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**中国银河证券股份有限公司**  
**CHINA GALAXY SECURITIES CO., LTD.**

*(Incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 06881)**

## **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the “AGM”) of China Galaxy Securities Co., Ltd. (the “Company”) will be held at Conference Room M1919, Qinghai Finance Building, Building No. 1, No. 8 Xiyong Street, Fengtai District, Beijing, the PRC on Friday, 28 June 2024 at 10:00 a.m. for the following purposes:

### **ORDINARY RESOLUTIONS**

1. To consider and approve the final accounts plan of the Company for 2023;
2. To consider and approve the profit distribution plan of the Company for 2023;
3. To consider and approve the 2023 annual report of the Company;
4. To consider and approve the work report of the board of directors of the Company for 2023;
5. To consider and approve the work report of the supervisory committee of the Company for 2023;
6. To consider and approve the appointment of the external auditors of the Company for 2024;
7. To consider and approve the duty reports of the independent directors for 2023:
  - 7.01. To consider and approve the duty report of Ms. Liu Chun for 2023;
  - 7.02. To consider and approve the duty report of Mr. Law Cheuk Kin Stephen for 2023;
  - 7.03. To consider and approve the duty report of Mr. Wang Zhenjun for 2023;
  - 7.04. To consider and approve the duty report of Mr. Liu Ruizhong for 2023;
8. To consider and approve the relevant arrangement for interim profit distribution of the Company for 2024;

9. To consider and approve the amendments to the *Procedural Rules of the Board of Directors* of the Company;
10. To consider and approve the amendments to the *Working Rules for Independent Directors* of the Company;
11. To consider and approve the amendments to the *Measures for the Management of Proceeds* of the Company;

### **SPECIAL RESOLUTION**

12. To consider and approve the increase of registered capital of the Company and the amendments to the Articles of Association.

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

Beijing, the PRC, 7 June 2024

*Notes:*

1. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by poll. As such, each of the resolutions set out in the notice of AGM will be voted by poll. Results of the poll voting will be published on the Company's website at [www.chinastock.com.cn](http://www.chinastock.com.cn) and the HKExnews website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) after the AGM.
2. Any shareholder entitled to attend and vote at the AGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy needs not be a shareholder of the Company.
3. In order to be valid, the form of proxy together with the notarized power of attorney or other documents of authorization, if any, must be completed and returned to the Office of the Board of Directors of the Company (for A Shareholders) or the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited (for H Shareholders), not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof. Computershare Hong Kong Investor Services Limited is located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong. Completion and return of the form of proxy will not preclude a shareholder from attending and voting in person at the AGM or any adjournment thereof should he/she so wish.
4. For the purpose of determining the entitlement of H Shareholders to attend the AGM, the H Share register of members of the Company will be closed from Tuesday, 25 June 2024 to Friday, 28 June 2024 (both days inclusive), during which period no transfer of H Shares will be registered. In order to attend the AGM, all share certificates, together with the instruments of transfers, must be lodged for registration with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders) at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on Monday, 24 June 2024.

The Company will announce separately on the Shanghai Stock Exchange details of A Shareholders' eligibility for attending the AGM.

5. The Company proposed to distribute a cash dividend of RMB2,405,568,496.32 (tax inclusive) for 2023 (the “**2023 Final Dividend**”). Based on the Company’s total number of issued shares of 10,934,402,256 shares as at 31 December 2023, a cash dividend of RMB2.20 for every 10 shares is proposed to be distributed. In the event of changes in the total share capital of the Company between the date of this notice and the record date of the equity distribution (i.e. 15 July 2024), the Company intends to maintain the total cash dividend unchanged and adjust the cash distribution amount per share accordingly.

The 2023 Final Dividend will be denominated and declared in RMB, and paid in RMB and in HK dollar to A Shareholders and H Shareholders, respectively. The actual amount distributed in HK dollar will be calculated based on the average benchmark exchange rate for conversion between RMB and HK dollar as announced by the People’s Bank of China for the five working days prior to the date of the AGM.

For the purpose of determining the entitlement of H Shareholders to the 2023 Final Dividend, the H Share register of members of the Company will be closed from Wednesday, 10 July 2024 to Monday, 15 July 2024 (both days inclusive), during which period no transfer of H Shares will be registered. H Shareholders whose names appear on the H Share register of members of the Company on Monday, 15 July 2024 are entitled to the 2023 Final Dividend. In order to be entitled to receive the 2023 Final Dividend, all share certificates, together with the instruments of transfers, must be lodged for registration with the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders) at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on Tuesday, 9 July 2024. The last trading day for H Shares of the Company before ex-dividend will be Friday, 5 July 2024, and trading of ex-dividend H Shares shall commence on Monday, 8 July 2024.

The 2023 Final Dividend (if approved by shareholders of the Company at the AGM) is expected to be distributed on or before Tuesday, 27 August 2024 to H Shareholders whose names appear on the H Share register of members of the Company on Monday, 15 July 2024.

As for the distribution of the 2023 Final Dividend to the A Shareholders, the record date is Monday, 15 July 2024, and the ex-dividend date and the dividend distribution date are Tuesday, 16 July 2024. The Company will announce separately on the Shanghai Stock Exchange details of the arrangements regarding the distribution of the 2023 Final Dividend to its A Shareholders.

For Hong Kong investors (including enterprises and individuals) investing in the Company’s A Shares via the Shanghai Stock Connect Program, the 2023 Final Dividend will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such A Shares. The record date, the dividend distribution date and other arrangements for investors via the Shanghai Stock Connect Program will be the same as those for the Company’s A Shareholders.

For Mainland investors (including enterprises and individuals) investing in the Company’s H Shares via the Hong Kong Stock Connect Program, the Shanghai Branch and the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited, as the nominee of the investors via the Hong Kong Stock Connect Program, will receive the 2023 Final Dividend distributed by the Company and distribute such 2023 Final Dividend in RMB to the relevant investors of H Shares through its depository and clearing system. The record date, the dividend distribution date and other arrangements for investors via the Hong Kong Stock Connect Program will be the same as those for the Company’s H Shareholders.

6. Where there are joint holders of any shares, the one whose name stands first in the register of members shall be entitled to attend and vote at the AGM in respect of such shares.

7. Shareholder or his/her proxy shall produce proof of identity when attending the AGM:
  - (a) Legal representatives of legal person shareholders who attend the meeting shall produce their own identity cards and effective proof of their capacity as legal representatives. Proxies of legal person shareholders shall produce their own identity cards and the form of proxy duly signed by the legal representatives or the board of directors or other governing body of the legal person shareholders according to laws; and
  - (b) Individual shareholders who attend the meeting in person shall produce their identity cards or other effective document or proof of identity and stock account cards. Proxies of individual shareholders shall produce effective proof of identity and form of proxy.
8. The AGM is expected to be held for less than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
9. The Office of the Board of Directors of the Company is located at Qinghai Finance Building, Building No. 1, No. 8 Xiyang Street, Fengtai District, Beijing, the PRC

Tel: 86 (10) 8092 9800

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*As at the date of this notice, the executive directors of the Company are Mr. WANG Sheng (Chairman) and Mr. XUE Jun (Vice Chairman and President); the non-executive Directors are Mr. YANG Tijun, Ms. LI Hui, Ms. LIU Chang and Mr. LIU Zhihong; and the independent non-executive directors are Mr. WANG Zhenjun, Ms. LIU Chun and Mr. LAW Cheuk Kin Stephen and Mr. LIU Li.*