THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in 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 **Nanjing Panda Electronics Company Limited**, you should at once hand this circular and the accompanying supplemental forms of proxy to the purchaser or other transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

南京熊猫電子股份有限公司
NANJING PANDA ELECTRONICS COMPANY LIMITED

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00553)

(1) PROPOSED AMENDMENTS TO CERTAIN ARTICLES OF THE ARTICLES OF ASSOCIATION, THE PROCEDURAL RULES OF SHAREHOLDERS' MEETING AND THE PROCEDURAL RULES OF THE BOARD OF DIRECTORS;
(2) THE APPOINTMENT OF ACCOUNTING FIRM FOR THE YEAR 2026;
(3) THE ELECTION OF DIRECTORS OF THE ELEVENTH SESSION OF THE BOARD OF THE COMPANY; AND
(4) NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING

Capitalized terms used in this cover page shall have the same meanings as those defined in this circular.

A letter from the Board is set out on pages 1 to 9 of this circular. The 2026 first EGM will be held at the Company's Conference Room, 7 Jingtian Road, Nanjing, the People's Republic of China at 2:30 p.m. on Friday, 4 December 2026. The notice of the EGM is set out on pages EGM-1 to EGM-3.

Whether or not you are able to attend and vote at the EGM, please complete and return the accompanying proxy forms in accordance with the instructions printed thereon to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong (for H shares) or the office of the Company(for A shares) as soon as possible and in any event not less than 24 hours before the time of the EGM or any adjournment thereof. Completion and return of the proxy forms will not preclude you from attending and voting in person at the EGM should you so wish.

13 November 2026

CONTENTS

Page

DEFINITIONS ii

LETTER FROM THE BOARD 1

APPENDIX I – COMPARISON TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION 10

APPENDIX II – COMPARISON TABLE OF AMENDMENTS TO THE PROCEDURAL RULES OF SHAREHOLDERS' MEETING 20

APPENDIX III – COMPARISON TABLE OF AMENDMENTS TO THE PROCEDURAL RULES OF THE BOARD OF DIRECTORS 21

NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING EGM-1

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

"A Share(s)"	the domestic ordinary share(s) of the Company, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in Renminbi, and which are listed on the Shanghai Stock Exchange
"A Shareholder(s)"	holder(s) of the A Share(s) of the Company
"Articles of Association"	the articles of association of the Company (amended from time to time)
"Audit and Risk Management Committee"	Audit and Risk Management Committee of the Company
"Board" or "Board of Directors"	the board of Directors of the Company
"Company"	Nanjing Panda Electronics Company Limited, a joint stock company incorporated in the PRC with limited liability, whose H shares are listed on the Main Board of the Stock Exchange and A shares are listed on the Shanghai Stock Exchange
"Directors"	the directors of the Company
"EGM"	the first extraordinary general meeting of the Company to be convened on Friday, 4 December 2026 to consider and approve, among other matters, the Proposed Amendments
"H Share(s)"	the ordinary share(s) of the Company, with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
"H Shareholder(s)"	holder(s) of the H Share(s) of the Company
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
"PRC"	the People's Republic of China (for the purpose of this circular, excluding Hong Kong, Macau and Taiwan)

"Procedural Rules"	Procedural Rules of Shareholders' Meeting and Procedural Rules of the Board of Directors
"Procedural Rules of Shareholders' Meeting"	the procedural rules of shareholders' meeting of the Company
"Procedural Rules of the Board of Directors"	the procedural rules of the Board of Directors of the Company
"Proposed Amendments"	the proposed amendments to the Articles of Association and its appendices, namely the Procedural Rules of Shareholders' Meeting and the Procedural Rules of the Board of Directors
"RMB"	Renminbi, the lawful currency of the PRC
"Shareholder(s)"	holder(s) of the share(s) of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

南京熊猫電子股份有限公司
NANJING PANDA ELECTRONICS COMPANY LIMITED

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00553)

Non-executive Directors
Mr. Xu Jianyu
Mr. Hu Jin
Mr. Lv Song

Independent non-executive Director
Ms. Xiong Yanren
Mr. Dai Keqin
Mr. Chu Wai Tsun, Baggio

Employee Director
Mr. Xue Yuheng

Registered Address:
7 Jingtian Road
Nanjing, the PRC

Office Address:
7 Jingtian Road
Nanjing, the PRC
Postal Code: 210033

13 November 2026

To the Shareholders

Dear Sir or Madam,

(1) PROPOSED AMENDMENTS TO CERTAIN ARTICLES OF THE ARTICLES OF ASSOCIATION, THE PROCEDURAL RULES OF SHAREHOLDERS' MEETING AND THE PROCEDURAL RULES OF THE BOARD OF DIRECTORS;
(2) THE APPOINTMENT OF ACCOUNTING FIRM FOR THE YEAR 2026;
(3) THE ELECTION OF DIRECTORS OF THE ELEVENTH SESSION OF THE BOARD OF THE COMPANY; AND
(4) NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING

I. INTRODUCTION

References are made to the announcements of the Company dated 11 November 2026 and 13 November 2026 respectively, in relation to, among other matters, the Proposed Amendments, the resolution on the appointment of accounting firm for the year 2026 and the election of Directors of

the eleventh session of the Board of Directors of the Company. The purpose of this circular is to provide the Shareholders with more information in relation to, among other matters, the Proposed Amendments, the resolution on the appointment of accounting firm for the year 2026 and the election of Directors of the eleventh session of the Board of Directors of the Company.

II. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION, THE PROCEDURAL RULES OF SHAREHOLDERS' MEETING AND THE PROCEDURAL RULES OF THE BOARD OF DIRECTORS

The Board convened the extraordinary meeting of the eleventh session of the Board on 11 November 2026 and approved, among other matters, the resolution in relation to the Amendments to Certain Articles of the Articles of Association, as well as considered and approved the resolutions on the amended Procedural Rules of Shareholders' Meeting and Procedural Rules of the Board of Directors.

