

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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 adviser.

If you have sold or transferred all your shares in Asia Television Holdings Limited (the “Company”), you should at once hand this circular and the accompanying form of proxy to the purchaser or the 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 the transferee.

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**ASIA TELEVISION HOLDINGS LIMITED**  
**亞洲電視控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 707)**

**REQUISITION FOR AN EXTRAORDINARY GENERAL MEETING**  
**AND**  
**NOTICE OF EXTRAORDINARY GENERAL MEETING**

A notice convening the extraordinary general meeting of the Company to be held at Studio No. 8, G/F., 33 Dai Shing Street, Tai Po Industrial Estate, Tai Po, New Territories, Hong Kong on 27 August 2025 at 11:00 a.m. is set out on pages 7 to 9 of this circular. A form of proxy for use at the extraordinary general meeting is enclosed with this circular. Such form of proxy is also published on the website of The Stock Exchange of Hong Kong Limited at [www.hkex.com.hk](http://www.hkex.com.hk).

Whether or not you are able to attend the extraordinary general meeting, you are requested to complete the accompanying form of proxy, in accordance with the instructions printed thereon and deposit the same at the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the extraordinary general meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the extraordinary general meeting or any adjournment thereof should you so wish.

6 August 2025

# CONTENTS

	<i>Page</i>
<b>Definitions</b> .....	1
<b>Letter from the Board</b>	
Introduction .....	3
Requisition by a Shareholder .....	4
Closure of Register of Members .....	5
EGM and Proxy Arrangement .....	5
Responsibility Statement .....	6
Recommendation .....	6
General .....	6
Miscellaneous .....	6
<b>Notice of EGM</b> .....	7

## DEFINITIONS

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

“Board”	the board of Directors
“Company”	Asia Television Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened and held on 27 August 2025 at 11:00 a.m. at Studio No. 8, G/F., 33 Dai Shing Street, Tai Po Industrial Estate, Tai Po, New Territories, Hong Kong
“Group”	the Company and all of its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	4 August 2025, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Proposed Resolutions”	the proposed ordinary resolutions set out in the Requisition Notice from the Requisitionist to the Company in relation to, among others, the removal of Directors as referred to in this circular
“Requisition”	the subject requisition contained in the Requisition Notice relating to, among other things, the convening of an extraordinary general meeting of the Company for the purpose of considering the Proposed Resolutions

## DEFINITIONS

“Requisition Notice”	a notice dated 27 June 2025 from the Requisitionist, setting out the Requisition
“Requisitionist”	Oriental Textile Products Limited
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	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
“%”	per cent.

LETTER FROM THE BOARD



**ASIA TELEVISION HOLDINGS LIMITED**  
**亞洲電視控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 707)**

*Executive Directors:*

Mr. Lu Zhiqiang (*chairman*)  
Mr. Liu Minbin (*duties suspended*)  
Ms. Zha Mengling (*duties suspended*)  
Ms. Tang Po Yi

*Independent non-executive Directors:*

Ms. Han Xingxing  
Mr. Li Yu  
Mr. Lau Jing Yeung William

*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:*  
Room 515, 5/F., Tower A  
New Mandarin Plaza  
14 Science Museum Road  
Tsim Sha Tsui East, Kowloon  
Hong Kong

6 August 2025

*To the Shareholders*

Dear Sir or Madam,

**REQUISITION FOR AN EXTRAORDINARY GENERAL MEETING  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

**INTRODUCTION**

Reference is made to the Company's announcements dated 18, 24 July 2025 and 1 August 2025 in relation to the Requisition Notice. The purpose of this circular is to provide Shareholders with the information regarding the Proposed Resolutions under the Requisition and the notice of EGM.

## LETTER FROM THE BOARD

### REQUISITION BY A SHAREHOLDER

The Company received the Requisition Notice from the Requisitionist, a Shareholder holding 248,592,000 shares in the Company, representing not less than one-tenth of the paid-up capital of the Company carrying the right of voting at general meetings.

Pursuant to the Requisition Notice, the Requisitionist has requisitioned for an extraordinary general meeting of the Company to be convened pursuant to Article 58 of the Company's articles of association for the purpose of considering the following Proposed Resolutions:

1. "THAT Ms. Tang Po Yi be and is hereby removed as an executive director of the Company with effect from the date of this resolution."
2. "THAT Ms. Han Xingxing be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution."
3. "THAT Mr. Li Yu be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution."
4. "THAT Mr. Lau Jing Yeung William be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution."
5. "THAT Each and every director(s) of the Company (if any) appointed by the board of directors of the Company but without the approval of the general meeting of the Company during the period commencing on 27 June 2025 to convene an extraordinary general meeting of the Company and ending on the day of the holding of the extraordinary general meeting of the Company (or any adjournment thereof), both dates inclusive, be and are hereby removed as director(s) of the Company (if any) with immediate effect upon passing of this resolution, with the removal of each such director(s) (if any) being put to vote individually as a subparagraph of this resolution."
6. "THAT Any or more of the directors of the Company be and is/are hereby authorized to do all such acts and things and execute all such documents as he/she/they may consider necessary, desirable or expedient for the purpose of or in connection with, the implementation of and giving effect to the aforementioned resolutions and to attend to any necessary registration and/or filing for and on behalf of the Company."

