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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)

ADJUSTMENT TO CONVERSION PRICE OF THE 1.25% CONVERTIBLE BONDS DUE 2018

The Company announces that the Conversion Price of the Convertible Bonds will be adjusted from HK\$3.67 per Share to HK\$3.61 per Share with effect from 2 September 2014 as a result of the determination of the right to the entitlement of the interim dividend of HK8 cents per Share for the six months ended 30 June 2014 as declared by the Board on 7 August 2014.

References are made to the announcements of Haitong International Securities Group Limited (the “**Company**”) dated 10 July 2013 and 18 September 2013 in relation to the issue of the Convertible Bonds (the “**CB Announcements**”) and the announcement of the Company dated 7 August 2014 in relation to the interim results of the Company for the six months ended 30 June 2014. The Convertible Bonds are listed on the Singapore Exchange Securities Trading Limited. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the CB Announcements.

Notice is hereby given that, pursuant to the adjustments to Conversion Price provisions as stated in the Terms and Conditions of the Convertible Bonds (the “**Conditions**”), the Conversion Price of the Convertible Bonds will be adjusted from currently HK\$3.67 per Share to HK\$3.61 per Share (the “**Adjustment**”) as a result of the determination of the right to the entitlement of the interim dividend of HK8 cents per Share for the six months ended 30 June 2014 as declared by the Board on 7 August 2014. The Adjustment will become effective from 2 September 2014, being the day immediately after the record date for the determination of the aforesaid interim dividend entitlement. The Adjustment has been computed in accordance with the clause 6(C)(iii)(B) of the Conditions.

All other terms of the Convertible Bonds remain unchanged. As at the date of this announcement, the total outstanding principal amount of the Convertible Bonds is HK\$970,000,000. The Convertible Bonds entitle the holders thereof to convert the Convertible Bonds into 264,305,177 Shares before the Adjustment and 268,698,060 Shares after the Adjustment.

By order of the Board
Haitong International Securities Group Limited
LAU Yik Chi
Company Secretary

Hong Kong, 1 September 2014

As at the date of this announcement, the Board comprises Mr. JI Yuguang (Chairman), Mr. LI Jianguo (Deputy Chairman), Mr. LIN Yong (Deputy Chairman and Managing Director), Mr. POON Mo Yiu, Mr. HUI Yee Wilson, Mr. CHENG Chi Ming Brian*, Ms. WANG Meijuan*, Mr. TSUI Hing Chuen William**, Mr. LAU Wai Piu**, Mr. LIN Ching Yee Daniel ** and Mr. WEI Kuo-chiang**.*

* Non-executive Directors

** Independent Non-executive Directors