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CELESTIAL ASIA SECURITIES HOLDINGS LIMITED

時富投資集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 1049)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (“**SGM**”) of Celestial Asia Securities Holdings Limited (“**Company**”) will be held at 28/F Manhattan Place, 23 Wang Tai Road, Kowloon Bay, Hong Kong on 29 March 2023 (Wednesday) at 10:30 am for the purpose of considering and, if thought fit, passing the following resolutions (each as a separate resolution) of the Company:

ORDINARY RESOLUTIONS

“**THAT**, the margin financing agreement(s) dated 20 February 2023 (“**Margin Financing Agreement(s)**”) entered into between Celestial Securities Limited (“**Celestial Securities**”, a subsidiary of the Company held through CASH Financial Services Group Limited) with each of the following connected client(s) numbered (i) to (iv) (“**Connected Client(s)**”) in relation to the grant of margin financing facility for a sum of up to HK\$40 million for each of the two financial years ending 31 December 2024 to each of the Connected Clients (“**Margin Financing Arrangement(s)**”) and the terms thereof and the transactions contemplated thereunder be and are hereby approved and confirmed and that any one director of the Company or the Company Secretary be and is hereby authorised to sign any agreements or documents and to do such things or make such arrangement(s) as they may think fit to give effect to the Margin Financing Arrangement(s):

- (i) Dr Kwan Pak Hoo Bankee
- (ii) Mr Leung Siu Pong James
- (iii) Mr Kwan Teng Hin Jeffrey
- (iv) Cash Guardian Limited”

By order of the Board
Ada S P Cheung
Company Secretary

Hong Kong, 13 March 2023

* For identification purpose only

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

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

Notes:

1. A member entitled to attend and vote at the SGM is entitled to appoint one or, if he is a holder of two or more shares, more than one proxy to attend and vote on his behalf. A proxy needs not be a member of the Company.
2. In order to be valid, the form of proxy must be deposited at the Company's branch share registrar in Hong Kong, Tricor Standard Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, 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 SGM or any adjournment thereof.
3. For determining the entitlement of members to attend and vote at the above meeting, the record date is fixed on 23 March 2023. Members whose names appear on the register of members of the Company at the close of business on the record date will be entitled to attend and vote at the above meeting. 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 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 pm on 23 March 2023.
4. The votes to be taken at the meeting for the resolution(s) 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 Leung Siu Pong James
Mr Li Shing Wai Lewis
Mr Kwan Teng Hin Jeffrey

Independent non-executive directors:

Mr Leung Ka Kui Johnny
Mr Wong Chuk Yan
Dr Chan Hak Sin