Background And Rationale For The Amendments To Relevant Provisions

In accordance with the provisions of the Company Law of the People's Republic of China and the Guidelines on the Articles of Association of Listed Companies, laws, regulations and normative documents, and taking into account the actual operational and management needs of the Company, the Company proposed to amend certain articles of the Articles of Association, and amend the Procedural Rules of Shareholders' Meeting and the Procedural Rules of the Board of Directors accordingly.

Main Amendments

The main amendments include: (1) to implement the relevant provisions under which each director has one vote; (2) to standardise the terminology for "a majority" and "more than half"; (3) to change the position of legal representative from the general manager to the Chairman; (4) textual corrections and improvements to wording, among other matters. Details of the proposed amendments are set out in the appendixes to this circular. Save for the articles listed in the appendixes, the other contents of the Articles of Association, the Procedural Rules of Shareholders' Meeting, and the Procedural Rules of the Board of Directors remain unchanged.

The Proposed Amendments are subject to the approval of the Shareholders by way of special resolutions at the EGM.

III. THE APPOINTMENT OF ACCOUNTING FIRM FOR THE YEAR 2026

The Board of Directors announces that WUYIGE Certified Public Accountants LLP ("**WUYIGE**") has provided audit services to the Company for three consecutive years. WUYIGE has recently submitted a written resignation letter to the Company, resigning from the audit engagement in respect of the financial statements and internal control of the Company for the year 2026.

Pursuant to the written resignation letter submitted by WUYIGE, after considering various factors including the annual audit schedule and internal resources available under the current workflow, WUYIGE has, upon careful consideration, resolved to resign as the auditor of the Company for the year 2026. WUYIGE issued an unqualified audit report to the Company for the year 2025.

WUYIGE has provided written confirmation. Upon further verification with WUYIGE, the Company has confirmed that, save for the aforesaid reasons, there are no matters that need to be brought to the attention of the shareholders of the Company, and there are no disagreements or outstanding issues between WUYIGE and the Company in relation to accounting treatment, audit scope, audit fees or other matters.

Prior to WUYIGE's submission of the written resignation letter to the Company, the Audit and Risk Management Committee of the Company has conducted full communication with WUYIGE to fully understand the reasons for WUYIGE's resignation, and confirmed that there were no matters that need to be brought to the attention of the Shareholders of the Company and that there were no disagreements or outstanding issues between WUYIGE and the Company. The Audit and Risk Management Committee is of the view that WUYIGE maintained the requisite professional quality during the service period and no circumstances affecting its independence have been identified. Having verified the reasons for its resignation, the Audit and Risk Management Committee considers that the reasons for the resignation are reasonable and no other undisclosed reasons for resignation have been identified.

As at the date of this circular, WUYIGE has not yet commenced on-site audit work in respect of the Company's financial statements for the year 2026, nor has the Company terminated its engagement with WUYIGE after engaging it to carry out part of the audit work.

The Board further announces that, upon the review of the Audit and Risk Management Committee, the Board proposes to appoint Baker Tilly China Certified Public Accountants ("**Baker Tilly China**") as the international auditor, domestic auditor and internal control auditor of the Company for the year 2026, and determines its remuneration within the limit of RMB2,480,000.

The final audit fee is determined based on a number of factors including the size of business of the Company, the industry in which it operates and the complexity of the accounting process, and is determined by the number of auditors required to audit the annual report of the Company and the amount of work involved, as well as the standard of fees charged by the firm. Following procedures and after completing the selection and appointment process, the aggregate proposed audit fee for the year 2026 is RMB2,480,000 (comprising RMB1,920,000 for the annual financial statements audit and RMB560,000 for the annual internal control audit), representing no change from the audit fee for the previous year. The Board is of the view that the proposed audit fee is fair and reasonable having regard to the expected scope of work and the interests of the Company and its Shareholders as a whole.

The Audit and Risk Management Committee has conducted a careful verification of the basic information of Baker Tilly China (including but not limited to its organisational form, branches, years of practice, staffing structure, professional qualifications, professional competence, practice quality, project experience, etc.), its investor protection capabilities and integrity records. It notes that Baker Tilly China is a large Mainland accounting firm newly approved to engage in H-share company auditing services. The Audit and Risk Management Committee has also carefully verified the years of practice, experience, independence and integrity of the members of the audit project team for the Company, and notes that the project partner and signing certified public accountants have not been subject to any criminal penalties in the past three years and satisfy the independence requirements set out in the Code of Professional Ethics for Chinese Certified Public Accountants.

Based on the foregoing factors, the Audit and Risk Management Committee has assessed and concluded that Baker Tilly China holds the qualification to engage in securities related businesses, possesses the experience and professional ethics to conduct audit work for listed companies, has corresponding investor protection capabilities, and has no circumstances breaching the independence requirements under the Code of Professional Ethics for Chinese Certified Public Accountants. It is fully competent to perform the Company's annual audit and capable of delivering high-quality audit work. The reasons for the Company's change of accounting firm are sufficient and appropriate. The review procedures for the appointment of Baker Tilly China as the audit institution for the year 2026 comply with the Company Law, the relevant requirements of the stock exchange in the place where the Company is listed and the provisions of the Articles of Association, and no prejudice to the interests of the Company and its minority shareholders will arise. Accordingly, the Audit and Risk Management Committee approves the appointment of Baker Tilly China as the Company's accounting firm for the year 2026 and submits such appointment to the Board for consideration.

The Company has communicated with WUYIGE and Baker Tilly China in relation to the proposed change of accounting firm. The former and subsequent accounting firms have confirmed that they are aware of such change and have no objection thereto. The former and subsequent accounting firms will actively carry out communication and coordination work in accordance with the provisions set out in PRC Auditing Standard for Certified Public Accountants No. 1153 – Communication between Former Certified Public Accountants and Subsequent Certified Public Accountants.

The appointment of accounting firm for the year 2026 shall take effect on the date of approval by the Shareholders at the general meeting of the Company.

