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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)**

### **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 Tuesday, 12 June 2018 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 board (the “**Board**”) of directors (the “**Directors**”) of the Company for the year ended 31 December 2017;
2. To receive, consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2017;
3. To receive, consider and approve the annual report of the Company for the year ended 31 December 2017;
4. To receive, consider and approve our Group’s audited financial statements for the year ended 31 December 2017;
5. To receive, consider and approve the final financial accounts of our Group for the year 2017;
6. To receive, consider and approve the financial budget plan of the Company for the year 2018;
7. To consider and approve the Company’s profit distribution plan for the year ended 31 December 2017;
8. To consider and approve the Company’s external auditor’s fees for the year ended 31 December 2017;

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;
10. To consider and approve the appointment of Mr. Cai Rongjun as a non-executive Director;
11. To consider and approve the appointment of Mr. Li Jiancheng as a shareholder representative supervisor; and
12. To consider and authorise the Board and authorised person of the Board to fix the Directors' and supervisors' remuneration.

### **SPECIAL RESOLUTION**

13. To approve the general mandate to issue new shares.

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

Hong Kong, 24 April 2018

*Notes:*

1. For details of the resolutions, whether ordinary or special, to be approved in this AGM, please refer to the circular.
2. The register of members of the Company will be closed from Saturday, 12 May 2018 to Tuesday, 12 June 2018, 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 accompanied by the relevant share certificates with the Company's H share registrar in Hong Kong ("**H Share 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 Friday, 11 May 2018.

The Board has recommended the payment of a final dividend of RMB0.05 per share for the year ended 31 December 2017 to shareholders whose names appear on the Company's register of members on Monday, 25 June 2018 (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 Wednesday, 20 June 2018 to Monday, 25 June 2018, both days inclusive, during which period no 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 Tuesday, 19 June 2018.

3. Shareholder(s) of the Company (the "**Shareholder(s)**") 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. A proxy needs not be a Shareholder.

4. Shareholder shall entrust a proxy by a written form of proxy 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.
5. In order to be valid, the form of proxy 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 Monday, 11 June 2018). 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.
6. 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.
7. 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).
8. 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 Share 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 Wednesday, 23 May 2018.
9. 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.
10. The name and address of the Company's H Shares Registrar in Hong Kong is as follows:

Boardroom Share Registrars (HK) Limited  
2103B, 21/F,  
148 Electric Road,  
North Point,  
Hong Kong
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 members of the Company in respect of the joint shareholding.

*As at the date of this announcement, the executive Directors are Mr. ZHOU Yongwei, Mr. WU Zhirui, Mr. YAN Zhijiang and Ms. LIU Aiqin; the non-executive Directors are 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*