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中国中信金融资产
China CITIC Financial AMC

中國中信金融資產管理股份有限公司
China CITIC Financial Asset Management Co., Ltd.

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

(Stock Code: 2799)

**VERY SUBSTANTIAL ACQUISITION —
PROPOSAL ON FURTHER PROMOTING
INVESTMENT ALLOCATION**

Proposal on Further Promoting Investment Allocation

In recent years, the Company has seized market opportunities and carried out a series of investment allocations, obtaining positive achievements. In order to maximize Shareholders' interests, the Company intends to further optimize investment paths and intensify efforts in investments based on previous investments. The Company proposes to appoint CITIC Securities and CSC as professional advisers, the plan of further promoting investment allocation includes, within the scope of the total investment not exceeding RMB50.3 billion: ① further acquiring 4.88% of shares of CITIC Limited for RMB11,266,222,182.90 by entering into a share transfer agreement; ② further acquiring shares of Bank of China for not more than RMB26.0 billion; ③ further acquiring shares of CEB Bank for not more than RMB4.0 billion; and ④ entrusting CITIC Trust (as the trustee), CITIC Securities (as an adviser), CSC (as an adviser) and China CITIC Bank (as the custodian) to make investments by setting up a Single Asset Service Trust for not more than RMB20.0 billion. Except that the Trust Product shall have the agreed duration of three years as described in transaction ④, it is contemplated that transactions ① to ③ shall be implemented within 12 months after the date on which the proposal is duly approved at the EGM. If the transactions fail to be completed within the specified period, the Company will then go through the corporate governance procedure as necessary.

Shareholders and potential investors of the Company should note that, subject to the approval of this proposal by the Company's Shareholders, whether the Company will acquire shares may depend on market conditions and will be made at the Board's discretion. There is therefore no assurance as to the timing, quantity or price of any shares to be acquired by the Company. Accordingly, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares.

Listing Rules Implications

(1) Acquiring 4.88% of shares of CITIC Limited

Pursuant to Rule 14.22 of the Listing Rules, a series of transactions will be aggregated and treated as if they were one transaction if they are all conducted within a 12-month period or are otherwise related. Pursuant to the Company's announcement dated 15 November 2023, the Company acquired 5.01% of the shares of CITIC Limited for HK\$13,626,897,177.3 (the "**Previous Transaction**"). As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the acquisition of 4.88% of the shares of CITIC Limited by the Company or its wholly-owned subsidiary exceeds 100% after taking into account the aggregation with the Previous Transaction, the acquisition constitutes a very substantial acquisition and is subject to the reporting, announcement and shareholders' approval requirements under Chapter 14 of the Listing Rules.

(2) Further acquiring shares of Bank of China

As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the Company's acquisition of the shares of Bank of China is expected to exceed 100%, the acquisition constitutes a very substantial acquisition and is subject to the reporting, announcement and shareholders' approval requirements under Chapter 14 of the Listing Rules.

(3) Further acquiring shares of CEB Bank

As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the Company's acquisition of the shares of CEB Bank is expected to exceed 100%, the acquisition constitutes a very substantial acquisition and is subject to the reporting, announcement and Shareholders' approval requirements under Chapter 14 of the Listing Rules.

(4) Making investments by setting up a Single Asset Service Trust

As the highest applicable percentage ratio in respect of the Company's investments by setting up a Single Asset Service Trust exceeds 25% but is less than 75%, the Company's investments by setting up a Single Asset Service Trust constitute major transactions of the Company under Chapter 14 of the Listing Rules, and are therefore subject to the reporting, announcement and shareholders' approval requirements under Chapter 14 of the Listing Rules, in accordance with Chapter 14 of the Listing Rules.

General

An EGM will be convened for the Shareholders to consider and, if thought fit, approve the proposal on further promoting investment allocation. A circular containing, amongst other things, (i) further information on the proposal on further promoting investment allocation; and (ii) other information as required by the Listing Rules as well as the notice to convene the EGM, will be despatched to the Shareholders on or before 29 November 2024.

I. Proposal on Further Promoting Investment Allocation

In recent years, the Company has seized market opportunities and carried out a series of investment allocations, obtaining positive achievements. In order to maximize Shareholders' interests, the Company intends to further optimize investment paths and intensify efforts in investment allocation based on previous investments.

The Company proposes to appoint CITIC Securities and CSC as professional advisers to further promote investment allocation. The plan of further promoting investment allocation includes, within the scope of the total investment not exceeding RMB50.3 billion: ① further acquiring 4.88% of shares of CITIC Limited for RMB11,266,222,182.90 by entering into a share transfer agreement; ② further acquiring shares of Bank of China for not more than RMB26.0 billion; ③ further acquiring shares of CEB Bank for not more than RMB4.0 billion; and ④ entrusting CITIC Trust (as the trustee), CITIC Securities (as an adviser), CSC (as an adviser) and China CITIC Bank (as the custodian) to make investments by setting up a single asset service trust for not more than RMB20.0 billion. The Board of Directors of the Company is of the opinion that the transactions and related authorizations set forth in the preceding transactions ① to ④ are interdependent, interrelated and mutually supportive, and linked forming one significant proposal, which should be dealt with and considered together as a single proposal for the following main reasons:

- (1) The plans for transactions ① to ④ are interdependent, interrelated and mutually supportive, and they jointly form an overall arrangement. From the perspective of the Company's strategic planning, the investment scale, selection criteria of investment targets, position level, industry distribution, and expected investment performance under the plan to further promote investment allocation (covering transactions ① to ④) is a holistic plan, which is in line with the Company's strategic plan of "one-three-five" (for details, please refer to the announcement of the Company on the Company's "14th Five-Year Plan" dated 29 August 2022). The transaction plan on further promoting investment allocation is a packaged solution provided by the two advisers (i.e., CITIC Securities and CSC) engaged by the Company under the current market environment. From the perspective of the expected investment performance, under the packaged solution on further promoting the investment allocation, the impacts of the various investments on the Company's profit and cash flow are mutually supportive and interrelated, and will jointly help to achieve the Company's annual operating objectives and medium- and long-term strategic plans. From the perspective of transaction implementation, the transactions of further promoting investment allocation are equity investments, with open market investments as the mean of implementation; within the scope of Shareholders' approval and authorization, the Company is required to make timely and effective investment decisions in order to seize appropriate market opportunities; the stock trading prices and investment ratios of each specific investment target are uncertain to be locked in, and the Company will make decisions based on market conditions;
- (2) Subject to the obtaining of Shareholders' approval for the proposal on further promoting investment allocation (covering transactions ① to ④), the actual investment amount of each of transaction ① to ④ will take up a total amount of RMB50.3 billion and will be carried out on the premise that the aggregate investment scale will not exceed RMB50.3 billion. In accordance with the Company's strategic plan of "one-three-five" and business plan, taking into account factors such as the Company's asset size, business segments, financing scale

and financing costs, the scale of this further promoting investment allocation is proposed to be no more than RMB50.3 billion. Among them, the specific quota of each investment will be appropriately deployed in accordance with the market situation and within the limit of its respective sub-quota of transactions ① to ④ and the aggregate quota of RMB50.3 billion. Subject to obtaining Shareholders' approval of the proposal on further promoting investment allocation (covering transactions ① to ④), the timing of investment implementation, implementation conditions and completion time of each transaction will be determined in accordance with its respective transaction status. The Company will take into account the share price and transaction level of the target companies as well as the overall trend of the capital market to grasp the pace of investment, exercise strict investment discipline and control the investment costs; for the transactions ② to ④, the Company will complete the transaction contributions in batches and installments within the scope of its respective authorization; for the transactions ① to ④, the total scale of contributions shall not exceed RMB50.3 billion. The Company will also adopt a mechanism to monitor the progress of investments on a day-to-day basis. For the investment under transaction ①, the Company will make a one-time payment; for the investment under transactions ② and ③, the Company will be aware of the status of the investment on the date of the actual transaction; and for the investment under transaction ④, it is agreed in the trust contract that the maximum scale of the investment shall not exceed RMB20.0 billion, and the Company has no mandatory contribution obligation or period requirement on the contribution under the trust contract (i.e. the Company will only make contribution to the Trust Product at its discretion on the premise that the investment conditions are met and the total scale of the contribution does not exceed RMB50.3 billion), and the Company will be aware of the status of the investment on the day following the date of the actual transaction after contribution. The Company will make capital contributions to transactions ② to ④ in batches and installments, taking into account the implementation of the above transactions. The Company will control the total amount of actual capital contributions and adopt a mechanism to monitor the progress of investment on a day-to-day basis to ensure that the actual amount of investment will not exceed RMB50.3 billion; and

- (3) The conditions precedent for any of the transactions ① to ④ include the obtaining of the Company's Shareholders' approval for the proposal on further promoting investment allocation (covering transactions ① to ④). Therefore, any of the transactions ① to ④ shall be an integral part of the proposal on further promoting investment allocation, i.e., the Company shall not enter into any of the transactions in transactions ① to ④ without obtaining the approval of the Company's Shareholders for the proposal on further promoting investment allocation.

Accordingly, the proposal on further promoting investment allocation (covering transactions ① to ④) will be proposed as one resolution to the EGM for approval.

(I) Share Transfer Agreement of CITIC Limited

The principal terms of the share transfer agreement of CITIC Limited are set out as follows:

Date

8 November 2024

Parties

- Transferors:
- (1) ICBC Credit Suisse Asset Management Co., Ltd. (工銀瑞信基金管理有限公司, the “**ICBC Credit Suisse**”);
 - (2) ICBC Credit Suisse Asset Management (International) Company Limited (工銀瑞信資產管理(國際)有限公司, the “**ICBC Credit Suisse (International)**”, a subsidiary of ICBC Credit Suisse);
 - (3) Bosera Asset Management Co., Limited (博時基金管理有限公司, the “**Bosera Funds**”);
 - (4) Bosera Asset Management (International) Co., Limited (博時基金(國際)有限公司, the “**Bosera International**”, a subsidiary of Bosera Funds);
 - (5) Dacheng Fund Management Co., Ltd. (大成基金管理有限公司, the “**Dacheng Fund**”); and
 - (6) Da Cheng International Asset Management Company Limited (大成國際資產管理有限公司, the “**Da Cheng International**”, a subsidiary of Dacheng Fund)

To the knowledge, information and belief of the Directors after making reasonable inquiries, the transferors and their ultimate beneficial owners are third parties independent of the Company and its connected persons.

Purchaser: The Company or its wholly-owned subsidiary (the “**Purchaser**”)

Acquisition

Transferors	Shares to be acquired by the Purchaser (Shares)	Percentage of issued shares of CITIC Limited
ICBC Credit Suisse and ICBC Credit Suisse (International)	645,125,000	2.22%
Bosera Funds and Bosera International	673,362,000	2.31%
Dacheng Fund and Da Cheng International	101,045,000	0.35%
Total	<u>1,419,532,000</u>	<u>4.88%</u>

Consideration and Basis of Determination

The parties to the agreement agreed that the price per share at which the Purchaser acquires 4.88% of shares of CITIC Limited (i.e. 1,419,532,000 shares) is HK\$8.7 per share, with a total price of HK\$12,349,928,400.00. At the same time, the parties to the agreement agreed that the Purchaser pays the consideration for the acquisition to the transferors in RMB within the territory of China. The parties to the agreement unanimously agreed to select the RMB central parity rate (i.e. HKD1 to RMB0.91225) announced by the People's Bank of China on 15 October 2024 (i.e. the date on which the parties to the agreement reached a trading intention) as the exchange rate for calculation. Accordingly, the total consideration for the Purchaser to receive 4.88% of shares of CITIC Limited is RMB11,266,222,182.90, excluding taxes and transaction fees.

The above consideration was determined after arm's length negotiations between the parties to the agreement taking into account the following factors: (i) the weighted average trading price of the shares of CITIC Limited in the secondary market recently. On 15 October 2024, the closing price of the shares of CITIC Limited was HK\$9.03 per share; as of 15 October 2024, the weighted average trading prices (turnover/trading volume) of the shares of CITIC Limited over the previous 30 days and 60 days were HK\$9.043 and HK\$8.5660 per share, respectively; and (ii) upon negotiation and agreement among all parties, the interim dividend (i.e. RMB269,711,080 or HKD equivalent) corresponding to 4.88% of shares of CITIC Limited announced by CITIC Limited on 30 August 2024 and to be distributed on 15 November 2024 will belong to the transferors.

