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**Yangzhou Guangling District Taihe Rural Micro-finance
Company Limited**

揚州市廣陵區泰和農村小額貸款股份有限公司

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

(Stock Code: 1915)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made by Yangzhou Guangling District Taihe Rural Micro-finance Company Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors of the Company proposes to seek the approval of the shareholders of the Company (the “**Shareholders**”) at the forthcoming extraordinary general meeting of the Company (the “**EGM**”) on the proposed amendments to the articles of association of the Company (the “**Proposed Amendments**”) as set out below:

Articles	Original articles	Amended articles
1	<p>...</p> <p>On 12 November 2008, Yangzhou Hanjiang District Taihe Rural Micro-finance Company Limited (揚州市邗江區泰和農村小額貸款有限公司) was established upon approval by the Pilot Leading Group for Rural Micro-finance Organizations of Jiangsu Province (江蘇省農村小額貸款組織試點工作領導小組) and obtained the Enterprise Business License (registration number: 321027000084991) issued by the Administration for Industry and Commerce of the Hanjiang District of Yangzhou. On 10 August 2012, the Company was converted into a joint stock limited liability company upon approval by Yangzhou City People’s Government Financial Affairs Office (揚州市人民政府金融工作辦公室) and obtained the Enterprise Business License (Registration number: 321027000084991) issued by the Administration for Industry and Commerce of Yangzhou, Jiangsu Province. The current Unified Social Credit Code of the Company is: 91321000682158920M. The promoters of the Company are: Jiangsu Botai Group Co., Ltd. (江蘇柏泰集團有限公司), Jiangsu Liantai Fashion Shopping Mall Real Estate Co., Ltd. (江蘇聯泰時尚購物廣場置業有限公司), and 47 natural persons including Guo Lanxiu (郭蘭秀), Cao Songmei (曹松妹), Bai Li (柏莉), Zuo Yuchao (左玉潮), Li Yunzhen (李雲珍) and Zhou Yinqing (周吟青).</p>	<p>...</p> <p>On 12 November 2008, Yangzhou Hanjiang District Taihe Rural Micro-finance Company Limited (揚州市邗江區泰和農村小額貸款有限公司) was established upon approval by the Pilot Leading Group for Rural Micro-finance Organizations of Jiangsu Province (江蘇省農村小額貸款組織試點工作領導小組) and obtained the Enterprise Business License (registration number: 321027000084991) issued by the Administration for Industry and Commerce of the Hanjiang District of Yangzhou. On 10 August 2012, the Company was converted into a joint stock limited liability company upon approval by Yangzhou City People’s Government Financial Affairs Office (揚州市人民政府金融工作辦公室) and obtained the Enterprise Business License (Registration number: 321027000084991) issued by the Administration for Industry and Commerce of Yangzhou, Jiangsu Province. The current Unified Social Credit Code of the Company is: 91321000682158920M. The promoters of the Company are: Jiangsu Botai Group Co., Ltd. (江蘇柏泰集團有限公司) (hereafter referred to as the “Botai Group”), Jiangsu Liantai Fashion Shopping Mall Real Estate Co., Ltd. (江蘇聯泰時尚購物廣場置業有限公司) (hereafter referred to as the “Liantai Guangchang”), and 47 natural persons including Guo Lanxiu (郭蘭秀), Cao Songmei (曹松妹), Bai Li (柏莉), Zuo Yuchao (左玉潮), Li Yunzhen (李雲珍) and Zhou Yinqing (周吟青).</p>

