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海通证券股份有限公司
HAITONG SECURITIES CO., LTD.*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6837)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 21 JUNE 2018

VOTING RESULTS OF THE MEETING

References are made to the notice of annual general meeting (the “AGM”) dated 7 May 2018, the circular of the AGM (the “Circular”) dated 31 May 2018 and the indicative announcement regarding the convening of the AGM dated 1 June 2018 of Haitong Securities Co., Ltd. (the “Company”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The board of directors (the “Board”) of the Company is pleased to announce that the AGM was held at Zhou Ming Hall, 5/F, Hope Hotel, No. 500 Zhaojiabang Road, Shanghai, the PRC, by way of an on-site meeting, on Thursday, 21 June 2018 at 1:30 p.m.

The meeting was convened by the Board and chaired by Mr. ZHOU Jie, the Chairman of the Board. Voting at the AGM was conducted by a combination of network voting and poll onsite. In accordance with relevant PRC laws and regulations, the holders of A Shares were entitled to attend the voting at the AGM in person, by proxy, or via network for the relevant resolutions. The time of network voting for the resolutions proposed at the AGM for holders of A Shares on 21 June 2018 was set out in the notice of the AGM to holders of A Shares dated 4 May 2018 published on the website of Shanghai Stock Exchange separately. Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, two representatives from the Company’s Shareholders, one Supervisor of the Company and two representatives from Grandall Law Firm (Shanghai) were appointed by the Company as the scrutineers for the vote-taking at the AGM. Some of the Directors and Supervisors, as well as the Secretary to the Board, attended the AGM. Some members of the senior management were also present.

As at the date of the AGM, the total number of issued shares of the Company was 11,501,700,000, which was the total number of shares entitling the holders to attend and vote for or against or abstain from voting in respect of the resolutions other than the 8th resolution at the AGM. A total of 227 Shareholders and/or their proxies, holding an aggregate of 3,685,375,766 shares with voting rights, representing approximately 32.042010% of the total shares with voting rights of the Company, in which, 223 Shareholders of A Shares and/or their proxies, holding an aggregate of 2,574,008,299 A Shares, representing approximately 22.379373% of the total shares with voting rights of the Company while 4 Shareholders of H Shares and/or their proxies, holding an aggregate of 1,111,367,467 H Shares, representing approximately 9.662637% of the total shares with voting rights of the Company, have attended the AGM and voted on the resolutions proposed at the AGM other than the 8th resolution.

According to the regulatory requirements of relevant PRC laws and regulations, the ordinary resolutions 8.01, 8.02, 8.03 and 8.04 proposed at the AGM shall be voted by the Shareholders who do not have substantial interest in such resolutions. As far as the Company is aware after having made all reasonable enquiries, the companies (other than the Company and its controlling subsidiaries) of which the Directors, Supervisors and senior management of the Company hold positions as their directors or senior management, and other related corporate entities, being the Shareholders Bright Food (Group) Co., Ltd., Shanghai Bailian Group Co., Ltd., Shanghai Haiyan Investment Management Company Limited, Shanghai Jiushi (Group) Co., Ltd., Shanghai Lansheng Corporation, Shanghai United Media Group and Liaoning Energy Investment (Group) Co., Ltd. (holding in aggregate 1,685,010,099 A Shares) shall abstain from voting on the ordinary resolution 8.03.

Save as disclosed above, no Shareholder was required to abstain from voting on any resolution proposed at the AGM under the Hong Kong Listing Rules. No Shareholder who was entitled to attend the AGM had to abstain from voting in favour of any resolution at the AGM pursuant to Rule 13.40 of the Hong Kong Listing Rules. No parties indicated their intention in the Circular to vote against or abstain from voting in respect of any resolution proposed at the AGM.

