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海通证券股份有限公司
HAITONG SECURITIES CO., LTD.*

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

CHANGE OF JOINT COMPANY SECRETARY

The board of directors (the “**Board**”) of Haitong Securities Co., Ltd. (the “**Company**”) announces that pursuant to the rotation requirement of internal purchasing policy, Ms. Mok Mingwai (“**Ms. Mok**”) will cease to act as a joint company secretary of the Company with effect from 27 July 2014.

Ms. Mok confirmed that she has no disagreement with the Board and there are no circumstances related to her cease to act as a joint company secretary which need to be brought to the attention of the The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company.

Reference is made to a waiver granted to the Company by the Stock Exchange dated 29 November 2011 (the “**Waiver**”) from strict compliance with Rule 3.28 and Rule 8.17 of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) for an initial period of three years from the date of listing on the condition that the Company engages Ms. Mok, as a joint company secretary to assist Mr. Jin Xiaobin (“**Mr. Jin**”), the other joint company secretary, so as to enable him to acquire the “relevant experience” required under Note 2 to Rule 3.28 of the Listing Rules and to discharge the functions as a joint company secretary. The Waiver will be revoked upon the Ms. Mok’s cease to act as a joint company secretary on 27 July 2014.

The Board also announces that Ms. Lam Wai Yee Sophie (“**Ms. Lam**”) will be appointed as one of the joint company secretaries of the Company with effect from 27 July 2014. The Stock Exchange has granted a new waiver to the Company from strict compliance with the requirements under Rule 3.28 and Rule 8.17 of the Listing Rules for a period from 27 July 2014 to 26 April 2015 (i.e. the remaining period of three years for the Waiver) in relation to Mr. Jin’s eligibility to act as the joint company secretary on the condition that Mr. Jin would be assisted by Ms. Lam to acquire the “relevant experience” within the meaning of Note 2 to Rule 3.28 of the Listing Rules and to discharge his duties as the joint company secretary of the Company.

Ms. Lam has over 15 years of professional experience in handling corporate secretarial and compliance matters for listed companies in Hong Kong. She is a vice president of SW Corporate Services Group Limited (the “SWCS”) and is responsible for providing company secretarial and compliance services to a number of clients of SWCS including, inter alia, Xinhua Winshare Publishing and Media Co., Ltd. (Stock Code: 811), Sunshine 100 China Holdings Ltd. (Stock Code: 2608) and Anton Oilfield Services Group (Stock Code: 3337). She is also a company secretary of Ares Asia Limited (Stock Code: 645). Ms. Lam was previously a company secretary of Tidetime Sun (Group) Limited (now known as UP Energy Development Group Limited) (Stock Code: 307) and an assistant company secretary of Haier Electronics Group Co., Ltd. (Stock Code: 1169). She holds a bachelor’s degree in translation and a postgraduate diploma in corporate administration from City University of Hong Kong. She is also a fellow member of The Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators in the United Kingdom. Ms. Lam possesses the professional qualifications required under Note 1 to Rule 3.28 of the Listing Rules.

The Board would like to take this opportunity to thank Ms. Mok for her contribution towards the Company and welcome Ms. Lam on her new appointment.

By order of the board of directors
Haitong Securities Co., Ltd.
WANG Kaiguo
Chairman

Shanghai, the PRC
25 July 2014

As at the date of this announcement, our executive directors are Mr. WANG Kaiguo and Mr. QU Qiuping; our non-executive directors are Mr. ZHUANG Guowei, Mr. ZHOU Donghui, Mr. HE Jianyong, Mr. ZHANG Jianwei, Mr. XU Chao, Mr. WANG Hongxiang, Mr. LI Gewei and Mr. FENG Huang; and our independent non-executive directors are Mr. XIA Bin, Mr. CHEN Qiwei, Mr. ZHANG Huiquan, Mr. ZHANG Ming, Mr. DAI Genyou, Mr. LIU Cheeming and Mr. XIAO Suining.

* *For identification purpose only*