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If you have sold or transferred all your shares in Zebra Strategic Holdings Limited, you should at once hand this circular to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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ZEBRA STRATEGIC HOLDINGS LIMITED

施伯樂策略控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8260)

PLACING OF NEW SHARES UNDER SPECIFIC MANDATE AND NOTICE OF EXTRAORDINARY GENERAL MEETING

Placing Agent



A notice convening the EGM (as defined herein) of the Company to be held at 3:00 p.m. on 25 February 2015 at Unit 1207, 12/F, No. 9 Queens Road Central, Hong Kong is set out on pages 13 to 14 of this circular. Whether or not you are able to attend the EGM, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon and return it to the share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the EGM or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting should you so wish.

This circular will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the date of posting and on the website of Company at <http://www.zebra.com.hk>.

30 January 2015

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CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

DEFINITIONS

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

“Board”	the board of Directors
“Business Day”	any day (not being a Saturday) on which licensed banks are generally open for business in Hong Kong throughout their normal business hours
“Company”	Zebra Strategic Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued shares of which are listed on GEM
“Completion”	the completion of the Placing Agreement in accordance with the terms thereof
“connected person(s)”	has the meaning ascribed to it in the GEM Listing Rules
“Director(s)”	director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened and held on 25 February 2015 at 3:00 p.m. for the Shareholders to consider and, if thought fit, approve the Placing Agreement and the transactions contemplated thereunder including the grant of the Specific Mandate
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on the GEM
“Group”	the Company and its subsidiaries
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	third party(ies) independent of and not connected with the Company and any of its connected persons (as defined under the GEM Listing Rules) or their respective associates
“Latest Practicable Date”	28 January 2015, being the latest practicable date prior to the printing of this circular for ascertaining certain information for inclusion in this circular
“Long Stop Date”	the date falling on one month after the date of the EGM or such other date as the Company and the Placing Agent may agree in writing
“Placee(s)”	any individuals, corporate, institutional investors or other investors to be procured by or on behalf of the Placing Agent under the Placing

DEFINITIONS

“Placing”	the proposed placing of up to 190,000,000 new Shares by the Placing Agent on a best endeavour basis pursuant to the terms and conditions of the Placing Agreement
“Placing Agent”	Astrum Capital Management Limited, a licensed corporation to carry out business in type 1 (dealing in securities), type 2 (dealing in futures contracts), type 6 (advising on corporate finance) and type 9 (asset management) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong)
“Placing Agreement”	a conditional placing agreement dated 29 December 2014 entered into between the Company and the Placing Agent in relation to the Placing
“Placing Price”	HK\$0.261 per Placing Share
“Placing Shares”	a maximum of 190,000,000 new Shares proposed to be placed under the Placing Agreement
“PRC”	the People’s Republic of China
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Specific Mandate”	the specific mandate to be granted by the Shareholders to the Board at the EGM for the allotment and issue of up to a maximum number of 190,000,000 Placing Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent
“HK\$”	the Hong Kong dollars, the lawful currency of Hong Kong

LETTER FROM THE BOARD

ZEBRA STRATEGIC HOLDINGS LIMITED

施伯樂策略控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8260)

Executive Directors:

Mr. Chang Tin Duk Victor (*Chairman*)

Mr. Zheng Zhong Qiang

Non-Executive Director:

Mr. Lam Tsz Chung

Independent Non-Executive Directors:

Mr. Lam Raymond Shiu Cheung

Mr. Wang En Ping

Dr. Cheung Wai Bun Charles, *JP*

Registered Office:

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Hutchins Drive

P.O. Box 2681

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Cayman Islands

*Headquarters and Principal Place
of Business in Hong Kong:*

5th Floor, Chinachem Century Tower

178 Gloucester Road

Wanchai, Hong Kong

30 January 2015

To the Shareholders

Dear Sir or Madam,

PLACING OF NEW SHARES UNDER SPECIFIC MANDATE

(I) INTRODUCTION

Reference is made to the announcement of the Company dated 29 December 2014. After trading hours on 29 December 2014, the Company entered into the Placing Agreement with the Placing Agent, pursuant to which the Company has conditionally agreed to place, through the Placing Agent on a best endeavour basis, a maximum of 190,000,000 Placing Shares.

The purpose of this circular is to provide you with, among other matters, the relevant information regarding the resolution to be proposed at the EGM relating to the Placing and to give you notice of the EGM.

