



瑞信证券(中国)有限公司

Credit Suisse Securities (China) Limited ("Company")

2022 年年度报告公开披露信息

2022 Annual Report Abstract

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重要提示

Important Notice

本公司董事会、监事会及董事、监事、高级管理人员保证本年度报告内容的真实、准确、完整，不存在虚假记载、误导性陈述或重大遗漏，并就其承担个别和连带的法律责任。

The Board of Directors, the Board of Supervisors, the Directors, the Supervisors, Senior Management Personnel (“SMP”) of the Company guarantee that there are no false representations, misleading statements or material omissions contained in this report, and shall assume the joint and several liabilities for the truthfulness, accuracy and completeness of the contents of this report.

本公司在任的全体五名董事于 2023 年 4 月 21 日作出 2023 年第二次书面决议，审议同意了本公司《2022 年审计报告》。本公司第五届董事会于 2023 年 4 月 24 日召开了 2023 年第二次例行会议，审议同意了《2022 年年度报告》其它部分的内容，全体五名董事亲自参加了该次会议，并一致同意本报告。

All five current Directors of the Company reviewed and approved the 2022 Audit Report of the Company by way of adopting the second written resolutions of the Board of Directors in 2023 on 21 April 2023. At the second regular meeting of the 5th Board of Directors of the Company in 2023 held on 24 April 2023, all the Directors reviewed and approved other parts of contents of 2022 Annual Report of the Company. All five current Directors of the Company attended this meeting in person and unanimously agreed to this report.

普华永道中天会计师事务所（特殊普通合伙）为本公司出具了带强调事项段的无保留意见的审计报告，本公司董事会、监事会对相关事项已有详细说明，请注意阅读。

PricewaterhouseCoopers Zhongtian (LLP) has issued an unqualified audit report with emphasis on matter paragraph for the Company, and the Board of Directors and the Board of Supervisors have explained the relevant matters in detail, so please take note to read it.

未有董事、监事、高级管理人员声明对年度报告内容存在异议或无法保证其真实、准确、完整。

None of the Directors, Supervisors or SMP has stated that he/she has different views on the contents of 2018 Annual Report of the Company or is unable to guarantee the truthfulness, accuracy and completeness of the contents of this report.

公司负责人、主管会计工作的负责人及会计机构负责人声明：保证年度报告中财务报表的真实、准确、完整。

The Company’s responsible person(s), the SMP who are in charge of accounting and the head of the Finance Department hereby make the representations that they guarantee the contents of the financial statements contained in the annual report are true, accurate and complete.

本报告以中、英文对照编制，在对中英文文本的理解上发生歧义时，以中文文本为准。

This report is prepared in Chinese and English. In case of any discrepancy, the Chinese version shall prevail.

一、 公司概况 Current Company Overview

1、 公司名称 Name of the Company

公司的法定中文名称 Legal Chinese name of the Company	瑞信证券（中国）有限公司（前称“瑞信方正证券有限责任公司”）
公司的英文名称 English name of the Company:	Credit Suisse Securities (China) Limited (formerly known as “Credit Suisse Founder Securities Limited”)
缩写 Abbreviation	CSS

2、 法定代表人 Legal representative: 王菁 Wang Jing

3、 总经理 General manager: 王菁 Wang Jing

4、 注册资本 Registered capital: 108,897.959184 万元人民币 RMB1,088,979,591.84

5、 各单项业务资格 Single business licenses:

报告期内各单项业务资格 Single Business Qualifications During the Reporting Period	<p>证券承销与保荐、证券经纪业务（限广东省深圳市前海深港现代服务业合作区）、中国证券登记结算有限责任公司结算参与人资格和开户代理机构资格、银行间债券市场业务资格、深港通下港股通业务交易权限</p> <p>Securities underwriting and sponsorship; securities brokerage service (only limited to Qianhai Shenzhen-Hong Kong Modern Service Industry Cooperation Zone of Shenzhen city of Guangdong Province); qualifications for clearing participants and securities account opening obtained from the China Securities Depository and Clearing Corporation Limited (CSDCC); qualification for Inter-bank bonds market business; and Southbound trading qualification for Shenzhen-Hong Kong Stock Connect business.</p>
报告出具日各单项业务资格 Single Business Qualifications as of the date of this Report	<p>证券承销与保荐、证券经纪、证券投资咨询、证券自营、中国证券登记结算有限责任公司结算参与人资格和开户代理机构资格、银行间债券市场业务资格、深港通下港股通业务交易权限</p> <p>Securities Underwriting and Sponsorship; securities Brokerage; securities investment consulting; securities proprietary trading; qualifications for clearing participants and securities account opening obtained from the China Securities Depository and Clearing Corporation Limited (CSDCC); qualification for Inter-bank Bonds Market business; and trading</p>

	qualification for Shenzhen-Hong Kong Stock Connect business.
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6、公司地址 Addresses

注册地址 Registered Address	北京市东城区金宝街 89 号 19 层 01A、02、03A 及 20 层 Unit 01A, 02, 03A of 19th Floor and 20th Floor, No. 89 Jinbao Street, Dongcheng District, Beijing
办公地址 Office Address	同注册地址 Same as Registered Address
邮政编码 Postal Code	100005
公司网址 Website	http://www.credit-suisse-securities.com
电子信箱 E-mail	list.csschina@credit-suisse.com

二、 公司历史沿革 History of the Company

2008 年 6 月 13 日，中国证监会向方正证券有限责任公司（现已更名为方正证券股份有限公司）下发证监许可 [2008] 793 号《关于批准设立瑞信方正证券有限责任公司的批复》，批准方正证券与 Credit Suisse AG（中文译名：瑞信银行股份有限公司，以下简称“瑞信”）（前称 Credit Suisse）共同出资设立瑞信方正证券有限责任公司。公司于 2008 年 10 月 24 日取得营业执照正式设立，公司的注册资本为 80,000 万元人民币。公司于 2008 年 12 月 29 日取得中国证监会颁发的《经营证券业务许可证》。

On 13 June 2008, the China Securities Regulatory Commission (CSRC) issued “the Written Reply in respect of the Establishment of Credit Suisse Founder Securities Ltd -- Zheng Jian License [2008] 793”, approving the establishment of Credit Suisse Founder Securities Limited which is jointly set up by Founder Securities Co., Ltd. (“FS”) and Credit Suisse AG (Chinese name: 瑞信银行股份有限公司, hereinafter referred to as “CS”, formerly known as “Credit Suisse”). After obtaining business license, the Company was formally incorporated on October 24, 2008 with registered capital of RMB800 million and obtained the Securities Business Operation Permit issued by CSRC on December 29, 2008.

2020 年 4 月 14 日，中国证监会作出《关于核准瑞信方正证券有限责任公司变更控股股东的批复》（证监许可〔2020〕696 号），核准公司增加和变更注册资本，核准瑞士信贷成为公司的主要股东、控股股东，核准瑞信集团股份有限公司（“瑞信集团”）成为公司的实际控制人。2020 年 6 月 1 日，公司完成注册资本的增加，公司注册资本由 80000 万元人民币增加到 108,897.959184 万元人民币，瑞士信贷成为公司的控股股东。2020 年 6 月 4 日，公司完成上述股权变更的工商登记。

On 14 April 2020, the CSRC, by issuing the Affirmative Reply on the Change of Controlling Shareholders of Credit Suisse Founder Securities Limited (Zheng Jian Xu Ke [2020] No. 696), approved CS to become the Company's major shareholder and controlling shareholder and approving Credit Suisse Group AG (“CS Group”, Chinese name: 瑞信集团股份有限公司) to become the Company's actual controller. On 1 June 2020, the Company completed the increase of its registered capital, whereby the Company's registered capital was increased from RMB800 million to RMB1,088,979,591.84 and CS became the Company's controlling shareholder. On 4 June 2020, the Company completed the procedures with industrial and commercial authority for the capital increase.

2021年6月29日，公司名称由“瑞信方正证券有限责任公司”变更为“瑞信证券（中国）有限公司”。

On 29 June 2021, the Company was rebranded from Credit Suisse Founder Securities Limited to Credit Suisse Securities (China) Limited.

