

If you are in any doubt about any aspect of this supplemental circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **China CITIC Financial Asset Management Co., Ltd.**, you should at once hand this supplemental circular with the accompanying proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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中国中信金融资产
China CITIC Financial AMC

中國中信金融資產管理股份有限公司
China CITIC Financial Asset Management Co., Ltd.

(A joint stock limited liability company incorporated in the People's Republic of China)
(Stock Code: 2799)

ENGAGEMENT OF THE ACCOUNTING FIRMS FOR 2024
AND
SUPPLEMENTAL NOTICE OF THE 2023 AGM

This supplemental circular (the “**Supplemental Circular**”) shall be read in conjunction with the circular of the 2023 AGM (the “**First Circular**”) dated 26 April 2024.

Notice of the AGM to be held at 3:00 p.m. on Tuesday, 28 May 2024 at Conference Room 1221, No. 8 Financial Street, Xicheng District, Beijing, the PRC is set out in the First Circular. The supplemental notice of the AGM dated 13 May 2024 is set out in this Supplemental Circular. The resolution as set out in this Supplemental Circular will be submitted to the AGM for consideration. The supplemental proxy form for the AGM (the “**Supplemental Proxy Form**”) is enclosed in this Supplemental Circular and is published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk).

If you wish to appoint a proxy to attend the AGM on your behalf, you are required to complete and return the accompanying Supplemental Proxy Form in accordance with the instructions printed thereon no later than 24 hours before the time scheduled for holding the AGM (i.e. before 3:00 p.m. on Monday, 27 May 2024) or any adjournment(s) thereof (as the case may be). Completion and return of the Supplemental Proxy Form will not preclude you from attending and voting in person at the AGM or any adjournment(s) thereof should you so wish. The proxy form enclosed in the First Circular (the “**First Proxy Form**”) that has been returned to the H Share registrar of the Company will remain valid and effective to the extent applicable if correctly completed.

Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the First Circular.

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DEFINITIONS

In this Supplemental Circular, the following expressions have the following meanings unless the context requires otherwise:

“AGM” or “2023 Annual General Meeting”	the annual general meeting of the Company for 2023 to be held at Conference Room 1221, No. 8 Financial Street, Xicheng District, Beijing, the PRC, on Tuesday, 28 May 2024 at 3:00 p.m.
“Articles of Association”	the Articles of Association of China CITIC Financial Asset Management Co., Ltd. as amended from time to time
“Board” or “Board of Directors”	the board of directors of the Company
“Chairman”	the chairman of the Board of the Company
“Company”	China CITIC Financial Asset Management Co., Ltd.
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in Renminbi
“Group”	the Company and its subsidiaries
“H Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in HKD and listed on the Main Board of the Hong Kong Stock Exchange
“HKD”	the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“IFRSs”	the International Accounting Standards (IAS), the International Financial Reporting Standards, amendments and the related interpretations issued by the International Accounting Standards Board
“Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange
“MOF”	the Ministry of Finance of the PRC
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC

DEFINITIONS

“Share(s)” share(s) of the Company, including Domestic Shares and H Shares

“Shareholder(s)” holder(s) of the Shares of the Company



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China CITIC Financial AMC

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China CITIC Financial Asset Management Co., Ltd.

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

(Stock Code: 2799)

Executive Directors:

Mr. Liu Zhengjun (*Chairman*)

Mr. Li Zimin (*President*)

Non-executive Directors:

Ms. Zhao Jiangping

Mr. Xu Wei

Mr. Tang Hongtao

Independent Non-executive Directors:

Mr. Shao Jingchun

Mr. Zhu Ning

Ms. Chen Yuanling

Mr. Lo Mun Lam, Raymond

Registered Address:

No. 8 Financial Street, Xicheng District

Beijing

the PRC

Principal Place of Business

in Hong Kong:

40th Floor, Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai, Hong Kong

13 May 2024

Dear Sir or Madam,

ENGAGEMENT OF THE ACCOUNTING FIRMS FOR 2024
AND
SUPPLEMENTAL NOTICE OF THE 2023 AGM

1. INTRODUCTION

Reference is made to the circular of the AGM dated 26 April 2024 of the Company. The purpose of this Supplemental Circular is to provide you with the information regarding the supplemental resolution to be proposed at the AGM to enable you to make an informed decision on whether to vote for or against the supplemental resolution at the AGM.

