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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 EXTRAORDINARY GENERAL MEETING, THE DOMESTIC SHARE CLASS MEETING AND THE H SHARE CLASS MEETING

The board of directors of the Company wishes to announce that all resolutions proposed at the Extraordinary General Meeting, the Domestic Share Class Meeting and the H Share Class Meeting held on Thursday, 26 March 2015 were duly passed.

Reference is made to the circular (the “**Circular**”) of China Galaxy Securities Co., Ltd. (the “**Company**”) dated 9 February 2015. Unless defined otherwise, the terms used herein shall have the same meanings as those defined in the Circular.

The Extraordinary General Meeting, the Domestic Share Class Meeting and the H Share Class Meeting of the Company were held at Donghua Hall, 11th Floor, Beijing Minzu Hotel, No. 51 Fuxingmen Inner Street, Xicheng District, Beijing, the PRC on Thursday, 26 March 2015.

POLL RESULTS AT THE EXTRAORDINARY GENERAL MEETING

A total of 7,537,258,757 shares (including 5,846,274,124 Domestic Shares and 1,690,984,633 H Shares), representing 100% of the total issued share capital of the Company, were entitled to attend and vote on the resolutions considered at the Extraordinary General Meeting. No shareholders were required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) to abstain from voting or voting in favour of any of the resolutions proposed at the Extraordinary General Meeting. The shareholders and authorized proxies holding an aggregate of 6,214,682,917 shares, representing 82.45% of the total issued share capital of the Company, attended the Extraordinary General Meeting.

The poll results in respect of the resolutions proposed at the Extraordinary General Meeting are as follows:

Resolutions		For		Against		Abstain	
		No. of shares voted	%	No. of shares voted	%	No. of shares voted	%
As special resolutions							
1	To consider and approve the New H Share Issue	6,065,460,109	97.598867	149,222,808	2.401133	0	0.000000
	The resolution was duly passed as a special resolution.						
2	To consider and approve the extension of the validity period of the A Share Offering plan	6,181,605,091	99.467747	20,898,326	0.336274	12,179,500	0.195979
	The resolution was duly passed as a special resolution.						
3	To consider and approve the extension of the validity period of the Authorisations concerning the A Share Offering	6,182,325,717	99.479343	20,177,700	0.324678	12,179,500	0.195979
	The resolution was duly passed as a special resolution.						
4	To consider and approve the amendments to the Articles of Association	6,040,356,380	97.194925	160,039,537	2.575184	14,287,000	0.229891
	The resolution was duly passed as a special resolution.						
5	To consider and approve the amendment to the Rules of Procedure of the Shareholders' General Meeting of the Company	6,039,847,880	97.186742	160,548,037	2.583367	14,287,000	0.229891
	The resolution was duly passed as a special resolution.						
6	To consider and approve the issuance of the Short-term Notes	6,171,117,305	99.298989	31,463,612	0.506279	12,102,000	0.194732
	The resolution was duly passed as a special resolution.						
7	To consider and approve the issuance of the Corporate Bonds	6,171,117,305	99.298989	31,463,612	0.506279	12,102,000	0.194732
	The resolution was duly passed as a special resolution.						
8	To consider and approve the amendments to the plan on authorisation given by the Shareholders' general meeting to the Board	6,161,117,305	99.138080	31,463,612	0.506278	22,102,000	0.355642
	The resolution was duly passed as a special resolution.						

POLL RESULTS AT THE DOMESTIC SHARE CLASS MEETING

A total of 5,846,274,124 Domestic Shares, representing 100% of the total issued Domestic Shares of the Company, were entitled to attend and vote on the resolutions considered at the Domestic Share Class Meeting. No shareholders were required under the Listing Rules to abstain from voting or voting in favour of any of the resolutions proposed at the Domestic Share Class Meeting. The shareholders and authorized proxies holding an aggregate of 5,538,513,403 Domestic Shares, representing 94.74% of the total issued Domestic Shares of the Company, attended the Domestic Share Class Meeting.

