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

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

(Stock Code: 1456)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of the Company will be held at 9:00 a.m. on Monday, 19 October 2015 at 9th Floor, No. 8 Jinrong One Street, Wuxi, Jiangsu Province, the PRC for the purpose of considering and, if thought fit, passing the following resolution:

ORDINARY RESOLUTION

To consider and approve the proposal regarding adjustment of scale of operation of the proprietary trading business of the Company.

INFORMATION ON THE RESOLUTION

Information of the resolution to be considered at the EGM and the recommendation of the Directors will be set out in a circular to be despatched by the Company on or about 2 September 2015.

DEFINITIONS

In this notice, the following expressions have the meanings set out below unless the context otherwise requires.

“Board”	the board of Directors
“Company”	Guolian Securities Co., Ltd. (國聯證券股份有限公司), a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“EGM”	the second extraordinary general meeting of 2015 of the Company to be held at 9:00 a.m. on Monday, 19 October 2015 at 9th Floor, No. 8 Jinrong One Street, Wuxi, Jiangsu Province, the PRC

“H Share(s)”	ordinary share(s) issued by the Company with a nominal value of RMB1.00 each in the share capital of the Company, which are listed on the Main Board of the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	The People’s Republic of China which, for the purpose of this notice, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Shareholder(s)”	the shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board
Guolian Securities Co., Ltd.
Yao Zhiyong
Chairman

Wuxi, Jiangsu Province, the PRC

2 September 2015

Notes:

1. Eligibility for attending the EGM

The register of members of the Company will be closed from Sunday, 20 September 2015 to Monday, 19 October 2015 (both days inclusive), during which time no transfers of shares of the Company will be effected.

In order to attend and vote at the EGM, all transfer documents, accompanied by the relevant share certificate(s), must be lodged with the headquarters of the Company in the PRC at 9th Floor, No. 8 Jinrong One Street, Wuxi, Jiangsu Province, the PRC (for holders of domestic shares of the Company), or Computershare Hong Kong Investor Services Limited (the “H Share Registrar”) , at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for holders of H Shares), before 4:30 p.m. on Friday, 18 September 2015.

2. Proxy

- (1) Each shareholder entitled to attend and vote at the EGM may appoint one or more proxies in writing to attend and vote on his behalf. A proxy need not be a shareholder of the Company.
- (2) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorised attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign or other document of authorisation must be notarised.

To be valid, the form of proxy and notarised power of attorney or other document of authorisation must be delivered, for holders of H Shares, to the H Share Registrar at Shops 1712–16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, or, for holders of domestic shares of the Company, to the headquarters of the Company at in the PRC at 9th Floor, No. 8 Jinrong One Street, Wuxi, Jiangsu Province, the PRC, not less than 24 hours before the time appointed for the EGM (or any adjournment thereof).

3. Registration procedures for attending the EGM

- (1) A shareholder attending in person should present proof of identity or stock account cards when attending the EGM. In the case of attendance by proxy, the proxy should present proof of identity and the proxy form(s) from the shareholders. If a shareholder is a legal person, its legal representative may attend the EGM by providing his/her identify card and valid proof of its capacity as a legal representative of such shareholder appointing such person to attend the EGM. In the case of attendance by proxy of the legal representative, the proxy should present his/her identity card and a written letter of authorisation duly issued by such legal representative when attending the EGM.
- (2) Shareholders of the Company intending to attend the EGM in person or by their proxies should complete and return the reply slip for attending the EGM to the H Share Registrar at Shops 1712–16 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for holders of H Shares), or the headquarters of the Company in the PRC at 9th Floor, No. 8 Jinrong One Street, Wuxi, Jiangsu Province, the PRC (for holders of domestic shares of the Company) on or before Tuesday, 29 September 2015.

4. Voting by poll

Voting at the EGM will be taken by poll.

5. Miscellaneous

- (1) The EGM is expected to be held for no more than one hour. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
- (2) The address of the H Share Registrar of the Company is:
Shops 1712–1716, 17th Floor,
Hopewell Centre, 183 Queen’s Road East,
Wanchai, Hong Kong
- (3) The headquarters of the Company in the PRC:
9th Floor, No. 8 Jinrong One Street
Wuxi, Jiangsu Province
the People’s Republic of China

As of the date of this notice, the executive directors of the Company are Mr. Yao Zhiyong and Mr. Lei Jianhui; the non-executive directors of the Company are Mr. Hua Weirong, Mr. Jiang Zhijian, Mr. Liu Hailin and Mr. Liu Gaoyuan; and the independent non-executive directors of the Company are Mr. Wang Wei, Ms. Chen Qingyuan and Mr. Fan, Yan Hok Philip.