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KVB Kunlun

**KVB KUNLUN FINANCIAL GROUP LIMITED**

**昆侖國際金融集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6877)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of KVB Kunlun Financial Group Limited (the “**Company**”, together with its subsidiaries the “**Group**”) will be held at Suites 7501 & 7508, 75/F, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong, on Tuesday, 27 March 2018 at 10:30 a.m. (the “**EGM**”) to consider, and if thought fit, pass, the following resolutions (with or without modification):

### **ORDINARY RESOLUTIONS**

**“THAT:**

1. the second supplemental agreement dated 12 February 2018 (a copy of which is tabled at the EGM marked “**A**” and initialled by the Chairman of the meeting for identification purpose) to the information technology services agreement dated 19 April 2016 (a copy of which is tabled at the EGM marked “**B**” and initialled by the Chairman of the meeting for identification purpose) as amended by the first supplemental agreement on 12 August 2016 (a copy of which is tabled at the EGM marked “**C**” and initialled by the Chairman of the meeting for identification purpose) entered into between the Company and Banclogix System Co., Limited in relation to the provision of certain information technology services by Banclogix System Co., Limited to the Group and the transactions thereunder be and are hereby approved, confirmed and ratified;
2. the Revised Aggregate Annual Caps (as defined in the circular of the Company dated 9 March 2018) as contemplated under the Second Supplemental Agreement be and are hereby approved, confirmed and ratified; and
3. the execution of the Second Supplemental Agreement by any director of the Company be and is hereby approved, ratified and confirmed and any director of the Company be and is hereby authorised to sign, execute, perfect and deliver all such documents and, where necessary, to affix the common seal of the Company on any such document as and when necessary and do all such acts, matters and things as he may in his discretion consider necessary or desirable for

the purposes of or in connection with the implementation of the Second Supplemental Agreement and the transactions completed thereunder.”

By order of the Board  
**KVB Kunlun Financial Group Limited**  
**Liu Stefan**  
*Executive Director*

Hong Kong, 9 March 2018

***Registered office:***

Cricket Square, Hutchins Drive,  
P.O. Box 2681,  
Grand Cayman,  
KY1-1111,  
Cayman Islands

***Principal place of business  
in Hong Kong:***

Suites 7501 & 7508, 75/F  
International Commerce Centre  
1 Austin Road West, Kowloon  
Hong Kong

***Notes:***

- (a) A form of proxy for use at the EGM is enclosed herewith.
- (b) Any member of the Company entitled to attend and vote at the meeting may appoint one or more than one proxy to attend and to vote on his behalf. A proxy need not be a member of the Company.
- (c) Where there are joint holders of any 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 be present at any meeting the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
- (d) To be valid, the form of proxy duly completed and signed in accordance with the instructions printed thereon together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof must be delivered to the Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
- (e) Whether or not you propose to attend the meeting in person, you are strongly urged to complete and return the form of proxy in accordance with the instructions printed thereon. Completion and return of the form of proxy will not preclude you from attending the meeting and voting in person if you so wish. In the event that you attend the meeting after having lodged the form of proxy, it will be deemed to have been revoked.
- (f) The register of members of the Company will be closed from Friday, 23 March 2018 to Tuesday, 27 March 2018, both days inclusive, during the period no transfers of shares of the Company will be registered. In order to qualify for attending and voting at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F, Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong for registration by no later than 4:00 p.m. on Thursday, 22 March 2018.
- (g) In compliance with the Rules Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited, all resolutions to be proposed at the meeting convened by this notice will be voted on by way of poll.

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

***Executive Director:***

Mr. LIU Stefan (*Chief Executive Officer*)

***Non-executive Directors:***

Mr. LI Zhi Da (*Chairman*)

Mr. Stephen Gregory McCOY

***Independent Non-executive Directors:***

Ms. ZHAO Guixin

Mr. Cornelis Jacobus KEYSER

Mr. LIN Wenhui