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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)

**CONNECTED TRANSACTION
INVESTMENT IN FINANCIAL TECHNOLOGY FUND**

The Board is pleased to announce that on 23 February 2022, it approved Guotai Junan FoF, an investment fund managed by Guotai Junan Capital, an indirect non-wholly subsidiary of the Company, to enter into the Partnership Agreement with GP1, GP2, SIG AM and Independent Third Parties, pursuant to which Guotai Junan FoF agreed to contribute RMB200 million as a limited partner to participate in the establishment of Financial Technology Fund, with an expected fund-raising scale of no less than RMB3 billion, which will focus on investments in the fintech industry. Financial Technology Fund will be managed by GP Capital. The Partnership Agreement has not been executed yet as at the date of this announcement and the Company will make an announcement in due course once a definitive agreement is entered into.

As International Group directly and indirectly owns an aggregate of 33.34% of the issued share capital of the Company as at the date of this announcement, it is a substantial shareholder of the Company. SIG AM is a wholly-owned subsidiary of International Group and GP Capital is held as to 49.5% by SIG AM, therefore each of SIG AM and GP Capital is a connected person of the Company. Accordingly, the participation of Guotai Junan FoF in the establishment of Financial Technology Fund will constitute a connected transaction of the Company.

As International Group and/or its associate(s) are counterparties of the Company in (1) the partnership agreement in relation to the Shanghai Kechuang Center Equity Investment Fund (Phase II) L.P., (2) the partnership agreement in relation to the Sailing International Private Equity Investment Fund II (Shanghai) Partnership (Limited Partnership), (3) the partnership agreement in relation to the Shanghai Lingang Guotai Junan Technology Frontier Industrial Private Fund Partnership (Limited Partnership) and (4) the Partnership Agreement, and these transactions are of a similar nature and are entered into within the period of 12 months or otherwise related, such transactions shall be aggregated for the calculation of the percentage ratios pursuant to Rule 14A.81 of the Listing Rules. As the highest percentage ratio applicable to such transactions upon aggregation is more than 0.1% but less than 5%, the participation in the establishment of Financial Technology Fund will be subject to the reporting and announcement requirements but exempted from circular and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

INTRODUCTION

The Board is pleased to announce that on 23 February 2022, it approved Guotai Junan FoF, an investment fund managed by Guotai Junan Capital, an indirect non-wholly subsidiary of the Company, to enter into the Partnership Agreement with GP1, GP2, SIG AM and Independent Third Parties, pursuant to which Guotai Junan FoF agreed to contribute RMB200 million as a limited partner to participate in the establishment of Financial Technology Fund, with an expected fund-raising scale of no less than RMB3 billion, which will focus on investments in fintech industry. Financial Technology Fund will be managed by GP Capital.

The Partnership Agreement has not been executed yet as at the date of this announcement and the Company will make an announcement in due course once a definitive agreement is entered into.

I. PARTICULARS OF FINANCIAL TECHNOLOGY FUND

1. Principal Terms of the Partnership Agreement

Name of Financial Technology Fund: Shanghai Financial Technology Equity Investment Fund (Limited Partnership) (上海金融科技股權投資基金(有限合夥)) (tentative name)

Parties:

- General partners:
 - o GP1 (as the executive partner)
 - o GP2
- Limited partners:
 - o SIG AM
 - o Guotai Junan FoF
 - o Shanghai Huangpu Investment
 - o Jiashan County Financial Investment
 - o Hengdian Group
 - o Vered Capital
 - o Nantong Jianghai
 - o Haimen Jiangonghu

- o Ningbo Shangyi
- o Global Infotech
- o Heze Caijin
- o Hunan Xiangjiang
- o Jinan Caitou

Fund Manager: GP Capital

Term of Financial Technology Fund: The term of Financial Technology Fund shall be seven years, including an investment period of four years and an exit period of three years. Both the investment period and the exit period can be extended by one year each time, subject to the approval by the partners' meeting of Financial Technology Fund. The term of Financial Technology Fund can be extended by two years in total.

Management Fees: From the date of commencement of the investment period to the earlier of (1) the date of expiry of the fourth year after the date of commencement of the investment period and (2) the date of expiry of the investment period, Financial Technology Fund shall pay GP Capital an annual management fee equal to 2% *per annum* of the capital commitments of each LPs during such period.

