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**Join-Share 中盈盛达**

共创 共享 共成长

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

**廣東中盈盛達融資擔保投資股份有限公司**

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

**(Stock Code: 1543)**

## **DISCLOSEABLE TRANSACTION IN RELATION TO THE PROVISION OF GUARANTEE**

### **THE GUARANTEE**

On 29 August 2019, the Company and Qiaoyin entered into the Guarantee Limit Service Agreement pursuant to which the Company agrees to provide the Guarantee for the Maximum Guarantee Limit of RMB300,000,000 (equivalent to approximately HKD346,420,323.3) in relation to various construction projects taken up or to be taken up by Qiaoyin. The services fees for each individual provision of guarantee by the Company shall be agreed under each separate guarantee service agreement to be entered into between Qiaoyin and the Company, but in any event shall not exceed 10% of the guaranteed amount per annum and not less than RMB10,000, per each provision of guarantee.

### **REASONS FOR AND BENEFITS OF THE PROVISION OF GUARANTEE**

The Directors believe that the environmental health industry in the PRC is currently developing quickly, and it also benefits from favorable policies of the PRC government. The development prospects of the industry in the market are expanding. At the same time, the environmental health industry is also indispensable for urban development and operation, and is less affected by the fluctuation of the economic cycle. Therefore, the Directors expect to establish a long-term cooperative relationship with Qiaoyin to bring more business opportunities for the Group to carry out guarantee business related to the sanitation industry.

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

### **LISTING RULES IMPLICATIONS**

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

### **INTRODUCTION**

On 29 August 2019, the Company and Qiaoyin entered into the Guarantee Limit Service Agreement pursuant to which the Company agrees to provide the Guarantee.

### **THE GUARANTEE LIMIT SERVICE AGREEMENT**

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

- Date : 29 August 2019
- Parties : (a) The Company, as guarantor; and  
(b) Qiaoyin, as warrantee
- Service term of the Guarantee : From 30 August 2019 to 30 August 2022 (“**Service Term**”)
- Guarantee : During the Service Term, the Company shall provide the Guarantee in favour of various beneficiaries for the Maximum Guarantee Limit of RMB300,000,000 (equivalent to approximately HKD346,420,323.3) in relation to various construction projects taken up or to be taken up by Qiaoyin.

Within the Service Term and the Maximum Guarantee Limit, Qiaoyin is entitled to have recurrent utilisation of the Maximum Guarantee Limit. For each individual guarantee, Qiaoyin shall enter into a separate guarantee service agreement with the Company.

Service fees : The services fees for each individual provision of guarantee by the Company shall be agreed under each separate guarantee service agreement to be entered into between Qiaoyin and the Company, but in any event shall not exceed 10% of the guaranteed amount per annum and not less than RMB10,000, per each provision of guarantee.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, Qiaoyin and its ultimate beneficial owners are third parties independent of the Company and its connected persons and any of their respective associates.

### **INFORMATION OF QIAOYIN**

Qiaoyin is a joint stock limited company incorporated in the PRC with a registered capital of RMB367.77 million. Qiaoyin is principally engaged in urban and rural environmental sanitation integrated management services, which covers urban and rural sanitation cleaning, domestic garbage disposal, municipal sanitation engineering, sanitation infrastructure investment construction, public facilities and environmental custody and other sanitation services. Qiaoyin is one of the leading companies in the sanitation industry in the PRC.

### **INFORMATION OF THE COMPANY**

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

### **REASONS FOR AND BENEFITS OF THE PROVISION OF GUARANTEE**

The Directors believe that the environmental health industry in the PRC is currently developing quickly, and it also benefits from favorable policies of the PRC government. The development prospects of the industry in the market are expanding. At the same time, the environmental health industry is also indispensable for urban development and operation, and is less affected by the fluctuation of the economic cycle. Therefore, the Directors expect to establish a long-term cooperative relationship with Qiaoyin to bring more business opportunities for the Group to carry out guarantee business related to the sanitation industry.

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

## **LISTING RULES IMPLICATIONS**

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

## **DEFINITIONS**

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

|                                     |   |
|-------------------------------------|---|
| “associate(s)”                      | has the meaning ascribed to it under the Listing Rules  |
| “Board”                             | the board of Directors of the Company   |
| “Company”                           | Guangdong Join-Share Financing Guarantee Investment Co., Ltd.* (廣東中盈盛達融資擔保投資股份有限公司), a joint stock limited company incorporated in the PRC and the H Shares of which are listed on the Stock Exchange |
| “Director(s)”                       | the director(s) of the Company  |
| “Group”                             | collectively, the Company and its subsidiaries  |
| “Guarantee”                         | the guarantee to be provided by the Company for the Maximum Guarantee Limit pursuant to the Guarantee Limit Service Agreement   |
| “Guarantee Limit Service Agreement” | the maximum guarantee limit service agreement dated 29 August 2019 and entered into between the Company and Qiaoyin in relation to the provision of the Guarantee                                     |
| “HK\$”                              | Hong Kong dollars, the lawful currency of Hong Kong   |
| “Hong Kong”                         | the Hong Kong Special Administrative Region of the PRC  |

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|---------------------------|--|
| “Listing Rules”           | the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time            |
| “Maximum Guarantee Limit” | a maximum guarantee limit of RMB300,000,000 (equivalent to approximately HKD346,420,323.3) as agreed under the Guarantee Limit Service Agreement |
| “PRC”                     | the People’s Republic of China   |
| “Qiaoyin”                 | Qiaoyin Environmental Protection Technology Co., Ltd.* (僑銀環保科技股份有限公司), a joint stock limited company incorporated in the PRC                     |
| “RMB”                     | Renminbi, the lawful currency of the PRC   |
| “Shareholder(s)”          | the holder(s) of share(s) of the Company   |
| “Stock Exchange”          | The Stock Exchange of Hong Kong Limited  |
| “%”                       | per cent.  |

*For the purpose of this announcement and for illustrative purpose only, conversion of RMB into HK\$ is based on the approximate exchange rate of HK\$1:RMB0.866.*

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

Foshan, the PRC, 29 August 2019

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

\* *for identification purpose only*