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

NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 first extraordinary general meeting (the **“Extraordinary General Meeting”**) of Haitong Securities Co., Ltd. (the **“Company”**) will be held at 1:30 p.m. on Thursday, 12 October 2023 at Conference Room 616, Block C, Haitong Bund Finance Plaza, No. 888 South Zhongshan Road, Shanghai, the PRC, for the following purposes:

SPECIAL RESOLUTION

1. To consider and approve the proposal on the amendments to the Articles of Association and the appendices thereof

ORDINARY RESOLUTIONS

2. To consider and approve the proposal on the amendments to the Terms of Reference of the Independent Directors of the Company
3. To consider and approve the proposal on the election of executive directors and non-executive directors of the eighth session of the board of directors (the **“Directors”**) of the Company (the **“Board”**)
 - 3.01 To consider and approve the re-election of Mr. Zhou Jie as an executive Director of the eighth session of the Board
 - 3.02 To consider and approve the re-election of Mr. Li Jun as an executive Director of the eighth session of the Board
 - 3.03 To consider and approve the appointment of Mr. Zhao Yonggang as an executive Director of the eighth session of the Board
 - 3.04 To consider and approve the re-election of Mr. Tu Xuanxuan as a non-executive Director of the eighth session of the Board
 - 3.05 To consider and approve the appointment of Mr. Shi Lei as a non-executive Director of the eighth session of the Board
 - 3.06 To consider and approve the re-election of Ms. Xiao Hehua as a non-executive Director of the eighth session of the Board
 - 3.07 To consider and approve the re-election of Mr. Xu Jianguo as a non-executive Director of the eighth session of the Board

4. To consider and approve the proposal on the election of independent non-executive Directors of the eighth session of the Board
 - 4.01 To consider and approve the re-election of Mr. Zhou Yu as an independent non-executive Director of the eighth session of the Board
 - 4.02 To consider and approve the appointment of Mr. Fan Renda as an independent non-executive Director of the eighth session of the Board
 - 4.03 To consider and approve the appointment of Mr. Mao Fugen as an independent non-executive Director of the eighth session of the Board
 - 4.04 To consider and approve the appointment of Mr. Mao Huigang as an independent non-executive Director of the eighth session of the Board
5. To consider and approve the proposal on the election of non-employee representative supervisors (the “**Supervisors**”) of the eighth session of the supervisory committee of the Company (the “**Supervisory Committee**”)
 - 5.01 To consider and approve the re-election of Mr. Tong Jianping as a non-employee representative Supervisor of the eighth session of the Supervisory Committee
 - 5.02 To consider and approve the re-election of Mr. Ruan Feng as a non-employee representative Supervisor of the eighth session of the Supervisory Committee
 - 5.03 To consider and approve the re-election of Mr. Li Zhenghao as a non-employee representative Supervisor of the eighth session of the Supervisory Committee
 - 5.04 To consider and approve the re-election of Mr. Cao Yijian as a non-employee representative Supervisor of the eighth session of the Supervisory Committee
 - 5.05 To consider and approve the appointment of Ms. Miao Qing as a non-employee representative Supervisor of the eighth session of the Supervisory Committee
 - 5.06 To consider and approve the appointment of Mr. Song Chunfeng as a non-employee representative Supervisor of the eighth session of the Supervisory Committee

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

Shanghai, the PRC
21 September 2023

Notes:

1. Eligibility for attending the Extraordinary General Meeting and date of registration of members for H Shares

The register of members of H Shares of the Company will be closed from Monday, 9 October 2023 to Thursday, 12 October 2023 (both days inclusive), during which time no share transfers of H Shares will be effected. Purchasers of shares who have submitted their instruments of share transfer to the H Share Registrar of the Company and registered as Shareholders on the H Share register of members of the Company before 4:30 p.m. on Friday, 6 October 2023 are entitled to attend and vote in respect of all resolutions to be proposed at this Extraordinary General Meeting.

In order to attend this Extraordinary General Meeting, holders of H Shares should ensure that the relevant share certificates, accompanied by all transfer documents, are lodged 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, Wanchai, Hong Kong, before 4:30 p.m. on Friday, 6 October 2023.

