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GOLDWIND SCIENCE&TECHNOLOGY CO., LTD.*

金風科技股份有限公司

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

(Stock Code: 02208)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting ("**EGM**") of GOLDWIND SCIENCE&TECHNOLOGY CO., LTD.* (the "**Company**") will be held at the Company's Conference Room, No. 8, Boxing Yi Road, Economic & Technological Development District, Beijing, PRC at 2:50 p.m. on Friday, 19 December 2025 for the purposes of considering and, if thought fit, approving the following matters. Unless otherwise stated, the capitalized used herein shall have the same meanings as defined in the circular of the Company dated 28 November 2025.

SPECIAL RESOLUTIONS:

1. To consider and approve the proposed repurchase and cancellation of part of the Restricted Shares under the Restricted A Share Incentive Scheme. Please refer to the circular of the Company dated 28 November 2025 for details.

2. To consider and approve the change in registered capital and proposed amendments to the Articles of Association. Please refer to the circular of the Company dated 28 November 2025 for details.

* *For identification purpose only*

ORDINARY RESOLUTION:

3. To consider and approve the resolution of the application for the estimated annual cap for related party transactions conducted in the ordinary course of business (A Share) for 2026. Please refer to the Appendix of EGM Notice for details.

By order of the Board
GOLDWIND SCIENCE&TECHNOLOGY CO., LTD.*
MA Jinru
Company Secretary

28 November 2025

Notes:

1. Each shareholder entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf at the EGM. A proxy need not be a shareholder of the Company. A proxy of a shareholder may vote on a poll. The shareholder shall have one vote for each share that they hold.

2. The register of members of the Company will be closed from Monday, 15 December 2025 to Friday, 19 December 2025 (both days inclusive) for the purpose of determining shareholders entitled to attend the EGM. During the above-mentioned period, no share transfer will be registered. H shareholders whose names appear on the register of members as at the close of business on Friday, 12 December 2025 are entitled to attend the EGM. In order to attend and vote at the EGM, H shareholders whose transfers have not been registered shall deposit the transfer documents together with the relevant share certificates 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, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, 12 December 2025.

3. The instruments appointing a proxy must be in writing under the hand of a shareholder or his/her attorney duly authorised in writing. If the shareholder is a corporation, that instrument must be under the hand of its duly authorised attorney. If that instrument is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorisation documents must be notarised.

4. The proxy form together with the power of attorney or other authorisation document (if any) must be deposited at the H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for holders of the H shares of the Company, 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 shareholders from attending and voting in person at the meeting or any adjourned meeting should you so wish.

5. The EGM is expected to last for half a day and shareholders (in person or by proxy) attending the meeting shall be responsible for their own transportation and accommodation expenses.

6. If the EGM is seriously affected by a typhoon or bad weather condition, the Company will post an announcement on the website of the Stock Exchange (www.hkexnews.hk) to notify shareholders of the date, time and place of the rescheduled meeting. The meeting may still be held as scheduled during a typhoon or bad weather condition. Shareholders of the Company should decide on their own whether they would attend the meeting under bad weather condition bearing in mind their own situations.

As of the date of this announcement, the executive directors of the Company are Mr. Wu Gang and Mr. Cao Zhigang; the non-executive directors of the Company are Mr. Gao Jianjun, Ms. Yang Liying and Mr. Zhang Xudong; the independent non-executive directors of the Company are Mr. Tsang Hin Fun Anthony, Mr. Liu Dengqing and Mr. Miao Zhaoguang; and the employee representative director of the Company is Ms. Yu Ning.

I. OVERVIEW OF RELATED PARTY TRANSACTIONS

In accordance with the Rules Governing the Listing of Securities on the Shenzhen Stock Exchange and the estimated related party transactions conducted in the ordinary course of business between the Company and its related parties in 2026, the 7th meeting of the ninth session of the Board of the Company considered and approved the Resolution Regarding the Application for the Estimated Annual Cap for Related Party Transactions Conducted in the Ordinary Course of Business (A Share) for 2026 on 24 October 2025. The related director Ms. Yang Liying abstained from voting on the proposal. Details of related party transactions are followings.

