
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Haitong Unitrust International Financial Leasing Co., Ltd., you should at once hand this circular and the accompanying proxy form to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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)

**2025 REPORT OF THE BOARD
2025 ANNUAL REPORT
2025 PROFIT DISTRIBUTION PLAN
AUTHORISATION FOR THE BOARD TO DETERMINE
THE 2026 INTERIM PROFIT DISTRIBUTION PLAN
ELECTION OF THE NEW SESSION OF THE BOARD
APPOINTMENT OF AUDITORS FOR THE YEAR 2026
REMUNERATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

Haitong Unitrust International Financial Leasing Co., Ltd. will hold the AGM at Haitong Unitrust Tower, No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC on Monday, May 11, 2026 at 2:00 p.m. The notice of the AGM is set out on pages 27 to 29 of this circular.

Whether or not you are able to attend the AGM, you are requested to read the notice of the AGM and to complete and return the proxy form in accordance with the instructions printed thereon as soon as possible. If you intend to appoint a proxy to attend the AGM, you are required to complete and return the proxy form in accordance with the instructions printed thereon. The proxy form should be returned to Computershare Hong Kong Investor Services Limited (17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong) for H Shareholders, or to the Company's registered office (No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC) for Domestic Shareholders, in any event served by hand or by post not less than 24 hours before the time designated for holding the AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or any adjournment thereof.

Unless otherwise specified, the dates and times contained in this circular refer to Hong Kong dates and times.

April 17, 2026

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DEFINITIONS

In this circular, unless the context otherwise requires, the following terms and expressions shall have the following meanings:

“2025 Annual Report”	the annual report of the Company for the financial year ended December 31, 2025
“AGM”	the annual general meeting to be held by the Company at Haitong Unitrust Tower, No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC on Monday, May 11, 2026 at 2:00 p.m.
“Articles of Association”	the articles of association of Haitong Unitrust International Financial Leasing Co., Ltd., as amended, supplemented or otherwise modified from time to time
“Board” or “Board of Directors”	the board of Directors of the Company
“Company”	Haitong Unitrust International Financial Leasing Co., Ltd. (海通恆信國際融資租賃股份有限公司), a company incorporated in the PRC in July 2004 and converted into a joint stock limited company on May 27, 2017, the H shares of which were listed on the Hong Kong Stock Exchange on June 3, 2019 (stock code: 1905)
“Company Law”	the Company Law of the People’s Republic of China, as amended, supplemented or otherwise modified from time to time
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary shares issued by the Company with a nominal value of RMB1.00 each, which are subscribed for or credited as fully paid up in RMB and held by a Chinese natural person or an entity established in accordance with the laws of the PRC
“Domestic Shareholder(s)”	holder(s) of Domestic Shares
“Guotai Haitong” or “Guotai Haitong Securities”	Guotai Haitong Securities Co., Ltd.
“H Share(s)”	overseas listed foreign shares in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong Dollars and are listed on the Hong Kong Stock Exchange
“H Shareholder(s)”	holder(s) of H Shares
“Haitong Securities”	the former Haitong Securities Co., Ltd.
“HKD” or “Hong Kong Dollars”	the lawful currency of Hong Kong

DEFINITIONS

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“PRC” or “China”	the People’s Republic of China, which, for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region of China and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the Domestic Share(s) and H Share(s) of the Company
“Shareholder(s)”	holder(s) of Shares of the Company
“%”	per cent

LETTER FROM THE BOARD OF DIRECTORS



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)

Board of Directors:

Executive Directors:

Mr. Mao Yuxing (Chairman)

Ms. Zhou Jianli

Non-executive Directors:

Mr. Zhang Xinjun

Ms. Zheng Huan

Mr. Lu Tong

Mr. Wu Shukun

Mr. Zhang Shaohua

Employee Director:

Ms. Wu Jian

Independent non-executive Directors:

Mr. Yao Feng

Mr. Zeng Qingsheng

Mr. Wu Yat Wai

Mr. Yan Lixin

Registered Office:

No. 599 South Zhongshan Road

Huangpu District

Shanghai

PRC

**Headquarters and Principal Place of
Business in the PRC:**

Haitong Unitrust Tower

No. 599 South Zhongshan Road

Huangpu District

Shanghai

PRC

Principal Place of Business in Hong Kong:

40th Floor, Dah Sing Financial Centre

No. 248 Queen's Road East

Wan Chai

Hong Kong

April 17, 2026

To the Shareholders,

**2025 REPORT OF THE BOARD
2025 ANNUAL REPORT
2025 PROFIT DISTRIBUTION PLAN
AUTHORISATION FOR THE BOARD TO DETERMINE
THE 2026 INTERIM PROFIT DISTRIBUTION PLAN
ELECTION OF THE NEW SESSION OF THE BOARD
APPOINTMENT OF AUDITORS FOR THE YEAR 2026
REMUNERATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING**

I. INTRODUCTION

On behalf of the Board, I invite you to attend the AGM to be held at Haitong Unitrust Tower, No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC on Monday, May 11, 2026 at 2:00 p.m.

LETTER FROM THE BOARD OF DIRECTORS

The purpose of this circular is to provide you with the notice of the AGM and all reasonably necessary information, to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the AGM.

II. MATTERS TO BE CONSIDERED AT THE AGM

Ordinary resolutions will be proposed at the AGM to approve (1) the report of the Board of Directors for the year 2025 (the “**2025 Report of the Board**”); (2) the 2025 Annual Report; (3) the profit distribution plan for the year 2025 (the “**2025 Profit Distribution Plan**”); (4) the authorisation for the Board to determine the interim profit distribution plan for the year 2026; (5) the election of the new session of the Board; (6) the appointment of auditors for the year 2026; and (7) the remuneration of independent non-executive Directors.

Pursuant to the relevant regulatory requirements, the Articles of Association and the Working Rules for Independent Non-executive Directors, the report of the independent non-executive Directors for the year 2025 (the “**2025 Report of the Independent Non-executive Directors**”) is a matter to be reported to the AGM but not subject to Shareholders’ approval. For details of the 2025 Report of the Independent Non-executive Directors, please refer to “Appendix III — 2025 Report of the Independent Non-executive Directors”.

Ordinary Resolutions:

1. 2025 Report of the Board

An ordinary resolution will be proposed at the AGM to consider and approve the 2025 Report of the Board. Details of the aforesaid 2025 Report of the Board are set out in Appendix I to this circular.

This resolution was considered and approved by the Board on March 27, 2026 and is hereby proposed to the AGM for Shareholders’ consideration and approval.

2. 2025 Annual Report

An ordinary resolution will be proposed at the AGM to consider and approve the 2025 Annual Report.

This resolution was considered and approved by the Board on March 27, 2026 and is hereby proposed to the AGM for Shareholders’ consideration and approval.

3. 2025 Profit Distribution Plan

Pursuant to the relevant laws, regulatory requirements and the Articles of Association, the Company has formulated the following 2025 Profit Distribution Plan:

Based on the total share capital of 8,235,300,000 Shares as at December 31, 2025, cash dividends of RMB0.43 (tax inclusive) per 10 Shares will be distributed, amounting to RMB354,117,900.00 (tax inclusive) in aggregate.

LETTER FROM THE BOARD OF DIRECTORS

The 2025 annual dividend of the Company is expected to be paid no later than Friday, July 24, 2026, subject to the consideration and approval of the 2025 Profit Distribution Plan at the AGM. Pursuant to the Articles of Association, the proposed 2025 annual dividend will be paid to Domestic Shareholders in RMB. H Shareholders have the right to choose to receive all (but not part of) dividends in RMB. Otherwise, their H share dividends will be paid in Hong Kong Dollars. 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 during the calendar week immediately preceding the date of the AGM.

Once the 2025 Profit Distribution Plan is approved at the AGM, the 2025 annual dividend will be paid to the Shareholders whose names appear on the share register of the Company on Wednesday, May 20, 2026. For the purpose of determining the entitlement of Shareholders to receive the 2025 annual dividend, the register of members of the Company will be closed from Friday, May 15, 2026 to Wednesday, May 20, 2026 (both dates inclusive). In order to qualify for receiving the 2025 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, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, and with the Company's registered office at No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC, respectively, before 4:30 p.m. on Thursday, May 14, 2026.

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 hold the H Shares of the Company and whose names appear in the register of holders of H Shares of the Company at the time of distribution of dividends by the Company shall not be subject to PRC individual income tax. Pursuant to the Notice of the State Taxation Administration 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 Non-resident 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%.

LETTER FROM THE BOARD OF DIRECTORS

Domestic Shareholders Investing through Shenzhen-Hong Kong Stock Connect

Pursuant to the Notice of the Ministry of Finance, the State Taxation Administration, 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 withholding tax overseas may apply for a tax credit with the competent tax authorities of CSDC with a valid tax withholding 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 laws. 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 laws.

The 2025 Profit Distribution Plan was considered and approved by the Board on March 27, 2026 and is hereby proposed to the AGM for Shareholders’ consideration and approval.

