Victory Giant Technology (HuiZhou) Co., Ltd.
勝宏科技(惠州)股份有限公司
(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2476)

UNIFIED ADOPTION OF THE CHINA ACCOUNTING STANDARDS FOR BUSINESS ENTERPRISES FOR THE PREPARATION OF FINANCIAL REPORTS AND CESSATION OF SEPARATE APPOINTMENT OF AN OVERSEAS AUDITOR AND PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ITS APPENDICES

Victory Giant Technology (HuiZhou) Co., Ltd. (the "**Company**") convened the sixteenth meeting of the fifth session of the board of directors (the "**Board**") on June 12, 2026, at which resolutions regarding, among other matters, the unified adoption of the China Accounting Standards for Business Enterprises for the preparation of financial reports and the cessation of separate appointment of an overseas auditor, and the proposed amendments to the articles of association of the Company (the "**Articles of Association**") and its appendices were considered and approved. The relevant details are hereby announced as follows:

UNIFIED ADOPTION OF THE CHINA ACCOUNTING STANDARDS FOR BUSINESS ENTERPRISES FOR THE PREPARATION OF FINANCIAL REPORTS AND CESSATION OF SEPARATE APPOINTMENT OF AN OVERSEAS AUDITOR

The Company has been listed on both the Shenzhen Stock Exchange and The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**"). The Company has consistently adopted the China Accounting Standards for Business Enterprises for the preparation of financial reports and the disclosure of relevant financial information, and only engaged BDO Limited ("**BDO Hong Kong**") during the preparation period for the application for H Share issuance to prepare financial reports and disclose relevant financial information in accordance with the International Financial Reporting Standards.

Pursuant to Rules 4.11(c) and 19A.31(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"), an issuer incorporated in the People's Republic of China (the "**PRC**") as a joint stock limited company and listed on the Hong Kong Stock Exchange (a "**PRC Issuer**") may prepare its financial statements in accordance with the China Accounting Standards for Business Enterprises. A PRC Issuer with a primary listing on the Hong Kong Stock Exchange that has adopted the China Accounting Standards for Business Enterprises in preparing its annual financial statements may have such statements audited by a qualified PRC accounting firm meeting the relevant requirements, specifically including a PRC accounting firm recognised by the Ministry of Finance of the People's Republic of China and the China Securities Regulatory Commission (the "**CSRC**") under the mutual recognition agreement as being suitable to act as an auditor or reporting accountant for the PRC-incorporated companies listed in the Hong Kong Special Administrative Region of the PRC ("**Hong Kong**"), and being a recognised public interest entity auditor (with the meaning ascribed to it under the Hong Kong Listing Rules) as defined under section 20ZT of the Accounting and Financial Reporting Council Ordinance (Cap. 588 of the Laws of Hong Kong).

In light of the substantial convergence between the financial reports prepared under the China Accounting Standards for Business Enterprises and the International Financial Reporting Standards, and as the Company completed its listing on the Main Board of the Hong Kong Stock Exchange on April 21, 2026, there is no longer any practical need to separately prepare financial reports under the International Financial Reporting Standards. In order to further enhance the efficiency of information disclosure, streamline the financial reporting preparation process, and reduce disclosure costs and audit fees, the Company intends to adopt the China Accounting Standards for Business Enterprises in a unified manner for the preparation of financial reports and disclosure of relevant financial information commencing from 2026.

Pursuant to the applicable laws and regulations of the PRC and the Articles of Association, the above matter is not required to be proposed at the general meeting of the Company for consideration.

IMPACT OF THE UNIFIED ADOPTION OF THE CHINA ACCOUNTING STANDARDS FOR BUSINESS ENTERPRISES FOR THE PREPARATION OF FINANCIAL REPORTS ON THE COMPANY

The Company's unified adoption of the China Accounting Standards for Business Enterprises for the preparation of financial reports and disclosure of relevant financial information will not have any material impact on the Company's results or financial position, and is in the interests of the Company and its shareholders as a whole.