三、 股东情况 Change of Capital Stock (Capital) and Shareholders

公司股东及股权情况包括：

The shareholders of the Company and shareholding structure are as follows:

股东名称 Name of Shareholders	出资额 Capital Contribution	占比 Proportion	质押或冻结情况 Pledged or Frozen
Credit Suisse AG 瑞信银行股份有限公司 (Credit Suisse AG 的中文译名)	等值于 55,537.959184 万元人民币的美元 US dollar equivalent to RMB555.38 million	51%	无 None
方正证券股份有限公司 Founder Securities Co., Ltd.	53,360 万元人民币 RMB533.6 million	49%	无 None

瑞信银行股份有限公司情况 Profile of Credit Suisse AG

Credit Suisse AG (中文译名为瑞信银行股份有限公司，以下简称“瑞信”) 成立于 1856 年 7 月 5 日，其成立地为瑞士苏黎世，其注册办公地址为瑞士苏黎世 Paradeplatz 8, CH-8001。瑞信的现有注册并已缴付资本额为 4,399,680,200 瑞士法郎。瑞信是一家综合性全能商业银行。瑞信获授权担任银行和证券交易商。所有该等业务都受到瑞士金融市场监督管理局（FINMA）监管。现任董事会主席为 Axel P. Lehmann，现任首席执行官为 Thomas Gottstein。

Credit Suisse AG (hereinafter referred to as “CS”) was incorporated on July 5, 1856. Its place of incorporation is Zurich, Switzerland and its registered office address is Paradeplatz 8, CH-8001, Zurich, Switzerland. The current registered and paid-in share capital of CS is CHF 4,399,680,200. CS is an integrated universal bank. CS is authorised to act as a bank and securities dealer. All of such businesses are regulated by Swiss Financial Market Supervisory Authority (“FINMA”). Axel P. Lehmann is the present Chairman of Board of Directors, while Thomas Gottstein is the present Chief Executive Officer.

方正证券股份有限公司情况 Profile of Founder Securities Co., Ltd.

方正证券股份有限公司（以下简称“方正证券”），注册成立于 1994 年 10 月 26 日，公司住所位于湖南省长沙市天心区湘江中路二段 36 号华远华中心 4、5 号楼 3701-3717，注册资本 82.32 亿元，法定代表人为董事长施华，执行委员会主任为何亚刚。方正证券的经营范围包括：证券经纪，证券投资咨询，与证券交易、证券投资活动有关的财务顾问，证券自营，证券资产管理，融资融券，证券投资基金代销，为期货公司提供中间介绍业务，代销金融产品。（按经营证券期货

业务许可证核定的期限和范围从事经营) (依法须经批准的项目, 经相关部门批准后方可开展经营活动)。方正证券首次公开发行 A 股股票并于 2011 年 8 月 10 日在上海证券交易所上市交易, 股票代码为 601901。

Founder Securities Co., Ltd. (hereinafter referred to as “FS”) was incorporated on 26 Oct 1994. Its registered address is Units 3701-3717, Tower 4 and 5, Hua Yuan Hua Centre, No. 36, Segment II of Xiang Jiang Zhong Lu, Tianxin District, Changsha City, Hunan Province. Its registered capital was RMB8,232 million. Shi Hua is the Legal Representative and Chairman of the Board, whilst He Yagang is the Chairman of Executive Committee. The business scope of Founder Securities covers: securities brokerage, securities investment advisory service, financial advisory service relating to securities trading and securities investment activities, securities proprietary trading, securities assets management, margin trading and securities lending, distribution of securities investment funds, providing intermediary referral service for futures firms, distribution of financial products. (FS engages in business according to the term length and scope stipulated by the license for operating securities and futures business) (For the businesses that is subject to approval according to laws, only after obtaining approval from relevant authorities should FS is allowed to conduct such business) On 10 August 2011, the A share of Founder Securities was listed on Shanghai Stock Exchange via IPO and traded with ticker of 601901.

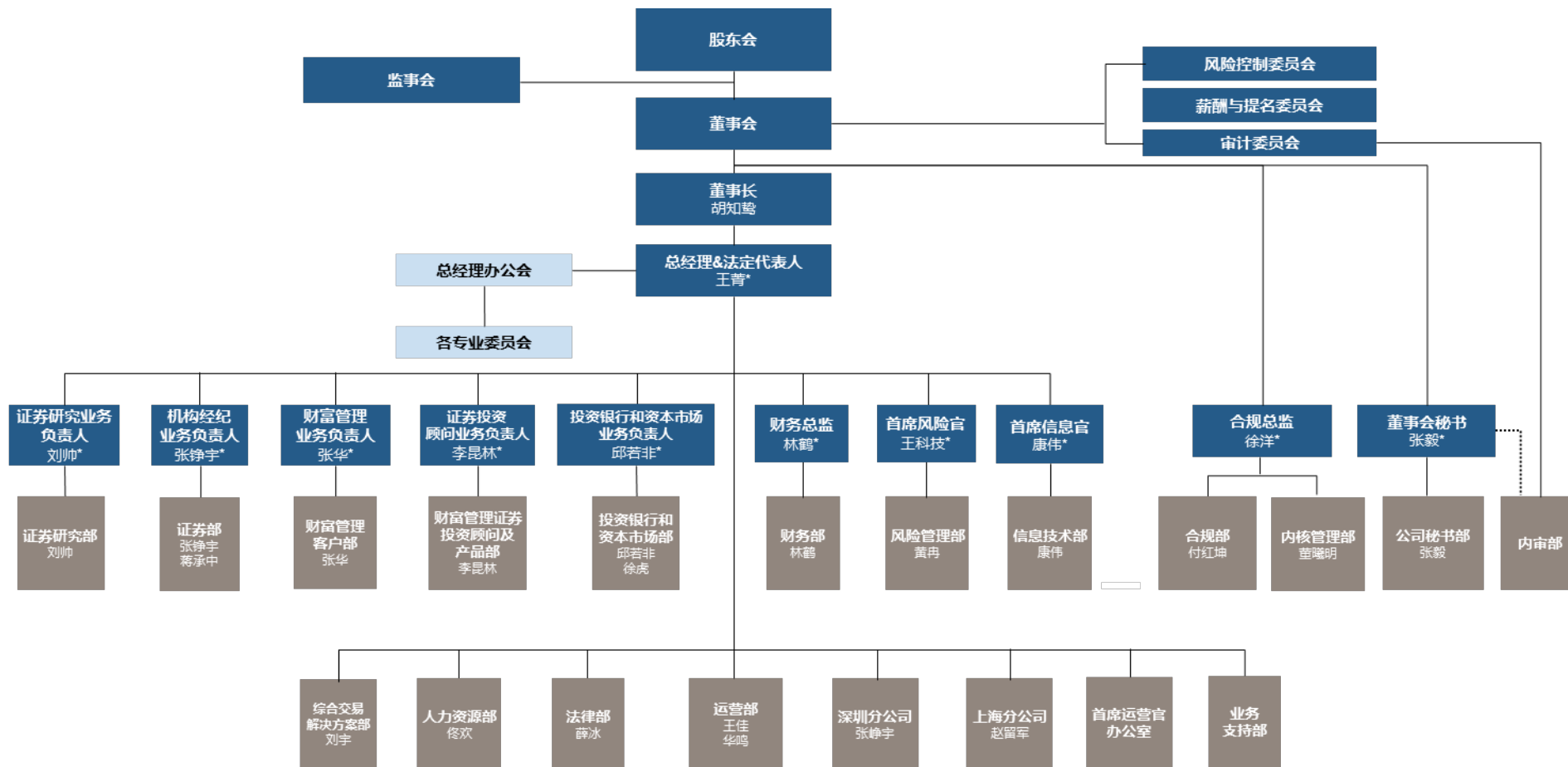
四、 组织机构 Organizational Structure

截止报告期末的公司组织机构示意图, 请见下页:

For the Company’s organizational structure as of the end of reporting period, please see the illustrative chart on the next page.