From the earlier of (1) the date of expiry of the fourth year after the commencement date of the investment period and (2) the date of expiry of the investment period to the date of expiry of the seventh year after the commencement date of the investment period, Financial Technology Fund shall pay GP Capital an annual management fee equal to 1.8% *per annum* of the capital commitments of each LPs during such period.

**Profit or Loss
Distribution:**

The distributable earnings generated from the investment projects of Financial Technology Fund shall be allocated among the partners on a *pro-rata* basis based on their respective project investment costs, and after distributing the distributable earnings to the GPs, the remaining distributable earnings shall be allocated as follows:

- (1) First round: The distributable earnings shall be allocated among the LPs on a *pro-rata* basis according to their respective project investment costs until all of the accumulated distribution to the LPs equals their accumulative paid-in capital at the time of distribution;
- (2) Second round: The remaining distributable earnings after the first-round allocation shall be allocated to the LPs on a *pro-rata* basis according to their respective project investment costs until they realize an annualized return of 8% on their paid-in capital. The distributable earnings allocated to the partners this round shall be referred to as the “Priority Return”.
- (3) Third round: The remaining distributable earnings after the second-round allocation shall be allocated to the GPs until the GPs receive an amount of earnings equivalent to *20%* Priority Return/80%*;
- (4) Fourth round: As for the remaining distributable earnings after the third-round allocation, 80% of the remaining distributable profits shall be allocated to the LPs and the rest of the remaining distributable earnings shall be allocated to the GPs;

Payment Arrangement:

The capital contribution of each LP shall be paid in accordance with a notice (the “**Payment Notice**”) issued by GP1 pursuant to the Partnership Agreement. The Payment Notice for each round shall be issued after over 70% of the current paid-up capital has been utilized.

2. Capital commitments to Financial Technology Fund

The target fund-raising scale of Financial Technology Fund will be no less than RMB3 billion, and the total capital commitments for the first closing period will be RMB2,766 million. As of the date of this announcement, the proposed capital commitments by the each of the partners to Financial Technology Fund are as follows:

Parties	Capital Commitment (RMB100 million)	Percentage (%)
GP1	0.30	1.08
GP2	0.01	0.04
SIG AM	9.00	32.54
Guotai Junan FoF	2.00	7.23
Shanghai Huangpu Investment	3.00	10.85
Jiashan County Financial Investment	3.00	10.85
Hengdian Group	3.00	10.85
Vered Capital	1.00	3.62
Nantong Jianghai	1.00	3.62
Haimen Jiangonghu	0.50	1.81
Ningbo Shangyi	0.50	1.81
Global Infotech	0.50	1.81
Heze Caijin	0.45	1.63
Hunan Xiangjiang	0.40	1.45
Jinan Caitou	3.00	10.85
Total	27.66	100.00

The capital commitment will be determined after arm's length negotiations among the parties with reference to their respective interests in Financial Technology Fund as well as its investment objectives. Guotai Junan FoF will finance its capital commitment by internal resources. Parties to the Partnership Agreement and capital commitment by each partners are subject to further adjustment and negotiation.

3. Investment Strategy

Financial Technology Fund will invest in the fintech industry and focus on projects which apply new technology in the financial industry, help financial institutions serve real economy through the provision of technical solutions or promote the innovation of the underlying technology. Financial Technology Fund intends to invest approximately 80% of its total investments in projects at growing or mature stage.

4. Management and Operation

An investment decision-making committee (the “**Investment Decision-making Committee**”) will be established as the decision-making authority for Financial Technology Fund, comprising of five members appointed by the Fund Manager. GP1, GP2 and SIG AM are entitled to nominate three, one and one candidate members of the Investment Decision-making Committee, respectively. The Investment Decision-making Committee shall consider and decide on the investment and exit of projects and each investment decision of Financial Technology Fund should be approved by more than two thirds of the members of the Investment Decision-making Committee.

Financial Technology Fund will also establish an LP representative committee (the “**LP Representative Committee**”) comprising of members each appointed by one LP contributing no less than RMB300 million to Financial Technology Fund. The LP Representative Committee shall consider and decide on issues regarding (1) the foundation of new funds by certain members of the management team of Financial Technology Fund, (2) related-party transactions; (3) the appointment or change of auditor; (4) investment restrictions and other matters as provided in the Partnership Agreement. Each meeting of the LP Representative Committee shall be attended by at least two thirds of the members of the LP Representative Committee and all resolutions should be approved by half or more of the members present at the meeting.

