

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional advisor.

If you have sold or transferred all your shares in AID Partners Capital Holdings Limited, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.



AID PARTNERS CAPITAL HOLDINGS LIMITED

(滙友資本控股有限公司)*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8088)

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

Capitalised terms used in this cover page shall have the same meanings as those defined in the section headed “**Definitions**” of this circular.

A notice convening the EGM to be held at hmv Flagship Store, 4/F., Pearl City, 22–36 Paterson Street, Causeway Bay, Hong Kong on Monday, 27 June 2016, at 10:30 a.m. is set out on pages 5 to 6 of this circular. A form of proxy for the EGM is enclosed. Whether or not you intend to attend and vote at the EGM or any adjourned meeting in person, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon and return the same to the principal place of business of the Company at Units 1&2, 29/F., The Hennessy, 256 Hennessy Road, Wanchai, Hong Kong, as soon as possible and in any event 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 will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

* *For identification purpose only*

CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following terms shall have the meanings set out below.

“Board”	the board of Directors
“Company”	AID Partners Capital Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on GEM
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened for the Shareholders, as the case may be, to consider, and if thought fit, to approve the Proposed Change of Company Name
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	The Rules Governing the Listing of Securities on the GEM
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	31 May 2016, being the latest practicable date prior to the despatch of this circular for the purpose of ascertaining certain information contained herein
“Proposed Change of Company Name”	the proposal by the Board to change the English name of the Company from “AID Partners Capital Holdings Limited” to “AID Partners Technology Holdings Limited” and adopt the Chinese name of “滙友科技控股有限公司” in place of its existing Chinese name “滙友資本控股有限公司” which has been used for identification purposes only
“Share(s)”	ordinary share(s) of nominal value of US\$0.01 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“US\$”	United States dollars, the lawful currency of the United States of America

LETTER FROM THE BOARD



AID PARTNERS CAPITAL HOLDINGS LIMITED

(滙友資本控股有限公司)*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8088)

Executive Directors:

Wu King Shiu, Kelvin (*Chairman*)
Ho Gilbert Chi Hang
Chang Tat Joel

Independent Non-executive Directors:

Chinn Adam David
Professor Lee Chack Fan, *GBS, SBS, JP*
Yuen Kwok On

Registered office:

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Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

*Head Office and Principal Place of
Business in Hong Kong:*

Units 1&2, 29/F.
The Hennessy
256 Hennessy Road
Wanchai
Hong Kong

3 June 2016

To the Shareholders

Dear Sir or Madam,

**PROPOSED CHANGE OF COMPANY NAME
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

INTRODUCTION

Reference is made to the announcement dated 24 May 2016 of the Company in relation to the Proposed Change of Company Name.

The purpose of this circular is to provide you with, among other things, (i) the Proposed Change of Company Name and (ii) the notice of EGM.

* *For identification purpose only*

LETTER FROM THE BOARD

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “AID Partners Capital Holdings Limited” to “AID Partners Technology Holdings Limited” and adopt the Chinese name of “滙友科技控股有限公司” in place of its existing Chinese name “滙友資本控股有限公司” which has been used for identification purposes only.

Conditions for the Proposed Change of Company Name

The Proposed Change of Company Name is subject to the satisfaction of the following conditions (the “**Name Change Conditions**”):

- (a) the passing of a special resolution by the Shareholders at the EGM approving the Proposed Change of Company Name; and
- (b) the Registrar of Companies in the Cayman Islands approving the Proposed Change of Company Name.

Subject to the satisfaction of the Name Change Conditions, the Proposed Change of Company Name will take effect from the date of entry of the new English name of the Company on the register maintained by the Registrar of Companies in the Cayman Islands. The Registrar of Companies in the Cayman Islands shall issue a certificate of incorporation on change of name thereafter. The Company will carry out all necessary registration and/or filing procedures with the Registrar of Companies in the Cayman Islands and the Companies Registry in Hong Kong.

Reasons for the Proposed Change of Company Name

The Group is principally engaged in the asset management and strategic investment business. However, it has not defined the industries in which the Company focuses, thus creating unnecessary inconvenience and interpretation of the Company’s business. Over the years, the Group has accumulated remarkable experience in investing and operating technology businesses. The Directors believe that it is in the interest of the Company to further develop the strategy of investing in world-class technology and becoming a partner for the commercial roll out of such technology in Asia for its investee companies. Therefore, the Directors believe that changing the name of the Company better reflects the nature and strategy of the Company.

