

Ding Sheng Xin Finance Co. Limited

ABN 64 603 612 479

Supplementary Prospectus

Important information

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 28 August 2015 (**Prospectus**) issued by Ding Sheng Xin Finance Co. Limited ABN 64 603 612 479 (**Company**).

This Supplementary Prospectus is dated 10 November 2015 and was lodged with ASIC on that date. Neither ASIC nor ASX take any responsibility as to the contents of this Supplementary Prospectus.

This Supplementary Prospectus should be read together with the Prospectus. Other than the changes set out in this Supplementary Prospectus, all other details in relation to the Prospectus remain unchanged. To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, the provisions of this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Supplementary Prospectus.

The Company has issued both a printed and electronic version of this Supplementary Prospectus and the Prospectus. Electronic versions of both may be accessed at www.dsxfinance.com.au.

This Supplementary Prospectus and the Prospectus are important documents that should be read in their entirety. If you are in any doubt as to the contents of this Supplementary Prospectus or the Prospectus, you should consult your stockbroker, lawyer, accountant or other professional adviser without delay.

1. SUPPLEMENTARY PROSPECTUS

1.1 Reasons for this Supplementary Prospectus

This Supplementary Prospectus has been prepared to reflect the:

- appointment of Mr Winton Willesee as a Non-Executive Director of the Company with effect from the date of this Supplementary Prospectus;
- termination of the Company's engagement of Mr Winton Willesee as a consultant to oversee the Company's compliance with key Australian regulatory matters and corporate governance.

1.2 Application Forms

Applications for Shares under the Offer must be made using the application form attached to or accompanying this Supplementary Prospectus (**Supplementary Application Form**). Applications must NOT be made on the Application Form attached to or accompanying the Prospectus.

The Supplementary Application Form for the Offer contains detailed instructions on how it is to be completed and returned. In all other respects, the procedure for applying for Shares under the Offer is as set out in Section 1.2 of the Prospectus.

2. AMENDMENTS TO THE PROSPECTUS

2.1 Appointment of Mr Winton Willesee as a Non-Executive Director

The Board is pleased to announce the appointment of Mr Winton Willesee as a Non-Executive Director of the Company with effect from the date of this Supplementary Prospectus.

Mr Willesee has been involved in capital markets for over 15 years. During that time he has been involved with many listed companies as a director, officer or adviser.

Mr Willesee has experience throughout the spectrum having been involved with start-ups and initial listings through to large capex projects and production companies.

Mr Willesee is currently the Non-Executive Chairman Birimian Gold Limited and Metallum Limited, the Executive Chairman of Cove Resources Limited and a Non-Executive Director of MMJ PhytoTech Limited, all of which are ASX-listed companies.

Additional information on Mr Willesee is set out in Section 7.3 of the Prospectus.

As a Non-Executive Director of the Company, Mr Willesee will receive directors' fees of \$4,500 per month including statutory superannuation. Mr Willesee does not hold a relevant interest in any securities of the Company.

2.2 Termination of Mr Winton Willesee's engagement as a consultant

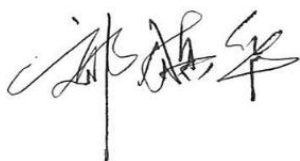
As a result of Mr Winton Willesee's appointment as a Non-Executive Director, the Company and Mr Willesee have mutually agreed to terminate the Company's formal engagement of Mr Willesee as a consultant to oversee the Company's compliance with key Australian regulatory matters and corporate governance, however Mr Willesee will continue to provide those services to the Company in his role as a Non-Executive Director. Neither party has any further liability to the other under the terminated agreement.

3. DIRECTORS' AUTHORISATION

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with ASIC and has not withdrawn that consent prior to lodgement.

Signed for and on behalf of the Company on 10 November 2015.



Guo Zhenhua
Managing Director

Guide to the Supplementary Application Form

YOU SHOULD READ THE PROSPECTUS AND SUPPLEMENTARY PROSPECTUS CAREFULLY BEFORE COMPLETING THIS SUPPLEMENTARY APPLICATION FORM.

Please complete all relevant sections of the Supplementary Application Form using BRICK LETTERS. These instructions are cross-referenced to each section of the Supplementary Application Form.

Instructions

- A. If applying for Shares insert the number of Shares for which you wish to subscribe at Item A (not less than 3,334). Multiply by \$0.60 to calculate the total for Shares and enter the dollar amount at B.
- B. Enter your Australian tax file number (TFN) or ABN or exemption category, if you are an Australian resident. Where applicable, please enter the TFN / ABN of each joint applicant. Collection of TFN's is authorised by taxation laws. Quotation of your TFN is not compulsory and will not affect your Supplementary Application Form.
- C. Write your full name. Initials are not acceptable for first names.
- D. Enter your postal address for all correspondence. All communications to you from the Company will be mailed to the person(s) and address as shown. For joint applicants, only one address can be entered.
- E. If you are sponsored in CHESS by a stockbroker or other CHESS participant, you may enter your CHESS HIN if you would like the allocation to be directed to your HIN.
- F. Complete cheque details as requested. Make your cheque payable to "Ding Sheng Xin Finance Co. Limited – Subscription Account", cross it and mark it "Not negotiable". Cheques must be made in Australian currency, and cheques must be drawn on an Australian Bank.
- G. Enter your contact details so we may contact you regarding your Supplementary Application Form or Application Monies.
- H. Enter your email address so we may contact you regarding your Supplementary Application Form or Application Monies or other correspondence.

NB: Your registration details provided must match your CHESS account exactly.

Correct form of Registrable Title

Note that ONLY legal entities can hold Shares. The application must be in the name of a natural person(s), companies or other legal entities acceptable to the Company. At least one full given name and surname is required for each natural person.

Examples of the correct form of registrable title are set out below:

Type of Investor	Correct form of Registrable Title	Incorrect form of Registrable Title
Individual	Mr John David Smith	J D Smith
Company	ABC Pty Ltd	ABC P/L or ABC Co
Joint Holdings	Mr John David Smith & Mrs Mary Jane Smith	John David & Mary Jane Smith
Trusts	Mr John David Smith	John Smith Family Trust
Deceased Estates	<J D Smith Family A/C>	John Smith (deceased)
Partnerships	Mr Michael Peter Smith	John Smith & Son
Clubs/Unincorporated Bodies	<Est Lte John Smith A/C>	Smith Investment Club
Superannuation Funds	Mr John David Smith & Mr Ian Lee Smith	John Smith Superannuation Fund

Lodgement

Post your completed Supplementary Application Form with cheque(s) attached to the following address:

Ding Sheng Xin Finance Co. Limited
C/- Computershare Investor Service Pty Limited
GPO Box 52
Melbourne Vic 3001

It is not necessary to sign or otherwise execute the Supplementary Application Form. For questions on how to complete the Supplementary Application Form, please contact Computershare Investor Services on 1300 850 505 (within Australian) or +61 3 9415 4000.

Privacy Statement

Chapter 2C of the *Corporations Act 2001* (Cth) requires information about you as a shareholder (including your name, address and details of the shares you hold) to be included in the public register of the entity in which you hold shares. Information is collected to administer your shareholding and if some or all of the information is not collected then it might not be possible to administer your shareholding. Your personal information may be disclosed to the entity in which you hold shares. You can obtain access to your personal information by contacting Computershare Investor Service Pty Limited on 1300 850 505 (within Australian) or +61 3 9415 4000. Our privacy policy is available online at www.dsxfinance.com.au.

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