(II) PLACING

The principal terms of the Placing Agreement are set out below:

Date:

29 December 2014

LETTER FROM THE BOARD

Issuer:

The Company

Placing Agent:

Astrum Capital Management Limited

The Placing Agent has conditionally agreed to place up to 190,000,000 Placing Shares, on a best endeavour basis, to not less than six Placees. The Placing Agent will receive a placing commission of 1.5% of the aggregate Placing Price for the Placing Shares successfully placed by the Placing Agent on behalf of the Company in pursuance of its obligations under the Placing Agreement. Such placing commission was arrived after arm's length negotiations between the Company and the Placing Agent under normal commercial terms and with reference to the prevailing market condition.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, as at the Latest Practicable Date, the Placing Agent and its ultimate beneficial owners were Independent Third Parties.

Placees:

The Placing Shares will be placed to not less than six Placees, who and whose ultimate beneficial owners, are Independent Third Parties. The Placing Agent undertook that none of the Placees would, immediately upon Completion, become a substantial Shareholder (within the meaning of the GEM Listing Rules) of the Company.

Placing Shares:

The maximum number of 190,000,000 Placing Shares represent (i) 40% of the existing issued share capital of the Company as at the Latest Practicable Date; and (ii) approximately 28.57% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares.

Placing Price:

The Placing Price of HK\$0.261 per Placing Share represents:

- (i) a discount of 10% to the closing price of HK\$0.29 per Share as quoted on the Stock Exchange on the date of the Placing Agreement;
- (ii) a discount of approximately 19.94% to the average closing price of HK\$0.326 per Share as quoted on the Stock Exchange for the last five consecutive trading days prior to the date of the Placing Agreement; and
- (iii) a discount of approximately 59.22% to the closing price of HK\$0.640 per Share as quoted on the Stock Exchange on the Latest Practicable Date.

LETTER FROM THE BOARD

The Placing Price was determined after arm's length negotiations between the Company and the Placing Agent with reference to, among other matters, the prevailing market price of the Shares. The Directors consider that the terms of the Placing Agreement (including the Placing Price and the placing commission) are fair and reasonable, on normal commercial terms and are in the interests of the Company and the Shareholders as a whole.

Assuming all the Placing Shares have been placed, the maximum gross proceeds from the Placing will be approximately HK\$49.6 million and the maximum net proceeds (after deduction of commission payable to the Placing Agent and other expenses incidental to the Placing) will be approximately HK\$48.5 million. On such basis, the net issue price will be approximately HK\$0.255 per Placing Share.

Ranking of the Placing Shares:

The Placing Shares will rank, upon issue, pari passu in all respects with the Shares in issue as at the date of allotment and issue of the Placing Shares.

Conditions of the Placing:

Completion is conditional upon:

- (i) the Stock Exchange granting the listing of, and permission to deal in, all of the Placing Shares to be placed pursuant to the Placing Agreement; and
- (ii) the Specific Mandate being obtained at the EGM.

Each of the Company and the Placing Agent shall use their respective best endeavours to procure satisfaction of the above conditions prior the Long Stop Date. If the above conditions are not satisfied prior to 4:00 p.m. on the Long Stop Date, all obligations of the Placing Agent and the Company under the Placing Agreement shall cease and determine and neither the Placing Agent nor the Company shall have any claim against the other in relation to the Placing Agreement (save in respect of any antecedent breaches of any obligation thereunder).

As at the Latest Practicable Date, none of the conditions above have been fulfilled.

Completion:

Completion shall take place within five Business Days after the fulfillment of the above conditions or such later date as the Company and the Placing Agent may agree in writing. The Directors expect that completion of the Placing shall take place within one month after the date of the EGM.

Mandate to issue the Placing Shares:

The Placing Shares will be allotted and issued by the Company pursuant to the Specific Mandate to be sought from the Shareholders at the EGM.

