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 stockbroker or other registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **East Nova Holdings Limited** (the "Company"), you should at once hand this circular, together with the accompanying form of proxy, to the purchaser or transferee or to the bank, stockbroker, licensed securities dealer, or other registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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EAST NOVA 啟明東方

INSPIRING MIRACLES WITH PASSION

EAST NOVA HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3626)

(1) NOTICE OF ANNUAL GENERAL MEETING; (2) GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES; (3) PROPOSALS FOR RE-ELECTION OF DIRECTORS; AND (4) RE-APPOINTMENT OF AUDITOR

A notice convening the annual general meeting of the Company to be held at Suites 1903-1906, 19th Floor, Alexandra House, 18 Chater Road, Central, Hong Kong on Friday, 4 December 2026 at 11:00 a.m. is set out on pages 16 to 21 of this circular.

A form of proxy for use at the annual general meeting or any adjournment thereof is enclosed with this circular. Whether or not you are able to attend such meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return the same to the branch share registrar and transfer office of the Company in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for 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 and in such event, the form of proxy will be deemed to be revoked.

References to time and dates in this circular are to Hong Kong time and dates.

29 October 2026

CONTENTS

Page

Definitions 1

Letter from the Board

1. Introduction 4
2. Issue Mandate 5
3. Repurchase Mandate 5
4. Proposed Re-election of Directors 5
5. Re-appointment of Auditor 6
6. AGM 7
7. Voting by Way of Poll 7
8. Responsibility Statement 7
9. Recommendation 7
10. Additional Information 8

Appendix I – Explanatory Statement for the Repurchase Mandate 9

Appendix II – Particulars of Directors Proposed for Re-election 13

Notice of Annual General Meeting 16

Accompanying: Form of proxy for the AGM

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

"AGM"	the annual general meeting of the Company to be held at Suites 1903-1906, 19th Floor, Alexandra House, 18 Chater Road, Central, Hong Kong on Friday, 4 December 2026 at 11:00 a.m. or any adjournment thereof, the notice of which is set out on pages 16 to 21 of this circular
"Articles"	the articles of association of the Company as amended from time to time
"Associate(s)"	has the meaning ascribed thereto in the Listing Rules
"Auditor"	means the auditor of the Company for the time being
"Board"	the board of Directors
"CCASS"	the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited
"chief executive"	has the meaning ascribed thereto in the Listing Rules
"close associate(s)"	has the meaning ascribed thereto in the Listing Rules
"Company"	East Nova Holdings Limited（啟明東方控股有限公司）, a company incorporated as an exempted company with limited liability in the Cayman Islands, whose Shares are listed on the main board of the Stock Exchange
"Connected Person(s)"	has the meaning ascribed thereto in the Listing Rules
"Controlling Shareholders"	has the meaning ascribed thereto in the Listing Rules
"core connected person(s)"	has the meaning ascribed thereto in the Listing Rules
"Director(s)"	the director(s) of the Company

"Extended Mandate"	a general and unconditional mandate to add the aggregate number of Shares repurchased by the Company under the Repurchase Mandate to the Issue Mandate, subject to a maximum of 10% of the total number of Shares of the Company (excluding treasury shares, if any) in issue as at the date of passing of the ordinary resolution granting such mandate
"General Mandates"	the Issue Mandate, the Repurchase Mandate and the Extended Mandate
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Issue Mandate"	the general and unconditional mandate proposed to be granted to the Directors at the AGM to exercise the power of the Company to allot, issue and deal with new Shares (including sale or transfer of the treasury shares, if any) up to a maximum of 20% of the total number of Shares of the Company (excluding treasury shares, if any) in issue as at the date of passing of the ordinary resolution granting such mandate
"Latest Practicable Date"	20 October 2026, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Notice"	the notice convening the AGM as set out on pages 16 to 21 of this circular
"PRC"	the People's Republic of China
"Remuneration Committee"	the remuneration committee of the Company
"Repurchase Mandate"	the general and unconditional mandate proposed to be granted to the Directors at the AGM to exercise the power of the Company to repurchase Shares up to a maximum of 10% of the total number of Shares of the Company (excluding treasury shares, if any) in issue as at the date of passing of the ordinary resolution granting such mandate

