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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 ANNUAL GENERAL MEETING
AND
PAYMENT OF THE 2022 FINAL DIVIDEND

1. POLL RESULTS OF THE 2022 ANNUAL 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 annual general meeting (the “**AGM**”) of the Company, which was held at Beijing Room, 3/F, Kempinski Hotel, Beijing Lufthansa Center, No. 50 Liangmaqiao Road, Chaoyang District, Beijing, the PRC at 9:30 a.m. on Wednesday, 28 June 2023.

Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated 7 June 2023 (the “**Circular**”).

I. Convening and Attendance of the AGM

The AGM was held at Beijing Room, 3/F, Kempinski Hotel, Beijing Lufthansa Center, No. 50 Liangmaqiao Road, Chaoyang District, Beijing, the PRC at 9:30 a.m. on Wednesday, 28 June 2023.

The AGM was convened as an on-site meeting by the Board and chaired by Mr. ZHANG Youjun, chairman of the Company. Voting at the AGM was taken by poll through on-site voting and online voting (for A Shareholders only). There were neither vetoes nor amendments of the resolutions, and no new proposal was submitted for voting and approval at the AGM.

As at the date of the AGM, 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 AGM.

A total of 175 Shareholders (or their proxies), holding an aggregate of 5,293,852,984 Shares with voting rights, representing approximately 35.719687% of the total Shares with voting rights, attended the AGM. Among the Shareholders who presented (either in person or by proxies), 174 were A Shareholders (or their proxies), holding an aggregate of 3,930,075,386 Shares, representing approximately 26.517749% of the total Shares with voting rights and 1 was H Shareholder, holding an aggregate of 1,363,777,598 Shares, representing approximately 9.201938% of the total Shares with voting rights.

Related party/connected Shareholders, namely CITIC Corporation Limited (中國中信有限公司) and CITIC Limited (中國中信股份有限公司), holding a total of 2,299,650,108 A Shares and 434,311,604 H Shares, respectively, representing approximately 18.45% of the total issued share capital of the Company, have abstained from voting on the ordinary resolution 9.01 (to consider and approve the resolution on contemplated related party/connected transactions between the Company and its subsidiaries and the CITIC Group and its subsidiaries and associates). Related party Shareholders, namely 廣州越秀資本控股集團股份有限公司 Yuexiu Capital (holding 305,155,945 A Shares, representing approximately 2.06% of the total number of issued Shares of the Company), 廣州越秀資本控股集團有限公司 Guangzhou Yuexiu Capital (holding 626,191,828 A Shares and 229,673,100 H Shares, representing approximately 5.77% of the total number of issued Shares of the Company), 越秀金融國際控股有限公司 Yuexiu Financial International (holding 125,966,093 H Shares, representing approximately 0.85% of the total number of issued Shares of the Company) have abstained from voting on the ordinary resolution 9.03 (to consider and approve the resolution on contemplated related party transactions between the Company and its subsidiaries and companies holding more than 5% of the Shares in the Company and their parties acting in concert).

Save as disclosed above, no Shareholder was required to abstain from voting on the resolutions at the AGM 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 AGM pursuant to Rule 13.40 of the Hong Kong Listing Rules. Nine Directors (among them, Mr. ZHANG Youjun (Chairman) and Mr. ZHANG Jianhua (Independent Non-executive Director) attended the AGM in person, Mr. YANG Minghui (Executive Director), Mr. ZHANG Lin, Ms. FU Linfang, Mr. ZHAO Xianxin and Mr. WANG Shuhui (Non-executive Directors), and Mr. LI Qing, Mr. SHI Qingchun (Independent Non-executive Directors) attended the AGM by way of telephone/video conference), five Supervisors (among them, Mr. ZHANG Changyi (Chairman of the Supervisory Committee), Ms. NIU Xuekun and Mr. YANG Liqiang (Supervisors) attended the AGM in person, Mr. GUO Zhao and Mr. RAO Geping (Supervisors) attended the AGM by way of telephone/video conference), Mr. WANG Junfeng (the Board Secretary of the Company) 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 AGM. The AGM was duly convened and conducted in compliance with relevant requirements of the Company Law and the Articles of Association. Representatives of Shareholders of the Company, Supervisors, lawyers from Jia Yuan Law Offices (the legal advisors 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 AGM for vote-taking purpose.

