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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

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 8 JUNE 2015

Reference is made to the circular (the “**Circular**”) and the notice of the special general meeting (the “**Notice**”) of Haitong International Securities Group Limited (the “**Company**”) both dated 21 May 2015. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that at the special general meeting held on 8 June 2015 (the “**SGM**”), the proposed Ordinary Resolution as set out in the Notice was duly approved by the Shareholders by way of poll.

Tricor Investor Services Limited, the Company’s Branch Share Registrar and Transfer Office in Hong Kong, was appointed by the Company as the scrutineer for the vote-taking at the SGM.

The poll results in respect of the Ordinary Resolution proposed at the SGM were as follows:

Ordinary Resolution		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		For	Against	
1	Subject to the approval by the shareholders of Haitong Securities Co., Ltd. and the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of and permission to deal in, the shares of the Company which may fall to be issued pursuant to the new share option scheme of the Company as summarized in the circular of the Company dated 21 May 2015 (the “ New Share Option Scheme ”), to approve and adopt the New Share Option Scheme.	3,581,157,975 (98.30%)	61,889,979 (1.70%)	3,643,047,954
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Note: Please refer to the Notice for the full version of the Ordinary Resolution.

As at the date of the SGM, the total number of issued shares of the Company was 5,096,740,835.

As disclosed in the Circular, there was no Shareholder who was required to abstain from voting in respect of the Ordinary Resolution. Accordingly, the total number of Shares entitling the holders to attend and vote for or against the proposed Ordinary Resolution was 5,096,740,835, representing 100% of the total issued share capital of the Company as at the date of the SGM.

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

Hong Kong, 8 June 2015

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. William CHAN*, 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*