POLL RESULTS OF THE AGM

The Shareholders present at the AGM considered and approved the following resolutions:

ORDINARY RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
1.	To consider and approve the report of the board of directors of the Company for the year 2017	A Shares	2,569,926,777	99.841433	3,346,722	0.130020	734,800	0.028547
		H Shares	1,109,162,667	99.801614	768,000	0.069104	1,436,800	0.129282
		Total	3,679,089,444	99.829425	4,114,722	0.111650	2,171,600	0.058925
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.								
2.	To consider and approve the report of the supervisory committee of the Company for the year 2017	A Shares	2,569,884,077	99.839774	3,335,122	0.129570	789,100	0.030656
		H Shares	1,109,162,667	99.801614	768,000	0.069104	1,436,800	0.129282
		Total	3,679,046,744	99.828267	4,103,122	0.111335	2,225,900	0.060398
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.								
3.	To consider and approve the annual report of the Company for the year 2017	A Shares	2,570,113,377	99.848683	2,987,222	0.116053	907,700	0.035264
		H Shares	1,109,162,667	99.801614	768,000	0.069104	1,436,800	0.129282
		Total	3,679,276,044	99.834488	3,755,222	0.101896	2,344,500	0.063616
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.								

ORDINARY RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
4.	To consider and approve the final accounts report of the Company for the year 2017	A Shares	2,570,253,077	99.854110	2,847,522	0.110626	907,700	0.035264
		H Shares	1,109,162,667	99.801614	768,000	0.069104	1,436,800	0.129282
		Total	3,679,415,744	99.838279	3,615,522	0.098105	2,344,500	0.063616
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.								
5.	To consider and approve the profit distribution proposal of the Company for the year 2017	A Shares	2,570,534,777	99.865054	2,607,022	0.101283	866,500	0.033663
		H Shares	1,110,994,667	99.966456	0	0.000000	372,800	0.033544
		Total	3,681,529,444	99.895633	2,607,022	0.070739	1,239,300	0.033628
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.								
6.	To consider and approve the renewal of engagement of auditing firms for the year 2018	A Shares	2,570,136,977	99.849599	3,004,622	0.116730	866,700	0.033671
		H Shares	1,110,994,667	99.966456	0	0.000000	372,800	0.033544
		Total	3,681,131,644	99.884839	3,004,622	0.081528	1,239,500	0.033633
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.								
7.	To consider and approve the proposal regarding investment asset allocation of equity and non-equity products of the Company	A Shares	2,569,820,077	99.837288	3,280,522	0.127448	907,700	0.035264
		H Shares	1,110,558,067	99.927171	383,600	0.034516	425,800	0.038313
		Total	3,680,378,144	99.864393	3,664,122	0.099423	1,333,500	0.036184
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.								

