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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)

AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY

The board of directors (the “**Board**”) of CITIC Securities Company Limited (the “**Company**”) hereby announces that it has resolved to approve and adopt amendments to certain articles in the articles of association of the Company (the “**Articles of Association**”) in relation to the change in registered capital and total number of issued shares (the “**Shares**”) of the Company (the “**Amendments**”) at the meeting of the Board held on 13 April 2022.

Pursuant to the allotment by way of right issue of 1,552,021,645 A Shares (the “**A Share Right Issue**”), which have been listed on the Shanghai Stock Exchange from 15 February 2022 and the allotment by way of right issue of 341,749,155 H Shares (the “**H Share Right Issue**”, together with the A Share Right Issue, the “**Right Issue**”) which have been listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) from 4 March 2022, the registered capital and total number of issued shares of the Company have been changed. The Amendments are to reflect the above changes in the Articles of Association. Please refer to the circular of the Company dated 13 May 2021, the prospectus of the Company dated 9 February 2022 and the announcements of the Company dated 26 February 2021, 13 May 2021, 28 June 2021, 29 June 2021, 21 July 2021, 14 January 2022 and 2 March 2022 for details in relation to the H Share Right Issue. Please refer to the circular of the Company dated 13 May 2021, announcements of the Company dated 26 February 2021, 28 June 2021, 29 June 2021, 21 July 2021, 16 August 2021, 15 November 2021, 14 January 2022, 27 January 2022 and 10 February 2022 for details in relation to the A Share Right Issue.

The Amendments are not subject to approval by the shareholders of the Company (the “**Shareholders**”) at the general meeting of the Company by way of special resolution because the Board had been authorized by the Shareholders to amend relevant articles in relation to, among others, the registered capital and total number of Shares in the Articles of Association according to the issuance results of the Right Issue at its full discretion (the “**Authorization**”) pursuant to a special resolution passed at the 2020 annual general meeting, A Shareholders class meeting and the H Shareholders class meeting of the Company held on 29 June 2021. Please refer to the circular of the Company dated 13 May 2021 and the announcements of the Company dated 13 May 2021 and 29 June 2021 for details in relation to the Authorization.

Comparative table of the detailed information of the Amendments is as follows:

Original Articles		New Articles		Basis for the Amendments
Article No.	Article	Article No.	Article	
Article 3	<p>The Company made its initial public offering of 400 million shares of Renminbi (RMB) common stock on December 10, 2002, which were listed on Shanghai Stock Exchange on January 6, 2003, with the approval of the CSRC (ref. Zheng Jian Fa Xing Zi No. [2002] 129).</p> <p>The Company made a non-public offering of 500 million shares of RMB common stock on June 22, 2006, which were listed on Shanghai Stock Exchange on June 27, 2006, with the approval of the CSRC (ref. Zheng Jian Fa Xing Zi [2006] 23).</p> <p>The Company made another public offering of 333,733,800 shares of RMB common stock on August 27, 2007, which were listed on Shanghai Stock Exchange on September 4, 2007, with the approval of the CSRC (ref. Zheng Jian Fa Xing Zi [2007] 244).</p>	Article 3	<p>The Company made its initial public offering of 400 million shares of Renminbi (RMB) common stock on December 10, 2002, which were listed on Shanghai Stock Exchange on January 6, 2003, with the approval of the CSRC (ref. Zheng Jian Fa Xing Zi No. [2002] 129).</p> <p>The Company made a non-public offering of 500 million shares of RMB common stock on June 22, 2006, which were listed on Shanghai Stock Exchange on June 27, 2006, with the approval of the CSRC (ref. Zheng Jian Fa Xing Zi [2006] 23).</p> <p>The Company made another public offering of 333,733,800 shares of RMB common stock on August 27, 2007, which were listed on Shanghai Stock Exchange on September 4, 2007, with the approval of the CSRC (ref. Zheng Jian Fa Xing Zi [2007] 244).</p>	<p>Pursuant to the CSRC permission no. [2021] 3729 and CSRC permission no. [2021] 3714, the Company successfully completed the issuance of A shares and H shares by way of right issue (the “Right Issue”). The A shares and H shares under Right Issue have been listed and traded on the Shanghai Stock Exchange on 15 February 2022 and the Hong Kong Stock Exchange on 4 March 2022, respectively. After the issuance, the registered capital of the Company has been changed from RMB12,926,776,029 to RMB14,820,546,829. Total number of issued shares of the Company has been changed from 12,926,776,029 shares to 14,820,546,829 shares.</p>

