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# 中信证券股份有限公司 CITIC Securities Company Limited

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 6030)**

## ANNOUNCEMENT POLL RESULTS OF THE 2022 FIRST EXTRAORDINARY GENERAL MEETING

The board of directors (the “**Board**”) of CITIC Securities Company Limited (the “**Company**”) is pleased to announce the poll results of the 2022 first extraordinary general meeting of the Company (the “**EGM**”) held at Qing Room, 5th Floor, Beijing Ruicheng Four Seasons Hotel, No. 48 Liangmaqiao Road, Chaoyang District, Beijing, the PRC at 9:30 a.m. on Wednesday, 13 April 2022.

Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the circulars of the Company dated 25 February 2022 and 1 April 2022 (collectively, the “**Circulars**”).

### I. Convening and Attendance of the EGM

The EGM was held at Qing Room, 5th Floor, Beijing Ruicheng Four Seasons Hotel, No. 48 Liangmaqiao Road, Chaoyang District, Beijing, the PRC at 9:30 a.m. on Wednesday, 13 April 2022.

The EGM was convened as an on-site meeting by the Board and chaired by Mr. ZHANG Youjun, chairman of the Company. Voting at the EGM was taken by poll through on-site voting and online voting (for A Shareholders only). Neither of the resolutions was vetoed or amended, and no new proposal was submitted for voting and approval at the EGM.

As at the date of the EGM, the total number of issued Shares of the Company was 14,820,546,829, which was the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the EGM.

A total of 126 Shareholders (or their proxies), holding an aggregate of 5,212,887,117 Shares with voting rights, representing approximately 35.173379% of the total Shares with voting rights, attended the EGM. Among the Shareholders who presented (either in person or by proxies), 124 were A Shareholders (or their proxies), holding an aggregate of 3,728,792,712 Shares, representing approximately 25.159616% of the total Shares with voting rights, and 2 were H Shareholders, holding an aggregate of 1,484,094,405 Shares, representing approximately 10.013763% of the total Shares with voting rights.

No Shareholder was required to abstain from voting on the resolutions at the EGM pursuant to the Hong Kong Listing Rules. There were no Shareholders who were entitled to attend but were required to abstain from voting in favor of the resolutions at the EGM pursuant to Rule 13.40 of the Hong Kong Listing Rules. 5 Directors (among them, Mr. WANG Shuhui, Mr. ZHOU Zhonghui and Mr. LI Qing attended the EGM by way of telephone conference), 5 Supervisors (among them, Mr. GUO Zhao, Mr. RAO Geping and Mr. LI Ning attended the EGM by way of telephone conference) and certain members of the senior management of the Company, together with representatives from the Company's legal advisors and Computershare Hong Kong Investor Services Limited attended the EGM. The EGM were duly convened and conducted in compliance with relevant requirements of the Company Law and the articles of association of the Company. Representatives of Shareholders of the Company, Supervisors, lawyers from Jia Yuan Law Offices (the legal advisers to the Company on PRC laws) and representatives from Computershare Hong Kong Investor Services Limited (the Company's H Share registrar) were appointed as the scrutineers for the EGM for vote-taking purpose.

For details of the following resolutions, please refer to the Circulars.

## II. Poll Results of the EGM

The Shareholders present at the EGM considered and approved the following resolutions by way of poll through on-site voting and online voting (for A Shareholders only):

SPECIAL RESOLUTION			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
1	To consider and approve the resolution in relation to the amendments to the articles of association of the Company.	A Shares	3,551,281,119	95.239435	177,493,713	4.760085	17,880	0.000480
		H Shares	848,728,072	57.188281	617,483,008	41.606720	17,883,325	1.204999
		<b>Total</b>	<b>4,400,009,191</b>	<b>84.406378</b>	<b>794,976,721</b>	<b>15.250219</b>	<b>17,901,205</b>	<b>0.343403</b>

As more than two-thirds of the votes were cast in favour of the abovementioned resolution, the abovementioned resolution was duly passed as a special resolution.

ORDINARY RESOLUTIONS			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
2	To consider and approve the resolution in relation to the election of Mr. SHI Qingchun as an independent non-executive director of the Company.	A Shares	3,725,970,513	99.924313	2,798,274	0.075045	23,925	0.000642
		H Shares	1,475,764,391	99.438714	5,281,795	0.355893	3,048,219	0.205393
		<b>Total</b>	<b>5,201,734,904</b>	<b>99.786065</b>	<b>8,080,069</b>	<b>0.155001</b>	<b>3,072,144</b>	<b>0.058934</b>
3.00	To consider and approve the resolutions on the election of non-executive directors of the Company:							
3.01	To elect Mr. SONG Kangle as a non-executive director of the Company.	A Shares	3,707,823,274	99.437635	20,943,523	0.561670	25,915	0.000695
		H Shares	1,436,014,526	96.760322	45,020,160	3.033511	3,059,719	0.206167
		<b>Total</b>	<b>5,143,837,800</b>	<b>98.675411</b>	<b>65,963,683</b>	<b>1.265397</b>	<b>3,085,634</b>	<b>0.059192</b>
3.02	To elect Ms. FU Linfang as a non-executive director of the Company.	A Shares	3,709,079,044	99.471312	19,688,328	0.528008	25,340	0.000680
		H Shares	1,436,014,526	96.760322	45,020,160	3.033511	3,059,719	0.206167
		<b>Total</b>	<b>5,145,093,570</b>	<b>98.699501</b>	<b>64,708,488</b>	<b>1.241318</b>	<b>3,085,059</b>	<b>0.059181</b>
3.03	To elect Mr. ZHAO Xianxin as a non-executive director of the Company.	A Shares	3,707,819,364	99.437530	20,947,433	0.561775	25,915	0.000695
		H Shares	1,436,014,526	96.760322	45,020,160	3.033511	3,059,719	0.206167
		<b>Total</b>	<b>5,143,833,890</b>	<b>98.675336</b>	<b>65,967,593</b>	<b>1.265472</b>	<b>3,085,634</b>	<b>0.059192</b>

