

*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.*



光大證券股份有限公司

**Everbright Securities Company Limited**

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

**(Stock Code: 6178)**

**ANNOUNCEMENT  
POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING  
CHANGE OF THE EXTERNAL AUDITORS  
ELECTION OF THE SEVENTH SESSION OF THE BOARD  
AND THE SUPERVISORY COMMITTEE  
AMENDMENTS TO THE ARTICLES OF ASSOCIATION  
AND DISTRIBUTION OF FINAL DIVIDEND FOR 2023**

**POLL RESULTS OF THE AGM**

The Board hereby announces that all resolutions proposed at the AGM held on Tuesday, May 28, 2024 were duly passed.

**CHANGE OF THE EXTERNAL AUDITORS**

With effect from the date of consideration and approval at the AGM, KPMG Huazhen and KPMG HK have been appointed as the domestic external auditor and overseas external auditor of the Company for 2024, respectively, to replace the retired Ernst & Young Hua Ming LLP (Special General Partnership) and Ernst & Young.

**ELECTION OF THE SEVENTH SESSION OF THE BOARD AND THE SUPERVISORY COMMITTEE**

After being considered by the AGM, the candidates for the non-independent Directors and the candidates for the independent non-executive Directors of the seventh session of the Board of the Company, and the candidates for the Supervisors of the seventh session of the Supervisory Committee of the Company have been duly approved by the Shareholders. Besides, at the twenty-sixth meeting of the fifth session of the employee representative congress of the Company, the employee Supervisors of the seventh session of the Supervisory Committee of the Company were elected. The seventh session of the Board and the seventh session of the Supervisory Committee of the Company are duly established.

**AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The AGM has approved the proposed amendments to the Articles of Association. The amended Articles of Association shall take effect upon conclusion of the AGM.

## DISTRIBUTION OF FINAL DIVIDEND OF THE COMPANY FOR 2023

The Company will distribute a final dividend of RMB2.803 (equivalent to HK\$3.077796) (tax inclusive) for every 10 shares for the year ended December 31, 2023, on Thursday, July 25, 2024 to the H Shareholders whose names appear on the H Share register of members of the Company on Tuesday, June 18, 2024.

The board of directors (the “**Board**”) of Everbright Securities Company Limited (the “**Company**”) is pleased to announce the poll results of the 2023 annual general meeting of the Company (the “**AGM**”) held at Jing’an International Plaza, No. 1508 Xinzha Road, Jing’an District, Shanghai, the PRC at 2:30 p.m. on Tuesday, May 28, 2024.

Unless the context otherwise requires, the capitalized terms used in this announcement shall have the same meaning as those defined in the notice of the AGM (the “**AGM Notice**”) and the circular (the “**Circular**”) in relation to the AGM, of the Company dated April 29, 2024.

### 1. CONVENING AND ATTENDANCE OF THE AGM

The AGM was held at Jing’an International Plaza, No. 1508 Xinzha Road, Jing’an District, Shanghai, the PRC at 2:30 p.m. on Tuesday, May 28, 2024.

The AGM was convened by the Board and chaired by Mr. Zhao Ling, the chairman of the Board. The Company currently has 11 Directors, among which 7 attended the AGM, while Mr. Yin Yanwu, Mr. Chan Ming Kin and Mr. Xie Song, the non-executive Directors, as well as Mr. Yin Junming, an independent non-executive Director, were unable to attend the AGM due to work engagement; the Company currently has 7 Supervisors and all of them attended the AGM. Ms. Zhu Qin, the vice president and chief compliance officer, chief risk officer and secretary to the Board of the Company, attended the AGM and 4 other senior management of the Company attended the AGM as non-voting attendees. The representatives of the PRC legal counsel engaged by the Company and the relevant personnel of Computershare Hong Kong Investor Services Limited also attended the AGM.

No resolution was rejected or amended at the AGM, and no new resolution was proposed at the AGM for voting and approval.

