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(A joint stock company incorporated in the People's Republic of China with limited liability under the Chinese corporate name 华泰证券股份有限公司 and carrying on business in Hong Kong as HTSC)

(Stock Code: 6886)

**POLL RESULTS OF 2021 ANNUAL GENERAL MEETING, 2022 FIRST A SHARE CLASS MEETING AND 2022 FIRST H SHARE CLASS MEETING;
DISTRIBUTION OF FINAL DIVIDEND;
CHANGE OF ACCOUNTING FIRM;
CHANGE OF DIRECTORS;
PROPOSAL ON ADJUSTMENT TO THE COMPOSITION OF SPECIAL COMMITTEES UNDER THE BOARD; AND
APPROVAL AND EFFECTIVENESS OF ARTICLES OF ASSOCIATION**

2021 ANNUAL GENERAL MEETING, 2022 FIRST A SHARE CLASS MEETING AND 2022 FIRST H SHARE CLASS MEETING

References are made to the circular (the “**Circular**”) of the 2021 Annual General Meeting (“**AGM**”) and the 2022 First H Share Class Meeting (the “**H Share Class Meeting**”) and the notice of the AGM and the notice of the H Share Class Meeting of the Company dated May 23, 2022. Except as the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the AGM, the 2022 First A Share Class Meeting (“**A Share Class Meeting**”) and the H Share Class Meeting (collectively, the “**Meetings**”) were held at 2:00 p.m. on Wednesday, June 22, 2022 by way of on-site meetings at the Conference Room, Renaissance Nanjing Olympic Centre Hotel, No.139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC. The Meetings were convened by the Board and chaired by Mr. Zhang Wei, the Chairman of the Board. Mr. Zhang Wei, an executive Director, Mr. Ding Feng, a non-executive Director, and Mr. Chen Chuanming and Mr. Chen Zhibin, independent non-executive Directors of the Company, attended the Meetings. Mr. Zhou Yi and Mr. Zhu Xuebo as executive Directors; Mr. Chen Yongbing, Mr. Ke Xiang and Ms. Hu Xiao as non-executive Directors; and Ms. Liu Yan, Mr. Wang Jianwen and Ms. AU King Chi as independent non-executive Directors did not attend the Meetings due to the impact of the pandemic or business reasons. Certain members of the Supervisory Committee and senior management officers and the secretary to the Board of the Company attended the Meetings.

I. VOTING ARRANGEMENT

Voting for each of the resolutions submitted to the Meetings was conducted by poll. Holders of H Shares were entitled to attend the AGM and the H Share Class Meeting in person or by proxy and vote thereon. Holders of A Shares were entitled to attend the AGM and the A Share Class Meeting in person or by proxy and vote thereon or by online voting. Online voting may be carried out during the trading hours (that is, from 09:15 to 09:25, from 09:30 to 11:30, and from 13:00 to 15:00) on June 22, 2022 through the voting platform of the trading system and from 09:15 to 15:00 on June 22, 2022 through the internet voting platform of the designated website. The convening, procedures and voting methods of the Meetings were in compliance with the relevant requirements of laws and regulations, including the Company Law and Articles of Association.

II. AGM

As at the share registration date of the AGM, the total number of issued shares of the Company was 9,076,650,000 Shares (comprising 1,719,045,680 H Shares and 7,357,604,320 A Shares), of which, the 45,278,495 A Shares in the special repurchase account of the Company did not have voting right at the AGM, holders of the remaining Shares were entitled to attend the AGM and cast votes for, against or abstain from voting on the resolutions proposed at the AGM. Jiangsu Guoxin Investment Group Limited, being a shareholder, holding 1,373,481,636 Shares, representing 15.207897% of the total number of Shares with voting right, has abstained from voting on No. 8.1 (ordinary related-party transactions with Jiangsu Guoxin Investment Group Limited and its related companies) of the ordinary resolutions as a related shareholder. Jiangsu Communications Holding Co., Ltd., being a shareholder, holding 489,065,418 Shares, representing 5.415184% of the total number of Shares with voting right, has abstained from voting on No. 8.2 (ordinary related-party transactions with Jiangsu Communications Holding Co., Ltd. and its related companies) of the ordinary resolutions as a related shareholder. Govtor Capital Group Co., Ltd., being a shareholder, holding 356,090,006 Shares, representing 3.942812% of the total number of Shares with voting right, as a related-party shareholder, has abstained from voting on No. 8.3 (ordinary related-party transactions with Govtor Capital Group Co., Ltd. and its related parties) of the ordinary resolutions as a related shareholder.

