Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

東方企控集團有限公司
ORIENTAL ENTERPRISE HOLDINGS LIMITED
(Incorporated in Hong Kong with limited liability)
(Stock Code: 18)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 annual general meeting (the "**2025 AGM**") of Oriental Enterprise Holdings Limited 東方企控集團有限公司 (the "**Company**") will be held at "4th Floor, Oriental Media Centre, 23 Dai Cheong Street, Tai Po Industrial Estate, Hong Kong" on Wednesday, 20 August 2025 at 11:00 a.m. for the following purposes:

ORDINARY BUSINESS

1. To receive and consider the audited financial statements and the reports of the Directors and the independent Auditor of the Company for the year ended 31 March 2025.

2. To declare a final dividend of HK1 cent per share of the Company (the "**Share(s)**") as recommended by the Board of Directors of the Company (the "**Board**").

3. (i) (a) To re-elect Mr. Ching-fat MA as an Executive Director of the Company;

   (b) To re-elect Mr. Shun-chuen LAM as an Executive Director of the Company;

   (c) To re-appoint Mr. Yat-fai LAM (who has served the Company for more than nine years) as an Independent Non-executive Director of the Company;

   (d) To appoint Mr. Hung-kei TSANG as an Independent Non-executive Director of the Company; and

   (ii) To authorise the Board to fix the Directors' remuneration.

4. To re-appoint Forvis Mazars CPA Limited as the Auditor of the Company and to authorise the Board to fix its remuneration.

SPECIAL BUSINESS

To consider and, if thought fit, pass, with or without modifications, each of the following resolutions as an ordinary resolution:

ORDINARY RESOLUTIONS

5. "**THAT**:

(a) subject to paragraph (b) of this resolution, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to buy back Shares on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") or any other stock exchange on which the Shares may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or those of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

(b) the aggregate number of Shares which the Company is authorised to buy back pursuant to the approval in paragraph (a) of this resolution shall not exceed 10% of the aggregate number of the Shares in issue (exclude treasury shares, if any) as at the date of passing 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 earliest of:

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

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the "**Companies Ordinance**") to be held; or

(iii) the date on which the authority given under this resolution is revoked or varied by an ordinary resolution of the shareholders of the Company (the "**Shareholders**") in general meeting."

6. "**THAT**:

(a) subject to paragraph (c) of this resolution and pursuant to Section 141 of the Companies Ordinance, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with (include any sale and transfer of treasury shares out of treasury) the additional Shares and to make or grant offers, agreements and options (including warrants, bonds, debentures, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers, be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) of this resolution shall be in addition to any other authorisation given to the Directors and shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options (including warrants, bonds, debentures, notes and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (a) of this resolution otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); (ii) the exercise of rights of subscription or conversion under the terms of any existing warrants, bonds, debentures, notes, deeds or other securities which are convertible into Shares; (iii) the exercise of options or awards granted under any share scheme or any similar arrangement for the time being adopted for the grant or issue to eligible persons prescribed thereunder of Shares or rights to acquire Shares; or (iv) any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company, shall not exceed 20% of the aggregate number of the issued Shares (exclude treasury shares, if any) as at the time of passing this resolution, and the said approval shall be limited accordingly; and

(d) for the purpose of this resolution:

"**Relevant Period**" means the period from the passing of this resolution until whichever is the earliest of:

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

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Companies Ordinance to be held; or

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in general meeting; and

"**Rights Issue**" means an offer of Shares or issue of options, warrants or other convertible securities giving the right to subscribe for the Shares open for a period fixed by the Directors to the holders of Shares whose names appear on the register of members of the Company (and, where appropriate, to holders of other securities of the Company entitled to the offer) on a fixed record date in proportion to their then holdings of such Shares or, where appropriate, such other securities (subject in all cases 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).

Any reference to an allotment, issue, grant, offer or disposal of Shares shall include the sale and transfer of treasury shares in the capital of the Company (including to satisfy any obligation upon the conversion or exercise of any convertible securities, options, warrants or similar rights to subscribe for Shares) to the extent permitted by, and subject to the provisions of, the Listing Rules, the Companies Ordinance and the applicable laws and regulations."

7. "**THAT** subject to the passing of ordinary resolutions numbered 5 and 6 set out in the notice convening this meeting, the general mandate granted to the Directors to exercise the powers of the Company pursuant to ordinary resolution numbered 6 set out in the notice convening this meeting be and is hereby extended by the addition thereto of a number representing the aggregate number of Shares bought back by the Company under the authority granted pursuant to ordinary resolution numbered 5 set out in the notice convening this meeting, provided that such extended number shall not exceed 10% of the aggregate number of Shares in issue (exclude treasury shares, if any) as at the date of passing this resolution."

