

**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 2025;**  
**REPORT OF THE SUPERVISORY COMMITTEE FOR THE YEAR 2025;**  
**ANNUAL REPORT FOR THE YEAR 2025;**  
**AUDITED FINANCIAL STATEMENTS FOR THE YEAR 2025;**  
**FINAL FINANCIAL ACCOUNTS FOR THE YEAR 2025;**  
**FINANCIAL BUDGET PLAN FOR THE YEAR 2026;**  
**PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025;**  
**EXTERNAL AUDITOR'S FEES FOR THE YEAR 2025;**  
**RE-APPOINTMENT OF EXTERNAL AUDITOR;**  
**RE-ELECTION OF DIRECTORS;**  
**RE-ELECTION OF SUPERVISORS;**  
**AUTHORISATION TO THE BOARD TO FIX THE DIRECTORS'**  
**AND SUPERVISORS' REMUNERATION;**  
**PROPOSED AMENDMENTS 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 35/F, Huijin International Center, No. 105 Daxing Street, Fengze District, Quanzhou City, Fujian Province, the PRC at 10:30 a.m. on Thursday, 11 June 2026 is set out on pages 13 to 16 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 share registrar and transfer office of the Company in Hong Kong, Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong (in respect of holders of H Shares), or to the Company's headquarter in the PRC at 35/F, Huijin International Center, No. 105 Daxing Street, Fengze District, Quanzhou City, Fujian Province, the PRC (in respect of holders of Domestic-Invested Shares) 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 10:30 a.m. on Wednesday, 10 June 2026) 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 purpose only

24 April 2026

<b>CONTENTS</b>
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	<i>Page</i>
<b>DEFINITIONS</b> .....	1
<b>LETTER FROM THE BOARD</b> .....	3
<b>NOTICE OF ANNUAL GENERAL MEETING</b> .....	13
<b>APPENDIX I — BIOGRAPHICAL DETAILS OF THE DIRECTORS PROPOSED FOR RE-ELECTION</b> .....	17
<b>APPENDIX II — BIOGRAPHICAL DETAILS OF THE SUPERVISORS PROPOSED FOR RE-ELECTION</b> .....	24
<b>APPENDIX III — PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION</b> .....	26

## 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 35/F, Huijin International Center, No. 105 Daxing Street, Fengze District, Quanzhou City, Fujian Province, the PRC at 10:30 a.m. on Thursday, 11 June 2026
“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. Jiang Bin, 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.* (泉州匯鑫小額貸款股份有限公司), 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-Invested Share(s)”	ordinary shares issued by the Company to Domestic Investors for subscription in RMB, with a nominal value of RMB1.00 each
“Domestic Investors”	investors who subscribe for the Company’s shares and who are located in China other than Hong Kong, the Macau Special Administrative Region and Taiwan
“Foreign-Invested Shares”	ordinary shares issued by the Company to Foreign Investors for subscription in foreign currencies, and the shares transferred from the domestic shareholders of the Company and held by the Foreign Investors
“Foreign Investors”	investors who subscribe for the Company’s shares and who are located in foreign countries and in Hong Kong, the Macau Special Administrative Region and Taiwan

## DEFINITIONS

“Fujian Province” or “Fujian”	Fujian Province (福建省), a province located in the southeastern coast of China
“Group”, “we” or “our”	the Company and its subsidiaries
“H Share(s)”	Foreign-Invested Shares with nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange
“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
“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 13 to 16 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-Invested Share(s) and the H Share(s)
“Shareholders”	holder(s) of the Share(s)
“Supervisor(s)”	member(s) of the Supervisory Committee of the Company
“Supervisory Committee”	the supervisory committee of the Company
“treasury shares”	has the meaning ascribed to it under the Listing Rules
“%”	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. Jiang Bin (*Chairman*)  
Mr. Zhou Yongwei  
Mr. Yan Zhijiang  
Ms. Liu Aiqin

*Registered Office:*

No. 785-24 Xinmen Street,  
Licheng District,  
Quanzhou City,  
Fujian Province,  
the PRC

*Non-executive Directors:*

Mr. Jiang Haiying  
Mr. Cai Rongjun

*Principal Place of Business in Hong Kong:*

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

*Independent Non-executive Directors:*

Mr. Zheng Wenjian  
Mr. Yang Dong John  
Mr. Yang Zhanghua

24 April 2026

*To the Shareholders*

Dear Sir or Madam,

**REPORT OF THE DIRECTORS FOR THE YEAR 2025;  
REPORT OF THE SUPERVISORY COMMITTEE FOR THE YEAR 2025;  
ANNUAL REPORT FOR THE YEAR 2025;  
AUDITED FINANCIAL STATEMENTS FOR THE YEAR 2025;  
FINAL FINANCIAL ACCOUNTS FOR THE YEAR 2025;  
FINANCIAL BUDGET PLAN FOR THE YEAR 2026;  
PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025;  
EXTERNAL AUDITOR'S FEES FOR THE YEAR 2025;  
RE-APPOINTMENT OF EXTERNAL AUDITOR;  
RE-ELECTION OF DIRECTORS;  
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AUTHORISATION TO THE BOARD TO FIX THE DIRECTORS'  
AND SUPERVISORS' REMUNERATION;  
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;  
GENERAL MANDATE TO ISSUE NEW SHARES;  
AND  
NOTICE OF AGM**

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## LETTER FROM THE BOARD

### I. INTRODUCTION

The purpose of this circular is to give you the Notice of AGM and provide the Shareholders 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 2025;
- (2) Report of the Supervisory Committee for the year 2025;
- (3) Annual report for the year 2025;
- (4) Audited financial statements for the year 2025;
- (5) Final financial accounts for the year 2025;
- (6) Financial budget plan for the year 2026;
- (7) Profit distribution plan for the year 2025;
- (8) External auditor's fees for the year 2025;
- (9) Re-appointment of Ernst & Young as the Company's external auditor and authorisation to the Board to fix its remuneration;
- (10) Re-election of Directors;
- (11) Re-election of Supervisors;
- (12) Authorisation to the Board to fix the Directors' and the Supervisors' remuneration;

#### **Special Resolutions**

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

#### **(1) Report of the Directors for the year 2025**

An ordinary resolution will be proposed at the AGM to approve the report of the Directors for the year 2025. Please refer to the Report of the Directors set out in the annual report for the year 2025 published on 24 April 2026.

## LETTER FROM THE BOARD

### **(2) Report of the Supervisory Committee for the year 2025**

An ordinary resolution will be proposed at the AGM to approve the report of the Supervisory Committee for the year 2025. Please refer to the Report of the Supervisory Committee set out in the annual report for the year 2025 published on 24 April 2026.

### **(3) Annual report for the year 2025**

An ordinary resolution will be proposed at the AGM to approve the annual report for the year 2025. The annual report has been published on the website of the Stock Exchanges and the website of the Company (www.qzhuixin.net) on 24 April 2026.

### **(4) Audited financial statements for the year 2025**

An ordinary resolution will be proposed at the AGM to approve our Group's audited financial statements for the year ended 31 December 2025. Please refer to our Group's audited financial statements for the year ended 31 December 2025 set out in the annual report for the year 2025 published on 24 April 2026.

### **(5) Final financial accounts for the year 2025**

An ordinary resolution will be proposed at the AGM to approve the final financial accounts for the year 2025. A summary of our Group's 2025 final financial accounts prepared under the Hong Kong Financial Reporting Standards is as follows:

#### **1. *Income and profit***

In 2025, pursuant to the financial statements, our Group's interest income was RMB110.2 million and interest expense was RMB0.8 million. Operating and administrative expenses amounted to RMB23.9 million. Profit before tax was RMB136.2 million, of which the net profit and total comprehensive income for the year was RMB100.1 million.

#### **2. *Cash flows***

In 2025, pursuant to the financial statements, our Group's net cash flows used in operating activities was RMB114.5 million, net cash flows used in investing activities was RMB0.9 million and net cash flows from financing activities was RMB71.7 million. The net decrease of cash and cash equivalents was RMB43.7 million.

#### **3. *Assets and liabilities***

As at 31 December 2025, pursuant to the financial statements, our Group's total assets amounted to RMB1,433.6 million. Total liabilities amounted to RMB146.4 million. Total equity amounted to RMB1,287.2 million.

