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小魚盈通控股有限公司

SMART FISH WEALTHLINK HOLDINGS LIMITED

*(Formerly known as Central Wealth Group Holdings Limited 中達集團控股有限公司)*

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 139)**

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**Meeting**”) of Smart Fish Wealthlink Holdings Limited (the “**Company**”) will be held at Falcon Room I, Basement, Gloucester Luk Kwok Hong Kong, 72 Gloucester Road, Wanchai, Hong Kong on Monday, 22 September 2025 at 9:30 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution of the Company:

### SPECIAL RESOLUTION

“**THAT** subject to and conditional upon, among other things, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) granting approval for the listing of, and permission to deal in, the New Shares (as defined below), and the compliance with the relevant procedures and requirements under the Companies Act 1981 of Bermuda (the “**Companies Act**”), applicable laws of Bermuda, the bye-laws adopted by the Company (the “**Bye-laws**”) and The Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) to effect the capital reorganisation (the “**Capital Reorganisation**”) with details set out below, on 24 September 2025 after this resolution is passed by the shareholders of the Company (the “**Shareholders**”) or the above conditions are fulfilled (whichever is later):

- (i) every twenty (20) issued and unissued ordinary shares of par value of HK\$0.01 each (each an “**Existing Share**”) in the share capital of the Company be consolidated into one (1) ordinary share (each a “**Consolidated Share**”) of par value of HK\$0.2 (the “**Share Consolidation**”);
- (ii) the reduction of capital (the “**Capital Reduction**”) whereby the issued share capital of the Company will be reduced by (a) rounding down the total number of Consolidated Shares to the nearest whole number (if necessary); and (b) cancelling the paid up capital of the Company to the extent of HK\$0.19 on each of the then issued Consolidated Shares such that the par value of each issued Consolidated Share will be reduced from HK\$0.20 to HK\$0.01 (each a “**New Share**”);

- (iii) each authorised but unissued Consolidated Share (including the authorised unissued Consolidated Share arising from the Capital Reduction) of par value of HK\$0.20 will be sub-divided into twenty (20) New Shares of par value of HK\$0.01 each, so that immediately following the Capital Reorganisation, the authorised share capital of the Company will remain at HK\$800,000,000 divided into 80,000,000,000 New Shares;
- (iv) the transfer of all the credits arising from the Capital Reduction to the contributed surplus account of the Company;
- (v) each of the New Shares arising from the Capital Reorganisation shall rank pari passu in all respects with each other and have the rights and privileges and be subject to the restrictions contained in the memorandum of association of the Company and the Bye-laws;
- (vi) all fractional New Shares arising from the Capital Reorganisation, if any, be disregarded and not be issued to the Shareholders but all such fractional New Shares will be aggregated and, if possible, sold for the benefit of the Company in such manner and on such terms as the directors of the Company (the “**Directors**”) may think fit;
- (vii) any one or more of the Directors or the company secretary of the Company be and is/are hereby authorised to do all such acts and things and execute all such documents which he/she/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Capital Reorganisation.”

By order of the Board  
**Smart Fish Wealthlink Holdings Limited**  
**Chen Xiaodong**  
*Executive Director*

Hong Kong, 29 August 2025

*Registered office:*  
Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda

*Principal place of business in Hong Kong:*  
5th Floor, Phase II  
China Taiping Tower  
8 Sunning Road  
Causeway Bay  
Hong Kong

*Notes:*

1. Any member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and, in the event of a poll, vote in his/her stead. A proxy needs not be a member of the Company.
2. In order to be valid, the form of proxy must be duly lodged at the Company's branch registrar in Hong Kong, Tricor Investor Services Limited at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong together with a power of attorney or other authority, if any, under which it is duly signed or a certified copy of that power of attorney or authority, not less than 48 hours before the time for holding the meeting or any adjourned meeting. The record date for the purpose of determining the eligibility of the Shareholders to attend and vote at the SGM is therefore Monday, 22 September 2025.
3. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the above meeting or any adjournment thereof, should he so wish, and in such event, the form of proxy shall be deemed to be revoked.

As at the date of this notice, the board of Directors comprises the following Directors:

*Executive Directors*

Mr. Chen Xiaodong (*Vice Chairman and  
Chief Executive Officer*)

Mr. Yu Qingrui

Mr. Wang Jinsong

Mr. Pang Min Quan

Mr. Muk Shau Meng

Dr. Foo Seck Chyn

*Independent non-executive Directors*

Mr. Chan Ngai Fan

Mr. Wu Ming

Ms. Li Meifeng