Original Articles		New Articles		Basis for the Amendments
Article No.	Article	Article No.	Article	
	<p>In April 2008, pursuant to the resolution at the 2007 Annual General Meeting of Shareholders, the Company completed the profit distribution plan for 2007, where RMB5.00 (tax inclusive) would be distributed as dividend for every 10 shares of common stock, and every 10 shares of capital surplus would be converted to 10 shares of common stock. Following the conversion of the capital surplus, the total share capital of the Company increased by 3,315,233,800 shares, which were listed on Shanghai Stock Exchange on April 25, 2008.</p> <p>In June 2010, pursuant to the resolution at the 2009 Annual General Meeting of Shareholders, the Company completed the plan of profit distribution and capital surplus conversion for 2009, where RMB5.00 (tax inclusive) would be distributed as dividend for every 10 shares of common stock, and every 10 shares of capital surplus would be converted to 5 shares of common stock. Following the conversion of the capital surplus, the total share capital of the Company increased by 3,315,233,800 shares, which were listed on Shanghai Stock Exchange on June 25, 2010.</p>		<p>In April 2008, pursuant to the resolution at the 2007 Annual General Meeting of Shareholders, the Company completed the profit distribution plan for 2007, where RMB5.00 (tax inclusive) would be distributed as dividend for every 10 shares of common stock, and every 10 shares of capital surplus would be converted to 10 shares of common stock. Following the conversion of the capital surplus, the total share capital of the Company increased by 3,315,233,800 shares, which were listed on Shanghai Stock Exchange on April 25, 2008.</p> <p>In June 2010, pursuant to the resolution at the 2009 Annual General Meeting of Shareholders, the Company completed the plan of profit distribution and capital surplus conversion for 2009, where RMB5.00 (tax inclusive) would be distributed as dividend for every 10 shares of common stock, and every 10 shares of capital surplus would be converted to 5 shares of common stock. Following the conversion of the capital surplus, the total share capital of the Company increased by 3,315,233,800 shares, which were listed on Shanghai Stock Exchange on June 25, 2010.</p>	

Original Articles		New Articles		Basis for the Amendments
Article No.	Article	Article No.	Article	
	<p>In September 2011, with the approval of the CSRC (ref, Zheng Jian Xu Ke [2011] 1366), the Company made its initial public offering of 995,300,000 foreign shares to be listed overseas (H Share). Pursuant to the <i>Measures on the Management of Reducing Held State Shares and Raising Social Security Funds</i> and the approval from the Ministry of Finance, the state-owned shareholders of the Company transferred their 99,530,000 state-owned shares to the National Council for Social Security Fund, which were then converted to H shares. On October 6, 2011, the above total 1,094,830,000 H shares were listed and traded on the main board of the Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”).</p>		<p>In September 2011, with the approval of the CSRC (ref, Zheng Jian Xu Ke [2011] 1366), the Company made its initial public offering of 995,300,000 foreign shares to be listed overseas (H Share). Pursuant to the <i>Measures on the Management of Reducing Held State Shares and Raising Social Security Funds</i> and the approval from the Ministry of Finance, the state-owned shareholders of the Company transferred their 99,530,000 state-owned shares to the National Council for Social Security Fund, which were then converted to H shares. On October 6, 2011, the above total 1,094,830,000 H shares were listed and traded on the main board of the Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”).</p>	

