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**大眾金融控股有限公司\***

**PUBLIC FINANCIAL HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 626)**

## **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a special general meeting of shareholders of Public Financial Holdings Limited (the “**Company**”) will be held at Room 1-2, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong on Friday, 20 May 2022 at 11:30 a.m. (or immediately after the conclusion of the postponed 2022 annual general meeting of the Company to be held at the same venue and on the same day, or any adjournment thereof) or any adjournment thereof for the following purpose of considering and, if thought fit, passing with or without amendments, the following resolution as a special resolution of the Company:

### **SPECIAL RESOLUTION**

**“THAT:**

- (a) the proposed amendments (the “**Proposed Amendments**”) to the bye-laws (the “**Bye-laws**”) of the Company as set out in the Appendix headed “PROPOSED AMENDMENTS TO THE BYE-LAWS” in the circular of the Company dated 28 April 2022 be and are hereby approved; and
- (b) any director(s) of the Company be and is/are hereby authorised for and on behalf of the Company to, amongst other matters, do all such acts, deeds and things and execute all such documents and make all such arrangements that they shall, in their absolute discretion, deem necessary, desirable or expedient to implement and/or give effect to the Proposed Amendments to the Bye-laws.”

By Order of the Board  
**Tan Yoke Kong**  
*Company Secretary*

Hong Kong, 28 April 2022

\* *For identification purpose only*

*Notes:*

1. A shareholder entitled to attend and vote at the above meeting (or at any adjournment thereof) is entitled to appoint one or more proxies to attend and vote instead of the shareholder. A proxy needs not be a shareholder of the Company.
2. Where there are joint registered holders of any shares, any one of such persons may vote at the above meeting (or at any adjournment thereof), either personally or by proxy, in respect of such shares as if he/she was solely entitled thereto but the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
3. In order to be valid, proxies in the prescribed form must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, no later than 48 hours before the time appointed for holding the meeting.
4. In view of the COVID-19 pandemic, the Company will implement precautionary measures at the meeting. Shareholders are advised to read page 1 of the circular of the Company dated 28 April 2022 for details of the precautionary measures. Subject to the development of COVID-19 pandemic, the Company may implement further changes and precautionary measures and may issue further announcement on such measures as appropriate. In light of the continuing risks posed by the COVID-19 pandemic, in order to facilitate the prevention of spread of COVID-19 and safeguard the health and safety of the shareholders, the Company strongly recommends shareholders to exercise their rights to vote at the above meeting by appointing the chairman of the meeting as their proxies and to return their forms of proxy as early as possible, instead of attending the meeting in person.
5. For the purposes of determining shareholders' eligibility to attend and vote at the above meeting, the register of members of the Company will be closed from Monday, 16 May 2022 to Friday, 20 May 2022, both days inclusive, during which period no transfer of shares will be registered. To be eligible to attend and vote at the above meeting, all properly completed transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on Friday, 13 May 2022.
6. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), the resolution set out in this notice will be decided by poll at the above meeting.
7. Due to the ever-evolving COVID-19 pandemic situation in Hong Kong, the Company may be required to change the above meeting arrangements at short notice. Shareholders are advised to check the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) or the Company's website at [www.publicfinancial.com.hk](http://www.publicfinancial.com.hk) for further announcements and updates on the above meeting arrangements that may be issued.
8. As at the date of this announcement, the Board of Directors of the Company comprises Tan Sri Dato' Sri Dr. Teh Hong Piow, Mr. Lai Wan, Dato' Chang Kat Kiam, Mr. Chong Yam Kiang and Mr. Quah Poh Keat as Non-Executive Directors, Mr. Tan Yoke Kong as Executive Director, and Mr. Lee Chin Guan, Mr. Lim Chao Li and Ms. Cheah Kim Ling as Independent Non-Executive Directors.