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## **Lerado Financial Group Company Limited**

### **隆成金融集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1225)**

### **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the Special General Meeting (the “SGM”) of Lerado Financial Group Company Limited (the “Company”) will be held at the Portion 2, 12/F, The Center, 99 Queen’s Road Central, Hong Kong on Thursday, 11 November 2021 at 11:00 a.m. for the purpose of considering and, if thought fit, passing the following as special resolution of the Company:

#### **SPECIAL RESOLUTION**

1. “**THAT** subject to and conditional upon: (i) the Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) granting the listing of, and the permission to deal in, the New Shares (as defined below); and (ii) compliance with the relevant procedures and requirement under the laws of Bermuda to effect the Capital Reduction (as defined below), with effect from the second business day after the date on which this resolution is passed by the shareholders of the Company (“**Shareholder(s)**”):
  - (a) every ten (10) issued and unissued existing shares of par value of HK\$0.5 each (each an “**Existing Share**”) in the share capital of the Company be consolidated into one (1) consolidated share of par value of HK\$5.0 each (each a “**Consolidated Share**”) (the “**Share Consolidation**”);
  - (b) immediately following the Share Consolidation, any fractional Consolidated Share in the issued Share capital of the Company arising from the Share Consolidation be cancelled and the par value of each of the issued Shares of the Company be reduced from HK\$0.50 to HK\$0.01 per issued Share by:
    - (i) an extinguishment and reduction of any and all liabilities on any of the issued Shares in respect of capital not paid up; and

(ii) a cancellation of such amount of the paid-up capital on each issued Share;

so that following the steps in (i) and (ii) above, each existing issued Share will be treated as one fully paid-up new share of par value HK\$0.01 each in the share capital of the Company (the “**New Shares**”), and the credit arising the cancellation of paid-up capital shall be transferred to the contributed surplus account of the Company (collectively, the “**Capital Reduction**”);

- (c) immediately following the Capital Reduction, each of the authorised but unissued Consolidated Shares be sub-divided into five hundred (500) New Shares with a par value of HK\$0.01 each (the “**Share sub-division**”, and together with the Share Consolidation and Capital Reduction, the “**Capital Reorganisation**”), so that the par value of each unissued Consolidated Share be reduced from HK\$5.0 to HK\$0.01;
- (d) the directors of the Company (“**Director(s)**”) be and are hereby authorised to utilize credit in the contributed surplus account of the Company for such purposes as permitted by the Companies Act 1981 of Bermuda and the memorandum of association and by-laws of the Company;
- (e) the allotment and issue of the rights shares from the rights issue completed on 21 September 2016 by the Company and all actions and steps taken by the Directors in connection thereto be and are hereby confirmed, approved and ratified; and
- (f) any one of the Directors be and is hereby authorised to do all such acts and things and execute all documents including under the common seal of the Company, as he considers necessary, desirable or expedient to give effect to the Capital Reorganisation.”

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

Hong Kong, 19 October 2021

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

*Principal place of business  
in Hong Kong:*  
Unit F-G, 4/F.,  
Golden Sun Centre,  
59-67 Bonham Strand West,  
Sheung Wan, Hong Kong

*Notes:*

- (i) Any member of the Company entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member of the Company. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him to attend and vote on his behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
- (ii) In the case of joint holders of any Shares such persons shall not have the right of voting individually in respect of such shares but shall elect one of their number to represent them and to vote whether personally or by proxy in their name. In default of such election the person whose name appears first in order in the register of members of the Company in respect of such share shall be the only person entitled to vote in respect thereof.
- (iii) In order to be valid, a form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a certified copy thereof shall be deposited at the Company's Hong Kong branch share registrar, Tricor Secretaries Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a member of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked. The proxy form will be published on the website of the Stock Exchange.
- (iv) The register of members of the Company will be closed from Monday, 8 November 2021 to Thursday, 11 November 2021 (both days inclusive) during which period no transfer of shares will be registered. In order to qualify for the entitlement to attend and vote at the forthcoming SGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Tricor Secretaries Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 5 November 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.*