The Purchaser shall complete the payment before 31 December 2024.

Conditions Precedent

The conditions precedent relating to the acquisition of 4.88% of the shares of CITIC Limited were as follows:

- (1) The transferors shall obtain all necessary approval and authorization relating to the share transfer agreement and the share transfer transaction;
- (2) The Purchaser shall complete internal decision-making process relating to the share transfer agreement and the share transfer transaction (including obtaining approval from Shareholders of the Company for the proposal on further promoting investment allocation, which covers transactions ① to ④);
- (3) The Purchaser shall obtain necessary approval or filing from the competent authorities such as the NDRC and the MOFCOM in respect of the share transfer transaction.

As of the date of this announcement, the proposal on further promoting investment allocation (covering transactions ① to ④) has been approved by the Board of the Company. The transferors have obtained all necessary approval and authorization relating to the share transfer agreement and the share transfer transaction.

Transitional Period Arrangements

The interim dividends (which were announced by CITIC Limited on 30 August 2024 and proposed to be distributed on 15 November 2024, i.e. RMB269,711.080 or HKD equivalent) declared by CITIC Limited for 4.88% of shares of CITIC Limited shall be owned by the transferors. The trading consideration was the ex-entitlement price after deducting the dividends. The dividends subsequently declared by CITIC Limited for 4.88% of shares of CITIC Limited shall be owned by the Purchaser.

Closing

The Purchaser will complete the acquisition by making a cash payment of RMB11,266,222,182.90 in domestic to the transferors. The transaction subject is in Hong Kong, and both parties completed the share transfer in Hong Kong.

The parties will implement the transaction as soon as possible after the completion of the conditions precedent, and the payment of the transfer price and the delivery of the shares shall be completed by 31 December 2024, subject to the specific time negotiated by the parties. In the event of failure to complete the payment of the total consideration of the transaction on 31 December 2024, either party may give written notice of termination of the agreement to the other party, and the terminating party shall not be liable for such termination, provided that the party giving the notice of termination is not in breach of contract itself and/or the failure to complete the transaction at the expiry of the term is not due to its breach of contract. The Purchaser shall make reasonable efforts to complete the payment of the total consideration as soon as possible within the agreed period; however, if an extension of time is required due to the Purchaser's performance of the procedures of the competent authorities, all parties shall cooperate accordingly.

Financial Impact of the Acquisition on the Group

(1) Assets

Assuming that on 30 June 2024, the Group acquired 1,419,532,000 shares (accounting for 4.88% of the issued shares of CITIC Limited as at 30 June 2024) of CITIC Limited by agreement from ICBC Credit Suisse and its subsidiary, ICBC Credit Suisse (International), Bosera Funds and its subsidiary, Bosera International, and Dacheng Fund and its subsidiary, Da Cheng International, at a consideration of RMB11,266 million, the impact on the financial position of the Group is set out in the following table:

Unit: in millions of RMB

Unaudited Pro Forma Consolidated Statement of Financial Position of the Enlarged Group

	The Group as at 30 June 2024 Unaudited	Pro forma adjustments Unaudited	The Enlarged Group as at 30 June 2024 Unaudited
Assets			
Cash and balances with central bank	—	—	—
Deposits with financial institutions	64,932	(11,266)	53,666
Financial assets at fair value through profit or loss	374,637	—	374,637
Financial assets held under resale agreements	4,375	—	4,375
Contract assets	5,335	—	5,335
Finance lease receivables	42	—	42
Debt instruments at fair value through other comprehensive income	15,369	—	15,369
Equity instruments at fair value through other comprehensive income	1,547	—	1,547
Inventories	23,223	—	23,223
Debt instruments at amortized cost	309,688	—	309,688
Interests in associates and joint ventures	79,477	34,517	113,994
Investment properties	9,960	—	9,960
Property and equipment	2,434	—	2,434
Right-of-use assets	767	—	767
Deferred tax assets	16,194	—	16,194
Goodwill	18	—	18
Assets of a disposal group classified as held for sale	129,180	—	129,180
Other assets	18,163	—	18,163
	<hr/>	<hr/>	<hr/>
Total assets	1,055,341	23,251	1,078,592

	The Group as at 30 June 2024 Unaudited	Pro forma adjustments Unaudited	The Enlarged Group as at 30 June 2024 Unaudited
Liabilities			
Borrowings from central bank	5,972	—	5,972
Placements from financial institutions	7,291	—	7,291
Financial assets sold under repurchase agreements	5,675	—	5,675
Borrowings	669,439	—	669,439
Financial liabilities at fair value through profit or loss	62	—	62
Tax payable	1,147	—	1,147
Contract liabilities	703	—	703
Lease liabilities	445	—	445
Deferred tax liabilities	2,046	—	2,046
Bonds and notes issued	174,520	—	174,520
Liabilities directly associated with the assets held for sale	99,833	—	99,833
Other liabilities	35,503	—	35,503
	<hr/>	<hr/>	<hr/>
Total liabilities	1,002,636	—	1,002,636
Equity			
Share capital	80,247	—	80,247
Other equity instruments	19,900	—	19,900
Capital reserve	16,464	—	16,464
Surplus reserve	8,564	—	8,564
General reserve	13,003	—	13,003
Other reserves	(1,835)	—	(1,835)
Accumulated losses	(83,528)	23,251	(60,277)
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Equity attributable to equity holders of the Company	52,815	23,251	76,066
Perpetual capital instruments	1,753	—	1,753
Non-controlling interests	(1,863)	—	(1,863)
	<hr/>	<hr/>	<hr/>
Total equity	52,705	23,251	75,956
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Total equity and liabilities	1,055,341	23,251	1,078,592
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(2) Earnings

The acquisition of 4.88% of the shares of CITIC Limited is a medium- to long-term investment of the Group, which will bring steady financial benefits to the Group. Assuming that on 1 January 2024, the Group completed the aforementioned transaction of increasing its shareholding by 4.88% of CITIC Limited, the Group would continue to be able to exert significant influence on CITIC Limited, account for the increase of 4.88% of the shares of CITIC Limited as equity in associates and joint ventures, and initially recognize and subsequently measure the acquired equity in accordance with the equity method. From January to June 2024, the amount of continuing investment income obtained by the Group from the investment is as follows:

Assumed completion date of the acquisition of 4.88% of the shares of CITIC Limited	Period	Continuing investment income obtained by the Group from the investment (Share of results of associates and joint ventures) In millions of RMB
1 January 2024	January to June 2024	1,567

Information about the Transferors

- (1) ICBC Credit Suisse and ICBC Credit Suisse (International): ICBC Credit Suisse, founded in June 2005, is a fund management company controlled by the Industrial and Commercial Bank of China Limited (stock code: 01398.HK and 601398.SH, the “ICBC”). After more than a decade of development, ICBC Credit Suisse (including subsidiaries) has various product manager qualification including public fund, private asset management plan, domestic and overseas SSF entrusted investment, basic pension insurance fund entrusted investment, insurance fund entrusted investment, enterprise annuity, occupational annuity and pension products, and various business qualifications including QDII, QFII and RQFII, and is one of the domestic fund management companies with comprehensive business qualifications, abundant product offerings, excellent operating results, leading asset management scale and balanced business development. ICBC Credit Suisse (International) is a subsidiary established by ICBC Credit Suisse in Hong Kong. ICBC Credit Suisse is owned as to 80% by ICBC and 20% by Credit Suisse AG, a bank headquartered in Switzerland with dual listing on the SIX Swiss Exchange (stock code: CSGN) and New York Stock Exchange (stock code: CS).

- (2) Boseru Funds and Boseru International: Founded on 13 July 1998, Boseru Asset Management Co., Limited is one of the first 5 fund management companies established in mainland China, and is committed to providing professional and comprehensive asset management services for various domestic and overseas institutions and individual investors. Boseru International is a subsidiary established by Boseru Funds in Hong Kong. Boseru Funds is held as to 49%, 25%, 12%, 6%, 6% and 2% of its shares by China Merchants Securities Co., Ltd. (stock code: 06099.HK, 600999.SH), China Great Wall Asset Management Co., Ltd. (its ultimate beneficial owner is the MOF), Shanghai Huihua Industrial Co., Ltd. (its ultimate beneficial owner is Jin Xi, a natural person), Shanghai Shengye Equity Investment Fund Co., Ltd. (its ultimate beneficial owner is Jin Xi, a natural person), Tianjin Port (Group) Co., Ltd. (its ultimate beneficial owner is the State-owned Assets Supervision and Administration Commission of Tianjin People's Government), Zhejiang International Business Group Asset Operating Co., Ltd. (its ultimate beneficial owner is the State-owned Assets Supervision and Administration Commission of the People's Government of Zhejiang Province), respectively.
- (3) Dacheng Fund and Da Cheng International: Established on 12 April 1999 with a registered capital of RMB200 million, Dacheng Fund is one of the first ten fund management companies approved to be established in the PRC. The main businesses of Dacheng Fund are public funds, institutional investment, overseas investment, wealth management and pension management. Da Cheng International is a subsidiary of Dacheng Fund in Hong Kong. Dacheng Fund is owned as to 50%, 25% and 25% by Zhongtai Trust Co., Ltd. (the ultimate beneficial owner of its largest shareholder is Beijing Municipal People's Government), Everbright Securities Company Limited (stock code: 06178.HK and 601788.SH), and China Galaxy Investment Management Co. Ltd (owned as to approximately 69.07%, 29.32% and 1.61% by Central Huijin (a wholly state-owned company funded by the state), the MOF and the SSF, respectively), respectively.

The SSF entrusted the above transferors as investment managers to hold and manage 4.88% of the shares of CITIC Limited. As at the date of this announcement, the SSF has agreed to transfer 4.88% of the shares of CITIC Limited by the transferors. To the knowledge, information and belief of the Directors after making all reasonable inquiries, the SSF is a third party independent of the Company and its connected persons.

Information about CITIC Limited

CITIC Limited is a company incorporated in Hong Kong with limited liability, the shares of which are listed on the Main Board of the Hong Kong Stock Exchange (stock code: 00267). CITIC Limited is one of China's largest conglomerates and a constituent of the Hang Seng Index. CITIC Limited has built a portfolio of businesses in five major sectors, including comprehensive financial services, advanced intelligent manufacturing, advanced materials, new consumption and new-type urbanization.

Set out below is the relevant financial information of CITIC Limited (extracted from the financial statements of CITIC Limited disclosed on the Hong Kong Stock Exchange):

Unit: in millions of RMB

	For the six months ended 30 June 2024 (unaudited)	For the year ended 31 December 2023 (audited)	For the year ended 31 December 2022 (audited)
Total revenue	377,647	680,832	663,438
Profit before taxation	71,747	123,287	127,292
Net profit	56,749	105,274	105,823

	As of 30 June 2024 (unaudited)	As of 31 December 2023 (audited)	As of 31 December 2022 (audited)
Total assets	11,429,264	11,330,920	10,542,043

As of 30 June 2024, the total equity attributable to shareholders (carrying amount of assets) of CITIC Limited was RMB1,405,077 million (unaudited).

Information about the Company

The Company mainly engages in distressed asset management, financial services, and asset management and investment businesses in the PRC.

Listing Rules Implications

Pursuant to Rule 14.22 of the Listing Rules, a series of transactions will be aggregated and treated as if they were one transaction if they are all conducted within a 12-month period or are otherwise related. Pursuant to the Company's announcement dated 15 November 2023, the Company acquired 5.01% of the shares of CITIC Limited for HK\$13,626,897,177.3 (the "**Previous Transaction**"). As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the acquisition of 4.88% of the shares of CITIC Limited by the Company or its wholly-owned subsidiary exceeds 100% after taking into account the aggregation with the Previous Transaction, the acquisition constitutes a very substantial acquisition and is subject to the reporting, announcement and shareholders' approval requirements under Chapter 14 of the Listing Rules.

