



(GDR under the symbol "HTSC")

POLL RESULTS OF THE 2020 ANNUAL GENERAL MEETING; PAYMENT OF FINAL DIVIDEND; AND CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

THE 2020 ANNUAL GENERAL MEETING

References are made to the circular of the 2020 annual general meeting (the “AGM”) of the Company (the “Circular”) and the notice of the AGM dated May 21, 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 AGM 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 on-site meeting at 2:00 p.m. on Tuesday, June 22, 2021. The AGM was convened by the Board and chaired by the chairman of the Board, Mr. Zhang Wei. Certain members of the Supervisory Committee and senior management of the Company as well as the secretary to the Board attended the AGM.

I. VOTING ARRANGEMENT

Voting was conducted by poll for each of the resolutions proposed at the AGM. Holders of H Shares were entitled to vote at the AGM in person or by proxy. Holders of A Shares were entitled to vote at the AGM 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 June 22, 2021 through the voting platform of the trading system and from 9:15 to 15:00 on June 22, 2021 through the network voting platform on a designated website. The convening, procedures and voting methods of the AGM were in compliance with the requirements of laws and regulations including the *Company Law* (《公司法》) and the *Articles of Association* of the Company.

As of the share registration date of the AGM, a total of 9,076,650,000 Shares (comprising 1,719,045,680 H Shares and 7,357,604,320 A Shares) were in issue, of which 45,278,495 A Shares in the special account of the Company for repurchase are not entitled to vote at the AGM, and the remaining holders of the Shares are entitled to attend and vote for or against or abstain from voting in respect of the resolutions at the AGM. Jiangsu Guoxin Investment Group Limited, a Shareholder, had 1,349,233,436 Shares, representing 14.939408% of the total number of voting Shares, and as a related-party shareholder, has abstained from voting on No. 6.1 of the ordinary resolution (ordinary related-party transactions with Jiangsu Guoxin Investment Group Limited and its related companies). Jiangsu Communications Holding Co.,

Ltd., a Shareholder, had 489,065,418 Shares, representing 5.415184% of the total number of voting Shares, and as a related-party shareholder, has abstained from voting on No. 6.2 of the ordinary resolution (ordinary related-party transactions with Jiangsu Communications Holding Co., Ltd. and its related companies). Govtor Capital Group Co., Ltd., a Shareholder, had 356,233,206 Shares, representing 3.944398% of the total number of voting Shares, and as a related-party shareholder, has abstained from voting on No. 6.3 of the ordinary resolution (ordinary related-party transactions with Govtor Capital Group Co., Ltd. and its related companies).

Save as disclosed above, there were no restrictions on any Shareholders to cast votes on the proposed resolutions at the AGM. There were no Shares held by any shareholders which entitled the holders to attend but abstain from the right of voting in favor of the proposed resolutions pursuant to Rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting at the AGM. 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 and King & Wood Mallesons were appointed as the scrutineers for vote-taking at the AGM.

II. AGM ATTENDANCE

Attendance of the AGM was as follows:

Total number of Shareholders and authorised proxies attended and vote at the AGM		477
of which	number of holders of A Shares	474
	number of holders of H Shares	3
Total number of Shares with voting rights held by Shareholders that attended the AGM (shares)		3,361,366,807
of which	total number of Shares held by holders of A Shares participated in the voting (shares)	2,889,971,701
	total number of Shares held by holders of H Shares participated in the voting (shares)	471,395,106
Percentage of total number of Shares with voting rights held by Shareholders that attended the AGM as compared to the issued Shares (%)		37.218786
of which	percentage of total number of Shares held by holders of A Shares participated in the voting as compared to the issued Shares (%)	31.999256
	percentage of total number of Shares held by holders of H Shares participated in the voting as compared to the issued Shares (%)	5.219530

