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HAITONG INTERNATIONAL SECURITIES GROUP LIMITED

海通國際證券集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 665)

ANNOUNCEMENT

DISCLOSURE PURSUANT TO RULE 13.18 OF THE LISTING RULES

This announcement is made pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board of directors (the "Board") of Haitong International Securities Group Limited (the "Company") announces that the Company (as borrower) and certain financial institutions entered into a facility agreement on 6 March 2019 (the "Facility Agreement") whereby the Company obtained a revolving credit facility in an amount up to HK\$16,000,000,000 for a term of up to 36 months from the date of the Facility Agreement (the "Facilities"). Pursuant to the terms of the Facility Agreement, if any of the following change of control events occurs, the Facilities will be cancelled and all such outstanding amounts will become immediately due and payable:

- (1) Haitong Securities Co., Ltd. ("HSCL") ceases to be the largest shareholder of the Company; or
- (2) HSCL does not or ceases to have Management Control over the Company. "Management Control" means, as between HSCL and the Company, that (i) a majority of incumbent directors of the Company are nominees of HSCL and (ii) HSCL has control over the management strategies and policies of the Company.

To the best of the Board's knowledge, as at the date of this announcement, HSCL, via its subsidiary, indirectly holds approximately 63% of the issued share capital of the Company and is a controlling shareholder of the Company.

By order of the Board
Haitong International Securities Group Limited
LO Wai Ho
Company Secretary

Hong Kong, 6 March 2019

As at the date of this announcement, the Board comprises Mr. QU Qiuping (Chairman), Mr. LIN Yong (Deputy Chairman and Chief Executive Officer), Mr. LI Jianguo (Deputy Chairman), Mr. POON Mo Yiu, Mr. SUN Jianfeng, Mr. SUN Tong, Mr. CHENG Chi Ming Brian*, Ms. WANG Meijuan*, Mr. ZHANG Xinjun*, Mr. William CHAN*, Mr. TSUI Hing Chuen William**, Mr. LAU Wai Piu**, Mr. WEI Kuo-chiang**, Mr. WAN Kam To** and Ms. LIU Yan**.*

* *Non-executive Directors*

** *Independent Non-executive Directors*