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GUOTAI JUNAN INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1788)

**ANNOUNCEMENT PURSUANT TO
RULES 13.51B(2) AND 13.51(2)(h) OF THE LISTING RULES**

This announcement is made by the board of directors (the “**Board**”) of Guotai Junan International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.51B(2) and 13.51(2)(h) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Reference is made to the regulatory announcement dated 5 May 2022 published by the Stock Exchange (the “**Regulatory Announcement**”) that Wuzhou International Holdings Limited (“**Wuzhou International**”, previous stock code: 1369.HK, the listing of Wuzhou International’s shares on the Stock Exchange was cancelled with effect from 8 December 2020), among others, was censured by the Stock Exchange in relation to the breach of Rule 14.34 of the Listing Rules for its delay in announcing certain transactions and the breach of Rules 14.38A, 14.48 and 14.49 for its failure to issue a circular and obtain shareholders’ approval for a disposal transaction, at the same time, Dr. Song Ming (“**Dr. Song**”), an independent non-executive director of the Company and a former independent non-executive director of Wuzhou International at the relevant time, together with certain other former directors of Wuzhou International, was criticized by the Stock Exchange for breaching (1) Rule 3.08 of the Listing Rules; and (2) his declaration and undertaking given to the Stock Exchange in the form set out in Appendix 5B to the Listing Rules during his tenure of directorship in Wuzhou International. The Regulatory Announcement can be found on the website of the Stock Exchange.

To the best of the directors of the Company’s knowledge, information and belief having made all reasonable enquiries, the above censure and direction against Wuzhou International and criticism against Dr. Song are not related to the affairs of the Group and will not have any impact on the Company or the discharge by Dr. Song of his duties as an independent non-executive director of the Company. Save as disclosed in the Regulatory Announcement and this announcement, there is no other information relating to Dr. Song that is required to be disclosed pursuant to Rules 13.51B(2) and 13.51(2)(h) to (v) of the Listing Rules and there is no other matter in relation to Dr. Song’s directorship in the Company that needs 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, 12 May 2022

As at the date of this announcement, the Board comprises two executive directors, being Dr. YIM Fung (Chairman) and Ms. QI Haiying; three non-executive directors, being Mr. YU Jian, Dr. Hu Xuepng and Ms. YU Xuping; and four independent non-executive directors, being Dr. FU Tingmei, Dr. SONG Ming, Mr. TSANG Yiu Keung and Professor CHAN Ka Keung Ceajer.