
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Guangdong Join-Share Financing Guarantee Investment Co., Ltd.**, you should at once hand this circular and the accompanying proxy form to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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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 ELECTION OF NON-EXECUTIVE DIRECTORS,
PROPOSED AMENDMENTS TO THE DIRECTORS AND
SUPERVISORS' ALLOWANCE POLICY
AND
NOTICE OF EGM**

Capitalised terms used in this cover page shall have the same meanings as those defined in the section headed "Definitions" in this circular.

A letter from the Board is set out on pages 1 to 7 of this circular.

A notice convening the EGM to be held at 3:00 p.m. on Friday, 29 January 2021 at the training room of 5/F, Building D, Sino-European Service Center, South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC is set out on pages 10 to 12 of this circular. The proxy form for use at the EGM is also enclosed herein.

Whether or not you are able to attend the EGM, you are requested to complete the enclosed proxy form in accordance with the instructions printed thereon and return the same to the Company at 5/F, Building D, Sino-European Service Center, South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC (in case of any holders of Domestic Shares) or the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in case of any holders of H Shares) as soon as possible and in any event not later than 24 hours before the time appointed for holding of the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish and in such event, the relevant proxy form shall be deemed to be revoked.

* For identification purposes only

12 January 2021

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DEFINITIONS

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

“Board”	the board of Directors
“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 on 23 May 2003 and the H Shares of which are listed on the Stock Exchange (Stock Code: 1543)
“Director(s)”	the director(s) of the Company
“Directors and Supervisors’ Allowance Policy”	the allowance policy of the Directors and the Supervisors adopted by the Shareholders at general meetings of the Company from time to time
“Domestic Share(s)”	the issued ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for or credited as fully paid in RMB
“EGM”	the extraordinary general meeting of the Company to be held at the training room of 5/F, Building D, Sino-European Service Center, South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC on Friday, 29 January 2021 at 3:00 p.m. or any adjournment thereof
“Group”	collectively, the Company and its subsidiaries
“H Share(s)”	the overseas listed foreign ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, which are listed on the Main Board of the Stock Exchange
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	6 January 2021, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Mr. Li”	Mr. Li Shen Hua (李深華)
“Mr. Zhao”	Mr. Zhao Wei (趙偉)

DEFINITIONS

“Nomination Committee”	the nomination committee of the Board
“PRC”	the People’s Republic of China, which for the purpose of this circular only, excludes Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	collectively, the Domestic Share(s) and the H Share(s)
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Strategy Committee”	the strategy committee of the Board
“Supervisor(s)”	the supervisor(s) of the Company

In this circular, if there is any inconsistency between the Chinese names of the entities or enterprises established in the PRC and their English translations, the Chinese names shall prevail. English translation of names in Chinese which are marked with “” is for identification purpose only.*



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)

Executive Director:

Mr. Wu Liejin (*Chairman and president*)

Non-executive Directors:

Mr. Zhang Minming

Mr. Luo Zhenqing

Mr. Zhang Deben

Independent Non-executive Directors:

Mr. Wu Xiangneng

Mr. Leung Hon Man

Mr. Liu Heng

Registered office:

Unit 2202–2212, 22/F

Chuangye Building

No. 215 Fenjiang Middle Road

Foshan, Guangdong

PRC

Principal place of business

in Hong Kong:

40th Floor, Sunlight Tower

No. 248 Queen's Road East

Wanchai

Hong Kong

12 January 2021

To Shareholders

Dear Sir or Madam,

**PROPOSED ELECTION OF NON-EXECUTIVE DIRECTORS,
PROPOSED AMENDMENTS TO THE DIRECTORS AND
SUPERVISORS' ALLOWANCE POLICY
AND
NOTICE OF EGM**

INTRODUCTION

Reference is made to the announcement of the Company dated 5 January 2021 in relation to the resignation of Ms. Gu Lidan as a non-executive Director and the announcement of the Company dated 7 January 2021 in relation to (i) the nomination of Mr. Li Shen Hua (李深華) and Mr. Zhao Wei (趙偉) as non-executive Directors; and (ii) the proposed amendments to the Directors and Supervisors' Allowance Policy.