## LETTER FROM THE BOARD

### **(6) Financial budget plan for the year 2026**

Our Group plans to control the total operating expenses (net of taxes and surcharges as well as non-business expenditure) for the year 2026 at approximately RMB50.0 million. An ordinary resolution will be proposed at the AGM to approve the financial budget plan of the Company for the year 2026.

### **(7) Profit distribution plan for the year 2025**

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 2025.

On 26 March 2026, the Board resolved to submit to the Shareholders for their consideration and approval a profit distribution plan for the year ended 31 December 2025. The Board proposed the payment of a final dividend of RMB0.05 per Share for the year ended 31 December 2025 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 Friday, 26 June 2026. Such dividend is expected to be paid on or around Friday, 14 August 2026. Such dividend will be paid to holders of Domestic-Invested 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 immediately before the date of the AGM.

For the purpose of determining the entitlement to the Proposed Final Dividend, the register of members of the Company maintained in Hong Kong will be closed from Monday, 22 June 2026 to Friday, 26 June 2026, both days inclusive, during which period no transfers of H Shares will be registered. In order to be entitled to the Proposed Final Dividend, all transfer documents accompanied by the relevant share certificates and other appropriate documents must be lodged with the Company's H share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong (in respect of H Shares), or the Company's headquarter in the PRC at 35/F, Huijin International Center, No. 105 Daxing Street, Fengze District, Quanzhou City, Fujian Province, the PRC (in respect of Domestic-Invested Shares), for registration, no later than 4:30 p.m. on Thursday, 18 June 2026.

### **(8) External auditor's fees for the year 2025**

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 2025.

## LETTER FROM THE BOARD

During the year ended 31 December 2025, the Company paid Ernst & Young a total fee of RMB1,600,000 (tax inclusive) for audit services and RMB50,000 (tax inclusive) for non-audit service in relation to the preparation of the environmental, social and governance report.

### **(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 of Directors**

According to the code provision B.2.2 of the Corporate Governance Code set out in Appendix C1 to the Listing Rules, all directors should be subject to retirement by rotation at least once every three years.

The Board currently comprises nine Directors, including four executive Directors, two non-executive Directors and three independent non-executive Directors.

Three of the executive Directors, namely Mr. Zhou Yongwei (周永偉先生), Mr. Yan Zhijiang (顏志江先生) and Ms. Liu Aiqin (劉愛琴女士), the non-executive Directors, namely Mr. Jiang Haiying (蔣海鷹先生) and Mr. Cai Rongjun (蔡鎔駿先生), and the independent non-executive Directors, namely Mr. Zheng Wenjian (鄭文堅先生), Mr. Yang Dong John (楊東先生) and Mr. Yang Zhanghua (楊章華先生) (collectively, the “**Directors Candidates**”), have confirmed that they will offer themselves for re-election as Directors at the 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 a 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; 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 of the Company.

The Board, with the assistance from the nomination committee of the Company, has reviewed the structure, size, composition and diversity of the Board from a number of aspects, and has reviewed the professional experience, skills and expertise that Mr. Zheng Wenjian, Mr. Yang Dong John and Mr. Yang Zhanghua, if re-elected as independent non-executive Directors, can provide. The Board is of the view that the educational qualifications, background and experiences of Mr. Zheng Wenjian, Mr. Yang Dong John and Mr. Yang Zhanghua can create valuable advice and contribute to the diversity of the Board. The Board

## LETTER FROM THE BOARD

also considers that they made positive contributions to the Company's development, strategies and performance during their last tenures as independent non-executive Directors with their independent suggestions and general understanding of the business of our Group.

Each of Mr. Zheng Wenjian, Mr. Yang Dong John and Mr. Yang Zhanghua has confirmed that (i) he meets each of relevant independence standards set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries, and does not have any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence. The Board considers that they meet the independence guidelines set out in Rule 3.13 of the Listing Rules and are independent in accordance with the guidelines.

Separate ordinary resolutions will be proposed at the AGM to approve the re-election of each of the Directors Candidates, and their biographical details are set out in Appendix I to this circular.

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

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

The independent Supervisors, namely Mr. Chen Jinzhu (陳金助先生) (“**Mr. Chen**”) and Mr. Wu Lindi (吳麟弟先生) (“**Mr. Wu**”), and the Shareholder representative Supervisor, namely Mr. Li Jiancheng (李建成先生) (“**Mr. Li**”), have confirmed that they will offer themselves for re-election as Supervisors at the AGM. Subject to the approval of the Shareholders at the AGM, the Company will enter into service contract or appointment letter with each of Mr. Chen, Mr. Wu and Mr. Li for a term of three years commencing from the date of the AGM. 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. Pursuant to the service contract or appointment letter to be entered into with Mr. Li, he will not receive remuneration from the Company during his service as a Shareholder representative Supervisor.

Separate ordinary resolutions will be proposed at the AGM to approve the re-election of each of these Supervisors. Their biographical details are set out in Appendix II to this circular.

## LETTER FROM THE BOARD

### **(12) Authorisation to the Board to fix the Directors' and the 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 amendments to the Articles of Association**

Reference is made to the Company's 2025 annual results announcement dated 26 March 2026 in relation to the proposed amendments to the Articles of Association. A special resolution will be proposed at the AGM.

For the details of the proposed amendments to the Articles of Association, please refer to Appendix III of this circular. The Proposed Amendments of Articles of Association is subject to all necessary filing procedures obtained from the competent authorities in the PRC after approval of the Shareholders.

According to Article 195 of the Articles of Association, the Shareholders further authorized the Board to amend the Articles of Association, if

- (i) any non-substantial amendment to the relevant provisions of the Articles of Association is necessary due to carrying out the resolution already passed by the AGM (such as amendments to the amount of the registered capital, number of Shares, name of the Company, residence of the Company, etc., based on the resolution of the AGM), the Board may make the relevant amendments based on the actual situation; or
- (ii) the wording or sequence of the articles shall be adjusted in the Articles of Association approved by the AGM as required by the competent authorities upon application for review, the Board may make the relevant amendments in accordance with the requirements of such authorities.

### **(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 will be proposed at the AGM to approve the grant to the Board of 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 are not limited to:

- (a) the granting of a general mandate to the Board to, subject to market conditions and the needs of the Company during the Relevant Period (as defined below), separately or concurrently to (i) issue, allot and deal with additional Domestic-Invested Shares and/or H Shares and (ii) sell and/or transfer of H Shares held

## LETTER FROM THE BOARD

as treasury shares out of treasury, and (i) each of the number of the Domestic-Invested Shares and/or H Shares to be allotted or agreed conditionally or unconditionally to be allotted; and (ii) treasury shares sold and/or transferred or agreed conditionally or unconditionally to be sold and/or transferred by the Board shall not exceed 20% of the respective number of the existing Domestic-Invested Shares and/or H Shares in issue excluding any treasury shares, if any on the date of passing of such resolution at the AGM (including but not limited to ordinary shares, preference shares, securities convertible into Shares, options and warrants or similar right to subscribe for any Share or the above mentioned 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/conversion/exercise price (including price range), form of issuance of Shares or sale and/or transfer of H Shares held as treasury shares out of treasury, number of Shares to be issued or H Shares to be sold or transferred out of treasury that are held as treasury shares, 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 of Shares or sale and/or transfer of H Shares held as treasury shares out of treasury, and to approve and execute all acts, deeds, documents and other related matters which are necessary, appropriate or advisable for issuance of Shares or sale and/or transfer of H Shares held as treasury shares out of treasury; to approve and execute, on behalf of the Company, agreements related to the issuance, including but not limited to underwriting agreement, placing agreement, and 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 of Shares or sale and/or transfer of H Shares held as treasury shares out of treasury 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);

## LETTER FROM THE BOARD

- (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 (i) the issuance of Shares and (ii) the sale or transfer of H Shares out of treasury that are held as treasury shares, 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**”).

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 the passing of a relevant resolution in a Shareholders’ general meeting of the Company.

The Board may only exercise the above authorisation 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 26 March 2026 and will be proposed at the AGM for Shareholders’ consideration and approval.