CESSATION OF SEPARATE APPOINTMENT OF AN OVERSEAS AUDITOR

Pursuant to the resolutions of the seventh meeting of the fifth session of the Board in 2025 held on July 29, 2025 and the fourth extraordinary general meeting of 2025 held on August 15, 2025, the Company approved the appointment of BDO Hong Kong as the auditor for the Company's H Share issuance and listing, and proposed to appoint it as the overseas auditor for the Company's first financial year following the completion of the H Share issuance and listing. As the Company has completed the H Share listing, all work undertaken by BDO Hong Kong has been completed and its term of appointment has accordingly expired. In view of the Company's current plan to adopt the China Accounting Standards for Business Enterprises in a unified manner for the preparation of financial reports and disclosure of relevant financial information, and considering that BDO China Shu Lun Pan Certified Public Accountants LLP ("**BDO China**"), which the Company proposes to re-appoint, has been serving as the Company's independent auditor since 2023, and has been recognised by the Ministry of Finance of the PRC and the CSRC and possesses the qualification to provide audit services for issuers incorporated in the PRC and listed in Hong Kong, the Company will no longer separately appoint an overseas auditor. Instead, BDO China will undertake the audit of the Company's A Share and H Share financial reports for 2026.

The above proposed re-appointment has been approved at the sixteenth meeting of the fifth session of the Board, but remains subject to approval by the shareholders of the Company (the "**Shareholders**") at the forthcoming second extraordinary general meeting of 2026 of the Company (the "**Extraordinary General Meeting**") before becoming effective. Further details are set out in the circular of the Extraordinary General Meeting to be despatched to the Shareholders by the Company in due course.

OPINION OF THE AUDIT COMMITTEE OF THE BOARD

The audit committee of the Board (the "**Audit Committee**") is of the view that, given the substantial convergence between the China Accounting Standards for Business Enterprises and the International Financial Reporting Standards, and the relevant policy documents supporting Chinese enterprises in adopting the PRC accounting standards for the preparation of H Share financial reports, the Company's unified adoption of the China Accounting Standards for Business Enterprises for the preparation of financial reports will help improve the efficiency of information disclosure, streamline the financial reporting preparation process, and reduce disclosure costs and audit fees, without causing any material adverse impact on the truthfulness and accuracy of the financial reports or on investors' decision-making. Accordingly, all members of the Audit Committee unanimously agreed that the Company shall adopt the China Accounting Standards for Business Enterprises in a unified manner for the preparation of financial reports commencing from 2026, and cease the separate appointment of an overseas auditor.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ITS APPENDICES

Given that the Company completed the issuance of H Shares and was listed on the Hong Kong Stock Exchange on April 21, 2026, the total share capital and registered capital of the Company have changed. In order to reflect the above changes and to align the Articles of Association and its appendices with the relevant provisions of the Corporate Governance Code in Appendix C1 to the Hong Kong Listing Rules, the Board proposes to make amendments to the relevant articles of the existing Articles of Association and its appendices, including the Rules of Procedures for the Shareholders' Meetings and the Rules of Procedure for the Board of Directors (the "**Proposed Amendments**"). Such Proposed Amendments shall become effective from the date of passing of the relevant resolutions at the Extraordinary General Meeting.

Meanwhile, the Board proposes to the Shareholders at the Extraordinary General Meeting to authorize the Board and permit the Board to further sub-delegate to its authorized persons to handle the industrial and commercial registration of changes and other related matters in connection with the Proposed Amendments.

The details of the Proposed Amendments are as follows:

Comparison Table of the Amendments to the Articles of Association

Article No.	**Before amendment**	**After amendment**
Article 3	Upon approval by the China Securities Regulatory Commission (hereinafter referred to as the "CSRC") on May 21, 2015, the Company conducted its initial public offering of 36,670,000 RMB-denominated ordinary shares and listed the same on the Shenzhen Stock Exchange (hereinafter referred to as the "SZSE") on June 11, 2015. Upon filing with the CSRC on ~~[•] [•], [•]~~, the Company conducted its initial public offering of ~~[•]~~ overseas listed foreign shares (hereinafter referred to as "H Shares") in Hong Kong. The aforesaid H Shares were listed on the Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Hong Kong Stock Exchange") on ~~[•] [•], [•]~~.	Upon approval by the China Securities Regulatory Commission (hereinafter referred to as the "CSRC") on May 21, 2015, the Company conducted its initial public offering of 36,670,000 RMB-denominated ordinary shares and listed the same on the Shenzhen Stock Exchange (hereinafter referred to as the "SZSE") on June 11, 2015. Upon filing with the CSRC on **March 6, 2026**, the Company conducted its initial public offering of **95,850,000** overseas listed foreign shares (hereinafter referred to as "H Shares") **(before the exercise of the over-allotment option)** in Hong Kong. The aforesaid H Shares were listed on the Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Hong Kong Stock Exchange") on **April 21, 2026**.
Article 6	The registered capital of the Company is RMB~~[•]~~.	The registered capital of the Company is RMB**982,784,813**.

