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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)

**PROPOSED CHANGE OF REGISTERED OFFICE,
PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION,
NOMINATION OF DIRECTORS AND SUPERVISORS,
RE-ELECTION OF EMPLOYEE REPRESENTATIVE SUPERVISORS
AND
PROPOSED DIRECTORS AND SUPERVISORS' ALLOWANCE**

This announcement is made by 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**”, together with subsidiaries, the “**Group**”) in relation to (i) the proposed change of the registered office of the Company; (ii) the proposed amendments to the articles of association of the Company (the “**Articles**”); (iii) the nomination of the candidates for the fifth session of the board (the “**Board**”) of directors (the “**Director(s)**”) and the board (the “**Board of Supervisors**”) of supervisors (the “**Supervisor(s)**”) of the Company and the re-election of employee representative Supervisors; and (iv) the proposed allowances for the fifth session of the Board and Board of Supervisors.

(I) PROPOSED CHANGE OF REGISTERED OFFICE

The Board proposed to change 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. Such change will be submitted to the shareholders of the Company (the “**Shareholder(s)**”) for consideration and approval at the forthcoming extraordinary general meeting of the Company (the “**EGM**”) and the Company will apply for the registration of such change with the enterprise registration authority(ies). The final change is subject to the registration information approved by the enterprise registration authority(ies). The principal place of business in Hong Kong and the PRC of the Company, as well as the website of the Company remain unchanged.

(II) PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION

In light of the abrogation of the Interim Measures for the Post-holding Qualifications of Directors, Supervisors, and Senior Management of Financing Guarantee Companies* (《融資性擔保公司董事、監事、高級管理人員任職資格管理暫行辦法》) and other regulations, as well as in accordance with the provisions under the relevant laws, regulations, rules, and normative documents, including the Company Law of the People's Republic of China (the “**Company Law**”), the Board, after taking into account the Company's actual situations and needs, proposed the amendments to several provisions of the Articles. The proposed amendments are subject to consideration and approval by the Shareholders at the EGM.

Details of the proposed amendments to the Articles are set out as below:

Article No.	Existing Articles	Revised Articles	Basis for the Amendments
Article 3	The address of the Company: Unit 2202-2212, 22/F, Chuangye Building, No.215 Fenjiang Middle Road, Foshan, Guangdong, PRC Zip: 528000 Telephone: 86-757-83303189 Fax: 86-757- 83200228	The address of the Company: 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 Zip: 528000 Telephone: 86-757-83303189 Fax: 86-757- 83200228	Article 81 of the Company Law Article 3 of the Mandatory Provisions for the Articles of Association of the Companies to be Listed Overseas (《到境外上市公司章程必備條款》) issued on 27 August 1994 by the State Council Securities Policy Committee and the State Commission for Restructuring the Economic System of the PRC (the “ Mandatory Provisions ”)

Article No.	Existing Articles	Revised Articles	Basis for the Amendments
Article 93	<p>The list of candidates for directors shall be submitted to the general meeting in the form of motion for approval. The board of directors should inform the shareholders of the resume and basic profiles of the director candidates by way of an announcement.</p> <p>Candidates for directors shall be nominated by the preceding session of the board of directors and shareholders individually or jointly holding more than 5% of the issued voting shares in the Company for more than one year. The proportion of directors individually or jointly nominated by any shareholders shall not exceed such shareholder's shareholding, individually or jointly, in the Company.</p> <p>Any person appointed by the directors of the current session to fill the casual vacancy due to a director's resignation during his term of office and shall hold office until the following annual general meeting of the Company, and shall then be eligible for re-election.</p> <p>The nominator shall submit altogether a written nomination, resume of the candidate and written consent of the nominee to the board of directors ten days prior to the general meeting. The board of directors, after taken into consideration, shall announce the director candidates to be elected in the general meeting.</p> <p>Provided that the relevant laws and administrative regulations are observed, a director whose term of office has not yet expired may be removed in general meeting by way of ordinary resolution (but the right to lodge a claim under any contract is not affected).</p>	<p>The list of candidates for directors shall be submitted to the general meeting in the form of motion for approval. The board of directors should inform the shareholders of the resume and basic profiles of the director candidates by way of an announcement.</p> <p>Candidates for directors shall be nominated by the preceding session of the board of directors and shareholders individually or jointly holding more than 5% of the issued voting shares in the Company for more than one year. The proportion of directors individually or jointly nominated by any shareholders shall not exceed such shareholder's shareholding, individually or jointly, in the Company.</p> <p>Any person appointed by the directors of the current session to fill the casual vacancy due to a director's resignation during his term of office and shall hold office until the following annual general meeting of the Company, and shall then be eligible for re-election.</p> <p>The shareholder nominator shall submit altogether a written nomination, resume of the candidate and written consent of the nominee to the board of directors ten days prior to the general meeting. The board of directors, after taken into consideration, shall announce the director candidates to be elected in the general meeting.</p>	<p>Rule 4(3) of Appendix 3 of the Rules Governing the Listing of Securities (the "Listing Rules") of the Stock Exchange of Hong Kong Limited (the "Stock Exchange")</p> <p>Article 109 of the Company Law Article 87 of the Mandatory Provisions Article 19 of the Guidelines for the Corporate Governance of Financing Guarantee (《融資性擔保公司公司治理指引》)(Yin Jian Fa [2010] No. 99) promulgated by the China Banking Regulatory Commission dated 25 November 2010</p>
Article 103	<p>The chairman shall be a director of the Company and shall be elected or dismissed by more than a two-thirds of all the directors. The chairman shall serve a term of three years, and is eligible for re-election. The chairman who is the legal representative shall not serve on party and government organs.</p>	<p>The chairman shall be a director of the Company and shall be elected or dismissed by more than half of all the directors. The chairman shall serve a term of three years, and is eligible for re-election. The chairman who is the legal representative shall not serve on party and government organs.</p>	

Article No.	Existing Articles	Revised Articles	Basis for the Amendments
Article 106	<p>The board meetings should be convened by the chairman of the board and held at least 4 times a year at approximately quarterly intervals. Notice and relevant documents of board meetings should be given to all directors and supervisors 14 days prior to the date of meeting.</p>	<p>The board meetings should be convened by the chairman of the board and held at least 4 times a year at approximately quarterly intervals. Notice of board meetings should be given to all directors and supervisors 14 days prior to the date of meeting. The agenda of regular board meetings and related documents of such meetings shall be delivered to all directors in a timely manner, which shall at least be ten days prior to the date of such meetings to be convened.</p>	Article 91 of the Mandatory Provisions Rules A.1.1, A.1.3 and A.7.1 of Corporate Governance Code of Appendix 14 to the Listing Rules
Article 130	<p>The list of non-employee representative supervisors shall be submitted to the shareholders' general meeting in the form of proposal for approval. The board of directors shall announce the resume and basic profile of the candidate supervisors to the shareholders.</p> <p>The list of non-employee representative supervisors shall be nominated by last term of board of supervisors and shareholders who individually or collectively hold more than 5% of the issued shares of the Company with voting rights for more than one year.</p> <p>Written nomination by nominator, biography of a candidate for a non-employee representative supervisor and a written confirming accepting the nomination by the candidate shall be delivered to the Board of the Company 10 days before the shareholder's general meeting. Upon review and approval by the Board of the Company, the candidate for a non-employee representative supervisor shall be announced for election at a shareholders' general meeting.</p>	<p>The list of non-employee representative supervisors shall be submitted to the shareholders' general meeting in the form of proposal for approval. The board of directors shall announce the resume and basic profile of the candidate supervisors to the shareholders.</p> <p>The list of non-employee representative supervisors shall be nominated by last term of board of supervisors and shareholders who individually or collectively hold more than 5% of the issued shares of the Company with voting rights for more than one year.</p> <p>Written nomination by the shareholder nominator, biography of a candidate for a non-employee representative supervisor and a written confirming accepting the nomination by the candidate shall be delivered to the Board of the Company 10 days before the shareholder's general meeting. Upon review and approval by the Board of the Company, the candidate for a non-employee representative supervisor shall be announced for election at a shareholders' general meeting.</p>	