ORDINARY RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
8.	To consider and approve the proposal regarding projected routine related party transactions of the Company in 2018, including:							
8.01	To consider and approve the proposal regarding related party transactions of the Company and its subsidiaries with BNP Paribas Investment Partners BE Holding SA and its related companies	A Shares	2,569,871,677	99.839293	3,239,122	0.125839	897,500	0.034868
		H Shares	1,110,941,667	99.961687	0	0.000000	425,800	0.038313
		Total	3,680,813,344	99.876202	3,239,122	0.087891	1,323,300	0.035907
8.02	To consider and approve the proposal regarding related party transactions of the Company and its subsidiaries with Shanghai Shengyuan Real Estate (Group) Co., Ltd.	A Shares	2,569,789,377	99.836095	3,321,422	0.129037	897,500	0.034868
		H Shares	1,110,941,667	99.961687	0	0.000000	425,800	0.038313
		Total	3,680,731,044	99.873969	3,321,422	0.090124	1,323,300	0.035907
8.03	To consider and approve the proposal regarding related party transactions of the Company and its subsidiaries with the companies (other than the Company and its controlling subsidiaries), where the Company's directors, supervisors and senior management hold positions as directors or senior management, and other related corporate entities	A Shares	884,751,878	99.522348	3,343,822	0.376133	902,500	0.101519
		H Shares	1,110,941,667	99.961687	0	0.000000	425,800	0.038313
		Total	1,995,693,545	99.766437	3,343,822	0.167160	1,328,300	0.066403
8.04	To consider and approve the proposal regarding related party transactions of the Company and its subsidiaries with related natural persons	A Shares	2,569,766,977	99.835225	3,343,822	0.129907	897,500	0.034868
		H Shares	1,110,941,667	99.961687	0	0.000000	425,800	0.038313
		Total	3,680,708,644	99.873361	3,343,822	0.090732	1,323,300	0.035907
As more than half of the votes were cast in favour of each of these resolutions, each of these resolutions was duly passed as an ordinary resolution.								
9.	To consider and approve the proposal regarding the dilution of current returns as a result of the non-public issuance of A shares of the Company and remedial measures	A Shares	2,554,760,301	99.252217	19,006,198	0.738389	241,800	0.009394
		H Shares	896,002,257	80.621602	214,858,410	19.332797	506,800	0.045601
		Total	3,450,762,558	93.633941	233,864,608	6.345746	748,600	0.020313
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.								
10.	To consider and approve the proposal regarding the shareholders' return plan for the three years from 2018 to 2020 of the Company	A Shares	2,569,958,977	99.842684	3,104,922	0.120626	944,400	0.036690
		H Shares	1,110,941,667	99.961687	0	0.000000	425,800	0.038313
		Total	3,680,900,644	99.878571	3,104,922	0.084250	1,370,200	0.037179
As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.								

SPECIAL RESOLUTIONS			For		Against		Abstain		
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)	
1.	To consider and approve the proposal regarding the grant of general mandate to authorize, allot or issue A shares and/or H shares	A Shares	2,554,886,506	99.257120	18,924,693	0.735223	197,100	0.007657	
		H Shares	860,463,408	77.423843	250,397,259	22.530556	506,800	0.045601	
		Total	3,415,349,914	92.673044	269,321,952	7.307856	703,900	0.019100	
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.								
2.	To consider and approve the proposal regarding compliance of the Company with the conditions of non-public issuance of A shares	A Shares	2,554,916,501	99.258285	19,069,298	0.740841	22,500	0.000874	
		H Shares	887,878,537	79.890636	222,929,130	20.058994	559,800	0.050370	
		Total	3,442,795,038	93.417748	241,998,428	6.566452	582,300	0.015800	
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.								
3.	To consider and approve the proposal regarding the plan of the non-public issuance of A shares of the Company, including:								
	3.01	Class and nominal value of shares to be issued	A Shares	2,554,784,301	99.253149	19,036,498	0.739567	187,500	0.007284
			H Shares	887,878,537	79.890636	222,982,130	20.063763	506,800	0.045601
			Total	3,442,662,838	93.414161	242,018,628	6.567000	694,300	0.018839
	3.02	Method and timing of issuance	A Shares	2,554,784,301	99.253149	19,036,498	0.739567	187,500	0.007284
			H Shares	887,878,537	79.890636	222,982,130	20.063763	506,800	0.045601
			Total	3,442,662,838	93.414161	242,018,628	6.567000	694,300	0.018839
	3.03	Target subscribers and subscription method	A Shares	2,554,784,301	99.253149	19,036,498	0.739567	187,500	0.007284
			H Shares	887,878,537	79.890636	220,330,810	19.825199	3,158,120	0.284165
			Total	3,442,662,838	93.414161	239,367,308	6.495058	3,345,620	0.090781
	3.04	Number of shares to be issued and amount of proceeds to be raised	A Shares	2,554,783,301	99.253110	19,037,498	0.739606	187,500	0.007284
			H Shares	887,878,537	79.890636	222,982,130	20.063763	506,800	0.045601
			Total	3,442,661,838	93.414133	242,019,628	6.567028	694,300	0.018839
	3.05	Issuance price and pricing principal	A Shares	2,554,801,801	99.253829	19,018,998	0.738887	187,500	0.007284
			H Shares	887,878,537	79.890636	222,982,130	20.063763	506,800	0.045601
			Total	3,442,680,338	93.414635	242,001,128	6.566526	694,300	0.018839
	3.06	Use of proceeds	A Shares	2,554,940,601	99.259222	18,880,198	0.733494	187,500	0.007284
			H Shares	891,354,094	80.203364	219,506,573	19.751035	506,800	0.045601
			Total	3,446,294,695	93.512708	238,386,771	6.468453	694,300	0.018839
	3.07	Lock-up period	A Shares	2,554,907,901	99.257951	18,912,898	0.734765	187,500	0.007284
			H Shares	887,878,537	79.890636	222,982,130	20.063763	506,800	0.045601
			Total	3,442,786,438	93.417514	241,895,028	6.563647	694,300	0.018839
	3.08	Place of listing	A Shares	2,554,801,801	99.253829	19,018,998	0.738887	187,500	0.007284
			H Shares	887,878,537	79.890636	222,982,130	20.063763	506,800	0.045601
			Total	3,442,680,338	93.414635	242,001,128	6.566526	694,300	0.018839