4. Authorisation for the Board to Determine the 2026 Interim Profit Distribution Plan

To better reward investors and stabilise their dividend expectations, the Company will, subject to compliance with applicable laws and regulations as well as the Articles of Association and other relevant rules, carry out interim profit distribution based on its profitability, cash flow position, capital requirements and other relevant factors. The amount of dividends to be distributed shall not exceed the distributable profits attributable to the Shareholders of the Company for the corresponding period.

It is proposed that the Shareholders’ general meeting authorise the Board to formulate a specific interim profit distribution plan for 2026, provided that the conditions for profit distribution are met, and to implement it within the prescribed time limit.

The aforesaid resolution was considered and approved by the Board on March 27, 2026 and is hereby proposed to the AGM for Shareholders’ consideration and approval.

LETTER FROM THE BOARD OF DIRECTORS

5. Election of the New Session of the Board

The Board has approved the following matters and proposes them to the AGM for Shareholders' consideration:

- (a) To re-elect Mr. Mao Yuxing as an executive Director
- (b) To re-elect Ms. Zheng Huan as a non-executive Director
- (c) To re-elect Mr. Lu Tong as a non-executive Director
- (d) To re-elect Ms. Zhou Jianli as an executive Director
- (e) To appoint Mr. Dong Boyang as a non-executive Director
- (f) To appoint Mr. Ao Qishun as a non-executive Director
- (g) To re-elect Mr. Yao Feng as an independent non-executive Director
- (h) To re-elect Mr. Zeng Qingsheng as an independent non-executive Director
- (i) To re-elect Mr. Wu Yat Wai as an independent non-executive Director
- (j) To re-elect Mr. Yan Lixin as an independent non-executive Director

The aforesaid candidates for Directors, upon being elected at the AGM, will form the fourth session of the Board together with the employee representative Director of the fourth session of the Board to be elected by the employee representative meeting of the Company in due course. Meanwhile, due to the adjustment of work responsibilities, Mr. Zhang Xinjun, Mr. Wu Shukun and Mr. Zhang Shaohua will retire from their positions as non-executive Directors of the Company and their positions on the relevant committees of the Board, with effect from the conclusion of the AGM. Each of Mr. Zhang Xinjun, Mr. Wu Shukun and Mr. Zhang Shaohua has confirmed that they have no disagreement with the Board, and that there are no other matters relating to their retirement that need to be brought to the attention of the Hong Kong Stock Exchange or the Shareholders. For details of the retirement, please refer to the announcement of the Company dated March 27, 2026.

The term of office of the aforesaid Directors of the fourth session of the Board shall be three years from the date of approval at the AGM. The biographical details of the aforesaid Directors are set out in Appendix II to this circular.

As at the date of this circular, the Company has not entered into any service contracts with the respective candidates for Directors of the fourth session of the Board, and the Company will enter into service contracts with the above Directors upon approval at the AGM. Mr. Mao Yuxing will not receive any remuneration from the Company. The remuneration of Ms. Zhou Jianli will be determined in accordance with the relevant rules of the Company and the results of the annual performance assessment. The non-executive Directors will not receive any remuneration from the Company. The remuneration of the independent non-executive Directors will be determined in accordance with the resolution regarding the remuneration of independent non-executive Directors to be considered at the AGM.

LETTER FROM THE BOARD OF DIRECTORS

In accordance with the Company's "Working Rules for the Remuneration Appraisal and Nomination Committee of the Board of Directors", the Company's board diversity policy and relevant applicable rules, the factors to be considered by the Remuneration Appraisal and Nomination Committee when making recommendations to the Board on the appointment of re-elected Directors (including independent non-executive Directors) include but are not limited to skills, knowledge, experience, gender, age, cultural, ethnic, and educational background.

In respect of the candidates proposed to be appointed as independent non-executive Directors (namely Mr. Yao Feng, Mr. Zeng Qingsheng, Mr. Wu Yat Wai and Mr. Yan Lixin), each of such candidates has provided the Company with a confirmation of independence pursuant to Rule 3.13 of the Listing Rules, confirming that they meet the independence criteria in relation to the factors set out in Rules 3.13(1) to (8) of the Listing Rules, that they have not had and do not have any financial or other interests in the business of the Company or any of its subsidiaries, that they are not connected with any core connected persons of the Company, and that there are no other factors that may affect their independence. The Remuneration Appraisal and Nomination Committee has assessed their independence against the independence criteria set out in Rule 3.13 of the Listing Rules and is of the opinion that they are independent.

As further detailed in the biographies of the proposed independent non-executive Directors set out in Appendix II to this circular, they each possess solid and diverse educational backgrounds and extensive experience, in particular in-depth knowledge in areas such as law and compliance, financial management, audit and accounting, corporate governance, finance and economics, which the Remuneration Appraisal and Nomination Committee believes will help the proposed independent non-executive Directors to bring their own perspectives, skills and experience to the Board. Accordingly, the Remuneration Appraisal and Nomination Committee is of the view that the proposed independent non-executive Directors will be able to promote diversity of the Board and are capable of providing independent, balanced and objective advice and judgement on the affairs of the Company to the Board.

This resolution was considered and approved by the Board on March 27, 2026 and is hereby proposed to the AGM for Shareholders' consideration and approval.

6. Appointment of Auditors for the Year 2026

Reference is made to the Company's announcement dated March 27, 2026 in relation to the proposed change of auditors. The term of appointment of Deloitte Touche Tohmatsu and Deloitte Touche Tohmatsu Certified Public Accountants LLP (collectively, "**Deloitte**"), being the auditors of the Company for the year 2025, will end at the conclusion of the AGM.

On March 27, 2026, the Board resolved, upon the recommendation of the Audit Committee, to propose the appointment of KPMG ("**KPMG Hong Kong**") and KPMG Huazhen LLP ("**KPMG Huazhen**") (KPMG Hong Kong and KPMG Huazhen, collectively, "**KPMG Firms**") as the auditors of the Company for the year 2026, with KPMG Hong Kong responsible for providing overseas audit and review services for the financial statements prepared in accordance with International Financial Reporting Standards and KPMG Huazhen responsible for providing domestic audit and review services for the financial statements prepared in accordance with China Accounting Standards for Business Enterprises. KPMG Firms are the external auditors of Guotai Haitong (the indirect controlling shareholder of the Company). As a company listed on the Main Board of the Hong Kong Stock Exchange, the Company's engagement of KPMG Firms to provide domestic and overseas audit and review services for the year 2026 will satisfy relevant requirements and align the auditing arrangements between the Company and Guotai Haitong, so as to enhance the overall efficiency of the audit services and maximise the interests of the Company and its Shareholders.

LETTER FROM THE BOARD OF DIRECTORS

KPMG Firms have extensive experience in fields such as auditing for leasing services and financial institutions for years, and provide audit, tax and consultancy services to numerous domestic and cross-border enterprises. Maintaining a leading position domestically in terms of business scale, quality of practice and risk control, they have the due practice qualifications, professional competence, capability to protect investors, independence and good integrity, and can provide high-quality audit services for the Company. Having fully considered Part 2 of the Guidelines for Effective Audit Committees — Selection, Appointment and Reappointment of Auditors published by the Accounting and Financial Reporting Council, the Board and the Audit Committee consider KPMG Firms to be independent and competent. The term of appointment of KPMG Firms will commence from the conclusion of the AGM of the Company and last until the conclusion of the next annual Shareholders' general meeting of the Company. A resolution will be submitted to the AGM to authorise the Board to determine the remuneration of auditors, and to further delegate such authority to the management. The specific remuneration of KPMG Firms will be further negotiated and determined between the Company and KPMG Firms on a fair and reasonable basis, taking into account factors such as the Company's business scale, industry, as well as the manpower required and anticipated workload. The audit and review fees for the year 2026 (including that of the subsidiaries of the Company) shall, in principle, not be higher than that of the preceding year (i.e. RMB3,525 thousand (excluding of value-added tax)).

The Company has communicated in advance with Deloitte regarding the change of auditors, and Deloitte has raised no objection thereto. Deloitte has confirmed in writing to the Company that there are no matters in relation to its termination that need to be brought to the attention of the Shareholders of the Company. The Board also confirms that there have been no circumstances in which the Company has dismissed Deloitte after appointment of Deloitte to provide partial audit services. The Company has had no disagreement with Deloitte in respect of work arrangements, fees or opinions. Save for the reasons disclosed above, there are no matters in relation to the proposed change of auditors that need to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Deloitte for its hard work during its tenure providing audit and review services to the Company.

This resolution was considered and approved by the Board on March 27, 2026 and is hereby proposed to the AGM for Shareholders' consideration and approval.

7. Remuneration of Independent Non-Executive Directors

In accordance with the relevant provisions of the Articles of Association and the Working Rules for the Remuneration Appraisal and Nomination Committee of the Board of Directors, and taking into account the economic development level of the industry and region as well as the actual circumstances, the remuneration of independent non-executive Directors has been determined to be RMB300,000 (before tax) per person per annum with effect from 2026.

