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## **GF SECURITIES CO., LTD.**

**廣發証券股份有限公司**

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

**(Stock Code: 1776)**

### **Overseas Regulatory Announcement**

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

In accordance with the relevant laws and regulations of the People's Republic of China, GF Securities Co., Ltd. (the "Company") published the Announcement of GF Securities Co., Ltd. on Short-Swing Trading By A Relative of an Independent Director and His Apology (《廣發証券股份有限公司關於獨立董事親屬短線交易及致歉的公告》) on the website of the Shenzhen Stock Exchange (<http://www.szse.cn>) and newspapers in the PRC, which is set out below for reference only.

The trading in the A shares of the Company by the spouse of Mr. Wang Dashu (王大樹), an independent non-executive director of the Company, during the period from September 30, 2024 to November 8, 2024, without the prior approval by the board of directors of the Company constitute a non-compliance by Mr. Wang Dashu of the requirements under paragraphs A.3(a) and B.8 of the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix C3 to the Listing Rules. To the best knowledge of the Company, this is due to her failure to fully understand the relevant laws and regulations. Mr. Wang Dashu has undertaken to study in depth and strictly comply with the requirements of the relevant laws and regulations and the Model Code in the future, and to strengthen the supervision over the trading of the Company's shares by his relatives in order to prevent the recurrence of such matter.

By order of the Board  
**GF Securities Co., Ltd.**  
**Lin Chuanhui**  
*Chairman*

Guangzhou, the PRC  
November 12, 2024

*As at the date of this announcement, the Board of the Company comprises Mr. Lin Chuanhui, Mr. Qin Li, Ms. Sun Xiaoyan and Mr. Xiao Xuesheng as executive Directors; Mr. Li Xiulin, Mr. Shang Shuzhi and Mr. Guo Jingyi as non-executive Directors; and Ms. Leung Shek Ling Olivia, Mr. Li Wenjing, Mr. Zhang Chuang and Mr. Wang Dashu as independent non-executive Directors.*

**GF SECURITIES CO., LTD.**  
**ANNOUNCEMENT ON SHORT-SWING TRADING BY**  
**A RELATIVE OF AN INDEPENDENT DIRECTOR**  
**AND HIS APOLOGY**

**The Company and all members of the Board guarantee that the information disclosed is true, accurate and complete, and there are no false records, misleading statements or material omissions.**

GF Securities Co., Ltd. (hereinafter referred to as the "Company") received the *Statement and Apology on the Short-Swing Trading of the Company's Shares by a Relative* from Mr. Wang Dashu, an independent director of the Company, on November 12, 2024. The Company was advised that Ms. Wang Yan, the spouse of Mr. Wang Dashu, has engaged in trading of the Company's shares during the period from September 30 to November 8, 2024, which constituted short-swing trading. The relevant information is disclosed as follows:

**I. Basic information of this short-swing trading:**

Trading date	Transaction direction	Trading volume (Shares)	Trading Price (RMB Yuan)	Trading Amount (RMB Yuan)
September 30, 2024	Buy	500	16.70	8,350.00
October 14, 2024	Buy	500	16.03	8,015.00
November 8, 2024	Sell	1,000	18.13	18,130.00

Total purchase amount	16,365.00
Total selling amount	18,130.00
Proceeds	1,765.00

The proceeds from this short-swing trading were RMB1,765.00 (proceeds = total selling amount - total purchase amount). Currently, Ms. Wang Yan no longer holds any shares of the Company.

## **II. Handling of and the measures taken for this short-swing trading**

The Company paid great attention to the matter after learning about it, and promptly verified the relevant situation. Mr. Wang Dashu and his spouse, Ms. Wang Yan, also actively cooperated and took the initiative to rectify the same. The Company's handling and rectification for this short-swing trading are as follows:

(I) According to the relevant provisions of the Securities Law of the People's Republic of China (hereinafter referred to as the "Securities Law"), if a shareholder, director, supervisor, or senior management of a listed company holding more than 5% of the shares sells the company's stocks or other equity securities within six months after purchase, or repurchases them within six months after sale, the proceeds derived therefrom shall belong to the company, and the board of directors of the company shall recover such proceeds. The shares or other equity securities held by the above-mentioned directors, supervisors, senior management, and individual shareholders include the shares or other equity securities held by their spouses, parents, and children, as well as those held through others' accounts.

According to the above provisions, Mr. Wang Dashu and Ms. Wang Yan have returned all the proceeds of RMB1,765.00 from this short-swing trading to the Company. Mr. Wang Dashu and Ms. Wang Yan have committed to conscientiously comply with provisions of Article 44 of the Securities Law regarding the prohibition of short-swing trading, refraining from selling the Company's shares within six months from the date of their last purchase of the Company's shares, and from purchasing the Company's shares within six months from the date of their last sale of the Company's shares.

(II) As confirmed by Mr. Wang Dashu, this short-swing trading action was independently decided by Ms. Wang Yan based on her independent judgement in light of the secondary market conditions, without seeking any opinion or advice from Mr. Wang Dashu in respect of such transaction. This short-swing trading of the Company's shares was due to Ms. Wang Yan's insufficient understanding of the relevant laws and regulations. Mr. Wang Dashu was not aware of the details of this transaction, and he did not inform Ms. Wang Yan of the operation of the Company and other undisclosed information before and after the transaction. The trading of the Company's shares does not involve any trading based on inside information, and there has been no instance of using inside information for trading to seek benefits. Mr. Wang Dashu has now fully recognised the seriousness of this matter and expresses his deep remorse for failing to fulfil his duty to remind and supervise in a timely manner and has urged Ms. Wang Yan to study the relevant laws and regulations in relation to the aforesaid matter. Mr. Wang Dashu and Ms. Wang Yan have entrusted the Company to express their sincere apologies to the investors for the adverse impact caused by this transaction. Mr. Wang Dashu will study in depth and strictly comply with the requirements of the relevant laws and regulations, strengthen the supervision of the conduct of his relatives, consciously safeguard the order of the securities market and implement it in place, and prevent such situations from happening again.

(III) The Company will continue to strengthen compliance training and publicity, and further require shareholders holding more than 5% of shares and all directors, supervisors, and senior management to strengthen the study of relevant laws, regulations, and regulatory documents. Additionally, all directors, supervisors, and senior management are further required to strengthen supervision over the conduct of their relatives, strictly adhere to relevant regulations, and prevent the recurrence of such incidents.

The announcement is hereby given.

**Board of Directors of GF Securities Co., Ltd.**

**November 13, 2024**