



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 30 November 2023

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: China Galaxy Securities Co., Ltd.

Date Submitted: 05 December 2023

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	H	Listed on SEHK (Note 1)	Yes	
Stock code	06881	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	3,690,984,633	RMB	1	RMB	3,690,984,633	
Increase / decrease (-)	0			RMB	0	
Balance at close of the month	3,690,984,633	RMB	1	RMB	3,690,984,633	

2. Class of shares	Ordinary shares	Type of shares	A	Listed on SEHK (Note 1)	No	
Stock code	601881	Description	Listed on the Shanghai Stock Exchange			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	6,861,188,840	RMB	1	RMB	6,861,188,840	
Increase / decrease (-)	184,442,109			RMB	184,442,109	
Balance at close of the month	7,045,630,949	RMB	1	RMB	7,045,630,949	

Total authorised/registered share capital at the end of the month: RMB 10,736,615,582

Remarks:

As the Company is incorporated in the PRC, the concept of "authorised / registered share capital" is not applicable. The information shown as "authorised / registered share capital" in Section I above refers to the "issued share capital" of the Company.

II. Movements in Issued Shares

1. Class of shares	Ordinary shares	Type of shares	H	Listed on SEHK (Note 1)	Yes	
Stock code	06881	Description				
Balance at close of preceding month			3,690,984,633			
Increase / decrease (-)			0			
Balance at close of the month			3,690,984,633			

2. Class of shares	Ordinary shares	Type of shares	A	Listed on SEHK (Note 1)	No	
Stock code	601881	Description	Listed on the Shanghai Stock Exchange			
Balance at close of preceding month			6,861,188,840			
Increase / decrease (-)			184,442,109			
Balance at close of the month			7,045,630,949			

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer) Not applicable

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

1. Class of shares issuable	Ordinary shares	Type of shares	A		Shares issuable to be listed on SEHK (Note 1)	No	
Stock code of shares issuable (if listed on SEHK) (Note 1)							
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). A Share Convertible Bonds	RMB	3,727,029,000	Converted	-1,789,094,000	1,937,935,000	184,442,109	199,787,113
Type of convertibles	Bond/Notes						
Stock code of the Convertibles (if listed on SEHK) (Note 1)							
Subscription/Conversion price	RMB	9.7					
General Meeting approval date (if applicable)	19 October 2021						

Total C (Ordinary shares A): 184,442,109

Remarks:

The abbreviation and code of the A Share Convertible Bonds are "China Galaxy Convertible Bonds" and 113057, respectively. The adjusted conversion price of the A Share Convertible Bonds is RMB9.70 per A Share (w.e.f 17 July 2023). The term of the A Share Convertible Bonds will be six years from the date of issuance, i.e. from 24 March 2022 to 23 March 2028. The conversion period of the A Share Convertible Bonds starts from 30 September 2022 and ends on 23 March 2028. The Company's A Share Convertible Bonds totalling RMB7.8 billion were listed and traded on the Shanghai Stock Exchange on 10 May 2022. The Company has determined to exercise the right of early redemption of the A Share Convertible Bonds to redeem all the outstanding A Share Convertible Bonds at a price equal to the nominal value of the A Share Convertible Bonds plus the then accrued interest. Please refer to the announcement of the Company dated 24 November 2023 for further details.

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable

(E). Other Movements in Issued Share Not applicable

Total increase / decrease (-) in Ordinary shares A during the month (i.e. Total of A to E)	<u>184,442,109</u>
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IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Ng Ka Man

Title: Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.

3. "Identical" means in this context:
 - . the securities are of the same nominal value with the same amount called up or paid up;
 - . they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - . they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "class of shares issuable" should be construed as "class of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
 - . "class of shares issuable" should be construed as "class of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"