

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in **Quanzhou Huixin Micro-credit Co., Ltd.**, you should at once hand this circular, together with the accompanying form of proxy to the purchaser or the transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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Quanzhou Huixin Micro-credit Co., Ltd.*
泉州匯鑫小額貸款股份有限公司

(Established in the People's Republic of China with limited liability)

(Stock Code: 1577)

REPORT OF THE DIRECTORS FOR THE YEAR 2016;
REPORT OF THE SUPERVISORY COMMITTEE FOR THE YEAR 2016;
ANNUAL REPORT FOR THE YEAR 2016;
AUDITED FINANCIAL STATEMENTS FOR THE YEAR 2016;
FINAL FINANCIAL ACCOUNTS FOR THE YEAR 2016;
FINANCIAL BUDGET PLAN FOR THE YEAR 2017;
PROFIT DISTRIBUTION PLAN FOR THE YEAR 2016;
EXTERNAL AUDITOR'S FEES FOR THE YEAR 2016;
RE-APPOINTMENT OF EXTERNAL AUDITOR;
RE-ELECTION AND ELECTION OF DIRECTORS;
RE-ELECTION OF SUPERVISORS;
AUTHORISATION TO THE BOARD TO FIX DIRECTORS'
AND SUPERVISORS' REMUNERATION;
AMENDMENT TO THE ARTICLES OF ASSOCIATION;
GENERAL MANDATE TO ISSUE NEW SHARES;
AND
NOTICE OF AGM

A notice convening the AGM of the Company to be held at 12/F, Former Finance Building No. 361 Feng Ze Street, Quanzhou City, Fujian Province, the PRC at 10:00 a.m. on Monday, 12 June 2017 is set out on pages 14 to 17 of this circular. A form of proxy for use at the AGM is also enclosed with this circular. Whether or not you intend to attend and vote at the AGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the H Shares registrar and transfer office of the Company in Hong Kong, Boardroom Share Registrars (HK) Limited, at 31/F, 148 Electric Road, North Point, Hong Kong (in respect of H Shareholders), or to the Company's registered office in the PRC at 12/F, Former Finance Building No. 361 Feng Ze Street, Quanzhou City, Fujian Province, the PRC (in respect of Domestic Shareholders) as soon as possible but in any event by not later than 24 hours before the time appointed for holding of the AGM (i.e. before 10:00 a.m. on 11 June 2017) or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjourned meeting should you so wish.

* For identification purposes only

21 April 2017

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“AGM” or “Annual General Meeting”	the annual general meeting of the Company to be held at 12/F, Former Finance Building No. 361 Feng Ze Street, Quanzhou City, Fujian Province, the PRC at 10:00 a.m. on Monday, 12 June 2017
“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board” or “Board of Directors”	the board of directors of the Company
“Chairman”	Mr. Zhou Yongwei, the chairman of the Company
“China” or “PRC”	the People’s Republic of China, but for the purpose of this circular and for geographical reference only and except where the context requires, references in this circular to “China” and the “PRC” do not apply to Taiwan, Macau Special Administrative Region and Hong Kong
“Company”	Quanzhou Huixin Micro-credit Co., Ltd.* (泉州匯鑫小額小貸股份有限公司), a joint stock company established in the PRC with limited liability on 8 January 2010, the H Shares of which are listed on the Hong Kong Stock Exchange (stock code:1577)
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	issued ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi
“Fujian Province” or “Fujian”	Fujian Province (福建省), a province located in the southeastern coast of China
“H Share(s)”	overseas listed foreign share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“HKD” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC

DEFINITIONS

“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
“Notice of AGM”	the notice of the AGM as set out on pages 14 to 17 of this circular
“Quanzhou City”	Quanzhou City (泉州市), Fujian Province
“Renminbi” or “RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the Domestic Share(s) and the H Share(s)
“Shareholders”	holder(s) of the Share(s)
“Supervisor(s)”	member(s) of the Supervisory Committee
“Supervisory Committee”	the supervisory committee of the Company
“%”	percent

LETTER FROM THE BOARD



Quanzhou Huixin Micro-credit Co., Ltd.*

泉州匯鑫小額貸款股份有限公司

(Established in the People's Republic of China with limited liability)

(Stock Code: 1577)

Executive Directors:

Mr. Zhou Yongwei (*Chairman*)
Mr. Wu Zhirui
Mr. Yan Zhijiang

Registered Office and Head Office in the PRC:

12/F, Former Finance Building, No. 361 Feng Ze
Street, Quanzhou City, Fujian Province, the PRC

Non-executive Directors:

Ms. Liu Aiqin
Mr. Jiang Haiying
Mr. Zhu Jinsong

Principal Place of Business in Hong Kong:

36/F, Tower Two, Times Square, 1 Matheson
Street, Causeway Bay, Hong Kong

Independent Non-executive Directors:

Mr. Cai Yi
Mr. Zhang Lihe
Mr. Wang Yiming

21 April 2017

To the Shareholders

Dear Sir or Madam,

**REPORT OF THE DIRECTORS FOR THE YEAR 2016;
REPORT OF THE SUPERVISORY COMMITTEE FOR THE YEAR 2016;
ANNUAL REPORT FOR THE YEAR 2016;
AUDITED FINANCIAL STATEMENTS FOR THE YEAR 2016;
FINAL FINANCIAL ACCOUNTS FOR THE YEAR 2016;
FINANCIAL BUDGET PLAN FOR THE YEAR 2017;
PROFIT DISTRIBUTION PLAN FOR THE YEAR 2016;
EXTERNAL AUDITOR'S FEES FOR THE YEAR 2016;
RE-APPOINTMENT OF EXTERNAL AUDITOR;
RE-ELECTION AND ELECTION OF DIRECTORS;
RE-ELECTION OF SUPERVISORS;
AUTHORISATION TO THE BOARD TO FIX DIRECTORS'
AND SUPERVISORS' REMUNERATION;
AMENDMENT TO THE ARTICLES OF ASSOCIATION;
GENERAL MANDATE TO ISSUE NEW SHARES;
AND
NOTICE OF AGM**

* For identification purposes only

LETTER FROM THE BOARD

I. INTRODUCTION

The purpose of this circular is to give you the Notice of AGM and provide you with the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the AGM for the following issues:

Ordinary Resolutions

- (1) Report of the Directors for the year 2016;
- (2) Report of the Supervisory Committee for the year 2016;
- (3) Annual report for the year 2016;
- (4) Audited financial statements for the year 2016;
- (5) Final financial accounts for the year 2016;
- (6) Financial budget plan for the year 2017;
- (7) Profit distribution plan for the year 2016;
- (8) External auditor's fees for the year 2016;
- (9) Re-appointment of Ernst & Young as the Company's external auditor and authorisation to the Board to fix its remuneration;
- (10) Re-election and election of Directors;
- (11) Re-election of Supervisors; and
- (12) Authorisation to the Board to fix Directors' and Supervisors' remuneration.

