THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular, you should consult your independent 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 Chengdu SIWI Science and Technology Company Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effective for transmission to the purchaser or the transferee.

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成都四威科技股份有限公司

CHENGDU SIWI SCIENCE AND TECHNOLOGY COMPANY LIMITED

(a sino-foreign joint stock company incorporated in the People's Republic of China)

(Stock Code: 1202)

(1) USING RESERVES TO OFFSET LOSSES BY THE COMPANY; (2) PROPOSED RE-ELECTION OF NON-EXECUTIVE DIRECTOR; AND (3) NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING IN 2025

A letter from the Board containing information on the proposed resolution is set out on pages 3 to 7 of this circular.

A notice convening the second extraordinary general meeting in 2025 (the "**EGM**") to be held at 3:00 p.m., on Thursday, 18 December 2025 at the conference room of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the PRC is set out on pages EGM-1 to EGM-2 of this circular.

A form of proxy for use at the EGM is enclosed and is also published on the Stock Exchange's website (http://www.hkexnews.hk) and the Company's website (http://www.cdc.com.cn). Whether or not you intend to attend the EGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the EGM and voting in person if you so wish.

27 November 2025

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

"Articles" or "Articles of Association"	the articles of association of the Company, as amended from time to time
"Board"	the board of Directors
"Company"	Chengdu SIWI Science and Technology Company Limited (成都四威科技股份有限公司), a sino-foreign joint stock limited company incorporated in the PRC, whose H Shares are listed on the Main Board of the Stock Exchange
"Directors"	the directors of the Company
"Domestic Share(s)"	ordinary shares of the capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in RMB
"EGM"	the second extraordinary general meeting of the Company to be held at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the PRC on Thursday, 18 December 2025 at 3:00 p.m. or any adjournment thereof
"Group"	the Company and its subsidiaries
"H Share(s)"	overseas-listed foreign shares of the nominal value of RMB1.00 each in the ordinary share capital of the Company which are listed on the Main Board of the Stock Exchange
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Latest Practicable Date"	27 November 2025, being the latest practicable date prior to the publication of this circular for ascertaining certain information contained in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
"PRC" or "China"	the People's Republic of China, for the purpose of this circular excluding Hong Kong, the Macau Special Administrative Region and Taiwan
"RMB"	Renminbi, the lawful currency of the PRC
"Share(s)"	Domestic Share(s) and/or H Share(s)

"Shareholder(s)"	holder(s) of Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent

成都四威科技股份有限公司

CHENGDU SIWI SCIENCE AND TECHNOLOGY COMPANY LIMITED

(a sino-foreign joint stock company incorporated in the People's Republic of China)

(Stock Code: 1202)

Executive Directors:
Ms. Li Tao *(Chairman)*
Mr. Wu Xiaodong

Non-executive Directors:
Mr. Li Qiangbin
Mr. Xu Jiaxin
Mr. Xu Ningbo
Mr. Zeng Li

Independent Non-executive Directors:
Ms. Fu Wenjie
Mr. Kang Yiguo
Mr. Li Shaorong

Registered office:
No. 18, Xinhang Road
The West Park of Hi-tech
Development Zone
Chengdu
Sichuan Province
The PRC
Postal code: 611731

Principal place of business in Hong Kong:
Unit 105, 1/F., Mirror Tower
61 Mody Road, Tsim Sha Tsui
Kowloon
Hong Kong

27 November 2025

To the Shareholders

Dear Sir or Madam,

(1) USE RESERVES TO OFFSET LOSSES BY THE COMPANY; (2) PROPOSED RE-ELECTION OF NON-EXECUTIVE DIRECTOR; AND (3) NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING IN 2025

The purpose of this circular is to provide you with, inter alia, further information on (i) using reserves to offset losses by the Company; and (ii) the proposed re-election of non-executive Director, so that you can make informed decisions on whether or not to vote for relevant resolutions to be proposed at the EGM.

1. USING RESERVES TO OFFSET LOSSES BY THE COMPANY

Reference is made to the announcements of the Company 27 November 2025 in relation to using reserves to offset losses by the Company.

According to the audit conducted by Moore, as of 31 December 2024, the financial statements of the Company recorded accumulated losses of RMB272 million, surplus reserves was RMB8.7 million (of which statutory surplus reserves was RMB8.7 million and discretionary surplus reserves was RMB0, and capital reserves was RMB571 million. The accumulated losses of the Company were mainly attributable to the Company's slow business transformation, lagging product iterations, insufficient profitability, and the continuous accumulation of losses, resulting in the Company's failure to capitalize on the opportunities in the optical communications industry between 2012 and 2021.

