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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

PROPOSED CHANGE OF AUDITOR

The Board announces that PwC will retire as auditor of the Company upon expiration of its current term of office at the close of the 2014 AGM.

The Board has resolved to propose the appointment of Deloitte as the new auditor of the Company to fill the vacancy immediately following the retirement of PwC and to hold office until the conclusion of the next annual general meeting of the Company, subject to the approval by Shareholders at the 2014 AGM.

The board of directors (the “**Board**”) of Haitong International Securities Group Limited (the “**Company**”) announces that PricewaterhouseCoopers (“**PwC**”) will retire as auditor of the Company at the forthcoming annual general meeting of the Company to be held on Tuesday, 15 April 2014 (the “**2014 AGM**”) and will not offer themselves for re-appointment due to the Company’s requirement to align its appointment of auditor with that of its controlling shareholder.

The Board has resolved, with the recommendation from the audit committee of the Company, to propose the appointment of Deloitte Touche Tohmatsu, Certified Public Accountants (“**Deloitte**”) as the new auditor of the Company (the “**Proposed Appointment**”) to fill the vacancy immediately following the retirement of PwC and to hold office until the conclusion of the next annual general meeting of the Company, subject to approval by shareholders of the Company (the “**Shareholders**”) at the 2014 AGM.

The Board is of the view that the Proposed Appointment would align the audit arrangements between the Company and its controlling shareholder with a view to enhancing the efficiency of the audit services which would be in the best interest of the Company as well as its shareholders as a whole.

A circular containing, among other things, details of the Proposed Appointment together with the notice convening the 2014 AGM will be despatched to the Shareholders on or about 14 March 2014.

The Company has received a confirmation from PwC that there are no matters which PwC needs to bring to the attention of the shareholders of the Company in relation to the change of auditor of the Company. The Board has also confirmed that there is no disagreement between PwC and the Company, and there are no other matters in respect of the Proposed Appointment that need to be brought to the attention of Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to PwC for its professional and quality services rendered to the Company over the past years.

By order of the Board
Haitong International Securities Group Limited
LIN Yong
Deputy Chairman and Managing Director

Hong Kong, 13 March 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*