THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold all your securities in Mei Ah Entertainment Group Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or to the bank manager, stockbroker or other agent through whom the sale was effected for transmission to the purchaser.

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美亞娛樂資訊集團有限公司
MEI AH ENTERTAINMENT GROUP LTD.

(Incorporated in Bermuda with limited liability)

(Stock code: 391)

PROPOSALS FOR
(1) GENERAL MANDATES TO ISSUE AND TO REPURCHASE SHARES
(2) RE-ELECTION OF DIRECTORS
(3) RE-APPOINTMENT OF AUDITOR
AND
NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of Mei Ah Entertainment Group Limited to be held at Conference Room, 5/F., Mei Ah Centre, 28 Chun Choi Street, Tseung Kwan O Industrial Estate, Kowloon, Hong Kong on 18th September 2026 at 4:30 p.m. is set out on pages 13 to 16 of this circular. Whether or not you intend to attend the meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for the meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting at the meeting should you so wish.

18th August 2026

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

"AGM" or "Annual General Meeting"	the annual general meeting of the Company to be held at 4:30 p.m. on 18th September 2026, the notice of which is set out on pages 13 to 16 of this circular
"Board"	the board of Directors of the Company
"Business day"	any day on which the Stock Exchange is open for the business of dealing in securities
"Bye-laws"	the bye-laws of the Company
"Company"	Mei Ah Entertainment Group Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Stock Exchange
"Directors"	the directors of the Company
"General Mandates"	the Repurchase Mandate and the general mandate to issue shares to be sought at the AGM
"Group"	the Company and its subsidiaries
"HK$" and "cent(s)"	Hong Kong dollars and cent(s) respectively
"HKSCC"	Hong Kong Securities Clearing Company Limited
"Kuo Hsing"	Kuo Hsing Holdings Limited, a substantial shareholder of the Company, Kuo Hsing is incorporated in the British Virgin Islands with limited liability and beneficially controlled by Mr. Li Kuo Hsing, a director and the Chairman of the Company
"Latest Practicable Date"	12th August 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange

"Nomination Committee"	the nomination committee of the Company comprising Mr. Guo Yan Jun (Chairman), Mr. Li Kuo Hsing, Mr. Li Tang Yuk, Mr. Leung Tak Sing, Dominic and Ms. Law Sau Lai
"Ordinary Resolution(s)"	the proposed ordinary resolution(s) as referred to in the notice to the AGM
"Repurchase Mandate"	the proposed new general mandate, to be sought at the AGM, to authorise the Directors to repurchase Shares in the manner as set out in the notice of the AGM
"SFO"	The Securities and Futures Ordinance
"Share(s)"	share(s) of HK$0.02 each in the capital of the Company
"Shareholder(s)"	holder(s) of Shares
"Special Business"	business other than ordinary business to be transacted at the AGM
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeover Code"	Hong Kong Code on Takeovers and Merger
"%"	per cent

美亞娛樂資訊集團有限公司
MEI AH ENTERTAINMENT GROUP LTD.

(Incorporated in Bermuda with limited liability)
(Stock code: 391)

Executive Directors:
Mr. Li Kuo Hsing *(Chairman)*
Mr. Li Tang Yuk *(Managing Director)*
Dr. Dong Ming

Independent Non-Executive Directors:
Mr. Guo Yan Jun
Mr. Leung Tak Sing, Dominic
Mr. Ma Fung Kwok
Mr. Xu Lin
Mr. Cheung Chin Hoo
Ms. Law Sau Lai

Registered Office:
Richmond House
12 Par-la-ville Road
Hamilton HM08
Bermuda

Principal place of business:
5/F., Mei Ah Centre
28 Chun Choi Street
Tseung Kwan O Industrial Estate
Kowloon
Hong Kong

18th August 2026

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR (1) GENERAL MANDATES TO ISSUE AND TO REPURCHASE SHARES (2) RE-ELECTION OF DIRECTORS (3) RE-APPOINTMENT OF AUDITOR AND NOTICE OF ANNUAL GENERAL MEETING

The purpose of this circular is to give you information on matters to be dealt with at the AGM. They are: (i) grant of the General Mandates to issue and repurchase Shares; (ii) re-election of Directors; (iii) re-appointment of auditor; and (iv) the notice of the AGM.