## II. THE AGM

The form of proxy of the AGM is 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 share registrar and transfer office of the Company in Hong Kong, Boardroom Share Registrars (HK) Limited, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong (in respect of holders of H Shares), or to the Company’s headquarter in the PRC at 35/F, Huijin International Center, No. 105 Daxing Street, Fengze District, Quanzhou City, Fujian Province, the PRC (in respect of holders of Domestic-Invested Shares) as soon as possible but in any event by not later than 24 hours before

## LETTER FROM THE BOARD

the time appointed for holding of the AGM (i.e. before 10:30 a.m. on Wednesday, 10 June 2026) 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. The record date for determining the eligibility of the Shareholders for attending and voting at the AGM is Thursday, 11 June 2026.

### 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.

### 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 our Group 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 regard 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.**  
**JIANG Bin**  
*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 35/F, Huijin International Center, No. 105 Daxing Street, Fengze District, Quanzhou City, Fujian Province, the PRC at 10:30 a.m. on Thursday, 11 June 2026 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 2025;
2. To receive, consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2025;
3. To receive, consider and approve the annual report of the Company for the year ended 31 December 2025;
4. To receive, consider and approve the audited financial statements of the Company and its subsidiaries (the “**Group**”) for the year ended 31 December 2025;
5. To receive, consider and approve the final financial accounts of the Group for the year 2025;
6. To receive, consider and approve the financial budget plan of the Company for the year 2026;
7. To consider and approve the Company’s profit distribution plan for the year ended 31 December 2025;
8. To consider and approve the Company’s external auditor’s fees for the year ended 31 December 2025;

\* For identification purpose only

## NOTICE OF ANNUAL GENERAL MEETING

9. To consider and approve the re-appointment of Ernst & Young as the Company's external auditor and to authorise the board of Directors (the "**Board**") to fix the auditor's remuneration;
10. To consider and approve the re-election of Directors:
  - 10(a). To re-elect Mr. Zhou Yongwei as an executive Director;
  - 10(b). To re-elect Mr. Yan Zhijiang as an executive Director;
  - 10(c). To re-elect Ms. Liu Aiqin as an executive Director;
  - 10(d). To re-elect Mr. Jiang Haiying as a non-executive Director;
  - 10(e). To re-elect Mr. Cai Rongjun as a non-executive Director;
  - 10(f). To re-elect Mr. Zheng Wenjian as an independent non-executive Director;
  - 10(g). To re-elect Mr. Yang Dong John as an independent non-executive Director; and
  - 10(h). To re-elect Mr. Yang Zhanghua as an independent non-executive Director.
11. To consider and approve the re-election of supervisors of the Company (the "**Supervisors**"):
  - 11(a). To re-elect Mr. Chen Jinzhu as an independent Supervisor;
  - 11(b). To re-elect Mr. Wu Lindi as an independent Supervisor; and
  - 11(c). To re-elect Mr. Li Jiancheng as a shareholder representative Supervisor.
12. To consider and authorise the Board and authorised person of the Board to fix the Directors' and Supervisors' remuneration;

### SPECIAL RESOLUTIONS

13. To consider and approve the proposed amendments to the Articles of Association; and
14. To consider and approve the general mandate to issue new domestic-invested shares and H shares of the Company.

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

Hong Kong, 24 April 2026

## NOTICE OF ANNUAL GENERAL MEETING

*Notes:*

1. For details of the resolutions, whether ordinary or special, to be approved in this AGM, please refer to the circular of the Company dated 24 April 2026.
2. In order to ascertain the shareholders' entitlement to attend and vote at the AGM, the register of members of the Company maintained in Hong Kong will be closed from Tuesday, 12 May 2026 to Thursday, 11 June 2026, both days inclusive, during which period no transfers of H shares of the Company ("**H Shares**") will be registered. In order to qualify for attending and voting at the AGM, all transfer documents accompanied by the relevant share certificates and other appropriate documents must be lodged with the Company's H share registrar in Hong Kong (the "**H Share Registrar**"), Boardroom Share Registrars (HK) Limited (in respect of H Shares), or the Company's headquarter in the PRC (in respect of domestic-invested shares of the Company ("**Domestic-Invested Shares**")), for registration, no later than 4:30 p.m. on Monday, 11 May 2026. The record date for determining the eligibility of the shareholder(s) of the Company (the "**Shareholder(s)**") for attending and voting at the AGM is Thursday, 11 June 2026.

The Board has recommended the payment of a final dividend of RMB0.05 per share for the year ended 31 December 2025 to Shareholders whose names appear on the register of members of the Company at the close of business on Friday, 26 June 2026 (the "**Proposed Final Dividend**").

For the purpose of determining the entitlement to the Proposed Final Dividend, the register of members of the Company maintained in Hong Kong will be closed from Monday, 22 June 2026 to Friday, 26 June 2026, both days inclusive, during which period no transfers of H Shares will be registered. In order to be entitled to the Proposed Final Dividend, all transfer documents accompanied by the relevant share certificates and other appropriate documents must be lodged with the Company's H Share Registrar, Boardroom Share Registrars (HK) Limited (in respect of H Shares), or the Company's headquarter in the PRC (in respect of Domestic-Invested Shares), for registration, no later than 4:30 p.m. on Thursday, 18 June 2026.

3. 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 behalf. A proxy need not be a Shareholder.
4. Shareholder shall entrust a proxy by a written form of proxy which shall be signed by such Shareholder or an agent entrusted by such Shareholder in writing under the hand such Shareholder. 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, Boardroom Share Registrars (HK) Limited, or for the holders of Domestic-Invested Shares, to the Company's headquarter in the PRC, not less than 24 hours prior to the commencement of the AGM (i.e. before 10:30 a.m. on Wednesday, 10 June 2026). 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 they 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 and proxy form.
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 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. 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.

## NOTICE OF ANNUAL GENERAL MEETING

9. The name and address of the Company's H Share Registrar in Hong Kong is as follows:

Boardroom Share Registrars (HK) Limited  
2103B, 21/F,  
148 Electric Road,  
North Point,  
Hong Kong

10. The headquarter of the Company in the PRC is as follows:

35/F, Huijin International Center,  
No. 105 Daxing Street,  
Fengze District,  
Quanzhou City,  
Fujian Province,  
the PRC

11. 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.

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

## EXECUTIVE DIRECTORS

### (1) Mr. Zhou Yongwei

Mr. Zhou Yongwei (周永偉) (formerly known as Mr. Zhou Lianqi (周連期) (“**Mr. Zhou**”), aged 63, has been our executive Director since 8 January 2010. He is primarily responsible for corporate strategic planning and overall business development and management of our Group. Mr. Zhou has approximately 38 years of experience in finance and investment, and has extensive experience in corporate management and business operations. Mr. Zhou joined our Group on 8 January 2010 as a Director. He served as our Chairman from 8 January 2010 to 18 January 2021. 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 from 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\* (福建七匹狼製衣實業有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 002029) and principally engaged in the design, manufacturing, and sale of clothing products and clothing raw materials since May 1993. 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 (a company principally engaged in project investment and asset management business) 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) (“**Septwolves Group Holding**”) (a company principally engaged in project investment and asset management business) since February 2000 and he is responsible for strategic planning but does not participate in its daily management. In addition, he has served as a director of various companies invested or controlled by Fujian Septwolves Group Co., Ltd.\* (福建七匹狼集團有限公司) (“**Fujian Septwolves Group**”), including Fujian Baiying Financing Guarantee Co., Ltd.\* (福建百應融資擔保股份有限公司) (formerly known as 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 the Nanjing Institute of Politics, the PRC (南京政治學院) in December 2013. Mr. Zhou received the Bauhinia Cup Outstanding Entrepreneur Award from the Hong Kong Polytechnic University on 28 November 2013. Mr. Zhou was further recognized as the National Model Worker by the State Council in April 2010. He also served 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, and as 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. Mr. Zhou was elected 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 2017

and vice chairman of Fujian Overseas Chinese Federation\* (福建省僑聯) for a term from September 2017. He was elected as the first president of the 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 Yongwei, as an executive Director, was deemed to be interested in 203,932,000 Domestic-Invested Shares within the meaning of Part XV of the Securities and Futures Ordinance through Fujian Septwolves Group, which is directly interested in approximately 40.79% of the issued Domestic-Invested Shares of the Company, and is in turn approximately 37.82% owned by Mr. Zhou Yongwei.

