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

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

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HUNG HING PRINTING GROUP LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 450)

PROPOSALS RELATING TO GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES AND RE-ELECTION OF RETIRING DIRECTORS AND NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of the Company to be held at Basement 2, The Boardroom, Wharney Hotel, 57-73 Lockhart Road, Wan Chai, Hong Kong on Wednesday, 27 May 2026 at 3:30 p.m. is set out on pages 13 to 16 of this circular. Whether or not you are able to attend the said meeting, you are requested to complete and return the accompanying proxy form to the Company's Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong in accordance with the instructions printed thereon as soon as possible and in any event not later than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Such form of proxy is also published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.hunghingprinting.com). Completion and return of the proxy form will not prevent you from attending and voting in person at the Annual General Meeting (or any adjournment thereof) if you so wish.

24 April 2026

DEFINITIONS

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

“Annual General Meeting”	the annual general meeting of the Company to be held at Basement 2, The Boardroom, Wharney Hotel, 57-73 Lockhart Road, Wan Chai, Hong Kong on Wednesday, 27 May 2026 at 3:30 p.m., notice of which is set out on pages 13 to 16 of this circular (or any adjournment thereof)
“Articles of Association”	the existing memorandum and articles of association of the Company
“Board”	the board of Directors
“CG Code”	Corporate Governance Code as set out in Appendix C1 of the Listing Rules
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended or supplemented from time to time
“Company”	Hung Hing Printing Group Limited, a company limited by shares incorporated under the Laws of Hong Kong on 13 March 1987
“Directors”	directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“INED(s)”	Independent non-executive director(s) of the Company
“Latest Practicable Date”	16 April 2026, being the latest practicable date prior to the printing of this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China

DEFINITIONS

“Repurchase Proposal”	the Repurchase Resolution to give a general mandate to the Directors to exercise the powers of the Company to repurchase during the period as set out in the Repurchase Resolution Shares up to a maximum of 10% of the number of Shares of the Company in issue at the date of the Repurchase Resolution
“Repurchase Resolution”	the proposed ordinary resolution as referred to in resolution No. 5B of the notice of the Annual General Meeting
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	share(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Takeovers Code”	the Hong Kong Code on Takeovers and Mergers
“\$” and “cents”	Hong Kong dollars and cents respectively

LETTER FROM THE EXECUTIVE CHAIRMAN



HUNG HING

HUNG HING PRINTING GROUP LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 450)

Executive Directors:

YUM Chak Ming, Matthew (*Executive Chairman*)
YUM Christopher Carson

Non-Executive Directors:

Hirofumi HORI
Hitoshi SHIBASAKI
Aki TSUGE
YAM Hon Ming, Tommy (Yum Nicholas Kevin as his alternate)

Independent Non-Executive Directors:

LUK Koon Hoo
TAN Chuen Yan, Paul
LEE Danny Lap

Registered Office:

Hung Hing Printing Centre
17–19 Dai Hei Street
Tai Po Industrial Estate
New Territories
Hong Kong

24 April 2026

To shareholders of the Company

Dear Sir or Madam,

1. GENERAL MANDATE TO REPURCHASE SHARES

At the annual general meeting of the Company held on 27 May 2025, a general mandate was given to the Directors to exercise all the powers of the Company to repurchase the Shares. Such mandate will lapse at the conclusion of the Annual General Meeting.

The Directors propose to seek your approval of a general mandate to repurchase Shares not exceeding 10% of the number of Shares of the Company in issue at the Annual General Meeting. An explanatory statement as required under the Listing Rules to provide the requisite information of the Repurchase Proposal is set out in the appendix hereto.

LETTER FROM THE EXECUTIVE CHAIRMAN

2. GENERAL MANDATE TO ISSUE SHARES

At the annual general meeting of the Company held on 27 May 2025, a general mandate was given to the Directors to issue new Shares. Such mandate will lapse at the conclusion of the Annual General Meeting.

It will also be proposed at the Annual General Meeting the ordinary resolutions including granting to the Directors a general mandate to allot, issue and deal with Shares not exceeding 20% of the number of Shares of the Company in issue at the date of passing the resolution and adding to such general mandate so granted to the Directors any Shares representing the aggregate number of Shares repurchased by the Company after the granting of the general mandate to repurchase up to 10% of the number of Shares of the Company in issue at the date of passing the Repurchase Resolution.

