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

(Stock Code: 6099)

**(1) CHANGE OF JOINT COMPANY SECRETARY, ALTERNATE
AUTHORISED REPRESENTATIVE AND PROCESS AGENT
AND
(2) WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17
OF THE LISTING RULES**

**CHANGE OF JOINT COMPANY SECRETARY, ALTERNATE AUTHORISED
REPRESENTATIVE AND PROCESS AGENT**

The board of directors (the “**Board**”) of China Merchants Securities Co., Ltd. (the “**Company**”) hereby announces that:–

1. Ms. Kwong Yin Ping Yvonne (“**Ms. Kwong**”) has tendered her resignation as (i) the joint company secretary of the Company (the “**Joint Company Secretary**”), (ii) the alternate authorized representative of the Company (the “**Alternate Authorised Representative**”) under Rule 3.06(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); and (iii) the authorised person for the purpose of accepting service of process and notices on the Company’s behalf in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and under Rule 19A.13(2) of the Listing Rules (the “**Process Agent**”), with effect from 1 January 2025. Ms. Kwong has confirmed that she has no disagreement with the Board and there are no matters with regard to her resignation which need to be brought to the attention of The Stock Exchange and/or the shareholders of the Company. Mr. Liu Jie (“**Mr. Liu**”) will remain as the other Joint Company Secretary.
2. Ms. Wong Wai Yee Ella (“**Ms. Wong**”) has been appointed as the Joint Company Secretary, the Alternate Authorized Representative and the Process Agent with effect from 1 January 2025.

The Board is of the view that, as Ms. Wong is qualified under Rule 3.28 of the Listing Rules as a company secretary and possesses ample relevant experience, Ms. Wong will be able to advise both Mr. Liu and the Company on the relevant requirements of the Listing Rules as well as other applicable laws and regulations in her capacity as a Joint Company Secretary. Ms. Wong will assist Mr. Liu to discharge his duties and responsibilities as a Joint Company Secretary.

The biographical details of each of Ms. Wong and Mr. Liu are set out below:

Ms. Wong is a director of company secretarial services division of Tricor Services Limited (a member of Vistra Group), a global professional services provider specializing in integrated business, corporate and investor services. Ms. Wong has over 20 years of experience in the corporate secretarial field and has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies. Ms. Wong currently serves as the company secretary or joint company secretary in multiple companies listed on the Stock Exchange. Ms. Wong is a Chartered Secretary, a Chartered Governance Professional and a Fellow of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom.

Mr. Liu has served as a Vice President (chief financial officer), the Joint Company Secretary and the authorized representative of the Company under Rule 3.05 of the Listing Rules since April 2023 and the secretary to the Board since August 2023. He has served as the chairman of the supervisory committee of China Merchants Fund since December 2023. He served as the deputy head of the preparatory group, a member of the Party Committee, the deputy general manager and the chief financial officer of China Merchants Life Insurance Company Limited (招商局仁和人壽保險股份有限公司) from December 2016 to March 2023 successively, a director of China Merchants Financial Leasing Co., Ltd. (招商局融資租賃有限公司) from June 2016 to March 2023, a director of China Merchants Life Community Investment Co., Ltd. (招商局仁和養老投資有限公司) from April 2019 to March 2023 and a director of China Merchants Health Care (Shenzhen) Company Limited (招商局仁和厚德醫療管理(深圳)有限公司) from January 2020 to March 2023. He was the assistant to the general manager of the Capital Market Planning Department of the Company, the deputy general manager of the finance department and the deputy chief financial officer of China Merchants Holdings (International) Company Limited (招商局國際有限公司), the assistant to general manager of the finance department of China Merchants Group Limited (招商局集團有限公司), and the chief financial officer of China Merchants Finance Holdings Co., Ltd. (招商局金融集團有限公司). Mr. Liu obtained a bachelor's degree of Engineering in industrial management engineering (industrial accounting) from the Management Engineering Department of Hefei University of Technology in July 1993, a master's degree in accounting from the Accounting Department of Xiamen University in July 1996, and a doctoral degree in accounting from the Accounting Department of Xiamen University in July 1999.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Kwong for her valuable contribution to the Company during her tenure and also express its warm welcome to Ms. Wong on her appointment.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Reference is made to the announcement of the Company dated 21 April 2023 in relation to, among other things, the granting of a waiver (the “**Waiver**”) by the Stock Exchange to the Company from strict compliance with Rules 3.28 and 8.17 of the Listing Rules in respect of the eligibility of Mr. Liu to act as the Joint Company Secretary for a period from 21 April 2023 to 20 April 2026 (the “**Waiver Period**”), subject to the conditions that (i) Mr. Liu will be assisted by Ms. Kwong during the Waiver Period; and (ii) the Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

Given the conditions of the Waiver could no longer be fulfilled following the resignation of Ms. Kwong, the Company has applied to the Stock Exchange and a new waiver (the “**New Waiver**”) has been granted by the Stock Exchange to the Company from strict compliance with Rules 3.28 and 8.17 of the Listing Rules in respect of the eligibility of Mr. Liu to act as a Joint Company Secretary for a period from the date of appointment of Ms. Wong as a Joint Company Secretary to 20 April 2026 (the “**New Waiver Period**”), subject to the conditions that (i) Mr. Liu must be assisted by Ms. Wong during the New Waiver Period; and (ii) the New Waiver could be revoked if there are material breaches of the Listing Rules by the Company.

The Stock Exchange may withdraw or change the New Waiver if the Company’s situation changes. Before the end of the New Waiver Period, the Company must demonstrate and seek the Stock Exchange’s confirmation that Mr. Liu, having had the benefit of Ms. Wong’s assistance during the New Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary.

By Order of the Board of Directors
China Merchants Securities Co., Ltd.
HUO Da
Chairman

Shenzhen, the PRC
30 December 2024

As at the date of this announcement, the executive directors of the Company are Mr. HUO Da and Mr. WU Zongmin; the non-executive directors of the Company are Mr. LIU Weiwu, Mr. LIU Zhenhua, Ms. LIU Hui, Mr. LI Delin, Mr. LI Xiaofei, Mr. HUANG Jian, Mr. ZHANG Mingwen and Ms. DING Lusha; and the independent non-executive directors of the Company are Mr. YIP, Ying Chi Benjamin, Ms. ZHANG Ruijun, Ms. CHEN Xin, Mr. CAO Xiao and Mr. FENG Jinhua.