

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.



WINFAIR INVESTMENT COMPANY LIMITED

永發置業有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 287)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of Winfair Investment Company Limited (the “**Company**”) will be held at Tang Room, 3rd Floor, Sheraton Hong Kong Hotel & Towers, 20 Nathan Road, Kowloon, Hong Kong on Thursday, 29 August 2019 at 9:45 a.m. (or at such time immediately after the conclusion of the annual general meeting of the Company to be held on the same date at 9:30 a.m.) for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as ordinary resolution of the Company (unless otherwise indicated, capitalized terms used in this notice shall have the same meanings as defined in the circular of the Company dated 5 August 2019):—

ORDINARY RESOLUTION

“THAT:

the Acquisition of the Property by Wing Tai Investment Limited, a wholly-owned subsidiary of the Company, the **Purchaser**, from Good Future Limited, the **Seller**, and the relevant Agreements entered into between the Purchaser and the Seller in connection with the Acquisition (as defined in the circular of the Company dated 5 August 2019) be and are hereby approved, confirmed and ratified and any one director of the Company be and is hereby authorised to do all such acts and things as he considers necessary and to sign and execute all such documents, and to take all such steps which in his opinion may be necessary, appropriate, desirable or expedient for the purpose of giving effect to the Acquisition and the relevant Agreements, and complete the transactions contemplated thereunder.”

By Order of the Board of
WINFAIR INVESTMENT COMPANY LIMITED
NG Tai Wai
Chairman

Hong Kong, 5 August 2019

Registered Office:

Rooms 501-2, Lee Kiu Building
51 Jordan Road
Kowloon, Hong Kong

NOTES:

- (1) For the purpose of ascertaining the entitlement of the shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 23 August 2019 to Thursday, 29 August 2019, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to qualify for attending and voting at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Share Registrar, Computershare Hong Kong Investor Services Limited, 17/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, 22 August 2019.
- (2) A shareholder entitled to attend and vote at the EGM (or any adjournment thereof) is entitled to appoint one or more proxies to attend and, on a poll, vote in his stead. A proxy need not be a shareholder of the Company. In order to be valid, the proxy form must be deposited at the Company's Share Registrar, Computershare Hong Kong Investor Services Limited, 17/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at least 48 hours before the time appointed for holding the EGM (or any adjournment thereof). Proxy forms sent electronically or by any other data transmission process will not be accepted.
- (3) A shareholder who is a corporation may by resolution of its Directors or other governing body authorize any of its officials or any other persons to act as its representative in the EGM and exercise the same powers on its behalf as if he had been an individual shareholder of the Company and such corporation shall be deemed to be present in person at any such meeting if a person so authorized is present thereat.
- (4) Completion and return of the proxy form will not preclude shareholders from attending and voting at the EGM (or any adjournment thereof) and, in such event, the proxy will be deemed to be revoked.
- (5) Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the resolution set out in this notice will be voted by way of poll at the EGM.
- (6) If Typhoon Signal No. 8 or above is hoisted or a Black Rainstorm Warning Signal is in force at any time after 8:00 a.m. on the date of the meeting, the meeting will be postponed or adjourned. The Company will post an announcement on its website (www.winfairinvestment.com) and HKExnews website (www.hkexnews.hk) to notify shareholders of the date, time and place of the rescheduled meeting.

As at the date of this notice, the executive Directors are Mr. Ng Tai Wai and Mr. Ng Tai Yin Victor; the non-executive Directors are Mr. So Kwok Leung, Mr. So Kwok Wai Benjamin and Ms. Ng Kwok Fun; the independent non-executive Directors are Dr. Ng Chi Yeung, Simon, Ms. Chan Suit Fei, Esther and Mr. Heng Pei Neng, Roy.