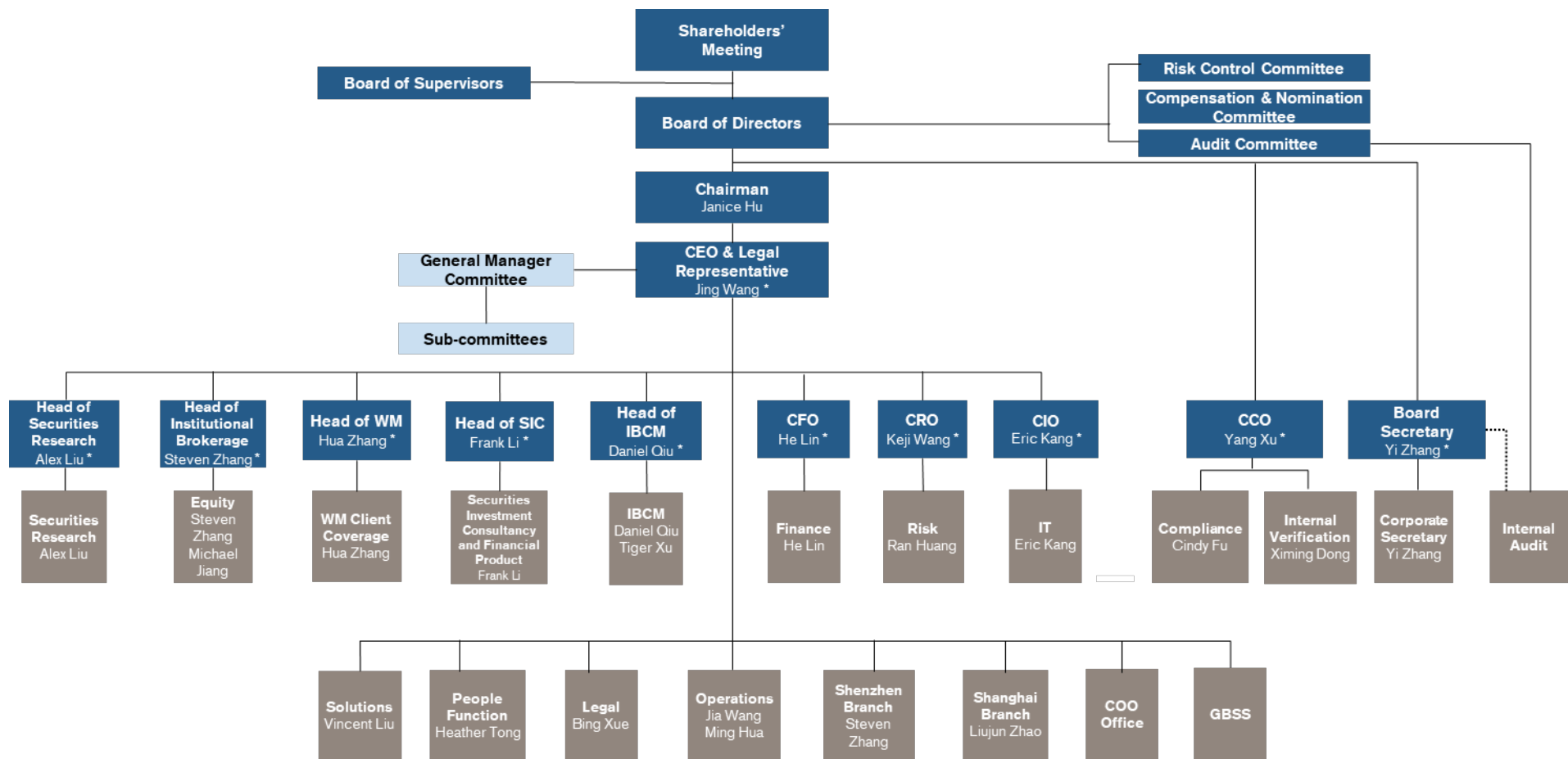
公司设有两家分公司, 没有证券营业部, 公司未设立任何子公司、服务部。具体情况见下表:

The Company has two branches and has no trading outlet, nor did it set up any subsidiaries or service office. Please see specific information of them in the following table:



备注:

*带星号的职位由高级管理人员担任,并向监管部门备案



Note:

* indicates that the positions are held by Senior Management Personnel (“SMP”) and their appointments need to be filed with regulatory authorities

名称Name	地址Address	设立时间 Establishment Date	负责人 Responsible Person	联系电话 Telephone No.
深圳分公司（原称“深圳前海证券营业部”） Shenzhen Branch (previously as “Shenzhen Qianhai Trading Outlet”)	深圳市福田区福田街道福安社区中心四路1号嘉里建设广场T2座2003 2003, Block T2, Kerry Construction Plaza, No.1, Center 4 Road, Fu An Community, Fu Tian Street, Futian District, Shenzhen	2016年2月24日 24 February 2016	张铮宇 Steven Zhang	+8610 6653 8666
上海分公司 Shanghai Branch	中国（上海）自由贸易试验区临港新片区环湖西一路333号1号楼312A室 Room 312A, Building No. 1, No. 333 of Huan Hu Xi Yi Road, Lin Gang Special Area, China (Shanghai) Pilot Free Trade Zone	2021年8月18日 18 August 2021	赵留军 Zhao Liujun	+8610 6653 8666

五、 公司员工构成情况 Employee Structure of the Company

截至 2022 年底，公司共有员工 234 名。其中：公司高级管理人员 11 名，投行业务人员 58 名，财富管理客户部 22 名，财富管理证券投资顾问及产品部 14 名，内核管理部 2 名，证券部人员 9 名，研究部人员 15 名，风险管理部人员 5 名，法律部人员 5 名，合规部人员 14 名，运营部人员 22 名，财务人员 11 名，信息技术部人员 29 名，其他部门人员 17 名。员工的年龄分布从 24 岁到 55 岁不等，平均年龄 37 岁。99% 的员工接受过本科或本科以上学历教育，其中拥有学士学位的员工占全体员工的 35%，硕士占 59%，博士学位的员工占 3%。

As of the end of 2022, the Company had 234 employees, including: 11 Senior Management Personnel, 58 investment bankers, 22 employees in WM Client Coverage, 14 employees in Securities Investment Consultancy and Financial Product, 2 employees in the IVMD, 9 employees in Equity Department, 15 researchers, 5 employees in Risk Management Department, 5 employees in legal team, 14 employees in compliance team, 22 employees in Operations Department, 11 employees in Finance Department, 29 IT engineers and 17 employees in other departments. The age of employees ranged from 24 to 55 with average age of 37. 99% of total employees received undergraduate or higher education. Specifically, 35% of total employees hold bachelor's degree; 59% of total employees hold master's degree; and 3% of total employees hold doctor degree.

六、 资产质量、流动性情况、负债状况以及投融资活动分析 Analysis of asset quality and liquidity, liabilities, and financing activities

截至 2022 年 12 月 31 日，公司总资产 149,924.98 万元，其中，随时可变现的货币资金 110,858.47 万元，占资产比重为 73.94%；应收款项 15,585.88 万元，占资产比重为 10.40%；

结算备付金、存出保证金、递延所得税资产、固定资产、在建工程、无形资产、使用权资产及其他资产合计占资产比重 15.66%。公司资产质量状况优良，截至 2022 年末，优质流动性资产 110,830.45 万元，流动性覆盖率 3897.81%，净稳定资金率 426.54%，流动性充足。

As of 31 December 2022, the total assets of the Company were RMB 1,499.25 million, primarily including: cash and cash equivalents of approximately RMB1,108.58 million or 73.94% of total assets; accounts receivables of RMB 155.86 million or 10.40% of total assets. Settlement deposits, refundable deposits, deferred income tax assets, fixed assets, construction in progress, intangible assets, rights of use assets and other assets represented 15.66% of total assets. The Company had an asset base of high quality and adequate liquidity. As of the end of 2022, the Company's high quality liquid assets were RMB 1,108.30 million; and the Liquidity Coverage Ratio and Net Stable Funding Ratio was 3897.81% and 426.54% respectively. The Company has adequate liquidity.