LETTER FROM THE BOARD

2. MATTER TO BE CONSIDERED AT THE AGM

The supplemental resolution to be proposed at the AGM for consideration and approval by Shareholders is the engagement of the accounting firms for 2024. The above resolution is an ordinary resolution.

Details of the matter to be considered at the AGM are set out in the supplemental notice of the AGM on pages 7 to 9 in this Supplemental Circular. In order to enable you to have a better understanding of the supplemental resolution to be proposed at the AGM and to make well-informed decisions, this Supplemental Circular provides detailed information regarding the matter to be supplementarily considered at the AGM (see Appendix I).

3. THE AGM

The Supplemental Proxy Form in respect of the supplemental resolution is enclosed in this Supplemental Circular. The First Proxy Form enclosed in the First Circular that has been returned to the H Share registrar of the Company will remain valid and applicable to the permissible extent if correctly completed. The Supplemental Proxy Form will not affect the validity of any proxy form duly completed and returned by you in respect of the resolutions set out in the notice of the AGM dated 26 April 2024 (the “**First Notice**”). If you have validly appointed a proxy to attend the AGM on your behalf but do not duly complete and return the Supplemental Proxy Form, your proxy will be entitled to vote at discretion on your behalf on the supplemental resolution set out in the supplemental notice of the AGM dated 13 May 2024 (the “**Supplemental Notice**”). If you do not duly complete and return the First Proxy Form but have duly completed and returned the Supplemental Proxy Form and validly appointed a proxy to attend the AGM on your behalf, your proxy will be entitled to vote at discretion on your behalf on the resolutions set out in the First Notice.

Please refer to the First Notice and the First Circular for details of other resolutions to be submitted to the AGM for consideration, eligibility for attending, proxy, registration procedures, closure of register of members and other matters.

We hereby remind you that, according to Article 65 of the Articles of Association, where the number of equity interests of the Company pledged by a Shareholder reaches or exceeds 50% of the equity interests held by such Shareholder in the Company, no voting right in respect of the pledged equity interests shall be exercised at the shareholders’ general meeting until the ceasing of the above condition.

Voting at the AGM shall be taken by way of registered poll.

4. RECOMMENDATION

The Directors consider that the supplemental resolution set out in the Supplemental Notice of the AGM for consideration and approval by Shareholders is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favor of the supplemental resolution to be proposed at the AGM.

LETTER FROM THE BOARD

5. RESPONSIBILITY STATEMENT

This Supplemental Circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this Supplemental Circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other facts the omission of which would make this Supplemental Circular or any statement herein misleading.

By order of the Board
China CITIC Financial Asset Management Co., Ltd.
LIU Zhengjun
Chairman

TO CONSIDER AND APPROVE THE ENGAGEMENT OF THE ACCOUNTING FIRMS FOR 2024

According to the Administrative Measures for State-owned Financial Enterprises to Select and Appoint Accounting Firms (Cai Jin [2020] No. 6) and the Administrative Measures for State-owned Enterprises and Listed Companies to Select and Appoint Accounting Firms (Cai Kuai [2023] No. 4) issued by the MOF and other relevant requirements, in order to maintain the consistency of the annual audit work, the Company proposed to re-engage Ernst & Young Hua Ming LLP and Ernst & Young as the domestic and overseas auditors of the Company for 2024 to provide services for annual audit and interim review on the consolidated financial statements of the Company and the Group. The audit fee amounted to RMB11.70 million in total, and the Board was authorized to confirm the adjustment of the audit fee.

The above resolution has been considered and approved by the Board, and is hereby submitted to the AGM for consideration.



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SUPPLEMENTAL NOTICE OF THE 2023 AGM

References are made to the notice of the annual general meeting for 2023 (the “**First Notice**”) and the circular of the annual general meeting for 2023 (the “**First Circular**”) dated 26 April 2024 of China CITIC Financial Asset Management Co., Ltd. (the “**Company**”), in which the time and venue of the annual general meeting of the Company for 2023 (the “**AGM**”) and the resolutions to be submitted at the AGM for Shareholders’ consideration were set out.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the AGM will be held as originally scheduled at Conference Room 1221, No. 8 Financial Street, Xicheng District, Beijing, the People’s Republic of China (the “**PRC**”) at 3:00 p.m. on Tuesday, 28 May 2024 for the purpose of considering and, if thought fit, passing, in addition to the resolutions contained in the First Notice, the following resolution:

ORDINARY RESOLUTION

8. To consider and approve the engagement of the accounting firms for 2024

Details of the above resolution are set out in the supplemental circular of the AGM (the “**Supplemental Circular**”) dated 13 May 2024 of the Company, and should be read in conjunction with the First Circular. Unless otherwise stated, terms used in this notice shall have the same meanings as defined in the First Circular and the Supplemental Circular.

