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MASON GROUP HOLDINGS LIMITED

茂宸集團控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 273)

SUPPLEMENTAL NOTICE OF GENERAL MEETING

Reference is made to the circular and the notice (“**Notice of GM**”) of the general meeting (the “**GM**”) of Mason Group Holdings Limited (the “**Company**”) dated 22 December 2017 which set out the time and venue of the GM to be held at 23/F, Euro Trade Centre, 21–23 Des Voeux Road Central, Central, Hong Kong at 11:30 a.m. on 17 January 2018, which sets out details of the resolution to be proposed, considered and approved at the GM.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the GM will be held at 23/F, Euro Trade Centre, 21–23 Des Voeux Road Central, Central, Hong Kong at 11:30 a.m. on 17 January 2018 in addition to the resolution contained in the Notice of GM for the purpose to consider and, if thought fit, pass with or without amendments, the following resolution:

ORDINARY RESOLUTION

THAT:

“the re-election of Mr. Chen Wai Chung Edmund as an independent non-executive director of the Company be and is hereby approved.”

By order of the Board
MASON GROUP HOLDINGS LIMITED
Ko Po Ming
Joint Chairman and Chief Executive Officer

Hong Kong, 2 January 2018

Notes:

1. Apart from the proposed supplemental resolution set out above, all other matters of the GM remain unchanged. For details of the other resolution to be considered and approved at the GM, the proxy arrangement and other relevant matters, please refer to the Major Transaction Circular and the original notice of GM both dated 22 December 2017.
2. A supplemental proxy form containing the resolution mentioned above is enclosed with this circular. The original proxy form issued by the Company along with the circular dated 22 December 2017 will remain valid and effective to the fullest extent applicable if correctly completed and lodged with the Company's share registrar and transfer office.
3. 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.
4. 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.
5. 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.
6. 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.
7. For details relating to the eligibility for attending the GM and other relevant matters, please refer to the original notice of GM dated 22 December 2017.

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

Executive Directors:

Mr. Ko Po Ming (*Joint Chairman and Chief Executive Officer*)

Mr. Chang Tat Joel

Ms. Lui Choi Yiu, Angela

Ms. Fu Yau Ching Shirley

Non-executive Directors:

Mr. Tong Tang, Joseph (*Joint Chairman*)

Ms. Hui Mei Mei, Carol

Independent Non-executive Directors:

Mr. Tian Ren Can

Ms. Kan Lai Kuen, Alice

Mr. Chen Wai Chung Edmund