THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares of EEKA Fashion Holdings Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or the transfer was effected for transmission to the purchaser or the transferee.

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EEKA FASHION
贏家時尚

EEKA Fashion Holdings Limited
贏家時尚控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3709)

(1) PROPOSED GRANT OF GENERAL MANDATES TO ISSUE NEW SHARES AND REPURCHASE BY THE COMPANY OF ITS OWN SHARES; (2) PROPOSED RE-ELECTION OF DIRECTORS AND PROPOSED APPOINTMENT OF NEW DIRECTOR; AND (3) NOTICE OF ANNUAL GENERAL MEETING

A notice convening an annual general meeting of the Company to be held at Portion 2, 12/F, The Center, 99 Queen's Road Central, Central, Hong Kong on Friday, 5 June 2026 at 4:00 p.m. is set out on pages 16 to 20 of this circular. A form of proxy for use at the annual general meeting is also enclosed with this circular. Such form of proxy is also published on the websites of The Stock Exchange of Hong Kong Limited at www.hkex.com.hk and the Company at www.eekagroup.com.

Whether or not you are able to attend the annual 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 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 as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the annual 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 annual general meeting or any adjournment thereof should you so wish.

24 April 2026

CONTENTS

Page

Definitions 1

Letter from the Board 3

Introduction 3

General Mandate and Repurchase Mandate 4

Re-election of Directors and Appointment of New Director 5

Action to be taken 7

Recommendation 7

General 7

Appendix I – Explanatory statement 8

Appendix II – Details of Directors proposed to be re-elected and appointed at the AGM 12

Notice of AGM 16

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

"AGM"	the annual general meeting of the Company to be convened and held to consider and, if thought fit, to approve, among other things, the proposed grant of the General Mandate and the Repurchase Mandate, the proposed re-election of Directors, and the proposed appointment of new Director
"Articles of Association"	the articles of association of the Company, and "Article" shall mean an article of the Articles of Association
"Board"	the board of Directors
"CCASS"	Central Clearing and Settlement System, a securities settlement system used within the Hong Kong Exchanges and Clearing Limited market system
"close associate(s)"	has the meaning ascribed to this term under the Listing Rules
"Company"	EEKA Fashion 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
"core connected person"	has the same meaning ascribed to it under the Listing Rules
"Director(s)"	the director(s) of the Company
"General Mandate"	the general mandate proposed to be granted to the Directors at the AGM to allot, issue and otherwise deal with (including the resale and transfer of Treasury Shares) additional Shares up to a maximum of 20% of the total number of issued Shares (excluding Treasury Shares, if any) of the Company in issue at the date of the passing of such resolution
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Latest Practicable Date"	17 April 2026, 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
"Repurchase Mandate"	the repurchase mandate proposed to be granted to the Directors at the AGM to repurchase up to a maximum of 10% of the total number of issued Shares (excluding Treasury Shares, if any) of the Company at the date of passing such resolution
"SFO"	the Securities and Futures Ordinance (Chapter 571 of Laws of Hong Kong)
"Share(s)"	ordinary share(s) of HK$0.01 each in the share capital of the Company
"Shareholder(s)"	holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	the Hong Kong Code on Takeovers and Mergers
"Treasury Shares"	has the meaning ascribed thereto under the Listing Rules
"HK$"	Hong Kong dollar(s), the lawful currency of Hong Kong
"RMB"	renminbi, the lawful currency of the People's Republic of China
"%"	per cent.

EEKA Fashion Holdings Limited
贏家時尚控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3709)

Executive Directors:
Mr. JIN Ming
Ms. HE Hongmei
Mr. JIN Rui

Independent non-executive Directors:
Mr. ZHONG Ming
Mr. ZHOU Xiaoyu
Mr. ZHANG Guodong

Registered office:
Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal place of business in Hong Kong:
Suite 812, 8th Floor, Tower 1
The Gateway, Harbour City
25 Canton Road, Tsim Sha Tsui
Kowloon, Hong Kong