By order of the Board
China CITIC Financial Asset Management Co., Ltd.
LIU Zhengjun
Chairman

Beijing, the PRC
13 May 2024

As at the date of this notice, the Board comprises Mr. LIU Zhengjun and Mr. LI Zimin as executive Directors; Ms. ZHAO Jiangping, Mr. XU Wei and Mr. TANG Hongtao as non-executive Directors; Mr. SHAO Jingchun, Mr. ZHU Ning, Ms. CHEN Yuanling and Mr. LO Mun Lam, Raymond as independent non-executive Directors.

SUPPLEMENTAL NOTICE OF THE 2023 AGM

Notes:

1. The register of members of the Company will be closed from Thursday, 23 May 2024 to Tuesday, 28 May 2024 (both days inclusive). Holders of H Shares and domestic shares of the Company (the “**Domestic Shares**”) whose names appear on the register of members of the Company at the close of business on Wednesday, 22 May 2024 shall be entitled to attend and vote at the AGM. Holders of H Shares who wish to attend and vote at the AGM shall lodge all share transfer documents accompanied by the relevant share certificates with the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong before 4:30 p.m. on Wednesday, 22 May 2024.
2. The supplemental proxy form (the “**Supplemental Proxy Form**”) concerning the resolution set forth in this Supplemental Notice is enclosed in the Supplemental Circular. The first proxy form enclosed in the First Circular (the “**First Proxy Form**”) that has been returned to the H Share registrar of the Company will remain valid and applicable to the permissible extent if correctly completed. The Supplemental Proxy Form will not affect the validity of any proxy form duly completed and delivered by you in respect of the resolutions set out in the First Notice. If you have validly appointed a proxy to attend the AGM on your behalf but do not duly complete and deliver the Supplemental Proxy Form, your proxy will be entitled to vote on your behalf at the discretion on the supplemental resolution set out in this Supplemental Notice. If you do not duly complete and deliver the First Proxy Form but have duly completed and delivered the Supplemental Proxy Form and validly appointed a proxy to attend on your behalf and act for you at the AGM, your proxy will be entitled to vote at the discretion on the resolutions set out in the First Notice.
3. A Shareholder entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder, but he/she must attend the AGM in person to represent the relevant Shareholder.
4. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its legal representative, director(s) or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarized.
5. In order to be valid, the Supplemental Proxy Form, the notarized power of attorney or other authorization document (if any) must be delivered to the Board’s Office of the Company at No. 8 Financial Street, Xicheng District, Beijing, the PRC for holders of Domestic Shares and to the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for holders of H Shares not less than 24 hours before the time appointed for holding the AGM (i.e. before 3:00 p.m. on Monday, 27 May 2024) or any adjournment thereof (as the case may be). Completion and return of a proxy form will not preclude a Shareholder from attending and voting in person at the AGM or any adjournment thereof if he/she so wishes.
6. Pursuant to the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, the resolution set out in the Supplemental Notice of the AGM will be voted on by poll. On-site voting will be adopted as the voting method for attendees at the AGM.
7. The AGM is expected to last for half a day. Shareholders (in person or by proxy) attending the AGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the AGM shall produce their identity documents.

SUPPLEMENTAL NOTICE OF THE 2023 AGM

8. In the case of joint Shareholders, the vote of the senior who tenders a vote, either in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s), and for this purpose, seniority will be determined by the order in which the names stand on the register of members in respect of the relevant joint holders.

9. According to the Articles of Association, where the number of equity interests of the Company pledged by a Shareholder reaches or exceeds 50% of the equity interests held by such Shareholder in the Company, no voting right in respect of the pledged equity interests shall be exercised at the shareholders' general meeting. Upon the registration of pledge of equity interests, such Shareholder shall provide the Company with the relevant information of the pledged equity interests in a timely manner.