"SFC"	the Securities and Futures Commission of Hong Kong
"SFO"	the Securities and Futures Ordinance, Chapter 571 of the 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
"Subsidiary(ies)"	has the meaning ascribed thereto in the Listing Rules
"Substantial Shareholder(s)"	has the meaning ascribed thereto in the Listing Rules
"Takeovers Code"	The Code on Takeovers and Mergers and Share Buy-backs issued by the SFC
"treasury share(s)"	has the meaning ascribed thereto in the Listing Rules
"%"	per cent



EAST NOVA HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3626)

Executive Directors:
Mr. Lu Xiaoma *(Chairman)*
Ms. Xin Yue Jasmine Geffner
(Chief Executive Officer)

Independent Non-executive Directors:
Mr. Ye Changqing
Ms. Heidi Verrill Pickett
Mr. Huang Walter

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:
Block C, 5/F.,
Gee Hing Chang Industrial Building
No. 16 Cheung Yue Street
Cheung Sha Wan
Kowloon
Hong Kong

29 October 2026

To the Shareholders

Dear Sir or Madam,

(1) NOTICE OF ANNUAL GENERAL MEETING; (2) GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES; (3) PROPOSALS FOR RE-ELECTION OF DIRECTORS; AND (4) RE-APPOINTMENT OF AUDITOR

1. INTRODUCTION

At the last annual general meeting of the Company held on 5 December 2025, general mandates were given to the Directors to exercise the powers of the Company to issue Shares and to repurchase Shares. Such mandates will lapse at the conclusion of the AGM. Ordinary resolutions will therefore be proposed at the AGM for the granting of general mandates to the Directors to issue Shares and to repurchase Shares.

The purpose of this circular is to provide you with the information in respect of the resolutions to be proposed at the AGM to seek an approval from the Shareholders in respect of, among other matters, (i) the re-election of Directors; (ii) the granting to the Directors of the Issue Mandate and the Repurchase Mandate; and (iii) re-appointment of Auditor.

2. ISSUE MANDATE

At the AGM, ordinary resolutions will be proposed to grant to the Directors a general and unconditional mandate to exercise the powers of the Company (i) to allot, issue and deal with Shares (including sale or transfer of the treasury shares, if any) not exceeding 20% of the total number of Shares of the Company (excluding treasury shares, if any) in issue as at the date of passing of the relevant resolution at the AGM; and (ii) to add the aggregate number of Shares repurchased by the Company under the Repurchase Mandate to the Issue Mandate, subject to a maximum of 10% of the total number of Shares of the Company (excluding treasury shares, if any) in issue as at the date of passing of the relevant resolution. As at the Latest Practicable Date, a total of 184,000,000 Shares were in issue. Subject to the passing of the proposed resolution granting the Issue Mandate to the Directors and on the basis that no Shares will be issued or repurchased by the Company from the Latest Practicable Date to the date of the AGM, the Company will be allowed under the Issue Mandate to issue a maximum of 36,800,000 Shares.

3. REPURCHASE MANDATE

An ordinary resolution will be proposed at the AGM to grant to the Directors a general and unconditional mandate to exercise all powers of the Company to repurchase, on the Stock Exchange, or on any other stock exchange on which the Shares may be listed, Shares not exceeding 10% of the aggregate numbers of Shares of the Company (excluding treasury shares, if any) in issue as at the date of passing of the relevant resolution at the AGM.

Under the Listing Rules, the Company is required to give to the Shareholders all information which is reasonably necessary to enable the Shareholders to make an informed decision as to whether to vote for or against the resolution in respect of the Repurchase Mandate at the AGM. An explanatory statement for such purpose is set out in Appendix I to this circular.

4. PROPOSED RE-ELECTION OF DIRECTORS

The Board currently consists of five Directors, namely Mr. Lu Xiaoma, Ms. Xin Yue Jasmine Geffner, Mr. Ye Changqing, Ms. Heidi Verrill Pickett and Mr. Huang Walter.

Pursuant to, amongst others, article 84 of the Articles, that Ms. Xin Yue Jasmine Geffner and Mr. Huang Walter will retire as Directors and, being eligible, offer themselves for re-election at the AGM.

