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 dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **E Lighting Group Holdings Limited**, you should at once hand this circular and the accompanying form of proxy to the purchaser or to the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

E Lighting Group Holdings Limited
壹照明集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8222

PROPOSALS FOR GENERAL MANDATES TO ISSUE NEW SHARES AND TO REPURCHASE SHARES, RE-ELECTION OF RETIRING INDEPENDENT NON-EXECUTIVE DIRECTORS SERVING MORE THAN NINE YEARS, PROPOSED RE-APPOINTMENT OF AUDITOR, CLOSURE OF REGISTER OF MEMBERS AND NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting of E Lighting Group Holdings Limited (the "Company") to be held at 11:00 a.m. on Friday, 11 September 2026 at Multi-Function Room, Level 4, IT Street, Core E, Cyberport 3, 100 Cyberport Road, Hong Kong (the "AGM") is set out on pages 16 to 20 of this circular. A form of proxy for use at the AGM is enclosed with this circular.

Whether or not you are able to attend the AGM, please complete and sign the accompanying form of proxy in accordance with the instructions printed thereon and return it to 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 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 should you so wish. In such event, the form of proxy shall be deemed to be revoked.

This circular together with the form of proxy are published on the website of the Stock Exchange at www.hkexnews.hk.

10 July 2026

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

CONTENTS

Pages

Definitions 3

Letter from the Board 5

Introduction 6

Proposed Grant of Issue Mandate, Repurchase Mandate and Extended Mandate 6

Proposed Re-election of Retiring Independent Non-Executive Directors serving more than nine years 7

Proposed Re-appointment of Auditor 8

AGM and Proxy Arrangement 8

Closure of Register of Members 9

Responsibility Statement 9

Recommendation 9

General Information 9

Appendix I — Explanatory Statement on the Repurchase Mandate 10

Appendix II — Details of the Retiring Directors Proposed to be Re-elected at the AGM 14

Notice of Annual General Meeting 16

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

"AGM"	the annual general meeting of the Company to be held at 11:00 a.m. on Friday, 11 September 2026 at Multi-Function Room, Level 4, IT Street, Core E, Cyberport 3, 100 Cyberport Road, Hong Kong to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 16 to 20 of this circular, or any adjournment thereof
"Articles of Association"	the articles of association of the Company currently in force
"Auditor"	the auditor of the Company
"Board"	the board of Directors
"Close Associates"	have the same meaning as ascribed in the GEM Listing Rules
"Companies Act"	the Companies Act (as revised) of the Cayman Islands, as amended or supplemented from time to time
"Company"	E Lighting Group Holdings Limited (壹照明集團控股有限公司), a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on GEM
"Core Connected Persons"	have the same meaning as ascribed in the GEM Listing Rules
"Director(s)"	the director(s) of the Company
"Extended Mandate"	a general 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 in issue (excluding treasury shares) as at the date of passing of the ordinary resolution granting such mandate
"GEM"	GEM operated by the Stock Exchange
"GEM Listing Rules"	the Rules Governing the Listing of Securities on GEM
"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 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 not exceeding 20% of the total number of Shares in issue (excluding treasury shares) as at the date of passing of the ordinary resolution granting such mandate
"Latest Practicable Date"	2 July 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular prior to its publication
"Memorandum"	the memorandum of association of the Company currently in force
"Nomination Committee"	the nomination committee of the Board
"Repurchase Mandate"	the general mandate proposed to be granted to the Directors at the AGM to exercise the power of the Company to repurchase Shares not exceeding 10% of the total number of Shares in issue (excluding treasury shares) as at the date of passing of the ordinary resolution granting such mandate
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
"Share(s)"	the ordinary share(s) of the Company
"Shareholder(s)"	the holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	The Codes on Takeovers and Mergers and Share Buy-backs
"treasury shares"	have the same meaning as ascribed in the GEM Listing Rules
"%"	per cent

E Lighting Group Holdings Limited
壹照明集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8222

Executive Directors:
Mr. Hue Kwok Chiu *(Chairman)*
Mr. Hui Kwok Keung Raymond *(Chief Executive Officer)*
Mr. Hui Kwok Wing *(Chief Creative Officer)*

Independent Non-executive Directors:
Mr. Chung Wai Man
Mr. Leung Wai Chuen
Ms. Wong Long Yan Milka