LETTER FROM THE BOARD

Force majeure:

The Placing Agent reserves its right to terminate the Placing Agreement by notice in writing to the Company at any time up to 8:00 a.m. on the date of Completion if, in the reasonable opinion of the Placing Agent, after consultation with the Company:

- (1) there is any change in national, international, financial, exchange control, political, economic conditions in Hong Kong which in the reasonable opinion of the Placing Agent would be materially adverse in the consummation of the Placing; or
- (2) there is any breach of the warranties, representations and undertakings given by the Company in the Placing Agreement and such breach is considered by the Placing Agent on reasonable grounds to be material in the context of the Placing; or
- (3) there is any material change (whether or not forming part of a series of changes) in market conditions which in the reasonable opinion of the Placing Agent would materially and prejudicially affect the Placing or makes it inadvisable or inexpedient for the Placing to proceed; or
- (4) any statement contained in all announcements, circulars, quarterly, interim and annual reports issued by the Company to the Stock Exchange and/or the Shareholders since the publication of the announcement of the Company relating to the interim results of the Company for the six months ended 30 September 2014 has become or been discovered to be untrue, incorrect or misleading in any material respect which in the opinion of the Placing Agent would be materially adverse in the consummation of the Placing.

The Directors were not aware of the occurrence of any of such events as at the Latest Practicable Date.

Application for Listing:

Application will be made to the Stock Exchange for the listing of, and permission to deal in, the Placing Shares.

(III) REASONS FOR THE PLACING AND USE OF PROCEEDS

The principal activity of the Group is the provision of staff outsourcing services. The Group is also engaged in the provision of executive/staff search services and other human resources support services.

LETTER FROM THE BOARD

In view of the highly competitive business environment in staff outsourcing services and with reference to the past financial performance of the Group, the Board considers that the current business may not guarantee a relatively high return to the Shareholders. As such, the Company has been actively exploring other suitable opportunities to diversify its business, in addition to carrying out its current business. On 25 November 2014, Wise Astute Limited, a wholly owned subsidiary of the Company, entered into a sale and purchase agreement to purchase the entire issued share capital of Sheng Zhuo Group Limited (“**Sheng Zhuo**”, and together with its subsidiaries, the “**Sheng Zhuo Group**”) at a consideration of HK\$25,000,000. The Sheng Zhuo Group is principally engaged in the provision of credit assessment and credit counseling services to customers in the PRC. The consideration was satisfied by the allotment and issue of 75,000,000 consideration Shares on 15 December 2014. Upon completion of the said acquisition, each member of the Sheng Zhuo Group becomes an indirect wholly-owned subsidiary of the Company and the financial results of the Sheng Zhuo Group will be consolidated into the consolidated financial statement of the Group. The Directors consider that the demand of credit assessment and credit counseling services in the PRC is promising and such business can provide a new income stream to the Group.

Following the acquisition of the Sheng Zhuo Group, the Board observes that the Sheng Zhuo Group has been from time to time contacting potential borrowers during its ordinary and usual course of business and the Sheng Zhuo Group is aware of a group of borrowers who have financial needs. As such, the Board considers that it would be a golden opportunity for the Group to tap into the money lending business by making use of the Sheng Zhuo Group’s connection and client base, and that the money lending business will have synergy and collaboration with the credit assessment and credit counseling services under the Sheng Zhuo Group.

Along with the robust growth of the economy, the financing scale in the PRC has been expanding quickly in the past decade. According to the preliminary statistics released by the People’s Bank of China, the PRC’s aggregate financing to the real economy in 2014 amounted to approximately RMB16,460 billion. Among which, RMB loans increased by approximately RMB9,780 billion in 2014, representing approximately 59.4% of the aggregate financing to the real economy of the PRC. The huge demand of loan stimulated the growth of money lending industry in the PRC. As announced by the People’s Bank of China, as at the end of September 2014, there were 8,591 small loan companies in the PRC, with the aggregate outstanding loan amount of approximately RMB907.9 billion. The Directors consider that the prospect of money lending business in the PRC is optimistic, and that diversifying the Group’s businesses to this sector can provide a new income stream to the Group.

The Group intends to allocate approximately HK\$40 million from the net proceeds of the Placing to money lending business by way of entrusted loan arrangement. Under the strict forbiddance of direct lending between commercial entities, entrusted loan is a common practice adopted by commercial banks and entities in the PRC. Briefly speaking, entrusted loan is a loan whereby a lending agent (a commercial bank in the PRC in usual cases) acts on behalf of a lender, who is responsible for providing funds and undertaking the fund risks, to release, monitor and collect the principal and interest of the loan to/from a designated borrower in accordance with an entrusted loan contract entered into between the lending agent, the lender and the borrower. Given that the fund risks will be suffered by the Group (as the lender) under

