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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 2023 FIRST EXTRAORDINARY
GENERAL MEETING HELD ON JANUARY 12, 2023**
**(2) APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND
SHAREHOLDERS' REPRESENTATIVE SUPERVISOR**
**(3) CHANGE OF AUTHORISED REPRESENTATIVE
AND**
(4) AMENDMENTS TO THE ARTICLES OF ASSOCIATION

POLL RESULTS OF THE EGM

References are made to (1) the notice of the 2023 first extraordinary general meeting (the “**EGM**”) dated December 21, 2022; and (2) the circular for the EGM dated December 21, 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, No. 111 Fuhua Yi Road, Futian Street, Futian District, Shenzhen, Guangdong Province, the PRC, by way of an on-site meeting, on Thursday, January 12, 2023 at 10:00 a.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. 15 Directors and 8 Supervisors attended the EGM. Mr. WU Huifeng, vice president and secretary to the Board of the Company, attended the EGM, and other members of the senior management of the Company were also present 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 and 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 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 38 Shareholders and their proxies, holding an aggregate of 5,907,831,832 Shares with voting rights, representing approximately 67.933233% of the total Shares with voting rights of the Company, in which, 37 Shareholders of A Shares and their proxies, holding an aggregate of 5,092,389,788 Shares, representing approximately 58.556593% of the total Shares with voting rights of the Company while 1 Shareholder of H Shares and the relevant proxy, holding an aggregate of 815,442,044 Shares, representing approximately 9.376640% 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:

ORDINARY RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
1.	To consider and approve the resolution on the election of Mr. LI Xiaofei as non-executive Director.	A Shares	5,091,044,373	99.973580	1,345,415	0.026420	0	0.000000
		H Shares	812,959,976	99.695617	2,482,068	0.304383	0	0.000000
		Total	5,904,004,349	99.935213	3,827,483	0.064787	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.							
2.	To consider and approve the resolution on the election of Mr. XU Xin as a shareholders' representative Supervisor.	A Shares	5,088,925,047	99.931962	3,464,741	0.068038	0	0.000000
		H Shares	811,259,653	99.487101	4,182,391	0.512899	0	0.000000
		Total	5,900,184,700	99.870559	7,647,132	0.129441	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.							
SPECIAL RESOLUTION			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
3.	To consider and approve the resolution on the proposed amendments to the Articles of Association.	A Shares	5,092,324,188	99.998712	65,600	0.001288	0	0.000000
		H Shares	815,442,044	100.000000	0	0.000000	0	0.000000
		Total	5,907,766,232	99.998890	65,600	0.001110	0	0.000000
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.							

APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND SHAREHOLDERS' REPRESENTATIVE SUPERVISOR

The Board hereby announces that, the appointment of Mr. LI Xiaofei (“**Mr. LI**”) as a non-executive Director of the seventh session of the Board and the appointment of Mr. XU Xin (“**Mr. XU**”) as a shareholders' representative Supervisor of the seventh session of the Supervisory Committee have been approved by the Shareholders at the EGM by way of ordinary resolutions. Therefore, Mr. LI will serve as a non-executive Director of the seventh session of the Board from January 12, 2023, and Mr. XU will serve as a shareholders' representative Supervisor of the seventh session of the Supervisory Committee from January 12, 2023. The term of office of Mr. LI shall expire at the end of the term of the seventh session of the Board and the term of office of Mr. XU shall expire at the end of the term of the seventh session of the Supervisory Committee. Biography details of Mr. LI and Mr. XU and other information relating to their appointments were set out in the Circular. As disclosed in the announcement of the Company dated December 13, 2022, on December 13, 2022, Mr. LI has tendered his resignation from his position as a shareholders' representative Supervisor of the Company. Since the appointment of Mr. XU as a shareholders' representative Supervisor has been approved by the Shareholders at the EGM, Mr. LI no longer serves as a shareholders' representative Supervisor since January 12, 2023. Save as disclosed above, as at the date of this announcement, there has been no change in the biographical details of Mr. LI and Mr. XU or other information relating to their appointments.