GENERAL MANDATES TO ISSUE AND TO REPURCHASE SHARES

The Directors have taken the opportunity afforded by the necessity to propose a resolution to grant a general mandate to the Directors to exercise the powers of the Company to allot and issue Shares not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company in issue (excluding treasury shares, if any) as at the date of the passing of the resolution (1,184,747,705 Shares based on 20% of number of Shares in issue as at the Latest Practicable Date). An ordinary resolution will also be proposed at the AGM to grant to the Directors a general mandate to repurchase Shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company in issue (excluding treasury shares, if any) as at the date of the passing of such resolution. The general mandate granted to the Directors to allot and issue Shares is also proposed to be extended by the total nominal amount of the Shares repurchased by the Company under the Repurchase Mandate.

The Directors believe that it is in the interests of the Company and its Shareholders as a whole if the General Mandates were granted at the Annual General Meeting. The need for an issue of Shares under the general mandate to issue Shares could provide flexibility for issuing new Shares.

The Company has no plan to issue or repurchase Shares under the General Mandate (if so approved by the Shareholders at the AGM) as at the Latest Practicable Date.

In accordance with the Listing Rules, the Company is required to send to its Shareholders an explanatory statement containing all the information reasonably necessary to enable Shareholders to make an informed decision on whether to vote for or against the resolutions to approve the granting of a mandate to the Directors to exercise the powers of the Company to repurchase its own Shares. Such explanatory statement is set out in the Appendix I to this circular.

RE-ELECTION OF DIRECTORS

In accordance with the requirements under the Bye-laws, Mr. Li Kuo Hsing, Dr. Dong Ming, Mr. Leung Tak Sing, Dominic and Mr. Xu Lin will retire at the AGM and, being eligible, will offer themselves for re-election. Details of the Directors who are proposed to be re-elected at the AGM are set out in Appendix II to this circular.

The Nomination Committee is primarily responsible for identifying and nominating, for approval by the Board, suitably qualified candidates to become members of the Board as additional directors or to fill casual vacancies. The Nomination Committee identifies candidates for directorship from various channels, including but not limited to internal promotion and referral by management. The Nomination Committee may also receive nomination of candidate(s) for election as Director(s) from Shareholder(s). After the candidate(s) is identified, the Nomination Committee will consider the biographical information of the candidate(s) and evaluate the candidate(s) based on certain criteria as set out in the nomination policy of the Company to determine whether such candidate is qualified for directorship and make recommendation to the Board accordingly.

For re-election of any existing member of the Board, the Nomination Committee shall also evaluate the candidate(s) based on certain criteria as set out in the nomination policy of the Company and make recommendations to the Board for its consideration and recommendation for the candidate(s) to stand for re-election at general meeting.

The following criteria are taken into consideration in evaluating and selecting candidate(s) for directorship(s):

- character and integrity.
- qualifications including professional qualifications, skills, knowledge and experience that are relevant to the Company's business and corporate strategy.
- requirement for the Board to have independent non-executive directors in accordance with the Listing Rules and whether the candidates would be considered independent with reference to the independence guidelines set out in the Listing Rules.

- the board diversity policy of the Company.
- such other perspectives appropriate to the Company's business.

In reviewing the structure, size and composition of the Board and in proposing individuals for re-election as Directors at the Annual General Meeting, the Nomination Committee considered the Board diversity from a number of factors, including but not limited to gender, age, cultural and educational background, professional and industry experience, skills, knowledge and time commitments. All Board appointments will be based on merit, and candidates will be considered against criteria including character and integrity, skills and experience as may be necessary for the operation of the Board as a whole, with a view to maintaining a sound balance of the Board's composition.