Special Resolutions

- (13) Proposed amendment to the Articles of Association; and
- (14) Proposed general mandate to issue new Shares.

(1) Report of the Directors for the year 2016

An ordinary resolution will be proposed at the AGM to approve the report of the Directors for the year 2016. Please refer to the Report of the Directors set out in the annual report for the year 2016 published on 21 April 2017.

LETTER FROM THE BOARD

(2) Report of the Supervisory Committee for the year 2016

An ordinary resolution will be proposed at the AGM to approve the report of the Supervisory Committee for the year 2016. Please refer to the Report of the Supervisory Committee set out in the annual report for the year 2016 published on 21 April 2017.

(3) Annual report for the year 2016

An ordinary resolution will be proposed at the AGM to approve the annual report for the year 2016. The annual report has been published on the HKExnews website of Hong Kong Exchanges and Clearing Limited (<http://www.hkxnews.hk>) and the website of the Company (www.qzhuixin.net) on 21 April 2017, and has been dispatched to the Shareholders.

(4) Audited financial statements for the year 2016

An ordinary resolution will be proposed at the AGM to approve the Company's audited financial statements for the year ended 31 December 2016. Please refer to the Company's audited financial statements for the year ended 31 December 2016 set out in the annual report for the year 2016 published on 21 April 2017.

(5) Final financial accounts for the year 2016

An ordinary resolution will be proposed at the AGM to approve the final financial accounts for the year 2016. A summary of the Company's 2016 final financial accounts prepared under the Hong Kong Financial Reporting Standards is as follows:

1. Income and profit

In 2016, pursuant to the financial statements, the Company's interest income was RMB143.7 million and interest expense was RMB6.0 million. Operating and administrative expenses amounted to RMB26.5 million. Profit before tax was RMB114.3 million, of which the net profit and total comprehensive income for the year was RMB85.5 million.

2. Cash flow

In 2016, pursuant to the financial statements, the Company's net cash flow used in operating activities was RMB54.6 million, net cash flow used in investing activities was RMB0.2 million and net cash flow from financing activities was RMB119.3 million. The net increase of cash and cash equivalents was RMB64.4 million.

3. Assets and liabilities

As at 31 December 2016, pursuant to the financial statements, the Company's total assets amounted to RMB960.9 million. Total liabilities amounted to RMB21.9 million. Total equity amounted to RMB939.0 million.

LETTER FROM THE BOARD

(6) Financial budget plan for the year 2017

The Company plans to control the total operating expenses (net of taxes and surcharges as well as non-business expenditure) for the year 2017 at approximately RMB27.0 million. An ordinary resolution will be proposed at the AGM to approve the financial budget plan of the Company for the year 2017.

(7) Profit distribution plan for the year 2016

According to the *Company Law of the PRC* (中華人民共和國公司法), the *Securities Law of the PRC* (中華人民共和國證券法) and the Articles of Association, an ordinary resolution will be proposed at the AGM to approve the Company's profit distribution plan for the year 2016.

On 24 March 2017, the Board resolved to submit to the Shareholders for their consideration and approval a profit distribution plan for the year ended 31 December 2016. The Board proposed the payment of a final dividend of RMB0.05 per Share for the year ended 31 December 2016 to Shareholders (the “**Proposed Final Dividend**”). If such proposal is approved at the AGM, the dividend will be distributed to Shareholders whose names appear on the register of members of the Company on Monday, 26 June 2017. Such dividend is expected to be paid on or around Friday, 18 August 2017. Such dividend will be paid to holders of Domestic Shares in RMB and to holders of H Shares in HKD as converted based on the average median exchange rate of RMB against HKD published by the People's Bank of China (中國人民銀行) for the five consecutive business days immediate before the date of the AGM.

For the purpose of determining the entitlement to the Proposed Final Dividend, the H Share register of members of the Company will be closed from Tuesday, 20 June 2017 to Monday, 26 June 2017, both days inclusive, during which period no Share transfers of H Shares will be registered. In order to be entitled to the Proposed Final Dividend, unregistered holders of H Shares of the Company should ensure that all Share transfer documents accompanied by the relevant Share certificates must be lodged with the Company's H Share Registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, for registration no later than 4:30 p.m. on Monday, 19 June 2017.

(8) External auditor's fees for the year 2016

An ordinary resolution will be proposed at the AGM to approve the fees paid or payable to the external auditor of the Company, Ernst & Young, for the year ended 31 December 2016.

During the year ended 31 December 2016, the Company paid Ernest & Young a total fee of RMB875,000 (tax inclusive) for audit services and HK\$11,500 for non-audit service in connection with profit tax declaration in Hong Kong.

LETTER FROM THE BOARD

(9) Re-appointment of Ernst & Young as the Company’s external auditor and authorisation to the Board to fix its remuneration

An ordinary resolution will be proposed at the AGM to approve the re-appointment of Ernst & Young as the Company’s external auditor for a term until the conclusion of the next annual general meeting of the Company, and to authorise the Board and authorised person of the Board to determine its remuneration with reference to its duties and industry level.

(10) Re-election and election of Directors

According to Code Provision A.4.2 of the Corporate Governance Code (“**CG Code**”) set out in Appendix 14 to the Listing Rules, all directors appointed to fill a casual vacancy should be subject to election by Shareholders at the first general meeting after appointment. Every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

(I) *Re-election of Ms. Liu Aiqin as a non-executive Director*

Reference is made to the announcement of the Company dated 24 March 2017 in relation to, among other things, the resignation of Mr. Wang Wenbin (王文彬先生) as a non-executive Director and the appointment of Ms. Liu Aiqin (劉愛琴女士) (“**Ms. Liu**”) as a non-executive Director, both with effect from 24 March 2017. Ms. Liu will hold the office till conclusion of the AGM and offer herself for re-election as a non-executive Director at the AGM. Ms. Liu will not receive remuneration from the Company during her service as a non-executive Director of the Company. An ordinary resolution will be proposed at the AGM to re-elect Ms. Liu as a non-executive Director.

The biographical details of Ms. Liu are set out in Appendix I to this circular.

(II) *Retirement of Mr. Wang Yiming as an independent non-executive Director*

According to Code Provision A.4.2 of the CG Code, Mr. Wang Yiming (王藝明先生) (“**Mr. Wang**”) will retire but he has indicated to the Board that he does not wish to offer himself for re-election at the AGM because he wishes to devote more time to look after his other business commitments. Therefore, Mr. Wang will retire from office as an independent non-executive Director and cease to be a member of the audit committee and the chairman of the remuneration committee of the Company immediately upon conclusion of the AGM.

