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Golden Harvest

ORANGE SKY GOLDEN HARVEST ENTERTAINMENT (HOLDINGS) LIMITED

橙天嘉禾娛樂(集團)有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1132)

CLARIFICATION ANNOUNCEMENT

IN RELATION TO THE NOTICE OF THE SPECIAL GENERAL MEETING

Reference is made to the notice of Orange Sky Golden Harvest Entertainment (Holdings) Limited (the “**Company**”) dated 23 October 2018 in relation to the special general meeting (“**SGM**”) to be held at 24th Floor, Capital Centre, 151 Gloucester Road, Wan Chai, Hong Kong on Friday, 23 November 2018 at 11:00 a.m. (the “**SGM Notice**”) and the proxy form accompanied thereto. Unless otherwise specified, capitalised terms used in this announcement have the same meanings as defined in the SGM Notice.

The board of directors (the “**Directors**”) of the Company (the “**Board**”) wishes to clarify that there was a typographical error in the ordinary resolution numbering of 1.(i) and 1.(ii) as set out in the English and Chinese versions of the SGM Notice, which should be revised to 1.(a) and 1.(b), respectively, and the ordinary resolution number 1 as set out in the English and Chinese versions of the SGM Notice should be considered and approved as two separate resolutions. As such, the SGM Notice should be revised to and superseded by the following:

“**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**SGM**”) of Orange Sky Golden Harvest Entertainment (Holdings) Limited (the “**Company**”) will be held at 24th Floor, Capital Centre, 151 Gloucester Road, Wan Chai, Hong Kong on Friday, 23 November 2018 at 11:00 a.m. for the purpose of considering and, if thought fit, passing each of the following resolutions which will be proposed with or without amendment as an ordinary resolution of the Company:

ORDINARY RESOLUTIONS

1. (a) “**THAT:**

the sale and purchase agreement dated 29 August 2018 (the “**Sale and Purchase Agreement**”) entered into by Jiangyin Orange Sky Golden Harvest Liuliu Property Co., Ltd* (江陰橙天嘉禾六六房產有限公司) (the “**Purchaser**”) and Jiangyin Orange Land Cinema Development Management Co., Ltd.* (江陰橙地影院開發管

* For identification purposes only

理有限公司 (the “**Seller**”) in relation to the acquisition of two buildings with 7 and 11 floors respectively, the underground area with 2 floors with total gross floor area of approximately 93,137.68 square meters and the land use rights with total site area of approximately 23,334 square meters situated at south of Wuxing Road, west of Xiadong Road, Jiangyin, the PRC (中國江陰市夏港街道五星路南、夏東路西側), the personal guarantee granted by Mr. Wu Kebo to the Purchaser dated 29 August 2018 (the “**Guarantee**”) to guarantee the due performance of the Seller of its obligations under the Sale and Purchase Agreement, copy of which has been tabled before the meeting marked “A” and “B” and initialled by the chairman of the meeting for the purpose of identification, and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified.”

(b) “**THAT:**

any one director of the Company be and is hereby authorised for and on behalf of the Company to do all such further acts and things and execute all such further documents and take all steps which in his/her opinion may be necessary, desirable or expedient to implement and/or give effect to the Sale and Purchase Agreement, the Guarantee and the transactions contemplated thereunder, and to approve any changes and amendments thereto as he/she may consider to be necessary, desirable or expedient.””

Save as disclosed in this announcement, the other contents in the English and Chinese versions of the SGM Notice remain unchanged. The form of proxy accompanying the SGM Notice which has been dispatched for the purpose of SGM will remain valid for use for the SGM.

By order of the Board
Orange Sky Golden Harvest Entertainment (Holdings) Limited
Cheung Hei Ming
Company Secretary

Hong Kong, 24 October 2018

List of all Directors of the Company as of the time issuing this announcement:

Chairman and Executive Director:

Mr. Wu Kebo

Executive Directors:

Mr. Mao Yimin

Mr. Li Pei Sen

Ms. Wu Keyan

Ms. Chow Sau Fong, Fiona

Independent Non-executive Directors:

Mr. Leung Man Kit

Ms. Wong Sze Wing

Mr. Fung Chi Man, Henry