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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)

- (1) POLL RESULTS OF ANNUAL GENERAL MEETING;
(2) RETIREMENT AND APPOINTMENT OF INDEPENDENT
NON-EXECUTIVE DIRECTORS;
(3) CHANGE OF COMPOSITION OF BOARD COMMITTEES;
AND
(4) DISTRIBUTION OF DIVIDEND**

POLL RESULTS OF THE AGM

The Board is pleased to announce that the resolutions set out in the notice of AGM dated 21 April 2017 were duly passed by the Shareholders by way of poll at the AGM held on 12 June 2017.

**RETIREMENT AND APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS
AND CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board also announces that:

- (a). Mr. Wang Yiming retired as an independent non-executive Director and ceased to be a member of the audit committee and the chairman of the remuneration committee at the conclusion of the AGM;
- (b). Mr. Cai Yi retired as an independent non-executive Director and cease to be a member of the nomination committee and the remuneration committee at the conclusion of the AGM;
- (c). Mr. Lin Jianguo has been appointed as an independent non-executive Director at the AGM, and has been appointed as a member of the audit committee and the chairman of the remuneration committee; and
- (d). Mr. Sun Leland Li Hsun has been appointed as an independent non-executive Director at the AGM, and has been appointed as a member of the nomination committee and the remuneration committee.

DISTRIBUTION OF DIVIDEND

The Board wishes to notify Shareholders of the details in relation to the payment of the Final Dividend.

Reference is made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**AGM**”) of Quanzhou Huixin Micro-credit Co., Ltd.* (the “**Company**”) dated 21 April 2017. Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the proposed resolutions were duly passed by the Shareholders by way of poll at the AGM held on 12 June 2017. The Company’s branch share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited (the “**H Share Registrar**”), was appointed as the scrutineer at the AGM for the purpose of vote-taking of H Shares.

POLL RESULTS OF THE AGM

The AGM was held at 10:00 a.m. on Monday, 12 June 2017 at 12/F, Former Finance Building, No. 361 Feng Ze Street, Quanzhou City, Fujian Province, the PRC. The Board is pleased to announce that all the resolutions as set out in the notice of AGM were duly passed by the Shareholders by way of poll at the AGM.

As at the date of the AGM, the total number of issued Shares of the Company was 680,000,000, including 500,000,000 Domestic Shares and 180,000,000 H Shares, which represent the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules, and no Shareholder was required to abstain from voting at the AGM. None of the Shareholders had stated his or her intention in the Circular to vote against the resolutions proposed at the AGM or to abstain from voting.

The Shareholders, holding a total of 600,382,000 Shares and representing approximately 88.29% of the total issued Shares of the Company, were present in person or by proxy at the AGM.

The resolutions at the AGM were put to vote by way of poll. The poll results in respect of the resolutions proposed for approval at the AGM were set out as follows:

ORDINARY RESOLUTIONS		Number of votes (%)			Total number of votes held by Shareholders who attended and voted at the AGM
		For	Against	Abstain	
1.	To receive, consider and approve the report of the Directors of the Company for the year ended 31 December 2016.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
2.	To receive, consider and approve the report of the supervisory committee for the year ended 31 December 2016.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
3.	To receive, consider and approve the annual report of the Company for the year ended 31 December 2016.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
4.	To receive, consider and approve the Company's audited financial statements for the year ended 31 December 2016.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
5.	To receive, consider and approve the final financial accounts of the Company for the year 2016.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
6.	To receive, consider and approve the financial budget plan of the Company for the year 2017.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
7.	To consider and approve the Company's profit distribution plan for the year ended 31 December 2016.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
8.	To consider and approve the Company's external auditor's fees for the year ended 31 December 2016.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
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.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000

ORDINARY RESOLUTIONS		Number of votes (%)			Total number of votes held by Shareholders who attended and voted at the AGM
		For	Against	Abstain	
10.	To consider and approve the re-election and election of Directors:				
	10(a). To re-elect Mr. Zhou Yongwei as an executive Director;	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
	10(b). To re-elect Mr. Wu Zhirui as an executive Director;	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
	10(c). To re-elect Mr. Yan Zhijiang as an executive Director;	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
	10(d). To re-elect Ms. Liu Aiqin as a non-executive Director;	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
	10(e). To re-elect Mr. Jiang Haiying as a non-executive Director;	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
	10(f). To re-elect Mr. Zhu Jinsong as a non-executive Director;	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
	10(g). To re-elect Mr. Zhang Lihe as an independent non-executive Director;	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
	10(h). To appoint Mr. Lin Jianguo as an independent non-executive Director; and	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
	10(i). To appoint Mr. Sun Leland Li Hsun as an independent non-executive Director.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
11.	To consider and approve the re-election of Supervisors:				
	11(a). To re-elect Mr. Ng Seng Chuan as a Shareholder representative Supervisor;	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
	11(b). To re-elect Mr. Chen Jinzhu as an independent Supervisor; and	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
	11(c). To re-elect Mr. Wu Lindi as an independent Supervisor.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
12.	To consider and authorise the Board and authorised person of the Board to fix the Directors' and Supervisors' remuneration.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000

