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**GUOTAI JUNAN INTERNATIONAL HOLDINGS LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 1788)**

**ANNOUNCEMENT PURSUANT TO  
RULE 13.18 OF THE LISTING RULES**

This announcement is made by Guotai Junan International Holdings Limited (the “**Company**”) pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of the directors of the Company (the “**Board**”) announces that on 21 August 2020, Guotai Junan (Hong Kong) Limited, a wholly-owned subsidiary of the Company (as borrower), the Company (as guarantor) entered into several committed facility agreements with certain banks in Hong Kong (the “**Lender(s)**”) (the “**Facility Agreement(s)**”) in relation to the committed revolving facilities with an aggregate amount of up to HK\$2,150,000,000 with the final repayment date falling 36 months after the date of respective Facility Agreement(s) and an aggregate amount of up to HK\$1,350,000,000 with the final repayment date falling 24 months after the date of respective Facility Agreement(s).

Under the Facility Agreement(s), it will be an event of default if Guotai Junan Securities Co., Ltd., the controlling shareholder of the Company, is not, or ceases (directly or indirectly) to be the single largest legal and beneficial holder of shares in the Company or does not, or cease to, control the Company. In case of the occurrence of an event of default, the Lender(s) may, by notice to borrower: (i) cancel all or part of the commitment(s); and/or (ii) declare all or part of the loan(s), together with accrued interest, and all other amounts accrued or outstanding under the Facility Agreement(s) be immediately due and payable; and/or (iii) declare that all or part of the loan(s) become payable on demand.

As at the date of this announcement, Guotai Junan Securities Co., Ltd. is indirectly interested in 7,044,877,066 shares of the Company, representing approximately 73.25% of the total number of shares of the Company in issue.

The Company will, in compliance with Rule 13.21 of the Listing Rules, include appropriate disclosure in its interim and annual reports for so long as circumstances giving rise to the obligations under Rule 13.18 of the Listing Rules continue to exist.

By order of the Board  
**Guotai Junan International Holdings Limited**  
**FENG Zheng Yao Helen**  
*Company Secretary*

Hong Kong, 24 August 2020

*As at the date of this announcement, the Board comprises four executive directors, being Dr. YIM Fung (Chairman), Mr. WONG Tung Ching, Ms. QI Haiying and Mr. LI Guangjie; two non-executive directors, being Dr. XIE Lebin and Mr. LIU Yiyong; and four independent non-executive directors, being Dr. FU Tingmei, Dr. SONG Ming, Mr. TSANG Yiu Keung and Professor CHAN Ka Keung Ceajer.*