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

**WITHDRAWAL OF RESOLUTION NUMBERED 3(ii)
AT THE ANNUAL GENERAL MEETING TO BE HELD ON 22 MAY 2024;
AND CHANGE OF BOARD COMMITTEE COMPOSITION**

Reference is made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**AGM Notice**”) of Guotai Junan International Holdings Limited (the “**Company**”) to be held on 22 May 2024 (the “**AGM**”), both dated 29 April 2024, together with the proxy form for use at the AGM (the “**Proxy Form**”).

The board of directors of the Company (the “**Board**”) has been notified by Dr. HU Xupeng (“**Dr. HU**”) that, due to work arrangement of the group, he will not offer himself for re-election at the AGM. As such, he will retire from office as a non-executive director of the Company with effect from the conclusion of the AGM. He will also cease to be a member of risk committee of the Company upon his retirement. Consequently, the ordinary resolution numbered 3(ii) in respect of Dr. HU’s re-election as a non-executive director of the Company as set out in the AGM Notice and the Proxy Form, respectively, is no longer applicable and will not be put forward for consideration and approval by the shareholders of the Company (the “**Shareholders**”) at the AGM.

Dr. HU has confirmed that he has no disagreement with the Board and there are no other matters in relation to his retirement from the office of non-executive director of the Company that need to be brought to the attention of the Shareholders.

Save as disclosed above, all information and content (including but not limited to the date, time and venue of the holding of the AGM) as set out in the Circular, the AGM Notice and the Proxy Form remain unchanged. Proxy Form(s) lodged by the Shareholders will remain valid except that no poll will be conducted or counted for the ordinary resolution numbered 3(ii). Shareholders are reminded to read the AGM Notice for details in respect of the other resolutions which remain scheduled for consideration and approval at the AGM.

The Board would like to express its gratitude to Dr. HU for his valuable contributions to the Company during his tenure of office.

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

Hong Kong, 10 May 2024

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 Xupeng and Ms. YU Xuping; and three independent non-executive directors, being Dr. FU Tingmei, Professor CHAN Ka Keung Ceajer and Mr. LIU Chung Mun.