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GUOTAI JUNAN SECURITIES CO., LTD.
國泰君安證券股份有限公司

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

(Stock Code: 02611)

PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Guotai Junan Securities Co., Ltd. (國泰君安證券股份有限公司) (the “**Company**”) hereby announces that it has resolved to nominate Mr. ZHANG Manhua as the candidate as a non-executive director of the sixth session of the Board. In accordance with the articles of association of the Company and the relevant PRC laws and regulations, the proposed appointment of Mr. ZHANG Manhua as a non-executive director is subject to the approval by the shareholders of the Company at the extraordinary general meeting of the Company.

The biographical details of Mr. ZHANG Manhua are set out as follows.

Mr. ZHANG Manhua, aged 48, holds a master’s degree in management. He has successively served as a senior manager of the investment center of Konka Group Co., Ltd. (康佳集團股份有限公司), the board secretary of Shenzhen Julong Optoelectronics Co., Ltd. (深圳聚龍光電有限公司), the head of the investment department of Shenzhen Shenchao Technology Investment Co., Ltd. (深圳市深超科技投資有限公司). He served as a senior manager of the enterprise department I, a deputy head of the strategy development department, a deputy head of the capital operation department and a deputy head of the legal and risk management department (presiding over the work) of Shenzhen Investment Holdings Co., Ltd. (深圳市投資控股有限公司) since June 2013. He has served as the head of the legal and risk management department of Shenzhen Investment Holdings Co., Ltd since October 2018. Mr. ZHANG Manhua has served as a supervisor of Shenzhen Properties and Resources Development (Group) Ltd. (深圳市物業發展(集團)股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code 000011) since September 2014. He has served as a director of Shenzhen Special Economic Zone Real Estate & Properties (Group) Co., Ltd. (深圳經濟特區房地產(集團)股份有限公司) (a company listed on the Shenzhen Stock Exchange, stock code 000029) since March 2023.

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

Save as disclosed in this announcement, to the best knowledge of the directors of the Company, Mr. ZHANG Manhua has not held 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. ZHANG Manhua does not have any relationship with any directors, supervisors, senior management or substantial shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”)) of the Company, and he does not hold any position in the Company or any of its subsidiaries. As at the date of this announcement, Mr. ZHANG Manhua does not have any interest in the shares of the Company or its associated corporations within the definition under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

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

By order of the Board
Guotai Junan Securities Co., Ltd.
ZHU Jian
Chairman

Shanghai, the PRC
29 February 2024

As at the date of this announcement, the executive directors of the Company are Mr. ZHU Jian 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. SUN Minghui, 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. WANG Guogang, Mr. YIM, Chi Hung Henry and Mr. PU Yonghao.