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*(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 SECOND EXTRAORDINARY  
GENERAL MEETING HELD ON AUGUST 25, 2023  
(2) APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND  
SHAREHOLDERS' REPRESENTATIVE SUPERVISOR  
AND  
(3) ADJUSTMENT TO THE COMPOSITION OF SPECIAL  
COMMITTEES UNDER THE BOARD**

**POLL RESULTS OF THE EGM**

References are made to (1) the notice of the 2023 second extraordinary general meeting (the “**EGM**”) dated August 4, 2023; and (2) the circular for the EGM dated August 4, 2023 (the “**Circular**”) of China Merchants Securities Co., Ltd. (the “**Company**”). Unless otherwise defined herein, capitalized 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 Friday, August 25, 2023 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 8 Supervisors attended the EGM. Mr. LIU Jie, vice president (chief financial officer) and joint company secretary of the Company, attended the EGM, and all 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 Mr. LIN Wenbo and Mr. XU Jian 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 31 Shareholders and their proxies, holding an aggregate of 5,656,377,029 Shares with voting rights, representing approximately 65.04% of the total Shares with voting rights of the Company, in which, 30 Shareholders of A Shares and their proxies, holding an aggregate of 4,841,715,907 Shares, representing approximately 55.67% of the total Shares with voting rights of the Company while one Shareholder of H Shares and its proxy, holding an aggregate of 814,661,122 Shares, representing approximately 9.37% 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 proposed appointment of Mr. ZHANG Jian as a non-executive Director.	A Shares	4,836,696,219	99.896324	5,019,685	0.103676	3	0.000000
		H Shares	813,063,746	99.803921	1,597,376	0.196079	0	0.000000
		<b>Total</b>	<b>5,649,759,965</b>	<b>99.883016</b>	<b>6,617,061</b>	<b>0.116984</b>	<b>3</b>	<b>0.000000</b>
<b>As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								
2.	To consider and approve the resolution on the proposed appointment of Mr. ZHU Liwei as a shareholders' representative Supervisor.	A Shares	4,837,034,218	99.903305	4,681,689	0.096695	0	0.000000
		H Shares	810,483,956	99.487251	4,177,166	0.512749	0	0.000000
		<b>Total</b>	<b>5,647,518,174</b>	<b>99.843383</b>	<b>8,858,855</b>	<b>0.156617</b>	<b>0</b>	<b>0.000000</b>
<b>As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								

## **APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND SHAREHOLDERS' REPRESENTATIVE SUPERVISOR**

The Board hereby announces that, the appointment of Mr. ZHANG Jian (“**Mr. ZHANG**”) as a non-executive Director of the seventh session of the Board and the appointment of Mr. ZHU Liwei (“**Mr. ZHU**”) 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. ZHANG will serve as a non-executive Director of the seventh session of the Board from August 25, 2023, and Mr. ZHU will serve as a shareholders’ representative Supervisor of the seventh session of the Supervisory Committee from August 25, 2023. The term of office of Mr. ZHANG shall expire at the end of the term of the seventh session of the Board and the term of office of Mr. ZHU shall expire at the end of the term of the seventh session of the Supervisory Committee. Biographical details of Mr. ZHANG and Mr. ZHU and other information relating to their appointments were set out in the Circular. Save as disclosed above, as at the date of this announcement, there has been no change in the biographical details of Mr. ZHANG and Mr. ZHU or other information relating to their appointments.

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

Each of Mr. ZHANG and Mr. ZHU 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; (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 his 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 his appointment that shall be brought to the attention of the Shareholders.

## **CHANGE OF CHAIRMAN OF THE RISK MANAGEMENT COMMITTEE UNDER THE BOARD AND MEMBER OF THE REMUNERATION AND APPRAISAL COMMITTEE UNDER THE BOARD**

The Board further announces that, Mr. ZHANG Jian, a non-executive Director of the Company, has been appointed as the chairman of the Risk Management Committee under the Board and a member of the Remuneration and Appraisal Committee under the Board, with effect from August 25, 2023. Mr. WU Zongmin, an executive Director of the Company, will no longer serve as the chairman of the Risk Management Committee under the Board from August 25, 2023, but will serve as a member of the Risk Management Committee under the Board.

The Risk Management Committee under the Board and the Remuneration and Appraisal Committee under the Board shall comprise the following Directors from August 25, 2023:

### **Risk Management Committee**

Chairman: Mr. ZHANG Jian

Members: Mr. WU Zongmin, Mr. LIU Weiwu, Mr. LI Xiaofei, Mr. LIU Chong,  
Ms. DING Lusha and Mr. XIANG Hua

### **Remuneration and Appraisal Committee**

Chairman: Mr. XIANG Hua

Members: Mr. ZHANG Jian, Mr. LI Xiaofei, Mr. XIONG Wei and Mr. FENG Jinhua

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

Shenzhen, the PRC  
August 25, 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. ZHANG Jian, Mr. DENG Weidong, Mr. LIU Weiwu, Mr. LI Xiaofei, Mr. HUANG Jian, Mr. LIU Chong and Ms. DING Lusha; 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.*