Article No.	Existing Articles	Revised Articles	Basis for the Amendments
Article 131	<p>The non-employee representative supervisors shall be elected in the following manner:</p> <p>(1) the nominator of a candidate for a supervisor shall seek the consent of the nominee, find out the occupation, academic qualification, positions and detailed working experience including all part-time positions of the nominee and provide written proofs of the same to the Company before making the nomination. The candidate shall give a written undertaking to the Company agreeing to be nominated, undertaking the truthfulness and completeness of his particulars disclosed and guaranteeing the performance of a supervisor's duties after being elected.</p> <p>(2) If the nomination of a candidate for a supervisor is made before the Company's convening of a supervisor meeting, the written proofs of the nominee referred to in sub-paragraph (1) above shall be disclosed together with the resolution of the supervisor committee or the notice of the shareholders' general meeting.</p> <p>(3) If the shareholders who have the rights to nominate nominates in a shareholders' meeting of the Company a candidate for a supervisor, a written notice stating their intention to nominate a candidate for a supervisor and the nominee's consent to be nominated together with the written proofs and undertaking of the nominee referred to in sub-paragraph (1) above shall be delivered to the Company seven days before the general meeting.</p>	<p>The non-employee representative supervisors shall be elected in the following manner:</p> <p>(1) the nominator of a candidate for a supervisor shall seek the consent of the nominee, find out the occupation, academic qualification, positions and detailed working experience including all part-time positions of the nominee and provide written proofs of the same to the Company before making the nomination. The candidate shall give a written undertaking to the Company agreeing to be nominated, undertaking the truthfulness and completeness of his particulars disclosed and guaranteeing the performance of a supervisor's duties after being elected.</p> <p>(2) If the nomination of a candidate for a supervisor is made before the Company's convening of a supervisor meeting, the written proofs of the nominee referred to in sub-paragraph (1) above shall be disclosed together with the resolution of the supervisor committee or the notice of the shareholders' general meeting.</p> <p>(3) If the shareholders who have the rights to nominate nominates in a shareholders' meeting of the Company a candidate for a supervisor, a written notice stating their intention to nominate a candidate for a supervisor and the nominee's consent to be nominated together with the written proofs and undertaking of the nominee referred to in sub-paragraph (1) above shall be delivered to the Company 10 days before the general meeting.</p>	

Article No.	Existing Articles	Revised Articles	Basis for the Amendments
Article 140	A person may not serve as a director, supervisor or a senior management personnel of the Company if any of the following circumstances apply:	A person may not serve as a director, supervisor or a senior management personnel of the Company if any of the following circumstances apply:	Article 112 of the Mandatory Provisions Article 146 of the Company Law
	(1) a person who does not have or who has limited capacity for civil conduct;	(1) a person who does not have or who has limited capacity for civil conduct;	
	(2) a person who has been found guilty of for corruption, bribery, infringement of property or misappropriation of property or other crimes which destroy the social economic order, and not more than five years have lapsed since the sentence was served or a person who has been deprived of his political rights and not more than five years have lapsed since the sentence was served;	(2) a person who has been found guilty of for corruption, bribery, infringement of property or misappropriation of property or other crimes which destroy the social economic order, and not more than five years have lapsed since the sentence was served or a person who has been deprived of his political rights and not more than five years have lapsed since the sentence was served;	
	(3) a person who is a former director, factory manager or manager of a company or enterprise which has been dissolved or put into liquidation as a result of mismanagement and who was personally liable for the winding up of such company or enterprise, where less than three years have elapsed since the date of completion of the insolvent liquidation of the company or enterprise;	(3) a person who is a former director, factory manager or manager of a company or enterprise which has been dissolved or put into liquidation as a result of mismanagement and who was personally liable for the winding up of such company or enterprise, where less than three years have elapsed since the date of completion of the insolvent liquidation of the company or enterprise;	
	(4) a person who is a former legal representative of a company or enterprise the business license of which was revoked due to violation of law and who are personally liable therefore, where less than three years have elapsed since the date of the cancellation of the business license;	(4) a person who is a former legal representative of a company or enterprise the business license of which was revoked due to violation of law and who are personally liable therefore, where less than three years have elapsed since the date of the cancellation of the business license;	
	(5) a person who has a relatively large amount of debts which have become due and outstanding;	(5) a person who has a relatively large amount of debts which have become due and outstanding;	

Article No.	Existing Articles	Revised Articles	Basis for the Amendments
	<p>(6) a person who is currently under investigation by the judicial authorities for violation of criminal law;</p> <p>(7) a person who, according to laws and administrative regulations, or regulations of the competent authorities cannot act as a leader of an enterprise;</p> <p>(8) a person other than a natural person;</p> <p>(9) a person who has been adjudged by the competent authority for violation of relevant securities regulations and such conviction involves a finding that such person has acted fraudulently or dishonestly, where not more than five years have lapsed from the date of such conviction;</p> <p>(10) other circumstances which are applicable according to laws and administrative regulations, or regulations of the competent authorities.</p> <p>The election of directors, supervisors or the engagement of senior management personnel in contravention to the provisions under this Article shall be null and void. Upon any contravention of the above by the directors, supervisors or senior management personnel during their term of office, the Company shall remove them from their position.</p> <p>The post-holding qualifications of the directors, supervisors and senior managers of the Company shall be subject to the verification and approval of the regulatory authority. A candidate for director, supervisor or senior manager of the Company shall not perform the functions of the post before his post-holding qualification is approved by the regulatory authority.</p>	<p>(6) a person who is currently under investigation by the judicial authorities for violation of criminal law;</p> <p>(7) a person who, according to laws and administrative regulations, or regulations of the competent authorities cannot act as a leader of an enterprise;</p> <p>(8) a person other than a natural person;</p> <p>(9) a person who has been adjudged by the competent authority for violation of relevant securities regulations and such conviction involves a finding that such person has acted fraudulently or dishonestly, where not more than five years have lapsed from the date of such conviction;</p> <p>(10) other circumstances which are applicable according to laws and administrative regulations, or regulations of the competent authorities.</p> <p>The election of directors, supervisors or the engagement of senior management personnel in contravention to the provisions under this Article shall be null and void. Upon any contravention of the above by the directors, supervisors or senior management personnel during their term of office, the Company shall remove them from their position.</p>	
Article 147	A director, supervisor or senior management personnel of the Company may be relieved of liability for specific breaches of his duty with the informed consent of the shareholders given at a general meeting, save under the circumstances of Item III to Article 49(3) hereof.	A director, supervisor or senior management personnel of the Company may be relieved of liability for specific breaches of his duty with the informed consent of the shareholders given at a general meeting, save under the circumstances of Article 49 hereof.	Article 119 of the Mandatory Provisions

