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海通恆信國際融資租賃股份有限公司

Haitong Unitrust International Financial Leasing Co., Ltd.

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

(Stock Code: 1905)

NOTICE OF 2021 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the “AGM”) of Haitong Unitrust International Financial Leasing Co., Ltd. (the “**Company**”) will be held at Haitong Unitrust Tower, No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC at 2:00 p.m. on Friday, May 13, 2022 to deal with the following matters:

ORDINARY RESOLUTIONS

1. To consider and approve the 2021 Report of the Board;
2. To consider and approve the 2021 Report of the Board of Supervisors;
3. To consider and approve the 2021 Annual Report;
4. To consider and approve the 2021 Profit Distribution Plan;
5. To consider and approve the appointment of the Company's auditor for the year 2022;
6. To consider and approve the appointment of Mr. Lu Tong as the non-executive director of the Company;
7. To consider and approve the appointment of Mr. Wu Xiangyang as the shareholder representative supervisor of the Company;

SPECIAL RESOLUTIONS

8. To consider and approve the proposed amendments to the Articles of Association and the Rules of Procedures for the Shareholders' General Meeting;
9. To consider and approve the proposed amendments to the Rules of Procedures for the Board of Directors; and
10. To consider and approve the grant of general mandate to issue Shares.

MATTER TO BE REPORTED

11. 2021 Report of the Independent Non-executive Directors.

By order of the Board
Haitong Unitrust International Financial Leasing Co., Ltd.
DING Xueqing
Chairman

Shanghai, the PRC
March 29, 2022

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

Notes:

1. According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, all resolutions proposed at the AGM will be voted by poll. After the AGM, relevant voting results will be published on the website of the Company (www.utfinancing.com) as well as the disclosure website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).
2. A Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and, in the event of a poll, vote in his stead. A proxy need not be a shareholder of the Company.
3. The proxy form together with notarized authorization letters of signatories or other authorization documents (if any) shall be invalid unless they are filled out and returned to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited (for holders of H Shares) or the registered office of the Company (for holders of Domestic Shares) not less than 24 hours before the time designated for holding the AGM or any adjournment thereof. The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Center, 183 Queen's Road East, Wanchai, Hong Kong. Completion and return of the proxy forms will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish.
4. For the purpose of determining the entitlement of Shareholders to attend the AGM, the register of members of the Company will be closed from Wednesday, April 13, 2022 (inclusive) to Friday, May 13, 2022 (inclusive). To attend the AGM, holders of H Shares shall, before 4:30 p.m. on Tuesday, April 12, 2022, submit the share transfer documents and the relevant share certificates to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17/F, Hopewell Center, 183 Queen's Road East, Wanchai, Hong Kong for H Shareholders, or to the Company's registered office, at No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC for Domestic Shareholders.
5. For joint holders, only the one whose name stands first in the register of members shall be entitled to attend the AGM and vote in respect thereof.
6. Shareholders who intend to attend the AGM in person or by proxy shall submit the reply slip for AGM in person or by mail to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited (for holders of H Shares) or the registered office of the Company (for holders of Domestic Shares) on or before Saturday, April 23, 2022.
7. Shareholders or their proxies shall present their identity documents when attending the AGM:
 - (1) Corporate shareholders' legal representatives attending the meeting shall present their valid personal identification, valid documents that can prove their identities as legal representatives and documents proving their shareholder identities; where legal representatives authorize others to attend the meeting, in addition to the aforesaid documents, the proxies shall also present their valid personal identification and the written authorization letters lawfully issued by the legal representatives (including authorizing others to sign). Where corporate shareholders authorize others to attend the meeting, the proxies shall present their valid personal identification, the authorization resolution of the board of directors of corporate shareholders or other decision-making bodies and documents proving shareholder identities.
 - (2) Natural person shareholders attending the meeting in person shall present their valid personal identification and documents proving their shareholder identities; proxies attending the meeting shall present their valid personal identification, the authorization letters from the shareholders and documents proving their shareholder identities.

8. If the AGM considers and approves the 2021 Profit Distribution Plan, the Company is expected to distribute 2021 annual dividend to Domestic Shareholders and H Shareholders on or before Monday, July 25, 2022. The 2021 annual dividend will be paid to the Shareholders whose names appear on the share register of the Company on Thursday, June 16, 2022. For the purpose of determining the entitlement of Shareholders to receive the 2021 annual dividend, the register of members of the Company will be closed from Saturday, June 11, 2022 (inclusive) to Thursday, June 16, 2022 (inclusive). In order to qualify for receiving the 2021 annual dividend, H Shareholders and Domestic Shareholders should ensure all transfer documents, accompanied by the relevant Share certificates, are lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, and to the Company's registered office at No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC, respectively, before 4:30 p.m. on Friday, June 10, 2022.
9. The AGM is expected to last for not more than half a day. Shareholders or their proxies attending the meeting shall be responsible for their own travelling and accommodation expenses.
10. The address of Computershare Hong Kong Investor Services Limited is 17M Floor and Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
11. The address of the Company's registered office is No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC.

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12. Unless otherwise specified, the dates and time contained in this notice are in Hong Kong time.