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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 10:30 a.m. on Monday, 23 November 2026 at Harbour Room, Mezzanine Floor, Kowloon Shangri-La Hotel, 64 Mody Road, Tsim Sha Tsui East, Kowloon, Hong Kong (or immediately after the conclusion or adjournment of the Court Meeting convened at the direction of the Supreme Court of Bermuda for the same day and place, if later), for the purposes of considering and, if thought fit, passing the following resolution (with or without modifications) as a special resolution of the Company.

Unless otherwise defined, capitalised terms defined in the composite scheme document dated 30 October 2026 (the "**Scheme Document**") of which this notice forms part shall have the same meanings when used herein.

SPECIAL RESOLUTION

"**THAT**:

(a) for the purpose of giving effect to the Scheme (with any modifications thereof or additions thereto approved or imposed by the Court) between the Company and the Scheme Shareholders as set out in the Scheme Document and subject to the approval of the Scheme by the Scheme Shareholders at the Court Meeting, on the Effective Date, any reduction of the issued share capital of the Company associated with the cancellation of the Scheme Shares be and is hereby approved;

(b) contemporaneously with the cancellation of the Scheme Shares, the issued share capital of the Company shall be maintained at the amount in issue immediately prior to the cancellation of the Scheme Shares by issuing to the Offeror such number of new Shares as is equal to the number of Scheme Shares cancelled, credited as fully paid by the application of the credit arising in the books of account of the Company as a result of the cancellation of the Scheme Shares; and

* *For identification purpose only*

(c) any one Director be and is hereby unconditionally authorised to do all acts and things and/or sign such documents as considered by such Director to be necessary or desirable for or in connection with the implementation and completion of the Proposal and the Scheme, including (without limitation) (i) the making of an application to the Stock Exchange for the withdrawal of the listing of the Shares on the Stock Exchange, subject to the Scheme taking effect; (ii) any reduction of issued share capital of the Company; (iii) the allotment and issue of the new Shares referred to above; and (iv) the giving, on behalf of the Company, of consent to any modification of, or addition to, the Scheme, which the Court may see fit to impose."

By Order of the Board
Public Financial Holdings Limited
Chong Yam Kiang
Executive Director

Hong Kong, 30 October 2026

Notes:

1. A Shareholder entitled to attend and vote at the SGM or any adjournment is entitled to appoint one (or, if he/she/it holds two or more Shares, more than one) proxy to attend the SGM and vote on his/her/its behalf in accordance with the Company's Bye-laws. A proxy need not be a Shareholder. A **WHITE** form of proxy for use at the SGM or any adjournment is enclosed with the Scheme Document and is also available on the Company's website (www.publicfinancial.com.hk) and the Stock Exchange's website (www.hkexnews.hk).

2. To be valid, a **WHITE** form of proxy, duly signed and completed, together with the power of attorney or other authority (if any) under which it is signed (or a certified copy thereof), must be lodged with the branch share registrar and transfer office of the Company in Hong Kong (the "**Share Registrar**"), Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 48 hours before the time appointed for holding the SGM or any adjournment and in default, the proxy will not be valid. Completion and return of the **WHITE** form of proxy shall not preclude a Shareholder from attending and voting in person at the SGM or any adjournment should he/she/it so wish. In that event, his/her/its **WHITE** form of proxy will be revoked by operation of law.

3. To ascertain the entitlement to attend and vote at the SGM or any adjournment, Shareholders must lodge the relevant transfer document(s) and share certificate(s) at the Share Registrar's office at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Tuesday, 17 November 2026 for registration.

4. Where there are joint registered holders of any Share, any one of such joint holders may attend and vote at the SGM or any adjournment, either in person or by proxy, in respect of such Shares as if he/she/it were solely entitled thereto; but if more than one of such joint holders are present at the SGM or any adjournment, 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.

5. Pursuant to Rule 13.39(4) of the Listing Rules, all resolutions set out in this notice will be decided by poll at the above meeting (or at any adjournment thereof).

6. Shareholders are advised to read the Scheme Document which contains information concerning the resolutions to be proposed in the SGM.

As at the date of this notice, the Board comprises Mr. Lai Wan, Mr. Quah Poh Keat and Mr. Lee Huat Oon as Non-Executive Directors, Mr. Chong Yam Kiang as Executive Director, and Mr. Lee Chin Guan, Mr. Lim Chao Li and Ms. Phe Kheng Peng as Independent Non-Executive Directors.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this notice and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this notice have been arrived at after due and careful consideration and there are no other facts not contained in this notice the omission of which would make any statements in this notice misleading.