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**SOUTHEAST ASIA PROPERTIES & FINANCE LIMITED**

**華信地產財務有限公司**

*(Incorporated in Hong Kong with limited liability)*

Stock Code: 252

Website: <http://www.seapnf.com.hk>

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (the “Meeting”) of Shareholders of Southeast Asia Properties & Finance Limited (the “Company”) will be held at Units 407-410, 4/F., Tower 2, Silvercord, No. 30 Canton Road, Tsimshatsui, Kowloon, Hong Kong on Friday, 12 August 2011 at 10:00 a.m. for the purpose of transacting the following business:

As ordinary business:

1. To receive and consider the Statement of Accounts and the Reports of the Directors and Auditors for the year ended 31 March 2011.
2. To declare a Final Dividend for the year ended 31 March 2011.
3.
  - (a) To re-elect Mr. Chua Nai Tuen as director;
  - (b) To re-elect Mr. Nelson Junior Chua as director;
  - (c) To re-elect Mr. Chan Man Hon, Eric as director;
  - (d) To re-elect Mr. Jimmy Siy Tiong as director;
  - (e) To re-elect Mr. Chan Siu Ting as director; and
  - (f) To authorise the Board of Directors to fix the directors’ remuneration.

4. To re-appoint HLB Hodgson Impey Cheng as Auditors of the Company and to authorise the Directors to fix their remuneration.

By Order of the Board  
**Chua Nai Tuen**  
*Chairman and Managing Director*

Hong Kong, 22 July 2011

*Registered Office:*

Units 407-410, 4/F.,  
Tower 2, Silvercord,  
No. 30 Canton Road,  
Tsimshatsui,  
Kowloon,  
Hong Kong.

*Notes:*

- (1) A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and, on a poll, to vote in his stead. A proxy need not be a member of the Company. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed (or a notarially certified copy of that power of attorney or authority) must be deposited at the Company's registered office at Units 407-410, 4/F., Tower 2, Silvercord, No. 30 Canton Road, Tsimshatsui, Kowloon, Hong Kong not less than 48 hours before the time appointed for the holding of the meeting or adjourned meeting.
- (2) The Register of Members of the Company will be closed from Thursday, 18 August, 2011 to Friday, 19 August, 2011, both dates inclusive, during which period no share transfers can be registered. In order to qualify for the proposed final dividend, all transfers, accompanied by the relevant share certificates, must be lodged with the Company's Share Registrars, General Secretarial Services Limited at 20th Floor, Capitol Centre, 5 – 19 Jardine's Bazaar, Causeway Bay, Hong Kong, not later than 4:30 p.m. on Wednesday, 17 August 2011.
- (3) Where there are joint holders of any share, any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he 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.
- (4) A form of proxy for the meeting is enclosed with this circular.

*As at the date of this announcement, the board of directors of the Company comprises:*

*(1) Executive directors: Mr. Chua Nai Tuen (Chairman and Managing Director), Mr. Chua Nai King (Deputy Chairman), Mr. Nelson Junior Chua and Mr. Gilson Chua; (2) Non-executive directors: Mr. Chan Man Hon, Eric, Mr. Jimmy Siy Tiong, Mr. Luis Siy, Mr. Rene Siy Chua, Mr. Samuel Siy Yap, Mr. Tsai Han Yung and Ms. Vivian Chua; and (3) Independent non-executive directors: Mr. Chan Siu Ting, Mr. James L. Kwok and Mr. Wong Shek Keung.*