ORDINARY RESOLUTIONS		Number of votes (%)			Total number of votes held by Shareholders who attended and voted at the AGM
		For	Against	Abstain	
13.	To approve the proposed amendment to the Articles of Association of the Company.	600,382,000 (100%)	0 (0%)	0 (0%)	600,382,000
14.	To approve the general mandate to issue new Shares of the Company.	600,090,000 (99.95%)	292,000 (0.05%)	0 (0%)	600,382,000

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Wang Yiming

As disclosed in the Circular, Mr. Wang Yiming (王藝明先生) (“**Mr. Wang**”) did not offer himself for re-election as an independent non-executive Director because he wishes to devote more time to look after his other business commitments. Therefore, Mr. Wang retired from office as an independent non-executive Director at the conclusion of the AGM and ceased to be a member of the audit committee and the chairman of the remuneration committee.

Mr. Wang has 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.

Mr. Cai Yi

As disclosed in the Circular, Mr. Cai Yi (蔡毅先生) (“**Mr. Cai**”) did not offer himself for re-election as an independent non-executive Director of the Company because he wishes to devote more time to look after his other business commitments. Therefore, Mr. Cai retired from office as an independent non-executive Director of the Company at the conclusion of the AGM and ceased to be a member of the nomination committee and the remuneration committee.

Mr. Cai has 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.

The Board would like to take this opportunity to thank Mr. Wang and Mr. Cai for their contributions to the Company during their tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Lin Jianguo

The Board is pleased to announce that Mr. Lin Jianguo (林建國先生) (“**Mr. Lin**”) has been appointed as an independent non-executive Director of the Company at the conclusion of the AGM.

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.

The Company entered into a service contract with Mr. Lin for an initial term of three years commencing from the date of AGM. Mr. Lin is 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.

As at the date of this announcement, save as disclosed above, Mr. Lin (i) has not held any directorships in any public listed companies in the past three years; (ii) does not or is 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) does not have any relationships with any Director, Supervisor, senior management, substantial Shareholder or controlling Shareholder of the Company; and (iv) does not hold other positions within the Company.

Mr. Lin has confirmed that there are no other matters regarding his appointment that need to be brought to the attention of the Shareholders nor there is no other information required to be disclosed pursuant to the requirements of Rule 13.51(2) (h) to (v) of the Listing Rules.

Mr. Sun Leland Li Hsun

The Board is pleased to announce that Mr. Sun Leland Li Hsun (孫立勳先生) (“**Mr. Sun**”) has been appointed as an independent non-executive Director at the conclusion of the AGM.

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.

The Company entered 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.

As at the date of this announcement, save as disclosed above, Mr. Sun (i) has not held any directorships in any public listed companies in the past three years; (ii) does not or is 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) does not have any relationships with any Director, Supervisor, senior management, substantial Shareholder or controlling Shareholder of the Company; and (iv) does not hold other positions within the Company.

Mr. Sun has confirmed that there are no other matters regarding his appointment that need to be brought to the attention of the Shareholders nor there is no other information required to be disclosed pursuant to the requirements of Rule 13.51(2) (h) to (v) of the Listing Rules.

The Board expresses its warmest welcome to Mr. Lin and Mr. Sun on joining the Board.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

Following Mr. Wang's cessation to act as a member of the audit committee and the chairman of the remuneration committee and Mr. Cai's cessation to act as a member of the nomination committee and the remuneration committee, the composition of the Board committees has been changed as below with effect from the conclusion of the AGM:

- (i) Mr. Lin has also been appointed as a member of the audit committee and the chairman of the remuneration committee; and
- (ii) Mr. Sun has also been appointed as a member of the nomination committee and the remuneration committee.

DISTRIBUTION OF FINAL DIVIDEND

The Board wishes to inform Shareholders that details of the payment of the final dividend for 2016 are as follows:

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, the Board recommended the payment of a final dividend of RMB0.05 per Share for the year ended 31 December 2016 to the Shareholders (the “**Final Dividend**”).

The resolution regarding the profit distribution plan has been approved at the AGM. Final Dividend is expected to be paid on or around Friday, 18 August 2017 to Shareholders whose names appear on the register of members of the Company on Monday, 26 June 2017. In order to determine the entitlement to the 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 will be registered. In order to qualify for the Final Dividend, unregistered holders of H Shares of the Company should lodge all Share transfer documents accompanied by the relevant Share certificates with the Company’s H Share Registrar, at 31/F, 148 Electric Road, North Point, Hong Kong for registration no later than 4:30 p.m. on Monday, 19 June 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 (i.e. RMB1.00 = HK\$0.871518) published by the People’s Bank of China (中國人民銀行) for the five consecutive business days immediately before the date of the AGM. Accordingly, the Final Dividend payable per H Share is HK\$0.043576 (tax inclusive).