Unless otherwise approved by the LP Representative Committee, no cumulative investment in a single project shall exceed 10% of the total capital contribution of Financial Technology Fund. Save as events such as valuation adjustments of investment projects, no cumulative investment amount in a single project shall exceed 20% of the registered capital of such project.

II. REASONS FOR AND BENEFITS OF ENTERING INTO THE PARTNERSHIP AGREEMENT

Financial Technology Fund will contribute to and benefit from the development of Shanghai as the center of financial technology. Through the establishment of Financial Technology Fund, the Group will gain access to potential business opportunities through the investee companies in the fintech industry to further implement its strategy of comprehensive digital transformation. Financial Technology Fund has vast resources in the fintech industry and a management team with extensive experience. Financial Technology Fund is expected to bring considerable profits to the Company, as well as its shareholders.

The Board (including all the independent non-executive Directors) considers that the transactions under the Partnership Agreement are in the ordinary and usual course of business of the Group and on normal commercial terms, and the terms of Partnership Agreement are fair and reasonable, and in the interests of the Company and its shareholders as a whole.

As each of Mr. Liu Xinyi, Ms. Guan Wei, Mr. Zhong Maojun and Mr. Chen Hua holds certain positions in International Group and/or its associates, they have abstained from voting on the Board resolution approving the Partnership Agreement. Saved as disclosed above, none of the Director has a material interest in the transactions in connection with the Partnership Agreement or holds any position in International Group and/or its associates which required them to abstain from voting on the relevant Board resolution.

III. IMPLICATIONS UNDER THE LISTING RULES

As International Group directly and indirectly owns an aggregate of 33.34% of the issued share capital of the Company as at the date of this announcement, it is a substantial shareholder of the Company. SIG AM is a wholly-owned subsidiary of International Group and GP Capital is held as to 49.5% by SIG AM, therefore each of SIG AM and GP Capital is a connected person of the Company. Accordingly, the participation of Guotai Junan FoF in the establishment of Financial Technology Fund will constitute a connected transaction of the Company.

As International Group and/or its associate(s) are counterparties of the Company in (1) the partnership agreement in relation to the Shanghai Kechuang Center Equity Investment Fund (Phase II) L.P., (2) the partnership agreement in relation to the Sailing International Private Equity Investment Fund II (Shanghai) Partnership (Limited Partnership), (3) the partnership agreement in relation to the Shanghai Lingang Guotai Junan Technology Frontier Industrial Private Fund Partnership (Limited Partnership) and (4) the Partnership Agreement, and these transactions are of a similar nature and are entered into within the period of 12 months or otherwise related, such transactions shall be aggregated for the calculation of the percentage ratios pursuant to Rule 14A.81 of the Listing Rules. As the highest percentage ratio applicable to such transactions upon aggregation is more than 0.1% but less than 5%, the participation in the establishment of Financial Technology Fund will be subject to the reporting and announcement requirements but exempted from circular and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

IV. GENERAL INFORMATION

(1) GP1

GP1 is a limited partnership incorporated in the PRC and is principally engaged in business management and consulting activities. GP1 is established by management team of GP Capital as a follow up investment platform of fintech funds.

(2) GP2

GP2 is a limited partnership incorporated in the PRC and is principally engaged in business management and consulting activities. As at the date of this announcement, Fan Yin as the executive partner, and Qi Jingran each hold 50% equity interests in GP2, respectively, and GP2 is an Independent Third Party. GP2 will undergo subsequent reorganization and more than 30% of its equity interests will be held by SIG AM, making GP2 a connected person of the Company.

(3) SIG AM

SIG AM is a company incorporated in the PRC with limited liability and is principally engaged in domestic and foreign investment, asset operation and management business. SIG AM is a wholly-owned subsidiary of International Group, thus a connected person of the Company. As at the date of this announcement, the ultimate beneficial owner of SIG AM is Shanghai SASAC.