IV. THE ELECTION OF DIRECTORS OF THE ELEVENTH SESSION OF THE BOARD OF THE COMPANY

As nominated by the Company's shareholder Nanjing Electronics Information Industrial Corporation (which holds 3.93% of the Company's shares and, through the Company's controlling shareholder Panda Electronics Group Company Limited, holds 23.05% of the Company's shares, totaling 26.98% of the Company's shares), and examined by the nomination committee of the Board of Directors, Mr. Lu Bin and Mr. Wan Lei were considered and approved to be as the candidates for the executive Directors of the eleventh session of the Board of Directors, with their terms of office being consistent with that of the eleventh session of the Board of Directors.

The Company convened the eleventh session of the Board of Directors on 13 November 2026, at which it was considered and approved the nomination of Mr. Lu Bin and Mr. Wan Lei as the candidates for the executive directors of the eleventh session of the Board of Directors. Their terms of office shall be consistent with that of the eleventh session of the Board of Directors and take effect upon the consideration and approval of this resolution at the Company's shareholders' meeting.

Mr. Lu Bin: Born in 1970, graduated from Nanjing University of Science and Technology with a master's degree in measurement technology and instrumentation, and is a senior engineer at researcher level. He successively served as the Deputy Director of Urban Transportation Technology Development Center, Director of Smart City R&D Center, General Manager and Chief Engineer of Track 2 Department of Nanjing Panda Information Industry Co, Ltd, and the Deputy Chief Engineer of Nanjing Panda Electronics Company Limited. He is currently Secretary of the Party Committee of Nanjing Panda Electronics Company Limited, concurrently serves as Secretary of the Party Committee of Nanjing Panda Information Industry Co, Ltd. Mr. Lu is a recipient of the special government allowance provided by the State Council to experts. Mr. Lu has long been engaged in technology research and development as well as operational management with extensive experience in corporate management within the electronic information sector.

Save as disclosed above, Mr. Lu Bin has not held any position in the Company or any of its subsidiaries during the past three years, nor has he held any directorship in any other listed company, nor has he held any other significant appointments or professional qualifications. Mr. Lu Bin's term of office will continue until the expiry of the eleventh session of the Board of Directors of the Company.

Mr. Lu Bin receives remuneration for the management responsibilities he undertakes and the relevant positions he holds within the Company. His remuneration consists of a base annual salary and a performance-based annual salary. The standard for the base annual salary is determined based on comprehensive factors including job grade and position, and is approximately RMB 250,000 to 400,000 per year (pre-tax). The performance-based annual salary is income linked to the results of the annual performance assessment, and is determined based on the Company's annual operating performance assessment and evaluation, as well as the results of Mr. Lu Bin's individual annual performance evaluation. The performance-based annual salary accounts for 60% of his total annual remuneration (being the sum of the base annual salary and the performance-based annual salary). In addition, Mr. Lu Bin's remuneration may be appropriately adjusted with reference to market conditions. The Company does not make any further payments to him as a Director.

Save as disclosed above, Mr. Lu Bin has no relationship with any directors, senior management, substantial or controlling shareholders. As of the date of this circular, Mr. Lu Bin has no interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, there is no other information relating to the appointment of Mr. Lu Bin that needs to be brought to the attention of the shareholders of the Company, nor is there any other information that is required to be disclosed in accordance with Rules 13.51(2) (h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Mr. Wan Lei: Born in 1980, graduated from Nanjing University with a bachelor's degree in applied physics and is an engineer. He successively served as the Process Engineer and the Deputy Director of the Manufacturing Department of Nanjing Huari LCD Co., Ltd., the Deputy Manager of the Office, Deputy Manager of the Party and Mass Work Department, Deputy Manager (presiding) of the Economic Operation Department of Nanjing Huadong Electronics Information & Technology Co., Ltd., the Deputy Manager of Operations and Management Department of Huadong Technology, Panda LCD and Panda Tablet, the Deputy Director (presiding) of New Display Business Management Department, Deputy Director (presiding) of Planning and Technology Department of Nanjing Electronics Information Industrial Corporation, the Deputy Secretary of Party Committee, Secretary of Disciplinary Committee and Chairman of Labor Union of Nanjing Panda Electronics Company Limited, the Deputy General Manager of Nanjing Panda Electronics Company Limited, and the General Manager and Secretary of Party Committee of Nanjing Panda Electronic Manufacture Co., Ltd.. He is currently the General Manager and Deputy Secretary of Party Committee of Nanjing Panda Electronics Company Limited, and concurrently the General Manager and Secretary of the Party Committee of Nanjing Panda Electronic Manufacture Co., Ltd.. Mr. Wan has long been engaged in business management and Party affairs and has extensive professional knowledge and management experience.

Save as disclosed above, Mr. Wan Lei has not held any position in the Company or any of its subsidiaries during the past three years, nor has he held any directorship in any other listed company, nor has he held any other significant appointments or professional qualifications. Mr. Wan Lei's term of office will continue until the expiry of the eleventh session of the Board of Directors of the Company.

Mr. Wan Lei receives remuneration for his role as general manager of the Company. His remuneration consists of a base annual salary and a performance-based annual salary. The standard for the base annual salary is determined based on comprehensive factors including job grade and position, and is approximately RMB 250,000 to 400,000 per year (pre-tax). The performance-based annual salary is income linked to the results of the annual performance assessment, and is determined based on the Company's annual operating performance assessment and evaluation, as well as the results of Mr. Wan Lei's individual annual performance evaluation. The performance-based annual salary accounts for 60% of his total annual remuneration (being the sum of the base annual salary and the performance-based annual salary). In addition, Mr. Wan Lei's remuneration may be appropriately adjusted with reference to market conditions. The Company does not make any further payments to him as a Director.

Save as disclosed above, Mr. Wan Lei has no relationship with any directors, senior management, substantial or controlling shareholders. As of the date of this circular, Mr. Wan Lei has no interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, there is no other information relating to the appointment of Mr. Wan Lei that needs to be brought to the attention of the shareholders of the Company, nor is there any other information that is required to be disclosed in accordance with Rules 13.51(2) (h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

V. EGM

The Company will hold an extraordinary general meeting at 2:30 p.m. on Friday, 4 December 2026 at the Company's conference room at 7 Jingtian Road, Nanjing, the People's Republic of China. The notice of the extraordinary general meeting is set out on pages EGM-1 to EGM-3 of this circular.