The Nomination Committee has reviewed the structure and composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skills and experience, time commitment and contribution of the retiring Directors with reference to the nomination principles and criteria, defined process of selection and performance evaluation

set out in the Company's Board Diversity Policy and Director Nomination Policy and the Company's corporate strategy. The Nomination Committee has established and implemented processes including taking into consideration the attendance records at the meetings of the Board and the relevant Board committees for monitoring and evaluating the contribution of the retiring Directors.

The Nomination Committee and the Board are satisfied with all the retiring Directors' contribution to the Company, which will continue to bring valuable knowledge and professionalism to the Board for its efficient and effective functioning and diversity. The Nomination Committee and the Board therefore recommended the re-election of all the retiring Directors at the AGM.

The biographical details of the abovenamed Directors proposed to be re-elected at the AGM are set out in Appendix II to this circular in accordance with the relevant requirements of the Listing Rules.

Having considered the background and experience of Mr. Huang Walter as set out in Appendix II to this circular, in particular, Mr. Walter Huang's profound knowledge of the financial industry and capital markets, the Nomination Committee is of the view that he is an appropriate candidate to stand for election at the AGM and his re-election would continue contributing to the Board's diversity and performance and benefit the Group's future strategic development. The Nomination Committee has assessed the independence of Mr. Huang Walter and was satisfied with the independence of Mr. Huang Walter with reference to the criteria set out in Rule 3.13 of the Listing Rules. The Nomination Committee considers that he has the required character, integrity and experience to continue fulfilling the role of an independent non-executive Director.

5. RE-APPOINTMENT OF AUDITOR

GRANT THORNTON HONG KONG LIMITED, which has audited the consolidated financial statements of the Company for the year ended 30 June 2026, will retire as the Auditor at the AGM and, being eligible, offer itself for re-appointment. The Board proposed to re-appoint GRANT THORNTON HONG KONG LIMITED as the Auditor to hold office until the conclusion of the next annual general meeting and authorise the Board to fix its remuneration.

The estimated audit fee for the audit services for the financial year ending 30 June 2027 is expected to be in the range of approximately HK$800,000 to HK$900,000, taking into account, among other things, the level of audit fee charged in prior financial years, complexity of operation and business plans of the Company, expected audit scope, audit timetable, and auditor's resources required. The estimated audit fee assumes that there will be no material change in the Group's operations, accounting policies or regulatory environment during the financial year and there is no material difference from the audit service fee for the year ended 30 June 2026, which was HK$830,000. The estimated fee is a fair and reasonable assessment based on the facts and circumstances known by the Company at the relevant time, and may be subject to adjustment prior to the final determination of the audit fee.

6. AGM

A notice convening the AGM is set out on pages 16 to 21 of this circular.

Enclosed with this circular is a form of proxy for use at the AGM. Whether or not you intend to attend the AGM or any adjournment thereof, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return the same to the branch share registrar and transfer office of the Company in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, 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 in person at the AGM or any adjournment thereof should you so wish. In the event that you attend the AGM in person after having lodged the form of proxy, your form of proxy will be deemed to have been revoked.

7. VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman of the general meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The chairman of the AGM will therefore put each of the resolutions to be proposed at the AGM to be voted by way of a poll pursuant to article 66 of the Articles. The Company will then announce the results of the poll in the manner stipulated under Rule 13.39(5) of the Listing Rules.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, none of the Shareholders is required to abstain from voting on any resolutions to be proposed at the AGM.

8. 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.

9. RECOMMENDATION

The Board considers that the granting of the General Mandates (including the Issue Mandate, the Repurchase Mandate and the Extended Mandate), the proposed re-election of the retiring Directors and the re-appointment of Auditor are in the best interests of the Company and the Shareholders as a whole. The Board therefore recommends the Shareholders to vote in favour of all the resolutions to be proposed at the AGM referred to above and as set out in the Notice.

10. ADDITIONAL INFORMATION

Your attention is also drawn to the additional information set out in the appendices to this circular.