Save as disclosed above, there were no restrictions on any Shareholders to cast votes on the proposed resolutions at the AGM. There were no Shares held by any Shareholders which entitled the holders to attend but the holders shall abstain from the right of voting in favor of the proposed resolutions pursuant to Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting. No parties had stated their intention in the Circular to vote against or abstain from voting in respect of any of the proposed resolutions.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, two representatives from the Shareholders, one Supervisor and King & Wood Mallesons were appointed as the scrutineers for vote-taking at the AGM.

ATTENDANCE OF AGM

Details of attendance at the AGM are as follows:

Total number of Shareholders and authorised proxies attended and vote at the AGM		114
Of which	number of holders of A Shares	113
	number of holders of H Shares	1
Total number of the Shares with voting rights held by the Shareholders that attended the AGM (number of Shares)		3,693,410,144
Of which	total number of Shares held by holders of A Shares who have voted (number of Shares)	2,698,957,694
	total number of Shares held by holders of H Shares who have voted (number of Shares)	994,452,450
Percentage of the total number of Shares with voting rights held by Shareholders that attended the AGM to the total number of issued Shares (%)		40.895341
Of which	percentage of the total number of Shares held by holders of A Shares who have voted to the total number of issued Shares (%)	29.884251
	percentage of the total number of Shares held by holders of H Shares who have voted to the total number of issued Shares (%)	11.011090

POLL RESULTS OF THE AGM

The poll results of the proposed resolutions are set out as follows:

No.	Special Resolutions	Number of Votes (%) ¹		
		For	Against	Abstain
1.	To consider and approve the resolution on amendments to the Articles of Association	3,691,448,844 99.946897	1,666,900 0.045132	294,400 0.007971
2.	To consider and approve the resolution on repurchase and cancellation of part of the restricted A Shares	3,692,080,544 99.964001	1,328,300 0.035964	1,300 0.000035

No.	Ordinary Resolutions	Number of Votes (%) ¹		
		For	Against	Abstain
3.	To consider and approve the 2021 Work Report of the Board of the Company	3,686,381,293 99.809692	4,995,551 0.135256	2,033,300 0.055052
4.	To consider and approve the 2021 Work Report of the Supervisory Committee of the Company	3,686,281,493 99.806990	5,095,351 0.137958	2,033,300 0.055052
5.	To consider and approve the 2021 Final Financial Report of the Company	3,686,455,393 99.811698	4,921,451 0.133250	2,033,300 0.055052
6.	To consider and approve the 2021 Annual Report of the Company	3,686,461,393 99.811861	4,915,451 0.133087	2,033,300 0.055052
7.	To consider and approve the 2021 Profit Distribution Plan of the Company	3,691,555,244 99.949778	1,777,700 0.048132	77,200 0.002090
8.	To consider and approve the resolution on the estimated ordinary transactions with related parties of the Company for 2022:	/		
8.1	Ordinary related-party transactions with Jiangsu Guoxin Investment Group Limited and its related companies	2,312,276,605 99.670166	2,877,151 0.124019	4,774,752 0.205815
8.2	Ordinary related-party transactions with Jiangsu Communications Holding Co., Ltd. and its related companies	3,196,692,823 99.761202	2,877,151 0.089789	4,774,752 0.149009
8.3	Ordinary related-party transactions with Govtor Capital Group Co., Ltd. and its related companies	3,329,668,235 99.770717	2,877,151 0.086212	4,774,752 0.143071
8.4	Ordinary related-party transactions with other related parties	3,685,758,941 99.792842	3,007,151 0.081419	4,644,052 0.125739
9.	To consider and approve the resolution on the estimated investment amount for the proprietary business of the Company for 2022	3,690,238,593 99.914129	2,738,151 0.074137	433,400 0.011734
10.	To consider and approve the resolution on the change of the accounting firms of the Company for 2022	3,689,529,644 99.894934	3,586,100 0.097095	294,400 0.007971
11.	To consider and approve the resolution on the election of an independent non-executive Director of the fifth session of the Board of the Company	3,688,656,944 99.871306	4,458,800 0.120723	294,400 0.007971
12.	To consider and approve the report on performance of duties of the independent non-executive Directors for 2021	3,687,654,844 99.844174	3,711,200 0.100481	2,044,100 0.055345

13.	To consider and approve the resolution on the election of a non-executive director and an executive Director of the fifth session of the Board of the Company	For The cumulative voting method was adopted (number of votes) A total of 2 non-executive Director and executive Director shall be elected
13.1	To consider and approve the resolution on the election of Mr. Chen Zhongyang as a non-executive Director of the fifth session of the Board of the Company	3,665,881,751 99.254662
13.2	To consider and approve the resolution on the election of Ms. Yin Lihong as an executive Director of the fifth session of the Board of the Company	3,672,479,733 99.433304

Note:

1. For counting the result of resolutions, both the numbers of votes For and Against were deemed to have exercised voting rights.

