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GUOTAI JUNAN SECURITIES CO., LTD.

國泰君安證券股份有限公司

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

(Stock Code: 02611)

EXPIRATION OF TERM OF OFFICE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Guotai Junan Securities Co., Ltd. (國泰君安證券股份有限公司) (the “**Company**”) announces that Mr. LEE Conway Kong Wai resigned as an independent non-executive Director and the chairman of the Audit Committee of the Board as he has been serving as an independent non-executive Director consecutively for six years. Pursuant to the *Rules for Independent Directors of Listed Companies* (《上市公司獨立董事規則》) and other relevant regulations, the consecutive term of an independent director serving in the same listed company shall not exceed six years.

Pursuant to Rule 3.10A of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, an issuer must appoint independent non-executive directors representing at least one-third of the board. As the resignation of Mr. LEE Conway Kong Wai will result in the number of independent non-executive Directors being less than one-third of the members of the Board, failing to comply with the above requirements, Mr. LEE Conway Kong Wai will continue to serve the roles as an independent non-executive Director and the chairman of the Audit Committee of the Board until the appointment of the new independent non-executive Director at the general meeting of the Company in accordance with the relevant laws and regulations and the articles of association of the Company. The Company is in the process of identifying a competent candidate to fill in the vacancy of Mr. LEE Conway Kong Wai.

Mr. LEE Conway Kong Wai has confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention of the shareholders of the Company.

The Board express its sincere gratitude to Mr. LEE Conway Kong Wai for his service and contribution made to the Company.

By order of the Board
Guotai Junan Securities Co., Ltd.
HE Qing
Chairman

Shanghai, the PRC
11 April 2023

As at the date of this announcement, the executive directors of the Company are Mr. HE Qing, Mr. WANG Song and Mr. YU Jian; the non-executive directors of the Company are Mr. LIU Xinyi, Ms. GUAN Wei, Mr. ZHONG Maojun, Mr. CHEN Hua, Mr. WANG Wenjie, Mr. ZHANG Zhan, Mr. ZHANG Yipeng and Mr. AN Hongjun; and the independent non-executive directors of the Company are Mr. XIA Dawei, Mr. DING Wei, Mr. LI Renjie, Mr. BAI Wei, Mr. LEE Conway Kong Wai and Mr. CHAI Hongfeng.