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GUOTAI JUNAN INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1788)

**PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR
AND CHANGE OF COMPOSITION OF A BOARD COMMITTEE**

The board of directors (the “**Board**”) of Guotai Junan International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that it has resolved to propose to the general meeting of the Company the appointment of Mr. ZOU Hua (“**Mr. ZOU**”) as a non-executive director of the Company pursuant to the articles of association of the Company (the “**Articles of Association**”). Subject to the shareholders’ approval of the appointment, Mr. ZOU will act as a member of the Nomination Committee of the Company with effect from the date of approving his appointment at the general meeting of the Company.

The biographical details of Mr. ZOU are set out as follows:

Mr. ZOU Hua, aged 51, is currently the general manager of the legal and compliance department of Guotai Haitong Securities Co., Ltd. (formerly known as Guotai Junan Securities Co., Ltd.) (stock code: 2611.HK, 601211.SH), the parent company of the Company. Mr. ZOU joined the group of Guotai Haitong Securities Co., Ltd. in 2019, and held various key positions, including a member of the executive committee of the investment banking business unit, and the executive head of investment banking quality control department and the compliance management department. Prior to this, Mr. ZOU worked at Shanghai Maling Aquarius (Group) Co., Ltd. and its subsidiaries, the Shanghai Supervision Bureau of the China Securities Regulatory Commission, and Shanghai International Group Co., Ltd, respectively. Mr. ZOU has over 25 years of experience in the securities industry. Mr. ZOU obtained a bachelor's degree in Economics from Renmin University of China and a master's degree in Management from Shanghai University of Finance and Economics.

As at the date of this announcement, the Company has not entered into any service contract with Mr. ZOU. Subject to the approval by an ordinary resolution at the general meeting of the Company, the Company will enter into a service contract with Mr. ZOU which will not have any specific term. Nevertheless, Mr. ZOU’s appointment, if approved at the general meeting of the Company, is subject to retirement by rotation (at least once every three years) at the annual general meeting of the Company in accordance with the Articles of Association. Mr. ZOU will not receive any director’s fee or any other emolument.

Mr. ZOU did not hold directorship in any other listed public company in the last three years or any position within the Group.

Save as disclosed above, Mr. ZOU does not have any relationship with any director, senior management, substantial shareholder or controlling shareholder of the Company.

As at the date of this announcement, Mr. ZOU does not have any interest in the shares, debentures or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

A notice of general meeting of the Company, together with the circular containing, among others, the particulars in relation to the appointment of Mr. ZOU, will be despatched to the shareholders of the Company in due course.

Save as disclosed above, there are no other matters relating to the appointment of Mr. ZOU, in particular, the information required under Rules 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, that need to be brought to the attention of the shareholders of the Company.

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

Hong Kong, 11 April 2025

As at the date of this announcement, the Board comprises two executive directors, being Dr. YIM Fung (Chairman) and Ms. QI Haiying; two non-executive directors, being Ms. YU Xuping and Mr. DONG Boyang; and three independent non-executive directors, being Dr. FU Tingmei, Professor CHAN Ka Keung Ceajer and Mr. LIU Chung Mun.