
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action you should take, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in REORIENT GROUP LIMITED, you should at once hand this circular to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or the transferee.

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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)

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

A notice convening the Extraordinary General Meeting of REORIENT GROUP LIMITED to be held at Suites 3205-3208, One Exchange Square, 8 Connaught Place, Central, Hong Kong on Thursday, 13 October 2016 at 3:00 p.m., or in the event that a black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted at 12:00 noon or any time after 12:00 noon on that day, at the same time and place on the first Business Day (as defined in note 1 of the Notice of Extraordinary General Meeting) after 13 October 2016, is set out on pages 6 to 7 of this circular. Whether or not you intend to attend the Extraordinary General Meeting or any adjournment thereof, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return the same to the Company's share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the Extraordinary General Meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

Hong Kong, 22 September 2016

This circular and the accompanying form of proxy, in both English and Chinese versions, are available on the Company's website at www.reorientgroup.com (the "**Company Website**").

Shareholders who have chosen or have been deemed consented to receive the corporate communications of the Company (the "**Corporate Communications**") via the Company Website and who for any reason have difficulty in receiving or gaining access to the circular and the form of proxy posted on the Company Website will promptly upon request be sent the circular and the form of proxy in printed form free of charge.

Shareholders may at any time change their choice of the means of receipt (either in printed form or via the Company Website) of Corporate Communications.

Shareholders may send their request to receive the circular and the form of proxy in printed form, and/or to change their choice of the means of receipt of Corporate Communications by notice in writing to the share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong or by sending an email to the share registrar of the Company at reorient.ecom@computershare.com.hk.

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DEFINITIONS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

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|---|--|
| “Board” | the board of Directors |
| “Company” | REORIENT GROUP LIMITED, a company incorporated in Hong Kong with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 376) |
| “Director(s)” | the director(s) of the Company |
| “Extraordinary General Meeting” | the extraordinary general meeting of the Company to be held at Suites 3205-3208, One Exchange Square, 8 Connaught Place, Central, Hong Kong on Thursday, 13 October 2016 at 3:00 p.m. or any adjournment thereof |
| “Hong Kong” | the Hong Kong Special Administrative Region of the People’s Republic of China |
| “Listing Rules” | the Rules Governing the Listing of Securities on the Stock Exchange |
| “Notice of Extraordinary General Meeting” | the notice dated 22 September 2016 convening the Extraordinary General Meeting as set out on pages 6 to 7 of this circular |
| “Proposed Change of Company Name” | the proposed change of name of the Company from “REORIENT GROUP LIMITED 瑞東集團有限公司” to “Yunfeng Financial Group Limited 雲鋒金融集團有限公司” |
| “Share(s)” | share(s) of the Company |
| “Shareholder(s)” | holder(s) of Share(s) |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |

LETTER FROM THE BOARD



REORIENT GROUP LIMITED

瑞東集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 376)

Chairman:

Mr. Yu Feng *(Non-executive Director)*

Executive Directors:

Ms. Li Ting *(Chief Executive Officer)*

Mr. Huang Xin

Registered Office:

Suites 3201-3204
One Exchange Square
8 Connaught Place
Central
Hong Kong

Non-executive Directors:

Mr. Ko Chun Shun, Johnson

Ms. Hai, Olivia Ou

Mr. Huang Youlong

Independent Non-executive Directors:

Mr. Lin Lijun

Mr. Qi Daqing

Mr. Chu Chung Yue, Howard

Mr. Wong Yau Kar, David, BBS, JP

22 September 2016

To the Shareholders

Dear Sir or Madam,

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

Reference is made to the announcement of the Company dated 21 September 2016 in respect of the Proposed Change of Company Name. The purpose of this circular is to provide you with information regarding the Proposed Change of Company Name and to give notice of the Extraordinary General Meeting.

LETTER FROM THE BOARD

2. PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the name of the Company from “REORIENT GROUP LIMITED 瑞東集團有限公司” to “Yunfeng Financial Group Limited 雲鋒金融集團有限公司”.

Reasons for the Proposed Change of Company Name

The Company is an investment holding company and, through its subsidiaries, is principally engaged in the provision of financial services including securities trading, corporate finance services and consulting services. The Board considers that the Proposed Change of Company Name will provide the Company with a better identification and strengthen the Company’s corporate image, which will benefit the Company’s future business development. The Board considers that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

Conditions for the Proposed Change of Company Name

The Proposed Change of Company Name is subject to the following conditions:

1. the passing of a special resolution by the Shareholders at the Extraordinary General Meeting approving the Proposed Change of Company Name; and
2. the Registrar of Companies in Hong Kong approving the new name of the Company and issuing a certificate of change of name.

Subject to the satisfaction of the above conditions, the Proposed Change of Company Name will take effect from the date on which the certificate of change of name is issued by the Registrar of Companies in Hong Kong.

Effect of the Proposed Change of Company Name

The Proposed Change of Company Name will not affect any of the rights of the Shareholders. Other than the change to the English stock short name and the Chinese stock short name to be announced by the Company following the Proposed Change of Company Name becoming effective, the trading arrangements for the Shares on the Stock Exchange will not be affected. After the Proposed Change of Company Name becomes effective, any new issue of share certificates will be issued in the new name of the Company. All existing share certificates of the Company in

LETTER FROM THE BOARD

issue bearing the existing name of the Company will, after the Proposed Change of Company Name becomes effective, continue to be valid evidence of title to the Shares and will continue to be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangements for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company.