Effects of the Proposed Change of Company Name

The Proposed Change of Company Name will not affect any of the rights of the Shareholders. Once the Proposed Change of Company Name becomes effective, any issue of share certificates of the Company thereafter will be in the new name of the Company and the Shares will be traded on GEM in the new name of the Company. All existing share certificates of the Company in issue bearing the present name of the Company shall, after the Proposed Change of Company Name having become effective, continue to be evidence of title to such Shares and will continue to be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for free exchange of the existing share certificates for new certificates bearing the new name of the Company.

LETTER FROM THE BOARD

EGM

An EGM will be convened and held for the purposes of considering and, if thought fit, approving, the special resolution in respect of the Proposed Change of Company Name.

A notice convening the EGM is set out on pages 5 to 6 of this circular. A form of proxy for the EGM is enclosed with this circular. Whether or not you intend to be present at the EGM, you are advised to complete the form of proxy and return it to the principal place of business of the Company at Units 1 & 2, 29/F., The Hennessy, 256 Hennessy Road, Wanchai, Hong Kong in accordance with the instructions printed thereon not less than 48 hours before the time fixed for the EGM or any adjournment thereof. The completion and delivery of a form of proxy will not preclude you from attending and voting at the meeting or any adjournment thereof in person.

RESPONSIBILITY STATEMENT

This circular, 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 circular 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 circular misleading.

RECOMMENDATION

The Directors consider that the Proposed Change of Company Name is in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the special resolution to approve the Proposed Change of Company Name as set out in the notice of the EGM.

By order of the Board
AID PARTNERS CAPITAL HOLDINGS LIMITED
Wu King Shiu, Kelvin
Chairman

NOTICE OF EXTRAORDINARY GENERAL MEETING



AID PARTNERS CAPITAL HOLDINGS LIMITED
(滙友資本控股有限公司)*
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8088)

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the “EGM”) of AID Partners Capital Holdings Limited (the “**Company**”) will be held at hmv Flagship Store, 4/F., Pearl City, 22–36 Paterson Street, Causeway Bay, Hong Kong on Monday, 27 June 2016 at 10:30 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution as a special resolution of the Company:

SPECIAL RESOLUTION

“**THAT** subject to and conditional upon the necessary approval of the Registrar of Companies in the Cayman Islands, the English name of the Company be changed from “AID Partners Capital Holdings Limited” to “AID Partners Technology Holdings Limited” and to adopt the Chinese name of “滙友科技控股有限公司” in place of its existing Chinese name “滙友資本控股有限公司” which has been used for identification purposes only, and that the directors of the Company be and are hereby authorised to do all such acts and things, and execute such deeds they may, in their absolute discretion, deem fit in order to effect such change of name.”

By order of the Board
AID PARTNERS CAPITAL HOLDINGS LIMITED
Wu King Shiu, Kelvin
Chairman

Hong Kong, 3 June 2016

Notes:

1. A shareholder of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and, on a poll, vote in his stead at the meeting in accordance with the Articles of Association of the Company. A proxy need not be a shareholder of the Company but must be present in person to represent the shareholder.
2. To be valid, the form of proxy together with a power of attorney or other authority (if any) under which it is signed or a certified copy thereof must be deposited with principal place of business of the Company at Units 1&2, 29/F., The Hennessy, 256 Hennessy Road, Wanchai, Hong Kong at least 48 hours before the time appointed for holding the meeting or any adjournment thereof as the case may be and in default thereof the form of proxy and such power or authority shall not be treated as valid.
3. Completion and return of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.

* *For identification purpose only*

NOTICE OF EXTRAORDINARY GENERAL MEETING

4. Where there are joint holders of any share of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he were solely entitled to vote, but if more than one of such joint holders are present at the EGM, the most senior holder shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand first on the register of members of the Company in respect of the joint holding.

As at the date of this notice, the directors of the Company are:

*Executive Directors: Wu King Shiu, Kelvin, Ho Gilbert Chi Hang and
Chang Tat Joel*

*Independent Non-Executive Directors: Chinn Adam David, Professor Lee Chack Fan, GBS, SBS, JP
and Yuen Kwok On*

This notice, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this notice 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 notice misleading.

This notice will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication and on the website of the Company at www.aid8088.com.