Article No.	Before amendment	After amendment
Article 19	The current total number of shares of the Company is ~~862,688,641. Upon completion of the initial public offering of H Shares, the Company's total share capital comprises [•] million shares~~, all of which are ordinary shares. Of these, ordinary shares (A Shares) comprise ~~[•] million shares~~, representing ~~[•]%~~ of the Company's total shares, and ordinary shares (H Shares) comprise ~~[•] million shares~~, representing ~~[•]%~~ of the Company's total shares. ~~Upon completion of the initial public offering of H Shares, the Company shall ensure that the public float of its H Shares remains no less than 25% of the Company's issued share capital (or such other percentage as may be approved by the Hong Kong Stock Exchange). Any arrangements that would result in the public float falling below this prescribed percentage require prior approval from the Hong Kong Stock Exchange and shall be considered and passed at a shareholders' meeting.~~	The current total number of shares of the Company is **982,784,813**, all of which are ordinary shares. Of these, ordinary shares (A Shares) comprise **872,557,313 shares**, representing **88.78%** of the Company's total shares, and ordinary shares (H Shares) comprise **110,227,500 shares**, representing **11.22%** of the Company's total shares.
Article 82(5)	The Board of Directors of the Company, independent directors, shareholders holding more than 1% of the voting shares, or investor protection institutions established in accordance with the laws, administrative regulations and the provisions of the CSRC, may publicly solicit shareholders' voting rights. In solicitation of shareholders' voting right, the specific voting intentions and other information shall be fully disclosed to the solicited parties. It is prohibited to solicit shareholders' voting rights in a paid or disguised paid manner. The Company shall not impose a minimum shareholding restriction on the solicitation of voting rights.	The Board of Directors of the Company, independent directors, shareholders holding more than 1% of the voting shares **(excluding treasury shares)**, or investor protection institutions established in accordance with the laws, administrative regulations and the provisions of the CSRC, may publicly solicit shareholders' voting rights. In solicitation of shareholders' voting right, the specific voting intentions and other information shall be fully disclosed to the solicited parties. It is prohibited to solicit shareholders' voting rights in a paid or disguised paid manner. The Company shall not impose a minimum shareholding restriction on the solicitation of voting rights.

Article No.	Before amendment	After amendment
Article 120	Meetings of the Board of Directors are divided into regular meetings and interim meetings. The Board of Directors shall hold at least ~~two~~ regular meetings each year, which shall be convened by the chairman. All directors shall be given written notice ~~10~~ days prior to the convening of the meeting.	Meetings of the Board of Directors are divided into regular meetings and interim meetings. The Board of Directors shall hold at least **one** regular meeting **every quarter**, which shall be convened by the chairman. All directors shall be given written notice **14** days prior to the convening of the meeting.
Article 126	All board resolutions shall be adopted by recorded open-ballot voting. At interim meetings of the Board, provided every director is afforded a full opportunity to express his/her views, resolutions may be proposed and adopted by means ~~of communication~~ such as facsimile or written circulation, and the resolution shall be signed by all directors taking part. …	All board resolutions shall be adopted by recorded open-ballot voting. **A regular Board meeting shall normally involve the active participation of a majority of Directors entitled to attend, either in person or through electronic means of communication, and thus a regular meeting does not include the obtaining of Board approval by way of circulating written resolutions.** At interim meetings of the Board, provided every director is afforded a full opportunity to express his/her views, resolutions may be proposed and adopted by means of facsimile, written circulation or other similar means, and the resolution shall be signed by all directors taking part. **However, for matters expressly required by laws, regulations or the regulatory rules of the place where the Company's shares are listed to be handled by way of a Board meeting (including but not limited to: (i) matters involving a major shareholder or a Director having a conflict of interest in the matter which the Board considers to be material; and (ii) the appointment or dismissal of the company secretary, etc.), they shall not be dealt with by way of a written resolution in lieu of a Board meeting.** …
Article 211	The Articles of Association, after being reviewed and approved at the shareholders' meeting, shall come into effect ~~and be implemented from the date on which the H Shares issued by the Company are listed and traded on the Hong Kong Stock Exchange~~.	The Articles of Association shall come into effect after being reviewed and approved at the shareholders' meeting.