SPECIAL RESOLUTIONS			For		Against		Abstain	
			Shares	Percentage (%)	Shares	Percentage (%)	Shares	Percentage (%)
3.09	Arrangement for the retained profits of the Company prior to the issuance	A Shares	2,554,855,701	99.255923	18,965,098	0.736793	187,500	0.007284
		H Shares	887,878,537	79.890636	222,982,130	20.063763	506,800	0.045601
		Total	3,442,734,238	93.416098	241,947,228	6.565063	694,300	0.018839
3.10	Validity period of the resolutions	A Shares	2,554,811,901	99.254222	19,008,898	0.738494	187,500	0.007284
		H Shares	887,878,537	79.890636	220,330,810	19.825199	3,158,120	0.284165
		Total	3,442,690,438	93.414910	239,339,708	6.494309	3,345,620	0.090781
As more than two-thirds of the votes were cast in favour of each of these resolutions, each of these resolutions was duly passed as a special resolution.								
4.	To consider and approve the proposal regarding the proposal in respect of the non-public issuance of A shares of the Company	A Shares	2,554,898,201	99.257574	18,978,298	0.737306	131,800	0.005120
		H Shares	887,878,537	79.890636	222,982,130	20.063763	506,800	0.045601
		Total	3,442,776,738	93.417251	241,960,428	6.565421	638,600	0.017328
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.								
5.	To consider and approve the proposal regarding the feasibility report on the use of proceeds raised from the non-public issuance of A shares of the Company	A Shares	2,554,801,201	99.253806	18,965,298	0.736800	241,800	0.009394
		H Shares	896,658,094	80.680614	214,149,573	19.269016	559,800	0.050370
		Total	3,451,459,295	93.652846	233,114,871	6.325403	801,600	0.021751
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.								
6.	To consider and approve the proposal regarding the report on the use of proceeds from previous fund raising activities and the audit report	A Shares	2,555,039,601	99.263068	18,107,898	0.703490	860,800	0.033442
		H Shares	899,477,814	80.934330	211,329,853	19.015300	559,800	0.050370
		Total	3,454,517,415	93.735826	229,437,751	6.225627	1,420,600	0.038547
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.								
7.	To consider and approve the proposal regarding the authorization granted to the board of directors of the Company and the delegation by the board of directors to the management personnel to deal with the matters relating to the non-public issuance of A shares of the Company	A Shares	2,554,768,701	99.252543	18,997,798	0.738063	241,800	0.009394
		H Shares	895,450,257	80.571934	215,357,410	19.377696	559,800	0.050370
		Total	3,450,218,958	93.619190	234,355,208	6.359059	801,600	0.021751
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.								

