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**EGL Holdings Company Limited**
**東瀛遊控股有限公司**
*(Incorporated in the Cayman Islands with limited liability)*
**(Stock Code: 6882)**

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the annual general meeting (the "**Meeting**") of EGL Holdings Company Limited (the "**Company**") will be held at 5/F, Chevalier House, 45-51 Chatham Road South, Tsim Sha Tsui, Kowloon, Hong Kong on Friday, 29 May 2026 at 11:00 a.m. for the following purposes:

## ORDINARY RESOLUTIONS

1. To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor of the Company for the year ended 31 December 2025.

2. To declare a final dividend of HK3.5 cents per share of the Company for the year ended 31 December 2025.

3. To re-elect the following persons as directors of the Company:

   (a) To re-elect Mr. Huen Kwok Chuen as an executive director of the Company.

   (b) To re-elect Mr. Lo Kam Cheung Patrick as an independent non-executive director of the Company.

   (c) To re-elect Ms. Wong Lai Ming as an independent non-executive director of the Company.

4. To authorise the board of directors of the Company (the "**Board**") to fix the remuneration of the directors of the Company.

5. To re-appoint BDO Limited as the auditor of the Company and authorise the Board to fix their remuneration.

6. To consider and, if thought fit, pass the following resolutions as ordinary resolutions:

(a) "**THAT**:

(i) subject to paragraph (iii) below, the exercise by the directors of the Company (the "**Directors**") during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or otherwise deal with additional shares, including any sale and transfer of shares out of treasury that are held as treasury shares (which shall have the meaning ascribed to it under the Rules (the "**Listing Rules**") Governing the Listing of Securities on The Stock Exchange of the Hong Kong Limited (the "**Stock Exchange**")), in the capital of the Company or securities convertible into shares, or options, warrants or similar rights to subscribe for shares or such convertible securities of the Company and to make or grant offers, agreements, options and other rights (including bonds, warrants and debentures convertible into shares of the Company) which may require the exercise of such powers be and is hereby generally and unconditionally approved;

(ii) the approval in paragraph (i) above shall be in addition to any other authorisation given to the Directors and shall authorise the Directors during the Relevant Period (as hereinafter defined) to make or grant offers, agreements, options and other rights which may require the exercise of such power after the end of the Relevant Period (as hereinafter defined);

(iii) the aggregate number of shares of the Company allotted and issued or agreed conditionally or unconditionally to be allotted and issued (whether pursuant to options or otherwise) by the Directors pursuant to paragraphs (i) and (ii) above, otherwise than pursuant to (1) a Rights Issue (as hereinafter defined); or (2) the grant or exercise of any option under the option scheme of the Company or any other option, scheme or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to acquire shares of the Company; or (3) any scrip dividend 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 articles of association of the Company in force from time to time; or (4) any issue of shares in the Company upon the exercise of rights of subscription or conversion under the terms of any existing convertible notes issued by the Company or any existing securities of the Company which carry rights to subscribe for or are convertible into shares of the Company, shall not exceed the aggregate of (aa) 20 per cent of the number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing this resolution; and (bb) (if the Directors are so authorised by a separate ordinary resolution of the shareholders of the Company) the aggregate number of shares of the Company purchased by the Company under the authority granted to the Directors as referred to in resolution numbered 6(b) below, and the said approval shall be limited accordingly;

(iv) for the purpose of this resolution:

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

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

(2) the expiration of the period within which the next annual general meeting of the Company is required by any applicable law or the articles of association of the Company to be held; and

(3) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting; and

(b) "**Rights Issue**" means an offer of shares in the capital of the Company, 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 in the capital of the Company whose names appear on the register of members on a fixed record date in proportion to their 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 exercise or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction applicable to the Company, any recognised regulatory body or any stock exchange applicable to the Company)."

(b) "**THAT**:

(i) subject to paragraph (iii) below, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to purchase issued shares of the Company on the Stock Exchange or on any other stock exchange on which the shares of the Company may be listed and recognised for this purpose by the Securities and Futures Commission and the Stock Exchange and, subject to and in accordance with all applicable laws and the requirements of the Listing Rules as amended from time to time, be and is hereby generally and unconditionally approved;

(ii) the approval in paragraph (i) shall be in addition to any other authorisation given to the Directors and shall authorise the Directors on behalf of the Company during the Relevant Period (as hereinafter defined) to procure the Company to purchase its shares at a price determined by the Directors;

(iii) the aggregate number of shares of the Company which are authorised to be purchased or agreed to be purchased by the Company pursuant to the approval in paragraph (i) above shall not exceed 10 per cent of the number of issued shares of the Company (excluding treasury shares, if any) as at the date of passing this resolution, and the said approval shall be limited accordingly;

(iv) for the purpose of this resolution:

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

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

(2) the expiration of the period within which the next annual general meeting of the Company is required by any applicable law or the articles of association of the Company to be held; and

(3) the revocation or variation of the authority given under this resolution by ordinary resolution of the shareholders of the Company in general meeting."