The register of members relating to H-shares of the Company will be closed from 27 November 2026 to 4 December 2026, both days inclusive, during which period no transfer of H-shares of the Company will be registered. In order to attend the EGM, all transfers accompanied by the relevant share certificates must be lodged with the share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Center, 183 Queen's Road East, Wanchai, Hong Kong (in case of holders of H shares) or the office of the Company (in case of holders of A shares), no later than 4:30 p.m. on 26 November 2026.

The notice of the EGM, together with the proxy form and the reply slip for use at the EGM have been issued to the H Shareholders. Whether or not you are able to be present at the EGM, please complete and return the accompanying proxy forms in accordance with the instructions printed thereon to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong (in case of holders of H shares) or the office of the Company (in case of holders of A shares) as soon as possible and in any event not less than 24 hours before the time of the EGM. Completion and return of the proxy forms will not preclude you from attending and voting in person at the EGM should you so wish.

VI. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the 2026 first EGM must be taken by way of poll. The results of the poll will be published on the HKExnews website at www.hkexnews.hk and the Company's website at www.panda.cn after the shareholders' meeting as soon as possible.

VII. RECOMMENDATION

The Board considers that the resolutions to be proposed at the 2026 first EGM are in the interests of the Company and its Shareholders as a whole, and accordingly, recommends the Shareholders to vote in favour of all the resolutions to be proposed at the 2026 first EGM.

By order of the Board
Nanjing Panda Electronics Company Limited
Hu Jin
Director

Article 5 The Company's legal representative shall be the **general manager** of the Company. Where the **general manager** who serves as the legal representative tenders a resignation, he/she shall be deemed to have resigned as the legal representative at the same time. Where the legal representative tenders a resignation, the Company shall appoint a new legal representative within thirty (30) days from the date of the resignation of the legal representative.	**Article 5** The Company's legal representative shall be the **Chairman** of the Company. Where the **Chairman** who serves as the legal representative tenders a resignation, he/she shall be deemed to have resigned as the legal representative at the same time. Where the legal representative tenders a resignation, the Company shall appoint a new legal representative within thirty (30) days from the date of the resignation of the legal representative.
Article 25 As approved by Ti Gai Sheng (1996) document No.23 of the State Economic Systems Reform Commission and Zheng Wei Fa (1996) document No.6 of the Securities Committee of the State Council, the Company was transformed into a joint stock company with public offering, issuing 265,000,000 additional ordinary shares comprising 242,000,000 overseas-listed foreign-invested shares and 23,000,000 domestic-invested shares issued to domestic public investors. The share capital structure of the Company comprises 655,015,000 ordinary shares, of which 355,015,000 shares are held by the promoter Panda Electronics Group Company, 58,000,000 shares are held by holders of other domestic shares and 242,000,000 shares are held by holders of overseas-listed foreign-invested shares.	**Article 25** As approved by Ti Gai Sheng (1996) document No.23 of the State Economic Systems Reform Commission and Zheng Wei Fa (1996) document No.6 of the Securities Committee of the State Council, the Company was transformed into a joint stock company with public offering, issuing 265,000,000 additional ordinary shares comprising 242,000,000 overseas-listed foreign-invested shares and 23,000,000 domestic-invested shares issued to domestic public investors. The share capital structure of the Company comprises 655,015,000 ordinary shares, of which 355,015,000 shares are held by the promoter Panda Electronics Group Company, 58,000,000 shares are held by holders of other domestic shares and 242,000,000 shares are held by holders of overseas-listed foreign-invested shares.

Article 32 …… Financial assistance matters falling in to one of the following circumstances shall also be submitted to the shareholders' meeting for deliberation after approval by the board of directors: (1) the amount of the single financial assistance exceeding 10% of the listed company's latest audited net assets; (2) the assisted party's latest financial statements showing an asset-liability ratio that exceeds 70%; (3) cumulative amount of financial assistance within the twelve months exceeding 10% of the Company's latest audited net assets; (4) other circumstances stipulated by the stock exchange or the Articles of Association. Target of the assistance who is a holding subsidiary within the scope of the consolidated financial statements of the Company and where the other shareholders of the holding subsidiary do not include the controlling shareholder or the de facto controller of the Company and their affiliates, may be exempted from the provisions of the preceding two paragraphs. In the event of any loss caused to the Company due to their violation of the above provisions, the responsible directors and senior management shall be liable for compensation.	**Article 32** …… Financial assistance matters falling in to one of the following circumstances shall also be submitted to the shareholders' meeting for deliberation after approval by the board of directors: (1) the amount of the single financial assistance exceeding 10% of the listed company's latest audited net assets; (2) the assisted party's latest financial statements showing an asset-liability ratio that exceeds 70%; (3) cumulative amount of financial assistance within the twelve months exceeding 10% of the Company's latest audited net assets; (4) other circumstances stipulated by the stock exchange or the Articles of Association. Target of the assistance who is a holding subsidiary within the scope of the consolidated financial statements of the Company and where the other shareholders of the holding subsidiary do not include the controlling shareholder or the de facto controller of the Company and their affiliates, may be exempted from the provisions of the preceding two paragraphs. In the event of any loss caused to the Company due to their violation of the above provisions, the responsible directors and senior management shall be liable for compensation.
Article 40 The Company has a securities seal in Hong Kong for use for sealing certificates of its H Shares.	**Article 40** The Company has a securities seal in Hong Kong for use for sealing certificates of its H Shares.