As at the date of the AGM, there were a total of 4,610,787,639 shares of the Company in issue (including 3,906,698,839 A Shares and 704,088,800 H Shares), which was the total number of shares entitling the holders to attend and vote on the resolutions at the AGM. The Shareholders, including China Everbright Group Ltd. (中國光大集團股份公司) (directly holding 1,159,456,183 A Shares and representing 25.15% of the total issued share capital of the Company) and China Everbright Limited (中國光大控股有限公司) (directly holding 956,017,000 A Shares and representing 20.73% of the total issued share capital of the Company), abstained from voting on the resolution No. 9 (i.e. to consider and approve the Proposal of Expected Ordinary Related Party (Connected) Transactions of the Company in 2024). Save as mentioned above, there was no restriction on any Shareholders casting votes on the resolutions proposed at the AGM. None of the Shareholders, who was entitled to attend, was required to vote against or abstain from voting in respect of the resolutions proposed at the AGM.

A total of 24 Shareholders and proxies, holding an aggregate of 2,588,079,003 shares with voting rights of the Company, representing approximately 56.130953% of the total shares with voting rights of the Company, have attended the AGM, among which there are 23 A Shareholders and proxies, holding an aggregate of 2,155,972,140 A Shares, representing approximately 46.759303% of the total shares with voting rights of the Company; there is 1 H Shareholder and proxy, holding an aggregate of 432,106,863 H Shares, representing approximately 9.371650% of the total shares with voting rights of the Company.

The AGM was duly convened and conducted in compliance with the relevant requirements of the Company Law of the People's Republic of China, relevant laws and regulations, the listing rules of the places where the Company is listed and the Articles of Association. Voting at the AGM was conducted through both on-site voting and online voting (only applicable to the A Shareholders of the Company) and the voting methods were in compliance with the relevant requirements of relevant laws and regulations and the Articles of Association.

## 2. POLL RESULTS OF THE AGM

The poll results of the resolutions proposed at the AGM are as follows:

### ORDINARY RESOLUTIONS

ORDINARY RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
1.	To consider and approve the 2023 Report of the Board of Directors.	A Shares	2,155,867,444	99.995144	33,700	0.001563	70,996	0.003293
		H Shares	431,974,663	99.969406	0	0.000000	132,200	0.030594
		<b>Total</b>	<b>2,587,842,107</b>	<b>99.990847</b>	<b>33,700</b>	<b>0.001302</b>	<b>203,196</b>	<b>0.007851</b>
<b>As more than one-half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								
2.	To consider and approve the 2023 Report of the Supervisory Committee.	A Shares	2,155,867,444	99.995144	33,700	0.001563	70,996	0.003293
		H Shares	431,974,663	99.969406	0	0.000000	132,200	0.030594
		<b>Total</b>	<b>2,587,842,107</b>	<b>99.990847</b>	<b>33,700</b>	<b>0.001302</b>	<b>203,196</b>	<b>0.007851</b>
<b>As more than one-half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								
3.	To consider and approve the Independent Directors' Annual Work Report for 2023.	A Shares	2,155,867,444	99.995144	33,700	0.001563	70,996	0.003293
		H Shares	431,974,663	99.969406	0	0.000000	132,200	0.030594
		<b>Total</b>	<b>2,587,842,107</b>	<b>99.990847</b>	<b>33,700</b>	<b>0.001302</b>	<b>203,196</b>	<b>0.007851</b>
<b>As more than one-half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								
4.	To consider and approve the 2023 Annual Report and its Summary.	A Shares	2,155,867,444	99.995144	33,700	0.001563	70,996	0.003293
		H Shares	431,974,663	99.969406	0	0.000000	132,200	0.030594
		<b>Total</b>	<b>2,587,842,107</b>	<b>99.990847</b>	<b>33,700</b>	<b>0.001302</b>	<b>203,196</b>	<b>0.007851</b>
<b>As more than one-half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								
5.	To consider and approve the 2023 Annual Profit Distribution Plan.	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000
		H Shares	432,106,863	100.000000	0	0.000000	0	0.000000
		<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>
<b>As more than one-half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								

