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國泰君安證券股份有限公司
Guotai Junan Securities Co., Ltd.

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 02611)

CHANGE IN EMPLOYEE REPRESENTATIVE SUPERVISOR

Guotai Junan Securities Co., Ltd. (the “**Company**”) hereby announces that Mr. ZHU Ning will no longer serve as employee representative supervisor and vice chairman of the fifth session of supervisory committee of the Company (the “**Supervisory Committee**”) with immediate effect due to his age-limited retirement.

Mr. ZHU Ning confirms that there is no dispute between him and the Supervisory Committee during his terms of office and there is no matter relating to his retirement that needs to be brought to attention of the Shareholders. After his retirement as an employee representative supervisor, the number of supervisors of the Company is decreased from seven to six, including two employee representative supervisors which is not less than one third of the total members of the Supervisory Committee and in compliance of the provisions of the *Company Law of the People's Republic of China*, Articles of Association of the Company and other relevant laws and regulations.

The Supervisory Committee would like to take this opportunity to thank Mr. ZHU Ning for his outstanding contribution to the Company during the terms of office as an employee representative supervisor and vice chairman of the Supervisory Committee.

By order of the Board
Guotai Junan Securities Co., Ltd.
YANG Dehong
Chairman

Shanghai, the PRC
6 May 2019

As at the date of this announcement, the executive directors of the Company are Mr. YANG Dehong, Mr. WANG Song and Mr. YU Jian; the non-executive directors of the Company are Mr. FU Fan, Ms. LIU Ying, Mr. ZHONG Maojun, Mr. ZHOU Lei, Mr. WANG Yongjian, Mr. LIN Facheng and Mr. ZHOU Hao; and the independent non-executive directors of the Company are Mr. XIA Dawei, Mr. SHI Derong, Mr. CHEN Guogang, Mr. LING Tao, Mr. JIN Qingjun and Mr. Lee Conway Kong Wai.