3. RE-ELECTION OF RETIRING DIRECTORS

Pursuant to Article 99 of the Articles of Association, one-third of the Directors who are subject to retirement by rotation or, if their number is not three or a multiple of three, the number nearest to one-third, shall retire from office; but, if there is only one Director who is subject to retirement by rotation, he shall retire.

Accordingly, Mr. Yum Christopher Carson, Mr. Tan Chuen Yan, Paul and Mr. Luk Koon Hoo will be retiring from office at the Annual General Meeting. Mr. Yum Christopher Carson, Mr. Tan Chuen Yan, Paul and Mr. Luk Koon Hoo being eligible, have offered themselves for re-election at the Annual General Meeting.

Pursuant to Code Provision B.2.3 of the CG Code, 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.

Mr. Luk Koon Hoo was appointed as INEDs on 15 August 2008 and he has served the Company for more than nine years and being eligible, has offered himself for re-election at the Annual General Meeting. During the tenure of his office, Mr. Luk Koon Hoo had performed his duty as INED to the satisfaction of the Board. Through exercising the scrutinizing and monitoring function of an INED, he had contributed to the efficient and effective functioning of the Board for the interest of the shareholders of the Company. The Board is of the opinion that Mr. Luk Koon Hoo shall remain independent notwithstanding the length of his services and believe that his valuable experience and general business acumen will continue to generate significant contribution to the Board, the Company and its shareholders as a whole. The Board is of the view that Mr. Luk Koon Hoo is able to provide various professional advices in different field thus making contribution to diversity of the Board. He has provided annual confirmation of independence to the Company pursuant to Rule 3.13 of the Listing Rules. To the best knowledge of the Directors, as at the Latest Practicable Date, the Company is not aware of any matters or events that may occur and affect his independence.

LETTER FROM THE EXECUTIVE CHAIRMAN

The particulars of the Directors proposed to be re-elected at the Annual General Meeting are as follows:

Mr. Yum Christopher Carson, aged 40 has been an Executive Director of Hung Hing Printing Group Limited since May 2023. He is the Chief Commercial Director of the Group and also the director of Hung Hing Off-set Printing Co Ltd. With more than 20 years of experience in the printing business, Christopher has been leading the sales and marketing operations of the Group's Book and Package Printing business since 2007. Christopher understands the shifts in market demand, and with a vision to take the traditional printing business to new heights, he has created multiple brands to provide better educational products for children and educators in Hong Kong, including Yum Me Play and STEPLUS. He holds a Bachelor of Arts degree in Business Management from Coventry University, UK.

As at the Latest Practicable Date, Mr. Yum held 9,398,874 Shares within the meaning of Part XV of the SFO. Mr. Yum is the son of Mr. Yum Chak Ming, Matthew, executive chairman of the Company, nephew of Mr. Yam Hon Ming, Tommy, non-executive director of the Company and brother of Mr. Yum Nicholas Kevin, alternate director to Mr. Yam Hon Ming, Tommy. Save as disclosed herein, Mr. Yum is not connected with any other Directors, senior management, substantial shareholders or controlling shareholders of the Company.

Mr. Yum has entered into a service agreement with the Company with effect from 25 May 2023, pursuant to which he is entitled to receive an annual salary and performance-based remuneration (subject to periodic review). His remuneration was determined by the remuneration committee of the Company with reference to his experience and the Company's performance. Mr. Yum's service agreement does not provide any specific length of service period, but the agreement can be terminated with cause or by not less than one month written notice served by either party. Mr. Yum is subject to retirement by rotation and re-election in accordance with the articles of association of the Company. For the year ended 31 December 2025, he received a director remuneration amounted to HK\$1.4 million.

