

**IN THE MATTER OF THE COMPANIES ACT 1981
(the “Act”)**

AND

IN THE MATTER OF

**Kingston Financial Group Limited
(the “Company”)**

NOTICE OF REDUCTION OF ISSUED SHARE CAPITAL

NOTICE IS HEREBY GIVEN pursuant to section 46(2)(a) of the Act that, subject to the satisfaction of certain conditions, the Company proposes to reduce its issued share capital from an amount of HK\$347,289,613.32 by an amount of HK\$69,145,495.42 to an amount of HK\$278,144,117.90 by cancelling 3,457,274,771 issued ordinary shares with a par value of HK\$0.02 each (HK\$69,145,495.42 in aggregate) in the share capital of the Company (the “**Capital Reduction**”). Simultaneously with the Capital Reduction, the Company will issue 3,457,274,771 ordinary shares with a par value of HK\$0.02 each (HK\$69,145,495.42 in aggregate) to Active Dynamic Limited, credited as fully paid at par, pursuant to a scheme of arrangement under section 99 of the Act (the “**Scheme**”).

It is anticipated that if the Scheme is approved and the conditions are fulfilled the Capital Reduction will take effect on or about 22 February 2023.

Dated this 3rd day of February 2023

Conyers Dill & Pearman
Attorneys to the Company