Article 41 The share certificates shall be signed by the chairman of the board of directors. Where the stock exchange on which the shares of the Company are listed requires the share certificates to be signed by other senior management members, the share certificates shall also be signed by such senior management members. The share certificates shall be valid after being affixed or printed with the seal of the Company. The share certificates shall only be affixed with the Company's seal under the authorization of the board of directors. The signatures of the Chairman of the Company or other relevant senior management members on the share certificates may also be in printed form.	**Article 41** The share certificates shall be signed by the chairman of the board of directors. Where the stock exchange on which the shares of the Company are listed requires the share certificates to be signed by other senior management members, the share certificates shall also be signed by such senior management members. The share certificates shall be valid after being affixed or printed with the seal of the Company. The share certificates shall only be affixed with the Company's seal under the authorization of the board of directors. The signatures of the Chairman of the Company or other relevant senior management members on the share certificates may also be in printed form.
Article 52 …… Where the Company incurs loss as a result of violation of the laws, administrative regulations or the Articles of Association by directors**, supervisors** and senior management of a wholly-owned subsidiary of the Company in the course of performing their duties, or if any third parties infringe upon the legitimate rights and interests of a wholly-owned subsidiary of the Company and cause losses, shareholders individually or jointly holding 1% or more of the shares of the Company for one hundred and eighty (180) consecutive days or more shall have the rights to request in writing the **supervisory committee or** board of directors of the wholly-owned subsidiary to initiate legal proceedings in the People's Court or directly initiate legal proceedings in the People's Court in its own name in accordance with the provisions of the first three paragraphs of Article 189 of the Company Law. **If the Company's wholly-owned subsidiary has not established supervisory committee or any supervisor, but established an audit committee, the matter shall be dealt with in accordance with paragraphs 1 and 2 of this article.**	**Article 52** …… Where the Company incurs loss as a result of violation of the laws, administrative regulations or the Articles of Association by directors and senior management of a wholly-owned subsidiary of the Company in the course of performing their duties, or if any third parties infringe upon the legitimate rights and interests of a wholly-owned subsidiary of the Company and cause losses, shareholders individually or jointly holding 1% or more of the shares of the Company for one hundred and eighty (180) consecutive days or more shall have the rights to request in writing the board of directors of the wholly-owned subsidiary to initiate legal proceedings in the People's Court or directly initiate legal proceedings in the People's Court in its own name in accordance with the provisions of the first three paragraphs of Article 189 of the Company Law.

Article 64 The following external guarantees shall be subject to consideration and approval by shareholders at a shareholders' meeting. (1) any guarantee as provided after the total amount of external guarantees provided by the Company and its controlled subsidiaries exceed 50% of the latest audited net assets; (2) any guarantee provided after the total amount of external guarantees provided by the Company reaches or exceeds 30% of the latest audited total assets; (3) any guarantee provided by the Company to others within one year that exceed 30% of the latest audited total assets of the Company; (4) any guarantee provided in favour of a party with an asset to liability ratio exceeding 70%; ……	**Article 64** The following external guarantees shall be subject to consideration and approval by shareholders at a shareholders' meeting. (1) any guarantee as provided after the total amount of external guarantees provided by the Company and its controlled subsidiaries exceed 50% of the latest audited net assets; (2) any guarantee provided after the total amount of external guarantees provided by the Company reaches or exceeds 30% of the latest audited total assets; (3) any guarantee provided by the Company to others within one year that exceed 30% of the latest audited total assets of the Company; (4) any guarantee provided in favour of a party with an asset to liability ratio exceeding 70%; ……
Article 101 Two Shareholders' representatives shall be elected to participate in counting and scrutinizing ballots before a shareholders' meeting puts a proposal to vote. Where a shareholder has a connected relationship to matters to be considered, relevant shareholders and their proxies must not participate in counting and scrutinizing ballots. When a proposal is voted upon at a shareholders' meeting, lawyers**,** shareholders' representatives **and supervisors** shall be responsible for counting and scrutinizing ballots and announce the voting results on the spot, which will be recorded in the minutes of the meeting. The Company's shareholders or their proxies who cast their votes via internet or other means are entitled to check their own voting results through the relevant voting system.	**Article 101** Two Shareholders' representatives shall be elected to participate in counting and scrutinizing ballots before a shareholders' meeting puts a proposal to vote. Where a shareholder has a connected relationship to matters to be considered, relevant shareholders and their proxies must not participate in counting and scrutinizing ballots. When a proposal is voted upon at a shareholders' meeting, lawyers **and** shareholders' representatives shall be responsible for counting and scrutinizing ballots and announce the voting results on the spot, which will be recorded in the minutes of the meeting. The Company's shareholders or their proxies who cast their votes via internet or other means are entitled to check their own voting results through the relevant voting system.

Article 110 A shareholders' meeting shall be chaired by the chairperson of the Company. If the chairman is unable to attend the meeting for any reason, the vice-chairman (where the Company has two vice-chairmen, the vice-chairman jointly nominated by a majority of the directors shall chair the meeting) shall chair the meeting. If the vice-chairman cannot or does not discharge his/her duties, the shareholders' meeting shall be chaired by a director proposed by **a majority** of the directors. If no chairperson is appointed for any reason, the shareholders present at the meeting can elect a person as chairperson. If the shareholders shall fail to elect a chairperson for any reason, the shareholder (including a proxy) holding the largest number of shares carrying the right to vote thereat shall be the chairperson of the meeting.	**Article 110** A shareholders' meeting shall be chaired by the chairperson of the Company. If the chairman is unable to attend the meeting for any reason, the vice-chairman (where the Company has two vice-chairmen, the vice-chairman jointly nominated by a majority of the directors shall chair the meeting) shall chair the meeting. If the vice-chairman cannot or does not discharge his/her duties, the shareholders' meeting shall be chaired by a director proposed by **more than half** of the directors. If no chairperson is appointed for any reason, the shareholders present at the meeting can elect a person as chairperson. If the shareholders shall fail to elect a chairperson for any reason, the shareholder (including a proxy) holding the largest number of shares carrying the right to vote thereat shall be the chairperson of the meeting.
Article 121 Directors shall be elected or replaced by the shareholders' meeting and may be removed from office by the shareholders' meeting prior to the expiry of their term of office. The term of office for directors shall be three (3) years. A director may be re-elected and reappointed upon the expiry of his term of office. An independent director shall not hold office for a consecutive period of more than six (6) years. Independent directors shall be elected from candidates nominated by the board of directors, **the audit and risk management committee** or one or more shareholders representing 1% or more of issued shares of the Company. The aforementioned nominating parties shall not nominate any person with whom they have an interest relationship, or any closely connected person where there are other circumstances that may affect the independent performance of duties, as a candidate for independent non-executive director. Other directors shall be elected by the shareholders' meeting from candidates nominated by the board or one or more shareholder(s) representing 1% or more of issued shares of the Company.	**Article 121** Directors shall be elected or replaced by the shareholders' meeting and may be removed from office by the shareholders' meeting prior to the expiry of their term of office. The term of office for directors shall be three (3) years. A director may be re-elected and reappointed upon the expiry of his term of office. An independent director shall not hold office for a consecutive period of more than six (6) years. Independent directors shall be elected from candidates nominated by the board of directors or one or more shareholders representing 1% or more of issued shares of the Company. The aforementioned nominating parties shall not nominate any person with whom they have an interest relationship, or any closely connected person where there are other circumstances that may affect the independent performance of duties, as a candidate for independent non-executive director. Other directors shall be elected by the shareholders' meeting from candidates nominated by the board or one or more shareholder(s) representing 1% or more of issued shares of the Company.