Yours faithfully,
For and on behalf of the Board
Xin Yue Jasmine Geffner
Chief Executive Officer and Executive Director

The Appendix is an explanatory statement, as required by Rule 10.06(1)(b) of the Listing Rules, to provide requisite information to you for your consideration of the Repurchase Mandate and should be read in conjunction with the Letter from the Board on pages 4 to 8 of this circular.

1. LISTING RULES RELATING TO THE REPURCHASE OF SHARES

The Listing Rules permit companies whose primary listings are on the Stock Exchange to repurchase their shares on the Stock Exchange subject to certain restrictions.

2. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 184,000,000 Shares.

Subject to the passing of the ordinary resolution to approve the Repurchase Mandate and on the basis that no further Shares will be issued or repurchased prior to the AGM, the Company will be allowed under the Repurchase Mandate to repurchase a maximum of 18,400,000 Shares, representing 10% of the issued share capital of the Company (excluding treasury shares, if any) as at the date of passing of the relevant resolution at the AGM.

The Company may cancel Shares repurchased or hold Shares repurchased as treasury shares, subject to market conditions and the Group's capital management needs at the relevant time of the repurchase(s).

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.

3. REASONS FOR REPURCHASES

The Directors believe that the Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole. Such repurchase(s) may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value and/or earnings per Share and will only be made when the Directors believe that such repurchase will benefit the Company and the Shareholders as a whole.

4. FUNDING OF REPURCHASES

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with the Articles or the laws of the Cayman Islands and any other applicable laws, including capital paid upon the Shares to be repurchased, profits otherwise available for distribution and sums standing to either the share premium account of the Company.

5. GENERAL

There might be a material adverse impact on the working capital or gearing position of the Company as compared with the position disclosed in the audited financial statements of the Company for the year ended 30 June 2026 in the event that the Repurchase Mandate were to be carried out in full at any time during the proposed repurchase period.

However, the Directors do not propose to exercise the Repurchase Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

6. SHARE PRICES

The highest and lowest prices at which the Shares have been traded on the Stock Exchange during each of the twelve months prior to the Latest Practicable Date were as follows:

	Price per Share	
	Highest	**Lowest**
	HK$	*HK$*
2025		
October	10.50	3.20
November	4.94	2.41
December	3.89	2.82
2026		
January	3.29	2.31
February	2.78	2.32
March	2.59	2.16
April	2.20	1.70
May	2.40	1.66
June	2.22	1.59
July	1.89	1.40
August	1.77	1.59
September	2.45	1.61
October (up to the Latest Practicable Date)	2.28	2.01

7. UNDERTAKING

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, their respective close associates (as defined in the Listing Rules), have any present intention to sell any Shares to the Company under the Repurchase Mandate if the same is approved by the Shareholders. The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Repurchase Mandate pursuant to the proposed resolution in accordance with the Listing Rules and the applicable laws of the Cayman Islands. In addition, the Company has confirmed that neither this explanatory statement nor the Repurchase Mandate has any unusual features.

8. CORE CONNECTED PERSON

No core connected person (as defined in the Listing Rules) has notified the Company that he has a present intention to sell Shares to the Company, or has undertaken not to do so, in the event that the Repurchase Mandate is approved by the Shareholders.

9. EFFECT OF TAKEOVERS CODE AND MINIMUM PUBLIC FLOAT

If as a result of any repurchase(s) of Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code, and, if such increase results in a change of control, may in certain circumstances give rise to an obligation to make a mandatory offer for Shares under Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, to the best knowledge of the Directors, the following Shareholder(s) were interested in 5% or more of the Company's issued share capital:

Name of Shareholder	Nature of Interest	Number of Shares held as at the Latest Practicable Date	Percentage of holding as at the Latest Practicable Date	Percentage of holding if the Repurchase Mandate is exercised in full
Wade Investment SPC Ltd *(Notes 1 & 2)*	Beneficial interest	98,042,000	53.28%	59.20%
Austen Capital International Limited *(Note 2)*	Interest in controlled Corporation	98,042,000	53.28%	59.20%
Jolly Atom Limited *(Note 2)*	Interest in controlled Corporation	98,042,000	53.28%	59.20%
Mr Li Feng *(Note 3)*	Interest in controlled Corporation	98,042,000	53.28%	59.20%
Mr Lu Xiaoma *(Note 2)*	Interest in controlled Corporation	98,042,000	53.28%	59.20%
Wonder Ladies Limited *(Note 3)*	Interest in controlled Corporation	98,042,000	53.28%	59.20%

Notes:

(1) Wade Investment SPC Ltd. is the Controlling Shareholder of the Company.