Please refer to the Circular for full text of the resolutions.

PAYMENT OF FINAL DIVIDEND

The Board wishes to inform Shareholders that details of the payment of the final dividend for 2017 are as follows:

The final cash dividend for the year ended 31 December 2017 of RMB2.30 (inclusive of tax) for every 10 shares (the “**Final Dividend**”) will be paid to the holders of H Shares of the Company on 1 August 2018. The register of members of H Shares of the Company will be closed from Monday, 9 July 2018 to Saturday, 14 July 2018 (both days inclusive), during which time no share transfers of H Shares will be effected. In order to qualify for receiving the Final Dividend, holders of H Shares should ensure that all transfer documents, accompanied by the relevant H Share certificates, are lodged with the Company’s H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, before 4:30 p.m. on Friday, 6 July 2018. Holders of H Shares whose names appear on the register of members of the H Shares on Saturday, 14 July 2018 (the “**Record Date**”) are entitled to receive the Final Dividend.

According to the Articles of Association, dividends shall be denominated and declared in Renminbi. The dividends payable to holders of A Shares shall be paid in Renminbi and dividends payable to holders of H Shares shall be paid in Hong Kong dollars. The actual amount of H Share dividends paid in Hong Kong dollars is converted based on the average benchmark exchange rate for Renminbi to Hong Kong dollars as announced by the People’s Bank of China for the five Business Days prior to 21 June 2018, being the date of the AGM, (i.e. RMB0.81862 against HK\$1.00), being a cash dividend of approximately HK\$2.809606 (inclusive of tax) for every 10 H Shares.

Pursuant to the Notice of the PRC State Administration of Taxation on Issues Concerning Individual Income Tax Collection and Management after the Repeal of Guo Shui Fa [1993] No.045 (Guo Shui Han [2011] No.348), the dividend received by the overseas resident individual shareholders from the stocks issued by domestic non-foreign invested enterprises in Hong Kong is subject to the payment of individual income tax according to the items of “interests, dividend and bonus income”, which shall be withheld by the withholding agents according to the relevant laws. The overseas resident individual shareholders who hold the stocks issued by domestic non-foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax agreements signed between the countries where they are residents and China or the tax arrangements between Mainland and Hong Kong (Macau). The tax rate for dividends under the relevant tax agreements and tax arrangements is generally 10%, and for the purpose of simplifying tax administration, domestic non-foreign invested enterprises issuing shares in Hong Kong may, when distributing dividend, generally withhold individual income tax at the rate of 10%, and are not obligated to file an application. If the tax rate for dividend is not equal to 10%, the following provisions shall apply: (1) for citizens from countries under tax agreements to be entitled to tax rates lower than 10%, the withholding agents will file applications on their behalf to seek entitlement of the relevant agreed preferential treatments, and upon review and approval by the tax authorities, over withheld tax amounts will be refunded; (2) for citizens from countries under tax agreements to be entitled to tax rates higher than 10% but lower than 20%, the withholding agents will withhold the individual income tax at the agreed-upon effective tax rate when distributing dividend (bonus), and are not obligated to file an application; (3) for citizens from countries without tax agreements or are under other situations, the withholding agents will withhold the individual income tax at a tax rate of 20% when distributing dividends.

Pursuant to the Notice of the State Administration of Taxation on the Issues Concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to H Share Holders Which Are Overseas Non-resident Enterprises (Guo Shui Han [2008] No.897), a PRC resident enterprise, when distributing dividends for 2008 and for the years afterwards to H shareholders who are overseas non-resident enterprises, shall be subject to the enterprise income tax withheld at a uniform rate of 10%.