With reference to resolutions 2(a)(iii) to (iv) for the re-election of Mr. Leung Tak Sing, Dominic and Mr. Xu Lin as independent non-executive directors of the Company, the Nomination Committee and the Board have reviewed the annual written confirmations of independence of them and assessed their independence based on the independence criteria as set out in Rule 3.13 of the Listing Rules. Mr. Leung Tak Sing, Dominic has served on the Board as an independent non-executive director for more than nine years. Throughout the period, he has made valuable contribution to the Company by providing his balanced and objective views to the Board. He has not held any executive or management position in the Group and accordingly there is no evidence that the independence of him, especially in terms of exercising independent judgement, has been or will be in any way affected by his length of service to the Company. In addition, Mr. Leung Tak Sing, Dominic and Mr. Xu Lin do not have any other relationships with any directors, senior management, substantial shareholders or controlling shareholders of the Company. The Nomination Committee and the Board are also not aware of any circumstance that might influence Mr. Leung Tak Sing, Dominic and Mr. Xu Lin in exercising independent judgement and are satisfied that they have the required character, integrity, independence and experience to fulfill the role of independent non-executive Directors and accordingly Mr. Leung Tak Sing, Dominic and Mr. Xu Lin are considered independent. In addition, Mr. Leung Tak Sing, Dominic and Mr. Xu Lin also have extensive experience in various sectors and public service. The Board believes that the skills and experiences they acquired will be beneficial to the Board with diversity of their knowledge and bring valuable contribution to the Group.

Having regard to the experience, skills and expertise of the retiring Directors as well as the Board's diversity policy and the nomination policy adopted by the Company, the Nomination Committee recommended re-election of the aforesaid retiring Directors to the Board. Accordingly, the Board has proposed that each of the above retiring Directors, namely Mr. Li Kuo Hsing, Dr. Dong Ming, Mr. Leung Tak Sing, Dominic and Mr. Xu Lin, stands for re-election as Director by way of separate resolution at the AGM.

RE-APPOINTMENT OF AUDITOR

At the AGM, an ordinary resolution will be proposed to re-appoint PricewaterhouseCoopers as auditor and to authorise the Board to fix the remuneration of the auditor.

The estimated audit fee for the upcoming reporting period is expected to be in the range of approximately HK$1,600,000 to HK$2,000,000, with reference to the annual audit fee of HK$1,813,000 for the year ended 31st March 2026. This estimate is based on preliminary discussions between the Company and the auditor, taking into account the current audit fee, and the complexity of the Company's operations, the planned business activities for the period, the expected audit scope, the proposed audit timetable, and the auditors' resources required to perform the audit, which are expected to be similar to those in the last reporting year. The estimated fee is a fair and reasonable assessment based on the facts and circumstances known at the relevant time and is provided for illustrative purposes only; it may be subject to adjustment prior to the final determination of the audit fee.

VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll, except where the chairman in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly all resolutions to be proposed at the AGM shall be voted by poll.

NOTICE OF ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the AGM is set out on pages 13 to 16 of this circular.

A form of proxy for use at the AGM is enclosed with this circular. Whether or not you intend to attend the meeting, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person if you so wish.

RESPONSIBILITY STATEMENT

This document, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the 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 document 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 document misleading.

RECOMMENDATION

The Directors are of the opinion that the proposals for the General Mandates to issue and to repurchase the Shares, the re-election of the Directors and the re-appointment of auditor, are in the interests of the Company and the Shareholders. Accordingly, the Directors recommend that all Shareholders to vote in favour of the relevant resolutions to be proposed at the AGM.

Yours faithfully,
For and on behalf of
Mei Ah Entertainment Group Limited
Li Kuo Hsing
Chairman

GENERAL MANDATES

This is an explanatory statement given to the Shareholders relating to a resolution authorising the Company to repurchase its own Shares proposed to be passed by the Shareholders by means of an ordinary resolution at the AGM.