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

II. Poll Results of the AGM

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

ORDINARY RESOLUTIONS			FOR		AGAINST		ABSTAIN	
			Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
1.	To consider and approve the 2022 Work Report of the Board.	A Shares	3,928,618,576	99.962932	1,248,835	0.031776	207,975	0.005292
		H Shares	1,356,894,123	99.495264	0	0	6,883,475	0.504736
		Total	5,285,512,699	99.842453	1,248,835	0.023591	7,091,450	0.133956
2.	To consider and approve the 2022 Work Report of the Supervisory Committee.	A Shares	3,928,618,576	99.962932	1,248,835	0.031776	207,975	0.005292
		H Shares	1,356,894,123	99.495264	0	0	6,883,475	0.504736
		Total	5,285,512,699	99.842453	1,248,835	0.023591	7,091,450	0.133956
3.	To consider and approve the 2022 Annual Report.	A Shares	3,928,618,576	99.962932	1,248,835	0.031776	207,975	0.005292
		H Shares	1,342,039,056	98.406005	14,855,067	1.089259	6,883,475	0.504736
		Total	5,270,657,632	99.561844	16,103,902	0.304200	7,091,450	0.133956
4.	To consider and approve the 2022 Profit Distribution Plan.	A Shares	3,929,266,946	99.979429	808,440	0.020571	0	0
		H Shares	1,358,663,098	99.624976	0	0	5,114,500	0.375024
		Total	5,287,930,044	99.888117	808,440	0.015271	5,114,500	0.096612
5.	To consider and approve the resolution on the change of auditors.	A Shares	3,929,195,241	99.977605	880,145	0.022395	0	0
		H Shares	1,358,663,098	99.624976	0	0	5,114,500	0.375024
		Total	5,287,858,339	99.886762	880,145	0.016626	5,114,500	0.096612
6.	To consider and approve the resolution on the estimated investment amount for the proprietary business of the Company for 2023.	A Shares	3,924,236,828	99.851439	1,869,676	0.047574	3,968,882	0.100987
		H Shares	1,353,214,337	99.225441	0	0	10,563,261	0.774559
		Total	5,277,451,165	99.690172	1,869,676	0.035318	14,532,143	0.274510
7.	To consider and approve the 2023 Financing Guarantee Plan of the Company.	A Shares	3,929,181,681	99.977260	891,645	0.022688	2,060	0.000052
		H Shares	1,358,663,098	99.624976	0	0	5,114,500	0.375024
		Total	5,287,844,779	99.886506	891,645	0.016843	5,116,560	0.096651
8.	To consider and approve the resolution on the distributed total remuneration of the Directors and the Supervisors of the Company for 2022.	A Shares	3,928,819,391	99.968041	1,253,935	0.031907	2,060	0.000052
		H Shares	1,358,663,098	99.624976	0	0	5,114,500	0.375024
		Total	5,287,482,489	99.879662	1,253,935	0.023687	5,116,560	0.096651

ORDINARY RESOLUTIONS		FOR		AGAINST		ABSTAIN		
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	
9.00	To consider and approve the resolution on estimation of related party/continuing connected transactions contemplated in the ordinary course of business of the Company in 2023.							
9.01	Contemplated related party / c o n n e c t e d transactions between the Company and its subsidiaries and the CITIC Group and its subsidiaries and associates	A Shares	1,627,321,017	99.809604	1,871,176	0.114766	1,233,085	0.075630
		H Shares	920,267,026	99.010295	0	0	9,198,968	0.989705
		Total	2,547,588,043	99.519385	1,871,176	0.073096	10,432,053	0.407519
9.02	Contemplated related party transactions between the Company and its subsidiaries and companies in which the Directors, Supervisors and senior management of the Company hold positions as directors or senior management (excluding the subsidiaries of the Company)	A Shares	3,928,202,150	99.952336	1,871,176	0.047612	2,060	0.000052
		H Shares	1,358,663,098	99.624976	0	0	5,114,500	0.375024
		Total	5,286,865,248	99.868003	1,871,176	0.035346	5,116,560	0.096651
9.03	Contemplated related party transactions between the Company and its subsidiaries and companies holding more than 5% of the Shares in the Company and their parties acting in concert	A Shares	2,996,855,877	99.937582	1,869,676	0.062349	2,060	0.000069
		H Shares	1,232,697,005	90.388419	0	0	131,080,593	9.611581
		Total	4,229,552,882	96.952386	1,869,676	0.042858	131,082,653	3.004756
As more than half of the votes were cast in favour of each of the above-mentioned resolutions, each of the above-mentioned resolutions was duly passed as an ordinary resolution.								

