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大唐投資國際有限公司*

GRAND INVESTMENT INTERNATIONAL LTD.

(incorporated in Bermuda with limited liability)

(Stock Code: 1160)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the "**Meeting**") of Grand Investment International Ltd. (the "**Company**") will be held at Unit 503, 5th Floor, Greenfield Tower, Concordia Plaza, No. 1 Science Museum Road, Kowloon, Hong Kong on Wednesday, 24 April 2019 at 10:30 a.m. to consider and, if thought fit, passing, with or without modifications, the following resolutions (unless otherwise indicated, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 1 April 2019).

ORDINARY RESOLUTIONS

- 1. "**THAT** Mr. Wang Kaizhen be re-elected as the executive Director."
- 2. **"THAT** the board of directors be authorized to fix the remuneration of the Director to be reelected at the Meeting."

SPECIAL RESOLUTION

3. "THAT, subject to and conditional upon the approval by the Registrar of Companies in Bermuda being obtained, the English name of the Company be changed from "Grand Investment International Ltd." to "Youth Champ Financial Group Holdings Limited" and the Chinese name of "優創金融集團控股有限公司" be adopted and registered as the secondary name of the Company (the "Proposed Change of Company Name"), and any person appointed by the board of directors of the Company for that purpose and any one director be and is hereby authorized to execute the documents incidental thereto (with such amendments as he/she shall approve, the initialing or signature by him/her of such amendments shall be conclusive evidence of his/her approval thereof as he/she may in his/her absolute discretion deem necessary and proper to effect the aforesaid transactions) and to do such other things and to execute all such documents as may be necessary and proper in connection therewith for and on behalf of the Company to give effect to the transactions contemplated thereunder and that where necessary and required, the affixation of the common seal of the Company on these documents in the presence of and signed by that person appointed for and on behalf of the Company be and are hereby approved."

> Yours faithfully For and on behalf of the board of directors **Grand Investment International Ltd. He Luling** *Chairman*

Hong Kong, 1 April 2019

^{*} for identification purposes only

Registered Office: Clarendon House 2 Church Street Hamilton HM 11 Bermuda Principal place of business in Hong Kong: Unit 503, 5th Floor, Greenfield Tower Concordia Plaza No. 1 Science Museum Road Kowloon, Hong Kong

Notes:

- 1. Any member of the Company entitled to attend and vote at the Meeting convened by the above notice is entitled to appoint one or more separate proxy(ies) to attend and, subject to the provisions of the bye-laws of the Company, vote in his stead. A proxy need not be a member of the Company.
- 2. A form of proxy for use at the Meeting is enclosed with the circular of the Company dated 1 April 2019.
- 3. To be valid, the form of proxy in the prescribed form together with the power of attorney or other authority (if any) under which it is signed (or a certified copy thereof) must be deposited with the Company's branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited (the "**Branch Share Registrar**"), at 2103B, 21st Floor, 148 Electric Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the Meeting (or any adjournment thereof).
- 4. Delivery of an instrument appointing a proxy should not preclude a member from attending and voting in person at the Meeting or at any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.
- 5. In the case of joint holders of a share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders are present at the Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
- 6. In relation to the proposed resolution numbered 1, the details of the retiring director proposed to be re-elected are set out in Appendix I to this circular.
- 7. The register of members of the Company will be closed from Wednesday, 17 April 2019 to Wednesday, 24 April 2019 (both days inclusive), during which period no transfer of the Shares will be effected. In order to qualify for attending the Meeting or any adjournment thereof, all transfers of Shares accompanied by the relevant share certificate(s) must be lodged with the Branch Share Registrar at 2103B, 21st Floor, 148 Electric Road, North Point, Hong Kong by no later than 4:30 p.m. on Tuesday, 16 April 2019.
- 8. Resolutions set out in this notice will be taken by poll at the Meeting.

As at the date of this notice, the Board comprises Mr. Wang Kaizhen as executive director; Mr. He Luling (Chairman) as non-executive director; and Ms. Ma Yin Fan, Ms. Yan Yan and Mr. Xu Yanfa as independent non-executive directors.