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**海通恆信國際融資租賃股份有限公司**

Haitong Unitrust International Financial Leasing Co., Ltd.

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1905)**

## **POLL RESULTS OF ANNUAL GENERAL MEETING**

Reference is made to the circular (the “**Circular**”) of Haitong Unitrust International Financial Leasing Co., Ltd. (the “**Company**”) dated April 21, 2022. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The annual general meeting (the “**AGM**”) of the Company was held at 2:00 p.m. on Friday, May 13, 2022 at the Haitong Unitrust Tower, No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC.

The AGM was convened by the Board. Mr. Ding Xueqing, Chairman of the Board, served as the chairman of the AGM and chaired the AGM. All of Directors, Supervisors and certain senior management of the Company attended the AGM. The convening of the AGM was in accordance with the Company Law of the People's Republic of China and the Articles of Association.

As at the date of the AGM, the total number of issued Shares of the Company was 8,235,300,000 Shares, all of which entitled the holders to attend and vote on the resolutions proposed at the AGM (the “**AGM Resolutions**”) based on their shareholdings. Shareholders holding an aggregate of 7,540,275,511 voting Shares, representing approximately 91.56% of the total number of issued share capital, attended the AGM either in person or by proxy. No Shareholder was required to abstain from voting on any of the AGM Resolutions. There were no Shareholders required to abstain from voting in favor of any of the AGM Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the AGM Resolutions at the AGM. All AGM Resolutions were put to vote by way of poll. Computershare Hong Kong Investor Services Limited, the Company's H share registrar in Hong Kong, was appointed as the scrutineer for the purpose of vote-taking of the poll at the AGM.

The poll results in respect of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		No. of Shares voted		
		For	Against	Abstain
1.	To consider and approve the 2021 Report of the Board	7,540,163,511 (100%)	0 (0%)	112,000
	The resolution was duly passed as an ordinary resolution.			
2.	To consider and approve the 2021 Report of the Board of Supervisors	7,540,163,511 (100%)	0 (0%)	112,000
	The resolution was duly passed as an ordinary resolution.			
3.	To consider and approve the 2021 Annual Report	7,540,163,511 (100%)	0 (0%)	112,000
	The resolution was duly passed as an ordinary resolution.			
4.	To consider and approve the 2021 Profit Distribution Plan	7,540,275,511 (100%)	0 (0%)	0
	The resolution was duly passed as an ordinary resolution.			
5.	To consider and approve the appointment of the Company's auditor for the year 2022	7,540,275,511 (100%)	0 (0%)	0
	The resolution was duly passed as an ordinary resolution.			
6.	To consider and approve the appointment of Mr. Lu Tong as the non-executive director of the Company	7,540,275,511 (100%)	0 (0%)	0
	The resolution was duly passed as an ordinary resolution.			
7.	To consider and approve the appointment of Mr. Wu Xiangyang as the shareholder representative supervisor of the Company	7,539,501,511 (99.989735%)	774,000 (0.010265%)	0
	The resolution was duly passed as an ordinary resolution.			

Special Resolutions		No. of Shares voted		
		For	Against	Abstain
8.	To consider and approve the proposed amendments to the Articles of Association and the Rules of Procedures for the Shareholders' General Meeting	7,533,334,000 (99.907941%)	6,941,511 (0.092059%)	0
The resolution was duly passed as a special resolution.				
9.	To consider and approve the proposed amendments to the Rules of Procedures for the Board of Directors	7,540,275,511 (100%)	0 (0%)	0
The resolution was duly passed as a special resolution.				
10.	To consider and approve the grant of general mandate to issue Shares	7,525,300,000 (99.801393%)	14,975,511 (0.198607%)	0
The resolution was duly passed as a special resolution.				

## CHANGE OF AUDITORS

The Board announced at the AGM that PricewaterhouseCoopers (“PwC”) and PricewaterhouseCoopers Zhong Tian LLP (“PwC ZT”) were appointed as auditors of the Company for the year of 2022. PwC will be responsible for providing overseas audit and review services for the financial statements prepared in accordance with International Financial Reporting Standards, while PwC ZT will be responsible for providing domestic audit and review services for the financial statements prepared in accordance with the Chinese Accounting Standards.

## APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board announced at the AGM that Mr. Lu Tong (“Mr. Lu”) was appointed as the non-executive Director of the Company.

For details of the biography of Mr. Lu, please refer to the announcement of the Company dated March 29, 2022 and the Circular. As at the date of this announcement, there was no change to the biography of Mr. Lu.

# **APPOINTMENT OF SHAREHOLDER REPRESENTATIVE SUPERVISOR AND CHAIRMAN OF THE BOARD OF SUPERVISORS**

The Board announced at the AGM that Mr. Wu Xiangyang (“**Mr. Wu**”) was appointed as the shareholder representative supervisor of the Board of Supervisors of the Company.

For details of the biography of Mr. Wu, please refer to the announcement of the Company dated March 11, 2022 and the Circular. As at the date of this announcement, there was no change to the biography of Mr. Wu.

On the same date, the Board of Supervisors convened a meeting and resolved to appoint Mr. Wu as the chairman of the second session of the Board of Supervisors.

## **2021 PROFIT DISTRIBUTION PLAN**

### **Information on the 2021 Profit Distribution Plan**

Pursuant to relevant laws, regulatory requirements and the Articles of Association, the Company formulated the following 2021 Profit Distribution Plan (“**2021 Profit Distribution Plan**”):

Based on the total share capital of 8,235,300,000 Shares as at December 31, 2021, cash dividends of RMB0.29 per 10 Share (tax inclusive) will be distributed, amounting to RMB238,823,700.00 (tax inclusive) in aggregate.

