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**VCREDIT Holdings Limited**  
**維信金科控股有限公司**

*(registered by way of continuation in the Cayman Islands with limited liability)*

**(Stock Code: 2003)**

**US\$85 Million 11.0% Senior Notes Due 2022**

**(Stock Code: 40498)**

**PROPOSED AMENDMENTS TO  
MEMORANDUM AND ARTICLES OF ASSOCIATION**

**AND**

**ADOPTION OF THE SECOND AMENDED AND RESTATED  
MEMORANDUM AND ARTICLES OF ASSOCIATION**

The board of directors (the “**Board**”) of VCREDIT Holdings Limited (the “**Company**”) proposes to seek approval of shareholders of the Company (“**Shareholders**”) at the forthcoming annual general meeting of the Company expected to be held on or about 17 June 2022 (the “**AGM**”) to:

- (A) make certain amendments (the “**Proposed Amendments**”) to the memorandum and articles of association of the Company (the “**Memorandum and Articles of Association**”) for the purpose of:
- (1) reflecting the core shareholder protection standards as set out in the revised Appendix 3 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited which took effect on 1 January 2022;
  - (2) aligning the Memorandum and Articles of Association with the applicable laws of the Cayman Islands;
  - (3) providing flexibility to the Company in relation to the conduct of general meetings and clarification on visual and virtual meetings; and
  - (4) making other consequential and housekeeping amendments; and

- (B) in view of the number of proposed changes to the Memorandum and Articles of Association as a result of the Proposed Amendments, adopt a new set of amended and restated Memorandum and Articles of Association (the “**Second Amended and Restated M&A**”) that incorporate the Proposed Amendments in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association.

The Proposed Amendments and the proposed adoption of the Second Amended and Restated M&A are subject to the approval of Shareholders by way of a special resolution at the AGM, and will become effective upon the approval of Shareholders at the AGM.

A circular containing, among other things, details of the Proposed Amendments and the proposed adoption of the Second Amended and Restated M&A, together with a notice of the AGM and the related proxy form, will be despatched to Shareholders in due course.

By Order of the Board  
**VCREDIT Holdings Limited**  
**Ma Ting Hung**  
*Chairman*

Hong Kong, 4 May 2022

*As at the date of this announcement, the board of directors of the Company comprises Mr. Ma Ting Hung as the chairman and an executive director; Mr. Liu Sai Wang Stephen and Mr. Liu Sai Keung Thomas as executive directors; Mr. Yip Ka Kay as a non-executive director; and Mr. Chen Derek, Mr. Chen Penghui and Mr. Fang Yuan as independent non-executive directors.*