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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)

**THE APPROVAL OF THE ARTICLES OF ASSOCIATION BY THE
SHANGHAI SECURITIES REGULATORY BUREAU**

The extraordinary general meeting of Guotai Junan Securities Co., Ltd. (the “**Company**”) dated 31 January 2019 considered and approved the proposed amendments to the *Articles of Association of Guotai Junan Securities Co., Ltd.* and its appendix (namely, the Rules of Procedure for General Meetings of the Company) (the “**Articles of Association**”).

Recently, the amendments to the Articles of Association have been approved by the Shanghai Securities Regulatory Bureau of the China Securities Regulatory Commission (the “**Shanghai Securities Regulatory Bureau**”).

The full text of the amended Articles of Association is available on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (<http://www.gtja.com/i/>), respectively.

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

Shanghai, the PRC

8 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.