The above-mentioned special resolutions No. 1 to No. 2 were duly passed with more than two-thirds of the votes cast in favour; the above ordinary resolutions No. 3 to No. 13 were duly passed with more than half of the votes cast in favour. No new proposal was submitted for voting and approval at the AGM.

No resolutions were voted against or amended at the AGM. Please refer to the Circular for details of the relevant resolutions.

III. A SHARE CLASS MEETING

As at the share registration date of the A Share Class Meeting, the Company had 7,357,604,320 A Shares in issue, of which 45,278,495 A Shares in the special repurchase account of the Company were not entitled to vote at the A Share Class Meeting, and holders of the remaining A Shares have the right to attend and vote for, against or abstain from voting on the resolution proposed at the A Share Class Meeting. There were no restrictions on any A Shareholders to cast votes on the proposed resolution at the A Share Class Meeting. There were no Shares held by any holders of A Share which entitled the holders to attend the A Share Class Meeting but the holders shall abstain from the right of voting in favor of the proposed resolution pursuant to the relevant PRC laws and regulations, and no holder of A Share was required to abstain from voting in accordance with the relevant PRC laws and regulations. No parties have indicated their intention to vote against or abstain from voting on any of the proposed resolutions.

ATTENDANCE OF THE A SHARE CLASS MEETING

Details of attendance at the A Share Class Meeting are as follows:

Total number of Shareholders and authorised proxies attended the A Share Class Meeting and voted thereon	113
Total number of the Shares with voting rights held by the Shareholders attending the A Share Class Meeting	2,698,957,694
Percentage of the total number of the Shares with voting rights held by Shareholders attending the A Share Class Meeting to the total number of issued A Shares (%)	36.909702

POLL RESULTS OF THE A SHARE CLASS MEETING

The poll results of the proposed resolution are set out as follows:

No.	Special Resolution	Number of Votes (%) ¹		
		For	Against	Abstain
1.	To consider and approve the resolution on repurchase and cancellation of part of the restricted A Shares	2,697,628,094 99.950737	1,328,300 0.049215	1,300 0.000048

Note:

1. For counting the result of the resolution, both the numbers of votes For and Against were deemed to have exercised voting rights.

The above-mentioned special resolution No.1 was duly passed with more than two-thirds of the votes cast in favour. No new proposal was submitted for voting and approval at the A Share Class Meeting.

No resolutions were voted against or amended at the A Share Class Meeting. Please refer to the Circular for details of the relevant resolution.

IV. H SHARE CLASS MEETING

As at the share registration date of the H Share Class Meeting, the Company had 1,719,045,680 H Shares in issue, the holders of which were entitled to attend the H Share Class Meeting and vote for, against or abstain from voting on the resolution proposed at the meeting. There were no restrictions on any H Shareholders to cast votes on the proposed resolution at the H Share Class Meeting. There were no Shares held by any holders of H Share which entitled the holders to attend the H Share Class Meeting but the holders shall abstain from the right of voting in favor of the proposed resolution pursuant to Rule 13.40 of the Listing Rules and no holder of H Share was required to abstain from voting pursuant to the Listing Rules. No parties had stated their intention in the Circular to vote against or abstain from voting on any of the proposed resolutions.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, two representatives from the Shareholders, one Supervisor and King & Wood Mallesons were appointed as the scrutineers for vote-taking at the H Share Class Meeting.

ATTENDANCE OF THE H SHARE CLASS MEETING

Details of attendance at the H Share Class Meeting are as follows:

Total number of Shareholders and authorised proxies attended and vote at the H Share Class Meeting	1
Total number of the Shares with voting rights held by the Shareholders attending the H Share Class Meeting (shares)	994,715,762
Percentage of the total number of the Shares with voting rights held by Shareholders attending the H Share Class Meeting to the total number of issued H Shares (%)	57.864417

POLL RESULTS OF THE H SHARE CLASS MEETING

The poll results of the proposed resolution are set out as follows:

No.	Special Resolution	Number of Votes (%) ¹		
		For	Against	Abstain
1.	To consider and approve the resolution on repurchase and cancellation of part of the restricted A Shares	994,713,962 99.999819	1,200 0.000121	600 0.000060

Note:

1. For counting the result of the resolution, both the numbers of votes For and Against were deemed to have exercised voting rights.

The above-mentioned special resolution No.1 was duly passed with more than two-thirds of the votes cast in favour. No new proposal was submitted for voting and approval at the H Share Class Meeting.

No resolutions were voted against or amended at the H Share Class Meeting. Please refer to the Circular for details of the relevant resolution.

V. LAWYER'S CERTIFICATION

King & Wood Mallesons, the PRC legal advisers to the Company, considered that the convening and the procedures of the Meetings of the Company are in compliance with the requirements of the Company Law, the Securities Law and other relevant PRC laws and administrative regulations as well as the Rules on General Meetings and the Articles of Association; the qualifications of the attendees and convener of the Meetings are lawful and valid, and voting process and the poll results of the Meetings are lawful and valid.