24 April 2026

To the Shareholders

Dear Sir or Madam

(1) PROPOSED GRANT OF GENERAL MANDATES TO ISSUE NEW SHARES AND REPURCHASE BY THE COMPANY OF ITS OWN SHARES; (2) PROPOSED RE-ELECTION OF DIRECTORS AND PROPOSED APPOINTMENT OF NEW DIRECTOR; AND (3) NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

At the AGM to be held at Portion 2, 12/F, The Center, 99 Queen's Road Central, Central, Hong Kong on Friday, 5 June 2026 at 4:00 p.m., resolutions will be proposed, among other matters:

(a) to grant the General Mandate to the Directors;

(b) to grant the Repurchase Mandate to the Directors;

(c) to increase the number of Shares to be allotted and issued under the General Mandate by an additional number representing such number of Shares repurchased under the Repurchase Mandate (excluding those held as Treasury Shares); and

(d) to re-elect the Directors and appoint the new Director.

The purpose of this circular is to provide you with information in relation to the resolutions to be proposed at the AGM for the grant of the General Mandate and the Repurchase Mandate, the re-election of Directors, the appointment of new Director, and to give you the notice of the AGM.

GENERAL MANDATE AND REPURCHASE MANDATE

The General Mandate and the Repurchase Mandate shall be effective until whichever is the earliest of:

(a) the conclusion of the next annual general meeting of the Company; or

(b) 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 of the Cayman Islands to be held; or

(c) the passing of an ordinary resolution by the Shareholders in general meeting revoking or varying the authority given to the Directors.

General Mandate

The Company had in issue an aggregate of 708,650,195 Shares as at the Latest Practicable Date. Subject to the passing of the proposed resolution for the approval of the General Mandate and in accordance with the terms therein, the Company would be allowed to allot, issue and deal with (including the resale and transfer of Treasury Shares) up to a maximum of 141,730,039 Shares, representing 20% of the total number of issued Shares (excluding Treasury Shares, if any) at the time of the passing of the resolution approving the General Mandate on the basis that no further Shares will be issued or repurchased by the Company prior to the AGM.

The Directors have no immediate plans to issue any new Shares other than Shares which may fall to be issued under any share option scheme of the Company or any scrip dividend scheme as may be approved by the Shareholders.

Repurchase Mandate

Under the Listing Rules, the Company is required to give to the Shareholders all information which is reasonably necessary to enable Shareholders to make an informed decision as to whether to vote for or against the resolution to renew the grant to the Directors of the Repurchase Mandate. The explanatory statement required by the Listing Rules to be included in this circular is set out in Appendix I.

RE-ELECTION OF DIRECTORS AND APPOINTMENT OF NEW DIRECTOR

(a) Retirement and Re-election of Directors

According to Article 84(1), one-third of the Directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation at each annual general meeting of the Company provided that every Director shall be subject to retirement at an annual meeting at least once every three years. A retiring Director shall be eligible for re-election in accordance with 84(2).

The Board noted that Mr. Jin Rui and Mr. Zhou Xiaoyu have last retired at the annual general meeting convened on 8 June 2023, and it was informed by Ms. He Hongmei that she wishes to retire and not to offer herself for re-election. In accordance with Article 84(1), Mr. Jin Rui, Mr. Zhou Xiaoyu, and Ms. He Hongmei shall retire from their offices as Directors. Being eligible, Mr. Jin Rui would offer himself for re-election as executive Director and Mr. Zhou Xiaoyu would offer himself for re-election as independent non-executive Director. At the AGM, an ordinary resolution will be proposed to re-elect Mr. Jin Rui as executive Director and Mr. Zhou Xiaoyu as independent non-executive Director. Ms. He Hongmei shall retire from her office as Director upon conclusion of the AGM.

Particulars of Mr. Jin Rui and Mr. Zhou Xiaoyu are set out in Appendix II to this circular.

