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海通恆信國際租賃股份有限公司

Haitong UniTrust International Leasing Co., Ltd.

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

**(Stock Code: 1905)**

## **NOMINATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND SHAREHOLDER REPRESENTATIVE SUPERVISOR AND RE-ELECTION OF DIRECTORS**

The board of directors (the “**Board**”) of Haitong UniTrust International Leasing Co., Ltd. (the “**Company**”) announces that, on March 26, 2020, the Board has resolved and approved to nominate Mr. Yao Feng (“**Mr. Yao**”) and Mr. Yan Lixin (“**Mr. Yan**”) as the independent non-executive directors of the Company. On the same day, the Board has also resolved and approved to re-elect the current directors as the directors of the Company. The appointments of Mr. Yao and Mr. Yan as the independent non-executive directors of the Company as well as the re-election of the current directors as the directors of the Company shall be subject to the consideration and approval by the shareholders of the Company (the “**Shareholders**”) at the shareholders’ general meeting (the “**Shareholders’ General Meeting**”).

The board of supervisors of the Company (the “**Board of Supervisors**”) announces that, on March 26, 2020, the Board of Supervisors has resolved and approved to nominate Ms. Zhou Tao (“**Ms. Zhou**”) as a shareholder representative supervisor of the Company. The appointment of Ms. Zhou as a shareholder representative supervisor of the Company shall be subject to the consideration and approval by the Shareholders at the Shareholders’ General Meeting.

For details relating to the time and arrangement of the Shareholders’ General Meeting as well as the biographical details of the current directors, please refer to the circular to be issued by the Company in due course.

## NOMINATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND RE-ELECTION OF DIRECTORS

In order to further enhance corporate governance and appoint candidates with extensive experience in corporate governance, financial management, finance and economics, the nomination committee of the Board has resolved and nominated Mr. Yao and Mr. Yan as the independent non-executive directors of the Company. The Board has also resolved and approved to nominate Mr. Yao and Mr. Yan as the independent non-executive directors of the Company and to re-elect the current directors as the directors of the Company on March 26, 2020. Pursuant to the articles of association of the Company (the “**Articles of Association**”), the appointments of Mr. Yao and Mr. Yan as the independent non-executive directors of the Company as well as the re-election of the current directors as the directors of the Company shall be subject to the consideration and approval by the Shareholders at the Shareholders’ General Meeting. For details relating to the time and arrangement of the Shareholders’ General Meeting as well as the biographical details of the current directors, please refer to the circular to be issued by the Company in due course.

The biographical details of Mr. Yao are set out below:

Mr. Yao Feng, aged 59, served as a director of Konka Group Co., Ltd. (a company listed on the Shenzhen Stock Exchange (stock code for A shares: 000016.SZ and stock code for B shares: 200016.SZ) from April 1998 to June 1999.

Mr. Yao successively served as an officer, deputy chief officer, chief officer and deputy director of the statistics and research division of the integrated planning department of the Ministry of Finance of the PRC from August 1983 to March 1993, a deputy department manager and general manager of China Economic Development Trust & Investment Corporation from March 1993 to April 1997, a deputy general manager of the financial and securities department of China National Travel Service (HK) Group Corporation from April 1997 to July 1998, and a deputy general manager of China Travel Financial Investment Holdings Co., Limited from July 1998 to June 1999. Mr. Yao successively served in various positions of the China Securities Regulatory Commission from June 1999 to May 2013, including the director of institution regulatory department from June 1999 to February 2002, a party committee member and deputy officer of Guangzhou Securities Regulatory Office from February 2002 to January 2004, a party committee member and deputy director of Guangzhou Regulatory Bureau from January 2004 to August 2004, a deputy officer of the risk management office for securities companies from August 2004 to June 2008, an inspector and deputy officer of the accounting department from June 2008 to September 2011, and a commissioner of Shanghai Supervision Office of the Commissioner from September 2011 to May 2013. Mr. Yao successively served in China Association of Public Companies from May 2013 to April 2016 as the secretary of the party committee, the executive vice-chairman and legal representative and as the secretary of the party committee and vice-chairman of China Association of Public Companies from April 2016 to April 2017. Mr. Yao served as the deputy mayor of Hangzhou Municipal People’s Government from June 2017 to October 2019. Mr. Yao served as the deputy secretary of the party committee and the chairman of the board of supervisors of China Association of Public Companies from June 2019 to September 2019.

Mr. Yao was a member of the first session of self-regulatory committee of the council the Shenzhen Stock Exchange from December 2014 to December 2017 and an adjunct professor of China University of Political Science and Law from June 2015 to June 2018. Mr. Yao has been a council member of the Business School of China University of Political Science and Law since May 2017.

Mr. Yao obtained a bachelor's degree in national economic plan from Hubei Institute of Finance and Economics (currently known as Zhongnan University of Economics and Law) in August 1983 and a masters' degree in monetary banking from Zhongnan University of Finance and Economics (currently known as Zhongnan University of Economics and Law) in June 1997.

The biographical details of Mr. Yan are set out below:

Mr. Yan Lixin, aged 56, served as an assistant teacher of School of Foreign Languages of Jiangsu University (formerly known as School of Foreign Languages of Zhenjiang College) from July 1985 to July 1993, the chief secretary of the Foreign Economic Trade Commission of Zhenjiang City, Jiangsu Province from July 1993 to December 1995, a director of the general office of Foreign Trade Exchange Co., Ltd. of Zhenjiang City, Jiangsu Province from January 1996 to February 1996, a legal representative and deputy general manager of Textile Import & Export Corporation of Zhenjiang City, Jiangsu Province from February 1996 to December 1996, the chairman of the board of directors and general manager of Knitted Cotton Import & Export Co., Ltd. of Zhenjiang City from January 1997 to August 2002, and the chairman of the board of directors of Shanghai Yifei Kaite International Trade Co., Ltd. from September 2002 to December 2004. Mr. Yan was a postdoctoral fellow in journalism and communication of School of Journalism of Fudan University from September 2006 to June 2008. Mr. Yan has served as an associate professor of Institute for Financial Studies of School of Economics of Fudan University since August 2008, and an executive officer of China Centre for Anti-Money Laundering Studies of Fudan University since January 2017. Mr. Yan was elected as the only Chinese council member of the International Network of AML/CFT Institute in November 2017.