Registered Office:
4th Floor
Harbour Place
103 South Church Street
George Town
P.O. Box 10240
Grand Cayman KY1-1002
Cayman Islands

Head Office and Principal Place of Business:
Unit 804, 8/F
Capital Centre
151 Gloucester Road
Wanchai
Hong Kong

10 July 2026

To the Shareholders

Dear Sir or Madam,

**PROPOSALS FOR GENERAL MANDATES
TO ISSUE NEW SHARES AND TO REPURCHASE SHARES,
RE-ELECTION OF RETIRING INDEPENDENT NON-EXECUTIVE
DIRECTORS SERVING MORE THAN NINE YEARS,
PROPOSED RE-APPOINTMENT OF AUDITOR,
CLOSURE OF REGISTER OF MEMBERS
AND
NOTICE OF ANNUAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to: provide you with information regarding certain resolutions to be put forward at the AGM including (i) details of the proposed grant of Issue Mandate, the Repurchase Mandate and the Extended Mandate; (ii) an explanatory statement regarding the Repurchase Mandate; (iii) details of the proposed re-election of retiring independent non-executive Directors serving more than nine years; (iv) proposed re-appointment of Auditor; and give you notice of the AGM.

PROPOSED GRANT OF ISSUE MANDATE, REPURCHASE MANDATE AND EXTENDED MANDATE

(a) Issue Mandate and Extended 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 not exceeding 20% of the total number of the Shares in issue (excluding treasury shares) as at the date of passing of the relevant resolution at the AGM (i.e. the Issue Mandate); and (ii) to add the total 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 in issue (excluding treasury shares) as at the date of passing of the relevant resolution at the AGM (i.e. the Extended Mandate). As at the Latest Practicable Date, a total of 451,035,713 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 90,207,142 Shares.

(b) 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 Shares, on the Stock Exchange, or on any other stock exchange on which the Shares may be listed, not exceeding 10% of the total number of Shares in issue (excluding treasury shares) as at the date of passing of the relevant resolution at the AGM.

In accordance with the requirements of the GEM Listing Rules, an explanatory statement is set out in Appendix I to this circular containing all the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the granting of the Repurchase Mandate.

PROPOSED RE-ELECTION OF RETIRING INDEPENDENT NON-EXECUTIVE DIRECTORS SERVING MORE THAN NINE YEARS

Both Mr. Chung Wai Man ("Mr. Chung") and Mr. Leung Wai Chuen ("Mr. Leung") were appointed as independent non-executive Directors on 11 September 2014 and have served the Company for more than nine years. Pursuant to Code Provision B.2.3 of the Corporate Governance Code set out in Appendix C1 to the GEM Listing Rules, the re-election of Mr. Chung and Mr. Leung will be subject to separate resolutions to be approved by the Shareholders at the AGM.

In considering the re-elections of Mr. Chung and Mr. Leung as independent non-executive Directors, the Board, with the assistance and recommendation from the Nomination Committee, has reviewed the structure, size, composition and diversity of the Board from a number of aspects, including but not limited to age, gender, geographical background, length of service, and the professional experience, skills and expertise that a Director can provide.

In respect of the re-election of Mr. Chung as an independent non-executive Director, Mr. Chung has around 36 years of experience in accounting, taxation and finance. As a fellow member of the ACCA and a member of the HKICPA, his extensive experience across multiple listed entities in Hong Kong, Singapore, and the US allows him to provide the Board with global financial perspectives and robust oversight. Throughout his tenure, Mr. Chung has successfully brought independent elements and different perspectives to the Board, particularly in providing objective views on the Group's strategy, performance and standards of conduct. The Board believes that he should be re-elected so that he will continue to bring his valuable experience and knowledge to the Board and the committees he serves.

In respect of the re-election of Mr. Leung as an independent non-executive Director, Mr. Leung has over 35 years of experience in auditing, accounting, financial management and company secretarial matters. His qualifications as a certified public accountant and a chartered secretary, combined with his senior roles in various listed companies, provide the Board with invaluable expertise in corporate governance, financial management and regulatory compliance. Since his appointment, Mr. Leung, as the chairman of the Audit Committee, has demonstrated a high standard of diligence and has provided constructive challenge to the Board on risk management, internal controls and financial reporting. The Board considers that Mr. Leung has satisfactorily discharged his duties and his re-election will ensure the Board continues to benefit from his professional guidance in legal and financial governance.