(c) "**THAT** conditional upon the resolutions numbered 6(a) and 6(b) set out above being passed, the general mandate granted to the Directors pursuant to the ordinary resolution numbered 6(a) above be and is hereby extended by the addition to the aggregate number of shares of the Company which may be allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with by the Directors (including any sale and transfer of shares out of treasury that are held as treasury shares) pursuant to and in accordance with such general mandate an amount representing the aggregate number of shares of the Company repurchased by the Company under the authority granted pursuant to ordinary resolution numbered 6(b) above, provided that such amount shall not exceed 10 per cent of the aggregate number of shares of the Company in issue (excluding treasury shares, if any) at the date of passing of the said resolutions."

On behalf of the Board
**EGL Holdings Company Limited**
**Huen Kwok Chuen**
*Chairman and Executive Director*

Hong Kong, 29 April 2026

*Registered office:*
Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

*Head office and principal place of business in Hong Kong:*
15/F, EGL Tower
83 Hung To Road
Kwun Tong, Kowloon
Hong Kong

*Notes:*

(i) Any shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint one or, if he/she/it is the holder of two or more shares of the Company, more proxies to attend and vote in his/her/its stead. A proxy need not be a shareholder of the Company.

(ii) In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, 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 but in any event not later than 11:00 a.m. on Wednesday, 27 May 2026 or 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 a shareholder of the Company from attending and voting in person if he/she (or in the case of a corporations, its duly authorised representative) is subsequently able to be present.

(iii) The form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under seal or under the hand of an officer or attorney duly authorised to sign the same.

(iv) In the case of joint holders of any share of the Company, any one of such joint holders may vote at the Meeting, either personally or by proxy, in respect of such shares as if he/she were solely entitled thereto. However, if more than one of such joint holders be present at the Meeting, either personally or by proxy, the joint holder whose name stands first in the register of members of the Company will alone be entitled to vote in respect of such shares.

(v) On a poll, every shareholder of the Company present at the Meeting shall be entitled to one vote for every fully paid-up share of which he/she/it is the holder. The result of such poll shall be deemed to be the resolution of the Meeting at which the poll was so required or demanded.

(vi) For the purposes of determining shareholders' eligibility to attend and vote at the Meeting, the register of members of the Company will be closed from Tuesday, 26 May 2026 to Friday, 29 May 2026 (both days inclusive), during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged for registration 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 Friday, 22 May 2026. The record date for determining the eligibility of shareholders of the Company (except for holders of treasury shares, if any) to attend and vote at the Meeting is Friday, 29 May 2026.

(vii) For the purpose of determining shareholders' entitlement to the proposed final dividend for the year ended 31 December 2025 payable on or around Monday, 29 June 2026, the register of members of the Company will be closed from Thursday, 4 June 2026 to Monday, 8 June 2026 (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend to be approved at the Meeting, all duly completed transfer forms accompanied by the relevant share certificates must be lodged for registration 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 Wednesday, 3 June 2026. The record date for determining the shareholders' entitlement to the proposed final dividend is Monday, 8 June 2026. In the event that the Meeting is held on a date later than Friday, 29 May 2026 because of a Typhoon Signal No. 8 or above is hoisted, a Black Rainstorm Warning Signal and/or "extreme conditions" as announced by the Hong Kong Government or other reasons, the record date for determination of entitlement to the proposed final dividend will be deferred accordingly. Further details of the new record date will be announced in such circumstances.

(viii) In respect of the ordinary resolution numbered 6(a) above, the Directors wish to state that they have no immediate plans to issue any new shares of the Company pursuant to such general mandate. Approval is being sought from the shareholders of the Company as a general mandate for the purposes of the Listing Rules.

(ix) In respect of ordinary resolution numbered 6(b) above, the Directors wish to state that they will exercise the powers conferred by the general mandate to repurchase shares of the Company in circumstances which they deem appropriate for the benefits of shareholders of the Company. An explanatory statement containing the information necessary to enable shareholders of the Company to make an informed decision on whether to vote for or against the resolution to approve the repurchase by the Company of its own shares, as required by the Listing Rules, is set out in Appendix II to the accompanied circular dated 29 April 2026.

(x) If a Typhoon Signal No. 8 or above is hoisted, a Black Rainstorm Warning Signal and/or "extreme conditions" as announced by the Hong Kong Government is/are in force at or at any time after 9:00 a.m. on the date of the Meeting, the Meeting, subject to the consent of the Meeting, will be adjourned. The Company will post an announcement on the Company's website (https://www.egltours.com/travel/pages/investor_relations/#eng) and the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) to notify shareholders of the Company of the date, time and place of the adjourned meeting.

(xi) The Chinese translation of this notice is for reference only, and in case of any inconsistency, the English version shall prevail.

*As at the date of this notice, the Board comprises five Executive Directors, namely Mr. Huen Kwok Chuen (Chairman), Ms. Yuen Ho Yee (Chief Executive Officer), Mr. Leung Shing Chiu (Chief Financial Officer), Ms. Lee Po Fun (Chief Operation Officer) and Mr. Cheang Chuen Hon and three Independent Non-executive Directors, namely Mr. Chan Kim Fai, Mr. Lo Kam Cheung Patrick and Ms. Wong Lai Ming.*