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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
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of CITIC Securities Company Limited (the "**Company**") dated 6 August 2026 in relation to the completion of the issuance of H shares to a specific investor. The board (the "**Board**") of directors (the "**Director(s)**") of the Company hereby announces that, pursuant to the resolution passed at the 2026 third extraordinary general meeting of the Company and the approval from the relevant regulatory authorities, the Company completed the issuance of 803,725,383 H shares to China CITIC Financial Holdings Co., Ltd. on 6 August 2026 (the "**Issuance**"). Upon completion of the Issuance, the registered capital of the Company increased from RMB14,820,546,829 to RMB15,624,272,212, and the total share capital increased from 14,820,546,829 Shares to 15,624,272,212 Shares. Pursuant to the Resolution in relation to the authorization by the general meeting to the Board and its authorized person(s) to proceed with relevant matters in respect of the Issuance of H Shares to Specific Investor in their sole discretion considered and approved at the 2026 third extraordinary general meeting of the Company, the general meeting of the Company has authorized the Board of the Company to apply, in a timely manner and based on the results of the Issuance, for changes to the registered capital and corresponding amendments to the relevant provisions of the Articles of Association (the "**AOA**"). In view of the above, the Company has amended the corresponding provisions of the AOA.

Meanwhile, with a view to further enhancing its corporate governance procedures, the Company proposes to amend the relevant articles of the AOA in relation to the members of the Management Committee and the procedures for meetings of the Board.

At the Board meeting held on 12 November 2026, the Resolution in relation to the increase in registered capital and the amendments to the AOA was considered and approved. It was agreed that the articles of the AOA relating to registered capital be amended, while the remaining proposed amendments be submitted to the general meeting of the Company for approval. Among such amendments, the amendments to the articles relating to registered capital shall take effect from the date on which they were considered and approved at such Board meeting and are not required to be separately submitted to the general meeting of the Company for consideration. The remaining proposed amendments to the AOA are subject to consideration and approval by the shareholders of the Company at the general meeting of the Company by way of a special resolution. Prior to submission of the proposed amendments to the general meeting of the Company for consideration, the Board authorizes the management to make corresponding non-substantive amendments, such as wording adjustments, to the AOA, based on the opinions or requirements of regulatory authorities, the stock exchanges on which the Company's shares are listed and relevant departments. Meanwhile, the Board will seek authorization from the shareholders at the general meeting of the Company for the management to handle the industrial and commercial registration and the filing procedures in relation to the amendments to the AOA, and to make adjustments as required by market regulation administrations and other regulatory authorities.

The proposed amendments to the AOA are made on the basis of the amendments to the AOA considered and approved at the 2025 annual general meeting of the Company. Details of the principal amendments are set out in the appendix to this announcement.

A circular of the general meeting of the Company containing, among other things, details of the proposed amendments to the AOA, and a notice convening the general meeting of the Company, will be published by the Company in due course. The AOA and the proposed amendments thereto are prepared in Chinese. In case of any inconsistency between the Chinese and English versions, the Chinese version shall prevail.

By order of the Board
CITIC Securities Company Limited
ZOU Yingguang
Chairman

Beijing, the PRC
12 November 2026

As at the date of this announcement, Executive Directors of the Company are Mr. ZOU Yingguang and Mr. ZHANG Changyi; Non-executive Directors of the Company are Ms. LI Yi, Mr. LIANG Dan, Mr. ZHANG Xuejun, Ms. FU Linfang, Mr. ZHAO Xianxin and Mr. WU Yonggao; Independent Non-executive Directors of the Company are Mr. LI Qing, Mr. SHI Qingchun, Mr. ZHANG Jianhua, Mr. LIU Qiao and Ms. LI Lanbing; and Employee Director of the Company is Mr. SHI Liang.

