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国联证券股份有限公司
GUOLIAN SECURITIES CO., LTD.

(a joint stock limited company established in the People's Republic of China with limited liability)

(Stock Code: 01456)

ANNOUNCEMENT ON THE AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Guolian Securities Co., Ltd. (the “**Company**”) convened the third meeting of the fifth session of the board of directors on 9 December 2022, which considered and approved the Resolution on the Amendments to the Articles of Association and its attachment. It is proposed to amend the Articles of Association of Guolian Securities Co., Ltd. (the “**Articles of Association**”) accordingly pursuant to the relevant regulation of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (《香港聯合交易所有限公司證券上市規則》)(the “**HK Listing Rules**”) and the Regulations on the Work of the Communist Party of China for its Grassroots Organizations at State-owned Enterprises (Trial) (《中國共產黨國有企業基層組織工作條例(試行)》)(the “**Work Regulations**”), and in light of the actual situation of the Company. Please refer to the attachment for specific amendments.

The resolution on the amendments to the Articles of Association shall be proposed to the general meeting of the Company for consideration, and the relevant amendments will take effect from the date upon the consideration and approval at the general meeting of the Company.

By order of the Board
Guolian Securities Co., Ltd.
Ge Xiaobo
Chairman

Wuxi, Jiangsu Province, the PRC
9 December 2022

As of the date of this announcement, the executive Director of the Company is Mr. Ge Xiaobo; the non-executive Directors of the Company are Mr. Hua Weirong, Mr. Zhou Weiping, Mr. Wu Weihua, Ms. Li Suo and Mr. Liu Hailin; and the independent non-executive directors of the Company are Mr. Wu Xingyu, Mr. Chu, Howard Ho Hwa and Mr. Gao Wei.

ATTACHMENT:

COMPARISON TABLE ON THE AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF GUOLIAN SECURITIES CO., LTD.

Sequence number and content of original article	Sequence number and content of new article	Reasons for or the basis of the amendments
Article 6.04 The Company may, in accordance with the understanding or agreements made between the securities regulatory authorities in China and overseas securities regulatory authorities, maintain the register of holders of overseas listed foreign shares in any place outside China and appoint an overseas agent to manage such register of shareholders. Such original register of holders of overseas listed foreign shares listed in Hong Kong shall be kept in Hong Kong. 	Article 6.04 The Company may, in accordance with the understanding or agreements made between the securities regulatory authorities in China and overseas securities regulatory authorities, maintain the register of holders of overseas listed foreign shares in any place outside China for inspection by shareholders , and appoint an overseas agent to manage such register of shareholders. Such original register of holders of overseas listed foreign shares listed in Hong Kong shall be kept in Hong Kong. 	Amended according to the Article 20 of Appendix III to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and Section 632 of the Hong Kong Companies Ordinance.
Article 7.01 The Committee of the Communist Party of Guolian Securities Co., Ltd. (hereinafter referred to as the “Party Committee of the Company”) shall be established by the Company. The Party Committee of the Company shall consist of one secretary, one to two deputy secretaries, and several other members. The secretary to the Party Committee and the Chairman shall be the same person. Eligible members of the Party Committee can join the Board of Directors, the Supervisory Committee and the management through statutory procedures, while eligible Party members of the Board of Directors, Supervisory Committee and the management can also join the Party Committee in accordance with relevant rules and procedures. Meanwhile, the Discipline Inspection Committee of the Communist Party of Guolian Securities Co., Ltd. (hereinafter referred to as the “Discipline Inspection Committee”) shall be established by the Company in accordance with the relevant requirements.	Article 7.01 The Committee of the Communist Party of Guolian Securities Co., Ltd. (hereinafter referred to as the “Party Committee of the Company”) shall be established by the Company. The Party Committee of the Company shall consist of one secretary, one to two deputy secretaries, and several other members. Generally, the The secretary to the Party Committee and the Chairman shall be the same person. Eligible members of the Party Committee can join the Board of Directors, the Supervisory Committee and the management through statutory procedures, while eligible Party members of the Board of Directors, Supervisory Committee and the management can also join the Party Committee in accordance with relevant rules and procedures. Meanwhile, the Discipline Inspection Committee of the Communist Party of Guolian Securities Co., Ltd. (hereinafter referred to as the “Discipline Inspection Committee”) shall be established by the Company in accordance with the relevant requirements.	Relevant expressions are amended according to Article 14 of Chapter IV of the Work Regulations.

Sequence number and content of original article	Sequence number and content of new article	Reasons for or the basis of the amendments
<p>Article 8.05 The holders of the ordinary shares of the Company shall be entitled to the following rights:</p> <p>(1) to receive distribution of dividends and other forms of benefits in proportion to the number of shares held;</p> <p>(2) to request, convene, hold, attend or appoint a shareholder proxy to attend the shareholders' general meeting and exercise voting rights at such meeting according to the laws;</p>	<p>Article 8.05 The holders of the ordinary shares of the Company shall be entitled to the following rights:</p> <p>(1) to receive distribution of dividends and other forms of benefits in proportion to the number of shares held;</p> <p>(2) to request, convene, hold, attend or appoint a shareholder proxy to attend the shareholders' general meeting, <u>speak at the shareholders' general meeting</u> and exercise voting rights at such meeting according to the laws;</p>	<p>Amended according to the Article 19 of Appendix III to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p>
<p>Article 9.11 Where the Company convenes an annual general meeting, a written notice shall be given 20 working days before the meeting is held. Where the Company convenes an extraordinary general meeting, a written notice shall be given 10 working days or 15 days (whichever is longer) before the meeting is held.</p> <p>When calculating the abovementioned period, the date of the meeting shall not be included.</p>	<p>Article 9.11 Where the Company convenes an annual general meeting, a written notice shall be given 20 working days before the meeting is held. Where the Company convenes an extraordinary general meeting, a written notice shall be given 10 working days or 15 days (whichever is longer) before the meeting is held. <u>If there is any other requirements under the laws, regulations and as required by the securities regulatory authorities and the stock exchanges in the place where the shares of the Company are listed, such requirements shall apply.</u></p> <p>When calculating the abovementioned period, the date of the meeting shall not be included.</p>	<p>Amended according to Appendix III and Appendix XIV to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p>

Sequence number and content of original article	Sequence number and content of new article	Reasons for or the basis of the amendments
<p>Article 10.06 A written notice convening an annual class meeting shall be given 20 working days before its held, a written notice convening an extraordinary general meeting shall be given 10 working days or 15 days (whichever is longer) before it is held.</p> <p>The day of the meeting shall not be included when counting the day.</p> <p>If there is any special requirement by the listing rules in the place where the shares of the Company are listed, such requirement shall apply.</p>	<p>Article 10.06 A written notice convening an annual a class meeting shall be given <u>by reference to the time limit for notice convening a shareholders' general meeting required by the Articles of Association</u> 20 working days before its held, a written notice convening an extraordinary general meeting shall be given 10 working days or 15 days (whichever is longer) before it is held.</p> <p>The day of the meeting shall not be included when counting the day.</p> <p>If there is any special requirement by the listing rules in the place where the shares of the Company are listed, such requirement shall apply.</p>	<p>Amended according to Appendix III and Appendix XIV to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p>