The Company will make further announcement(s) to inform the Shareholders of the poll results of the Extraordinary General Meeting, the effective date of the Proposed Change of Company Name and the new stock short names, logo and website address of the Company as and when appropriate.

3. EXTRAORDINARY GENERAL MEETING

The Extraordinary General Meeting will be held at Suites 3205-3208, One Exchange Square, 8 Connaught Place, Central, Hong Kong on Thursday, 13 October 2016 at 3:00 p.m. for the Shareholders to consider and, if thought fit, approve the Proposed Change of Company Name. The Notice of Extraordinary General Meeting is set out on pages 6 to 7 of this circular.

The register of members of the Company will be closed from 11 October 2016 to 13 October 2016 (both dates inclusive) during which period no transfer of Shares will be registered. In order to be entitled to attend and vote at the Extraordinary General Meeting, all completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on 7 October 2016 for registration. Having made all reasonable enquiries, the Directors are not aware of any Shareholder who is required to abstain from voting on the resolution to approve the Proposed Change of Company Name to be proposed at the Extraordinary General Meeting under the Listing Rules.

A form of proxy for use at the Extraordinary General Meeting is enclosed with this circular. Whether or not you intend to attend the Extraordinary General Meeting or any adjournment thereof, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return the same to the Company's share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the Extraordinary General Meeting or any adjournment thereof.

LETTER FROM THE BOARD

Completion and return of a form of proxy will not preclude you from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

Pursuant to Rule 13.39(4) of the Listing Rules, the resolution to approve the Proposed Change of Company Name to be proposed at the Extraordinary General Meeting will be put to vote by way of poll. An announcement of the results of the poll will be made by the Company after the Extraordinary General Meeting in the manner prescribed under Rule 13.39(5) of the Listing Rules.

4. RECOMMENDATION

The Board considers that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends all Shareholders to vote in favour of the special resolution to be proposed at the Extraordinary General Meeting approving the Proposed Change of Company Name as set out in the Notice of Extraordinary General Meeting.

Yours faithfully,

By Order of the Board

REORIENT GROUP LIMITED

Li Ting

Executive Director and Chief Executive Officer

NOTICE OF EXTRAORDINARY GENERAL MEETING



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 of REORIENT GROUP LIMITED (the “**Company**”) will be held at Suites 3205-3208, One Exchange Square, 8 Connaught Place, Central, Hong Kong on Thursday, 13 October 2016 at 3:00 p.m., or in the event that a black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted at 12:00 noon or any time after 12:00 noon on that day, at the same time and place on the first Business Day (as defined in note 1 below) after 13 October 2016, or any adjournment thereof for the purpose of considering and, if thought fit, passing with or without modifications the following resolution as a special resolution of the Company:

SPECIAL RESOLUTION

“**THAT** subject to and conditional upon the approval of the Registrar of Companies in Hong Kong, the name of the Company be changed from “REORIENT GROUP LIMITED 瑞東集團有限公司” to “Yunfeng Financial Group Limited 雲鋒金融集團有限公司” (the “**Change of Company Name**”) and that the directors of the Company be and are hereby authorised to do all such acts and things and execute all such documents as they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By Order of the Board
REORIENT GROUP LIMITED

Li Ting

Executive Director and Chief Executive Officer

Hong Kong, 22 September 2016

Registered Office:

Suites 3201-3204

One Exchange Square

8 Connaught Place

Central

Hong Kong

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

1. “Business Day” means any day (excluding Saturday) on which no black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted or remains hoisted at 12:00 noon on that day and on which banks in Hong Kong are generally open for business. If a black rainstorm warning or a tropical cyclone warning signal number 8 or above is hoisted at 12:00 noon or any time after 12:00 noon on 13 October 2016, the meeting will not be held on that day but will be held at the same time and place on the first Business Day after 13 October 2016 instead.
2. Any member of the Company entitled to attend and vote at the above meeting of the Company is entitled to appoint another person as his proxy to attend, speak and vote instead of him. A proxy need not be a member of the Company. A member of the Company may appoint more than one proxy to attend on the same occasion.
3. A member of the Company may appoint separate proxies to represent respectively the number of shares held by the member that is specified in their forms of proxy.
4. To be valid, the form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority must be deposited at the Company’s share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
5. Completion and return of the form of proxy will not preclude a member of the Company from attending and voting in person at the meeting or any adjournment thereof and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
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 the meeting personally or by proxy, that one of the said persons whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
7. The register of members of the Company will be closed from 11 October 2016 to 13 October 2016 (both dates inclusive) during which period no transfer of shares will be registered. In order to be entitled to attend and vote at the above meeting, all completed transfer documents accompanied by the relevant share certificates must be lodged with the Company’s share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on 7 October 2016 for registration.
8. As at the date of this notice, the Board comprises Mr. Yu Feng (who is Chairman and non-executive Director), Ms. Li Ting and Mr. Huang Xin (who are executive Directors), Mr. Ko Chun Shun, Johnson, Ms. Hai, Olivia Ou and Mr. Huang Youlong (who are non-executive Directors), and Mr. Lin Lijun, Mr. Qi Daqing, Mr. Chu Chung Yue, Howard and Dr. Wong Yau Kar, David, BBS, JP (who are independent non-executive Directors).