截至 2022 年 12 月 31 日，公司负债总额 23,778.01 万元，其中，租赁负债 7,562.64 万元，应付职工薪酬 6,637.05 万元、应交税费 569.81 万元、应付款项 500.01 万元、代理买卖证券款 196.89 万元及其他负债 8,311.60 万元。公司 2022 年末资产负债率为 15.86%，偿债能力较强。

As of 31 December 2022, the Company had total liabilities of approximately RMB 237.78 million, primarily including: leasing liabilities of RMB 75.63 million, payroll payable of RMB 66.37 million, tax payable of RMB 5.70 million, accounts payable of RMB 5.00 million, customer brokerage deposits of RMB1.97 million and other liabilities of RMB 83.12 million. As at the end of 2022, the ratio of liabilities to assets was 15.86%, indicating the Company's strong solvency.

公司 2022 年未发生重大投融资行为。

The Company was not involved in any substantial investment or financing activities in 2022.

七、 业务经营概况及市场地位 Business highlights and market position

1. 证券承销与保荐业务经营情况 Overview of securities underwriting and sponsoring business

2022 年是投资银行业务挑战伴随着机遇的一年。一方面，我国资本市场改革向纵深发展，A 股市场在美股、港股等国外 IPO 主要市场发行量大幅萎缩的情况下坚持 IPO 常态化发行，成为全球 IPO 市场的主要动力；2022 年中国证券行业的国际化持续深入，金融市场持续对外开放，外资全资、合资券商数量持续增多；2022 年 2 月，中国证监会正式发布《境内外证券交易所互联互通存托凭证业务监管规定》，进一步拓展参与互联互通存托凭证业务境内外证券交易所的范围，GDR 成为更加灵活、高效的海外融资方式，为上市公司跨境融资的市场生态也带来积极变化。但另一方面，全球经济和金融市场大幅波动，地缘政治不确定性加剧，我国 2022 年经济增长 3.0%，低于预期目标，实体经济发展也面临巨大挑战，对投行业务的开展带来一定挑战，投资银行业竞争持续加剧，头部优势愈发明显。根据证券业协会统计，2022 年，受多重超预期因素冲击，证券行业经营业绩短期承压，全行业 140 家证券公司实现营业收入 3949.73 亿元，实现净利润 1423.01 亿元，营业收入及净利润较 2021 年均出现一定程度下降。

In 2022, the Company's investment banking business faced both challenges and opportunities. On the one hand, as China further deepened capital market reform, the A-share market maintained normalized IPO pace against the backdrop of dramatic plunge of the issuance volume of major offshore stock markets (e.g., US and Hong Kong), thus became the main driving force of the global IPO market. In 2022, we saw the deepened

internationalization of China's securities industry, further opening-up of financial market and an increasing number of wholly-foreign-owned and joint venture securities firms. In February 2022, the China Securities Regulatory Commission ("CSRC") officially issued the Provisions on the Regulation of the Depository Receipt Business under the Stock Connect Scheme between Domestic and Overseas Stock Exchanges, which further expands the scope of domestic and foreign stock exchanges participating in the depository receipt business under Stock Connect scheme, makes GDR a more flexible and efficient way of overseas financing, and brings about positive changes to the market ecology of cross-border financing by listed companies. On the other hand, impacted by sharp fluctuations in the global economy and financial markets and heightened geopolitical uncertainties, China's full-year economic growth slowed down to 3.0% in 2022, lower than the expected target. At the same time, China's real economy also encountered strong headwind, posing certain challenges to the development of the Company's investment banking business. The competition among investment banks got increasingly intensive, and the top players in the sector gained more obvious advantages. In 2022, affected by a variety of unexpected factors, the entire securities industry faced short-term pressure in terms of operating results. According to the statistics provided by the Securities Association of China ("SAC"), the total 140 securities firms in the sector earned a combined operating income of RMB394.973 billion and combined net profits of RMB142.301 billion, both of which declined moderately from 2021.

2022 年, 受市场变化及项目执行进度推进影响, 公司实现投资银行业务收入人民币 1006 万元, 同比下降 94.03%。业务方面, 公司已申报的两个创业板 IPO 项目均已通过深圳证券交易所上市审核, 目前在等待证监会发行批文; 内部管理方面, 公司根据监管要求及证券市场变化, 及时完善业务流程及内控管理制度, 优化人员团队建设, 持续提升业务及内控管理效能。

Weighed down by changes in market conditions and delays in project execution, the Company realized revenue of RMB10.06 million from investment banking segment, down 94.03% from 2021. Specifically, the Company filed the application of two IPO projects to seek listing on the ChiNext with the Shenzhen Stock Exchange ("SZSE"), both of which have already passed SZSE's IPO review. With respect to internal management of this segment, in line with regulatory requirements and changes in the securities market, the Company timely refined business processes and internal control management framework, optimized personnel team building, and continued to improve business and internal control management efficiency.

2. 证券经纪业务经营情况 Overview of Equity brokerage business

A 股市场在 2022 年度里表现不佳, 代表大盘蓝筹的上证 50 指数和沪深 300 指数分别下跌了 19.5% 和 21.6%, 而 A 股的总成交量也比 2021 年减少了 13%, 使得证券经纪业务行业竞争更加激烈。

In 2022, A-share market remained sluggish: blue-chip weighted SSE50 index and CSI300 index posted respective losses of 19.5% and 21.6% and the trading volume of A-share market reduced by 13% as compared with 2021. As such, we saw increasingly intensified competition in the securities brokerage industry.

2022 年公司经纪业务团队继续加强与瑞信海外团队的合作, 把握住中国资本市场不断加大开放的有利时机, 通过提供定制化的服务和全球化的业务合作平台, 为公司争取更多的 QFII/RQFII 客户以及外商独资私募基金客户。公司还充分发挥差异化竞争的特点, 在合规的框架内为国内公募客户和保险类专业机构投资者客户提供优质的服务, 并结合公司关系服务的拓展, 继续实现佣金的增长。公司进一步提高我司 PB 系统的功能和优势, 拓展不同类型的私募基金客户, 推广瑞信 AES 市场服务, 实现私募基金客户开户数的增长。2022 年公司进一步开拓交易所场内标准化证券品种, 对于股票期权业务和融资融券业务进行研究和开发, 做好相关的系统测试和内部流程制度建立, 以为投资者提供更全面的金融解决方案。

In 2022, the Company continued to strengthen cooperation with CS offshore teams, seized

the favorable opportunity of further opening-up in China's capital market, and strived to acquire more QFII/RQFII and wholly-foreign-owned private equity fund clients by providing customized services and globalized business collaboration platform. The Company also capitalized on the characteristics of differentiated competition, provided high-quality services to mutual fund clients and insurance institutional clients, and achieved commission growth along with the development of Corporate Access service. The Company enhanced the functions and advantages of our PB system, developed business relationship with different types of PE clients and introduced CS AES services to seek more account opening of PE funds. In 2022, the Company further enrich standardized securities products traded on the exchange, research and develop such business as stock options and margin trading and securities lending, effectively conduct relevant system testing and establish internal workflows and policies, with a view to providing investors with more diversified financial solutions.

由于 A 股在 2022 年的总成交量减少，并且在相对业务牌照不齐全、经纪业务经营范围仅限于深圳前海地区的背景下，我司经纪业务在 2022 年佣金同比减少 47%。

Impacted by such negative factors as shrinking trading volume of A-share market in 2022, lack of certain business licenses and geographical restriction (the brokerage business is only limited to Qianhai area of Shenzhen), the commission income of EQ business dropped by 47% in 2022 as compared with 2021.

在客户结构上，2022 年经纪业务在原先以合格境外机构投资者、人民币合格境外机构投资者，前海地区公募基金为主的基础上，继续开发了私募机构客户（仅限前海地区），并顺利开展了私募基金产品通过我司进行证券交易的业务。

In terms of client types, in 2022, on the basis of existing client base focusing on QFII, RQFII and Mutual Fund (in Qianhai Area) clients, EQ further developed business with local hedge fund clients (limited in Qianhai area) and successfully on boarded several hedge funds to trade with us.