Comparison Table of Amendments to the Rules of Procedure for Shareholders' Meetings

Article No.	Before amendment	After amendment
Article 10	Where the Audit Committee or shareholders decide to convene a shareholders' meeting on their own initiative, they shall notify the Board of Directors in writing and, at the same time, file a record with the local office of the CSRC at the place where the Company is located, the Shenzhen Stock Exchange, or other securities regulatory authority of the place where the Company's shares are listed. The Audit Committee or the convening shareholders shall, prior to issuing the notice of the shareholders' meeting and publishing the announcement of the resolutions of the shareholders' meeting~~, submit relevant supporting documents to the local office of the CSRC at the place where the Company is located, the Shenzhen Stock Exchange, or other securities regulatory authority of the place where the Company's shares are listed~~.	Where the Audit Committee or shareholders decide to convene a shareholders' meeting on their own initiative, they shall notify the Board of Directors in writing and, at the same time, file a record with the local office of the CSRC at the place where the Company is located, the Shenzhen Stock Exchange, or other securities regulatory authority of the place where the Company's shares are listed. The Audit Committee or the convening shareholders shall, prior to issuing the notice of the shareholders' meeting and publishing the announcement of the resolutions of the shareholders' meeting, **submit the relevant supporting documents and complete the necessary filings or announcements in accordance with the securities regulatory rules and the stock exchange regulations of the place where the Company's shares are listed**.

Article No.	Before amendment	After amendment
Article 14(1)	The Board of Directors, the Audit Committee, and shareholders individually or collectively holding more than 1% of the Company's ~~voting~~ shares shall have the right to submit proposals to the Company. Shareholders individually or collectively holding more than 1% of the Company's ~~voting~~ shares may submit interim proposals in writing to the convener no later than 10 days prior to the convening of a shareholders' meeting. The convener shall, within 2 days after receipt of the proposal, issue a supplemental notice of the shareholders' meeting, announce the contents of the interim proposal, and submit such interim proposal to the shareholders' meeting for consideration. However, this shall not apply where the interim proposal violates laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed, or the Articles of Association, or falls outside the scope of authority of the shareholders' meeting. The Company shall not increase the shareholding percentage of shareholders who submit temporary proposals. If, according to the securities regulatory rules of the places where the Company's shares are listed, the shareholders' meeting must be postponed due to the issuance of a supplementary notice, the meeting shall be postponed in accordance with the provisions of the securities regulatory rules of the places where the Company's shares are listed.	The Board of Directors, the Audit Committee, and shareholders individually or collectively holding more than 1% of the Company's shares shall have the right to submit proposals to the Company. Shareholders individually or collectively holding more than 1% of the Company's shares may submit interim proposals in writing to the convener no later than 10 days prior to the convening of a shareholders' meeting. The convener shall, within 2 days after receipt of the proposal, issue a supplemental notice of the shareholders' meeting, announce the contents of the interim proposal, and submit such interim proposal to the shareholders' meeting for consideration. However, this shall not apply where the interim proposal violates laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed, or the Articles of Association, or falls outside the scope of authority of the shareholders' meeting. The Company shall not increase the shareholding percentage of shareholders who submit temporary proposals. If, according to the securities regulatory rules of the places where the Company's shares are listed, the shareholders' meeting must be postponed due to the issuance of a supplementary notice, the meeting shall be postponed in accordance with the provisions of the securities regulatory rules of the places where the Company's shares are listed.

