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AURUM PACIFIC (CHINA) GROUP LIMITED

奧栢中國集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8148)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of Aurum Pacific (China) Group Limited (the “**Company**”) will be held at 11:30 a.m. on Monday, 31 August 2015 at 9/F., Gloucester Tower, The Landmark, Central, Hong Kong for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT**

- (a) the subscription agreement dated 6 June 2015 (“**First Subscription Agreement**”) entered into between the Company as issuer and Beijing Enterprises Medical and Health Resources Company Limited and Starry Chance Investments Limited as subscribers, the subscription agreement dated 7 June 2015 (“**Second Subscription Agreement**”) entered into between the Company as issuer and Apex City International Limited as subscriber and the subscription agreements dated 7 June 2015 entered into between the Company as issuer and Capital Gold Enterprises Limited, Best Global Ventures Limited, First Growth Global Limited, Megaway Investment Limited, Luck Success International Investment Limited, Wide Success International Limited, Trade Gate Holdings Limited, Tseng Ying Hon and Intellectual Property Trade Pte. Ltd as subscribers, (together with the First Subscription Agreement and Second Subscription Agreement, the “**Subscription Agreements**”), in relation to the proposed subscription of a total of 15,000,000,000 new shares of HK\$0.004 each in the share capital of the Company (each a “**Subscription Share**”, and collectively, the “**Subscription Shares**”) at the price of HK\$0.02 per Subscription Share (the principal terms of which are set out in the circular of the Company dated 10 August 2015 (the “**Circular**”) and a copy of which having been produced to this meeting and marked “A” signed by the

chairman of the EGM for identification purpose has been tabled at the meeting), be and are hereby approved, ratified and confirmed and any one director of the Company (“**Director**”) be and is hereby authorised to approve any changes and amendments thereto as he/she may consider necessary, desirable or appropriate;

- (b) subject to the fulfillment of the conditions of the Subscription Agreements, any one Director be and is hereby authorised to exercise all the powers of the Company and to take all steps as might in his/her opinion be desirable or necessary in connection with the Subscription Agreements, including without limitation, to allot and issue the Subscription Shares in accordance with and subject to the terms and conditions of the Subscription Agreements;
- (c) all other transactions contemplated under the Subscription Agreements be and are hereby approved and any one Director be and is hereby authorised to do all such acts and things, to sign and execute all such further documents and to take such steps as the Director in his/her discretion may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Subscription Agreements, or any of the transactions contemplated under the Subscription Agreements and to agree to such variation, amendments or waiver or matters relating thereto (including any variation, amendments or waiver of such documents, which are not fundamentally different from those as provided under the Subscription Agreements) as are, in the opinion of the Director, in the interests of the Company and its shareholders as a whole;
- (d) subject to and conditional upon (i) the Listing Committee of The Stock Exchange of Hong Kong Limited granting approval for the listing of, and permission to deal in, the Subscription Shares; and (ii) the passing of the ordinary resolution as set out in this notice of EGM, the specific mandate be and is hereby granted to the Directors to exercise the powers of the Company to allot, issue and deal with the Subscription Shares pursuant to the Subscription Agreements;
- (e) the authorised share capital of the Company be increased from HK\$40,000,000 divided into 10,000,000,000 ordinary shares of HK\$0.004 each (“**Share(s)**”) to HK\$160,000,000 divided into 40,000,000,000 Shares by the creation of an additional 30,000,000,000 new Shares (the “**Increase of Authorised Share Capital**”); and any one Director of the Company be and is hereby authorised to do all such acts and things and execute all such documents which he/she may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Increase of Authorised Share Capital”

2. “**THAT** Mr. Chui Chi Yun, Robert be and is hereby re-elected an independent non-executive director of the Company and the Board be and is hereby authorised to fix his remuneration.”
3. “**THAT** Mr. Zhang Xiaozheng be and is hereby re-elected an executive director of the Company and the Board be and is hereby authorised to fix his remuneration.”
4. “**THAT** Ms. Wong Chi Yan be and is hereby re-elected an executive director of the Company and the Board be and is hereby authorised to fix her remuneration.”

By order of the Board
Aurum Pacific (China) Group Limited
Chan Wai Kit
Co-Chairman

Hong Kong, 10 August 2015

Registered office:

Cricket Square
Hutchins Drive
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Grand Cayman KY1-1111
Cayman Islands

Principal place of

business in Hong Kong:
22/F., Hua Fu Commercial Building,
111 Queen’s Road West,
Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person as his proxy 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 Meeting. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same.
3. To be valid, the instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered to the office of the Hong Kong branch share registrar and transfer office of the Company, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
4. No instrument appointing a proxy shall be valid after expiration of 12 months from the date named in it as the date of its execution, except at an adjourned meeting or on a poll demanded at the Meeting or any adjournment thereof in cases where the Meeting was originally held within 12 months from such date.

5. Where there are joint holders of any shares, any one of such joint holders may vote at the Meeting, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes 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 joint holding.
6. Completion and delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the Meeting if the member so wish and in such event, the instrument appointing a proxy should be deemed to be revoked.

As at the date of this announcement, the Board comprises four executive Directors, Mr. Chan Wai Kit, Mr. Mo Wai Ming, Lawrence, Mr. Zhang Xiaozheng and Ms. Wong Chi Yan; one non-executive Director, Dr. Lan Hong Tsung, David; and three independent non-executive Directors, Mr. Chui Chi Yun, Robert, Mr. Chi Chi Hung, Kenneth and Mr. Chui Kwong Kau.

This announcement, 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 announcement 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 announcement misleading.

This announcement will remain on the page of “Latest Company Announcements” on the GEM website for at least 7 days from the date of its posting and the website of the Company at www.aurumpacific.com.hk.