Mr. Wang confirmed that he has no disagreement with the Board and there is no other matter relating to his retirement from office that needs to be brought to the attention of the Shareholders or the Stock Exchange.

LETTER FROM THE BOARD

(III) Retirement of Mr. Cai Yi as an independent non-executive Director

According to Code Provision A.4.2 of the CG Code, Mr. Cai Yi (蔡毅先生) (“**Mr. Cai**”) will retire but he has indicated to the Board that he does not wish to offer himself for re-election at the AGM because he wishes to devote more time to look after his other business commitments. Therefore, Mr. Cai will retire from office as an independent non-executive Director and cease to be a member of the nomination committee and remuneration committee of the Company immediately upon conclusion of the AGM.

Mr. Cai confirmed that he has no disagreement with the Board and there is no other matter relating to his retirement from office that needs to be brought to the attention of the Shareholders or the Stock Exchange.

(IV) Appointment of Mr. Lin Jianguo and Mr. Sun Leland Li Hsun as independent non-executive Directors

Subject to the approval by the Shareholders at the AGM, with the recommendation from the nomination committee of the Company, the Board proposes to appoint Mr. Lin Jianguo (林建國先生) (“**Mr. Lin**”) and Mr. Sun Leland Li Hsun (孫立勳先生) (“**Mr. Sun**”) as independent non-executive Directors immediately upon conclusion of the AGM. Separate ordinary resolutions will be proposed at the AGM to appoint Mr. Lin and Mr. Sun as independent non-executive Directors.

Upon approval of Mr. Lin’s appointment at the AGM, the Company will enter into a service contract with Mr. Lin for an initial term of three years commencing from the date of AGM. Mr. Lin will be entitled to a remuneration of HK\$100,000 per annum, which is determined by the Board with reference to his duties and responsibilities, the prevailing market conditions and the recommendation from the remuneration committee. It is proposed that Mr. Lin will be appointed as a member of the audit committee and remuneration committee of the Company.

Upon approval of Mr. Sun’s appointment at the AGM, the Company will enter into a service contract with Mr. Sun for an initial term of three years commencing from the date of AGM. Mr. Sun will be entitled to a remuneration of HK\$100,000 per annum, which is determined by the Board with reference to his duties and responsibilities, the prevailing market conditions and the recommendation from the remuneration committee. It is proposed that Mr. Sun will be appointed as a member of the nomination committee and remuneration committee of the Company.

The biographical details of Mr. Lin and Mr. Sun are set out in Appendix I to this circular.

LETTER FROM THE BOARD

(V) *Re-election of Directors*

The other Directors, namely, Mr. Zhou Yongwei (周永偉先生), Mr. Wu Zhirui (吳智銳先生), Mr. Yan Zhijiang (顏志江先生), Mr. Jiang Haiying (蔣海鷹先生), Mr. Zhu Jinsong (朱金松先生) and Mr. Zhang Lihe (張立賀先生) (collectively, the “**Directors Candidates**”), have confirmed that they will offer themselves for re-election at AGM. Subject to the approval of the Shareholders at the AGM, the Company will enter into service contract with each of the Directors Candidates for an initial term of three years commencing from the date of the AGM. Pursuant to the respective service contract to be entered into with each of the Directors Candidates, (i) each of the executive Directors and non-executive Directors will not receive remuneration from the Company during his/her service as an executive Director or a non-executive Director of the Company; and (ii) each of the independent non-executive Directors will be entitled to a remuneration of HK\$100,000 per annum, which is determined by the Board with reference to their duties and responsibilities, the prevailing market conditions and the recommendation from the remuneration committee. Their biographical details are set out in Appendix I to this circular.

(11) **Re-election of Supervisors**

The Supervisory Committee currently consists of seven Supervisors, comprising two representatives of Shareholders, three representatives of employees and two independent Supervisors. Except for the employee representative Supervisor elected by employees, the Supervisors were elected by our Shareholders for a term of three years, which is renewable upon re-election and re-appointment.

Subject to the approval of the Shareholders at the AGM, the Company will enter into service contract or appointment letter with each of Mr. Ng Seng Chuan (黃成泉先生) (“**Mr. Ng**”), Mr. Chen Jinzhu (陳金助先生) (“**Mr. Chen**”) and Mr. Wu Lindi (吳麟弟先生) (“**Mr. Wu**”) for an initial term of three years commencing from the date of the AGM. Pursuant to the service contract or appointment letter to be entered into with Mr. Ng, Mr. Ng will not receive remuneration from the Company during his service as a Shareholder representative Supervisor of the Company. Pursuant to the respective service contracts or appointment letters to be entered into with Mr. Chen and Mr. Wu, each of them will be entitled to a remuneration of RMB20,000 per annum, which is determined by the Board with reference to their duties and responsibilities, the prevailing market conditions and the recommendation from the remuneration committee.

Separate ordinary resolutions will be proposed at the AGM to approve the re-election of Mr. Ng as a Shareholder representative Supervisor, and Mr. Chen and Mr. Wu as independent Supervisors. Their biographical details are set out in Appendix II to this circular.

LETTER FROM THE BOARD

(12) Authorisation to the Board to fix Directors' and Supervisors' remuneration

An ordinary resolution will be proposed at the AGM to authorise the Board and authorised person of the Board to determine the Directors' and Supervisors' remuneration.

(13) Proposed amendment to the Articles of Association

Reference is made to the announcement of the Company dated 24 March 2017 in relation to the proposed amendment to the Articles of Association. A special resolution will be proposed at the AGM to approve the following proposed amendment to Article 127 of the Articles of Association in order to enhance the operation efficiency of the Supervisory Committee:

Article 127

The first paragraph of the existing Article 127, which originally reads as:

“The board of supervisors shall compose of 7 supervisors, the majority of which shall be outside supervisors. The board of supervisors shall have 2 independent supervisors. The board of supervisors shall have 1 chairman, and may have vice chairman. The term of office of a supervisor shall be 3 years, which may be extended upon re-election.”

is proposed to be amended as:

“The board of supervisors shall compose of 5 supervisors, the majority of which shall be outside supervisors. The board of supervisors shall have 2 independent supervisors. The board of supervisors shall have 1 chairman, and may have vice chairman. The term of office of a supervisor shall be 3 years, which may be extended upon re-election.”

(14) General mandate to issue new Shares

To seize market opportunities, ensure flexibility to issue new Shares and further provide financial support for the strategic development of the Company, it is proposed at the AGM to approve to grant the Board a general mandate to issue Shares by way of special resolution.