Original Articles		New Articles		Basis for the Amendments
Article No.	Article	Article No.	Article	
	<p>Pursuant to the resolution at the 2011 First Extraordinary General Meeting of Shareholders, and the approval of CSRC, on October 27, 2011, the sole global coordinator partially exercised its over-allotment option and the Company issued and allotted 75,907,000 additional H shares accordingly. The state-owned shareholders of the Company further transferred their 7,590,700 shares to the National Council for Social Security Fund, which were then converted to H shares, pursuant to the <i>Measures on the Management of Reducing Held State Shares and Raising Social Security Funds</i> and the approval from the Ministry of Finance. The above 75,907,000 H shares that were additionally issued and placed according to the practical exercise of the over-allotment option by the Sole Global Coordinator, and the above 7,590,700 H shares that were transferred to the National Council for Social Security Fund and were then converted to H shares pursuant to the relevant regulations of the State on the reduction of state-owned shares were listed on the Hong Kong Stock Exchange on November 1, 2011 and November 7, 2011, respectively.</p>		<p>Pursuant to the resolution at the 2011 First Extraordinary General Meeting of Shareholders, and the approval of CSRC, on October 27, 2011, the sole global coordinator partially exercised its over-allotment option and the Company issued and allotted 75,907,000 additional H shares accordingly. The state-owned shareholders of the Company further transferred their 7,590,700 shares to the National Council for Social Security Fund, which were then converted to H shares, pursuant to the <i>Measures on the Management of Reducing Held State Shares and Raising Social Security Funds</i> and the approval from the Ministry of Finance. The above 75,907,000 H shares that were additionally issued and placed according to the practical exercise of the over-allotment option by the Sole Global Coordinator, and the above 7,590,700 H shares that were transferred to the National Council for Social Security Fund and were then converted to H shares pursuant to the relevant regulations of the State on the reduction of state-owned shares were listed on the Hong Kong Stock Exchange on November 1, 2011 and November 7, 2011, respectively.</p>	

Original Articles		New Articles		Basis for the Amendments
Article No.	Article	Article No.	Article	
	<p>The Company completed the issue of 1,100,000,000 H shares on June 23, 2015, which were listed and traded on Hong Kong Stock Exchange on the same date, with the approval of the CSRC (ref. Zheng Jian Xu Ke [2015] 936).</p> <p>The Company completed the issue of 809,867,629 A shares on March 11, 2020, which were listed on Shanghai Stock Exchange on the same date, with the approval of the CSRC (ref. Zheng Jian Xu Ke [2019] 2871).</p>		<p>The Company completed the issue of 1,100,000,000 H shares on June 23, 2015, which were listed and traded on Hong Kong Stock Exchange on the same date, with the approval of the CSRC (ref. Zheng Jian Xu Ke [2015] 936).</p> <p>The Company completed the issue of 809,867,629 A shares on March 11, 2020, which were listed on Shanghai Stock Exchange on the same date, with the approval of the CSRC (ref. Zheng Jian Xu Ke [2019] 2871).</p> <p><u>The Company allotted 1,552,021,645 A shares and 341,749,155 H shares, which were listed and traded on the Shanghai Stock Exchange on 15 February 2022 and the Hong Kong Stock Exchange on 4 March 2022, respectively, with the approval of the CSRC (ref. Zheng Jian Xu Ke [2021] 3729 and Zheng Jian Xu Ke [2021] 3714)</u></p>	
Article 6	The registered capital of the Company is <u>RMB12,926,776,029</u> .	Article 6	The registered capital of the Company is <u>RMB14,820,546,829</u> .	Same as above

Original Articles		New Articles		Basis for the Amendments
Article No.	Article	Article No.	Article	
Article 25	The total number of the issued shares of the Company is <u>12,926,776,000</u> . The structure of share capital is as follows: all the <u>12,926,776,000</u> shares are common shares, including <u>10,648,448,300</u> domestic shares held by the domestic shareholders and <u>2,278,327,700</u> overseas listed foreign investment shares held by the overseas shareholders.	Article 25	The total number of the issued shares of the Company is <u>14,820,546,829</u> . The structure of share capital is as follows: all the <u>14,820,546,829</u> shares are common shares, including <u>12,200,469,974</u> domestic shares held by the domestic shareholders and <u>2,620,076,855</u> overseas listed foreign investment shares held by the overseas shareholders.	Same as above

The Company will publish a revised Articles of Association on the website of the Company and the Stock Exchange.

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

Beijing, the PRC
13 April 2022

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. WANG Shuhui, Mr. SONG Kangle, Ms. FU Linfang and Mr. ZHAO Xianxin; and the independent non-executive directors of the Company are Mr. ZHOU Zhonghui, Mr. LI Qing and Mr. SHI Qingchun.