(2) As at the Latest Practicable Date, Austen Capital International Limited holds 100% management share in the Wade Investment SPC Ltd. Austen Capital International Limited is wholly-owned by Jolly Atom Limited, which is wholly-owned by Mr. Lu Xiaoma. According to the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), Mr. Lu Xiaoma, Jolly Atom Limited and Austen Capital International Limited are deemed to be interested in the shares held by Wade Investment SPC Ltd.

(3) Wonder Ladies Limited holds 86.67% Class 1A Shares attributable to Wade Investment SP1 (being a segregated portfolio of Wade Investment SPC Ltd). Wonder Ladies Limited is wholly-owned by Mr Li Feng. According to the SFO, Wonder Ladies Limited and Mr Li Feng are deemed to be interested in the shares held by Wade Investment SPC Ltd.

In the event the Directors exercise in full the power to repurchase Shares which is proposed to be granted pursuant to the Repurchase Mandate and on the assumption that (i) no further Shares are issued or repurchased from the Latest Practicable Date to the date of the AGM and (ii) the number of Shares held by Wade Investment SPC Ltd. as set out above remain unchanged, the shareholding interest of Wade Investment SPC Ltd. would increase to approximately 59.20% of the issued share capital of the Company, and such increase is not expected to give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code.

Save as aforesaid and based on the information available to the Directors as at the Latest Practicable Date, the Directors are not aware of any consequences or implications which may arise under the Takeovers Code as a result of exercising the power to repurchase Shares under the Repurchase Mandate.

The Directors have no present intention of exercising the Repurchase Mandate. The Directors are also aware that the Listing Rules prohibit a company from making repurchase on the Stock Exchange if the result of the repurchase would be that less than 25% (such other prescribed minimum percentage as determined by the Stock Exchange) of the issued share capital would be in the hands of the public. The Directors have no present intention to exercise the Repurchase Mandate to such an extent that would result in the Company failing to comply with the public float requirements under the Rule 8.08 of the Listing Rules.

10. SHARES REPURCHASES MADE BY THE COMPANY

The Company had not repurchased any of its Shares (whether on the Stock Exchange or otherwise) in the last six months preceding the Latest Practicable Date.

The biographical details of the Directors (as required by the Listing Rules) eligible for re-election at the AGM are set out below:

EXECUTIVE DIRECTOR

Ms. Xin Yue Jasmine Geffner（蔡昕玥）

Ms. Geffner, aged 54, is an executive Director and the Chief Executive Officer of the Company. She is also a member of the Nomination Committee of the Company. She has more than 20 years of experience in management, financing, fund raising and mergers and acquisitions. Ms. Geffner is currently an independent director of Alpex Acquisition Corporation (Stock Code: ALPX) since June 2026, Powerus Corporation (formerly known as Aureus Greenway Holdings Inc., (Stock Code: PUSA)) since February 2025 and Helport AI Limited (Stock Code: HPAI) since August 2024, respectively, all of which are companies listed on Nasdaq. The principal business of Alpex Acquisition Corporation is to effect a business combination in the broader technology sector, including artificial intelligence, interactive gaming, consumer internet and digital commerce, or in another industry or geographic region, while the principal business of Powerus Corporation is managing the operation of public golf country clubs in Florida, USA and the principal business of Helport AI Limited is developing and delivering AI-powered software and digital platforms for enterprise customer contact centers.

Ms. Geffner had served as Chief Financial Officer of various listed companies, including (i) Dorsett Hospitality International Services Limited (part of Far East Consortium International Limited (Stock Code: 035), a company listed on the Main Board of the Stock Exchange) from February 2019 to March 2025; (ii) GreenTree Hospitality Group Limited (Stock Code: GHG), a company listed on the New York Stock Exchange, from October 2017 to December 2018; and (iii) Carnival Group International Holdings Limited (Stock Code: 0996), a company listed on the Main Board of the Stock Exchange before its delisting on 7 December 2023, from August 2014 to March 2016. She served as the vice president in charge of corporate finance and development in Asia Pacific with LeEco from October 2016 to August 2017. Apart from the aforementioned work experiences, Ms. Geffner also has experiences working in regional and international banks such as ANZ Hong Kong, HSBC and Crédit Agricole.

