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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)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 annual general meeting (the “**Annual General Meeting**”) of CITIC Securities Company Limited (the “**Company**”) will be 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 Friday, 28 June 2024 for the purposes of considering and, if thought fit, approving the following resolutions. Unless the context otherwise specified, capitalized terms used in this notice shall have the same meaning as those defined in the circular of the Company dated 7 June 2024 (the “**Circular**”).

ORDINARY RESOLUTIONS

1. To consider and approve the 2023 Work Report of the Board.
2. To consider and approve the 2023 Work Report of the Supervisory Committee.
3. To consider and approve the 2023 Annual Report.
4. To consider and approve the 2023 Profit Distribution Plan.
5. To consider and approve the resolution on re-appointment of auditors.
6. To consider and approve the resolution on the estimated investment amount for the proprietary business of the Company for 2024.
7. To consider and approve the 2024 Financing Guarantee Plan of the Company.
8. To consider and approve the resolution on the distributed total remuneration of the Directors and the Supervisors of the Company for 2023.
9. 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 2024.
 - 9.01 Contemplated related party/connected transactions between the Company and its subsidiaries and CITIC Group and its subsidiaries and associates

- 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 controlling subsidiaries of the Company)
- 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
11. To consider and approve the resolution on the potential related party/connected transactions involved in the issuances of the Onshore and Offshore Corporate Debt Financing Instruments by the Company.
12. To consider and approve the resolution on the arrangements in relation to the 2024 interim profit distribution of the Company.

SPECIAL RESOLUTIONS

10. The resolution on the re-authorisation of issuances of Onshore and Offshore Corporate Debt Financing Instruments by the Company.
- 10.01. Issuing entity, size of issuance and method of issuance
- 10.02. Type of debt financing instruments
- 10.03. Term of debt financing instruments
- 10.04. Interest rate of debt financing instruments
- 10.05. Security and other arrangements
- 10.06. Use of proceeds
- 10.07. Issuing price
- 10.08. Targets of issue and the placement arrangements of the RMB Debt Financing Instruments to the Shareholders of the Company
- 10.09. Listing of the debt financing instruments
- 10.10. Validity period of the resolutions passed

10.11. Authorisation for the issuances of the Onshore and Offshore Corporate Debt Financing Instruments

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

Beijing, the PRC
7 June 2024

Notes:

1. Details of the aforesaid resolutions are set out in **Appendix I** to the Circular of the Company dated 7 June 2024.
2. Pursuant to the requirements of the Rules of General Meetings of Listed Companies of the CSRC, Independent Directors shall present a duty performance report at an annual general meeting. Such report will be put forward at the annual general meeting for listening, but no Shareholders' approval is required. The 2023 Duty Performance Report of the Independent Non-executive Directors is set out in **Appendix II** to the Circular.
3. Pursuant to the requirements of the Hong Kong Listing Rules, all votes of shareholders at an annual general meeting must be taken by poll. As such, the resolutions set out in the notice of the Annual General Meeting shall be voted by way of poll. Relevant poll results will be published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and on the website of the Company at www.citics.com upon the conclusion of the Annual General Meeting.

According to the regulatory requirements of places of listing of the Shares of the Company, the above ordinary resolutions 9.01 to 9.03 and 11 shall be voted by the Shareholders who do not have any interest in such resolutions. As such, the related parties/associates of CITIC Group and its subsidiaries shall abstain from voting on the ordinary resolution 9.01; E-capital Transfer Co., Ltd., CITIC Private Equity Funds Management Co., Ltd., Yuexiu Industrial Investment, Yuexiu Industrial Investment Fund, Bona Film Group Co., Ltd., Shenzhen Qianhai Infrastructure Investment Fund Management Co., Ltd. (深圳前海基礎設施投資基金管理有限公司) and their related enterprises (if involved) shall abstain from voting on the ordinary resolution 9.02; Yuexiu Capital, Guangzhou Yuexiu Capital, Yuexiu Financial International and their related enterprises shall abstain from voting on the ordinary resolution 9.03; CITIC Financial Holdings, Yuexiu Capital, Guangzhou Yuexiu Capital, Yuexiu Financial International and other related/connected Shareholders, as well as related/connected natural persons among the Company's equity incentive objectives, shall abstain from voting on the ordinary resolution 11.

