

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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 only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.*



**Lerado Financial Group Company Limited**  
**隆成金融集團有限公司**

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 1225)

**(1) THE ADJOURNED SGM;**  
**AND**  
**(2) CHANGE IN TIMETABLE OF**  
**(i) PROPOSED CAPITAL REORGANISATION AND**  
**(ii) PROPOSED CHANGE IN BOARD LOT SIZE**

References are made to (i) the announcement of Lerado Financial Group Company Limited (the “**Company**”) dated 5 October 2021; (ii) the circular of the Company dated 19 October 2021 (the “**Circular**”) in relation to, among other things, the proposed Capital Reorganisation and the proposed change in board lot size; (iii) the notice (the “**Original Notice**”) of special general meeting of the Company dated 19 October 2021 and the form of proxy (the “**Original Proxy Form**”) in relation to the special general meeting of the Company originally scheduled to be held on 11 November 2021 (the “**Original SGM**”); (iv) the announcement (the “**Amendment Announcement**”) of the Company dated 4 November 2021 in relation to the amendment to the resolution to be considered at the Original SGM and (v) the announcement (the “**Adjournment Announcement**”) of the Company dated 11 November 2021 in relation to the adjournment of the Original SGM (the “**Adjournment**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

## THE ADJOURNED SGM

As stated in the Adjournment Announcement, the Original SGM is adjourned and the Company will publish announcement(s) regarding details of the adjourned special general meeting of the Company (the “**Adjourned SGM**”) and the revised timetable of the Capital Reorganisation after the Board has determined the date, time and venue of the Adjourned SGM and will despatch the notice regarding the Adjourned SGM to the Shareholders in due course.

The Board wishes to provide additional information to the Shareholders that the Adjournment was proposed by chairman of the Original SGM as per a request from the Shareholders present at the Original SGM in relation to a formal legal opinion on the legality of the Amendment (as defined below) which was still pending during the Original SGM, and it was consented to by the Shareholders present during the Original SGM. Hence, the Adjournment has been done in compliance with the bye-laws of the Company (the “**Bye-laws**”).

The Directors are of the view that the sub-paragraph 1(e) (the “**Sub-Paragraph**”) of the special resolution to be considered at the Original SGM (the “**Special Resolution**”) is a mistake and a patent error. Accordingly, the Directors have sought legal advice from legal advisers as to Bermuda law who are of the view that (i) the Sub-Paragraph is a mistake and a patent error; (ii) the Sub-Paragraph is irrelevant to the Special Resolution which is to approve the Capital Reorganisation; (iii) the chairman of the Adjourned SGM could propose a procedural motion to the Shareholders present at the Adjourned SGM to approve the amendment and rectify the error by removing the Sub-Paragraph from the Special Resolution (the “**Amendment**”); (iv) the Sub-Paragraph has no relevance to or effect on the Capital Reorganisation, whether or not the Amendment is made or approved by the Shareholders at the Adjourned SGM, (a) the Special Resolution, if passed by the Shareholders in accordance with the Bye-laws at the Adjourned SGM, will be legal and valid; (b) subject to the Special Resolution being passed in accordance with the Bye-laws and compliance with the relevant procedures and requirement under the laws of Bermuda to effect the Capital Reduction, the Capital Reorganisation will be legal and valid; and (c) the Special Resolution has no effect on the rights issue (the “**2016 Rights Issue**”) of the Company completed in 2016 that had already been approved at a special general meeting of the Company held on 12 August 2016 (the “**Legal Advice**”). The Directors concur with the Legal Advice and, hence, would propose a procedural motion to the Shareholders present at the Adjourned SGM to approve the Amendment.

The Board wishes to inform the Shareholders that the Adjourned SGM will be held at Portion 2, 12/F, The Center, 99 Queen’s Road Central, Central, Hong Kong on Tuesday, 11 January 2022 at 11:00 a.m. A notice convening the Adjourned SGM (the “**New Notice**”) and a form of proxy in relation to the Adjourned SGM (the “**New Proxy Form**”), which contain the same resolution as set out in the Original Notice or the Original Proxy Form (as the case may be), will be despatched by the Company to the Shareholders on 17 December 2021. Shareholders are advised to read the New Notice and New Proxy Form for further information.

## **VOTING ARRANGEMENT AND PROXY ARRANGEMENT AT THE ADJOURNED SGM**

Any Shareholder entitled to attend and vote at the Adjourned SGM is entitled to appoint a proxy to attend and vote instead of him/her/it at the Adjourned SGM. A proxy need not be a Shareholder but must attend the Adjourned SGM in person to represent the Shareholder. A Shareholder who is the holder of two or more Shares may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. The New Proxy Form will be despatched to the Shareholders for use at the Adjourned SGM together with the New Notice to be issued by the Company in due course.

