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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **CITIC Securities Company Limited**, you should at once hand this circular together with the enclosed proxy form for the Extraordinary General Meeting to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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中信证券股份有限公司
CITIC Securities Company Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6030)

**PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR
OF THE EIGHTH SESSION OF THE BOARD
AND
NOTICE OF 2024 SECOND EXTRAORDINARY GENERAL MEETING**

An EGM of the Company will be held at the Tang I, 3rd Floor, Beijing Ruicheng Four Seasons Hotel, No. 48 Liangmaqiao Road, Chaoyang District, Beijing, the PRC at 9:30 a.m. on Thursday, 12 December 2024. A notice of the EGM dated 21 November 2024 is set out on pages 5 to 6 of this circular.

Whether or not you are able to attend the EGM, you are requested to complete and return the enclosed proxy form in accordance with the instructions printed thereon as soon as possible and in any event not less than 24 hours before the time arranged (i.e. before 9:30 a.m. on 11 December 2024) for convening the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting at the EGM or any adjournment thereof in person if you so wish.

21 November 2024

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DEFINITIONS

In this circular, unless the context otherwise requires, the expressions below shall have the following meanings:

“A Share(s)”	the domestic share(s) in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which is/are listed on the Shanghai Stock Exchange (stock code: 600030);
“Board”	the board of directors of the Company;
“Company”	CITIC Securities Company Limited (中信証券股份有限公司), a joint stock company incorporated in the PRC with limited liability, whose H Shares and A Shares are listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange respectively;
“Director(s)”	the director(s) of the Company;
“EGM”	the second extraordinary general meeting of 2024 of the Company to be convened on 12 December 2024 or any adjournment thereof, and the notice of which is set out in this circular;
“H Share(s)”	the overseas listed foreign share(s) in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange (stock code: 6030);
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time);
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited.
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC;
“Share(s)”	the ordinary share(s) of the Company with a nominal value of RMB1.00 each, including A Share(s) and H Share(s); and
“Shareholder(s)”	the registered holder(s) of the Shares of the Company.



中信证券股份有限公司
CITIC Securities Company Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6030)

Directors:

Mr. ZHANG Youjun (*Executive Director, Chairman*)

Mr. ZHANG Lin (*Non-executive Director*)

Ms. FU Linfang (*Non-executive Director*)

Mr. ZHAO Xianxin (*Non-executive Director*)

Mr. WANG Shuhui (*Non-executive Director*)

Mr. LI Qing (*Independent Non-executive Director*)

Mr. SHI Qingchun (*Independent Non-executive Director*)

Mr. ZHANG Jianhua (*Independent Non-executive Director*)

Registered Office:

North Tower, Excellence Times Plaza II

No. 8 Zhong Xin San Road

Futian District

Shenzhen, Guangdong Province

the PRC

Principal place of business in Hong Kong:

26th Floor, CITIC Tower

1 Tim Mei Avenue

Central, Hong Kong

21 November 2024

To the H Shareholders:

**PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR
OF THE EIGHTH SESSION OF THE BOARD
AND
NOTICE OF 2024 SECOND EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

On behalf of the Board, I would like to invite you to participate in the EGM to be held at the Tang I, 3rd Floor, Beijing Ruicheng Four Seasons Hotel, No. 48 Liangmaqiao Road, Chaoyang District, Beijing, the PRC at 9:30 a.m. on Thursday, 12 December 2024.

The purpose of this circular is to give you notice of the EGM and to provide you with detailed information in relation to the relevant resolution to be put forward at the EGM to enable you to make an informed decision on whether to vote for or against the resolution to be put forward at the EGM.

LETTER FROM THE BOARD

2. PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR OF THE EIGHTH SESSION OF THE BOARD

Reference is made to the Company's announcement dated 6 November 2024, in relation to, among other things, the proposed appointment of Mr. ZOU Yingguang as the Executive Director of the Eighth Session of the Board being considered and approved on the 28th meeting of the Eighth Session of the Board convened on 6 November 2024. The appointment will take effect upon election at the EGM, for a term until the date of expiry of the Eighth Session of the Board.