APPENDIX: TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Original Article	New Article	Basis
Article 3 The Company made its initial public offering of 400 million shares of Renminbi (RMB) common stock (hereinafter referred to as the "A shares") on 10 December 2002, which were listed on Shanghai Stock Exchange on 6 January 2003, with the approval of the CSRC (Zheng Jian Fa Xing Zi [2002] No. 129). In June 2006, the Company made a non-public offering of 500 million A shares, which were listed on Shanghai Stock Exchange on 27 June 2006, with the approval of the CSRC (Zheng Jian Fa Xing Zi [2006] No. 23). In August 2007, the Company made another public offering of 333,733,800 A shares, which were listed on Shanghai Stock Exchange on 4 September 2007, with the approval of the CSRC (Zheng Jian Fa Xing Zi [2007] No. 244). In April 2008, pursuant to the resolution at the 2007 Annual General Meeting of Shareholders, the Company implemented the annual profit distribution plan, where RMB5.00 (tax inclusive) would be distributed as cash dividend for every 10 shares of common stock, and every 10 shares of capital surplus would be converted to 10 shares of common stock. Following the conversion of the capital surplus, the total share capital of the Company increased by 3,315,233,800 shares, which were listed on Shanghai Stock Exchange on April 25, 2008.	Article 3 The Company made its initial public offering of 400 million shares of Renminbi (RMB) common stock (hereinafter referred to as the "A shares") on 10 December 2002, which were listed on Shanghai Stock Exchange on 6 January 2003, with the approval of the CSRC (Zheng Jian Fa Xing Zi [2002] No. 129). In June 2006, the Company made a non-public offering of 500 million A shares, which were listed on Shanghai Stock Exchange on 27 June 2006, with the approval of the CSRC (Zheng Jian Fa Xing Zi [2006] No. 23). In August 2007, the Company made another public offering of 333,733,800 A shares, which were listed on Shanghai Stock Exchange on 4 September 2007, with the approval of the CSRC (Zheng Jian Fa Xing Zi [2007] No. 244). In April 2008, pursuant to the resolution at the 2007 Annual General Meeting of Shareholders, the Company implemented the annual profit distribution plan, where RMB5.00 (tax inclusive) would be distributed as cash dividend for every 10 shares of common stock, and every 10 shares of capital surplus would be converted to 10 shares of common stock. Following the conversion of the capital surplus, the total share capital of the Company increased by 3,315,233,800 shares, which were listed on Shanghai Stock Exchange on April 25, 2008.	Pursuant to the resolution passed at the 2026 third extraordinary general meeting of the Company and the approval from the relevant regulatory authorities, the Company completed the issuance of 803,725,383 H shares to China CITIC Financial Holdings Co., Ltd. in August 2026. Upon completion of the issuance, the registered capital of the Company changed from RMB14,820,546,829 to RMB15,624,272,212, and the total share capital increased from 14,820,546,829 Shares to 15,624,272,212 Shares.

Original Article	New Article	Basis
In June 2010, pursuant to the resolution at the 2009 Annual General Meeting of Shareholders, the Company implemented the annual profit distribution plan, where RMB5.00 (tax inclusive) would be distributed as cash dividend for every 10 shares of common stock, and every 10 shares of capital surplus would be converted to 5 shares of common stock. Following the conversion of the capital surplus, the total share capital of the Company increased by 3,315,233,800 shares, which were listed on Shanghai Stock Exchange on June 25, 2010. In September 2011, with the approval of the CSRC (Zheng Jian Xu Ke [2011] No. 1366), the Company made its initial public offering of 995,300,000 foreign shares to be listed overseas (hereinafter referred to as the "H shares"). Pursuant to the Measures on the Management of Reducing Held State Shares and Raising Social Security Funds and the approval from the Ministry of Finance, the state-owned shareholders of the Company transferred their 99,530,000 state-owned shares to the National Council for Social Security Fund, which were then converted to H shares. On 6 October 2011, the above total 1,094,830,000 H shares were listed on the main board of The Stock Exchange of Hong Kong Limited (the Hong Kong Stock Exchange).	In June 2010, pursuant to the resolution at the 2009 Annual General Meeting of Shareholders, the Company implemented the annual profit distribution plan, where RMB5.00 (tax inclusive) would be distributed as cash dividend for every 10 shares of common stock, and every 10 shares of capital surplus would be converted to 5 shares of common stock. Following the conversion of the capital surplus, the total share capital of the Company increased by 3,315,233,800 shares, which were listed on Shanghai Stock Exchange on June 25, 2010. In September 2011, with the approval of the CSRC (Zheng Jian Xu Ke [2011] No. 1366), the Company made its initial public offering of 995,300,000 foreign shares to be listed overseas (hereinafter referred to as the "H shares"). Pursuant to the Measures on the Management of Reducing Held State Shares and Raising Social Security Funds and the approval from the Ministry of Finance, the state-owned shareholders of the Company transferred their 99,530,000 state-owned shares to the National Council for Social Security Fund, which were then converted to H shares. On 6 October 2011, the above total 1,094,830,000 H shares were listed on the main board of The Stock Exchange of Hong Kong Limited (the Hong Kong Stock Exchange).	