According to the relevant laws and regulations in the PRC, the voting of the minority A Shareholders^(Note 1) on the following resolutions at the AGM was 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 (%)
4.	To consider and approve the 2022 Profit Distribution Plan.	1,629,616,838	99.950415	808,440	0.049585	0	0
5.	To consider and approve the resolution on the change of auditors.	1,629,545,133	99.946017	880,145	0.053983	0	0
8.	To consider and approve the resolution on the distributed total remuneration of the Directors and the Supervisors of the Company for 2022.	1,629,169,283	99.922965	1,253,935	0.076908	2,060	0.000126
9.00	To consider and approve the resolution on estimation of related party/continuing connected transactions contemplated in the ordinary course of business of the Company in 2023.						
9.01	Contemplated related party/connected transactions between the Company and its subsidiaries and the CITIC Group and its subsidiaries and associates	1,627,321,017	99.809604	1,871,176	0.114766	1,233,085	0.075630
9.02	Contemplated related party transactions between the Company and its subsidiaries and companies in which the Directors, Supervisors and senior management of the Company hold positions as directors or senior management (excluding the subsidiaries of the Company)	1,628,552,042	99.885108	1,871,176	0.114766	2,060	0.000126
9.03	Contemplated related party transactions between the Company and its subsidiaries and companies holding more than 5% of the Shares in the Company and their parties acting in concert	1,628,553,542	99.885200	1,869,676	0.114674	2,060	0.000126

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 AGM.

III. Witness by Lawyers

Two lawyers from Jia Yuan Law Offices, the legal advisors to the Company on PRC laws, witnessed the AGM and were of the opinion that the convening and the procedures of the AGM, the qualifications of the Shareholders (or their proxies) present at the AGM and the voting process of the AGM 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 AGM were lawful and valid.

2. PAYMENT OF THE 2022 FINAL DIVIDEND

2022 Final Dividend

The Board hereby announces information in relation to the payment of the 2022 final dividend (the “**Final Dividend**”) as follows:

The 2022 profit distribution of the Company is based on the total number of issued Shares of the Company as at 31 December 2022, i.e. 14,820,546,829 Shares, and will be conducted by distributing a dividend of RMB4.90 (tax inclusive) for every ten Shares to A Shareholders and H Shareholders whose names appear on the register of members of the Company on the record date for distribution of the 2022 cash dividend, which totals RMB7,262,067,946.21 (tax inclusive).

The cash dividend is denominated and declared in RMB and payable in RMB to the A Shareholders and the investors of H Shares of Southbound Trading, and in Hong Kong dollars to the H Shareholders (exclusive of the investors of H Shares of Southbound Trading). The actual amounts to be paid in Hong Kong dollars will be calculated based on the average benchmark exchange rate for RMB to Hong Kong dollars as announced by the People’s Bank of China for the five business days before the date of the AGM (i.e. RMB1.00 equivalent to HK\$1.0907).

The Final Dividend will be distributed to the H Shareholders on Friday, 25 August 2023 whose names appear on the register of members of the Company at the close of business on **Monday, 10 July 2023**. To determine the identity of the holders of H Shares entitled to receive the Final Dividend, the H Share register of members of the Company will be closed from **Wednesday, 5 July 2023 to Monday, 10 July 2023 (both days inclusive)**, during which period no transfer of H Shares of the Company will be registered. In order to be entitled to receive the Final Dividend, all H Share certificates together with the share transfer documents must be lodged with the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, at or before 4:30 p.m. on **Tuesday, 4 July 2023**.

Enterprise Income Tax

Pursuant to the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》), the Detailed Rules for the Implementation of the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法實施條例》) (collectively, the “**Enterprise Income Tax Law**”) and the Notice of the State Administration of Taxation on Issues Relevant to the Withholding and Payment of Enterprise Income Tax on Dividends Paid by PRC Enterprises to Offshore Non-resident Enterprise Holders of H Shares (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》) (the “**Notice**”), the Company is required to withhold and pay enterprise income tax at the rate of 10% when distributing the Final Dividend to non-resident enterprise Shareholders whose names appear on the H Share register of members of the Company as at the close of business on Monday, 10 July 2023.

Individual Income Tax

Pursuant to the Notice of the State Taxation Administration on Matters Concerning the Levy and Administration of Individual Income Tax after the Repeal of Guo Shui Fa [1993] No. 045 Document (《國家稅務總局關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》), the dividends received by the overseas resident individual shareholders from the shares issued by domestic non-foreign invested enterprises in Hong Kong is subject to the payment of individual income tax, which shall be withheld and paid by the withholding and payment agents according to the relevant laws. However, the overseas resident individual shareholders of the shares issued by domestic non-foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax agreements signed between the countries where they are residents and the PRC as well as the tax arrangements between the PRC and Hong Kong (Macau).