Unit: RMB ten thousand

		January to September 2025		2026
Related party	**Business type**	**Actual transacted amount**	**Proportion in same type of business**	**Estimated cap**
China Three Gorges New Energy (Group) Co., Ltd.* and its holding subsidiaries	Sales of product	51,880	1.35%	603,081

The proposal shall be submitted to the extraordinary general meeting of the Company for consideration, and related shareholder China Three Gorges New Energy (Group) Co., Ltd. ("**Three Gorges Energy**") will abstain from voting at the extraordinary general meeting.

II. BASIC INFORMATION OF THE RELATED PARTY

1. Basic Information

Name of the related party: China Three Gorges New Energy (Group) Co., Ltd.

Legal representative: Zhu Chengjun

Registered capital: RMB28,618.63 million

Registered address: 36th Floor, Building 5, Liangshi Street No. 2, Tongzhou District, Beijing

Office location: Building 5, Chengda Centre, Liangshi Street No. 2, Tongzhou District, Beijing

Main businesses: development and investment of wind and solar power; investment of clean energy, hydro works, hydro power, power generation, water supply, desilting, coastal reclamation, environmental works, agriculture, livestock, and tourism; investment consulting; asset management and investment consulting; manufacturing and sales of mechanical equipment sets and components; domestic hydro works and power generation project and international tendering contracting; technical and information consulting services related to the above areas.

Ownership structure: as at 24 October 2025, the controlling shareholder and de facto controller, China Three Gorges Corporation（中國長江三峽集團有限公司）directly holds 28.60% of the shares of Three Gorges Energy, and indirectly holds 20.99% of the shares of Three Gorges Energy through Yangtze River Three Gorges Investment Management Co., Ltd.（長江三峽投資管理有限公司）, and indirectly holds 3.49% of the shares of Three Gorges Energy through Three Gorges Capital Holding Co., Ltd.（三峽資本控股有限責任公司）.

2. Major Financial Data

As of 31 December 2024, the total assets and net assets attributable to owners of the company of Three Gorges Energy were RMB356,871.4267 million and RMB86,717.3973 million, respectively. Three Gorges Energy realized operating revenue of RMB29,717.0444 million and net profits attributable to owners of the company of RMB6,111.4267 million from January to December 2024.

As of 30 June 2025, the total assets and net assets attributable to owners of the company of Three Gorges Energy were RMB371,023.4815 million and RMB88,682.6573 million, respectively. Three Gorges Energy realized operating revenue of RMB14,735.8162 million and net profits attributable to owners of the company of RMB3,815.1951 million from January to June 2025.

3. Relations with the Company

Three Gorges Energy is a substantial shareholder of the Company, holding 386,909,686 A shares of the Company as at 30 September 2025, representing 9.16% of the Company's total issued shares. Meanwhile the director of the Company, Ms. Yang Liying, serves as senior management of Three Gorges Energy, which are in compliance with related parties descriptions under paragraphs 2 (iii) and（iv）of Rules 6.3.3 of the *Rules Governing the Listing of Securities on the Shenzhen Stock Exchange*.

4. Contract Fulfilment Capability Analysis

Three Gorges Energy is in normal operation and sound financial positions, and possesses the capability to fulfil its contracts.

5. Upon enquiry, Three Gorges Energy is not a dishonest person subject to enforcement.

III. MAIN CONTENTS OF RELATED PARTY TRANSACTIONS

(1) Pricing Policy of Related Party Transactions

The price will be determined by the following principles in hierarchical order:

1. Price determined through tender process

Since the related parties are state-owned enterprises, sales of products to the related parties are mainly conducted through tender. The Company, as the tenderer, shall submit tender documents in response to the invitation to tender.

