
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about any aspects of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your Shares in **China CITIC Financial Asset Management Co., Ltd.**, you should at once hand this circular with the accompanying proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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中国中信金融资产
China CITIC Financial AMC

中國中信金融資產管理股份有限公司
China CITIC Financial Asset Management Co., Ltd.

(A joint stock limited liability company incorporated in the People's Republic of China)
(Stock Code: 2799)

THE EXTERNAL FUND DONATION PLAN FOR 2024
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING

China CITIC Financial Asset Management Co., Ltd. will convene the EGM on Wednesday, 26 June 2024 at 4:00 p.m. at Conference Room 1221, No. 8 Financial Street, Xicheng District, Beijing, the PRC. Notice of Extraordinary General Meeting is set out on pages 6 to 8 in this circular.

If you wish to appoint a proxy to attend the EGM on your behalf, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon no later than 24 hours before the time scheduled for holding the EGM (i.e. before 4:00 p.m. on Tuesday, 25 June 2024) or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or at any adjournment thereof should you so wish.

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DEFINITIONS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

“Articles of Association”	the Articles of Association of China CITIC Financial Asset Management Co., Ltd. (as amended from time to time)
“Board”	the board of directors of the Company
“Chairman”	the chairman of the Board of the Company
“Company”	China CITIC Financial Asset Management Co., Ltd., a joint stock limited liability company incorporated in the PRC, the H Shares of which are listed on the Main Board of the Hong Kong Stock Exchange
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for or credited as fully paid in Renminbi
“Domestic Shareholder(s)”	holder(s) of the Domestic Share(s)
“EGM” or “Extraordinary General Meeting”	the third extraordinary general meeting of Shareholders for 2024 to be held by the Company on Wednesday, 26 June 2024, at 4:00 p.m. at Conference Room 1221, No. 8 Financial Street, Xicheng District, Beijing, the PRC
“H Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollar and listed on the Main Board of the Hong Kong Stock Exchange
“H Shareholder(s)”	holder(s) of H Share(s)
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the share(s) of the Company, including Domestic Shares and H Shares
“Shareholder(s)”	holder(s) of the Shares of the Company
“%”	percent



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(Stock Code: 2799)

Executive Directors:

Mr. Liu Zhengjun (*Chairman*)
Mr. Li Zimin (*President*)

Non-executive Directors:

Ms. Zhao Jiangping
Mr. Xu Wei
Mr. Tang Hongtao

Independent Non-executive Directors:

Mr. Shao Jingchun
Mr. Zhu Ning
Ms. Chen Yuanling
Mr. Lo Mun Lam, Raymond

Registered Office:

No. 8 Financial Street, Xicheng District
Beijing
the PRC

Principal Place of Business

in Hong Kong:
40th Floor, Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai, Hong Kong

5 June 2024

Dear Sir or Madam,

THE EXTERNAL FUND DONATION PLAN FOR 2024
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with the information regarding the resolution to be proposed at the EGM to enable you to make informed decision on whether to vote for or against the resolution at the EGM.

2. MATTER TO BE CONSIDERED AT THE EGM

The ordinary resolution to be proposed at the EGM for consideration and approval by Shareholders is a resolution in respect of: (1) to consider and approve the external fund donation plan for 2024.

LETTER FROM THE BOARD

Details of the matter to be considered at the EGM are set out in the notice of Extraordinary General Meeting on pages 6 to 8 in this circular. In order to enable you to have a better understanding of the resolution to be proposed at the EGM and to make well-informed decisions, this circular provides detailed information on matter to be considered at the EGM, including Matter to be Considered at the EGM (see Appendix I).

3. THE EGM

The Company will convene the EGM on Wednesday, 26 June 2024 at 4:00 p.m. at Conference Room 1221, No. 8 Financial Street, Xicheng District, Beijing, the PRC, the notice of which is set out in this circular.

In order to determine the list of H Shareholders who are entitled to attend the EGM, the H Share Register of members of the Company will be closed from Friday, 21 June 2024 to Wednesday, 26 June 2024 (both days inclusive). H Shareholders who intend to attend the EGM shall deposit the share certificates together with the transfer documents at the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, before 4:30 p.m. on Thursday, 20 June 2024. Shareholders whose names appear on the H Share register of members of the Company at the close of business on Thursday, 20 June 2024 are entitled to attend and vote at the EGM.

A proxy form for use at the EGM is enclosed herein and also published on the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk). H Shareholders shall return the proxy form(s) to Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 24 hours before the time appointed for holding the EGM (i.e. before 4:00 p.m. on Tuesday, 25 June 2024) or any adjournment thereof (as the case may be). Domestic Shareholders shall return the proxy form(s) to the Board office of the Company at No. 8 Financial Street, Xicheng District, Beijing, the PRC no later than 24 hours before the time appointed for holding the EGM (i.e. before 4:00 p.m. on Tuesday, 25 June 2024) or any adjournment thereof (as the case may be). Completion and return of the proxy form(s) will not preclude you from attending and voting at the EGM in person should you so wish.

We hereby remind you that, according to Article 65 of the Articles of Association, where the number of equity interests of the Company pledged by a Shareholder reaches or exceeds 50% of the equity interests held by such Shareholder in the Company, no voting right in respect of the pledged equity interests shall be exercised at the general meeting of Shareholders until the ceasing of the relevant condition.

Voting at the EGM shall be taken by way of registered poll.

LETTER FROM THE BOARD

4. RECOMMENDATION

The Directors consider that the resolution set out in the notice of Extraordinary General Meeting for consideration and approval by Shareholders is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favor of the resolution to be proposed at the EGM.

5. RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts the omission of which would make this circular or any statement herein misleading.