The biography details of Mr. ZOU Yingguang are set out as follows:

Mr. ZOU Yingguang, born in December 1970, currently serves as the President of the Company. He previously served as a surgeon of the Xuanwu Hospital of Capital Medical University, business manager of the Beijing securities outlet of Hainan Huayin International Trust Investment Corporation, manager of the institutional client section of the business department at South Haidian Road and senior business director of the bond business department of Huaxia Securities Co., Ltd., assistant to general manager of the bonds business department and the chief executive of the fixed income department, a member of the Executive Committee of CSC Financial Co., Ltd. ("CSC"), the chief executive of the fixed income department, the Executive Member and a member of the Communist Party Committee of the Company, and a member of the Communist Party Committee, the Executive Director, a member of the Executive Committee, and the Financial Director of CSC.

Mr. ZOU obtained a medical bachelor's degree with a major in Clinical Medicine from Capital Medical University in 1994, a master's degree in Economics with a major in Currency and Banking from Central University of Finance and Economics in 2000 and a master's degree in Business Administration degree from China Europe International Business School in 2012.

Mr. ZOU Yingguang confirms that he is not in any situation as listed in Rule 3.2.2 of the Guidelines No. 1 of the Shanghai Stock Exchange for Self-regulation of Listed Companies — Standard Operation (Amended in December 2023). Save as disclosed above, Mr. ZOU confirms that, (i) he has not held any directorship in any other listed company in the past three years, nor has he held any position in the Company or any of its subsidiaries; (ii) he has no relationship with any director, supervisor, senior management, shareholders holding more than 5% of the shares or substantial or controlling shareholder of the Company; and (iii) as at the latest practicable date, he does not have any interest in the shares of the Company (as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)). Mr. ZOU confirms that there is no other matter in relation to his appointment that needs to be brought to the attention of the Hong Kong Stock Exchange and the shareholders of the Company, nor any other information that needs to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Hong Kong Listing Rules.

In accordance with relevant laws, regulations and the Articles of Association of the Company, the proposed appointment of Mr. ZOU Yingguang as the Executive Director of the Eighth Session of the Board is subject to the approval of the Shareholders on the EGM. Upon Mr. ZOU's appointment as the Executive Director of the Eighth Session of the Board taking effect, the Company will enter into a service contract with Mr. ZOU. The initial term of the service will commence from the date of the EGM to the end of the Eighth Session of the Board. Mr. ZOU's remuneration as an Executive Director of the Company will be determined in accordance with the remuneration management system of the Company.

LETTER FROM THE BOARD

3. THE EGM

In order to determine H Shareholders' entitlement to attend the EGM, **the H Share register of members of the Company will be closed from Monday, 9 December 2024 to Thursday, 12 December 2024 (both days inclusive), during which period no share transfer will be registered.** In order for H Shareholders to be qualified for attending the EGM, all share certificates together with the share transfer documents must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Rooms 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, **at or before 4:30 p.m. on Friday, 6 December 2024.** The H Shareholders whose names appear on the H Share register of members of the Company on **Thursday, 12 December 2024** are entitled to attend and vote at this EGM.

The proxy form for the EGM is also enclosed herewith. If you wish to attend the EGM by proxy, you are requested to complete the proxy form in accordance with the instructions printed thereon and return it as soon as possible. H Shareholders are required to return the proxy form to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited; while A Shareholders are required to return the proxy form to the Board's office, but in any event the proxy form shall be returned in person or by mail not less than 24 hours before the time appointed for the EGM or any adjournment thereof.

Completion and return of the proxy form will not preclude you from attending and voting at the EGM or any adjournment thereof in person if you so wish. The address of the Board's office is at CITIC Securities Tower, No. 48 Liangmaqiao Road, Chaoyang District, Beijing, the PRC, Postal Code: 100026 (Tel: (8610) 6083 6030, Fax: (8610) 6083 6031). The address of the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, is at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (Tel: (852) 2862 8555).