As at the date of this announcement, CITIC Group held 21,230,929,783 Domestic Shares of the Company, representing 26.46% of the total issued Shares of the Company, and it is a substantial shareholder of the Company and constitutes a connected person of the Company under Chapter 14A of the Listing Rules. As at the date of this announcement, CITIC Securities is the indirect subsidiary of CITIC Group under the Listing Rules, and is therefore an associate of CITIC Group and constitutes a connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, the provision of consulting services by CITIC Securities to the Company in relation to the acquisition of 4.88% of the shares of CITIC Limited by the Company or its wholly-owned subsidiary constitutes a continuing connected transaction of the Company under Chapter 14A of the Listing Rules.

CITIC Securities and CSC provide consulting services to the Company at a rate of RMB180,000 per report. Pursuant to the Company's announcement dated 1 August 2022, the Company has entered into the comprehensive services framework agreement (the "**Comprehensive Services Framework Agreement**" or "**Framework Agreement**") with CITIC Group. The consulting services to be provided by CITIC Securities to the Company in connection with the Company's acquisition of 4.88% of the shares of CITIC Limited are in compliance with the transaction scope, pricing principles and annual caps as agreed in the Comprehensive Services Framework Agreement. The consulting services to be provided by CITIC Securities to the Company are consulting services provided by CITIC Group and its associates to the Company under the Comprehensive Services Framework Agreement. The service fees to be paid by the Company to CITIC Securities will be included in the annual cap on service fees paid by the Company to CITIC Group and its associates under the Comprehensive Services Framework Agreement. The contract entered into between the Company and CITIC Securities will take effect after the proposal on further promoting investment allocation has been considered and approved at the EGM.

(II) Terms of Authorization for Proposed Further Acquisition of Shares of Bank of China

As at the date of this announcement, the Group held 3.57% of the shares of Bank of China.

The terms of authorization for the proposed further acquisition of shares of Bank of China to be sought from Shareholders at the EGM are set out as follows:

Authorization Period

The authorization is for the duration of the authorization period (i.e. a period of 12 months from the date on which the proposal on further promoting investment allocation is duly passed at the EGM).

Scope of Authorization

The Board will be authorized to determine, decide, execute and implement with full discretion matters in relation to the further acquisition of shares of Bank of China (including its A shares and H shares), including but not limited to the number and class of shares of Bank of China to be acquired under each specific transaction, as well as the timing and price in relation to the further acquisition of shares of Bank of China.

Maximum Amount

If the authorization is granted, the Board will be authorized to purchase shares of Bank of China in an aggregate amount not exceeding RMB26.0 billion (excluding stamp duty and related expenses).

For the avoidance of doubt, the above amount does not include the amount of shares of Bank of China acquired by the Group before the Shareholders' approval of the authorization for further acquisition of shares of Bank of China at the EGM.

The Company's strategic plan (for details, please refer to the Company's announcement dated 29 August 2022 regarding the "14th Five-Year" Development Plan of the Company) clarified the size and proportion orientation of equity (stock) investment and investment industry distribution, and grasped opportunity to increase equity investment, focusing on industries related to the national economy, people's livelihood and high-tech. In accordance with the strategic plan of the Company and combined with the market valuation and the financial indicators of the underlying companies, CSC and CITIC Securities have provided the investment allocation plans for the acquisition of shares of Bank of China of not exceeding RMB26.0 billion and the acquisition of shares of CEB Bank of not exceeding RMB4.0 billion, based on which the Company can obtain expected financial gains. According to the estimates conducted by the Company with the assistance of CSC and CITIC Securities, the Company expects to complete the investment allocation within the above quota at an appropriate price within the 12-month authorization period.

The specific acquisition price will be determined with reference to the trading price of the shares of Bank of China at the time of the transactions, the acquisition price will not be higher than RMB7.78 (or HKD equivalent) per share of Bank of China (including A shares or H shares). The price is determined with reference to one time of price to book ratio (PB, on the basis of the reviewed data from the 2024 interim report published by Bank of China) of Bank of China under the overall valuations in the prevailing market.

Acquisition Consideration

The consideration for the further acquisition of shares of Bank of China will be determined according to the prevailing market prices of shares of Bank of China, and the Company will purchase shares of Bank of China at its discretion with reference to the market conditions and the suitability of the market price, which will be determined based on, among other things, (i) whether the market price represents a potential annual dividend yield of 4% or above based on historical distribution level; (ii) the financial position of Bank of China; and (iii) a dividend payout ratio of approximately 30% in the past five years. For reference, the average price of Bank of China's A shares for the past 30 trading days was RMB4.93 per share and the average price of H shares was HKD3.77 per share, while the average price of A shares for the past 60 trading days was RMB4.86 per share and the average price of H shares was HKD3.624 per share.

Acquisition Method

By way of acquisition of shares of Bank of China in the open market.

Conditions Precedent

The conditions precedent to further acquisition of shares of Bank of China are as follows:

- (1) the proposal on further promoting investment allocation (covering transactions ① to ④) has been approved by the Shareholders of the Company; and
- (2) the further acquisition of shares of Bank of China has been approved by the relevant domestic industry regulators of the Company.

Financial Impact of the Proposed Further Acquisition of Shares of Bank of China on the Group

To illustrate the financial impact of the acquisition of the shares of Bank of China on the Group, to the extent that the total investment in further promoting investment allocation will not exceed RMB50.3 billion and the investment in the acquisition of the shares of Bank of China will not exceed RMB26.0 billion, the financial estimates below are based on the assumption that the actual amount of the Group's acquisition of the shares of Bank of China is RMB22.0 billion. The actual specific investment strategies of the Group need to be further determined based on market conditions, and the financial impact of the actual investment timing may differ from the following financial measurement assumptions.

(1) Assets

Assuming that on 30 June 2024, the Group purchased the shares of Bank of China at a price of RMB22,000 million, with reference to the average trading price of Bank of China's A shares of RMB4.49 per share for the thirty trading days before 30 June 2024, and without taking into account the relevant transaction taxes and fees, it is estimated that it will be able to purchase 4,899,777,283 shares of Bank of China, representing 1.66% of the shares in issue of Bank of China as at 30 June 2024. The impact on the Group's financial position is as follows:

Unit: in millions of RMB

Unaudited Pro Forma Consolidated Statement of Financial Position of the Enlarged Group

	The Group as at 30 June 2024 Unaudited	Pro forma adjustments Unaudited	The Enlarged Group as at 30 June 2024 Unaudited
Assets			
Cash and balances with central bank	—	—	—
Deposits with financial institutions	64,932	(22,000)	42,932
Financial assets at fair value through profit or loss	374,637	22,000	396,637
Financial assets held under resale agreements	4,375	—	4,375
Contract assets	5,335	—	5,335
Finance lease receivables	42	—	42
Debt instruments at fair value through other comprehensive income	15,369	—	15,369
Equity instruments at fair value through other comprehensive income	1,547	—	1,547
Inventories	23,223	—	23,223
Debt instruments at amortized cost	309,688	—	309,688
Interests in associates and joint ventures	79,477	—	79,477
Investment properties	9,960	—	9,960
Property and equipment	2,434	—	2,434
Right-of-use assets	767	—	767
Deferred tax assets	16,194	—	16,194
Goodwill	18	—	18
Assets of a disposal group classified as held for sale	129,180	—	129,180
Other assets	18,163	—	18,163
	<hr/>	<hr/>	<hr/>
Total assets	1,055,341	—	1,055,341

	The Group as at 30 June 2024 Unaudited	Pro forma adjustments Unaudited	The Enlarged Group as at 30 June 2024 Unaudited
Liabilities			
Borrowings from central bank	5,972	—	5,972
Placements from financial institutions	7,291	—	7,291
Financial assets sold under repurchase agreements	5,675	—	5,675
Borrowings	669,439	—	669,439
Financial liabilities at fair value through profit or loss	62	—	62
Tax payable	1,147	—	1,147
Contract liabilities	703	—	703
Lease liabilities	445	—	445
Deferred tax liabilities	2,046	—	2,046
Bonds and notes issued	174,520	—	174,520
Liabilities directly associated with the assets held for sale	99,833	—	99,833
Other liabilities	35,503	—	35,503
	<hr/>	<hr/>	<hr/>
Total liabilities	1,002,636	—	1,002,636
Equity			
Share capital	80,247	—	80,247
Other equity instruments	19,900	—	19,900
Capital reserve	16,464	—	16,464
Surplus reserve	8,564	—	8,564
General reserve	13,003	—	13,003
Other reserves	(1,835)	—	(1,835)
Accumulated losses	(83,528)	—	(83,528)
	<hr/>	<hr/>	<hr/>
Equity attributable to equity holders of the Company	52,815	—	52,815
Perpetual capital instruments	1,753	—	1,753
Non-controlling interests	(1,863)	—	(1,863)
	<hr/>	<hr/>	<hr/>
Total equity	52,705	—	52,705
	<hr/>	<hr/>	<hr/>
Total equity and liabilities	1,055,341	—	1,055,341
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

Note: The Group may acquire the A shares or H shares of Bank of China. For ease of understanding by the Shareholders and excluding factors such as the translation of exchange rate, estimates of the financial impact assume that the Company acquires all shares of Bank of China from the A-share market calculated by RMB4.49 per share, the average trading price of Bank of China's A shares for the 30 trading days before 30 June 2024. For reference, the average trading price of Bank of China's H shares for the 30 trading days before 30 June 2024 was HK\$3.813 per share.

(2) Earnings

The acquisition of the shares of Bank of China is a medium- to long-term investment of the Group, which will bring steady financial benefits to the Group. Assuming that on 1 January 2024, the Group completed the above-mentioned transaction of the acquisition of the shares of Bank of China, from January to June 2024, gains on changes in fair value obtained by the Group from the investment would be RMB637 million.

Assumed completion date of the acquisition of the shares of Bank of China	Period	Gains on changes in fair value obtained by the Group from the investment In millions of RMB
1 January 2024	January to June 2024	637

Information about Bank of China

Bank of China is one of the five largest state-owned commercial banks in China, and also the bank with the longest operation time, which has an important position in China's financial system. Formally established in February 1912, the Bank served consecutively as the country's central bank, international exchange bank and specialised international trade bank. After 1949, drawing on its long history as the state-designated specialised foreign exchange and trade bank, the Bank became responsible for managing China's foreign exchange operations and offering international trade settlement, overseas fund transfer and other non-trade foreign exchange services. Restructured into a wholly state-owned commercial bank in 1994, the Bank fully provides various financial services, and has developed into a large commercial bank delivering services in local and foreign currencies and featuring complete business varieties and strong strength. Bank of China was successfully listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange in 2006, becoming the first Chinese bank to launch an A-share and H-share initial public offering and achieve a dual listing in both markets (stock code: 601988.SH; 03988.HK). The Bank is the only official banking partner of the Beijing 2008 Summer Olympics and the Beijing 2022 Winter Olympics, thus making it the only bank in China to serve two Olympic Games. In 2011, Bank of China became the first financial institution from an emerging economy to be designated as a Global Systemically Important Bank, a designation it has now maintained for 13 consecutive years. With its growing international status, competitiveness and comprehensive strengths, the Bank has marched forward into the ranks of the world's large banks.

As China’s most globalised and integrated bank, Bank of China has a total of 534 overseas branches covering 64 countries and regions around the world, including 44 “Belt and Road” countries, and BOCHK and the Macau Branch serve as local note-issuing banks in their respective markets. The Bank has a well-established global service network and an integrated financial service system based on the pillars of its corporate banking, personal banking, financial markets and other commercial banking business, which covers investment banking, direct investment, securities, insurance, funds, aircraft leasing, asset management, financial technology, financing leasing and other areas, thus providing its customers with financial solutions featuring global expertise and all-round services accessible at any point of contact. Bank of China embodies a noble sense of commitment and responsibility. Since its establishment 112 years ago, the Bank has steadfastly upheld its historic mission of “promoting social welfare and contributing to a prosperous nation”. This mission has formed a valuable spiritual legacy that aligns with the financial culture with Chinese characteristics: to remain committed to honesty and trustworthiness, to seek interest without compromising moral principles, to be prudent and cautious in work, to uphold fundamental principles and break new ground, and to be compliant with law and regulations. On the new journey towards building a modern socialist country in all respects, Bank of China will adhere to the guidance of Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era and faithfully implement the new development philosophy. It will accurately identify the convergence points, focal points, and supporting points for implementing the national policies and plans and achieving its high-quality development. It will serve as the main force in supporting the real economy and as the bedrock for maintaining financial stability. It will unswervingly follow the path of financial development with Chinese characteristics, continue to open new grounds for its high-quality development, and make greater contributions to the comprehensive advancement of building a stronger country and the great cause of national rejuvenation with Chinese modernisation.

