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中信证券股份有限公司
CITIC Securities Company Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6030)

ANNOUNCEMENT
RENEWAL OF CONTINUING CONNECTED TRANSACTIONS

References are made to the prospectus of the Company dated 22 September 2011, the announcements of the Company dated 26 September 2013, 30 October 2016, 13 November 2019 and 30 September 2022, the circulars of the Company dated 14 October 2013, 2 December 2016, 15 November 2019 and 7 December 2022 and the 2024 annual report of the Company, in relation to, among other things, the continuing connected transactions entered into between the Company and CITIC Group under (a) the Securities and Financial Products Transactions and Services Framework Agreement for mutual transactions of securities and financial products and mutual provision of securities and financial services; (b) the Miscellaneous Services Framework Agreement for the mutual provisions of non-financial services; and (c) the Property Leasing Framework Agreement for mutual leasing of properties renewed on 30 December 2022.

The term of each of (a) the Securities and Financial Products Transactions and Services Framework Agreement and the relevant annual caps thereunder; (b) the Miscellaneous Services Framework Agreement and the relevant annual caps thereunder; and (c) the Property Leasing Framework Agreement for mutual leasing of properties and the relevant annual caps thereunder, are due to expire by the end of 2025.

Upon approval by the Independent Shareholders on the Securities and Financial Products Transactions and Services Framework Agreement and the applicable annual caps and maximum daily balances thereunder at the extraordinary general meeting to be convened, the Company will renew each of the Securities and Financial Products Transactions and Services Framework Agreement, the Miscellaneous Services Framework Agreement and the Property Leasing Framework Agreement, each for a further term of three financial years commencing from 1 January 2026 and ending on 31 December 2028, and set the relevant annual caps and maximum daily balances for the continuing connected transactions contemplated thereunder for the next three financial years ending 31 December 2028.

CITIC Financial Holdings is a substantial Shareholder of the Company holding an aggregate of 19.84% interests in the Company as at the date of this announcement. CITIC Group is an associate of CITIC Financial Holdings. Accordingly, CITIC Group and its associates are connected persons of the Company under Chapter 14A of the Hong Kong Listing Rules and the

proposed transactions to be conducted between the Group and CITIC Group and its associates under the Framework Agreements constitute continuing connected transactions of the Company under Chapter 14A of the Hong Kong Listing Rules.

As the highest of the applicable percentage ratios in respect of each of: (a) the proposed annual caps for the continuing securities and financial products transactions; (b) (i) the proposed maximum daily balance of non-exempted loans by CITIC Group and its associates to the Group; and (ii) the proposed maximum daily balance of non-exempted loans by the Group to CITIC Group and its associates; and (c) the proposed annual caps for the continuing securities and financial services transactions contemplated under the Securities and Financial Products Transactions and Services Framework Agreement proposed to be renewed for the next three financial years ending 31 December 2028 exceeds 5% calculated according to the percentage ratios under the Hong Kong Listing Rules, such continuing connected transactions are subject to the reporting, announcement, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Hong Kong Listing Rules.

As the highest of the applicable percentage ratios in respect of each of: (a) the proposed annual caps for the continuing connected transactions contemplated under the Miscellaneous Services Framework Agreement proposed to be renewed for the next three financial years ending 31 December 2028; and (b) the proposed annual caps for the continuing connected transactions contemplated under the Property Leasing Framework Agreement proposed to be renewed for the next three financial years ending 31 December 2028 is more than 0.1% but less than 5% according to the percentage ratios under the Hong Kong Listing Rules, such continuing connected transactions are only subject to the reporting, announcement and annual review requirements, but are exempted from Independent Shareholders' approval requirement under Chapter 14A of the Hong Kong Listing Rules.

The provision of inter-financial institutions loans by CITIC Group and its associates to the Group and the subscription by CITIC Group and its associates for the beneficiary certificates issued by the Group are exempted from reporting, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Hong Kong Listing Rules as such transactions constitute financial assistance provided by a connected person for the benefit of the Group upon normal commercial terms with no security given for such financial assistance.

The Company has obtained a waiver from strict compliance with the requirement of setting up annual caps in respect of the maximum daily balance of deposits of the Group's proprietary funds and its customers' funds, placed with the banking subsidiaries of CITIC Group for the three financial years ending 31 December 2028.

EXTRAORDINARY GENERAL MEETING

The Company will convene an extraordinary general meeting for the purposes of, among other things, obtaining the Independent Shareholders' approval for the renewal of the Securities and Financial Products Transactions and Services Framework Agreement and the proposed annual

caps for each of the continuing securities and financial products transactions and securities and financial services transactions contemplated thereunder and the proposed maximum daily balance of non-exempted loans by CITIC Group and its associates to the Group, as well as the maximum daily balance of non-exempted loans by the Group to CITIC Group and its associates. CITIC Group and its associates will abstain from voting on the resolutions.

The Independent Board Committee, comprising all the independent non-executive Directors, has been established to advise the Independent Shareholders on the terms of the Securities and Financial Products Transactions and Services Framework Agreement proposed to be renewed and the proposed annual caps for the continuing securities and financial products transactions and securities and financial services transactions contemplated thereunder and the proposed maximum daily balance of non-exempted loans by CITIC Group and its associates to the Group, as well as the maximum daily balance of non-exempted loans by the Group to CITIC Group and its associates.

Somerley has also been appointed to advise the Independent Board Committee and the Independent Shareholders on the same matters.

A circular containing, among others, further details of the Securities and Financial Products Transactions and Services Framework Agreement, a letter of advice from the independent financial adviser to the Independent Board Committee and the Independent Shareholders and a letter from the Independent Board Committee to the Independent Shareholders on the same and its recommendation on voting, on the proposed terms to be renewed and the proposed annual caps of the continuing connected transactions contemplated thereunder, together with the notice of the extraordinary general meeting of the Company, will be despatched to the Shareholders on or before 12 December 2025.

1. BACKGROUND

1.1 The existing continuing connected transactions agreements

References are made to the prospectus of the Company dated 22 September 2011, the announcements of the Company dated 26 September 2013, 30 October 2016, 13 November 2019 and 30 September 2022, the circulars of the Company dated 14 October 2013, 2 December 2016, 15 November 2019 and 7 December 2022 and the 2024 annual report of the Company, in relation to, among other things, the continuing connected transactions entered into between the Company and CITIC Group under (a) the Securities and Financial Products Transactions and Services Framework Agreement for mutual transactions of securities and financial products and mutual provision of securities and financial services; (b) the Miscellaneous Services Framework Agreement for the mutual provisions of non-financial services; and (c) the Property Leasing Framework Agreement for mutual leasing of properties renewed on 30 December 2022.

As disclosed in the prospectus as well as the above-mentioned announcements, circulars and annual report of the Company, the Group has been, in the ordinary and usual course of its businesses, entering into continuing connected transactions with CITIC Group and its associates including securities and financial products transactions, mutual provision of securities and financial services, financing transactions, miscellaneous non-financial services as well as lease of properties.

As the term of each of (a) the Securities and Financial Products Transactions and Services Framework Agreement and the relevant annual caps thereunder; (b) the Miscellaneous Services Framework Agreement and the relevant annual caps thereunder; and (c) the Property Leasing Framework Agreement and the relevant annual caps thereunder, are due to expire by the end of 2025, the Company proposed to further renew each of (a) the Securities and Financial Products Transactions and Services Framework Agreement; (b) the Miscellaneous Services Framework Agreement; and (c) the Property Leasing Framework Agreement for a term of three financial years ending 31 December 2028, and to set the respective annual caps for the continuing connected transactions thereunder for the three financial years ending 31 December 2028.

1.2 The proposed renewals

In order to continue and regulate the continuing connected transactions under the Securities and Financial Products Transactions and Services Framework Agreement and upon approval by the Independent Shareholders at the extraordinary general meeting to be convened, the Company proposed to:

(a) renew the Securities and Financial Products Transactions and Services Framework Agreement with CITIC Group (including itself, its subsidiaries and associates) for a further term of three financial years commencing from 1 January 2026 and ending on 31 December 2028;

(b) in respect of the securities and financial products transactions under the renewed Securities and Financial Products Transactions and Services Framework Agreement, set the annual caps/maximum daily balances for the continuing connected transactions contemplated thereunder, including:

  (i) the annual caps for the securities and financial products transactions;

  (ii) the maximum daily balance of non-exempted loans, including without limitation repurchase and margin financing, by CITIC Group and its associates to the Group; and

  (iii) the maximum daily balance of non-exempted loans, including without limitation reverse repurchase and inter-financial institutions lending, by the Group to CITIC Group and its associates;

for the next three financial years ending 31 December 2028;

(c) in respect of the securities and financial services transactions under the renewed Securities and Financial Products Transactions and Services Framework Agreement, set the annual caps for the securities and financial services transactions for the next three financial years ending 31 December 2028.

In respect of the balance of the Group's proprietary funds and its customers' funds which are placed with banking subsidiaries of CITIC Group, the Company had applied for, and was granted by the Hong Kong Stock Exchange on 25 July 2025, a waiver from strict compliance with the requirement of setting up annual caps in respect of the maximum daily balance of deposits placed with the banking subsidiaries of CITIC Group for the next three financial years ending 31 December 2028.

The provision of inter-financial institutions loans by CITIC Group and its associates to the Group and the subscription by CITIC Group and its associates for the beneficiary certificates issued by the Group are exempted from reporting, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Hong Kong Listing Rules as such transactions constitute financial assistance provided by a connected person for the benefit of the Group upon normal commercial terms with no security given for such financial assistance.

No approval by the Shareholders is required for the renewal of the Miscellaneous Services Framework Agreement and the Property Leasing Framework Agreement as the respective proposed annual caps thereunder are exempted from Independent Shareholders' approval requirement under Chapter 14A of the Hong Kong Listing Rules.

2. THE SECURITIES AND FINANCIAL PRODUCTS TRANSACTIONS AND SERVICES FRAMEWORK AGREEMENT

In the normal course of business of the Group, the Group regularly engages in various kinds of securities and financial products transactions with CITIC Group and its associates. The Group also provides securities and financial services in the normal course of its business to its customers, including CITIC Group and its associates. The various financial institutions of CITIC Group and its associates also provide securities and financial services to the Group in the normal course of their businesses. To comply with the requirements of the Hong Kong Listing Rules, the Company entered into the Securities and Financial Products Transactions and Services Framework Agreement with CITIC Group on 23 September 2011 and subsequently renewed by the parties on 31 December 2013, 14 February 2017, 31 December 2019 and 30 December 2022, respectively.

As the term of the existing Securities and Financial Products Transactions and Services Framework Agreement, as well as the relevant annual caps thereunder are due to expire by the end of 2025, the Company proposed to further renew the Securities and Financial

Products Transactions and Services Framework Agreement for a term of three financial years ending 31 December 2028, and to set the annual caps for the continuing connected transactions thereunder for the three financial years ending 31 December 2028.

2.1 The securities and financial products transactions

2.1.1 Introduction

The Group has been entering into securities and financial products transactions with CITIC Group and its associates in the normal course of its business and upon normal commercial terms. Such transactions involve the trading of securities and financial products on the PRC interbank bond market, and the exchanges (including PRC exchange bond market, futures exchanges and etc.), as well as the lending of funds by CITIC Group and/or its associates to the Group and the lending of funds by the Group to CITIC Group and/or its associates in the interbank money market.

The Company proposed to renew the Securities and Financial Products Transactions and Services Framework Agreement on the same terms and conditions for a further term of three financial years ending 31 December 2028, which is the same as the scope of securities and financial products transactions under the existing Securities and Financial Products Transactions and Services Framework Agreement.

In the ordinary and normal course of the Group's business, the Group would enter into repurchase transactions (including collateralized securities repurchase and repurchase agreement transactions) with the financial institutions of CITIC Group and its associates. Collateralized securities repurchase involves the pledge of securities of the Group, including bonds and shares as collateral, to obtain financing from the financial institutions of CITIC Group and its associates and the Group agreeing to repay the funds obtained on a future date to release the pledge. Repurchase agreement refers to the sale of securities to the financial institutions of CITIC Group and its associates for trading at an agreed-upon price, and agreement to repurchase the subject securities at another agreed-upon price on a specific date in the future.

In addition, in the ordinary and normal course of the Group's business, the Group may also enter into lending transactions, including reverse repurchase transactions, with or without collateralized securities, with CITIC Group and its associates.

2.1.2 Pricing basis for securities and financial products transactions

(a) Securities and financial products transactions

The securities and financial products transactions are mainly conducted through the PRC interbank bond market and the exchanges (including PRC exchange bond market, futures exchanges and etc.). Such transactions are and will continue to be carried on at the prevailing market prices in the ordinary and usual course of the Group's business and with high frequency. The pricings of such transactions are subject to strict PRC regulatory supervision and requirements of the applicable PRC laws and regulations.

The major types of securities and financial products traded on the PRC interbank bond market and the PRC exchange bond market include a majority of the fixed income products and some repurchase and reverse repurchase transactions. The pricing of transactions conducted on the PRC interbank bond market and the PRC exchange bond market is determined based on the prices quoted in the PRC interbank bond market and the PRC exchange bond market respectively. Such prices are mainly determined with reference to the valuation of the relevant securities and financial products published by China Central Depository & Clearing Co., Ltd. ("**CCDC**"), as well as the yield curve and the turnover details published by China Foreign Exchange Trading System & National Interbank Funding Centre ("**NIFC**").