Independent non-executive Directors serving as members of the professional committees of the Board shall be granted committee allowances, which shall be paid at the rate of RMB50,000 (before tax) per person per annum for the chairman of a committee and RMB20,000 (before tax) per person per annum for a committee member, and shall be calculated on a cumulative basis for those serving on multiple committees.

Upon approval of this resolution at the AGM, the aforesaid remuneration standards shall be implemented retrospectively from January 1, 2026, with settlement to be made in accordance with the actual tenure of service.

This resolution was considered and approved by the Board on March 27, 2026 and is hereby proposed to the AGM for Shareholders' consideration and approval.

LETTER FROM THE BOARD OF DIRECTORS

III. AGM

Enclosed is the proxy form for the AGM.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the proxy form in accordance with the instructions printed thereon. The proxy form should be returned to Computershare Hong Kong Investor Services Limited (17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong) for H Shareholders, or to the Company's registered office (No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC) for Domestic Shareholders, in any event served by hand or by post not less than 24 hours before the time designated for holding the AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or any adjournment thereof.

For the purpose of determining the entitlement of Shareholders to attend the AGM, the register of members of the Company will be closed from Wednesday, May 6, 2026 to Monday, May 11, 2026 (both dates inclusive). To attend the AGM, the Shareholders shall submit the share transfer documents and the relevant share certificates to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for H Shareholders, or to the Company's registered office, at No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC for Domestic Shareholders, before 4:30 p.m. on Tuesday, May 5, 2026.

IV. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, all resolutions proposed at the AGM will be voted on by poll.

V. RECOMMENDATIONS

The Board considers that all resolutions to be proposed at the AGM are in the interests of the Company and its Shareholders as a whole. As such, the Board recommends that you vote in favour of all resolutions to be proposed at the AGM.

Yours faithfully,
By order of the Board
Haitong Unitrust International Financial Leasing Co., Ltd.
MAO Yuxing
Chairman

In 2025, in strict accordance with the duties conferred by the Company Law of the People's Republic of China (the “**Company Law**”), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other relevant laws and regulations, as well as the Articles of Association of Haitong Unitrust International Financial Leasing Co., Ltd. (the “**Articles of Association**”), the Rules of Procedure for the Board of Directors of Haitong Unitrust International Financial Leasing Co., Ltd. and other rules, the Board of Directors of Haitong Unitrust International Financial Leasing Co., Ltd. (the “**Company**” or “**Haitong Unitrust**”) had duly convened and held meetings of the Board and Shareholders' general meetings to decide on significant matters of the Company, in order to effectively safeguard the interests of the Company and fulfill their responsibility to all Shareholders. The Board conscientiously implemented the resolutions passed at Shareholders' general meetings and continued to improve the corporate governance structure of the Company, ensuring that the Board made well-informed decisions and operated in a regulated manner, thereby effectively safeguarding the interests of the Company and all Shareholders. The work of the Board for 2025 is hereby reported as follows:

I. OVERALL OPERATIONS OF THE COMPANY

In 2025, the Company insisted on providing leasing services and upheld the development direction of “marketisation, specialisation and digital-intelligence transformation”, putting into practice its business strategy of “risk control as the foundation, progress in stability, digital-intelligence empowerment, management quality improvement and synergistic efficiency enhancement”. The Company leveraged high-quality Party building to guide its high-quality development, deepened its industry-oriented transformation with a focus on the “Five Major Sectors of Finance”, upgraded customer hierarchy, surrendered benefits to the real economy, strengthened intra-group synergies, accelerated the development of digital-intelligence capabilities, reduced financing costs, and reinforced risk management and control, thereby continuing to consolidate the foundation for high-quality development.

(i) Operating Performance Remaining Robust

The Company upholds the overall leadership of the Party. Closely focusing on serving national strategies and the real economy, the Company steadfastly advanced the deep integration of Party building with business operations, transforming organisational strengths into development effectiveness and guiding high-quality development through high-quality Party building. As at December 31, 2025, Haitong Unitrust had total assets of RMB107,756 million and total equity of RMB20,419 million. In 2025, Haitong Unitrust realised total revenue of RMB6,820 million and profit for the year of RMB1,425 million. The average yield of interest-earning assets and weighted average return on net assets was 6.40% and 7.54%, respectively.

(ii) Continued Optimisation of Asset Structure

The Company has closely aligned itself with the strategic direction of the “Five Major Sectors of Finance”, cultivating deep expertise in segmented industry sectors, building specialised industry service capabilities, and supporting the development of new quality productive forces and the construction of a modern industrial system. The Company actively explores innovations in technology finance and provides technology-oriented enterprises with comprehensive financial services tailored to their operational characteristics and growth cycles. It has secured pioneering transactions across multiple sectors, including military industry support, high-end medical equipment, and autonomous driving in enclosed scenarios. The Company has continued to strengthen the development of green finance application scenarios, with business breakthroughs in frontier scenarios such as hydrogen-powered heavy-duty trucks, hydrogen-powered buses and new energy mining vehicles. The Company has continually refined its inclusive finance product system, designing leasing solutions around the needs of equipment and manufacturers, maintaining steady support for medium-

small- and micro-sized enterprises. It has proactively positioned itself in the pension finance sector by researching and formulating an elderly care product manual, further promoting home-based elderly care equipment leasing products, thereby contributing to the healthy development of the silver economy. The Company has focused on nurturing the digital finance industry by launching products such as intelligent computing centre equipment leasing, supporting the development of next-generation information technology and related manufacturing industries, and facilitating digital transformation and intelligent upgrading for enterprises. The Company has focused on core customer groups with outstanding value contribution, leveraged the radiating effect of “chain master” enterprises, extending horizontally to identify and address the comprehensive financial needs of key clients, while penetrating vertically along the upstream and downstream of core enterprises, thereby accumulating more high-quality customers rooted in industries and upgrading customer hierarchy. The Company has vigorously expanded its business in strategic emerging sectors such as advanced manufacturing, technology innovation leasing, green leasing and digital economy, resulting in continuous optimisation of its asset structure.

(iii) Deepening Intra-Group Synergies

The Company has deeply practiced the synergistic development strategy of Guotai Haitong Group, and promoted the implementation of “leasing + comprehensive finance” one-stop services, embedding financial leasing into the comprehensive financial service chain of Guotai Haitong Group. In 2025, the Company’s leasing products were included in the business catalogue of Guotai Haitong Group. The Company continuously expanded the strategic reach of its branches, optimised the nationwide regional business layout, increased business investment in economically developed regions, and built core regional industrial competitiveness. In 2025, the proportion of the Company’s new business investment in five key regions, comprising the Yangtze River Delta region, the Central China region, the Chengdu-Chongqing-Shaanxi region, the Greater Bay Area, and the Beijing-Tianjin-Hebei region, was over 85%, of which new business investment in the Yangtze River Delta increased by over 34% year-on-year. The Company continued to broaden cross-sector collaboration and deeply promote its business transformation and development. In 2025, the Company successfully hosted the 7th Industrial Cross-Sector Customer Exchange Conference and the 2025 Yangtze River Delta Regional High-Quality Customer Development Promotion Conference, and, together with Guotai Haitong Group, launched new comprehensive financial service products for corporate customers covering nine core areas, demonstrating the Group’s integrated collaborative service capabilities. The Company was successfully elected as a vice-chairman unit of the G60 Sci-Tech Innovation Corridor ESG Development Alliance, launched special ESG products and products for the investment and construction period of industrial parks on the G60 official website, and released the “Sci-tech Innovation Lease” product at the 2025 Shanghai Full-Lifecycle Sci-tech Innovation Financial Service Centralised Launch Ceremony. It won the “Model Award for Comprehensive Quality of Financial Leasing Institutions” at the 2025 Leasing Industry Industry-Finance Ecosystem Conference.

(iv) Accelerated Digital and Intelligent Transformation

The Company has deeply integrated fintech with financial leasing business, advancing the comprehensive implementation of digital and intelligent transformation to achieve visualised, dynamic and transparent management processes, thereby comprehensively enhancing operational efficiency and decision support capabilities. In 2025, the Company established a data governance system covering indicators, data, models and architecture, completed the digital and intelligent upgrade of middle office system, and launched financial middle office, achieving business-finance integration and providing full-perspective data analysis to empower management decision-making. On the customer service and business development front, the Company optimised its internet-based customer acquisition mini-program and intelligent business assistant, and enriched the video due diligence mini-program with features adapted to diversified business scenarios. On the IoT application front, the Company enhanced the accuracy of its early warning model and improved license management efficiency through GPS technology. On the risk control system front, the Company successively established and launched the anti-fraud AI model and the preliminary risk screening model for inclusive leasing, added audio-video dual recording functionality to the electronic contract signing system, and steadily expanded electronic contract coverage. On the asset management front, the Company achieved online automated management throughout the full lifecycle of assets, significantly improving management efficiency.