As more than half of the votes were cast in favour of the above-mentioned resolutions, the above-mentioned resolutions were duly passed as ordinary resolutions.

According to the relevant laws and regulations in the PRC, the voting of the minority A Shareholders<sup>(Note 1)</sup> on the following resolutions were calculated separately and the relevant poll results are as follows:

ORDINARY RESOLUTIONS	FOR		AGAINST		ABSTAIN		
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	
3.00	To consider and approve the resolutions on the election of non-executive directors of the Company:						
3.01	To elect Mr. SONG Kangle as a non-executive director of the Company.	1,408,173,166	98.532726	20,943,523	1.465461	25,915	0.001813
3.02	To elect Ms. FU Linfang as a non-executive director of the Company.	1,409,428,936	98.620595	19,688,328	1.377632	25,340	0.001773
3.03	To elect Mr. ZHAO Xianxin as a non-executive director of the Company.	1,408,169,256	98.532452	20,947,433	1.465735	25,915	0.001813

Notes:

1. "Minority A Shareholders" refers to the A Shareholders who individually and in aggregate hold less than 5% of the Shares of the Company, excluding the Directors, Supervisors and senior management of the Company who hold Shares of the Company.
2. Percentage of votes for/against each resolution or abstention votes equals to (i) the number of Shares voting for/against or abstaining from each resolution held by the minority A Shareholders, divided into (ii) the total number of Shares with voting rights held by the minority A Shareholders present at the EGM.

### III. Witness by Lawyers

Two lawyers from Jia Yuan Law Offices, the legal adviser to the Company on PRC laws, witnessed the EGM and were of the opinion that the convening and the procedures of the EGM, the qualifications of the Shareholders (or their proxies) present at the EGM and the voting process of the EGM were in compliance with the requirements of the relevant laws and regulations and the articles of association of the Company, and that the resolutions passed at the EGM were lawful and valid.

## **IV. Appointments of Non-executive Director and Independent Non-executive Directors**

References are made to the announcement of the Company dated 22 February 2022 and the Circulars in relation to the proposed appointments of (i) Mr. SONG Kangle as a non-executive director of the Company, (ii) Ms. FU Linfang as a non-executive director of the Company, (iii) Mr. ZHAO Xianxin as a non-executive director of the Company and (iv) Mr. SHI Qingchun as an independent non-executive director of the Company (the “**Appointments**”).

The Board hereby announces that, the Appointments have been approved at the EGM. The biographical details of each of the Appointments are set out in the Circulars.

Each of Mr. SONG Kangle, Ms. FU Linfang and Mr. ZHAO Xianxin formally serves as a non-executive director of the Company from the date of this announcement, and his/her term of office is from 13 April 2022 to the expiration date of the term of office of the Seventh Session of the Board. In addition, Mr. SHI Qingchun formally serves as an independent non-executive director of the Company, a member of the Nomination Committee, a member of the Audit Committee, a member of the Remuneration and Appraisal Committee and a member of the Related Party Transactions Control Committee under the Board from the date of this announcement, and his term of office is from 13 April 2022 to the expiration date of the term of office of the Seventh Session of the Board.

The Company will, in accordance with the regulatory requirements, complete the relevant filings in relation to each of the qualification of Mr. SONG Kangle, Ms. FU Linfang, Mr. ZHAO Xianxin and Mr. SHI Qingchun for serving as a director of a securities company.

## **V. Compliance with Certain Hong Kong Listing Rules**

Pursuant to Rules 3.10 of the Hong Kong Listing Rules, every board of directors must include at least three independent non-executive directors; pursuant to Rule 3.21 of the Hong Kong Listing Rules, the audit committee must comprise a minimum of three members; and pursuant to Rule 3.27A of the Hong Kong Listing Rules, the nomination committee must be chaired by the chairman of the board or an independent non-executive director and comprising a majority of independent non-executive directors. Following the appointment of Mr. SHI Qingchun as set out above, the Company has re-complied with Rules 3.10, 3.21 and 3.27A of the Hong Kong Listing Rules.

By order of the Board  
**CITIC Securities Company Limited**  
**ZHANG Youjun**  
*Chairman*

Beijing, the PRC  
13 April 2022

*As at the date of this announcement, the executive directors of the Company are Mr. ZHANG Youjun and Mr. YANG Minghui; the non-executive directors of the Company are Mr. WANG Shuhui, Mr. SONG Kangle, Ms. FU Linfang and Mr. ZHAO Xianxin; and the independent non-executive directors of the Company are Mr. ZHOU Zhonghui, Mr. LI Qing and Mr. SHI Qingchun.*