PAYMENT OF FINAL DIVIDEND

The Board also wishes to notify Shareholders the details of the distribution of final dividend ("**Final Dividend**") for 2021 as follows:

The Company will pay a final dividend of RMB4.50 (tax inclusive) per 10 Shares to A Shareholders (excluding 45,278,495 shares deposited in the special repurchase accounts of the Company and 1,060,973 A Shares to be repurchased and cancelled) and H Shareholders whose names appear on the register of members on the share registration date. Of which, the Company will distribute a total amount of RMB773,570,556.00 as Final Dividend based on 1,719,045,680 H Shares in issue to H Shareholders whose names appear on the register of members of H Shareholders on July 12, 2022 (the "**Record Date**"); the details on the distribution of Final Dividend to A Shareholders and related matters will be announced in due course. The undistributed profit will be carried forward to the next year. The Final Dividend is denominated and declared in Renminbi and shall be paid to A Shareholders (including GDR depositors) and investors of Hong Kong Stock Connect in Renminbi and to H Shareholders (excluding investors of Hong Kong Stock Connect) in Hong Kong dollars.

The actual amount of Final Dividend for H Shares distributed in Hong Kong dollars shall be converted based on the average benchmark exchange rate for RMB to HK dollars as announced by the People's Bank of China for the five business days prior to June 22, 2022 (the date of the AGM), that is, RMB0.854838 to HK\$1.00, being a cash dividend of HK\$5.264155 (tax inclusive) for every 10 H Shares.

CLOSURE OF REGISTER OF MEMBERS

In order to determine the entitlement of H Shareholders to the Final Dividend, the register of members of H Shares will be closed from Thursday, July 7, 2022 to Tuesday, July 12, 2022 (both days inclusive), during which period no registration of H Shares will be effected. Shareholders whose names appear on the register of members of H Shareholders on Tuesday, July 12, 2022 shall be entitled to receive the Final Dividend. H Shareholders of the Company who have not completed the registration of share transfer must lodge the transfer documents, accompanied by the relevant share certificates 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, Wan Chai, Hong Kong, not later than 4:30 p.m. on Wednesday, July 6, 2022.

The Final Dividend is expected to be distributed to the H Shareholders on Friday, August 5, 2022.

TAX REDUCTION AND EXEMPTION BY SHAREHOLDERS

In accordance with 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) (《國家稅務總局關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348號)), dividends received by individual shareholders who are overseas residents in respect of their shares issued by domestic non-foreign invested enterprises in Hong Kong shall be subject to the payment of individual income tax according to the "interest, dividend and bonus income" items, which shall be withheld and paid by the withholding agents according to relevant laws. Such overseas residents who are individual owners of shares issued by domestic non-foreign invested enterprises in Hong Kong shall be entitled to the relevant preferential tax treatment pursuant to the provisions in the tax treaties signed between the countries where they reside and China, or the tax arrangements between Mainland and Hong Kong (Macau) SAR. The tax rate for dividends under the relevant arrangements is 10% in general. For the purpose of simplifying tax administration, domestic non-foreign-invested enterprises issuing shares in Hong Kong may, upon payment of dividends, generally withhold individual income tax at the rate of 10%, without the need to file an application. If the tax rate for dividends is not equal to 10%, the following provisions shall apply: (1) for residents of countries that have signed treaties with a tax rate lower than 10%, the withholding agents may file applications on their behalf for the relevant agreed preferential tax treatments, under which circumstances the over-withheld tax amounts will be refunded upon approval by the tax authorities; (2) for residents of countries that have signed treaties with a tax rate higher than 10% but lower than 20%, the withholding agents shall withhold individual income tax at the agreed tax rate effective at the time of dividends payment, without the need to file an application; and (3) for residents of countries without tax agreements or under other situations, the withholding agents shall withhold individual income tax at 20% upon payment of dividends.

In accordance with the Notice of the State Administration of Taxation on the Issues Concerning Withholding Enterprise Income Tax on Dividends Paid by Chinese Resident Enterprises to H Shareholders that are Nonresident Overseas Enterprises (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)), a PRC resident enterprise, when paying dividends to H Shareholders who are non-resident overseas enterprises for 2008 and subsequent years, shall withhold and pay enterprise income tax at a uniform rate of 10%.

In accordance with the Notice on Tax Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [2014] No.81) (財政部、國家稅務總局、中國證監會《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)) issued by the Ministry of Finance, the State Administration of Taxation and the China Securities Regulatory Commission, for dividends received by domestic 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 investors. For dividends received by domestic securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the individual income tax shall be paid in accordance with the aforementioned regulations. For dividends received by domestic enterprise investors from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H shares shall not withhold and pay the income tax for such dividends and those domestic enterprise investors shall report and pay the relevant tax on their own. Meanwhile, for the dividends obtained by domestic resident enterprises from holding relevant H shares for a consecutive 12-month period, the enterprise income tax shall be exempted according to laws.

