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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)

DISCLOSEABLE TRANSACTION FINANCE LEASE ARRANGEMENTS

The Board hereby announces that on August 24, 2023 (after trading hours), the Company (as the Lessor) entered into the Current Finance Lease Contract with the Lessee, pursuant to which (i) the Lessor agreed to purchase the Leased Items of the Current Transaction at a consideration of RMB208,702,749.60, and (ii) the Lessor agreed to lease the Leased Items of the Current Transaction to the Lessee with a lease period of 96 months (the “**Current Transaction**”).

Reference is made to the Previous Finance Lease Contracts entered into by the Company (as the Lessor) in the past twelve months prior to the Current Transaction with the Lessee, pursuant to which (i) the Company (as the Lessor) agreed to purchase the Leased Items of the Previous Transactions at a total consideration of RMB313,054,124.40, and (ii) the Lessor agreed to lease the Leased Items of the previous transactions to the Lessee with a lease term of 96 months (the “**Previous Transactions**”). According to Chapter 14 of the Listing Rules, as the highest applicable percentage ratio of the Previous Transactions is lower than 5%, the Previous Transactions are not subject to the announcement requirement under Chapter 14 of the Listing Rules.

According to Rule 14.22 of the Listing Rules, the Current Transaction and the Previous Transactions shall be aggregated. According to Chapter 14 of the Listing Rules, although the highest applicable percentage ratio of the Current Transaction is lower than 5%, as the highest applicable percentage ratio is higher than 5% but lower than 25% when aggregated with the Previous Transactions, the Current Transaction constitutes a discloseable transaction of the Company and is subject to the announcement requirement, but is exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

FINANCE LEASE ARRANGEMENTS

The Board hereby announces that on August 24, 2023 (after trading hours), the Company (as the Lessor) entered into the Current Finance Lease Contract with the Lessee, pursuant to which (i) the Lessor agreed to purchase the Leased Items of the Current Transaction at a consideration of RMB208,702,749.60, and (ii) the Lessor agreed to lease the Leased Items of the Current Transaction to the Lessee with a lease period of 96 months.

CURRENT FINANCE LEASE CONTRACT

Details of the Current Finance Lease Contract are summarised as follows:

Date

August 24, 2023

Parties

“Lessor”: the Company

“Lessee”: Yangzhou Deheng Digital Co., Ltd.* (揚州德衡數碼有限公司)

Leased Items

The Leased Items of the Current Transaction are IDC engine room equipment, located in the PRC. The purchase price of the Leased Items of the Current Transaction is in aggregate RMB208,702,749.60. The Lessee does not separately calculate the profits before and after tax of the Leased Items of the Current Transaction.

Lease Period

96 months

Amount and Basis of Lease Payment

Pursuant to the Current Finance Lease Contract, the Lessor agreed to lease the Leased Items of the Current Transaction to the Lessee. The lease payments, including value-added taxes, are calculated and paid in RMB, and comprised of lease principal and lease interest. The lease principal is RMB187,832,474.64 in total. The total amount of the lease interest for the lease period is approximately RMB78,323,325.36. The lease principal and the lease interest shall be settled by the Lessee every three months from the first instalment of the lease payment until the last instalment of the lease payment.

The terms of the Current Finance Lease Contract, including the purchase consideration for the Leased Items of the Current Transaction, lease principals, lease interest and other expenses under the Current Finance Lease Contract were determined upon arm's length negotiation between the Lessee and the Lessor with reference to the purchase price of the Leased Items of the Current Transaction and the prevailing market prices of the same category of finance lease products in the PRC.

Ownership and Risks of Leased Items of the Current Transaction

Ownership of the Leased Items of the Current Transaction shall belong to the Lessor. Once the Leased Items of the Current Transaction are delivered pursuant to the Current Finance Lease Contract, their risks shall be borne by the Lessee as all the costs arising from the damage or loss of the Leased Items of the Current Transaction shall be solely undertaken by the Lessee regardless of whether the Lessee is in possession of the Leased Items of the Current Transaction. The Lessee shall not revoke the Current Finance Lease Contract for reason of such damage or loss and its obligation of lease payment and all other obligations under the Current Financial Lease Contract shall remain unchanged. As of the last day of the lease period, if the Lessee has no breach of contract or the breach is fully remedied, the Lessee may exercise the right to purchase, renew or return the Leased Items of the Current Transaction in accordance with the Current Finance Lease Contract. If the Lessee chooses to purchase the Leased Items of the Current Transaction, the purchase price will be RMB100.

Termination

The Lessor and the Lessee unanimously agree that if the Lessee unilaterally proposes to the Lessor for terminating the Current Finance Lease Contract, the Current Finance Lease Contract may only be terminated earlier on the premise that the Lessee pays off all outstanding amounts to the Lessor, including all overdue interests, due and outstanding lease payment and undue lease payment and consideration for buy-back/residual values at the end of the lease period under the Current Finance Lease Contract. The lease payment obligation of the Lessee or other agreements under the Current Finance Lease Contract shall not be deemed to be changed or modified in any form until the Lessee pays off all amounts abovementioned in a timely basis.

Pledge

Shanghai Deheng Data Technology Co., Ltd.* (上海德衡數據科技有限公司) and WANG Bin (王斌) shall provide joint and several liability guarantees in respect of the debt owed by the Lessee under the Current Finance Lease Contract; Shanghai Blue Bodi Intelligent Engineering Co., Ltd.* (上海藍色帛締智能工程有限公司) shall provide joint and several liability guarantees for part of the lease term in respect of the debt owed by the Lessee under the Current Finance Lease Contract; Shanghai Hengyan Information Technology Development Co., Ltd.* (上海衡衍信息科技發展有限公司), through its equity interest in the Lessee, shall provide equity pledge guarantees in respect of the debt owed by the Lessee under the Current Finance Lease Contract; The Lessee shall provide accounts receivable pledge guarantees in respect of the debt owed by the Lessee under the Current Finance Lease Contract; The Lessee shall provide real estate mortgage guarantees in respect of the debt owed by the Lessee under the Current Finance Lease Contract.