(v) Continuous Innovation in Financing Instruments

The Company has continuously deepened cooperation with banks and other financial institutions, optimised credit terms, and achieved a sustained reduction in financing costs. In 2025, the average cost of its interest-bearing liabilities was 2.85%, representing a decrease of 0.52 percentage points as compared with last year. The Company is committed to continuously promoting the innovation of financing instruments centring on the “Five Major Sectors of Finance”. It has arranged the first “ESG + Two Major and Two New Initiatives” themed syndicated loan in the leasing industry, as well as the first syndicated loan from the New Development Bank in the leasing industry. It successfully issued “Sci-tech Innovation” and “Support for Medium-, Small- and Micro-Sized Enterprises” corporate bonds, as well as asset-backed securities products for the “Yangtze River Economic Belt”, “Integrated Development of the Yangtze River Delta” and “High-Quality Development of MSEs”, guiding high-quality funds to serve the real economy.

(vi) Improving Compliance and Risk Control

The Company strictly observes the bottom line of compliant operations, and has adopted multiple measures to strengthen compliance management and enhance compliance governance capabilities. In 2025, the Company continuously monitored regulatory policy developments in the financial leasing industry and strengthened the integration of business and policies, and supervised the implementation of various systems through measures such as compliance reviews, compliance inspections and compliance assessments. It deepened the foundation of compliance management and published the Monthly Report on Regulatory Dynamics on a regular basis, tracking peer penalties and judicial cases, and strengthening risk warning and response capabilities. The Company actively participated in external training organised by industry associations, benchmarked against regulatory requirements, strengthened the business compliance line of defence, and effectively improved the professional conduct and execution capabilities of all employees based on the principle of “compliance first”.

The Company continued to improve its comprehensive risk management system based on its prudent and proactive, full-cycle and full-process risk management philosophy. In 2025, the Company formulated and issued the Risk Appetite Management Measures, revised core risk control indicators, and further refined its comprehensive risk management system. It advanced the development of risk models and approval systems based on big data analytics, enhancing its full-process risk management and control capabilities. The Company continued to optimise its risk management information systems, deepened the application of financial technology in risk management, and strengthened its capabilities in forward-looking risk warning and proactive prevention, thereby fortifying the defensive line of asset quality. As at December 31, 2025, the Company’s NPA ratio was 1.16%, and the allowance coverage ratio for NPAs was 304.71%, achieving a decrease in both the NPA ratio and the balance of NPAs, indicating a relatively sufficient risk resilience capability.

(vii) Prominent Achievements in Social Responsibilities

The Company has actively fulfilled its social responsibilities, continuously enhanced its ESG governance capabilities, promoted the coordinated development of economic benefits and social value, and achieved the continued enhancement of the “Haitong Unitrust” brand image. In 2025, the Company made an emergency donation of HK\$1.0 million for disaster relief and reconstruction following the fire incident in Hong Kong. It carried out public welfare projects to enhance the educational quality of the Mengban Township Kindergarten in Jinggu County, Yunnan Province, and participated in the “First Greeting” youth assistance and educational support initiative in Huangpu District. The Company organised participation in volunteer services at the 8th China International Import Expo and other activities, actively fulfilling its social responsibilities as a state-owned enterprise and a listed company, and was re-assessed and successfully recognised as “Shanghai Civilised Entity” by the Shanghai Municipal People’s Government. The Company continued to consolidate its top-down ESG governance structure, with its ESG management system operating in a stable manner. The Company received a Wind ESG rating of “A” for 2025, with the rating result ranking at a leading level within the industry.

II. PERFORMANCE OF DUTIES BY THE BOARD IN 2025

In 2025, the Board continued to perform its duties in strict compliance with the requirements of the Company Law and the Articles of Association and acted in the best interests of the Company and Shareholders. It reported its work to the Shareholders' general meeting, implemented the resolutions passed at the Shareholders' general meetings and was accountable to the Shareholders' general meeting. The Board led and guided the management directly and through its professional committees to formulate strategies and supervise their implementation, monitor the operation and financial performance of the Company, and ensure that an effective internal control and risk management system of the Company was in place. All Directors (including executive Directors, non-executive Directors, employee Director and independent non-executive Directors) have contributed their wide range of industry experience, knowledge and expertise to the efficient operation of the Board.

(i) The Board and Its Professional Committees Operated Effectively and Made Major Decisions in a Scientific and Transparent Manner

In accordance with the relevant regulatory requirements and in view of the actual development needs of the Company, the Board efficiently convened meetings to facilitate all Directors in participating in decision-making with their own expertise and extensive experience, in order to enhance the transparency of information and the level of informed decision-making of the Board and effectively support the development of the Company.

In 2025, the Company held a total of 14 meetings of the professional committees under the Board, which enabled the professional committees to play an effective role in consultation, decision-making and control; the Company held a total of 12 meetings of the Board, at which resolutions on the appointment of senior management of the Company, review of the annual report, profit distribution, general mandate for fund management, and amendments to policies were considered and approved.

The attendance of all Directors at the meetings of the Board is as follows:

Name of Director	Whether an independent non-executive Director	Attendance at meetings of the Board			
		Required attendances at meetings of the Board in 2025	Number of attendances in person	Number of attendances by proxy	Number of absences
Mao Yuxing ¹	No	4	4	0	0
Zhang Xinjun	No	12	10	2	0
Zhao Jianxiang ¹	No	6	6	0	0
Ha Erman ²	No	8	8	0	0
Zheng Huan ²	No	4	4	0	0
Lu Tong	No	12	12	0	0
Zhou Jianli	No	12	12	0	0
Wu Shukun	No	12	12	0	0
Zhang Shaohua	No	12	12	0	0
Wu Jian ³	No	3	3	0	0
Yao Feng	Yes	12	11	1	0
Zeng Qingsheng	Yes	12	12	0	0
Wu Yat Wai	Yes	12	12	0	0
Yan Lixin	Yes	12	12	0	0

Note 1: On August 20, 2025, Mr. Zhao Jianxiang resigned as an executive Director of the Company. On September 26, 2025, the Shareholders' general meeting of the Company appointed Mr. Mao Yuxing as an executive Director of the Company.

Note 2: On September 26, 2025, Ms. Ha Erman ceased to be a non-executive Director of the Company. On the same day, the Shareholders' general meeting appointed Ms. Zheng Huan as a non-executive Director of the Company.

Note 3: On October 10, 2025, the Company held an employee representative meeting, at which Ms. Wu Jian was elected as an employee Director of the Company.

(ii) Strict Implementation of Resolutions Passed at Shareholders' General Meetings to Actively Safeguard the Lawful Rights and Interests of Shareholders

In 2025, the Company held a total of three Shareholders' general meetings, at which resolutions on the change of the Company's auditors, profit distribution, review of the annual report, amendments to the Articles of Association, and the election of executive Directors and non-executive Directors of the Company were considered and approved. The Board strictly implemented the resolutions passed at Shareholders' general meetings, performed its duties in accordance with the requirements of the Company Law and the Articles of Association, and effectively safeguarded the lawful rights and interests of all Shareholders.

(iii) Continuous Promotion of Training for Directors to Improve Their Ability to Perform Duties

In 2025, all Directors actively participated in continuous professional development activities including training on the performance of duties and the study of internal research materials provided by the Company to ensure that they had an appropriate understanding of the Company's operations and business, as well as their responsibilities under the relevant laws, regulations, and rules. Through obtaining regular updates on the performance, status and prospects of the Company, Directors were able to further improve their ability to perform duties.

III. WORK PLAN OF THE BOARD FOR 2026

In 2026, the Board will continue to lead the Company in closely following national strategic directions. Guided by the blueprint of the 15th Five-Year Plan, the Company will focus on key sectors to accelerate its industry-oriented transformation, deepen intra-group synergies and regional presence, make concerted efforts to increase the proportion of direct leases and enhance asset quality, accelerate the iterative development of financial technology and digital-intelligence, and expand innovative financing channels, promoting sustainable high-quality development and building a first-class financial leasing company in China.

- (i) The Company will insist on providing leasing services, closely follow the national strategic guidance of "leading the development of new quality productive forces through technological innovation", seize the development opportunities presented by new quality productive forces, and continuously deepen business innovation and development planning in the strategic directions of the "Five Major Sectors of Finance", namely technology finance, green finance, inclusive finance, pension finance, and digital finance. Adhering to a customer-oriented approach, the Company will provide all-round, multi-level and personalised financial services for various enterprises, fully meeting the differentiated needs of different customers.
- (ii) The Company will continuously adhere to the development philosophy of "serving the real economy, leveraging regional characteristics, and strengthening intra-group synergies", deepen strategic synergy with Guotai Haitong Group through the coordinated linkage of "investment, investment banking and investment research", and translate comprehensive financial advantages into business development momentum, further enhancing governance efficiency and overall competitiveness. The Company will further deepen the layout of its "One Body, Two Wings" marketing network, promote the orderly operation of internal synergy mechanisms, facilitate the complementarity of resources and professional strengths, and build an industrial finance ecosystem for mutual benefit and shared success with industrial partners.