Under the current practice of the Hong Kong Inland Revenue Department, no tax is payable in Hong Kong in respect of dividends paid by the Company.

PROFIT DISTRIBUTION TO INVESTORS OF SHANGHAI STOCK CONNECT

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares listed on the Shanghai Stock Exchange (the “**Shanghai Stock Connect**”), their dividends will be distributed in RMB by the Company through China Securities Depository and Clearing Corporation Limited to the account of the nominees holding such shares. The Company will withhold and pay income tax at the rate of 10% on behalf of those investors and will report to the tax authorities for the withholding and payment. For investors of Shanghai Stock Connect 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 and individuals may, or may entrust a withholding agent to, apply to the competent tax authorities for the entitlement of the rate under such tax treaty. Upon approval by the 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 share registration date and the date of distribution of cash dividends and other arrangements for the investors of Shanghai Stock Connect will be the same as those for A Shareholders of the Company.

PROFIT DISTRIBUTION TO INVESTORS OF HONG KONG STOCK CONNECT

For investors of the Shanghai Stock Exchange and the Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company listed on the Hong Kong Stock Exchange (the “**Hong Kong Stock Connect**”), the Company has entered into the Agreement on Distribution of Cash Dividends of H Shares for Hong Kong Stock Connect (《港股通 H 股股票現金紅利派發協議》) with China Securities Depository and Clearing Corporation Limited, pursuant to which, China Securities Depository and Clearing Corporation Limited, as the nominee of the investors of H Shares through 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 Hong Kong Stock Connect via its depository and clearing system. The cash dividends for the investors of H Shares through Hong Kong Stock Connect will be paid in Renminbi. According to the relevant requirements under the Notice on Tax Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [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)) and 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 domestic individual investors of H Shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect or the 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 investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect or the 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 and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax by themselves.

The share registration and the date of distribution of cash dividends and other timing and arrangements for the investors of Hong Kong Stock Connect will be the same as those for the H Shareholders of the Company.

The Company will withhold and pay the relevant income tax on behalf of the Company in strict accordance with the law or in accordance with the requirements of the relevant government authorities in strict accordance with the register of members of the Company’s H shares on the record date. The Company shall not be responsible for and will not accept any claim arising from the untimely or inaccurate determination of the identity of the Shareholders and any dispute over the withholding arrangement. The Company shall not be responsible for any claim or any dispute over the withholding mechanism arising from the failure to determine the identity of the Shareholders in a timely manner or by mistake. For H Shareholders other than those under Hong Kong Stock Connect of the Company, the Company has appointed Computershare Hong Kong Trustees Limited as the Receiving Agent (“**Receiving Agent**”) for the H Shareholders and the final dividend declared will be paid to the Receiving Agent, who will then pay to the holders of H Shares. Any one of the Directors is authorised to give instructions to the Receiving Agent and to sign the documents to deal with the payment of the final dividend. For shareholders of the Company’s H Shares through Hong Kong Stock Connect, the Company will pay the final dividend to the shareholders through the registration and settlement system of China Securities Depository and Clearing Corporation Limited. For H Shareholders of the Company other than those under Hong Kong Stock Connect, the dividend will be paid by the Receiving Agent on approximately Friday, August 5, 2022 and the relevant cheques will be sent to the H Shareholders who are entitled to receive such dividend by ordinary post on the same day. The postal risk shall be borne by the recipient.

Details of the payment of the Final Dividend to A Shareholders and related matters will be announced in due course.

CHANGE OF ACCOUNTING FIRM

As approved by the AGM, the Company engaged Deloitte Touche Tohmatsu Certified Public Accountants LLP as the audit service institute for the 2022 annual accounting statements and internal control audit services of the Company and its controlled subsidiaries, and issued the A Share Audit Report, the Internal Control Audit Report and the GDR Audit Report, and appointed Deloitte Touche Tohmatsu as the H Share audit service institute of the Company for the year of 2022 and issue the H Share Audit Report.

KPMG Huazhen Certified Public Accountants LLP and KPMG have retired as the accounting firm of the Company (“**Retired Accounting Firms**”) at the conclusion of the AGM. The Retired Accounting Firms have confirmed that there was no matter relating to their retirement required to be brought to the attention of the Shareholders. The Board also confirmed that there was no disagreement or unresolved matter between the Company and the Retired Accounting Firms and was not aware of any matter required to be brought to the attention of the Shareholders.

