

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same respective meanings as defined in the prospectus dated 30 December 2014 (the “**Prospectus**”) issued by Zuoli Kechuang Micro-finance Company Limited* (the “**Company**”).

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Global Offering before deciding whether or not to invest in the H Shares thereby being offered.

This announcement is not for release, publication, and distribution directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). The Offer Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “**U.S. Securities Act**”), or any state securities laws of the United States, and may not be offered, sold, pledged or transferred within the United States unless pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act or any state securities laws of the United States. The Offer Shares are being offered and sold outside of the United States in offshore transactions in accordance with Regulation S under the U.S. Securities Act. There will be no offer or sale of Shares in the United States.

In connection with the Global Offering, China Galaxy International Securities (Hong Kong) Co., Limited, as the stabilizing manager (the “**Stabilizing Manager**”) and/or its affiliates or any person acting for it, on behalf of the Underwriters, may, to the extent permitted by applicable laws of Hong Kong or elsewhere, over-allocate or effect short sales or any other stabilizing transactions with a view to stabilizing or maintaining the market price of the H Shares at a level higher than that which might otherwise prevail in the open market for a limited period after the last day for the lodging of applications under the Hong Kong Public Offering. However, there is no obligation on the Stabilizing Manager or any person acting for it to conduct any such stabilizing activity, which if commenced, will be done at the absolute discretion of the Stabilizing Manager and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end within 30 days of the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing actions cannot be taken to support the price of the H Shares for longer than the stabilization period which will begin on the Listing Date and is expected to expire on the 30th day after the last date for lodging applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken and demand for the H Shares and the price of the H Shares could fall.



Zuoli Kechuang Micro-finance Company Limited*

佐力科創小額貸款股份有限公司

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

GLOBAL OFFERING

- Number of Offer Shares under : 300,000,000 H Shares**
the Global Offering (subject to the Over-allotment Option)
- Number of International Offer Shares : 270,000,000 H Shares (subject to adjustment and the Over-allotment Option)**
- Number of Hong Kong Offer Shares : 30,000,000 H Shares (subject to adjustment)**
- Maximum Offer Price : HK\$1.39 per H Share, plus brokerage of 1%, SFC transaction levy of 0.0027%, and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)**
- Nominal value : RMB1.00 per H Share**
- Stock code : 6866**

Sole Sponsor



中國銀河國際
CHINA GALAXY INTERNATIONAL

Joint Bookrunners and Joint Lead Managers *(in alphabetical order)*



中國銀河國際
CHINA GALAXY INTERNATIONAL

Convoy Investment Services Limited
康宏証券投資服務有限公司



粵海證券有限公司
Guangdong Securities Limited

Application has been made by the Company to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, the H Shares which may be issued by the Company pursuant to the Global Offering and upon the exercise of the Over-allotment Option. Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. on Tuesday, 13 January 2015, it is expected that dealings in the H Shares on the Main Board are expected to commence at 9:00 a.m. on Tuesday, 13 January 2015. In the event the Over-allotment Option is exercised, an announcement will be made by the Company on its website at www.zlkcx.com.cn and the website of the Stock Exchange at www.hkexnews.hk. The Global Offering consists of the Hong Kong Public Offering of 30,000,000 H Shares (subject to adjustment), and the International Offering of 270,000,000 H Shares (subject to adjustment and the Over-allotment Option). The allocation of the H Shares between the Hong Kong Public Offering and the International Offering is subject to adjustment as described in “Structure of the Global Offering” in the Prospectus.

Subject to the granting of the approval for listing of, and permission to deal in, the H Shares on the Stock Exchange and the Company’s compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or any other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the H Shares to be admitted into CCASS.

The Offer Price will be not more than HK\$1.39 and is currently expected to be not less than HK\$1.27. Applicants for the Hong Kong Offer Shares must pay, on application, the maximum Offer Price of HK\$1.39 per H Share, unless otherwise announced, together with brokerage of 1%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005% subject to refund if the Offer Price finally determined is lower than HK\$1.39 per H Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.