Original Article	New Article	Basis
In October 2011, pursuant to the resolution at the 2011 First Extraordinary General Meeting of Shareholders, and the approval of CSRC, the sole global coordinator partially exercised its overallotment option and the Company issued and allotted 75,907,000 additional H shares accordingly. The state-owned shareholders of the Company further transferred their 7,590,700 shares to the National Council for Social Security Fund, which were then converted to H shares, pursuant to the Measures on the Management of Reducing Held State Shares and Raising Social Security Funds and the approval from the Ministry of Finance. The above 75,907,000 H shares that were additionally issued and placed according to the partial exercise of the over-allotment option by the Sole Global Coordinator, and the above 7,590,700 H shares that were transferred to the National Council for Social Security Fund and were then converted to H shares pursuant to the relevant regulations of the State on the reduction of state-owned shares were listed on the Hong Kong Stock Exchange on November 1, 2011 and November 7, 2011, respectively. In June 2015, the Company completed the issue of the non-public 1,100,000,000 H shares, which were listed on Hong Kong Stock Exchange on 23 June 2015, with the approval of the CSRC (Zheng Jian Xu Ke [2015] No. 936).	In October 2011, pursuant to the resolution at the 2011 First Extraordinary General Meeting of Shareholders, and the approval of CSRC, the sole global coordinator partially exercised its overallotment option and the Company issued and allotted 75,907,000 additional H shares accordingly. The state-owned shareholders of the Company further transferred their 7,590,700 shares to the National Council for Social Security Fund, which were then converted to H shares, pursuant to the Measures on the Management of Reducing Held State Shares and Raising Social Security Funds and the approval from the Ministry of Finance. The above 75,907,000 H shares that were additionally issued and placed according to the partial exercise of the over-allotment option by the Sole Global Coordinator, and the above 7,590,700 H shares that were transferred to the National Council for Social Security Fund and were then converted to H shares pursuant to the relevant regulations of the State on the reduction of state-owned shares were listed on the Hong Kong Stock Exchange on November 1, 2011 and November 7, 2011, respectively. In June 2015, the Company completed the issue of the non-public 1,100,000,000 H shares, which were listed on Hong Kong Stock Exchange on 23 June 2015, with the approval of the CSRC (Zheng Jian Xu Ke [2015] No. 936).	

Original Article	New Article	Basis
In March 2020, the Company completed the issue of the non-public 809,867,629 A shares, which were listed on Shanghai Stock Exchange on 11 March 2020, with the approval of the CSRC (Zheng Jian Xu Ke [2019] No. 2871). From February to March 2022, the Company allotted 1,552,021,645 A shares and 341,749,155 H shares, which were listed on the Shanghai Stock Exchange on 15 February 2022 and the Hong Kong Stock Exchange on 4 March 2022, respectively, with the approval of the CSRC (Zheng Jian Xu Ke [2021] 3729 and Zheng Jian Xu Ke [2021] No. 3714).	In March 2020, the Company completed the issue of the non-public 809,867,629 A shares, which were listed on Shanghai Stock Exchange on 11 March 2020, with the approval of the CSRC (Zheng Jian Xu Ke [2019] No. 2871). From February to March 2022, the Company allotted 1,552,021,645 A shares and 341,749,155 H shares, which were listed on the Shanghai Stock Exchange on 15 February 2022 and the Hong Kong Stock Exchange on 4 March 2022, respectively, with the approval of the CSRC (Zheng Jian Xu Ke [2021] 3729 and Zheng Jian Xu Ke [2021] No. 3714). **In August 2026, pursuant to the resolution at the 2026 Third Extraordinary General Meeting of Shareholders, and the approval of the relevant regulatory authorities, the Company completed the issuance of 803,725,383 H shares to a specific investor, which were listed on the Hong Kong Stock Exchange on 7 August 2026.**	
Article 6 The registered capital of the Company is RMB~~14,820,546,829~~.	Article 6 The registered capital of the Company is RMB**15,624,272,212**.	Same as above
Article 26 The number of the issued shares of the Company is ~~14,820,546,829~~. The structure of share capital of the Company is as follows: all the ~~14,820,546,829~~ shares are common shares, including 12,200,469,974 A shares held by the shareholders of A shares and ~~2,620,076,855~~ H shares held by the shareholders of H shares.	Article 26 The number of the issued shares of the Company is **15,624,272,212**. The structure of share capital of the Company is as follows: all the **15,624,272,212** shares are common shares, including 12,200,469,974 A shares held by the shareholders of A shares and **3,423,802,238** H shares held by the shareholders of H shares.	Same as above

