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## **CASH FINANCIAL SERVICES GROUP LIMITED**

**時富金融服務集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 510)**

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

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**SGM**”) of CASH Financial Services Group Limited (the “**Company**”) will be held at 28/F Manhattan Place, 23 Wang Tai Road, Kowloon Bay, Hong Kong on 13 July 2022 (Wednesday) at 9:30 am for the purpose of considering and, if thought fit, passing the following special resolution of the Company:

#### **SPECIAL RESOLUTION**

“**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 permission to deal in, the New Shares (as defined below); (ii) compliance with the requirements of section 46(2) of the Companies Act 1981 of Bermuda in respect of the Capital Reduction (as defined below) and the Share Premium Reduction (as defined below); (iii) compliance with the relevant procedures and requirements under the bye-laws of the Company, the laws of Bermuda and the Rules Governing of the Listing of Securities on the Stock Exchange to effect the Capital Reorganisation (as defined below); and (iv) the obtaining of all necessary approvals from the regulatory authorities or otherwise as may be required to effect the Capital Reorganisation, with effect from the next business day immediately following the date on which this resolution is passed:

- (a) the issued share capital of the Company be reduced through a cancellation of the paid-up capital of the Company to the extent of HK\$0.36 on each of the issued shares of the Company such that the par value of each issued share of the Company will be reduced from HK\$0.40 to HK\$0.04 (the “**New Shares**”) (the “**Capital Reduction**”);

\* For identification purpose only

- (b) subject to and immediately upon the Capital Reduction taking effect, all the authorised but unissued share capital of the Company (which shall include the authorised but unissued share capital arising from the Capital Reduction) be cancelled in its entirety and forthwith upon such cancellation, the authorised share capital of the Company be increased to HK\$30,000,000 by the creation of such number of additional New Shares as shall be sufficient to increase the authorised share capital of the Company to HK\$30,000,000 divided into 750,000,000 New Shares (the “**Diminution and Increase**”);
- (c) the amount of HK\$600,000,000 standing to the credit of the share premium account of the Company be reduced (the “**Share Premium Reduction**”);
- (d) the credit arising from the Capital Reduction and the Share Premium Reduction be credited to the contributed surplus account of the Company (the “**Crediting of Contributed Surplus**”) for use by the board of directors of the Company in any manner permitted by the laws of Bermuda and the bye-laws of the Company; and
- (e) any one of the directors of the Company be hereby authorised to do all such acts and things and execute all such documents on behalf of the Company, including under the common seal of the Company where applicable, as he may consider necessary or expedient to give effect to or in connection with the implementation of the Capital Reduction, the Diminution and Increase, the Share Premium Reduction and the Crediting of Contributed Surplus (together referred to as “**Capital Reorganisation**”).”

By order of the Board  
**Ada S P Cheung**  
*Company Secretary*

Hong Kong, 17 June 2022

*Registered office:*  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Head office and principal place of business in  
Hong Kong:*  
22/F Manhattan Place  
23 Wang Tai Road  
Kowloon Bay  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the above meeting is entitled to appoint one or, if he is the holder of two or more shares, more than one proxy to attend and vote instead of him. A proxy need not be a member of the Company.
2. In order to be valid, the form of proxy must be deposited at the branch share registrar of the Company, Tricor Standard Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of that power of attorney or other authority, not less than 48 hours before the time for holding the meeting or any adjourned meeting.
3. In order to qualify for attending and voting at the above meeting, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the branch share registrar of the Company, Tricor Standard Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 pm on 7 July 2022.
4. The votes to be taken at the meeting for the resolution will be by way of poll.

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

*Executive directors:*

Dr Kwan Pak Hoo Bankee, JP  
Mr Kwan Teng Hin Jeffrey  
Mr Cheung Wai Lim William  
Mr Law Hin Ong Trevor

*Independent non-executive directors:*

Mr Cheng Shu Shing Raymond  
Mr Lo Kwok Hung John  
Mr Lo Ming Chi Charles