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CREDIT CHINA HOLDINGS LIMITED
中國信貸控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8207)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that a extraordinary general meeting of Credit China Holdings Limited (the “Company”) will be held at Level 35, Two Pacific Place, 88 Queensway, Hong Kong on Friday, 22 April 2016 at 11:00 a.m., to consider and, if thought fit, pass with or without amendments, the following resolution:

ORDINARY RESOLUTION

“THAT:

- (i) conditional upon the Growth Enterprise Market Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the Consideration Shares, to the Vendors pursuant to the terms of the Sale and Purchase Agreement (as amended by the Supplemental Agreement), the Directors be and are hereby specifically authorized to allot and issue a maximum of 258,318,335 Shares to the Vendors (the “Specific Mandate”), and that the Consideration Shares shall, when allotted and issued, be credited as fully paid and rank *pari passu* in all respects with all other shares of the Company in issue on the date of such allotments and issuances, provided that the Specific Mandate is in addition to, and shall not prejudice nor revoke any existing general mandate granted to the Directors by the shareholders of the Company or such other general or specific mandate(s) which may from time to time be granted to the Directors prior to or after the passing of this resolution; and

- (ii) any one Director be and is hereby authorised for and on behalf of the Company to sign, execute, perfect, deliver and do all such documents, deeds (if the affixing of any seal of the Company is required, then any one Director and the Company Secretary or any two Directors), acts, matters and things as he may in his absolute discretion consider necessary or desirable or expedient for the purpose of or in connection with the terms of the Sale and Purchase Agreement (as amended by the Supplemental Agreement), including but not limited to making and agreeing to variations of a nonmaterial nature in or to the terms of the same or to the issue and allotment of the Consideration Shares, as he/she may in his/her absolute discretion consider desirable or necessary and or any of the transactions contemplated under the Sale and Purchase Agreement and the Supplemental Agreement (as amended by the Supplemental Agreement).”

Yours faithfully

For and on behalf of the Board of
Credit China Holdings Limited
Phang Yew Kiat

Vice-Chairman, Executive Director and Chief Executive Officer

Hong Kong, 7 April 2016

Registered office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal place of business

in Hong Kong:
Rooms 3533-39, Level 35
Two Pacific Place
88 Queensway
Hong Kong

Notes:

1. Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of him/her/it. A proxy need not be a shareholder of the Company. A shareholder who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. A proxy form for use at the Extraordinary General Meeting is enclosed. Whether or not you intend to attend the Extraordinary General Meeting in person, you are encouraged to complete and return the enclosed proxy form in accordance with the instructions printed thereon.
3. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, must be deposited at the Company's Branch Share Registrar in Hong Kong, Tricor Investor Services Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. In the case of joint registered holders of shares of the Company, any one of such persons may vote at the Extraordinary General Meeting, either personally or by proxy, in respect of such shares of the Company as if he was solely entitled thereto, but if more than one of such joint holders are present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares of the Company shall alone be entitled to vote in respect thereof.
5. Pursuant to the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited, the voting on the ordinary resolution at the Extraordinary General Meeting will be conducted by way of poll.

As at the date of this announcement, the Directors are as follows:

Executive Directors:

Mr. Phang Yew Kiat (*Vice-Chairman and Chief Executive Officer*)

Mr. Chng Swee Ho

Mr. Sheng Jia

Non-executive Directors:

Mr. Li Mingshan (*Chairman*)

Mr. Li Gang

Mr. Wong Sai Hung

Mr. Zhang Zhenxin

Ms. Zhou Youmeng

Independent Non-executive Directors:

Mr. Ge Ming

Dr. Ou Minggang

Mr. Wang Wei

Dr. Yin Zhongli

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading. This announcement will remain on the “Latest Company Announcements” page of the GEM website (www.hkgem.com) for at least 7 days from the date of its publication. This announcement will also be published on the website of the Company (www.creditchina.hk).