Article No.	Existing Articles	Revised Articles	Basis for the Amendments
Article 151	<p>The Company shall not directly or indirectly make a loan to or provide any guarantee in connection with the making of a loan to a director, supervisor or senior management personnel of the Company or its holding company or any of their respective associates.</p> <p>The foregoing prohibition shall not apply to the following circumstances:</p> <ol style="list-style-type: none"> (1) provision of a loan by the Company to its subsidiary; (2) the provision by the Company of a loan or a guarantee in connection with the making of a loan or other payment to its directors, supervisors senior management personnel to meet expenditure incurred or to be incurred by him for the purposes of the Company or for the purpose of enabling him to perform his duties properly, in accordance with the terms of service contracts approved by the shareholders in general meetings; (3) if the ordinary course of business of the Company includes providing loans or guarantees, the Company may make a loan to or provide a guarantee in connection with the making of a loan to a director supervisor, senior management personnel or his associates in the ordinary course of its business on normal commercial terms. 	<p>The Company shall not directly or indirectly make a loan to or provide any guarantee in connection with the making of a loan to a director, supervisor or senior management personnel of the Company or its holding company or any of their respective associates.</p> <p>The foregoing prohibition shall not apply to the following circumstances:</p> <ol style="list-style-type: none"> (1) provision of a loan or loan guarantees by the Company to its subsidiary; (2) the provision by the Company of a loan or a guarantee in connection with the making of a loan or other payment to its directors, supervisors senior management personnel to meet expenditure incurred or to be incurred by him for the purposes of the Company or for the purpose of enabling him to perform his duties properly, in accordance with the terms of service contracts approved by the shareholders in general meetings; (3) if the ordinary course of business of the Company includes providing loans or guarantees, the Company may make a loan to or provide a guarantee in connection with the making of a loan to a director supervisor, senior management personnel or his associates in the ordinary course of its business on normal commercial terms. 	Article 123 of the Mandatory Provisions
Article 153	<p>A guarantee for the repayment of a loan which has been provided by the Company acting in breach of Article 144(1) shall not be enforceable against the Company, save in respect of the following circumstances:</p> <ol style="list-style-type: none"> (1) the guarantee was provided in connection with a loan which was made to an associate of a director, supervisor, and senior management personnel of the Company or the Company's parent company and the lender of such funds was not aware of the relevant circumstances when making the loan; (2) the collateral which has been provided by the Company has already been lawfully disposed of by the lender to a bona fide purchaser. 	<p>A guarantee for the repayment of a loan which has been provided by the Company acting in breach of Article 151(1) shall not be enforceable against the Company, save in respect of the following circumstances:</p> <ol style="list-style-type: none"> (1) the guarantee was provided in connection with a loan which was made to an associate of a director, supervisor, and senior management personnel of the Company or the Company's parent company and the lender of such funds was not aware of the relevant circumstances when making the loan; (2) the collateral which has been provided by the Company has already been lawfully disposed of by the lender to a bona fide purchaser. 	Article 125 of the Mandatory Provisions

Article No.	Existing Articles	Revised Articles	Basis for the Amendments
Article 189	<p>The Company shall be dissolved and liquidated in accordance with law upon the occurrence of any of the following events:</p> <ol style="list-style-type: none"> (1) a resolution regarding the dissolution is passed by shareholders at a general meeting; (2) dissolution is necessary due to a merger or division of the Company; (3) the Company is declared insolvent in accordance with law due to its failure to repay debts as they become due; (4) business license is revoked lawfully, its operation is ceased or canceled by the relevant authorities; (5) The Company is dissolved by the people’s court as provided in Article 183 of these Articles of Association. 	<p>The Company shall be dissolved and liquidated in accordance with law upon the occurrence of any of the following events:</p> <ol style="list-style-type: none"> (1) a resolution regarding the dissolution is passed by shareholders at a general meeting; (2) dissolution is necessary due to a merger or division of the Company; (3) the Company is declared insolvent in accordance with law due to its failure to repay debts as they become due; (4) business license is revoked lawfully, its operation is ceased or canceled by the relevant authorities; (5) The Company is dissolved by the people’s court as provided in Article 190 of these Articles of Association. 	<p>Article 153 of the Mandatory Provisions Article 180 of the Company Law Article 14 of The Interim Measures for the Administration of Financing Guarantee Companies (《融資性擔保公司管理暫行辦法》), approved by the State Council and jointly issued by the China Banking Regulatory Commission, the National Development and Reform Commission of the PRC, the Ministry of Industry and Information Technology, the Ministry of Finance, the Ministry of Commerce, the People’s Bank of China and the State Administration for Industry and Commerce of the PRC on 8 March 2010 (the “Interim Measures”)</p>
	<p>Where the Company needs to be dissolved as a result of split, merger or occurrence of a cause of dissolution as stipulated in its articles of association, it shall be subject to the examination and approval of the regulatory department and apply to the administrative department for industry and commerce for deregistration in a timely manner upon the strength of the approval documents.</p>	<p>Where the Company needs to be dissolved as a result of split, merger or occurrence of a cause of dissolution as stipulated in its articles of association, it shall be subject to the examination and approval of the regulatory department and apply to the administrative department for industry and commerce for deregistration in a timely manner upon the strength of the approval documents.</p>	
Article 191	<p>Where the Company is dissolved under sub-paragraph (1),(4) or (5) of the preceding Article 182, a liquidation committee shall be set up within fifteen (15) days thereafter and commence the liquidation proceedings, and members of the liquidation committee of the Company shall be determined at the shareholders’ or directors’ general meetings. Where a liquidation committee is not established according to schedule, the creditor may apply to the People’s Court to organize the relevant personnel to establish a liquidation committee to proceed the liquidation.</p> <p>Where the Company is dissolved under sub-paragraph (3) of the preceding Article 182, the People’s Court shall in accordance with the provisions of relevant laws organize the shareholders, relevant organizations and relevant professional personnel to establish a liquidation committee to proceed the liquidation.</p>	<p>Where the Company is dissolved under sub-paragraph (1),(4) or (5) of the preceding Article 189, a liquidation committee shall be set up within fifteen (15) days thereafter and commence the liquidation proceedings, and members of the liquidation committee of the Company shall be determined at the shareholders’ or directors’ general meetings. Where a liquidation committee is not established according to schedule, the creditor may apply to the People’s Court to organize the relevant personnel to establish a liquidation committee to proceed the liquidation.</p> <p>Where the Company is dissolved under sub-paragraph (3) of the preceding Article 189, the People’s Court shall in accordance with the provisions of relevant laws organize the shareholders, relevant organizations and relevant professional personnel to establish a liquidation committee to proceed the liquidation.</p>	<p>Article 154 of the Mandatory Provisions Article 183 of the Company Law Article 16 of the Interim Measures</p>
	<p>Where the Company is to be dissolved or cancelled, a liquidation team shall be set up in accordance with law to timely repay the relevant debts under the debt settlement plan. The regulatory department shall supervise the process of liquidation.</p>	<p>Where the Company is to be dissolved or cancelled, a liquidation team shall be set up in accordance with law to timely repay the relevant debts under the debt settlement plan. The regulatory department shall supervise the process of liquidation.</p>	

Article No.	Existing Articles	Revised Articles	Basis for the Amendments
Article 202	<p>Notices, communications or any other written materials of the Company may be sent out by the following means:</p> <p>(1) by hand;</p> <p>(2) by post;</p> <p>(3) by fax or email;</p> <p>(4) by making announcements in the Company's website and the websites designated by Hong Kong Stock Exchange provided that doing so will be in compliance with laws, administrative regulations and listing rules of the place of listing;</p> <p>(5) by public announcements;</p> <p>(6) other manners as recognized by securities regulatory authorities at the place where the Company's shares are listed or as provided in these Articles of Association.</p> <p>Unless otherwise required by these Articles of Association, notices, information or written statements issued by the Company to the holders of Overseas-Listed Foreign Shares shall be issued by way of announcement published on newspaper.</p> <p>Whilst these Articles of Association may have otherwise provided for the delivery methods of any notice, communication or any other written material, the Company may publish its communications by the means specified in sub-paragraph (4) of this Article to replace the means of sending written documents to each holder of the Overseas-Listed Foreign-Invested Shares by hand or by prepaid mail provided that doing so will be in compliance with the relevant regulations of securities regulatory authorities in the places of listing. The said communications refer to any documents sent or to be sent by the Company to the shareholders for reference or taking action, including but not limited to report of the board of directors (together with balance sheet and income statement), annual report (including annual financial reports), interim report (including interim financial reports), listing documents, meeting notice, circulars, proxy forms and reply slips, etc.</p>	<p>Notices, communications or any other written materials of the Company may be sent out by the following means:</p> <p>(1) by hand;</p> <p>(2) by post;</p> <p>(3) by fax or email;</p> <p>(4) by making announcements in the Company's website and the websites designated by Hong Kong Stock Exchange provided that doing so will be in compliance with laws, administrative regulations and listing rules of the place of listing;</p> <p>(5) by public announcements;</p> <p>(6) other manners as recognized by securities regulatory authorities at the place where the Company's shares are listed or as provided in these Articles of Association.</p> <p>Whilst these Articles of Association may have otherwise provided for the delivery methods of any notice, communication or any other written material, the Company may publish its communications by the means specified in sub-paragraph (4) of this Article to replace the means of sending written documents to each holder of the Overseas-Listed Foreign-Invested Shares by hand or by prepaid mail provided that doing so will be in compliance with the relevant regulations of securities regulatory authorities in the places of listing. The said communications refer to any documents sent or to be sent by the Company to the shareholders for reference or taking action, including but not limited to report of the board of directors (together with balance sheet and income statement), annual report (including annual financial reports), interim report (including interim financial reports), listing documents, meeting notice, circulars, proxy forms and reply slips, etc.</p>	<p>Rule 2.07C of the Listing Rules Rules 7(1) and 7(2) of Appendix 3 to the Listing Rules</p>