4. VOTES BY WAY OF POLL

Pursuant to the requirements of the Hong Kong Listing Rules, all votes of shareholders at a general meeting must be taken by poll. As such, the resolution set out in the notice of the EGM shall be voted by way of poll. Relevant poll results will be published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and on the website of the Company at www.citics.com upon the conclusion of the EGM.

5. RECOMMENDATION

The Directors (including the independent non-executive Directors) consider that the resolution set out in the notice of the EGM are in the interest of the Company and all Shareholders as a whole and accordingly recommend you to vote in favour of the relevant resolution at the EGM.

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

NOTICE OF 2024 SECOND EXTRAORDINARY GENERAL MEETING



中信证券股份有限公司 CITIC Securities Company Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6030)

NOTICE OF 2024 SECOND EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2024 second extraordinary general meeting (the “EGM”) of CITIC Securities Company Limited (the “Company”) will be held at the Tang I, 3rd Floor, Beijing Ruicheng Four Seasons Hotel, No. 48 Liangmaqiao Road, Chaoyang District, Beijing, the PRC on Thursday, 12 December 2024 at 9:30 a.m. for the purposes of considering and, if thought fit, approving the following resolution. Unless the context otherwise specified, capitalized terms used in this notice shall have the same meaning as those defined in the circular of the Company dated 21 November 2024 (the “Circular”).

ORDINARY RESOLUTION

1. To consider and approve the proposal regarding the election of the Executive Director of the Company.

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

Beijing, the PRC
21 November 2024

Notes:

1. Details of the aforesaid resolution is set out in the Circular of the Company dated 21 November 2024.
2. Pursuant to the requirements of the Hong Kong Listing Rules, all votes of shareholders at a general meeting must be taken by poll. As such, the resolution set out in the notice of the EGM shall be voted by way of poll. Relevant poll results will be published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and on the website of the Company at www.citics.com upon the conclusion of the EGM.
3. Any Shareholder entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and vote on his/her behalf at the meeting. A proxy need not be a Shareholder of the Company.
4. To be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be completed and returned to the Board's office (for A Shareholders) or the Company's H Share registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders) not less than 24 hours before the time appointed for convening the EGM or any adjournment thereof. The address of the Board's office is at CITIC Securities Tower, No. 48 Liangmaqiao Road, Chaoyang District, Beijing, the PRC, Postal Code: 100026 (Tel: (8610) 6083 6030, Fax: (8610) 6083 6031). The address of the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, is at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (Tel: (852) 2862 8555). Completion and return of the proxy form will not preclude Shareholders from attending and voting at the EGM or any adjournment thereof if he/she so wishes.

NOTICE OF 2024 SECOND EXTRAORDINARY GENERAL MEETING

5. In order to determine H Shareholders' entitlement to attend the EGM, **the H Share register of members of the Company will be closed from Monday, 9 December 2024 to Thursday, 12 December 2024 (both days inclusive), during which period no share transfer will be registered.** In order for H Shareholders to be qualified for attending the EGM, all share certificates together with the share transfer documents must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Rooms 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, **at or before 4:30 p.m. on Friday, 6 December 2024.**

The H Shareholders whose names appear on the H Share register of members of the Company on **Thursday, 12 December 2024** are entitled to attend and vote at this EGM.

6. In case of joint Shareholders, if more than one of them are present at the meeting, either in person or by proxy, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of other joint Shareholders. For this purpose, seniority shall be determined by the order in which the names of the joint Shareholders stand in the register of members of the Company in respect of the relevant Shares.
7. The EGM is expected to last for no longer than half a day. Shareholders or their proxies attending the EGM shall be responsible for their own travelling and accommodation expenses. Shareholders or their proxies shall produce their identity documents when attending the EGM.