## (2) Mr. Yan Zhijiang

Mr. Yan Zhijiang (顏志江) (“Mr. Yan”) aged 44, was appointed as executive Director, joint company secretary, and general manager on 11 November 2013, 3 September 2014, and 18 January 2021, respectively. He worked as the deputy general manager since 10 July 2014 and was subsequently appointed as the general manager of the Company on 18 January 2021. He is primarily responsible for formulating and implementing our corporate governance measures and risk management policy, implementing operational plans, and participating in the day-to-day management of our business operations. Mr. Yan has approximately 22 years of experience in legal affairs and risk management. Mr. Yan joined our Group on 11 November 2013 as an executive Director and had been the secretary of the Board. Prior to joining our Group, 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) (a company principally engaged in import and export, trade and processing) from July 2003 to January 2005 and 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), where he was responsible for assisting the judge and for record keeping. Mr. Yan was a trainee lawyer and a lawyer at 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 headed the legal department of Septwolves Group Holding and 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. 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 of the Board as accredited by the 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.

**(3) Ms. Liu Aiqin**

Ms. Liu Aiqin (劉愛琴) (“**Ms. Liu**”), aged 49, was re-designated as our executive Director on 25 August 2017 and appointed as the secretary to the Board on 2 July 2021. Prior to her re-designation as an executive Director, Ms. Liu was a non-executive Director. Ms. Liu currently serves as the head of our financial department and is primarily responsible for financial management and for providing strategic advice to the business and operations of our Group. From June 2015 to June 2017, she was the senior manager of the budget management department of Septwolves Group Holding. 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 at 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), serving as a deputy general manager.

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

**NON-EXECUTIVE DIRECTORS****(4) Mr. Jiang Haiying**

Mr. Jiang Haiying (蔣海鷹), aged 50, has been our non-executive Director since 12 June 2015. He is primarily responsible for providing strategic advice to the business and operation of our Group. Mr. Jiang has over 31 years of experience in enterprise management. Mr. Jiang Haiying worked as the business manager of Fujian Huian Haoda from 1994 to 1997. Since October 2003, Mr. Jiang has worked as the general manager of Quanzhou Haoxiang.

Mr. Jiang Haiying graduated from Otomon Gakuin University, Japan (日本大阪追手門學院大學) in 26 March 2003, majoring in international economics. Mr. Jiang has 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 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 Haiying, as a non-executive Director, was deemed to be interested in 50,000,000 Domestic-Invested Shares within the meaning of Part XV of the Securities and Futures Ordinance through Quanzhou Haoxiang Stone Co., Ltd.\* (泉州豪翔石業有限公司), which is directly interested in approximately 10% of the issued Domestic-Invested Shares of the Company, and is in turn approximately 61.08% owned by Fujian Haoxiang Gardening Building Decoration Engineering Co., Ltd.\* (福建豪翔園林建設有限責任公司) (a company owned as to 63.33% by Mr. Jiang Haiying) and approximately 34.05% directly owned by Mr. Jiang Haiying.

#### (5) Mr. Cai Rongjun

Mr. Cai Rongjun (蔡鎔駿) (“**Mr. Cai**”), aged 39, has been our non-executive Director since 12 June 2018. He is primarily responsible for providing strategic advice to the business and operation of our Group. From January 2017 up to present, Mr. Cai has served as the general manager of Fujian Panpan Investment LLC (福建盼盼投資有限公司). Mr. Cai is also the general manager of Anhui Junan Real Estate Development LLC (安徽君安房地產開發有限公司) since September 2009. Mr. Cai worked as the general manager of Jinyuan Real Estate Development LLC (金源房地產發展有限公司) of Longyan City from September 2006 to September 2009.

From 2009 up to present, Mr. Cai has served as the standing vice president of the Fujian Chamber of Commerce (福建商會) of Chuzhou City, Anhui Province. Mr. Cai is also a member of the Junior Chamber of Commerce (青商會) of Fujian Province since 2013. He served as a deputy of the 14th People’s Congress of Anhui Province (安徽省第十四屆人大代表) in 2023. He was elected as the president of the 7th session of WORLD JINJIANG YOUTH ASSOCIATION (世界晉江青年聯誼會) in December 2025.

Mr. Cai graduated from Jiangxi University of Technology (江西科技學院) in December 2016, majoring in business management.

### INDEPENDENT NON-EXECUTIVE DIRECTORS

#### (6) Mr. Zheng Wenjian

Mr. Zheng Wenjian (鄭文堅) (“**Mr. Zheng**”), aged 49, has been our independent non-executive Director since 9 June 2023. He is primarily responsible for providing independent opinion and judgement to our Board. He has worked as the head of SMEs’ development research center in International Business Institution (國際商務學院) from May 2017. He served as brand and strategy consultant in Xiamen Aoge Intelligent Technology Co., Ltd\* (廈門奧格智能科技有限公司) since March 2017. He successively worked as the trainer, consultant and counsel in Xiamen Nantianzhu Management Consultancy Co., Ltd.\* (廈門南天竺管理諮詢有限公司) since May 2008. Mr. Zheng also has been successively worked as a lecturer, vice professor and postgraduate mentor of Xiamen University Tan Kah Kee College (廈門大學嘉庚學院) since August 2005.

Mr. Zheng graduated from Xiamen University (廈門大學), the PRC in July 2005 with a master’s degree of corporate management.

**(7) Mr. Yang Dong John**

Mr. Yang Dong John (楊東), aged 51, has been our independent non-executive Director since 9 June 2023. He is primarily responsible for providing independent opinion and judgement to our Board, particularly with regard to the financial aspects of our Group. He has accumulated over 22 years of experience in auditing, consolidated accounting, financial management, due diligence investigation, compliance auditing and financial auditing. Mr. Yang Dong John was appointed as a director and chief financial officer of Banyan Pacific Holdings Group Co., Ltd. (榕泉控股集團有限公司) on 1 October 2024. He was appointed as the chief financial Officer of a subsidiary of LH Group Limited (叙福樓集團有限公司), a company listed on the Hong Kong Stock exchange (stock code: 1978), from 11 April 2023 to 30 September 2024. He was appointed as the chief financial officer and company secretary of Hailan Holdings Limited (海藍控股有限公司), a company listed on the Hong Kong Stock Exchange (stock code: 2278), from 1 April 2019 to 3 April 2023 and from 6 May 2020 to 11 April 2023, respectively. Mr. Yang Dong John was appointed as the chief financial officer of Tsui Wah Holdings Limited (翠華控股有限公司) (“**Tsui Wah**”), a company listed on the Hong Kong Stock Exchange (stock code: 1314), from 4 June 2012 to 31 December 2015 for assisting in the matters relating to Tsui Wah’s listing and from 22 August 2016 to 31 March 2019 for overseeing financial reporting functions and specific financial projects, respectively. From March 2014 to March 2017, Mr. Yang Dong John was appointed as Tsui Wah’s chief executive officer in the PRC for the management and development of Tsui Wah’s business in the PRC. He served as a company secretary and an authorised representative of Tsui Wah from June 2012 to February 2015. He has spent over ten years in KPMG’s Hong Kong and Beijing offices and has been engaged in numerous auditing projects involving listed companies on the Stock Exchange.

Mr. Yang Dong John graduated from the City University of Hong Kong (香港城市大學) in November 1999 with a bachelor’s degree in business administration (accountancy) and obtained his master’s degree in business administration from the Chinese University of Hong Kong (香港中文大學) in November 2015. Mr. Yang Dong John has been a member of the Hong Kong Institute of Certified Public Accountants since 2003 and a non-practicing member of the Chinese Institute of Certified Public Accountants since 2011.

As at the date of this circular, Mr. Yang Dong John, as an Independent non-executive Director, was interested in 14,000 H Shares within the meaning of Part XV of the Securities and Futures Ordinance.

