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SHENWAN HONGYUAN (H.K.) LIMITED

申萬宏源(香港)有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 218)

CHANGE OF EXECUTIVE DIRECTORS

The Board announces that on 5 March 2016 :

- (i) Mr. Chu Xiaoming resigned as Executive Director, chairman of the Board and chairman of the Nomination Committee of the Company;
- (ii) Mr. Zhu Minjie was appointed as Executive Director, chairman of the Board and chairman of the Nomination Committee of the Company to fill the vacancy arising from the resignation of Mr. Chu Xiaoming; and
- (iii) Mr. Chen Xiaosheng was appointed as Executive Director of the Company.

The Board (the “Board”) of Shenwan Hongyuan (H.K.) Limited (the “Company”) announces that:

RESIGNATION OF EXECUTIVE DIRECTOR, CHAIRMAN OF THE BOARD AND CHAIRMAN OF THE NOMINATION COMMITTEE

Mr. Chu Xiaoming resigned as Executive Director, chairman of the Board and chairman of the Nomination Committee of the Company on 5 March 2016 as he requires to devote more time to the business of Shenwan Hongyuan Group Co., Ltd., a controlling and substantial shareholder of the Company, and its subsidiaries, Shenwan Hongyuan Securities Co., Ltd.

Mr. Chu has confirmed that he had no disagreement with the Board and that there were no other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its gratitude to Mr. Chu for his valuable contribution towards the Company during his tenure of service.

APPOINTMENT OF EXECUTIVE DIRECTOR, CHAIRMAN OF THE BOARD AND CHAIRMAN OF THE NOMINATION COMMITTEE

Mr. Zhu Minjie was appointed as Executive Director, chairman of the Board and chairman of the Nomination Committee of the Company on 5 March 2016 to fill the vacancy arising from the resignation of Mr. Chu Xiaoming.

Mr. Zhu Minjie, aged 50, currently serves as Deputy General Manager of Shenwan Hongyuan Securities Co., Ltd. Mr. Zhu joined the former Shanghai International Securities Co., Ltd. in 1988 and held various positions. He has over 27 years of experience in the securities industry. Mr. Zhu was accredited as Economist by Economics Intermediate Professional and Technical Title Evaluating Committee* (經濟系列中級專業技術職務任職資格評審委員會) of Shanghai Foreign Economics & Trade Commission in 1992. He graduated from Shanghai Polytechnic University and also holds a Master's Degree in Economics from Fudan University in Shanghai.

Save as disclosed above, Mr. Zhu did not hold any other directorship in listed public company in the last three years.

Mr. Zhu has also been appointed as director of certain wholly-owned subsidiaries of the Company. Save as disclosed above, he does not have any relationship with any other director, senior management, controlling shareholder or substantial shareholder of the Company.

Mr. Zhu does not have interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. His appointment as Executive Director of the Company commences from 5 March 2016 to the conclusion of the annual general meeting of the Company to be held in 2019. Mr. Zhu will not receive any remuneration for acting as Executive Director, chairman of the Board and chairman of the Nomination Committee of the Company and as director of the above-mentioned wholly-owned subsidiaries of the Company.

Save as disclosed above, there are no other matters that need to be brought to the attention of the shareholders of the Company and there is no information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in connection to the appointment of Mr. Zhu.

The Board would like to extend its warmest welcome to Mr. Zhu for joining the Board.

APPOINTMENT OF EXECUTIVE DIRECTOR

Mr. Chen Xiaosheng was appointed as Executive Director of the Company on 5 March 2016.

Mr. Chen Xiaosheng, aged 45, currently serves as Assistant to General Manager of Shenwan Hongyuan Securities Co., Ltd and General Manager of Institutional Business of Shenwan Hongyuan Securities Co., Ltd. as well as General Manager of SWS Research Co., Ltd. He is also a member of the Board of Supervisors of the Securities Association of China. From 1994 to 2015, Mr. Chen held various positions at Shenyin & Wanguo Securities Co., Ltd., the former of Shenwan Hongyuan Group Co., Ltd. He has over 20 years of experience in the securities industry. Mr. Chen was accredited as Securities Analyst by the Securities Association of China in 2011. He graduated from Shanghai Jiaotong University with a Master's Degree in Structural Engineering and also holds an Executive Master of Business Administration Degree from Arizona State University, United States of America.

Save as disclosed above, Mr. Chen did not hold any other directorship in listed public company in the last three years.

Mr. Chen has also been appointed as director of certain wholly-owned subsidiaries of the Company. Save as disclosed above, he does not have any relationship with any other director, senior management, controlling shareholder or substantial shareholder of the Company.

Mr. Chen does not have interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. His appointment as Executive Director of the Company commences from 5 March 2016 to the conclusion of the annual general meeting of the Company to be held in 2019. Mr. Chen will not receive any remuneration for acting as Executive Director of the Company and as director of the above-mentioned wholly-owned subsidiaries of the Company.

Save as disclosed above, there are no other matters that need to be brought to the attention of the shareholders of the Company and there is no information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in connection to the appointment of Mr. Chen.

The Board would like to extend its warmest welcome to Mr. Chen for joining the Board.

By order of the Board
Wong Che Keung Leslie
Company Secretary

Hong Kong, 5 March 2016

As at the date of this announcement, the Board comprises 9 directors, of which Mr. Zhu Minjie, Mr. Lu Wenqing, Mr. Chen Xiaosheng, Mr. Guo Chun and Mr. Lee Man Chun Tony are the executive directors, Mr. Zhang Lei is the non-executive director, Mr. Ng Wing Hang Patrick, Mr. Kwok Lam Kwong Larry and Mr. Zhuo Fumin are the independent non-executive directors.

** For identification purpose only*