## LETTER FROM THE BOARD

The Requisition Notice did not set out any reasons and/or grounds for the Proposed Resolutions.

### **CLOSURE OF REGISTER OF MEMBERS**

The register of members of the Company will be closed from Friday, 22 August 2025 to Wednesday, 27 August 2025 (both days inclusive), during which period no transfer of Shares can be registered.

In order to qualify for attending and voting at the EGM, all transfer documents accompanied by the relevant share certificates must be 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 not later than 4:30 p.m. on Thursday, 21 August 2025.

### **EGM AND PROXY ARRANGEMENT**

A notice convening the EGM is set out on pages 7 to 9 of this circular.

A form of proxy for use at the EGM is enclosed with this circular and such form of proxy is also published at the website of the Stock Exchange at [www.hkex.com.hk](http://www.hkex.com.hk). Whether or not you are able to attend the EGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and deposit the same at the Hong Kong branch share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of 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 and in such event, the instrument appointing a proxy shall be deemed to be revoked.

All the resolutions proposed to be approved at the EGM will be taken by poll pursuant to Rule 13.39(4) of the Listing Rules and an announcement will be made by the Company after the EGM on the results of the EGM under Rule 13.39(5) of the Listing Rules.

Shareholders having any enquiry about the EGM procedures can contact the responsible staff of the Company directly by email ([general@atvgroup.com.hk](mailto:general@atvgroup.com.hk)) or fax (2992 9120) or general line (2992 8888).

## LETTER FROM THE BOARD

### RESPONSIBILITY STATEMENT

This circular, for which the Directors 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 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 Board is convening the EGM in compliance with the requirements of Article 58 of the Company's articles of association. It expresses no views in relation to the proposed removal of Directors in the Requisition Notice insofar as it is within the rights of the Requisitioning Shareholder to make such request and for other Shareholders to exercise their voting rights in support of or against the proposed resolutions at the EGM.

### GENERAL

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholder is required to abstain from voting on the resolution to be proposed at the EGM.

### MISCELLANEOUS

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully  
For and on behalf of the Board of  
**Asia Television Holdings Limited**  
**Lu Zhiqiang**  
*Chairman*

## NOTICE OF EGM



### ASIA TELEVISION HOLDINGS LIMITED 亞洲電視控股有限公司

*(incorporated in the Cayman Islands with limited liability)*

(Stock Code: 707)

#### NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Asia Television Holdings Limited (the “Company”) will be held at Studio No. 8, G/F., 33 Dai Shing Street, Tai Po Industrial Estate, Tai Po, New Territories, Hong Kong on Wednesday, 27 August 2025 at 11:00 a.m. for the following purposes:

##### AS ORDINARY RESOLUTIONS:

1. “THAT Ms. Tang Po Yi be and is hereby removed as an executive director of the Company with effect from the date of this resolution.”
2. “THAT Ms. Han Xingxing be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution.”
3. “THAT Mr. Li Yu be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution.”
4. “THAT Mr. Lau Jing Yeung William be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution.”
5. “THAT Each and every director(s) of the Company (if any) appointed by the board of directors of the Company but without the approval of the general meeting of the Company during the period commencing on 27 June 2025 to convene an extraordinary general meeting of the Company and ending on the day of the holding of the extraordinary general meeting of the Company (or any adjournment thereof), both dates inclusive, be and are hereby removed as director(s) of the Company (if any) with immediate effect upon passing of this resolution, with the removal of each such director(s) (if any) being put to vote individually as a subparagraph of this resolution.”

**NOTICE OF EGM**

6. “**THAT** Any or more of the directors of the Company be and is/are hereby authorized to do all such acts and things and execute all such documents as he/she/they may consider necessary, desirable or expedient for the purpose of or in connection with, the implementation of and giving effect to the aforementioned resolutions and to attend to any necessary registration and/or filing for and on behalf of the Company.”

Yours faithfully  
For and on behalf of  
the board of directors of  
**Asia Television Holdings Limited**  
**Lu Zhiqiang**  
*Chairman*

Hong Kong, 6 August 2025

*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:*  
Room 515, 5/F., Tower A  
New Mandarin Plaza  
14 Science Museum Road  
Tsim Sha Tsui East, Kowloon  
Hong Kong

## NOTICE OF EGM

*Notes:*

1. A member entitled to attend and vote at the general meeting convened by the above notice is entitled to appoint one or more proxy to attend and, subject to the provisions of the articles of association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the general meeting to represent the member. 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.
2. In order to be valid, the form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the offices of 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 not less than 48 hours before the time for holding the general meeting or any adjournment thereof. Completion and return of a form of proxy will not preclude a shareholder of the Company from attending in person and voting at the general meeting or any adjournment thereof, should he so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.
3. The register of members of the Company will be closed from Friday, 22 August 2025 to Wednesday, 27 August 2025 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for exercising the voting rights of shareholders of the Company at the general meeting, all transfers accompanied by the relevant share certificate(s), must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Thursday, 21 August 2025.
4. 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 8:00 a.m. on 27 August 2025, 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.