This explanatory statement contains a summary of the information required pursuant to Rule 10.06(1)(b) of the Listing Rules which is set out as follows:

- as at the Latest Practicable Date, there were a total of 5,923,738,525 Shares in issue;

- assuming that no further Shares is issued or repurchased between the Latest Practicable Date and the date of AGM, there will be 5,923,738,525 Shares and exercise in full of the Repurchase Mandate would result in up to a maximum of 592,373,852 Shares (representing 10% of the issued share capital of the Company (excluding treasury share, if any) at the date of passing the resolution) being repurchased by the Company during the relevant period referred to in ordinary resolution numbered 4 of the notice of the AGM;

- the Directors believe that it is in the best interests of the Company and its Shareholders for the Directors to have a general authority from Shareholders to enable the Directors to purchase Shares on the market. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and/or its earnings per Share and will only be made when the Directors believe that such repurchases will benefit the Company and its Shareholders;

- in repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with its memorandum of association and the Bye-laws and the laws of Bermuda. Under Bermuda law, repurchases may only be effected out of the capital paid up on the purchased Shares or out of funds of the Company otherwise available for dividend or distribution or out of the proceeds of a fresh issue of securities made for the purpose. Any premium payable on a purchase over the par value of the Shares to be purchased must be provided for out of funds of the Company otherwise available for dividend or distribution or out of the Company's share premium account;

- the Directors consider the repurchase of Shares in full at any time during the proposed repurchase period may have a material adverse impact on the working capital or gearing position of the Company as compared with the position disclosed in the Company's annual report for the year ended 31st March 2026, the Directors do not propose to exercise the Repurchase Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing position which in the opinion of the Directors are from time to time appropriate for the Company;

- none of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their associates (as defined in the Listing Rules) has any present intention, in the event that the Repurchase Mandate is approved by the Shareholders, to sell Shares to the Company or its subsidiaries;

- the Directors will exercise the power of the Company to make purchases pursuant to the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of Bermuda;

- the Company had not purchased any Shares, whether on the Stock Exchange or otherwise, in the six months preceding the Latest Practicable Date;

- No connected persons, being the directors, chief executives or substantial shareholders of the Company or any of its subsidiaries or the associates of any of them, has notified the Company that he has a present intention to sell Shares to the Company, or has undertaken not to do so, in the event that the Repurchase Mandate is approved by the Shareholders;

- it is intended that any Shares which are repurchased by the Company will be cancelled; and

- neither this explanatory statement nor the proposed share repurchase has any unusual features.

GENERAL

If as a result of a share repurchase by the Company, a proportionate interest in the voting rights of the Company held by a Shareholder increases, such increase will be treated as an acquisition for the purpose of the Takeover Code. Accordingly, a Shareholder, or a group of Shareholders acting in concert, could obtain or consolidate control of the Company or become obliged to make a mandatory offer in accordance with Rule 26 of the Takeover Code. If the Company were to repurchase Shares up to the permitted maximum of 10% of the issued share capital of the Company, such parties may together with any other parties acting in concert with them become obliged to make a mandatory offer in accordance with Rule 26 of the Takeover Code.

As at the Latest Practicable Date, Kuo Hsing, Mr. Li Kuo Hsing and Ms. Li Pik Lin, spouse of Mr. Li Kuo Hsing, which are acting in concert, beneficially held 3,423,988,800 Shares in aggregate, representing approximately 57.80% of the issued share capital of the Company within the meaning of Part XV of the SFO. On the basis that no further Shares are issued or repurchased and in the event that the Repurchase Mandate is exercised in full, the shareholding of Kuo Hsing, Mr. Li Kuo Hsing and Ms. Li Pik Lin in aggregate would be increased to approximately 64.22% of the issued share capital of the Company and such increase would not give rise to an obligation to make a mandatory offer under Rule 26 of the Takeover Code.

SHARE PRICES

The highest and lowest prices at which the Shares were traded on the Stock Exchange during each of the previous twelve months up to the Latest Practicable Date were as follows:

	Highest	**Lowest**
	HK$	*HK$*
2025		
August	0.107	0.092
September	0.097	0.082
October	0.115	0.083
November	0.107	0.092
December	0.105	0.094
2026		
January	0.108	0.095
February	0.100	0.097
March	0.100	0.092
April	0.100	0.093
May	0.100	0.096
June	0.120	0.095
July	0.219	0.097
August (up to the Latest Practicable Date)	0.193	0.155

The following are details of Mr. Li Kuo Hsing, Dr. Dong Ming, Mr. Leung Tak Sing, Dominic and Mr. Xu Lin who will retire at the AGM and being eligible, offer themselves for re-election.

