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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)

DISCLOSEABLE TRANSACTION FINANCE LEASE ARRANGEMENTS

The Board hereby announces that on November 29, 2022, the Company (as the Lessor) entered into the Current Finance Lease Contract with the Lessee, pursuant to which (i) the Lessor purchased the Leased Items of the Current Transaction from the Lessee at a consideration of RMB29,751,600.00, and (ii) the Lessor agreed to lease the Leased Items of the Current Transaction to the Lessee with a lease period of 96 months (the “**Current Transaction**”).

References are made to the Previous Finance Lease Contracts entered into by the Company (as the Lessor), in the past twelve months prior to the Current Transaction, with the Lessee, pursuant to which (i) the Company (as the Lessor) has purchased the Leased Items of the Previous Transaction from the Lessee at a total consideration of RMB240,200,675.00, and (ii) the Lessor has agreed to lease the Leased Items of the previous transaction to the Lessee with a lease term of 96 months (the “**Previous Transaction**”). According to Chapter 14 of the Listing Rules, as the highest applicable percentage ratio of the Previous Transaction (individually and in aggregate) is lower than 5%, the Previous Transaction is not subject to the announcement requirement under Chapter 14 of the Listing Rules.

According to Rule 14.22 of the Listing Rules, the Current Transaction and the Previous Transaction shall be aggregated. According to Chapter 14 of the Listing Rules, although the highest applicable percentage ratio of the Current Transaction is lower than 5%, as the highest applicable percentage ratio is higher than 5% but lower than 25% when aggregated with the Previous Transaction, the Current Transaction constitutes a discloseable transaction of the Company and is subject to the announcement requirement, but is exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

FINANCE LEASE ARRANGEMENTS

The Board hereby announces that on November 29, 2022, the Company (as the Lessor) entered into the Current Finance Lease Contract with the Lessee, pursuant to which (i) the Lessor purchased the Leased Items of the Current Transaction from the Lessee at a consideration of RMB29,751,600.00, and (ii) the Lessor agreed to lease the Leased Items of the Current Transaction to the Lessee with a lease period of 96 months.

CURRENT FINANCE LEASE CONTRACT

Details of the Current Finance Lease Contract are summarised as follows:

Date

November 29, 2022

Parties

“Lessor” : the Company

“Lessee” : Beijing Chutian Cloud Technology Service Company Limited (北京楚天雲技術服務有限公司)

Leased Items

The Leased Items of the Current Transaction are certain telecommunication equipment located in the PRC. The transfer price of the Leased Items of the Current Transaction is in aggregate RMB29,751,600.00. The Lessee does not separately calculate the profits before and after tax of the Leased Items of the Current Transaction.

Lease Period

96 months

Amount and Basis of Lease Payments

Pursuant to the Current Finance Lease Contract, the Lessor agreed to lease back the Leased Items to the Lessee. The lease payments, including value-added taxes, are calculated and paid in RMB, and comprised of lease principal and lease interest. The lease principal is of the same amount as the transfer consideration, totalling RMB29,751,600.00. The total amount of the lease interest for the lease period is approximately RMB15,590,400.00. The lease principal and the lease interest shall be settled by the Lessee every three months from the first instalment of the lease payment until the last instalment of the lease payment.

The terms of the Current Finance Lease Contract, including the transfer consideration for the Leased Items, lease principals, lease interest and other expenses under the Current Finance Lease Contract were determined upon arm’s length negotiation between the Lessee and the Lessor with reference to the purchase price of the Leased Items and the prevailing market prices of the same category of finance lease products in the PRC.

Ownership and Risks of Leased Items

Ownership of the Leased Items shall belong to the Lessor. Once the Leased Items are delivered pursuant to the Current Finance Lease Contract, their risks shall be borne by the Lessee as all the costs arising from the damage or loss of the Leased Items shall be solely undertaken by the Lessee regardless of whether the Lessee is in possession of the Leased Items. The Lessee shall not revoke the Current Finance Lease Contract for reason of such damage or loss and its obligation of lease payment and all other obligations under the Current Financial Lease Contract shall remain unchanged. As of the last day of the Lease period, if the Lessee has no breach of contract or the breach is fully remedied, the Lessee may exercise the right to purchase, renew or return the Leased Items of the Current Transaction in accordance with the Current Finance Lease Contract. If the Lessee chooses to purchase the Leased Items of the Current Transaction, the purchase price will be RMB100.

Pledge

Beijing Huake Construction Intelligent System Engineering Company Limited (北京華科建築智能系統工程有限公司), Zhidi Xintong Technology (Beijing) Company Limited (智地信通科技(北京)股份有限公司) and Zhu Xinyu (朱信鈺) shall provide joint and several liability guarantees in respect of the debt owed by the Lessee under the Current Finance Lease Contract; Beijing Huake Construction Intelligent System Engineering Company Limited (北京華科建築智能系統工程有限公司) and Zhu Xinyu (朱信鈺) shall, through their equity interest in the Lessee, provide equity pledge guarantees in respect of the debt owed by the Lessee under the Current Finance Lease Contract; and the Lessee shall provide pledge guarantee of accounts receivable.