CHANGE OF DIRECTORS

The ordinary resolutions in relation to the election of Mr. Wang Quansheng as an independent non-executive Director of the fifth session of the Board of the Company, the election of Mr. Chen Zhongyang as a non-executive Director of the fifth session of the Board of the Company and the election of Ms. Yin Lihong as an executive director of the fifth session of the Board of the Company were submitted to the AGM for the Shareholders’ for approval and were duly passed.

Mr. Wang Quansheng will replace Mr. Chen Chuanming in performing his duties as an independent non-executive Director of the fifth session of the Board since June 22, 2022, with a term of office until the end of the current session of the Board. Mr. Chen Zhongyang will replace Mr. Chen Yongbing as non-executive Director of the fifth session of the Board of the Company since June 22, 2022, with a term of office until the end of the current session of the Board. Ms. Yin Lihong will replace Mr. Zhu Xuebo as an executive Director of the fifth session of the Board of the Company since June 22, 2022, with a term of office until the end of the current session of the Board. According to the Articles of Association, Mr. Wang Quansheng, Mr. Chen Zhongyang and Ms. Yin Lihong are eligible for re-election upon expiry of their terms of office.

Pursuant to the relevant provisions of the Guidelines for the Self-discipline of Listed Companies on the Shanghai Stock Exchange No.1-Standardized Operation (《上海證券交易所上市公司自律監管指引第1號－規範運作》), since Mr. Chen Chuanming has been an independent non-executive Director of the Company for six consecutive years, he will cease to serve as an independent non-executive Director of the fifth session of the Board of the Company with effect from June 22, 2022. Due to work adjustment, Mr. Chen Yongbing ceased to be a non-executive Director of the fifth session of the Board of the Company with effect from June 22, 2022. Due to work adjustment, Mr. Zhu Xuebo ceased to be an executive Director of the fifth session of the Board of the Company with effect from June 22, 2022.

Each of Mr. Chen Chuanming, Mr. Chen Yongbing and Mr. Zhu Xuebo has confirmed that they have no disagreement with the Board and to the best of their knowledge there is no matter in relation to their resignation that needs to be brought to the attention of the Shareholders. The Company and the Board would like to express sincere gratitude to Mr. Chen Chuanming, Mr. Chen Yongbing and Mr. Zhu Xuebo for their contributions to the development of the Company during their tenure of office. At the same time, the Company also hopes that they will still continue to care for and support the future development of the Company.

The profiles of Mr. Wang Quansheng, Mr. Chen Zhongyang and Ms. Yin Lihong and other information relating to their appointments are set out in details in Appendix to this announcement.

PROPOSAL ON ADJUSTMENT TO THE COMPOSITION OF SPECIAL COMMITTEES UNDER THE BOARD

The twenty-fifth meeting of the fifth session of the Board of the Company was held on June 22, 2022, at which it was resolved that adjustments shall be made to the composition of certain special committees under the Board as follows:

The Development Strategy Committee (a total of 4 members): Mr. Zhang Wei, Mr. Zhou Yi, Mr. Chen Zhongyang and Ms. Hu Xiao; among which Mr. Zhang Wei is the chairman (convener) of the Development Strategy Committee.

The Nomination Committee (a total of 3 members): Ms. Liu Yan, Ms. Yin Lihong and Mr. Wang Quansheng; among which Ms. Liu Yan is the chairman (convener) of the Nomination Committee.

The Remuneration and Appraisal Committee (a total of 3 members): Mr. Chen Zhibin, Ms. Liu Yan and Mr. Wang Quansheng; among which Mr. Chen Zhibin is the chairman (convener) of the Remuneration and Appraisal Committee

No adjustment will be made to the composition of the Compliance and Risk Management Committee and the Audit Committee of the fifth session of the Board of the Company.

APPROVAL AND EFFECTIVENESS OF THE ARTICLES OF ASSOCIATION

References are made to the announcement of the Company dated March 30, 2022 and the circular of the Company dated May 23, 2022 in relation to, among other things, the proposed amendments to the Articles of Association. In order to further improve corporate governance, according to the current effective Securities Law, the Company Law, the Regulations on the Supervision and Administration of Securities Companies, the Provisions on the Administration of Equity of Securities Companies, the Provisions on Issues Concerning the Implementation of the Provisions on the Administration of Equity of Securities Companies, Rules for Governance of Securities Companies, Provisions on Strengthening the Supervision of Listed Securities Companies, and the Ten Elements of Cultural Construction of the Securities Industry issued by the Securities Association of China and the relevant requirements of other relevant laws, regulations and regulatory documents, combined with the actual circumstances of the Company, the Company proposed to make amendments to certain provisions of the Articles of Association (the “**Amendments**”). At the same time, it is proposed to authorised the management of the Company to handle matters such as the filing of changes in certain provisions of the Articles of Association.