PRC interbank bond market is an open, highly regulated quote-driven market regulated by the PBOC pursuant to the Measures for the Administration of Bond Transactions in the National Interbank Bond Market (全國銀行間債券市場債券交易管理辦法). Transactions in the PRC interbank bond market must be reported to NIFC and are supervised by NIFC, CCDC and the National Association of Financial Market Institutional Investors ("**NAFMII**").

According to the relevant PRC laws and regulations, prevailing market prices in the PRC interbank bond market are determined with reference to the bid and offer prices quoted on NIFC and all transactions, whether conducted through an authorized intermediate money brokerage firm or a market maker or through over-the-counter negotiations, have to be reported to NIFC and reflected in the price quotations provided by NIFC and CCDC. According to the self-regulatory rules of NAFMII (i.e. the Self-regulatory Rules for Bond Transaction in Interbank Bond Market (銀行間債券市場債券交易自律規則)), abnormal pricing may result in disciplinary action by NAFMII, including public criticism. NAFMII is a self-regulatory organization responsible for supervising interbank transactions.

The PRC exchange bond market is an order-driven market governed by the CSRC. Transactions in the PRC exchange bond market have to be conducted in accordance with the prevailing market prices quoted on the relevant PRC stock exchanges.

The major types of securities and financial products traded on exchanges include equities and bonds. The pricing of transactions conducted on the exchanges is determined based on the prevailing market prices in the relevant stock exchanges.

In the ordinary and normal course of the Group's business, the Group and CITIC Group and its associates may also enter into transactions with each other in securities and financial products over the counter, such as transactions in some fixed income products, such as funds, trusts and wealth management products, fixed income related derivative products, equity-linked products, other related securities and financial products and some repurchase and reverse repurchase transactions. The pricing of transactions in OTC derivatives is determined mainly based on the derivative pricing models, such as Monte Carlo simulation, B-S model etc. In terms of subscriptions by the Group of the financial products set up by the financial institutions of CITIC Group and subscription by CITIC Group and its associates of the financial products set up by the Group, the subscription price is at the same subscription price as the subscriptions by other investors. Such subscription price is determined by the financial institutions (or by the Group, where the financial product is set up by the Group) which set up the financial products after considering the fundamentals of the assets/businesses to be invested. CITIC Group and its associates are required to satisfy and comply with relevant rules regulating issuance, including pricing determination, of their financial products, such as Measures for the Administration of the Offering and Underwriting of Securities (《證券發行與承銷管理辦法》), Measures for the Administration of Registration of Initial Public Offerings (《首次公開發行股票註冊管理辦法》), Measures for the Administration of Registration of Securities Issuance by Listed Companies (《上市公司證券發行註冊管理辦法》), Detailed Implementation Rules for the Online Issuance of Initial Public Offering Stocks on the Shanghai Stock Market (《上海市場首次公開發行股票網上發行實施細則》), Detailed Implementation Rules for the Offline Placement of Initial Public Offering Stocks on the Shanghai Stock Market (《上海市場首次公開發行股票網下發行實施細則》), Detailed Implementation Rules for the Online Issuance of Initial Public Offering Stocks on the Shenzhen Stock Market (《深圳市場首次公開發行股票網上發行實施細則》), Detailed Implementation Rules for the Offline Placement of Initial Public Offering Stocks on the Shenzhen Stock Market (《深圳市場首次公開發行股票網下發行實施細則》), Shenzhen Stock Exchange Implementation Rules for the Issuance and Underwriting of Listed Company Securities (《深圳證券交易所上市公司證券發行與承銷業務實施細則》), Guidelines for Internal Control

over Bond Investment and Trading Business of Securities and Fund Operators (《證券基金經營機構債券投資交易業務內控指引》), Administrative Measures for the Issuance and Trading of Corporate Bonds (《公司債券發行與交易管理辦法》), Administrative Measures for Over-the-Counter Options Business of Securities Companies (《證券公司場外期權業務管理辦法》), Administrative Measures of Income Swap Business of Securities Companies (《證券公司收益互換業務管理辦法》). The relevant rules and measures would normally require information documents to be prepared and disclosed, which would require due diligence, valuation, auditing of financial information, rating etc. to be conducted or prepared for the purpose of the issuance.

(b) Inter-financial institutions borrowings, repurchase and loans

For inter-financial institutions borrowings and lending, transactions are conducted based on the prevailing interest rates quoted on the interbank money market with reference to SHIBOR, HIBOR and SOFR (as the case may be). The pricings of such transactions are also subject to the applicable Hong Kong laws and strict PRC regulatory supervision and requirements of the applicable PRC laws and regulations (as the case may be). Upon the relaxation of the relevant PRC rules and regulations, the Group has engaged in inter-financial institutions borrowings from the banking institutions of CITIC Group and its associates since 2016. Such borrowings are all conducted at the prevailing interest rates in the interbank money market at the time of the borrowings with no security being given by the Group for such inter-financial institutions borrowings.

The Group also engages in collateralized securities repurchase transactions with the financial institutions of CITIC Group and its associates in the ordinary course of its business at interest rates which are available to independent third-party customers of the financial institutions or for better than normal commercial terms. The Group may also enter into repurchase agreements with the financial institutions of CITIC Group and its associates upon the same terms applicable to repurchase transactions by the financial institutions of CITIC Group and its associates to independent third-party customers or for better than normal commercial terms.

The Group would ensure that the interest rates of repurchase offered by the financial institutions of CITIC Group and its associates are at the prevailing market rates by ascertaining from time to time that the terms (including the securities to be collateralized and financing period) and interest rates quoted by the financial institutions of CITIC Group and its associates are comparable to those offered to independent third-party customers of the financial institutions of CITIC Group and its associates by obtaining terms and

interest rates from other major commercial banks to ensure that such terms and interest rates are also comparable to those offered by other comparable financial institutions in the market.

The loans provided by the Group to CITIC Group and its associates, including reverse repurchase, will be entered into upon normal commercial terms at interest rates and terms of reverse repurchase, as applicable to similar loans or repurchase transactions by the Group to its independent third-party customers.

2.1.3 Pricing approval and supervision

The Company has access to the NIFC and CCDC systems and systems of the domestic stock exchanges for transactions in the interbank bond market and PRC exchange bond market. It also reviews various bond market information published by NIFC and CCDC and other agents. For example, NIFC also composes repurchase rate which is one of the key benchmarks for repurchase transactions in the PRC financial market. The Company has also subscribed for information services provided by information service providers, such as Wind Info, and has access to information channels and websites of official and voluntary industry regulatory authorities, such as Asset Management Association of China, Chinamoney.com.cn and Chinabond.com.cn etc., which publish periodic official and voluntary statistics/information on the industry from time to time.

To ensure the terms of the securities and financial products transactions are on normal commercial terms or on terms no less favourable than terms applicable to independent third parties, the Group has implemented internal approval and monitoring procedures, including the following:

(i) The Group has established its internal guidelines and policies for conduct of certain types of securities and financial products as well as the internal procedures and systems for approval and supervision such transactions and lending and borrowings. Such policies and guidelines would set out the requirements for pre-trading pricing enquiries, applicable interest rates, the procedures for price determination, approval authority and procedures, record keeping, supervision and review procedures for relevant types of transactions and businesses.

(ii) For example, for products with fixed income features, transactions through the interbank bond market and PRC exchange bond market shall be submitted to the Company's internal system for approval by the relevant department, and for record keeping. The risk management department of the Company will, through the system and daily report issued, monitor and control the transaction process and overall business operations. For capital operations, the Company, in accordance with the PRC rules and regulations, has set up its own internal system for pre-approval of borrowing and lending, collateralized

securities repurchase and buyout repurchase, which would require pre-approval by the relevant department to ensure that any such transactions are conducted at market prices.

(iii) For financing transactions involving loans from and to CITIC Group and its associates, the individual department will control the levels of borrowings, including collateralized securities repurchase and buyout repurchase, and the loans to CITIC Group and its associates to ensure compliance with the maximum daily balances. Each department has an annual plan for borrowings, which will set a limit on the level of borrowings. In addition, each business department has designated contact persons for connected transactions, who have received trainings on the requirements relating to connected transactions. All connected transactions, once identified and conducted, will be recorded by the relevant department, which will check to ensure that all applicable restrictions, including the level of borrowings and the maximum daily balances, are observed and complied with.

(iv) The contact persons for connected transactions of the business departments of the Company are responsible for regularly monitoring whether the actual transaction amounts would exceed the annual caps or the maximum daily balances and make alert when necessary.

(v) The compliance department of the Company will collect data from all business lines and review the actual amounts of different types of securities and financial products transactions on a regular basis to ensure that the annual caps and the maximum daily balances would not be exceeded and remind the business departments on the control of such connected transactions. The compliance department will also review relevant agreements and grant approval, where appropriate.

(vi) The performance of continuing connected transactions is also subject to annual review by all independent non-executive Directors and the auditors of the Company. The Related Party Transactions Control Committee comprising all independent non-executive Directors is also responsible for monitoring and reviewing major and continuing connected transactions of the Company.

(vii) The Related Party Transactions Control Committee will review matters related to major connected transactions and form a written opinion to the Board for review and report the same to the supervisory committee of the Company.

(viii) The Company establishes a specific auditing mechanism for major connected transactions. The audit department of the Company audits the major connected transactions one by one and submits the audit report to the Board for consideration.

2.1.4 Historical total net inflow and total net outflow transaction amounts, inter-financial institutions borrowings, repurchase and loans

(a) Historical total net inflow and total net outflow

Set out below are the historical total net inflow and total net outflow transaction amounts in respect of the securities and financial products transactions between the Group and CITIC Group and its associates under the existing Securities and Financial Products Transactions and Services Framework Agreement for each of the two financial years ended 31 December 2024 and the six months ended 30 June 2025:

	Approximate historical transaction amounts		
Securities and Financial Products Transactions	**For the year ended 31 December 2023** *(RMB ten thousand)*	**For the year ended 31 December 2024** *(RMB ten thousand)*	**For the six months ended 30 June 2025** *(RMB ten thousand)*
Total net inflow			
Total net cash inflow derived from securities and financial products transactions (net of the amount of inter-financial institutions borrowings, repurchase agreements and beneficiary certificates)	6,495,790	4,402,084	1,679,617
Annual caps	15,500,000	17,300,000	N/A *(Note 1)*
Annual cap utilisation	41.9% *(Note 2)*	25.4% *(Note 2)*	N/A
Total net outflow			
Total net cash outflow incurred for securities and financial products transactions (net of the amount of inter-financial institutions lending and reverse repurchase agreements)	7,142,255	9,266,035	4,018,355
Annual caps	19,000,000	21,000,000	N/A *(Note 3)*
Annual cap utilisation	37.6% *(Note 4)*	44.1% *(Note 4)*	

Notes:

(1): The annual cap for the year ending 31 December 2025 is RMB195,000 million.

(2): The relatively low annual cap utilisation rates for the two financial years ended 31 December 2024 were mainly due to the following reasons: (i) the Group purchased fewer than expected financial products from CITIC Group and its associates. As a result, the Group earned less

income derived from such products; (ii) the demand from CITIC Group and its associates for certain securities and financial products issued by us was less than expected; and (iii) the fixed income products sold by the Group to CITIC Group and its associates were less than expected.

(3): The annual cap for the year ending 31 December 2025 is RMB235,000 million.

(4): The low annual cap utilisation rates for the two financial years ended 31 December 2024 were mainly due to the following reasons: (i) CITIC Group and its associates purchased fewer than expected products from the Group. Therefore, the income paid by the Group to CITIC Group and its associates were less than expected; (ii) the Group purchased fewer than expected securities and financial products from CITIC Group and its associates as the terms offered by independent third parties are more favourable; and (iii) some bonds were traded on interbank market on an anonymous basis. The anonymous nature of the transactions gave rise to the high degree of randomness of counterparties to the transactions. The Group purchased less than expected bonds from CITIC Group and its associates on interbank market.

(b) Inter-financial institutions borrowings and beneficiary certificates issued by the Group

As the inter-financial institutions borrowings by the Group from CITIC Group and its associates are negotiated between the parties based on the prevailing interest rate in the interbank market without security being given by the Group, such borrowings are exempted continuing connected transactions under Rule 14A.90 of the Hong Kong Listing Rules.

In addition, CITIC Group and its associates subscribed for beneficiary certificates issued by the Group in recent years, and independent third parties have also subscribed for such beneficiary certificates from time to time. No security is given by the Group for the issuance of such beneficiary certificates. The prices of such beneficiary certificates are determined by the Group mainly based on the prevailing interest rate of comparable beneficiary certificates in the market and the liquidity position of the Group. Within the same time period, the prices offered to CITIC Group and its associates for subscription of such beneficiary certificates are not more favourable than these offered to independent third parties. As the subscriptions by CITIC Group and its associates for the beneficiary certificates issued by the Group are conducted on normal commercial terms and no security is given by the Group for such beneficiary certificates, such subscriptions are exempted continuing connected transactions under Rule 14A.90 of the Hong Kong Listing Rules.