Nomination policy and process for the independent non-executive Directors

In reviewing the structure of the Board, the nomination committee of the Company will consider the structure, size and diversity (including gender, age, cultural and educational background, length of service, skills, knowledge and experience etc.) of the Board at least annually and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy. All appointments to the Board are based on meritocracy and the candidates will be assessed based on criteria such as education background and relevant skills and experience for consideration of the operation of the Board as a whole, with a view to maintaining a sound balance of the Board's composition. Particular attention was given to reviewing the independence and re-election of Mr. Zhou Xiaoyu, who was appointed as an independent non-executive Director on 30 June 2016 and have served in such role for over nine years. Pursuant to the code provision B.2.3 of Corporate Governance Code as set out in Appendix C1 to the Listing Rules, if an

independent non-executive Director has served more than nine years, such Director's further appointment should be subject to a separate resolution to be approved by Shareholders. Moreover, the accompanying circular proposing his/her re-election should include reasons why the Board or the nomination committee believe that such independent non-executive Director is still independent and should be re-elected, including the factors considered, the process and the discussion of the Board (or nomination committee) in arriving at such determination.

Mr. Zhou Xiaoyu, the independent non-executive Director proposed to be re-elected at the AGM, have more than 20 years of experience in advising on the business and management aspects of various corporations. The Board is of the view that Mr. Zhou Xiaoyu have been committed to devoting time and attention to perform his duties as an independent non-executive Director over the years and that his wide breadth of professional experience and knowledge in his fields have been and will continue to contribute greatly to the diversity of the Board. During his term as independent non-executive Director, Mr. Zhou Xiaoyu has demonstrated that he has the required character, integrity and experience to perform his duties by providing objective views and independent guidance to the Board. The nomination committee of the Company has assessed and reviewed his annual confirmation of independence based on the independence criteria set out in Rule 3.13 of the Listing Rules, and affirmed that Mr. Zhou Xiaoyu remain independent. The Board considers that with his past experience, in-depth understanding with the operations and business of the Group, his long service would not affect his exercise of independent judgment. As such, the Board considers that the re-election of Mr. Zhou Xiaoyu as independent non-executive Director is in the best interest of the Company and the Shareholders as a whole.

(b) Appointment of New Director

Following the retirement of Ms. He Hongmei, the nomination committee proposed to nominate Ms. Zhu Chaochao for appointment as executive Director at the AGM to maintain gender diversity at the Board level.

According to Article 83(2), the Company may by ordinary resolution elect any person to be a Director (including a managing or other executive Director) as an addition to the existing Board.

The Board has assessed the qualifications, skills and experience of Ms. Zhu Chaochao and accepted the nomination by the nomination committee and recommended that ordinary resolution be proposed at the AGM to appoint Ms. Zhu Chaochao as executive Director. Ms. Zhu Chaochao has given her consent to act as a director of the Company and shall, upon appointment, be subject to retirement and re-election in accordance with the Articles of Association.

The biographical details of Ms. Zhu Chaochao are set out in Appendix II to this circular.

ACTION TO BE TAKEN

A form of proxy for use at the AGM 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 and the Company's website at www.eekagroup.com. Whether or not you intend to attend the AGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and deposit the same at 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 as soon as possible and in any event not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM or adjournment thereof in person if you so wish.

All the resolutions proposed to be approved at the AGM will be taken by poll and an announcement will be made by the Company after the AGM on the results of the AGM.

Treasury Shares, if any and registered under the name of the Company, shall have no voting rights at the general meeting(s) of the Company. For the avoidance of doubt, for the purpose of the Listing Rules, Treasury Shares, if any, pending withdrawal from and/or transferring through CCASS shall not bear any voting rights at the Company's general meeting(s).

RECOMMENDATION

The Directors believe that the proposed grant of the General Mandate and the Repurchase Mandate, the extension of the General Mandate, the proposed re-election of Directors and the proposed appointment of new Director are in the best interests of the Company and the Shareholders as a whole and recommend the Shareholders to vote in favour of all the resolutions to be proposed at the AGM.

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 any resolutions to be proposed at the AGM.

Your attention is drawn to the information set out in the appendices to this Circular.

Yours faithfully
For and on behalf of
the board of Directors of
EEKA Fashion Holdings Limited
Jin Ming
Chairman

This Appendix serves as an explanatory statement, as required by the Listing Rules, to provide requisite information to you for your consideration of the Repurchase Mandate.

