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## **Everbright Securities Company Limited** **光大證券股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 6178)**

### **PROPOSED CHANGE OF EXTERNAL AUDITORS**

This announcement is made by Everbright Securities Company Limited (the “**Company**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

According to the relevant regulations issued by the Ministry of Finance of the People's Republic of China, there are restrictions in respect of the tenure of audit services that an accounting firm can continuously provide to a state-owned enterprise and its subsidiaries. Given the aforesaid requirements, the Company, KPMG Huazhen LLP (Special General Partnership) (“**KPMG Huazhen**”) and KPMG (“**KPMG**”) agreed on the issues regarding the non-renewal of their appointment with effect from the conclusion of the forthcoming 2016 annual general meeting of the Company (the “**AGM**”).

At the meeting of the board of directors of the Company (the “**Board**”) held on March 29, 2017, the Board considered and approved the following resolutions in respect of the appointment of external auditors of the Company for the year 2017:

1. Agreed to engage Ernst & Young Hua Ming LLP (Special General Partnership) as the PRC external auditors of the Company for the year 2017 to provide relevant domestic audit services in accordance with PRC Accounting Standards for Business Enterprises.
2. Agreed to engage Ernst & Young as the overseas external auditors of the Company for the year 2017 to provide relevant overseas audit and review services in accordance with the International Financial Reporting Standards.
3. Authorised the management of the Company to determine the audit fees based on the market principles and to enter into relevant agreements.

KPMG Huazhen and KPMG have confirmed in writing that there is no matter relating to their retirement that needs to be brought to the attention of the shareholders of the Company. The Board of the Company confirmed that there is no matter relating to the proposed change of external auditors that needs to be brought to the attention of the shareholders of the Company. The Board has also confirmed that there are no disagreements or outstanding matters between the Company and KPMG Huazhen and KPMG.

The proposed change of external auditors of the Company is subject to the consideration and approval by the shareholders of the Company at the AGM. A notice convening the AGM and a circular which includes, among other things, the proposed change of external auditors of the Company will be despatched to the shareholders of the Company in due course.

The Board would like to extend its sincere gratitude to KPMG Huazhen and KPMG for their professional services provided to the Company in previous years.

By order of the Board  
**Everbright Securities Company Limited**  
**Xue Feng**  
*Chairman, President*

Shanghai, the PRC  
March 30, 2017

*As at the date of this announcement, the Board comprises Mr. Gao Yunlong (Non-executive Director), Mr. Ge Haijiao (Non-executive Director), Mr. Xue Feng (Chairman, Executive Director, President), Mr. Yin Lianchen (Non-executive Director), Mr. Chan Ming Kin (Non-executive Director), Mr. Yang Guoping (Non-executive Director), Mr. Zhu Ning (Independent Non-executive Director), Mr. Xu Jingchang (Independent Non-executive Director), Mr. Xiong Yan (Independent Non-executive Director), Mr. Li Zheping (Independent Non-executive Director) and Mr. Au Sing Kun (Independent Non-executive Director).*