(c) Non-exempted Loans between the Group and CITIC Group and its associates

(i) Historical maximum daily balance (including interests) of repurchase agreement:

in RMB ten thousand

	For the year ended 31 December 2023	For the year ended 31 December 2024	For the six months ended 30 June 2025
	355,117	569,109	553,566
Annual caps	2,000,000	2,000,000	N/A *(Note 1)*
Annual cap utilisation	17.8% *(Note 2)*	28.5% *(Note 2)*	N/A

Notes:

(1): The annual cap for the year ending 31 December 2025 is RMB20,000 million.

(2): The low annual cap utilisation rates for the two financial years ended 31 December 2024 were mainly due to the following reasons: some products were traded on interbank market on an anonymous basis. The anonymous nature of the transactions gave rise to the high degree of randomness of counterparties to the transactions. Due to the relatively loose condition in the currency market, the Company did not obtain funds through collective placements from connected parties as the available counterparties are relatively scattered.

(ii) Historical maximum daily balance (including interests) of loans to inter-financial institutions and reverse repurchase agreements:

in RMB ten thousand

	For the year ended 31 December 2023	For the year ended 31 December 2024	For the six months ended 30 June 2025
	0	398,021	0
Annual caps	800,000	800,000	N/A *(Note 1)*
Annual cap utilisation	0 *(Note 2)*	49.75% *(Note 2)*	N/A

Notes:

(1): The annual cap for the year ending 31 December 2025 is RMB8,000 million.

(2): The low annual cap utilisation rates for the two financial years ended 31 December 2024 were mainly due to the following reasons: some products were traded on interbank market on an anonymous basis. The anonymous nature of the transactions gave rise to the high degree of randomness of counterparties to the transactions. Due to the ample liquidity in the banking system, the Company conducted less transactions of lending to depository institutions.

2.1.5 The proposed annual caps for the three financial years ending 31 December 2028

(a) Total net inflow and total net outflow

The Company estimates that the total net inflow and total net outflow in respect of the securities and financial products transactions between the Group and CITIC Group and its associates under the Securities and Financial Products Transactions and Services Framework Agreement for each of the three financial years ending 31 December 2028 are as follows:

	Proposed annual caps for the year ending		
Securities and Financial Products Transactions	**31 December 2026** *(RMB ten thousand)*	**31 December 2027** *(RMB ten thousand)*	**31 December 2028** *(RMB ten thousand)*
Total net inflow			
Total net cash inflow to the Group (net of the amounts of financing transactions)	15,500,000	17,300,000	19,500,000
Total net outflow			
Total net cash outflow from the Group (net of the amounts of financing transactions)	19,000,000	21,000,000	23,500,000

(b) Inter-financial institutions borrowings and beneficiary certificates issued by the Group

Inter-financial institutions borrowings by the Group from the financial institutions of CITIC Group and its associates are on normal commercial terms at the interest rates negotiated on an arms' length basis based on the prevailing interest rates in the interbank market with no security being given over the assets of the Group, and the subscriptions by CITIC Group and its associates for the beneficiary certificates issued by the Group are also conducted on normal commercial terms at issue price determined based on comparable market interest rate after taking into consideration of the liquidity position of the Group with no security being given over the assets of the Group. As such, such borrowings and subscriptions are exempted continuing connected transactions under Rule 14A.90 of the Hong Kong Listing Rules and no cap would be required to be set.

(c) Non-exempted loans between the Group and CITIC Group and its associates

(i) Non-exempted loans, including without limitation repurchase and margin financing, to the Group

The Company expects that the Group will continue its non-exempted loans with CITIC Group and its associates. Since such loans represent financial assistance and as collaterals are provided for such financial assistance, such loans are non-exempted continuing connected transactions under the Hong Kong Listing Rules. The Company estimates the maximum daily balance of loans, including without limitation repurchase and margin financing, to the Group for the next three financial years ending 31 December 2028 are as follows:

Non-exempted loans, including without limitation repurchase and margin financing, to the Group	**Year ending 31 December 2026** *(RMB ten thousand)*	**Year ending 31 December 2027** *(RMB ten thousand)*	**Year ending 31 December 2028** *(RMB ten thousand)*
Maximum daily balance of non-exempted loans, including without limitation repurchase and margin financing	2,000,000	2,000,000	2,000,000

(ii) Non-exempted loans, including without limitation reverse repurchase and inter-financial institutions lending, to CITIC Group and its associates

The Company expects that the Group will continue its non-exempted loans with CITIC Group and its associates. Such loans by the Group to CITIC Group and its associates, including without limitation reverse repurchase and inter-financial institutions lending, are non-exempted continuing connected transactions under the Hong Kong Listing Rules. The Company estimates the maximum daily balances of loans, including without limitation reverse repurchase and inter-financial institutions lending, to CITIC Group and its associates, for the next three financial years ending 31 December 2028 are as follows:

Non-exempted loans, including without limitation reverse repurchase and inter-financial institutions lending, to CITIC Group and its associates	**Year ending 31 December 2026** *(RMB ten thousand)*	**Year ending 31 December 2027** *(RMB ten thousand)*	**Year ending 31 December 2028** *(RMB ten thousand)*
Maximum daily balance of non-exempted loans, including without limitation reverse repurchase and inter-financial institutions lending, to CITIC Group and its associates	800,000	800,000	800,000

2.1.6 Basis of determination of the proposed annual caps

The estimates of proposed annual caps in this announcement are estimated only and are based on various assumptions and qualifications. The estimates should not be treated as any indication of the levels of revenue or profits of the Company.

(a) Total net inflow and total net outflow

When estimating the proposed annual caps for the total net inflow and total net outflow of the securities and financial products transactions (referred to in paragraph 2.1.4(a) above), the Company has made reference to the above historical transaction amounts, and also considered, among other things, the following key factors:

(i) When estimating the annual caps for total net inflow and total net outflow, the Company has considered the historical transactions in respect of a particular type of securities and financial products with certain percentage of annual increase (where applicable). The increasing rate varies based on the types of securities and financial products and whether the securities and financial products being expected to have normal growth or whether the products being business focus and major product development of the Group in the next three financial years. Where there are historical transactions with CITIC Group and its associates, the Company will calculate the percentage of historical transaction value to the historical total transaction value of that particular product and use the percentage value to calculate the projected transaction value for the next three financial years. The percentage value will be adjusted based on the volatility of the product. Where there are no historical transactions with CITIC Group and its associates, the Company will consider the historical total transaction value of that particular product, estimate a percentage of transaction with CITIC Group and its associates based on the volatility of the product, and use the percentage value to estimate the projected transaction value for the next three financial years. When estimating the annual caps, the Company has also considered the randomness of counterparties to the transactions in respect of the fixed income products quoted and traded on an anonymous basis on interbank market which may lead to the possibility of high concentration of future transactions with CITIC Group and its associates.

(ii) In recent years, the fixed-income product market has experienced rapid development and growth. As of the first quarter of 2025, the scale of China's bond market had surpassed RMB182 trillion. According to data from Bond Connect Company Limited, the average daily trading volume from January to August 2025 was approximately RMB44 billion. Data

from Wind Information shows that the issuance scale of Chinese ABS has maintained a growth momentum in recent years, with the total trading volume in the first half of 2025 reaching RMB824.826 billion. Trading activity generally aligns with the trends in issuance volume. Both the Company and CITIC Bank are key participants in the fixed-income market, with extensive business opportunities in areas such as bonds and asset securitization products. Moreover, as an active market maker in the market, the Company provides quotes to the entire market, engages with a diverse and wide range of counterparties, which also increases the likelihood of transactions with affiliated entities under the CITIC Group. Thus, the Company will continue its fixed income features product transactions with CITIC Group and its associates and expects to maintain a steady growth rate of approximately 9% to 16% in general in the next three financial years.

(iii) The Company is a market leader among peers in the Bond Connect segment and has significant potential for collaboration with China CITIC Bank International Limited. Since the launch of the Southbound Bond Connect (Southbound Trading under mutual bond market access between Hong Kong and Mainland China) in September 2021, the Company has actively prepared and become one of the market makers for the Southbound Bond Connect, executing its first Southbound Bond Connect transaction in April 2022. Given the limited number of market makers for the Southbound Bond Connect, and considering that both the Company and CITIC Bank are well-established market makers with mature trading conditions, it is expected that there will be certain level of continuous demand for Southbound Bond Connect transactions between the Company and CITIC Bank.

(iv) The Company expects continuous growth in transactions relating to securities and financial products, in particular growth in asset management. China's asset management industry maintained steady growth in the first half of 2025. The Group's asset management subsidiary has been established. As of 30 June 2025, the Group's asset under management (AUM) exceeded RMB1,556 billion. The Company will continue to deepen the transformation of active management, strengthen core investment research capabilities and the asset management subsidiary will enhance full-scale cooperation with related parties such as CITIC Bank Wealth Management Co., Ltd. and CITIC Trust Co., Ltd. in asset management products. The Company foresees that the growth of the overall asset management market will lead to corresponding increase in the absolute amount of cash flows regarding the purchase of asset management products transactions between the Company and CITIC Group.

Based on the above, the net cash inflow of the products with fixed income feature from transactions with CITIC Group and its associates is estimated to be approximately RMB141.95 billion in 2026, RMB157.22 billion in 2027 and RMB177.18 billion in 2028, and the net cash outflow of such products due to transactions with CITIC Group and its associates is estimated to be approximately RMB177.79 billion in 2026, RMB197.28 billion in 2027 and RMB221.80 billion in 2028.

(v) The Company will continue its equity-linked product transactions with CITIC Group and its associates and expects to maintain a steady growth rate of approximately 10% in general.

a. It is expected that the possible equity-linked return swap transactions with CITIC Group and its associates would contribute a significant portion to the net cash inflow and the net cash outflow incurred from the equity-linked products. The Company estimates the net cash inflow (prepayments to be received by the Group) and the net cash outflow (prepayments to be refunded and return to be paid by the Group) arising from equity-linked return swap transactions to be conducted with CITIC Group and its associates in the next three financial years would remain steady. It is estimated that the net cash inflow and outflow from equity-linked return swap transactions with CITIC Group and its associates would be approximately RMB4.2 billion, for the next three financial years.

b. Among the equity-linked products, the Company conducted OTC option transactions with CITIC Group and its associates. In recent years, the OTC market remains active and the overall transaction volume of OTC options increases steadily. It is estimated that the net cash inflow from OTC option transactions and the net cash outflow from such transactions with CITIC Group and its associates would remain steady for the next three financial years.

c. The Group continues to explore business cooperation with CITIC bank and its wealth management subsidiary, CITIC Wealth Management Corporation Limited ("**CITIC Wealth**"), which is currently deepening its synergy and collaboration within CITIC Group entities to provide its customers with one-stop integrated solutions covering asset management, wealth inheritance and pension. The total value of equity-linked wealth management products of CITIC Wealth has increased by over 50% from RMB1.59 billion as at June 30, 2024 to RMB2.48 billion as at June

30, 2025. It is estimated that there will be considerable room for business collaboration between the Group and CITIC Wealth in equity-linked products transactions in the next three financial years.

d. The Futures and Derivatives Law of China promulgated in 2022 confirms the legal standing of derivatives and perfects the legal system for derivatives. It is expected that the derivatives market would develop further with support of a comprehensive legal system.

Based on the above, the net cash inflow from equity-linked products from transactions with CITIC Group and its associates is estimated to be approximately RMB12 billion in 2026, RMB14.30 billion in 2027 and RMB15.96 billion in 2028, and the net cash outflow from equity-linked products due to transactions with CITIC Group and its associates is estimated to be approximately RMB11.16 billion in 2026, RMB11.25 billion in 2027 and RMB11.35 billion in 2028.

(vi) The Company will also continue to conduct other related securities and financial products such as futures, foreign exchange and commodities product.

a. The Company has entered into an International Swaps and Derivatives Association (ISDA) agreement with China CITIC Bank International Limited in 2025 and thus it is expected that the foreign exchange (FX) and interest rate swap (IRS) transactions will increase by approximately 50% in 2025 and by 20% each year for the upcoming three financial years. The volatile foreign exchange market will also likely contribute to increase in utilization of trade volume of FX transaction; and

b. A subsidiary of CITIC Futures continuously conducts other OTC product transactions with CITIC Group to meet the potential demand of derivative products for risk management purpose.

Based on the above, the net cash inflow of other related securities and financial products from transactions with CITIC Group and its associates is estimated to be approximately RMB1.05 billion in 2026, RMB1.48 billion in 2027 and RMB1.86 billion in 2028, and the net cash outflow of such products due to transactions with CITIC Group and its associates is estimated to be approximately RMB1.05 billion in 2026, RMB1.47 billion in 2027 and RMB1.85 billion in 2028.