1. REPURCHASE OF SECURITIES FROM CORE CONNECTED PERSONS

The Listing Rules prohibit a company from knowingly purchasing securities on the Stock Exchange from a ''core connected person'', that is, a director, chief executive or substantial shareholder of the Company or any of its subsidiaries or their respective close associates and a core connected person is prohibited from knowingly selling his/her/its securities to the Company.

No core connected person of the Company has notified the Company that he/she/it has a present intention to sell any Shares to the Company nor has any such core connected person undertaken not to sell any of the Shares held by him/her/it to the Company in the event that the Repurchase Mandate is passed.

2. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 708,650,195 fully paid Shares.

Subject to the passing of the proposed resolution for the approval of the Repurchase Mandate and on the basis that no further Shares are to be issued or repurchased by the Company prior to the AGM, the Company will be allowed under the Repurchase Mandate to repurchase a maximum of 70,865,019 fully paid Shares.

3. REASONS FOR THE REPURCHASE

The Directors believe that the Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole. When exercising the Repurchase Mandate, the Directors may, subject to market conditions and the Company's capital management needs at the relevant time of the repurchase, resolve to cancel the shares repurchased following settlement of any such repurchase or hold them as Treasury Shares. Shares repurchased for cancellation may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets per Share and/or earnings per Share. On the other hand, Shares repurchased and held by the Company as Treasury Shares may be resold on the market at market prices to raise funds for the Company, or transferred or used for other purposes, subject to compliance with the Listing Rules, the memorandum and articles of association of the Company, and the laws of the Cayman Islands. Repurchase of Shares will only be made when the Directors believe that a repurchase will benefit the Company and the Shareholders as a whole.

The Directors have no present intention to cause the Company to repurchase any Shares and they would only exercise the power to do so under circumstances where they consider that doing so would be in the best interests of the Company and the Shareholders as a whole.

4. FUNDING OF REPURCHASES

Pursuant to the Repurchase Mandate, repurchases would be funded entirely from the Company's available cash flow or working capital facilities which will be funds legally available under the Cayman Islands law and the memorandum and articles of association of the Company for such purpose.

An exercise of the Repurchase Mandate in full could have a material adverse impact on the working capital and gearing position of the Company compared with that as at 31 December 2025, being the date of its latest published audited consolidated accounts. The Directors do not, however, intend to make any repurchase in circumstances that would have a material adverse impact on the working capital or gearing position of the Company.

For Treasury Shares deposited with CCASS pending resale on the Stock Exchange, the Company will adopt appropriate measures to ensure that it would not exercise any Shareholders' rights or receive any entitlements which would otherwise be suspended under the relevant laws if those shares were registered in the Company's own name as Treasury Shares, which may include approval by the Board that (i) the Company will not (or will procure its broker not to) give any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings for the Treasury Shares deposited with CCASS; and (ii) in the case of dividends or distributions, the Company will withdraw the Treasury Shares from CCASS, and either re-register them in its own name as Treasury Shares or cancel them, in each case before the record date for the dividends or distributions.

Shareholders and potential investors of the Company are advised to pay attention to any announcement to be published by the Company in the future, including but without limitation, any relevant next day disclosure return (which shall identify, amongst others, the number of repurchased shares that are to be held in treasury or cancelled upon settlement of such repurchase, and where applicable, the reasons for any deviation from the intention statement previous disclosed) and any relevant monthly return.

5. SHARE PRICES

The highest and lowest prices at which the Shares have traded on the Stock Exchange in each of the previous twelve calendar months were as follows:

	Highest	Lowest
	HK$	*HK$*
2025		
April	8.07	6.56
May	8.25	7.43
June	8.60	7.30
July	7.93	6.75
August	7.61	6.65
September	10.98	7.23
October	8.83	7.58
November	8.60	7.75
December	8.35	7.41
2026		
January	7.76	6.96
February	7.36	6.58
March	7.23	6.50
April (up to the Latest Practicable Date)	6.90	6.06

6. DISCLOSURE OF INTERESTS AND MINIMUM PUBLIC HOLDING

None of the Directors or, to the best of their knowledge having made all reasonable enquiries, their close associates, have any present intention to sell to the Company or its subsidiaries any of the Shares in the Company if the Repurchase Mandate is approved at the AGM and exercised.