The Board and the Nomination Committee have assessed the independence of Mr. Chung and Mr. Leung and are satisfied that they remain independent in accordance with the independence guidelines set out in Rule 5.09 of the GEM Listing Rules. They have not been involved in the day-to-day management of the Company and has no relationship with the Company, its controlling shareholder, substantial shareholder or any connected person that would affect his independent judgement. Furthermore, the high attendance records, active participation and valuable contributions of both Mr. Chung and Mr. Leung at meetings demonstrate that they have diligently discharged their duties and have devoted sufficient time and attention to the affairs of the Board. The Board considers that the re-election of both directors will promote diversity of the Board in terms of skills and experience.

In accordance with the regulatory requirements on board refreshment, the Board and the Nomination Committee have commenced a formal succession planning review to identify and cultivate potential candidates. The Company aims to ensure that by 2028, less than 50% of the independent non-executive Directors will have served on the Board for more than nine years, thereby maintaining a balance between the continuity of seasoned experience and the introduction of fresh perspectives to the Board.

Pursuant to Rule 17.46A of the GEM Listing Rules, a listed issuer shall disclose the details required under Rule 17.50(2) of the GEM Listing Rules of any director(s) proposed to be re-elected or proposed new director in the notice or accompanying circular to its shareholders of the relevant general meeting, if such re-election or appointment is subject to shareholders' approval at that relevant general meeting. The requisite details of the above retiring Directors are set out in Appendix II to this circular.

PROPOSED RE-APPOINTMENT OF AUDITOR

BDO Limited will retire as the Auditor at the AGM and, being eligible, offer itself for re-appointment. The Board, upon the recommendation of the audit committee of the Company, proposed to re-appoint BDO Limited as the Auditor and to hold office until the conclusion of the next annual general meeting of the Company; and to authorise the Board to fix the remuneration of the Auditor. The estimated audit fee agreed with BDO Limited for the audit services for the year ending 31 March 2027 is expected to be within the range of HK$600,000 to HK$800,000, which was determined based on complexity and business plan of the Group, expected audit scope, audit timetable and auditor's resources required.

AGM AND PROXY ARRANGEMENT

The notice of the AGM is set out on pages 16 to 20 of this circular. At the AGM, resolutions will be proposed to approve, *inter alia*, the granting of the Issue Mandate, the Repurchase Mandate and the Extended Mandate, the re-election of retiring Directors and the re-appointment of Auditor.

Pursuant to the GEM Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairman, 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. An announcement on the poll vote results will be made by the Company after the AGM in the manner prescribed under Rule 17.47(5) of the GEM Listing Rules.

A form of proxy for use at the AGM is enclosed with this circular and such form of proxy is also published on the Stock Exchange's website (www.hkexnews.hk) and the Company's website (www.elighting.asia) respectively. Whether or not you are able to attend the AGM, please complete and sign the form of proxy in accordance with the instructions printed thereon and return it, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority to 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 less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and delivery of the form of proxy will not preclude you from attending and voting at the AGM or any adjournment thereof if you so wish and in such event, the proxy form shall be deemed to be revoked.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 8 September 2026 to Friday, 11 September 2026, both dates inclusive, during which period no transfer of Shares will be registered. In order to attend the AGM, all transfer of Shares, accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Monday, 7 September 2026.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM 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: (i) the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein or this circular misleading.

RECOMMENDATION

The Directors consider that the granting of the Issue Mandate, the Repurchase Mandate and the Extended Mandate, the re-election of independent non-executive Directors serving more than nine years and the proposed re-appointment of Auditor are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the AGM.

GENERAL INFORMATION

Your attention is drawn to the additional information set out in Appendix I (Explanatory Statement on the Repurchase Mandate) and Appendix II (Details of the retiring Directors proposed to be re-elected at the AGM) to this circular.

Yours faithfully,
By order of the Board
E Lighting Group Holdings Limited
Hue Kwok Chiu
Chairman

This Appendix serves as an explanatory statement, as required by the GEM Listing Rules, to be sent to the Shareholders to enable them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the AGM in relation to the granting of the Repurchase Mandate.

1. ISSUED SHARES

As at the Latest Practicable Date, there were 451,035,713 Shares in issue.