Mr. Li Kuo Hsing, aged 67, is the founder, Chairman and a major shareholder of the Group which was established in 1984, and a recognised leader of the Hong Kong entertainment industry. With years of experience in the home video and media entertainment industry, he is responsible for the corporate strategy and development of the Group. Mr. Li has been appointed as the member of the 13th National Committee of the Chinese People's Political Consultative Conference since 2018. He is also the Vice Chairman of the Federation of Motion Film Producers of Hong Kong Limited since 1998. He is the father of Mr. Li Tang Yuk, an executive director of the Company.

As at the Latest Practicable Date, Mr. Li Kuo Hsing beneficially held 3,423,988,800 Shares of the Company, representing 57.80% of the issued share capital of the Company.

During the year ended 31st March 2026, the emolument received by Mr Li Kuo Hsing amounted to HK$3,915,000. For the upcoming year, Mr. Li Kuo Hsing will be entitled to a proposed monthly emolument of HK$326,230 and a discretionary bonus (if any) to be decided by the Board.

Dr. Dong Ming, aged 68, has been appointed as an executive director and Chief Operating Officer of the Company with effect from 1st September 2014. Dr. Dong holds master and doctor degrees of London School of Economics and Political Science, and has over 30 years' experiences in investment banking and corporate management. Dr. Dong worked in Merrill Lynch and Bear Stearns, and was responsible for corporate financing of Chinese enterprises, during which he completed the listing of several Chinese enterprises in Hong Kong and other financial advisory roles. Dr. Dong also has extensive experience in enterprise investment and corporate management, he worked in Tianjin Development Holdings Limited as an executive director and deputy general manager, China Taiping Insurance Holdings Limited as executive director and Vice General Manager and Taiping Assets Management (HK) Company Limited as Managing Director responsible for daily operations, strategic planning, financial and working capital management, merger and acquisition and investor relations.

As at the Latest Practicable Date, Dr. Dong beneficially held 5,000,000 Shares of the Company, representing 0.08% of the issued share capital of the Company.

During the year ended 31st March 2026, the emolument received by Dr. Dong amounted to HK$1,856,000. For the upcoming year, Dr. Dong will be entitled to a proposed monthly emolument of HK$154,670 and a discretionary bonus (if any) to be decided by the Board.

Mr. Leung Tak Sing, **Dominic**, aged 70, was appointed as an independent non-executive director of the Company on 1st March 2016, is a seasoned executive in the information and communication technologies industry. He has served Hong Kong Telecommunications ("**HKT**") for 34 years and has held many senior management positions in his tenure of service. Prior to his retirement at HKT, he was the Managing Director of Business Processes and responsible for reviewing and overhauling HKT's business processes and related systems. Mr. Leung had also been the Managing Director of TV & New Media, where he was responsible for now TV, MOOV and now.com.hk, as well as business development of IPTV opportunities internationally. Mr. Leung joined Cable & Wireless HKT's multimedia business unit in 1994. His previous appointments also included the Executive Vice President of Consumer Marketing & Business, and responsible for marketing, product development and management of PCCW's consumer telephone and broadband services.

Mr. Leung had served the Communication Association of Hong Kong as a member of the Executive Committee from 2006 to 2010. He was also a member of the Hong Kong Trade Development Council's Entertainment Industry Advisory Committee member between 2008 to 2010.

Mr. Leung graduated from the University of Toronto with a Bachelor of Arts degree in 1979, and from Canada's University of Windsor with a Bachelor of Commerce degree in 1980.

