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**Astrum Financial Holdings Limited**

**阿仕特朗金融控股有限公司**

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

**(Stock Code: 8333)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** the extraordinary general meeting (the “**EGM**”) of Astrum Financial Holdings Limited (the “**Company**”) to be held at 5/F, Euro Trade Centre, 13-14 Connaught Road Central, Hong Kong on Friday, 26 May 2017 at 11:10 a.m. (or at such time immediately following the conclusion (or adjournment) of the annual general meeting of the Company to be held on the same day and at the same place, whichever is later) for the purpose of considering and, if thought fit, passing the following resolutions with or without amendments as resolutions of the Company:

### **ORDINARY RESOLUTION**

“**THAT**

- (i) the supplemental agreement entered into between Astrum Capital Management Limited (“**Astrum Capital**”) and Mr. Pan Chik (“**Mr. Pan**”) dated 30 March 2017 (the “**Mr. Pan Supplemental Financing Services Agreement**”) (a copy of which is tabled at the EGM marked “**A**” and initialed by the chairman of the EGM for identification purpose) to the financing services agreement entered into between Astrum Capital and Mr. Pan dated 23 June 2016, pursuant to which Astrum Capital may provide margin financing and/or IPO financing services to Mr. Pan and his associates (including his family members and certain private companies controlled by Mr. Pan and his family members but excluding Astrum Absolute Return China Fund and the Group) upon request (a copy of which is tabled at the EGM marked “**B**” and initialed by the Chairman of the EGM for identification purpose) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (ii) the Revised Annual Caps (as defined and detailed in the circular of the Company dated 10 May 2017) as contemplated under the Mr. Pan Supplemental Financing Services Agreement be and are hereby approved, confirmed and ratified; and

(iii) any one director of the Company be and is hereby authorised to do all such acts and things and execute such documents (including the affixation of the common seal of the Company where execution under seal is required) and take all steps which, in his/her opinion deemed necessary, desirable or expedient to implement and/or effect the transactions contemplated under the Mr. Pan Supplemental Financing Services Agreement for and on behalf of the Company.”

By Order of the Board  
**Astrum Financial Holdings Limited**  
**Pan Chik**  
*Chairman and Chief Executive Officer*

*Notes:*

1. *Any member of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the EGM. A proxy need not be a member of the Company.*
2. *The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorized on its behalf.*
3. *Where there are joint registered holders of any shares, any one of such persons may vote at the EGM (or any adjournment thereof), 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 EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.*
4. *In order to be valid, the proxy form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company's branch registrar and transfer office 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 EGM or any adjournment thereof.*
5. *Delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the EGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.*
6. *The transfer books and register of members of the Company will be closed from 23 May 2017 (Tuesday) to 26 May 2017 (Friday), both dates inclusive. During such period, no share transfers will be effected. In order to qualify for attending the EGM, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on 22 May 2017 (Monday).*
7. *A form of proxy for use by shareholders of the Company at the EGM is enclosed.*

As at the date of this notice, the directors of the Company are:

***Executive Directors***

*Mr. Pan Chik (Chairman and chief executive officer)*

*Mr. Kwan Chun Yee Hidulf*

*Mr. Cheung Hon Fai Bosco*

***Independent Non-executive Directors***

*Mr. Chan Chun Hong*

*Mr. Lee Tak Cheung Vincent*

*Mr. Lau Hon Kee*

*This notice, 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 notice 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 notice misleading.*

*This notice will remain on the “Latest Company Announcements” page of the GEM website ([www.hkgem.com](http://www.hkgem.com)) for at least 7 days from the date of its publication. This notice will also be published on the website of the Company ([www.astrum-capital.com](http://www.astrum-capital.com)).*