ORDINARY RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
6.	To consider and approve the Report on Performance Appraisal and Remuneration of the Directors of the Company for 2023.	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000
		H Shares	432,106,863	100.000000	0	0.000000	0	0.000000
		<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>
<b>As more than one-half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								
7.	To consider and approve the Report on Performance Appraisal and Remuneration of the Supervisors of the Company for 2023.	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000
		H Shares	432,106,863	100.000000	0	0.000000	0	0.000000
		<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>
<b>As more than one-half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								
8.	To consider and approve the Resolution on the Cap of Proprietary Trading Businesses Scale of the Company in 2024.	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000
		H Shares	432,106,863	100.000000	0	0.000000	0	0.000000
		<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>
<b>As more than one-half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								
9.	To consider and approve the Resolution on the Expected Ordinary Related Party (Connected) Transactions of the Company in 2024.	A Shares	40,465,257	99.916788	33,700	0.083212	0	0.000000
		H Shares	432,106,863	100.000000	0	0.000000	0	0.000000
		<b>Total</b>	<b>472,572,120</b>	<b>99.992869</b>	<b>33,700</b>	<b>0.007131</b>	<b>0</b>	<b>0.000000</b>
<b>As more than one-half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								
10.	To consider and approve the Resolution on the Appointment of External Auditors for 2024.	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000
		H Shares	432,106,863	100.000000	0	0.000000	0	0.000000
		<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>
<b>As more than one-half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</b>								

## SPECIAL RESOLUTIONS

SPECIAL RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
11.	To consider and approve the Resolution on the Amendments to the Articles of Association.	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000
		H Shares	432,106,863	100.000000	0	0.000000	0	0.000000
		<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.								
12.	To consider and approve the Resolutions on the General Mandate to Issue Onshore and Offshore Debt Financing Instruments to the Company, including:							
12.1 Issuer	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>	
12.2 Type of Debt Financing Instruments	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>	
12.3 Size of Issuance	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>	
12.4 Method of Issuance	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>	
12.5 Term of Debt Financing Instruments	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>	
12.6 Interest Rates of Debt Financing Instruments	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	<b>Total</b>	<b>2,588,045,303</b>	<b>99.998698</b>	<b>33,700</b>	<b>0.001302</b>	<b>0</b>	<b>0.000000</b>	

SPECIAL RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
12.7 Guarantees and Other Credit Enhancement Arrangements	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	Total	2,588,045,303	99.998698	33,700	0.001302	0	0.000000	
12.8 Use of Proceeds	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	Total	2,588,045,303	99.998698	33,700	0.001302	0	0.000000	
12.9 Issue Price	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	Total	2,588,045,303	99.998698	33,700	0.001302	0	0.000000	
12.10 Target Subscribers and Arrangements for Placement to the Shareholders of the Company	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	Total	2,588,045,303	99.998698	33,700	0.001302	0	0.000000	
12.11 Listing of the Debt Financing Instruments	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	Total	2,588,045,303	99.998698	33,700	0.001302	0	0.000000	
12.12 Measures for Guaranteeing Debt Repayment of the Debt Financing Instruments	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	Total	2,588,045,303	99.998698	33,700	0.001302	0	0.000000	
12.13 Authorised Matters Relating to the Issuance of the Onshore and Offshore Debt Financing Instruments of the Company	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	Total	2,588,045,303	99.998698	33,700	0.001302	0	0.000000	
12.14 Validity Period of the Resolution	A Shares	2,155,938,440	99.998437	33,700	0.001563	0	0.000000	
	H Shares	432,106,863	100.000000	0	0.000000	0	0.000000	
	Total	2,588,045,303	99.998698	33,700	0.001302	0	0.000000	
As more than two-thirds of the votes were cast in favour of these resolutions, the No. 12 resolution was duly passed as a special resolution.								

## ORDINARY RESOLUTIONS (BY WAY OF CUMULATIVE VOTING)

No.	Ordinary resolutions	Number of votes (votes for)	Number of votes as a percentage of valid voting rights present at the meeting (%)	Elected or not
13.	To consider and approve the Resolutions on the Election of Non-independent Directors of the Seventh Session of the Board of Directors of the Company.			
13.1	To consider and approve the Resolution on the Election of Mr. Zhao Ling as an Executive Director of the Seventh Session of the Board of Directors of the Company	2,584,993,209	99.880769	Yes
13.2	To consider and approve the Resolution on the Election of Mr. Liu Qiuming as an Executive Director of the Seventh Session of the Board of Directors of the Company	2,586,436,700	99.936544	Yes
13.3	To consider and approve the Resolution on the Election of Ms. Ma Rentao as a Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,585,403,914	99.896638	Yes
13.4	To consider and approve the Resolution on the Election of Mr. Lian Yalin as a Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,585,403,914	99.896638	Yes
13.5	To consider and approve the Resolution on the Election of Ms. Wang Yun as a Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,583,640,558	99.828504	Yes
13.6	To consider and approve the Resolution on the Election of Mr. Yin Yanwu as a Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,585,077,453	99.884024	Yes
13.7	To consider and approve the Resolution on the Election of Mr. Xie Song as a Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,585,403,914	99.896638	Yes
13.8	To consider and approve the Resolution on the Election of Mr. Qin Xiaozheng as a Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,585,413,814	99.897021	Yes