4. Any Shareholder entitled to attend and vote at the Annual General Meeting convened by the above notice is entitled to appoint one or more proxies to attend and vote on his/her behalf at the meeting. A proxy need not be a Shareholder of the Company.
5. To be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be completed and returned to the Board's office (for A Shareholders) or the Company's H Share registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders) not less than 24 hours before the time appointed for convening the Annual General Meeting or any adjournment thereof. The address of the Board's office is at CITIC Securities Tower, No. 48 Liangmaqiao Road, Chaoyang District, Beijing, the PRC, Postal Code: 100026 (Tel: (8610) 6083 6030, Fax: (8610) 6083 6031). The address of the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, is at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (Tel: (852) 2862 8555). Completion and return of the proxy form will not preclude Shareholders from attending and voting at the Annual General Meeting or any adjournment thereof in person if he/she so wishes.

6. In order to determine H Shareholders' entitlement to attend the Annual General Meeting, **the H Share register of members of the Company will be closed from Tuesday, 25 June 2024 to Friday, 28 June 2024 (both days inclusive), during which period no share transfer will be registered.** In order for H Shareholders to be qualified for attending the Annual General Meeting, all 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 Monday, 24 June 2024.**

The H Shareholders whose names appear on the H Share register of members of the Company on **Friday, 28 June 2024** are entitled to attend and vote at the Annual General Meeting.

7. The Board recommended the payment of a final dividend for the year ended 31 December 2023 in cash, as per RMB4.75 (tax inclusive) for every ten Shares to those A Shareholders and H Shareholders whose names appear on the Company's register of members on the record date for distribution of the 2023 final dividend. Based on the number of total issued Shares of the Company as at 31 December 2023, i.e. 14,820,546,829 Shares, the 2023 final dividend proposed to be distributed totals RMB7,039,759,743.78 (tax inclusive). In the event of change in total share capital of the Company after the date of the above-mentioned Board meeting but before the record date for payment of the final dividend, the total distribution amount will be kept unchanged and the rate will be adjusted accordingly. After the 2023 Profit Distribution Plan of the Company is approved at the Annual General Meeting, the Company expects to distribute its cash dividends to eligible Shareholders before 28 August 2024 pursuant to this distribution plan.

The 2023 final dividend will be paid to those H Shareholders whose names appear on the Company's register of members at the close of business on **Wednesday, 10 July 2024** (the record date for A Shareholders will be published separately). To determine the identity of the H Shareholders entitled to receive the final dividend, **the H Share register of members of the Company will be closed from Friday, 5 July 2024 to Wednesday, 10 July 2024 (both days inclusive), during which period no share transfer will be registered.** In order to be entitled to receive the 2023 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 Thursday, 4 July 2024.**

8. In case of joint Shareholders, if more than one of them are present at the meeting, either in person or by proxy, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of other joint Shareholders. For this purpose, seniority shall be determined by the order in which the names of the joint Shareholders stand in the register of members of the Company in respect of the relevant Shares.
9. The Annual General Meeting is expected to last for no longer than half a day. Shareholders or their proxies attending the Annual General Meeting shall be responsible for their own travelling and accommodation expenses. Shareholders or their proxies shall produce their identity documents when attending the Annual General Meeting.
10. The ordinary resolutions shall be passed by the votes of at least half of Shareholders (including their proxies) present and entitled to vote at the Annual General Meeting. The special resolutions shall be passed by the votes of at least two-thirds of Shareholders (including their proxies) present and entitled to vote at the Annual General Meeting.

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