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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)**

**DELAY IN DESPATCH OF CIRCULAR  
AND  
GRANT OF WAIVER FROM STRICT COMPLIANCE WITH  
RULE 14.41(A) OF THE LISTING RULES**

Reference is made to the announcement of Orange Sky Golden Harvest Entertainment (Holdings) Limited (the “**Company**”) dated 7 December 2021 (the “**Announcement**”) in relation to the disposal of the Property. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

As disclosed in the Announcement, the Company has obtained written shareholders’ approval for the Disposal from a closely allied group of Shareholders, holding in aggregate approximately 71.39% of the entire issued share capital in the Company as at the date of the Announcement pursuant to Rule 14.44 of the Listing Rules in lieu of holding a general meeting for the purpose of approving the Disposal. Pursuant to Rule 14.41(a) of the Listing Rules, the Company is required to despatch a circular (the “**Circular**”) containing, among other things, (i) details of the SPA; (ii) a valuation report on the Property; and (iii) any other information as required to be disclosed under the Listing Rules to the Shareholders within 15 business days after the publication of the Announcement, that is, on or before 29 December 2021.

As additional time is required (i) to finalise certain information to be included in the Circular, including financial information required under Rules 14.66(10) and (12) of the Listing Rules and (ii) for the Company’s auditors to review the statement of the Directors relating to the sufficiency of working capital of the Group before the issue of a letter from its auditors required under Rule 14.66(12) of the Listing Rules, the Company applied to, and the Stock Exchange granted, a waiver from strict compliance with Rule 14.41(a) of the Listing Rules for an extension of the deadline for the despatch of the Circular (the “**Waiver**”) and the Circular is expected to be despatched on or before 31 January 2022.

\* For identification purposes only

The Waiver applies to this case only and the Stock Exchange may withdraw or change the Waiver if the Company's situation changes.

**Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.**

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

Hong Kong, 29 December 2021

List of all Directors of the Company as of the time of 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