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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)

CHANGE OF INFORMATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Orange Sky Golden Harvest Entertainment (Holdings) Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.51(2)(h) and 13.51B(2) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Company received a notification from Mr. LEUNG Man Kit (“**Mr. Leung**”), an independent non-executive Director, that Mr. Leung was publicly censured by the Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for the breach of Rule 3.08(f) of the Listing Rules and his declaration and undertaking given to the Stock Exchange in the form set forth in Appendix 5B to the Listing Rules to comply with the Listing Rules to the best of his ability and to use his best endeavours to ensure China Huiyuan Juice Group Limited (“**China Huiyuan**”) had adequate and effective internal controls to procure China Huiyuan’s compliance with the Listing Rules and to protect the interests of China Huiyuan and its shareholders. China Huiyuan was a company listed on the Stock Exchange, which has been delisted since January 2021. Mr. Leung was an independent non-executive director and the chairman of the financial management and audit committee of the board of directors of China Huiyuan during the period from 29 June 2012 to 25 January 2019. Further information on the background of the public censure, as well as the breach of the Listing Rules by China Huiyuan and Mr. Leung in relation to certain continuing connected transactions, is set forth in the regulatory announcement (the “**Regulatory Announcement**”) issued by the Stock Exchange on 17 November 2021.

The Board (other than Mr. Leung) has reviewed the Regulatory Announcement (and the statement of disciplinary action referred therein) and considers that Mr. Leung remains suitable to act as an independent non-executive Director of the Company for the following reasons:

- (1) The findings and conclusions set forth in the Regulatory Announcement do not state that Mr. Leung is not suitable to act as a director of Hong Kong listed companies;

* For identification purposes only

- (2) The incidents set forth in the Regulatory Announcement do not involve any dishonesty, fraud or integrity issues on the part of Mr. Leung;
- (3) As an independent non-executive Director, Mr. Leung was not involved in the business operations of China Huiyuan and did not take part in the dealings which led to the breach; and
- (4) Mr. Leung will attend the required training in response to the public censure set forth in the Regulatory Announcement (and the statement of disciplinary action referred therein).

The Board considers that the public censure set forth in the Regulatory Announcement (and the statement of disciplinary action referred therein) has no adverse impact on the business operations of the Group. Mr. Leung has confirmed to the Company that save as disclosed in this announcement, there is no other information relating to him that is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and that he is not aware of any other matters that need to be brought to the attention of the shareholders of the Company.

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

Hong Kong, 22 November 2021

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

Chairman and Executive Director:
Mr. Wu Kebo

Executive Directors:

Mr. Li Pei Sen
Ms. Chow Sau Fong, Fiona
Ms. Go Misaki
Mr. Peng Bolun

Independent Non-executive Directors:

Mr. Leung Man Kit
Ms. Wong Sze Wing
Mr. Fung Chi Man, Henry