在内部制度和系统建设上，经纪业务部门继续与多家三方存管银行开展业务谈判和洽谈合作事宜，以满足经纪业务客户对于不同存管银行选择的需要；针对市场和监管变化，经纪业务部门起草和更新了投资者适当性管理等相关的流程制度，升级了核心交易系统，达到了良好的效果，在深交所上半年度客户交易行为管理考核中获得最优评级。

In terms of internal policy and procedure as well as trading system development, EQ continued negotiated business collaboration with several new 3rd party custodian banks to meet the diversified demands of brokerage clients for custodian bank; in line with the changes in market conditions and regulatory requirements, EQ drafted and updated the process related to investor suitability investment, upgraded core trading systems and achieved satisfactory results, as evidenced by the best rating awarded to us by SZSE in its client trading activity management appraisal for the first half year of 2022.

3. 2022 年公司业务的经营成果 Operating Results of the Company in 2022

经普华永道中天会计师事务所（特殊普通合伙）（以下简称“普华永道中天会计师事务所”）审计后的财务报告显示：2022 年公司营业收入 28,869.93 万元，较上年同期下降约 41.91%。其中，公司投行业务取得的手续费及佣金净收入为 6,561.57 万元，较上年同期下降约 72.70%；经纪业务手续费净收入为 10,622.57 万元，较上年同期下降 46.44%；此外，公司利息净收入 2,187.61 万元，其他业务收入 9,404.74 万元。公司 2022 年净亏损为 25,451.60 万元。

As presented on the financial statements audited by PricewaterhouseCoopers Zhongtian (LLP) (hereinafter referred to as "PwC"), the auditor engaged by the Company, the Company recorded operating income of approximately RMB 288.70 million in 2022,

representing a year-on-year (“YoY”) decrease of 41.91%%, among which, the net fee and commission income of the Company's investment banking business was RMB 65.62 million, representing a YoY about 72.70% drop; the fee income from brokerage business was RMB 106.23 million, representing a YoY decrease of 46.44%; net interest income was approximately RMB 21.88 million and other operating income was approximately RMB 94.05 million. The Company recorded an audited net loss of RMB 254.52 million for 2022.

公司 2022 年发生的业务及管理费用为 53,844.38 万元，主要构成为：职工费用 36,268.28 万元、折旧及摊销 4807.35 万元、中介机构费用 4,534.78 万元、电子设备运转费 3,106.15 万元、办公费 2,038.34 万元及差旅费 761.57 万元等。

The Company incurred business and management expenses of approximately RMB 538.44 million in 2022, mainly including: compensation related costs of RMB 362.68 million, depreciation and amortization expense of approximately RMB 48.07million, professional fees of RMB 45.35 million, electronic equipment operation expenses of approximately RMB 31.06 million, G&A expenses of approximately RM 20.38 million and business travel expenses of approximately RMB 7.62 million.

八、 带强调事项段的无保留意见审计报告的说明 Notes to the Unqualified Audit Report with Emphasis of Matter Paragraph

公司 2022 年度财务报表委托普华永道中天会计师事务所审计。经审计，注册会计师认为本公司的财务报表已经按照企业会计准则的规定编制，在所有重大方面公允地反映了公司 2022 年 12 月 31 日的财务状况以及 2022 年度经营成果和现金流量，并为本公司 2022 年度财务报表出具了无保留意见的审计报告。

PwC was engaged by the Company to audit the Company's 2022 Financial Statements. In this audit, the certified public accountants of PwC believed that the Company's financial statements were prepared in accordance with the China's Enterprise Accounting Standards and they fairly reflected in all material respects the financial position of the Company as of December 31, 2022 as well as the operating results and cash flow for 2022. Consequently, PwC issued an unqualified audit report on the audited 2022 Financial Statements of the Company.

2023 年 3 月 19 日，瑞信集团 (公司的最终控制方) 与瑞银集团股份公司(UBS Group) 之间达成协议和合并计划，截止报告日，上述协议和合并计划的完成日尚不明确。公司作为瑞信集团股份有限公司下属控股子公司，未来的运营和财务业绩受到上述合并可能产生的影响亦不明确，该事项表明存在可能导致对公司持续经营能力产生重大疑虑的重大不确定性。相应的，公司对于 2022 年 12 月 31 日确认的由未使用税务亏损抵减产生的递延所得税资产进行了冲回。截止报告日，本公司在中国境内的经营活动未发生重大变化。上述事项不影响已发表的审计意见。注册会计师已在公司 2022 年度审计报告中增加了有关“与持续经营相关的重大不确定性”的强调事项段。

On March 19, 2023, CS Group and UBS Group entered into an agreement and plan of merger (“the merger”), to be completed at a date yet to be determined as at the financial reporting date. The Company is a holding subsidiary of CS Group, and as such the future operations and financial performance of the Company may be impacted as a result of the merger, while the impact is neither yet to be determined. This matter indicates material uncertainty that may lead to significant doubts about the Company's ability to continue as a going concern. Accordingly, the Company reversed the deferred tax assets relating to the unused deductible loss as at 31 December 2022. As of the reporting date, there have been no significant changes in the Company's business activities within China. Therefore, PwC's audit opinion is not modified in respect of this matter. An emphasis on matter paragraph about "Significant Uncertainties related to Continuous Operation" is added in Company's

2022 annual audit report.

瑞信集团和瑞银集团股份公司(UBS Group)于 2023 年 3 月 19 日正式宣布达成合并协议，瑞士联邦财政部、瑞士国家银行（SNB）和瑞士金融市场监督管理局（FINMA）介入了此项交易。根据合并协议条款，瑞信集团所有股东按 22.48: 1 的换股比例，将所持瑞信集团股份将换为瑞银股份。合并完成前，双方将紧密合作，确保业务经营活动的正常有序开展，继续实施各项重组措施。SNB 将为瑞信集团额外提供大量流动性便利。2023 年 3 月 19 日，瑞士联邦财政部、瑞士国家银行和 FINMA 要求瑞信集团和瑞银集团签署合并协议。根据瑞士联邦委员会的紧急法令，合并可以在未经股东批准的情况下实施。完成合并仍需满足惯常交割条件。

CS Group and UBS Group have entered into a merger agreement on 19 March 2023 following the intervention of the Swiss Federal Department of Finance, the Swiss National Bank (SNB) and the Swiss Financial Market Supervisory Authority FINMA (FINMA). UBS Group will be the surviving entity upon closing of the merger transaction. Under the terms of the merger agreement all shareholders of CS Group will receive 1 share in UBS Group for 22.48 shares in CS Group. Until consummation of the merger, CS Group will continue to conduct its business in the ordinary course and implement its restructuring measures in collaboration with UBS. SNB will grant CS Group access to facilities that provide substantial additional liquidity. On 19 March 2023, Swiss Federal Department of Finance, SNB and FINMA have asked CS Group and UBS Group to enter into the merger agreement. Pursuant to the emergency ordinance, which is being issued by the Swiss Federal Council, the merger can be implemented without approval of the shareholders. The consummation of the merger remains subject to customary closing conditions.

九、 内部控制自我评价报告结论和注册会计师的意见 Conclusion of the Self-appraisal Report on Internal Control and opinions given by certified public accountant

根据 2022 年度公司内部控制运行情况，公司管理层按照董事会的授权组织进行内部控制自我评价工作，评价范围涵盖了公司各个业务和职能部门，并向公司董事会出具了《瑞信证券（中国）有限公司内部控制自我评价报告（截至 2022 年 12 月 31 日止年度）》。该项自我评价报告认为：报告期内，本公司日常工作相关的事项均已经建立了内部控制制度，并得以有效执行，达到了公司内部控制的目標，不存在重大缺陷、重要缺陷及一般缺陷。2023 年 4 月 21 日，公司全体董事以 2023 年第二次书面决议，审议通过了该项自我评价报告。

Based on the implementation of internal control of the Company in 2022, with the authorization of the Company's Board of Directors, the management of the Company took the lead in organizing the self-appraisal on internal control, which covered all business lines and functional departments of the Company and provided the Self-Appraisal Report on Internal Control of the Company (for the year ended 31 December 2022) to the Board of Directors. This report found that, during the reporting period, the Company had established internal control systems for all of matters relating to day-to-day work of the Company, effectively implemented these systems and realized the Company's objectives of internal control; and no material defects, important defects or normal defects were identified in this self-appraisal. On 21 April 2023, all the Directors of the Company reviewed and passed this self-appraisal report by adopting the second written resolutions in 2023.