Set out below is the relevant financial information of Bank of China (extracted from the financial statements of Bank of China disclosed on the Hong Kong Stock Exchange):

Unit: in millions of RMB

	For the six months ended 30 June 2024 (unaudited)	For the year ended 31 December 2023 (audited)	For the year ended 31 December 2022 (audited)
Operating income	317,929	624,138	586,461
Profit before income tax	149,203	295,608	283,641
Profit for the period	126,536	246,371	236,725
	As of 30 June 2024 (unaudited)	As of 31 December 2023 (audited)	As of 31 December 2022 (audited)
Total assets	33,907,267	32,432,166	28,893,548

As of 30 June 2024, the total equity attributable to shareholders (carrying amount of assets) of Bank of China was RMB2,778,976 million (unaudited).

Listing Rules Implications

As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the Company's acquisition of the shares of Bank of China is expected to exceed 100%, the acquisition constitutes a very substantial acquisition and is subject to the reporting, announcement and shareholders' approval requirements under Chapter 14 of the Listing Rules.

If the specific transaction on further acquisition of shares of Bank of China constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules, the Company will separately comply with the applicable requirements of Chapter 14A of the Listing Rules in relation to the relevant specific transaction.

As at the date of this announcement, CITIC Group held 21,230,929,783 Domestic Shares of the Company, representing 26.46% of the total issued Shares of the Company, and it is a substantial shareholder of the Company and constitutes a connected person of the Company under Chapter 14A of the Listing Rules. As at the date of this announcement, CITIC Securities is the indirect subsidiary of CITIC Group under the Listing Rules, and is therefore an associate of CITIC Group and constitutes a connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, CITIC Securities provided consulting services to the Company in respect of the further acquisition of shares of Bank of China by the Company, which constitutes a continuing connected transaction of the Company under Chapter 14A of the Listing Rules.

CITIC Securities and CSC provide consulting services to the Company at a rate of RMB180,000 per report. The consulting services to be provided by CITIC Securities to the Company in connection with the further acquisition of shares of Bank of China by the Company are in compliance with the transaction scope, pricing principles and annual caps as agreed in the Comprehensive Services Framework Agreement. The consulting services to be provided by CITIC Securities to the Company are consulting and advisory services provided by CITIC Group and its associates to the Company under the Comprehensive Services Framework Agreement. The service fees to be paid by the Company to CITIC Securities will be included in the annual caps for the service fees to be paid by the Company to CITIC Group and its associates under the Comprehensive Services Framework Agreement. The contract entered into between the Company and CITIC Securities will take effect after the proposal on further promoting investment allocation has been considered and approved at the EGM.

Shareholders and potential investors of the Company should note that whether the Company will acquire shares of Bank of China may depend on market conditions and will be made at the Board's discretion. There is therefore no assurance as to the timing, quantity or price of any shares of Bank of China to be acquired by the Company. Accordingly, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares.

(III) Terms of Authorization for Proposed Further Acquisition of Shares of CEB Bank

As at the date of this announcement, the Company held 7.08% of the shares of CEB Bank.

The terms of authorization for the proposed further acquisition of shares of CEB Bank to be sought from Shareholders at the EGM are set out as follows:

Authorization Period

The authorization is for the duration of the authorization period (i.e. a period of 12 months from the date on which the proposal on further promoting investment allocation is duly passed at the EGM).

Scope of Authorization

The Board will be authorized to determine, decide, execute and implement with full discretion matters in relation to the further acquisition of shares of CEB Bank (including its A shares and H shares), including but not limited to the number and class of shares of CEB Bank to be acquired under each transaction, as well as the timing and price in relation to the further acquisition of shares of CEB Bank.

Maximum Amount

If the authorization is granted, the Board will be authorized to purchase shares of CEB Bank in an aggregate amount not exceeding RMB4.0 billion (excluding stamp duty and related expenses).

For the avoidance of doubt, the above amount does not include the amount of shares of CEB Bank acquired by the Company before the Shareholders' approval of the authorization for further acquisition of shares of CEB Bank at the EGM.

The Company's strategic plan clarified the size and proportion orientation of equity (stock) investment and investment industry distribution, and grasped opportunity to increase equity investment, focusing on industries related to the national economy, people's livelihood and high-tech. In accordance with the strategic plan of the Company and combined with the market valuation and the financial indicators of the underlying companies, CSC and CITIC Securities have provided the investment allocation plans for the acquisition of shares of Bank of China of not exceeding RMB26.0 billion and the acquisition of shares of CEB Bank of not exceeding RMB4.0 billion, based on which the Company can obtain expected financial gains. According to the estimates conducted by the Company with the assistance of CSC and CITIC Securities, the Company expects to complete the investment allocation within the above quota at an appropriate price within the 12-month authorization period.

The specific acquisition price will be determined with reference to the trading price of the shares of CEB Bank at the time of the transactions, the acquisition price will not be higher than RMB7.84 (or HKD equivalent) per share of CEB Bank (including A shares or H shares). The price is determined with reference to one time of price to book ratio (PB, on the basis of the reviewed data from the 2024 Interim Report published by CEB Bank) of CEB Bank under the overall valuations in the prevailing market.

Acquisition Consideration

The consideration for the further acquisition of shares of CEB Bank will be determined according to the prevailing market prices of shares of CEB Bank, and the Company will purchase shares of CEB Bank at its discretion with reference to the market conditions and the suitability of the market price, which will be determined based on, among other things, (i) whether the market price represents a potential annual dividend yield of 4% or above based on historical distribution level; (ii) the financial position of CEB Bank; and (iii) a dividend payout ratio of over 25% in the past five years. For reference, the average price of CEB Bank's A shares for the past 30 trading days was RMB3.54 per share and the average price of H shares was HKD2.674 per share, while the average price of A shares for the past 60 trading days was RMB3.29 per share and the average price of H shares was HKD2.514 per share.

Acquisition Method

By way of acquisition of shares of CEB Bank in the open market.

Conditions Precedent

The conditions precedent to further acquisition of shares of CEB Bank are as follows:

- (1) the proposal on further promoting investment allocation (covering transactions ① to ④) has been approved by the Shareholders of the Company; and
- (2) the further acquisition of shares of CEB Bank has been approved by the relevant domestic industry regulators of the Company.

Financial Impact of the Proposed Further Acquisition of Shares of CEB Bank on the Group

To illustrate the financial impact of the acquisition of the shares of CEB Bank on the Group, to the extent that the total investment in further promoting investment allocation will not exceed RMB50.3 billion and the investment in the acquisition of the shares of CEB Bank will not exceed RMB4.0 billion, the financial estimates below are based on the assumption that the actual amount of the Group's acquisition of the shares of CEB Bank is RMB3.5 billion. The actual specific investment strategies of the Group need to be further determined based on market conditions, and the financial impact of the actual investment timing may differ from the following financial measurement assumptions.

(1) Assets

Assuming that on 30 June 2024, the Group purchased the shares of CEB Bank at a price of RMB3,500 million, with reference to the average transaction price of A shares of CEB Bank of RMB3.19 per share for the thirty trading days before 30 June 2024, and without taking into account relevant transaction taxes and fees, it is estimated that 1,097,178,683 shares of CEB Bank can be purchased, accounting for 1.86% of the issued shares of CEB Bank as of 30 June 2024. The impact on the Group's financial position is shown in the following table:

Unit: in millions of RMB

Unaudited Pro Forma Consolidated Statement of Financial Position of the Enlarged Group

	The Group as at 30 June 2024 Unaudited	Pro forma adjustments Unaudited	The Enlarged Group as at 30 June 2024 Unaudited
Assets			
Cash and balances with central bank	—	—	—
Deposits with financial institutions	64,932	(3,500)	61,432
Financial assets at fair value through profit or loss	374,637	—	374,637
Financial assets held under resale agreements	4,375	—	4,375
Contract assets	5,335	—	5,335
Finance lease receivables	42	—	42
Debt instruments at fair value through other comprehensive income	15,369	—	15,369
Equity instruments at fair value through other comprehensive income	1,547	—	1,547
Inventories	23,223	—	23,223
Debt instruments at amortized cost	309,688	—	309,688
Interests in associates and joint ventures	79,477	8,597	88,074
Investment properties	9,960	—	9,960
Property and equipment	2,434	—	2,434
Right-of-use assets	767	—	767
Deferred tax assets	16,194	—	16,194
Goodwill	18	—	18
Assets of a disposal group classified as held for sale	129,180	—	129,180
Other assets	18,163	—	18,163
	<hr/>	<hr/>	<hr/>
Total assets	1,055,341	5,097	1,060,438

	The Group as at 30 June 2024 Unaudited	Pro forma adjustments Unaudited	The Enlarged Group as at 30 June 2024 Unaudited
Liabilities			
Borrowings from central bank	5,972	—	5,972
Placements from financial institutions	7,291	—	7,291
Financial assets sold under repurchase agreements	5,675	—	5,675
Borrowings	669,439	—	669,439
Financial liabilities at fair value through profit or loss	62	—	62
Tax payable	1,147	—	1,147
Contract liabilities	703	—	703
Lease liabilities	445	—	445
Deferred tax liabilities	2,046	—	2,046
Bonds and notes issued	174,520	—	174,520
Liabilities directly associated with the assets held for sale	99,833	—	99,833
Other liabilities	35,503	—	35,503
	<hr/>	<hr/>	<hr/>
Total liabilities	1,002,636	—	1,002,636
Equity			
Share capital	80,247	—	80,247
Other equity instruments	19,900	—	19,900
Capital reserve	16,464	—	16,464
Surplus reserve	8,564	—	8,564
General reserve	13,003	—	13,003
Other reserves	(1,835)	—	(1,835)
Accumulated losses	(83,528)	5,097	(78,431)
	<hr/>	<hr/>	<hr/>
Equity attributable to equity holders of the Company	52,815	5,097	57,912
Perpetual capital instruments	1,753	—	1,753
Non-controlling interests	(1,863)	—	(1,863)
	<hr/>	<hr/>	<hr/>
Total equity	52,705	5,097	57,802
	<hr/>	<hr/>	<hr/>
Total equity and liabilities	1,055,341	5,097	1,060,438
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

Note: The Group may acquire the A shares or H shares of CEB Bank. For ease of understanding by the Shareholders and excluding factors such as the translation of exchange rate, estimates of the financial impact assume that the Company acquires all shares of CEB Bank from the A-share market calculated by RMB3.19 per share, the average trading price of CEB Bank's A shares for the 30 trading days before 30 June 2024. For reference, the average trading price of CEB Bank's H shares for the 30 trading days before 30 June 2024 was HK\$2.516 per share.

(2) Earnings

The acquisition of the shares of CEB Bank is a medium- to long-term investment of the Group, which will bring steady financial benefits to the Group. Assuming that on 1 January 2024, the Group completed the aforementioned transaction of increasing its shareholding by 1.86% of CEB Bank, the Group would continue to be able to exert significant influence on CEB Bank, account for the increase of the shares as equity in associates and joint ventures, and initially recognize and subsequently measure the acquired equity in accordance with the equity method. From January to June 2024, the amount of continuing investment income obtained by the Group from the investment is as follows:

Assumed completion date of the acquisition of the shares of CEB Bank	Period	Continuing investment income obtained by the Group from the investment (Share of results of associates and joint ventures) In millions of RMB
1 January 2024	January to June 2024	408

Information about CEB Bank

CEB Bank, which was established in August 1992, is a national joint-stock commercial bank approved by the State Council of China and the People's Bank of China. It was listed on the Shanghai Stock Exchange in August 2010 and the Hong Kong Stock Exchange in December 2013. The principal activities of CEB Bank are the provision of corporate and retail deposits, loans and advances, settlement, treasury business and other financial services. As of the end of 2023, CEB Bank had established 1,312 branches and outlets in the domestic market, covering all provincial administrative regions and extending its business reach to 150 economic center cities.