Subject to the passing of the ordinary resolution set out in item 6 of the notice of the AGM in respect of the granting of the Repurchase Mandate and on the basis that the total number of Shares remains unchanged on the date of the AGM, the Directors would be authorized under the Repurchase Mandate to repurchase, during the period in which the Repurchase Mandate remains in force, a maximum of 45,103,571 Shares, representing approximately 10% of the total number of Shares in issue (excluding treasury shares) as at the date of the AGM.

2. REASONS FOR REPURCHASE OF SHARES

The Directors believe that the Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole.

Repurchases of Shares may, depending on market conditions and funding arrangements at the time, result in an enhancement of the net asset value per Share and/ or earnings per Share. The Directors are seeking the granting of the Repurchase Mandate to give the Company the flexibility to do so if and when appropriate. The number of Shares to be repurchased on any occasion and the price and other terms upon which the same are repurchased will be decided by the Directors at the relevant time, having regard to the circumstances then pertaining.

Under the GEM Listing Rules, the Company will either (i) cancel the repurchased Shares and/or (ii) hold such Shares in treasury, subject to market conditions and the capital management needs of the Company at the relevant time such repurchases of Shares are made. If the Company holds any Shares in treasury, any sale or transfer of Shares held in treasury will be subject to the terms of the share issuance mandate in ordinary resolution no. 5 and made in accordance with the GEM Listing Rules and applicable laws and regulations of the Cayman Islands.

To the extent that any treasury shares are deposited with Central Clearing and Settlement System ("CCASS") pending resale, the Company will adopt appropriate measures to ensure that it does not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in the Company's own name as treasury shares. These measures may include approval by the Board that (i) the Company will not (or will procure its broker not to) give any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings for the treasury shares deposited with CCASS and (ii) in the case of dividends or distributions, the Company will 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.

3. FUNDING OF REPURCHASES

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with its Articles of Association and the applicable laws of the Cayman Islands.

4. IMPACT OF REPURCHASES

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 accounts contained in the annual report of the Company for the year ended 31 March 2026) in the event that the Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period.

However, the Directors do not intend 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.

5. TAKEOVERS CODE

If, on the exercise of the power to repurchase Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase may be treated as an acquisition for the purposes of Rule 32 of the Takeovers Code. Accordingly, a Shareholder, or group of Shareholders acting in concert (within the meaning under the Takeovers Code), 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 for all the Shares not already owned by such Shareholder or group of Shareholders.

As at the Latest Practicable Date and insofar as the Directors are aware, the following Directors and substantial Shareholders have interests in the Company as follows:

Name of Shareholders	**Number of issued Shares held**	**Approximate percentage of the total number of Shares in issue**	**Approximate percentage of shareholding if Repurchase Mandate is exercised in full**
Mr. Hui Kwok Keung Raymond *(Note 1)*	210,000,000	46.56%	51.73%
Time Prestige Ventures Limited	210,000,000	46.56%	51.73%
Mr. Hue Kwok Chiu	36,452,000	8.08%	8.98%
Ms. Ng Hiu Ying *(Note 2)*	36,452,000	8.08%	8.98%

Notes:

1. These Shares are held by Time Prestige Ventures Limited, a company wholly-owned by Mr. Hui Kwok Keung Raymond.

2. Ms. Ng Hiu Ying is the spouse of Mr. Hue Kwok Chiu. Under the SFO, Ms. Ng Hiu Ying is deemed to be interested in the same number of Shares in which Mr. Hue Kwok Chiu is interested.

On the basis that the total number of Shares in issue remain unchanged from the Latest Practicable Date to the date of the AGM, in the event that the Repurchase Mandate is exercised in full, the attributable shareholding of Mr. Hui Kwok Keung Raymond and Time Prestige Ventures Limited would be increased to approximately 51.73% of the total number of Shares in issue. Such increase would give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

However, the Directors have no present intention to exercise the Repurchase Mandate to the extent that will result in a requirement of any of the above Shareholder(s) or any other persons to make a mandatory offer in accordance with Rule 26 of the Takeovers Code or the number of Shares in the hands of the public would fall below the prescribed minimum percentage of 25%. The Directors will exercise the powers conferred by the Repurchase Mandate to repurchase Shares in circumstances, which they deem appropriate for the benefits of the Company and the Shareholders as a whole.