Shanghai Blue Bodi Intelligent Engineering Co., Ltd., which is principally engaged in the design and construction of building intelligent construction engineering; wholesale and retail of computer hardware and software, communication equipment, electronic products, instruments and meters, and electronic components; technology development, technology consultation, technology transfer, and technology services in the fields of computer technology, communication technology, electronic technology, automation technology, and new energy; computer network engineering; design and construction of building decoration engineering; professional construction of fire protection facilities engineering and others, is wholly-owned by Shanghai Deheng Data Technology Co., Ltd. Shanghai Hengyan Information Technology Development Co., Ltd. is the sole shareholder of the Lessee. It is principally engaged in technology development, technology consultation, technology services and technology transfer within the field of information technology and others, and is wholly-owned by Shanghai Deheng Data Technology Co., Ltd. Shanghai Deheng Data Technology Co., Ltd., which is principally engaged in building intelligent system design; electrical installation services; construction engineering; fundamental telecommunications businesses; the first type of value-added telecommunication services, the second type of value-added telecommunication services and others. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, (i) the single largest ultimate beneficial owner of Shanghai Deheng Data Technology Co., Ltd. is WANG Bin, who directly and indirectly holds approximately one-third of the equity interest of Shanghai Deheng Data Technology Co., Ltd.; and (ii) there is no other ultimate beneficial owner holding 30% or more of the equity interest of Shanghai Deheng Data Technology Co., Ltd..

As at the date of this announcement, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, Shanghai Blue Bodi Intelligent Engineering Co., Ltd., Shanghai Hengyan Information Technology Development Co., Ltd., Shanghai Deheng Data Technology Co., Ltd., the Lessee, the ultimate beneficial owners of the aforesaid companies, and WANG Bin are third parties independent of the Company and the connected persons of the Company.

REASONS FOR AND BENEFITS OF ENTERING INTO THE CURRENT FINANCE LEASE CONTRACT

The Directors (including the independent non-executive Directors) consider that the terms of the Current Finance Lease Contract are fair and reasonable and are in the interest of the Company and the Shareholders as a whole. The Current Finance Lease Contract is entered into by the Company in its ordinary and usual course of business. Entering into the Current Finance Lease Contract with the Lessee is beneficial to the Company by increasing its income from finance lease business, and it is consistent with the Company's business development strategy and will have no material adverse impact on the operations and financial position of the Group.

INFORMATION OF THE PARTIES

Information about the Company

The Company is principally engaged in the provision of financing services, advisory services and other services to its customers under finance lease arrangements, operating lease arrangements and others.

Information about the Lessee and related parties

The Lessee is principally engaged in fundamental telecommunications businesses; the first type of value-added telecommunication services, the second type of value-added telecommunication services; manufacturing of hardware, software and peripherals for computer; technology services, technology development, technology consultation, technology exchange, technology transfer and technology promotion; information technology consultation services; data processing and storage support services; software development; rental of computer and communication equipment and others. As at the date of this announcement, the Lessee is wholly-owned by Shanghai Hengyan Information Technology Development Co., Ltd. Shanghai Hengyan Information Technology Development Co., Ltd is wholly-owned by Shanghai Deheng Data Technology Co., Ltd. WANG Bin directly and indirectly holds approximately one-third equity interests in Shanghai Deheng Data Technology Co., Ltd..

As at the date of this announcement, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, Shanghai Hengyan Information Technology Development Co., Ltd., Shanghai Deheng Data Technology Co., Ltd., WANG Bin, the Lessee and their ultimate beneficial owners are third parties independent of the Company and the connected persons of the Company.

IMPLICATIONS UNDER THE LISTING RULES

Reference is made to the Previous Finance Lease Contracts entered into by the Company (as the Lessor) in the past twelve months prior to the Current Transaction with the Lessee, pursuant to which (i) the Company (as the Lessor) agreed to purchase the Leased Items of the Previous Transactions at a consideration of RMB313,054,124.40, and (ii) the Lessor agreed to lease the Leased Items of the Previous Transactions to the Lessee with a lease term of 96 months. According to Chapter 14 of the Listing Rules, as the highest applicable percentage ratio of the Previous Transactions is lower than 5%, the Previous Transactions is not subject to the announcement requirement under Chapter 14 of the Listing Rules.

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DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings:

“Board”	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 with limited liability and listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Current Finance Lease Contract”	the finance lease contract entered into between the Lessor and the Lessee, on August 24, 2023 in relation to the Leased Items of the Current Transaction
“Director(s)”	the director(s) of the Company
“Finance Lease Arrangements”	the transactions under the Previous Finance Lease Contracts and the Current Finance Lease Contract, collectively
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Leased Items of the Current Transaction”	a set of IDC engine room equipment located in the PRC
“Leased Items of the Previous Transactions”	two sets of IDC engine room equipment located in the PRC
“Lessee”	Yangzhou Deheng Digital Co., Ltd* (揚州德衡數碼有限公司)
“Lessor”	the Company
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China

“Previous Finance Lease Contracts”	two finance lease contracts entered into between the Lessor and the Lessee during the past 12 months in relation to the Leased Items of the Previous Transactions
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	percentage

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

Shanghai, the PRC
August 24, 2023

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

* *For identification purposes only*