

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 06881)**

**VOLUNTARY ANNOUNCEMENT**  
**COMPLETION OF THE SECOND CALL OPTIONS IN RESPECT OF**  
**CGS-CIMB AND MY JVCO**

Reference is made to the announcements of China Galaxy Securities Co., Ltd. (the “**Company**”) dated 6 June 2017, 18 January 2018, 18 December 2018, 28 June 2019, 9 August 2021 and 7 December 2021 (the “**Previous Announcements**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those set out in the Previous Announcements.

**BACKGROUND**

Pursuant to the Shareholders’ Agreement and MY SHA (both as amended and supplemented), the Purchaser has a right to exercise (i) the First Option and First MY Option (together the “**First Call Options**”), respectively, at any time during a 6-week period commencing on the date falling 36 months after the Completion to acquire 24.99% of the issued share capital of CGS-CIMB Securities International Pte. Ltd. (“**CGS-CIMB**”) and 25% of the issued share capital of MY JVCo, respectively; and (ii) the Second Option and Second MY Option (together the “**Second Call Options**”), respectively, at any time during a 6-week period commencing on the date falling 42 months after the Completion to acquire the remaining 25.01% of the issued share capital of CGS-CIMB and the remaining 25% of the issued share capital of MY JVCo, respectively.

The transactions contemplated under the First Call Options were completed on 7 December 2021. The Purchaser also served a notice to exercise the Second Call Options on 20 August 2021. To facilitate the completion of the Second Call Options by the end of 2023, the Board has injected HK\$1.6 billion into the Purchaser as share capital to provide additional funding for the Purchaser’s acquisition of the shares pursuant to the exercise of the Second Call Options (the “**Capital Injection**”). Following the Capital Injection, the share capital of the Purchaser increased to HK\$8.6 billion. The transactions contemplated under the Second Call Options involve a total consideration of approximately US\$169 million (equivalent to approximately HK\$1.32 billion), the actual amount of which is subject to the final audit results as at the Completion.

## COMPLETION OF THE SECOND CALL OPTIONS

The transactions contemplated under the Second Call Options were completed on 29 December 2023 and subject to the stamping of the relevant transfer instruments and the entry and registration of the Purchaser as the holder of the ordinary shares in the issued share capital of each of CGS-CIMB and MY JVCo transferred under the Second Call Options, the Purchaser will hold 100% of the issued share capital of CGS-CIMB and 100% of the issued share capital of MY JVCo, respectively.

By order of the Board  
**China Galaxy Securities Co., Ltd.**  
**WANG Sheng**  
*Chairman and Executive Director*

Beijing, the PRC

29 December 2023

*As at the date of this announcement, the executive director of the Company is Mr. WANG Sheng (Chairman); the non-executive directors are Mr. YANG Tijun, Ms. LI Hui, Ms. LIU Chang, Mr. LIU Zhihong and Mr. JIANG Yuesheng; and the independent non-executive directors are Mr. WANG Zhenjun, Ms. LIU Chun and Mr. LAW Cheuk Kin Stephen.*

\* *For the purpose of this announcement, the exchange rate of US\$1.00 = HK\$7.80 have been used for currency translation, where applicable. Such an exchange rate is for illustrative purposes and does not constitute representations that any amount in HK\$ or US\$ has been, could have been or may be converted at such a rate.*