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**Join-Share 中盈盛达**

共创 共享 共成长

**Guangdong Join-Share Financing Guarantee Investment Co., Ltd.\***

**廣東中盈盛達融資擔保投資股份有限公司**

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

**(Stock Code: 1543)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 4 JUNE 2021;  
CHANGE OF REGISTERED OFFICE;  
AMENDMENTS TO ARTICLES;  
ELECTION OF DIRECTORS AND SUPERVISORS;  
CHANGE OF COMPOSITION OF BOARD COMMITTEES**

**POLL RESULTS OF THE EGM**

The Board is pleased to announce that the EGM was held at the Training Room, 5/F, Building D, Sino-European Service Center, No. 2 South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC on Friday, 4 June 2021. Save for ordinary resolutions no. 1(d) and no. 3(d), each of the ordinary resolutions and the special resolution proposed at the EGM was duly passed by way of poll.

**CHANGE OF REGISTERED OFFICE**

After approval of ordinary resolution no. 4 by the Shareholders at the EGM, the Company will apply for the registration of the change of the registered office of the Company to Room 4101-4110, Block 1, Join-Share International Financing Center, No. 31 Fuhua Road, Dongping Community, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC with the enterprise registration authority(ies). Further announcement will be made when such change becomes effective.

**AMENDMENTS TO THE ARTICLES**

After approval of special resolution no. 5 by the Shareholders at the EGM, the proposed amendments to the Articles as stated in the Circular have taken effect on 4 June 2021.

## **ELECTION OF DIRECTORS AND SUPERVISORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES**

Save that ordinary resolution no. 1(d) in relation to the re-election of Mr. Luo Zhenqing as a non-executive Director has not been passed by the Shareholders at the EGM, each of ordinary resolutions no. 1(a) to (c), 1(e) to (i) and 2(a) to (d) has been passed by the Shareholders at the EGM. The term of each of the fifth session of the Board and the fifth session of the Board of Supervisors will commence on 6 June 2021 for three years till the date of expiry of each session, which is excepted to be 5 June 2024.

Mr. Ou Weiming has been newly elected as a non-executive Director and he will act as a member of each of the Remuneration and Appraisal Committee and the Strategy Committee with effect from 6 June 2021. Mr. Wang Bo has been newly elected as an independent non-executive Director and he will act as a member of each of the Audit Committee, the Remuneration and Appraisal Committee, the Nomination Committee, the Risk Management Committee and the Strategy Committee with effect from 6 June 2021.

Mr. Liu Shu has been newly elected as a Supervisor and Mr. Chen Xin has been newly elected as an independent Supervisor with effect from 6 June 2021.

Save that ordinary resolution no. 3(d) in relation the allowance proposal of Mr. Luo Zhenqing has not been passed by the Shareholders at the EGM, each of ordinary resolutions no. 3(a) to (c) and 3(e) to (o) has been passed by the Shareholders at the EGM. The allowance proposal for the fifth session of the Board and the fifth session of the Board of Supervisors has been approved. The Company will enter into service contracts with each of the elected Directors and Supervisors accordingly.

## **CONVENING AND ATTENDANCE OF THE EGM**

References are made to the notice of the extraordinary general meeting and the circular (the “**Circular**”) of Guangdong Join-Share Financing Guarantee Investment Co., Ltd.\* (廣東中盈盛達融資擔保投資股份有限公司) (the “**Company**”) dated 14 May 2021 and the announcement of the Company dated 7 May 2021. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The EGM was held at the Training Room, 5/F, Building D, Sino-European Service Center, No. 2 South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC on Friday, 4 June 2021.

The EGM was convened by the Board and chaired by Mr. Wu Liejin, the chairman of the Board. The voting at the EGM was taken by way of poll.

The convening and holding of the EGM was in accordance with the applicable PRC laws and regulations, the Listing Rules and the articles of association of the Company.