The Directors will exercise the powers of the Company to make repurchases pursuant to the Repurchase Mandate in accordance with the Listing Rules and applicable laws of the Cayman Islands. Neither the explanatory statement in this Appendix I nor the Repurchase Mandate has any unusual features.

The Company may cancel such repurchased Shares or hold them as Treasury Shares, subject to market conditions and the Group's capital management needs at the relevant time of the repurchases.

For any Treasury Shares deposited with CCASS pending resale on the Stock Exchange, the Company shall (i) procure its broker not to give any instructions to HKSCC to vote at general meetings of the Company for the Treasury Shares deposited with CCASS; and (ii) in the case of dividends or distributions, withdraw the Treasury Shares from CCASS, and either re-register them in its own name as Treasury Shares or cancel them, in each case before the record date for the dividends or distributions, or take any other measures to ensure that it will not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as Treasury Shares.

If a Shareholder's proportionate interest in the voting rights of the Company increases on the Company exercising its powers to repurchase Shares pursuant to the Repurchase Mandate, such increase will be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. As a result, a Shareholder or group of shareholders acting in concert could obtain or consolidate control of the Company and become obliged to make a mandatory general offer in accordance with Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, Koradior Investments Limited and Apex Noble Holdings Limited are the only Shareholders who holds more than 10% of the issued Shares. Given that: (i) Koradior Investments Limited and Apex Noble Holdings Limited are owned by Mr. Jin Ming and his brother, Mr. Jin Rui, respectively; and (ii) Koradior Investments Limited and Apex Noble Holdings Limited are both indirectly wholly-owned by BOS Trustee Limited as trustee, an exercise of the Repurchase Mandate in full would not trigger an obligation to make a mandatory general offer under Rule 26 of the Takeovers Code.

The Company will not repurchase Shares which would result in the amount of Shares held by the public being reduced to less than 25%.

7. SHARES REPURCHASES MADE BY THE COMPANY

Save for the purchases by the trustee as instructed by the Company pursuant to the share award scheme of the Company, neither the Company nor any of its subsidiaries has repurchased any of the Company's listed securities during the six months immediately prior to the Latest Practicable Date.

The details of the Directors who will retire from office by rotation at the AGM and being eligible, would offer themselves for re-election at the AGM, are set out below:

MR. JIN RUI – EXECUTIVE DIRECTOR

Mr. Jin Rui (金瑞), aged 49, was appointed as an executive Director on 23 August 2019 and is currently a director of Keen Reach Holdings Limited and its subsidiary, Extra Wisdom Limited. Mr. Jin Rui has over 20 years of experience in the finance, investment and capital markets industries, and he is primarily responsible for the overall corporate investment strategy direction, planning and managing the development of the group in the capital market. From 1998 to 2000, Mr. Jin Rui worked as a stock analyst in Minsheng Securities Co., Ltd.. He was responsible for stocks and capital market trading. From 2004 to 2005, he worked as a financial reporter in the 21st Century Business Herald. He conducted interviews and reported on the news, including the listing of Ping An Insurance and equity aspects of listed companies. From 2005 to 2014, he acted as an investment legal consultant for Shenzhen Yingjia Fashion Co., Ltd., the largest original equipment manufacturer of the Group, providing professional advice on finance, investment and law. Since 2014, he has served as a director of Keen Reach Holdings Limited and a subsidiary of Extra Wisdom Limited, being responsible for their overall corporate investment strategy of its Hong Kong and domestic subsidiaries, planning and managing the development of the company in capital markets, participating in acquisitions, and day-to-day operations management.

Mr. Jin Rui graduated from Zhejiang University of Finance and Economics in Zhejiang Province in July 1997 with a bachelor degree in securities investment and completed his MBA at Illinois University of Technology in the United States of America in October 2003.