Article No.	Before amendment	After amendment
Article 15	The convener shall notify all shareholders by announcement ~~20~~ days prior to the convening of the annual shareholders' meeting and 15 days prior to the convening of the extraordinary shareholders' meeting. When calculating the commencement period, the Company shall not include the date when the meeting is convened.	The convener shall notify all shareholders by announcement **21** days prior to the convening of the annual shareholders' meeting and 15 days prior to the convening of the extraordinary shareholders' meeting. When calculating the commencement period, the Company shall not include the date when the meeting is convened.
Article 19	After the notice of a shareholders' meeting has been issued, the shareholders' meeting shall not be postponed or cancelled without proper cause, and the proposals set out in the notice of the shareholders' meeting shall not be withdrawn. Where postponement or cancellation occurs, the convener shall ~~publish an announcement~~ at least two business days prior to the originally scheduled meeting date and explain the reasons therefor. Where the securities regulatory rules of the place where the Company's shares are listed contain special provisions regarding the procedures for postponing or cancelling a shareholders' meeting, such provisions shall prevail, provided that domestic regulatory requirements are not violated.	After the notice of a shareholders' meeting has been issued, the shareholders' meeting shall not be postponed or cancelled without proper cause, and the proposals set out in the notice of the shareholders' meeting shall not be withdrawn. Where postponement or cancellation occurs, the convener shall **notify the shareholders** at least two business days prior to the originally scheduled meeting date and explain the reasons therefor. Where the securities regulatory rules of the place where the Company's shares are listed contain special provisions regarding the procedures for postponing or cancelling a shareholders' meeting, such provisions shall prevail, provided that domestic regulatory requirements are not violated.
Article 20(3)	After the notice of a shareholders' meeting has been issued, the venue of the on-site meeting shall not be changed without proper cause. Where a change is indeed necessary, the convener shall publish an announcement at least two ~~business days~~ prior to the date of the on-site meeting and explain the reasons therefor.	After the notice of a shareholders' meeting has been issued, the venue of the on-site meeting shall not be changed without proper cause. Where a change is indeed necessary, the convener shall publish an announcement at least two **trading days** prior to the date of the on-site meeting and explain the reasons therefor.

Article No.	Before amendment	After amendment
Article 26	The convener and the lawyers shall jointly verify the validity of the qualifications of shareholders based on the register of shareholders provided by the ~~securities registration and clearing institution of the place where the Company's shares are listed and the securities regulatory rules of the place where the Company's shares are listed~~, and shall register the names (or corporate names) of the shareholders as well as the number of the voting shares held by them. Meeting registration shall terminate before the presider of the meeting announces the number of shareholders and proxies present at the meeting and the total number of shares with voting rights held by them.	The convener and the lawyers shall jointly verify the validity of the qualifications of shareholders based on the register of shareholders provided by the **securities registration institution**, and shall register the names (or corporate names) of the shareholders as well as the number of the voting shares held by them. Meeting registration shall terminate before the presider of the meeting announces the number of shareholders and proxies present at the meeting and the total number of shares with voting rights held by them.
Article 28(4)	If the presider of the meeting violates the rules of procedure during the shareholders' meeting, making it impossible to continue the meeting, the shareholders' meeting may elect a person to act as the presider of the meeting with the consent of more than half of the shareholders with voting rights present at the meeting, and continue the meeting.	If the presider of the meeting violates the rules of procedure during the shareholders' meeting, making it impossible to continue the meeting, the shareholders' meeting may elect a person to act as the presider of the meeting with the consent of more than half of the shareholders with voting rights present at the meeting, and continue the meeting.

Article No.	Before amendment	After amendment
Article 33(4)	The Board of Directors, independent directors, shareholders holding more than 1% of the Company's voting shares, or investor protection institutions established in accordance with laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed, or the provisions of the CSRC, may publicly solicit voting rights from shareholders. Any solicitation of voting rights from shareholders shall fully disclose to the persons being solicited specific information such as voting intentions. Solicitation of shareholders' voting rights by offering consideration or in a disguised compensated manner is prohibited. Except for statutory requirements, the Company shall not impose any minimum shareholding threshold for the solicitation of voting rights. For the purposes of this Article, shareholders include those who attend a shareholders' meeting through their proxies.	The Board of Directors, independent directors, shareholders holding more than 1% of the Company's voting shares **(excluding treasury shares)**, or investor protection institutions established in accordance with laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed, or the provisions of the CSRC, may publicly solicit voting rights from shareholders. Any solicitation of voting rights from shareholders shall fully disclose to the persons being solicited specific information such as voting intentions. Solicitation of shareholders' voting rights by offering consideration or in a disguised compensated manner is prohibited. Except for statutory requirements, the Company shall not impose any minimum shareholding threshold for the solicitation of voting rights. For the purposes of this Article, shareholders include those who attend a shareholders' meeting through their proxies.
Article 34	~~A cumulative voting system shall be implemented in accordance with the provisions of the Articles of Association or the resolutions of the shareholders' meeting. Where a single shareholder and persons acting in concert with it hold interests representing more than 30% of the Company's shares, or where two or more independent directors are to be elected at a shareholders' meeting, the cumulative voting system shall be adopted.~~	**When two or more directors are elected at the shareholders' meeting, the cumulative voting system shall be implemented, except in cases where only one director is elected. Listed companies where a single shareholder and its persons acting in concert hold 30% or more of the equity shall adopt the cumulative voting system. If directors are elected through cumulative voting, the votes for independent directors and non-independent directors shall be cast separately.**