Article 142 The Chairman of the board of directors shall exercise the following functions and powers: (1) to preside over shareholders' meeting and to convene and preside over the board meetings; (2) to supervise and check on the implementation of resolutions of the board of directors; (3) to sign the securities certificates issued by the Company; and (4) to exercise other functions and powers conferred by the board of directors. The vice-chairman shall assist the chairman in performing his duties If the chairman is unable or fails to perform his duties, such duties shall be performed by the vice-chairman. If the vice-chairman is unable or fails to perform his duties, a director shall be elected jointly by **a majority** of the directors to perform such duties.	**Article 142** The Chairman of the board of directors shall exercise the following functions and powers: (1) to preside over shareholders' meeting and to convene and preside over the board meetings; (2) to supervise and check on the implementation of resolutions of the board of directors; (3) to sign the securities certificates issued by the Company; and (4) to exercise other functions and powers conferred by the board of directors. The vice-chairman shall assist the chairman in performing his duties If the chairman is unable or fails to perform his duties, such duties shall be performed by the vice-chairman. If the vice-chairman is unable or fails to perform his duties, a director shall be elected jointly by **more than half** of the directors to perform such duties.
Article 149 A board meeting shall be held with the presence of a majority of all directors (including the director who is appointed to vote as a proxy on behalf of any other director pursuant to Article 152 of the Articles of Association). Each director has one vote. A resolution of the board of directors shall be adopted by a majority of all directors, unless otherwise stipulated in laws and the Articles of Association. **When the votes for and against a resolution are equal in number, the Chairman shall be entitled to an additional vote.**	**Article 149** A board meeting shall be held with the presence of a majority of all directors (including the director who is appointed to vote as a proxy on behalf of any other director pursuant to Article 152 of the Articles of Association). Each director has one vote. A resolution of the board of directors shall be adopted by a majority of all directors, unless otherwise stipulated in laws and the Articles of Association.

Article 171 Any person holding an administrative position (other than the position of a director **or supervisor**) in the controlling shareholder of the Company shall not serve as a senior manager of the Company. The senior managers of the Company shall receive their remuneration solely from the Company, and not from the controlling shareholder.	**Article 171** Any person holding an administrative position (other than the position of a director) in the controlling shareholder of the Company shall not serve as a senior manager of the Company. The senior managers of the Company shall receive their remuneration solely from the Company, and not from the controlling shareholder.
Article 187 Decision-making procedures for the Company's profit distribution: …… (5) The Company's profit distribution policy shall be formulated by the board of directors of the Company, requiring approval by more than half of all directors through voting, and be implemented upon consideration and approval by shareholders at the shareholders' meeting. If the Company needs to adjust its profit distribution policy by way of amending the Articles of Association and Shareholders' Return Plan considered and passed at the shareholders' meeting due to significant changes in the external operating environment or its own operation, with the protection of shareholders' interests as the starting point and after discussing the relevant matters in detail, the board of directors of the Company shall put forward a proposal for adjusting the profit distribution policy and Shareholders' Return Plan to the shareholders' meeting for consideration and approval and shall be passed by shareholders present in the meeting representing not less than two-thirds of voting rights. ……	**Article 187** Decision-making procedures for the Company's profit distribution: …… (5) The Company's profit distribution policy shall be formulated by the board of directors of the Company, requiring approval by more than half of all directors through voting, and be implemented upon consideration and approval by shareholders at the shareholders' meeting. If the Company needs to adjust its profit distribution policy by way of amending the Articles of Association and Shareholders' Return Plan considered and passed at the shareholders' meeting due to significant changes in the external operating environment or its own operation, with the protection of shareholders' interests as the starting point and after discussing the relevant matters in detail, the board of directors of the Company shall put forward a proposal for adjusting the profit distribution policy and Shareholders' Return Plan to the shareholders' meeting for consideration and approval and shall be passed by shareholders present in the meeting representing not less than two-thirds of voting rights. ……

Article 188 Profit distribution policy of the Company:	**Article 188** Profit distribution policy of the Company:
……	……
(4) The following conditions shall be satisfied for cash dividend distribution:	**(5)** The following conditions shall be satisfied for cash dividend distribution:
1. the distributable profit (i.e. after-tax profit net of the profit used for making up for losses and the profit transferred to the statutory reserve fund) for the year is positive;	1. the distributable profit (i.e. after-tax profit net of the profit used for making up for losses and the profit transferred to the statutory reserve fund) for the year is positive;
2. the auditing firm has issued a standard audit report with unqualified opinions on the financial report for the financial year.	2. the auditing firm has issued a standard audit report with unqualified opinions on the financial report for the financial year.
(5) Depending on the profitability and cash flows for the year, the Company may distribute profits by way of shares provided that the minimum cash dividend payout ratio and an optimal share capital base and shareholding structure are maintained. In the case that profits are distributed by way of shares, real and reasonable reasons such as the Company's growth, dilution of net asset value per share shall be taken into consideration.	**(6)** Depending on the profitability and cash flows for the year, the Company may distribute profits by way of shares provided that the minimum cash dividend payout ratio and an optimal share capital base and shareholding structure are maintained. In the case that profits are distributed by way of shares, real and reasonable reasons such as the Company's growth, dilution of net asset value per share shall be taken into consideration.

