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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)

INSIDE INFORMATION

This announcement is made pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Reference is made to (i) the circular of the Company dated 30 September 2017 relating to, amongst others, the proposed Investor Subscription and the proposed issue of the Investor Subscription Shares under Specific Mandate (the “**Circular**”); and (ii) the announcement of the Company dated 2 November 2017 in relation to the entering into of the Share Transfer Agreement between Yuecai HK and Fojin pursuant to the Possible Shareholders’ Transaction (the “**Announcement**”). Unless otherwise stated herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Announcement.

As informed by the Subscriber, Yuecai HK as transferor and Fojin (a wholly-owned subsidiary of the Subscriber) as transferee had executed the bought and sold notes in relation to the transfer of 70,000,000 H Shares and the completion of the Share Transfer Agreement took place on 17 November 2017 (the “**Completion of the Shareholders’ Share Transaction**”). Immediately upon Completion of the Shareholders’ Share Transaction, without taking into account the Investor Subscription Shares in which the Subscriber is interested pursuant to the Investor Subscription Agreement, the Subscriber (through Fojin) and Fuside were altogether interested in 33,002,680 Domestic Shares and 70,000,000 H Shares, representing in aggregate approximately 9.66% of the existing total share capital of the Company, and Yuecai HK and Guangdong Yuecai Venture Investment Co., Ltd* (廣東粵財創業投資有限公司) were respectively interested in 19,800,000 H Shares and 16,758,818 Domestic Shares, representing in aggregate approximately 3.43% of the existing total share capital of the Company.

As set out in the Circular, the Company and the Subscriber had entered into the Investor Subscription Agreement, pursuant to which the Subscriber had conditionally agreed to subscribe for 223,096,020 new Domestic Shares and 74,364,000 new H Shares on terms and subject to the conditions of the Investor Subscription Agreement. Assuming that the Investor Subscription Agreement is to be completed in accordance with its terms, immediately after the Investor Subscription Completion, the Subscriber and its associates (including Fujin and Fuside) would altogether become interested in 256,098,700 Domestic Shares and 144,364,000 H Shares, representing approximately 29.4% of the issued share capital of the Company as enlarged by the Investor Subscription Shares (without taking into account the Management Subscription Completion and Placing Completion). Therefore, the Subscriber will become a substantial Shareholder upon the Investor Subscription Completion and the Shares to be held by the Subscriber and its associates will not count towards the public float. As more particularly set out in the Circular, subject to the fulfilment of the conditions precedent under the Placing Agreement, the Company will issue up to 186,666,000 new H Shares on the Investor Subscription Completion Date in order to maintain the minimum 25% public float requirement of the Company under Rule 8.08(1)(a) of the Listing Rules. Further announcement will be issued by the Company relating to the status of the Investor Subscription Agreement and the Placing Agreement as and when appropriate.

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

Foshan, the PRC, 17 November 2017

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

* For identification purpose only