自内部控制评价报告基准日至本报告出具日，本公司并未发生对评价结论产生实质性影响的内

部控制的重大变化。

There were no material changes in internal control that may have material impacts on the conclusion of appraisal from the benchmark date to the issuance date of this self-appraisal report on internal control.

公司聘请的普华永道中天会计师事务所对于公司内部控制进行了审计，并于 2023 年 4 月 21 日出具了标准无保留的《瑞信证券（中国）有限公司截至 2022 年 12 月 31 日与财务报表相关内部控制专项审核报告》，根据对内部控制的了解、评价和测试，普华永道中天会计师事务所在财务报表审计中没有注意到公司于 2022 年 12 月 31 日与财务报表相关的内部控制存在重大缺陷。

On 21 April 2023, PwC, engaged by the Company to audit the internal control of the Company, issued a standard unqualified Special Review Report on the Internal Control Relating to the Financial Statements of the Company for the year ended 31 December 2022, stating that based on the understanding, assessment and testing of internal control, it did not found any material deficiencies in internal control relating to financial statements of the Company as of 31 December 2022.

十、 董事、监事、高级管理人员薪酬情况 Compensation of Directors, Supervisors and Senior Management Personnel

职务 Title	报告期累计薪酬（元）（税前） Accumulated Compensation during the reporting period (RMB, pre-tax)
董事 Director	1,656,462.01
其中：独立董事 Including: Independent Director	246,666.66
监事 Supervisor	1,564,226.57
高管人员 Senior Management Personnel	37,492,479.12
合计 Total	40,713,167.70

根据《瑞信证券（中国）有限公司章程》、以及公司根据《证券公司治理准则》的相关规定并参考其它类似的中外合资证券公司相关做法制定的《董事、监事和高级管理人员任职、薪酬与考核管理办法》，董事和监事的报酬和发放方式由股东会决定，高级管理人员的薪金、其它报酬、奖励、纪律处分事宜，以及高级管理人员的绩效奖金的延期支付的比例和期限，均由董事会根据对于高管人员的绩效考核情况决定。

In accordance with the Amended and Restated Articles of Association of the Company and the Management Rules for Appointment, Remuneration and Performance Assessment of Directors, Supervisors and Senior Management Personnel, which was formulated by the Company by making reference to relevant provisions of the Rules for Corporate Governance of Securities Firms and relevant practice of similar Sino-foreign joint venture securities firms, the compensation of Directors and Supervisors and method of payment shall be determined by the Shareholder's meeting, while the compensation, other remuneration, bonus and disciplinary actions as well as the portion and term of deferred payment of performance incentive bonus of SMP shall be determined by the Board of Directors based on their respective results of performance review.

公司董事会下设薪酬与提名委员会，根据董事及高级管理人员管理岗位的主要范围、职责、个

人综合能力素质、重要性以及中国其它类似的中外合资证券公司相关岗位的薪酬水平，制定其报酬及激励计划和绩效考核方式，并对董事和高级管理人员进行考核并向董事会提出建议。薪酬与提名委员会对董事会负责，薪酬与提名委员会的提案提交董事会审议。董事的薪酬由股东会审议批准；高级管理人员的薪酬与考核由董事会审议批准。

The Compensation and Nomination Committee under the Board of the Directors of the Company formulates compensation, incentive plans and methods of performance assessment of Directors and SMP based on their primary functions and responsibilities, individual comprehensive capabilities and importance of their positions and by reference to the compensation level of other comparable Sino-foreign securities firms in China, assesses the performance of each Director and SMP and submits proposals to the Board of Directors. The Compensation and Nomination Committee is accountable to the Board of the Directors and the proposals put forward by the Compensation and Nomination Committee should be submitted to the Board of the Directors for review. The compensation of Directors are reviewed and approved by the shareholders; the compensation and assessment of Senior Management Personnel are reviewed and approved by the Board of Directors.

截至目前，公司未安排董事、监事、高级管理人员或者员工根据股权激励计划持有或者控制本公司股权，公司也没有支付过任何非现金薪酬。现任高级管理人员所获奖金的不低于 40% 的部分遵循等分原则在未来三年内延期发放。

Up to now, the Company has no arrangement that Directors, Supervisors, SMP or employees hold or control the shares of the Company by way of stock option incentive plan. The Company has not paid non-cash compensation. No less than 40% of performance incentive bonus payable to current SMP for a given year should be paid in equal parts by way of deferred payments in the following three years.

十一、履行社会责任的工作情况 Performance of Social Responsibilities

作为中国境内设立的证券公司，瑞信证券已经建立了完善的治理架构、内部控制和管理框架以保障公司的独立有效运营。公司始终秉承“合规是底线，诚信是义务，专业是特色，稳健是保证”的证券行业核心价值观，并将其融入到公司日常经营管理，全体员工在各类业务及不同岗位践行本公司的“以客户为本，合规守信，专业稳健，创新进取”文化理念和价值观念。

Being a securities firm incorporated in China, the Company has established a sound governance structure, internal control and management framework to ensure the effectively independent operation. The Company always upheld the core values stipulated by regulators for the securities industry: “compliance is bottom line, integrity is obligation, professionalism is feature, and soundness is guarantee” and integrated such core values into its operations and management, thereby reflecting compliance, integrity, professionalism and prudent awareness in all business lines and aspects. In the course of day-to-day operation, all staff Company in all business lines and different positions practiced the following corporate culture and values of the Company -- “client-orientation, compliance and trustworthiness, professionalism and soundness, innovation and entrepreneurship”.

公司建立了完整的全面风险管理组织架构；建立了涵盖基本管理制度和专项管理制度的风险管理制度体系；制定包括风险偏好、风险容忍度和以净资本为核心的风险控制指标体系；公司已构建了风险控制指标动态监控系统，形成了完善的风险情况报告和信息传递机制。2022 年，公司未发生重大的信用、市场、操作、流动性和声誉风险事件。同时，公司通过加强合规管理工作，实现对各项合规风险的有效识别、评估和管理，为公司各项业务依法合规经营提供有效支持和监督，促进公司持续规范发展。2022 年，公司未发生重大的违规事件。

The Company established a complete organizational structure relating to comprehensive risk

management; developed a set of risk management framework comprising fundamental management policies and specialized management policies; formulated risk appetite and risk tolerance, and a set of net capital-based risk control indicators; structured a real-time monitoring system in respect of risk control indicators and developed a sound mechanism for risk event reporting and information transmission. The Company didn't encounter any material credit, market, operational, liquidity or reputational risk incidents in 2022. Meanwhile, the Company built up its efforts in compliance management and realized effective identification, appraisal and management of various compliance risks, thereby supporting and overseeing the Company's operation of various segments in a legitimate and compliance manner and promoting the sustainable and standardized development of the Company. In 2022, the Company didn't encounter any material violation incident.

公司管理层负责决策和督办企业社会责任相关工作。报告期内，公司严格贯彻落实政府防疫部门、监管部门和上级单位的相关要求，扎实有序地执行各项疫情防控政策，全面统筹业务单元的应对准备和防控预案，切实保障了员工及客户的健康安全及经营活动的正常开展。

The Company's management is responsible for deciding and overseeing the implementation of social responsibilities. During the reporting period, the Company, in strict compliance with the requirements of Chinese government's anti-epidemic authorities, regulatory authorities and administration authorities, implemented various epidemic prevention and control policies effectively and in order, worked out contingency plans and prevention and control plans of business units according to unified planning, as part of its efforts to effectively protect the health and safety of employees and clients and the normal development of business activities.