LETTER FROM THE BOARD

the entrusted loan structure, and for the purpose of managing and lowering the fund risks, the Group would implement a conscientious screening procedure, including but not limited to (i) reviewing on the financing needs requested, and the quality and value of the security and guarantees provided, by the borrowers; (ii) assessing, among others, the creditworthiness, financial strength, and repayment ability of the borrower; and (iii) evaluating the risks in association with the realization of the charged security when default, before provision of entrusted loans. The Board considers that riding on the connection, client base and credit assessment service of the Sheng Zhuo Group, the Group would be able to earn a relatively considerable interest return with manageable risk under the entrusted loan arrangement. The Group would retain a management team who has extensive experience in the area of money lending business in the PRC and is specialized in managing the money lending business of the Group. In the long run, the Group will continue to explore other opportunities in the money lending business in the PRC.

In view of the existing financial position of the Group, the Directors are of the view that the Placing can strengthen the financial position of the Group for the expansion to the money lending business in the PRC and also provide working capital for the operation of the existing businesses, and in the meanwhile, represents a good opportunity to broaden the shareholders' base and the capital base of the Company.

The Company intends to apply the net proceeds of approximately HK\$48.5 million in the following manner:

- (i) approximately HK\$3 million as working capital for the Sheng Zhuo Group, which would cover staff salary, rental expenses and administrative expenses;
- (ii) approximately HK\$5.5 million as additional general working capital of the Group to maintain its liquidity and fulfill the need for possible increase of administrative expenses of the Group; and
- (iii) the remaining balance of approximately HK\$40 million to develop its money lending business.

It is the Group's working capital policy that the cash level of the Group is maintained at a level which is approximate to that of the accounts payables such that the Group is able to meet its payables on time while the cash position is replenished by the recovered accounts receivables. As at 30 November 2014, cash position, accounts payables and accounts receivables of the Group amounted to approximately HK\$23.7 million, approximately HK\$23.7 million and approximately HK\$33.5.

LETTER FROM THE BOARD

Other than raising fund by way of the Placing, the Directors have also considered other fund raising methods, such as borrowings (both from banks and/or other lenders), open offer and rights issue. For bank and other borrowings, the Directors are of the view that given (i) the change in controlling shareholder resulted from the acquisition of the controlling interest of the Company by Upmost Corporation Limited (as disclosed in the announcement dated 9 July 2014); and (ii) the Company's modest profitability (reporting a profit attributable to the owners of the Company of only approximately HK\$361,000 for the six months ended 30 September 2014 and a loss of approximately HK\$93,000 for the three months ended 30 September 2014), it will take a long time for banks and/or other lenders to review the financial condition of the Group for the purpose of granting loan facilities for new business development. The Group will also incur additional interest expenses. In respect of rights issue or open offer, the Directors are of the view that (i) the time taken for the completion of rights issue or open offer will be longer; (ii) it may be difficult to secure an underwriter for rights issue or open offer; and (iii) the cost in documentation works, administrative and professional fees for rights issue and open offer will be higher. On the contrary, the Placing is on a best effort basis, which can be completed within a short period of time subject to the Shareholders' approval with a lower cost as compared to that of rights issue and open offer. As such, the Directors are of the view that the Placing would be a preferred fund raising method among other alternatives.

In view of the above, the Directors consider that the Placing is in the interest of the Group and the Shareholders as a whole.

(IV) FUND RAISING ACTIVITIES OF THE COMPANY DURING THE PAST 12 MONTHS

The Company had not conducted any fund raising activities in the past 12 months immediately preceding the Latest Practicable Date.

LETTER FROM THE BOARD

(V) EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquires, the existing shareholding structure of the Company and the effect on the shareholding structure of the Company upon Completion (assuming all Placing Shares are placed in full and there is no other change in the shareholding structure of the Company before the issue of the Placing Shares under the Placing) are set out below:

Shareholders	(i) As at the Latest Practicable Date		(ii) Immediately after Completion	
	<i>No. of Shares</i>	<i>approx. %</i>	<i>No. of Shares</i>	<i>approx. %</i>
Upmost Corporation Limited <i>(Note 1)</i>	207,200,000	43.62%	207,200,000	31.16%
Zhan Yu Global Limited <i>(Note 2)</i>	75,000,000	15.79%	75,000,000	11.28%
The Placees <i>(Note 3)</i>	—	—	190,000,000	28.57%
Other public shareholders	<u>192,800,000</u>	<u>40.59%</u>	<u>192,800,000</u>	<u>28.99%</u>
Total	<u><u>475,000,000</u></u>	<u><u>100.00%</u></u>	<u><u>665,000,000</u></u>	<u><u>100.00%</u></u>

