(GDR under the symbol " HTSC" )

## NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the EGM will be held by the Company at the Conference Room, Renaissance Nanjing Olympic Centre Hotel, No. 139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC on Friday, February 10, 2023 at 2:00 p.m., to consider the following issues:

### SPECIAL RESOLUTIONS

1. To consider and approve the resolution on the satisfaction of the conditions for the Rights Issue of the Company

2. To consider and approve the resolution on the Rights Issue Plan of the Company

   2.1 Class and Nominal Value of Rights Shares

   2.2 Method of Issuance

   2.3 Base, Proportion and Number of the Rights Shares to be issued

   2.4 Pricing Principles and Rights Issue Price

   2.5 Target Subscribers for the Rights Issue

   2.6 Arrangement for Accumulated Undistributed Profits Prior to the Rights Issue

   2.7 Time of Issuance

   2.8 Underwriting Methods

   2.9 Use of Proceeds Raised from the Rights Issue

   2.10 Validity Period of the Rights Issue Resolution

   2.11 Listing of the Shares and the underlying depositary receipts to be issued under the Rights Issue

3. To consider and approve the resolution on the feasibility analysis report on the use of proceeds from the Rights Issue of the Company

4. To consider and approve the resolution on the report on use of proceeds previously raised

5. To consider and approve the resolution on the risk reminder of and remedial measures to the dilution of immediate returns resulted from the Rights Issue to the existing Shareholders and the undertakings by relevant parties

6. To consider and approve the resolution on the mandate to the Board and its authorized person(s) to deal with matters related to the Rights Issue

## ORDINARY RESOLUTION

7. To consider and approve the resolution on the Shareholders' interim return plan (2023-2025)

**Information on the Resolutions**

Details of the resolutions proposed to be considered at the EGM and the recommendations made by the Directors with respect to these resolutions are set out in the circular despatched by the Company on January 6, 2023.

## DEFINITIONS

In this notice, unless the context otherwise requires, the following expressions shall have the following meanings.

| | |
|---|---|
| "A Share(s)" | domestic Shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in RMB and are listed and traded on the Shanghai Stock Exchange |
| "Articles of Association" | the articles of association of the Company, as amended, supplemented or otherwise modified from time to time |
| "Board" | the board of Directors of the Company |
| "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 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 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 |
| "Director(s)" | the director(s) of the Company |
| "EGM" | the 2023 first extraordinary general meeting of the Company to be held by the Company at the Conference Room, Renaissance Nanjing Olympic Centre Hotel, No.139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC on Friday, February 10, 2023 at 2:00 p.m. |
| "H Share(s)" | foreign Shares in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in HK$ and are listed on the Hong Kong Stock Exchange |
| "H Shareholder(s)" | holder(s) of the H Shares |

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|---|---|
| "HK$" | Hong Kong dollars, the lawful currency of Hong Kong |
| "Hong Kong" | the Hong Kong Special Administrative Region of the PRC |
| "Hong Kong Listing Rules" | the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, as amended, supplemented or otherwise modified from time to time |
| "Hong Kong Stock Exchange" | The Stock Exchange of Hong Kong Limited |
| "Latest Practicable Date" | December 30, 2022, being the latest practicable date for the purpose of ascertaining certain information contained in this notice prior to its publication |
| "PRC" or "China" | the People's Republic of China, excluding, for the purposes of this notice, Hong Kong, Macau Special Administrative Region of the PRC and Taiwan |
| "Rights Issue" | the A Share Rights Issue and/or the H Share Rights Issue |
| "Rights Issue Plan" | the A Share Rights Issue Plan and/or the H Share Rights Issue Plan |
| "Rights Issue Price" | the final subscription price for the A Rights Shares and the H Rights Shares to be offered pursuant to the Rights Issue Plan |
| "RMB" | Renminbi, the lawful currency of the PRC |
| "Share(s)" | the ordinary share(s) of RMB1.00 each in the share capital of the Company, comprising A Share(s) and H Share(s) |
| "Shareholder(s)" | holder(s) of Shares |

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

Jiangsu, the PRC, December 30, 2022

(GDR under the Symbol "HTSC")

