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**REORIENT GROUP LIMITED**  
**瑞東集團有限公司**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 376)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**Meeting**”) of Reorient Group Limited (the “**Company**”) will be held at 11/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong on Wednesday, 2 September 2015 at 10:30 a.m. for the purposes of considering and, if thought fit, passing, with or without modifications, the following resolution as an ordinary resolution of the Company:

**ORDINARY RESOLUTION**

“**THAT:**

- (a) the issue and allotment of 1,942,520,000 Shares (constituting approximately 81.00% of the share capital of the Company as of the date of the Subscription Agreements (as defined below), as enlarged by the issue of such Shares) (the “Subscription Shares”) by the Company to Yunfeng Financial Holdings Limited (“YFHL”), Violet Passion Holdings Limited (“Violet Passion”), Harbour Yields Limited (“Harbour Yields”), Gentle Bright Development Limited (“Gentle Bright”), and Chosen Global Holdings Limited (“Chosen Global”) (YFHL, Violet Passion, Harbour Yields, Gentle Bright and Chosen Global collectively referred to as the “Investors”) in accordance with the summary table set out below, subject to, and in accordance with, the terms and conditions of the conditional subscription agreement entered into by the Company with YFHL in respect of the YFHL Subscription dated 7 May 2015, and the four conditional subscription agreements entered into by the Company with each of Harbour Yields, Violet Passion, Gentle Bright and Chosen Global in respect of the Other Investors’ Subscriptions dated 7 May 2015 (collectively the “Subscription Agreements”) details of which are set out in the circular of the Company dated 18 August 2015 (the “Subscriptions”) be and are hereby approved:

Name of Subscribers	Number of Subscription Shares	Shareholding as a % to the enlarged share capital of the Company at Closing assuming that: (a) Closing under the Subscription Agreements have duly taken place; and (b) there will be no other change to the share capital of the Company from the date of the Announcement to Closing	Shareholding as a % to the existing share capital of the Company at the Latest Practicable Date assuming that there is no change to the share capital of the Company from the Latest Practicable Date to Closing other than the issue of the Subscription Shares
YFHL through its indirectly controlled subsidiary, Jade Passion Limited	1,342,976,000 ("YFHL Subscription Shares")	55.97%	294.00%
Harbour Yields	155,882,000	6.50%	34.12%
Violet Passion	167,872,000	7.00%	36.75%
Gentle Bright	167,872,000	7.00%	36.75%
Chosen Global	107,918,000	4.50%	23.62%

(b) subject to and conditional on the passing of ordinary resolution no. 1, the waiver (the "Whitewash Waiver") granted or to be granted by the Executive Director of the Corporate Finance Division of the Securities and Futures Commission of Hong Kong and any delegate of such Executive Director pursuant to Note 1 on dispensations from Rule 26 of the Hong Kong Code on Takeovers and Mergers in respect of the obligation on the part of the YFHL, Jade Passion Limited (collectively referred to as the "Concert Group") and their parties acting in concert with them to make a mandatory general offer to the shareholders of the Company for all issued Shares not already owned by the Concert Group or parties acting in concert with it under Rule 26 of the Hong Kong Code on Takeovers and Mergers as a result of the allotment and issue of the YFHL Subscription Shares be and is hereby approved.

(c) the directors of the Company (the "Directors") be and are hereby authorized to do all acts and execute all documents they consider necessary or expedient to give effect to the Subscriptions."

Yours faithfully,  
By Order of the Board  
**REORIENT GROUP LIMITED**  
**Ko Chun Shun, Johnson**  
*Chairman*

Hong Kong, 18 August 2015

*Notes:*

1. A member entitled to attend and vote at the EGM is entitled to appoint one or more proxy to attend and, subject to the provisions of the articles of association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the EGM to represent the member. 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.
2. A form of proxy for use at the EGM is enclosed herewith. Whether or not you intend to attend the EGM in person, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the EGM or any adjournment thereof, should he so wish.
3. In order to be valid, the form of proxy, together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority must be deposited at the Company's share registrar, Computershare Hong Kong Investor Services Limited, Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
4. In the case of joint holders of shares, any one of such holders may vote at the EGM, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holders are present at the EGM personally or by proxy, then one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.
5. All the resolutions are to be voted by way of poll.
6. The Board of the Company comprises Mr. Ko Chun Shun, Johnson, Mr. Brett McGonegal, Mr. Chen Shengjie, Ms. Ko Wing Yan, Samantha and Mr. Tsoi Tong Hoo, Tony (who are executive directors), Mr. Dorian M. Barak (who is a non-executive director), and Mr. Liu Zhengui, Mr. Chu Chung Yue, Howard and Dr. Wong Yau Kar, David, BBS, JP (who are independent non-executive directors).