



(GDR under the symbol "HTSC")

**POLL RESULTS OF THE 2021 FIRST EXTRAORDINARY GENERAL MEETING
CHANGE OF NON-EXECUTIVE DIRECTOR
AND
PROPOSAL ON ADJUSTMENT TO THE COMPOSITION OF
SPECIAL COMMITTEES UNDER THE BOARD**

POLL RESULTS OF THE 2021 FIRST EXTRAORDINARY GENERAL MEETING

References are made to the notice of the 2021 first extraordinary general meeting (the “**EGM**”) and the circular of the EGM (the “**Circular**”) dated January 7, 2021. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the EGM was held at Conference Room, Renaissance Nanjing Olympic Centre Hotel, No. 139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC by way of an onsite meeting at 2:00 p.m. on Monday, February 8, 2021. The EGM was convened by the Board and chaired by the chairman of the Company, Mr. Zhang Wei. Certain Directors, Supervisors and senior management of the Company, as well as the secretary to the Board, attended the EGM.

I. VOTING ARRANGEMENT

Voting was conducted by poll for each of the resolutions proposed at the EGM. Holders of H Shares were entitled to participate in the voting at the EGM in person or by proxy. Holders of A Shares were entitled to participate in the voting at the EGM in person, by proxy, or through online voting. Online voting was made available during the trading period (i.e. 9:15 to 9:25, 9:30 to 11:30, and 13:00 to 15:00) on February 8, 2021 through the voting platform of the trading system and from 9:15 to 15:00 on February 8, 2021 through the network voting platform on a designated website. The convening, procedures and voting methods of the EGM were in compliance with the requirements of laws and regulations including the *Company Law of the People’s Republic of China* (《中華人民共和國公司法》) and the *Articles of Association of the Company*.

As at the date of the EGM, a total of 9,076,650,000 Shares (comprising 7,357,604,320 A Shares and 1,719,045,680 H Shares) of the Company were in issue. Among which, 90,766,495 A Shares in the special account for repurchase of the Company did not carry any voting rights at the EGM, while the holders of other Shares were entitled to attend and vote for or against or abstain from voting in respect of the resolutions proposed at the EGM. There were no restrictions on any Shareholders to cast votes on the resolutions proposed at the EGM. There were no Shares held by any Shareholders which entitled the holders of which to attend and abstain from voting in favour of any resolutions pursuant to Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting. No parties had stated their intention in the Circular to vote against or abstain from voting in respect of any of the proposed resolutions.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, two representatives from the Shareholders, one Supervisor of the Company and King & Wood Mallesons were appointed as the scrutineers for the vote-taking at the EGM.

II. EGM ATTENDANCE

Attendance of the EGM was as follows:

Total number of Shareholders and authorised proxies attended and voted at the EGM		488
of which	number of holders of A Shares	484
	number of holders of H Shares	4
Total number of Shares with voting rights held by Shareholders that attended the EGM (shares)		3,973,278,197
of which	total number of Shares held by holders of A Shares participated in the voting (shares)	3,094,056,459
	total number of Shares held by holders of H Shares participated in the voting (shares)	879,221,738
Percentage of total number of Shares with voting rights held by Shareholders that attended the EGM as compared with the issued Shares (%)		44.216889
of which	percentage of total number of Shares held by holders of A Shares participated in the voting as compared with the issued Shares (%)	34.432412
	percentage of total number of Shares held by holders of H Shares participated in the voting as compared with the issued Shares (%)	9.784477

III. POLL RESULTS OF THE EGM

The poll results to the proposed resolutions are set out as follows:

No.	Ordinary Resolution	Number of Votes (%) ¹		
		For	Against	Abstain
1.	To consider and approve the resolution in relation to the election of Mr. Ke Xiang as a non-executive Director of the fifth session of the Board	3,936,689,162 99.079122	36,281,184 0.913130	307,851 0.007748
No.	Special Resolutions	Number of Votes (%) ¹		
		For	Against	Abstain
2.	To consider and approve the resolution on the general mandate to issue onshore and offshore debt financing instruments of the Company	3,938,212,252 99.117456	30,167,094 0.759249	4,898,851 0.123295
3.	To consider and approve the resolution on amendments to the Rules of Procedure for General Meeting of Huatai Securities Co., Ltd.	3,891,161,867 97.933285	77,064,679 1.939574	5,051,651 0.127141
4.	To consider and approve the resolution on the Restricted Share Incentive Scheme of A Shares (Draft) and its Summary	3,504,877,639 88.211232	463,648,407 11.669165	4,752,151 0.119603
5.	To consider and approve the resolution on the Administrative Measures for the Restricted Share Incentive Scheme of A Shares	3,514,396,556 88.450805	454,147,590 11.430048	4,734,051 0.119147
6.	To consider and approve the resolution on the Administrative Measures for the Implementation and Appraisal of the Restricted Share Incentive Scheme of A Shares	3,514,411,556 88.451183	454,138,890 11.429828	4,727,751 0.118989
7.	To consider and approve the resolution on the Grant of Authorization by the General Meeting to the Board to Handle Matters in Relation to the Restricted Share Incentive Scheme of A Shares	3,514,395,956 88.450790	454,133,690 11.429698	4,748,551 0.119512

Note:

1. For the purpose of calculating the result of the resolutions, number of the votes for and against shall be regarded as execution of voting rights.