Ms. Geffner received a bachelor's degree in international marketing and finance from Baruch College at the City University of New York in February 1994 and an MBA degree from the Stern School of Business at New York University in September 1997. She is a Certified Public Accountant (CPA) of the American Institute of Certified Public Accountants and the Hong Kong Institute of Certified Public Accountants, and a Chartered Financial Analyst (CFA).

Ms. Geffner was previously an independent director of NWTN Inc. (Stock Code: NWTN) (a company listed on Nasdaq) from November 2022 to December 2024, Tristar Acquisition I Corp. (Stock Code: TRIS) (a company listed on the New York Stock Exchange) from August 2023 to August 2024, and China Finance Online Co. Limited (Stock Code: JRJC) (a company listed on Nasdaq) from May to November 2021, respectively.

Save as disclosed herein, as at the Latest Practicable Date, Ms. Geffner (i) did not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (ii) did not have any interests in the shares or underlying shares in the Company within the meaning of Part XV of the SFO; (iii) did not hold other positions with the Company and its subsidiaries; and (iv) had not held any directorship in any public listed companies in the last three years preceding the Latest Practicable Date or any other major appointments or professional qualifications.

Ms. Geffner entered into a service contract with the Company on 25 May 2025 for a term of three years commencing from 26 May 2025. Ms. Geffner is subject to retirement by rotation and re-election in accordance with the Articles. Ms. Geffner will not receive any remuneration from the Company for serving as an executive Director but will be reimbursed for out-of-pocket expenses incurred in execution of her duties, if any which is determined by the Board with reference to the recommendation of the Remuneration Committee by taking into account her duties and responsibilities within the Group.

Save as disclosed above, there is no information relating to Ms. Geffner that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor is there any matter about her that needs to be brought to the attention of the Shareholders.

INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr. Huang Walter（黃偉慶）

Mr. Huang, aged 61, is an independent non-executive Director of the Company. He is also the chairman of the Remuneration Committee and a member of the Audit Committee of the Company. He has more than 20 years of experience in private equity and investment banking. He is the chairman and general partner of Tianjin Binhai VC Investment Management Co., Ltd. since June 2007, the chief executive officer and general partner of Vcanbio Capital Management LLC since October 2017, the general partner of Aceso Biotech Capital Partners LLC since March 2020, and the managing partner of Pablo Hill Capital Management LLC since June 2023.

From June 1994 to May 1995, Mr. Huang worked at the State Farm Insurance Company as a programmer and analyst. He subsequently worked at Morningstar, Inc. from June 1995 to January 2000 as a senior analyst. Mr. Huang was employed as a consultant in Walgreen Co. from October 2000 to March 2001.

From April 2001 to August 2001, Mr. Huang was a consultant in Newell Rubbermaid. He subsequently worked as an internet architect in Centrifusion, Inc from September 2000 to May 2002. From September 2001 to May 2002, Mr. Huang was employed as a consultant in The WM. Wrigley Jr. Co.

Mr. Huang was the founding partner of Heracles Investment Corp. from June 2002 to May 2006, where he led the private equity firm's investment initiatives in China.

Mr. Huang obtained his bachelor's degree in electronic engineering, microelectronics and semiconductor from Fudan University（復旦大學）in the People's Republic of China in July 1987. He has completed his graduate study in computer engineering from University of Cincinnati in the United States of America in May 1994. Mr. Huang has obtained a Private Fund Manager Qualification（私募基金從業資格）that is issued by the Asset Management Association of China（中國證券投資基金業協會）.

Mr. Huang was previously a director of China Wind Power International Corp. (Stock Code: CNW), a company listed on the TSX Venture Exchange before its delisting in October 2016, from June 2008 to October 2014.

