of A Shares	5,196,498,107	99.944693	2,875,623	0.055307	0	0.000000
		Holders of H Shares	968,370,425	100.000000	0	0.000000	0	0.000000
		Total	6,164,868,532	99.953376	2,875,623	0.046624	0	0.000000
The resolution was duly passed as a special resolution.								

2.20	Liabilities for breach of contract;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.21	Trustee manager of A Share Convertible Bonds;	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
2.22	Validity period of the issuance plan.	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
3	To consider and approve the resolution in relation to the preliminary plan of the Public Issuance of A Share Convertible Bonds by the Company.	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,097,399	2.178650	0	0.000000
		Total	6,143,451,833	99.606139	24,292,322	0.393861	0	0.000000
The resolution was duly passed as a special resolution.								
4	To consider and approve the resolution in relation to the feasibility report on the use of proceeds from the Public Issuance of A Share Convertible Bonds by the Company.	Holders of A Shares	5,196,496,107	99.944654	2,875,623	0.055308	2,000	0.000038
		Holders of H Shares	968,370,425	100.000000	0	0.000000	0	0.000000
		Total	6,164,866,532	99.953344	2,875,623	0.046624	2,000	0.000032
The resolution was duly passed as a special resolution.								
5	To consider and approve the resolution in relation to the report on the use of previously raised proceeds by the Company.	Holders of A Shares	5,196,498,107	99.944693	2,875,623	0.055307	0	0.000000
		Holders of H Shares	968,370,425	100.000000	0	0.000000	0	0.000000
		Total	6,164,868,532	99.953376	2,875,623	0.046624	0	0.000000
The resolution was duly passed as a special resolution.								

6	To consider and approve the resolution in relation to the dilution of current returns by the Public Issuance of A Share Convertible Bonds and the remedial measures by the Company.	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,052,399	2.174003	45,000	0.004647
		Total	6,143,451,833	99.606139	24,247,322	0.393131	45,000	0.000730
The resolution was duly passed as a special resolution.								
7	To consider and approve the resolution in relation to the rules for the meetings of holders of A Share Convertible Bonds of the Company.	Holders of A Shares	5,196,178,807	99.938552	3,194,923	0.061448	0	0.000000
		Holders of H Shares	947,273,026	97.821350	21,052,399	2.174003	45,000	0.004647
		Total	6,143,451,833	99.606139	24,247,322	0.393131	45,000	0.000730
The resolution was duly passed as a special resolution.								
8	To consider and approve the resolution in relation to the plan of Shareholders' return for the next three years (2021-2023) of the Company.	Holders of A Shares	5,196,498,107	99.944693	2,875,623	0.055307	0	0.000000
		Holders of H Shares	968,370,425	100.000000	0	0.000000	0	0.000000
		Total	6,164,868,532	99.953376	2,875,623	0.046624	0	0.000000
The resolution was duly passed as a special resolution.								
9	To consider and approve the resolution in relation to the grant of authorizations to the Board to handle the matters relating to the Public Issuance of A Share Convertible Bonds.	Holders of A Shares	5,196,176,807	99.938513	3,194,923	0.061449	2,000	0.000038
		Holders of H Shares	947,273,026	97.821350	21,052,399	2.174003	45,000	0.004647
		Total	6,143,449,833	99.606107	24,247,322	0.393131	47,000	0.000762
The resolution was duly passed as a special resolution.								
<b>As an ordinary resolution</b>								
10	To consider and approve the election of Ms. Qu Yanping as a Supervisor of the fourth session of the Supervisory Committee of the Company.	Holders of A Shares	5,195,466,957	99.924861	3,904,773	0.075101	2,000	0.000038
		Holders of H Shares	858,441,867	88.648088	109,771,558	11.335699	157,000	0.016213
		Total	6,053,908,824	98.154344	113,676,331	1.843078	159,000	0.002578
The resolution was duly passed as an ordinary resolution.								

Pursuant to the relevant laws and regulations of the PRC, the Company announces the poll results of holders of A Shares who individually or in aggregate hold less than 5% of the shares of the Company in respect of the resolutions proposed at the EGM as follows:

Resolutions		For		Against		Abstain	
		No. of shares voted	Percentage (%)	No. of shares voted	Percentage (%)	No. of shares voted	Percentage (%)
<b>As special resolutions</b>							
1	To consider and approve the resolution in relation to the satisfaction of the Conditions of the Public Issuance of A Shares Convertible Bonds by the Company.	35,565,943	91.752614	3,194,923	8.242226	2,000	0.005160
2	To consider and approve the resolution in relation to the plan of the Public Issuance of A Shares Convertible Bonds by the Company (by way of voting on an individual basis):						
2.01	Type of securities to be issued;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.02	Size of Issuance;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.03	Par value and issue price;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.04	Term;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.05	Interest rate;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.06	Timing and method of principal and interest payments;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.07	Conversion period;	35,565,943	91.752614	3,196,923	8.247386	0	0.000000
2.08	Determination of and adjustment to the conversion price;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.09	Terms of downward adjustment to the conversion price;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.10	Method for determining the number of Shares for conversion and treatment for any amount of A Share Convertible Bonds which are insufficient to be converted into one A Share;	35,565,943	91.752614	3,196,923	8.247386	0	0.000000
2.11	Terms of redemption;.	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.12	Terms of sale back;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.13	Entitlement to dividend in the year of conversion;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.14	Method of Issuance and target investors;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.15	Subscription arrangement for the existing holders of A Shares;	35,565,943	91.752614	3,194,923	8.242226	2,000	0.005160
2.16	Matters relevant to the meetings of holders of A Share Convertible Bonds;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000