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20	<p>The Company issued 450,000,000 ordinary shares before the issuance of overseas listed foreign shares, accounting for 100% of the outstanding ordinary shares of the Company.</p> <p>The current shareholding structure of the domestic shares of the Company is as follows:</p> <table border="1" data-bbox="352 457 874 925"> <thead> <tr> <th>No.</th> <th>Shareholder Name</th> <th>Number of shares (in ten thousand)</th> <th>Shareholding percentage (%)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Botai Group</td> <td>24,020</td> <td>53.38</td> </tr> <tr> <td>2</td> <td>Liantai Guangchang</td> <td>18,990</td> <td>42.20</td> </tr> <tr> <td>3</td> <td>Bai Li</td> <td>1,000</td> <td>2.22</td> </tr> <tr> <td>4</td> <td>Lv Shuyi</td> <td>450</td> <td>1.00</td> </tr> <tr> <td>5</td> <td>Zuo Yuchao</td> <td>260</td> <td>0.58</td> </tr> <tr> <td>6</td> <td>Li Yunzhen</td> <td>210</td> <td>0.47</td> </tr> <tr> <td>7</td> <td>Zhou Yinqing</td> <td>70</td> <td>0.15</td> </tr> <tr> <td></td> <td>Total</td> <td>45,000</td> <td>100</td> </tr> </tbody> </table>	No.	Shareholder Name	Number of shares (in ten thousand)	Shareholding percentage (%)	1	Botai Group	24,020	53.38	2	Liantai Guangchang	18,990	42.20	3	Bai Li	1,000	2.22	4	Lv Shuyi	450	1.00	5	Zuo Yuchao	260	0.58	6	Li Yunzhen	210	0.47	7	Zhou Yinqing	70	0.15		Total	45,000	100	<p>The Company issued 450,000,000 ordinary shares before the issuance of overseas listed foreign shares, accounting for 100% of the outstanding ordinary shares of the Company. <u>The Company issued 260,000,000 ordinary shares to 49 promoters at the time of its establishment. All such shares were subscribed and held by the promoters, representing 100% of the total number of ordinary shares issuable of the Company at the time.</u> The Company issued 450,000,000 ordinary shares before the issuance of overseas listed foreign shares, <u>of which six promoters, namely Botai Group, Liantai Guangchang, Bai Li, Zuo Yuchao, Li Yunzhen and Zhou Yinqing, held 240,200,000 shares, 189,900,000 shares, 10,000,000 shares, 2,600,000 shares, 2,100,000 shares and 700,000 shares, respectively, accounting to a total of 445,500,000 shares, and another non-promoter shareholder Lv Shuyi held 4,500,000 shares.</u></p> <p>The current shareholding structure of the domestic shares of the Company is as follows:</p> <table border="1" data-bbox="874 1117 1401 1578"> <thead> <tr> <th>No.</th> <th>Shareholder Name</th> <th>Number of shares (in ten thousand)</th> <th>Shareholding percentage (%)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Botai Group</td> <td>24,020</td> <td>53.38</td> </tr> <tr> <td>2</td> <td>Liantai Guangchang</td> <td>18,990</td> <td>42.20</td> </tr> <tr> <td>3</td> <td>Bai Li</td> <td>1,000</td> <td>2.22</td> </tr> <tr> <td>4</td> <td>Lv Shuyi</td> <td>450</td> <td>1.00</td> </tr> <tr> <td>5</td> <td>Zuo Yuchao</td> <td>260</td> <td>0.58</td> </tr> <tr> <td>6</td> <td>Li Yunzhen</td> <td>210</td> <td>0.47</td> </tr> <tr> <td>7</td> <td>Zhou Yinqing</td> <td>70</td> <td>0.15</td> </tr> <tr> <td></td> <td>Total</td> <td>45,000</td> <td>100</td> </tr> </tbody> </table>	No.	Shareholder Name	Number of shares (in ten thousand)	Shareholding percentage (%)	1	Botai Group	24,020	53.38	2	Liantai Guangchang	18,990	42.20	3	Bai Li	1,000	2.22	4	Lv Shuyi	450	1.00	5	Zuo Yuchao	260	0.58	6	Li Yunzhen	210	0.47	7	Zhou Yinqing	70	0.15		Total	45,000	100
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21	<p>With the approval of the China Securities Regulatory Commission on 21 November 2016, the Company can issue up to 172,500,000 overseas listed foreign shares.</p> <p>The shareholding structure of the Company as of the listing date of 8 May 2017 is: 600,000,000 ordinary shares, of which domestic shareholders hold 450,000,000 shares (of which the promoters hold 445,500,000 shares) and overseas shareholder hold 150,000,000 shares.</p>	<p>With the approval of the China Securities Regulatory Commission on 21 November 2016, the Company can issue up to 172,500,000 overseas listed foreign shares.</p> <p>The shareholding structure of the Company as of the listing date of 8 May 2017 is: 600,000,000 ordinary shares, <u>upon the completion of the above issuance is: 600,000,000 ordinary shares, of which the promoters hold 445,500,000 shares, other</u> of which domestic shareholders hold 450,000,000 <u>4,500,000 shares (of which the promoters hold 445,500,000 shares) and overseas shareholders</u> shareholders of overseas listed foreign shares hold 150,000,000 shares. <u>The shareholding of the domestic shareholders of the Company upon the completion of the above issuance is the same as the shareholding of each shareholder of the Company before the issuance of overseas listed foreign shares (see Article 20 of these Articles of Association).</u></p> <p><u>The current shareholding structure of the Company is: 600,000,000 ordinary shares, of which 337,500,000 shares are held by the promoters (specifically, 180,200,000 shares, 141,900,000 shares, 10,000,000 shares, 2,600,000 shares, 2,100,000 shares and 700,000 shares are held by Botai Group, Liantai Guangchang, Bai Li, Zuo Yuchao, Li Yunzhen and Zhou Yinqing, respectively). 112,500,000 shares are held by other domestic shareholders (specifically, 48,000,000 shares, 30,000,000 shares, 30,000,000 shares and 4,500,000 shares are held by Shenzhen Gangfutong Financial Information Services Co., Ltd., Lu Qi, Zhang Zhuo and Lv Shuyi, respectively), and 150,000,000 shares are held by shareholders of overseas listed foreign shares.</u></p>