* *For identification purposes only*

LETTER FROM THE BOARD

The purpose of this circular is to provide you with the notice of the EGM, the information relating to the proposed candidates of the non-executive Directors and the proposed amendments to the Directors and Supervisors' Allowance Policy to enable you to make informed decision on whether to vote for or against the resolutions at the EGM.

PROPOSED ELECTION OF NON-EXECUTIVE DIRECTORS

On 5 January 2021, Ms. Gu Lidan resigned as a non-executive Director and a member of each of the Nomination Committee and the Strategy Committee due to job transfer. Ms. Gu confirmed that she has no disagreement with the Board and there are no other matters regarding her resignation that need to be brought to the attention of the Shareholders or the Stock Exchange.

On 7 January 2021, the Board resolved to nominate each of Mr. Li and Mr. Zhao as a non-executive Director. The biographical details of Mr. Li and Mr. Zhao are set out in the Appendix to this circular.

The nomination of non-executive Directors is submitted to the Shareholders for consideration and approval at the EGM. The term of office of each of Mr. Li and Mr. Zhao, if so appointed, shall commence from the date of approving the relevant resolution (which is expected to be the date of the EGM, 29 January 2021) until the expiry of the term of the current section (i.e. fourth section) of the Board, which is expected to be 5 June 2021. Each of Mr. Li and Mr. Zhao may enter into a service contract with the Company.

PROPOSED AMENDMENTS TO THE DIRECTORS AND SUPERVISORS' ALLOWANCE POLICY

On 7 January 2021, taking in account the actual conditions of the Company and to enhance the Company's housekeeping matters, the Board resolved to propose amendments to the Directors and Supervisors' Allowance Policy as follows:

Existing Provisions	Amended Provisions
Article 1 Taking into account the actual condition of Guangdong Join-Share Guarantee Investment Co., Ltd. (hereinafter referred to as the "Company"), this Policy is drawn up in accordance with the "Company Law of the People's Republic of China", the Articles of Association and other relevant laws and regulations to improve the corporate governance system of the Company and to enhance and regulate the management of allowance to directors and supervisors of the Company.	Article 1 Taking into account the actual condition of Guangdong Join-Share Financing Guarantee Investment Co., Ltd. (hereinafter referred to as the "Company"), this Policy is drawn up in accordance with the "Company Law of the People's Republic of China", the Articles of Association and other relevant laws and regulations to improve the corporate governance system of the Company and to enhance and regulate the management of allowance to directors and supervisors of the Company.

LETTER FROM THE BOARD

Existing Provisions	Amended Provisions
<p>Article 5 Allowance standard: the allowance to directors and supervisors shall be paid in the form of allowance. The allowance to non-independent directors amounts to RMB30,000 per person each year; to supervisors amounts to RMB20,000 per person each year; to independent directors amounts to RMB80,000 per person each year; and to independent supervisors amounts to RMB30,000 per person each year, respectively.</p>	<p>Article 5 Allowance standard: the allowance to directors and supervisors shall be paid in the form of allowance. The allowance to non-independent directors amounts to RMB30,000 per person each year; to supervisors amounts to RMB20,000 per person each year; to independent directors amounts to RMB80,000 per person each year; and to independent supervisors amounts to RMB30,000 per person each year, respectively.</p> <p>If candidates for directors or supervisors recommended or nominated by Foshan Financial Investment Holdings Co., Ltd., the Company's shareholder, in accordance with the Articles of Association, are elected as directors or supervisors of the Company at the general meeting(s) of the Company, the aforesaid allowance to the directors or supervisors of the Company shall not be available to them.</p>
<p>Article 13 This Policy will be implemented from 1 April 2015 after being considered and approved by the general meeting of the Company.</p>	<p>Article 13 This Policy will take effect and be implemented from the date of being considered and approved by the shareholders at a general meeting of the Company.</p>

Save for the above provisions, no other provisions of the Directors and Supervisors' Allowance Policy were proposed to be amended.