The Company has appointed Boardroom Trustee Limited as the receiving agent (the “**Receiving Agent**”) in Hong Kong which receive the Final Dividend declared from the Company on behalf of the holders of H Shares. The Final Dividend will be paid by the Receiving Agent and the dividend warrants will be posted by the H Share Registrar of the Company, by ordinary mail to the holders of H Shares whose names appear on the Company’s register of members in respect of H Shares as at the registration date at their own risk on or around Friday, 18 August 2017.

Enterprise Income Tax

According to the Law of the PRC on Enterprise Income Tax (中華人民共和國企業所得稅法) revised and effected in 2017 and the relevant implementation rules, the Company is required to withhold corporate income tax at the rate of 10% on behalf the non-resident enterprise Shareholders of H Shares of the Company. Any H Shares not registered in the name of an individual, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise Shareholders and therefore will be subject to the withholding of the corporate income tax. After receiving dividends, non-resident enterprise Shareholders may apply,

personally or by proxy, to the competent taxation authorities to enjoy the treatment under taxation agreements (arrangement), and provide materials proving their eligibility to be the actual beneficiaries under the taxation agreements (arrangement) for tax refund.

Individual Income Tax

According to the Individual Income Tax Law of the People's Republic of China (中華人民共和國個人所得稅法) and its implementation rules, the Notice on Matters Concerning the Levy and Administration of Individual Income Tax after the Repeal of Guo Shui Fa [1993] No. 045 (《關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》) and the Announcement of the State Administration of Taxation on Promulgating the Administrative Measures for Tax Convention Treatment for Non-resident Taxpayers (Announcement of the State Administration of Taxation 2015 No. 60) (國家稅務總局關於發佈〈非居民納稅人享受稅收協定待遇管理辦法〉的公告(國家稅務總局公告2015年第60號)) (the “**Tax Convention Announcement**”), the Company has the obligation to withhold and pay individual income tax on behalf of the individual Shareholders whose names appear on the H Share register of members of the Company (“**Individual H Shareholder(s)**”) in the distribution of Final Dividend. However, Individual H Shareholders are entitled to the relevant favorable tax treatments pursuant to the provisions in the tax treaties between the countries or regions in which they are domiciled and the PRC, and the tax arrangements between the PRC and Hong Kong or Macau. The Company will determine the resident country of the Individual H Shareholders based on the registered address as recorded in the register of the members of the Company on 26 June 2017, being record date for the payment of Final Dividend. As such, the Company will withhold and pay individual income tax on behalf of the Individual H Shareholders in accordance with the following arrangements:

- for Individual H Shareholders receiving dividends who are Hong Kong or Macau residents or citizens from countries or regions that have entered into a tax treaty with the PRC stipulating a tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% in the distribution of Final Dividend;
- for Individual H Shareholders receiving dividends who are residents or citizens from countries or regions that have entered into a tax treaty with the PRC stipulating a tax rate of less than 10%, the Company will withhold and pay individual income tax at the rate of 10% in the distribution of Final Dividend. Such Individual H Shareholders may apply to competent tax authorities for refund in accordance with the actual tax rate under applicable tax treaties;
- for Individual H Shareholders receiving dividends who are residents or citizens from countries or regions that have entered into a tax treaty with the PRC stipulating a tax rate of more than 10% but less than 20%, the Company will withhold and pay individual income tax at the effective tax rate stipulated in the relevant tax treaty in the distribution of Final Dividend;
- for Individual H Shareholders receiving dividends who are residents or citizens from countries or regions that have entered into a tax treaty with the PRC stipulating a tax rate of 20% or without tax treaties with the PRC or under other circumstances, the Company will withhold and pay the individual income tax at the rate of 20% in the distribution of Final Dividend.

If the relevant Individual H Shareholders consider their individual income tax withheld by the Company do not comply with the tax rate stipulated in the tax treaties between the countries or regions in which they are domiciled and the PRC, and would like to apply for a refund of the excess amount of tax withheld and paid, the Company will handle, on their behalf, the applications for tax preferential treatments under relevant tax treaties according to the Tax Convention Announcement. Qualified Shareholders shall submit in time a letter of entrustment and all application materials as required under the Tax Convention Announcement to the H Share Registrar of the Company. The Company will then submit the above documents to competent tax authorities and, after their examination and approval, the Company will assist in refunding the excess amount of tax withheld and paid.

The Company assumes no responsibility arising from any delayed or inaccurate determination of the status of the Shareholders or any dispute over the mechanism of withholding. Shareholders should consult their tax advisers regarding the PRC, Hong Kong and other tax implications of owning and disposing of the Company's H Shares.

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

Fujian Province, PRC, 12 June 2017

As at the date of this announcement, the executive Directors of the Company are Mr. ZHOU Yongwei, Mr. WU Zhirui and Mr. YAN Zhijiang; the non-executive Directors are Ms. LIU Aiqin, Mr. JIANG Haiying and Mr. ZHU Jinsong; and the independent non-executive Directors are Mr. SUN Leland Li Hsun, Mr. ZHANG Lihe and Mr. LIN Jianguo.

* *For identification purposes only*