Save for the above provisions, no other provisions of the Articles are proposed to be amended. Subject to the consideration and approval by the Shareholders at the EGM, the amended Articles shall take effect and be implemented from the date of approving the relevant resolution at the EGM.

(III) NOMINATION OF DIRECTORS AND SUPERVISORS AND RE-ELECTION OF EMPLOYEE REPRESENTATIVE SUPERVISORS

The term of the fourth session of the Board and the Board of Supervisors will expire on 5 June 2021. The Board and the Board of Supervisors have resolved the nomination of candidates for the fifth session of the Board and the Board of Supervisors, respectively.

The Board nominates the following candidates of the fifth session of the Board:

1. Mr. Wu Liejin (吳列進) as executive Director;
2. Mr. Zhang Minming (張敏明), Mr. Li Shen Hua (李深華), Mr. Luo Zhenqing (羅振清), Mr. Zhao Wei (趙偉) and Mr. Ou Weiming (歐偉明) as non-executive Directors; and
3. Mr. Wu Xiangneng (吳向能), Mr. Leung Hon Man (梁漢文) and Mr. Wang Bo (王波) as independent non-executive Directors.

The Board of Supervisors nominates the following candidates of the fifth session of the Board of Supervisors:

1. Mr. Li Qi (李琦) and Mr. Liu Shu (劉樹) as Supervisors; and
2. Mr. Chen Xin (陳新), Mr. Zhong Jian (鍾堅) as independent Supervisors.

The term of each of the fifth session of the Board and the Board of Supervisors shall be three years commencing from 6 June 2021 till the date of the expiry of the respective session. Each Director of the fifth session of the Board and each Supervisor of the fifth session of the Board of Supervisors, if so appointed, may enter into a service contract with the Company.

On 6 May 2021, each of Mr. Liang Yi (梁毅) and Ms. Huang Yuzhen (黃瑜珍) was re-elected at the meeting of the employee representatives of the Company as employee representative Supervisor and will form the fifth session of the Board of the Supervisors together with other Supervisors to be appointed at the EGM. The terms of office of each of Mr. Liang and Ms. Huang will be the same as the fifth session of the Board of Supervisors.

The biographical details of each proposed Director, proposed Supervisor and elected employee representative Supervisor are set out in the Appendix to this announcement. Save as disclosed in this announcement, as at the date of this announcement:

- (a) each of the proposed Directors and Supervisors and the elected employee representative Supervisors had no other interests in any shares or underlying shares of the Company within the meaning of Part XV of the Securities & Futures Ordinance (Chapter 571 of the Laws of Hong Kong);

- (b) none of the proposed Directors and Supervisors and the elected employee representative Supervisors had any other relationship with any Directors, Supervisors, senior management, substantial Shareholders, controlling Shareholders of the Company;
- (c) none of the proposed Directors and Supervisors and the elected employee representative Supervisors held any other directorship in listed public companies in the three years prior to the date of this announcement, or any other positions in the Group; and
- (d) to the best knowledge, information and belief of the Directors and Supervisors (as the case may be) after having made all reasonable enquiries, there were no other matters in relation to the proposed Directors or Supervisors and the elected employee representative Supervisors that needs to be brought to the attention of the Shareholders nor was there any other information on relevant matters required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

(IV) PROPOSED DIRECTORS AND SUPERVISORS' ALLOWANCE

According to the Directors and Supervisors' Allowance Policy, the allowance proposal for the Directors of the fifth session of the Board and the Supervisors of the fifth session of the Board of Supervisors during their term of office are as follows:

Name	Position	Allowance proposal
Wu Liejin	Executive Director candidate	RMB30,000/year
Zhang Minming	Non-executive Director candidate	RMB30,000/year
Li Shen Hua	Non-executive Director candidate	RMB30,000/year
Luo Zhenqing	Non-executive Director candidate	Not receiving Director's allowance in the Company
Zhao Wei	Non-executive Director candidate	Not receiving Director's allowance in the Company
Ou Weiming	Non-executive Director candidate	RMB30,000/year
Wu Xiangneng	Independent non-executive Director candidate	RMB80,000/year
Leung Hon Man	Independent non-executive Director candidate	RMB80,000/year
Wang Bo	Independent non-executive Director candidate	RMB80,000/year
Li Qi	Supervisor candidate	RMB20,000/year
Liu Shu	Supervisor candidate	RMB20,000/year

Name	Position	Allowance proposal
Chen Xin	Independent Supervisor candidate	RMB30,000/year
Zhong Jian	Independent Supervisor candidate	RMB30,000/year
Liang Yi	Employee representative Supervisor	RMB20,000/year
Huang Yuzhen	Employee representative Supervisor	RMB20,000/year

All the allowances listed above are pre-tax amounts. The above allowances include the remuneration package for each special committee and no additional meeting allowances are paid for attendance at meetings of the Board, Board of Supervisors or special committees.

The voting on the above allowance proposal for the Directors of the fifth session of the Board and the Supervisors of the fifth session of the Board of Supervisors are subject to the appointments of the nominated Directors and Supervisors as set out in this announcement at the EGM. If the appointment of the relevant proposed Director or the proposed Supervisor is not approved at the EGM, the voting results of the relevant allowance proposal for such proposed Director or proposed Supervisor as set out above shall be null and void.

An ordinary resolution will be proposed by the Board at the EGM to approve the above allowance proposal.

A circular containing, among others, the notice convening the EGM and the details in respect of the above proposals will be despatched to 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, 7 May 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 purposes only

APPENDIX

Executive Director

Mr. Wu Liejin (吳列進), aged 60, is an executive Director, the Chairman and the President. He was appointed as a Director on 23 May 2003 and was re-designated as an executive Director on 6 June 2014. Mr. Wu joined the Group on 23 May 2003. Mr. Wu is responsible for the overall development planning and business operation of the Group. Mr. Wu is also the chairman of each of Foshan Chancheng Join-Share Micro Credit Co., Ltd (佛山禪城中盈盛達小額貸款有限公司), Anhui Join-Share Financing Guarantee Co., Ltd. (安徽中盈盛達融資擔保有限公司), Zhongshan Join-Share Technology Financing Guarantee Investment Co., Ltd. (中山中盈盛達科技融資擔保投資有限公司) as well as a director of each of Foshan Join-Share Investment and Financing Consultancy Co., Ltd. (佛山中盈盛達投融資諮詢服務有限公司), Foshan Join-Share Industrial Investment Co., Ltd. (佛山中盈興業投資有限公司), Guangdong Join-Share Capital Management Limited (廣東中盈盛達資本管理有限公司), Guangdong Join-Share Supply Chain Management Co., Ltd (廣東中盈盛達供應鏈管理有限公司), Guangdong Join-Share Commercial Factoring Co., Ltd. (廣東中盈盛達商業保理有限公司) and Yunfu Puhui Financing Guarantee Co., Ltd. (雲浮市普惠融資擔保股份有限公司) and Guangdong Join-Share Digital Technology Co., Ltd.* (廣東中盈盛達數字科技有限公司). Apart from his duty in the Group, Mr. Wu holds or has previously held positions in various associations since 2008.