Mr. Tan Chuen Yan, Paul, aged 67, has over 40 years of experience in the legal industry, having practised as a solicitor in both Hong Kong and Sydney, New South Wales, Australia. Mr. Tan joined Baker McKenzie in 1982 and was Managing Partner of its Hong Kong, mainland China, Vietnam and Korea offices from 1997 to 1999, and from 2013 to 2015. He had also served as Chairman of the Firm Global Nominating Committee and Head of Hong Kong Commercial and Securities Practice. Mr. Tan retired as a partner of Baker McKenzie in December 2019. Mr. Tan has since become the Company Secretary of the Hong Chi Association, a government subvented charity dedicated to the welfare and training of mentally challenged children in Hong Kong. Mr. Tan serves as an independent non-executive director of Kerry Logistics Network Limited since October 2021 and an independent non-executive director of HSBC Provident Fund Trustee (Hong Kong) Limited, which is registered by the Mandatory Provident Fund Schemes Authority since August 2023. He was an independent non-executive director of Hua Lien International (Holdings) Company Limited between September 2024 and June 2025. Save as disclosed herein, Mr. Tan has not held any directorship in any other listed companies during the three years preceding the Latest Practicable Date.

LETTER FROM THE EXECUTIVE CHAIRMAN

Mr. Tan was Vice President of the Law Society of Hong Kong from 2000 to 2003, having been a Council member since 1995. He was the Convenor of Solicitors Disciplinary Tribunal, President of the Taxation Institute of Hong Kong and Chairman of its Appeal Tribunal. Mr. Tan has also served on a number of public appointments in Hong Kong, including as Chairman of the Mandatory Provident Fund Schemes Appeal Board, Occupational Retirement Schemes Appeal Board and the Appeal Tribunal Panel (Buildings). He also served as the Independent Trustee of the Hong Kong University of Science and Technology Staff Superannuation Scheme, the Hong Kong University of Science and Technology Ancillary Staff Superannuation Scheme, and was a member of Air Transport Licencing Authority. Mr. Tan received from the University of Sydney in Australia a bachelor's degree in economics in 1980, a bachelor's degree and a master's degree in law in 1982 and 1985, respectively. He is a qualified solicitor in Hong Kong.

As at the Latest Practicable Date, Mr. Tan does not hold any interests in the Shares or underlying shares of the Company within the meaning of Part XV of the SFO. He is not connected with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

Mr. Tan has entered into a service agreement with the Company with effect from 25 May 2023. Pursuant to the service agreement, for the financial year ending 31 December 2026, Mr. Tan is entitled to receive an annual director's fee of HK\$260,000 (subject to periodic review). His director's fee was determined by the board of Director with reference to his experience, the prevailing market conditions and the amount of director's fee payable by the Company to other independent non-executive directors and non-executive directors. Mr. Tan's service agreement does not provided any specific length of service period, but the agreement can be terminated with cause or by not less than one month written notice served by either party. Mr. Tan is subject to retirement by rotation and re-election in accordance with the Articles of Association. For the year ended 31 December 2025, he received a director fee amounted to HK\$260,000.

Mr. Luk Koon Hoo, aged 74, has been an independent non-executive director of the Company since August 2008. He is a retired banker and has 30 years of comprehensive experience in accounting and financial management. He joined Hang Seng Bank in 1975 and became the bank's Chief Financial Officer in 1989. He was appointed Executive Director and Deputy Chief Executive in 1994 and was subsequently re-designated as Managing Director until his retirement in 2005. Mr. Luk is currently an independent non-executive director of two publicly-listed companies in Hong Kong, namely, i-Cable Communications Limited and Harbour Centre Development Limited. He was an independent non-executive director of two publicly-listed companies in Hong Kong, namely, China Properties Group Limited (cancellation of listing on 4 August 2023) and Computime Group Limited and retired in June 2023 and September 2023, respectively. Mr. Luk also serves as a member of Urban Renewal Authority.

LETTER FROM THE EXECUTIVE CHAIRMAN

Mr. Luk graduated with a Bachelor of Social Sciences Degree in Statistics from The University of Hong Kong and also holds a Master of Business Administration Degree granted by The Chinese University of Hong Kong. He is a Fellow of the Hong Kong Institute of Bankers. Mr. Luk is a Non-official Justice of the Peace and was awarded the honour of Bronze Bauhinia Star in 2004 in recognition of his contributions to public services. Save as disclosed herein, he had not held any directorship in any other listed companies during the three years preceding the Latest Practicable Date.

As at the Latest Practicable Date, Mr. Luk does not have any interests in the shares or underlying shares of the Company within the meaning of Part XV of the SFO. Save as disclosed herein, he is not connected with any Directors, senior management, substantial shareholders or controlling shareholders of the Company.