The Board hereby further announces that the Amendments have been formally approved by the Shareholders at the AGM and shall be effective from June 22, 2022.

Please refer to the Circular for details of the amendments. The full text of the amended Articles of Association has been published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Company (www.htsc.com.cn).

DEFINITION

In this announcement, the following expressions have the meanings set out below unless the context otherwise requires.

“Company” a joint stock company incorporated in the People’s Republic of China with limited liability under the corporate name 华泰证券股份有限公司 (Huatai Securities Co., Ltd.), converted from our predecessor 华泰证券有限责任公司 (Huatai Securities Limited Liability Company) on December 7, 2007, carrying on business in Hong Kong as “HTSC”, and was registered as a registered non-Hong Kong company under Part 16 of the Companies Ordinance under the Chinese approved name of “華泰六八八六股份有限公司” and English name of “Huatai Securities Co., Ltd.”; the H Shares of which have been listed on the main board of The Stock Exchange of Hong Kong Limited since June 1, 2015 (Stock Code: 6886); the A Shares of which have been listed on the Shanghai Stock Exchange since February 26, 2010 (Stock Code: 601688); the global depository receipts of which have been listed on the London Stock Exchange plc since June 2019 (Symbol: HTSC), unless the context otherwise requires, including its predecessor

By Order of the Board of the Company
Zhang Hui
Joint Company Secretary

Jiangsu, the PRC, June 22, 2022

As at the date of this announcement, the Board comprises Mr. Zhang Wei, Mr. Zhou Yi and Ms. Yin Lihong as executive Directors; Mr. Ding Feng, Mr. Chen Zhongyang, Mr. Ke Xiang and Ms. Hu Xiao as non-executive Directors; and Ms. Liu Yan, Mr. Chen Zhibin, Mr. Wang Jianwen, Ms. AU King Chi and Mr. Wang Quansheng as independent non-executive Directors.

APPENDIX

PROFILE OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR AS WELL AS INFORMATION RELATED TO HIS APPOINTMENT

Mr. Wang Quansheng (王全胜), born in October 1968, is a doctor of business management. He served as a teaching assistant in the Information Center of the Business School of Nanjing University from September 1993 to August 1995; a lecturer in the Information Center of the Business School of Nanjing University from September 1995 to March 2001; an associate professor and the Deputy Dean of the Department of E-commerce of the Business School of Nanjing University from April 2001 to September 2008; an associate professor and the Dean of the Department of E-commerce of the Business School of Nanjing University from September 2008 to January 2011; a professor and the Dean of the Department of E-commerce of the Business School of Nanjing University from January 2011 to July 2013; a professor and the Dean of the Department of Marketing and E-commerce of the Business School of Nanjing University from July 2013 to September 2016; and a professor and the Associate Dean of the Management School of Nanjing University from September 2016 to November 2020. He has been a professor and the Associate Dean of the Business School of Nanjing University since November 2020.

Mr. Wang Quansheng has many years of experience in business management, which can promote the diversity of the Board members and enable the Board to better supervise the implementation of the development strategies and plans of the Company. The nomination of Mr. Wang Quansheng is based on the Company's consideration of the diversity of the Board from various aspects, including but not limited to gender, age, cultural and educational background, professional experience, skills and knowledge, the value of the candidate and his contribution to the Board, and is implemented under objective conditions, taking the benefits of diversity of the Board members into consideration, and in accordance with laws, regulations and relevant provisions of securities regulatory authorities.

During his tenure as an Independent Non-executive Director of the Company, Mr. Wang Quansheng will receive remuneration from the Company according to the remuneration standards for Independent Non-executive Directors approved by the general meeting of the Company, which will be disclosed by the Company after confirmation. For details, please refer to the Annual Report released by the Company in due course.

As of the date of this announcement, Mr. Wang Quansheng has not been subject to any punishment by the CSRC or other relevant authorities or by any stock exchanges in the past three years. Save as disclosed in this announcement, Mr. Wang Quansheng has no other relationship with any Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; did not hold any other position in any member of the Group; has no interest in any Shares of the Company as defined in Part XV of the Securities and Futures Ordinance; did not hold any directorship of any other listed companies in the past three years; has no information that shall be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules; and has no other matters that need to be brought to the attention of the Shareholders.