The proposed amendments to the Directors and Supervisors' Allowance Policy is submitted to the Shareholders for consideration and approval at the EGM. The amended Directors and Supervisors' Allowance Policy shall take effect and be implemented from the date of approving the relevant resolution at the general meeting of the Company. Mr. Li and Mr. Zhao, if so appointed, shall be remunerated according to, if adopted, the amended Directors and Supervisors' Allowance Policy.

LETTER FROM THE BOARD

CLOSURE OF BOOKS

In order to determine the Shareholders' eligibility to attend the EGM, the register of members of the Company will be closed from Tuesday, 26 January 2021 to Friday, 29 January 2021, both days inclusive, during which no transfer of shares will be registered. Only Shareholders whose names appear on the register of members of the Company on Friday, 29 January 2021 or their proxies or duly authorised corporate representatives are entitled to attend the EGM.

In order to qualify for attending and voting at the EGM, 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 Center, South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC (for holders of Domestic Shares) not later than 4:30 p.m. on Monday, 25 January 2021.

EGM AND VOTING BY POLL

The EGM will be held at 3:00 p.m. on Friday, 29 January 2021 at the training room of 5/F, Building D, Sino-European Service Center, South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC for the purpose of considering, and if thought fit, passing the resolutions to approve the proposed election of non-executive Directors and the proposed amendments to the Directors and Supervisors' Allowance Policy.

A Shareholder entitled to attend and vote at the EGM may appoint one or more person (whether he/she is a Shareholder or not) to attend and vote at the same on his or her behalf. The instrument appointing a proxy must be in writing and signed by a Shareholder or his/her duly authorised attorney. If the Shareholder is a corporation, such instrument must be either under its common seal or duly signed by its legal representative, director(s) or duly authorised attorney(s).

Shareholders who intend to attend the EGM by proxy should complete the proxy form. For holders of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong and for holders of Domestic Shares, the proxy form should be returned to the Company's office in the PRC at 5/F, Building D, Sino-European Service Center, South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC, in person or by post as soon as possible and in any event not later than 24 hours before the time appointed for holding of the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof.

LETTER FROM THE BOARD

RECOMMENDATIONS

The Board considers that the resolutions set out in the notice of EGM for consideration and approval by Shareholders are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of all the resolutions to be proposed at the EGM.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Group. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and, there are no other matters the omission of which would make this circular or any statement herein misleading.

ADDITIONAL INFORMATION

Your attention is also drawn to the general information set out in the appendix to this circular.

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

APPENDIX BIOGRAPHICAL DETAILS OF THE PROPOSED DIRECTORS TO BE ELECTED AT THE EGM

The biographical details of the proposed Directors to be elected at the EGM are set out as follows:

Mr. Li Shen Hua (李深華), aged 64, 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 organisations 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勛企業家)” from 2007 to 2018.

As at the Latest Practicable Date, Mr. Li was beneficially interested in 77,720,000 Domestic Shares and 35,000,000 H Shares, respectively.

**APPENDIX BIOGRAPHICAL DETAILS OF THE PROPOSED DIRECTORS
TO BE ELECTED AT THE EGM**

Mr. Zhao Wei (趙偉), aged 43, has over 25 years of experience in the finance industry in the PRC. Mr. Zhao joined Foshan Financial Investment Holdings Co., Ltd.* (佛山市金融投資控股有限公司) (“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).

Save as disclosed in this circular, as at the Latest Practicable Date, (a) each of the proposed Directors had no other interests in any Shares or underlying Shares within the meaning of Part XV of the SFO; (b) none of the proposed Directors had any other relationship with any Directors, supervisors, senior management or substantial Shareholders or controlling Shareholders of the Company; (c) none of the proposed Directors held any directorship in listed public companies in the three years prior to the Latest Practicable Date, or any positions in the Group; and (d) to the best knowledge, information and belief of the Directors after having made all reasonable enquiries, there were no other matters in relation to the proposed Directors 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.