III. POLL RESULTS

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

No.	Ordinary Resolutions	Number of Votes (%) ¹		
		For	Against	Abstain
1.	To consider and approve the 2020 Work Report of the Board	3,351,569,817 99.708541	8,013,590 0.238403	1,783,400 0.053056
2.	To consider and approve the 2020 Work Report of the Supervisory Committee	3,351,615,817 99.709910	7,967,590 0.237034	1,783,400 0.053056
3.	To consider and approve the 2020 Final Financial Report	3,351,625,417 99.710196	7,957,990 0.236748	1,783,400 0.053056
4.	To consider and approve the 2020 Annual Report	3,351,629,217 99.710309	7,959,290 0.236787	1,778,300 0.052904
5.	To consider and approve the 2020 Profit Distribution Plan	3,354,074,517 99.783056	7,277,090 0.216492	15,200 0.000452
6.	To consider and approve the resolution on the estimated ordinary transactions with related parties of the Company for 2021:	/		
6.1	Ordinary related-party transactions with Jiangsu Guoxin Investment Group Limited and its related companies	2,082,727,781 99.638032	7,491,790 0.358409	74,400 0.003559
6.2	Ordinary related-party transactions with Jiangsu Communications Holding Co., Ltd. and its related companies	2,901,749,299 99.740416	7,477,690 0.257027	74,400 0.002557
6.3	Ordinary related-party transactions with Govtor Capital Group Co., Ltd. and its related companies	3,011,788,711 99.749942	7,475,690 0.247594	74,400 0.002464
6.4	Ordinary related-party transactions with other related parties	3,353,742,517 99.773179	7,554,990 0.224759	69,300 0.002062
7.	To consider and approve the resolution on the estimated investment amount for the proprietary business of the Company for 2021	3,352,430,272 99.734140	8,774,435 0.261038	162,100 0.004822
8.	To consider and approve the resolution on the re-appointment of the accounting firm of the Company for 2021	3,328,161,111 99.012137	32,976,096 0.981032	229,600 0.006831
9.	To consider and approve the resolution on the election of an independent non-executive Director of the fifth session of the Board of the Company	3,353,713,417 99.772313	7,472,790 0.222314	180,600 0.005373

Note:

- For the purpose of calculating the result of the resolutions, number of the votes for and against are regarded as execution of voting rights.

The above-mentioned ordinary resolutions numbered 1 to 9 were duly passed by obtaining more than half of the votes in favour of each resolution. No new proposal was submitted for voting and approval at the AGM.

No resolution proposed was vetoed or amended at the AGM. For detailed information on the resolutions, please refer to the Circular.

IV. ATTESTATION BY LAWYERS

King & Wood Mallesons, the PRC legal advisers to the Company, considered that the convening and the procedures of the AGM of the Company are in compliance with the requirements of the Company Law, the Securities Law of the People's Republic of China and other relevant laws and administrative regulations as well as the Rules on General Meetings and the Articles of Association; the qualifications of the attendees and convenor of the AGM are lawful and valid, and voting process and the poll results of the AGM are lawful and valid.

PAYMENT OF FINAL DIVIDEND

The Board also wishes to notify Shareholders the details of the distribution of final dividend for 2020 (the “**Final Dividend**”) as follows:

The Company will distribute the Final Dividend in cash to A Shareholders (excluding the Company’s account designated for share repurchase) and H Shareholders whose names appear on the register of members of the Company on the record date of Final Dividend. Holders of GDRs whose names appear on the register of GDR holders of the Company will also be entitled to receive the Final Dividend, which will be paid via Citibank, N.A, the Company's depository, in accordance with the terms of the deposit agreement. The Final Dividend will be distributed in the amount of RMB4.00 (tax included) per 10 shares in cash. The undistributed profit will be carried forward to the next year. The Final Dividend is denominated and declared in Renminbi and paid to A Shareholders (including GDR Depository) in Renminbi and to H Shareholders in Hong Kong dollars.

CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The ordinary resolution on election of an independent non-executive Director of the fifth session of the Board of the Company has been approved by the Shareholders and duly passed at the AGM.

According to the newly amended *Securities Law of the PRC* (《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, Ms. AU King-chi will replace Mr. Lee Chi Ming to serve as an independent non-executive Director of the fifth session of the Board of the Company from June 22, 2021 to the end of the term of the current session of the Board. The appointment of Ms. AU King-chi shall be filed with the Jiangsu Securities Regulatory Bureau of the CSRC after being considered and approved at the general meeting.

Mr. Lee Chi Ming retired as an independent non-executive Director of the fifth session of the Board of the Company as a result of expiry of his term of office with effect from June 22, 2021. Mr. Lee Chi Ming 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. Lee Chi Ming 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 development of the Company.

Upon the retirement of Mr. Lee Chi Ming, the Audit Committee of the Board of the Company will only comprise two members, which temporarily shall not comply with the Rule 3.21 of the Listing Rules that (i) the Audit Committee shall have at least three members, (ii) the majority of its members shall be independent non-executive directors and (iii) the chairman shall be an independent non-executive director as required. The Company will appoint an appropriate person to fill the relevant vacancy as soon as practicable, in order to to comply with the relevant requirements of the Listing Rules. Further announcement will be made by the Company in relation to such appointment as and when appropriate. Save for the above, the retirement of Mr. Lee Chi Ming does not cause the number of members of the Board of the Company to fall below the statutory minimum quorum, and will not affect the normal operation of the Company and the Board of the Company.

For the biography of Ms. AU King-chi and details of other information relating to her appointment, please refer to the Company's Circular dated May 21, 2021. As of the date of this announcement, there were no changes in the biography of Ms. AU King-chi and details of other information relating to her appointment.

Huatai Securities Co., Ltd.

June 22nd, 2021