PROFILE OF AN EXECUTIVE DIRECTOR AND A NON-EXECUTIVE DIRECTOR AS WELL AS INFORMATION RELATED TO THEIR APPOINTMENT

Mr. Chen Zhongyang (陳仲揚), born in October 1967, holds a master's degree and is a senior engineer of the researcher rank. He served as a staff member and the Deputy Section Chief of the Planning Division of the Jiangsu Expressway Command Office (presiding over the work) from June 1992 to November 2000; and the deputy manager of the Operation and Development Department of Jiangsu Jinghu Expressway Co., Ltd. (江蘇京滬高速公路有限公司經營開發部) (presiding over the work) from November 2000 to August 2001. He worked in the Road Assets and Interests Section of Jiangsu Communications Industry Group Co., Ltd. (江蘇交通產業集團有限公司路產路權處) from August 2001 to May 2002. He served as the Deputy Director and Director of the Road Assets and Interests Section of Jiangsu Communications Industry Group Co., Ltd. from May 2002 to October 2004; the Deputy Director of the Operation Safety Department, Deputy Director of the Engineering Technology Department, Deputy Director of the Engineering Technology Department and Deputy Director of the Expansion Project Office, Director of the Expansion Project Office and Deputy Director of the Engineering Technology Department, and Director of Corporate Management and Legal Affairs Department of Jiangsu Communications Holding Co., Ltd. from October 2004 to November 2017; the Chairman, Party Secretary and General Manager, and Chairman and Party Secretary of Jiangsu Jinghu Expressway Co., Ltd. (江蘇京滬高速公路有限公司) from November 2017 to April 2019; the Party Secretary and Director of Jiangsu Expressway Operation and Management Center (江蘇省高速公路經營管理中心) from April 2019 to December 2019; the assistant to the General Manager of Jiangsu Communications Holding Co., Ltd., and the Party Secretary and Director of the Jiangsu Expressway Operation and Management Center from December 2019 to June 2020; and the Deputy General Manager and member of the Party Committee of Jiangsu Communications Holding Co., Ltd., and the Party Secretary and Director of Jiangsu Expressway Operation and Management Center from June 2020 to July 2020. He has served as the Deputy General Manager and member of the Party Committee of Jiangsu Communications Holding Co., Ltd. since July 2020. Currently, Mr. Chen Zhongyang is also a director of Jinling Hotel Co., Ltd. (金陵飯店股份有限公司, a company listed on the Shanghai Stock Exchange, with stock code 601007) and a director of China Eastern Airlines Jiangsu Co., Ltd. (中國東方航空江蘇有限公司). Jiangsu Communications Holding Co., Ltd., where Mr. Chen Zhongyang works, is a wholly-owned enterprise under the State-owned Assets Supervision and Administration Commission of Jiangsu Provincial Government, the actual controller of the Company.

Ms. Yin Lihong (尹立鴻), born in January 1970, holds a bachelor's degree, majoring in national economic management. She worked as an employee of Sajiawan Sub-branch of Nanjing Branch of Bank of China Limited ("**Bank of China**", a company listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange, with stock codes 3988 and 601988 respectively) from August 1991 to August 1992; an employee, section member and the Deputy Section Chief of the Planning Department of Bank of China Nanjing Branch from August 1992 to October 1998; the assistant to the President of the Nanjing Chengbei Sub-branch of Bank of China Jiangsu Branch from October 1998 to June 1999; the Vice President of Nanjing Chengxi Sub-branch of Bank of China Jiangsu Branch from June 1999 to September 2003; the President of Nanjing Baixia Sub-branch of Bank of China Jiangsu Branch from September 2003 to July 2004; the Vice President of Nanjing Chengnan Sub-branch of Bank of China Jiangsu Branch from July 2004 to October 2004; the President of Nanjing Xingang Sub-branch of Bank of China Jiangsu Branch from October 2004 to August 2007; the assistant to the General Manager of Planning and Finance Department of Bank of Jiangsu Co., Ltd. ("**Bank of Jiangsu**", a company listed on the Shanghai Stock Exchange, with stock code 600919) from September 2007 to October 2007; and the Deputy General Manager of Human Resources Department of Bank of Jiangsu from October 2007 to April 2009; the General Manager

of Human Resources Department and Head of Organization Department of Party Committee of Bank of Jiangsu from April 2009 to June 2021. She has served as Deputy Secretary of the Party Committee of the Company from June 2021 to present.

During his tenure as a non-executive Director of the Company, Mr. Chen Zhongyang will not receive remuneration from the Company. During her tenure as an executive Director of the Company, Ms. Yin Lihong will receive remuneration from the Company, and her remuneration will be determined in accordance with relevant regulations and systems, which will be disclosed by the Company after confirmation. For details, please refer to the Annual Report released by the Company in due course.

As of the date of this announcement, Mr. Chen Zhongyang and Ms. Yin Lihong have not been subject to any punishment by the CSRC or other relevant authorities or by any stock exchanges in the past three years. Save as disclosed in this announcement, Mr. Chen Zhongyang and Ms. Yin Lihong have no other relationship with any Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; did not hold any other position in any member of the Group; have no interest in any Shares of the Company as defined in Part XV of the Securities and Futures Ordinance; did not hold any directorship of any other listed companies in the past three years; have no information that shall be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules; and have no other matters that need to be brought to the attention of the Shareholders.