(6) Whenever the Company distributes dividends, an announcement in respect thereof shall be made to shareholders. No profit shall be distributed in respect of the shares held by the Company.	**(7)** Whenever the Company distributes dividends, an announcement in respect thereof shall be made to shareholders. No profit shall be distributed in respect of the shares held by the Company.
(7) Dividends payable to the holders of the overseas-listed foreign invested shares of the Company shall be denominated and declared in Renminbi and paid in foreign currencies or Renminbi. Dividends payable on foreign-invested shares listed in Hong Kong shall be paid in Hong Kong dollars or Renminbi.	**(8)** Dividends payable to the holders of the overseas-listed foreign invested shares of the Company shall be denominated and declared in Renminbi and paid in foreign currencies or Renminbi. Dividends payable on foreign-invested shares listed in Hong Kong shall be paid in Hong Kong dollars or Renminbi.
(8) The Company shall issue preferred shares and repurchase shares in accordance with the laws, and can repurchase shares under the circumstances that share price is lower than the net asset value per share (except for the circumstance that losses are recorded).	**(9)** The Company shall issue preferred shares and repurchase shares in accordance with the laws, and can repurchase shares under the circumstances that share price is lower than the net asset value per share (except for the circumstance that losses are recorded).
Article 199 The Company shall appoint an independent firm of certified public accountants which is qualified under the relevant regulations of the Securities Law and the State to carry out audit of accounting statements, verification of net assets and other relevant advisory services etc. for a term of engagement of one year and which may be re-engaged.	**Article 199** The Company shall appoint an independent firm of certified public accountants which is qualified under the relevant regulations of the Securities Law and the State to carry out audit of accounting statements, verification of net assets and other relevant advisory services etc. for a term of engagement of one year and which may be re-engaged.
The auditor engaged by the Company shall have the right to attend **general** meetings and to receive all notices of, and other communications relating to, any **general** meeting which any shareholder is entitled to receive, and to speak at any **general** meeting in relation to matters concerning its role as the Company's auditors.	The auditor engaged by the Company shall have the right to attend **shareholders'** meetings and to receive all notices of, and other communications relating to, any **shareholders'** meeting which any shareholder is entitled to receive, and to speak at any **shareholders'** meeting in relation to matters concerning its role as the Company's auditors.

Article 217 The Company shall prepare a balance sheet and an inventory of assets when it reduces its registered capital. The Company shall notify its creditors within ten (10) days from the date of the Company's resolution on reduction of registered capital by the shareholders' meeting and shall publish announcements in newspaper or on the National Enterprise Credit Information Publicity System within thirty (30) days from the date of such resolution. A creditor has the right, within thirty (30) days of receiving the notice from the Company or, in the case of a creditor who does not receive the notice, within forty-five (45) days from the date of the announcement, to require the Company to repay its debt or to provide a corresponding guarantee for such debt.	**Article 217** The Company shall prepare a balance sheet and an inventory of assets when it reduces its registered capital. The Company shall notify its creditors within ten (10) days from the date of the Company's resolution on reduction of registered capital by the shareholders' meeting and shall publish announcements in newspaper or on the National Enterprise Credit Information Publicity System within thirty (30) days from the date of such resolution. A creditor has the right, within thirty (30) days of receiving the notice from the Company or, in the case of a creditor who does not receive the notice, within forty-five (45) days from the date of the announcement, to require the Company to repay its debt or to provide a corresponding guarantee for such debt.
Article 224 The Company dissolved **pursuant** to the provisions of item (1), item (2), item (4) and item (5) of Article 222 of the Articles of Association shall undergo liquidation. As the liquidation obligors of the Company, directors shall form a liquidation team to carry out liquidation within fifteen (15) days from occurrence of the event which triggers dissolution. The liquidation team shall comprise directors, unless otherwise stipulated in the Articles of Association or unless resolved by the shareholders' meeting to elect others. Where the liquidation obligors fail to perform liquidation obligations promptly and cause the Company or its creditors to suffer losses, they shall be liable for compensation.	**Article 224** The Company dissolved **due** to the provisions of item (1), item (2), item (4) and item (5) of Article 222 of the Articles of Association shall undergo liquidation. As the liquidation obligors of the Company, directors shall form a liquidation team to carry out liquidation within fifteen (15) days from occurrence of the event which triggers dissolution. The liquidation team shall comprise directors, unless otherwise stipulated in the Articles of Association or unless resolved by the shareholders' meeting to elect others. Where the liquidation obligors fail to perform liquidation obligations promptly and cause the Company or its creditors to suffer losses, they shall be liable for compensation.

Article 35 Shareholders (including proxies) exercise their voting rights in proportion to their shareholdings with voting rights, and each share entitles the shareholder one voting right upon voting at the shareholders' meeting.	**Article 35** Shareholders (including proxies) exercise their voting rights in proportion to their shareholdings with voting rights, and each share entitles the shareholder one voting right upon voting at the shareholders' meeting.
Article 49 A shareholders' meeting shall be chaired by the chairman of the board who shall preside as chairperson of the meeting. If the chairman of the board cannot attend the meeting for any reasons, the vice chairman (if the Company has two vice chairmen, the vice chairman jointly elected by a majority of the directors shall serve as the chairperson of the meeting) shall preside at the meeting as chairperson. If the Vice Chairman is unable or fails to perform such duties, a director elected by more than **one** half of the directors shall convene and preside over the meeting. If a chairperson has not been designated, shareholders attending the meeting may elect a person to act as chairperson. If for any reason the shareholders cannot elect a chairperson, the shareholder with the greatest number of voting shares present at the meeting whether in person or by proxy shall act as chairperson. ……	**Article 49** A shareholders' meeting shall be chaired by the chairman of the board who shall preside as chairperson of the meeting. If the chairman of the board cannot attend the meeting for any reasons, the vice chairman (if the Company has two vice chairmen, the vice chairman jointly elected by a majority of the directors shall serve as the chairperson of the meeting) shall preside at the meeting as chairperson. If the Vice Chairman is unable or fails to perform such duties, a director elected by more than half of the directors shall convene and preside over the meeting. If a chairperson has not been designated, shareholders attending the meeting may elect a person to act as chairperson. If for any reason the shareholders cannot elect a chairperson, the shareholder with the greatest number of voting shares present at the meeting whether in person or by proxy shall act as chairperson. ……

