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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)

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE HONG KONG LISTING RULES

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

Reference is made to the announcement of CITIC Securities Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 27 April 2023 (the “**Announcement**”) in relation to the resolutions passed at the fifth meeting of the Eighth Session of the board of directors of the Company (the “**Board**”).

The Board hereby announces that (i) Ms. LIU Xiaomeng (“**Ms. LIU**”) has resigned from her positions as the company secretary and the authorised representative of the Company (the “**Authorised Representative**”) under Rule 3.05 of the Rules Governing the Listing of Securities (the “**Hong Kong Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), with effect from 27 April 2023; (ii) the Board has resolved to appoint Ms. YANG Youyan (“**Ms. YANG**”) and Ms. YU Hiu Kwan, Hilda (“**Ms. YU**”) as the joint company secretaries of the Company (the “**Joint Company Secretaries**”), with effect from 27 April 2023; and (iii) the Board also appointed Ms. YANG as the Authorised Representative, with effect from 27 April 2023.

Ms. LIU has confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company and the Stock Exchange.

The Company would like to express its gratitude to Ms. LIU for her contribution to the Company during the term of her service and welcome Ms. YANG and Ms. YU for their new appointments.

Biography details of each of Ms. YANG and Ms. YU are set out as below:

Ms. YANG, aged 49, currently serves as the director of the Board office of the Company (the “**Board Office**”) and is mainly responsible for coordinating information disclosure, review of connected/related party transactions, monitoring corporate governance matters and maintaining communications with directors, supervisors and major shareholders of the Company. Ms. YANG joined the Company in 1999 and worked as the vice president of the Company’s corporate mergers and acquisitions department from July 1999 to March 2006, the senior vice president of the private equity fund business line from April 2006 to August 2007, and the executive director of the investment bank management committee from September 2007 to June 2021. She has been working in the Board Office since July 2021. Ms. YANG received a bachelor’s degree in management information system from the Harbin Institute of Technology in 1996 and a master’s degree in industrial economics from the Renmin University of China in 1999.

Ms. YU, aged 34, currently serves as deputy head of company secretarial services in CITIC Securities International Company Limited, a wholly-owned subsidiary of the Company, and is mainly responsible for corporate governance and other company secretarial related works. Ms. YU joined the Group in 2017, during which period, she concurrently served as the company secretary of CLSA Premium Limited (a company listed on the Stock Exchange, stock code: 06877) from August 2019 to October 2019. From March 2017 to November 2017, she served as the company secretary and corporate finance executive of Messis Capital Limited. From November 2013 to March 2017, she worked at Tricor Services Limited and provided company secretarial services to various companies. From October 2012 to October 2013, she served as a premier relationship officer of the Hongkong and Shanghai Banking Corporation Limited. From July 2012 to September 2012, she served as a banking officer of Citibank (Hong Kong) Limited. From January 2011 to January 2012, she served as a premium banker of HSBC Bank Canada and a mutual funds advisor of HSBC Investment Funds (Canada) Inc. Ms. YU obtained a bachelor’s degree in economics and geography in 2010 from University of Toronto, and obtained a master’s degree in professional accounting and corporate governance in 2015 from City University of Hong Kong. Ms. YU has been an associate member of the Hong Kong Chartered Governance Institute and the Chartered Governance Institute since September 2016.

Ms. YU had been one of the joint company secretaries of the Company for a period of three years from 11 February 2020 to 10 February 2023 and is a qualified person and capable of independently discharging the functions of company secretary as defined under Rule 3.28 of the Hong Kong Listing Rules.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE HONG KONG LISTING RULES

Pursuant to Rule 8.17 of the Hong Kong Listing Rules, a listed issuer must appoint a company secretary who meets the requirements under Rule 3.28 of the Hong Kong Listing Rules. Pursuant to Rule 3.28 of the Hong Kong Listing Rules, the company secretary must be 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 company secretary.

Given Ms. YANG currently does not possess the qualifications of a company secretary as required under Rule 3.28 of the Hong Kong Listing Rules, the Company has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver (the “**Waiver**”) from strict compliance with the requirements under Rules 3.28 and 8.17 of the Hong Kong Listing Rules for a period of three years (the “**Waiver Period**”) from the date of appointment of Ms. YANG as the Joint Company Secretary.

The grounds for seeking of the Waiver are (i) although the qualifications and experience of Ms. YANG are not premised on a company secretary background, the Company believes that by virtue of her knowledge of and experience in overseeing key projects, listed company compliance, corporate governance, information disclosure and investor relations related work, Ms. YANG is able to discharge of her functions as the Joint Company Secretary; and (ii) the Company has also appointed Ms. YU as another Joint Company Secretary, who is a qualified and suitable person to render assistance to Ms. YANG to enable Ms. YANG to acquire the “relevant experience” as required under Rule 3.28 of the Hong Kong Listing Rules. It is expected that Ms. YU, or her successor who should also be an individual qualified as the company secretary under Rule 3.28 of the Hong Kong Listing Rules, will assist and provide adequate training and guidance to Ms. YANG in discharging of her duties as the Joint Company Secretary for a three-year period from the date of the appointment. Specifically, Ms. YU will (i) communicate regularly with Ms. YANG on matters relating to corporate governance, the Hong Kong Listing Rules and other laws and regulations which are relevant to the Company and its business; (ii) arrange for trainings by the legal advisers of the Company, if needed, to Ms. YANG on updates of the Hong Kong Listing Rules and other applicable Hong Kong regulatory requirements; and (iii) assist Ms. YANG to meet the disclosure requirements under the Hong Kong Listing Rules, make filing(s) with the Companies Registry and other matters which are incidental to the duties of a company secretary of a listed company.

The Waiver is granted on the conditions that, (i) Ms. YANG must be assisted by Ms. YU as a Joint Company Secretary during the Waiver Period and (ii) the Waiver could be revoked if there are material breaches of the Hong Kong Listing Rules by the Company. Before the end of the Waiver Period, the Company must demonstrate and seek the Stock Exchange’s confirmation that Ms. YANG, having had the benefit of Ms. YU’s assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Hong Kong Listing Rules such that a further waiver will not be necessary. The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes.

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

Beijing, the PRC
27 April 2023

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