Applicants who wish to be allotted the Hong Kong Offer Shares in their own names should either (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at www.eipo.com.hk under the **White Form eIPO** service. Applicants who wish to have the Hong Kong Offer Shares allotted and issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 30 December 2014 till 12:00 noon on Monday, 5 January 2015 from:

(a) any of the following offices of the Hong Kong Underwriters:

China Galaxy International Securities (Hong Kong) Co., Limited	Unit 3501–7, 3513–14, 35/F, Cosco Tower, Grand Millennium Plaza, 183 Queen’s Road Central, Sheung Wan, Hong Kong
Convoy Investment Services Limited	Unit C, 24F, @ CONVOY, 169 Electric Road, North Point, Hong Kong
Guangdong Securities Limited	Units 2505–06, 25/F, Low Block, Grand Millennium Plaza, 181 Queen’s Road Central, Hong Kong

(b) any of the following branches of Bank of Communications Co., Ltd. Hong Kong Branch:

	Branch name	Address
Hong Kong Island	Central District Sub-Branch	G/F., Far East Consortium Building, 125A Des Voeux Road C., Central
	Quarry Bay Sub-Branch	G/F., 981C King’s Road, Quarry Bay
Kowloon	Cheung Sha Wan Plaza Sub-Branch	Unit G04, Cheung Sha Wan Plaza, 833 Cheung Sha Wan Road
	Hunghom Sub-Branch	Flat/Rm A6, G/F., Wing Kwai Building, 1–3 Tak Man Street, Whampoa Estate
New Territories	Tseung Kwan O Sub-Branch	Shop 253–255, Metro City Shopping Arcade, Phase I, Tseung Kwan O
	Tai Po Sub-Branch	Shop No.1, G/F., Wing Fai Plaza, 29–35 Ting Kok Road, Tai Po

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 30 December 2014 till 12:00 noon on Monday, 5 January 2015 from the depository counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker, who may have **YELLOW** Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, together with a cheque or a banker's cashier order attached and marked payable to "Bank of Communications (Nominee) Co. Ltd. — Zuoli Kechuang Public Offer" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed above, at the following times:

Tuesday, 30 December 2014	—	9:00 a.m. to 5:00 p.m.
Wednesday, 31 December 2014	—	9:00 a.m. to 5:00 p.m.
Friday, 2 January 2015	—	9:00 a.m. to 5:00 p.m.
Saturday, 3 January 2015	—	9:00 a.m. to 1:00 p.m.
Monday, 5 January 2015	—	9:00 a.m. to 12:00 noon

Applicants applying by **White Form eIPO** may submit applications to the **White Form eIPO** Service Provider through the designated website at www.eipo.com.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Tuesday, 30 December 2014 until 11:30 a.m. on Monday, 5 January 2015 or such later time as described in "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, 30 December 2014 until 12:00 noon on Monday, 5 January 2015 or such later time as described in "How to Apply for Hong Kong Offer Shares — 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Please refer to "Structure of the Global Offering" and "How to Apply for Hong Kong Offer Shares" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the level of indication of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Monday, 12 January 2015 in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese), on the Company's websites at www.zlkcx.cn and the website of the Stock Exchange at www.hkexnews.hk.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Monday, 12 January 2015 in the manners as specified in "How to Apply for Hong Kong Offer Shares — 11. Publication of Results" in the Prospectus.

No temporary document of title will be issued in respect of the H Shares by the Company. No receipt will be issued for sums paid on application. H Share certificates will only become valid at 8:00 a.m. on Tuesday, 13 January 2015 provided that the Global Offering has become unconditional and the right of termination described in “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for termination” in the Prospectus has not been exercised. Dealings in H Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, 13 January 2015. The H Shares will be traded in board lot of 2,000 H Share each. The stock code of the Company is 6866.

By order of the Board of Directors
Zuoli Kechuang Micro-finance Company Limited
Mr. Yu Yin
Chairman

Hong Kong, 30 December 2014

As of the date of this announcement, the Board of the Company comprises Mr. Yu Yin, Mr. Zheng Xuegen, Mr. Hu Haifeng and Mr. Ding Maoguo, as executive Directors; Mr. Pan Zhongmin, as non-executive Director; Mr. Ho Yuk Ming, Hugo, Mr. Jin Xuejun, and Ms. Huang Lianxi, as independent non-executive Directors.

Please refer to the published version of this announcement in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese).

* *For identification purposes only*