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Quanzhou Huixin Micro-credit Co., Ltd.*

泉州匯鑫小額貸款股份有限公司

(Established in the People's Republic of China with limited liability)

(Stock Code: 1577)

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

POLL RESULTS OF THE AGM

The Board is pleased to announce that the resolutions set out in the notice of AGM dated 28 April 2023 were duly passed by the Shareholders by way of poll at the AGM held on 9 June 2023.

DISTRIBUTION OF FINAL DIVIDEND

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

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Zhang Lihe (張立賀先生), Mr. Lin Jianguo (林建國先生) and Mr. Sun Leland Li Hsun (孫立勳先生) retired as the independent non-executive Directors immediately upon conclusion of the AGM.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Zheng Wenjian (鄭文堅先生), Mr. Yang Dong (楊東先生) and Mr. Yang Zhanghua (楊章華先生) were appointed as independent non-executive Directors immediately upon conclusion of the AGM.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Upon conclusion of the AGM, (i) Mr. Zhang Lihe ceased his role as the chairman of each of the Audit Committee and the Nomination Committee, Mr. Lin Jianguo ceased his role as a member of the Audit Committee and the chairman of the Remuneration Committee, and Mr. Sun Leland Li Hsun ceased his role as a member of each of the Remuneration Committee and the Nomination Committee; and (ii) Mr. Zheng Wenjian has been appointed as the chairman of the Remuneration Committee and a member of the Audit Committee, Mr. Yang Dong has been appointed as the chairman of the Audit Committee and a member of the Nomination Committee, and Mr. Yang Zhanghua has been appointed as the chairman of the Nomination Committee and a member of the Remuneration Committee.

References are made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**AGM**”) of Quanzhou Huixin Micro-credit Co., Ltd.* (the “**Company**”) both dated 28 April 2023. Unless the context otherwise requires, terms defined in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the proposed resolutions were duly passed by the Shareholders by way of poll at the AGM held on 9 June 2023. The Company’s share registrar in Hong Kong, Boardroom Share Registrars (HK) Limited (the “**H Share Registrar**”), was appointed as the scrutineer at the AGM for the purpose of vote-taking of H Shares. Beijing Guantao (Xiamen) Law Firm* (北京觀韜中茂(廈門)律師事務所), was appointed as the scrutineer at the AGM for the purpose of vote-taking of Domestic Shares.

POLL RESULTS OF THE AGM

The AGM was held at 10:30 a.m. on Friday, 9 June 2023 at 35/F, Huijin International Center, No. 105 Daxing Street, Fengze District, Quanzhou City, Fujian Province, the PRC. The Board is pleased to announce that all the resolutions as set out in the notice of AGM were duly passed by the Shareholders by way of poll at the AGM.

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

The Shareholders, holding a total of 608,435,639 Shares and representing approximately 89.48% of the total number of issued Shares, were present in person or by proxy at the AGM.

All Directors attended the AGM.

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

ORDINARY RESOLUTIONS		Number of votes (%)			Total number of votes held by Shareholders who attended and voted at the AGM
		For	Against	Abstain	
1.	To receive, consider and approve the report of the Directors for the year ended 31 December 2022.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
2.	To receive, consider and approve the report of the Supervisory Committee for the year ended 31 December 2022.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
3.	To receive, consider and approve the annual report of the Company for the year ended 31 December 2022.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
4.	To receive, consider and approve the Group's audited financial statements for the year ended 31 December 2022.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
5.	To receive, consider and approve the final financial accounts of the Group for the year 2022.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
6.	To receive, consider and approve the financial budget plan of the Company for the year 2023.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
7.	To consider and approve the Company's profit distribution plan for the year ended 31 December 2022.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
8.	To consider and approve the Company's external auditor's fees for the year ended 31 December 2022.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
9.	To consider and approve the re-appointment of Ernst & Young as the Company's external auditor and to authorise the Board to fix auditor's remuneration.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639