(vii) The Company has also considered the following factors when determining the proposed annual caps for the total net inflow and total net outflow of the securities and financial products transactions.

a. Adequate buffer to prevent undue restriction on the future business operations of the Group

Considering the inherent nature of the securities and financial products, for example their market-sensitivity, and the Group's limited control over the counterparties in the transactions in relation to certain securities and financial products, as well as the volatility and unpredictability of the financial market in general, an adequate buffer should be provided to cope with the changes to the products and transactions brought about due to the market factors to prevent undue restriction on the future business operations of the Group.

b. Continuous growth of the PRC financial market and introduction of new securities and financial products

Innovative bond products have been introduced into the market from time to time, and the OTC derivatives market also recorded considerable growth, leading to the emergence of green financial bonds, beneficiary certificates, OTC options and many trading varieties and the size of business grows continuously. As the PRC financial market has continued to grow substantially and as new securities and financial products have constantly been launched, the Company expects that total net inflow and total net outflow from securities and financial products transactions between CITIC Group and its associates and the Group will continue to grow substantially.

c. Increasing co-operation between securities companies and banks and investments in each other's financial products

Liberalization of interest rates in China has led the banking institutions in China to turn to wealth management products to attract deposits from customers. While banks in China have good customer networks, they still lack the expertise and experience of PRC securities companies have in research, investment and settlement management, product design and assets management. In addition, asset management products and funds of securities companies therefore provide excellent investment channels to commercial banks in China, including investing indirectly in equity investments. Further, with the relaxation of the issuance policy for asset-backed securities since 2014, which only requires such securities to be filed with the regulatory authority before issuance, increasing numbers of commercial banks in China are turning to asset-backed securities to raise funds to strengthen their assets allocations.

It is expected that the banking institutions of CITIC Group and its associates will increasingly invest in the asset management products and funds of the Group to take advantage of the expertise and experience of the Group in research and development and management of financial products. On the other hand, the Group will also increase its investment in wealth management products issued by the banking institutions of CITIC Group and its associates for stable investment returns.

d. Rapid expansion of the Group's business scope and introduction of innovative products

The Group provides comprehensive financial products and services to its clients. The Company is a full-licensed securities company, and it has continuously obtained multiple business qualifications approved by the CSRC, various exchanges, the Securities Association of China and the PBOC since its inception. Meanwhile, it is expected that the number of subsidiaries of CITIC Group may continue to increase in the next three financial years. As such, it is expected that the chance of transactions in securities and financial products between CITIC Group and its associates and the Group will increase.

(b) Maximum daily balance for non-exempted loans, including without limitation repurchase and margin financing, to the Group

When estimating the maximum daily balance of non-exempted loans, including without limitation repurchase and margin financing, to the Group (referred to in paragraph 2.1.4(c)(i) above), the Company has considered the following factors:

(i) The Group started entering into repurchase transactions with the financial institutions of CITIC Group since 2014. The daily balance of repurchase transactions with the financial institutions of CITIC Group fluctuated widely from time to time in the past years, mainly due to (i) the high degree of randomness of counterparty which depends on the quotations from all participants on the interbank bond market; and (ii) the influence from the volatile stock market. The highest daily balance of repurchase transactions with the financial institutions of CITIC Group from 1 January 2023 to 30 June 2025 was recorded on 29 January 2024 with an amount of RMB5.69 billion, whilst the lowest daily balance of such transactions was recorded on 28 September 2023 with an amount of RMB0.

(ii) As the amount of repurchase transactions with the financial institutions of CITIC Group is highly unpredictable given the above reasons, the maximum daily balance for non-exempted loans to the Group is estimated based on (i) the maximum balance of repurchase transactions (including the transaction conducted with CITIC Group and its associates and independent third parties) in a single day in 2025, being approximately RMB169.82 billion; and (ii) approximately no more than 20% of all the transactions are expected to be conducted with the financial institutions of CITIC Group in the next three financial years. In addition, the Company also considers possible margin financing between the subsidiaries of the Group in Hong Kong and CITIC Group and its associates, the maximum daily balance of which is estimated to be approximately RMB1,260 million.

(iii) Various subsidiaries of the Company has already obtained existing credit limit of loans of approximately RMB2 billion in aggregate from China CITIC Bank International Limited. With the continuous strengthening of collaboration within the CITIC Group, the Company expects that the credit limit granted by China CITIC Bank International Limited to the Company will increase year by year.

(iv) Due to the uncertainty of the amount of loans required for the purpose of the Group's business, a large buffer to the historical amount is included when estimating the relevant maximum daily balance to avoid any undue

disruption and detriment to the business operations of the Group if any annual cap or maximum daily balance is to be revised and re-approved by Independent Shareholders.

(v) Based on the above, the Company considers it appropriate to set the maximum daily balances at RMB20 billion per year for the next three financial years ending 31 December 2028, respectively.

(c) Non-exempted loans, including without limitation reverse and inter-financial institutions lending, to CITIC Group and its associates

When estimating the maximum daily balance of loans, including without limitation reverse and inter-financial institutions lending, to CITIC Group and its associates for the next three financial years (referred to in paragraph 2.1.4(c)(ii) above), the Company has considered the following factors:

(i) The Group started to provide non-exempted loans to CITIC Group and its associates since 2018, including entering into reverse repurchase transactions with the financial institutions of CITIC Group and its associates and providing inter-financial institution loans to CITIC Group and its associates. Similar to the repurchase transactions, the daily balance of such transactions also fluctuated widely from time to time. The highest daily balance of non-exempted loans to CITIC Group and its associates from 1 January 2023 to 30 June 2025 was recorded on 15 July 2024 with an amount of RMB3.98 billion, whilst the lowest daily balance of such transactions was recorded on 1 January 2023 with an amount of RMB0.

(ii) Similar to the repurchase transactions, the maximum daily balance for non-exempted loans to CITIC Group and its associates is estimated based on (i) the maximum balance of loans (including the loans provided to CITIC Group and its associates and independent third parties) in a single day in 2025, being approximately RMB66.06 billion; and (ii) approximately no more than 20% of all the transactions are expected to be conducted with the financial institutions of CITIC Group and its associates in the next three financial years.

(iii) According to the capital demand of the financing party and uncertainty of the amount of loans that may be obtained from the Group, a necessary buffer to the historical amount is included when estimating the relevant maximum daily balance to avoid any undue disruption and detriment to the business operations of the Group if any annual cap or maximum daily balance is to be revised and re-approved by Independent Shareholders.

(iv) Based on the above, the Company considers it appropriate to set the maximum daily balances at RMB8 billion per year for the next three financial years.

2.1.7 Maximum daily balance of deposits and waiver

Pursuant to the Hong Kong Listing Rules, the Company is also required to set the annual cap in respect of the maximum daily balance of deposits, including the deposits of the Group's proprietary funds and its customers' funds, with the banking subsidiaries of CITIC Group for the three financial years ending 31 December 2028. Given the factors below, the Company had applied for, and was granted by the Hong Kong Stock Exchange on 25 July 2025, a waiver from strict compliance with the requirement of setting the relevant annual cap:

(a) In respect of the deposit of customers' funds, it would be extremely difficult and impracticable for the Company to estimate and set a maximum daily balance for such deposits. The Company and CITIC Securities (Shandong), a wholly-owned subsidiary of the Company engaged in securities brokerage business, are required by the relevant PRC regulations to place the cash balances of customers' settlement funds with qualified PRC commercial banks (which may include the banking subsidiaries of CITIC Group) as decided by the customers, so the Company and CITIC Securities (Shandong) have no control over which PRC bank their customers are willing to open their accounts for the purpose of safekeeping the balance of their deposits, as well as the amounts of such deposits and their withdrawals, which are determined entirely by the customers in accordance with their personal requirements. Changes in the amounts of such deposits for which the Company and CITIC Securities (Shandong) have no control could be very substantial and fluctuate widely within short timeframe. In addition, CITIC Futures, a wholly-owned subsidiary of the Company engaged in futures brokerage business, is required by the relevant PRC regulations to place customers' margin deposits in separately opened accounts in the name of CITIC Futures with PRC commercial banks which have the requisite qualification to provide settlement services for futures trading (the "**Settlement Bank**", which may include the banking subsidiaries of CITIC Group). In practice, CITIC Futures may decide which Settlement Bank(s) to deposit customers' margin deposits after taking into consideration the interest rates offered by various Settlement Banks. If one of the Settlement Banks (including relevant banking subsidiary of CITIC Group) offers the most favourable interest rate for such customers' margin deposits, CITIC Futures may place all customers' margin deposits in the special account opened with this specific Settlement Bank. CITIC Futures has no control over the amounts of its customers' margin deposits and their withdrawals, which are determined entirely by the customers in accordance with their personal business requirements. Changes in the amounts of such

deposits for which CITIC Futures has no control could be very substantial and fluctuate widely within short timeframe depending on market conditions and the customers' business needs.

(b) In respect of the deposit of the Company's own proprietary funds in a separately opened account with a PRC commercial bank, which may include the banking subsidiaries of CITIC Group, it is extremely difficult for the Company to estimate the amount of incoming funds to be received on a daily basis, and if a maximum daily balance is set for the deposits in the Company's account maintained with the banking subsidiaries of CITIC Group, not only it would cause undue administrative inconvenience to the Company, but would also be unduly burdensome and unduly disruptive to the operations of the Company.

(i) As for the proprietary trading business of the Company, such business is highly responsive to the market and may fluctuate widely within short timeframe. Further, the Company may from time to time liquidate some of its own proprietary financial products and portfolios in order to take advantage of the changes in the market, and any such sales are highly uncertain and if proceeded can be of very substantial amounts. Since the Company's deposit account at CITIC Bank has been designated by the Company as the settlement account for the Company's proprietary trading of financial products (the "**Settlement Account**"), if a maximum daily balance is set for the deposits in such Settlement Account, it would cause undue administrative inconvenience to the Company, and would also hamper the ability of the Company to respond quickly to changes in the volatile financial market and unduly restricts the potential growth of the Group;

(ii) As for the margin financing and securities lending business of the Company, since the Company's deposit account maintained with CITIC Bank has been registered with CSDC as the Settlement Account for the Company's margin financing and securities lending business, and the prevailing securities market may fluctuate from time to time, it would be difficult for the Company to predict in advance the daily trading volume of the margin financing and securities lending transactions as well as the amount of daily settlement fund received from CSDC. Meanwhile, margin financing and securities lending transactions are initiated by customers and the Company is not able to predict the transactions to be conducted by its customers in advance;

(iii) As for the underwriting business of the Company, the amount that may be transferred to the Company's account at the PRC commercial banks as chosen by the investors (which may include the banking subsidiaries of CITIC Group) in connection with the underwriting business would be

depending on the deals that the Company participates as the lead underwriter and the amount that the corporate clients may raise from the offerings under the prevailing market conditions, which is hard to predict in advance; and

(iv) As for the direct equity investment projects of CITIC Securities Investment and GoldStone Investment, the time of exit from such projects and the amount of income to be received would be depending on various factors including the actual performance of the portfolio companies, the then prevailing market conditions and means of the exit. In respect of the investments in private equity funds, asset management schemes and trust products, the income to be received by CITIC Securities Investment or GoldStone Investment would also be depending on, in addition to the aforesaid factors, the progress of the settlement and distribution of such funds or products. As such, it is hard for CITIC Securities Investment and GoldStone Investment to predict the amount of funds that would be realized from their private equity investments which would be deposited into the Group's proprietary funds account as well as the timing of receiving such funds.

(c) The decisions as to which bank the Group would choose to place its own proprietary funds, as well as which Settlement Bank CITIC Futures would choose to place the customer's margin deposits, are entirely commercial-driven after considering various factors such as the deposit rates offered by different PRC major commercial banks, the geographical convenience of the branches of specific PRC commercial banks and other favourable terms offered by the banks.

(d) The Company chooses to designate/register its deposit account maintained with CITIC Bank as the Settlement Account for its proprietary trading and margin financing and securities lending businesses based on the following considerations:

(i) The Company has had long-term cooperation with CITIC Bank in fund management. Through such long-term cooperation, CITIC Bank has been quite familiar with the procedures of the Company's fund management, which contributes to the Company's operational efficiency in fund management;

(ii) As the Group's overall development strategy, CITIC Group has been encouraging its member companies (including CITIC Bank) and the Company to cooperate in various aspects to achieve synergistic effect; and

(iii) CITIC Group and the Company has entered into the Securities and Financial Products Transactions and Services Framework Agreement since the listing of the H Shares of the Company on the main board of the Hong Kong Stock Exchange and renewed the same on a three-year basis, which governs and regulates, among others, the continuing connected transactions in relation to the provision of deposit services by the banking subsidiaries of CITIC Group to the Group. The pricing policies regarding such deposit services as set out in the Securities and Financial Products Transactions and Services Framework Agreement have been approved by the Independent Shareholders, and are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

(e) The Company has adopted below pricing policies in respect of the deposit services under the Securities and Financial Products Transactions and Services Framework Agreement and internal control measures for implementation of such pricing policies:

(i) The deposits placed by the Group with the banking subsidiaries of CITIC Group under the Securities and Financial Products Transactions and Services Framework Agreement are entered into in the ordinary and usual course of the Group's business and the business of the banking subsidiaries of CITIC Group, based on normal commercial terms and are fair and reasonable and in the interests of the Company and its Shareholders as a whole. As agreed by the parties in the Securities and Financial Products Transactions and Services Framework Agreement, the interest rates offered to the Group for deposits placed with the banking subsidiaries of CITIC Group shall not be lower than the interest rates announced by the PBOC for the same type of deposits offered by commercial banks in the PRC during the same period and the terms for the Group's deposits placed in the banking subsidiaries of CITIC Group shall not be less favorable to terms offered by independent third parties; and

(ii) As disclosed in paragraph 2.2.3 below, in addition, the Group has adopted a series of internal control and approval procedures to regulate the mutual provision of securities and financial services (including the provision of deposit services by CITIC Group to the Group) between the Group and CITIC Group and its associates under the Securities and Financial Products Transactions and Services Framework Agreement to ensure such continuing connected transactions of the Group will be conducted strictly in compliance with the pricing principles as established by the Securities and Financial Products Transactions and Services Framework Agreement.