Organization, programme and university	Position
13th National People's Congress (十三屆全國人民代表大會)	Representative
11th and 12th Guangdong Provincial People's Congress (廣東省第十一屆、十二屆人民代表大會)	Representative
China Financing Guarantee Association (中國融資擔保業協會)	Vice-chairman
Guangdong Credit Association (廣東省信用協會)	Chairman
Guangdong Provincial Credit Guarantee Association (廣東省信用擔保協會)	Executive vice-chairman
Guangdong Financing Guarantee Association (廣東省融資擔保業協會)	Vice-chairman
Guangdong Association for Promotion of Science & Technology and Finance (廣東省科技金融促進會)	Vice-chairman
Guangdong Financial Think Tank Association (廣東省金融智庫聯合會)	Vice-chairman
Foshan Local Finance Association (佛山市地方金融協會)	Vice-chairman
General Chamber of Commerce of Foshan Industry & Commerce Federation (佛山市工商業聯合會總商會)	Vice-chairman

In the earlier period of his career, Mr. Wu worked at Tongling Finance and Economics College (銅陵財務專科學校) (now known as Tongling University (銅陵學院)) in the PRC from July 1983 to May 1993, and was primarily responsible for teaching courses and school administration management. He had been a Party committee member of the college, director of accounting department (with professional lecturer title) during that period. He had also concurrently been appointed as a vice director of Tongling municipal youth league committee through September 1985 to October 1988. Then from May 1993 to May 1994, Mr. Wu served as the manager of the general manager(s) office at Hainan Jialing Group (海南嘉陵集團), a company principally engaged in industry, trade, real estate development, where he was primarily responsible for system establishment and branch management. Mr. Wu has about 22 years of experience in finance industry. From May 1994 to May 2001, he served as the vice general manager and then general manager at Guangzhou Yinye Development Group Co., Ltd. (廣州銀業發展集團有限公司), a company principally engaged in materials supply and sales, investment, properties development and consulting service, where Mr. Wu was primarily in charge of operation management of the company. From May 2001 to May 2003, Mr. Wu served as the general manager at Guangdong Yinda Financing Guaranty Investment Group Co., Ltd. (廣東銀達融資擔保投資集團有限公司), a company principally engaged in providing financing guarantee, guarantee-related consulting service and doing investment, where he was primarily responsible for business operations.

In July 1983, Mr. Wu received his bachelor's degree of economics from Anhui Finance and Trading College (安徽財貿學院) (now known as Anhui University of Finance and Economics (安徽財經大學)) in the PRC, majoring in business accounting. In July 2010, he obtained a certificate of completion for a "Foshan 2010 Advanced Workshop of Enterprises Leaders" (佛山市2010年企業領導人高級研修班) granted by Fudan University (復旦大學) in the PRC. In April 1990, Mr. Wu obtained a lecturer eligibility qualification certificate (講師任職資格證書) of the PRC granted by Teachers Qualification Evaluation Committee of Tongling Finance and Economics College (銅陵財經專科學校教師職務評審委員會). In September 2007, he obtained a certificate from a training course on eligibility of independent directors of listed companies of Shanghai Stock Exchange (上海證券交易所上市公司獨立董事任職資格培訓班) granted by Shanghai Stock Exchange in the PRC. In December 2013, Mr. Wu obtained a certificate of senior credit manager (guarantee) granted by the department of human resources and social security of Guangdong Province. In December 2016 and January 2017, Mr. Wu was successively awarded 2016 Guangdong Economic Influential Individuals (2016年度廣東經濟風雲人物) and Huishang Leader of the 4th Huishang Oscar (第四屆徽商奧斯卡徽商領袖). In September 2017, Mr. Wu was selected as one of the 2016 Senior Financial Management Talents of Foshan (2016年度佛山市金融高級管理人才). In October 2017, Mr. Wu was recognized as Senior Financial Professional Talent of Chancheng District by the government of Chancheng District of Foshan. In December 2018, Mr. Wu received the "Second Fengyun Huishang Award" from Guangdong Province of Anhui Chamber of Commerce and Yangcheng Evening News. He was elected as a representative of 13th National People's Congress in 2018.

As at the date of this announcement, Mr. Wu was beneficially interested in 32,110,351 domestic shares of the Company.

Non-Executive Directors

Mr. Zhang Minming (張敏明), aged 41, is a non-executive Director and vice chairman of the Board. Mr. Zhang was appointed as a non-executive Director on 21 April 2015. Mr. Zhang joined the Group on 21 April 2015.

Mr. Zhang has about 11 years of experience in enterprise operations and management industry. From August 2008 to May 2009, Mr. Zhang served as the manager of purchasing department at concretes branch of Guangdong Formanda Group Co., Ltd. (廣東科明達集團有限公司), a company principally engaged in property development and the commodity concretes production, where he was primarily responsible for coordinating daily purchase work of concretes company and controlling procurement cost. From May 2009 to May 2010, Mr. Zhang served as the general manager of Guangdong Formanda Group Co., Ltd. and primarily responsible for daily operational management, establishing and improving management system, and implementing and realizing management objectives and development goals. Since May 2010, Mr. Zhang has been the president of Guangdong Formanda Group Co., Ltd. (廣東科明達集團有限公司) and primarily responsible for formulating and implementing the overall strategy and annual operational plan of the group establishing and improving the management system and organizational structure of the group.

Mr. Zhang received his bachelor's degree of science from Saint Peter's College in the USA in May 2003, majoring in computer. Mr. Zhang received his master of business administration degree from Saint Peter's College in the USA in May 2005.

Currently, Mr. Zhang is the vice-chairman of Guangdong Credit Association (廣東省信用協會) and Foshan Industry & Commerce Federation (General Chamber of Commerce) (佛山市工商聯(總商會)).

Mr. Li Shen Hua (李深華), aged 64, is a non-executive Director. Mr. Li was appointed as a non-executive Director on 29 January 2021. Mr. Li joined the Group on 29 January 2021.

Mr. Li has over 30 years of experience in management and operations of enterprises in the PRC. He founded Guangdong Huaxing Glass Co., Ltd.* (廣東華興玻璃股份有限公司), a manufacturer of glass products in the PRC, in February 2001 and is the chairman and the chief executive officer of such company. Mr. Li also currently serves as the vice chairman of China Packaging Federation Council* (中國包裝聯合會), the executive chairman of China National Association for Glass Industry* (中國日用玻璃協會) and the standing vice chairman of Chinese Privately Operated Science and Technology Industrialist Association* (中國民營科技實業家協會) and China Trade and Investment Working Committee* (中國貿易與投資工作委員會). Mr. Li held various positions at governmental bodies and social organizations previously, including the standing committee member of the Foshan Municipal Committee of the Chinese People's Political Consultative Conference* (政協佛山市委員會), the vice president of the Foshan Nanhai Municipal Committee of the Chinese People's Political Consultative Conference* (政協佛山市南海區委員會), the standing committee member of the

Guangdong Federation of Industry and Commerce* (廣東省工商業聯合會(總商會)) and the vice chairman of Foshan General Chamber of Commerce* (佛山市工商業聯合會(總商會)).