(4) Guotai Junan FoF

Guotai Junan FoF is a limited partnership incorporated in the PRC and is principally engaged in equity investments. As at the date of this announcement, the general partners of Guotai Junan FoF are Guotai Junan Capital and Guotai Junan Innovation Investment, and its fund manager is Guotai Junan Capital. Guotai Junan Innovation Investment is a wholly-owned subsidiary of the Company and holds approximately 99.19% interests in Guotai Junan Capital. As at the date of this announcement, the shareholding structure of Guotai Junan FoF is as follows:

Parties	Percentage (%)
Guotai Junan Innovation Investment	19.98
Guotai Junan Capital	15.03
Shanghai Zhongbing Guotai Junan Investment Management Co., Ltd. (上海中兵國泰君安投資管理有限公司)	14.99
International Group	18.73
Shanghai Pharmaceutical (Group) Co., Ltd. (上海醫藥(集團)有限公司)	6.24
Shanghai Shangtou Investment Management Co., Ltd. (上海上投資產經營有限公司)	6.24
Qingdao Conson Financial Holdings Co., Ltd. (青島國信金融控股有限公司)	6.24
Shanghai Yangpu District Financial Development Service Center (上海市楊浦區金融發展服務中心)	5.00
Shanghai International Trust Co., Ltd.(上海國際信託有限公司)	3.80
Shanghai Jing'an Industry-guided Equity Investment Fund Co., Ltd. (上海靜安產業引導股權投資基金有限公司)	2.50
Suning.com Co., Ltd. (蘇寧易購集團股份有限公司)	1.25
Total	<u>100.00</u>

(5) Shanghai Huangpu Investment

Shanghai Huangpu Investment is a company incorporated in the PRC with limited liability and is principally engaged in equity investment and equity investment management, capital operation and capital management. As at the date of this announcement, the ultimate beneficial owner of Shanghai Huangpu Investment is Shanghai Huangpu District State-owned Assets Supervision and Administration Commission (上海市黃浦區國有資產監督管理委員會). Shanghai Huangpu Investment is an Independent Third Party.

(6) Jiashan County Financial Investment

Jiashan County Financial Investment is a company incorporated in the PRC with limited liability and is principally engaged in equity investment, project investment, and asset management. As at the date of this announcement, Jiashan County Financial Investment is a wholly-owned subsidiary of Jiashan County State-owned Assets Investment Co., Ltd. (嘉善縣國有資產投資有限公司) which is in turn owned by Finance Bureau of Jiashan County (嘉善縣財政局) and Finance Department of Zhejiang Province (浙江省財政廳) as to 90% and 10%. Jiashan County Financial Investment is an Independent Third Party.

(7) **Hengdian Group**

Hengdian Group is a company incorporated in the PRC with limited liability and is principally engaged in self-funding investment and asset management services. As at the date of this announcement, the single largest shareholder of Hengdian Group is Dongyang Hengdian Association Economic Enterprise Federation (東陽市橫店社團經濟企業聯合會), holding 70% equity interests in Hengdian Group. Hengdian Group is an Independent Third Party.

(8) **Vered Capital**

Vered Capital is a company incorporated in the PRC with limited liability and is principally engaged in real estate investment, project investment and investment management. As at the date of this announcement, Vered Capital is a wholly-owned subsidiary of Vered Holdings Limited (薔薇控股股份有限公司, “**Vered Holdings**”), of which the single largest shareholder is Ningbo Huashan Junde Investment Partnership (Limited Partnership) (寧波華山君德投資合夥企業(有限合夥), “**Ningbo Huashan**”) holding 21.19% equity interests in Vered Holdings. The executive partner of Ningbo Huashan is Beijing Cezhong Ruicheng Investment Management Co., Ltd. (北京策眾睿誠投資管理有限公司), which is controlled by Chen Guizhi (陳桂芝) holding its 51% equity interests. Vered Capital is an Independent Third Party.