2.2 Securities and financial services transactions

2.2.1 Introduction

Apart from the securities and financial products transactions with CITIC Group and its associates as counterparties as disclosed in paragraph 2.1 above, the Group and CITIC Group and its associates also provide securities and financial services to each other during the normal course of their respective businesses. The Group provides securities and financial services such as advisory, brokerage, agency sale and asset management services for which the Group receives service fees, commission and other payments such as interests. On the other hand, the financial institutions of CITIC Group and its associates also provide financial and other services to the Group and the Group's customers, such as deposit management services and other agency sale services for which service fees are charged by CITIC Group and its associates.

The scope of services to be provided by the Group to CITIC Group and its associates under the Securities and Financial Products Transactions and Services Framework Agreement is as below, which is the same as the scope of securities and financial services transactions under the existing Securities and Financial Products Transactions and Services Framework Agreement:

(i) *Underwriting, and sponsorship services* — including, but not limited to, sponsorship, underwriting and continuous supervision and guidance services for equity securities, fixed income products, structured products and other derivative products;

(ii) *Other investment banking services* — including, but not limited to, financial advisory services relating to corporate restructuring, mergers and acquisition and sponsorship services for unlisted public companies;

(iii) *Brokerage services* — including, but not limited to, securities brokerage and related financial products services as well as futures brokerage services such as treasury bond futures;

(iv) *Financial products sales agency services* — including, but not limited to, provision of sales agency services for financial products;

(v) *Entrusted asset management services* — including, but not limited to, assets management services for assets entrusted by customers; and

(vi) *Other securities and financial advisory and consulting services and other commodities services, etc.*

The scope of services to be provided by CITIC Group and its associates to the Group under the Securities and Financial Products Transactions and Services Framework Agreement is as below, which is the same as the scope of services provided by CITIC Group and its associates to the Group under the existing Securities and Financial Products Transactions and Services Framework Agreement:

(i) *Deposit services* — including, but not limited to, (a) deposits of cash balances arising from the business operations of the Group including cash from daily operations, proceeds from fund raising activities such as equity and bond issuances; (b) cash deposits from the customers of the Group; and (c) other deposit services;

(ii) *Financial products sales agency services* — including, but not limited to, provision of sales agency services for financial products and precious metals;

(iii) *Client deposits management and custody services* — including, but not limited to, management services provided by the banking subsidiaries of CITIC Group for managing the cash deposits of non-financial institutional customers of the Group, which are required by the relevant PRC laws and regulations to be deposited into the accounts of the Group with a PRC bank, and custody services provided by the banking subsidiaries of CITIC Group for securities and financial products issued by the Group;

(iv) *Loan services* — including, but not limited to, funds for business operation and loans as the working capital of the Group provided by CITIC Group and its associates; and

(v) *Other securities and financial advisory and consulting services, money brokerage services and commodities services, etc.*

2.2.2 Pricing basis

(a) Pricing basis of the securities and financial services to be provided by the Group to CITIC Group and its associates under the Securities and Financial Products Transactions and Services Framework Agreement

The Group primarily charges service fees, commissions and brokerage fees for the securities and financial services to be provided to CITIC Group and its associates under the Securities and Financial Products Transactions and Services Framework Agreement. The general pricing principles for such fees or commissions charged by the Group shall be based on negotiations between the parties with reference to the prevailing market rates and the fees or commissions charged by the Group for services provided to independent third parties, while taking into account individual factors such as deal size and

complexities, market responses, and competition from other securities companies, and in accordance with the requirements of the applicable laws and regulations of the PRC.

(i) *underwriting and sponsorship services*: the securities underwriting and sponsorship services market is highly competitive and the commission rates and fees have become generally transparent and standardized across the market. The service fees shall be determined based on arm's length negotiation with reference to, among other things, the prevailing market rates, the proposed total amount of proceeds and fee rates charged by the Group for the provision of similar services to independent third parties. As disclosed in paragraph 2.2.3 below, the Company has subscribed for market data provided by information service providers, such as Wind Info to obtain the average pricing and the prevailing market rates for similar services or transactions. The Group may consider the following factors while determining the services fees for underwriting and sponsorship services: (i) the average pricing and the prevailing market rates obtained from information service providers; (ii) the fees charged to independent third parties; (iii) various individual factors, such as deal size and complexities, market responses and competition from other securities companies; and (iv) involvement of any customized services.

(ii) *other investment banking services*: the service fees shall be determined taking into account of factors including the nature and size of transactions, the then market conditions, average fee level applicable to independent third parties for similar transactions and be determined on the basis of arm's length negotiations between the parties.

(iii) *brokerage services*: the commissions shall be determined with reference to, among other things, the commission rates applicable to independent third parties and the estimated scale of the brokerage transactions and be determined on the basis of arm's length negotiations between the parties.

(iv) *financial products sales agency services*: the service fees shall be determined based on the amount of products for sale with reference to the service fee rates applicable to independent third parties.

(v) *entrusted asset management services*: the service fees shall be determined based on the estimated asset size and investment strategy with reference to the service fee rates applicable to independent third parties.

(vi) *other securities and financial advisory and consulting services, and other commodities services*: such fees and commission shall be determined based on the nature of the transactions with reference to the fee rates or commission applicable to independent third parties.

(b) Pricing basis of the securities and financial services to be provided by CITIC Group and its associates to the Group under the Securities and Financial Products Transactions and Services Framework Agreement

CITIC Group and its associates primarily charge services fees and commissions for the securities and financial services to be provided to the Group. The general pricing principles for such fees or commissions charged by CITIC Group and its associates shall be based on negotiations between the parties with reference to the market rates, the fees or commissions charged for services provided to independent third parties, while taking into account such factors as deal size and complexities, competition from other service providers etc.

(i) *Deposit services*: the interest rates offered to the Group for the deposits placed with the banking subsidiaries of CITIC Group shall not be lower than the interest rates authorized by the PBOC for the same type of deposits offered by the commercial banks in the PRC during the same period and the terms of the deposits placed with the banking subsidiaries of CITIC Group shall not be less favorable than the terms offered by independent third party banking institutions.

(ii) *Financial products sales agency services*: the pricing for financial products sales agency services shall be determined based on the amount of products for sale and the types of products for sale with reference to the service fee rates offered by independent third parties to the Group for provision of similar services and the prevailing market rates published on industry-recognized websites such as, https://fund.eastmoney.com (天天基金網) and https://www.simuwang.com (私募排排網). In addition, the agency service fees shall not exceed the caps as stipulated under the relevant laws and regulations. For example, according to the Regulation on Implementation on the Measures for Supervision and Administration of Distributors of Publicly Offered Securities Investment Funds (關於實施《公開募集證券投資基金銷售機構監督管理辦法》的規定) promulgated by the CSRC, the commission rate in respect of public funds charged by sales agent shall not exceed 50% of the fund management fee.

(iii) *Client deposits management and custody services*: the management and custody service fees are determined on arm's length negotiation between the parties with reference to prevailing market rates and the fees offered

by independent third parties to the Group for provision of similar services. The Group obtained the prevailing market rates based on the information published by the service providers (most of which being commercial banks) on their respective official websites or estimated rough market rates based on the information filed with Asset Management Association of China (中國證券投資基金業協會).

(iv) *Loan services*: the interests on the financing shall be determined by reference to the relevant interest rates stipulated by the PBOC for the same period, and will take into account the factors such as the amount, purpose and terms of the financing as well as the credit rating.

2.2.3 Pricing approval and supervision

The Company has also subscribed for information services provided by information service providers, such as Wind Info, and has access to information channels and websites of official and voluntary industry regulatory authorities. The Company will consider the various updated market information available, including published information on completed transaction amounts and rates, and terms offered by the transaction parties etc., before entering into any securities and financial services transactions. No specific number of quotations or quotations are required to be obtained before entering into such transactions.

The Group has adopted a series of internal pricing policies and approval procedures to regulate the mutual provision of securities and financial services between the Group and CITIC Group and its associates. The major internal policies include the following:

(a) The terms (including pricing terms) in respect of the securities and financial services contemplated under the Securities and Financial Products Transactions and Services Framework Agreement shall be comparable to those offered by/to an independent third party for comparable services, and shall be subject to the same internal selection, approval and supervision procedures and pricing policies applicable to an independent third party.

(b) For services provided by the Group to CITIC Group and its associates, the Company will offer similar pricing terms to CITIC Group as those to independent third parties and no preferential terms shall be provided to CITIC Group and its associates. Prior to entering into a securities and financial service transaction, the relevant business departments of the Company would conduct inspection and due diligence, and assess whether the pricing is in compliance with relevant policy and procedures of the Group and whether the price is fair and reasonable, after taking into consideration individual factors such as the services provided and will grant approval, where appropriate.

(c) For securities and financial services provided by CITIC Group and its associates to the Group, the Company will select suppliers and determine the relevant terms of the transactions through inquiry and negotiation process. The Company will also gather information on its suppliers and their levels of fees and prices and compare the fees/prices and quality of services before selection. A prior assessment will be conducted by the responsible officer to assess whether the proposed prices by suppliers are fair and reasonable before submission for consideration and approval by the head of the relevant department. In such case, any offer from CITIC Group or its associates has to pass through the selection process as other suppliers before it could be appointed. As the Company will consider the various updated market information available and because of the uniqueness of financial transactions, there is no specific internal requirement as to the number of suppliers that will be selected for a particular type of services.

(d) The compliance department of the Company will review relevant agreements and grant approval, where appropriate. The conduct of continuing connected transactions is also subject to annual review by all independent non-executive Directors and the auditors of the Company. The Related Party Transactions Control Committee comprising all independent non-executive Directors is also responsible for monitoring and reviewing major and continuing connected transactions of the Company.

2.2.4 Historical transaction amounts

Set out below is the historical transaction amounts in respect of the securities and financial services between the Group and CITIC Group and its associates under the Securities and Financial Products Transactions and Services Framework Agreement for the preceding two financial years ended 31 December 2024 and the six months ended 30 June 2025 is as follows:

	Approximate historical transaction amounts		
Securities and Financial Services	**For the year ended 31 December 2023** *(RMB ten thousand)*	**For the year ended 31 December 2024** *(RMB ten thousand)*	**For the six months ended 30 June 2025** *(RMB ten thousand)*
Income derived from provision of securities and financial services by the Group to CITIC Group and its associates	99,983	72,870	27,297
Annual caps	350,000	400,000	N/A *(Note 1)*
Annual cap utilisation	28.6% *(Note 2)*	18.2% *(Note 2)*	N/A
Expenses incurred for securities and financial services provided by CITIC Group and its associates to the Group	14,395	23,019	7,500
Annual caps	110,000	130,000	N/A *(Note 3)*
Annual cap utilisation	13.1% *(Note 4)*	17.7% *(Note 4)*	N/A

Notes:

(1): The annual cap for the year ending 31 December 2025 is RMB5,000 million.

(2): The low annual cap utilisation rates for the two financial years ended 31 December 2024 were mainly due to the following reasons: (i) the decrease in interest income as a result of lower deposit interest rate; (ii) the decrease in income derived from relevant investment advisory services and financial advisory services fees; (iii) the new services not having fully launched as expected; (iv) the delay in receipt of underwriting fees and sponsor fees as a result of delay in timetable of some projects; and (v) the volume and scale of securities and financial products that the related/connected parties require the Company to provide sales agency service were less than expected, resulting in less than expected revenue from the Company's related sale agency fees.

(3): The annual cap for the year ending 31 December 2025 is RMB1,600 million.

(4): The low annual cap utilisation rates for the two financial years ended 31 December 2024 were mainly due to the following reasons: (i) the Group received less than expected services from CITIC Group and its associates as the terms of certain services offered by independent third parties are more favourable; and (ii) the Group incurred less than expected expense for agency service as some securities and financial products planned to be sold by connected person(s) were not issued finally.