In recent years, focusing on the strategic vision of “building a first-class wealth management bank”, CEB Bank has pushed ahead with the transformation towards “agility, technology and ecosphere”. Through integrated, characteristic, light-asset and digital development, CEB Bank has stepped up efforts to optimize its product design, channel development and service models, which not only forged a strong competitive edge in wealth management and fintech, but also built up a sound social image of first-class wealth management bank, with balanced growth of all businesses, improved risk management and enhanced innovation capabilities. In the “Global Banking 1,000 Rankings” of 2023, CEB Bank ranked 28th.

Set out below is the relevant financial information of CEB Bank (extracted from the financial statements of CEB Bank disclosed on the Hong Kong Stock Exchange):

Unit: in millions of RMB

	For the six months ended 30 June 2024 (unaudited)	For the year ended 31 December 2023 (audited)	For the year ended 31 December 2022 (audited)
Operating income	69,866	145,735	151,865
Profit before income tax	29,815	49,757	55,966
Net profit	24,610	41,076	45,040
	As of 30 June 2024 (unaudited)	As of 31 December 2023 (audited)	As of 31 December 2022 (audited)
Total assets	6,796,694	6,772,796	6,300,510

As of 30 June 2024, the total equity attributable to shareholders (carrying amount of assets) of CEB Bank was RMB570,865 million (unaudited).

Listing Rules Implications

As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the Company’s acquisition of the shares of CEB Bank is expected to exceed 100%, the acquisition constitutes a very substantial acquisition and is subject to the reporting, announcement and Shareholders’ approval requirements under Chapter 14 of the Listing Rules.

If the specific transaction on further acquisition of shares of CEB Bank constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules, the Company will separately comply with the applicable requirements of Chapter 14A of the Listing Rules in relation to the relevant specific transaction.

As at the date of this announcement, CITIC Group held 21,230,929,783 Domestic Shares of the Company, representing 26.46% of the total issued Shares of the Company, and it is a substantial Shareholder of the Company and constitutes a connected person of the Company under Chapter 14A of the Listing Rules. As at the date of this announcement, CITIC Securities is the indirect subsidiary of CITIC Group under the Listing Rules, and is therefore an associate of CITIC Group and constitutes a connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, CITIC Securities provided consulting services to the Company for the Company's further acquisition of shares in CEB Bank, which constitutes a continuing connected transaction of the Company under Chapter 14A of the Listing Rules.

CITIC Securities and CSC provide consulting services to the Company at a rate of RMB180,000 per report. The consulting services that CITIC Securities intends to provide to the Company for the Company's further acquisition of shares in CEB Bank are in compliance with the scope of the transaction, pricing principles and annual caps stipulated in the Comprehensive Services Framework Agreement. The consulting services that CITIC Securities intends to provide to the Company fall within the consulting and advisory services provided by CITIC Group and its associates to the Company under the Comprehensive Services Framework Agreement. The service fees proposed to be paid by the Company to CITIC Securities will be included in the annual cap of the service fees paid by the Company to CITIC Group and its associates under the Comprehensive Services Framework Agreement. The contract entered into between the Company and CITIC Securities will take effect after the proposal on further promoting investment allocation has been considered and approved at the EGM.

Shareholders and potential investors of the Company should note that whether the Company will acquire shares of CEB Bank may depend on market conditions and will be made at the Board's discretion. There is therefore no assurance as to the timing, quantity or price of any shares of CEB Bank to be acquired by the Company. Accordingly, Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares.

Further Explanation regarding Acquisition of the Shares of Bank of China and CEB Bank

The acquisition of shares of Bank of China and CEB Bank will be made by the Company in the open market. As the object of investment is listed shares, the Company has to make timely and effective investment decisions in order to seize appropriate market opportunities, and the prices and investment ratios of specific stock transactions cannot be fixed accurately, thus the Company will make decisions flexibly according to market conditions. Therefore, it is only feasible to seek Shareholders' authorization in advance for the plans of acquisition of shares of Bank of China and CEB Bank.

Considering the fluctuations and unpredictable factors of the capital market, there is uncertainty in the consideration for the acquisition of Bank of China and CEB Bank. In addition, the trading behavior of the Company may affect the share price fluctuations, and thus flexibility to some extent should be allowed for potential price appreciation. Accordingly, the maximum amount of RMB26.0 billion for the acquisition of shares of Bank of China and RMB4.0 billion for the acquisition of shares of CEB Bank were determined after taking into

account the impact of share price fluctuations of Bank of China and CEB Bank and reserving a certain amount of buffer (i.e., the difference between the maximum amount and the amount used to estimate the financial impact is the estimated amount of buffer, which is recommended by CSC and CITIC Securities after evaluation based on factors such as the total share capital, recent trading volume and price fluctuation range of the underlying banks) to cope with changes in the market environment.

The financial impact of the acquisition of shares of Bank of China and CEB Bank was determined by the Company based on the actual acquisition amount estimated at the current valuation level of each of the Chinese banking industry as a whole and the shares of Bank of China and CEB Bank. The financial impact analysis of each investment in this announcement is based on a total investment scale of RMB50.3 billion.

For the Company's acquisition of the shares of Bank of China and CEB Bank, if the counterparty is a connected person of the Company, and such specific transaction thus constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules, the Company will separately comply with the applicable requirements of Chapter 14A of the Listing Rules in respect of that specific transaction.

(IV) Investments by Setting up a Single Asset Service Trust

To fully leverage CITIC Group's synergies, the Company intends to appoint CITIC Securities and CSC as advisors to provide professional investment opinions, and make investments by setting up a single asset service trust (the "**Single Asset Service Trust**", "**Trust Product**" or the "**Trust**") with CITIC Trust and China CITIC Bank. The Trust pays close attention to public services, infrastructure (including new infrastructure, new energy and other strategic emerging industries), resources and energy, finance, advanced manufacturing, basic livelihood and other strategic pillar industries that have a significant influence on the national economy and social development, and intends to invest in underlying listed companies with a clear history, standardized corporate governance, stable operation, high dividends and great growth potential, long-term investment value, the ROE/PB of which is not lower than 8% and dividend yield is not lower than 4%. Details of the above are as follows:

Name of trust contract and parties : Trust Contract for the No. 1 Asset Service Trust Project of CITIC Trust (《中信信託壹號資產服務信託項目信託合同》), which will be entered into between the Company (as trustor) and CITIC Trust (as trustee)

Date of trust contract : 8 November 2024

The trust contract shall become effective on the date when it has been signed/sealed and stamped by the legal representatives or authorized representatives of both parties, and the proposal on further promoting investment allocation has been approved by the Shareholders of the Company.

- Parties of the investment : The Company (sole trustor and sole beneficiary)
- CITIC Trust (trustee)
- China CITIC Bank (custodian)
- CITIC Securities, CSC (advisers)
- Scale of entrusted funds : No more than RMB20.0 billion. The Company has no mandatory contribution obligation or period requirement on contribution under the trust contract. The Company will flexibly control the contribution scale of and the investment pace to the Trust Product and contribute capital in batches and instalments, taking into account factors such as the contribution scale of transactions ① to ③ , the trend of the capital market and the consultants' recommendation.

Considering the fluctuations and unpredictable factors of the capital market, there is uncertainty in the investment scale of the Trust Product. The trading behaviour of the Company may affect the share price fluctuations, and thus flexibility to some extent should be allowed for potential price appreciation. Besides, there are certain uncertainties in the completion of the aforementioned investments in Bank of China and CEB Bank (which may be higher or lower than the expected scale). In the actual investment, the quota used by the Company for investment in the Trust Product and the other three transactions (i.e. transactions ① to ③) will not exceed RMB50.3 billion in total. Accordingly, the maximum amount of RMB20.0 billion for investment under the Trust Product was determined after taking into account the impact of share price fluctuations and the aggregate scale of the above three transactions and reserving a certain amount of buffer (i.e. the difference between the maximum amount and the amount used to estimate the financial impact is the estimated amount of buffer) for the Company to cope with changes in the market environment. The financial impact of the Trust Product was determined based on the actual amount of the expected acquisition by the Company.

Fee and payment : CITIC Trust only charges a fixed trust fee at a rate of 0.05% per year. From the effective date of the Trust Product¹, the fixed trust fee is accrued daily based on the original value of the trust and paid quarterly. The fixed trust fee is in line with the prevailing market fee standards for similar services and is set on normal commercial terms.

China CITIC Bank only charges a custody fee at a rate of 0.002% per year. From the effective date of the Trust Product, the custody fee is accrued daily based on the original value of the trust and paid quarterly. The custody fee is in line with the prevailing market fee standards for similar services and is set on normal commercial terms.

The Trust Product does not charge a performance fee. The Trust Product does not involve a subscription fee or redemption fee.

CITIC Securities and CSC provide consulting services to the Company at a rate of RMB180,000 per report.

The trustee's trust fee, custodian's custody fee and consulting fee are determined on normal commercial terms after arm's length negotiation between the Company and the trustee, custodian and two advisory institutions, with reference to the prevailing market fee standards for similar services.

Duration : Within 3 years from the effective date of the Trust Product.

According to the provisions of the trust contract, early termination may occur. Upon mutual agreement among the trustor and trustee, the Trust Product may be terminated early or postponed. During the duration of the Trust Product, the trustor may unilaterally request the early termination of the Trust Product in accordance with its actual needs or regulatory opinions.

Investment mechanism : Two advisors (i.e. CITIC Securities and CSC), based on their analysis on the fundamentals, future development trends and current valuation levels of the investment targets, provide investment plans. The trustee may make investments in due course.

¹ In accordance with the trust contract, the Trust Product shall take effect when the following conditions are satisfied, provided that the proposal on further promoting investment allocation has been approved by the Company's Shareholders: (1) the trust contract has been signed and taken effect, and the total amount of trust capital delivered by the trustor to the custody account of the Trust Product is no less than RMB10.00 million; and (2) any other conditions, if any, deemed by the trustee to be fulfilled.

The Trust Product is only invested in the recommended targets on which two advisors (i.e. CITIC Securities and CSC) have reached a consensus. The trustee will make such investment.

- Performance comparison benchmark : There is no performance comparison benchmark.
- Investment objectives : Subject to controlling investment risks, the primary focus is on investing in equity assets, striving to obtain relatively stable income and seeking investment returns for trustor.
- Investment scope : The Trust Product will invest in shares of A-share and Hong Kong-listed companies (including subscription for new shares, as well as convertible bonds and exchangeable bonds that may be converted into shares of the underlying listed companies). Meanwhile, the Trust Product will invest in low-risk fixed-income investments such as bank deposits and monetary funds for cash management purposes only, and subscribe for trust protection funds in accordance with the Administrative Measures for Trust Protection Funds.

Within the project resource database determined by the Company with the assistance of CITIC Securities and CSC, the Company will select investment targets with stable operation, high dividends, great growth potential, long-term investment value, ROE/PB not lower than 8% and dividend yield not lower than 4% (“**Investment Target(s)**”), and will invest in related assets and equities (including convertible bonds and exchangeable bonds) in due course.

The Company intends to make financial investments in the Investment Targets, and the scale of each single investment will not trigger a mandatory tender offer for the Investment Targets.

- Investment proportion : The proportion of equity assets to total assets ranges from 80% (inclusive) to 100% (inclusive); while the proportion of debt assets to total assets ranges from 0 (inclusive) to 20% (exclusive)².

² “inclusive” and “exclusive” refer to whether the amount is included or not, that is, the proportion of equity assets to total assets is greater than or equal to 80%, and less than or equal to 100%; while the proportion of debt assets to total assets is greater than or equal to 0, and less than 20%.

Risk-return characteristics of the product : The risk rating of the Trust Product is R5-High Risk.

According to the risk grading guidelines in relation to financial products under the Guidelines for the Implementation of Investor Suitability Management by Fund Raising Institutions issued by the Asset Management Association of China and the Guidelines for the Investor Suitability Management in Securities Trading Institutions (Trial) issued by the Securities Association of China, the trustee (i.e. CITIC Trust) has established a risk hierarchy system, pursuant to which a trust product with a risk grade of R5 represents that such a product is characterized by high risk, complex structure, fluctuating income and great volatility, low liquidity, and partial or even total loss of the product principal may occur.