(9) **Nantong Jianghai**

Nantong Jianghai is a limited partnership incorporated in the PRC and is principally engaged in equity investment, venture capital, industrial investment, fund investment and related investment management. As at the date of this announcement, Nantong Industry Investment Fund of Funds (Limited Partnership) (南通市產業投資母基金有限公司(有限合夥)), Jiangsu Provincial Government Investment Fund (Limited Partnership) (江蘇省政府投資基金(有限合夥)), and Nantong Shengshi Jinhao Investment Management Co., Ltd. (南通盛世金濠投資管理有限公司, “**Nantong Shengshi**”) as the executive partner, hold 49.75%, 49.75% and 0.50% interests in Nantong Jianghai, respectively. Nantong Shengshi is held by Nantong Investment Management Co., Ltd. (南通投資管理有限公司, “**Nantong Investment**”) and Jiangsu Shengshi Juxin Private Equity Management Co., Ltd. (江蘇盛世聚鑫私募基金管理有限公司, “**Jiangsu shengshi**”) as to 25% and 75%, respectively. Nantong Investment is ultimately owned by the Finance Department of Jiangsu Province (江蘇省財政廳, “**Jiangsu Finance Department**”) and the State-owned Assets Supervision and Administration Commission of the People’s Government of Nantong City (南通市人民政府國有資產監督管理委員會) as to 10% and 90%, respectively. Jiangsu Shengshi is held by Jiangsu Equity Investment Center Co., Ltd. (江蘇省股權投資中心有限公司), which is ultimately held by Jiangsu Finance Department, and China Grand Prosperity Investment Co., Ltd. (北京盛世宏明投資基金管理有限公司, “**CGP Investment**”), as to 35% and 65%. The single largest shareholder of CGP Investment is Jiang Mingming (姜明明) directly and indirectly holding approximately 65.40% equity interests in CGP Investment. Nantong Jianghai is an Independent Third Party.

(10) Haimen Jiangonghu

Haimen Jiangonghu is a limited partnership incorporated in the PRC and is principally engaged in equity investment and investment management. As at the date of this announcement, Finance Bureau of Haimen District of Nantong (南通市海門區財政局) and Nantong Shengshi (as the executive partners), hold 99.01% and 0.99% interests in Haimen Jiangonghu, respectively. Haimen Jiangonghu is an Independent Third Party.

(11) Ningbo Shangyi

Ningbo Shangyi is a limited liability company incorporated in the PRC and is principally engaged in computer software technology development, technology consulting, technology transfer, technical services, computer software design and business management consulting. As at the date of this announcement, the ultimate beneficial owner of Ningbo Shangyi is SenseTime Group Inc., which is a public company listed on the Hong Kong Stock Exchange (stock code: 00020, “SenseTime Group”). According to the publicly available information, the controlling shareholders of SenseTime Group are Professor Tang Xiao’ou and Amind Inc. Ningbo Shangyi is an Independent Third Party.

(12) Global Infotech

Global Infotech is a public company listed on the Shenzhen Stock Exchange (stock code: 300465) and is principally engaged in computer software, supporting hardware and system integration development, sales and wholesale of electromechanical equipment products. According to the publicly available information, the controlling shareholder of Global Infotech is Yu Wei. Global Infotech is an Independent Third Party.

(13) Heze Caijin

Heze Caijin is a company incorporated in the PRC with limited liability and is principally engaged in fund investment, equity investment, investment management and asset management. As at the date of this announcement, the ultimate beneficial owner of Heze Caijin is the State-owned Assets Supervision and Management Commission of Heze (荷澤市人民政府國有資產監督管理委員會). Heze Caijin is an Independent Third Party.

(14) Hunan Xiangjiang

Hunan Xiangjiang is a limited partnership incorporated in the PRC and is principally engaged in private equity investment and related consulting services. As at the date of this announcement, the ultimate beneficial owner of Hunan Xiangjiang is the State-owned Assets Supervision and Management Commission of Changsha (長沙市人民政府國有資產監督管理委員會). Hunan Xiangjiang is an Independent Third Party.

(15) Jinan Caitou

Jinan Caitou is a company incorporated in the PRC with limited liability and is principally engaged in funds investment, financial consulting, information technology consulting, import and export of goods and technology. As at the date of this announcement, the ultimate beneficial owner of Jinan Caitou is the Finance Department of Jinan (濟南市財政局). Jinan Caitou is an Independent Third Party.