ORDINARY RESOLUTIONS		Number of votes (%)			Total number of votes held by Shareholders who attended and voted at the AGM
		For	Against	Abstain	
10.	To consider and approve the re-election and election of Directors:				
	10(a). To re-elect Mr. Wu Zhirui as an executive Director.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
	10(b). To re-elect Mr. Zhou Yongwei as an executive Director.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
	10(c). To re-elect Mr. Yan Zhijiang as an executive Director.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
	10(d). To re-elect Ms. Liu Aiqin as an executive Director.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
	10(e). To re-elect Mr. Jiang Haiying as a non-executive Director.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
	10(f). To re-elect Mr. Cai Rongjun as a non-executive Director.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
	10(g). To elect Mr. Zheng Wenjian as an independent non-executive Director.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
	10(h). To elect Mr. Yang Dong as an independent non-executive Director.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
	10(i). To elect Mr. Yang Zhanghua as an independent nonexecutive Director.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
11.	To consider and approve the re-election of Supervisors:				
	11(a). To re-elect Mr. Chen Jinzhu as an independent Supervisor.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
	11(b). To re-elect Mr. Wu Lindi as an independent Supervisor.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
	11(c). To re-elect Mr. Li Jiancheng as a shareholder representative Supervisor.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
12.	To consider and authorise the Board and authorised person of the Board to fix the Directors' and Supervisors' remuneration.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639

SPECIAL RESOLUTIONS		Number of votes (%)			Total number of votes held by Shareholders who attended and voted at the AGM
		For	Against	Abstain	
13.	To consider and approve the proposed amendments to the Articles of Association.	608,435,639 (100%)	0 (0%)	0 (0%)	608,435,639
14.	To consider and approve the general mandate to issue new Shares.	608,309,639 (99.98%)	126,000 (0.02%)	0 (0%)	608,435,639

DISTRIBUTION OF FINAL DIVIDEND

The Board wishes to inform Shareholders that details of the payment of the final dividend for 2022 are as follows:

According to the Company Law of the PRC (中華人民共和國公司法), the Securities Law of the PRC (中華人民共和國證券法) and the Articles of Association, the Board recommended the payment of a final dividend of RMB0.05 per Share for the year ended 31 December 2022 to the Shareholders (the “**Final Dividend**”).

The resolution regarding the profit distribution plan has been approved at the AGM. Final Dividend is expected to be paid on or around Tuesday, 15 August 2023 to Shareholders whose names appear on the register of members of the Company on Monday, 26 June 2023. In order to determine the entitlement to the Final Dividend, the H Share register of members of the Company will be closed from Monday, 19 June 2023 to Monday, 26 June 2023, both days inclusive, during which period no transfers of H Shares will be registered. In order to be entitled to the Final Dividend, unregistered holders of H Shares of the Company should lodge all Share transfer documents accompanied by the relevant share certificates with the Company’s H Share Registrar, at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong for registration no later than 4:30 p.m. on Friday, 16 June 2023.

Such dividend will be paid to holders of Domestic Shares in RMB and to holders of H Shares in HKD as converted based on the average median exchange rate of RMB against HKD (i.e. RMB1.00=HK\$1.100037) published by the People’s Bank of China (中國人民銀行) for the five consecutive business days immediately before the date of the AGM. Accordingly, the Final Dividend payable per H Share is HK\$0.550019 (tax inclusive).

The Company has appointed Boardroom Trustee Limited as the receiving agent (the “**Receiving Agent**”) in Hong Kong which receives the Final Dividend declared from the Company on behalf of the holders of H Shares. The Final Dividend will be paid by the Receiving Agent and the dividend warrants will be posted by the H Share Registrar, by ordinary mail to the holders of H Shares whose names appear on the Company’s register of members in respect of H Shares as at the registration date at their own risk on or around Tuesday, 15 August 2023.

Enterprise Income Tax

According to the Law of the PRC on Enterprise Income Tax (中華人民共和國企業所得稅法) revised and effected in 2018 and the relevant implementation rules, the Company is required to withhold enterprise income tax at the rate of 10% on behalf of the non-resident enterprise Shareholders of H Shares. Any H Shares not registered in the name of an individual, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations will be treated as being held by non-resident enterprise Shareholders and therefore will be subject to the withholding of the enterprise income tax. After receiving dividends, non-resident enterprise Shareholders may apply, personally or by proxy, to the competent taxation authorities to enjoy the treatment under taxation agreements (arrangements), and provide materials proving their eligibility to be the actual beneficiaries under the taxation agreements (arrangements) for tax refund.