Save as disclosed above, Mr. Jin Rui did not hold any directorships in other listed companies in the last three years and did not hold any other position in the Company or any subsidiary of the Company.

Save as being the brother of Mr. Jin Ming, the founder, chief executive and the chairman of the Board, and a director of Apex Noble Holdings Limited, a substantial Shareholder, Mr. Jin Rui does not have any relationship with any Directors, senior management or substantial or controlling Shareholders (as defined in the Listing Rules). As at the Latest Practicable Date, Mr. Jin Rui was interested in 198,713,195 Shares within the meaning of Part XV of the SFO. Save as disclosed, he did not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the SFO.

Mr. Jin Rui has signed a service contract with the Company for a term of three years commencing on 23 August 2019 and renewable automatically, for successive terms of three years which may be terminated by serving three months' notice in advance by either party. Pursuant to the terms of his service contract with the Group, Mr. Jin Rui will receive an emolument of HK$1,080,000 per year. Mr. Jin Rui may also be entitled to receive any discretionary bonus from the Company each year.

Mr. Jin Rui confirmed that there is no other information that needs to be disclosed pursuant to any of the requirements as set out in Rules 13.51(2)(h) to (v) of the Listing Rules. The Company is not aware of any other matters that need to be brought to the attention of the Shareholders and the Stock Exchange in relation to the re-election of Mr. Jin Rui.

MR. ZHOU XIAOYU – INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Zhou Xiaoyu (周曉宇)("**Mr. Zhou**"), aged 57, was appointed as an independent non-executive Director on 30 June 2016 and was graduated from 西安電子科技大學 (Xian Electronic Technology University) with a bachelor's degree of electronic engineering in 1990 and from 中歐工商學院 (China Europe International Business School) with a degree of executive master of business administration in 2013. From 1990 to 1997, Mr. Zhou worked as an engineer and economist at 中國電子信息產業集團公司 (China Electronics Corporation). From 1997 to 2000, he was a business manager in 中國電子工業深圳總公司 (China Electronics Industry (Shenzhen) Corporation). Mr. Zhou was the founder of 深圳市迪威視訊技術有限公司 (Shenzhen Diwei Video Technology Company Limited) and was the managing director during 2000 to 2004. In 2001, Mr. Zhou founded 深圳桑海通投資有限公司 (Shenzhen Sanghaitong Investment Company Limited) and was the managing director. In 2005, Mr. Zhou founded 深圳市秉宏投資有限公司 (Shenzhen Binghong Investment Company Limited) and was the managing director. Mr. Zhou has been appointed as an executive director of Forgame Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 00484), with effect from 2 August 2024.

Save as disclosed above, Mr. Zhou did not hold any directorships in other listed companies in the last three years and did not hold any position in the Company or any subsidiary of the Company.

Pursuant to his letter of appointment, Mr. Zhou will continue to hold office for a term of two years commencing on 30 June 2024 subject to normal retirement by rotation and re-election pursuant to the Articles of Association, and Mr. Zhou is entitled to receive HK$200,000 director's fee per annum which was determined by the remuneration committee of the Company with reference to other non-executive Director with similar experience.

Mr. Zhou did not have any relationship with other Directors, senior management or substantial or controlling shareholders of the Company. He did not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the SFO.

Save as disclosed above, there are no other matters concerning Mr. Zhou that need to be brought to the attention of the Shareholders nor is there any information relating to Mr. Zhou that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The details of the new Director proposed to be appointed at the AGM are set out below:

MS. ZHU CHAOCHAO

Ms. ZHU Chaochao (祝超超) ("**Ms. Zhu**"), aged 36, is currently the chief financial officer of the Group, primarily responsible for the overall financial management and operation of the Group. Ms. Zhu joined the Group as a chief financial officer assistant in June 2015. From October 2012 to April 2015, Ms. Zhu was a senior auditor in an accounting firm named Ernst & Young Hua Ming LLP Shenzhen Branch (安永華明會計事務所) and was principally involved in audit work in relation to initial public offering and audit in relation to listed companies. She obtained her Bachelor of Finance Management from Guangdong University of Foreign Studies (廣東外語外貿大學) in July 2012. She became a qualified member of The Chinese Institute of Certified Public Accountants in 2014.

