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Mason Financial Holdings Limited

民信金控有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 273)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a general meeting of Mason Financial Holdings Limited 民信金控有限公司 (the “**Company**”) will be held at Units 4708–10, 47/F, The Center, 99 Queen’s Road Central, Hong Kong at 10:00 a.m. on Monday, 26 June 2017 for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolutions:

SPECIAL RESOLUTION

1. “**THAT:**

- (a) subject to approval of the Registrar of Companies in Hong Kong, the English name of the Company be changed from “Mason Financial Holdings Limited” to “Mason Group Holdings Limited” and the Chinese name of the Company be changed from “民信金控有限公司” to “茂宸集團控股有限公司” (the “**Proposed Change of Company Name**”); and
- (b) the directors of the Company be and are hereby authorised to do all such acts and execute all such documents as they consider desirable, necessary or expedient for the purpose of or in connection with the implementation of or giving effect to the Proposed Change of Company Name.”

ORDINARY RESOLUTIONS

2. To re-elect each of the following directors of the Company by separate resolutions:
 - (i) Ms. Fu Yau Ching Shirley as an executive director of the Company; and
 - (ii) Ms. Kan Lai Kuen, Alice as an independent non-executive director of the Company.

By order of the Board
Mason Financial Holdings Limited
Ko Po Ming
Joint Chairman and Chief Executive Officer

Hong Kong, 7 June 2017

Notes:

1. The register of members of the Company will be closed from 21 June 2017 to 26 June 2017 (both days inclusive), during which period no transfer of Shares will be registered. To be eligible for attending and voting at the general meeting to be held on 26 June 2017, all transfer of Shares accompanied by the relevant share certificates must be lodged with the Company's share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 20 June 2017.
2. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint another person as his proxy to attend and vote instead of him. On a poll votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member may appoint more than one proxy to attend on the same occasion.
3. To be valid, the instrument appointing a proxy must be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
4. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Company's share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 48 hours before the time for holding the meeting or adjourned meeting or poll (as the case may be) at which the person named in such instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid.
5. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.

As at the date of this notice, the directors of the Company are:

Executive Directors

Mr. Ko Po Ming (*Joint Chairman and Chief Executive Officer*)

Mr. Chang Tat Joel

Ms. Lui Choi Yiu, Angela

Ms. Fu Yau Ching Shirley

Non-executive Directors:

Mr. Tong Tang, Joseph (*Joint Chairman*)

Ms. Hui Mei Mei, Carol

Independent Non-executive Directors:

Mr. Yuen Kwok On

Mr. Tian Ren Can

Ms. Kan Lai Kuen, Alice