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国联证券股份有限公司
GUOLIAN SECURITIES CO., LTD.

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

(Stock Code: 01456)

PROPOSED CHANGE OF AUDITORS

The Board announces that PricewaterhouseCoopers and Jiangsu Gongzheng Tianye Certified Public Accountants LLP will retire as the international auditors and the domestic auditors, respectively, of the Company, with effect from the conclusion of the AGM and the Board proposes to appoint Deloitte Touche Tohmatsu as the international auditors of the Company and Deloitte Touche Tohmatsu Certified Public Accountants LLP as the domestic auditors of the Company for the year 2016.

The proposed appointment of Deloitte Touche Tohmatsu as the international auditors of the Company and Deloitte Touche Tohmatsu Certified Public Accountants LLP as the domestic auditors of the Company for the year 2016 is subject to approval by the Shareholders at the AGM.

A circular containing, inter alia, the proposed change of the auditors together with the notice convening the AGM, will be despatched to the Shareholders in due course.

This announcement is made by the board (the “**Board**”) of directors of Guolian Securities Co., Ltd. (the “**Company**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board announces that, as the Company could not reach consensus with PricewaterhouseCoopers or Jiangsu Gongzheng Tianye Certified Public Accountants LLP on the professional fees as the auditors of the Company for the year ending 31 December 2016, the Company will not appoint PricewaterhouseCoopers and Jiangsu Gongzheng Tianye Certified Public Accountants LLP as the international auditors and domestic auditors, respectively, of the Company for the year ending 31 December 2016 and they will retire accordingly upon the expiration of their current term of office with effect from the conclusion of the annual general meeting of the Company to be convened on 16 June 2016 (the “AGM”).

Following the retirement of PricewaterhouseCoopers and Jiangsu Gongzheng Tianye Certified Public Accountants LLP, the Board proposes, with the recommendation from the audit committee of the Company, to appoint Deloitte Touche Tohmatsu as the international auditors and Deloitte Touche Tohmatsu Certified Public Accountants LLP as the domestic auditors of the Company for the year 2016 with a term commencing from the date of approval by the shareholders (“**Shareholders**”) of the Company at the AGM until the conclusion of the annual general meeting of the Company to be held in 2017. The proposed appointment is subject to approval by the shareholders at the AGM.

The Company has received the letters of confirmation from each of PricewaterhouseCoopers and Jiangsu Gongzheng Tianye Certified Public Accountants LLP which state that there are no circumstances connected with their termination that they consider should be brought to the attention of the Shareholders.

The Board and the audit committee of the Company also confirm that there are no material disagreements or outstanding matters between the Company and PricewaterhouseCooper/ Jiangsu Gongzheng Tianye Certified Public Accountants LLP, and are not aware of any other matters relating to the proposed change of auditors of the Company that need to be brought to the attention of the Shareholders.

A circular containing, inter alia, the proposed change of the auditors together with the notice convening the AGM will be despatched to the Shareholders in due course.

By order of the Board
Guolian Securities Co., Ltd.
Yao Zhiyong
Chairman

Wuxi, Jiangsu Province, the PRC
26 April 2016

As of the date of this announcement, the executive director of the Company is Mr. Yao Zhiyong; the non-executive directors of the Company are Mr. Hua Weirong, Mr. Jiang Zhijian, Mr. Liu Hailin and Mr. Zhang Weigang; and the independent non-executive directors of the Company are Mr. Wang Wei, Ms. Chen Qingyuan and Mr. Fan, Yan Hok Philip.