No.	Ordinary resolutions	Number of votes (votes for)	Number of votes as a percentage of valid voting rights present at the meeting (%)	Elected or not
14.	To consider and approve the Resolutions on the Election of Independent Non-executive Directors of the Seventh Session of the Board of Directors of the Company.			
14.1	To consider and approve the Resolution on the Election of Mr. Ren Yongping as an Independent Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,585,972,824	99.918620	Yes
14.2	To consider and approve the Resolution on the Election of Mr. Yin Junming as an Independent Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,586,412,860	99.935622	Yes
14.3	To consider and approve the Resolution on the Election of Mr. Lau Ying Pan as an Independent Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,587,705,305	99.985561	Yes
14.4	To consider and approve the Resolution on the Election of Ms. Chen Xuanjuan as an Independent Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,587,705,305	99.985561	Yes
14.5	To consider and approve the Resolution on the Election of Mr. Lv Suiqi as an Independent Non-executive Director of the Seventh Session of the Board of Directors of the Company	2,587,715,205	99.985943	Yes
15.	To consider and approve the Resolutions on the Election of Supervisors of the Seventh Session of the Supervisory Committee of the Company.			
15.1	To consider and approve the Resolution on the Election of Mr. Liang Yi as a Supervisor of the Seventh Session of the Supervisory Committee of the Company	2,587,705,305	99.985561	Yes



No.	Ordinary resolutions	Number of votes (votes for)	Number of votes as a percentage of valid voting rights present at the meeting (%)	Elected or not
15.2	To consider and approve the Resolution on the Election of Mr. Zhou Huajian as a Supervisor of the Seventh Session of the Supervisory Committee of the Company	2,587,725,305	99.986334	Yes
15.3	To consider and approve the Resolution on the Election of Mr. Ye Shengli as a Supervisor of the Seventh Session of the Supervisory Committee of the Company	2,587,705,305	99.985561	Yes
15.4	To consider and approve the Resolution on the Election of Mr. Lin Maoliang as a Supervisor of the Seventh Session of the Supervisory Committee of the Company	2,587,705,305	99.985561	Yes
15.5	To consider and approve the Resolution on the Election of Mr. Li Ruoshan as a Supervisor of the Seventh Session of the Supervisory Committee of the Company	2,587,705,305	99.985561	Yes
15.6	To consider and approve the Resolution on the Election of Mr. Liu Yunhong as a Supervisor of the Seventh Session of the Supervisory Committee of the Company	2,587,735,205	99.986716	Yes

The scrutineers of the AGM were the Shareholders' representatives of the Company, the Supervisors' representatives of the Company, the representatives of King & Wood Mallesons, the PRC legal counsel of the Company and the representatives of Computershare Hong Kong Investor Services Limited, the Company's H Share registrar.

For details of the above resolutions, please refer to the AGM Notice and the Circular.

### **3. CHANGE OF THE EXTERNAL AUDITORS**

With effect from the date of consideration and approval at the AGM, KPMG Huazhen and KPMG HK have been appointed as the domestic external auditor and overseas external auditor of the Company for 2024, respectively, to replace the retired Ernst & Young Hua Ming LLP (Special General Partnership) and Ernst & Young.

#### 4. ELECTION OF THE SEVENTH SESSION OF THE BOARD

As each of the 8 candidates for the non-independent Directors and 5 candidates for the independent non-executive Directors of the seventh session of the Board proposed for consideration at the AGM has been duly approved by the Shareholders, the seventh session of the Board of the Company is duly established, the members of which include:

- Mr. Zhao Ling (*executive Director*)
- Mr. Liu Qiuming (*executive Director*)
- Ms. Ma Rentao (*non-executive Director*)
- Mr. Lian Yalin (*non-executive Director*)
- Ms. Wang Yun (*non-executive Director*)
- Mr. Yin Yanwu (*non-executive Director*)
- Mr. Xie Song (*non-executive Director*)
- Mr. Qin Xiaozheng (*non-executive Director*)
- Mr. Ren Yongping (*independent non-executive Director*)
- Mr. Yin Junming (*independent non-executive Director*)
- Mr. Lau Ying Pan (*independent non-executive Director*)
- Ms. Chen Xuanjuan (*independent non-executive Director*)
- Mr. Lv Suiqi (*independent non-executive Director*)

All of the aforementioned Directors will enter into service contracts with the Company. The term of the seventh session of the Board of the Company is three years, with effect from the date of the AGM. The Articles of Association provide that the Board shall comprise 13 members. The Company has complied with the Articles of Association.

For the biographies of the Directors of the seventh session of the Board of the Company and the relevant information related to their appointments, please refer to the announcement of the Company or the Circular dated April 29, 2024.

Pursuant to the Articles of Association, the chairman shall be elected by more than half of all members of the Board. The Remuneration, Nomination and Credentials Committee, the Strategy and Sustainable Development Committee, the Audit and Related Party Transaction Control Committee and the Risk Management Committee are established under the Board. The Board has elected and approved Mr. Zhao Ling as the chairman of the seventh session of the Board, and has approved and elected the composition of the following committees:

(1) Remuneration, Nomination and Credentials Committee

Mr. Ren Yongping (chairman, independent non-executive Director), Mr. Lian Yalin, Mr. Yin Yanwu, Mr. Yin Junming (independent non-executive Director), Mr. Lv Suiqi (independent non-executive Director)

(2) Strategy and Sustainable Development Committee

Mr. Zhao Ling (chairman), Mr. Liu Qiuming, Ms. Ma Rentao, Ms. Wang Yun, Mr. Xie Song, Mr. Qin Xiaozheng, Ms. Chen Xuanjuan (independent non-executive Director)

(3) Audit and Related Party Transaction Control Committee

Mr. Yin Junming (chairman, independent non-executive Director), Mr. Lian Yalin, Ms. Wang Yun, Mr. Ren Yongping (independent non-executive Director), Mr. Lau Ying Pan (independent non-executive Director)

(4) Risk Management Committee

Ms. Chen Xuanjuan (chairman, independent non-executive Director), Ms. Ma Rentao, Mr. Yin Yanwu, Mr. Lau Ying Pan (independent non-executive Director), Mr. Lv Suiqi (independent non-executive Director)

## 5. ELECTION OF THE SEVENTH SESSION OF THE SUPERVISORY COMMITTEE

Each of the 6 candidates for the Supervisors of the seventh session of the Supervisory Committee of the Company proposed for consideration at the AGM has been duly approved by the Shareholders. Besides, at the twenty-sixth meeting of the fifth session of the employee representative congress of the Company, Ms. Lin Jingmin, Ms. Du Jia and Mr. Song Zhe were elected as employee Supervisors of the seventh session of the Supervisory Committee of the Company. Therefore, the seventh session of the Supervisory Committee of the Company is duly established, the members of which include:

- Mr. Liang Yi
- Mr. Zhou Huajian
- Mr. Ye Shengli
- Mr. Lin Maoliang
- Mr. Li Ruoshan (*external Supervisor*)
- Mr. Liu Yunhong (*external Supervisor*)
- Ms. Lin Jingmin (*employee Supervisor*)
- Ms. Du Jia (*employee Supervisor*)
- Mr. Song Zhe (*employee Supervisor*)

All of the aforementioned Supervisors will enter into service contracts with the Company. The term of the seventh session of the Supervisory Committee of the Company is three years, with effect from the date of the AGM.

For the biographies of the non-employee Supervisors of the seventh session of the Supervisory Committee of the Company and the relevant information related to their appointments, please refer to the announcement of the Company or the Circular dated April 29, 2024. The biographies of the employee Supervisors of the seventh session of the Supervisory Committee of the Company are set out as follows:

**Ms. Lin Jingmin**, born in 1983, obtained her bachelor's and master's degrees in management from Xiamen University and is currently a non-practicing member of The Chinese Institute of Certified Public Accountants. She is now an employee Supervisor and an assistant to the general manager of the risk management and internal control department of the Company. She was an investment banking assistant at Shanghai investment bank department No. 2 of the Company and the person in charge of the net capital and liquidity risk monitoring group at the risk management department of the Company.

