

OOH HOLDINGS LIMITED

奧傳思維控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之股份有限公司)

(Stock Code: 8091)

(股份代號: 8091)

(“Company”)

(「本公司」)

SHAREHOLDERS' RIGHTS

股東權益

(中文本為翻譯稿，僅供參考用)

1. Procedures for shareholders to convene an extraordinary general meeting

股東召開股東特別大會的程序

1.1 The following procedures for shareholders (“Shareholders”) of the Company to convene an extraordinary general meeting (“EGM”) of the Company are prepared in accordance with article 58 of the articles of association of the Company:

本公司根據本公司組織章程第 58 條制訂下列本公司股東（「股東」）召開本公司股東特別大會（「股東特別大會」）的程序。

1) One or more Shareholders (“Requisitionist(s)”) holding, at the date of deposit of the requisition, not less than one tenth of the paid up capital of the Company having the right of voting at general meetings shall have the right, by written notice, to require an EGM to be called by the directors of the Company (“Directors”) for the transaction of any business specified in such requisition.

(1) 一名或多名於遞呈要求當日持有不少於本公司有權於股東大會上投票的繳足股本十分之一的股東（「遞呈要求人士」）有權以書面形式要求本公司董事（「董事」）就該項要求所指定的任何業務交易要求召開股東特別大會。

2) Such requisition shall be made in writing to the board (“Board”) of Directors or the company secretary of the Company at the following address:

(2) 該項要求須以書面形式透過以下方式向本公司董事會（「董事會」）或公司秘書提呈：

Address: Suite A5, 9/F, Jumbo Industrial Building, 189 Wai Yip Street, Kwun Tong, Kowloon, Hong Kong

地址：香港九龍觀塘偉業街 189 號金寶工業大廈 9 樓 A5 室

Email: info@ooh.com.hk

電郵：info@ooh.com.hk

Attention: The Board of Directors/
Company Secretary

收件人：董事會／公司秘書

- 3) The EGM shall be held within two months after the deposit of such requisition.
- 4) If the Directors fail to proceed to convene such meeting within twenty-one (21) days of such deposit, the Requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the Requisitionist(s) as a result of the failure of the Directors to do so shall be reimbursed to the Requisitionist(s) by the Company.

(3) 股東特別大會須於該項要求遞呈後兩個月內舉行。

(4) 倘於有關要求提出後二十一(21)日內，董事未有召開該大會，則遞呈要求人士可自行以相同方式召開大會，而本公司須向遞呈要求人士償付所有由遞呈要求人士因董事未能召開大會而產生的所有合理開支。

2. Procedures for raising enquiries

提出查詢的程序

- 2.1 Shareholders should direct their questions about their shareholdings, share transfer, registration and payment of dividend to the Company's branch share registrar in Hong Kong, details of which are as follows:

股東如對其持股量、股份過戶、登記及股息支付有任何疑問，應聯絡本公司的香港股份過戶登記分處，詳情如下：

Tricor Investor Services Limited

卓佳證券登記有限公司

Address Level 22, Hopewell Centre, 183
: Queen's Road East, Hong Kong
Email: is-enquiries@hk.tricorglobal.com
Tel: (852) 2980 1333
Fax: (852) 2810 8185

地址：香港皇后大道東183號合和中心22樓
電郵：is-enquiries@hk.tricorglobal.com
電話：(852) 2980 1333
傳真：(852) 2810 8185

- 2.2 Shareholders may at any time raise any enquiry in respect of the Company at the following designated contacts, correspondence addresses, email addresses and enquiry hotlines of the Company:

股東可隨時透過本公司以下指定聯絡人、通訊地址、電郵地址及查詢熱線向本公司提出查詢：

Address: Suite A5, 9/F, Jumbo Industrial Building, 189 Wai Yip Street Kwun Tong, Kowloon, Hong Kong
Email: info@ooh.com.hk
Tel: (852) 2751 6666
Fax: (852) 2751 6117
Attention: The Board of Directors/
Company Secretary

地址：香港九龍觀塘偉業街189號金寶工業大廈9樓A5室
電郵：info@ooh.com.hk
電話：(852) 2751 6666
傳真：(852) 2751 6117
收件人：董事會／公司秘書

- 2.3 Shareholders are reminded to lodge their questions together with their detailed contact information for the prompt response from the

股東提出查詢時，請提供詳細聯絡資料，以便本公司可在合適時迅速

Company if they deem appropriate.

回應。

3. Procedures and contact details for putting forward proposals at shareholders' meetings

股東大會提呈建議的程序及詳細聯絡資料

3.1 To put forward proposals at a general meeting of the Company, a Shareholder should lodge a written notice of his/her/its proposal (“**Proposal**”) with his/her/its detailed contact information at the Company’s principal place of business at .

倘擬於本公司股東大會提呈建議，股東須將書面建議通過（「建議」），以及詳細聯絡資料呈交本公司的主要營業地點，地址為。

3.2 The particulars of the shareholder set out in the request will be verified with the Company's branch share registrar in Hong Kong and upon their confirmation that the particulars are in order, the Board will be asked to include the Proposal in the agenda for the general meeting.

本公司會向本公司的香港股份過戶登記處核實該要求。獲股份過戶登記處確認該要求為適當及有效後，董事會將在股東大會的議程加入有關建議。

3.3 The notice period to be given to all the Shareholders for consideration of the Proposal raised by the Shareholder concerned at the general meeting varies according to the nature of the Proposal as follows :

就上述股東所提出擬於股東大會審議的建議而向全體股東發出通告的通知期因應建議之性質有所不同，詳情如下：

a) Notice of not less than 21 clear days and not less than 20 clear business days in writing if the Proposal requires an ordinary resolution or a special resolution of the Company at an annual general meeting of the Company;

(a) 倘建議須獲本公司股東週年大會通過為普通決議案或特別決議案，則須發出不少於21個整日及不少於20個完整營業日的書面通知；

b) Notice of not less than 21 clear days and not less than 10 clear business days in writing if the Proposal requires approval by way of a special resolution of the Company at an extraordinary general meeting of the Company; and

(b) 倘建議須獲本公司股東特別大會通過為特別決議案，則須發出不少於21個整日及不少於10個完整營業日的書面通知；

c) Notice of not less than 14 clear days and not less than 10 clear business days in writing if the Proposal requires approval by way of an ordinary resolution of the Company at an extraordinary general meeting of the Company.

(c) 倘建議須獲本公司股東特別大會通過為普通決議案，則須發出不少於14個整日及不少於10個完整營業日的書面通知。

Adopted on 19 December 2016

於 2016 年 12 月 19 日採納