Ms. Zhu did not hold any directorships in other listed companies in the last three years and save as disclosed above, she did not hold any other position in the Company or any subsidiary of the Company.

Ms. Zhu did not have any relationship with other Directors, senior management or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Ms. Zhu was interested in 130,000 Shares within the meaning of Part XV of the SFO. Save as disclosed, she did not have, and is not deemed to have any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the SFO.

Subject to the Shareholders' approval at the AGM, Ms. Zhu will be appointed or a term of three years subject to normal retirement by rotation and re-election pursuant to the Articles of Association. Pursuant to the service contract to be entered into, she shall be entitled to an emolument of RMB1,249,200 per year and a discretionary bonus, which is determined by the Board on the recommendation of the remuneration committee with reference to her qualification, experience and responsibilities with the Company.

Save as disclosed above, there are no other matters concerning Ms. Zhu that need to be brought to the attention of the Shareholders nor is there any information relating to Ms. Zhu that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

EEKA Fashion Holdings Limited
贏家時尚控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3709)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of EEKA Fashion Holdings Limited (the "**Company**") will be held at Portion 2, 12/F, The Center, 99 Queen's Road Central, Central, Hong Kong on Friday, 5 June 2026 at 4:00 p.m. to transact the following ordinary business:

1. to receive and consider the audited consolidated financial statements and reports of the directors (the "**Directors**") and auditors of the Company for the year ended 31 December 2025;

2. to declare a final dividend for the year ended 31 December 2025 of HK35 cents per share (each a "**Share**") of HK$0.01 in the capital of the Company out of the share premium account of the Company;

3. (a) to re-elect Mr. Jin Rui as executive Director;

   (b) to re-elect Mr. Zhou Xiaoyu (who has served for more than nine years) as independent non-executive Director;

   (c) to appoint Ms. Zhu Chaochao as executive Director; and

   (d) to authorise the board of Directors to fix the Directors' remuneration;

4. to re-appoint auditors and to authorise the board of Directors to fix their remuneration;

and, as special business and, if thought fit, passing the following resolutions as ordinary resolutions:

5. "**THAT**:

   (a) subject to paragraph (c) below, pursuant to the Rules (the "**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), the exercise by the Directors during the Relevant Period of all the powers of the Company to allot, issue and deal with

unissued shares of HK$0.01 each (the "**Shares**") in the capital of the Company, to sell and/or transfer Treasury Shares (as defined in the Listing Rules), and to make or grant offers, agreements and options, including warrants to subscribe for Shares, which might require the exercise of such powers be and the same is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) above shall authorise the Directors during the Relevant Period 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 total number of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to options or otherwise), issued or dealt with and Treasury Shares sold and/or transferred or agreed conditionally or unconditionally to be sold and/or transferred (whether pursuant to options or otherwise) by the Directors pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue; or (ii) the exercise of any options granted under any share option scheme of the Company; or (iii) any scrip dividend or similar arrangements providing for the allotment and issue of Shares (including the sale and/or transfer of any Shares out of treasury that are held as Treasury Shares) in lieu of the whole or part of a dividend on Shares in accordance with the articles of association of the Company in force from time to time; or (iv) any issue of Shares upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into Shares, shall not exceed the aggregate of 20 per cent. of the total number of the Shares in issue (excluding Treasury Shares, if any) on the date of the passing of this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and

(d) for the purposes of this resolution:

"**Relevant Period**" means the period from the date of 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 articles of association of the Company or any applicable law of the Cayman Islands to be held; and

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

"**Rights Issue**" means an offer of Shares, or offer or issue of warrants, options or other securities giving rights to subscribe for Shares open for a period fixed by the Directors to holders of Shares on the register on a fixed record date in proportion to their then holdings of Shares (subject to such exclusion 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, or the expense or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong)."

