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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 2018 ANNUAL GENERAL MEETING;
PAYMENT OF THE 2018 FINAL DIVIDEND**

The AGM of the Company was held at Rose Room, 2/F, International Meeting Centre, Building G, Sino-European Service Centre, No. 2 South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC on Thursday, 6 June 2019 and all the resolutions set out below were duly passed by way of poll.

The 2018 Final Dividend will be paid in cash on Tuesday, 30 July 2019 to the Shareholders whose names appear on the register of members of the Company on Wednesday, 19 June 2019. The 2018 Final Dividend represents a cash dividend of RMB0.054 (before considering any tax effect) per Share.

CONVENING AND ATTENDANCE OF THE AGM

The 2018 annual general meeting (the “AGM”) of Guangdong Join-Share Financing Guarantee Investment Co., Ltd. (the “Company”) was held at Rose Room, 2/F, International Meeting Centre, Building G, Sino-European Service Centre, No. 2 South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC on Thursday, 6 June 2019 at 2:30 p.m..

Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the notice of the AGM of the Company dated 17 April 2019 (the “AGM Notice”).

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

The convention of the AGM was in compliance with the requirements of the applicable PRC laws and regulations, the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited and the articles of association of the Company.

To the best knowledge, information and belief of the Board, no shareholder of the Company (the “**Shareholder**”) has indicated its intention to vote against the resolutions or to abstain from voting at the AGM. There was no restriction on any Shareholder casting votes on any of the resolutions at the AGM and no Shareholder was required to abstain from voting at the AGM.

POLL RESULTS OF THE AGM

As at the date of the AGM, the total number of issued shares in the Company (the “**Shares**”) and Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM was 1,560,792,687, comprising 1,006,429,353 domestic shares (the “**Domestic Shares**”) and 554,363,334 H shares (the “**H Shares**”). Shareholders and proxies who attended the AGM held, in aggregate, 1,327,004,665 Shares in the Company with voting right, representing approximately 85.0% of the entire issued share capital of the Company as at the date of the AGM.

At the AGM, the following resolutions were considered and passed by way of poll by Shareholders and their proxies. The poll results were set out as follows:

Ordinary Resolutions		Number of votes and percentage of the total voting shares at the AGM (%)		
		For	Against	Abstain
1.	To consider and approve the report of the Board for the year ended 31 December 2018.	1,327,004,665 (100.000000%)	0 (0.000000%)	0 —%
2.	To consider and approve the report of the board of supervisors of the Company for the year ended 31 December 2018.	1,327,004,665 (100.000000%)	0 (0.000000%)	0 —%
3.	To consider and approve the audited financial statements and the report of the auditors of the Company for the year ended 31 December 2018.	1,327,004,665 (100.000000%)	0 (0.000000%)	0 —%
4.	To consider and approve the profit distribution plan and the dividend distribution plan for the year ended 31 December 2018.	1,327,004,665 (100.000000%)	0 (0.000000%)	0 —%
5.	To consider and approve the proposal for the budget of the Company for the year ending 31 December 2019. The Company has budgeted approximately 33.3% of the total forecast revenue for the year ending 31 December 2019 to focus on providing credit-based financing solutions to small and medium-sized enterprises to satisfy their financing and business needs, the breakdown of which is set out below: (i) approximately 31% of the total forecast revenue will be utilised for operation; (ii) approximately RMB1.0 million will be utilised for the operation of the Board and the board of supervisors of the Company; (iii) approximately RMB1.0 million will be utilised for optimising the organisation of the Group; and (iv) approximately RMB6.0 million will be utilised for maintaining the listing status of the Company which involves, among others, the engagement of legal counsels and auditors.	1,327,004,665 (100.000000%)	0 (0.000000%)	0 —%
6.	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 2019.	1,327,004,665 (100.000000%)	0 (0.000000%)	0 —%

As more than 50% of the votes were cast in favour of the above ordinary resolutions Nos. 1 to 6, all these ordinary resolutions were duly passed.

The Company's H Share registrar, Computershare Hong Kong Investor Services Limited, was appointed by the Company as the scrutineer of the AGM.

PAYMENT OF 2018 FINAL DIVIDEND

As the resolution No. 4 regarding the profit distribution plan and the dividend distribution plan was approved at the AGM, the Board is pleased to announce that the following details regarding the payment of the final dividend for the year ended 31 December 2018 (the "**2018 Final Dividend**") to the Shareholders:

The 2018 Final Dividend will be paid in cash on Tuesday, 30 July 2019 to the Shareholders whose names appear on the register of members of the Company on Wednesday, 19 June 2019. The 2018 Final Dividend representing a cash dividend of RMB0.054 (before considering any tax effect) per Share is to be distributed amounting to, in aggregate, RMB84,282,805.10 based on the total share capital of 1,560,792,687 Shares at the end of 2018. Such dividend will be paid to holders of Domestic Shares in RMB and to those of H Shares in Hong Kong dollars as converted based on the average median exchange rate of RMB against Hong Kong dollar (i.e. RMB0.878694 = HK\$1) published by the People's Bank of China for the five consecutive business days immediately before the date of the AGM. Accordingly, the 2018 Final Dividend payable per H Share is HK\$0.06145 (before considering any tax effect).

