



GUOTAI JUNAN INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 1788)

Shareholders Communication Policy

Purpose

1. Guotai Junan International Holdings Limited (the “**Company**”) recognizes the importance of communications with the shareholders of the Company, both individual and institutional (collectively, the “**Shareholders**”) as well as potential investors.
2. This Policy aims to set out the provisions with the objective of ensuring that the Shareholders and potential investors are provided with ready, equal and timely access to balanced and understandable information about the Company, in order to enable Shareholders to exercise their rights in an informed manner, and to allow Shareholders and potential investors to engage actively with the Company.
3. For the purpose of this Policy, potential investors include analysts reporting and analyzing the Company’s performance.

General Policy

4. The Board of Directors of the Company (the “**Board**”) shall maintain an on-going dialogue with Shareholders and potential investors, and will regularly review this Policy to ensure its effectiveness.
5. Information shall be communicated to Shareholders and potential investors mainly through the Company’s financial reports (interim and annual reports), annual general meetings and other general meetings that may be convened, as well as by making available all the disclosures submitted to The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and corporate communications on the HKEx website and the Company’s website.
6. Effective and timely dissemination of information to Shareholders and potential investors shall be ensured at all times.
7. Shareholders may direct questions (including any question on this Policy), request for publicly available information and provide comments and suggestions to Directors or management of the Company at any time. Such questions, requests and comments can be addressed to the Company Secretary by mail to 27/F., Low Block, Millennium Plaza, 181 Queen’s Road Central, Hong Kong.

Channels for shareholder communication

8. The Company **reports financial and operating results** on a half yearly basis and produces interim and annual reports in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other applicable laws and regulations (the “**Regulatory Requirements**”). Press conferences are held to announce the results. From time to time, the Company communicates other information to Shareholders by way of announcement and/or circular, in compliance with the Regulatory Requirements or otherwise.
9. The **general meetings** of the Company, including annual general meetings and other general meetings, provide a forum for Shareholders face-to-face to raise questions and comments and exchange their views with the Board.
10. The **Company’s website** (www.gtja.com.hk) provides information of the Company including shareholder communication. In addition to a dedicated “Investor Relations” section in which the interim and annual reports, announcements and circulars of the Company are posted as soon as practically possible following their release to the Stock Exchange on the website of HKEx, relevant press releases are also made available on the Company’s website to facilitate communication between the Company, Shareholders, the investment community and the press.
11. The **Company’s share registrar**, Computershare Hong Kong Investor Services Limited, deals with Shareholders on the shareholdings, share registration and related matters.
12. The Company recognizes the importance of Shareholders’ privacy and will not disclose Shareholders’ information without their consent, unless required by law to do so.

Publication of policy

13. This Policy is available on the Company’s website (www.gtja.com.hk).

Hong Kong, 29 March 2012

The Chinese version of this document is for reference only. In case of any discrepancies or inconsistency between the English version and Chinese version, the English version prevails.

END