The Company will enter into a service contract with each of Mr. LI and Mr. XU. During his term of office as a non-executive Director, Mr. LI will not receive any Director's emoluments from the Company. During his term of office as a shareholders' representative Supervisor, Mr. XU will not receive any emoluments from the Company.

Each of Mr. LI and Mr. XU confirmed that, save as disclosed in the Circular, as at 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.

As disclosed in the announcement of the Company dated December 13, 2022, on December 13, 2022, Ms. PENG Lei (“**Ms. PENG**”) has tendered her resignation from her positions as a non-executive Director of the Company and a member of each of the Risk Management Committee, the Remuneration and Appraisal Committee and the Nomination Committee under the Board due to change in her work arrangements, but will continue to perform her duties as a non-executive Director of the Company and a member of each of the Risk Management Committee, the Remuneration and Appraisal Committee and the Nomination Committee under the Board until the appointment of a new non-executive Director to fill the vacancy arising from Ms. PENG's resignation be approved at the general meeting of the Company. Since the appointment of Mr. LI as a non-executive Director has been approved by the Shareholders at the EGM, Ms. PENG will no longer serve as a non-executive Director and a member of each of the Risk Management Committee, the Remuneration and Appraisal Committee and the Nomination Committee under the Board with effect from January 12, 2023. Ms. PENG has confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the Shareholders.

APPOINTMENT OF MEMBER OF THE RISK MANAGEMENT COMMITTEE, THE REMUNERATION AND APPRAISAL COMMITTEE AND THE NOMINATION COMMITTEE

The Board further announces that Mr. LI Xiaofei, a non-executive Director, has been appointed as a member of each of the Risk Management Committee, the Remuneration and Appraisal Committee and the Nomination Committee under the Board, with effect from January 12, 2023.

The Risk Management Committee, the Remuneration and Appraisal Committee and the Nomination Committee under the Board shall comprise the following Directors from January 12, 2023:

Risk Management Committee

Chairlady: Ms. SU Min

Members: Mr. WU Zongmin, Mr. LIU Weiwu, Mr. LI Xiaofei, Mr. LIU Chong, Mr. WANG Wen and Mr. XIANG Hua

Remuneration and Appraisal Committee

Chairman: Mr. XIANG Hua

Members: Ms. SU Min, Mr. LI Xiaofei, Mr. XIONG Wei and Mr. FENG Jinhua

Nomination Committee

Chairman: Mr. XIONG Wei

Members: Mr. HUO Da, Mr. LI Xiaofei, Mr. XIAO Houfa, and Mr. HU Honggao

CHANGE OF AUTHORISED REPRESENTATIVE

Ms. PENG has resigned as an authorised representative of the Company (“**Authorised Representative**”) under Rule 3.05 of the Listing Rules with effect from January 12, 2023 as she has ceased to act as a non-executive Director from the same date.

The Board hereby announces that Mr. WU Zongmin, an executive Director, has been appointed as an Authorised Representative under Rule 3.05 of the Listing Rules to fill the vacancy arising from the resignation of Ms. PENG, with effect from January 12, 2023. Mr. WU Huifeng, one of the joint company secretaries, shall remain as an Authorised Representative. At the same time, Ms. KWONG Yin Ping Yvonne, one of the joint company secretaries, has been appointed as the alternate Authorised Representative under Rule 3.06(2) of the Listing Rules to Mr. WU Zongmin and Mr. WU Huifeng, with effect from January 12, 2023.

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 Circular. The amended Articles of Association will take effect from January 12, 2023, 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 (<https://www.hkexnews.hk>) and the Company (<https://www.cmschina.com>).

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

Shenzhen, the PRC
January 12, 2023

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, Mr. LI Xiaofei, Mr. GAO Hong, Mr. HUANG Jian, Mr. LIU Chong 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. FENG Jinhua.