Beijing Huake Construction Intelligent System Engineering Company Limited (北京華科建築智能系統工程有限公司), which is principally engaged in construction general contracting, professional contracting, labor subcontracting, construction project management, construction surveying and design, machinery and equipment leasing, etc., is wholly-owned by Zhu Xinyu (朱信鈺). Zhidi Xintong Technology (Beijing) Company Limited (智地信通科技(北京)股份有限公司) is principally engaged in technology services, technology transfer, technology development, technology promotion, technological consultation; data processing, etc. It is owned as to 33.5%, 33.5% and 33% by Tianjin Disikang Technology Center (Limited Partnership) (天津迪思康科技中心(有限合夥)), Beijing Tongxin Zhiye Management Consulting Company Limited (北京同鑫智業管理諮詢有限公司) and Beijing Hesheng Gongzhan Information Consulting Center (Limited Partnership) (北京合生共展信息諮詢中心(有限合夥)), respectively, whose ultimate beneficial owner is Jinyu (金宇).

As at the date of this announcement, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, Beijing Huake Construction Intelligent System Engineering Company Limited (北京華科建築智能系統工程有限公司), Zhidi Xintong Technology (Beijing) Company Limited (智地信通科技(北京)股份有限公司) and their ultimate beneficial owners are third parties independent of the Company and the connected person(s) of the Company.

REASONS FOR AND BENEFITS OF ENTERING INTO THE CURRENT FINANCE LEASE CONTRACT

The Directors (including the independent non-executive Directors) consider that the terms of the Current Finance Lease Contract are fair and reasonable and are in the interest of the Company and the Shareholders as a whole. The Current Finance Lease Contract is entered into by the Company in the ordinary and usual course of business. Entering into the Finance Lease Contract with the Lessee is beneficial to the Company by increasing its income from finance lease business, and it is consistent with the Company's business development strategy and will have no material adverse impact on the operations and financial position of the Group.

INFORMATION OF THE PARTIES

Information about the Company

The Company is principally engaged in the provision of financing services, advisory services and other services to its customers under finance lease arrangements, operating lease arrangements and others.

Information about the Lessee

The Lessee is principally engaged in technology services, technology transfer, technology development, technology promotion, technological consultation; data processing, etc. As at the date of this Announcement, the Lessee is owned as to 80% and 20% by Beijing Huake Construction Intelligent System Engineering Company Limited (北京華科建築智能系統工程有限公司) and Zhu Xinyu (朱信鈺), respectively. Beijing Huake Construction Intelligent System Engineering Company Limited (北京華科建築智能系統工程有限公司) is wholly owned by Zhu Xinyu (朱信鈺).

As at the date of this announcement, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Lessee and its ultimate beneficial owners are third parties independent of the Company and the connected persons of the Company.

IMPLICATIONS UNDER THE LISTING RULES

Reference are made to the Previous Finance Lease Contracts entered into by the Company (as the Lessor), in the past twelve months prior to the Current Transaction, with the Lessee, pursuant to which (i) the Company (as the Lessor) has purchased the Leased Assets of the Previous Transaction from the Lessee at a total consideration of RMB240,200,675.00, and (ii) the Lessor has agreed to lease the Leased Assets of the Previous Transaction to the Lessee with a lease term of 96 months. According to Chapter 14 of the Listing Rules, as the highest applicable percentage ratio of the Previous Transaction (individually and in aggregate) is lower than 5%, the Previous Transaction is not subject to the announcement requirement under Chapter 14 of the Listing Rules.

According to Rule 14.22 of the Listing Rules, the Current Transaction and the Previous Transaction shall be aggregated. According to Chapter 14 of the Listing Rules, although the highest applicable percentage ratio of the Current Transaction is lower than 5%, as the highest applicable percentage ratio is higher than 5% but lower than 25% when aggregated with the Previous Transaction, the Current Transaction constitutes a discloseable transaction of the Company and is subject to the announcement requirement, but is exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings:

“Board”	the board of Directors of the Company
“Company”	Haitong Unitrust International Financial Leasing Co., Ltd. (海通恆信國際融資租賃股份有限公司), a company incorporated in the PRC with limited liability and listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Current Finance Lease Contract”	the finance lease contract entered into between the Lessor and the Lessee, on November 29, 2022 in relation to the Leased Items
“Director(s)”	the director(s) of the Company
“Finance Lease Arrangements”	the transactions under the Previous Finance Lease Contracts and the Current Finance Lease Contract, collectively
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Leased Items”	the Leased Items of the Previous Transaction and the Leased Items of the Current Transaction, collectively
“Leased Items of the Current Transaction”	certain telecommunication equipment located in the PRC
“Leased Items of the Previous Transaction”	certain telecommunication equipment located in the PRC
“Lessee”	Beijing Chutian Cloud Technology Service Company Limited (北京楚天雲技術服務有限公司)
“Lessor”	the Company

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China
“Previous Finance Lease Contracts”	certain finance lease contracts entered into between the Lessor and the Lessee during the past 12 months in relation to the Leased Items of the Previous Transaction
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	percentage

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

Shanghai, the PRC
November 29, 2022

As at the date of this announcement, the Chairman and 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. LU Tong, Mr. WU Shukun and Mr. ZHANG Shaohua; and the independent non-executive Directors are Mr. YAO Feng, Mr. ZENG Qingsheng, Mr. WU Yat Wai and Mr. YAN Lixin.