During the year ended 31st March 2026, Mr. Leung received director's fees of HK$80,000. For the upcoming year, Mr. Leung will be entitled to a proposed annual fees of HK$80,000

Mr. Xu Lin, aged 65, was appointed as an independent non-executive director of the Company with effect from 1st December 2022. Mr. Xu currently also serves as a non-executive director of Hao Tian International Construction Investment Group Limited. and Wan Kei Group Holdings Limited (both companies listed on the Stock Exchange). During the past three years, Mr. Xu had been a non-executive director of Goldstone Capital Group Limited (company listed on the Stock Exchange) up to 16th October 2024 and a director of Yunnan Jinggu Forestry Co., Ltd. (company listed on Shanghai Stock Exchange) up to 16th February 2025. Mr. Xu has extensive working experiences and extensive experiences in policy making. He was a Director of Business Development of CITIC Limited, Vice-President of Kaisa Group Holdings Limited and Chairman of Kaisa Financial Group, President of Zhaobangji Financial Group and Zhaobangji Properties Group, an Executive Director and Executive Vice-Chairman of DTXS Silk Road Investment Holdings Company Limited, a Senior Vice-President and President of China of Chow Tai Fook Enterprises Limited and General Manager of Chow Tai Fook Investment Limited. With the exposure to several positions, Mr. Xu has solid foundation in economic theory and rich experience in management. Also, he is Vice-Chairman of Enterprise Directors Association of Guangdong-Hong Kong-Macau Greater Bay Area and a member of the Social Development Export Group of the Hong Kong Chief Executive's Policy Unit.

During the year ended 31st March 2026, Mr. Xu received director's fees of HK$80,000. For the upcoming year, Mr. Xu will be entitled to a proposed annual fee of HK$80,000.

Other than disclosed above, the Directors proposed for re-election do not have any relationship with other directors, senior management or substantial or controlling shareholders of the Company, have not hold any major positions and directorships in other listed public companies in the past three years and do not have any interest in Shares within the meaning of Part XV of the SFO. There is no service contract entered into between the Company and the Directors proposed for re-election and no other forms of bonus entitlements were received by the Directors proposed for re-election. The fees and emoluments of the Directors proposed for re-election were determined by the Board with reference to their time and effort, duties and responsibility to the Group and the prevailing market conditions. The Directors proposed for re-election are subject to retirement by rotation in accordance with the Bye-laws of the Company and the requirements under the Listing Rules.

Other than those disclosed above, there is no information to be disclosed pursuant to any of the requirement of Rule 13.51(2)(a) to (x) of the Listing Rules and there is no other matter which needs to be brought to the attention of the Shareholders in respect of the re-election of the Directors proposed for re-election.

美亞娛樂資訊集團有限公司
MEI AH ENTERTAINMENT GROUP LTD.

(Incorporated in Bermuda with limited liability)

(Stock code: 391)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at Conference Room, 5/F., Mei Ah Centre, 28 Chun Choi Street, Tseung Kwan O Industrial Estate, Kowloon, Hong Kong, on 18th September 2026 at 4:30 p.m. for the following purposes:

1. To receive and consider the audited consolidated financial statements, the report of the directors and of the auditors for the year ended 31st March 2026;

2. To:

   (a) re-elect the following directors:

      (i) Mr. Li Kuo Hsing;

      (ii) Dr. Dong Ming;

      (iii) Mr. Leung Tak Sing, Dominic; and

      (iv) Mr. Xu Lin

   (b) authorise the Board of Directors to fix the Directors' remuneration and set a maximum number of Directors;

3. To re-appoint PricewaterhouseCoopers as auditor and authorise the Board of Directors to fix their remuneration;

4. To consider as Special Business and, if thought fit, pass the following resolution as an Ordinary Resolution:

   "**THAT**

   (a) the exercise by the directors of the Company (the "**Directors**") during the Relevant Period (as defined in paragraph (c) below) of all the powers of the Company to purchase its shares subject to and in accordance with the applicable laws, be and is hereby generally and unconditionally approved;

(b) the total nominal amount of shares to be purchased pursuant to the approval in paragraph (a) above shall not exceed 10% of the total nominal amount of the share capital of the Company (excluding treasury shares, if any) in issue on the date of this Resolution and the said approval shall be limited accordingly; and