In accordance with the relevant provisions of the Company Law of the People's Republic of China, the Notice on Financial Treatment Issues Following the Implementation of the Company Law and the Foreign Investment Law (《關於公司法、外商投資法施行後有關財務處理問題的通知》) issued by the Ministry of Finance of the PRC and other relevant laws, regulations and normative documents, as well as the relevant provisions of the articles of association of the Company, the Company proposes to use, in sequence, the surplus reserves of RMB8.7 million and capital reserves of RMB571 million, totalling RMB579.7 million to offset the Company's accumulated losses. The use of reserves to offset losses is limited to offsetting the Company's accumulated losses as of the end of 2024 to zero.

The capital reserves to be used to offset the Company's accumulated losses arises from the capital (share capital) premium generated by shareholders' contributions in cash, equity, etc. It is not exclusive to specific shareholders or designated for restricted purposes.

Impacts of using reserves to offset losses on the Company

Upon completion of the plan to offset losses with reserves, the capital reserves of the Company will be reduced to RMB307.7 million, while the accumulated losses will be reduced to zero.

The Company's implementation of the plan to use reserves to offset losses will enable the Company to fulfill profit distribution conditions stipulated in relevant laws and regulations and the Articles of Association, and thus enhance investor returns, and support the Company's high quality development.

The aforementioned resolution in relation to the proposed use of reserves to offset losses is subject to consideration and approval by the shareholders of the Company at the EGM by way of ordinary resolution.

2. PROPOSED RE-ELECTION OF NON-EXECUTIVE DIRECTOR

In accordance with Article 89 of the Articles of Association, Mr Li Qiangbin ("**Mr. Li**"), who was appointed as a non-executive Director with effect from 27 November 2025 shall hold office only until the general meeting of the Company after his appointment. Mr. Li's term of office shall be effective from the date of approval at the EGM until the expiry of the term of the eleventh session of the Board. He is eligible for re-election after the expiry of his term of office.

The biographical details of Mr. Li and other information relating to his appointment required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules are set out below:

Mr. Li Qiangbin (李強斌), aged 45, is a senior engineer. He holds a master of science degree from the University of Electronic Science and Technology of China (電子科技大學) with a major in Microelectronics and Solid State Electronics, and is currently the director of the material security department of the 29th Research Institute of China Electronics Technology Group Corporation (the "**29th Research Institute**"). Prior to joining the 29th Research Institute, Mr. Li has previously served at the Science and Technology Bureau of Pixian District, Chengdu. Mr. Li joined the 29th Research Institute in the year of 2007, where he successively served different positions including deputy director of the R&D Department, and the secretary of the relevant branch committees of the Party. Mr. Li possesses extensive expertise in operations and supply chain management.

Mr. Li will not be entitled to any remuneration as an non-executive Director from the Company.

Save as disclosed above, as at the Latest Practicable Date, Mr. Li has confirmed that he (i) does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interest in any shares or underlying shares or any debentures of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold any other directorships in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years nor other major appointments and professional qualifications; and (iv) does not hold any other positions with other members of the Group.

Before Mr. Li's appointment became effective, on 25 November 2025, Mr. Li has obtained legal advice from a firm of solicitors qualified to advise on Hong Kong law pursuant to Rule 3.09D of the Listing Rules and has confirmed that he understood his obligations as a Director of the Company.

Save as disclosed above, there is no other information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Li that needs to be brought to the attention of the shareholders of the Company.

3. EGM

A notice convening the EGM to be held at 3:00 p.m. on Thursday, 18 December 2025 at the conference room of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the PRC is set out on pages EGM-1 to EGM-2 of this circular.

A form of proxy for use at the EGM is enclosed and is also published on the Stock Exchange's website (http://www.hkexnews.hk) and the Company's website (http://www.cdc.com.cn). Whether or not you intend to attend the EGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the EGM and voting in person if you so wish.

4. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting must be taken by poll. The chairman of the EGM shall therefore demand voting on all resolutions set out in the notice of EGM be taken by way of poll pursuant to Article 68 of the Articles of Association.

On a poll, every Shareholder present in person or by proxy or (being a corporation) by its duly authorised representative shall have one vote for each Share registered in his/her name in the register of members. A Shareholder entitled to more than one vote need not use all his/her votes or cast all the votes he/she uses in the same manner.

5. CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from 15 December 2025 to 18 December 2025 (both days inclusive), during which period no transfer of Shares will be registered. In order to be qualified for attending and voting at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Ltd. at Shops 1712–16, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for the holders of H Shares; or the registered office of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the PRC (postal code: 611731) for the holders of Domestic Shares for registration by 4:30 p.m. on 12 December 2025. Shareholders of the Company whose names appear on the register of members at the business hours on 18 December 2025 are entitled to attend and vote at the EGM (or any adjourned meetings thereof).

6. RECOMMENDATIONS

The Board considers that the resolutions set out in the notice of the EGM is in the best interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of the resolutions proposed at the EGM.

7. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

On behalf of the Board
Chengdu SIWI Science and Technology Company Limited
Li Tao
Chairman

成都四威科技股份有限公司

CHENGDU SIWI SCIENCE AND TECHNOLOGY COMPANY LIMITED

(a sino-foreign joint stock company incorporated in the People's Republic of China)

(Stock Code: 1202)

NOTICE OF 2025 SECOND EXTRAORDINARY GENERAL MEETING

The 2025 second extraordinary general meeting (the "**EGM**") of Chengdu SIWI Science and Technology Company Limited (the "**Company**") will be held at the conference room of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the People's Republic of China (the "**PRC**") at 3:00 p.m. on Thursday, 18 December 2025 for the following purposes:

ORDINARY RESOLUTION

1. To consider and approve the resolution relating to using reserves to offset losses by the Company.

2. To consider and approve the resolution relating to the election of Mr. Li Qiangbin as the non-executive Director of the eleventh session of the Board of the Company.

By order of the Board
Chengdu SIWI Science and Technology Company Limited
Li Tao
Chairman

Chengdu, the PRC, 27 November 2025

Notes:

1. Holders of the Company's H shares ("**H Shares**") are reminded that the register of members of the H Shares will be closed from 15 December 2025 to 18 December 2025 (both days inclusive), during which no transfer of H Shares will be registered. In order to qualify for attending and voting at the EGM, all transfer documents accompanied by the relevant share certificate(s) must be lodged with the Company's H Share registrar (Computershare Hong Kong Investor Services Ltd. at Shops 1712–16, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong) before the close of business hours (4:30 p.m.) on 12 December 2025.

2. Shareholders of the Company whose names appear on the register of members at the business hours on 18 December 2025 are entitled to attend and vote at the EGM (or any adjourned meetings thereof).

3. Each shareholder of the Company who has the right to attend and vote at the EGM is entitled to appoint one or more proxy(ies) to attend and vote on his/her behalf. A proxy needs not be a shareholder of the Company. When a shareholder of the Company appoints more than one proxy to attend the EGM, each proxy should be appointed in writing and each proxy can only vote in accordance with the authorized number of shares specified on the proxy form. The proxy may only vote in poll. Any shareholder who intends to appoint one or more proxy(ies) should first read the accompanying circular.

4. If a proxy is appointed to attend the EGM on behalf of the shareholder, such proxy should present his identity card and the proxy form with the date of issue stated thereon or documents of authorization duly signed by his statutory agent. If the corporate representative of a corporate shareholder attends the EGM, he should present his identity card and a valid document that proves his capacity of the corporate representative. If a corporate shareholder appoints his attorney other than the corporate representative to attend the EGM, then the attorney should present his identity card and the document of authorization signed under the official seal of the corporate shareholder or duly signed by the corporate representative.

5. If a proxy form is signed by a person authorized by the appointor, the copy of the power of attorney or other authorization document must be notarially certified by lawyers. To be valid, a copy of such power of attorney or other documents of authorization and the proxy form must be delivered to the Company's H Share registrar, Computershare Hong Kong Investor Services Ltd. at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for the holders of H Shares or for the holders of domestic shares, to the registered office of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the PRC (postal code: 611731) not less than 24 hours before the holding of the EGM or not less than 24 hours before the time appointed for taking poll.

6. The EGM is expected to last for half a day. Shareholders of the Company and their proxies who attend the meeting shall be responsible for their own traveling and accommodation arrangement and expense.

As at the date of this notice, the Board comprises:

Executive Directors:	Ms. Li Tao *(Chairman)* Mr. Wu Xiaodong
Non-executive Directors:	Mr. Li Qiangbin Mr. Xu Jiaxin Mr. Xu Ningbo Mr. Zeng Li
Independent Non-executive Directors:	Ms. Fu Wenjie Mr. Kang Yiguo Mr. Li Shaorong