## POLL RESULTS OF THE EGM

As at the date of the EGM, the total number of issued Shares was 1,560,792,687 Shares, comprising 1,006,429,353 Domestic Shares and 554,363,334 H Shares. Shareholders and proxies who attended the EGM held, in aggregate, 1,151,832,041 Shares in the Company with voting right, representing approximately 73.8% of the entire issued share capital of the Company as at the date of the EGM.

None of the Shareholders is required to abstain from voting on resolutions proposed at the EGM in accordance with the Listing Rules. No Shareholder who was entitled to attend the EGM was required to abstain from voting in favour of any of the resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the EGM.

Computershare Hong Kong Investor Services Limited, the Company's H Share registrar in Hong Kong, acted as the scrutineer for vote-taking at the EGM.

The poll results in respect of the resolutions were set out as follows:

ORDINARY RESOLUTIONS		Number of votes and percentage of total voting Shares at the EGM (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the re-election and the election (where applicable) of each of the following candidates as a director of the Company (the "Director(s)") for a term of three years commencing on 6 June 2021 till the date of the expiry of the 5th session of the board of Directors, which is expected to be 5 June 2024 (each of which resolutions set out below shall be considered and passed as a separate resolution):	/		
(a)	To elect and appoint Mr. Wu Liejin (吳列進) as an executive Director;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(b)	To elect and appoint Mr. Zhang Minming (張敏明) as a non-executive Director;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(c)	To elect and appoint Mr. Li Shen Hua (李深華) as a non-executive Director;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(d)	To elect and appoint Mr. Luo Zhenqing (羅振清) as a non-executive Director;	526,831,172 (45.738541%)	625,000,869 (54.261459%)	0 —
(e)	To elect and appoint Mr. Zhao Wei (趙偉) as a non-executive Director;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(f)	To elect and appoint Mr. Ou Weiming (歐偉明) as a non-executive Director;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(g)	To elect and appoint Mr. Wu Xiangneng (吳向能) as an independent non-executive Director;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(h)	To elect and appoint Mr. Leung Hon Man (梁漢文) as an independent non-executive Director;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(i)	To elect and appoint Mr. Wang Bo (王波) as an independent non-executive Director;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —

ORDINARY RESOLUTIONS		Number of votes and percentage of total voting Shares at the EGM (%)		
		FOR	AGAINST	ABSTAIN
2.	To consider and approve the re-election and the election (where applicable) of each of the following candidates as a supervisor of the Company (the “Supervisor(s)”) for a term of three years commencing on 6 June 2021 till the date of the expiry of the 5th session of the board of Supervisors, which is expected to be 5 June 2024 (each of which resolutions set out below shall be considered and passed as a separate resolution):	/		
(a)	To elect and appoint Mr. Li Qi (李琦) as a Supervisor;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(b)	To elect and appoint Mr. Liu Shu (劉樹) as a Supervisor;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(c)	To elect and appoint Mr. Chen Xin (陳新) as an independent Supervisor;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(d)	To elect and appoint Mr. Zhong Jian (鍾堅) as an independent Supervisor;	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
3.	To consider and approve the allowance proposal for the fifth session of Directors and the fifth session of Supervisors as described in the circular of the Company dated 14 May 2021 (each of the following resolutions will be considered and approved as a separate resolution):	/		
(a)	Wu Liejin	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(b)	Zhang Minming	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(c)	Li Shen Hua	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(d)	Luo Zhenqing	526,831,172 (45.738541%)	625,000,869 (54.261459%)	0 —
(e)	Zhao Wei	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(f)	Ou Weiming	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(g)	Wu Xiangneng	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(h)	Leung Hon Man	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(i)	Wang Bo	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(j)	Li Qi	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(k)	Liu Shu	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(l)	Chen Xin	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(m)	Zhong Jian	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(n)	Liang Yi	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
(o)	Huang Yuzhen	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —

ORDINARY RESOLUTIONS		Number of votes and percentage of total voting Shares at the EGM (%)		
		FOR	AGAINST	ABSTAIN
4.	To consider and approve the change of registered office of the Company to Room 4101-4110, Block 1, Join-Share International Financing Center, No. 31 Fuhua Road, Dongping Community, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC.	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —
SPECIAL RESOLUTION		FOR	AGAINST	ABSTAIN
5.	To consider and approve the proposed amendments of the articles of association of the Company as described in the circular of the Company dated 14 May 2021.	1,151,832,041 (100.000000%)	0 (0.000000%)	0 —