Mr. Li obtained the degree of Doctor of Business Administration from the VU School of Management, Switzerland in November 2017. Mr. Li was awarded as the “Honorary Citizen” by Los Angeles County, California, USA in 2016. He received various honors such as “Outstanding Staff Care Private Ownership Entrepreneur* (全國關愛員工優秀民營企業家)”, “Advanced Private Ownership Entrepreneur of Nanhai District* (南海區先進民營企業家)”, “Foshan Dacheng Entrepreneur* (佛山•大城企業家)”, and “Meritorious Entrepreneur of China National Glass Industry* (中國日用玻璃行業功勳企業家)” from 2007 to 2018.

As of the date of this announcement, Mr. Li was beneficially interested in 77,720,000 domestic shares and 35,000,000 H shares of the Company, respectively.

Mr. Luo Zhenqing (羅振清), aged 44, is a non-executive Director. Mr. Luo was appointed as a non-executive Director on 6 June 2018. Mr. Luo joined the Group on 6 June 2018. He is an accountant and has about 25 years of experience in state-owned assets and enterprises management. Mr. Luo served as the accountant and the chief financial officer of Foshan Expressway and Industry Company Limited (佛山市公路實業發展公司) from July 1995 to April 2003, the manager of the finance and audit department of Foshan Chancheng Road and Bridge Construction Co., Ltd. (佛山市禪城區路橋建設有限公司) from April 2003 to July 2009, the chief financial officer of Foshan Railway Investment and Construction Co., Ltd. (佛山市鐵路投資建設集團有限公司) from August 2009 to May 2012 and the deputy general manager of Foshan Torch Innovation Entrepreneur Park Co., Ltd. (佛山火炬創新創業園有限公司) from May 2012 to November 2013. Mr. Luo has been a member of the Communist Party Committee, a director and a deputy general manager of Foshan Investment Holdings Co., Ltd. (佛山市投資控股有限公司) (now known as Foshan Financial Investment Holdings Co., Ltd.* (佛山市金融投資控股有限公司) (“**Foshan Financial**”)), since December 2013.

Mr. Luo obtained a college diploma from Foshan University (佛山科學技術學院) majoring in business administration by means of in-service education in January 2008.

Mr. Zhao Wei (趙偉), aged 43, is a non-executive Director. Mr. Zhao was appointed as a non-executive Director on 29 January 2021. Mr. Zhao joined the Group on 29 January 2021.

Mr. Zhao has over 25 years of experience in the finance industry in the PRC. Mr. Zhao joined Foshan Financial, a substantial shareholder of the Company, in July 2017 and is currently the deputy chief officer of the strategic investment department of such company, being in charge of general operation. Prior to joining Foshan Financial, Mr. Zhao served as an officer responsible for information management at the Heng Yang Branch of Industry and Commercial Bank of China in Hunan Province from December 1995 to May 2004, a project manager at Guangdong Guang Xin Certified Public Accountants* (廣東廣信會計師事務所有限公司) from June 2004 to April 2009, an

assistant manager in the finance department of Southern Airlines Culture and Media Co., Ltd.* (中國南航集團文化傳媒股份有限公司) from May 2009 to January 2017, and a senior merger and acquisition advisor of Foshan Public Utilities Holdings Co., Ltd.* (佛山市公用事業控股有限公司) from February 2017 to June 2017. Mr. Zhao currently serves as a director of Foshan Innovation Venture Capital Co., Ltd.* (佛山市創新創業投資有限公司) and a director of Foshan Guangfotong Electronic Toll Operation Co., Ltd.* (佛山市廣佛通電子收費營運有限公司), and a director of Fojin Hongkong Limited (佛金香港有限公司) since December 2017.

Mr. Zhao obtained a professional undergraduate graduate certificate in Finance at the Hunan University, the PRC in June 2001. He holds the PRC Certified Public Accountant National Unified Exam Certificate* (註冊會計師全國統一考試合格證書).

Mr. Ou Weiming (歐偉明), aged 54, was proposed to be appointed as a non-executive Director of the EGM. Mr. Ou is a vice president of the Group and a director and general manager of Foshan Chancheng Join-Share Micro Credit Co., Ltd.* (佛山禪城中盈盛達小額貸款有限公司) (“**Foshan Micro Credit**”). Mr. Zhang joined the Group on 25 April 2005. He is responsible for day-to-day operational management of Foshan Micro Credit.

Mr. Ou has about 28 years of experience in finance industry. Prior to joining the Group, he served as a clerk, manager, deputy manager and deputy general manager successively at credit sector of Foshan Branch of Agricultural Bank of China from July 1993 to April 2005, a commercial bank listed on Stock Exchange (stock code: 1288) and Shanghai Stock Exchange (stock code: 601288), where Mr. Ou was primarily responsible for marketing, credit business investigation and assessment work successively.

Mr. Ou received his master’s degree of science from Huazhong University of Science and Technology (華中理工大學) in the PRC in June 1993, majoring in applied mathematics. In September 1996, he obtained an engineer certificate granted by Professional and Technical Title Evaluation Committee of Foshan Branch of Agricultural Bank of China (中國農業銀行佛山市分行專業技術職務評審委員會). In November 2000, he also obtained an advanced professional certificate of finance granted by the Ministry of Personnel of the PRC (中華人民共和國人事部) (now known as Ministry of Human Resources and Social Security) (中華人民共和國人力資源和社會保障部) (“**MOP**”). In May 2011, he obtained a certificate of completion for an “EMBA Advanced Workshop of CEOs in Guangdong Credit Guarantee Industry” (廣東省信用擔保行業總裁EMBA研修班), granted by South China University of Technology (華南理工大學). In December 2013, Mr. Ou was awarded as a China Guarantee Elite (中國擔保英才) by China Guarantee magazine (《中國擔保》雜誌社) and China Guarantee Pioneer & China Guarantee Elite Committee (中國擔保先鋒中國擔保英才評委會).

Mr. Ou concurrently serves as a member of China Micro-credit Companies Association (中國小額貸款公司行業協會), chief supervisor of the supervisory committee of Guangdong Association of Microcredit (廣東省小額貸款公司行業協會), vice president of Foshan Micro Credit Company Association (佛山市小額貸款公司行業協會).

Independent Non-executive Directors

Mr. Wu Xiangneng (吳向能), aged 46, was appointed as an independent non-executive Director on 7 August 2013.

Mr. Wu has more than 20 years of experience in finance and financial management. He holds or has held positions in various organizations.

Entities	Principal business	Position	Duration	Responsibilities
Jiangsu Zhangjiagang Industrial and Commercial School (江蘇省張家港市工貿學校)	Education	Finance and accounting teacher	August 1996– July 1999	Accounting teaching and research
Jiangsu Xingzhong Accounting Firm (江蘇興中會計師事務所)	Accounting	Part-time chartered accountant	May 1997– August 1999	Accounting and auditing practice
Xiada Accounting Firm (廈大會計師事務所)	Accounting	Part-time project manager	October 1999– May 2002	Accounting and auditing practice
Guangdong Electronic Power Development Co., Ltd. (廣東電力發展股份有限公司) (listed on Shenzhen Stock Exchange, stock codes: 000539, 200539)	Investment, construction and management of electronic power projects	Financial and budget director	July 2002– January 2006	Financial management
Guangdong Supervision Division of China Securities Regulatory Commission (中國證券監督管理委員會廣東監管局)	—	Supervisor of listed company (上市公司監管員)	January 2006– January 2009	Supervising listed companies
Secondment Supervisors Committee of the State-owned Assets Supervision and Administration Commission of Guangdong Province (廣東省人民政府國有資產監督管理委員會外派監督會)	—	Full-time supervisor	January 2009– December 2011	Supervising state-owned enterprises
Guangdong Nanhai Holding Investment Co., Ltd. (廣東南海控股投資有限公司) (a wholly state-owned company)	Projects investment, shareholding and management	Vice general manager	January 2012– November 2015	Equity investment
Guangzhou Nengdi Asset Management Co., Ltd. (廣州能迪資產管理有限公司)	—	General Manager	December 2015– present	Equity investment and acquisition planning

Mr. Wu received his master's degree of management from Xiamen University (廈門大學) in the PRC in June 2002, majoring in accounting. He also obtained various professional qualifications or certificates, including a certificate of completion (全科合格證) issued by examination council of chartered accountants' at Ministry of Finance of the PRC (中華人民共和國財政部註冊會計師考試委員會) (the "MOF") in June 1999, non-practice membership certificate (非執業會員證書) granted by the Guangdong Provincial Institute of Certified Public Accountants (廣東省註冊會計師協會) in February 2010, senior accountant qualification certificate (高級會計師資格證書) of the PRC granted by Department of Personnel of Guangdong Province (廣東省人事廳) (now known as Department of Human Resources, Social Security of Guangdong Province (廣東省人力資源和社會保障廳) in March 2008 and the certificate of national accounting leading personnel (全國會計領軍人才) granted by MOF in October 2009. In August 2010, he obtained a certificate for training course on senior managers of listed companies (上市公司高級管理人員培訓班) granted by Shenzhen Stock Exchange (深圳證券交易所) in the PRC.

