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MASON FINANCIAL HOLDINGS LIMITED
民信金控有限公司

(incorporated in Hong Kong with limited liability)
(Stock Code: 273)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a general meeting of Mason Financial Holdings Limited (the “**Company**”) will be held at 14/F, Fairmont House, 8 Cotton Tree Drive, Hong Kong on Monday, 11 July 2016 at 11:00 a.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolution which will be proposed as an ordinary resolution:

ORDINARY RESOLUTION

“**THAT:**

- (a) the sale and purchase agreement dated 30 March 2016 (the “**Sale and Purchase Agreement**”) entered into between Willie Resources Incorporated (the “**Vendor**”) and Capital Union Inc. (the “**Purchaser**”) in relation to the disposal of the entire issued share capital in Mind Stone Investments Ltd. and the disposal of approximately 43.15% of the issued share capital in Co-Lead Holdings Limited by the Vendor to the Purchaser (a copy of the Sale and Purchase Agreement is marked “A” and produced to this meeting and signed by the chairman of the meeting for identification purpose) for a total consideration of HK\$1,200 million and the transactions contemplated thereunder the Sale and Purchase Agreement be hereby ratified, confirmed and approved; and
- (b) any one or more of the directors be and is/are hereby authorised to do all such acts and things and execute all such documents (in case of execution of documents under seal, to do so by any two directors of the Company or any director of the Company together with the secretary of the Company) and to take such steps which he/they may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Sale and Purchase Agreement and the transactions contemplated thereunder.”

By order of the Board
MASON FINANCIAL HOLDINGS LIMITED
Tong Tang, Joseph
Chairman

Hong Kong, 23 June 2016

Notes:

1. Any member of the Company entitled to attend and vote at the meeting is entitled to appoint another person as his proxy to attend and vote instead of him. On a poll votes may be given either personally or by proxy. A proxy need not be a member of the Company. A member may appoint more than one proxy to attend on the same occasion.

2. To be valid, the instrument appointing a proxy must be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
3. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Company's share registrar and transfer office, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 48 hours before the time for holding the meeting or adjourned meeting or poll (as the case may be) at which the person named in such instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid.
4. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.

As at the date of this notice, the Board comprises:

Executive Directors:

Mr. Cheung Wing Ping
Mr. Man Wai Chuen
Ms. Lui Choi Yiu, Angela

Non-executive Directors:

Mr. Tong Tang, Joseph
Dr. Xia Xiaoning

Independent Non-executive Directors:

Mr. Lam Yiu Kin
Mr. Yuen Kwok On
Mr. Tian Ren Can