Save for ordinary resolutions no. 1(d) and no. 3(d), more than 50% of the votes were cast in favour of the ordinary resolutions no. 1 to no. 4 proposed at the EGM. Accordingly, each of the ordinary resolutions no. 1(a) to (c), no. 1(e) to (i), no. 2, no. 3(a) to (c), no. 3(e) to (o) and no. 4 proposed at the EGM were duly passed.

As more than two-thirds of the votes were cast in favour of the special resolution no. 5 proposed at the EGM, the special resolution no. 5 proposed at the EGM was duly passed.

#### **CHANGE OF REGISTERED OFFICE**

After approval of ordinary resolution no. 4 by the Shareholders at the EGM, the Company will apply for the registration of the change of the registered office of the Company to Room 4101-4110, Block 1, Join-Share International Financing Center, No. 31 Fuhua Road, Dongping Community, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC with the enterprise registration authority(ies). Further announcement will be made when such change becomes effective.

#### **AMENDMENTS TO THE ARTICLES**

After approval of special resolution no. 5 by the Shareholders at the EGM, the proposed amendments to the Articles as stated in the Circular have taken effect on 4 June 2021.

#### **ELECTION OF DIRECTORS AND CHANGE OF COMPOSITION OF BOARD COMMITTEES**

Save that Mr. Luo Zhenqing has not been re-elected by the Shareholders at the EGM as a non-executive Director, (i) Mr. Wu Liejin has been re-elected as an executive Director; (ii) Mr. Zhang Minming, Mr. Li Shen Hua, Mr. Zhao Wei and Mr. Ou Weiming have been re-elected or elected as non-executive Directors; and (iii) Mr. Wu Xiangneng, Mr. Leung Hon Man and Mr. Wang Bo have been re-elected or elected as independent non-executive Directors for the fifth session of the Board. The term of the fifth session of the Board will commence on 6 June 2021 for three years till the date of expiry of such session, which is excepted to be 5 June 2024.

Mr. Ou Weiming has been newly elected as a non-executive Director and he will act as a member of each of the remuneration and appraisal committee (the “**Remuneration and Appraisal Committee**”) and the strategy committee (the “**Strategy Committee**”) of the Board. Mr. Wang Bo has been newly elected as an independent non-executive Director and he will act as a member of each of the audit committee (the “**Audit Committee**”), the Remuneration and Appraisal Committee, the Nomination Committee, the risk management committee (the “**Risk Management Committee**”) and the Strategy Committee of the Board.

Following their appointments with effect from 6 June 2021,

- (i) the Audit Committee will comprise Mr. Wu Xiangneng (Chairman), Mr. Li Shen Hua, Mr. Leung Hon Man and Mr. Wang Bo;
- (ii) the Remuneration and Appraisal Committee will comprise Mr. Leung Hon Man (Chairman), Mr. Ou Weiming, Mr. Wu Xiangneng and Mr. Wang Bo;
- (iii) the Nomination Committee will comprise Mr. Wu Liejin (Chairman), Mr. Zhao Wei, Mr. Wu Xiangneng, Mr. Leung Hon Man and Mr. Wang Bo;
- (iv) the Risk Management Committee will comprise Mr. Zhang Minming (Chairman), Mr. Wu Liejin, Mr. Li Shen Hua, Mr. Wu Xiangneng and Mr. Wang Bo; and
- (v) the Strategy Committee will comprise Mr. Wu Liejin (Chairman), Mr. Zhang Minming, Mr. Zhao Wei, Mr. Ou Weiming and Mr. Wang Bo.