Mr. Yan obtained a bachelor's degree in English from Xuzhou Normal College (currently known as Jiangsu Normal University) in June 1985, a master's degree in dynamic management from the School of Management of Fudan University (BI) in January 2001 and a doctoral degree in world economics from the School of Economics of Fudan University in June 2006.

Each of Mr. Yao and Mr. Yan will enter into a service contract with the Company upon their appointments being approved by the Shareholders at the Shareholders' General Meeting. The terms of office of Mr. Yao and Mr. Yan shall be three years. According to the Articles of Association, Mr. Yao and Mr. Yan may seek re-election after the expiration of their respective terms of office.

As the independent non-executive directors of the Company, Mr. Yao and Mr. Yan are both entitled to remuneration of RMB210,000 per year, which is determined with reference to their duties and responsibilities, the remuneration policy of the Company, prevailing market conditions and the recommendation of the Remuneration and Evaluation Committee of the Company.

As far as the directors of the Company are aware and save as disclosed in this announcement, Mr. Yao and Mr. Yan did not hold any directorship in other public companies the securities of which are listed on any securities market in the PRC, Hong Kong or overseas in the past three years, nor do they have any other relationship with any director, supervisor, senior management or substantial shareholder or controlling shareholder of the Company, nor do they hold other positions in the Company or any of its subsidiaries. As of the date of this announcement and to the knowledge and belief of the directors of the Company, Mr. Yao and Mr. Yan do not have any interests in the shares of the Company or its associated companies within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed above, there is no other information in relation to the appointments of Mr. Yao and Mr. Yan that shall be disclosed pursuant to the requirements set out in Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”), nor any other matters that need to be brought to the attention of the Shareholders.

The Company considers that the above candidates for directors of the Company are in compliance with the independence requirements under Rule 3.13 of the Hong Kong Listing Rules.

## **NOMINATION OF SHAREHOLDER REPRESENTATIVE SUPERVISOR**

The Board of Supervisors announces that, on March 26, 2020, the Board of Supervisors has resolved and approved to nominate Ms. Zhou as a shareholder representative supervisor of the Company. The appointment of Ms. Zhou as a shareholder representative supervisor of the Company shall be subject to the consideration and approval by the Shareholders at the Shareholders’ General Meeting. For details relating to the time and arrangement of the Shareholders’ General Meeting, please refer to the circular to be issued by the Company in due course.

The biographical details of Ms. Zhou are set out below:

Ms. Zhou Tao, aged 40, served in the compliance management position of the Company from November 2016 to November 2019 and has served as a general manager of the compliance and legal department of Haitong Securities Co., Ltd. (a company listed on The Stock Exchange of Hong Kong Limited (stock code: 6837.HK) and the Shanghai Stock Exchange (stock code: 600837.SH), and the ultimate controlling shareholder of the Company) since December 2019.

Ms. Zhou was a deputy officer of the Jinshan branch of Shanghai Municipal Tax Service from July 2004 to June 2008 and an executive and a deputy director of Shanghai Securities Regulatory Bureau from June 2008 to October 2016.

Ms. Zhou obtained a bachelor’s degree and master’s degree in finance from Southwestern University of Finance and Economics in June 2001 and June 2004, respectively. Ms. Zhou was accredited as a certified public accountant in April 2004 and a certified public valuer in November 2004, and was also qualified as an intermediate economist in December 2016.

Mr. Zhou will enter into a service contract with the Company upon her appointment being approved by the Shareholders at the Shareholders' General Meeting. The term of office of Ms. Zhou shall be three years. According to the Articles of Association, Ms. Zhou may seek re-election after the expiration of her term of office.

As a shareholder representative supervisor of the Company, Ms. Zhou will not receive remuneration from the Company.

As far as the directors of the Company are aware and save as disclosed in this announcement, Ms. Zhou did not hold any directorship in other public companies the securities of which are listed on any securities market in the PRC, Hong Kong or overseas in the past three years, nor does she have any other relationship with any director, supervisor, senior management or substantial shareholder or controlling shareholder of the Company, nor does she hold other positions in the Company or any of its subsidiaries. As of the date of this announcement and to the knowledge and belief of the directors of the Company, Ms. Zhou does have any interests in the shares of the Company or its associated companies within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed above, there is no other information in relation to the appointment of Ms. Zhou that shall be disclosed pursuant to the requirements set out in Rule 13.51(2)(h) to (v) of the Hong Kong Listing Rules, nor any other matters that need to be brought to the attention of the Shareholders.

By order of the Board  
**Haitong UniTrust International Leasing Co., Ltd.**  
**REN Peng**  
*Chairman*

Shanghai, the PRC  
March 26, 2020

*As at the date of this announcement, the Chairman and non-executive Director of the Company is Mr. REN Peng; the executive Directors are Mr. DING Xueqing and Ms. ZHOU Jianli; the non-executive Directors are Ms. HA Erman, Mr. LI Chuan, Mr. WU Shukun and Mr. ZHANG Shaohua; and the independent non-executive Directors are Mr. JIANG Yulin, Mr. YO Shin, Mr. ZENG Qingsheng and Mr. WU Yat Wai.*