Original Article	New Article	Basis
Article 182 The Company shall have a Management Committee, as the highest operational and management organ~~, whose members shall be appointed or dismissed by the Board of Directors~~. The Company shall have one President, seven to eleven executive members who shall ~~be the senior management members of the Company, and~~ primarily be responsible for taking charge of the business of the Company. The Management Committee shall consist of the President, executive members, the Chief Financial Officer, the Chief Compliance Officer, the Chief Risk Officer, the Chief Information Officer, the Secretary to the Board of Directors and the Treasurer~~, etc~~.	Article 182 The Company shall have a Management Committee, as the highest operational and management organ. The Company shall have one President, **and** seven to eleven executive members**,** who shall primarily be responsible for taking charge of the business of the Company. The Management Committee shall consist of **the Chairman of the Board of Directors**, the President, executive members, the Chief Financial Officer, the Chief Compliance Officer, the Chief Risk Officer, the Chief Information Officer, the Secretary to the Board of Directors and the Treasurer **and other personnel as determined by the Board of Directors of the Company**. **Where laws and regulations impose restrictions on members of the Management Committee holding concurrent positions, such restrictions shall prevail.**	Amended in accordance with Article 58 of the Code of Governance for Securities Companies [1]and having regard to the actual circumstances of the Company.
Article 152 For any ad extraordinary meeting of the Board of Directors, the notice may be given by mail (including email), ~~hand, mail or fax~~, at least seven days before the meeting. However, in the event of emergency for which an extraordinary meeting of the Board of Directors needs to be held as soon as possible, the notice may be given by telephone or other oral means at any time, provided that the convener shall give an explanation at the meeting therefor.	Article 152 For any ad extraordinary meeting of the Board of Directors, the notice may be given by mail (including email), **personal delivery, post,** at least seven days before the meeting. However, in the event of emergency for which an extraordinary meeting of the Board of Directors needs to be held as soon as possible, the notice may be given by telephone or other oral means at any time, provided that the convener shall give an explanation at the meeting therefor.	Adjust the relevant disclosures to reflect the Company's actual circumstances.

[1] Article 58 of the Code of Governance for Securities Companies: Where a securities company establishes institutions such as a management committee or an executive committee to exercise the functions and powers of the general manager, the company shall specify in its articles of association the name, composition, duties and rules of procedure of such institutions. The members thereof shall be filed with the local office of the CSRC at the place of its domicile.

Original Article	New Article	Basis
Article 232 The notice of the meeting of the Board of Directors shall be given by ~~post~~ (including email), ~~hand, correspondence or fax~~, etc.	Article 232 The notice of the meeting of the Board of Directors shall be given by **mail** (including email), **personal delivery, post**, etc.	
Article 233 Where the Company gives a notice by hand, the return receipt shall be signed (or sealed) by the receiver, and the notice shall be deemed as given on the date of the receipt. Where the Company gives a notice by mail, the notice shall be deemed as given within three working days as of the date that the mail is delivered to the post office. Where the Company gives a notice by ~~fax or~~ email or by publishing the same on a website, the notice shall be deemed as given on the date that it is sent or published. Where the Company gives a notice by publication, the notice shall be deemed as given on the date of the first publication.	Article 233 Where the Company gives a notice by hand, the return receipt shall be signed (or sealed) by the receiver, and the notice shall be deemed as given on the date of the receipt. Where the Company gives a notice by mail, the notice shall be deemed as given within three working days as of the date that the mail is delivered to the post office. Where the Company gives a notice by email or by publishing the same on a website, the notice shall be deemed as given on the date that it is sent or published. Where the Company gives a notice by publication, the notice shall be deemed as given on the date of the first publication.	