- (iii) The Company will continue to refine its comprehensive risk management system, enhance its quantitative risk management and forward-looking forecasting capabilities, and foster a proactive risk management mechanism featuring comprehensive coverage, full participation and full-process implementation. It will continue to enhance asset inspection and follow-up review efforts, advance the application of technology in asset management, and effectively improve the efficiency of risk prevention, control and mitigation, so as to ensure the high-quality and stable development of its operations. The Company will strictly adhere to the bottom line of compliant operation, continue to enhance the compliance awareness among all employees, pay close attention to the changes in regulatory environment, and promote the establishment and implementation of various compliance culture initiatives and internal systems.
- (iv) The Company will further strengthen cooperation with core strategic financial institutions, steadily advance the optimisation of credit facility terms and channel reserves, and promote the implementation of a wider range of innovative financing instruments. It will continuously refine the financing maturity matching system to prevent the risk of mismatch in project funds, and refine Group fund management to further improve capital turnover efficiency. The Company will conduct liquidity management under the framework of its comprehensive risk management system, strengthen its proactive management capabilities in respect of liquidity risk, and ensure a sound and stable asset-liability structure.
- (v) The Company will firmly advance its fintech strategy, continuously enhance the effectiveness of technology governance, actively introduce cutting-edge technologies, promote the widespread adoption of innovative applications, and deepen its technology-driven digital transformation. Guided by a development pathway of “platformisation — intelligentisation — digitalisation”, it will continue to drive progressive upgrades in its level of digitalisation. In terms of technology planning, the Company will further strengthen top-level design, adopting business strategy as the guiding principle to refine a closed-loop mechanism encompassing technology insights, roadmap planning and resource deployment, ensuring that technology investment is precisely anchored to future growth drivers. In terms of technological innovation, it will continuously expand computing power resources, deepen the integration of “AI + business” scenarios, promote the penetration of intelligent applications from single-point breakthroughs to the entire value chain, and build continuously leading technological competitiveness.
- (vi) The Company will implement talent management in compliance with the principles of the Party and undertake the primary responsibilities of building talent teams. The structure of the talent teams will be enhanced with equal emphasis on quality and scale, and a comprehensive and professional training system will be established to support its development. Talent vitality will be stimulated by equally emphasising incentives and constraints. The Company will carry out diversified talent attraction initiatives, complementing market-based recruitment with in-house development to continuously expand its talent pool. It will also uphold the parallel approach of innovation-driven development and systematic enablement to identify and cultivate innovative talent. The Company will build a layered enablement platform, promote localised and personalised business training, identify and cultivate high-potential talent, and support organisational and business growth. It will also build an industry-specific talent development framework, closely aligned with the direction of industry-oriented transformation and market deployment on the business front, to build up a sufficient talent pipeline in support of transformation and development.

To the best of the knowledge of the Directors and save as disclosed in this circular, the following candidates for Directors have not held any directorships in other public companies whose securities are listed on the stock exchanges of the PRC, Hong Kong or any overseas stock markets in the past three years, and are not connected with any Directors, senior management or substantial or controlling shareholders of the Company, nor do they hold any other position in the Company or its subsidiaries. As at the date of this circular and to the knowledge and belief of the Directors, save as disclosed in this circular, none of the following candidates for Directors has any interest in the shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed in this circular, there is no other information in relation to the appointment/re-election of the following candidates for Directors that is required to be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to (v) of the Listing Rules, nor are there any other matters that need to be brought to the attention of the Shareholders.

Mr. Mao Yuxing (毛宇星), aged 54, holds a doctor's degree in science and is a professor-level senior engineer. He has served as an executive Director and the chairman of the Board of the Company since September 2025. Mr. Mao has served as a vice president of Guotai Haitong Securities since April 2025, and as a director and the chairman of the board of directors of Haitong UT Capital Group Co., Limited since August 2025.

Mr. Mao served as deputy section chief, section chief and deputy division chief of the information technology department of the Shanghai Branch of the Industrial and Commercial Bank of China from August 1993 to September 2001, assistant to the general manager (at both deputy division and division levels) and member of the Party Committee, and deputy general manager and member of the Party Committee of the data centre (Shanghai) of the Industrial and Commercial Bank of China from September 2001 to November 2011, deputy general manager of the information technology department at the head office of the Industrial and Commercial Bank of China from November 2011 to April 2016, member of the Party Committee, deputy general manager and chief information officer of Haitong Securities from April 2016 to April 2025, and a director of E-Capital Transfer Co., Ltd. from June 2024 to May 2025.

Ms. Zheng Huan (鄭歡), aged 50, holds a master's degree in business administration, and has served as a non-executive Director of the Company since September 2025. Ms. Zheng has served as deputy general manager of the asset operation department III of Shanghai Guosheng (Group) Co., Ltd. since July 2024.

Ms. Zheng worked at Shanghai Industrial Investment (Group) Co., Ltd. from January 2008 to February 2019, where she successively served as assistant to the general manager, deputy general manager and general manager of the asset management department, and director of the office. From January 2008 to September 2019, she successively served as director, and director and chief financial officer of Shanghai Group Australia Pty Ltd. She served as a supervisor of Shanghai Optical Communications Development Co., Ltd. from August 2011 to January 2014, and successively as a supervisor and a director of Shanghai Tianma Organic Light-Emitting Display Technology Co., Ltd. from April 2013 to January 2018. She served as a director of Shanghai Puruixin Steel Plate Manufacturing Co., Ltd. from February 2015 to December 2020, and deputy general manager of the international business department of Shanghai Guosheng (Group) Co., Ltd. from February 2019 to July 2024.

Mr. Lu Tong (呂彤), aged 52, holds a doctor's degree in management science and engineering, and has served as a non-executive Director of the Company since May 2022. Mr. Lu has served as a vice president of the Shanghai Electric Finance Group since January 2021, director and general manager of Shanghai Electric Hongkong Company Limited, and director and general manager of Shanghai Electric Group Hongkong Company Limited since February 2023.

Mr. Lu served as the project manager of the investment banking department of Bohai Securities Co., Ltd. (渤海證券有限責任公司) from April 2001 to May 2003 and the project manager of the investment banking department of Kinghing Securities Co., Ltd. (金信證券有限責任公司) from June 2003 to May 2004. He also successively worked as the project manager of the investment banking department, the deputy manager of the investment banking department, the manager of the investment banking department, the assistant to general manager and the deputy general manager of Shanghai Electric Group Finance Co., Ltd. from June 2004 to March 2017. Mr. Lu served as the general manager of Shanghai Electric Insurance Broker Co., Ltd. from August 2013 to March 2016, general manager of Shanghai Tourmaline Asset Management Co., Ltd. (上海途靈資產管理有限公司) from July 2015 to October 2024, executive director of Shanghai Electric Financial Leasing Co., Ltd. from April 2020 to June 2022, general manager of Shanghai Electric Financial Leasing Co., Ltd. from April 2020 to February 2023, and chairman of the board of directors of Shanghai Electric Financial Leasing Co., Ltd. from June 2022 to October 2024.

Ms. Zhou Jianli (周劍麗), aged 53, holds a master's degree in business administration and the qualifications of Certified Tax Agent and senior accountant, and is an executive Director and general manager of the Company. Since joining the Company in February 2014, Ms. Zhou has successively served as chief financial officer and deputy general manager concurrently serving as chief financial officer. She has served as an executive Director and the general manager since May 2017 and May 2020, respectively. Ms. Zhou has served as a director of Haitong Unitrust International Financial Leasing (Tianjin) Corporation since April 2017 and has been the chairwoman of the board of directors since November 2021. She has served as a director of Haitong UniFortune Financial Leasing (Shanghai) Corporation since April 2017. She has served as a director of Shanghai UniCircle Investment & Development Co., Ltd. since April 2017 and has been the chairwoman of the board of directors since September 2025. She has been a director of Shanghai Dingjie Construction Development Co., Ltd. since June 2018 and a director of Haitong UT MSE Financial Leasing (Shanghai) Co., Ltd. since September 2020.

Ms. Zhou served as the Communist Youth League secretary and teaching assistant of the College of Foreign Languages at Northeast Forestry University from July 1993 to August 1995 and a lecturer of the College of Economics and Management at Northeast Forestry University from December 1997 to February 2000. Ms. Zhou worked for Haitong Securities from February 2000 to March 2014 and successively served as the manager of the finance department of Harbin business department of Haitong Securities, officer and senior executive officer of the finance and accounting department, assistant manager and manager of the financial management department of the planning and finance department, and assistant to general manager of the planning and finance department of Haitong Securities.