Article No.	Before amendment	After amendment
Article 42	If a proposal submitted to the shareholders' meeting is rejected, or if the current shareholders' meeting alters a resolution previously adopted by an earlier shareholders' meeting, ~~the announcement of~~ the meeting's resolutions must expressly highlight such circumstances.	If a proposal submitted to the shareholders' meeting is rejected, or if the current shareholders' meeting alters a resolution previously adopted by an earlier shareholders' meeting, the meeting's resolutions must expressly highlight such circumstances.
Article 47	The following matters shall be approved by special resolution at the shareholders' meeting: (1) The increase or reduction of the registered capital of the Company; (2) The division, spin-off, merger, dissolution and liquidation or any change in its corporate form of the Company; (3) Any amendment to the Articles of Association and its appendices (including the Rules of Procedure for the shareholders' meeting and the Rules of Procedure for the Board of Directors); (4) The listing of any subsidiary through spin-off; (5) The purchase and sale of material assets or amount of guarantee provided to others within twelve consecutive months valued at more than 30% of the audited total assets of the Company as at the most recent period; (6) The issuance of shares, convertible corporate bonds, preference shares, and other types of securities recognized by the CSRC; (7) The repurchase of shares for the purpose of reducing the registered capital;	The following matters shall be approved by special resolution at the shareholders' meeting: (1) The increase or reduction of the registered capital of the Company; (2) The division, spin-off, merger, dissolution and liquidation or any change in its corporate form **(including a voluntary winding-up)** of the Company; (3) Any amendment to the Articles of Association and its appendices (including the Rules of Procedure for the shareholders' meeting and the Rules of Procedure for the Board of Directors); (4) The listing of any subsidiary through spin-off; (5) The purchase and sale of material assets or amount of guarantee provided to others within twelve consecutive months valued at more than 30% of the audited total assets of the Company as at the most recent period; (6) The issuance of shares, convertible corporate bonds, preference shares, and other types of securities recognized by the CSRC; (7) The repurchase of shares for the purpose of reducing the registered capital;

Article No.	Before amendment	After amendment
	(8) Any material asset restructuring; (9) Share incentive plan; (10) Any resolution of the shareholders' meeting of the Company to voluntarily withdraw the listing or trading of the Company's shares on ~~the stock exchange~~ and to cease trading thereon, or to apply for trading or transfer on another trading venue; (11) Other matters as required by the laws, administrative regulations, the securities regulatory rules of the places where the Company's shares are listed or ~~the Articles of Association~~, and considered by the shareholders' meeting, by way of an ordinary resolution, to be of a nature which may have a material impact on the Company, shall be passed by a special resolution. Proposals specified in items (iv) and (x) of the preceding paragraph shall be approved by more than two-thirds of the voting rights held by shareholders present at the shareholders' meeting. Furthermore, these proposals shall also be approved by more than two-thirds of the voting rights held by other shareholders present at the meeting, excluding the listed company's directors, senior management members and shareholders who individually or collectively hold 5% or more of the listed company's shares.	(8) Any material asset restructuring; (9) Share incentive plan; (10) Any resolution of the shareholders' meeting of the Company to voluntarily withdraw the listing or trading of the Company's shares on **the Shenzhen Stock Exchange and/or The Stock Exchange of Hong Kong Limited** and to cease trading thereon, or to apply for trading or transfer on another trading venue; (11) Other matters as required by the laws, administrative regulations, the securities regulatory rules of the places where the Company's shares are listed or **these Rules**, and considered by the shareholders' meeting, by way of an ordinary resolution, to be of a nature which may have a material impact on the Company, shall be passed by a special resolution. **If the Company's share capital includes different classes of shares, unless otherwise stipulated, any change to the rights attached to any class of shares shall be approved through a special resolution by shareholders who hold shares of the class attached with relevant rights and attend the shareholders' meeting of that class. For the purposes of this article, the Company's A shares and H shares shall be deemed to be of the same class of shares.**