TABLE OF AMENDMENTS TO THE RULES OF PROCEDURE FOR THE BOARD OF DIRECTORS

Original Article	New Article	Basis
Article 5 Regular Meeting The Board of Directors shall hold at least four regular meetings, which are convened by the Chairman of the Board of Directors. To call a meeting of the Board of Directors, the Company shall notify all the directors in writing 14 days prior to the opening of the meeting. The notice may be given by mail (including email), personal delivery, post ~~or fax~~.	Article 5 Regular Meeting The Board of Directors shall hold at least four regular meetings, which are convened by the Chairman of the Board of Directors. To call a meeting of the Board of Directors, the Company shall notify all the directors in writing 14 days prior to the opening of the meeting. The notice may be given by mail (including email), personal delivery, post.	Adjust the relevant disclosures to reflect the Company's actual circumstances.
Article 8 Notice of the Extraordinary Meeting To call an extraordinary meeting of the Board of Directors, the Company shall notify all the directors in writing 7 days prior to the opening of the meeting. The notice may be given by mail (including email), personal delivery, post ~~or fax~~. In the event of an emergency where an extraordinary meeting of the Board of Directors has to be convened as soon as practicable, ~~the Company may give the~~ notice of the meeting by telephone or other oral means at any time, provided that the convener shall provide an explanation at the meeting.	Article 8 Notice of the Extraordinary Meeting To call an extraordinary meeting of the Board of Directors, the Company shall notify all the directors in writing 7 days prior to the opening of the meeting. The notice may be given by mail (including email), personal delivery, post. In the event of an emergency where an extraordinary meeting of the Board of Directors has to be convened as soon as practicable, notice of the meeting **may be given** by telephone or other oral means at any time, provided that the convener shall provide an explanation at the meeting.	

Original Article	New Article	Basis
Article 16 Procedure for Deliberations For any proposal that requires endorsement by the independent directors in advance, the chairman ~~of the meeting shall~~ designate an independent director ~~to read out the written endorsement of the independent directors~~ before the proposal is put to discussion.	Article 16 Procedure for Deliberations For any proposal that requires endorsement by the independent directors in advance, **where the relevant written opinions have been delivered together with the meeting materials,** the chairman **may confirm that the prior consideration has been completed and** designate an independent director **to explain the principal conclusions and any reservations** before the proposal is put to discussion. **Such opinions shall be retained as part of the meeting record.**	
Article 18 Voting Votes at the meeting of the Board of Directors shall be by show of hands. Extraordinary meetings of the Board of Directors may be held and resolutions adopted by means of ~~fax~~, with the resolutions to be signed by the attending directors, provided that all the directors have fully expressed their opinions.	Article 18 Voting Votes at the meeting of the Board of Directors shall be by show of hands. Extraordinary meetings of the Board of Directors may be held and resolutions adopted by means of **correspondence**, with the resolutions to be signed by the attending directors, provided that all the directors have fully expressed their opinions.	

Original Article	New Article	Basis
Article 21 Minutes of the Meeting The meeting of the Board of Directors shall prepare complete and true minutes, and the Secretary to the Board of Directors shall carefully note down and sort out the matters discussed at the meeting. The minutes shall be signed by the directors that attend the meeting or participate in the discussion (if the meeting is held by ~~fax~~), the Secretary of the Board of Directors and the notetaker. The directors that have attended the meeting or participated in the discussion (if the meeting is held by ~~fax~~) shall have the right to request that their statements at the meeting be recorded in an explanatory note in the minutes. The minutes of the meeting of the Board of Directors, as an important file of the Company, shall be kept by the Secretary of Board of Directors for no less than 10 years and may later be used as substantial evidence on the liabilities of the directors.	Article 21 Minutes of the Meeting The meeting of the Board of Directors shall prepare complete and true minutes, and the Secretary to the Board of Directors shall carefully note down and sort out the matters discussed at the meeting. The minutes shall be signed by the directors that attend the meeting or participate in the discussion (if the meeting is held by **correspondence**), the Secretary of the Board of Directors and the notetaker. The directors that have attended the meeting or participated in the discussion (if the meeting is held by **correspondence**) shall have the right to request that their statements at the meeting be recorded in an explanatory note in the minutes. The minutes of the meeting of the Board of Directors, as an important file of the Company, shall be kept by the Secretary of Board of Directors for no less than 10 years and may later be used as substantial evidence on the liabilities of the directors.	