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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)

**ANNOUNCEMENT ON TAKING EFFECT OF APPOINTMENT OF
NON-EXECUTIVE DIRECTOR**

We refer to the announcement dated 9 May 2019 in relation to the change of non-executive directors, the circular dated 9 May 2019 and the poll results of annual general meeting dated 24 June 2019 of Guotai Junan Securities Co., Ltd. (the “**Company**”).

As previously disclosed, the proposed appointment of Ms. GUAN Wei (“**Ms. GUAN**”) as a non-executive director of the Company (“**Non-executive Director**”) was approved at the annual general meeting of 2018 of the Company held on 24 June 2019, subject only to the regulatory authorities’ approval on her qualification for appointment.

Recently, the Company has received Reply of Approval on Qualification of GUAN Wei as Director of Securities Company (Hu Zheng Jian Xu Ke [2019] No.53) from the Shanghai Securities Regulatory Bureau of the China Securities Regulatory Commission. As such, the appointment of Ms. GUAN as a Non-executive Director has taken effect from the date of approval, and her term of office shall be the same as the 5th session of the board of directors of the Company.

The biographical details of Ms. GUAN are set out as follows. Save as disclosed in this announcement, there were no matters about Ms. GUAN that need to be brought to the attention of the shareholders of the Company.

Ms. GUAN Wei (管蔚), formerly Ms. GUAN Zhaohui, born in August 1971, holds a master’s degree in management of Shanghai University of Finance and Economics(上海財經大學), and is a senior accountant. From July 1993 to July 2003, she served in the financial management department of Shanghai Jiushi Company(上海久事公司). From July 2003 to March 2004, she served as assistant manager of the financial management department of Shanghai Shentong Group Co., Ltd. (上海申通集團有限公司). From March 2004 to August 2014, she served as deputy manager, manager of the financial management department, member of the disciplinary committee,

manager of the audit and supervision department, and supervisor of Shanghai Jiushi Company. From August 2014 to August 2015, she served as general manager and party branch secretary of Shanghai Metropolitan Tourism Card Development Co., Ltd. (上海都市旅遊卡發展有限公司). From August 2015 to December 2018, she served as the chief financial officer of Shanghai Real Estate (Group) Co., Ltd. (上海地產 (集團) 有限公司). Since December 2018, she has served as the chief financial officer of Shanghai International Group Co., Ltd. (上海國際集團有限公司). And since July 2019, she has served as a director of Shanghai Pudong Development Bank Co., Ltd. (上海浦東發展銀行股份有限公司), the shares of which are listed on The Shanghai Stock Exchange (stock code: 600000).

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

Shanghai, the PRC
5 August 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. GUAN Wei, Mr. ZHONG Maojun, Mr. ZHOU Lei, Mr. WANG Wenjie, 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.