Article 7 The chairman of the Board is entitled to exercising the following powers: (1) to preside over shareholders' meetings and to convene and preside over the Board meetings; (2) to supervise and check on the implementation of resolutions of the Board; (3) to sign the securities certificates issued by the Company; and (4) other powers conferred by the Board. If the chairman is unable or fails to perform his/her duties, the vice chairman shall perform such duties; if the vice chairman is unable or fails to perform his/her duties, a director nominated by **half or more** of the directors shall perform such duties.	**Article 7** The chairman of the Board is entitled to exercising the following powers: (1) to preside over shareholders' meetings and to convene and preside over the Board meetings; (2) to supervise and check on the implementation of resolutions of the Board; (3) to sign the securities certificates issued by the Company; and (4) other powers conferred by the Board. If the chairman is unable or fails to perform his/her duties, the vice chairman shall perform such duties; if the vice chairman is unable or fails to perform his/her duties, a director nominated by **more than half** of the directors shall perform such duties.
Article 20 The Board meeting may be held only if more than half of directors (including other director who is appointed pursuant to Article 21 hereof) attend. Each director has a ballot for voting. Resolutions of the Board shall be passed by half or more of all directors, unless otherwise stipulated in laws and Articles of Association. **When the dissenting votes and affirmative votes are equal, the chairman has the right to cast one more vote.**	**Article 20** The Board meeting may be held only if more than half of directors (including other director who is appointed pursuant to Article 21 hereof) attend. Each director has a ballot for voting. Resolutions of the Board shall be passed by half or more of all directors, unless otherwise stipulated in laws and Articles of Association.

南京熊猫電子股份有限公司
NANJING PANDA ELECTRONICS COMPANY LIMITED

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00553)

NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2026 first extraordinary general meeting (the "**EGM**") of Nanjing Panda Electronics Company Limited (the "**Company**") will be held at the Conference Room, 7 Jingtian Road, Nanjing, the People's Republic of China (the "**PRC**") on Friday, 4 December 2026 at 2:30 p.m. to consider and, if thought fit, pass the following resolutions. Please refer to the circular of the Company dated 13 November 2026 for details of the resolutions. Unless the context otherwise requires, capitalized terms used in this notice shall have the same meanings as those defined in the circular.

SPECIAL RESOLUTIONS

1. To consider the resolution on amendments to certain articles of the Articles of Association of the Company, and to authorize the Company's management to deal with the specific matters relating to the amendments to certain articles of the Articles of Association

2. To consider the resolution on amendments to the Procedural Rules of Shareholders' Meeting of the Company

3. To consider the resolution on amendments to the Procedural Rules of the Board of Directors of the Company

ORDINARY RESOLUTIONS

4. The resolution on the appointment of accounting firm for the year 2026

5. To consider the resolution in relation to election of directors of the eleventh session of the Board of the Company

    5.01 To consider the election of Lu Bin as an executive director of the eleventh session of the Board of the Company, whose term of office shall be concurrent with that of the eleventh session of the Board and shall take effect from the date on which the resolution is approved at the shareholders' meeting

5.02 To consider the election of Wan Lei as an executive director of the eleventh session of the Board of the Company, whose term of office shall be concurrent with that of the eleventh session of the Board and shall take effect from the date on which the resolution is approved at the shareholders' meeting

By Order of the Board
Nanjing Panda Electronics Company Limited
Hu Jin
Director

Nanjing, the People's Republic of China
13 November 2026

As at the date of this announcement, the Board comprises Non-executive Directors: Mr. Xu Jianyu, Mr. Hu Jin and Mr. Lv Song; Independent Non-executive Directors: Ms. Xiong Yanren, Mr. Dai Keqin and Mr. Chu Wai Tsun, Baggio; and Employee Director: Mr. Xue Yuheng.

Notes:

1. All holders of H shares of the Company should pay attention that the register of members of the Company will be closed from 27 November 2026 to 4 December 2026, both days inclusive, during which period no transfer of H shares can be registered so as to ascertain the holders of H shares' entitlement to attend and vote at the EGM. Holders of H shares who intend to attend the EGM must deposit the share certificates together with the transfer documents at the H-Share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, on or before 4:30 p.m. on 26 November 2026.

2. Shareholders who are entitled to attend the EGM or their representatives or proxies are entitled to attend the EGM with their identity certificates or passports. If a shareholder appoints a proxy to attend the EGM on his behalf, his proxy must bring along the proxy form.

3. A shareholder who has the right to attend and vote at the EGM is entitled to appoint one proxy or several proxies, whether a member of the Company or not, to attend and vote at the EGM.

4. If more than one proxy is appointed by a shareholder, the proxies can exercise their voting rights only in the case of a poll.

5. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney duly authorized in writing. In the case of a corporation, the proxy form must be under its common seal or under the hand of its director or duly authorized attorney. If the proxy form is signed by an agent on behalf of an appointer, the proxy form or other authority must be notarized.

6. The proxy form together with the notarized power of attorney or other authority must be delivered to the office of the Company (in respect of A shares) or to the H-Share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (in respect of H shares) 24 hours before the time appointed for the holding of the EGM.

7. The Company's office and correspondence address:
   7 Jingtian Road, Nanjing
   The People's Republic of China
   Postal code: 210033
   Telephone: (8625) 8480 1144
   Fax: (8625) 8482 0729