6. "**THAT**:

(a) the exercise by the Directors during the Relevant Period of all powers of the Company to purchase the Shares on 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 (the "**Securities and Futures Commission**") and the Stock Exchange for such purpose, and otherwise in accordance with the rules and regulations of the Securities and Futures Commission, the Stock Exchange and all applicable laws in this regard, be and the same is hereby generally and unconditionally approved;

(b) the total number of Shares which may be purchased by the Company pursuant to the approval in paragraph (a) during the Relevant Period shall not exceed 10 per cent. of the aggregate number of the issued Shares (excluding Treasury Shares, if any) as at the date of the passing of this resolution and the authority pursuant to paragraph (a) of this resolution shall be limited accordingly; and

(c) for the purposes of this resolution, "**Relevant Period**" means the period from the date of 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 articles of association of the Company or any applicable law of the Cayman Islands to be held; and

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

7. "**THAT** subject to the ordinary resolutions nos. 5 and 6 above being duly passed, the unconditional general mandate granted to the directors of the Company to exercise the powers of the Company to allot, issue and deal with unissued Shares, to sell and/or transfer Treasury Shares, pursuant to resolution no. 5 above be and is hereby extended by the addition thereon of an amount representing the aggregate nominal amount of the share capital of the Company repurchased by the Company subsequent to the passing of this resolution, provided that such amount shall not exceed 10 per cent. of the total number of the issued Shares (excluding Treasury Shares, if any) on the date of the passing of resolution no. 6.".

By order of the Board
EEKA Fashion Holdings Limited
Jin Ming
Chairman

Hong Kong, 24 April 2026

Registered office:
Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal place of business in Hong Kong:
Suite 812, 8th Floor, Tower 1
The Gateway, Harbour City
25 Canton Road, Tsim Sha Tsui
Kowloon, Hong Kong

Notes:

1. A member entitled to attend and vote at the 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, vote in his stead. A proxy need not be a member of the Company.

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 and transfer office 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 meeting or adjourned meeting.

3. The board of Directors has recommended the payment of a final dividend for the year ended 31 December 2025 of HK35 cents per Share and, if such dividend is declared by the members passing resolution no. 2, it is expected to be paid on or about 30 June 2026.

4. For the purpose of ascertaining shareholders' entitlement to attend and vote at the annual general meeting, the register of members of the Company will be closed from 2 June 2026 to 5 June 2026 (both days inclusive), during which period no transfers of shares will be registered. In order to be eligible to attend and vote at the annual general meeting, all transfer documents accompanied by the relevant share certificates, have to 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 1 June 2026. The record date for the purpose of determining the eligibility of the Shareholders to attend and vote at the AGM is 5 June 2026.

5. For the purpose of ascertaining shareholders' entitlement to the proposed final dividend, the register of members of the Company will be closed from 11 June 2026 to 12 June 2026 (both days inclusive), during which period no transfers of shares will be registered. In order to be eligible to receive the proposed final dividend, all transfer documents accompanied by the relevant share certificates, have to 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 10 June 2026. The record date for the purpose of determining the Shareholders who qualify for the final dividend is 12 June 2026.

6. In relation to proposed resolutions nos. 5 and 7 above, approval is being sought from the shareholders for the grant to the Directors of a general mandate to authorise the allotment and issue of shares under the Listing Rules. The Directors have no immediate plans to issue any Shares other than the Shares which may fall to be issued under any share option scheme of the Company or any scrip dividend scheme as may be approved by shareholders.

7. In relation to proposed resolution no. 6 above, the Directors wish to state that they will exercise the powers conferred thereby to repurchase shares in circumstances which they deem appropriate for the benefit of the shareholders of the Company. An explanatory statement containing the information necessary to enable the shareholders to make an informed decision to vote on the proposed resolution as required by the Listing Rules is set out in Appendix I to the circular dated 24 April 2026.

As at the date of this notice, the Board comprises Mr. Jin Ming, Ms. He Hongmei and Mr. Jin Rui as executive Directors; and Mr. Zhong Ming, Mr. Zhou Xiaoyu and Mr. Zhang Guodong as independent non-executive Directors.