It should be kindly noted that the rating of R5 risk grade is based on the standardized criteria of the domestic regulatory rules, and equity investments are usually rated as R5 due to the volatility of returns. However, for the investment allocation, the investment direction of which is to seek the Investment Targets with high-yield, high-dividend and less volatile. The investment portfolio can better achieve a balance between risk and return, the Company has invested in the same type of asset management plans previously, which are all under the risk control and have achieved better investment results (half-yearly return of over 10%). At the same time, the Company employs professional advisers and trust custodian ranked at the top of the industry to study the investment plan and its specific implementation, which enables the Company to effectively control risks and achieve great investment performance.

Investment strategy : Adopting the equity strategy, investing in stocks, bonds, cash assets, etc., and subscribing to the credit insurance funds in accordance with the provisions³.

Investment decision : The two advisors (i.e. CITIC Securities and CSC) assist in determining the project resource database according to the Company's risk preference, select specific Investment Targets in the project resource database for in-depth analysis and provide an investment plan.

³ In accordance with the Administrative Measures for Trust Protection Funds, the Trust Product shall subscribe for trust protection funds with 1% of the paid-in trust funds.

On the premise that the two advisors reach a consensus, CITIC Trust makes relevant investment arrangements at the prices and on the mechanisms available in the open market.

- Investment restrictions : (1) Prohibition of using trust property for purposes such as loans, mortgage financing, or external guarantees.
- (2) Prohibition of using trust property for investments that may entail unlimited liability.
- (3) The amount of a single stock/bond invested by the Trust shall not exceed 50% of the net assets of the previous day in terms of cost (the position construction period is 12 months, with an additional adjustment period of 3 months, during which it is exempted);
- (4) Prohibition of trading in securities from 5 trading days prior to the expiration of the Trust;
- (5) Other investments that are prohibited by relevant laws, regulations and agreements in the trust documents⁴.

- Termination : The Trust shall be terminated under any of the following circumstances:
- (1) The trustor and the trustee may terminate the Trust in advance by mutual agreement according to market conditions or provisions hereof;
- (2) The Trust shall be terminated when a new trustee cannot be selected in accordance with relevant provisions when the trustee resigns or is legally dissolved, declared bankrupt or legally revoked;
- (3) The purpose of the Trust has been achieved or cannot be achieved;
- (4) The Trust is revoked or dissolved;

⁴ The prohibitions of trust investment stipulated in the Securities Law of the People's Republic of China, the Trust Law of the People's Republic of China, the Measures for the Administration of Trust Companies and other laws and regulations, such as prohibiting various forms of benefits transfer or seeking unjustified benefits for third parties, and strictly forbidding engaging in insider dealings, manipulation of securities trading prices and other illegal and irregular securities activities, etc. The above save clauses are normal commercial terms generally contained in trust contracts to ensure that trust investments are carried out in compliance with the law.

- (5) The duties of the trustee are terminated, and a new trustee is not appointed in accordance with relevant provisions;
- (6) The project of the Trust cannot continue to operate due to force majeure events;
- (7) The trustor decides to terminate the Trust in advance;
- (8) After the establishment of the Trust, the trustor is legally dissolved, legally revoked or declared bankrupt;
- (9) The term of the Trust expires and is not extended;
- (10) Early termination due to force majeure or national policies, regulations or regulatory provisions;
- (11) Other reasons stipulated by laws, administrative regulations or this contract.

Conditions Precedent

The conditions precedent to set up a Trust Product to carry out investments are as follows:

- (1) the proposal on further promoting investment allocation (covering transactions ① to ④) has been approved by the Shareholders of the Company; and
- (2) the trust contract has been filed at the domestic industry authority of the trustee.

Financial Impact of Setting up a Trust Product to Carry out Investments on the Group

To illustrate the financial impact of setting up a Trust Product to carry out investments on the Group, to the extent that the total investment in further promoting investment allocation will not exceed RMB50.3 billion and the investment carried out by setting up a Trust Product will not exceed RMB20.0 billion, the financial estimates below are based on the assumption that the actual amount of investment carried out by the Group by setting up a Trust Product is RMB13.534 billion. The actual specific investment strategies of the Group need to be further determined based on market conditions, and the financial impact of the actual investment timing may differ from the following financial measurement assumptions.

(1) Assets

Assuming that on 30 June 2024, the Trust Product purchased the potential Investment Targets in the open market at a price of RMB13,534 million, the consideration for the potential Investment Targets would be paid by cash, and it would be classified as financial assets at fair value through profit or loss at the presumed initial recognition stage and also the fair value of the potential Investment Targets as at 30 June 2024, and the stamp duty and related expenses would be assumed to be nil. The impact on the Group's financial position is as follows:

Unit: in millions of RMB

Unaudited Pro Forma Consolidated Statement of Financial Position of the Enlarged Group

	The Group as at 30 June 2024 Unaudited	Pro forma adjustments Unaudited	The Enlarged Group as at 30 June 2024 Unaudited
Assets			
Cash and balances with central bank	—	—	—
Deposits with financial institutions	64,932	(13,534)	51,398
Financial assets at fair value through profit or loss	374,637	13,534	388,171
Financial assets held under resale agreements	4,375	—	4,375
Contract assets	5,335	—	5,335
Finance lease receivables	42	—	42
Debt instruments at fair value through other comprehensive income	15,369	—	15,369
Equity instruments at fair value through other comprehensive income	1,547	—	1,547
Inventories	23,223	—	23,223
Debt instruments at amortized cost	309,688	—	309,688
Interests in associates and joint ventures	79,477	—	79,477
Investment properties	9,960	—	9,960
Property and equipment	2,434	—	2,434
Right-of-use assets	767	—	767
Deferred tax assets	16,194	—	16,194
Goodwill	18	—	18
Assets of a disposal group classified as held for sale	129,180	—	129,180
Other assets	18,163	—	18,163
Total assets	<u>1,055,341</u>	<u>—</u>	<u>1,055,341</u>

	The Group as at 30 June 2024 Unaudited	Pro forma adjustments Unaudited	The Enlarged Group as at 30 June 2024 Unaudited
Liabilities			
Borrowings from central bank	5,972	—	5,972
Placements from financial institutions	7,291	—	7,291
Financial assets sold under repurchase agreements	5,675	—	5,675
Borrowings	669,439	—	669,439
Financial liabilities at fair value through profit or loss	62	—	62
Tax payable	1,147	—	1,147
Contract liabilities	703	—	703
Lease liabilities	445	—	445
Deferred tax liabilities	2,046	—	2,046
Bonds and notes issued	174,520	—	174,520
Liabilities directly associated with the assets held for sale	99,833	—	99,833
Other liabilities	35,503	—	35,503
	<hr/>	<hr/>	<hr/>
Total liabilities	1,002,636	—	1,002,636
Equity			
Share capital	80,247	—	80,247
Other equity instruments	19,900	—	19,900
Capital reserve	16,464	—	16,464
Surplus reserve	8,564	—	8,564
General reserve	13,003	—	13,003
Other reserves	(1,835)	—	(1,835)
Accumulated losses	(83,528)	—	(83,528)
	<hr/>	<hr/>	<hr/>
Equity attributable to equity holders of the Company	52,815	—	52,815
Perpetual capital instruments	1,753	—	1,753
Non-controlling interests	(1,863)	—	(1,863)
	<hr/>	<hr/>	<hr/>
Total equity	52,705	—	52,705
	<hr/>	<hr/>	<hr/>
Total equity and liabilities	1,055,341	—	1,055,341
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

(2) Earnings

Making investments by setting up a Single Asset Service Trust will bring long-term and steady financial benefits to the Group. Assuming that on 1 January 2024, the Group completed the above-mentioned investments of the Single Asset Service Trust, based on the average annual dividend yield of 4% (2% semi-annually), from January to June 2024, the dividend income obtained by the Group from the investment would be RMB271 million.

Assumed completion date of making investments by setting up a Single Asset Service Trust	Period	Dividend income obtained by the Group from the investment In millions of RMB
1 January 2024	January to June 2024	271

Information about CITIC Trust

CITIC Trust is a non-banking financial institution established with the approval of the People's Bank of China, with its predecessor being CITIC Industrial Trust Investment Co., Ltd. (中信興業信託投資公司 , the “**CITIC Industrial**”), a company established on 1 March 1988, and the place of incorporation being Beijing. In 2002, with the approval of the People's Bank of China, CITIC Industrial undertook the corporate trust assets, liabilities and business of CITIC Group upon reorganization and restructuring. CITIC Trust has a registered capital of RMB11.276 billion (USD23 million of which is foreign exchange). Its controlling shareholder is China CITIC Financial Holdings Co., Ltd., holding 100% equity interests. As of the end of 2023, the total assets, net assets and total liabilities of CITIC Trust amounted to RMB49.460 billion, RMB39.089 billion and RMB10.371 billion, respectively. Besides, the income, net profits and asset management scale of CITIC Trust amounted to RMB4.940 billion, RMB2.632 billion and RMB2,059.335 billion, respectively.

CITIC Trust is the industrial top trust company, formulating the plan in securities investing businesses at an early stage in the industry, which acquired the qualifications in the securities investing businesses, such as corporate annuity fund management, entrusted overseas wealth management, national interbank funding, stock-index futures trading and Social Security Fund trust investment trustee.

CITIC Trust has rich experience in developing security investment business. As of the end of September 2024, the scale of its security investment business exceeded RMB450 billion, ranking top in the industry in terms of the scale of business growth. Its types of security investment business cover standardised securities investments based on self-decision and standardised securities business with the nature of transaction and service. Its product types include cash management, pure debt and fixed income, multi-strategy TOF, long-only equity, etc. Its customers include various commercial banks, wealth management subsidiaries, securities companies, futures companies and other types of financial institutions, as well as family trusts, high-net-worth individuals, general industrial and commercial enterprises, etc.

While conducting security investment trust business, CITIC Trust always insists on improving its ability of investment and research and risk control, and ensures the synchronization between the scale of business development and its ability and personnel allocation and system construction, so as to effectively prevent various risks and realize the stable and sustainable development of security investment business.

Biography of the Head of the Management Team of CITIC Trust

Ms. ZHAO Xi (趙晞), holds a master's degree in Finance and Economics from the University of Manchester and has over 10 years of experience in equity investment and multi-investment allocation. She joined CITIC Trust in July 2007 and is responsible for the underlying product management of diversified investment and portfolio returns such as corporate annuities and company welfare funds. She has a solid investment style and has consistently outperformed the market average for many years. She specialises in large investment allocation and has extensive experience in equity investment, FOF/MOM portfolio investment and fund research, with total equity and FOF assets under management of RMB80 billion.

Information about CITIC Securities and CSC

(1) CITIC Securities

CITIC Securities was incorporated in October 1995. Listed on the Shanghai Stock Exchange in 2003 and on the Hong Kong Stock Exchange in 2011, the company is the first A-share and H-share listed securities firm in China, with China CITIC Financial Holdings Co., Ltd (a wholly-owned subsidiary of CITIC Group) as its largest shareholder. With the mission of helping enhance the capital market's functions, and facilitate high-quality economic development, CITIC Securities strives to become a leading domestic and internationally renowned Chinese investment bank most trusted by clients around the world. The business of CITIC Securities covers a wide range of fields including securities, funds, futures, foreign exchange and bulk commodities. Through its integrated financial services, CITIC Securities supports the development of the real economy in an all-round way and provides various financial service solutions for domestic and foreign corporate, institutional, high-net-worth and retail clients.

Founded in 1998, CITICS Research is a first-level department of CITIC Securities, consistently adhering to the value concept of "Integrity, Innovation, Excellence and Sharing". Taking full-scale research and all-rounded services as transition direction, CITICS Research aims to serve primary and secondary market investors as an expert to carry out in-depth industry analysis and as a consultant in enterprise strategy study. As a first-level front office department, the Stock Sales and Trading Department assists the CITICS Research, providing a full range of products and services such as roadshows, research, expert consultants, commissioned projects, conference calls and conference exchanges based on high-quality research reports for customers in all business lines. CITICS Research currently has set up 11 aggregate and industry groups, including macro and policy, strategy, FICC, quantification and allocation, consumption, medical and health, manufacturing, science and technology, finance, energy and materials, infrastructure and modern services, including 62 professional research groups and more than 400 researchers.