2.2.5 Proposed annual caps for the three financial years ending 31 December 2028

The Company estimates the proposed annual caps for the mutual provision of securities and financial services for the next three financial years ending 31 December 2028 are as follows:

	Proposed annual caps ending		
Securities and Financial Services	**31 December 2026** *(RMB ten thousand)*	**31 December 2027** *(RMB ten thousand)*	**31 December 2028** *(RMB ten thousand)*
Income to be derived from provision of securities and financial services by the Group to CITIC Group and its associates	350,000	400,000	500,000
Expenses to be incurred for securities and financial services provided by CITIC Group and its associates to the Group	110,000	130,000	160,000

2.2.6 Basis of determination of the proposed annual caps

(a) Income

When estimating the proposed annual caps for the income to be derived from provision of securities and financial services by the Group to CITIC Group and its associates (referred to in paragraph 2.2.5 above), the Company has made reference to the above historical transaction amounts and also considered, among other things, the following key factors:

(i) In the ordinary course of the Group's business, the Group deposits its proprietary funds and customers' funds with the banking institutions of CITIC Group and its associates. A substantial amount of revenue is expected to be contributed from interests on deposits of the Group's proprietary funds and customers' funds from the banking institutions of CITIC Group. It is estimated that the annual interest to be paid to the Company by the banking institutions of CITIC Group and its associates will reach approximately RMB1.25 billion to RMB1.84 billion in the next three financial years with an annual growth rate of approximately 20.8% to 22.5%, representing approximately 35.7% to 36.8% of the total income to be derived from provision of securities and financial services by the Group to CITIC Group and its associates. The Company made the annual caps based on the following factors: (a) the expansion of the Group's securities and futures brokerage business, which may generate more customers' funds to be deposited into the banking institutions of CITIC Group and its associates and increase interest income; (b) the growth of the Group's custody and outsourcing business resulting in the growth of the customer size, which has led to the continuous expansion of the scale of deposits from customers and the increase in interest income, as evidenced by the deposits from customers of the Group reaching over RMB307 billion as of June 30, 2025, representing a 15% increase compared with December 31, 2024 (according to PRC accounting standard as disclosed in the Company's 2025 interim report) and potential increase in income derived from such deposit-related service and custody fees; and (c) the Group's plan to use its proprietary funds to conduct new financial products transactions, involving its proprietary funds that may be deposited into the banking institutions of CITIC Group and its associates, and increasing interest income for the next three financial years.

(ii) As part of its normal course of business, the Company would participate in the potential fund raising exercises such as equity financing, debt financing and initial public offering to be undertaken by members of CITIC Group and its associates in the next three financial years, by providing investment banking services such as underwriting, sponsorship

and supervision and guidance services. The Company will continue to provide underwriting and sponsorship services to CITIC Group and its associates and expects an increase in underwriting commissions, sponsoring fees and other service fees to be received by the Group. The Company made annual cap estimates based on the ongoing projects and the expected projects for the next three financial years and taking into account of the revenue to be recognized in the next three financial years due to delay of timetable of existing projects. The Company also considers that the emerging growth of A-share equity market since the end of 2024 has facilitated the growth of investment banking business of the Company. In the first half of 2025, the Company (i) completed A-share lead underwriting projects, with an aggregate underwriting size (for cash and asset transactions) of RMB148,528 million; and (ii) underwrote domestic bonds, with an aggregate underwriting size of RMB1,038,725 million, representing a period-on-period increase of 11.61%, both ranking first in the market in terms of underwriting size. The Company also continued to deepen its international development, completing multiple IPO and refinancing projects in the Hong Kong market, with an underwriting size of US$2,885 million in the first half of 2025. Taking into account of CITIC Group's domestic and overseas business development planning, as well as the close cooperation with the Company's market-leading investment banking business team, it is expected that relevant business revenue will be generated within the next three years. It is estimated that the underwriting commissions, sponsoring fees and other service fees to be received from CITIC Group and/or its associates for the three financial years ending 31 December 2028 would be approximately RMB224 million to RMB262 million.

(iii) As part of its normal course of business, the Company may provide financial and investment advisory services in connection with corporate reorganization and mergers and acquisitions and services for unlisted public companies to CITIC Group and its associates. While setting up the annual caps, the Company considers the existing mandates with CITIC Group and its associates. It is estimated that the service fees in respect of financial and investment advisory services from CITIC Group and its associates for the three financial years ending 31 December 2028 would be approximately RMB121 million to RMB137 million.

(iv) It is expected that the entrusted asset management fees to be collected by the Group from CITIC Group and its associates will have a substantial increase in the next three financial years with a yearly growth rate of approximately 24% to 32% in respect of the entrusted asset management fees. The asset management market developed rapidly in recent years. According to the statistics from the Asset Management Association of

China, the overall scale of asset management business has continued to grow. As of 30 June 2025, there were 12,905 public fund products with a total management scale of RMB34.39 trillion and there were 140,558 private fund products with a total management scale of RMB20.26 trillion. The increasing rate in respect of the net assets size of asset management plan running as mutual fund managed by the Group is higher than the market increasing rate during the same period. In addition, the Company has established a new subsidiary for the expansion of its asset management business. Based on the above, the Company expected that the net assets size of asset management plan running as asset management fund managed by the Group would increase by approximately 20% on average per annum for the next three financial years. It is estimated that entrusted asset management fees to be collected by the Group from CITIC Group and its associates for the next three financial years will be approximately RMB333 million to RMB465 million.

(v) With the improvement of the domestic regulatory environment, the domestic futures industry has achieved rapid development in recent years. CITIC Futures, as a leading futures business institution in the PRC, has also achieved rapid growth in its futures brokerage business, and the scale of customer margin has grown as well. As disclosed in the Company's 2024 annual report, the operating profit of the brokerage segment of the Group amounted to RMB4,933,128,000, representing a 41% increase compared with 2023. As disclosed in the Company's 2025 interim report, the operating profit of the brokerage segment of the Group for the first half of 2025 amounted to RMB3,511,257,000 representing a 51% increase compared with the six months ended June 30, 2024. Considering the rapid development of the futures industry and the rapid growth of CITIC Futures, it is expected that the income derived from futures brokerage business would increase. Meanwhile, in the process of implementing the Company's development strategy of expanding the customer market, it is expected that customer accounts opened with connected person(s) will be continuously introduced, or the currently inactive customer accounts opened with connected person(s) will be activated to generate brokerage services income. It is expected that the enlarged customer base would be approximately 10 to 20 times the current one, assuming that all the inactive connected customer accounts are fully activated. Based on the above, the Company expects an increase in brokerage services received from the transactions with the CITIC Group and its associates for the next three financial years and estimates that such brokerage service fees will be approximately RMB81 million to RMB104 million.

(b) Expenses

When estimating the proposed annual caps for the expenses to be incurred by the Group for securities and financial services to be provided by CITIC Group and its associates (referred to in paragraph 2.2.5 above), the Company has made reference to the above historical transaction amounts, and also considered, among other things, the following key factors:

(i) It is estimated that a substantial portion of the total expenses paid by the Group to CITIC Group and its associates are service fees for sale of financial products by CITIC Group and its associates. The financial institutions of CITIC Group and its associates have good sale networks and potential customers for the Group's financial products. Such services include, among other things, agency sale of bonds, asset management products, fund products etc. Considering both the size and scope of financial products to be issued by the Group will continue to increase in the next three financial years, it is expected that the aggregate expenses payable by the Group for such services will increase in the next three financial years. For instance, the Company expects to roll out new fixed income and OTC derivatives products amounting to approximately RMB1.5 billion in the next three years and may require the agency services from CITIC Group and its associates. It is expected that the aggregate expenses payable by the Group for such services will be approximately RMB415 million to RMB575 million for the next three financial years with an annual growth rate of approximately 16% to 19%.

(ii) For asset management products and funds set up and managed by the Group, the financial institutions of CITIC Group and its associates may be appointed as custodians to provide custody services and client deposits management services. As mentioned in paragraph 2.2.6(a)(iv), the Company has been constantly expanding its asset management size and has established a new subsidiary for asset management to further expand its active management size. Since the scale of asset management and funds are expected to increase in the next three financial years, the demand for the custody services and client deposits management service will increase as well. It is estimated that expenses in this respect payable by the Group to CITIC Group and its associates would be approximately RMB502 million to RMB602 million for the next three financial years.

(iii) With the further expansion of the Group's businesses and the potential launch of new products, the Group and CITIC Group and its associates will cooperate in an increasing number of areas, such as investment banking, brokerage, assets management, financial advisory services,

distribution of financial products and other innovative businesses by providing more value-added services. Therefore, expenses to be paid by the Group to CITIC Group and its associates are expected to increase.

(c) Factors considered

When estimating the proposed annual caps for the securities and financial services transactions, the Company has taken into account various considerations and factors, including principally the following:

(i) The Company has considered the historical connected transaction amounts as well as the rate of growth/fluctuations of the relevant securities and financial products or services and other similar products or services; and

(ii) The Company has also considered the Group's corporate strategic planning and business planning of individual departments.

In addition, in arriving at the above proposed annual caps, the Company has also taken into account the inflation factor. In determining the proposed annual caps for the next three financial years, the Company also assumes that during the term of the Securities and Financial Products Transactions and Services Framework Agreement proposed to be renewed, there will not be any adverse change or disruption in market conditions, operation and business environment or government policies which may materially affect the businesses of the Group and those of CITIC Group and/or its associates.

2.3 Payment arrangements

According to the Securities and Financial Products Transactions and Services Framework Agreement, payment arrangements for interests, service fees, commission or brokerage fees shall be specified in the individual service agreement to be signed by members of the Group and CITIC Group and its associates under such framework agreement.

2.4 Implementation agreements

During the term of the Securities and Financial Products Transactions and Services Framework Agreement proposed to be renewed, members of the Group and CITIC Group and its associates will enter into, from time to time and as necessary, individual implementation agreement for each of the specific transactions contemplated under such framework agreement (including such implementation agreement entered into during the term of the existing Securities and Financial Products Transactions and Services Framework Agreement which has an expiring date within the term of the agreement to

be renewed), provided that any such implementation agreement shall be within the ambit of the Securities and Financial Products Transactions and Services Framework Agreement proposed to be renewed.

2.5 Reasons for and benefits of renewal of the Securities and Financial Products Transactions and Services Framework Agreement

The reasons and benefits are:

(a) The securities and financial products transactions and securities and financial services transactions under the Securities and Financial Products Transactions and Services Framework Agreement are and will be conducted in the ordinary and usual course of business of the Group. Such transactions will continue to be agreed on arm's length basis with terms that are fair and reasonable to the Company. Due to the historical and future long-term cooperation relationship between the Group and CITIC Group and its associates, the Directors believe that it is beneficial to the Group to renew the Securities and Financial Products Transactions and Services Framework Agreement with CITIC Group as the transactions thereunder have facilitated and will continue to facilitate the overall business operations and growth of the Group's business.

(b) These transactions will provide cost synergies by integrating advantageous resources between the Group and CITIC Group and its associates, thereby reducing the aggregate operational cost and general expenditure so as to improve the profitability and to strengthen leading position of the Company in the securities industry.

(c) Further, such continuing connected transactions will enable CITIC Group and its associates to develop a deeper understanding in the operations of the Group, which in turn will render them more expedient and efficient services and/or product provisions to the Group when compared to those services and/or products provided by independent third parties.

The Directors (excluding the independent non-executive Directors, whose view on the Securities and Financial Products Transactions and Services Framework Agreement proposed to be renewed and the proposed annual caps and maximum daily balances will be set out in the letter from the Independent Board Committee contained in the circular to be despatched after considering the advice from the independent financial adviser) are of the view that the securities and financial products transactions and the securities and financial services transactions under the Securities and Financial Products Transactions and Services Framework Agreement proposed to be renewed will be conducted on normal commercial terms, and the terms and conditions therein, the proposed annual caps for the continuing connected transactions, the maximum daily balance of non-exempted loans by CITIC Group and its associates to the Group and the maximum daily

balance of non-exempted loans by the Group to CITIC Group and its associates contemplated thereunder are fair and reasonable, and are in the interests of the Company and its Shareholders as a whole.

3. THE MISCELLANEOUS SERVICES FRAMEWORK AGREEMENT

3.1 Introduction

In the ordinary and usual course of businesses of the Group and CITIC Group and its associates, members of the respective groups have been engaging in the mutual provision of various miscellaneous non-financial services under the Miscellaneous Services Framework Agreement in accordance with the applicable normal market practices and on normal commercial terms.

As the term of the existing Miscellaneous Services Framework Agreement, as well as the relevant annual caps thereunder are due to expire by the end of 2025, the Company proposed to renew the Miscellaneous Services Framework Agreement on the same terms and conditions for a further term of three financial years from 1 January 2026 to 31 December 2028, which is the same as the scope of miscellaneous non-financial services under the existing Miscellaneous Services Framework Agreement.

3.2 Pricing basis

Pursuant to the Miscellaneous Services Framework Agreement, and as a general principle, the mutual provision of non-financial services under the Miscellaneous Services Framework Agreement will be provided in the ordinary and usual course of business of the respective parties on normal commercial terms based on arm's length negotiations.

The non-financial services will be provided according to the market price by public tender or invitational tender procedure or other means (as the case may be). For construction project services, if the service provider is selected through open tender process, the general contractor and the price of the relevant project shall be determined in accordance with the Construction Law, the Bidding Law, the Civil Code, and other applicable laws, regulations and regulatory requirements, after taking into consideration of the bidding price, the relevant experience in construction, and whether the bidder has the top grade qualification in general contracting of engineering and construction. For information technologies and internet network and network maintenance services, the fees shall be determined in accordance with standard prices in the telecom industry and prevailing market prices. For insurance, the price shall be determined and adjusted by reference to the prevailing market prices for comparable insurance schemes and the number of insurance policies purchased by and claims made by the Group in past years. For other miscellaneous non-financial services, the fees shall be based on prevailing market prices and arm's length negotiations between the parties. When conducting the

transactions, the Group will choose the independent third parties with more favourable terms through comparing the prices quoted by the related/connected parties and independent third parties at that time.