6. GENERAL

None of the Directors or, to the best of their knowledge having made all reasonable enquiries, any of their respective Close Associates, have any present intention to sell any Shares to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

The Directors have confirmed that they will exercise the power of the Company to make repurchases of Shares pursuant to the Repurchase Mandate in accordance with the GEM Listing Rules and the applicable laws of the Cayman Islands. The Directors have also confirmed that neither the explanatory statement set out in Appendix I to this circular nor the proposed share repurchase has any unusual features.

The Company has not been notified by any Core Connected Persons that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

7. REPURCHASES OF SHARES MADE BY THE COMPANY

No repurchases of Shares have been made by the Company in the six months preceding the date of this circular, whether on GEM or otherwise.

8. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which the Shares have traded on GEM during each of the previous twelve months up to the Latest Practicable Date were as follows:

Month	Highest	Lowest
	HK$	*HK$*
2025		
July	0.043	0.035
August	0.039	0.034
September	0.038	0.034
October	0.038	0.032
November	0.040	0.036
December	0.039	0.029
2026		
January	0.034	0.028
February	0.043	0.031
March	0.039	0.034
April	0.037	0.032
May	0.069	0.033
June	0.089	0.045
July (up to Latest Practicable Date)	0.048	0.040

Pursuant to the GEM Listing Rules, the details of the Directors who will retire at the AGM according to the Articles of Association and will be proposed to be re-elected at the AGM are provided below.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Chung Wai Man ("Mr. Chung"), aged 62, was appointed as an independent non-executive director of the Company on 11 September 2014. Mr. Chung is also the chairman of remuneration committee of the Company and the member of audit committee, nomination committee and Electricity Ordinance compliance committee of the Company. Mr. Chung is responsible for providing independent judgment on the issue of strategy, performance, resources and standard of conduct of the Group.

Mr. Chung obtained a Bachelor's degree (honours) in social sciences from the University of Hong Kong in December 1989 and a Master's degree in international business management from the City University of Hong Kong in November 1998.

Mr. Chung became a member of the Hong Kong Institute of Certified Public Accountants in April 1995 and a fellow member of the Association of Chartered Certified Accountants in the United Kingdom in November 1999.

Mr. Chung has around 36 years of experience in accounting, taxation and finance. Mr. Chung is currently an independent non-executive director of Net Pacific Holdings Limited (Stock Code: 5QY), the shares of which are listed on the Singapore Exchange Limited, and an independent non-executive director of Shanghai MicroPort MedBot (Group) Co., Ltd. (Stock Code: 2252) and Zhongmiao Holdings (Qingdao) Co., Ltd. (Stock Code: 1471), the shares of which are listed on the Main Board of the Stock Exchange. Mr. Chung has served as an independent director of Smart Logistics Global Limited (Stock Code: SLGB) since December 2024, a company listed on The National Association of Securities Dealers Automated Quotations ("NASDAQ") on 15 October 2025. Mr. Chung was formerly an independent non-executive director of Shandong Fengxiang Co., Ltd. (previous Stock Code: 9977) during the period from 8 August 2019 to 22 August 2025, the shares of which were delisted from the Main Board of the Stock Exchange on 31 July 2025.

Mr. Chung has entered into a service agreement with the Company for a term of two years commencing from 11 September 2024, which may be terminated by not less than three months' written notice served by either party on the other, and is subject to termination provisions therein and provisions on retirement by rotation of directors as set out in the articles of association of the Company. Mr. Chung is entitled to a remuneration of HK$120,000 per annum which was determined with reference to his duties and responsibilities with the Company.

As at the Latest Practicable Date, Mr. Chung did not have any interests in Shares and underlying Shares within the meaning of Part XV of the SFO.

Mr. Leung Wai Chuen ("Mr. Leung"), aged 60, was appointed as an independent non-executive director of the Company on 11 September 2014. Mr. Leung is also the chairman of audit committee of the Company and the member of remuneration committee and nomination committee of the Company. Mr. Leung is responsible for providing independent judgment on the issue of strategy, performance, resources and standard of conduct of the Group.

Mr. Leung obtained a Bachelor's degree in social sciences from the University of Hong Kong in December 1989, a Master's degree in business administration jointly awarded by the University of Wales and the University of Manchester in July 2001 and a Master's degree in business (logistics management) from Royal Melbourne Institute of Technology (now known as RMIT University) in September 2007.