2022年5月，公司与中国慈善合作伙伴——上海真爱梦想公益基金会携手，为受到疫情影响的老年人和社会弱势群体提供物资和帮助。9月，公司携手为自闭症儿童及其家庭提供教育服务的民办非营利机构——北京星星雨教育研究所，组织开展了有关儿童自闭症的分享活动，展示了20幅由全国各地年龄、背景各异的自闭症儿童所创作的画作，并将义售所得全部善款用于进一步关爱自闭症儿童。

In May 2022, the Company joined hands with its Chinese charity partner--Shanghai True Love Dream Commonweal Foundation to provide materials and assistance to the elderly and socially vulnerable groups affected by the epidemic. In September, the Company partnered with Beijing Xingxingyu Education Research Institute, a private non-profit organization that provides educational services for autistic children and their families, to organize a sharing activity on autism in children, displaying 20 paintings created by autistic children of different ages and backgrounds from all over the country, and used all the proceeds from the charity sale to support the care for autistic children.

报告期内，公司切实落实投资者适当性管理的相关要求，通过多种方式积极开展投资者教育活动，引导投资者理性投资，保护投资者的切身利益。结合公司客户主要为机构客户的特点，公司在网站“投资者园地”持续更新投资者教育知识信息，在分支机构现场展示投教宣传资料；公司积极参与证监会、交易所和协会在2022年举办的各项投资者教育主题活动，聚焦投资者保护、注册制、新证券法、新三板、创业板改革、REITs，以及防范非法证券活动的宣传，通过网站、营业部及公司员工内部培训，多方位多层次的对上述各项专题活动进行了宣传，取得了较好的效果；公司在公司网站公布客户投诉方式，由专人跟踪相关投诉举报情况，按月向监管机构报送。

During the reporting period, the Company effectively implemented the requirements relating to investor suitability management, adopted multiple methods to actively carry out investor education activities, provided guidance to investors' rational investment, and protected investors' personal interests. Given that institutional investors constituted the vast majority of the Company's client base, the Company continuously updated the knowledge and information in relation to investor education in the "Investor Zone" on the Company's website

and provided investor education materials in the business premise of the Company's branch; the Company actively participated in various investor education activities organized by the CSRC, stock exchanges and SAC in 2022, focusing on the client protection, the IPO Registration reform, new securities law, the reform of the NEEQ, the ChiNext Board, REITs, and the propaganda about preventing illegal securities activities; the Company organized internal training programs through website, in the trading outlet and among its employees, such propaganda of the above activities in a multi-dimension and multi-level manner achieved fairly good results. The method for clients to lodge complaints is listed on the Company's website. The Company also assigned staff dedicated to keeping track of complaints and whistleblowing and filed the monitoring result with regulatory authorities on a monthly basis.

公司持续重视员工培训和发展，着力打造多元包容文化氛围，采取各项措施保护员工权益，努力为公司员工创造良好的职业发展环境，并持续在促进性别平等领域不懈努力。公司在报告期内继续在依法纳税、创造平等就业机会等方面服务和回馈社会。

The Company paid particular attention to employees training and career development, focused on building a diverse and accommodative workplace atmosphere, carried out various measures to guarantee staff's rights and interests, strived to build a good environment for the career development of its employees and continued to make unremitting efforts in the field of promoting gender equality. During the reporting period, the Company continued to serve and contribute to the society by way of paying taxes in accordance with laws, creating equal job opportunities and providing social benefits.

瑞信证券(中国)有限公司

2022 年度财务报表及审计报告

瑞信证券(中国)有限公司

2022 年度财务报表及审计报告

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审计报告

普华永道中天审字(2023)第 29471 号
(第一页, 共三页)

瑞信证券(中国)有限公司董事会:

一、 审计意见

(一) 我们审计的内容

我们审计了瑞信证券(中国)有限公司(以下简称“瑞信证券”)的财务报表, 包括 2022 年 12 月 31 日的资产负债表, 2022 年度的利润表、现金流量表、所有者权益变动表以及财务报表附注。

(二) 我们的意见

我们认为, 后附的财务报表在所有重大方面按照企业会计准则的规定编制, 公允反映了瑞信证券 2022 年 12 月 31 日的财务状况以及 2022 年度的经营成果和现金流量。

二、 形成审计意见的基础

我们按照中国注册会计师审计准则的规定执行了审计工作。审计报告的“注册会计师对财务报表审计的责任”部分进一步阐述了我们在这些准则下的责任。我们相信, 我们获取的审计证据是充分、适当的, 为发表审计意见提供了基础。

按照中国注册会计师职业道德守则, 我们独立于瑞信证券, 并履行了职业道德方面的其他责任。

三、 与持续经营相关的重大不确定性

我们提醒财务报表使用者关注, 如财务报表附注十所述, Credit Suisse Group AG (瑞信证券的最终控制方)与 UBS Group AG 之间的协议和合并计划对瑞信证券未来的运营和财务业绩可能产生的影响尚不明确。该事项表明存在可能导致对瑞信证券持续经营能力产生重大疑虑的重大不确定性。该事项不影响已发表的审计意见。

四、 管理层和治理层对财务报表的责任

瑞信证券管理层负责按照企业会计准则的规定编制财务报表,使其实现公允反映,并设计、执行和维护必要的内部控制,以使财务报表不存在由于舞弊或错误导致的重大错报。

在编制财务报表时,管理层负责评估瑞信证券的持续经营能力,披露与持续经营相关的事项(如适用),并运用持续经营假设,除非管理层计划清算瑞信证券、终止运营或别无其他现实的选择。

治理层负责监督瑞信证券的财务报告过程。

五、 注册会计师对财务报表审计的责任

我们的目标是对财务报表整体是否不存在由于舞弊或错误导致的重大错报获取合理保证,并出具包含审计意见的审计报告。合理保证是高水平的保证,但并不能保证按照审计准则执行的审计在某一重大错报存在时总能发现。错报可能由于舞弊或错误导致,如果合理预期错报单独或汇总起来可能影响财务报表使用者依据财务报表作出的经济决策,则通常认为错报是重大的。

在按照审计准则执行审计工作的过程中,我们运用职业判断,并保持职业怀疑。同时,我们也执行以下工作:

(一) 识别和评估由于舞弊或错误导致的财务报表重大错报风险;设计和实施审计程序以应对这些风险,并获取充分、适当的审计证据,作为发表审计意见的基础。由于舞弊可能涉及串通、伪造、故意遗漏、虚假陈述或凌驾于内部控制之上,未能发现由于舞弊导致的重大错报的风险高于未能发现由于错误导致的重大错报的风险。

(二) 了解与审计相关的内部控制,以设计恰当的审计程序,但目的并非对内部控制的有效性发表意见。

(三) 评价管理层选用会计政策的恰当性和作出会计估计及相关披露的合理性。

普华永道中天审字(2023)第 29471 号
(第三页, 共三页)

五、注册会计师对财务报表审计的责任(续)

(四) 对管理层使用持续经营假设的恰当性得出结论。同时, 根据获取的审计证据, 就可能导致对瑞信证券持续经营能力产生重大疑虑的事项或情况是否存在重大不确定性得出结论。如果我们得出结论认为存在重大不确定性, 审计准则要求我们在审计报告中提请报表使用者注意财务报表中的相关披露; 如果披露不充分, 我们应当发表非无保留意见。我们的结论基于截至审计报告日可获得的信息。然而, 未来的事项或情况可能导致瑞信证券不能持续经营。

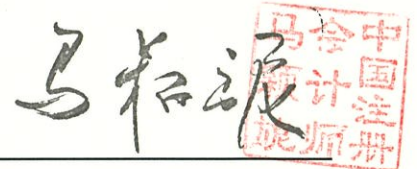
(五) 评价财务报表的总体列报(包括披露)、结构和内容, 并评价财务报表是否公允反映相关交易和事项。

我们与治理层就计划的审计范围、时间安排和重大审计发现等事项进行沟通, 包括沟通我们在审计中识别出的值得关注的内部控制缺陷。

普华永道中天
会计师事务所(特殊普通合伙)中国·上海市
2023 年 4 月 21 日

注册会计师

注册会计师



马颖旋



孟南

瑞信证券(中国)有限公司

2022年12月31日资产负债表

(除特别注明外, 金额单位为人民币元)

