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E-RENTAL CAR COMPANY LIMITED

宜租互聯網租車有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1822)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of E-Rental Car Company Limited (the “**Company**”) will be held at Suites 3101-3105, 31/F., Dah Sing Financial Centre, 108 Gloucester Road, Wanchai, Hong Kong on 12 May 2016 (Thursday) at 10:30 a.m. to consider and, if thought fit, pass the following special resolution:

SPECIAL RESOLUTION

“**THAT** subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained, the English name of the Company be changed from “E-Rental Car Company Limited” to “HongDa Financial Holding Limited” and the Chinese name of the Company from “宜租互聯網租車有限公司” to “弘達金融控股有限公司” as its dual foreign name (the “**Proposed Change of Company Name**”), and that the directors and the secretary of the Company (or any one or more of them) be and is/are hereby authorised to do all such acts and things and execute all such documents as such director(s) consider(s) necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Proposed Change of Company Name and to attend to any necessary registration and/or filing for and on behalf of the Company.”

By Order of the Board

E-Rental Car Company Limited

Deng Shufen

Chairman and Executive Director

Hong Kong, 11 April 2016

Registered office:
Cricket Square, Hutchins Drive
P.O. Box 2681, Grand Cayman
KY1-1111
Cayman Islands

*Head office and principal place
of business in Hong Kong:*
Suites 3101-3105, 31/F.
Dah Sing Financial Centre
108 Gloucester Road
Wanchai, Hong Kong

Notes:

- 1 Any member of the Company entitled to attend and vote at the EGM convened by the above notice is entitled to appoint another person to attend and vote in his stead. 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. A proxy need not be a member of the Company.
- 2 A form of proxy for use at the EGM is enclosed with the circular of the Company dated 11 April 2016.
- 3 To be valid, a form of proxy in the prescribed form together with the power of attorney or other authority (if any) under which it is signed (or a certified copy thereof) must be deposited with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the EGM (or any adjournment thereof). Completion and return of the form of proxy shall not preclude a member from attending and voting in person at the EGM or at any adjourned meeting (as the case may be) should he so wish, and in such event, the instrument appointing the proxy shall be deemed to be revoked.
- 4 Where there are joint registered holders of any share, any one of such persons may vote at the EGM, 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 EGM, the vote of the senior holder 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 Any voting at the EGM or any adjournment thereof should be taken by poll.

As at the date of this notice, the board of directors of the Company comprises four executive directors, namely Ms Deng Shufen (Chairman), Mr Dai Yumin, Mr Gui Bin and Ms Liu Jiangyuan, and three independent non-executive directors, namely Mr Fang Jun, Mr Wong Yiu Kit, Ernest and Mr Zhao Xianming.