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**CASH FINANCIAL SERVICES GROUP LIMITED**

**時富金融服務集團有限公司\***

*(Incorporated in Bermuda with limited liability)*

(Stock code: 510)

**NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a special general meeting (“SGM”) of CASH Financial Services Group Limited (“Company”) will be held at 28/F Manhattan Place, 23 Wang Tai Road, Kowloon Bay, Hong Kong on 8 May 2015 (Friday) at 9:30 am for the purpose of considering and, if thought fit, passing the following resolution of the Company:

**ORDINARY RESOLUTION**

**“THAT:**

- (a) the agreement dated 9 March 2015 (“Confident Profits Transfer Agreement”, a copy of which has been produced to the SGM marked “A” and signed by the chairman of the meeting for the purpose of identification) entered into between the Company (as the seller) and Celestial Investment Group Limited (as the purchaser) (“CIGL”) in relation to the transfer of the entire issued share capital of Confident Profits Limited, a wholly-owned subsidiary of the Company, from the Company to CIGL (“Confident Profits Transfer”), details of which are set out in the circular of the Company dated 22 April 2015, and all the transactions contemplated thereby be and are hereby approved, confirmed and ratified; and
- (b) the director of the Company (“Directors”) be and are hereby authorised on behalf of the Company to do all such things and sign, seal, execute, perfect and deliver the Confident Profits Transfer Agreement and all such other agreements, documents as they may in their discretion consider necessary, desirable or expedient, for the purposes of or in connection with the implementation and/or give effect to any matters relating to the Confident Profits Transfer and the transactions contemplated thereunder.”

By order of the Board  
**Suzanne W S Luke**  
*Company Secretary*

Hong Kong, 22 April 2015

*Registered office:*  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

*Head office and principal place of business in  
Hong Kong:*  
21/F Low Block  
Grand Millennium Plaza  
181 Queen's Road Central  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the SGM is entitled to appoint one or more proxies to attend and, in the event of a poll, vote on his behalf. A proxy need not be a member of the Company.
2. In order to be valid, the form of proxy must be deposited at the correspondence address of the Company at 28/F Manhattan Place, 23 Wang Tai Road, Kowloon Bay, Hong Kong together with a power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power of attorney or other authority, not less than 48 hours before the time for holding the SGM or any adjournment thereof.

As at the date hereof, the directors of the Company comprise:-

*Executive directors:*

Mr Kwan Pak Hoo Bankee  
Mr Law Ping Wah Bernard  
Ms Cheng Pui Lai Majone  
Mr Ng Kung Chit Raymond

*Independent non-executive directors:*

Mr Cheng Shu Shing Raymond  
Mr Lo Kwok Hung John  
Mr Lo Ming Chi Charles

*\* for identification purpose only*