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Guotai Junan Securities Co., Ltd.

國泰君安證券股份有限公司

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

(Stock Code: 02611)



海通證券股份有限公司

HAITONG SECURITIES CO., LTD.

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

(Stock Code: 06837)

U.S.\$670,000,000 2.107 per cent. guaranteed bonds due 2025
(stock code: 40186)

CNY2,800,000,000 3.20 per cent. guaranteed notes due 2026
(stock code: 84429)

CNY3,500,000,000 3.30 per cent. guaranteed notes due 2027
(stock code: 84490)

JOINT ANNOUNCEMENT

IN RELATION TO THE WITHDRAWAL OF LISTING OF HAITONG H SHARES AND HAITONG A SHARES

INTRODUCTION

References are made to (i) the joint announcement dated 9 October 2024; (ii) the joint circular dated 22 November 2024 (the “**Joint Circular**”); and (iii) the joint announcements dated 20 November 2024, 13 December 2024, 22 December 2024, 23 December 2024, 9 January 2025, 20 January 2025, 21 January 2025 (the “**21 January Announcement**”), 5 February 2025 and 7 February 2025 (the “**7 February Announcement**”, together with the 21 January Announcement, the “**Indicative Timeline Announcements**”), each jointly issued by Guotai Junan Securities Co., Ltd. (“**Guotai Junan Securities**”) and Haitong Securities Co., Ltd. (“**Haitong Securities**”) in relation to, among others, the Proposed Merger.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Joint Circular.

WITHDRAWAL OF LISTING OF THE HAITONG SHARES

Haitong Securities has applied to the Hong Kong Stock Exchange, and the Hong Kong Stock Exchange has granted its approval, for the withdrawal of the listing of Haitong H Shares on the Hong Kong Stock Exchange in accordance with Rule 6.15(2) of the Hong Kong Listing Rules. It is expected that the listing of Haitong H Shares on the Hong Kong Stock Exchange will be withdrawn with effect from 9:00 a.m. on Tuesday, 4 March 2025.

Haitong Securities has applied to the SSE, and the SSE has granted its approval, for the withdrawal of the listing of Haitong A Shares on the SSE. It is expected that the listing of Haitong A Shares on the SSE will be withdrawn with effect from Tuesday, 4 March 2025.

No change is expected to the indicative dates and timelines published in the Indicative Timeline Announcements for the implementation of the Share Exchange.

THE LISTING STATUS OF THE BONDS AND NOTES GUARANTEED BY HAITONG SECURITIES

Haitong Securities intends to maintain the listing status of each of (i) U.S.\$670,000,000 2.107 per cent. guaranteed bonds due 2025 issued by Haitong International Finance Holdings 2015 Limited and guaranteed by Haitong Securities (stock code: 40186), (ii) CNY2,800,000,000 3.20 per cent. guaranteed notes due 2026 issued by Haitong International Finance Holdings Limited and guaranteed by Haitong Securities (stock code: 84429) and (iii) CNY3,500,000,000 3.30 per cent. guaranteed notes due 2027 issued by Haitong International Finance Holdings Limited and guaranteed by Haitong Securities (stock code: 84490) on the Hong Kong Stock Exchange.

After the withdrawal of listing of Haitong H Shares on the Hong Kong Stock Exchange, Haitong Shareholders should refer to the announcement(s) published by Guotai Junan Securities on the website of the Hong Kong Stock Exchange at www.hkex.com.hk for further announcements in relation to the implementation of the Share Exchange and information about the Post-Merger Company, including information relating to the commencement of trading of the newly issued H shares of the Post-Merger Company.

By order of the board of
Guotai Junan Securities Co., Ltd.
Mr. Zhu Jian
Chairman

By order of the board of
Haitong Securities Co., Ltd.
Mr. Li Jun
Executive Director and General Manager

Shanghai, the PRC
25 February 2025

As at the date of this joint announcement, the executive directors of Guotai Junan Securities are Mr. ZHU Jian and Mr. LI Junjie; the non-executive directors of Guotai Junan Securities are Mr. LIU Xinyi, Ms. GUAN Wei, Mr. ZHONG Maojun, Mr. CHEN Hua, Mr. SUN Minghui, Mr. ZHANG Manhua, Mr. WANG Tao and Mr. CHEN Yijiang; and the independent non-executive directors of Guotai Junan Securities are Mr. DING Wei, Mr. LI Renjie, Mr. BAI Wei, Mr. WANG Guogang, Mr. YIM, Chi Hung Henry and Mr. PU Yonghao.

The directors of Guotai Junan Securities jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to Haitong Securities) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of Haitong Securities) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the executive directors of Haitong Securities are Mr. LI Jun and Mr. HAN Jianxin; the non-executive directors of Haitong Securities are Mr. TU Xuanxuan, Mr. SHI Lei, Ms. XIAO Hehua and Mr. XU Jianguo; the independent non-executive directors of Haitong Securities are Mr. ZHOU Yu, Mr. FAN Ren Da Anthony, Mr. MAO Fugen and Mr. MAO Huigang.

The directors of Haitong Securities jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to Guotai Junan Securities) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of Guotai Junan Securities) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.