(1) *Scope of the general mandate*

Details of the scope of the general mandate include but not limit to:

- (a) granting of a general mandate to the Board to, subject to market conditions and the needs of the Company, separately or concurrently issue, allot and deal with additional Domestic Shares and/or H Shares of the Company, and each of the number of the Domestic Shares and/or H Shares to be allotted or agreed conditionally or unconditionally to be allotted by the Board shall not exceed 20% of the respective number of the existing Domestic Shares and/or H Shares in issue on the date of passing of such resolution at the AGM (including but

LETTER FROM THE BOARD

not limited to ordinary shares, preference shares, securities convertible into Shares, options and warrants or similar right which may subscribe for any Share or above convertible securities, as the case may be), and decide to make or grant offers for sale, offers, agreements, share options, power to exchange for or convert into Shares or other powers as required or may be required to allot Shares, as the case may be;

- (b) the Board be authorised to formulate and implement detailed issuance plan in the exercise of the above general mandate, including but not limited to the class of new Shares to be issued, pricing mechanism and/or issuance/convertible/exercise price (including price range), form of issuance, number of Shares to be issued, allottees and use of proceeds, time of issuance, period of issuance and whether to allot Shares to existing Shareholders;
- (c) the Board be authorised to engage professional advisers for matters related to the issuance, and to approve and execute all acts, deeds, documents and other related matters which are necessary, appropriate or advisable for Share issuance; to approve and execute, on behalf of the Company, agreements related to the issuance, including but not limited to underwriting agreement, placing agreement, engagement agreements of professional advisers;
- (d) the Board be authorised to approve and execute, on behalf of the Company, documents in connection with the issuance to be submitted to regulatory authorities, to carry out relevant approval procedures required by regulatory authorities and place where the Company is listed, and to complete all necessary filings, registrations and records with the relevant government authorities of Hong Kong and/or any other regions and jurisdictions (if applicable);
- (e) the Board be authorised to amend, as required by regulatory authorities within or outside the PRC, the related agreements and statutory and other documents; and
- (f) the Board be authorised to increase the registered capital of the Company after the issuance and to make corresponding amendments to the Articles of Association relating to share capital and shareholdings, etc., and to authorise the management of the Company to carry out the relevant procedures.

(2) *Term of the general mandate*

Except that the Board may make or grant offers, agreements, options during the Relevant Period (as defined below) in relation to the issuance, which require or may require further promotion or implementation after the end of the Relevant Period, the exercise of the above general mandate shall be within the relevant period (the “**Relevant Period**”).

LETTER FROM THE BOARD

The Relevant Period means the period from the approval of this resolution as a special resolution at the AGM until whichever is the earlier of:

- (a) the conclusion of the next annual general meeting of the Company; or
- (b) the revocation or variation of the authority given to the Board under this resolution by passing of a special resolution in a Shareholders' general meeting of the Company.

The Board may only exercise the above authorization in accordance with the *Company Law of the PRC*, the *Securities Law of the PRC*, the Listing Rules or any applicable laws, regulations and provisions of any other governments or regulatory authorities, and subject to obtaining approvals from the relevant government agencies.

The above resolution was considered and approved by the Board on 24 March 2017 and is hereby proposed at the AGM for Shareholders' consideration and approval.

II. THE AGM

The form of proxy and the reply slip of the AGM are enclosed herewith.

Whether or not you intend to attend and vote at the AGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon to the H Shares registrar and transfer office of the Company in Hong Kong, Boardroom Share Registrars (HK) Limited, at 31/F, 148 Electric Road, North Point, Hong Kong (in respect of H Shareholders), or to the Company's head office and principal place of business in the PRC at 12/F, Former Finance Building No. 361 Feng Ze Street, Quanzhou City, Fujian Province, the PRC (in respect of Domestic Shareholders) as soon as possible but in any event by not later than 24 hours before the time appointed for holding of the AGM (i.e. before 10:00 a.m. on 11 June 2017) or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the AGM or any adjourned meeting should you so wish.

If you intend to attend the AGM in person or by proxy, please complete the enclosed reply slip and return the same to Boardroom Share Registrars (HK) Limited (in respect of H Shareholders) and the Office of the Board of Directors of the Company (in respect of Domestic Shareholders) on or before Tuesday, 23 May 2017.

III. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. As such, the chairman of the AGM will exercise his power under the Articles of Association to demand a poll for all resolutions proposed at the AGM.

LETTER FROM THE BOARD

IV. RECOMMENDATION

The Directors consider that all resolutions set out in the Notice of AGM for consideration and approval by Shareholders are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all the resolutions to be proposed at the AGM.

V. RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regards to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

By order of the Board
Quanzhou Huixin Micro-credit Co., Ltd.
ZHOU Yongwei
Chairman

NOTICE OF ANNUAL GENERAL MEETING



Quanzhou Huixin Micro-credit Co., Ltd.*

泉州匯鑫小額貸款股份有限公司

(Established in the People's Republic of China with limited liability)

(Stock Code: 1577)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “AGM”) of Quanzhou Huixin Micro-credit Co., Ltd. (the “Company”) will be held at 12/F, Former Finance Building No. 361 Feng Ze Street, Quanzhou City, Fujian Province, the PRC at 10:00 a.m. on Monday, 12 June 2017 to consider and, if thought fit, to pass, with or without modifications, the following resolutions of the Company:

ORDINARY RESOLUTIONS

1. To receive, consider and approve the report of the directors (the “Directors”) of the Company for the year ended 31 December 2016;
2. To receive, consider and approve the report of the supervisory committee for the year ended 31 December 2016;
3. To receive, consider and approve the annual report of the Company for the year ended 31 December 2016;
4. To receive, consider and approve the Company’s audited financial statements for the year ended 31 December 2016;
5. To receive, consider and approve the final financial accounts of the Company for the year 2016;
6. To receive, consider and approve the financial budget plan of the Company for the year 2017;
7. To consider and approve the Company’s profit distribution plan for the year ended 31 December 2016;
8. To consider and approve the Company’s external auditor’s fees for the year ended 31 December 2016;
9. To consider and approve the re-appointment of Ernst & Young as the Company’s external auditor and to authorise the board to fix its remuneration;

* For identification purposes only

NOTICE OF ANNUAL GENERAL MEETING

10. To consider and approve the re-election and election of Directors;
 - 10(a). To re-elect Mr. Zhou Yongwei as an executive Director;
 - 10(b). To re-elect Mr. Wu Zhirui as an executive Director;
 - 10(c). To re-elect Mr. Yan Zhijiang as an executive Director;
 - 10(d). To re-elect Ms. Liu Aiqin as a non-executive Director;
 - 10(e). To re-elect Mr. Jiang Haiying as a non-executive Director;
 - 10(f). To re-elect Mr. Zhu Jinsong as a non-executive Director;
 - 10(g). To re-elect Mr. Zhang Lihe as an independent non-executive Director;
 - 10(h). To appoint Mr. Lin Jianguo as an independent non-executive Director; and
 - 10(i). To appoint Mr. Sun Leland Li Hsun as an independent non-executive Director.
11. To consider and approve the re-election of supervisors (the “**Supervisors**”);
 - 11(a). To re-elect Mr. Ng Seng Chuan as a shareholder representative Supervisor;
 - 11(b). To re-elect Mr. Chen Jinzhu as an independent Supervisor; and
 - 11(c). To re-elect Mr. Wu Lindi as an independent Supervisor;
12. To consider and authorise the board and authorised person of the board to fix Directors’ and Supervisors’ remuneration.

