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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)

U.S.\$500,000,000 2.00 per cent. guaranteed notes due 2026

(stock code: 40649)

U.S.\$300,000,000 1.60 per cent. guaranteed notes due 2024

(stock code: 40937)

U.S.\$400,000,000 floating rate guaranteed notes due 2027

(stock code: 05041)

TRADING HALT

At the request of Guotai Junan Securities Co., Ltd. (the "**Company**"), trading in (i) the H shares of the Company, (ii) the U.S.\$500,000,000 2.00 per cent. guaranteed notes due 2026 issued by Guotai Junan Holdings Limited and guaranteed by the Company (stock code: 40649), (iii) the U.S.\$300,000,000 1.60 per cent. guaranteed notes due 2024 issued by Guotai Junan Holdings Limited and guaranteed by the Company (stock code: 40937) and (iv) the U.S.\$400,000,000 floating rate guaranteed notes due 2027 issued by Guotai Junan Holdings Limited and guaranteed by the Company (stock code: 05041), each of which is listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**"), will be halted with effect from 9:00 a.m. on 6 September 2024 (Friday) pending the issuance of an announcement pursuant to the Code on Takeovers and Mergers as well as Chapter 14 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited which contains inside information of the Company.

On 5 September 2024, a legally binding cooperation agreement has been entered into between the Company and Haitong Securities Co., Ltd. ("**Haitong Securities**", whose H shares are listed on the Main Board of the Hong Kong Stock Exchange with stock code 06837 and whose A shares are listed on the Shanghai Stock Exchange with stock code 600837) to implement a merger by way of absorption and a share exchange by the Company issuing (a) A shares that are to be listed on the Shanghai Stock Exchange to holders of A shares of Haitong Securities that are listed on the Shanghai Stock Exchange; (b) H shares that are to be listed on the Main Board of the Hong Kong Stock Exchange to holders of H shares of Haitong Securities that are listed on the Main Board of the Hong Kong Stock Exchange, and a placement of new A shares of the Company for ancillary fundraising. The formal announcement of the proposed merger requires the prior agreement or clearance of competent regulatory authorities. The proposed

merger is subject to approval by the board of directors and general meetings of the respective parties, and the implementation of which is subject to the approval of competent regulatory authorities.

In addition, trading in the Company's A shares listed on the Shanghai Stock Exchange will be halted with effect from the opening of the morning trading session on 6 September 2024 (Friday), and the Company's relevant A shares announcement stated that such trading halt is expected to be no more than 25 A share-trading days as agreed by the Shanghai Stock Exchange.

WARNING: There is no assurance that the proposed merger will materialise or eventually be consummated, and any discussions between the Company and Haitong Securities in relation to the proposed merger may or may not result in a merger with Haitong Securities. Shareholders of the Company and potential investors are therefore advised to exercise caution when dealing in the shares and/or other securities of the Company. Persons who are in doubt as to the action they should take should consult their professional stockbroker, bank manager, solicitor or other professional adviser.

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

Shanghai, PRC, 5 September 2024

As at the date of this announcement, the executive directors of the Company are Mr. ZHU Jian and Mr. LI Junjie; the non-executive directors of the Company are Mr. LIU Xinyi, Ms. GUAN Wei, Mr. ZHONG Maojun, Mr. CHEN Hua, Mr. SUN Minghui and Mr. ZHANG Manhua; 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.

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.