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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)

DISCLOSEABLE TRANSACTION IN RELATION TO THE PROVISION OF GUARANTEE

THE GUARANTEE

On 17 August 2022, the Company (as guarantor) and GD Tengyue (as warrantee) entered into the Maximum Guarantee Service Agreement pursuant to which the Company agrees to provide the Guarantee for the Maximum Guarantee Limit of RMB400 million. The services fee for each individual provision of Guarantee by the Company shall be agreed under separate guarantee service agreement to be entered into between the Company and GD Tengyue, but in any event shall not exceed 8% of the guaranteed amount per annum.

REASONS FOR AND BENEFITS OF THE PROVISION OF GUARANTEE

GD Tengyue has grade one general construction contractor qualification, and has great demand of letters of guarantee as it has taken up construction business all over the PRC. The Directors expect that the provision of the Guarantee shall be beneficial to the business cooperation with GD Tengyue, and such cooperation with GD Tengyue will also raise the Company's brand influence in the PRC.

Taking into account the above, the Directors, including the independent non-executive Directors, are of the view that the Maximum Guarantee Service Agreement was entered into in the ordinary and usual course of business of the Company and consider that the terms of the Maximum Guarantee Service Agreement are on normal commercial terms and are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio (as defined in Rule 14.07 of the Listing Rules) of the provision of the Guarantee contemplated under the Maximum Guarantee Service Agreement exceeds 5% but is less than 25%, the provision of the Guarantee contemplated under the Maximum Guarantee Service Agreement constitutes a discloseable transaction of the Company and therefore, is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

INTRODUCTION

On 17 August 2022, the Company (as guarantor) and GD Tengyue (as warrantee) entered into the Maximum Guarantee Service Agreement pursuant to which the Company agrees to provide the Guarantee for the Maximum Guarantee Limit of RMB400 million.

THE MAXIMUM GUARANTEE SERVICE AGREEMENT

The principal terms of the Maximum Guarantee Service Agreement are set out as follows:

- Date : 17 August 2022
- Parties : (a) The Company, as guarantor; and
(b) GD Tengyue, as warrantee
- Service term of the Guarantee : From 17 August 2022 to 16 August 2025 (“**Service Term**”)
- Guarantee : During the Service Term, upon written application by GD Tengyue, the Company shall provide the Guarantee for the Maximum Guarantee Limit of RMB400 million to GD Tengyue in favour of the relevant beneficiary(ies) for its construction business needs.

During the Service Term and within the Maximum Guarantee Limit, GD Tengyue is entitled to reuse the guarantee amount. For each individual guarantee, GD Tengyue shall enter into a separate guarantee service agreement with the Company.

The Company intends to fund such Guarantee obligations, if any, by the Group’s internal resources.

Service fee : The services fee for each individual provision of Guarantee by the Company shall be agreed under separate guarantee service agreement to be entered into between the Company and GD Tengyue, but in any event shall not exceed 8% of the guaranteed amount per annum. The service fee of each individual provision of the Guarantee will be determined after considering (i) the risk level of the specific project; and (ii) the amount of the Guarantee.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, GD Tengyue and its ultimate beneficial owner are third parties independent of the Company and its connected persons.

INFORMATION OF GD TENGYUE

GD Tengyue is a limited liability company incorporated in the PRC with a registered capital of RMB5.2 billion. GD Tengyue is wholly owned by Guangdong Yaokang Investment Co., Ltd.* (廣東耀康投資有限公司), which is an indirect wholly-owned subsidiary of the Country Garden Holdings Company Limited, a company incorporated in the Cayman Islands with limited liability, whose shares are listed on the Main Board of the Stock Exchange (stock code: 2007), and its ultimate beneficial owner is Ms. Yang Huiyan. GD Tengyue has grade one general construction contractor qualification, and its principal business includes general construction contracting services.

INFORMATION OF THE COMPANY

The Company is a financial guarantee services provider in the PRC. It is principally engaged in the provision of (i) guarantees on behalf of SMEs and individual business proprietors to guarantee the repayment of their loans or performance of their certain contractual obligations, (ii) entrusted loans for SMEs and individual business proprietors, and (iii) micro-lending for SMEs, individual business proprietors and individuals.

REASONS FOR AND BENEFITS OF THE PROVISION OF GUARANTEE

GD Tengyue has grade one general construction contractor qualification, and has great demand of letters of guarantee as it has taken up construction business all over the PRC. The Directors expect that the provision of the Guarantee shall be beneficial to the business cooperation with GD Tengyue, and such cooperation with GD Tengyue will also raise the Company's brand influence in the PRC.

Taking into account the above, the Directors, including the independent non-executive Directors, are of the view that the Maximum Guarantee Service Agreement was entered into in the ordinary and usual course of business of the Company and consider that the

terms of the Maximum Guarantee Service Agreement are on normal commercial terms and are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio (as defined in Rule 14.07 of the Listing Rules) of the provision of the Guarantee contemplated under the Maximum Guarantee Service Agreement exceeds 5% but is less than 25%, the provision of the Guarantee contemplated under the Maximum Guarantee Service Agreement constitutes a discloseable transaction of the Company and therefore, is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

The following terms have the following meanings in this announcement unless the context otherwise requires:

“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors of the Company
“Company”	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 limited company incorporated in the PRC and the H Shares of which are listed on the Stock Exchange
“connected persons(s)”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“GD Tengyue”	Guangdong Tengyue Construction Engineering Co., Ltd.* (廣東騰越建築工程有限公司), a company incorporated under the laws of the PRC with limited liability
“Guarantee”	the guarantee(s) to be provided by the Company pursuant to the Maximum Guarantee Service Agreement
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“Maximum Guarantee Limit”	a maximum guarantee limit of RMB400 million as agreed under the Maximum Guarantee Service Agreement

“Maximum Guarantee Service Agreement”	the maximum guarantee limit service agreement dated 17 August 2022 and entered into between the Company and GD Tengyue in relation to the provision of the Guarantee
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the holder(s) of share(s) of the Company
“SMEs”	small and medium enterprises
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

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

Foshan, the PRC, 17 August 2022

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, Mr. Li Shen Hua, Mr. Luo Zhenqing, Mr. Zhao Wei and Mr. Ou Weiming; and the independent non-executive Directors are Mr. Wu Xiangneng, Mr. Leung Hon Man and Mr. Wang Bo.

* *for identification purpose only*