SPECIAL RESOLUTIONS

13. To approve the proposed amendment to the articles of association of the Company; and
14. To approve the general mandate to issue new shares of the Company.

By Order of the Board of
Quanzhou Huixin Micro-credit Co., Ltd.*
ZHOU Yongwei
Chairman

Fujian Province, PRC, 21 April 2017

Notes:

1. For details of the resolutions, whether ordinary or special, to be approved in this AGM, please refer to the circular.

NOTICE OF ANNUAL GENERAL MEETING

- The register of members of the Company will be closed from Friday, 12 May 2017 to Monday, 12 June 2017, both days inclusive, during which period no transfer of shares will be effected. In order to be qualify for attending and voting at the AGM, holders of H shares of the Company shall lodge transfer documents with the Company's H share registrar in Hong Kong ("**H Shares Registrar**"), Boardroom Share Registrars (HK) Limited, or to the Company's registered office in the PRC (for holders of domestic shares), no later than 4:30 p.m. on Thursday, 11 May 2017.

The Board has recommended the payment of a final dividend of RMB0.05 per share for the year ended 31 December 2016 to shareholders whose names appear on the Company's register of members on Monday, 26 June 2017 (the "**Proposed Final Dividend**").

For the purpose of determining the entitlement to the Proposed Final Dividend, the H share register of members of the Company will be closed from Tuesday, 20 June 2017 to Monday, 26 June 2017, both days inclusive, during which period no share transfers of H shares will be registered. In order to be entitled to the Proposed Final Dividend, unregistered holders of H shares of the Company should ensure that all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar in Hong Kong, Boardroom Share Registrars (HK) Limited, for registration no later than 4:30 p.m. on Monday, 19 June 2017.

- Shareholders of the Company (the "**Shareholders**") who are entitled to attend and vote at the AGM may appoint one or more proxies to attend and, in the event of a poll, vote on their behalves.
- Shareholder shall entrust a proxy by a written proxy form which shall signed by such Shareholder or an agent entrusted by such Shareholder in writing under the hand of a Shareholder in writing. If the Shareholder is a legal person, the power of attorney shall be affixed with its official seal or signed by its director or an agent or other personnel officially entrusted thereby. Such power of attorney shall specify the number of shares held by the Shareholder represented by each proxy.
- In order to be valid, the proxy form must be deposited, for the holders of H shares, to the H Share Registrar of the Company, Boardroom Share Registrars (HK) Limited, or for the holders of domestic shares, to the Company's registered office in the PRC, not less than 24 hours prior to the commencement of the AGM (i.e. before 10:00 a.m. on 11 June 2017). If the proxy form is signed by a person authorised by Shareholder, the power of attorney or other authorisation documents shall be notarized. Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the AGM or any adjourned meetings should you so wish.
- Shareholders shall show their identity papers when attending the AGM. A proxy, who is on behalf of a Shareholder, shall show his/her identity paper, proxy form and a copy of identity paper of the Shareholder.
- Corporate Shareholder shall appoint its legal representative or authorised representative to attend the AGM. Such person shall show his/her identity paper and a copy of corporate's business certificate affixed with its official seal. If corporate Shareholders appoint authorised representative to attend the AGM, the authorised representative shall show his/her identity paper, the original document of power of attorney issued by the such legal person and a copy of corporate's business certificate affixed with its official seal (except for a clearing house or its proxy).
- Shareholders who intend to attend the AGM should complete and return the reply slip in writing by hand or by post to the Company's H Shares Registrar in Hong Kong (for holders of H shares) or the registered office of the Company in the PRC (for holders of domestic shares) before Tuesday, 23 May 2017.
- The AGM is expected to take less than half a day, Shareholders who attend the AGM shall be responsible for their own travel and accommodation expenses.
- The name and address of the Company's H Shares Registrar in Hong Kong is as follows:

Boardroom Share Registrars (HK) Limited
31/F, 148 Electric Road,
North Point,
Hong Kong

NOTICE OF ANNUAL GENERAL MEETING

11. The registered office of the Company in the PRC is as follows:

12/F, Former Finance Building,
No. 361 Feng Ze Street,
Quanzhou City, Fujian Province,
PRC

12. If more than one of joint Shareholders attend the meeting, whether in person or by proxy, the vote of the senior joint Shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholders and for this purpose seniority will be determined by the order in which the names stand in the register of Shareholders of the Company in respect of the joint shareholding.

The biographical details of the Directors proposed to be re-elected and the new Directors proposed to be elected at the AGM are set out as follows:

EXECUTIVE DIRECTORS

(1) MR. ZHOU YONGWEI

Mr. Zhou Yongwei (周永偉先生) (formerly known as Mr. Zhou Lianqi (周連期先生)) (“**Mr. Zhou**”), aged 54, has been the Chairman of the Board and our executive Director since 8 January 2010. He is primarily responsible for corporate strategic planning and overall business development and management of our Company. Mr. Zhou has approximately 29 years of experience in finance and investment industry and has extensive experience in corporate management and business operation. Mr. Zhou joined our Company in 8 January 2010 as a Director. Mr. Zhou worked as a salesperson and deputy branch director in the Jinjing office, Jinjiang branch of the Bank of China from January 1981 to June 1987 and July 1987 to May 1993 respectively. He was responsible for the daily business operation management during the relevant period. He has worked as a director of Fujian Septwolves Industry Co., Ltd.* (福建七匹狼實業股份有限公司) (formerly known as Fujian Septwolves Clothing Industry Company Limited* (福建七匹狼制衣實業有限公司), being principally engaged in design, manufacturing and sales of the clothing product and clothing raw materials since May 1993, which is listed on the Shenzhen Stock Exchange (stock code: 002029). He was responsible for strategic planning and overall management during the relevant period. Mr. Zhou has been a director and chairman of Fujian Septwolves Group Co., Ltd.* (福建七匹狼集團有限公司) (being principally engaged in project investment and asset management) since January 1997 and October 2008 respectively. He was responsible for strategic planning and overall management during the relevant period. He worked as a director of Septwolves Group Holding Co., Ltd.* (七匹狼控股集團股份有限公司) (being principally engaged in project investment and asset management) since February 2000 and he is responsible for strategic planning but does not participate in its daily management. In addition, he has also served as a director of various companies invested or controlled by Fujian Septwolves Group Co., Ltd.*, including Jinjiang Financing Guarantee Co., Ltd.* (晉江融資擔保有限責任公司).