The poll results in respect of the resolutions proposed at the Domestic Share Class Meeting are as follows:

Resolutions		For		Against		Abstain	
		No. of shares voted	%	No. of shares voted	%	No. of shares voted	%
As special resolutions							
1	To consider and approve the New H Share Issue	5,538,513,403	100.000000	0	0.000000	0	0.000000
	The resolution was duly passed as a special resolution.						
2	To consider and approve the extension of the validity period of the A Share Offering plan	5,538,513,403	100.000000	0	0.000000	0	0.000000
	The resolution was duly passed as a special resolution.						
3	To consider and approve the extension of the validity period of the Authorisations concerning the A Share Offering	5,538,513,403	100.000000	0	0.000000	0	0.000000
	The resolution was duly passed as a special resolution.						
4	To consider and approve the amendments to the Articles of Association	5,538,513,403	100.000000	0	0.000000	0	0.000000
	The resolution was duly passed as a special resolution.						
5	To consider and approve the amendment to the Rules of Procedure of the Shareholders' General Meeting of the Company	5,538,513,403	100.000000	0	0.000000	0	0.000000
	The resolution was duly passed as a special resolution.						

POLL RESULTS AT THE H SHARE CLASS MEETING

A total of 1,690,984,633 H Shares, representing 100% of the total issued H Shares of the Company, were entitled to attend and vote on the resolutions considered at the H Share Class Meeting. No shareholders were required under the Listing Rules to abstain from voting or voting in favour of any of the resolutions proposed at the H Share Class Meeting. The shareholders and authorized proxies holding an aggregate of 703,411,514 H Shares, representing 41.60% of the total issued H Shares of the Company, attended the H Share Class Meeting.

The poll results in respect of the resolutions proposed at the H Share Class Meeting are as follows:

Resolutions		For		Against		Abstain	
		No. of shares voted	%	No. of shares voted	%	No. of shares voted	%
As special resolutions							
1	To consider and approve the New H Share Issue	561,116,206	79.770688	142,295,308	20.229312	0	0.000000
	The resolution was duly passed as a special resolution.						
2	To consider and approve the extension of the validity period of the A Share Offering plan	668,907,668	95.094785	21,995,846	3.127024	12,508,000	1.778191
	The resolution was duly passed as a special resolution.						
3	To consider and approve the extension of the validity period of the Authorisations concerning the A Share Offering	670,725,814	95.353261	20,177,700	2.868548	12,508,000	1.778191
	The resolution was duly passed as a special resolution.						
4	To consider and approve the amendments to the Articles of Association	532,719,977	75.733758	156,076,037	22.188440	14,615,500	2.077802
	The resolution was duly passed as a special resolution.						
5	To consider and approve the amendment to the Rules of Procedure of the Shareholders' General Meeting of the Company	532,211,477	75.661468	156,584,537	22.260730	14,615,500	2.077802
	The resolution was duly passed as a special resolution.						

The full text of the resolutions is set out in the Circular and the notices of the Extraordinary General Meeting, the Domestic Share Class Meeting and the H Share Class Meeting dated 9 February 2015.

The Extraordinary General Meeting, the Domestic Share Class Meeting and the H Share Class Meeting were chaired by Mr. Chen Youan, Chairman of the Board. The Extraordinary General Meeting, the Domestic Share Class Meeting and the H Share Class Meeting were 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.

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 Grandall Law Firm (Beijing) (the Company's PRC legal advisers) acted as the scrutineers for the vote-taking at the Extraordinary General Meeting, the Domestic Share Class Meeting and the H Share Class Meeting.

By order of the Board
China Galaxy Securities Co., Ltd.
Chen Youan
Chairman

Beijing, the PRC
26 March 2015

As at the date of this announcement, the non-executive Directors are Mr. CHEN Youan, Mr. XU Guoping, Mr. LI Chenghui, Mr. SHI Xun and Ms. QI Xiaoli; the executive Directors are Mr. GU Weiguo and Mr. WU Chengming; and the independent non-executive Directors are Mr. WANG Shiding, Mr. LIU Feng, Mr. ZHOU Ruijin and Mr. WU Yuwu.