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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)

NOTICE OF THE 2017 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2017 annual general meeting (the “**AGM**”) of Guangdong Join-Share Financing Guarantee Investment Co., Ltd. (the “**Company**”) will be held at 5/F, Building D, Sino-European Service Center, South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong, the PRC on Wednesday, 6 June 2018 at 3 p.m., for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the report of the board (the “**Board**”) of directors (the “**Director(s)**”) of the Company for the year ended 31 December 2017;
2. To consider and approve the report of the board (the “**Board of Supervisors**”) of supervisors (the “**Supervisor(s)**”) of the Company for the year ended 31 December 2017;
3. To consider and approve the audited financial statements and the report of the auditors of the Company for the year ended 31 December 2017;
4. To consider and approve the profit distribution plan and the dividend distribution plan for the year ended 31 December 2017;
5. To consider and approve the proposal for the budget of the Company for the year ending 31 December 2018;

6. To consider and approve the re-election (where applicable) and appointment of each of the following Directors for a term of three years commencing on 6 June 2018 till the date of the expiry of the 4th session of the Board, which is expected to be 5 June 2021 (each of which resolutions set out below in respect of the re-election or appointment of each proposed Director shall be considered and passed as a separate resolution at the AGM):
- (a) to elect and appoint Mr. Wu Liejin as an executive Director;
 - (b) to elect and appoint Mr. Zhang Minming as a non-executive Director;
 - (c) to elect and appoint Ms. Gu Lidan as a non-executive Director;
 - (d) to elect and appoint Mr. Huang Guoshen as a non-executive Director;
 - (e) to elect and appoint Mr. Zhang Deben as a non-executive Director;
 - (f) to elect and appoint Mr. Luo Zhenqing as a non-executive Director;
 - (g) to elect and appoint Mr. Wu Xiangneng as an independent non-executive Director;
 - (h) to elect and appoint Mr. Leung Hon Man as an independent non-executive Director; and
 - (i) to elect and appoint Mr. Liu Heng as an independent non-executive Director.
7. To consider and approve the re-election (where applicable) and appointment of each of the following Supervisors for a term of three years commencing on 6 June 2018 till the date of the expiry of the 4th session of the Board of Supervisors, which is expected to be 5 June 2021 (each of which resolutions set out below in respect of the re-election or appointment of each proposed Supervisor shall be considered and passed as a separate resolution at the AGM):
- (a) to elect and appoint Mr. Li Qi as a Supervisor;
 - (b) to elect and appoint Ms. Feng Qunying as a Supervisor;
 - (c) to elect and appoint Mr. Liao Zhenliang as an independent Supervisor; and
 - (d) to elect and appoint Mr. Zhong Jian as an independent Supervisor.

8. To consider and approve the reappointment of KPMG as the Company's auditor and to authorise the Board to fix its remuneration for the year ending 31 December 2018.

A circular containing the details of the above resolutions will be despatched to the Shareholders of the Company (the "Shareholders") as soon as practicable.

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

Foshan, the PRC, 19 April 2018

Notes:

1. In order to determine the shareholders' eligibility to attend the AGM, the register of members of the Company will be closed from Monday, 7 May 2018 to Wednesday, 6 June 2018, both days inclusive, during which no transfer of shares will be registered. Only shareholders of the Company whose names appear on the register of members of the Company on Wednesday, 6 June 2018 or their proxies or duly authorised corporate representatives are entitled to attend the AGM. In order to qualify for attending and voting at the AGM, all properly completed transfer documents accompanied with relevant share certificates must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares), or the Company's registered office in the PRC at Unit 2202–2212, 22/F, Chuangye Building, No. 215 Fenjiang Middle Road, Foshan, Guangdong, the PRC (for holders of domestic shares) not later than 4:30 p.m. on Friday, 4 May 2018.
2. A Shareholder entitled to attend and vote at the AGM may appoint one or more person (whether he/she is a Shareholder or not) to attend and vote at the same on his or her behalf.
3. The instrument appointing a proxy must be in writing and signed by a Shareholder or his duly authorized attorney. If the Shareholder is a corporation, such instrument must be either under its common seal or duly signed by its legal representative, director(s) or duly authorized attorney(s).
4. Shareholders who intend to attend the AGM by proxy should complete the proxy form. For holders of H shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong and for holders of domestic shares, the proxy form should be returned to the Company's registered office in the PRC at Unit 2202–2212, 22/F, Chuangye Building, No. 215 Fenjiang Middle Road, Foshan, Guangdong, the PRC, in person or by post not less than 24 hours before the time fixed for holding the AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending the AGM or any adjournment thereof and voting in person.
5. Shareholders who intend to attend the AGM in person or by proxy should return the reply slip (for holders of H shares) to Computershare Hong Kong Investor Services Limited or the Company's registered office in the PRC (for holders of domestic shares) on or before Thursday, 17 May 2018.

6. Shareholders or their proxies shall provide their identity documents when attending the AGM.
7. The AGM is expected to last for less than half a day. Shareholders (in person or by proxy) attending this AGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending this AGM shall present their identity certifications.
8. In case of joint holders of a share, any one of such holders is entitled to vote at the meeting either in person or by proxy for such share, as if he/she is the only one entitled to do so among the joint holders. However, only the vote of the person whose name stands first on the register of members in respect of such share shall be accepted if more than one joint holder attend the meeting personally or by proxy.
9. The resolutions as set out above are required to be determined by way of poll under the Rules Governing the Listing of the Securities on The Stock Exchange of Hong Kong Limited.
10. The contact information of the Company is as follows:

Contact person: Mr. Zheng Zhengqiang/Ms. Song Mian

Contact Tel: (86) 186 8880 7052/(86) 139 2543 3921

As of the date of this notice, the executive Director of the Company is Mr. Wu Liejin (Chairman); the non-executive Directors of the Company are Mr. Zhang Minming, Ms. Gu Lidan, Ms. Wu Yanfen and Mr. Huang Guoshen; and the independent non-executive Directors of the Company are Mr. Wu Xiangneng, Mr. Leung Hon Man and Mr. Liu Heng.

* *For identification purposes only*