By order of the Board
China CITIC Financial Asset Management Co., Ltd.
LIU Zhengjun
Chairman

I. TO CONSIDER AND APPROVE THE EXTERNAL FUND DONATION PLAN FOR 2024

To thoroughly implement the spirit of General Secretary Xi Jinping's important instructions on central government agencies making further efforts in the targeted poverty alleviation and the requirements of Opinions of the Central Committee of the Communist Party of China and the State Council on Learning and Applying the Experience of the "Thousand Villages Demonstration and Ten Thousand Villages Renovation" Project to Effectively Promote the Comprehensive Revitalization of Rural Areas (《中共中央國務院關於學習運用“千村示範、萬村整治”工程經驗有力有效推進鄉村全面振興的意見》), the Company will continue to carry out the targeted poverty alleviation and other work by the central government agencies in 2024. In 2024, the Company will consolidate RMB3 million of the external fund donation plan, of which the parent company will contribute RMB2 million and the subsidiaries will contribute RMB1 million. We propose to submit to the EGM to grant the authority to the Board, and for the Board to grant to the president, or for the president to grant to other persons to deal with the specific matters for the use of donation funds for poverty alleviation for 2024 within the donation amount of the Company.

The above resolution has been considered and approved by the Board, and is hereby submitted to the EGM for consideration.

NOTICE OF EXTRAORDINARY GENERAL MEETING



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NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the third extraordinary general meeting of Shareholders (the “EGM” or “**Extraordinary General Meeting**”) of China CITIC Financial Asset Management Co., Ltd. (the “**Company**”) for 2024 will be held at Conference Room 1221, No. 8 Financial Street, Xicheng District, Beijing, the PRC, on Wednesday, 26 June 2024 at 4:00 p.m., for considering and, if thought fit, passing the following resolution:

ORDINARY RESOLUTION

1. To consider and approve the external fund donation plan for 2024

Closure of Register of Members

The H Share register of members of the Company will be closed from Friday, 21 June 2024 to Wednesday, 26 June 2024 (both days inclusive), during which period no transfer of H Shares will be registered. H Shareholders and Domestic Shareholders of the Company whose names appear on the register of members of the Company at the close of business on Thursday, 20 June 2024 will be entitled to attend the EGM. Any H Shareholder who wishes to attend the EGM shall deposit the share certificates together with the transfer documents at the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, no later than 4:30 p.m. on Thursday, 20 June 2024.

The address of the H Share Registrar is as follows:

Computershare Hong Kong Investor Services Limited
Shops 1712–1716
17th Floor, Hopewell Centre, 183 Queen’s Road East
Wanchai, Hong Kong

NOTICE OF EXTRAORDINARY GENERAL MEETING

Details of the above resolution are set out in the circular of EGM published by the Company on 5 June 2024. Unless otherwise stated, terms used in this notice shall have the same meanings as defined in the circular.

By order of the Board
China CITIC Financial Asset Management Co., Ltd.
LIU Zhengjun
Chairman

Beijing, the PRC
5 June 2024

As at the date of this notice, the Board comprises Mr. LIU Zhengjun and Mr. LI Zimin as executive directors; Ms. ZHAO Jiangping, Mr. XU Wei and Mr. TANG Hongtao as non-executive directors; Mr. SHAO Jingchun, Mr. ZHU Ning, Ms. CHEN Yuanling and Mr. LO Mun Lam, Raymond as independent non-executive directors.

Notes:

1. The register of members of the Company will be closed from Friday, 21 June 2024 to Wednesday, 26 June 2024 (both days inclusive). H Shareholders and Domestic Shareholders of the Company whose names appear on the register of members of the Company at the close of business on Thursday, 20 June 2024 will be entitled to attend and vote at the EGM. H Shareholders who wish to attend and vote at the EGM shall deposit all the transfer documents together with the share certificates with the H Share Registrar of the Company, 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 Thursday, 20 June 2024.
2. A Shareholder entitled to attend and vote at the EGM may appoint one or more proxy(ies) to attend and vote on his/her behalf. A proxy need not to be a Shareholder, but he/she must attend the EGM in person to represent the relevant Shareholder.
3. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its legal representative, director(s) or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarised.
4. To be valid, the proxy form, the notarised power of attorney or other authorization document (if any) must be delivered to the Board office of the Company at No. 8 Financial Street, Xicheng District, Beijing, the PRC for Domestic Shareholders and to the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for H Shareholders no later than 24 hours before the time scheduled for holding the EGM (i.e. before 4:00 p.m. on Tuesday, 25 June 2024) or any adjournment thereof (as the case may be). Completion and return of a proxy form will not preclude a Shareholder from attending and voting in person at the EGM or any adjournment thereof if he/she so wishes.
5. Pursuant to the Articles of Association, any vote of Shareholders at a general meeting of Shareholders must be taken by poll. As such, the resolution set out in the notice of Extraordinary General Meeting will be voted on by poll. The EGM will adopt on-site voting method.

NOTICE OF EXTRAORDINARY GENERAL MEETING

6. The EGM is expected to last for half a day. Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the EGM shall produce their identity documents.
7. In the case of joint Shareholders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s), and for this purpose, seniority will be determined by the order in which the names stand on the register of members in respect of the relevant joint holding.
8. According to the Articles of Association, where the number of equity interests of the Company pledged by a Shareholder reaches or exceeds 50% of the equity interests held by such Shareholder in the Company, no voting right in respect of the pledged equity interests shall be exercised at the general meeting of Shareholders. Upon the registration of pledge of equity interests, such Shareholder shall provide the Company with the relevant information of the pledged equity interests in a timely manner.