**(8) Mr. Yang Zhanghua**

Mr. Yang Zhanghua (楊章華), aged 62, has been our independent non-executive Director since 9 June 2023. He is primarily responsible for providing independent opinion and judgement to our Board. He has worked as a counsel in Xiamen Lvjin Food Co., Ltd.\* (廈門綠進食品有限公司) since June 2022. From January 2020 to May 2022, he was the head of the president's office and assistant of the president in China Green (Holdings) Limited (中國綠色食品(控股)有限公司), a company listed on the Hong Kong Stock Exchange (stock code: 904). From August 2018 to December 2019, Mr. Yang worked as consultant of the chairman of the board of Quanzhou Rongqi Food Co., Ltd.\* (泉州榮祺食品有限公司). He worked as special assistant to the board in Anji Food Co., Ltd.\* (安記食品股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 603696), from March 2012 to July 2018. From January 2011 to February 2012, Mr. Yang worked as head of president's office and director of R&D and quality control center in China Green (Holdings) Limited (中國綠色食品(控股)有限公司). Mr. Yang was the section chief and deputy division chief in Quanzhou Entry Exit Inspection and Quarantine Bureau (泉州出入境檢驗檢疫局) and Fujian Entry-Exit Inspection and Quarantine Bureau (福建出入境檢驗檢疫局) from September 1999 to December 2010. From July 1986 to August 1999, he was the deputy section chief in Quanzhou Import and Export Commodity Inspection Bureau (泉州進出口商品檢驗局).

Mr. Yang graduated from Fujian Agriculture and Forestry University (福建農林大學), the PRC in June 1986 with a bachelor degree of plant protection. He is a technical expert at China National Accreditation Service for Conformity Assessment (CNAS) (中國合格評定國家認可委員會), a technical expert on food safety at Market Supervision Administration Bureau of Quanzhou City (泉州市市場監督管理局), and a technical expert on prepared food at Standardization Committee of Xiamen Food Safety Federation (廈門市食品安全工作聯合會預製菜標準化委員會), respectively. Mr. Yang is also a member of National Technical Committee for Standardization of Food Quality Control and Management (全國食品質量控制與管理標準化技術委員會), National Condiment Standardization Technical Committee (全國調味品標準化技術委員會), Professional Committee of Prepared Food of China Food Science and Technology Society (中國食品科學技術學會預製菜專業委員會), Professional Committee of Prepared Food of Fujian Food Industry Association (福建省食品工業協會預製菜專業委員會), Expert Group of China Food Industry Association (中國預製菜產業聯盟專家組), respectively. He is the vice president at Prepared Food Committee of Fujian Catering and Cooking Industry Association (福建省餐飲烹飪行業協會預製菜委員會), and Quanzhou Catering, Food and Beverage Industry Association (泉州外燴餐飲行業協會). He is also an off-campus mentor of postgraduate in Fujian Agriculture and Forestry University (福建農林大學), and a guest professor in Quanzhou Normal University (泉州師範學院).

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 there is no other information that is required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

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

### INDEPENDENT SUPERVISORS

#### (1) Mr. Chen Jinzhu

Mr. Chen Jinzhu (陳金助), aged 49, 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.

#### (2) Mr. Wu Lindi

Mr. Wu Lindi (吳麟弟), aged 48, 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 of 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 has served 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.

**SHAREHOLDER REPRESENTATIVE SUPERVISOR****(3) Mr. Li Jiancheng**

Mr. Li Jiancheng (李建成), aged 38, has joined our Group as a Shareholder representative Supervisor since 4 February 2016. He resigned as a Shareholder representative Supervisor on 22 August 2017 and rejoined on 12 June 2018. Mr. Li has worked as an office secretary of Septwolves Group Holding since April 2012.

Mr. Li completed his four-year study in art design from Zhejiang University (浙江大學), the PRC in July 2011.

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) of the Listing Rules.

*Details of the proposed amendments to the Articles of Association are as follows:*

Existing Articles of Association	Revised Articles of Association
<p><b>Article 1</b> Quanzhou Huixin Micro-Credit Co., Ltd. (the “<b>Company</b>”) is a joint stock limited liability company established pursuant to the Company Law of the PRC (the “<b>Company Law</b>”) and other relevant laws and regulations of the PRC. These Articles of Association are made in accordance with the Company Law, the Securities Law of the PRC (the “<b>Securities Law</b>”), Special Regulations of the State Council Regarding the Issue of Shares Overseas and the Listing of Shares Overseas by Companies Limited by Shares (the “<b>Special Regulations</b>”), Mandatory Provisions for these Articles of Association of the Companies to be Listed Overseas (the “<b>Mandatory Provisions</b>”), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “<b>Listing Rules</b>”), Circular Regarding Comments on the Amendments to Articles of Association of Companies Listed in Hong Kong (the “<b>Circular on AOA</b>”), Reply of the State Council on the Adjustment to the Provisions of the Notice Period for Convening the General Meeting and Other Matters Applicable to the Overseas Listed Companies, and reference to the Guidelines for Articles of Association of Listed Companies (Revised in 2019) and other relevant laws and regulations.</p> <p>Quanzhou City Licheng District Huixin Micro-credit Co., Ltd. (泉州市鯉城區匯鑫小額貸款有限公司) was established on January 8, 2010 and obtained the Business License (registered number: 350502100038130) issued by the Administration of Industries and Commerce of Quanzhou (“<b>Quanzhou AIC</b>”). The shareholders of the Company include: Fujian Septwolves Group Co., Ltd. (福建七匹狼集團有限公司), Fujian Anxi Xiyuan Investment Co., Ltd. (福建省安溪溪源投資有限公司), Jinjiang Henglong Construction Materials Co., Ltd. (晉江市恒隆建材有限公司), Quanzhou Yuanpeng Clothing and Textile Co., Ltd. (泉州市遠鵬服飾織造有限公司), Quanzhou Anping Development and Construction Co., Ltd. (泉州市安平開發建設有限公司), Quanzhou Haoxiang Stone Co., Ltd. (泉州豪翔石業有限公司), Quanzhou Jianyuan Investment and Development Co., Ltd. (泉州市建源投資發展有限公司), Jinjiang Shuncheng Commerce and Trading Co., Ltd. (晉江順成商貿有限公司), Shishi Yingfeng Clothing Co., Ltd. (石獅盈豐服飾有限公司), Jinjiang Xinhong Textile Co., Ltd. (晉江鑫宏紡織有限公司), Xiamen Gaoxinhong Equity Investment Co.,Ltd. (廈門市高鑫泓股權投資有限公司), and Xie Anju (謝安居).</p>	<p><b>Article 1</b> Quanzhou Huixin Micro-Credit Co., Ltd. (the “<b>Company</b>”) is a joint stock limited liability company established pursuant to the Company Law of the PRC (the “<b>Company Law</b>”) and other relevant laws and regulations of the PRC. These Articles of Association are made in accordance with the Company Law, the Securities Law of the PRC (the “<b>Securities Law</b>”), <del>Special Regulations of the State Council Regarding the Issue of Shares Overseas and the Listing of Shares Overseas by Companies Limited by Shares (the “<b>Special Regulations</b>”), Mandatory Provisions for these Articles of Association of the Companies to be Listed Overseas (the “<b>Mandatory Provisions</b>”),</del> the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “<b>Listing Rules</b>”), <del>Circular Regarding Comments on the Amendments to Articles of Association of Companies Listed in Hong Kong (the “<b>Circular on AOA</b>”), Reply of the State Council on the Adjustment to the Provisions of the Notice Period for Convening the General Meeting and Other Matters Applicable to the Overseas Listed Companies,</del> and reference to the Guidelines for Articles of Association of Listed Companies (Revised in <del>2019</del><u>2025</u>) and other relevant laws and regulations.</p> <p>Quanzhou City Licheng District Huixin Micro-credit Co., Ltd. (泉州市鯉城區匯鑫小額貸款有限公司) was established on January 8, 2010 and obtained the Business License (registered number: 350502100038130) issued by the Administration of Industries and Commerce of Quanzhou (“<b>Quanzhou AIC</b>”). The <del>shareholders</del><u>promoters</u> of the Company include: Fujian Septwolves Group Co., Ltd. (福建七匹狼集團有限公司), Fujian Anxi Xiyuan Investment Co., Ltd. (福建省安溪溪源投資有限公司), Jinjiang Henglong Construction Materials Co., Ltd. (晉江市恒隆建材有限公司), Quanzhou Yuanpeng Clothing and Textile Co., Ltd. (泉州市遠鵬服飾織造有限公司), Quanzhou Anping Development and Construction Co., Ltd. (泉州市安平開發建設有限公司), Quanzhou Haoxiang Stone Co., Ltd. (泉州豪翔石業有限公司), Quanzhou Jianyuan Investment and Development Co., Ltd. (泉州市建源投資發展有限公司), Jinjiang Shuncheng Commerce and Trading Co., Ltd. (晉江順成商貿有限公司), Shishi Yingfeng Clothing Co., Ltd. (石獅盈豐服飾有限公司), Jinjiang Xinhong Textile Co., Ltd. (晉江鑫宏紡織有限公司), Xiamen Gaoxinhong Equity Investment Co.,Ltd. (廈門市高鑫泓股權投資有限公司), and Xie Anju (謝安居).</p>