The Company will withhold payment of the relevant income tax strictly in accordance with the relevant laws or requirements of the relevant government departments and strictly based on the Company's register of members of H Shares on the Record Date. The Company assumes no liability whatsoever in respect of and will not entertain any claims arising from any delay in, or inaccurate determination of, the status of the Shareholders or any disputes over the mechanism of withholding arrangement. The Company has appointed Bank of China (Hong Kong) Trustees Limited to receive on behalf of holders of H Share all dividends declared in respect of H Shares.

The Company will announce separately on the website of the Shanghai Stock Exchange other details of the arrangement regarding the distribution of the Final Dividend to holders of A Shares.

Profit Distribution for Investors in Mainland China investing in H Shares of the Company through Shanghai-Hong Kong Stock Connect

For investors of the Shanghai Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange, the Shanghai Branch of China Securities Depository and Clearing Corporation Limited, as the nominee of the holders of H Shares through Shanghai-Hong Kong Stock Connect, will receive the cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of H Shares through Shanghai-Hong Kong Stock Connect through its depository and clearing system.

The cash dividends for the investors of H Shares through Shanghai-Hong Kong Stock Connect will be paid in RMB. Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Caishui [2014] No.81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)), for dividends received by mainland individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the individual investors. For dividends received by mainland securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold or pay the income tax of dividends for mainland enterprise investors and those enterprise investors shall report and pay the relevant tax themselves.

Profit Distribution for Investors in Mainland China investing in H Shares of the Company through Shenzhen-Hong Kong Stock Connect

For investors of the Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange, the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited, as the nominee of the holders of H Shares through Shenzhen-Hong Kong Stock Connect, will receive the cash dividends distributed by the Company and distribute the cash dividends to the relevant investors of H Shares through Shenzhen-Hong Kong Stock Connect through its depository and clearing system.

The cash dividends for the investors of H Shares through Shenzhen-Hong Kong Stock Connect will be paid in RMB. Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Cai Shui [2016] No.127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), for dividends received by mainland individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the company of such H shares shall withhold and pay individual income tax at the rate of 20% on behalf of the individual investors. For dividends received by mainland securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H shares will not withhold or pay the income tax of dividends for mainland enterprise investors and those enterprise investors shall report and pay the relevant tax themselves.

The record date and the date of distribution of cash dividends and other time arrangements for the investors of Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect are consistent with those for the H Shareholders of the Company.

Profit Distribution for Investors of Northbound Trading

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares of the Company listed on the Shanghai Stock Exchange (the “**Investors of Northbound Trading**”), their final dividend will be distributed in Renminbi by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such A Shares. The Company will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the tax authorities for the withholding. For the Investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises or individuals may, or may entrust a withholding agent to, apply to the competent tax authorities of the Company for the preferential treatment under such tax treaty. Upon approval by the competent tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded.

The record date, ex-entitlement date, final dividend payment date and other time arrangements for the investors of Northbound Trading are consistent with those for A Shareholders of the Company.

ATTESTATION BY LAWYERS

Grandall Law Firm (Shanghai), the PRC legal advisers to the Company, consider that the convening and convocation procedures of the AGM are in compliance with the relevant laws and administrative rules as well as the Rules of Procedure for Shareholders' General Meetings and the Articles of Association; the qualifications of conveners of and the attendees at the AGM are lawful and valid; and the voting procedures and poll results of the AGM are lawful and valid.

By order of the Board
Haitong Securities Co., Ltd.
ZHOU Jie
Chairman

Shanghai, the PRC
21 June 2018

As at the date of this announcement, the executive directors of the Company are Mr. ZHOU Jie and Mr. QU Qiuping; the non-executive directors of the Company are Ms. YU Liping, Mr. CHEN Bin, Mr. XU Jianguo, Mr. WU Yuezhou, Ms. ZHANG Xinmei and Mr. SHEN Tiedong; and the independent non-executive directors of the Company are Mr. LIU Cheeming, Mr. XIAO Suining, Dr. LAM Lee G., Mr. ZHANG Ming and Mr. FENG Lun.

* *For identification purpose only*