Biography of the Head of the Consulting Team of CITIC Securities

Mr. YU Xinli (于新利), is the director manager, executive head of the Research Department, a member of the Global Institutional Equities Business Management Committee (全球機構股票業務管理委員會), and the deputy secretary general of CITIC Research Institute (中信研究院) of CITIC Securities. Mr. Yu Xinli successively graduated from Beihang University with a major in Aircraft Manufacturing (Bachelor of Engineering), the School of Computing and Communication Engineering of the Graduate School of Chinese Academy of Sciences (中國科學院研究生院計算與通信工程學院) (Master of Software Engineering), and the first EMBA class of the PBC School of Finance (PBCSF) at Tsinghua University (Master of Business Administration). He joined CITIC Securities in 1999, with more than 20 years of experience in securities research and industry. He successively served as a product development engineer of the financial products development group, the chief financial engineering analyst, executive general manager, and role B of the Research Department, the director manager of the Wealth Management Committee, head of the Operations Management Department, and head of the Market Research Department, and has been the executive head of the Research Department since 2018. He ranked first three times and second once in the New Fortune Best Financial Engineering Analyst for four consecutive years from 2004 to 2007.

(2) CSC

CSC is a nationwide comprehensive securities company approved by the CSRC and has a strong shareholders background. The major shareholders include Beijing State-owned Capital Operation and Management Company Limited, Central Huijin and CITIC Group. CSC was founded on 21 September 2005, registered in Chaoyang District, Beijing, listed on the Hong Kong Stock Exchange on 9 December 2016 and on the Shanghai Stock Exchange on 20 June 2018, with a registered capital of RMB7.757 billion. According to the statistics of the Securities Association of China and Wind Info, in 2023, the number of equity financing projects completed by the CSC and the amount of lead underwriting ranked No. 2 in the industry. The debt financing business of CSC continued to maintain a good momentum of development, ranking No. 2 in the industry in terms of the number of completed lead underwriting projects and the scale of lead underwriting.

CSC has an Investment Banking Committee, an Economic Management Committee and an Institutional Committee. The Institutional Committee is composed of four departments such as the Institutional Department, the Research and Development Department, the Trusteeship Department, and the International Department, which comprehensively serves the institutional customers. Founded in 1998, the Research and Development Department (formerly known as the Research and Development Department of China Securities (華夏證券研究發展部)) is one of the earliest seller research institutes, serving more than 500 QFII, funds, insurance, brokers, banks, private equity and other customers throughout the year, organizing more than 500 roadshows per week, organizing more than hundreds of listed company surveys every year, and serving more than 100 fund customers throughout the year. The Research and Development Department mainly provides institutional clients with research consulting services in 40 fields including macroeconomy, fixed income, strategy, financial engineering, large-scale investment allocation, fund research, and industry research. The research and sales team

of the CSC currently has a total of 307 members, and 6,685 research reports of various types were completed in 2023, deepening the coverage of the industry and overseas listed companies, and the research business is currently divided into 10 research groups, covering 40 research fields.

CSC is a joint stock limited liability company incorporated in the PRC, the H shares (stock code: 6066.HK) and the A shares (stock code: 601066.SH) of which are listed and traded on the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively. According to the H-share prospectus of CSC, CITIC Group is an independent third party of CSC. At present, according to the information on the online disclosure of interests system of the Hong Kong Stock Exchange and the periodic reports published by CSC, CITIC Group, through its subsidiary Glasslake Holdings Limited, holds 4.53% of the shares of CSC, and CITIC Securities (a subsidiary of CITIC Group under the Listing Rules) holds 4.94% of the shares of CSC. The operating performance and financial position of CSC are not consolidated in the financial statements of CITIC Group. According to the overseas regulatory announcement of CSC dated 22 November 2023 (Announcement on the Completion of the Implementation of the Largest Shareholder's Increase in Shareholding of H Shares of the Company), CSC has no controlling shareholder and no actual controller. All in all, to the Company's knowledge, information and belief after making reasonable inquiries, CSC is an independent third party of the Company.

Biography of the Head of the Consulting Team of CSC

Ms. WU Chaoze (武超则), is the director of the Securities Research Institute and the head of the International Business Department, the director manager and the chief analyst of the TMT industry of CSC. She is a Platinum Analyst of New Fortune, who has won first place in the New Fortune Best Analyst of the Communications Industry eight consecutive times from 2013 to 2020, and first place in the Crystal Ball Best Analyst of the Communications Industry seven consecutive times from 2014 to 2020. Ms. WU Chaoze focuses on 5G, cloud computing, the Internet of Things and other fields, and is a securities analyst, investment advisor and member of the Chief Economist Committee of the Securities Association of China.

Listing Rules Implications

As the highest applicable percentage ratio in respect of the Company's investments by setting up a Single Asset Service Trust exceeds 25% but is less than 75%, the Company's investments by setting up a Single Asset Service Trust constitute major transactions of the Company under Chapter 14 of the Listing Rules, and are therefore subject to the reporting, announcement and shareholders' approval requirements under Chapter 14 of the Listing Rules, in accordance with Chapter 14 of the Listing Rules.

If the seller of target shares for the investment under the Single Asset Service Trust is a connected person of the Company, and such specific transaction thus constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules, the Company will separately comply with the applicable requirements of Chapter 14A of the Listing Rules in relation to that specific transaction.

As at the date of this announcement, CITIC Group held 21,230,929,783 Domestic Shares of the Company, representing 26.46% of the total issued Shares of the Company, and it is a substantial shareholder of the Company and constitutes a connected person of the Company under Chapter 14A of the Listing Rules. As at the date of this announcement, CITIC Securities, CITIC Trust and China CITIC Bank are indirect subsidiaries of CITIC Group under the Listing Rules, and are therefore associates of CITIC Group and constitute connected persons of the Company under Chapter 14A of the Listing Rules. Accordingly, in respect of the establishment of the Single Asset Service Trust for investment, CITIC Securities provided the Company with the consulting services, the Company entrusted CITIC Trust to establish a Single Asset Service Trust for investment, and China CITIC Bank provided the Company with custodial services, which constitute the continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

Regarding this establishment of the Single Asset Service Trust for investment, the Company's contemplated transactions with CITIC Securities, CITIC Trust and China CITIC Bank are in compliance with the scope of transactions, pricing principles and annual caps stipulated in the Framework Agreement. The consulting services to be provided by CITIC Securities to the Company fall within the consulting and advisory services provided by CITIC Group and its associates to the Company under the Comprehensive Services Framework Agreement. The trust services to be provided by CITIC Trust to the Company fall within the transaction trust services provided by CITIC Group and its associates to the Company under the Comprehensive Services Framework Agreement. The custodial services to be provided by China CITIC Bank to the Company fall within the entrusted asset management services and relevant services provided by CITIC Group and its associates to the Company under the Comprehensive Services Framework Agreement. The service fees to be paid by the Company to CITIC Securities, CITIC Trust and China CITIC Bank will be included in annual caps of the service fees paid by the Company to CITIC Group and its associates under the Comprehensive Services Framework Agreement.

The relevant contracts signed by the Company with CITIC Securities and CITIC Trust will become effective after the proposal on further promoting investment allocation has been considered and approved at the EGM. The duration of the Single Asset Service Trust under the trust contract is three years, as follows: subject to compliance with the Listing Rules, the Company will obtain the necessary approval from the Shareholders of the Company (if applicable) on the renewal of the Framework Agreement on or before 31 December 2024 for continuing connected transactions with CITIC Group and its associates beyond 31 December 2024; therefore, the duration of the Single Asset Service Trust under the trust contract commences from the date of the EGM until 31 December 2024 (both days inclusive), and

provided that subject to compliance with the Listing Rules, the necessary approval procedures for the renewal of the Framework Agreement are fulfilled on or before 31 December 2024, the duration of the Single Asset Service Trust under the trust contract will be automatically extended up to the third anniversary from the effective date of the Trust Product (both days inclusive). During the duration of the Single Asset Service Trust under the trust contract, the Company, as the trustor, may unilaterally request the early termination of the Single Asset Service Trust and the trust contract in accordance with its actual needs or regulatory opinions; when the trust contract is terminated early, the duration of the Single Asset Service Trust expires early.

(V) Reasons and Benefits of Further Promoting Investment Allocation

With the transformation and upgrading of China's economy, the scope, connotation and market space of the distressed asset industry are gradually expanded. In the second half of 2024, China's distressed asset industry continues to face increased supply, risk prevention and control, and the restructuring of the regulatory framework. However, the market for distressed assets is also poised for significant growth opportunities. Firstly, the supply of distressed assets is expected to increase steadily, particularly in key areas such as small and medium-sized banks, local debt, and real estate, which are still in the risk release phase. Financial institutions in the banking sector will intensify their efforts in disposing of distressed assets. Secondly, risk prevention and control will remain a key focus of China's financial work and a perennial theme. Regulatory authorities are expected to further strengthen policy support, and financial asset management companies will play an increasingly prominent role in preventing and mitigating risks in key areas, highlighting their considerable development potential. Thirdly, the financial asset management industry is currently in a critical period of regulatory framework restructuring. As regulatory policies and market mechanisms are gradually refined, financial asset management companies will enter a new phase of high-quality development. This will further accelerate the transformation of their core business in distressed assets, enabling them to make a greater contribution to building China into a financial powerhouse.

The principal activities of the Company with regulatory approval comprise debt-to-equity swaps, management, investment and disposal of equity assets; external investment; securities dealing, etc. With the reduction of interest rate by certain developed economic entities and the gradual implementation of relevant supporting policies for the domestic economic and capital market, the Company increases the proportion of equity investment in good time during its business operation, makes full efforts to find out high-quality and undervalued equity assets, gives full play to its professional strengths and leverages the synergy advantage of CITIC Group, its substantial shareholder, improves price discovery efficiency, thus promoting asset revitalization enterprise value increase.

Since 2023, the Company has seized market opportunities and carried out a series of investment allocation, achieving positive results. The Company's major investment concentrates in national lifeline industries, such as energy, electricity, transportation and banking, with the characteristics of undervaluation and high yield. With the long-term, positive and increasing trend of economy of the PRC, especially upon the interest rate cut made by the Federal Reserve, China Concept Stocks and stocks valued under a system with Chinese characteristics have demonstrated a trend of value return. Investment in such equities is expected to contribute sustainable and stable income to the Company, which will help the

Company go through the economic and financial cycle, mitigate result fluctuation and achieve long-term and sustainable development. The Company will deepen strategic cooperation with the Investment Targets, keep optimizing management method, improve management performance, thus better sharing the growth and income of the Investment Targets.

(1) Reasons and Benefits of Further Acquiring Shares of CITIC Limited

According to the announcement dated 15 November 2023 and the circular dated 30 November 2023 of the Company, on 15 November 2023, the Company entered into an agreement with CITIC Group to acquire 5.01% of the shares of CITIC Limited. The acquisition is beneficial to optimize state-owned asset layout, help the Company to improve asset quality and financial conditions.

The Company believes that CITIC Limited is a high-quality Investment Target. CITIC Limited has good long-term sustainable operating ability, with its main business covering multiple business areas, including financial services, resources and energy, manufacturing, real estate and infrastructure, and engineering contracting, and it operates extensively in domestic and overseas markets with strong risk-resistant ability. In the face of complex internal and external environments such as divergence of global economic recovery momentum, monetary policy adjustments in developed economies, increasing geopolitical conflicts, and the need to further activate domestic consumer demand, CITIC Limited has maintained a stable and positive trend in its asset scale and operation performance through continuous optimization of its business layout, and its dividend distribution ratio has continued to maintain a high level. At the same time, the Company believes that there is still a recovery space in the valuation of CITIC Limited. CITIC Limited's net asset per share amounted to RMB25.21 in the 2024 interim report. As of 15 October 2024, the corresponding price-to-book ratio (P/B) of the share price was 0.33 time, which was lower than the average of the above statistical range over the past decade. There is a recovery in valuation.

The Company believes that further acquisition of the shares of CITIC Limited will help the Company deepen its strategic cooperation with CITIC Limited. The Company can fully rely on the advantages of CITIC Limited in both industry and finance, leverage the “finance-finance synergy” and “industry-finance synergy” effects and achieve complementary advantages, which can help comprehensively promote the transformation and development of the business of the Company. At the same time, the acquired shares can be merged and managed with shares already held in the previous period, and accounted in the interests in associates and joint ventures, which can obtain relatively stable investment income and cash bonus income.