Mr. Leung is a member of the Hong Kong Institute of Certified Public Accountants, a fellow member of the Association of Chartered Certified Accountants of the United Kingdom and an associate of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute respectively.

Mr. Leung has over 35 years' experience in auditing, accounting, financial management and company secretarial matters. He worked for and held senior positions in various listed companies in Hong Kong and was responsible for their finance, accounting and company secretarial functions. Mr. Leung is currently the company secretary of Grand Ming Group Holdings Limited (stock code: 1271) and an independent non-executive director of Fourace Industries Group Holdings Limited (stock code: 1455), the shares of which are listed on the Main Board of the Stock Exchange.

Mr. Leung has entered into a service agreement with the Company for a term of two years commencing from 11 September 2024, which may be terminated by not less than three months' written notice served by either party on the other, and is subject to termination provisions therein and provisions on retirement by rotation of directors as set out in the articles of association of the Company. Mr. Leung is entitled to a remuneration of HK$120,000 per annum which was determined with reference to his duties and responsibilities with the Company.

As at the Latest Practicable Date, Mr. Leung did not have any interests in Shares and underlying Shares within the meaning of Part XV of the SFO.

Save as disclosed above, each of Mr. Chung and Mr. Leung (i) did not hold any other directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (ii) does not hold any other position in the Company or any of its subsidiaries; (iii) does not have any relationship with any other Directors, senior management or substantial or controlling shareholders of the Company; and (iv) does not have any other major appointments or professional qualifications.

Save as disclosed above, there are no other matters concerning the re-elections of Mr. Chung and Mr. Leung that need to be brought to the attention of the Shareholders nor is there any information required to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

E Lighting Group Holdings Limited
壹照明集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8222

NOTICE IS HEREBY GIVEN that the annual general meeting of E Lighting Group Holdings Limited (the "Company") will be held at 11:00 a.m. on Friday, 11 September 2026, at Multi-Function Room, Level 4, IT Street, Core E, Cyberport 3, 100 Cyberport Road, Hong Kong (the "AGM") for the following purposes:

ORDINARY RESOLUTIONS

1. To receive and consider the audited consolidated financial statements and the reports of the directors and auditor of the Company for the year ended 31 March 2026;

2. (a) To re-elect Mr. Chung Wai Man as an independent non-executive director of the Company;

   (b) To re-elect Mr. Leung Wai Chuen as an independent non-executive director of the Company;

3. To authorise the board of directors of the Company to fix the remuneration of the directors of the Company;

4. To re-appoint BDO Limited as auditor of the Company and to authorise the board of directors of the Company to fix its remuneration;

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

5. "**THAT**

(a) subject to paragraph (c) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and otherwise deal with additional shares or securities convertible into shares, options, warrants or similar rights to subscribe for any shares, and to make or grant offers, agreements and options which might require the exercise of such power be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) above shall authorise the directors of the Company during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period;

(c) the total number of shares of the Company allotted and issued or agreed conditionally or unconditionally to be allotted (whether pursuant to options or otherwise) by the directors of the Company pursuant to the approval in paragraph (a) above, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); or (ii) the exercise of options under any share 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 of the Company or right to acquire shares of the Company; or (iii) any scrip dividend or similar arrangements providing for the allotment of shares of the Company 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 (iv) any issue of shares of the Company upon the exercise of rights of subscription or conversion under the terms of any warrants of the Company or any securities which are convertible into shares of the Company, shall not exceed 20% of the total number of shares of the Company in issue (excluding treasury shares) on the date of the passing of this resolution and the said approval shall be limited accordingly;

(d) for the purpose of this resolution, "Relevant Period" means the period from the date of 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 of association of the Company or any applicable law of the Cayman Islands to be held; and

(iii) the passing of an ordinary resolution by the shareholders of the Company at general meeting revoking or varying the authority given to the directors of the Company by this resolution;

"Rights Issue" means an offer of shares 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 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 (subject to such exclusion or other arrangements as the directors of the Company 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 existence or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong);

(e) any reference to an allotment, issue, grant, offer or disposal of shares of the Company shall include the sale or transfer of treasury shares in the capital of the Company (including to satisfy any obligation upon the conversion or exercise of any convertible securities, warrants, options or similar rights to subscribe for shares in the Company) to the extent permitted by, and subject to the provisions of, the Rules Governing the Listing of Securities on GEM of the Stock Exchange and applicable laws and regulations."