2.17	Use of proceeds;	35,887,243	92.581501	2,875,623	7.418499	0	0.000000
2.18	Guarantee and security;	35,565,943	91.752614	3,194,923	8.242226	2,000	0.005160
2.19	Deposit and management of proceeds raised;	35,887,243	92.581501	2,875,623	7.418499	0	0.000000
2.20	Liabilities for breach of contract;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.21	Trustee manager of A Share Convertible Bonds;	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
2.22	Validity period of the issuance plan.	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
3	To consider and approve the resolution in relation to the preliminary plan of the Public Issuance of A Share Convertible Bonds by the Company.	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
4	To consider and approve the resolution in relation to the feasibility report on the use of proceeds from the Public Issuance of A Share Convertible Bonds by the Company.	35,885,243	92.576341	2,875,623	7.418499	2,000	0.005160
5	To consider and approve the resolution in relation to the report on the use of previously raised proceeds by the Company.	35,887,243	92.581501	2,875,623	7.418499	0	0.000000
6	To consider and approve the resolution in relation to the dilution of current returns by the Public Issuance of A Share Convertible Bonds and the remedial measures by the Company.	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
7	To consider and approve the resolution in relation to the rules for the meetings of holders of A Share Convertible Bonds of the Company.	35,567,943	91.757774	3,194,923	8.242226	0	0.000000
8	To consider and approve the resolution in relation to the plan of Shareholders' return for the next three years (2021-2023) of the Company.	35,887,243	92.581501	2,875,623	7.418499	0	0.000000
9	To consider and approve the resolution in relation to the grant of authorizations to the Board to handle the matters relating to the Public Issuance of A Share Convertible Bonds.	35,565,943	91.752614	3,194,923	8.242226	2,000	0.005160
<b>As an ordinary resolution</b>							
10	To consider and approve the election of Ms. Qu Yanping as a Supervisor of the fourth session of the Supervisory Committee of the Company.	34,856,093	89.921351	3,904,773	10.073489	2,000	0.005160

The full text of the resolutions is set out in the circular of the Company dated 30 September 2021.

Computershare Hong Kong Investor Services Limited (the Company's H Share registrar), two representatives from the Company's shareholders, a supervisor of the Company and a representative from King & Wood Mallesons (the Company's PRC legal adviser) acted as the scrutineers for the votetaking at the EGM.

## II. CHANGE OF SUPERVISOR

With the approval given by the shareholders of the Company at the EGM, Ms. QU Yanping was elected as a supervisor of the fourth session of the supervisory committee of the Company (the "**Supervisory Committee**"). The biographical details of Ms. QU Yanping are set out in the circular of the Company dated 30 September 2021.

Due to the adjustment of work arrangements, Ms. CHEN Jing has ceased to be a supervisor and the chairperson of the Supervisory Committee of the Company with effect from 19 October 2021. Ms. CHEN Jing has confirmed that she has no disagreement with the Supervisory Committee and that there is no matter relating to her cessation as a supervisor that has to be brought to the attention of the shareholders of the Company. The Company expresses its sincere gratitude to Ms. CHEN Jing for her contribution to the Company during her tenure of office.

At the extraordinary meeting of the fourth session of the Supervisory Committee held on 19 October 2021, the Supervisory Committee resolved that Ms. QU Yanping should serve as the convenor to chair the meetings of the fourth session of the Supervisory Committees before the chairperson of the Supervisory Committee is elected. The Supervisory Committee also appointed members of the two special committees, namely the Performance Supervision and Inspection Committee and the Financial Supervision and Inspection Committee. The members of each of the special committees are as follows:

### **Performance Supervision and Inspection Committee**

Ms. QU Yanping (*Chairperson*)  
Mr. CHEN Jijiang  
Mr. FAN Minfei

### **Financial Supervision and Inspection Committee**

Mr. TAO Libin (*Chairperson*)  
Ms. QU Yanping  
Mr. CHEN Jijiang

By order of the Board  
**China Galaxy Securities Co., Ltd.**  
**CHEN Gongyan**  
*Chairman and Executive Director*

Beijing, the PRC  
19 October 2021

*As at the date of this announcement, the executive directors of the Company are Mr. CHEN Gongyan (Chairman) and Mr. CHEN Liang (Vice Chairman and President); the non-executive directors are Mr. LIU Dingping, Mr. YANG Tijun, Ms. LIU Chang, Mr. LIU Zhihong and Mr. JIANG Yuesheng; and the independent non-executive directors are Mr. LIU Ruizhong, Mr. WANG Zhenjun, Ms. LIU Chun and Mr. LAW Cheuk Kin Stephen.*