Mr. Wu currently serves as an adjunct professor of the School of Management of Sun Yat-sen University (中山大學), an external MPACC tutor of Guangzhou University (廣州大學), a member of Guangdong accounting experts pool and external instructor teaching the postgraduate program in finance at Guangdong University of Technology (廣東工業大學).

Mr. Leung Hon Man (梁漢文), aged 55, was appointed as an independent non-executive Director on 23 June 2014.

Mr. Leung has over 21 years of experience in company management, accounting and company secretarial matters. From June 1990 to May 1994, he served as a senior officer in the loans department of the Hong Kong Branch of the Kwangtung Provincial Bank (廣東省銀行香港分行) (now known as Bank of China (Hong Kong) Limited (中國銀行(香港)有限公司)). From May 1994 to August 2000, he served as the finance manager in Soundwill Holdings Limited (金朝陽集團有限公司), a company listed on the Stock Exchange (stock code: 878) and primarily engaged in property consolidation, development and leasing, where he was principally responsible for financial management. From August 2000 to December 2007, Mr. Leung was employed by Sanyuan Group Limited (三元集團有限公司), a company formerly listed on the Stock Exchange and primarily engaged in property investment, medical care and healthcare etc., where he held various positions including the company secretary, financial controller and executive director and primarily responsible for financial management. Mr. Leung has served as the chief financial officer since December 2007 and served concurrently as the company secretary since August 2008 in Chigo Holding Limited, a company listed on the Stock Exchange (stock code: 449) and primarily engaged in designing, development, manufacturing and sales of air-conditioning products, where he is responsible for financial management and compliance.

Mr. Leung received his professional diploma in business studies (banking) from the Hong Kong Polytechnic (香港理工學院) (now known as The Hong Kong Polytechnic University (香港理工大學)) in Hong Kong in November 1990. Mr. Leung received his master of business administration degree through distance learning course from Andrews University in the United States in August 1996 and master degree of accounting through distance learning course from Central Queensland University in Australia in September 1999. Mr. Leung is a fellow member of the Hong Kong Institute of Certified Public Accountants (香港會計師公會) since April 2008 and a certified practising accountant of CPA Australia (澳洲會計師公會) since August 2000.

Mr. Wang Bo (王波), aged 58, was proposed to be appointed as an independent non-executive Director at the EGM. Mr. Wang is currently the chairman of the senior partners meeting and secretary of the party committee of Guangzhou Kingpound Law Firm (廣州金鵬律師事務所). He is also the vice president of Guangdong Lawyers Association (廣東省律師協會), the honorary president of Guangzhou Lawyers Association (廣州市律師協會), the executive vice president of Federation of NGOs of Guangdong Province (廣東省社會組織總會), the president of Guangdong Southwest University of Political Science & Law Alumni Association (廣東省西南政法大學校友會), the chairman of supervisory board of Guangdong Province Anhui Chamber of Commerce (廣東省安徽商會), an arbitrator of Shenzhen Court of International Arbitration (深圳國際仲裁院) and an arbitrator of Guangzhou Arbitration Commission (廣州仲裁委).

Mr. Wang has acted as legal adviser to organizations and entities such as the People's Government of Guangdong Province (廣東省人民政府), the Guangdong Provincial Party Committee Network Information Office (廣東省委網信辦), the Food and Strategic Reserves Administration of Guangdong Province (廣東省糧食局), the People's Government of Guangzhou Municipality (廣州市人民政府), the PRC Guangzhou Customs District (中華人民共和國廣州海關), Guangzhou City Investment Group Company Limited* (廣州市城市建設投資集團有限公司), the Guangdong Branch of China Construction Bank, Guangzhou Development Industry (Holdings) Co., Ltd.* (廣州發展實業控股集團股份有限公司), Kunwu Jiuding Investment Management Co., Ltd* (昆吾九鼎投資管理有限公司) and Guangzhou Times Shengyu Investment Co., Ltd. (廣州市時代勝譽投資有限公司). He was previously an independent director of the Midea Group (美的集團).

Mr. Wang has edited or co-edited a number of textbooks, including Cases and Commentaries on Securities Law (《證券法案例與評析》), Criminal Law (《刑法學》), and Introduction to Economic Law (《經濟法概論》). He has published several papers in national and provincial publications, such as Legal Issues in Futures Trading (《關於期貨交易中幾個法律問題》) and Plot Problems in Criminal Law of China (《論我國刑法中的情節問題》).

Mr. Wang graduated from Southwest College of Political Science and Law (西南政法學院) (now known as Southwest University of Political Science and Law (西南政法大學)) in July 1983 with a bachelor's degree in law and in June 1988 with a postgraduate diploma in criminal law.

Mr. Wang was awarded “2011 Practice Achievement Award” (2011 年度業務成果獎) in 2012 by Guangzhou Lawyers Association(廣州市律協), “2010–2012 Outstanding Communist Party Member” (2010–2012 優秀共產黨員) in 2013 by Guangzhou Lawyers Association, “2015 Practice Achievement Award” (2015 年度業務成果獎) in 2016 by Guangzhou Lawyers Association, “2012–2015 Outstanding Lawyer”(2012–2015 年度優秀律師) in 2016 by Guangzhou Lawyers Association, “2016 Outstanding Talent of Tianhe District (廣州市天河區 2016 年度優秀人才) in 2016, and “40th Anniversary of Reform and Opening-up Contribution Award” (改革開放 40 週年貢獻獎) in 2018 by Guangzhou Lawyers Association.

Supervisors and Independent Supervisors

Mr. Li Qi (李琦), aged 44, was appointed as the chairman of the Board of Supervisors on 21 April 2015. Mr. Li joined the Group on 11 May 2012.

From September 1994 to August 1998, Mr. Li served as an accountant at a financial department of Ningyuan Steel Factory in Zhangjiakou City, Hebei (河北張家口市寧遠鋼廠), where he was primarily involved in plant accounting and operational analysis. Since September 1998, he has worked at Huanai Home Investment Holding Co., Ltd. (華耐家居投資集團有限公司), a company primarily engaged in investment on household industry and related projects, where he served successively as the assistant to general manager, chief financial officer, vice president and director of the group at this company and was primarily responsible for financial management, human resources management, enterprise informatization and coordinating the work of daily operation of Huanai Luxehome Building Material Co., Ltd. (華耐立家建材有限公司), a subsidiary of Huanai Home Investment Holding Co., Ltd.

Mr. Li received his college diploma from Hebei University of Economics and Business (河北經貿大學) in the PRC in June 1995 through self-study higher education examination (高等教育自學考試), majoring in business economy management. In December 2004, he obtained a certificate for the forty-eighth business administration training course (第48期工商管理培訓班) granted by School of Economics and Management of Tsinghua University (清華大學經濟管理學院) in the PRC. Mr. Li obtained an executive master of business administration degree from Renmin University in January 2017 and a qualification certificate of accountant (會計師資格證書) granted by MOF in May 1998.

