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China International Capital Corporation Limited

中國國際金融股份有限公司

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

(Stock Code: 03908)

ANNOUNCEMENT CHANGE OF SECRETARY TO THE BOARD AND JOINT COMPANY SECRETARY

The board of directors (the “**Board**”) of China International Capital Corporation Limited (the “**Company**”) announces that, due to work rearrangement, Mr. Xu Yicheng (“**Mr. Xu**”) no longer serves as Secretary to the Board and a Joint Company Secretary of the Company with effect from May 8, 2020. Mr. Sun Nan (“**Mr. Sun**”) has been appointed to succeed Mr. Xu as Secretary to the Board and a Joint Company Secretary of the Company by the Board. The term of office of Mr. Sun shall take effect from May 8, 2020, being the date of filing of his position as Secretary to the Board with the securities regulatory authority of the PRC. Mr. Zhou Jiaying (“**Mr. Zhou**”) will continue to be the other Joint Company Secretary of the Company to assist Mr. Sun in discharging the duties of a company secretary.

The biographical details of Mr. Sun are as follows:

Mr. Sun Nan (孫男), aged 40, currently serves as the Head of Strategic Development Department and Firm Office of the Company. Mr. Sun joined the Investment Banking Department of our Company in July 2003, and served as the Head of Global M&A Business of Investment Banking, the Head of Sponsor Business of Investment Banking, the member of the management committee of Investment Banking Business, the member of operations team of the Investment Banking Department, the Head of Strategic Research Department, etc. Mr. Sun has extensive experience in capital operation, research and other areas. Mr. Sun obtained a bachelor's degree in economics from Tsinghua University in 2001 and a master's degree in management from Tsinghua University in 2003.

Pursuant to Rule 8.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”), a listed issuer must appoint a company secretary who satisfies Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, by virtue of his/her academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of a company secretary. Mr. Sun currently does not possess the qualifications or relevant experience to fulfil the requirements in Rule 3.28 of the Listing Rules. The Company has applied and the Stock Exchange has granted a waiver for Mr. Sun from strict compliance with Rule 3.28 and Rule 8.17 of the Listing Rules for a period of three years commencing from the date of appointment of Mr. Sun as a Joint Company Secretary of the Company (the “**Waiver Period**”). The waiver is conditioned upon Mr. Zhou’s assistance to Mr. Sun during the Waiver Period so as to enable Mr. Sun to acquire the relevant experience and to discharge the duties of a Joint Company Secretary. The waiver will be revoked immediately at the time Mr. Zhou ceases to provide assistance to Mr. Sun, or be revoked or altered, as the circumstances of the Company may be. The Company will notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation. After having the benefit of Mr. Zhou’s assistance, it is expected that, after the end of the Waiver Period, Mr. Sun would be able to satisfy the requirements of Rule 3.28 and Rule 8.17 of the Listing Rules such that a further waiver would not be necessary.

Mr. Xu has confirmed that there is no disagreement between him and the Board and there is no matter that needs to be brought to the attention of the shareholders and creditors of the Company. The Board would like to take this opportunity to express its sincere gratitude to Mr. Xu for his valuable contribution to the Company during his tenure as Secretary to the Board and a Joint Company Secretary, and to welcome Mr. Sun as new Secretary to the Board and a Joint Company Secretary of the Company.

By order of the Board
China International Capital Corporation Limited
Secretary to the Board
Sun Nan

Beijing, the PRC
May 8, 2020

As at the date of this announcement, the Executive Director of the Company is Mr. Huang Zhaohui; the Non-executive Directors are Mr. Shen Rujun, Mr. Huang Hao, Ms. Xiong Lianhua, Ms. Tan Lixia and Mr. Duan Wenwu; and the Independent Non-executive Directors are Mr. Liu Li, Mr. Siu Wai Keung, Mr. Ben Shenglin and Mr. Peter Hugh Nolan.