With regard to the resolutions in relation the appointment of Luo Zhenqing (羅振清) (“**Mr. Luo**”) as a Director of the Company and his Director’s allowance proposal not being passed at the EGM, the Company was informed that on 20 January 2020, pursuant to the “Approval of Foshan Municipal People’s Government on the Transfer of Foshan Financial Investment Holdings Co., Ltd. (Fo Fu Han [2019] No. 9)” (《佛山市人民政府關於劃轉佛山市金融投資控股有限公司的批覆》(佛府函[2019]9號)), the 133th meeting of standing committee of the 12th Session Meeting of Municipal Standing Committee of Foshan\* (佛山市委十二屆第133次常委會會議) and the 55th meeting of standing committee of the 15th Session Meeting of the Municipal Government\* (十五屆市政府第55次常務會議) considered and approved the transfer of part of equity interest in Foshan Financial Investment Holdings Co., Ltd.\* (佛山市金融投資控股有限公司) (“**Foshan Financial**”), a subsidiary under Foshan State-Owned Assets Supervision and Administration Commission and a substantial Shareholder, to Foshan Finance Bureau\* (佛山市財政局), which shall perform the duties of making capital contribution. Due to the aforesaid change of Foshan Financial, the appointment of Mr. Luo, a director candidate, as a Director of the Company is subject to the internal approval of Foshan Finance Bureau. As Mr. Luo had not obtained such approval on the date of the EGM on 4 June 2021, Foshan Financial did not vote in favour of the resolutions in relation the re-election of Mr. Luo as a Director and his Director’s allowance proposal at the EGM.

According to the Articles, the Board shall consist of nine directors. As Mr. Luo was not re-elected as a Director, the Board will nominate a director candidate and convene a general meeting to elect a new non-executive Director as soon as possible. Given that Mr. Luo, who was appointed as a non-executive Director on 6 June 2018, has relevant experience as a non-executive Director and has always been diligent and committed to his duty during his tenure of office, the Company may consider nominating Mr. Luo for re-election as a non-executive Director after he obtained the aforesaid approval.

Mr. Luo confirms that he has no disagreement with the Board and there are no other matters regarding his retirement as a Director with effective on 6 June 2021 that need to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to thank Mr. Luo for his contributions and support rendered to the Company during his term of office.

### **ELECTION OF SUPERVISORS**

After approval of ordinary resolutions no. 2(a) to (d) by the Shareholders at the EGM, (i) Mr. Li Qi and Mr. Liu Shu have been re-elected or elected as Supervisors; and (ii) Mr. Chen Xin and Mr. Zhong Jian have been re-elected or elected as independent Supervisors for the fifth session of the Board of Supervisors. The fifth session of the Board of Supervisors is comprised of the aforesaid re-elected or elected Supervisors at the EGM and Mr. Liang Yi and Ms. Huang Yu Zhen, who were re-elected as employee representative supervisors at the employee representative meeting of the Company on 6 May 2021. The term of the fifth session of the Board of Supervisors will commence on 6 June 2021 for three years till the date of expiry of such session, which is excepted to be 5 June 2024.

### **REMUNERATION OF ELECTED DIRECTORS AND SUPERVISORS**

Save that ordinary resolution no. 3(d) in relation the allowance proposal of Mr. Luo Zhenqing has not been passed by the Shareholders at the EGM, each of ordinary resolutions no. 3(a) to (c) and 3(e) to (o) has been passed by the Shareholders at the EGM. The allowance proposal for the fifth session of the Board and the fifth session of the Board of Supervisors has been approved. The Company will enter into service contracts with each of the elected Directors and Supervisors accordingly.

By order of the Board  
**Guangdong Join-Share Financing Guarantee Investment Co., Ltd.\***  
**Wu Liejin**  
*Chairman*

Foshan, the PRC, 4 June 2021

*As of the date of this announcement, the executive director of the Company is Mr. Wu Liejin (Chairman); the non-executive directors of the Company are Mr. Zhang Minming, Mr. Li Shen Hua, Mr. Luo Zhenqing, Mr. Zhao Wei and Mr. Zhang Deben and the independent non-executive directors of the Company are Mr. Wu Xiangneng, Mr. Leung Hon Man and Mr. Liu Heng.*

*\* For identification purpose only*