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國泰君安證券股份有限公司
Guotai Junan Securities Co., Ltd.

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 02611)

**PROPOSED APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board is pleased to announce that it has resolved to nominate Mr. PU Yonghao (浦永灝) (“**Mr. PU**”) as candidate for the independent non-executive Director of the sixth session of the Board. In accordance with the Articles of Association and the relevant PRC laws and regulations, the proposed appointment is subject to the approval by the Shareholders at the general meeting of the Company.

The biographical details of Mr. PU are set out as follows.

Mr. PU, aged 66, Hong Kong resident, holds a master degree in economics from Xiamen University and a master degree in science (demography) from The London School of Economics and Political Science. Mr. PU is the vice chairman of the Chinese Financial Association of Hong Kong with over 20 years of experience in investment banks holding senior positions. Mr. PU successively served as a senior economist and the vice president of Bank of China International (UK) Limited, a senior economist of Nomura International (Hong Kong) Limited, a senior consultant of Asian Development Bank, the managing director and the APAC chief investment officer, the chief investment strategist and the head of the APAC wealth management research department of UBS, and the founder and chief investment officer of Fountainhead Partners Company Limited. He has served as a senior advisor of Fountainhead Partners Company Limited since February 2018, the managing director of Breamar Wealth Consulting Limited since May 2018, an independent non-executive director of Huafa Property Services Group Company Limited (a company listed on the Hong Kong Stock Exchange, stock code: 0982) since June 2020, and an independent non-executive director of Interra Acquisition Corporation (a company listed on the Hong Kong Stock Exchange, stock code: 7801) since September 2022.

As at the date of this announcement, the Company has not entered into any service contract with Mr. PU. Unless otherwise required by the relevant applicable laws and regulations, the term of office of Mr. PU (if appointed) shall be the same as the sixth session of the Board. Upon his appointment, Mr. PU will receive an annual director's fee of RMB250,000 (before tax) from the Company.

Save as disclosed in this announcement, to the best knowledge of the Directors, Mr. PU does not hold any directorship in the past three years in any other public companies which are listed on any securities market in Hong Kong or overseas. Mr. PU does not have any relationship with any Directors, supervisors, senior management or substantial shareholders (as defined in the Listing Rules) of the Company, or hold any position in the Company or any of its subsidiaries. As at the date of this announcement, Mr. PU does not have any interest in the shares of the Company or its associated corporations within the definition under Part XV of the SFO.

Save as disclosed in this announcement, there is no information in relation to the proposed appointment of Mr. PU that is required to be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to (v) of the Listing Rules nor are there any matters which need to be brought to the attention to the Shareholders.

DEFINITIONS

Unless the context otherwise requires, the following expressions have the following meanings in this announcement:

“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board”	the board of directors of the Company
“Company”	Guotai Junan Securities Co., Ltd. (國泰君安證券股份有限公司), a joint stock company incorporated in the PRC with limited liability, the H shares and A shares of which are listed on the main board of the Hong Kong Stock Exchange (stock code: 02611) and the Shanghai Stock Exchange (stock code: 601211) respectively
“Director(s)”	the director(s) of the Company
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	The People’s Republic of China
“RMB”	Renminbi, lawful currency of the PRC

“SFO” the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)

“Shareholder(s)” the shareholder(s) of the Company

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

Shanghai, the PRC
29 August 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. DING Wei, Mr. LI Renjie, Mr. BAI Wei, Mr. LEE Conway Kong Wai, Mr. WANG Guogang and Mr. YIM, Chi Hung Henry.