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

**THE PROPOSED SPIN-OFF AND SEPARATE LISTING OF
HAITONG UNITRUST INTERNATIONAL LEASING CO., LTD.
ON THE MAIN BOARD OF
THE STOCK EXCHANGE OF HONG KONG LIMITED
FINAL OFFER PRICE**

The board of directors (the “**Board**”) of Haitong Securities Co., Ltd. (the “**Company**”) announces that the final Offer Price in respect of the Haitong UniTrust H Shares to be issued under the Global Offering (the “**Haitong UniTrust Offer H Shares**”) has been determined at HK\$1.88 per Haitong UniTrust Offer H Share (exclusive of brokerage, SFC transaction levy and Hong Kong Stock Exchange trading fee).

1. INTRODUCTION

This announcement is made pursuant to the inside information provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2)(a) of the Listing Rules.

The Board refers to the announcements made by the Company on 29 March 2017, 6 June 2017, 23 June 2017, 27 June 2017, 28 February 2018, 21 September 2018, 22 February 2019, 25 March 2019, 12 April 2019, 6 May 2019 and 21 May 2019 (the “**Announcements**”) and the circular to the shareholders of the Company on 16 May 2017 (the “**Circular**”) relating to the Proposed Spin-off and Listing. Unless the context otherwise requires, terms defined in the Announcements and Circular shall have the same meanings as those used in this announcement.

References are further made to the announcements of the Company dated 19 October 2018 and 5 December 2018, and the circular to the shareholders of the Company dated 1 November 2018, in relation to the proposed extension of the authorization period for the Board and persons authorized by the Board to deal with, in their sole discretion, the matters related to the overseas listing of Haitong UniTrust (the “**Proposed Extension of the Authorization Period**”).

The Proposed Spin-off and Listing and the Proposed Extension of the Authorization Period were approved by the shareholders of the Company on 6 June 2017 and 5 December 2018, respectively.

2. DETERMINATION OF THE FINAL OFFER PRICE

The final Offer Price in respect of the Haitong UniTrust H Shares offered pursuant to the Global Offering (the “**Haitong UniTrust Offer H Shares**”) is HK\$1.88 per Haitong UniTrust Offer H Share (exclusive of brokerage, SFC transaction levy and Hong Kong Stock Exchange trading fee).

If the Global Offering proceeds at the final Offer Price of HK\$1.88 per Haitong UniTrust Offer H Share, the market capitalisation of Haitong UniTrust immediately following the completion of the Global Offering will be approximately HK\$15,482 million (assuming that the Over-allotment Option is not exercised).

3. INTERNATIONAL UNDERWRITING AGREEMENT

On 24 May 2019, the International Underwriting Agreement relating to the International Offering was entered into by, among others, Haitong UniTrust and the underwriters of the International Offering (the “**International Underwriters**”).

Under the International Underwriting Agreement, the International Underwriters have agreed, subject to certain conditions set out therein, to subscribe for, or procure subscribers for, the Haitong UniTrust Offer H Shares being offered pursuant to the International Offering at the Offer Price of HK\$1.88 per Haitong UniTrust Offer H Share (exclusive of brokerage, SFC transaction levy and Hong Kong Stock Exchange trading fee).

In addition, under the International Underwriting Agreement, Haitong UniTrust has granted to the International Underwriters the Over-allotment Option pursuant to which Haitong UniTrust may be required to issue up to an aggregate of 185,294,000 Haitong UniTrust Offer H Shares, representing approximately 15% of the Haitong UniTrust Offer H Shares initially available under the Global Offering, at the Offer Price, to, among other things, cover over-allocations in the International Offering, if any.

4. LISTING DATE

Assuming completion of the Global Offering occurs in accordance with the current timetable, (i) Haitong UniTrust is expected to be listed on the Main Board of the Hong Kong Stock Exchange on Monday, 3 June 2019 and (ii) the Haitong UniTrust H Shares are expected to commence dealing on the Main Board of the Hong Kong Stock Exchange at 9:00 a.m. on Monday, 3 June 2019. The Haitong UniTrust H Shares will be traded in board lots of 2,000 shares each and the stock code is 1905.

5. GENERAL

The Global Offering (including the Preferential Offering) is subject to, among other things, the obligations of the Underwriters under the Hong Kong Underwriting Agreement and the International Underwriting Agreement becoming unconditional and not having been terminated in accordance with the terms of the respective agreements.

Accordingly, Shareholders and potential investors in the Company should be aware that there is no assurance that the Proposed Spin-off and Listing (including the Preferential Offering) will proceed. Shareholders and potential investors in the Company should exercise caution when dealing in or investing in the shares or other securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.

Further announcements will be made by the Company in respect of the Proposed Spin-off and Listing as and when appropriate.

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

Shanghai, the PRC
26 May 2019

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

* *For identification purpose only*