Save as disclosed herein, as at the Latest Practicable Date, Mr. Huang (i) did not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company; (ii) did not have any interests in the shares or underlying shares in the Company within the meaning of Part XV of the SFO; (iii) did not hold other positions with the Company and its subsidiaries; and (iv) had not held any directorship in any public listed companies in the last three years preceding the Latest Practicable Date or any other major appointments or professional qualifications.

Mr. Huang has entered into a service contract with the Company for a term of two years commencing from 13 June 2025. He is subject to retirement by rotation and/or re-election by general meetings in accordance with the Articles. Pursuant to his service contract, Mr. Huang is entitled to a director's fee of HK$360,000 per annum which is determined by arm's length negotiation between Mr. Huang and the Company with reference to his duties and responsibilities. The amount of the remuneration has been approved by the Board and the Remuneration Committee of the Company.

Save as disclosed above, there is no information relating to Mr. Huang that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor is there any matter about him that needs to be brought to the attention of the Shareholders.



EAST NOVA HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3626)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the "AGM") of East Nova Holdings Limited (the "Company") will be held at Suites 1903-1906, 19th Floor, Alexandra House, 18 Chater Road, Central, Hong Kong on Friday, 4 December 2026 at 11:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To receive, consider and adopt the audited consolidated financial statements and the reports of the directors of the Company (the "Directors") and the auditor of the Company (the "Auditor") for the year ended 30 June 2026;

2. (a) To re-elect Ms. Xin Yue Jasmine Geffner（蔡昕玥）as an executive Director of the Company; and

   (b) To re-elect Mr. Huang Walter（黃偉慶）as an independent non-executive Director of the Company;

3. To authorise the board of Directors (the "Board") to fix the remuneration of the Directors;

4. To re-appoint Grant Thornton Hong Kong Limited as Auditor and to authorise the Board to fix their remuneration;

5. To consider and, if thought fit, to pass, with or without modification, the following resolution as ordinary resolution of the Company:

   "**THAT**:

   (a) subject to paragraph (c) below, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to allot, issue or otherwise deal with additional ordinary shares and to sell or transfer treasury shares, if any, in the share capital of the Company (the "Shares") 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 and/or options (including bonds, warrants, debentures 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) above shall be in addition to any other authorisations given to the Directors and shall authorise the Directors during the Relevant Period (as defined below) to make or grant offers, agreements and/or options (including bonds, warrants, debentures and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers at any time during or 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) and issued by the Directors pursuant to paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined in paragraph (f) below);

(ii) exercise of rights of subscription or conversion under terms of any warrants issued by the Company or any securities which are convertible into or carry rights to subscribe for Shares;

(iii) the grant or exercise of the subscription rights under any option scheme 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 or such other persons eligible to participate in any such scheme(s) or arrangement of Shares or rights to acquire Shares;

(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 ("Articles"); and

(v) a specific authority granted by the shareholders of the Company in general meeting, shall not exceed 20 per cent of the aggregate number of Shares in issue (excluding treasury shares, if any) as at the date of passing of this Resolution and the said approval shall be limited accordingly;

(d) subject to the passing of each of the paragraphs (a), (b) and (c) of this Resolution, any prior approvals of the kind referred to in paragraphs (a), (b) and (c) of this Resolution which had been granted to the Directors and which are still in effect be and are hereby revoked;

(e) 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 Articles or any applicable laws of the Cayman Islands to be held; or

(iii) 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

(f) "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 the holders of Shares whose names appear on the register of members on a fixed record date in proportion to their holdings of such Shares (subject 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 relevant jurisdiction, any recognized regulatory body or any stock exchange in any territory outside Hong Kong applicable to the Company)."

6. To consider and, if thought fit, to pass, with or without modification, the following resolution as ordinary resolution of the Company:

"**THAT**:

(a) subject to paragraph (b) below, the exercise by the Directors during the Relevant Period (as defined below) of all the powers of the Company to repurchase Shares on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") or on 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 and, subject to and in accordance with all applicable laws and regulations, the Articles and the requirements of the Rules Governing the Listing of Securities on the Stock Exchange or rules 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 may be repurchased or agreed conditionally or unconditionally to be repurchased by the Company pursuant to the approval in paragraph (a) of this Resolution shall not exceed 10 per cent of the aggregate number of Shares in issue (excluding treasury shares, if any) as at the date of passing of this Resolution and the said approval shall be limited accordingly;