<b>Existing Articles of Association</b>	<b>Revised Articles of Association</b>
<p><b>Article 4</b> The Company’s legal representative is the chairman of the board of directors of the Company.</p>	<p><b>Article 4</b> <del>The Company’s legal representative is the chairman of the board of directors of the Company.</del> <u>The chairman of the board of directors represents the Company in the conduct of its affairs and is the Company’s legal representative.</u></p>
<p><b>Article 58</b> The “controlling shareholder” referred to in the previous Article means a person who satisfies any one of the following conditions:</p> <ol style="list-style-type: none"> <li>1. a person who, when acting alone or in concert with others, has the power to appoint more than half of the directors;</li> <li>2. a person who, when acting alone or in concert with others, has the power to exercise more than 30% (included) of the voting rights or has power to control the exercise of more than 30% (included) of the voting rights in the Company;</li> <li>3. a person who, when acting alone or in concert with others, holds more than 30% (included) of the issued shares of the Company;</li> <li>4. a person who, when acting alone or in concert with others, has de facto control of the Company in any other way.</li> </ol>	<p><b>Article 58</b> The “controlling shareholder” referred to in the previous Article means a person who satisfies any one of the following conditions:</p> <ol style="list-style-type: none"> <li>1. a person who, when acting alone or in concert with others, has the power to appoint <del>more than half</del> <u>majority</u> of the directors;</li> <li>2. a person who, when acting alone or in concert with others, has the power to exercise more than 30% (included) of the voting rights or has power to control the exercise of more than 30% (included) of the voting rights in the Company;</li> <li>3. a person who, when acting alone or in concert with others, holds more than 30% (included) of the issued shares of the Company;</li> <li>4. a person who, when acting alone or in concert with others, has de facto control of the Company in any other way.</li> </ol>

<b>Existing Articles of Association</b>	<b>Revised Articles of Association</b>
<p><b>Article 61</b> Any guarantee provided by the Company to a third party that meets any of the following criteria shall be considered and passed at a general meeting:</p> <ol style="list-style-type: none"> <li>1. any guarantee provided after the aggregate amount of guarantee to third parties provided by the Company and its controlled subsidiaries reaches or exceeds 50% of the net asset of the Company as shown in the latest published audited financial statements of the Company;</li> <li>2. any guarantee provided after the aggregate amount of guarantee provided by the Company reaches or exceeds 30% of the net asset of the Company as shown in the latest published audited financial statements of the Company;</li> <li>3. any guarantee provided to a subject whose the asset/debt ratio exceeds 70%;</li> <li>4. any guarantee in a single transaction, the value of which exceeds 10% of the net asset of the Company as shown in the latest published audited financial statements of the Company;</li> <li>5. any guarantee provided to a shareholder, actual controller, or a related party thereof;</li> <li>6. any guarantee that shall be considered and passed at a general meeting as required by the stock exchange in which the shares of the Company are listed and by the Articles of Association.</li> </ol> <p>The “guarantee provided to a third party” referred to in the Articles of Association means the guarantee provided by the Company to a third party which includes the controlled subsidiary of the Company. The “aggregate amount of guarantee to third parties provided by the Company and its controlled subsidiaries” means the aggregate amount of guarantee provided by the Company to third parties including its controlled subsidiaries, and the guarantee provided by the controlled subsidiaries of the Company to third parties.</p> <p>When the general meeting considers any motion regarding providing guarantee to a shareholder, actual controller, or a related party thereof, such shareholder or any shareholder controlled by such actual controller shall not participate in the voting on such motion, and such motion shall pass by approval of majority of the voting powers held by other shareholders who attend such general meeting.</p>	<p><b>Article 61</b> Any guarantee provided by the Company to a third party that meets any of the following criteria shall be considered and passed at a <del>general</del> <u>shareholders’</u> meeting:</p> <ol style="list-style-type: none"> <li>1. any guarantee provided after the aggregate amount of guarantee to third parties provided by the Company and its controlled subsidiaries reaches or exceeds 50% of the net asset of the Company as shown in the latest published audited financial statements of the Company;</li> <li>2. any guarantee provided after the aggregate amount of guarantee provided by the Company reaches or exceeds 30% of the net asset of the Company as shown in the latest published audited financial statements of the Company;</li> <li>3. any guarantee provided to a subject whose the asset/debt ratio exceeds 70%;</li> <li>4. any guarantee in a single transaction, the value of which exceeds 10% of the net asset of the Company as shown in the latest published audited financial statements of the Company;</li> <li>5. any guarantee provided to a shareholder, actual controller, or a related party thereof;</li> <li>6. any guarantee that shall be considered and passed at a <del>general</del> <u>shareholders’</u> meeting as required by the stock exchange in which the shares of the Company are listed and by the Articles of Association.</li> </ol> <p>The “guarantee provided to a third party” referred to in the Articles of Association means the guarantee provided by the Company to a third party which includes the controlled subsidiary of the Company. The “aggregate amount of guarantee to third parties provided by the Company and its controlled subsidiaries” means the aggregate amount of guarantee provided by the Company to third parties including its controlled subsidiaries, and the guarantee provided by the controlled subsidiaries of the Company to third parties.</p> <p>When the <del>general</del> <u>shareholders’</u> meeting considers any motion regarding providing guarantee to a shareholder, actual controller, or a related party thereof, such shareholder or any shareholder controlled by such actual controller shall not participate in the voting on such motion, and such motion shall pass by approval of <u>a</u> majority of the voting powers held by other shareholders who attend such <del>general</del> <u>shareholders’</u> meeting.</p>

<b>Existing Articles of Association</b>	<b>Revised Articles of Association</b>
<p><b>Article 85</b> The general meeting shall be convened and chaired by the chairman of the board of directors; if the chairman cannot attend the meeting, it shall be convened and chaired by the vice chairman. If both the chairman and the vice chairman of the board of directors cannot to attend the meeting, the board of directors may appoint a director to convene and chair the meeting on their behalf; if no chairman of the meeting is appointed, the shareholders attending such meeting may elect one person to act as chairman of the meeting. If, for any reason, the shareholders cannot elect a chairman of the meeting, the position shall be assumed by the shareholder (including a proxy) present at the meeting who the most shares with voting rights.</p>	<p><b>Article 85</b> The <del>general</del>shareholders' meeting shall be convened <u>by the directors</u> and <u>presided and</u> chaired by the chairman of the board of directors; if the chairman cannot attend the meeting, <del>it shall be convened and chaired by the vice chairman. If both the chairman and the vice chairman of the board of directors cannot to attend the meeting,</del> the board of directors may appoint a director to convene and chair the meeting on their behalf; if no chairman of the meeting is appointed, the shareholders attending such meeting may elect one person to act as chairman of the meeting. If, for any reason, the shareholders cannot elect a chairman of the meeting, the position shall be assumed by the shareholder (including a proxy) present at the meeting who the most shares with voting rights.</p>
<p><b>Article 101</b> Directors shall be elected at the general meeting and each has a term of 3 years. Upon the expiry of the term of office of a director, the term is renewable upon re-election, unless the laws, regulations, the Articles of Association and the listing rules of the place of listing provide otherwise.</p> <p>The general meeting shall not dismiss any director without valid reasons prior to the expiry of his service term. The Company may have independent directors based on its needs, who shall be nominated by shareholders holding more than 1% of the Company's shares, and shall be elected and replaced by the general meeting. Each independent director shall have a term of 3 years, which can be extended upon reelection.</p> <p>Provided that the relevant laws and administrative regulations are observed, a director whose term of office has not yet expired may be removed in general meeting by way of ordinary resolution (but the right to lodge a claim under any contract is not affected).</p>	<p><b>Article 101</b> Directors shall be elected at the <del>general</del>shareholders' meeting and each has a term of 3 years. Upon the expiry of the term of office of a director, the term is renewable upon re-election, unless the laws, regulations, the Articles of Association and the listing rules of the place of listing provide otherwise.</p> <p>The <del>general</del>shareholders' meeting shall not dismiss any director without valid reasons prior to the expiry of his service term. The Company may have independent directors based on its needs, who shall be nominated by shareholders holding more than 1% of the Company's shares, and shall be elected and replaced by the <del>general</del>shareholders' meeting. Each independent director shall have a term of 3 years, which can be extended upon reelection.</p> <p>Provided that the relevant laws and administrative regulations are observed, a director whose term of office has not yet expired may be removed in <del>general</del>shareholders' meeting by way of ordinary resolution (but the right to lodge a claim under any contract is not affected).</p>