6. "**THAT**

(a) subject to paragraph (b) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all powers of the Company to repurchase shares of the Company on GEM of the Stock Exchange or any other stock exchange on which the shares of the Company may be listed and recognised by the Securities and Futures Commission and the Stock Exchange for such purpose, subject to and in accordance with the rules and regulations of the Securities and Futures Commission, the Stock Exchange, the Companies Act of the Cayman Islands and all other applicable laws in this regard, be and the same is hereby generally and unconditionally approved;

(b) the total number of shares of the Company which may be repurchased pursuant to the approval in paragraph (a) above shall not exceed 10% of the total number of shares of the Company in issue (excluding treasury shares) as at the date of the passing of this resolution and the authority pursuant to paragraph (a) shall be limited accordingly;

(c) for the purposes of this resolution, "Relevant Period" means the period from the date of 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 of association of the Company or any applicable law of the Cayman Islands to be held; and

(iii) the passing of an ordinary resolution by the shareholders of the Company at general meeting revoking or varying the authority given to the directors of the Company by this resolution."

7. "**THAT** conditional upon resolutions nos. 5 and 6 above being passed, the general mandate granted to the directors of the Company to exercise the powers of the Company to allot, issue and otherwise deal with shares of the Company pursuant to resolution no. 5 above be and hereby extended by the addition to the total number of shares of the Company which may be allotted by the directors of the Company pursuant to such general mandate of the total number of shares of the Company repurchased by the Company under the authority granted pursuant to resolution no. 6 above, provided that such number of shares shall not exceed 10% of the total number of shares of the Company in issue (excluding treasury shares) at the date of passing of this resolution."

Yours faithfully,
By order of the Board
E Lighting Group Holdings Limited
Hue Kwok Chiu
Chairman

Hong Kong, 10 July 2026

Registered Office:
4th Floor
Harbour Place
103 South Church Street
George Town
P.O. Box 10240
Grand Cayman KY1-1002
Cayman Islands

Head Office and Principal Place of business:
Unit 804, 8/F
Capital Centre
151 Gloucester Road
Wanchai
Hong Kong

Notes:

(a) The register of members of the Company will be closed from Tuesday, 8 September 2026 to Friday, 11 September 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to attend the AGM, all transfer of shares, accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Monday, 7 September 2026.

(b) Any member of the Company entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member of the Company. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him to attend and vote on his behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.

(c) To be valid, a form of proxy and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy thereof, must be lodged at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the AGM or any adjourned meeting (as the case may be).

(d) Completion and return of the form of proxy shall not preclude members from attending and voting in person at the AGM or at any adjourned meeting (as the case may be) should they so wish, and in such case, the form of proxy previously submitted by such member(s) shall be deemed to be revoked.

(e) Where there are joint registered holders of any share(s) of the Company, any one of such persons may vote at any meeting, either in person or by proxy, in respect of such share(s) as if he were solely entitled thereto; but if more than one of such joint holders are present at the meeting personally or by proxy, the vote of that 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 be accepted to the exclusion of the votes of the other joint holders.

(f) An explanatory statement containing further details regarding resolution no. 6 above set out in Appendix I to the circular of the Company dated 10 July 2026 (the "Circular") of which this notice of AGM forms part.

(g) Details of the retiring directors of the Company are set out in Appendix II to the Circular.

(h) A form of proxy for use at the AGM is published on the Stock Exchange's website (www.hkexnews.hk) and the Company's website (www.elighting.asia).

(i) If Typhoon Signal No. 8 or above, or a "black" rainstorm warning is in effect any time after 7:00 a.m. on the date of the AGM, the Company will post an announcement on the Stock Exchange's website (www.hkexnews.hk) and the Company's website (www.elighting.asia) to notify shareholders of the Company of the date, time and place of the rescheduled meeting.

As at the date of this notice, the executive directors of the Company are Mr. Hue Kwok Chiu, Mr. Hui Kwok Keung Raymond and Mr. Hui Kwok Wing; the independent non-executive directors of the Company are Mr. Chung Wai Man, Mr. Leung Wai Chuen and Ms. Wong Long Yan Milka.

This notice will be published on the Stock Exchange's website at www.hkexnews.hk and on the Company's website at www.elighting.asia.