Mr. Zhou obtained a bachelor’s degree in economics and administration management from Nanjing Institute of Politics, the PRC (南京政治學院) in December 2013. Mr. Zhou was awarded the bauhinia cup outstanding entrepreneur awards by the Hong Kong Polytechnic University on 28 November 2013. Mr. Zhou was recognized as the National Model Worker by the State Council in April 2010. He also serves as a member of the People’s Congress of Fujian Province* (福建省人民代表大會) for a term from January 2013 to January 2018, a member of the Standing Committee of the People’s Congress of Jinjiang City* (晉江市人民代表大會) for a term from December 2011 to December 2016, the vice president of the Federation of Industry and Commerce of Xiamen City* (廈門市工商業聯合會) for a term from December 2011 to December 2016, the vice chairman of Fujian Overseas Chinese Federation* (福建省僑聯) for a term from September 2012 to September 2017, and was elected as the first president of Oversea Chinese Businessmen Federation of Quanzhou City* (泉州市僑商聯合會) in December 2012.

As at the date of this circular, Mr. Zhou was interested in 129,550,000 Domestic Shares of the Company. Save as disclosed above, Mr. Zhou did not have any interest in the Shares, underlying Shares or debenture of the Company within the meaning of Part XV of the SFO as at the date of this circular.

(2) MR. WU ZHIRUI

Mr. Wu Zhirui (吳智銳先生) (“**Mr. Wu**”), aged 40, has joined our Company and has been our executive Director since 1 January 2011 and 20 November 2012, respectively. Mr. Wu was our non-executive Director between January 2010 and April 2010. He resigned in April 2010 and rejoined our Company on 1 January 2011 as a deputy general manager, responsible for participating in the day-to-day management of our business operations. He was subsequently promoted to the general manager on 20 November 2012. He is primarily responsible for formulating and implementing our corporate strategies, overseeing our overall business development and implementing operation plans and participating in the day-to-day management of our business operations. Mr. Wu has approximately 16 years of experience in enterprise management. Prior to joining our Company, he worked as the branch representative of Zhengzhou branch of Xiahua Monitor System Co., Ltd.* (廈華顯示系統有限公司) (being principally engaged in selling colorful monitor), being a subsidiary of Xiamen Overseas Chinese Electronic Co., Ltd.* (廈門華僑電子股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600870) (being principally engaged in the development, production and manufacturing of the components of electronic devices and hardware fittings) from September 2000 to March 2004. He was responsible for marketing management during the relevant period. From July 2006 to December 2007, Mr. Wu worked as a strategy consultant of Guangzhou Zhenglue Junce Management Consultancy Company Limited* (廣州正略均策管理諮詢有限公司) which was principally engaged in management consultancy. He was responsible for providing strategic and key steps planning during the relevant period. He worked as the general manager of the operation and management department of Septwolves Group Holding Co., Ltd.* (七匹狼控股集團股份有限公司) (being principally engaged in project investment and asset management) from December 2007 to December 2010 when he was responsible for participating in project investment and branch management and control.

Mr. Wu graduated from Xiamen University, the PRC (廈門大學) in July 2000 with a bachelor’s degree in management. He subsequently obtained a master’s degree in business administration from Xiamen University, the PRC (廈門大學) in June 2006.

(3) MR. YAN ZHIJIANG

Mr. Yan Zhijiang (顏志江先生) (“**Mr. Yan**”), aged 35, has been our executive Director, secretary to the Board and deputy general manager/joint company secretary since 11 November 2013, 10 July 2014 and 3 September 2014, respectively. He resigned as a secretary to the Board in March 2017. He is primarily responsible for formulating and implementing our corporate governance measures and risk management policy, and implementing operation plans and participating in the day-to-day management of our business operations. Mr. Yan has approximately 13 years of experience in legal matter management/risk management. Mr. Yan joined our Company

on 11 November 2013 as executive Director. Prior to joining our Company, he worked as a legal executive of Xiamen Xintaiyang Import and Export Trading Company Limited* (廈門新泰陽進出口貿易有限公司) (being principally engaged in exporting, importing, processing and trading business) from July 2003 to January 2005 when he was responsible for corporate legal matters. From February 2005 to February 2006, he worked as a clerk of Dehua County People's Court* (德化縣人民法院) and he was responsible for assisting the judge and records keeping. Mr. Yan worked as a trainee lawyer and lawyer in Xiamen Jianchang Law Office* (廈門建昌律師事務所) from February 2006 to May 2008. From June 2008 to July 2010, Mr. Yan worked as the head of legal department of Septwolves Group Holding Co., Ltd.* (七匹狼控股集團股份有限公司) when he was responsible for corporate legal matters. From August 2010 and March 2014, he worked as the general manager of the risk management department of Septwolves Group Holding Co., Ltd.*. He was responsible for corporate legal matters and risk management matters during the relevant period. Mr. Yan received the Legal Professional Qualification Certificate issued by the Ministry of Justice of the PRC in February 2006, and has been a qualified Secretary to the Board as accredited by Shanghai Stock Exchange since 9 August 2013.

Mr. Yan obtained a bachelor's degree in law from Sun Yat-sen University, the PRC (中山大學) in July 2003.

NON-EXECUTIVE DIRECTORS

(4) MS. LIU AIQIN

Ms. Liu Aiqing (劉愛琴女士) (“**Ms. Liu**”), aged 40, has been the senior manager of the budget management department of Septwolves Group Holding Co., Ltd.* (七匹狼控股集團股份有限公司) since June 2015. She was a financial manager of Xiamen Septwolves Venture Capital Co., Ltd.* (廈門七匹狼創業投資有限公司) from September 2011 to June 2015. Ms. Liu worked as a remuneration and project accountant in Xiamen Broadcast and Television Group* (廈門廣播電視集團) from July 2008 to August 2011. From July 2000 to September 2004, she was employed by Xiamen Jinyang Harness Industry Company Limited* (廈門金洋馬具工業有限公司) and had served as a deputy general manager during the period.

Ms. Liu obtained a bachelor's degree in philosophy from Xiamen University, the PRC (廈門大學) in July 1999 and a master degree in management from Xiamen University, the PRC in June 2008. She obtained a certificate of intermediate level accountant qualification in August 2011.

(5) MR. JIANG HAIYING

Mr. Jiang Haiying (蔣海鷹先生) (“**Mr. Jiang**”), aged 41, has been our non-executive Director since 12 June 2015. He is primarily responsible for providing strategic advice to the business and operation of the Company. Mr. Jiang has over 23 years of experience in enterprise management. Mr. Jiang worked as the business manager of Fujian Huian Haoda Construction Company Limited*

(formerly known as Fujian Huian Haoda Stoning Company Limited*) (福建省惠安豪達建設有限公司) from 1994 to 1997. Since October 2003, Mr. Jiang has worked as the general manager of Quanzhou Haoxiang.