Mr. Liu Shu (劉樹), aged 35, was proposed to be appointed as a Supervisor of the EGM. Mr. Liu is currently the deputy general manager of Foshan Hengtong Chuangjian Development Co., Ltd.* (佛山市恒通創建置業有限公司) and the supervisor of Guangdong Mianyu Real Estate Development Co., Ltd.* (廣東葳鈺房地產開發有限公司).

Mr. Liu was the business manager of Guangdong Hezhong Life Insurance Co., Ltd.* (廣東合眾人壽股份有限公司) from February 2010 to December 2012. He was the general manager of Foshan Nanhai Suba Trading Co., Ltd.* (佛山南海塑霸貿易有限公司) from July 2015 to May 2019. Mr. Liu has been the deputy general manager of Foshan Hengtong Chuangjian Development Co., Ltd.* (佛山市恒通創建置業有限公司) since 2019. He has been a supervisor of Guangdong Weiyu Real Estate Development Co., Ltd.* (廣東葳鈺房地產開發有限公司) since January 2020.

Mr. Liu graduated from Loudi Vocational and Technical College (婁底職業技術學院) in June 2007 majoring e-commerce.

Mr. Chen Xin (陳新), aged 62, was proposed to be appointed as an independent Supervisor at the EGM. Mr. Chen is the executive director of Foshan Jinmao Investment Advisory Management Co., Ltd* (佛山金茂投資顧問管理有限公司).

Mr. Chen was the president of Huayuan Industrial Co., Ltd.* (華源實業股份有限公司) and the vice chairman of Shahe Industrial Co., Ltd.* (沙河實業股份有限公司). He has served Foshan small and medium-sized enterprises for many years as an economic development consultant in Chancheng District, Foshan City and Lishui Town, Nanhai District.

Mr. Chen graduated from Huazhong University of Science and Technology (華中科技大學) with a doctorate degree in engineering in November 1990 and was qualified as a senior mechanical engineer (機械高級工程師) by the Department of Personnel of Guangdong Province (廣東省人事廳) in December 1995.

Mr. Zhong Jian (鍾堅), aged 59, was appointed as an independent Supervisor on 21 April 2015.

From December 1979 to August 1982, Mr. Zhong worked at the credit section of the central sub-branch of the Peoples' Bank of China in Foshan. From January 1988 to April 1995, he worked at Foshan Chengqu Law Firm (佛山市城區律師事務所), where he successively served as a lawyer and deputy director. From April 1995 to December 1997, Mr. Zhong worked as the director of Foshan Huayang Law Firm (佛山市華洋律師事務所). From December 1997 to November 2005, he worked as the director of Guangdong Tongfa Law Firm (廣東通法律師事務所). From November 2005 to May 2018, Mr. Zhong worked as the director of Guangdong T & Z Law Firm (廣東通法正承律師事務所). Since May 2018, Mr. Zhong has been serving as the director of Guangdong T&J Law Firm.

Mr. Zhong received his bachelor's degree of philosophy from South China Normal University (華南師範大學) in July 1986 in the PRC, majoring in political education. He received his bachelor's degree of law from Sun Yat-Sen University self-study programme in December 1993 in the PRC, majoring in law. He had took graduate course in procedure law at Zhongnan University of Economics and Law (中南財經政法大學) in the PRC in July 2002. Mr. Zhong was qualified as an independent director for listing companies in the PRC in May 2008. He has been the arbitrator in Foshan arbitration committee and Guangzhou arbitration committee since March 2010 and November 2013 respectively.

Since 2006, Mr. Zhong successively served as the president of the fifth session of Foshan Bar Association (佛山市律師協會), the vice president of the sixth session of Foshan Bar Association and the president of the ninth session of Foshan Bar Association. He also served as the legal consultant of the People's Government of Foshan City (佛山市人民政府), the People's Government of Chancheng District, Foshan (佛山市禪城區人民政府), the People's Government of Nanhai District, Foshan (佛山市南海區人民政府), Bureau of Housing and Urban-Rural Development of Foshan (佛山市住建局), Bureau of Commerce of Foshan City (佛山市商務局), Urban Construction Bureau of Land & Water of Chancheng District (禪城區國土城建和水務局), Office of Public Assets Management of Chancheng District (禪城區公資辦), China Citic Bank Foshan Branch (中信銀行佛山分行), Guangdong Dongpeng Ceramics Co., Ltd. (廣東東鵬陶瓷股份有限公司), Guangdong Hanford Investment Group Holding Co., Ltd. (廣東恒福投資集團控股有限公司) and other entities. In addition, he was a representative to the Fourteenth and Fifteenth People's Congress of Foshan City.

Employee Representative Supervisors

Mr. Liang Yi (梁毅), aged 56, was first appointed as an employee representative Supervisor on 21 April 2015. He was re-elected by the employee representatives to be an employee representative Supervisor on 6 May 2021. Mr. Liang joined the Group as a project manager and was primarily responsible for business marketing and project operation management on 1 June 2006. From March 2007 to December 2010, Mr. Liang successively served as the vice general manager and general manager of Zhaoqing branch of the Company, where he was primarily responsible for business marketing, project management and risk control of first-line business of Zhaoqing branch. Since January 2011, he has served as the general manager of Nanhai branch of the Company, where he was primarily responsible for business marketing and team management of Nanhai branch.

From September 1984 to May 1986, Mr. Liang served as a principal staff member in forestry section of Jinchang agriculture bureau in Gansu province, where he was primarily responsible for the forestry management of the city. From June 1986 to June 1987, he served as a landscape assistant engineer at Foshan Shiwan park management office in Guangdong, where he was primarily responsible for landscape design and green management. From July 1987 to October 1999, Mr. Liang served as the chief of credit division and director at Shiwan sub-branch under Foshan branch of Industrial and Commercial Bank of China, a commercial bank, where he was primarily responsible for credit issuance and management of Shiwan sub-branch and overall management of Zhangcuo office. From November 1999 to May 2004, Mr. Liang worked at Foshan Urban Cooperative Bank (佛山市城市合作銀行), a commercial bank, where he successively served as the vice president of Xinyuan sub-branch, general manager of special assets department, general manager of credit department of the head office of the bank and president of Xinjiang branch, he was primarily responsible for management of credit business, disposal of non-performing assets and operational management of the head office of the bank.

Mr. Liang received his bachelor's degree of agronomy from Guangxi University (廣西大學) in the PRC in July 1984, majoring in forestry. He received the master graduation certificate in economics management from Guangdong Academy of Social Science (廣東省社科院) in the PRC in July 2002. In August 2003, he participated risk controlling training workshop for commercial banks held in Shanghai bank (上海銀行). In November 2011, Mr. Liang obtained the intermediate financial economist certificate (中級金融經濟師) issued by MOP.

As at the date of this announcement, Mr. Liang was beneficially interested in 80,000 domestic shares of the Company.

Ms. Huang Yuzhen (黃瑜珍), aged 43, was first appointed as an employee representative Supervisor on 6 June 2018. She was re-elected by the employee representatives to be an employee representative Supervisor on 6 May 2021. Ms. Huang received her bachelor's degree by in-service education from the Zhejiang Gongshang University in 2004, majoring in accounting. She is a member of the Communist Party of China. From July 1996 to February 2006, Ms. Huang served as the deputy director of the business department of Fengshun sub-branch, Meizhou branch of the Bank of China and held various positions in international-domestic settlement, accounting, the office and the business department. Ms. Huang joined the Company in May 2006 and currently serves as the vice general manager of the audit department of the Company. Ms. Huang obtained a certificate of corporate human resources manager in October 2008 and a certificate of intermediate credit manager (guarantee) in March 2014.

As at the date of this announcement, Ms. Huang was beneficially interested in 50,000 domestic shares of the Company.