Article No.	Before amendment	After amendment
		Proposals specified in items (iv) and (x) of **Paragraph 1 of this Article** shall be approved by more than two-thirds of the voting rights held by shareholders present at the shareholders' meeting. Furthermore, these proposals shall also be approved by more than two-thirds of the voting rights held by other shareholders present at the meeting, excluding the listed company's directors, senior management members and shareholders who individually or collectively hold 5% or more of the listed company's shares. **If the Company's shares are divided into different classes at any time, any alteration or cancellation of the rights of the holders of a class of shares requires approval by the affected class of shareholders through a special resolution at a separate shareholders' meeting before it can be implemented.**
Article 55	These Rules shall, upon approval by the shareholders' meeting~~,~~ take effect ~~and be implemented from the date on which the H Shares issued by the Company are listed and commence trading on The Stock Exchange of Hong Kong Limited~~.	These Rules shall, upon approval by the shareholders' meeting take effect.

Comparison Table of Amendments to the Rules of Procedure for the Board of Directors

Article No.	**Before amendment**	**After amendment**
Article 12	The Board shall hold at least ~~two~~ regular meetings ~~every year~~.	The Board shall hold at least **one** regular meeting **every quarter**.
Article 18	For convening regular meetings and interim meetings of the Board, the Board office shall submit the meeting notice to all Directors, the President and the Secretary to the Board ~~ten~~ days and three days in advance respectively, through personal delivery, instant messaging software, mail or other methods recognized by laws and regulations.	For convening regular meetings and interim meetings of the Board, the Board office shall submit the meeting notice to all Directors, the President and the Secretary to the Board **fourteen** days and three days in advance respectively, through personal delivery, instant messaging software, mail or other methods recognized by laws and regulations.
Article 26	Board meetings may be held in the form of a physical meeting or by ~~non-physical means such as~~ video, telephone~~, facsimile, written circulation or email voting~~. Board meetings may also be held by a combination of physical and other means simultaneously.	Board meetings may be held in the form of a physical meeting or through the **network,** video, telephone **or other means with equivalent effect**. Board meetings may also be held by a combination of physical and other means simultaneously. **However, for matters expressly required by laws, regulations or the regulatory rules of the place where the Company's shares are listed to be handled by way of a Board meeting, they shall not be dealt with by way of a written resolution in lieu of a Board meeting.**

Article No.	Before amendment	After amendment
Article 33	Each attendee shall cast one vote and shall be conducted by way of open ballot. At interim meetings of the Board, provided every director is afforded a full opportunity to express his/her views, resolutions may be proposed and adopted by means of ~~communication~~ such as facsimile or written circulation, and the resolution shall be signed by all directors taking part. …	Each attendee shall cast one vote and shall be conducted by way of open ballot. **A regular Board meeting shall normally involve the active participation of a majority of Directors entitled to attend, either in person or through electronic means of communication, and thus a regular meeting does not include the obtaining of Board approval by way of circulating written resolutions.** At interim meetings of the Board, provided every director is afforded a full opportunity to express his/her views, resolutions may be proposed and adopted by means of facsimile, written circulation or other similar means, and the resolution shall be signed by all directors taking part. **However, for matters expressly required by laws, regulations or the regulatory rules of the place where the Company's shares are listed to be handled by way of a Board meeting (including but not limited to: (i) matters involving a major shareholder or a Director having a conflict of interest in the matter which the Board considers to be material; and (ii) the appointment or dismissal of the company secretary, etc.), they shall not be dealt with by way of a written resolution in lieu of a Board meeting.** …

Save for the Proposed Amendments mentioned above, other provisions of the Articles of Association and its appendices shall remain unchanged. The Proposed Amendments to the Articles of Association and its appendices are prepared in Chinese. In the event of any discrepancy between the Chinese and English versions, the Chinese version shall prevail.

By order of the Board
Victory Giant Technology (HuiZhou) Co., Ltd.
Mr. Chen Tao
Chairman of the Board and Executive Director

Hong Kong, June 12, 2026

As of the date of this announcement, the Board comprises: (i) Mr. Chen Tao, Mr. Zhao Qixiang, Mr. Chen Yong and Ms. Wang Haiyan as executive Directors; (ii) Ms. Liu Chunlan as a non-executive Director; and (iii) Mr. Xie Lanjun, Dr. Xie Lingmin, Dr. Zhang Jihai and Mr. Wong Ting Chung as independent non-executive Directors.