The 2021 annual dividend of the Company is expected to be paid on or before Monday, July 25, 2022. According to the Articles of Association, the proposed 2021 annual dividend of the Company will be paid to the Domestic Shareholders and H Shareholders in RMB and Hong Kong Dollars, respectively. The actual distribution amount in Hong Kong Dollars shall be determined with reference to the average mid-price of exchange rate between RMB and Hong Kong Dollars announced by the People’s Bank of China one week immediately prior to the date of the AGM.

The 2021 annual dividend will be paid to the Shareholders whose names appear on the share register of the Company on Thursday, June 16, 2022. For the purpose of determining the entitlement of Shareholders to receive the 2021 annual dividend, the register of members of the Company will be closed from Saturday, June 11, 2022 (inclusive) to Thursday, June 16, 2022 (inclusive). In order to qualify for receiving the 2021 annual dividend, H Shareholders and Domestic Shareholders should ensure all transfer documents, accompanied by the relevant Share certificates, are lodged with the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, and to the Company’s registered office at No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC, respectively, before 4:30 p.m. on Friday, June 10, 2022.

## **Taxes**

### ***Tax for H Shareholders***

Pursuant to the Notice of Certain Issues on the Policies of Individual Income Tax by the Ministry of Finance and the State Taxation Administration (Cai Shui Zi [1994] No. 020) (《財政部、國家稅務總局關於個人所得稅若干政策問題的通知》(財稅字[1994]020號)), overseas individuals are for the time being exempt from the individual income tax of the PRC for the dividends and bonuses from foreign-invested enterprises. As the Company is a foreign-invested enterprise, overseas individual shareholders who are interested in the H Shares of the Company and whose names appeared in the register of holders of H Shares of the Company at the time of distribution of dividends of the Company shall not be subject to individual income tax of the PRC. Pursuant to the Notice of the State Administration of Taxation on the Issues Concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to Holders of H Shares Which Are Overseas Nonresident Enterprises (Guo Shui Han [2008] No. 897)(《國家稅務總局關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)), a PRC resident enterprise, when distributing dividends for 2008 and for the years afterwards to holders of H Shares who are overseas non-resident enterprises, shall be subject to the enterprise income tax withheld at a uniform rate of 10%.

### ***Domestic Shareholders Investing through Shenzhen-Hong Kong Stock Connect***

Pursuant to the Notice of the Ministry of Finance, the State Administration of Taxation, the China Securities Regulatory Commission on Tax Policies for Shenzhen-Hong Kong Stock Connect Pilot Program (Cai Shui [2016] No. 127) (《財政部、國家稅務總局、證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), for dividends received by domestic individual investors from investing in H shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the H share companies shall apply to China Securities Depository and Clearing Corporation Limited (“CSDC”) for the provision of a register of domestic individual investors from CSDC to the H share companies, based on which the H share companies shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic individual investors from investing in non-H shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, CSDC shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. Individual investors who have paid the withholding tax abroad may apply for a tax credit with the competent tax authorities under CSDC with a valid tax deduction certificate.

Dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect shall be subject to the individual income tax as mentioned above.

Dividends received by domestic enterprise investors from investing in shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect shall be included in their total income and shall be subject to the enterprise income tax. Dividends received by domestic resident enterprises which have been holding the H shares continuously for no less than 12 months shall be exempted from the enterprise income tax according to law. H share companies listed on the Hong Kong Stock Exchange shall apply to CSDC for the provision of a register of domestic enterprise investors from CSDC to the H share companies, based on which the H share companies will not withhold and pay the income tax on behalf of the domestic enterprise investors in respect of the dividend received and those domestic enterprise investors shall report and pay the relevant tax themselves. When domestic enterprise investors report their enterprise income tax, they may apply for a tax credit for any income tax withheld and paid by non-H share companies listed on the Hong Kong Stock Exchange in respect of the dividends received according to law.

## **AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND THE RULES OF PROCEDURES FOR THE SHAREHOLDERS' GENERAL MEETING**

The Board is pleased to announce that the proposed amendments to the Articles of Association and the Rules of Procedures for the Shareholders' General Meeting have been duly approved by the Shareholders at the AGM. The proposed amendments to the Articles of Association and the Rules of Procedures for the Shareholders' General Meeting shall be effective from May 13, 2022.

## **AMENDMENTS TO THE RULES OF PROCEDURES FOR THE BOARD OF DIRECTORS**

The Board is pleased to announce that the proposed amendments to the Rules of Procedures for the Board of Directors have been duly approved by the Shareholders at the AGM. The proposed amendments to the Rules of Procedures for the Board of Directors shall be effective from May 13, 2022.

By order of the Board  
**Haitong Unitrust International Financial Leasing Co., Ltd.**  
**DING Xueqing**  
*Chairman*

Shanghai, the PRC  
May 13, 2022

*As at the date of this announcement, the Chairman and executive Director of the Company is Mr. DING Xueqing; the executive Director is Ms. ZHOU Jianli; the non-executive Directors are Mr. REN Peng, Ms. HA Erman, Mr. LU Tong, Mr. WU Shukun and Mr. ZHANG Shaohua; and the independent non-executive Directors are Mr. JIANG Yulin, Mr. YAO Feng, Mr. ZENG Qingsheng, Mr. WU Yat Wai and Mr. YAN Lixin.*