Individual Income Tax

According to the Individual Income Tax Law of the People's Republic of China (中華人民共和國個人所得稅法) and its implementation rules, the Notice on Matters Concerning the Levy and Administration of Individual Income Tax after the Repeal of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] NO. 348) (《關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》) (國稅函[2011]348號)) and the Announcement of the State Administration of Taxation on Promulgating the Administrative Measures for Tax Convention Treatment for Non-resident Taxpayers (Announcement of the State Administration of Taxation 2019 No. 35) (國家稅務總局關於發佈〈非居民納稅人享受稅收協定待遇管理辦法〉的公告(國家稅務總局公告2019年第35號)) (the “**Tax Convention Announcement**”), the Company has the obligation to withhold and pay individual income tax on behalf of the individual Shareholders whose names appear on the H Share register of members of the Company (the “**Individual H Shareholder(s)**”) in the distribution of Final Dividend. For Individual H Shareholders in general, the Company will withhold and pay individual income tax at the rate of 20% on behalf of the Individual H Shareholders in distribution of the dividend. However, the tax rates applicable to the overseas resident Individual H Shareholders may vary depending on the tax treaties and arrangements between the countries or regions in which they are domiciled and the PRC. As instructed by competent tax authority, Individual H Shareholders who are entitled to the relevant favorable tax treatments (the “**Qualified Shareholder(s)**”) stipulated in the tax treaties and arrangements between the countries or regions in which they are domiciled and the PRC, and would like to apply for a refund of the excess amount of tax withheld and paid, shall submit in time a letter of entrustment and all application materials as required under the Tax Convention Announcement and relevant applicable laws, regulations or treaties to the H Share Registrar. The Company will then assist in submitting on behalf of such Qualified Shareholders the applications and aforesaid documents for tax preferential treatments under the relevant tax treaties and arrangements to the competent tax authorities according to the procedures as specified by the relevant regulations. If any such application is approved by the competent tax authorities, the Company will assist in the refund of the excess amount of tax withheld and paid to the relevant Qualified Shareholder.

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

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company announces that Mr. Zhang Lihe (張立賀先生), Mr. Lin Jianguo (林建國先生) and Mr. Sun Leland Li Hsun (孫立勳先生) (collectively, the “**Retirement Directors**”) retired as independent non-executive Directors immediately upon conclusion of the AGM.

Each of the Retirement Directors has confirmed that he has no disagreement with the Board and there is no other matter relating to his retirement from office that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board expresses its sincere gratitude to them for their valuable contribution to the Company during their tenure of office.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

As ordinary resolutions numbered 10(g), 10(h) and 10(i) were duly passed by the Shareholders at the AGM, Mr. Zheng Wenjian (鄭文堅先生), Mr. Yang Dong (楊東先生) and Mr. Yang Zhanghua (楊章華先生) were appointed as independent non-executive Directors immediately upon conclusion of the AGM.

The biographies of Mr. Zheng Wenjian, Mr. Yang Dong and Mr. Yang Zhanghua and other relevant information required to be disclosed under Rule 13.51(2) of the Listing Rules are set out in the Circular. As at the date of this announcement, there is no other change to the biographies of Mr. Zheng Wenjian, Mr. Yang Dong and Mr. Yang Zhanghua as set out in the Circular.

The Company will enter into service contract with each of Mr. Zheng Wenjian, Mr. Yang Dong and Mr. Yang Zhanghua for an initial term of three years commencing from the date of the AGM. Each of them 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 “**Remuneration Committee**”).

The Board would like to take this opportunity to welcome Mr. Zheng Wenjian, Mr. Yang Dong and Mr. Yang Zhanghua for joining the Company.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Upon conclusion of the AGM dated 9 June 2023, the composition of Board committees changed as follows:

- (i) Upon the retirement of the Retirement Directors as independent non-executive Directors, Mr. Zhang Lihe ceased his role as the chairman of each of the audit committee of the Company (the “**Audit Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”), Mr. Lin Jianguo ceased his role as a member of the Audit Committee and the chairman of the Remuneration Committee, and Mr. Sun Leland Li Hsun ceased his role as a member of each of the Remuneration Committee and the Nomination Committee; and
- (ii) Upon the appointments of Mr. Zheng Wenjian, Mr. Yang Dong and Mr. Yang Zhanghua as independent non-executive Directors, Mr. Zheng Wenjian has been appointed as the chairman of the Remuneration Committee and a member of the Audit Committee, Mr. Yang Dong has been appointed as the chairman of the Audit Committee and a member of the Nomination Committee, and Mr. Yang Zhanghua has been appointed as the chairman of the Nomination Committee and a member of the Remuneration Committee.

By Order of the Board of
Quanzhou Huixin Micro-credit Co., Ltd.*
WU Zhirui
Chairman

Hong Kong, 9 June 2023

As at the date of this announcement, the executive Directors are Mr. WU Zhirui, Mr. ZHOU Yongwei, Mr. YAN Zhijiang and Ms. LIU Aiqin; the non-executive Directors are Mr. JIANG Haiying and Mr. CAI Rongjun; and the independent non-executive Directors are Mr. ZHENG Wenjian, Mr. YANG Dong and Mr. YANG Zhanghua.

* *For identification purpose only*