



(GDR under the symbol: “HTSC”)

## **PROPOSED CHANGE OF NON-EXECUTIVE DIRECTOR**

According to the relevant requirements of the Rules for Governance of Securities Companies (《證券公司治理準則》) promulgated by the CSRC and the Articles of Association, shareholders(s) severally or jointly holding no less than 3% of the outstanding voting shares of the Company may recommend candidates for Directors (non-employee representative Directors) to the Board.

Recently, the Company received the Letter on Change of Candidate for Director of Huatai Securities Co., Ltd. from Govtor Capital Group Co., Ltd., a shareholder holding no less than 3% of the outstanding voting shares of the Company. According to work requirements, Govtor Capital Group Co., Ltd. has nominated Mr. Ke Xiang as a candidate for non-executive Director of the fifth session of the Board, and Mr. Xu Qing will cease to be a non-executive Director of the fifth session of the Board.

According to the newly amended Securities Law of the People’s Republic of China and the CSRC’s Announcement on Various Issues in relation to the Cancellation or Adjustment of Certain Administrative Approval Projects of Securities Companies (CSRC Announcement [2020] No. 18 (《關於取消或調整證券公司部分行政審批項目等事項的公告》(證監會公告[2020]18號))) and other relevant regulations, directors of a securities company are no longer required to be qualified by the regulatory authorities before taking office. Therefore, upon passing of the resolution on the election of Mr. Ke Xiang as a non-executive Director of the fifth session of the Board at the extraordinary general meeting, Mr. Ke Xiang will enter into a service contract with the Company as a replacement for Mr. Xu Qing to perform his duties as a non-executive Director of the fifth session of the Board for a term until the end of the term of the current session of the Board. Pursuant to the Articles of Association, Mr. Ke Xiang shall be eligible for re-election upon the expiry of his term of office.

The biographical details of Mr. Ke Xiang and other information related to his appointment are set out below:

**Mr. Ke Xiang**, born in June 1974, holds a Doctoral degree in management and is a senior engineer. From August 1996 to October 2002, he successively served as staff member of the infrastructure investment division, staff member and deputy senior staff member of the agriculture division of Jiangsu Provincial Department of Finance. From October 2002 to August 2020, he worked at Jiangsu Communications Holding Company Limited and successively served as assistant to the director of the office, deputy director of the office, deputy director of the operation and safety department, deputy director of the Toll Management Center of Expressway Network of Jiangsu Province, director of the Information Center and deputy director of the office, director of the development strategy and policy regulation research office, deputy director of the investment and development department, director of the strategic research office, deputy director of the corporate management and legal affairs department, and director of the strategic planning department. Since August 2020, he has been deputy general manager, member of the party committee and general counsel of Govtor Capital Group Co., Ltd. Currently, Mr. Ke Xiang is also a director of Jiangsu Sutong Bridge Co., Ltd.\* (江蘇蘇通大橋有限責任公司), a director of Suzhou Jinling Nanlin Hotel Co., Ltd.\* (蘇州金陵南林飯店有限責任公司), a supervisor of Jiangsu Expressway Network Operation and Management Co., Ltd.\* (江蘇高速公路聯網營運管理有限公司) and a supervisor of Jiangsu Yanjiang Expressway Co., Ltd.\* (江蘇沿江高速公路有限公司). Govtor Capital Group Co., Ltd., with which Mr. Ke Xiang is employed, is wholly-owned by the State-owned Assets Supervision and Administration Commission of Jiangsu Provincial Government, the de facto controller of the Company.

Mr. Ke Xiang will not receive remuneration from the Company during his term of office as a non-executive Director.

As of the date of this announcement, Mr. Ke Xiang has not been subject to any punishment from the CSRC or other relevant authorities or any penalty from stock exchanges in the past three years. Save as disclosed in this announcement, Mr. Ke Xiang does not have other relationship with Directors, supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company; he does not have any interest in the shares of the Company within the meaning of Part XV of the SFO; he does not and did not participate in any matters that shall be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules; he did not hold any directorship of any other listed companies or any other position in any member of the Group in the last three years, and there are no other matters that need to be brought to the attention of the Shareholders.

## DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context otherwise requires.

|                           |                                                                                                                                             |
|---------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|
| “Articles of Association” | the articles of association of the Company, as amended from time to time                                                                    |
| “Board”                   | the board of directors of the Company                                                                                                       |
| “China” or “PRC”          | the People’s Republic of China, excluding, for the purposes of this announcement, Hong Kong, Macau Special Administrative Region and Taiwan |

|                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| “Company”                  | a joint stock company incorporated in the PRC with limited liability under the corporate name 华泰证券股份有限公司 (Huatai Securities Co., Ltd.), converted from its predecessor 华泰证券有限责任公司 (Huatai Securities Limited Liability Company) on December 7, 2007, carrying on business in Hong Kong as “HTSC”, and was registered as a non-Hong Kong company under Part 16 of the Companies Ordinance under the Chinese approved name of “華泰六八八六股份有限公司” and English name of “Huatai Securities Co., Ltd.”; the H shares of which have been listed on the main board of the Hong Kong Stock Exchange since June 1, 2015 (Stock Code: 6886); the A shares of which have been listed on the Shanghai Stock Exchange since February 26, 2010 (Stock Code: 601688); the global depository receipts of which have been listed on the London Stock Exchange plc since June 2019 (Symbol: HTSC), unless the context otherwise requires, including its predecessor |
| “CSRC”                     | the China Securities Regulatory Commission (中國證券監督管理委員會)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| “Director(s)”              | the director(s) of the Company                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| “Group”                    | the Company and its subsidiaries, and their respective predecessors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| “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                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| “SFO”                      | the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong), as amended, supplemented or otherwise modified from time to time                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| “Shareholder(s)”           | the shareholder(s) of the Company                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| “%”                        | per cent                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |

By order of the Board  
**Zhang Hui**  
*Joint Company Secretary*

Jiangsu, the PRC, December 31, 2020

\* *For identification purposes only*