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## **HONBRIDGE HOLDINGS LIMITED**

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

**(Stock Code: 8137)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of Honbridge Holdings Limited (the “**Company**”) will be held at 10:00 a.m., Hong Kong on Friday, 29 June 2018, at Unit 5402, 54th Floor, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong (the “**EGM**”) for the purpose of considering and, if thought fit, pass each of the following resolutions as an ordinary resolution of the Company. Capitalised terms defined in the circular dated 13 June 2018 issued by the Company (the “**Circular**”) shall have the same meanings when used herein unless otherwise specified:

#### **ORDINARY RESOLUTIONS**

1. “**THAT**

- (a) the First Sales Agreement, the Revised Annual Caps under the First Sales Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) the board of directors of the Company be and is hereby generally and unconditionally authorised to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to paragraph (a) of this resolution and to implement the transactions contemplated thereunder and to agree to such variation, amendments or waivers of matters relating thereto as are, in the opinion of the board of directors of the Company, in the interest of the Company; and
- (c) all previous acts done and documents executed by any director of the Company to give effect to or in connection with the First Sales Agreement, the Revised Annual Caps under the First Sales Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified.”

2. “**THAT**

- (a) the Second Sales Agreement, the Revised Annual Caps under the Second Sales Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) the board of directors of the Company be and is hereby generally and unconditionally authorised to do all such acts and things and execute all such documents and to take all such steps as it considers necessary or expedient or desirable in connection with or to give effect to paragraph (a) of this resolution and to implement the transactions contemplated thereunder and to agree to such variation, amendments or waivers of matters relating thereto as are, in the opinion of the board of directors of the Company, in the interest of the Company; and
- (c) all previous acts done and documents executed by any director of the Company to give effect to or in connection with the Second Sales Agreement, the Revised Annual Caps under the Second Sales Agreement and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified.”

Yours faithfully,  
By Order of the Board  
**Honbridge Holdings Limited**  
**Liu Wei, William**  
*Director and Joint Chief Executive Officer*

Hong Kong, 13 June 2018

*Notes:*

- 1. For the purpose of determining shareholders’ eligibility to attend and vote at the extraordinary general meeting, the register of members of the Company will be closed from Tuesday, 26 June 2018 to Friday, 29 June 2018, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the extraordinary general meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company’s share registrar, Union Registrars Limited, at Suites 3301–04, 33rd Floor, Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong for registration no later than 4:30 p.m. on Monday, 25 June 2018.
- 2. A member entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and on a poll vote instead of him. A proxy need not be a member of the Company.
- 3. In order to be valid, the form of proxy together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority must be deposited with the Company’s branch share registrar and transfer office in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33rd Floor, Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding of the meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude any member from attending and voting in person at the meeting or any adjourned meeting thereof should he so wishes.
- 4. In case of joint shareholdings, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholdings.

5. If Typhoon Signal No. 8 or above, or a “black” rainstorm warning is in effect any time after 7: 00 a.m. on the date of the extraordinary general meeting, the meeting will be postponed. The Company will post an announcement on the website of Company at [www.8137.hk](http://www.8137.hk) and on the HKExnews website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) to notify shareholders of the date, time and place of the rescheduled meeting.

*As at the date of this notice, the Board consists of three executive Directors, Mr. He Xuechu, Mr. Liu Jian and Mr. Liu Wei, William, two non-executive Directors Mr. Yan Weimin and Mr. Ang Siu Lun, Lawrence and three independent non-executive Directors, Mr. Chan Chun Wai, Tony, Mr. Ma Gang and Mr. Ha Chun.*