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Television Broadcasts Limited
電視廣播有限公司
(Incorporated in Hong Kong with limited liability)
Stock Code: 00511

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting ("AGM") of Television Broadcasts Limited ("Company") will be held at TVB City, 77 Chun Choi Street, Tseung Kwan O Industrial Estate, Kowloon, Hong Kong on Wednesday, 27 May 2026 at 4:00 p.m. for the following purposes:

ORDINARY BUSINESS

(1) To receive and adopt the Audited Financial Statements, the Directors' Report and the Independent Auditor's Report for the year ended 31 December 2025.

(2) To re-elect retiring Directors, Mr. Li Ruigang and Mr. Felix Fong Wo.

(3) To re-appoint PricewaterhouseCoopers as auditor and authorise Directors to fix its remuneration.

SPECIAL BUSINESS

To consider and, if thought fit, to pass with or without modification the following resolutions as Ordinary Resolutions:

(4) "**THAT**:

(a) subject to paragraphs (c) and (d) below and in substitution of all previous authorities, the exercise by Directors of the Company during the Relevant Period (as defined below) of all the powers of the Company to allot, issue and deal with additional shares of the Company, to grant rights to subscribe for, or convert into, shares of the Company (including the issue of any securities convertible into shares, or options, warrants or similar rights to subscribe for any shares) and to make or grant offers, agreements and options which might require the exercise of such powers be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) above shall authorise Directors of the Company during the Relevant Period to grant rights to subscribe for, or convert into, shares of the Company (including the issue of any securities convertible into shares, or options, warrants or similar rights to subscribe for any shares) and to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of shares of the Company to be allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether pursuant to an option or otherwise) by Directors of the Company pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as defined below); (ii) any scrip dividend or similar arrangement providing for allotment of shares in lieu of the whole or part of a dividend on the shares in the Company in accordance with the Articles of Association of the Company ("Articles of Association"); (iii) any grant of options or rights to acquire shares in the Company or an issue of shares in the Company upon the exercise of options or rights granted under any share option scheme, share award scheme or similar arrangement for the time being adopted by the Company; or (iv) the exercise of rights of subscription or conversion under the terms of any options, warrants or similar rights granted by the Company or any securities which are convertible into shares of the Company, shall not exceed 10 per cent of the number of shares of the Company in issue (excluding treasury shares, if any) at the date of passing of this Resolution and the said approval shall be limited accordingly;

(d) any shares of the Company to be allotted and issued pursuant to the approval in paragraph (a) above shall not be at a discount of more than 10 per cent to the Benchmarked Price (as defined below) of such shares of the Company; and

(e) For the purposes of this Resolution:

"Benchmarked Price" means the higher of:

(i) the closing price of the shares of the Company as quoted on The Stock Exchange of Hong Kong Limited ("Stock Exchange") on the date of the agreement involving the relevant proposed issue of shares of the Company; and

(ii) the average closing price as quoted on the Stock Exchange of the shares of the Company for the five trading days immediately preceding the earlier of: (A) the date of announcement of the transaction or arrangement involving the relevant proposed issue of shares of the Company, (B) the date of the agreement involving the relevant proposed issue of shares of the Company, and (C) the date on which the price of shares of the Company that are proposed to be issued is fixed.

"Relevant Period" means the period from the passing of this Resolution until 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 Articles of Association or any other applicable law to be held; or

(iii) the passing of an ordinary resolution by shareholders of the Company in general meeting revoking, varying or renewing the authority given to Directors of the Company by this Resolution.

"Rights Issue" means an offer of shares in the Company, or an offer of warrants, options or other securities giving rights to subscribe for shares of the Company, open for a period fixed by Directors of the Company, to holders of shares of the Company on the register (and, where appropriate, to holders of other securities of the Company entitled to be offered them) on a fixed record date in proportion to their then holdings of such shares of the Company (or, where appropriate, such other securities of the Company), subject in all cases to such exclusions or other arrangements as Directors of the Company 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."

(5) "**THAT**:

(a) subject to paragraph (b) below, the exercise by Directors of the Company during the Relevant Period (as defined below) of all powers of the Company to purchase shares of the Company on The Stock Exchange of Hong Kong Limited ("Stock Exchange") or any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission 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 ("Listing Rules") or of any other stock exchange (as applicable) as amended from time to time, be and is hereby generally and unconditionally approved;

(b) the aggregate number of shares of the Company which may be purchased by the Company pursuant to the approval in paragraph (a) during the Relevant Period shall not exceed 5 per cent of the number of shares of the Company in issue (excluding treasury shares, if any) at the date of passing of this Resolution and the approval pursuant to paragraph (a) shall be limited accordingly; and

(c) for the purposes of this Resolution, "Relevant Period" means the period from the passing of this Resolution until 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 Articles of Association or any other applicable law to be held; or

(iii) the passing of an ordinary resolution by shareholders of the Company in general meeting revoking, varying or renewing the authority given to Directors of the Company by this Resolution."