2. Proxy

- (1) Each shareholder (the "Shareholder") entitled to attend and vote at the Extraordinary General Meeting may appoint one or more proxies in writing to attend and vote on his/her behalf. A proxy need not be a Shareholder of the Company.
- (2) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorised attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign or other documents of authorisation must be notarised.

To be valid, for holders of H Shares, the form of proxy and notarised power of attorney or other documents of authorisation must be delivered to the Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for the Extraordinary General Meeting (i.e. 1:30 p.m. on Wednesday, 11 October 2023) or not less than 24 hours before the time appointed for voting by poll.

- (3) Any voting at the Extraordinary General Meeting shall be taken by poll.

3. Registration procedures for attending the Extraordinary General Meeting

A Shareholder or his proxy should present proof of identity when attending the Extraordinary General Meeting. If a Shareholder is a legal person, its legal representative or other person authorised by the board of directors or other governing body may attend the Extraordinary General Meeting by providing a copy of the resolution of the Board or other governing body of such Shareholder appointing such person to attend the meeting.

4. Voting by poll

According to Rule 13.39(4) of 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. Accordingly, the chairman of the Extraordinary General Meeting will demand a poll in relation to all the proposed resolutions at the Extraordinary General Meeting in accordance with Article 118 of the articles of association of the Company.

Resolution 1 set out in this notice is a special resolution, which shall be passed by the affirmative votes representing at least two-thirds of the total number of Shares held by the attending Shareholders having voting rights; resolutions 2 to 5 are ordinary resolutions, which shall be passed by the affirmative votes representing at least one half of the total number of Shares held by the attending Shareholders having voting rights; resolutions 3 to 5 will adopt the method of cumulative voting respectively where the number of votes carried by each Share held by the Shareholders shall be equal to the number of positions and the Shareholders may concentrate their entitled votes when voting. In particular: (1) each Shareholder shall be entitled to such number of votes as shall be equal to the number of Shares held by him/her multiplied by the total number of executive Directors and non-executive Directors upon whom he/she can vote, when electing executive

Directors and non-executive Directors. Each Shareholder may vote at his/her own discretion in favour of one executive Director candidate or one non-executive Director candidate, or each Shareholder may vote at his/her own discretion in favour of different executive Director candidates and non-executive Director candidates in any combination; (2) each Shareholder shall be entitled to such number of votes as shall be equal to the number of Shares held by him/her multiplied by the total number of independent non-executive Directors upon whom he/she can vote, when electing independent non-executive Directors. Each Shareholder may vote at his/her own discretion in favour of one independent non-executive Director candidate or different independent non-executive Director candidates in any combination; (3) each Shareholder shall be entitled to such number of votes as shall be equal to the number of Shares held by him/her multiplied by the total number of non-employee representative Supervisors upon whom he/she can vote, when electing non-employee representative Supervisors. Each Shareholder may vote at his/her own discretion in favour of one non-employee representative Supervisor candidate or different non-employee representative Supervisor candidates in any combination.

5. Miscellaneous

- (1) The Extraordinary General Meeting is expected to be held for no more than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.

- (2) The address of Computershare Hong Kong Investors Services Limited is:

Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

- (3) The registered office of the Company:

Haitong Securities Building, No. 689 Guangdong Road
Shanghai
The People's Republic of China

Contact Office: Office of the Board
Telephone No.: 86 (21) 6341 1000
Facsimile No.: 86 (21) 6341 0627
Email: dshbgs@haitong.com

- (4) Please refer to the circular of the Company in relation to the Extraordinary General Meeting to be published on or before 21 September 2023 for details of the resolution to be proposed at the Extraordinary General Meeting for consideration and approval.

As at the date of this notice, the executive directors of the Company are Mr. ZHOU Jie and Mr. LI Jun; the non-executive directors of the Company are Mr. TU Xuanxuan, Mr. ZHOU Donghui, Ms. XIAO Hehua and Mr. XU Jianguo; and the independent non-executive directors of the Company are Mr. ZHANG Ming, Mr. LAM Lee G., Mr. ZHU Hongchao and Mr. ZHOU Yu.

* For identification purpose only