**Ms. Du Jia**, born in 1981, obtained her master's degree in accounting from Southwestern University of Finance and Economics. She is now the deputy general manager (in charge of operations) of the finance management department of the Company. She was a senior auditor and the manager of the audit department of Deloitte Touche Tohmatsu Certified Public Accountants LLP, and an assistant to the general manager and the deputy general manager of the finance management department of the Company.

**Mr. Song Zhe**, born in 1985, obtained his Juris Master's degree from Renmin University of China. He is now the deputy general manager of the legal and compliance department of the Company. He was the person in charge of the legal affairs group, the investment banking business management group and the accountability office working group at the legal and compliance department, and an assistant to the general manager of the Company.

To the best knowledge of the Board and save as disclosed in this announcement, Ms. Lin Jingmin, Ms. Du Jia and Mr. Song Zhe have not held any directorship in the last three years in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas; Ms. Lin Jingmin, Ms. Du Jia and Mr. Song Zhe do not have any other relationship with any Director, Supervisor, senior management or substantial or controlling Shareholder of the Company or their respective subsidiaries nor do they hold any other positions with the Company or any of its subsidiaries. None of Ms. Lin Jingmin, Ms. Du Jia and Mr. Song Zhe has any interest in any Shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) as at the date of this announcement.

Save as disclosed in this announcement, in respect of the appointments of Ms. Lin Jingmin, Ms. Du Jia and Mr. Song Zhe, there is no information that is required to be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to (v) of the Hong Kong Listing Rules nor is there any matter that needs to be brought to the attention of the Shareholders. Ms. Lin Jingmin, Ms. Du Jia and Mr. Song Zhe have not been subject to any penalty by the CSRC or other related departments or punishment by any stock exchanges.

## 6. DISTRIBUTION OF FINAL DIVIDEND OF THE COMPANY FOR 2023

### (1) Details of Distribution of Dividends

As the resolution No. 5 regarding the 2023 Annual Profit Distribution Plan of the Company was approved at the AGM, the Board is pleased to announce the following details regarding the distribution of final dividend for 2023 by the Company to the Shareholders:

1. The Company will distribute a final dividend of RMB2.803 (tax inclusive) for every 10 Shares for the year ended December 31, 2023 to H Shareholders whose names appear on the H Share register of members of the Company on Tuesday, June 18, 2024.
2. Cash dividend is denominated and declared in RMB, and paid to A Shareholders in RMB and H Shareholders in HKD. The actual distribution amount in HKD is calculated at the average benchmark exchange rate of RMB against HKD published by the People's Bank of China for one week (including the date of the AGM) prior to the AGM (i.e., RMB0.91072 against HK\$1.00), being a cash dividend of HK\$3.077796 (tax inclusive) for every 10 H Shares.
3. The Company has appointed Computershare Hong Kong Trustees Limited as the receiving agent (the "**Receiving Agent**") in Hong Kong and will pay to the Receiving Agent the final dividend for 2023 declared for payment to H Shareholders. The final dividend will be paid by the Receiving Agent on Thursday, July 25, 2024 and would be mailed by the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, by ordinary post to H Shareholders who are entitled to receive the final dividend of the Company for 2023 at their own risk.
4. In order to determine the list of H Shareholders who are entitled to the final dividend for 2023 declared by the Company, the H Share register of members of the Company will be closed from Thursday, June 13, 2024 to Tuesday, June 18, 2024 (both days inclusive), during which period no transfer of H Shares will be registered. In order to be entitled to receive the final dividend of the Company for 2023, H Shareholders of the Company whose transfers have not been registered shall lodge all transfer documents together with the relevant share certificates to the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Wednesday, June 12, 2024.

## (2) Withholding and Payment of Income Tax

### ***Withholding and Payment of Enterprise Income Tax for Overseas Non-resident Enterprise Shareholders***

According to the Enterprise Income Tax Law of the People's Republic of China, the Implementation Regulations on Enterprise Income Tax Law of the People's Republic of China and the Notice on Issues of Withholding and Payment of Enterprise Income Tax Regarding China Resident Enterprise Paying Dividend to Non-Resident Enterprise Holders of Overseas H Shares (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)), the Company is required to withhold and pay enterprise income tax at the rate of 10% before distributing the final dividend to non-resident enterprise shareholders as appearing on the H Share register of members of the Company. Any shares registered in the name of non-individual shareholders, including HKSCC Nominees Limited, other nominees, trustees or other organizations and groups, will be treated as being held by non-resident enterprise shareholders and therefore will be subject to the withholding of the enterprise income tax for the final dividend payable thereon.