Existing Articles of Association	Revised Articles of Association
<p>Provided that the relevant laws, regulations and supervisory rulings of the place of listing are observed, if the board of directors appoint a new director to take a temporary vacancy at the board, such appointed director's term shall expire at the first AGM of the Company after his appointment, and is entitled to reelection. If the board of directors increase a seat thereof and appoint a new director to take such seat, such appointed director's term shall expire at the next AGM, and is entitled to reelection.</p>	<p>Provided that the relevant laws, regulations and supervisory rulings of the place of listing are observed, if the board of directors appoint a new director to take a temporary vacancy at the board, such appointed director's term shall expire at the first AGM of the Company after his appointment, and is entitled to reelection. If the board of directors increase a seat thereof and appoint a new director to take such seat, such appointed director's term shall expire at the next AGM, and is entitled to reelection.</p>
<p>The written notices regarding the intention to nominate a director and candidate's intention to accept the nomination shall be delivered to the Company at least 7 days prior to the general meeting (such 7-day period shall commence no earlier than the second day after the meeting notice specifying such election, and shall end no later than 7 days prior to the commencement of such general meeting).</p>	<p>The written notices regarding the intention to nominate a director and candidate's intention to accept the nomination shall be delivered to the Company at least 7 days prior to the <del>general</del><u>shareholders'</u> meeting (such 7-day period shall commence no earlier than the second day after the meeting notice specifying such election, and shall end no later than 7 days prior to the commencement of such <del>general</del><u>shareholders'</u> meeting).</p>
<p>The chairman and vice chairman of the board of directors shall be elected or dismissed by majority of all directors. The terms of office of the chairman and vice chairman of the board of directors shall be 3 years, which may be extended upon reelection thereof.</p>	<p>The chairman <del>and vice chairman</del> of the board of directors shall be elected or dismissed by a <u>majority</u> of all directors. The terms of office of the chairman <del>and vice chairman</del> of the board of directors shall be 3 years, which may be extended upon reelection thereof.</p>
<p>The directors do not have to hold any share of the Company.</p>	<p>The directors do not have to hold any share of the Company.</p>
<p>The board of directors shall have no less than one-third, and no less than 3 independent non-executive directors, at least one of which shall have proper professional qualification, or expertise in accounting or financial management. In the event that any independent non-executive director becomes non-compliant with the requirement on independency, or other situation occurs which makes it inappropriate for him to act as an independent non-executive director, and consequently results in the number of independent non-executive directors fall below the number as required by the Articles of Association, the Company shall make up such number pursuant to the relevant provisions.</p>	<p>The board of directors shall have no less than one-third, and no less than 3 independent non-executive directors, at least one of which shall have proper professional qualification, or expertise in accounting or financial management. In the event that any independent non-executive director becomes non-compliant with the requirement on independency, or other situation occurs which makes it inappropriate for him to act as an independent non-executive director, and consequently results in the number of independent non-executive directors fall below the number as required by the Articles of Association, the Company shall make up such number pursuant to the relevant provisions.</p>
<p>At least one independent non-executive director of the Company shall reside in Hong Kong.</p>	<p>At least one independent non-executive director of the Company shall reside in Hong Kong.</p>

Existing Articles of Association	Revised Articles of Association
<p><b>Article 102</b> The board of directors is responsible to the general meeting, and exercise the following functions and duties:</p> <ol style="list-style-type: none"> <li>1. to be responsible for the convening of the general meetings and to report on its work to the shareholders in general meetings;</li> <li>2. to implement the resolutions passed by the shareholders in general meetings;</li> <li>3. to determine the Company’s business plans and investment proposals;</li> <li>4. to formulate the Company’s annual preliminary and final financial budgets;</li> <li>5. to formulate the Company’s profit distribution proposal and loss recovery proposal;</li> <li>6. to formulate proposals for the increase or decrease of the Company’s registered capital and for the issue bonds;</li> <li>7. to formulate plans for merger, division, dissolution or change of the corporate form of the Company;</li> <li>8. to decide the on the Company’s internal management structure;</li> <li>9. to hire or dismiss the general manager and secretary of the board of directors, and hire or dismiss the vice general manager and other senior management personnel (including the chief financial officer), and decide on their remuneration;</li> <li>10. to formulate the general management policies of the Company;</li> <li>11. to formulate the plan to amend the Articles of Association;</li> </ol>	<p><b>Article 102</b> The board of directors is responsible to the <del>general</del><u>shareholders’</u> meeting, and exercise the following functions and duties:</p> <ol style="list-style-type: none"> <li>1. to be responsible for the convening of the <del>general</del><u>shareholders’</u> meetings and to report on its work to the shareholders in <del>general</del><u>shareholders’</u> meetings;</li> <li>2. to implement the resolutions passed by the shareholders in <del>general</del><u>shareholders’</u> meetings;</li> <li>3. to determine the Company’s business plans and investment proposals;</li> <li>4. to formulate the Company’s annual preliminary and final financial budgets;</li> <li>5. to formulate the Company’s profit distribution proposal and loss recovery proposal;</li> <li>6. to formulate proposals for the increase or decrease of the Company’s registered capital and for the issue bonds;</li> <li>7. to formulate plans for merger, division, dissolution or change of the corporate form of the Company;</li> <li>8. to decide the on the Company’s internal management structure;</li> <li>9. to hire or dismiss the general manager and secretary of the board of directors, and hire or dismiss the <del>vice general manager and</del> other senior management personnel (including the chief financial officer), and decide on their remuneration;</li> <li>10. to formulate the general management policies of the Company;</li> <li>11. to formulate the plan to amend the Articles of Association;</li> </ol>

Existing Articles of Association	Revised Articles of Association
<p>12. to formulate plans for the purchase and sale of major assets and repurchase of shares of the Company;</p> <p>13. to determine the investments, purchase or sale of assets, financing, connected transactions and other matters which are required to be determined by the board of directors by relevant laws, regulations and other regulatory documents and the Listing Rules;</p> <p>14. to manage the disclosure of the information of the Company subject to the requirements of the relevant laws, regulations and other regulatory documents, Listing Rules, Articles of Association and internal rules of the Company;</p> <p>15. to determine other major matters of the Company except for the matters shall be resolved by a resolution at a general meeting subject to the requirements of the relevant laws, regulations and other regulatory documents, Listing Rules and Articles of Association;</p> <p>16. other functions and duties authorized by the relevant laws, regulations and other regulatory documents, Listing Rules, Articles of Association and the general meeting.</p>	<p>12. to formulate plans for the purchase and sale of major assets and repurchase of shares of the Company;</p> <p>13. to determine the investments, purchase or sale of assets, financing, connected transactions and other matters which are required to be determined by the board of directors by relevant laws, regulations and other regulatory documents and the Listing Rules;</p> <p>14. to manage the disclosure of the information of the Company subject to the requirements of the relevant laws, regulations and other regulatory documents, Listing Rules, Articles of Association and internal rules of the Company;</p> <p>15. to determine other major matters of the Company except for the matters shall be resolved by a resolution at a <del>general</del><u>shareholders'</u> meeting subject to the requirements of the relevant laws, regulations and other regulatory documents, Listing Rules and Articles of Association;</p> <p>16. other functions and duties authorized by the relevant laws, regulations and other regulatory documents, Listing Rules, Articles of Association and the <del>general</del><u>shareholders'</u> meeting.</p>
<p>For the purposes of passing resolutions by the board of directors for the matters set forth above, affirmative votes by more than two-thirds of the directors are required for all the Items except for Items 6, 7 and 11, and for any other matters, affirmative votes by the majority of the directors are required.</p>	<p>For the purposes of passing resolutions by the board of directors for the matters set forth above, affirmative votes by more than two-thirds of the directors are required for all the Items except for Items 6, 7 and 11, and for any other matters, affirmative votes by <del>the</del> majority of the directors are required.</p>
<p>In the event of vacancy at the board of directors, if the remaining number of directors falls below the number as required in the Company Law or less than two-third of the number provided in the Articles of Association, the board of directors is entitled to appoint any person to act as a director to fill in such vacancy. The term of such temporary director shall last till the first AGM after his appointment, and is entitled to re-election.</p>	<p>In the event of vacancy at the board of directors, if the remaining number of directors falls below the number as required in the Company Law or less than two-third of the number provided in the Articles of Association, the board of directors is entitled to appoint any person to act as a director to fill in such vacancy. The term of such temporary director shall last till the first AGM after his appointment, and is entitled to re-election.</p>