3.3 Pricing approval and supervision

To ensure that the transactions under the Miscellaneous Services Framework Agreement are conducted on normal commercial terms or on terms no less favorable than terms applicable to independent third parties, the Company has adopted relevant internal control policies. As for the services provided by CITIC Group and its associates to members of the Group, the Company has formulated rules in relation to procurement management and adopted the following procedures to determine the terms (including pricing terms) of the transactions. An application, which includes the information and pricing of the procurement item, proposed procurement methods and recommended suppliers, shall be firstly submitted for approval. The relevant management department and the procurement management committee will conduct a review and approve the item, where appropriate, and determine the scope of suppliers and procurement methods. The supplier will be determined through tender, inquiry, negotiation or other procedures (as the case may be) and the procurement agreement will be entered into after report and approval as required. The finance department of the Company is also responsible for the approval, inspection and payment of the procurement items. For the services provided by members of the Group to CITIC Group and its associates, the Company has adopted pricing approval and supervision procedures similar to the procedures for procurement management as mentioned above.

3.4 Payment arrangements

According to the Miscellaneous Services Framework Agreement, payment of service fees by the parties shall be specified in the individual service agreement to be signed by members of the Group and CITIC Group and its associates under such framework agreement.

3.5 Implementation agreements

During the term of the Miscellaneous Services Framework Agreement proposed to be renewed, members of the Group and CITIC Group and its associates will enter into, from time to time and as necessary, individual implementation agreement for each of the specific transactions contemplated under such framework agreement (including such implementation agreement entered into during the term of the existing Miscellaneous Services Framework Agreement which has an expiring date within the term of the agreement to be renewed), provided that any such implementation agreement shall be within the ambit of the Miscellaneous Services Framework Agreement proposed to be renewed.

3.6 Historical transaction amounts

Set out below is the historical transaction amount in respect of the miscellaneous non-financial services between the Group and CITIC Group and its associates for the preceding two financial years ended 31 December 2024 and the six months ended 30 June 2025:

	Approximate historical transaction amounts		
Miscellaneous Non-financial Services	**For the year ended 31 December 2023** *(RMB ten thousand)*	**For the year ended 31 December 2024** *(RMB ten thousand)*	**For the six months ended 30 June 2025** *(RMB ten thousand)*
Revenue derived from provision of non-financial services by the Group to CITIC Group and its associates	2,833 *(Note 1)*	2,020 *(Note 1)*	478
Expenses incurred from provision of non-financial services by CITIC Group and its associates to the Group	26,863 *(Note 2)*	26,367 *(Note 2)*	47,423

Notes:

(1) The annual caps for the two financial years ended 31 December 2024 were not fully utilised mainly due to the following reasons: (i) when conducting the transactions, the Group chose the independent third parties with more favourable terms through comparing the prices quoted by the connected person(s) and independent third parties at that time.

(2) The annual caps for the two financial years ended 31 December 2024 were not fully utilised mainly due to the following reasons: (i) the Group's bulk commodity spot trading and vessel leasing businesses with connected person(s) are currently in the developing phase, and are anticipated to be implemented at scale in the next few years; (ii) when conducting the transactions, the Group chose the independent third parties with more favourable terms through comparing the prices quoted by the connected person(s) and independent third parties at that time.

3.7 Proposed annual caps for the three financial years ending 31 December 2028

The Company estimates the proposed annual caps for the continuing connected transactions between the Group and CITIC Group and its associates under the Miscellaneous Services Framework Agreement proposed to be renewed for the next three financial years ending 31 December 2028 as follows:

	Proposed annual caps for the year ending		
Miscellaneous Non-financial Services	**31 December 2026** *(RMB ten thousand)*	**31 December 2027** *(RMB ten thousand)*	**31 December 2028** *(RMB ten thousand)*
Revenue to be derived from provision of non-financial services by the Group to CITIC Group and its associates	180,000	270,000	370,000

Miscellaneous Non-financial Services	Proposed annual caps for the year ending 31 December 2026 *(RMB ten thousand)*	31 December 2027 *(RMB ten thousand)*	31 December 2028 *(RMB ten thousand)*
Expenses to be incurred from provision of non-financial services by CITIC Group and its associates to the Group	260,000	300,000	400,000

3.8 Basis of determination of the proposed annual caps

(a) Revenue

The proposed annual caps for the revenue to be derived by the Group from provision of non-financial services to CITIC Group and its associates have been estimated by making reference to the above historical transaction amounts (in particular, the highest historical transaction amount in the past three financial years), and also taking into consideration, the following factors:

(i) The profit expected to be received by the Group for the provision of bulk commodity spot trading to CITIC Group and its associates would be approximately RMB703.2 million in 2026, RMB853.1 million in 2027 and RMB920.5 million in 2028, respectively;

(ii) the potential increase in the revenue of the Group under the Miscellaneous Services Framework Agreement proposed to be renewed resulting from the possibility of provision of any other non-financial miscellaneous services which may be provided to CITIC Group and its associates by members of the Group in the next three financial years according to the provisions of the aforesaid framework agreement.

(b) Expenses

The proposed annual caps for the expenses paid to CITIC Group and its associates for the provision of non-financial services have been estimated by making reference to the above historical transaction amounts (in particular, the highest transaction amounts in the past three financial years), and also taking into consideration, among other things, the following key factors:

(i) Our expenses paid to CITIC Group and its associates for our receiving service of bulk commodity spot trading would be approximately RMB599.7 million in 2026, RMB648.0 million in 2027 and RMB725.8 million in 2028, respectively;

(ii) the expected expenses incurred in connection with the decoration services to be provided by CITIC Group and its associates to the Group would be approximately RMB70 million in 2026, RMB70 million in 2027 and RMB70 million in 2028, respectively;

(iii) the expected expenses incurred in connection with the property management services to be provided by CITIC Group and its associates to members of the Group would be approximately RMB17.4 million in 2026, RMB19.0 million in 2027 and RMB20.8 million in 2028, respectively;

(iv) the expected increase in the insurance premium to be paid to CITIC Group and its associates, for commercial insurance of the employees of the Group, as the number of employees of the Group is expected to continue to increase in the three financial years ending 31 December 2028. It is estimated that the expenses paid by the Group to CITIC Group and its associates for the provision of insurance services would be approximately RMB237.1 million in 2026, RMB263.0 million in 2027 and RMB287.9 million in 2028, respectively; and

(v) the potential increase in the expenses of the Group under the Miscellaneous Services Framework Agreement proposed to be renewed resulting from the possibility of obtaining of any other non-financial miscellaneous services which may be provided by CITIC Group and its associates to members of the Group in the next three financial years according to the provisions of the aforesaid framework agreement.

In addition, in arriving at the above proposed annual caps, the Directors have also taken into account the inflation factor. In determining the proposed annual caps for the next three financial years, the Company also assumes that during the term of the Miscellaneous Services Framework Agreement proposed to be renewed, there will not be any adverse change or disruption in market conditions, operation and business environment or government policies which may materially affect the businesses of the Group and those of CITIC Group and/or its associates.

3.9 Reasons for and benefits of renewal of the Miscellaneous Services Framework Agreement

The reasons and benefits are:

(a) due to the historical and future long-term cooperation relationship between the Group and CITIC Group and its associates as well as the wide scope of industries, including finance, resources and energy, manufacturing, project contracting and real estate, in which CITIC Group and its associates involve, the services

mentioned in the service scope of the Miscellaneous Services Framework Agreement could be provided to/by CITIC Group and its associates during the daily commercial operation process of the Group;

(b) these transactions will provide cost synergies by integrating advantageous resources between the Group and CITIC Group and its associates, thereby reducing the aggregate operational cost and general expenditure so as to further improve the profitability and the leading position of the Company in the securities industry; and

(c) further, such continuing connected transactions will enable CITIC Group and its associates to develop a deeper understanding in the operations of the Group, which in turn will render them more expedient and efficient services provisions to the Group when compared to those services provided by independent third parties.

The Directors (including the independent non-executive Directors) are of the view that transactions under the Miscellaneous Services Framework Agreement proposed to be renewed will be conducted on normal commercial terms, and the terms and conditions therein as well as the proposed annual caps for the continuing connected transactions contemplated thereunder are fair and reasonable, and are in the interests of the Company and its Shareholders as a whole.

4. THE PROPERTY LEASING FRAMEWORK AGREEMENT

4.1 Property Leasing Framework Agreement

In order to regulate the continuing connected transactions in respect of leasing of properties between the parties, the Company and CITIC Group entered into the Property Leasing Framework Agreement on 23 September 2011 for a term of 10 years commencing from 23 September 2011 and expiring on 22 September 2021 (subject to renewal). The Company entered into the Supplemental Agreement III to the Property Leasing Framework Agreement with CITIC Group on 31 December 2019 to set the annual caps for the continuing connected transactions thereunder for the year of 2020 and the period from 1 January 2021 to 22 September 2021. The Company and CITIC Group renewed the Property Leasing Framework Agreement on 9 August 2021 (subject to renewal) and set the annual caps for the continuing connected transactions thereunder for the period from 23 September 2021 to 31 December 2021 and for the year ended 31 December 2022. The Company and CITIC Group renewed the Property Leasing Framework Agreement on 30 December 2022.

As the term of the existing Property Leasing Framework Agreement, as well as the relevant annual caps thereunder are due to expire by the end of 2025, the Company proposed to further renew the Property Leasing Framework Agreement for a term of three financial years ending 31 December 2028, and to set the annual caps for the continuing connected transactions thereunder for the three financial years ending 31 December 2028.

4.2 The principal terms

Pursuant to the Property Leasing Framework Agreement, the Group agrees to lease certain properties from/to CITIC Group and its associates, the principal terms of which are summarized as follows:

(a) members of the Group and CITIC Group or its relevant associates shall enter into individual lease agreement to set out the specific terms and conditions in respect of the relevant leased properties according to the principles, and within the ambit of the Property Leasing Framework Agreement;

(b) the Group is entitled to lease additional gross floor areas from and among the available properties owned by CITIC Group and its associates during the term of the Property Leasing Framework Agreement; and

(c) CITIC Group and its associates are entitled to lease additional gross floor areas from and among the available properties owned by the Group during the term of the Property Leasing Framework Agreement.

4.3 Determination and payment of rentals and fees

The rentals and fees shall be determined and paid in the following manner:

(a) The rentals for the leased properties under the Property Leasing Framework Agreement (including the additional properties that may be leased to either party during the term of the Property Leasing Framework Agreement) shall be determined by the parties through negotiation according to the local fair market value. When determining the annual rental, the parties should make reference to (i) the recent fair transaction price of the comparable rental market for the leased premises; (ii) the government-guided housing rental price stipulated by the local government where the leased premises are located (if any); and (iii) various relevant factors such as the location, size, and public facilities of the premises.

(b) The payment of such annual rentals shall be in cash and can be on a monthly, quarterly or yearly basis, as determined and specified in the individual lease agreement.

(c) During the term of lease, all expenses incurred for using the leased properties, such as water, electricity, heating fees, maintenance fee, air-conditioning fee, and parking space fee, shall be paid by the party as agreed in the individual lease agreement.

4.4 Historical transaction amounts

Set out below is the historical transaction amounts in respect of the rentals received and paid by the Group from and to CITIC Group and its associates for the preceding two financial years ended 31 December 2024 and the six months ended 30 June 2025 as follows:

	Approximate historical transaction amounts		
Property Leasing	**For the year ended 31 December 2023** *(RMB ten thousand)*	**For the year ended 31 December 2024** *(RMB ten thousand)*	**For the six months ended 30 June 2025** *(RMB ten thousand)*
Rental income received by the Group from lease of properties to CITIC Group and its associates	3,700	3,519	1,597
Rental expenses incurred by the Group for lease of properties from CITIC Group and its associates	1,289	9,042	3,144

4.5 Proposed caps

As HKFRS 16 "Lease" has taken effect from 1 January 2019 and applied to financial years beginning on or after 1 January 2019, with respect to the continuing connected transactions contemplated under the Property Leasing Framework Agreement for the

next three financial years ending 31 December 2028 under which the Group is the lessee and where HKFRS 16 "Lease" is applicable, the annual caps for the continuing connected transactions in respect of lease of properties from CITIC Group and its associates shall be set based on the total value of right-of-use assets relating to the relevant leases in accordance with the relevant requirements of the Hong Kong Stock Exchange.

Taking into consideration of the above, the Company estimates the caps for the rentals (inclusive of management fees relating to the relevant leased properties, if any) payable and receivable by the Group under the Property Leasing Framework Agreement for the next three financial years ending 31 December 2028 as follows:

Property Leasing	**Proposed annual caps for the year ending 31 December 2026** *(RMB ten thousand)*	**Proposed annual caps for the year ending 31 December 2027** *(RMB ten thousand)*	**Proposed annual caps for the year ending 31 December 2028** *(RMB ten thousand)*
Rental income to be received from lease of properties to CITIC Group and its associates	60,000	60,000	60,000
Rental expenses/total value of right-of-use assets in respect of lease of properties from CITIC Group and its associates	100,000	115,000	100,000

4.6 Basis of determination of the proposed annual caps

(a) Rental expenses

When estimating the proposed annual caps for the rental expenses to be incurred by the Group, the Company has taken into account HKFRS 16 and made reference to the above historical transaction amounts and also considered, among other things, the following key factors

(i) the Group's current and potential expansion demand for office space, which may be leased from CITIC Group and its associates;

(ii) CITIC Group expects to implement a scheme to enhance the coordinated utilization of existing office property resources, the Group anticipates an increase in leasing office spaces from CITIC Group and its associates;

(iii) the expected rental renewal of some of the leases in the PRC and Hong Kong with CITIC Group or its associates.