Mr. Dong Boyang (董博陽), aged 53, holds a bachelor's degree in accounting and is an accountant. Mr. Dong has served as the general manager of the strategic development department and the director of the digital transformation office of Guotai Haitong Securities Co., Ltd. (formerly Guotai Junan Securities Co., Ltd., a company listed on the Shanghai Stock Exchange, stock code: 601211, and a company listed on the Hong Kong Stock Exchange, stock code: 2611) since September 2024, and has concurrently served as a deputy director of the integration office of Guotai Haitong Securities Co., Ltd. since April 2025. Furthermore, Mr. Dong has served as a director of Guotai Haitong Financial Holdings Limited (formerly known as Guotai Junan Financial Holdings Limited) since April 2024, and as a non-executive director of Guotai Junan International Holdings Limited (a company listed on the Hong Kong Stock Exchange, stock code: 1788) since July 2024. In addition, Mr. Dong currently serves as a director of certain subsidiaries of Guotai Haitong Securities Co., Ltd.

From July 1995 to August 1999, Mr. Dong worked at Guotai Securities Co., Ltd., where he successively served as the head accountant of the finance department of the Tianjin branch and the finance manager of the finance department of the Tianjin second business department. Since August 1999, he has been working at Guotai Junan Securities Co., Ltd., where he successively served as a staff member of the audit department, assistant auditor of the audit headquarters, audit director of the audit headquarters, risk control director of the risk management department, market risk management director, deputy general manager, deputy general manager (in charge) of the audit department, deputy general manager (in charge) of the audit centre, general manager of the planning and finance department, and president of the policy research institute. From April 2019 to August 2020, he also concurrently served as the chief risk officer of Guotai Junan Financial Holdings Limited.

As at the date of this circular, Mr. Dong holds 201,000 restricted shares of Guotai Haitong. Guotai Haitong is an associated corporation of the Company (as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)).

Mr. Ao Qishun (敖奇順), aged 39, holds a master's degree in business administration. Mr. Ao has served as a deputy general manager (in charge) of the planning and finance department of Guotai Haitong Securities Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 601211, and a company listed on the Hong Kong Stock Exchange, stock code: 2611) since April 2025. In addition, Mr. Ao currently serves as a director of certain subsidiaries of Guotai Haitong Securities Co., Ltd.

From September 2008 to June 2010, Mr. Ao worked in the audit department of PricewaterhouseCoopers Zhong Tian LLP. From June 2010 to October 2011, he worked at Ping An Asset Management Co., Ltd., serving in the investment valuation role in the operations department. From October 2011 to April 2025, he worked at Guotai Junan Securities Co., Ltd., where he successively served in the accounting statement consolidation and analysis position of the planning and finance department, the investor relations management and maintenance position of the planning and finance department, head of disclosure and investor relations management of the planning and finance department, head of finance of Guotai Junan Financial Holdings Limited, chief financial officer of Guotai Junan International Holdings Limited (a company listed on the Hong Kong Stock Exchange, stock code: 1788), and deputy general manager of the asset and liability department of Guotai Junan Securities Co., Ltd.

Mr. Yao Feng (姚峰), aged 65, holds a master's degree in monetary banking and a qualification certificate as independent director for listed companies from the Shenzhen Stock Exchange. He has been an independent non-executive Director of the Company since May 2020. Mr. Yao has served as an independent director of China Youran Dairy Group Limited (a company listed on the Hong Kong Stock Exchange, stock code: 9858) since June 2021.

Mr. Yao successively served as an officer, deputy chief officer, chief officer and deputy director of the statistics and research division of the integrated planning department of the Ministry of Finance of the PRC from August 1983 to March 1993, a deputy department manager and general manager of China Economic Development Trust & Investment Corporation from March 1993 to April 1997, a deputy general manager of the financial and securities department of China Travel Service (Holdings) Hong Kong Limited from April 1997 to July 1998 and a deputy general manager of China Travel Financial Investment Holdings Hong Kong Co., Limited from July 1998 to June 1999. Mr. Yao successively served in various positions at the China Securities Regulatory Commission from June 1999 to May 2013, including director of the institutional supervision department, a party committee member and deputy director of the Guangzhou Securities Regulatory Office, a party committee member and deputy director of the Guangzhou Regulatory Bureau, deputy director of the risk disposal office for securities companies, inspector and deputy director

of the accounting department, and a commissioner of the Shanghai Commissioner's Office. Mr. Yao served in the China Association of Public Companies from May 2013 to April 2017 as Party secretary and vice-chairman. Mr. Yao was an adjunct professor of China University of Political Science and Law from June 2015 to June 2018 and a council member of the Business School of China University of Political Science and Law from May 2017 to December 2022. Mr. Yao was a member of the first session of the self-regulatory committee of the council of the Shenzhen Stock Exchange from December 2014 to December 2017, and served as the deputy mayor of Hangzhou Municipal People's Government from June 2017 to October 2019, the deputy Party secretary and the chairman of the board of supervisors of China Association of Public Companies from June 2019 to September 2019.

Mr. Zeng Qingsheng (曾慶生), aged 51, holds a doctor's degree in management specialising in accounting and was a visiting scholar at Rensselaer Polytechnic Institute in the U.S. He holds the qualification of non-practising member issued by the Chinese Institute of Certified Public Accountants, a qualification certificate as independent director from the Shanghai Stock Exchange and completed the training for senior management (independent director) of listed companies organised by the Shenzhen Stock Exchange and the Shanghai Stock Exchange, respectively. Mr. Zeng has been an independent non-executive Director of the Company since May 2017. Mr. Zeng has served as an associate professor, doctoral supervisor, professor and deputy dean of the School of Accounting of Shanghai University of Finance and Economics in the PRC since March 2010, an independent non-executive director of Jiangsu Hengrui Pharmaceuticals Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600276, and a company listed on the Hong Kong Stock Exchange, stock code: 1276) since February 2023, and an independent director of Huatai Securities (Shanghai) Asset Management Co., Ltd. since December 2025.

Mr. Zeng worked as a lecturer and associate professor of the Faculty of Accounting of Antai College of Economics and Management of Shanghai Jiao Tong University in the PRC from April 2005 to March 2010. Mr. Zeng served as an independent director of Jiangsu Yixing Rural Commercial Bank Co., Ltd. from June 2017 to February 2019, and an independent director of Shanghai Vital Deeptech Co., Ltd. (formerly known as Shanghai Wanye Enterprises Co., Ltd.; a company listed on the Shanghai Stock Exchange, stock code: 600641) from December 2015 to January 2022.

Mr. Wu Yat Wai (胡一威), aged 57, holds a master's degree in accounting and finance and has been an independent non-executive Director of the Company since May 2017. Mr. Wu has served as an independent non-executive director of C&D Property Management Group Co., Ltd (a company listed on the Hong Kong Stock Exchange (stock code: 2156)) since December 2020.

Mr. Wu served as an analyst of the planning and finance department of The Hong Kong Jockey Club from September 1992 to April 1993, deputy manager and manager of the corporate trust department of Bankers Trust Company from April 1993 to July 1995, analyst of Credit Lyonnais Securities (Asia) Limited from November 1996 to April 2000, and director of Constant Fine Limited from January 1997 to May 2001. He worked in Lehman Brothers Asia Limited from April 2000 to May 2005, during which he served as the senior vice president of the equity research division in Hong Kong. He worked in Goldman Sachs (Asia) L.L.C. from May 2005 to May 2016, during which he served as the managing director of the global investment research division.

Mr. Yan Lixin (嚴立新), aged 62, holds a doctor's degree in economics and has been an independent non-executive Director of the Company since May 2020. Mr. Yan has served as an associate professor of the Institute for Financial Studies of School of Economics of Fudan University since August 2008, executive director of China Centre for Anti-Money Laundering Studies of Fudan University since January 2017, and a professor of finance at the Fudan International School of Finance of Fudan University since March 2024. Mr. Yan has been the only Chinese council member of the International Network of AML/CFT Institute since November 2017. He has served as the President and Dean of Lujiazui Financial Security Institute, Pudong, Shanghai since August 2021, president of the International Anti-Money Laundering Association (IALA) since October 2022, and a specially appointed expert of the "National Anti-Money Laundering Team" of the Ministry of Public Security of the People's Republic of China since December 2024.

Mr. Yan served as a teaching assistant at the School of Foreign Languages of Jiangsu University (formerly known as the Department of Foreign Languages of Zhenjiang Teachers College) from July 1985 to July 1993, the chief secretary of the Foreign Economic Trade Commission of Zhenjiang City, Jiangsu Province from July 1993 to December 1995, head of the general office of Foreign Trade Exchange Co., Ltd. of Zhenjiang City, Jiangsu Province from January 1996 to February 1996, a legal representative and deputy general manager of Textile Import & Export Corporation of Zhenjiang City, Jiangsu Province from February 1996 to December 1996, the chairman of the board of directors and general manager of Knitted Cotton Import & Export Co., Ltd. of Zhenjiang City from January 1997 to August 2002 and the chairman of the board of directors of Shanghai Yifei-KHT International Trade Co., Ltd. from September 2002 to December 2004. Mr. Yan was the Secretary-General of China Centre for Anti-Money Laundering Studies of Fudan University from October 2005 to December 2016, a postdoctoral fellow in journalism and communication at the School of Journalism of Fudan University from September 2006 to June 2008, a lecturer at the Institute of Finance, Fudan University from August 2008 to August 2009, a lecturer at the Institute of Finance, School of Economics, Fudan University from September 2009 to July 2015, and an associate professor at the School of Economics, Fudan University from September 2015 to February 2024.