附注六

		2022年12月31日	2021年12月31日
资产			
货币资金	1	1,108,584,744.35	1,434,142,482.51
其中: 客户资金存款		86,373.31	1,084,226.99
结算备付金	2	11,067,320.15	3,739,383.25
其中: 客户备付金		9,482,398.08	3,362,046.19
应收款项	3	155,858,808.41	102,136,089.03
存出保证金	4	1,000,000.00	1,000,000.00
固定资产	5	23,355,585.14	14,018,617.12
在建工程	6	18,729,926.65	42,536,079.49
使用权资产	7	82,392,525.35	83,507,007.71
无形资产	8	34,625,309.96	10,509,767.31
递延所得税资产	9	13,321,690.59	11,911,336.70
其他资产	10	50,313,918.02	32,812,674.27
资产总计		1,499,249,828.62	1,736,313,437.39
负债			
代理买卖证券款	12	1,968,937.31	1,946,273.18
应付职工薪酬	13	66,370,525.63	78,901,659.63
应交税费	14	5,698,139.46	5,731,905.54
应付款项	15	5,000,050.00	550,000.00
租赁负债	16	75,626,395.30	83,007,845.02
其他负债	17	83,116,020.79	50,189,955.56
负债合计		237,780,068.49	220,327,638.93
所有者权益			
实收资本	19	1,088,979,591.84	1,088,979,591.84
资本公积	20	358,768,450.98	358,768,450.98
盈余公积	21	15,985,681.57	15,985,681.57
一般风险准备	22	15,985,681.57	15,985,681.57
(未弥补亏损)/ 未分配利润	23	(218,249,645.83)	36,266,392.50
所有者权益合计		1,261,469,760.13	1,515,985,798.46
负债和所有者权益总计		1,499,249,828.62	1,736,313,437.39

后附财务报表附注为本财务报表的组成部分。



王菁
法定代表人



林鹤
主管会计工作的负责人及会计机构负责人

2022 年度利润表

(除特别注明外, 金额单位为人民币元)

	附注六	2022 年度	2021 年度
一、营业收入			
手续费及佣金净收入	24	171,841,367.96	438,699,160.66
其中: 经纪业务手续费净收入		106,225,701.65	198,324,913.96
投资银行业务手续费净收入		65,615,666.31	240,374,246.70
利息净收入	25	21,876,109.20	28,270,763.04
汇兑损失		(44,269.68)	(7,561,202.17)
投资收益	26	-	6,880,489.80
其他业务收入	27	94,047,419.30	28,097,361.76
其他收益	28	978,697.44	2,581,736.10
营业收入合计		<u>288,699,324.22</u>	<u>496,968,309.19</u>
二、营业支出			
税金及附加	29	(934,610.43)	(2,153,548.61)
业务及管理费	30	(538,443,803.68)	(427,409,544.46)
信用减值损失	31	(1,468,255.33)	(4,214,917.78)
其他资产减值损失	8	0.02	(1,037,735.84)
营业支出合计		<u>(540,846,669.42)</u>	<u>(434,815,746.69)</u>
三、营业(亏损)/利润			
		(252,147,345.20)	62,152,562.50
加: 营业外收入		200,000.00	33,003.35
减: 营业外支出	32	(775,294.86)	(1,107,191.26)
四、(亏损)/利润总额			
		(252,722,640.06)	61,078,374.59
减: 所得税费用	33	(1,793,398.27)	(15,892,545.44)
五、净(亏损)/利润			
		<u>(254,516,038.33)</u>	<u>45,185,829.15</u>
持续经营净(亏损)/利润		(254,516,038.33)	45,185,829.15
六、其他综合收益的税后净额			
		-	-
七、综合收益总额			
		<u>(254,516,038.33)</u>	<u>45,185,829.15</u>

后附财务报表附注为本财务报表的组成部分。

瑞信证券(中国)有限公司

2022 年度现金流量表

(除特别注明外,金额单位为人民币元)

	附注六	2022 年度	2021 年度
一、经营活动产生的现金流量:			
为交易目的而持有的金融资产净减少额		-	6,880,489.80
收取利息、手续费及佣金的现金		158,102,383.53	458,810,894.29
代理买卖证券款收取的现金净额		22,664.13	-
收到其他与经营活动有关的现金		104,900,040.92	27,919,904.59
经营活动现金流入小计		<u>263,025,088.58</u>	<u>493,611,288.68</u>
代理买卖证券款支付的现金净额		-	(2,383,072.06)
支付利息、手续费及佣金的现金		(1,493,612.40)	(3,025,086.45)
支付给职工及为职工支付的现金		(374,262,231.43)	(244,671,731.45)
支付的各项税费		(9,299,430.57)	(26,147,084.09)
支付其他与经营活动有关的现金		(100,610,687.74)	(111,016,336.93)
经营活动现金流出小计		<u>(485,665,962.14)</u>	<u>(387,243,310.98)</u>
经营活动(使用)/产生的现金流量净额	34(1)	<u>(222,640,873.56)</u>	<u>106,367,977.70</u>
二、投资活动产生的现金流量:			
处置固定资产、无形资产和其他长期资产收回的现金净额		-	5,500.00
投资活动现金流入小计		-	<u>5,500.00</u>
购建固定资产、无形资产和其他长期资产支付的现金		(51,712,325.53)	(32,627,096.47)
投资活动现金流出小计		<u>(51,712,325.53)</u>	<u>(32,627,096.47)</u>
投资活动使用的现金流量净额		<u>(51,712,325.53)</u>	<u>(32,621,596.47)</u>
三、筹资活动产生的现金流量:			
吸收投资收到的现金		-	-
筹资活动现金流入小计		-	-
偿付租赁负债的本金和利息		(41,704,669.08)	(28,289,179.38)
筹资活动现金流出小计		<u>(41,704,669.08)</u>	<u>(28,289,179.38)</u>
筹资活动使用的现金流量净额		<u>(41,704,669.08)</u>	<u>(28,289,179.38)</u>
四、汇率变动对现金及现金等价物的影响		9,670.45	(6,128,110.89)
五、现金及现金等价物净(减少)/增加额	34(2)	(316,048,197.72)	39,329,090.96
加:年初现金及现金等价物余额		<u>1,433,951,355.53</u>	<u>1,394,622,264.57</u>
六、年末现金及现金等价物余额	34(3)	<u>1,117,903,157.81</u>	<u>1,433,951,355.53</u>

后附财务报表附注为本财务报表的组成部分。

瑞信证券(中国)有限公司

2022年度所有者权益变动表

(除特别注明外, 金额单位为人民币元)

项目	实收资本	资本公积	盈余公积	一般风险准备	未分配利润/ (未弥补亏损)	所有者权益合计
2022年1月1日余额	1,088,979,591.84	358,768,450.98	15,985,681.57	15,985,681.57	36,266,392.50	1,515,985,798.46
本年增减变动额	-	-	-	-	(254,516,038.33)	(254,516,038.33)
(一)净亏损	1,088,979,591.84	358,768,450.98	15,985,681.57	15,985,681.57	(218,249,645.83)	1,261,469,760.13
2022年12月31日余额	1,088,979,591.84	358,768,450.98	11,467,098.66	11,467,098.66	117,729.17	1,470,799,969.31
2021年1月1日余额	-	-	-	-	45,185,829.15	45,185,829.15
本年增减变动额	-	-	4,518,582.91	-	(4,518,582.91)	-
(一)净利润	-	-	-	4,518,582.91	(4,518,582.91)	-
(二)利润分配	-	-	-	-	(4,518,582.91)	-
1.提取盈余公积	21	-	4,518,582.91	-	(4,518,582.91)	-
2.提取风险准备金	22	-	-	4,518,582.91	(4,518,582.91)	-
2021年12月31日余额	1,088,979,591.84	358,768,450.98	15,985,681.57	15,985,681.57	36,266,392.50	1,515,985,798.46

后附财务报表附注为本财务报表的组成部分。