(b) Rental income

When estimating the proposed annual caps for the rental income to be received by the Group, the Company has made reference to the above historical transaction amounts and also considered, among other things, the following key factors:

(i) similar to the rental expenses, the leasing demand of CITIC Group and its associates from the Group is expected to increase during 2026-2028; and

(ii) the expected rental renewal of the existing leasing agreements with CITIC Group or its associates.

4.7 Reasons for and benefits of renewal of the Property Leasing Framework Agreement

For the purpose of business management and daily office operation, the Group has leased certain properties from CITIC Group and its associates in Beijing, Hong Kong and other cities in the PRC, while CITIC Group and its associates also have leased certain properties from the Group in Beijing and Shenzhen. The existing Property Leasing Framework Agreement will expire on 31 December 2025. The Company expects to lease more offices in the future as the scale of its businesses continues to expand. It is therefore necessary for the Company and CITIC Group (including itself, its subsidiaries and associates) to renew the Property Leasing Framework Agreement so as to better regulate the continuing connected transactions in relation to the property leasing between the parties and meet the business needs of both parties.

The Directors (including the independent non-executive Directors) are of the view that transactions under the Property Leasing Framework Agreement proposed to be renewed will be conducted on normal commercial terms, and the terms and conditions therein as well as the proposed annual caps for the continuing connected transactions contemplated thereunder for the next three financial years ending 31 December 2028 are fair and reasonable, and are in the interests of the Company and its Shareholders as a whole.

5. HONG KONG LISTING RULES IMPLICATIONS

CITIC Financial Holdings is a substantial Shareholder of the Company holding an aggregate of 19.84% interests in the Company as at the date of this announcement. CITIC Group is an associate of CITIC Financial Holdings. Accordingly, CITIC Group and its associates are connected persons of the Company under Chapter 14A of the Hong Kong Listing Rules and the proposed transactions to be conducted between the Group and CITIC Group and its associates under the Framework Agreements constitute continuing connected transactions for the Company under Chapter 14A of the Hong Kong Listing Rules.

As the highest of the applicable percentage ratios in respect of each of: (a) the proposed annual caps for the continuing securities and financial products transactions; (b) (i) the proposed maximum daily balance of non-exempted loans by CITIC Group and its associates

to the Group, and (ii) the proposed maximum daily balance of non-exempted loans by the Group to CITIC Group and its associates; and (c) the proposed annual caps for the continuing securities and financial services transactions contemplated under the Securities and Financial Products Transactions and Services Framework Agreement proposed to be renewed exceeds 5% calculated according to the percentage ratios under the Hong Kong Listing Rules, such continuing connected transactions are subject to the reporting, announcement, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Hong Kong Listing Rules.

As the highest of the applicable percentage ratios in respect of each of: (a) the proposed annual caps for the continuing connected transactions contemplated under the Miscellaneous Services Framework Agreement proposed to be renewed for the next three financial years ending 31 December 2028; and (b) the proposed annual caps for the continuing connected transactions contemplated under the Property Leasing Framework Agreement proposed to be renewed for the next three financial years ending 31 December 2028 is more than 0.1% but less than 5% according to the percentage ratios under the Hong Kong Listing Rules, such continuing connected transactions are only subject to the reporting, announcement and annual review requirements, but are exempted from Independent Shareholders' approval requirement under Chapter 14A of the Hong Kong Listing Rules.

The provision of inter-financial institutions loans by CITIC Group and its associates to the Group and the subscription by CITIC Group and its associates for the beneficiary certificates issued by the Group are exempted from reporting, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Hong Kong Listing Rules as such transactions constitute financial assistance provided by a connected person for the benefit of the Group upon normal commercial terms with no security given for such financial assistance.

The Company has obtained a waiver from strict compliance with the requirement of setting up annual caps in respect of the maximum daily balance of deposits of the Group's proprietary funds and its customers' funds, placed with the banking subsidiaries of CITIC Group for the three financial years ending 31 December 2028.

Mr. ZHANG Youjun, the executive Director and chairman of the Company, also acts as the assistant to the general manager of CITIC Group, CITIC Limited and CITIC Corporation Limited and the vice chairman of CITIC Financial Holdings; Mr. ZHANG Lin, the non-executive Director of the Company, also acts as a non-executive director of CITIC Group, CITIC Limited and CITIC Corporation Limited and a director of CITIC Financial Holdings; Ms. FU Linfang, the non-executive Director of the Company, also acts as the deputy general manager of the Strategy and Investment Management Department of CITIC Group, a director of CITIC Construction Co., Ltd.; Mr. ZHAO Xianxin, the non-executive Director of the Company, also acts as the general manager of the Risk and Compliance Department of CITIC Financial Holdings. Therefore, they are deemed to have material interests in all the above-mentioned continuing connected transactions contemplated between the Group and CITIC Group, and thus have abstained from voting on the relevant resolutions at the Board meeting.

Save as mentioned above, none of the other Directors has any material interest in such transactions and is required to abstain from voting on the relevant resolutions at the Board meeting.

6. GENERAL INFORMATION

6.1 Information on CITIC Group

CITIC Group is a large-scale state-owned comprehensive multinational conglomerate founded in 1979, and its businesses cover five sectors, including comprehensive finance, advanced intelligent manufacturing, advanced materials, new consumption and new urbanization. As at the date of this announcement, CITIC Group is an enterprise under the Ministry of Finance and it indirectly holds an aggregate of 19.84% interests in the Company.

Among the subsidiaries of CITIC Group, the following companies engage in more business transactions with the Company: CITIC Bank, China CITIC Bank International Limited, CITIC Trust Co., Ltd., CITIC Prudential Life Insurance Co., Ltd., CITIC Finance Company Limited, CITIC Construction Co., Ltd., etc.

6.2 Information on the Company

The principal businesses of the Company include securities brokerage (for areas other than Shandong Province, Henan Province, Tiantai and Cangnan Counties of Zhejiang Province); securities investment consulting; financial advisory services related to securities trading and investment activities; securities underwriting and sponsorship; securities proprietary business; securities asset management; margin financing and securities lending; securities investment fund sales agency; provision of intermediate referral services to futures companies; distribution of financial products; and stock options market making.

7. EXTRAORDINARY GENERAL MEETING

The Company will convene an extraordinary general meeting for the purposes of, among other things, obtaining the Independent Shareholders' approval for the renewal of the Securities and Financial Products Transactions and Services Framework Agreement and the proposed annual caps for each of the continuing securities and financial products transactions and securities and financial services transactions contemplated thereunder and the proposed maximum daily balance of non-exempted loans by CITIC Group and its associates to the Group, as well as the maximum daily balance of non-exempted loans by the Group to CITIC Group and its associates. CITIC Group and its associates will abstain from voting on the resolution.

The Independent Board Committee, comprising all the independent non-executive Directors, has been established to advise the Independent Shareholders on the terms of the Securities and Financial Products Transactions and Services Framework Agreement proposed to be renewed and the proposed annual caps for the continuing securities and financial products transactions and securities and financial services transactions contemplated thereunder and the proposed maximum daily balance of non-exempted loans by CITIC Group and its associates to the Group, as well as the maximum daily balance of non-exempted loans by the Group to CITIC Group and its associates.

Somerley has also been appointed to advise the Independent Board Committee and the Independent Shareholders on the same matters.

A circular containing, among others, further details of the Securities and Financial Products Transactions and Services Framework Agreement, a letter of advice from Somerley to the Independent Board Committee and the Independent Shareholders and a letter from the Independent Board Committee to the Independent Shareholders on the same and its recommendation on voting, on the proposed terms to be renewed and the proposed annual caps of the continuing connected transactions contemplated thereunder, together with the notice of the extraordinary general meeting of the Company, will be despatched to the Shareholders on or before 12 December 2025.

8. DEFINITIONS

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

"associate(s)"	has the meaning ascribed to it in the Hong Kong Listing Rules
"Board"	the board of Directors of the Company
"CITIC Bank"	China CITIC Bank Corporation Limited (中信銀行股份有限公司)
"CITIC Financial Holdings"	China CITIC Financial Holdings Co., Ltd. (中國中信金融控股有限公司)
"CITIC Futures"	CITIC Futures Company Limited (中信期貨有限公司)
"CITIC Group"	CITIC Group Corporation (中國中信集團有限公司)
"CITIC Securities (Shandong)"	CITIC Securities (Shandong) Co., Ltd. (中信証券(山東)有限責任公司)
"CITIC Securities Investment"	CITIC Securities Investment Limited (中信証券投資有限公司)

"Company"	CITIC Securities Company Limited (中信証券股份有限公司), a joint stock company incorporated in the PRC with limited liability, whose H shares and A shares are listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange respectively
"CSDC"	China Securities Depository and Clearing Corporation Limited
"CSRC"	China Securities Regulatory Commission
"Director(s)"	the director(s) of the Company
"Framework Agreements"	(i) the Securities and Financial Products Transactions and Services Framework Agreement; (ii) the Miscellaneous Services Framework Agreement; and (iii) the Property Leasing Framework Agreement
"Group"	the Company and its subsidiaries
"GoldStone Investment"	GoldStone Investment Co., Ltd. (金石投資有限公司)
"H Share(s)"	the overseas listed foreign share(s) in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange (stock code: 6030)
"HIBOR"	Hong Kong Interbank Offered Rate
"HKFRS(s)"	Hong Kong Financial Reporting Standard(s) issued by the Hong Kong Institute of Certified Public Accountants from time to time
"Hong Kong"	Hong Kong Special Administrative Region of the PRC
"Hong Kong Listing Rules"	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited

"Independent Board Committee"	an independent committee of the Board comprising all independent non-executive Directors, namely, Mr. LI Qing, Mr. SHI Qingchun and Mr. ZHANG Jianhua, which was established to advise the Independent Shareholders in relation to the Securities and Financial Products Transactions and Services Framework Agreement proposed to be renewed, as well as the proposed annual caps and maximum daily balances for the continuing connected transactions contemplated thereunder
"Independent Shareholders"	Shareholders (other than China CITIC Financial Holdings Co., Ltd. (中國中信金融控股有限公司)) who are not required to abstain from voting on the resolution to be proposed at the extraordinary general meeting in relation to the renewal of the Securities and Financial Products Transactions and Services Framework Agreement and the proposed annual caps and maximum daily balances for the continuing connected transactions contemplated thereunder
"Miscellaneous Services Framework Agreement"	the miscellaneous services framework agreement entered into between the Company and CITIC Group on 23 September 2011 and subsequently renewed by the parties on 31 December 2013, 14 February 2017, 31 December 2019 and 30 December 2022, respectively, which is proposed to further renewed by the parties for another three financial years expiring on 31 December 2028
"PBOC"	The People's Bank of China
"PRC" or "China"	the People's Republic of China, which for the purpose of this announcement only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Property Leasing Framework Agreement"	the property leasing framework agreement entered into between the Company and CITIC Group on 23 September 2011 and subsequently renewed by the parties on 31 December 2013, 14 February 2017, 31 December 2019, 9 August 2021 and 30 December 2022 (subject to renewal), which, is proposed to be further renewed by the parties for another term of three financial years expiring on 31 December 2028
"RMB"	Renminbi, the lawful currency of the PRC

"Securities and Financial Products Transactions and Services Framework Agreement"	the Securities and Financial Products Transactions and Services Framework Agreement entered into between the Company and CITIC Group on 23 September 2011 and subsequently renewed by the parties on 31 December 2013, 14 February 2017, 31 December 2019 and 30 December 2022, respectively, which, subject to the approval of the Independent Shareholders, is proposed to be further renewed by the parties for another term of three financial years expiring on 31 December 2028
"SFO"	Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
"Shareholder(s)"	shareholders of the Company
"SHIBOR"	Shanghai Interbank Offered Rate
"SOFR"	Secured Overnight Financing Rate
"Somerley"	Somerley Capital Limited, a licensed corporation to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, is the independent financial adviser to the Independent Board Committee and the Independent Shareholders in respect of the non-exempted continuing connected transactions contemplated under the Securities and Financial Products Transactions and Services Framework Agreement and the proposed annual caps and maximum daily balances thereof
"Wind Info"	Wind Information Co., Ltd., a company with limited liability incorporated in the PRC in 1994 and an integrated service provider of financial data, information and software

By order of the Board
CITIC Securities Company Limited
ZHANG Youjun
Chairman

Beijing, the PRC
24 November 2025

As at the date of this announcement, the executive Directors are Mr. ZHANG Youjun and Mr. ZOU Yingguang; the non-executive Directors are Mr. ZHANG Lin, Ms. FU Linfang, Mr. ZHAO Xianxin and Mr. WANG Shuhui; and the independent non-executive Directors are Mr. LI Qing, Mr. SHI Qingchun and Mr. ZHANG Jianhua.