DEFINITIONS

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

“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 limited company incorporated in the PRC in August 1999, the A Shares of which are listed on the Shanghai Stock Exchange (stock code: 601211)
“Director(s)”	director(s) of the Company
“GP Capital” or “Fund Manager”	Shanghai Jinpu Investment Co., Ltd. (金浦產業投資基金管理有限公 司)
“Group”	the Company and its subsidiaries
“Guotai Junan Innovation Investment”	Guotai Junan Innovation Investment Co., Ltd. (國泰君安創新投資有限 公司)
“Guotai Junan FoF”	Shanghai Guotai Junan Creative Equity Investment Fund of Funds Center L.P. (上海國泰君安創新股權投資母基金中心(有限合夥))
“Guotai Junan Capital”	Guotai Junan Capital Management Co., Ltd. (國泰君安資本管理有限 公司)
“Independent Third Part(ies)”	part(ies) not connected with the Company or its subsidiaries within the meaning of the Listing Rules as far as the Directors are aware after having made all reasonable enquiries
“International Group”	Shanghai International Group Co., Ltd. (上海國際集團有限公司), our controlling shareholder, a limited liability company incorporated in the PRC in April 2000
“Financial Technology Fund”	Shanghai Financial Technology Equity Investment Fund (Limited Partnership) (上海金融科技股權投資基金(有限合夥))
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

“LP(s)”	limited partner(s) of Financial Technology Fund, namely, SIG AM, Guotai Junan FoF, Shanghai Huangpu Investment, Jiashan County Financial Investment, Hengdian Group, Vered Capital, Nantong Jianghai, Haimen Jiangonghu, Ningbo Shangyi, Global Infotech, Heze Caijin, Hunan Xiangjiang and Jinan Caitou
“Partnership Agreement”	Shanghai Financial Technology Investment Fund (Limited Partnership) Limited Partnership Agreement (《上海金融科技股權投資基金(有限合伙)有限合夥協議》), the partnership agreement to be entered into among GP1, GP2, Guotai Junan FoF, SIG AM, and other LPs, which has not been executed yet as at the date of this announcement.
“PRC”	the People’s Republic of China, for the purpose of this announcement, excluding Hong Kong Special Administrative Region, Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, lawful currency of the PRC
“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會)
“SIG AM”	SIG Asset Management Co., Ltd. (上海國際集團資產管理有限公司)
“Shanghai SASAC”	Shanghai State-owned Assets Supervision and Administration Commission (上海市國有資產監督管理委員會)
“GP(s)”	GP1 and GP2
“GP1”	Shanghai Lizi Business Management Partnership (Limited Partnership) (上海利孜企業管理合夥企業(有限合夥))
“GP2”	Shanghai Xijin Enterprise Management Partnership (Limited Partnership) (上海淅金企業管理合夥企業(有限合夥))
“Shanghai Huangpu Investment”	Shanghai Huangpu Investment Holding (Group) Co., Ltd. (上海黃浦投資控股(集團)有限公司)
“Jiashan County Financial Investment”	Jiashan County Financial Investment Co., Ltd. (嘉善縣金融投資有限公司)
“Hengdian Group”	Hengdian Group Holdings Limited (橫店集團控股有限公司)
“Vered Capital”	Vered Capital Company Limited (薔薇資本有限公司)
“Nantong Jianghai”	Nantong Jianghai Industry Development Investment Fund (Limited Partnership) (南通江海產業發展投資基金(有限合夥))
“Haimen Jiangonghu”	Haimen Jiangonghu Equity Investment Fund Partnership (Limited Partnership) (海門市睿公湖股權投資基金合夥企業(有限合夥))

“Ningbo Shangyi”	Ningbo Shangyi Software Co., Ltd. (寧波市商毅軟件有限公司)
“Global Infotech”	Global Infotech Co., Ltd. (高偉達軟件股份有限公司)
“Heze Caijin”	Heze Caijin Investment Group Co., Ltd. (荷澤財金投資集團有限公司)
“Hunan Xiangjiang”	Hunan Xiangjiang Zhirong Jinke Industrial Fund of Funds Partnership (Limited Partnership) (湖南湘江智融金科產業母基金合夥企業(有限合夥))
“Jinan Caitou”	Jinan Caitou New Kinetic Energy Investment Management Co., Ltd. (濟南財投新動能投資管理有限公司)

In addition, the terms “associate(s)”, “connected person(s)”, “connected transaction(s)”, “substantial shareholder”, “percentage ratio(s)” and “subsidiary(ies)” shall have the meanings ascribed to them under the Listing Rules.

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

Shanghai, the PRC
23 February 2022

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. XIA Dawei, Mr. DING Wei, Mr. LI Renjie, Mr. BAI Wei, Mr. LEE Conway Kong Wai and Mr. CHAI Hongfeng.