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**招商证券股份有限公司**  
**China Merchants Securities Co., Ltd.**

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

**(Stock Code: 6099)**

**(1) POLL RESULTS OF THE 2022 FIRST EXTRAORDINARY GENERAL  
MEETING HELD ON APRIL 29, 2022**  
**(2) AMENDMENTS TO THE ARTICLES OF ASSOCIATION**  
**(3) APPOINTMENT OF EXECUTIVE DIRECTOR AND  
NON-EXECUTIVE DIRECTOR**

**POLL RESULTS OF THE EGM**

References are made to (1) the notice of the 2022 first extraordinary general meeting (the “**EGM**”) dated April 1, 2022; and (2) the circular for the EGM dated April 1, 2022 (the “**Circular**”) of China Merchants Securities Co., Ltd. (the “**Company**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the EGM was held at China Merchants Securities Building, 111 Fuhua Yi Road, Futian Street, Futian District, Shenzhen, Guangdong Province, the PRC, by way of an on-site meeting, on Friday, April 29, 2022 at 2:30 p.m.

The EGM was convened by the Board and chaired by Mr. HUO Da, Chairman of the Board, and the votes were conducted by a combination of on-site voting and network voting. Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, 2 representatives from the Shareholders, 1 representative from the Supervisors and 2 representatives from Beijing Jingtian & Gongcheng (Shenzhen) Law Firm were the scrutineers for the vote-taking at the EGM. 13 Directors and 9 Supervisors attended the EGM, Mr. WU Huifeng, vice president and secretary to the Board of the Company, attended the EGM, and certain members of the senior management of the Company were also presented at the EGM.

As at the date of the EGM, the total number of issued Shares of the Company was 8,696,526,806 (comprising 7,422,005,272 A Shares and 1,274,521,534 H Shares), which was the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the EGM. There was no restriction on any Shareholder casting votes on any of the resolutions proposed at the EGM. There were no Shareholders who were entitled to attend but were required to abstain from voting in favour of the resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders was required to abstain from voting on any of the resolutions proposed at the EGM or has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.

The Company engaged Beijing Jingtian & Gongcheng (Shenzhen) Law Firm as the witness to the EGM. Beijing Jingtian & Gongcheng (Shenzhen) Law Firm appointed Lin Wenbo, Zhou Xiaohui to attend the EGM, and issued a written legal opinion stating that the procedures of calling and convening the EGM, the eligibility of the Shareholders and their proxies attending the EGM and the convenor and the voting procedures have complied with the requirements of the Company Law of the People's Republic of China (《中華人民共和國公司法》), the Securities Law of the People's Republic of China (《中華人民共和國證券法》), the Regulations on the Convening of General Meetings of Listed Company (《上市公司股東大會規則》) and other laws, regulations and normative documents as well as the Articles of Association, and the poll results of the EGM are legal and valid.

A total of 90 Shareholders and their proxies, holding an aggregate of 5,703,018,677 Shares with voting rights, representing approximately 65.58% of the total Shares with voting rights of the Company, in which, 89 Shareholders of A Shares and their proxies, holding an aggregate of 4,863,314,568 Shares, representing approximately 55.92% of the total Shares with voting rights of the Company while one Shareholder of H Shares and the relevant proxy, holding an aggregate of 839,704,109 Shares, representing approximately 9.66% of the total Shares with voting rights of the Company, have attended the EGM.

The Shareholders present at the EGM considered and approved the following resolutions:

SPECIAL RESOLUTION			For		Against		Abstain	
			Shares	Percentage	Shares	Percentage	Shares	Percentage
				(%)		(%)		(%)
1.	To consider and approve the resolution on the proposed amendments to the Articles of Association	A Shares	4,817,058,752	99.048883	45,223,379	0.929888	1,032,437	0.021229
		H Shares	736,176,587	87.670952	103,527,522	12.329048	0	0.000000
		Total	5,553,235,339	97.373613	148,750,901	2.608284	1,032,437	0.018103
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.							
ORDINARY RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage	Shares	Percentage	Shares	Percentage
				(%)		(%)		(%)
2.	To consider and approve the resolution on proposed amendments to the Rules for the Management of Related Party Transactions of the Company	A Shares	4,863,164,908	99.996923	149,660	0.003077	0	0.000000
		H Shares	834,169,509	99.340887	5,534,600	0.659113	0	0.000000
		Total	5,697,334,417	99.900329	5,684,260	0.099671	0	0.000000
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.							
3.	To consider and approve the resolution on the proposed amendments to the Rules for the Selection and Appointment of Accountants' Firm of the Company	A Shares	4,863,165,208	99.996929	149,360	0.003071	0	0.000000
		H Shares	834,169,509	99.340887	5,534,600	0.659113	0	0.000000
		Total	5,697,334,717	99.900334	5,683,960	0.099666	0	0.000000
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.							
ORDINARY RESOLUTIONS			Number of votes (% of total number of shares held by all Shareholders and proxies attending)					
4.	To consider and approve the resolution on election of Directors:							
	4.01	To elect Mr. WU Zongmin as executive Director		5,688,070,102 (99.737883)				
	As votes cast were more than half of the total number of shares held by all Shareholders and proxies attending, the resolution was duly passed as an ordinary resolution.							
	4.02	To elect Mr. DENG Weidong as non-executive Director		5,585,022,731 (97.930991)				
As votes cast were more than half of the total number of shares held by all Shareholders and proxies attending, the resolution was duly passed as an ordinary resolution.								

## **APPOINTMENT OF EXECUTIVE DIRECTOR AND NON-EXECUTIVE DIRECTOR**

The Board hereby announces that, the appointment of Mr. WU Zongmin (“**Mr. WU**”) as an executive Director of the seventh session of the Board and the appointment of Mr. DENG Weidong (“**Mr. DENG**”) as a non-executive Director of the seventh session of the Board have been approved by the Shareholders at the EGM by way of ordinary resolutions. Therefore, Mr. WU will serve as an executive Director of the seventh session of the Board from April 29, 2022, and Mr. DENG will serve as a non-executive Director of the seventh session of the Board from April 29, 2022. In accordance with the Terms of Reference of the Risk Management Committee, Mr. WU will also serve as a member of the Risk Management Committee from April 29, 2022. The term of office of each of Mr. WU and Mr. DENG shall expire at the end of the term of the seventh session of the Board. Biography details of Mr. WU and Mr. DENG and other information relating to their appointments were set out in the Circular. As at the date of this announcement, there has been no change in the biographical details of Mr. WU and Mr. DENG or other information relating to their appointments.

The Company will enter into a service contract with each of Mr. WU and Mr. DENG. During his term of office as an executive Director, Mr. WU will not receive any Director’s emoluments from the Company. During his term of office as a non-executive Director, Mr. DENG will not receive any Director’s emoluments from the Company.

Each of Mr. WU and Mr. DENG confirmed that, save as disclosed in the Circular, as of the date of this announcement: (1) he does not hold any other positions in the Company or any of its subsidiaries, nor has he held any directorships in the last three years in any other public companies where the securities of which are listed on any securities market in Hong Kong or overseas; (2) he does not have any relationship with any other directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company or any of its subsidiaries; (3) he does not hold any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (4) he does not have any matters regarding the proposed appointment that shall be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules, nor is there any other issue regarding the proposed appointment that shall be brought to the attention of the Shareholders.

## AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board hereby announces that, the resolution on the proposed amendments to the Articles of Association has been duly passed as a special resolution at the EGM. For details of the amendments to the Articles of Association, please refer to the Appendix I to the Circular. The amended Articles of Association will take effect from April 29, 2022, the full text of which is available on the websites of the Shanghai Stock Exchange (<http://www.sse.com.cn>), The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>) and the Company (<http://www.cmschina.com>).

By order of the Board  
**China Merchants Securities Co., Ltd.**  
**HUO Da**  
*Chairman*

Shenzhen, the PRC  
April 29, 2022

*As at the date of this announcement, the executive directors of the Company are Mr. HUO Da and Mr. WU Zongmin; the non-executive directors of the Company are Mr. LIU Weiwu, Mr. DENG Weidong, Ms. SU Min, Ms. PENG Lei, Mr. GAO Hong, Mr. HUANG Jian, Mr. WANG Daxiong and Mr. WANG Wen; and the independent non-executive directors of the Company are Mr. XIANG Hua, Mr. XIAO Houfa, Mr. XIONG Wei, Mr. HU Honggao and Mr. WONG Ti.*