### ***Withholding and Payment of Individual Income Tax for Individual Foreign Shareholders***

According to the Individual Income Tax Law of the People's Republic of China and the Notice of the State Administration of Taxation on Issues Concerning Individual Income Tax Collection and Management after the Repeal of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348), the withholding and paying obligor shall withhold and pay individual income tax for dividends and bonus income of overseas resident individual shareholders arising from the shares issued by domestic non-foreign invested enterprises in Hong Kong. However, the overseas resident individual shareholders holding shares issued by domestic non-foreign invested enterprises in Hong Kong may enjoy the relevant tax preference in accordance with the tax treaty signed by the PRC and the country stated in their respective residential identity and the tax arrangement between the Mainland China and Hong Kong (Macau). The tax rate for dividends under the relevant tax treaties and tax arrangements is generally 10%, and for the purpose of simplifying tax administration, domestic non-foreign invested enterprises issuing shares in Hong Kong may, when distributing dividend, generally withhold individual income tax at the rate of 10%, and are not obligated to file an application. If the tax rate for dividend is not equal to 10%, the following provisions shall apply:

- For individual H Shareholders whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of lower than 10%, the Company will temporarily withhold and pay individual income tax at the rate of 10% on behalf of the individual H Shareholders when distributing the final dividend;
- For individual H Shareholders whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of more than 10% but less than 20%, they shall be subject to withholding and paying individual income tax at the effective tax rate stipulated in the relevant tax treaty; and
- For individual H Shareholders whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of 20%, or a country (region) which has not entered into any tax treaties with the PRC, or under any other circumstances, they shall be subject to withholding and paying individual income tax at the rate of 20%.



If an individual H Shareholder is of the view that the tax rate adopted by the Company for the withholding and payment of individual income tax on his/her behalf is not the same as the tax rate stipulated in any tax treaties between the countries (regions) in which he/she is domiciled and the PRC, please submit promptly to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, a letter of entrustment and all application materials showing that he/she is the resident of a country (region) which has entered into a tax treaty with the PRC. The Company will then submit the above documents to competent tax authorities who will proceed with the subsequent tax related arrangements.

**(3) Distribution of the Company's Final Dividend for 2023 to the Investors of Northbound Trading**

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the Company's A Shares listed on the Shanghai Stock Exchange (the "**Investors of Northbound Trading**"), their final dividend will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited (the "**CSDCC**") to the account of the nominee holding such A Shares. The Company will withhold income taxes at the rate of 10% on behalf of those investors and will report to competent tax authorities for the withholding.

For the Investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises or individuals may, or may entrust a withholding and payment agent to, apply to the competent tax authorities of the Company for the preferential treatment under such tax treaty. Upon approval by the competent tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded.

The record date, ex-entitlement date, final dividend payment date and other time arrangements for the Investors of Northbound Trading are consistent with those for A Shareholders of the Company. The Company will announce the details of the arrangement regarding the distribution of the final dividend to A Shareholders on the Shanghai Stock Exchange.

**(4) Distribution of the Company's Final Dividend for 2023 to the Investors of Southbound Trading**

For investors of the Shanghai Stock Exchange and the Shenzhen Stock Exchange (including enterprises and individuals) investing in the Company's H Shares listed on the Hong Kong Stock Exchange (the "**Investors of Southbound Trading**"), the Company has entered into the "Agreement on Distribution of Cash Dividend of H Shares for Southbound Trading" (《港股通H股股票現金紅利派發協議》) with the CSDCC, pursuant to which, the CSDCC, as the nominee holding such H Shares of the Investors of Southbound Trading, will receive the final dividend distributed by the Company and distribute the final dividend to the relevant Investors of Southbound Trading through its depository and clearing systems. The final dividend payable to the Investors of Southbound Trading will be paid in RMB.