For the purpose of determining the Shareholders' entitlement to the 2018 Final Dividend, the register of members of the Company for H Shares will be closed from Friday, 14 June 2019 to Wednesday, 19 June 2019 (both days inclusive), during which no transfer of H Shares will be registered. To be qualified for the 2018 Final Dividend, 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 office in the PRC at 5/F, Building D, Sino-European Service Centre, South Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC (for holders of domestic shares) not later than 4:30 p.m. on Thursday, 13 June 2019.

The Company has appointed Computershare Hong Kong Trustees Limited as the receiving agent (the "**Receiving Agent**") in Hong Kong which will receive the 2018 Final Dividend declared from the Company on behalf of the holders of H Shares. The 2018 Final Dividend will be paid by the Receiving Agent and the relevant cheques will be posted by the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, by ordinary mail to the holders of H Shares whose names appear on the Company's register of members in respect of H Shares as at the record date (i.e. 19 June 2019) at their own risk on Tuesday, 30 July 2019.

Matters in relation to the final dividend and income tax withheld in respect of dividends to be received by overseas non-resident individual/enterprise Shareholders:

Pursuant to the PRC laws and regulations, including but not limited to the PRC Individual Income Tax Law (《中華人民共和國個人所得稅法》), the Implementation Regulations of the PRC Individual Income Tax Law (《中華人民共和國個人所得稅法實施條例》), the Administrative Measures of the State Administration of Taxation on Tax Convention Treatment for Non-resident Taxpayers (No. 60 of the Announcement of the State Administration of Taxation for 2015) (《國家稅務總局非居民納稅人享受稅收協定待遇管理辦法》) (國家稅務總局公告2015年第60號), the Notice of the State Administration of Taxation on the Questions Concerning the Levy and Administration of Individual Income Tax After the Repeal of Guo Shui Fa [1993] No. 45 (Guo Shui Han [2011] No. 348) (《國家稅務總局關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》) (國稅函[2011]348號)), the Company shall, as a withholding agent, withhold and pay individual income tax for the individual holders of H shares in respect of the dividend to be distributed to them. However, the individual holders of H shares may be entitled to certain tax preferential treatments pursuant to the tax treaties between the PRC and the countries (regions) in which the individual holders of H shares are domiciled and the tax arrangements between the PRC, Hong Kong or Macau. For individual holders of H shares in general, the Company will withhold and pay individual income tax at the rate of 10% on behalf of the individual holders of H shares in the distribution of the dividend. However, the tax rates applicable to individual holders of H shares overseas may vary depending on the tax treaties between the PRC and the countries (regions), in which the individual holders of H shares are domiciled, and the Company will withhold and pay individual income tax on behalf of the individual holders of H shares in the distribution of the dividend accordingly.

For non-resident enterprise holders of H shares, i.e., any Shareholders who hold the Company's shares in the name of non-individual shareholders, including but not limited to HKSCC Nominee Limited, other nominees, trustees, or holders of H shares registered in the name of other groups and organisations, the Company will withhold and pay the enterprise income tax at the tax rate of 10% for such holders of H shares pursuant to the Notice of the State Administration of Taxation on the Issues Concerning Withholding the Enterprises Income Tax on the Dividends Paid by Chinese Resident Enterprises to H Share Holders Who Are Overseas Non-resident Enterprises (Guo Shui Han [2008] No. 897) (《國家稅務總局關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》) (國稅函 [2008]897號)). Should the holders of H shares of the Company have any doubt in relation to the aforesaid arrangements, they are recommended to consult their tax advisors for relevant tax impact in the PRC, Hong Kong and other countries (regions) on the possession and disposal of the H shares of the Company.

Shareholders should read this item carefully, if anyone would like to change the identity of the Shareholder, please enquire about the relevant procedures with the nominees or trustees. The Company is neither obligated nor responsible for ascertaining the identity of the Shareholders and will strictly comply with the relevant laws on withholding enterprise income taxes in accordance with the records of the register of members of H Shares as at the record date (i.e. 19 June 2019), and will not entertain any requests in relation to any delay or error in ascertaining the identity of the Shareholders.

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

Foshan, the PRC, 6 June 2019

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

* *For identification purpose only*