In accordance with the laws and regulations, including the Company Law of the People's Republic of China (the “**Company Law**”), and the articles of association of Haitong Unitrust International Financial Leasing Co., Ltd. (the “**Articles of Association**”), we, as the independent non-executive Directors of Haitong Unitrust International Financial Leasing Co., Ltd. (the “**Company**” or “**Haitong Unitrust**”), hereby report our work for 2025 as follows:

I. BIOGRAPHIES OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board currently consists of 12 Directors, including four independent non-executive Directors. The biographies of the independent non-executive Directors are as follows:

Mr. Yao Feng (姚峰), aged 65, holds a master's degree in monetary banking. He is an independent non-executive Director, a member of the Remuneration Appraisal and Nomination Committee of the Board and a member of the Risk Management Committee of the Board of the Company. Mr. Yao served as deputy director of the statistics and research division of the integrated planning department of the Ministry of Finance of China, a deputy department manager and general manager of China Economic Development Trust & Investment Corporation, a deputy general manager of the financial and securities department of China National Travel Service (HK) Group Corporation, and a deputy general manager of China Travel Financial Investment Holdings Hong Kong Co., Limited. Mr. Yao successively served in various positions of the China Securities Regulatory Commission, including the director of institution regulatory department, a party committee member and deputy officer of Guangzhou Securities Regulatory Office, a party committee member and deputy director of Guangzhou Regulatory Bureau, a deputy officer of the risk management office for securities companies, an inspector and deputy officer of the accounting department, and a commissioner of Shanghai Supervision Office of the Commissioner. Mr. Yao successively served in China Association of Public Companies as the secretary of the party committee, the vice-chairman and chairman of the board of supervisors. He was an adjunct professor of China University of Political Science and Law and a council member of the Business School of China University of Political Science and Law. Mr. Yao was a member of the first session of the self-regulatory committee of the council of the Shenzhen Stock Exchange and served as the deputy mayor of Hangzhou Municipal People's Government. Mr. Yao has served as an independent non-executive director of China Youran Dairy Group Limited (a company listed on the Hong Kong Stock Exchange, stock code: 9858) since June 2021.

Mr. Zeng Qingsheng (曾慶生), aged 51, holds a doctor's degree in management specialising in accounting, and is a non-practising member of the Chinese Institute of Certified Public Accountants. He is an independent non-executive Director, the chairman of the Audit Committee of the Board and a member of the Risk Management Committee of the Board of the Company. Mr. Zeng served as an independent non-executive director of Jiangsu Yixing Rural Commercial Bank Co., Ltd. and Shanghai Vital DeepTech Co., Ltd. (formerly known as Shanghai Wanye Enterprises Co., Ltd.; a company listed on the Shanghai Stock Exchange, stock code: 600641). Mr. Zeng has served as an associate professor, doctoral supervisor, professor and deputy dean of the School of Accounting of Shanghai University of Finance and Economics since March 2010, an independent non-executive director of Jiangsu Hengrui Pharmaceuticals Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600276, and a company listed on the Hong Kong Stock Exchange, stock code: 1276) since February 2023, and an independent director of Huatai Securities (Shanghai) Asset Management Co., Ltd. since December 2025.

Mr. Wu Yat Wai (胡一威), aged 57, holds a master's degree in accounting and finance. He is an independent non-executive Director, a member of the Remuneration Appraisal and Nomination Committee of the Board, and a member of the Audit Committee of the Board of the Company. He served as an analyst of the planning and finance department of The Hong Kong Jockey Club, deputy manager and manager of the corporate trust department of Bankers Trust Company, analyst of Credit Lyonnais Securities (Asia) Limited, and director of Constant Fine Limited. He worked in Lehman Brothers Asia Limited as the senior vice president of the equity research division in Hong Kong. He worked in Goldman Sachs

(Asia) L.L.C. as the managing director of the global investment research division. Mr. Wu has served as an independent non-executive director of C&D Property Management Group Co., Ltd (a company listed on the Hong Kong Stock Exchange (stock code: 2156)) since December 2020.

Mr. Yan Lixin (嚴立新), aged 62, holds a doctor's degree in economics. He is an independent non-executive Director, the chairman of the Risk Management Committee of the Board, the chairman of the Remuneration Appraisal and Nomination Committee and a member of the Audit Committee of the Board of the Company. He served as an assistant teacher of School of Foreign Languages of Jiangsu University (formerly known as School of Foreign Languages of Zhenjiang College), the chief secretary of the Foreign Economic Trade Commission of Zhenjiang City, Jiangsu Province, a director of the general office of Foreign Trade Exchange Co., Ltd. of Zhenjiang City, Jiangsu Province, a legal representative and deputy general manager of Textile Import & Export Corporation of Zhenjiang City, Jiangsu Province, the chairman of the board of directors and general manager of Knitted Cotton Import & Export Co., Ltd. of Zhenjiang City, and the chairman of the board of directors of Shanghai Yifei-KHT International Trade Co., Ltd. Mr. Yan was a postdoctoral fellow in journalism and communication of School of Journalism of Fudan University, and an associate professor of the School of Economics of Fudan University. Mr. Yan has served as an associate professor of Institute for Financial Studies of School of Economics of Fudan University since August 2008, and executive director of China Centre for Anti-Money Laundering Studies of Fudan University since January 2017. Mr. Yan has been the only Chinese council member of the International Network of AML/CFT Institute since November 2017, and he has served as the President and Dean of Lujiazui Financial Security Institute, Pudong, Shanghai since August 2021, president of the International Anti-Money Laundering Association (IALA) since October 2022, a professor of finance at the Fudan International School of Finance of Fudan University since March 2024, and a specially appointed expert of the "National Anti-Money Laundering Team" of the Ministry of Public Security of the People's Republic of China since December 2024.

II. PERFORMANCE OF DUTIES BY INDEPENDENT NON-EXECUTIVE DIRECTORS DURING THE YEAR

(i) Attendance at Meetings

1. Attendance of independent non-executive Directors at Shareholders' general meetings

In 2025, the Company held a total of three Shareholders' general meetings, and all independent non-executive Directors attended each of the Shareholders' general meetings.

2. Attendance of independent non-executive Directors at the meetings of the Board

In 2025, the Company held a total of 12 meetings of the Board. The table below sets forth the attendance of independent non-executive Directors at the meetings of the Board:

Independent non-executive Director	Attendance at meetings of the Board			
	Required attendances at meetings of the Board in 2025	Number of attendances in person	Number of attendances by proxy	Number of absences
Yao Feng	12	11	1	0
Zeng Qingsheng	12	12	0	0
Wu Yat Wai	12	12	0	0
Yan Lixin	12	12	0	0

(ii) Performance of Duties

In 2025, the independent non-executive Directors of the Company fully performed our duties in accordance with the principles of objectivity, independence and prudence, and actively attended Shareholders' general meetings and the meetings of the Board and professional committees. We paid close attention to the corporate governance, protection of Shareholders' interests, risk control and compliance management of the Company. We actively participated in discussions and made constructive professional recommendations, played a positive role in the informed decision-making of the Board, and effectively protected the lawful rights and interests of the Company and all Shareholders.

The independent non-executive Directors maintained regular communication with the Company through channels including email and telephone, establishing an effective communication mechanism to ensure the right to information.

III. KEY CONCERNS IN THE PERFORMANCE OF DUTIES BY INDEPENDENT NON-EXECUTIVE DIRECTORS IN THE YEAR**(i) Amendments to the Articles of Association and the Corresponding Rules of Procedure**

On August 29, 2025, the 26th meeting of the third session of the Board of the Company considered and approved the "Resolution on the Amendments to the Articles of Association and the Corresponding Rules of Procedure", the main contents of which included: (1) revision of all references to "股東大會" to "股東會" throughout the Chinese version in accordance with the new Company Law; (2) abolition of the Board of Supervisors in accordance with the requirements of the relevant laws, regulations and regulatory rules, with its functions and powers as prescribed under the Company Law to be exercised by the Audit Committee; (3) improvement in provisions relating to Party organisation and Party-building work; and (4) other compliance-related and standardisation amendments. It was also proposed that the Shareholders' general meeting authorise the Board, which may further delegate such authority to the management of the Company, to handle the filing procedures for the amendments to the Articles of Association with the relevant regulatory authorities, to make textual adjustments and modifications to the Articles of Association based on the opinions of such authorities, and to handle matters relating to the publication of the amended Articles of Association on the websites of the Hong Kong Stock Exchange and the Company in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The independent non-executive Directors were of the view that: the procedures for considering the amendments to the Articles of Association and the corresponding rules of procedure were lawful and compliant, the contents of the amendments were in compliance with the requirements of the Company Law and relevant regulatory rules, there were no circumstances that would damage the interests of the Company and its Shareholders, and they agreed to this resolution.