Notes:

1. Upmost Corporation Limited held 207,200,000 Shares. As Upmost Corporation Limited is wholly and beneficially owned by Mr. Zhang Jian, Mr. Zhang Jian is deemed to be interested in 207,200,000 Shares.
2. Zhan Yu Global Limited held 75,000,000 Shares. As Zhan Yu Global Limited is wholly and beneficially owned by Mr. Shiu Shu Ming, Mr. Shiu Shu Ming is deemed to be interested in 75,000,000 Shares.
3. It is a term of the Placing Agreement that none of the Placees shall become a substantial Shareholder (within the meaning of the GEM Listing Rules) of the Company upon the Completion.

(VI) EGM

The EGM will be held at 3:00 p.m. on 25 February 2015 at Unit 1207, 12/F, No. 9 Queens Road Central, Hong Kong for the purposes of considering and, if thought fit, approving the Placing Agreement and the transactions contemplated thereunder (including the grant of the Specific Mandate). To the best knowledge of the Directors, no Shareholder is required to abstain from voting at the EGM in respect of the said resolution.

A notice convening the EGM to be held at 3:00 p.m. on 25 February 2015 at Unit 1207, 12/F, No. 9 Queens Road Central, Hong Kong is set out on page 13 to 14 of this circular. Whether or not you are able to attend the EGM, please complete and return the enclosed form of proxy in accordance with the instructions printed thereon and return it to the share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event

LETTER FROM THE BOARD

not less than 48 hours before the time appointed for holding the EGM or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting should you so wish.

(VII) RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

(VIII) RECOMMENDATION

The Directors are of the opinion that the Placing and the terms of the Placing Agreement are fair and reasonable, and are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend all Shareholders to vote in favour of the resolution to be proposed at the EGM.

By order of the Board of
Zebra Strategic Holdings Limited
Chang Tin Duk, Victor
Chairman and executive Director

NOTICE OF EGM

ZEBRA STRATEGIC HOLDINGS LIMITED

施伯樂策略控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8260)

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“**EGM**”) of the shareholders of Zebra Strategic Holdings Limited (“**Company**”) will be held at 3:00 p.m. on 25 February 2015 at Unit 1207, 12/F, No. 9 Queens Road Central, Hong Kong for the purpose of considering and, if thought fit, passing with or without amendments the following resolution of the Company:

ORDINARY RESOLUTION

“THAT

- (a) the Placing Agreement (as defined in, the principal terms of which are summarised in, the circular (“**Circular**”) to the shareholders of the Company dated 30 January 2015, a copy of which has been produced to the EGM marked “A” and signed by the chairman of the EGM for the purpose of identification) and all the transactions contemplated thereunder (including the allotment and issue of the Placing Shares (as defined in the Circular) pursuant thereto) be and are hereby approved, ratified and confirmed; and
- (b) the directors of the Company be and are hereby authorised to sign, execute, perfect, deliver and do all such documents, deeds, acts, matters and things, as the case may be in their discretion consider necessary, desirable or expedient to give effect to the Placing Agreement and all the transactions contemplated thereunder (including the allotment and issue of the Placing Shares pursuant thereto) and to agree to such variation, amendment or waiver that are ancillary to the implementation of the Placing Agreement and are of administrative nature and are, in the opinion of the directors of the Company, in the interest of the Company and that any material variation, amendment or waiver should be subject to further shareholders’ approval.”

By order of the Board of
Zebra Strategic Holdings Limited
Chang Tin Duk, Victor
Chairman and executive Director

Hong Kong, 30 January 2015

NOTICE OF EGM

Notes:

- (1) A shareholder entitled to attend and vote at the meeting may appoint one or more than one proxy to attend and to vote instead of him.
- (2) In the case of joint holders of any share, any one of such persons may vote at the said meeting, 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 is present at the said meeting, personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such share shall alone be entitled to vote in respect thereof.
- (3) In order to be valid, the form of proxy together with the 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 share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting thereof. Completion and return of a form of proxy will not preclude shareholders from attending and voting in person should they so desire.
- (4) A form of proxy for use at the meeting is enclosed herewith.
- (5) The votes at the abovementioned meeting will be taken by a poll.