Mr. Luk has entered into a service agreement with the Company with effect from 1 April 2012. Pursuant to the service agreement, for the financial year ending 31 December 2026, Mr. Luk is entitled to receive an annual director's fee of HK\$260,000 (subject to periodic review). His director's fee was determined by the board of Director with reference to his experience, the prevailing market conditions and the amount of director's fee payable by the Company to other independent non-executive directors and non-executive directors. Mr. Luk's service agreement does not provided any specific length of service period, but the agreement can be terminated with cause or by not less than one month written notice served by either party. Mr. Luk is subject to retirement by rotation and re-election in accordance with the Articles of Association. For the year ended 31 December 2025, he received a director fee amounted to HK\$260,000.

The Company will continue to review the independence of INEDs annually and take all appropriate measures to ensure compliance of relevant provisions regarding independence of INEDs pursuant to the Listing Rules. There are no other information which shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that needs to be brought to the attention to the shareholders of the Company for the above Directors.

The nomination committee of the Company and the Board had taken into account all the proposed re-electing Directors' contributions to the Board, including their experience in corporate governance, business operation and accounting, and their commitment to their roles, and therefore recommended the re-election of the re-electing Directors.

4. RE-APPOINTMENT OF THE AUDITOR

Messrs. KPMG will retire as the auditor of the Company at the Annual General Meeting and, being eligible, offer themselves for re-appointment.

The Board proposed to re-appoint Messrs. KPMG as the auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company.

LETTER FROM THE EXECUTIVE CHAIRMAN

5. ANNUAL GENERAL MEETING

A notice convening the Annual General Meeting is set out on pages 13 to 16 of this circular at which, among other things,

- an ordinary resolution will be proposed to grant the Directors a general mandate to authorise the Directors to issue, allot and deal with Shares with an aggregate number of Shares not exceeding 20% of the number of Shares of the Company in issue as at the date of passing such resolution (being 181,572,994 Shares assuming there is no issuance and repurchase of Shares between the Latest Practicable Date and the Annual General Meeting);
- an ordinary resolution will be proposed to grant the Directors a general mandate to exercise all the powers of the Company to purchase on the Stock Exchange Shares representing up to a maximum of 10% of the number of Shares of the Company in issue as at the date of passing the Repurchase Resolution; and
- an ordinary resolution will be proposed to extend the general mandate to issue Shares which will be granted the Directors to issue, allot and deal with additional Shares by adding to it the number of Shares purchased under the Repurchase Proposal after the granting of the general mandate to repurchase Shares.

6. VOTING BY POLL

According to rule 13.39(4) of the Listing Rules, all votes of Shareholders at a general meeting must be taken by poll. Therefore, all the resolutions put to the vote at the Annual General Meeting will be taken by way of poll.

7. ACTION TO BE TAKEN

A proxy form for use at the Annual General Meeting is despatched together with this circular. Whether or not you propose to attend the Annual General Meeting, you are requested to complete the said proxy form and return it to the Company's Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 48 hours before the time appointed for holding the Annual General Meeting. Completion and return of the proxy form will not prevent you from attending and voting at the Annual General Meeting if you so wish.

LETTER FROM THE EXECUTIVE CHAIRMAN

8. RECOMMENDATION

The Directors believe that, all resolutions, among other things include, the general mandates to repurchase Shares and to issue new Shares to be proposed at the Annual General Meeting are all in the best interests of the Company and its shareholders. Accordingly, the Directors recommend that all shareholders should vote in favour of all resolutions to be proposed at the Annual General Meeting.

Yours faithfully,
Hung Hing Printing Group Limited
Yum Chak Ming, Matthew
Executive Chairman

This appendix serves as an explanatory statement, as required by the Companies Ordinance and the Listing Rules, to provide requisite information to you for your consideration of the proposal to permit the repurchase of Shares up to a maximum of 10% of the number of Shares of the Company in issue as at the date of passing the Repurchase Resolution. For this purpose, “shares” is defined in the Listing Rules to mean shares of all classes and securities which carry a right to subscribe or purchase shares.

1. SHARE CAPITAL

As at the Latest Practicable Date, the number of Shares of the Company in issue was 907,864,974 Shares.