The Company formulates tender documents in accordance with tender requirements. Tender documents set out all material provisions and principal terms for completing the contracts. Sales of WTGs typically include the configuration of WTGs, technical plans and quality assurance requirements. The terms and price in respect of sales of products will be determined through the tender process.

During the tendering process, the tendering department of the Company is responsible for estimating the cost based on the scope of business, duration of business and degree of complexity (with reference to subcontractors' and suppliers' quotations), as well as estimating prevailing market price.

2. Price Determined by Market Price

For sales of WTG parts and components that do not require tender according to the Tendering and Bidding Law of the PRC(《中華人民共和國招標投標法》), the Company determines the price and terms with reference to the prevailing market price, the quality assurance requirements, the opportunities offered by the contracts, and the risks involved. Reference is made to the average transaction price of at least two or more transactions for the same or similar products provided to independent third parties by the Company in the ordinary and usual course of business. The terms and price in respect of sales of products conducted by the Company shall be consistent with those conducted with the independent third parties.

The Company has formed a professional team to carry out its product sales and formulated a series of monitoring system. In accordance with the sales and monitoring procedures, the sales center works with other departments including the financial center, audit and supervisory department and legal department to ensure the terms and price in respect of selling products by the Company to the related parties shall be consistent with those available to independent third parties.

(2) Details of Entering Agreements

In accordance with actual demands and market price, the Company will enter into relevant agreements and orders on each individual transaction thereunder with related parties.

IV. INTERNAL CONTROL MEASURES

To comply with regulatory requirements for related party transactions under the Listing Rules and the Rules Governing the Listing of Securities on the Shenzhen Stock Exchange, the Company has adopted the following internal control measures in respect of related party transactions conducted in the ordinary course of business:

(i) the Company will strictly comply with the Related Party Transactions Management Regulations, Implementation Rules for Routine Monitoring of Related Party Transactions and rules and regulations thereof, and gradually improve these rules and regulations in accordance with the actual situation;

(ii) according to the requirements under the Listing Rules and the Rules Governing the Listing of Securities on the Shenzhen Stock Exchange and the changes for related parties, the Company will update the list of related parties in a timely manner, and estimate and monitor amount of related party transactions conducted in the ordinary course of business strictly according to the list of related parties;

(iii) the Company will closely monitor the implementation of related party transactions conducted in the ordinary course of business, analyze the reasons for deviations between the full-year forecast and the approved annual cap, and report to the independent non-executive directors on a monthly basis in respect of transactions that reach the approval authority of the Board to ensure that the amount of the related party transactions conducted in the ordinary course of business will not exceed the proposed annual cap;

(iv) the Company will conduct an early warning management for related party transactions, where the transaction amount reaches approximately 70% of annual cap at any time during the year, the full-year transaction amount will be re-assessed and reported to the connected transaction management committee of the Company, and transactions that reach the approval authority of the Board will be reported to the independent non-executive directors and the Board. The Board will consider taking appropriate measures, including but not limited to issuing announcement for the increase of annual cap, if applicable; and

(v) the audit and supervisory department of the Company will conduct regular and ad hoc reviews of the decision-making procedures for related party transactions, the execution of related party transactions and fund exchanges with related parties, and issues reports thereon.

V. PURPOSE OF RELATED PARTY TRANSACTIONS AND IMPACT ON THE LISTED COMPANY

The application for the estimated annual cap for related party transaction conducted in the ordinary course of business between the Company and its related parties is determined based on the Company's actual operating demands and the price is determined by fair market price. Such transactions are normal and necessary business activities. The conducting of related party transactions conducted in the ordinary course of business of the Company does not rely on any members of related parties, nor does it prejudice the interests of the Company and its shareholders. Such transactions thereunder have no adverse impact on the current and future financial position and operating results of the Company, and do not affect the independent operations of the Company.