(2) Reasons and Benefits of Further Acquisition of Share of Bank of China

Pursuant to the circulars of the Company dated 9 January 2024, 7 February 2024 and the announcement on poll results dated 26 January 2024, 28 February 2024, the Group held 3.57% of shares of Bank of China as of the date of this announcement.

The Company believes that Bank of China is a high-quality Investment Target. With a clear historical development and well-established corporate governance, Bank of China was listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange in 2006, becoming the first Chinese bank to launch an A-share and H-share initial public offering and achieve a dual listing in both markets. In 2011, Bank of China became the first financial institution from an emerging economy to be designated as a Global Systemically Important Bank, a designation it has now maintained for 13 consecutive years. With its growing international status, competitiveness and comprehensive strengths, Bank of China has marched forward into the ranks of the world's large banks. Meanwhile, the Company believes that there remains room for the valuation of Bank of China to recover. Taking the share price of the H shares of Bank of China as of 30 September 2024 as an example, the P/B was only 0.4 time and the TTM was 7.06%, providing a better investment value.

The Company believes that further acquisition of shares of Bank of China is in line with the Company's development strategy, and will further promote the business cooperation between the Company and Bank of China. In terms of actively adapting to the development trend of the financial market, serving the real economy and optimizing the allocation of investments, etc., the Company will better implement the work deployment of the Central Committee of the Party and the State Council more effectively, promote the high-quality development of finance, and serve and integrate into the new development pattern of China in the future.

(3) Reasons and Benefits of Further Acquisition of Shares of CEB Bank

According to the announcements of the Company dated 10 March 2023, 13 March 2023 and 16 March 2023, the Company acquired convertible bonds issued by CEB Bank from the secondary market and implemented the conversion in March 2023. As of the date of this announcement, the Company held 7.08% of shares of CEB Bank.

The Company believes that CEB Bank is a high-quality Investment Target. In the context that the whole industry encountered operational pressures, in 2023, the asset quality of CEB Bank improved, the provision level increased, and the overall operation was relatively stable with medium- to long-term holding value. Meanwhile, the Company believes that there remains room for the valuation of CEB Bank to recover. The valuation of A shares/H shares of CEB Bank is lower than the average level of the industry, and the valuation is at a historically low point. In the long run, the valuation of CEB Bank is expected to be recovered, coupled with high dividend assets being valued by the capital market, the share price of CEB Bank has room to rise.

The Company considers that further acquisition of shares of CEB Bank will help support the sustainable and high quality development of CEB Bank, and actively play the functional role of a financial asset management company. Meanwhile, the acquired shares can be managed in conjunction with the shares already held and accounted in the interests in associates and joint ventures, which can record more stable investment returns and cash bonus income.

(4) Reasons and Benefits of Making Investments by Setting up a Single Asset Service Trust

According to the circulars of the Company dated 9 January 2024 and 7 February 2024, as well as the announcements on poll results dated 26 January 2024 and 28 February 2024, the resolutions in relation to the Company's entrustment of CITIC Securities AM and CSC to establish single asset management plans (the "**Single Asset Management Plans**") had been considered and approved by the Shareholders of the Company at the Shareholders' general meetings.

At the early stage, the Company entrusted CITIC Securities AM and CSC to establish four Single Asset Management Plans, with two securities companies serving as the managers of such plans, to carry out investments within the scope of the investment whitelist jointly determined by the Company and the managers. The investment scope covers state-owned enterprises, red-chip companies, financial institutions and other high-quality assets and equities (including convertible bonds and exchangeable bonds) in the primary and secondary markets. The Single Asset Management Plans have invested in stocks of Bank of China, China Power, Kunlun Energy, China Telecom and Daqin Railway. As of the end of June 2024, the semiannual investment return rates of the four Single Asset Management Plans exceeded 10%, outperforming the market level.

The above-mentioned Single Asset Management Plans have achieved phased results and now have entered the liquidation process. Based on the good results and experience of previous investment allocation, the Company intends to further optimize investment paths and intensify efforts in investment allocation with the professional strength of CITIC Securities, CSC and CITIC Trust on the basis of continuing the existing investment logic. The Company believes that making investments through the Trust Product will help the Company improve its asset structure, consolidate its investment return level, enable the Company and its Shareholders to better share the growth and benefits of Investment Targets, and contribute to the Company's sound and sustainable development.

In view of the foregoing, the Directors consider that the terms of ① further acquiring 4.88% of shares of CITIC Limited; ② further acquiring shares of Bank of China; ③ further acquiring shares of CEB Bank; and ④ making investments by setting up a Single Asset Service Trust are set on normal commercial terms, are fair and reasonable, and are in the interests of the Company and its Shareholders as a whole.

(VI) Corporate Governance Procedures

The above-mentioned ① further acquiring 4.88% of shares of CITIC Limited; ② further acquiring shares of Bank of China; ③ further acquiring shares of CEB Bank; and ④ making investments by setting up a Single Asset Service Trust have a total investment scale of no more than RMB50.3 billion. Pursuant to Item 14 of paragraph 1 of Article 66 of the Articles of Association and the Plan on Authorisation of the Shareholders' General Meeting to the Board of Directors, the investment amount involved in the proposal on further promoting investment allocation exceeds the approval authority of the Board. According to the Company's internal governance system, the proposal on further promoting investment allocation shall be submitted to the Shareholders' general meeting for consideration.

The Board will propose to the EGM to consider and approve the Company further promoting investment allocation in a total scale of no more than RMB50.3 billion. In the meantime, the Board proposes to submit to the EGM to grant authority to the Board, and for the Board to grant authority to the management to decide and handle all specific matters in relation to the further promoting investment allocation, including but not limited to: appointing top-ranked professional advisor(s), trust manager(s) and custodian bank in the industry, instructing the professional advisors to formulate an investment plan, determining factors like the target, scale and price, timing and method of investment, reasonably predicting financial influence, estimating transaction benefits, and submitting to the trustor for confirmation; executing investment plan by the trust manager; for equities held and proposed to be invested in, selecting qualified entities to hold relevant equities or assets in accordance with the regulatory requirements, and performing regulatory reporting and reviewing procedures; signing relevant agreements, performing information disclosure obligation and handling matters in relation to interest declaration in accordance with regulatory rules for listed companies, reviewing connected transaction-related matters and performing regulatory reporting procedures, and handling other relevant matters necessary for the completion of investment allocation.

The Company uses ordinary working capital to make investments under the plan of further promoting investment allocation. At the present stage, the scales of the Company's total assets, business investment and working capital remain basically stable. In view of the recent macro-economic cycle and the capital market trend, the Company shall, in the course of business development, appropriately adjust the investment structure and increase the proportion of equity investment. Based on the overall operating and financial position, the Company will prudently carry out liquidity management and reasonably arrange the capital allocation of this project and others. The Directors, after prudent consideration, are of the opinion that after calculating and taking into account the currently available financing, including bank loans, bonds, refinance, the internal resources of the Company and the cash flow impact of further promoting investment allocation, the working capital available to the Group is sufficient to meet the capital requirements for further promoting investment allocation and the next 12 months without unforeseen circumstances.

II. General

An EGM will be convened for the Shareholders to consider and, if thought fit, approve the proposal on further promoting investment allocation. A circular containing, amongst other things, (i) further information on the proposal on further promoting investment allocation; and (ii) other information as required by the Listing Rules as well as the notice to convene the EGM, will be despatched to the Shareholders on or before 29 November 2024.

III. Definitions

In this announcement, the following expressions have the following meanings unless the context requires otherwise:

“Articles of Association”	the Articles of Association of China CITIC Financial Asset Management Co., Ltd., as amended from time to time
“Bank of China”	Bank of China Limited, a joint stock limited liability company incorporated in the PRC, the H shares (stock code: 3988) and A shares (stock code: 601988) of which are listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively
“Board”	the board of directors of the Company
“Central Huijin”	Central Huijin Investment Ltd.
“CEB Bank”	China Everbright Bank Company Limited, a joint stock limited liability company incorporated in the PRC, the H shares (stock code: 6818) and A shares (stock code: 601818) of which are listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively
“Chairman”	the chairman of the Board of the Company
“China CITIC Bank”	China CITIC Bank Corporation Limited, a joint stock limited liability company incorporated in the PRC, the H shares (stock code: 998) and the A shares (stock code: 601998) of which are listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively. As at the date of this announcement, to the Company’s knowledge, information and belief after making reasonable inquiries, China CITIC Bank is an indirect subsidiary of CITIC Group under the Listing Rules

“China Power”	China Power International Development Limited, a limited liability company incorporated in Hong Kong, the shares (stock code: 2380) of which are listed on the Hong Kong Stock Exchange
“China Telecom”	China Telecom Corporation Limited, a joint stock limited liability company incorporated in the PRC, the H shares (stock code: 0728) and A shares (stock code: 601728) of which are listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively
“CITIC Group”	CITIC Group Corporation, a substantial shareholder of the Company, whose ultimate beneficial owner is the MOF
“CITIC Limited”	CITIC Limited, a limited liability company incorporated in Hong Kong, the shares (stock code: 0267) of which are listed on the Hong Kong Stock Exchange
“CITIC Securities”	CITIC Securities Company Limited, a joint stock limited liability company incorporated in the PRC, the H shares (stock code: 6030) and the A shares (stock code: 600030) of which are listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively. The operating performance and financial condition of CITIC Securities are consolidated into the financial statements of CITIC Corporation Limited. As at the date of this announcement, to the Company’s knowledge, information and belief after making reasonable inquiries, CITIC Securities is an indirect subsidiary of CITIC Group under the Listing Rules
“CITIC Securities AM”	CITIC Securities Asset Management Co., Ltd., a wholly-owned subsidiary of CITIC Securities as at the date of this announcement
“CITIC Trust”	CITIC Trust Co., Ltd., an indirect wholly-owned subsidiary of CITIC Limited as at the date of this announcement
“Company”	China CITIC Financial Asset Management Co., Ltd., a joint stock limited liability company incorporated in the PRC, the H Shares of which are listed on the Main Board of the Hong Kong Stock Exchange
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules

“CSC”	CSC Financial Co., Ltd., a joint stock limited liability company incorporated in the PRC, the H shares (stock code: 6066) and the A shares (stock code: 601066) of which are listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively. To the knowledge, information and belief of the Directors after making reasonable inquiries, CSC and its ultimate beneficial owners are third parties independent of the Company and its connected persons
“CSRC”	China Securities Regulatory Commission
“Daqin Railway”	Daqin Railway Co., Ltd., a joint stock limited liability company incorporated in the PRC, the shares (stock code: 601006) of which are listed on the Shanghai Stock Exchange
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for or credited as fully paid in Renminbi
“EGM” or “Extraordinary General Meeting”	the extraordinary general meeting to be held by the Company to consider and approve the resolution on further promoting investment allocation
“Group”	the Company and its subsidiaries
“H Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in HKD and listed on the Main Board of the Hong Kong Stock Exchange
“HK\$” or “HKD”	the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Kunlun Energy”	Kunlun Energy Company Limited, a limited liability company incorporated in Bermuda, the shares (stock code: 0135) of which are listed on the Hong Kong Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, as amended from time to time
“MOF”	the Ministry of Finance of the People’s Republic of China

“MOFCOM”	the Ministry of Commerce of the People’s Republic of China
“NDRC”	the National Development and Reform Commission
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“SAFE”	the State Administration of Foreign Exchange of the PRC
“Share(s)”	share(s) of the Company, including Domestic Shares and H Shares
“Shareholder(s)”	holder(s) of the Shares of the Company
“Social Security Fund” or “SSF”	the National Council for Social Security Fund of the PRC
“subsidiary(ies)”	has the meaning ascribed thereto under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“%”	percent

By order of the Board
China CITIC Financial Asset Management Co., Ltd.
LIU Zhengjun
Chairman

Beijing, the PRC
8 November 2024

As at the date of this announcement, the Board comprises Mr. LIU Zhengjun and Mr. LI Zimin as executive Directors; Ms. ZHAO Jiangping, Mr. XU Wei and Mr. TANG Hongtao as non-executive Directors; Mr. SHAO Jingchun, Mr. ZHU Ning, Ms. CHEN Yuanling and Mr. LO Mun Lam, Raymond as independent non-executive Directors.