The above-mentioned ordinary resolution 1 was duly passed by obtaining more than half of the votes in favour of the resolution. The above-mentioned special resolutions 2 to 7 were duly passed by obtaining more than two-thirds of the votes in favour of the resolutions. No new proposal has been submitted for voting and approval.

The proposed resolutions were not vetoed or amended at the EGM. For detailed information on the resolutions, please refer to the Circular.

IV. ATTESTATION BY LAWYERS

Beijing King & Wood Mallesons, the PRC legal advisers to the Company, considered that the convening and the procedures of the EGM are in compliance with the requirements of the *Company Law of the People's Republic of China* (《中華人民共和國公司法》) and the *Securities Law of the People's Republic of China* (《中華人民共和國證券法》), the administrative regulations, the *Rules of Procedure for General Meetings* and the *Articles of Association of the Company*. The qualifications of the convenor and attendees of the EGM are lawful and valid. The voting process and poll results of the EGM are lawful and valid.

CHANGE OF NON-EXECUTIVE DIRECTOR

The ordinary resolution on election of Mr. Ke Xiang as a non-executive Director of the fifth session of the Board of the Company has been proposed to the Shareholders for approval and duly passed at the EGM. According to the newly amended *Securities Law of the People's Republic of China* (《中華人民共和國證券法》) and the *Announcement on Various Issues in relation to the Cancellation or Adjustment of Certain Administrative Approval Projects of Securities Companies (CSRC [2020] No. 18)* (《關於取消或調整證券公司部份行政審批項目等事項的公告》(證監會[2020]18號)) and other relevant requirements of the CSRC, directors of securities companies no longer need regulatory authorities to approve their qualifications before taking office. Therefore, Mr. Ke Xiang will replace Mr. Xu Qing to serve as a non-executive Director of the fifth session of the Board of the Company from February 8, 2021 to the end of the term of the current session of the Board. The appointment of Mr. Ke Xiang shall be filed with the Jiangsu Securities Regulatory Bureau of the CSRC after being considered and approved at the general meeting.

Mr. Xu Qing ceased to serve as a non-executive Director of the fifth session of the Board of the Company due to work arrangements with effect from February 8, 2021. Mr. Xu Qing confirmed that he has no disagreement with the Board and that he is not aware of any matters that need to be brought to the attention of the Shareholders in relation to his retirement. The Company and the Board would like to express their sincere gratitude to Mr. Xu Qing for his contributions towards the development of the Company during his tenure. The Company also wishes he would continue to take an active interest in and support the future development of the Company.

For the biography of Mr. Ke Xiang and details of other information relating to his appointment, please refer to the Company's Circular dated January 7, 2021. As of the date of this announcement, there were no changes in the biography of Mr. Ke Xiang and details of other information relating to his appointment.

PROPOSAL ON ADJUSTMENT TO THE COMPOSITION OF SPECIAL COMMITTEES UNDER THE BOARD

The notice and resolutions of the thirteenth meeting of the fifth session of the Board of the Company were dispatched by hand or email on February 3, 2021. The meeting was held on February 8, 2021 by way of correspondence. There were 13 directors eligible for attending the meeting and 13 of them attended the meeting. The meeting was convened in compliance with the relevant requirements of the *Company Law of the People's Republic of China*, the *Articles of Association of the Company* and the *Rules of Procedure for Board Meeting of the Company*. The Directors considered and approved the relevant resolutions by way of voting via correspondence, and the following resolutions were passed:

The resolution in relation to the proposal on adjustment to the composition of certain special committees under the fifth session of the Board of the Company was approved.

Compliance and Risk Management Committee (comprising 3 members): Mr. Zhou Yi, Mr. Ke Xiang and Mr. Wang Jianwen. Among them, Mr. Zhou Yi is the chairman (convener) of the Compliance and Risk Management Committee.

No adjustment shall be made to the composition of the Development Strategy Committee, Audit Committee, Remuneration and Appraisal Committee and Nomination Committee under the fifth session of the Board.

Voting results: 13 For, 0 Against and 0 Abstain

DEFINITION

In this announcement, the following expression has the meaning set out below unless the context otherwise requires.

“Board”	the board of directors of the Company
“Company”	a joint stock company incorporated in the People’s Republic of China with limited liability under the corporate name 华泰证券股份有限公司(Huatai Securities Co., Ltd.), converted from our 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 registered 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 Stock Exchange of Hong Kong Limited 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

Huatai Securities Co., Ltd.

February 8, 2021