(ii) Profit Distribution

In 2025, the Company completed the implementation of the 2024 profit distribution plan and the 2025 interim profit distribution plan. The 2024 profit distribution plan of the Company was based on a total share capital of 8,235,300,000 Shares. A cash dividend of RMB0.40 (tax inclusive) per 10 Shares was distributed, amounting to RMB329,412,000.00 (tax inclusive) in aggregate. The 2025 interim profit distribution plan of the Company was based on a total share capital of 8,235,300,000 Shares. A cash dividend of RMB0.42 (tax inclusive) per 10 Shares was distributed, amounting to RMB345,882,600.00 (tax inclusive) in aggregate.

The independent non-executive Directors were of the view that: the Company has implemented a consistent, stable and proactive profit distribution policy to ensure a reasonable investment return for Shareholders, has given full consideration to the opinions and suggestions of the independent non-executive Directors and investors when determining the distribution of profits, and has effectively safeguarded the interests of all investors in the Company.

(iii) Implementation of Information Disclosure

In 2025, the Company truthfully, accurately, completely and promptly disclosed its important information in accordance with the requirements of the Hong Kong Stock Exchange to enable investors to be informed of significant matters of the Company so as to safeguard their interests and to improve the transparency of the Company.

The independent non-executive Directors were of the view that: the Company issued a total of over 100 H share announcements and circulars in 2025, and the Company made information disclosure in a truthful, accurate, complete, and timely manner, with no false records, misleading statements or material omissions identified.

(iv) The Operation of the Board and Its Professional Committees

In 2025, the Board and its professional committees performed their duties in accordance with the applicable laws and regulations, the Articles of Association and their respective terms of reference. The professional committees fully leveraged the expertise of independent non-executive Directors to duly perform their duties and effectively assist the Board in making informed decisions.

In 2025, the number of meetings held by the Board, the independent non-executive Directors, the Audit Committee, the Remuneration Appraisal and Nomination Committee, the Nomination Committee, the Remuneration and Evaluation Committee, the Risk Management Committee, and the Environmental, Social and Governance Committee was 12, 1, 3, 2, 3, 3, 2 and 1 respectively, totalling 27 meetings.

The independent non-executive Directors were of the view that: the Board and its professional committees had performed their duties diligently and conscientiously, their operation had been in compliance with the laws and regulations and all decisions were informed and efficient, and the operation of the Board and its professional committees was effective.

IV. OVERALL ASSESSMENT AND RECOMMENDATIONS

In 2025, all independent non-executive Directors conscientiously performed the duties stipulated in laws, regulations and the Articles of Association. We actively attended Shareholders' general meetings and meetings of the Board and professional committees and were able to participate in the making of major decisions of the Company from an independent and objective perspective, which has promoted the informed and objective decision-making of the Board and played a substantive role in maintaining the standardised operation, comprehensive corporate governance and promoting the healthy development of the Company.

In 2026, all independent non-executive Directors will continue to conscientiously and diligently perform the duties of independent non-executive Directors in relation to the work of the Board and its professional committees in accordance with the requirements of the relevant laws and regulations. We will maintain communication and cooperation with the Board and the management, further enhance our ability to perform duties, continuously improve the Board's informed decision-making capabilities and corporate governance standards, and effectively protect the interests of the Company and Shareholders as a whole.

NOTICE OF THE ANNUAL GENERAL MEETING

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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)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the “**AGM**”) of Haitong Unitrust International Financial Leasing Co., Ltd. (the “**Company**”) will be held at Haitong Unitrust Tower, No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC on Monday, May 11, 2026 at 2:00 p.m. to deal with the following matters:

ORDINARY RESOLUTIONS

1. To consider and approve the 2025 Report of the Board
2. To consider and approve the 2025 Annual Report
3. To consider and approve the 2025 Profit Distribution Plan
4. To consider and approve the Authorisation for the Board to Determine the 2026 Interim Profit Distribution Plan
5. To consider and approve the election of the new session of the Board, including:
 - (a) To re-elect Mr. Mao Yuxing as an executive Director
 - (b) To re-elect Ms. Zheng Huan as a non-executive Director
 - (c) To re-elect Mr. Lu Tong as a non-executive Director
 - (d) To re-elect Ms. Zhou Jianli as an executive Director
 - (e) To appoint Mr. Dong Boyang as a non-executive Director
 - (f) To appoint Mr. Ao Qishun as a non-executive Director
 - (g) To re-elect Mr. Yao Feng as an independent non-executive Director
 - (h) To re-elect Mr. Zeng Qingsheng as an independent non-executive Director
 - (i) To re-elect Mr. Wu Yat Wai as an independent non-executive Director
 - (j) To re-elect Mr. Yan Lixin as an independent non-executive Director

NOTICE OF THE ANNUAL GENERAL MEETING

6. To consider and approve the appointment of auditors for the year 2026
7. To consider and approve the remuneration of independent non-executive Directors

MATTER TO BE REPORTED

8. 2025 Report of the Independent Non-executive Directors

By order of the Board
Haitong Unitrust International Financial Leasing Co., Ltd.
MAO Yuxing
Chairman

Shanghai, the PRC
April 17, 2026

As at the date of this notice, the Chairman and executive director of the Company is Mr. MAO Yuxing; the executive director is Ms. ZHOU Jianli; the non-executive directors are Mr. ZHANG Xinjun, Ms. ZHENG Huan, Mr. LU Tong, Mr. WU Shukun and Mr. ZHANG Shaohua; the employee director is Ms. WU Jian; and the independent non-executive directors are Mr. YAO Feng, Mr. ZENG Qingsheng, Mr. WU Yat Wai and Mr. YAN Lixin.

Notes:

1. According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, all resolutions proposed at the AGM will be voted on by poll. After the AGM, relevant voting results will be published on the website of the Company (www.utfinancing.com) as well as the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).
2. A Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and, in the event of a poll, vote in his stead. A proxy need not be a shareholder of the Company.
3. The proxy form together with notarised authorization letters of signatories or other authorization documents (if any) shall be invalid unless they are filled out and returned to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders) or the registered office of the Company (for Domestic Shareholders) not less than 24 hours before the time designated for holding the AGM or any adjournment thereof. The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish.
4. For the purpose of determining the entitlement of Shareholders to attend the AGM, the register of members of the Company will be closed from Wednesday, May 6, 2026 to Monday, May 11, 2026 (both dates inclusive). To attend the AGM, the Shareholders shall submit the share transfer documents and the relevant share certificates to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for H Shareholders, or to the Company's registered office, at No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC for Domestic Shareholders, before 4:30 p.m. on Tuesday, May 5, 2026.
5. For joint holders, only the one whose name stands first in the register of members shall be entitled to attend the AGM and vote in respect thereof.

NOTICE OF THE ANNUAL GENERAL MEETING

6. Shareholders or their proxies shall present their identification documents when attending the AGM:
 - (1) Corporate shareholders' legal representatives attending the meeting shall present their valid personal identification, valid documents that can prove their identities as legal representatives and documents proving their shareholder identities; where legal representatives authorize others to attend the meeting, in addition to the aforesaid documents, the proxies shall also present their valid personal identification and the written authorization letters lawfully issued by the legal representatives (including authorizing others to sign). Where corporate shareholders authorize others to attend the meeting, the proxies shall present their valid personal identification, the authorization resolution of the board of directors of corporate shareholders or other decision-making bodies and documents proving shareholder identities.
 - (2) Natural person shareholders attending the meeting in person shall present their valid personal identification and documents proving their shareholder identities; proxies attending the meeting shall present their valid personal identification, the authorization letters from the shareholders and documents proving their shareholder identities.
7. If the 2025 Profit Distribution Plan is considered and approved at the AGM, the Company is expected to distribute the 2025 annual dividend to Domestic Shareholders and H Shareholders no later than Friday, July 24, 2026. The 2025 annual dividend will be paid to the Shareholders whose names appear on the share register of the Company on Wednesday, May 20, 2026. For the purpose of determining the entitlement of Shareholders to receive the 2025 annual dividend, the register of members of the Company will be closed from Friday, May 15, 2026 to Wednesday, May 20, 2026 (both dates inclusive). In order to qualify for receiving the 2025 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, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, and with the Company's registered office at No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC, respectively, before 4:30 p.m. on Thursday, May 14, 2026.
8. The AGM is expected to last for no more than half a day. Shareholders or their proxies attending the meeting shall be responsible for their own travelling and accommodation expenses.
9. The address of Computershare Hong Kong Investor Services Limited is 17M Floor and Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.
10. The address of the Company's registered office is No. 599 South Zhongshan Road, Huangpu District, Shanghai, the PRC.

Tel.: 86-21-61355388
Fax: 86-21-61355380
11. Unless otherwise specified, all dates and times in this notice refer to Hong Kong dates and times.