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國泰海通金融控股
GUOTAI HAITONG FINANCIAL HOLDINGS

GUOTAI HAITONG FINANCIAL HOLDINGS LIMITED
(Incorporated in Hong Kong with limited liability)

GUOTAI JUNAN INTERNATIONAL HOLDINGS LIMITED
(Incorporated in Hong Kong with limited liability)
(Stock Code: 1788)

JOINT ANNOUNCEMENT
(1) PRE-CONDITIONAL PROPOSAL FOR THE PRIVATISATION OF GUOTAI JUNAN INTERNATIONAL HOLDINGS LIMITED BY THE OFFEROR BY WAY OF A SCHEME OF ARRANGEMENT UNDER SECTION 673 OF THE COMPANIES ORDINANCE AND (2) PROPOSED WITHDRAWAL OF LISTING OF THE SHARES OF GUOTAI JUNAN INTERNATIONAL HOLDINGS LIMITED
UPDATE ON TIMELINE FOR DESPATCH OF SCHEME DOCUMENT

Lead Financial Adviser to the Offeror

國泰海通 GUOTAI HAITONG | 海通國際 HAITONG

Joint Financial Adviser to the Offeror

SOMERLEY CAPITAL LIMITED

Independent Financial Adviser to the Independent Board Committee

ALTUS CAPITAL LIMITED

Reference is made to the joint announcement (the "**Rule 3.5 Announcement**") dated August 7, 2026 jointly issued by Guotai Haitong Financial Holdings Limited (the "**Offeror**") and Guotai Junan International Holdings Limited (the "**Company**") in relation to, among other matters, (i) the pre-conditional proposal for the privatisation of the Company by the Offeror by way of a scheme of arrangement under Section 673 of the Companies Ordinance; and (ii) the proposed withdrawal of listing of the shares of the Company. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Rule 3.5 Announcement.

Pursuant to Rule 8.2 of the Takeovers Code, the Scheme Document is required to be despatched to the Shareholders within 21 days after the date of the Rule 3.5 Announcement (in this case, on or before August 28, 2026), unless the Executive's consent is otherwise obtained.

As mentioned in the Rule 3.5 Announcement and given the time required for the satisfaction of the Pre-Condition, the preparation of the Scheme Document and the procedures of the High Court in respect of the Scheme, an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for, and the Executive has indicated that it is minded to grant its consent to, an extension of the latest date for despatch of the Scheme Document from August 28, 2026 to a date that is no later than (i) seven days after the satisfaction of the Pre-Condition or (ii) November 7, 2026 (being seven days after the Pre-Condition Long Stop Date), whichever is the earlier.

A detailed timetable for the Proposal will be set out in the Scheme Document and in the announcement to be jointly issued by the Offeror and the Company upon despatch of the Scheme Document.

WARNINGS: Shareholders, Share Option Holders and potential investors of the Company should be aware that the making of the Proposal is subject to the satisfaction of the Pre-Condition, and the implementation of the Proposal is subject to the satisfaction or waiver (where applicable) of the Conditions, and thus the Proposal (including the Scheme and the Share Option Offer) may or may not be implemented, and the Scheme may or may not become effective. Shareholders, Share Option Holders, and potential investors of the Company should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

By order of the board of directors of the Offeror
Guotai Haitong Financial Holdings Limited
Mr. HAN Zhida
Director

By order of the Board
Guotai Junan International Holdings Limited
Dr. YIM Fung
Director

August 28, 2026

As at the date of this joint announcement, the board of directors of the Offeror comprises Mr. HAN Zhida, Mr. XIE Lebin, Dr. YIM Fung, Ms. YU Xuping and Mr. DONG Boyang.

The directors of the Offeror jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors in their capacities as such) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the board of directors of Guotai Haitong comprises Mr. ZHU Jian and Mr. NIE Xiaogang as the executive directors; Mr. ZHOU Jie, Ms. GUAN Wei, Mr. ZHONG Maojun, Mr. CHEN Hangbiao, Ms. LV Chunfang, Ms. HA Erman, Mr. SUN Minghui and Mr. CHEN Yijiang as the non-executive directors; Mr. WU Hongwei as the employee director; and Mr. LI Renjie, Mr. WANG Guogang, Mr. PU Yonghao, Mr. MAO Fugen, Mr. CHEN Fangruo and Mr. JIANG Xian as independent non-executive directors.

The directors of Guotai Haitong jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors in their capacities as such) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

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

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror and Guotai Haitong) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Offeror and Guotai Haitong in their capacities as such) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.