Pursuant to the relevant requirements of the Notice on Relevant Taxation Policies Concerning the Pilot Inter-connected Mechanism for Trading on the Shanghai Stock Market and the Hong Kong Stock Market (Cai Shui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)) enforced on November 17, 2014:

- For the dividend received by Mainland individual investors from investing in the H Shares of the Company through the Shanghai-Hong Kong Stock Connect Program, the Company will withhold individual income tax at the rate of 20% on their behalf. For the dividend received by Mainland securities investment funds from investing in the H Shares of the Company through the Shanghai-Hong Kong Stock Connect Program, the tax payable will be the same as that for individual investors and will also be paid in the same way; and
- For the dividend received by Mainland corporate investors from investing in the H Shares of the Company through the Shanghai-Hong Kong Stock Connect Program, the Company will not withhold the income tax of dividends on their behalf and the Mainland corporate investors shall file the tax returns and pay the tax on their own.

Pursuant to the relevant requirements of the Notice on Relevant Taxation Policies Concerning the Pilot Inter-connected Mechanism for Trading on the Shenzhen Stock Market and the Hong Kong Stock Market (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)) enforced on December 5, 2016:

- For the dividend received by Mainland individual investors from investing in the H Shares of the Company through the Shenzhen-Hong Kong Stock Connect Program, the Company will withhold individual income tax at the rate of 20% on their behalf. For the dividend received by Mainland securities investment funds from investing in the H Shares of the Company through the Shenzhen-Hong Kong Stock Connect Program, the tax payable will be the same as that for individual investors and will also be paid in the same way; and
- For the dividend received by Mainland corporate investors from investing in the H Shares of the Company through the Shenzhen-Hong Kong Stock Connect Program, the Company will not withhold the income tax of dividends on their behalf and the Mainland corporate investors shall file the tax returns and pay the tax on their own.

The record date, ex-entitlement date, final dividend payment date and other time arrangements for the Investors of Southbound Trading are the same as those for the H Shareholders of the Company.

Should the Shareholders of the Company have any doubt in relation to the tax-related issues mentioned in this announcement, they are recommended to consult their tax advisors for the relevant tax impact in Mainland China, Hong Kong and other countries (regions) on the possession and disposal of the H Shares of the Company. The Company will withhold and pay the relevant income tax strictly in accordance with the relevant laws or requirements of the relevant government bodies and based on the Company's register of members of H Shares on the record date. The Company assumes no liability whatsoever in respect of and will not entertain any claims arising from any delay in, or inaccurate determination of, the status of the Shareholders or any disputes over the mechanism of withholding and payment of the relevant income tax. The Company will not be liable for any claim arising from any delay in, or inaccurate determination of the status of the Shareholders or any disputes over the mechanism of withholding and payment of the relevant income tax.

## 7. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The AGM has approved the proposed amendments to the Articles of Association. The amended Articles of Association shall take effect upon conclusion of the AGM. The amended Articles of Association will be published on the websites of Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.ebscn.com](http://www.ebscn.com)), respectively.

## 8. TESTIMONY OF LEGAL COUNSEL

King & Wood Mallesons, the PRC legal counsel of the Company, witnessed the AGM, and in their opinion, the convening and holding procedures of the AGM of the Company were in compliance with the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China and other relevant PRC laws, administrative regulations, the Rules for General Meetings of Listed Companies and the Articles of Association of the Company; the qualifications of the persons attending the AGM and the convener were lawful and valid; the voting procedures and the voting results of the AGM were lawful and valid.

By order of the Board  
**Everbright Securities Company Limited**  
**Zhao Ling**  
*Chairman*

Shanghai, the PRC  
May 28, 2024

*As at the date of this announcement, the Board of the Company comprises Mr. Zhao Ling (Chairman, Executive Director), Mr. Liu Qiuming (Executive Director, President), Ms. Ma Rentao (Non-executive Director), Mr. Lian Yalin (Non-executive Director), Ms. Wang Yun (Non-executive Director), Mr. Yin Yanwu (Non-executive Director), Mr. Xie Song (Non-executive Director), Mr. Qin Xiaozheng (Non-executive Director), Mr. Ren Yongping (Independent Non-executive Director), Mr. Yin Junming (Independent Non-executive Director), Mr. Lau Ying Pan (Independent Non-executive Director), Ms. Chen Xuanjuan (Independent Non-executive Director) and Mr. Lv Suiqi (Independent Non-executive Director).*