Mr. Jiang graduated from the Otemon Gakuin University, the Japan (日本大阪追手門學院大學) in 26 March 2003 majoring in international economy. Mr. Jiang has been served as the vice president of the Young Entrepreneur Association of Quanzhou City* (泉州市青年企業家協會) and the Junior Chamber of Quanzhou City* (泉州市青年商會) since 2005. He also has been the vice president of the Stoning Trade Council of Huian County* (惠安縣石雕石材同業公會) since 2008. Since 2012, he has been served as a member of the Standing Committee of Huian County* (惠安縣常委會) and the vice president of the Stone Association of Fujian Province* (福建省石材行業協會). Mr. Jiang serves as a member of the People's Congress of Quanzhou City (泉州市人民代表大會) and an executive member of the Federation of Industry and Commerce of Quanzhou City* (泉州市工商業聯合會) since January 2017.

As at the date of this circular, Mr. Jiang was interested in 50,000,000 Domestic Shares of the Company. Save as disclosed above, Mr. Jiang did not have any interest in the Shares, underlying Shares or debenture of the Company within the meaning of Part XV of the SFO as at the date of this circular.

(6) MR. ZHU JINSONG

Mr. Zhu Jinsong (朱金松先生) (“**Mr. Zhu**”), aged 48, has been our non-executive Director since 10 July 2014. He is primarily responsible for providing strategic advice to the business and operation of our Company. Mr. Zhu has over 16 years of experience in enterprise management. Mr. Zhu worked as the chief accountant and director of finance department of Xiamen Xiangyu Baoshui District Yincheng Information Technology Development Company Limited* (廈門象嶼保稅區銀城信息技術發展有限公司) (being principally engaged in manufacturing of electronic and communication equipment) from March 1991 to August 2000 when he was responsible for financial management. He worked as the chief financial officer of Xiamen Germany Food Co., Ltd* (廈門德大食品集團有限公司) from October 2000 to October 2006 (being principally engaged in production and processing of food) when he was responsible for corporate financial system building and financial management. From October 2006 to September 2009, he worked as the chief financial officer and deputy general manager of Xiamen Andersen Food Group Company Limited* (廈門安德魯森食品集團有限公司) which was principally engaged in production and processing of food and beverages as well as the retail and wholesale of prepackaged food and dairy products. He was responsible for corporate financial system building, budget management and external financing during the relevant period. He worked as the chief financial officer and vice president of Minneng Group Co., Ltd.* (閩能集團有限公司) (being principally engaged in investing in energy, mining, engineering, forestry, agricultural, commercial, service, information, real estate, high technology, tourism service, logistics and food processing industry) from October 2009 to December 2010 when he was responsible for corporate financial system building, budget management, fund management and external financing. He worked as the chief financial officer and vice president of China Union

Engineering Co., Ltd* (中聯環有限公司) (being principally engaged in environmental protection projects construction, environmental protection software and product development and sewage disposal) from January 2011 to July 2012 when he was responsible for corporate financial system building, budget management, fund management and external financing. Since July 2012, he worked as the chief financial officer of Septwolves Group Holding Co., Ltd.* (七匹狼控股集團股份有限公司) and chief financial controller of Fujian Septwolves Group when he was responsible for corporate financial system building, budget management, fund management and external financing.

Mr. Zhu is a Certified Public Accountant of the PRC since December 1997 and a member of the International Certified Senior Public Accountant since July 2011. Mr. Zhu obtained a bachelor's degree in agrarian finance from Fujian Agricultural Institute, the PRC (福建農學院) (now known as Fujian Agriculture and Forestry University, the PRC (福建農林大學)) in July 1990, graduated from Fujian Provincial Committee Party School, the PRC (福建省委黨校) majoring in economic management in July 1995 and obtained a master degree in agriculture extension from Fujian Agriculture and Forestry University, the PRC (福建農林大學) in July 2010.

INDEPENDENT NON-EXECUTIVE DIRECTORS

(7) MR. ZHANG LIHE

Mr. Zhang Lihe (張立賀先生) (“**Mr. Zhang**”), aged 40, has been our independent non-executive Director since 10 July 2014. He is primarily responsible for providing independent opinion and judgment to our Board, particularly with regard to the financial aspects of our Company. Mr. Zhang joined our Company on 10 July 2014 as a Director. Mr. Zhang worked successively as the project manager, senior manager and partner of Xiamen Tianjian Huatian Accounting Firm* (廈門天健華天會計師事務所), Tianjian Huazheng Zhongzhou (Beijing) Accounting Firm (Xiamen Branch)* (天健華証中洲(北京)會計師事務所(廈門分所)), Tianjian Guanghua Accounting Firm (Xiamen Branch)* (天健光華會計師事務所(廈門分所)) and Tianjian Zhengxin Accounting Firm* (Xiamen Branch)* (天健正信會計師事務所(廈門分所)) respectively from December 1999 to May 2012, and the partner of Grant Thornton Accounting Firm (Xiamen Branch)* (致同會計師事務所(廈門分所)) from June 2012 until now.

Mr. Zhang is a certified public accountant in the PRC. Mr. Zhang obtained a master degree in accounting from Xiamen University, the PRC (廈門大學) in December 2007.

(8) MR. LIN JIANGUO

Mr. Lin Jianguo (林建國先生) (“**Mr. Lin**”), aged 65, served in the Chinese People's Liberation Army from January 1969 to December 1987. After his military career, he worked in the Bank of China (中國銀行), successively as the vice president of Shishi Sub-branch, vice president of Jinjiang Sub-branch, president of Jinjiang Sub-branch, president of Shishi Sub-branch, vice president of Zhangzhou Branch, president of Fuqing Sub-branch and the investigator of Quanzhou Branch from February 1988 to October 2011.

Mr. Lin graduated from Northwestern Polytechnical University (西北工業大學) majoring in aerodynamics in November 1978.

(9) MR. SUN LELAND LI HSUN

Mr. Sun Leland Li Hsun (孫立勳先生) (“**Mr. Sun**”), age 55, has been an independent non-executive director of Chongqing Rural Commercial Bank Co., Ltd. (重慶農村商業銀行) (Stock code: 3618) since 2011. He is also an independent non-executive director, chairman of the audit committee of Mizuho Securities Asia Limited (瑞穗證券亞洲有限公司) and member of Remuneration Committee since 2014. Mr. Sun founded Pan Asian Mortgage Company Limited* (宏亞按揭證券有限公司), an innovative non-banking financial services company specializing in residential mortgage financing in Hong Kong in 2001. He was appointed as the chief operating officer of the Hong Kong Mortgage Corporation (香港按揭證券有限公司) by the Financial Secretary of Hong Kong SAR Government in 1997. Previously, he was a senior managing director of Bear Stearns Asia Limited (美國貝爾斯登亞洲有限公司), and an executive director of Goldman Sachs (Asia) L.L.C. (高盛(亞洲)有限公司).