Save and except for the Proposed Amendments, other terms of the articles of association of the Company shall remain unchanged.

The Proposed Amendments are to reflect the following transfer of domestic shares of the Company (the “**Domestic Shares**”):

- (i) the transfer of 30,000,000 Domestic Shares by Jiangsu Botai Group Co., Ltd.* (江蘇柏泰集團有限公司) to each of Mr. Zhang Zhuo (張卓) and Mr. Lu Qi (魯齊); and
- (ii) the transfer of 48,000,000 Domestic Shares by Jiangsu Liantai Fashion Shopping Mall Real Estate Co., Ltd.* (江蘇聯泰時尚購物廣場置業有限公司) to Shenzhen Gangfutong Financial Information Services Co., Ltd.* (深圳港付通金融信息服務有限公司).

The Proposed Amendments are subject to the approval by Shareholders by way of a special resolution and the approval, registration and filing with the relevant government authorities of the People’s Republic of China (the “**PRC**”) (if necessary).

A special resolution will be proposed at the EGM for the Shareholders to consider, and if thought fit, approve the Proposed Amendments.

A circular containing, among other things, details of the Proposed Amendments and the notices of the EGM will be dispatched to the relevant Shareholders in due course.

Shareholders should note that the articles of association of the Company are made in Chinese, and the English version is a translation from the Chinese version. Therefore, any English translation is for reference only. In case of inconsistency between the Chinese and English versions, the Chinese version shall prevail.

By order of the Board
Yangzhou Guangling District
Taihe Rural Micro-finance Company Limited
Bo Wanlin
Chairman

** For identification purposes only*

Yangzhou, the PRC, 26 August 2021

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Bo Wanlin, Ms. Bai Li and Ms. Zhou Yinqing; two non-executive Directors, namely Mr. Bo Nianbin and Mr. Zuo Yuchao and three independent non-executive Directors, namely Mr. Bao Zhenqiang, Mr. Wu Xiankun and Mr. Chan So Kuen.