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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)

PROPOSED CHANGE OF COMPANY NAME

AND

PROPOSED AMENDMENTS

TO AND RESTATEMENT OF THE MEMORANDUM AND

ARTICLES OF ASSOCIATION OF THE COMPANY

The Board proposes to change the name of the Company from “KVB Kunlun Financial Group Limited 昆侖國際金融集團有限公司” to “CLSA Premium Limited”.

The Proposed Name Change is subject to the passing of a special resolution by the Shareholders at the EGM and the approval by the Registrar of Companies in the Cayman Islands.

In view of the Proposed Name Change, the Board also proposes to amend and restate the Memorandum and Articles of Association to reflect the Proposed Name Change by replacing all references to the current name of the Company with “CLSA Premium Limited”. The Proposed Amendments and Restatement are subject to the passing of a special resolution of the Company at the EGM and the Registrar of Companies in the Cayman Islands approving the Proposed Name Change. The Proposed Amendments and Restatement shall become effective upon the Proposed Name Change taking effect.

A circular containing, among other matters, information in relation to the Proposed Name Change and Proposed Amendments and Restatement and a notice convening the EGM will be despatched to the Shareholders as soon as practicable.

PROPOSED CHANGE OF COMPANY NAME

The board of directors (the “**Board**”) of KVB Kunlun Financial Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) proposes to change the name of the Company from “KVB Kunlun Financial Group Limited 昆侖國際金融集團有限公司” to “CLSA Premium Limited” (the “**Proposed Name Change**”). The stock short name of the Company will also be changed accordingly.

Conditions of the Proposed Name Change

The Proposed Name Change is subject to the passing of a special resolution by the shareholders of the Company (the “**Shareholders**”) at an extraordinary general meeting of the Company (the “**EGM**”), and the approval of the Registrar of Companies in the Cayman Islands (the “**Registrar**”) for the use by the Company of its proposed new name.

Subject to the satisfaction of all the conditions set out above, the Proposed Name Change will take effect from the date on which the certificate of incorporation on change of name is issued by the Registrar. The Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong pursuant to Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) upon the Proposed Name Change becoming effective.

Reasons for the Proposed Name Change

The Board considers that the Proposed Name Change will better reflect that the Group is part of the substantial shareholder’s group of entities, including CLSA group. The Board believes that the new name will provide the Company with a fresh corporate image and identity, which will benefit the Group’s future business development and is in the interest of the Company and its Shareholders as a whole. In addition, given that there are unaffiliated entities that are using a similar name and conducting similar business as the Company, changing the name would remove any confusion that may cause to the public. The rebranding will be part of the Company’s new plan and vision to better utilize and capitalize on the business know-how and potential synergies with CLSA group and its affiliates.

Effect of the Proposed Name Change

The Proposed Name Change will not, by itself, affect any rights of the holders of securities of the Company or the Company’s daily business operation and/or its financial position. Save for the change of stock short name to be announced by the Company, the trading arrangements for the Company’s shares on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) will not be affected. The existing certificates of securities in issue bearing the current name of the Company will, after the Proposed Name Change becoming effective, continue to be evidence of title to such securities and continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for exchange of the existing certificates of securities for new certificates bearing the new name of the Company. In addition, subject to the confirmation by the Stock Exchange, the English and Chinese stock short names for trading of the shares of the Company on the Stock Exchange will also be changed after the Proposed Name Change has become effective.

PROPOSED AMENDMENTS TO AND RESTATEMENT OF THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

In view of the Proposed Name Change, the Board also proposes to amend and restate the memorandum of association and the articles of association of the Company (the “**Memorandum and Articles of Association**”) to reflect the Proposed Name Change by replacing all references to the current name of the Company with “CLSA Premium Limited” (“**Proposed Amendments and Restatement**”).

The Proposed Amendments and Restatement are subject to the passing of a special resolution of the Company at the EGM and the Registrar approving the Proposed Name Change. The Proposed Amendments and Restatement shall become effective upon the Proposed Name Change taking effect.

GENERAL

Special resolutions will be proposed at the EGM for the Shareholders to consider and, if thought fit, pass for approving the Proposed Name Change and Proposed Amendments and Restatement. A circular containing, among other matters, information in relation to the Proposed Name Change and Proposed Amendments and Restatement and a notice convening the EGM will be despatched to the Shareholders as soon as practicable.

The Company will make further announcement(s) regarding the poll results of the EGM, the effective date of the Proposed Name Change and the change of the stock short name for trading of the Company’s shares on the Stock Exchange when appropriate.

By order of the Board
KVB Kunlun Financial Group Limited
Yuan Feng
Executive Director

Hong Kong, 30 September 2019

As at the date of this announcement, the directors of the Company are as follows:

Executive director

Mr. Yuan Feng (*Deputy Chief Executive Officer*)

Non-executive directors

Mr. Li Jiong (*Chairman*)

Mr. Stephen Gregory McCoy

Mr. Xu Jianqiang

Independent non-executive directors

Mr. Wu Jianfeng

Mr. Christopher Wesley Satterfield

Ms. Hu Zhaoxia

Mr. Jin Shaoliang