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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 PRICE OF
THE HK\$3,880,000,000 ZERO COUPON CONVERTIBLE BONDS DUE 2021**

The Company announces that the Conversion Price of the 2016 CBs has been adjusted from HK\$5.55 per Share to HK\$5.28 per Share with effect from 28 April 2021 as a result of the distribution of second interim dividend of HK11.7 cents per Share in cash for the year ended 31 December 2020 ("**Second Interim Dividend**").

References are made to:

- (i) the announcements of Haitong International Securities Group Limited (the "**Company**") dated 11 October 2016 and 25 October 2016 in relation to the HK\$3,880,000,000 zero coupon convertible bonds due 2021 (the "**2016 CBs**"), and the announcement of the Company dated 21 September 2020 in relation to the adjustment to the conversion price of the 2016 CBs (collectively, the "**CB Announcements**"); and
- (ii) the announcement of the Company dated 24 March 2021 in relation to the annual results of the Company for the year ended 31 December 2020 containing details of the Second Interim Dividend.

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 adjustment to the price per Convertible Share at which the 2016 CBs may be converted into the Shares (the "**Conversion Price**") as stated in the terms and conditions of the 2016 CBs, the Conversion Price of the 2016 CBs has been adjusted from HK\$5.55 per Share to HK\$5.28 per Share as a result of the distribution of Second Interim Dividend in cash (the "**Adjustment**").

The Adjustment has become effective from 28 April 2021, being the day of the Second Interim Dividend in cash to be paid.

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

All other terms of the 2016 CBs remain unchanged. As at the date of this announcement, the outstanding principal amount of the 2016 CBs is HK\$124,000,000. The 2016 CBs entitle the holders thereof to convert the outstanding 2016 CBs into 23,484,848 Shares after the Adjustment.

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

Hong Kong, 28 April 2021

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*, Mr. ZHANG Xinjun*, Mr. William CHAN*, Mr. TSUI Hing Chuen William**, Mr. LAU Wai Piu**, Mr. WEI Kuo-chiang**, Mr. WAN Kam To** and Ms. LIU Yan**.*

* *Non-executive Directors*

** *Independent Non-executive Directors*