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## **HAITONG INTERNATIONAL SECURITIES GROUP LIMITED**

**海通國際證券集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 665)**

### **ADJUSTMENT TO CONVERSION PRICES OF THE HK\$1,164,000,000 1.25% CONVERTIBLE BONDS DUE 2019 AND THE HK\$3,880,000,000 ZERO COUPON CONVERTIBLE BONDS DUE 2021**

The Company announces that the respective Conversion Price of the Convertible Bonds have been adjusted as follows with effect from 11 May 2018 as a result of issue of new shares under the second interim dividend of HK18 cents per Share for the year ended 31 December 2017 in form of scrip dividend ("**Second Interim Dividend**"):

- (i) in respect of the 2014 CBs, from HK\$4.61 per Share to HK\$4.44 per Share; and
- (ii) in respect of the 2016 CBs, from HK\$6.53 per Share to HK\$6.27 per Share.

References are made to:

- (i) the announcements of Haitong International Securities Group Limited (the "**Company**") dated 24 October 2014, 4 November 2014 and 5 November 2014 respectively in relation to the HK\$1,164,000,000 1.25% convertible bonds due 2019 (the "**2014 CBs**"), the announcements of the Company dated 11 October 2016 and 25 October 2016 respectively in relation to the HK\$3,880,000,000 zero coupon convertible bonds due 2021 (the "**2016 CBs**"), the announcement dated 21 November 2017 in relation to the adjustment to the conversion prices of the 2014 CBs and the 2016 CBs (collectively, the "**CB Announcements**"); and
- (ii) the announcement of the Company dated 14 March 2018 in relation to the final results of the Company for the year ended 31 December 2017 containing the details of the Second Interim Dividend.

The HK\$1,008,000,000 1.25% convertible bonds due 2018 (the "**2013 CBs**") listed on the Singapore Exchange Securities Trading Limited were fully converted and the 2013 CBs were no longer subject to adjustment of conversion price. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the CB Announcements.

Notice is hereby given that pursuant to the provisions on adjustments to the respective price per Conversion Share at which Convertible Bonds may be converted into the Shares (the "**Convertible Price**") as stated in the respective terms and conditions of the Convertible Bonds, the respective Conversion Price of the Convertible Bonds have been adjusted as follows as a result of issue of new shares under the second interim dividend of HK18 cents per Share for the year ended 31 December 2017 in form of scrip dividend (the "**Adjustment**"):

- (i) in respect of the 2014 CBs, from HK\$4.61 per Share to HK\$4.44 per Share; and
- (ii) in respect of the 2016 CBs, from HK\$6.53 per Share to HK\$6.27 per Share.

The Adjustment has become effective from 11 May 2018, being the day of issue of the new shares under the

aforesaid second interim dividend in form of scrip dividend.

The Adjustment has been computed in accordance with the clause 6(C)(ii)(B) of the terms and conditions of the 2014 CBs and the clause 6(C)(ii)(B) of the terms and conditions of the 2016 CBs.

All other terms of the Convertible Bonds remain unchanged. As at the date of this announcement, the outstanding principal amount of the 2014 CBs is HK\$137,000,000. The 2014 CBs entitle the holders thereof to convert the outstanding 2014 CBs into 30,855,855 Shares after the Adjustment. The outstanding principal amount of the 2016 CBs is HK\$3,880,000,000. The 2016 CBs entitle the holders thereof to convert the outstanding 2016 CBs into 618,819,776 Shares after the Adjustment.

By order of the Board  
**Haitong International Securities Group Limited**  
**LIN Yong**  
*Deputy Chairman and Chief Executive Officer*

Hong Kong, 11 May 2018

*As at the date of this announcement, the Board comprises Mr. QU Qiuping (Chairman)\*, Mr. LIN Yong (Deputy Chairman and Chief Executive Officer), Mr. LI Jianguo (Deputy Chairman), Mr. POON Mo Yiu, Mr. SUN Jianfeng, Mr. SUN Tong, Mr. CHENG Chi Ming Brian\*, Ms. WANG Meijuan\*, Mr. ZHANG Xinjun\*, Mr. William CHAN\*, Mr. TSUI Hing Chuen William\*\*, Mr. LAU Wai Piu\*\* and Mr. WEI Kuo-chiang\*\*.*

\* *Non-executive directors*

\*\* *Independent Non-executive directors*