Subject to the passing of the Repurchase Resolution and on the basis that no further Shares are issued or repurchased prior to the Annual General Meeting, the Company would be allowed under the Repurchase Resolution to repurchase a maximum of 90,786,497 Shares.

2. REASONS FOR REPURCHASE

Trading conditions on the Stock Exchange have become volatile in recent years and, whilst it is not possible to anticipate in advance those circumstances in which the Directors might think it appropriate to repurchase the Shares, Shares would only be repurchased in circumstances where the Directors consider that the repurchase would be in the best interests of the Company and its shareholders and lead to an enhancement of net asset value and/or earnings per share of the Company.

3. FUNDING OF REPURCHASE

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with its articles of association and the Companies Ordinance. The Companies Ordinance provides that the amount of capital repaid in connection with a repurchase of Shares may only be paid out from the distributable profits of the Company or the proceeds of a new issue of shares made for the purpose of the repurchases.

There might be an adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the Company’s latest published financial statement as at 31 December 2025) in the event that the Repurchase Proposal was to be carried out in full at any time during the proposed repurchase period. However, the Directors do not propose to exercise the Repurchase Proposal 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.

4. SHARE PRICES

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

	Price per Shares	
	Highest	Lowest
	\$	\$
2025		
April	1.02	0.91
May	1.08	0.95
June	0.96	0.93
July	1.00	0.94
August	0.98	0.92
September	0.96	0.91
October	0.96	0.90
November	0.94	0.90
December	0.94	0.90
2026		
January	0.97	0.89
February	0.95	0.89
March	0.92	0.86
April (up to the Latest Practicable Date)	0.89	0.80

5. PREVIOUS REPURCHASE BY THE COMPANY

During the previous six months preceding the Latest Practicable Date, the Company has not repurchased any Shares (whether on the Stock Exchange or otherwise).

6. UNDERTAKINGS OF THE DIRECTORS

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the powers of the Company to make repurchases pursuant to the Repurchase Resolution and in accordance with the Listing Rules, the Companies Ordinance and the applicable law in Hong Kong, and in accordance with the regulations set out in the articles of association of the Company.

7. DIRECTORS, THEIR ASSOCIATES AND CONNECTED PERSONS

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, their associates (as defined in the Listing Rules), have any present intention to sell any Shares to the Company or its subsidiaries under the Repurchase Proposal if such is approved by the shareholders of the Company.

No connected persons (as defined in the Listing Rules) of the Company have notified the Company that they have a present intention to sell Shares to the Company or its subsidiaries, or have undertaken not to do so, in the event that the Repurchase Proposal is approved by the shareholders.

8. EFFECT OF TAKEOVERS CODE

If on the exercise of the power to repurchase Shares pursuant to the Repurchase Proposal, a shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes 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 offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, to the best of the knowledge and belief of the Company, C.H. Yam International Limited ("C.H. Yam") holds approximately 32.19% and, Rengo Co., Ltd. ("Rengo") holds approximately 29.91%, of the issued share capital of the Company. C.H. Yam and Rengo will hold approximately 35.76% and 33.23% of the issued share capital of the Company, respectively, upon exercise in full of the Repurchase Resolutions. C.H. Yam and Rengo may become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code. The Directors do not have present intention to repurchase Shares up to an amount which would result in C.H. Yam and Rengo becoming obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code in this respect.

NOTICE OF ANNUAL GENERAL MEETING



HUNG HING PRINTING GROUP LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 450)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the shareholders of the Company will be held at Basement 2, The Boardroom, Wharney Hotel, 57-73 Lockhart Road, Wan Chai, Hong Kong on Wednesday, 27 May 2026 at 3:30 p.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To receive and consider the audited financial statements and the reports of the directors and the auditors for the year ended 31 December 2025.
2. To declare final dividend and special dividend for the year ended 31 December 2025.
3. (i) To re-elect the retiring directors of the Company:
 - (a) re-elect Mr. Yum Christopher Carson as executive director;
 - (b) re-elect Mr. Tan Chuen Yan, Paul as independent non-executive director;
 - (c) re-elect Mr. Luk Koon Hoo as independent non-executive director.
- (ii) To authorise the board of directors of the Company (the “**Board**”) to fix the remuneration of the directors of the Company.
4. To re-appoint Messrs. KPMG as the auditor of the Company to hold office until conclusion of the next annual general meeting of the Company and to authorize the Board to fix auditor’s remuneration for the year ending 31 December 2026.

