hmvod Limited
hmvod視頻有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8103)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting ("**EGM**") of hmvod Limited (the "**Company**") will be held at Unit C, 8/F, D2 Place Two, 15 Cheung Shun Street, Cheung Sha Wan, Kowloon, Hong Kong on Thursday, 14 January 2021 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without modification, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. "**THAT**:

(a) the issue and allotment of 5,521,126 new shares (the "**Settlement Shares**") of the Company to Ms. Yu Yining (the "**Bondholder**") at the issue price of HK$0.71 per Settlement Share in accordance with the terms of the settlement agreement dated 10 August 2020 (as supplemented by a supplemental agreement dated 22 October 2020, a 2nd supplemental agreement dated 1 December 2020 and a written confirmation dated 21 December 2020; collectively the "**Settlement Agreement**") (a copy of which is marked "A" produced to the meeting and initialed by the chairman of the meeting for the purpose of identification) entered into between the Company and the Bondholder and other transactions contemplated thereunder are hereby approved; and

(b) the directors of the Company be and are hereby authorised to do all such acts and things as they may consider necessary or expedient to give effect to the issue of the Settlement Shares.

2. (i) "**THAT** the re-election of Ms. Yang Eugenia as an independent non-executive director of the Company be and is hereby approved."

   (ii) "**THAT** the re-election of Mr. Tang Chun Hei as an independent non-executive director of the Company be and is hereby approved."

By order of the Board
hmvod Limited
Lau Kelly
Executive Director

Hong Kong, 24 December 2020

Registered Office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal Place of Business in Hong Kong:
Unit C, 8/F
D2 Place Two
15 Cheung Shun Street
Cheung Sha Wan
Kowloon, Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member may appoint a proxy in respect of part only of his holding of shares of the Company. A proxy need not be a member of the Company.

2. A form of proxy for the meeting is enclosed. The form of proxy and the power of attorney or other authority, if any, under which it is signed, or a notarized copy of such power or authority, shall be deposited at the branch share registrar and transfer office of the Company in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting.

3. For the purpose of ascertaining the entitlement to attend and vote at the meeting, the register of members of the Company will be closed from Monday, 11 January 2021 to Thursday, 14 January 2021, both dates inclusive, during which period no transfer of share(s) of the Company will be registered. In order to be eligible to attend and vote at the meeting, all transfer document(s), accompanied by the relevant share certificate(s), must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, for registration not later than 4:00 p.m. on Friday, 8 January 2021.

4. The Chinese translation of this notice is for reference only and in case of any inconsistency, the English version shall prevail.

5. If Typhoon Signal No. 8 or above, "extreme conditions" caused by super typhoons as announced by the Government of the Hong Kong Special Administrative Region or a "black" rainstorm is in effect in Hong Kong any time after 7:00 a.m. on the date of the EGM, the EGM will be postponed. The Company will publish an announcement on the websites of the Company and the Stock Exchange to notify shareholders of the date, time and venue of the rescheduled meeting.

As at the date of this notice, the directors of the Company are:

Executive Directors:
Mr. Lau Kelly *(Chief Executive Officer)*
Ms. Ho Chi Na
Ms. Sin Pui Ying

Independent non-executive Directors
Ms. Yang Eugenia
Mr. Hau Chi Kit
Mr. Ma Stephen Tsz On
Mr. Tang Chun Hei

This notice, 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 the information contained in this notice is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this notice misleading.

This notice will remain on the page of "Latest Company Announcement" on the GEM website for at least 7 days from the date of its postings and on the website of the Company at http://www.hmvod.com.hk.