Pursuant to the aforesaid tax regulations, when the Final Dividend is distributed to the H Shareholders whose names appeared on the H Share register of members of the Company as at the close of business on Monday, 10 July 2023, the Company will withhold and pay 10% of the dividend to be distributed to the individual holders of H Shares as individual income tax unless otherwise specified by the tax regulations and relevant tax agreements, in which case the Company will withhold and pay individual income tax of such dividend at the tax rates and according to the procedures as specified by the relevant regulations.

Profit Distribution to Investors of Northbound Trading

Pursuant to the relevant requirements under the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Caishui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)) (the “**Caishui No. 81 Notice**”): for investors in the Hong Kong market (including enterprises and individuals) investing in the A Shares of the Company listed on the Shanghai Stock Exchange through the Northbound Trading, their dividends will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominees holding such shares. The Company will

withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the competent tax authorities for the withholding and payment. For investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises and individuals may, or may entrust a withholding and payment agent to, apply to the competent tax authorities of the Company for the entitlement of the tax treatment under such tax treaty. Upon approval by the competent tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Northbound Trading will be the same as those for the A Shareholders.

Profit Distribution to Investors of Southbound Trading

For investors (including enterprises and individuals) investing in the H Shares of the Company listed on Hong Kong Stock Exchange through the Southbound Trading, the Company has entered into the Agreement on Distribution of Cash Dividends of H shares for Southbound Trading (《港股通 H 股股票現金紅利派發協議》) with the Shanghai Branch and Shenzhen Branch of China Securities Depository and Clearing Corporation Limited respectively, pursuant to which, the Shanghai Branch and Shenzhen Branch of China Securities Depository and Clearing Corporation Limited, as the nominees of the investors of H shares for Southbound Trading, will receive all cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of H shares of Southbound Trading through its depository and clearing system.

The cash dividends for the investors of H shares of Southbound Trading will be paid in RMB. Pursuant to the relevant requirements under the Caishui No. 81 Notice and the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Caishui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2016]127號)》), for dividends received by domestic individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, the company of such H shares shall withhold individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders of the Company.

The Company will strictly comply with the Enterprise Income Tax Law and the Notice to withhold and pay enterprise income tax. After the withholding and payment of non-resident enterprise income tax by the Company, any enterprise Shareholder who may be entitled to a deduction or exemption of enterprise income tax in accordance with the relevant laws, regulations or treaties may itself apply to the competent tax authority for a tax refund pursuant to the provisions of applicable laws, regulations or treaties. The Company will assume no liability in respect of any claims arising from any delay in, or inaccurate determination of, the status of the Shareholders or in respect of any disputes over the above mechanism of withholding and payment.

H Shareholders are recommended to consult their taxation advisors regarding relevant tax laws and regulations in the PRC, Hong Kong and other countries on the dividend payment by the Company and on the taxation implications of holding or dealing in the H Shares of the Company if they have any question about the above arrangements.

Implementation of the Payment of Final Dividend

The Company has appointed ICBC (Asia) Trustee Company Limited as the receiving agent in Hong Kong to pay the Final Dividend declared to the H Shareholders. The receiving agent will pay the Final Dividend to the H Shareholders on Friday, 25 August 2023.

The Company will determine the country of residence of the individual H Shareholders based on the registered address as recorded in the H Share register of members of the Company at the close of business on Monday, 10 July 2023 and will accordingly withhold and pay the individual income tax. If the country of residence of the individual H Shareholder is not the same as the registered address, the individual H Shareholder shall notify Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, and provide relevant supporting documents at or before 4:30 p.m. on Tuesday, 4 July 2023 (address: Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong). If the individual H Shareholders do not provide the relevant supporting documents to the Company's H Share registrar within the time period stated above, the Company will determine the country of residence of the individual H Shareholders based on the recorded registered address in the H Share register of members of the Company at the close of business on Monday, 10 July 2023.

The Company will assume no liability whatsoever in respect of any claims arising from any delay in, or inaccurate determination of, the status of the Shareholders or in respect of any disputes over the mechanism of withholding and payment of tax.

Details of payment of the Final Dividend to A Shareholders and relevant matters will be announced separately by the Company after discussion with the Shanghai Branch of China Securities Depository and Clearing Corporation Limited.

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

Beijing, the PRC
28 June 2023

As at the date of this announcement, the executive Directors are Mr. ZHANG Youjun and Mr. YANG Minghui; the non-executive Directors are Mr. ZHANG Lin, Ms. FU Linfang, Mr. ZHAO Xianxin and Mr. WANG Shuhui; and the independent non-executive Directors are Mr. LI Qing, Mr. SHI Qingchun and Mr. ZHANG Jianhua.