The Original Proxy Form despatched with the Circular for use at the SGM will remain valid for the Adjourned SGM if you do not intend to change your vote. However, should you wish to change your vote or you have not lodged any Original Proxy Form for the SGM, you are requested to complete and return the New Proxy Form in accordance with the instructions printed thereon to the public office of the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the Adjourned SGM or any adjourned meeting thereof (as the case may be).

Shareholders should note that the Original Proxy Form lodged by the Shareholders, if completed correctly, shall continue to be valid for the purpose of the Adjourned SGM in accordance with the Bye-laws but the Original Proxy Form of a Shareholder will be superseded and become invalid in the event that the same Shareholder has lodged the New Proxy Form to the public office of the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, or that it is revoked in writing by the same Shareholder.

Accordingly, Shareholders who do not wish to supersede or revoke the Original Proxy Form previously lodged with the Company do not need to take any action. Completion and return of the Original Proxy Form and/or the New Proxy Form shall not preclude you from attending and voting in person at the Adjourned SGM or any further adjournment thereof (as the case may be) should you so wish, and in such event, all forms of proxy lodged with the Company shall be deemed revoked.

The book closure period for ascertaining the rights of the Shareholders who shall be entitled to attend and vote at the Adjourned SGM remains the same as set out in the Circular and the Original Notice. Any Shareholders whose names appeared on the register of members of the Company on 11 November 2021 shall be entitled to attend and vote at the Adjourned SGM.

The Shareholders are advised that the Capital Reorganisation has not taken effective yet, which is subject to the poll results of the Adjourned SGM, and are advised to exercise caution when dealing in the securities of the Company.

## REVISED TIMETABLE

The revised timetable for the Capital Reorganisation is set out below. The revised timetable is subject to the results of the Adjourned SGM and satisfaction of the conditions to the Capital Reorganisation and is therefore for indicative purpose only. Any change to the revised timetable will be announced in a separate announcement by the Company as and when appropriate. All times and dates in this announcement refer to Hong Kong local times and dates.

### Time and Date

Latest time for lodging the proxy form for the Adjourned SGM. . . . .	11:00 a.m. on Sunday, 9 January 2022
Time and date of the Adjourned SGM. . . . .	11:00 a.m. on Tuesday, 11 January 2022
Publication of the announcement of poll results of the Adjourned SGM. . . . .	Tuesday, 11 January 2022
Effective date of the Capital Reorganisation . . . . .	Thursday, 13 January 2022
First day of free exchange of existing share certificates for new share certificates for the New Shares . . . . .	Thursday, 13 January 2022
Commencement of dealing in the New Shares . . . . .	9:00 a.m. on Thursday, 13 January 2022
Original counter for trading in the Existing Shares in board lots of 20,000 Existing Shares (in the form of existing share certificates) temporarily closes. . . . .	9:00 a.m. on Thursday, 13 January 2022
Temporary counter for trading in the New Shares in board lots of 2,000 New Shares (in the form of existing share certificates) opens . . . . .	9:00 a.m. on Thursday, 13 January 2022
Original counter for trading in the New Shares in board lots of 10,000 New Shares (in the form of new share certificates) re-opens. . . . .	9:00 a.m. on Thursday, 27 January 2022
Parallel trading in the New Shares (in the form of both new and existing share certificates) commences . . . . .	9:00 a.m. on Thursday, 27 January 2022

## Time and Date

Designated broker starts to stand in the market to  
provide matching services for odd lots of New Shares ..... 9:00 a.m. on  
Thursday, 27 January 2022

Designated broker ceases to stand in the market to  
provide matching services for odd lots of New Shares ..... 4:00 p.m. on  
Monday, 21 February 2022

Temporary counter for trading in the New Shares  
in board lots of 2,000 New Shares  
(in the form of existing share certificates) closes. .... 4:10 p.m. on  
Monday, 21 February 2022

Parallel trading in the New Shares (in the form of  
both new and existing share certificates) ends. .... 4:10 p.m. on  
Monday, 21 February 2022

Last day for free exchange of existing share certificates  
for new certificates for the New Shares ..... Wednesday, 23 February 2022

Save for the aforesaid changes, the information set out in the Circular and the Amendment  
Announcement remains valid and unchanged.

By Order of the Board  
**Lerado Financial Group Company Limited**  
**Ho Kuan Lai**  
*Executive Director*

Hong Kong, 15 December 2021

*As at the date of this announcement, the executive Directors are Mr. CHEN Chun Chieh, Ms. HO Kuan Lai and Mr. LEUNG Kam Por Ken; and the independent non-executive Directors are Mr. YU Tat Chi Michael, Mr. YANG Haihui and Mr. LAM Williamson.*