(c) for the purpose of this Resolution, "Relevant Period" means the period from the passing of this Resolution until whichever is the earlier of:

(i) the conclusion of the next Annual General Meeting of the Company;

(ii) the revocation or variation of the authority given under this Resolution by Ordinary Resolution of the shareholders in general meetings; and

(iii) the expiration of the period within which the next Annual General Meeting of the Company is required by the Bye-Laws of the Company or any applicable laws to be held.";

5. To consider as Special Business and, if though fit, pass the following resolution as an Ordinary Resolution:

"**THAT**

(a) the exercise by the Directors during the Relevant Period of all the powers of the Company to issue, allot and deal in additional shares of the Company and to make or grant offers, agreements and options which would or might require shares to be allotted, issued or deal in during or after the end of the Relevant Period, in addition to any shares which may be issued on the exercise of the subscription rights under the warrants issued by the Company, be and is hereby generally and unconditionally approved, provided that, otherwise than pursuant to a rights issue where shares are offered to shareholders on a fixed record date in proportion to their then holdings of shares (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in any territory outside Hong Kong) or any option scheme or similar arrangement for the time being adopted for the grant or issue to employees of the Company and/or any of its subsidiaries of shares or rights to acquire shares of the Company, or any scrip dividend scheme or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the Bye-Laws of the Company, the total nominal amount of additional shares issued, allotted, deal in or agreed conditionally or unconditionally to be issued, allotted or deal in (whether pursuant to an option or otherwise) shall not in total exceed 20% of the total nominal amount of the share capital of the Company in issue (excluding treasury shares, if any) on the date of this Resolution and the said approval shall be limited accordingly; and

(b) for the purpose of this Resolution, "Relevant Period" means the period from the passing of this Resolution until whichever is the earlier of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the revocation or variation of the authority given under this Resolution by Ordinary Resolution of the shareholders in general meetings; and

(iii) the expiration of the period within which the next Annual General Meeting of the Company is required by the Bye-Laws of the Company or any applicable laws to be held.";

6. To consider as Special Business and, if thought fit, the following resolution as an Ordinary Resolution:

"**THAT** conditional upon Resolutions 4 and 5 being passed, the general mandate granted to the Directors of the Company pursuant to Resolution 5 above and for the time being in force to exercise the powers of the Company to allot shares and to make or grant offers, agreements and options which might require the exercise of such powers be and is hereby extended by the total nominal amount of shares in the capital of the Company repurchased by the Company under the authority granted pursuant to Resolution 4, provided that such amount shall not exceed 10% of the total nominal amount of the share capital of the Company in issue (excluding treasury shares, if any) of the date on this Resolution."

By Order of the Board
Chan Lun Ho
Company Secretary

Hong Kong, 18th August 2026

Notes:

(a) A member entitled to attend and vote at the Meeting is entitled to appoint more than one proxy to attend and, in the event of a poll, vote on his behalf. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.

(b) The instrument appointing a proxy and the power of attorney or other authority, if any under which it is signed, or a notarially certified copy of such power or authority, must be lodged with the Company's Branch Registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time fixed for holding the Meeting.

(c) To determine the entitlement to attend and vote at the AGM to be held on 18th September 2026, the register of members of the Company will be closed from 14th September 2026 to 18th September 2026 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the AGM, unregistered holders of the Shares should ensure all share transfer documents accompanied by the relevant share certificates are lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. on 11th September 2026. The record date for the purpose of determining the eligibility of the Shareholders to attend and vote at the AGM is 18th September 2026.

(d) A circular setting out further information regarding Resolutions 2(a)(i) to (iv) and 3 to 6 above will be despatched to shareholders.

(e) If tropical cyclone warning signal no. 8 or above is hoisted or "extreme conditions" caused by super typhoons or a black rainstorm warning signal is in force at 12:00 noon on 18th September 2026, the meeting will be postponed and further announcement for details of alternative meeting arrangements will be made. The meeting will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force. You should make your own decision as to whether you would attend the meeting under bad weather conditions and if you should choose to do so, you are advised to exercise care and caution.