Join-Share 中盈盛达

共创 共享 共成长

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

廣東中盈盛達融資擔保投資股份有限公司

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

(Stock Code: 1543)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of Guangdong Join-Share Financing Guarantee Investment Co., Ltd.* (廣東中盈盛達融資擔保投資股份有限公司) (the “**Company**”) will be held at the training room of 5/F, Building D, Sino-European Service Center, South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC on Friday, 29 January 2021 at 3:00 p.m., for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the appointment of Mr. Li Shen Hua (李深華) as a non-executive director of the Company for a term commencing on the date of passing of this resolution until the date of expiry of the fourth session of the board of directors of the Company.
2. To consider and approve the appointment of Mr. Zhao Wei (趙偉) as a non-executive director of the Company for a term commencing on the date of passing of this resolution until the date of expiry of the fourth session of the board of directors of the Company.
3. To consider and approve the amendments to the Directors and Supervisors' Allowance Policy of the Company as described in the circular of the Company dated 12 January 2021.

By order of the Board

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

Wu Liejin

Chairman

Foshan, the PRC, 12 January 2021

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

Notes:

1. In order to determine the shareholders' eligibility to attend the EGM, the register of members of the Company will be closed from Tuesday, 26 January 2021 to Friday, 29 January 2021, both days inclusive, during which no transfer of shares will be registered. Only shareholders of the Company (the "Shareholder(s)") whose names appear on the register of members of the Company on Friday, 29 January 2021 or their proxies or duly authorised corporate representatives are entitled to attend the EGM. In order to qualify for attending and voting at the EGM, 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 Center, South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC (for holders of domestic shares) not later than 4:30 p.m. on Monday, 25 January 2021.
2. A Shareholder entitled to attend and vote at the EGM may appoint one or more person (whether he/she is a Shareholder or not) to attend and vote at the same on his or her behalf.
3. The instrument appointing a proxy must be in writing and signed by a Shareholder or his/her duly authorised attorney. If the Shareholder is a corporation, such instrument must be either under its common seal or duly signed by its legal representative, director(s) or duly authorised attorney(s).
4. Shareholders who intend to attend the EGM by proxy should complete the proxy form. For holders of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong and for holders of Domestic Shares, the proxy form should be returned to the Company's office in the PRC at 5/F, Building D, Sino-European Service Center, South of Lingnan Road, Lecong Town, Shunde District, Foshan, Guangdong Province, the PRC in person or by post as soon as possible and in any event not later than 24 hours before the time appointed for holding of the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending the EGM or any adjournment thereof and voting in person.
5. Shareholders or their proxies shall provide their identity documents when attending the EGM.
6. The EGM is expected to last for less than half a day. Shareholders (in person or by proxy) attending this EGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending this EGM shall present their identity certifications.
7. In case of joint holders of a share, any one of such holders is entitled to vote at the meeting either in person or by proxy for such share, as if he/she is the only one entitled to do so among the joint holders. However, only the vote of the person whose name stands first on the register of members in respect of such share shall be accepted if more than one joint holder attend the meeting personally or by proxy.
8. The resolutions as set out above are required to be determined by way of poll under the Rules Governing the Listing of the Securities on The Stock Exchange of Hong Kong Limited.
9. The contact information of the Company is as follows:

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

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

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

10. The address of the Company's H Share registrar:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong
(For lodging share transfer documents)

17M Floor, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong
(For deposit of proxy form)

Tel: +852 2862 8555

Fax: +852 2865 0990

As of the date of this notice, the executive director of the Company is Mr. Wu Liejin (Chairman); the non-executive directors of the Company are Mr. Zhang Minming, Mr. Luo Zhenqing 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*