8. As special business to consider and, if thought fit, pass the following resolution as a special resolution:

SPECIAL RESOLUTION

"**THAT** the New Articles of Association of the Company, a copy of which has been produced to this meeting marked "A" and for identification purpose signed by the Chairman of the meeting, be and is hereby approved and adopted in substitution for and to the exclusion of the current Articles of Association of the Company and that the Directors of the Company be and are hereby authorised to do all things necessary to implement the adoption of the New Articles of Association of the Company."

By order of the board of
Oriental Enterprise Holdings Limited
Ka-bong WONG
Company Secretary

Hong Kong, 18 July 2025

Notes:

1. A member of the Company entitled to attend and vote at the 2025 AGM may appoint another person as his/her/its proxy to attend and vote instead of him/her/it. A member of the Company who is the holder of two or more Shares may appoint more than one proxy to represent him/her/it and attend and vote on his/her/its behalf at the 2025 AGM. A proxy needs not be a member of the Company. In addition, a proxy or proxies representing either a member of the Company who is an individual or a member of the Company which is a corporation shall be entitled to exercise the same power on behalf of such member of the Company which he/she/they represent as such member of the Company could exercise.

2. In order to be valid, the instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same. In the case of an instrument of proxy purporting to be signed on behalf of a corporation by an officer thereof, it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign such instrument of proxy on behalf of the corporation without further evidence of the facts.

3. The register of members of the Company will be closed from Thursday, 14 August 2025 to Wednesday, 20 August 2025, both days inclusive, during which period no transfer of Shares will be effected. In order to qualify for attending the 2025 AGM, all transfers documents accompanied by the relevant Share certificates must be deposited at Tricor Investor Services Limited, the Company's share registrar and transfer office, at "17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong", for registration no later than 4:30 p.m. on Wednesday, 13 August 2025.

4. 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, shall be deposited at the Company's registered office at "Oriental Media Centre, 23 Dai Cheong Street, Tai Po Industrial Estate, Hong Kong", not less than 48 hours before the time appointed for holding the 2025 AGM or any adjournment thereof.

5. Delivery of an instrument appointing a proxy will not preclude a member of the Company from attending and voting in person at the 2025 AGM and in such event, the instrument appointing a proxy shall be deemed to have been revoked.

6. Where there are joint holders of any Share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders be present at the 2025 AGM, 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.

7. Subject to the Shareholders' approval at the 2025 AGM, the proposed final dividend will be distributed to the Shareholders whose names appear on the register of members of the Company on Thursday, 28 August 2025. The register of members of the Company will be closed on Thursday, 28 August 2025. In order to qualify for payment of the proposed final dividend, all transfers documents accompanied by the relevant Share certificates must be deposited at Tricor Investor Services Limited, the Company's share registrar and transfer office, at "17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong", for registration no later than 4:30 p.m. on Wednesday, 27 August 2025.

8. An explanatory statement regarding the general mandate for the buy-back of the Shares sought in resolution numbered 5 is set out in Appendix I to the circular of the Company dated 18 July 2025 of which this notice forms part.

9. In relation to resolution numbered 3 set out in the notice of the 2025 AGM above, Mr. Ching-fat MA and Mr. Shun-chuen LAM will retire at the 2025 AGM and, both of them being eligible, have offered themselves for re-election at the 2025 AGM, Mr. Yat-fai LAM (who has served the Company for more than nine years) will be re-appointed as an Independent Non-executive Director at the 2025 AGM and Mr. Hung-kei TSANG will be appointed as an Independent Non-executive Director at the 2025 AGM. Brief biographical and other details of the above Directors are set out in Appendices II and III to the circular of the Company dated 18 July 2025.

10. The proposed New Articles of Association of the Company is set out in Appendix IV to this circular.

11. In the event that a typhoon signal no.8 (or above) or a black rainstorm warning is in effect at any time from 9:00 a.m. to 11:00 a.m. on the day of the 2025 AGM, the 2025 AGM will be automatically postponed to Thursday, 21 August 2025 at the same time and same venue. Shareholders may call the Company's hotline at (852) 3600 0000 to enquire about the arrangement of the 2025 AGM.

As at the date hereof, the Board comprises seven directors, of which three are Executive Directors, namely, Mr. Ching-fat MA (Chairman), Mr. King-ho MA (Vice Chairman) and Mr. Shun-chuen LAM (Chief Executive Officer), one Non-executive Director, namely, Mr. Dominic LAI and three Independent Non-executive Directors, namely, Mr. Yau-nam CHAM, Mr. Yat-fai LAM and Ms. Ching-wah YIP.