Mr. Sun is a vice chairman of Hong Kong General Chamber of Commerce (香港總商會), honorary treasurer of Business and Professionals Federation of Hong Kong (BPF) (香港工商專業聯會) and a member of Executive Committee of Servicemen’s Guides Association* (軍人輔導會). Previously, Mr. Sun was the president of The American Club in Hong Kong (香港美國會) and a member of Executive Committee (Treasurer) and board of governors of the American Chamber of Commerce in Hong Kong (香港美國商會).

Mr. Sun obtained his Master of Business Administration majoring in finance from the UCLA Anderson School of Management in June 1986 and was named as one of the 100 Most Inspirational Alumni in 2001. He is also a board member of the Fink Center for Finance & Investments since 2010.

Save as disclosed above, as at the date of this circular, each of the above Directors (i) has not held any directorships in any public listed companies in the past three years; (ii) did not or was not deemed to have any interest or short position (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) in any Shares, underlying Shares or debentures of the Company; (iii) did not have any relationships with any Director, senior management, substantial Shareholder or controlling Shareholder of the Company; and (iv) did not hold other positions within the Company. Each of the above Directors has confirmed that there are no other matters that need to be brought to the attention of the Shareholders regarding his/her re-election and election and there is no other information that is required to be disclosed pursuant to any of the requirements of Rule 13.51(2) (h) to (v) of the Listing Rules.

The biographical details of the Supervisors proposed to be re-elected at the AGM are set out as follows:

SHAREHOLDER REPRESENTATIVE SUPERVISOR

(1) MR. NG SENG CHUAN

Mr. Ng Seng Chuan (黃成泉先生) (“**Mr. Ng**”), aged 60, has joined our Company as a Shareholder representative Supervisor since 10 July 2014. From March 1978 to April 1981, he worked as the general manager in Hiap Chin Trading Pte Ltd which was principally engaged in mineral and placer exploration and exploitation. He was responsible for daily operation and business development. From September 1980 to April 1985, he worked as the operating manager of Pan-United Industries Pte Ltd which was principally engaged in supplying cement, sand and stones. He was responsible for daily business operation. He worked as an operating manager of Pan United Shipping Pte Ltd (being principally engaged in shipping business) from October 1987 to October 1989 when he was responsible for daily business operation. From August 1990 to August 1991, he was the general manager and owner of Alademy Petroleum Trading (“Alademy”) which was principally engaged in petroleum transportation. He was responsible for daily operation and business development. He was the general manager and owner of Crawler Petroleum Trading (“Crawler”) (being principally engaged in petroleum maritime transportation) from January 1996 to February 1997 when he was responsible for daily operation and business development. Since he subsequently decided to discontinue such businesses, Alademy and Crawler was canceled and terminated in August 1991 and February 1997, respectively. From May 1997 to May 2008, Mr. Ng worked as a researcher of Quanzhou Xingyuan Plastics Co., Ltd.* (泉州興源塑料有限公司), being principally engaged in production and wholesaling of piping materials, plastic products, electronic products, electric components, and construction materials. He was responsible for developing macromolecular materials, conducting market research and providing business expansion strategies during the relevant period. From June 2008 to December 2012, he worked as an overseas investment manager of NKC Holdings Pte Ltd. which was principally engaged in investment holding. He was responsible for overseas investments during the relevant period. He worked as the medical precise instruments research development manager of AP Technologies Group Pte Ltd (being principally engaged in investment, management, consultancy, research and development) since January 2013 when he was responsible for marketing and research and development of medical instrument. Since 12 May 2016, Mr. Ng has been served as a director of Xing Ying Investments Hong Kong Limited* (興英投資香港有限公司).

INDEPENDENT SUPERVISORS

(2) MR. CHEN JINZHU

Mr. Chen Jinzhu (陳金助先生) (“**Mr. Chen**”), aged 40, has been an independent Supervisor since 15 December 2015. From October 2000 to April 2002, Mr. Chen worked as a legal executive of Xiamen Xinhua Borui Productivity Development Company Limited* (廈門新華博瑞生產力發展有限公司). He worked as a trainee lawyer and lawyer in Fujian Jianchang Law Office* (福建建昌

律師事務所) from May 2002 to October 2011. From November 2011 to January 2017, he worked as a lawyer of the Yingke (Xiamen) Law Firm* (北京盈科(廈門)律師事務所). Since January 2017, he has been a lawyer of Shanghai Co-effort (Xiamen) Law Firm* (上海協力(廈門)律師事務所). Mr. Chen received the Legal Professional Qualification Certificate issued by the Ministry of Justice of the PRC in March 2001.

Mr. Chen obtained a bachelor's degree in law from Northwest University of Politics and Law, the PRC* (西北政法大學) in July 2000.

(3) MR. WU LINDI

Mr. Wu Lindi (吳麟弟先生) (“**Mr. Wu**”), aged 39, has been an independent Supervisor since 15 December 2015. Mr. Wu worked as a marketing engineer in China Unicom Zhangzhou Branch* (中國聯通漳州分公司) from July 2001 to September 2003. From October 2005 to December 2009, he worked as the project investment director in Xiamen International Trade Corporation* (廈門國貿集團股份有限公司). He was the general manager assistant of Xiamen Chuangyi Venture Investment Company Limited* (廈門創翼創業投資有限公司) from December 2009 to September 2015. Since October 2015, he worked as the senior manager of New Times Securities Co., Ltd* (新時代證券股份有限公司).

Mr. Wu obtained the qualification of intermediate economist on 14 August 2009 and is a Certified Public Accountant of the PRC since 20 December 2009. Mr. Wu graduated from Xiamen University, the PRC (廈門大學) in July 2001 with a bachelor's degree in management. He subsequently obtained a master's degree in business administration from Xiamen University, the PRC (廈門大學) in July 2006.

Save as disclosed above, as at the date of this circular, each of the above Supervisors (i) has not held any directorships in any public listed companies in the past three years; (ii) did not or was not deemed to have any interest or short position (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) in any Shares, underlying Shares or debentures of the Company; (iii) did not have any relationships with any Director, senior management, substantial Shareholder or controlling Shareholder of the Company; and (iv) did not hold other positions within the Company. Each of the above Supervisors has confirmed that there are no other matters that need to be brought to the attention of the Shareholders regarding his re-election and there is no other information that is required to be disclosed pursuant to any of the requirements of Rule 13.51(2) (h) to (v) of the Listing Rules.