## NOTICE OF THE 2023 FIRST A SHAREHOLDERS CLASS MEETING

**NOTICE IS HEREBY GIVEN** that the A Shareholders Class Meeting will be held by the Company at the Conference Room, Renaissance Nanjing Olympic Centre Hotel, No. 139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC on Friday, February 10, 2023 at 2:00 p.m. to consider the following issues:

### SPECIAL RESOLUTIONS

1. To consider and approve the resolution on the satisfaction of the conditions for the Rights Issue of the Company

2. To consider and approve the resolution on the Rights Issue Plan of the Company

   2.1 Class and Nominal Value of Rights Shares

   2.2 Method of Issuance

   2.3 Base, Proportion and Number of the Rights Shares to be issued

   2.4 Pricing Principles and Rights Issue Price

   2.5 Target Subscribers for the Rights Issue

   2.6 Arrangement for Accumulated Undistributed Profits Prior to the Rights Issue

   2.7 Time of Issuance

   2.8 Underwriting Methods

   2.9 Use of Proceeds Raised from the Rights Issue

   2.10 Validity Period of the Rights Issue Resolution

   2.11 Listing of the Shares and the underlying depositary receipts to be issued under the Rights Issue

3. To consider and approve the resolution on the feasibility analysis report on the use of proceeds from the Rights Issue of the Company

4. To consider and approve the resolution on the risk reminder of and remedial measures to the dilution of immediate returns resulted from the Rights Issue to the existing Shareholders and the undertakings by relevant parties

5. To consider and approve the resolution on the mandate to the Board and its authorized person(s) to deal with matters related to the Rights Issue

**Information on the Resolutions**

Details of the resolutions proposed to be considered at the A Shareholders Class Meeting and the recommendations made by the Directors with respect to these resolutions are set out in the circular despatched by the Company on January 6, 2023.

## DEFINITIONS

In this notice, unless the context otherwise requires, the following expressions shall have the following meanings.

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|---|---|
| "A Share(s)" | domestic Shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in RMB and are listed and traded on the Shanghai Stock Exchange |
| "A Shareholders Class Meeting" | the 2023 first A Shareholders class meeting of the Company to be held by the Company at the Conference Room, Renaissance Nanjing Olympic Centre Hotel, No.139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC on Friday, February 10, 2023 at 2:00 p.m. (or immediately after the conclusion of the EGM or any adjournment thereof) |
| "Articles of Association" | the articles of association of the Company, as amended, supplemented or otherwise modified from time to time |
| "Board" | the board of directors of the Company |
| "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 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 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 |
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| "EGM" | the 2023 first extraordinary general meeting of the Company to be held by the Company at the Conference Room, Renaissance Nanjing Olympic Centre Hotel, No.139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC on Friday, February 10, 2023 at 2:00 p.m. |
| "H Share(s)" | foreign Shares in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in HK$ and are listed on the Hong Kong Stock Exchange |
| "H Shareholder(s)" | holder(s) of the H Shares |
| "H Shareholders Class Meeting" | the 2023 first H Shareholders class meeting of the Company to be held by the Company at the Conference Room, Renaissance Nanjing Olympic Centre Hotel, No.139 Aoti Street, Jianye District, Nanjing, Jiangsu Province, the PRC on Friday, February 10, 2023 at 2:00 p.m. (or immediately after the conclusion of the EGM and the A Shareholders Class Meeting or any adjournment thereof) |
| "HK$" | Hong Kong dollars, the lawful currency of Hong Kong |
| "Hong Kong" | the Hong Kong Special Administrative Region of the PRC |
| "Hong Kong Listing Rules" | the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, as amended, supplemented or otherwise modified from time to time |
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| "Latest Practicable Date" | December 30, 2022, being the latest practicable date for the purpose of ascertaining certain information contained in this notice prior to its publication |
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| "Rights Issue Plan" | the A Share Rights Issue Plan and/or the H Share Rights Issue Plan |
| "Rights Issue Price" | the final subscription price for the A Rights Shares and the H Rights Shares to be offered pursuant to the Rights Issue Plan |
| "RMB" | Renminbi, the lawful currency of the PRC |
| "Share(s)" | the ordinary share(s) of RMB1.00 each in the share capital of the Company, comprising A Share(s) and H Share(s) |
| "Shareholder(s)" | holder(s) of Shares |

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

Jiangsu, the PRC, December 30, 2022