(6) "**THAT** the period of 30 days during which the Company's Register of Members may be closed under Section 632(1) of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) ("Companies Ordinance") during the calendar year 2026, be and is hereby extended, pursuant to Section 632(3) and Section 632(4) of the Companies Ordinance, to 60 days."

(7) "**THAT** the proposed share option ("Options") and restricted share units ("RSUs") scheme (the "2026 Share Option and RSU Scheme") of the Company, a copy of which is tabled at this Meeting, be and is hereby approved and adopted and the Directors be and are hereby authorised to:

(i) grant Options and/or RSUs to eligible participants in accordance with the terms of the 2026 Share Option and RSU Scheme, such grant being conditional upon The Stock Exchange of Hong Kong Limited (the "Stock Exchange") granting the approval for the listing of, and permission to deal in, the shares in the Company (the "Shares") which may fall to be issued in respect of such grant of Options or award of RSUs (as the case may be and as applicable);

(ii) allot, issue and/or transfer Shares pursuant to the vesting, exercise or settlement of grants and/or awards granted under the 2026 Share Option and RSU Scheme;

(iii) appoint and give directions to any trustee for the acquisition or holding of Shares for the purpose of the 2026 Share Option and RSU Scheme; and

(iv) do all such acts and to execute all such documents as they deem appropriate to implement and give effect to the 2026 Share Option and RSU Scheme, including but not limited to making modifications and/or amendments to the 2026 Share Option and RSU Scheme and subject to Chapter 17 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules")."

SPECIAL RESOLUTION

To consider and, if thought fit, to pass, with or without amendments, the following resolution as special resolution of the Company:

(8) "**THAT** subject to and conditional upon the approval of the Companies Registry in Hong Kong, the English name of the Company be changed from "Television Broadcasts Limited" to "TVB Limited" and the Chinese name of the Company be changed from "電視廣播有限公司" to "無綫集團有限公司" (the "Change of Company Name"), and that any one of the Directors or the company secretary of the Company be and is hereby authorised to do all such acts and things and execute all such documents as he/she may consider necessary, desirable or expedient to give effect to or to implement the 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
LEE Lai Yi
Company Secretary

Hong Kong, 24 April 2026

Notes:

1. A shareholder who is entitled to attend, speak and vote at the AGM convened by the notice of AGM can appoint up to two (2) proxies to attend, speak and vote in his/her stead. A proxy needs not be a shareholder. Where a shareholder appoints more than one (1) proxy, the shareholder shall specify the proportion of his/her shares to be represented by each such proxy, failing which the nomination shall be deemed to be alternative.

2. Where there are joint registered holders of any share, any one of such persons may vote at the AGM (or any adjournment thereof), either personally or by proxy, in respect of such share as if he/she were solely entitled thereto; but if more than one of such joint holders be present at the AGM (or any adjournment thereof) personally or by proxy, that one of the said persons so present whose name stands first in the Register of Members of the Company in respect of such share shall alone be entitled to vote in respect thereof.

3. To be valid, the proxy form, together with the power of attorney or other authority (if any) under which it is signed or a duly certified copy of that power of attorney or authority must be deposited at the Company's Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible and in any event not less than forty-eight (48) hours before the time appointed for holding the AGM (or any adjournment thereof), and in default thereof the proxy form and such power of attorney or authority shall not be treated as valid.

4. Any shareholder who wishes to vote at the AGM shall return the duly completed and signed Declaration Form to the Company in such manner as described therein no later than 10 May 2026.

5. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, all the proposed resolutions set out in the notice of AGM will be voted on by way of poll.

6. The Register of Members of the Company will be closed from Wednesday, 29 April 2026 to Wednesday, 27 May 2026, both dates inclusive ("Book Close Period"), for the purpose of determining Shareholders' entitlement to attend and vote at the AGM. The record date will be Wednesday, 27 May 2026. During the Book Close Period, no transfer of shares will be registered. The Register of Members of the Company will be re-opened on Thursday, 28 May 2026. In order to be entitled to attend and vote at the AGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, for registration not later than 4:30 p.m. on Tuesday, 28 April 2026.

7. Detailed information on the business to be transacted at the AGM is set out in the section "Business of Annual General Meeting" of the circular of the Company dated 24 April 2026.

8. If a black rainstorm warning signal, a tropical cyclone warning signal no. 8 or above, or "extreme conditions" as announced by the HKSAR Government is in force on the date of AGM, the AGM may be postponed. In such circumstance, the Company will publish an announcement on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the website of the Company (https://corporate.tvb.com) to notify shareholders of the relevant arrangement.

9. In the event of any inconsistency, the English version of this notice shall prevail over the Chinese version.

As at the date of this notice, the Board of the Company comprises:

Executive Directors
Thomas HUI To JP, Executive Chairman
TSANG Lai Chun

Non-executive Directors
LI Ruigang
Anthony LEE Hsien Pin

Independent Non-executive Directors
Dr. William LO Wing Yan JP
Dr. Allan ZEMAN GBM, GBS, JP
Felix FONG Wo BBS, JP