<b>Existing Articles of Association</b>	<b>Revised Articles of Association</b>
<p><b>Article 105</b> The chairman of the board of directors shall exercise the following functions and duties:</p> <ol style="list-style-type: none"> <li>1. to preside over shareholders' general meetings and to convene and preside over meetings of the board of directors;</li> <li>2. to review the implementation of resolutions passed by the board of directors;</li> <li>3. to sign the bonds issued by the Company;</li> <li>4. to exercise other functions and duties conferred by the board of directors.</li> </ol> <p>When the chairman of the board cannot exercise his functions and duties, he may appoint the vice chairman to exercise his functions and duties on his behalf.</p>	<p><b>Article 105</b> The chairman of the board of directors shall exercise the following functions and duties:</p> <ol style="list-style-type: none"> <li>1. to preside over shareholders' <del>general</del> meetings and to convene and preside over meetings of the board of directors;</li> <li>2. to review the implementation of resolutions passed by the board of directors;</li> <li>3. to sign the bonds issued by the Company;</li> <li>4. to exercise other functions and duties conferred by the board of directors.</li> </ol> <p>When the chairman of the board <u>of directors</u> cannot exercise his functions and duties, <del>he may appoint the vice chairman</del> <u>a majority of the directors shall jointly recommend a director</u> to exercise his functions and duties <del>on his behalf.</del></p>
<p><b>Article 123</b> The general manager may resign before the expiration of his term of office. The procedures and methods of the resignation of the general manager shall be set forth in the employment agreement between the general manager and the Company. If the general manager cannot perform his duties due to special reasons, the board of director shall appoint 1 vice general manager to perform such duties.</p>	<p><b>Article 123</b> The general manager may resign before the expiration of his term of office. The procedures and methods of the resignation of the general manager shall be set forth in the employment agreement between the general manager and the Company. <del>If the general manager cannot perform his duties due to special reasons, the board of director shall appoint 1 vice general manager to perform such duties.</del></p>
<p><b>Article 124</b> The general manager shall be responsible to the board of directors, and shall perform the following duties:</p> <ol style="list-style-type: none"> <li>1. to preside over the operation, business and management of the Company, to organize the implement of the board resolutions;</li> <li>2. to organize the implement of the annual business plans and investment proposals;</li> <li>3. to formulate the internal managerial organs structuring plans;</li> <li>4. to formulate the basic management systems of the Company;</li> </ol>	<p><b>Article 124</b> The general manager shall be responsible to the board of directors, and shall perform the following duties:</p> <ol style="list-style-type: none"> <li>1. to preside over the operation, business and management of the Company, to organize the implement of the board resolutions;</li> <li>2. to organize the implement of the annual business plans and investment proposals;</li> <li>3. to formulate the internal managerial organs structuring plans;</li> <li>4. to formulate the basic management systems of the Company;</li> </ol>

Existing Articles of Association	Revised Articles of Association
<p>5. to formulate the basic regulations of the Company;</p> <p>6. to propose the hire or dismissal of the vice general manager and other senior management personnel (including the person in chief financial officer);</p> <p>7. to hire or dismiss the management personnel other than those that shall be hired and dismissed by the board of directors;</p> <p>8. any other duties authorized by the Articles of Association and the board of directors.</p>	<p>5. to formulate the basic regulations of the Company;</p> <p>6. to propose the hire or dismissal of the <del>vice general manager and</del> other senior management personnel <u>of the Company</u> (including the person in chief financial officer);</p> <p>7. to hire or dismiss the management personnel other than those that shall be hired and dismissed by the board of directors;</p> <p>8. any other duties authorized by the Articles of Association and the board of directors.</p>
<p><b>Article 128</b> 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 reelection.</p> <p>The board of supervisors shall have certain percentage of representatives of the shareholders and representatives of the employees of the Company, among which the representatives of the employees shall not be less than one-third of all supervisors. Employee representative supervisors shall be elected and dismissed through the employee representatives meetings, employee meetings or through other forms of democratic election.</p> <p>The election and dismissal of the chairman and vice chairman of the board of supervisors shall be determined by no less than two-thirds of the supervisors. The chairman of the board of supervisors shall convene and preside over the board meeting. If the chairman cannot or fails to perform his duties, the vice chairman shall convene and preside over the board meeting; if there is no vice chairman, or the chairman cannot or fails to perform such duties, the majority of the supervisors shall jointly recommend a supervisor to convene and preside over the board meeting.</p> <p>If a reelection is not held in time upon the expiration of the term of office of a supervisor, or a supervisor resigns during his term of office which result in the number of supervisors falling below the legal minimum, such supervisor shall continue to perform his duties pursuant to the laws, administrative regulations and the Articles of Association before the new supervisor takes office.</p>	<p><b>Article 128</b> 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, <del>and may have vice chairman.</del> The term of office of a supervisor shall be 3 years, which may be extended upon reelection.</p> <p>The board of supervisors shall have certain percentage of representatives of the shareholders and representatives of the employees of the Company, among which the representatives of the employees shall not be less than one-third of all supervisors. Employee representative supervisors shall be elected and dismissed through the employee representatives meetings, employee meetings or through other forms of democratic election.</p> <p>The election and dismissal of the chairman <del>and vice chairman</del> of the board of supervisors shall be determined by no less than two-thirds of the supervisors. The chairman of the board of supervisors shall convene and preside over the board meeting. If the chairman cannot or fails to perform his duties, <del>the vice chairman shall convene and preside over the board meeting; if there is no vice chairman, or the chairman cannot or fails to perform such duties,</del> <u>the</u> majority of the supervisors shall jointly recommend a supervisor to convene and preside over the board meeting.</p> <p>If a reelection is not held in time upon the expiration of the term of office of a supervisor, or a supervisor resigns during his term of office which result in the number of supervisors falling below the legal minimum, such supervisor shall continue to perform his duties pursuant to the laws, administrative regulations and the Articles of Association before the new supervisor takes office.</p>

<b>Existing Articles of Association</b>	<b>Revised Articles of Association</b>
<p><b>Article 130</b> The board of supervisors meeting shall convene at least once every 6 months. Any supervisor may propose to hold a temporary board of supervisors meeting. If the chairman cannot or fails to perform his duties, the vice chairman shall convene and preside over the board meeting; if there is no vice chairman, or the chairman cannot or fails to perform such duties, the majority of the supervisors shall jointly recommend a supervisor to convene and preside over the board meeting. A written meeting notice shall be delivered 10 days prior to the commencement of a general meeting, and 5 days prior to a temporary meeting.</p>	<p><b>Article 130</b> The board of supervisors meeting shall convene at least once every 6 months. Any supervisor may propose to hold a temporary board of supervisors meeting. If the chairman cannot or fails to perform his duties, <del>the vice chairman shall convene and preside over the board meeting; if there is no vice chairman, or the chairman cannot or fails to perform such duties, the</del> majority of the supervisors shall jointly recommend a supervisor to convene and preside over the board meeting. A written meeting notice shall be delivered 10 days prior to the commencement of a <del>general</del><u>regular</u> meeting, and 5 days prior to a temporary meeting.</p>
<p>Revise all the terms “shareholders’ general meeting(s)” and “general meeting(s)” that appear in the full text to “shareholders’ meeting(s)”.</p>	