NOTICE OF ANNUAL GENERAL MEETING

5. As special business, to consider and if thought fit, pass with or without amendments the following resolutions as Ordinary Resolutions:

A. "THAT:

- (a) Subject to sub-paragraph (c) below and pursuant to the Listing Rules, the exercise by the directors of the Company during the Relevant Period of all the powers of the Company to allot, issue and deal with shares of the Company; to grant rights to subscribe for, or to convert any security into, shares of the Company; and to make or grant offers, agreements and options which would or might require the allotment of such shares or the grant of such rights be and is hereby generally and unconditionally approved;
- (b) the approval in sub-paragraph (a) above shall authorize the directors of the Company during the Relevant Period to make or grant offers, agreements and options which would or might require the allotment of such shares or the grant of such rights 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) or issued by the directors of the Company pursuant to the approval in sub-paragraph (a) above, otherwise than pursuant to (1) a Rights Issue; or (2) the exercise of rights of subscription or conversion under the terms of any warrants issued by the Company or any securities which are convertible into shares of the Company; or (3) the exercise of any options granted under any option scheme or similar arrangement for the time being adopted for the grant or issue to employees of the Company and/or any of its subsidiaries; or (4) an issue of shares as scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on the shares of the Company in accordance with the articles of association of the Company from time to time, shall not exceed 20 per cent. of the number of Shares of the Company in issue at the date of passing this resolution, and the said approval shall be limited accordingly; and
- (d) for the purposes 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;

NOTICE OF ANNUAL GENERAL MEETING

- (ii) 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
- (iii) 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 Hong Kong to be held.

“Rights Issue” means an offer of shares open for a period fixed by the directors of the Company to holders of shares of the Company on the register on a fixed record date in proportion to their then holdings of such shares as at that date (subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to overseas shareholders or fractional entitlements and further subject to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in any territory outside Hong Kong applicable to the Company).”

B. “THAT:

- (a) subject to sub-paragraph (b) below, the exercise by the directors of the Company during the Relevant Period of all the powers of the Company, and pursuant to the Listing Rules, to purchase shares of the Company be and is hereby generally and unconditionally approved;
- (b) the aggregate number of Shares of the Company to be purchased or agreed conditionally or unconditionally to be purchased by the Company pursuant to the approval in sub-paragraph (a) above shall not exceed 10 per cent. of the number of Shares of the Company in issue at the date of passing this resolution and the said approval shall be limited accordingly; and
- (c) for the purposes 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 revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting; and

NOTICE OF ANNUAL GENERAL MEETING

(iii) 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 Hong Kong to be held.”

C. “**THAT** conditional upon resolution 5A and resolution 5B set out in the notice convening this meeting of which this resolution forms part being passed, the aggregate number of Shares of the Company which are purchased by the Company after the date of passing this resolution (up to a maximum of 10 per cent. of the aggregate number of Shares of the Company as stated in resolution 5B set out in the notice convening this meeting of which this resolution forms part) shall be added to the aggregate number of Shares that may be allotted or agreed conditionally or unconditionally to be allotted by the directors of the Company pursuant to resolution 5A set out in the notice convening this meeting of which this resolution forms part.”

By Order of the Board
Hung Hing Printing Group Limited
Shek Kwok Man
Chief Financial Officer and Company Secretary

Hong Kong, 24 April 2026

Notes:

- (1) Any member entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and on a poll vote on his behalf. A proxy need not be a member of the Company.
- (2) To be effective, the form of a proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited with the Company’s Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 48 hours before the time appointed for the holding of the meeting or adjourned meeting (i.e. 3:30 p.m. on Monday, 25 May 2026).
- (3) The Register of Members will be closed from Thursday, 21 May 2026 to Wednesday, 27 May 2026 both days inclusive, during which period no transfer of shares will be effected. In order to qualify for attending and voting at the Annual General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company’s Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 20 May 2026. For determining the entitlement to attend and vote at Annual General Meeting, the record date of register of members will be Wednesday 27 May 2026.
- (4) The Directors standing for election under item 3 are Mr. Yum Christopher Carson, Mr. Tan Chuen Yan, Paul and Mr. Luk Koon Hoo.