(c) any prior approvals of the kind referred to in paragraphs (a) and (b) of this Resolution which had been granted to the Directors and which are still in effect be and are hereby revoked; 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 Articles or any applicable laws of the Cayman Islands to be held; or

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

7. To consider and, if thought fit, to pass, with or without modification, the following resolution as ordinary resolution of the Company:

"**THAT** subject to the passing of Resolutions No. 5 and No. 6 set out in the notice convening this meeting, the general mandate granted to the Directors to exercise the powers of the Company to allot, issue and otherwise deal with Shares (including sale or transfer of the treasury shares, if any) 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 and/or options (including bonds, warrants, debentures and other securities which carry rights to subscribe for or are convertible into Shares) which would or might require the exercise of such powers pursuant to the Resolution No. 5 as set out in the notice convening this meeting be and is hereby extended by the addition thereto of an amount representing the aggregate number of Shares repurchased by the Company under the authority granted pursuant to the Resolution No. 6 as set out in the notice convening this meeting, provided that such Shares so repurchased shall not exceed 10 per cent of the aggregate number of Shares (excluding treasury shares, if any) in issue as at the date of passing of the said Resolution."

For and on behalf of the Board
Xin Yue Jasmine Geffner
Chief Executive Officer and Executive Director

Hong Kong, 29 October 2026

Head office and principal place of business in Hong Kong:
Block C, 5/F., Gee Hing Chang Industrial Building
No. 16 Cheung Yue Street
Cheung Sha Wan
Kowloon
Hong Kong

Notes:

1. A shareholder entitled to attend and vote at the AGM convened by this notice of AGM is entitled to appoint one or more proxies (if the shareholder holds two or more Shares) to attend and vote instead of him/her at the AGM. A proxy need not be a shareholder of the Company but must attend the AGM in person to represent you.

2. To be valid, the form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, not less than 48 hours before the time appointed for the holding of the AGM or any adjournment thereof.

3. In the case of joint holders of any Share(s), any one of such persons may vote at the AGM, either in person or by proxy, in respect of such Share(s) as if he/she were solely entitled thereto; but if more than one of such joint holders are present at the AGM in person or by proxy, then one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share(s) shall alone be entitled to vote in respect thereof.

4. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM in person if you so wish. In the event that you attend the AGM in person, the form of proxy will be deemed to have been revoked.

5. The register of members will be closed and no transfer of shares will be effected during the period from Monday, 30 November 2026 to Friday, 4 December 2026, both days inclusive. The record date for determination of entitlements of the members of the Company to attend and vote at the AGM will be on Friday, 4 December 2026.

6. In order to qualify for attending and voting at the AGM, unregistered holders of shares of the Company should ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Union Registrars Limited at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, for registration not later than 4:00 p.m. on Friday, 27 November 2026.

7. An explanatory statement containing further details regarding Resolution 6 above is set out in Appendix I to the circular dated 29 October 2026 of which this notice of AGM forms part (the "Circular").

8. Particulars of the retiring Directors are set out in Appendix II to the Circular.

9. A form of proxy for use in connection with the AGM is published on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Company (www.eastnovaholdings.com).

10. If a tropical cyclone warning signal no. 8 or above, or "extreme conditions" caused by a super typhoon, or black rainstorm warning signal is in force in Hong Kong at 8:00 a.m. or any time after 8:00 a.m. on the day of the AGM, the AGM will be postponed. The Company will publish an announcement on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.eastnovaholdings.com to notify shareholders of the date, time and place of the postponed meeting.

    The AGM will be held as scheduled when an amber or a red rainstorm warning signal is in force. Shareholders should decide on their own whether they would attend the AGM under bad weather conditions bearing in mind their own situations.

If Shareholders have any questions relating to the AGM, please contact the Branch Share Registrar of the Company, as follows:

Union Registrars Limited
Suites 3301-04, 33/F.
Two Chinachem Exchange Square
338 King's Road
North Point
Hong Kong
Telephone: (852) 2849 3399
Facsimile: (852) 2849 3319
Enquiry: info@unionregistrars.com.hk