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

Proposed Change of Non-executive Director

It is hereby announced by the Board of Directors of the Company that:

- (1) Mr. FANG Jun, due to change of job assignments, proposed to resign from his positions as a non-executive director and members of the Strategic Planning Committee, the Nomination Committee and Risk Management Committee of the Company. Mr. FANG Jun will officially resign from his positions as a non-executive director and members of the relevant board committees of the Company upon approval of the appointment of a new non-executive director at the Annual General Meeting to fill the vacancy arising from his resignation and approval by the local branch of the CSRC of the qualification of the proposed to be appointed new non-executive director;
- (2) Mr. CHEN Zhong has been nominated as a non-executive director candidate to fill the vacancy arising from the resignation of Mr. FANG Jun. The appointment of Mr. CHEN Zhong shall be subject to consideration and approval by the Annual General Meeting and approval by the local branch of the CSRC of his qualification for serving as a director of a securities company. As considered and approved by the Board of Directors, Mr. CHEN Zhong shall also be appointed as members of the Strategic Planning Committee, Nomination Committee and Risk Management Committee under the Board upon the effective date of the above appointment.

A circular containing, inter alia, further details on the proposed appointment of Mr. CHEN Zhong as a non-executive director, together with a notice of the Annual General Meeting, will be dispatched by the Company to the shareholders in due course.

Resignation of Non-executive Director

It is hereby announced by the Board of Directors (“**Board**”) of CITIC Securities Company Limited (the “**Company**”) that Mr. FANG Jun, due to change of job assignments, proposed to resign from his positions as a non-executive director and members of the Strategic Planning Committee, Nomination Committee and Risk Management Committee of the Company. Mr. FANG Jun will officially resign from his positions as a non-executive director and members of the relevant board committees of the Company upon approval of the appointment of a new non-executive director at the 2015 Annual General Meeting of the Company (“**Annual General Meeting**”) to fill the vacancy arising from his resignation and approval by the local branch of China Securities Regulatory Commission (the “**CSRC**”) of the qualification of the proposed to be appointed new non-executive director.

Mr. FANG Jun has confirmed that there is no disagreement between him and the Board, and there are no other matters in relation to his resignation that should be brought to the attention of the shareholders of the Company.

Proposed Appointment of Non-executive Director

The Board has further announced that Mr. CHEN Zhong has been nominated as a non-executive director candidate of the Company to fill the vacancy arising from the resignation of Mr. FANG Jun. The appointment of Mr. CHEN Zhong shall be subject to consideration and approval by the Annual General Meeting and approval by the local branch of the CSRC of his qualification for serving as a director of a securities company. As considered and approved by the Board, Mr. CHEN Zhong shall also be appointed as members of the Strategic Planning Committee, Nomination Committee and Risk Management Committee under the Board upon the effective date of the above appointment.

The biographical summary of Mr. CHEN Zhong is set out below:

Mr. CHEN Zhong (陳忠), male, born in 1973 with Chinese nationality. He graduated from the Institute of Industrial Economics of the Academy of Finance and Economics of the Chinese Academy of Social Sciences with a Ph.D. degree in economics in 2002. He joined China Life Insurance (Group) Company in February 2016 and is currently the General Manager of the Investment Management Department. Mr. CHEN had previously worked in Industrial and Commercial Bank of China from 1997 to 2016, and since 2009 had served as assistant to President and as Vice President of Chongqing Branch, Deputy General Manager of Credit and Investment Management

Department and Deputy General Manager of Credit Approval Department of the Head Office. Mr. CHEN is also concurrently a director of Shanghai Lujiazui Finance and Trade Zone United Development Co., Ltd. and a director of Hui Xian Holdings Limited.

Subject to the appointment of Mr. CHEN Zhong taking effect, Mr. CHEN Zhong has confirmed that, saved as disclosed above, (1) he does not hold any other position with the Company or any of its subsidiaries and has not been a director in any other listed companies during the past three years; (2) he is not connected with any other directors, senior management or substantial or controlling shareholders of the Company or any of its subsidiaries; and (3) as at the date of this announcement, he does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

In addition, Mr. CHEN Zhong has confirmed that there is no other information in relation to his appointment that is discloseable pursuant to rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, and there is no other matter that needs to be notified to the shareholders.

The Board proposed to appoint Mr. CHEN Zhong as a director of the Sixth Session of the Board of the Company, for a term commencing on the effective date of his appointment and ending on the expiration date of the term of the Sixth Session of the Board. Upon his appointment as a non-executive director of the Company, Mr. CHEN Zhong will not receive any remuneration from the Company. As at the date of this announcement, the Company has not entered into any service contract with Mr. CHEN Zhong.

A circular containing, inter alia, further details on the proposed appointment of Mr. CHEN Zhong as a non-executive director, together with a notice of the Annual General Meeting of the Company, will be dispatched by the Company to the shareholders in due course.

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

Beijing, the PRC
29 April 2016

As at the date of this announcement, the executive directors of the Company are Mr. ZHANG Youjun, Mr. YIN Ke and Mr. YANG Minghui; the non-executive director is Mr. FANG Jun; and the independent non-executive directors are Mr. LIU Ke, Mr. HE Jia and Mr. LEE Kong Wai, Conway (Mr. CHAN Charles Sheung Wai).