**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

**If you are in any doubt** as to any aspect of this circular or as to the action you should take, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in **PATEO CONNECT Technology (Shanghai) Corporation**, you should at once hand this circular and the accompanying form of proxy to the purchaser or to the transferee, or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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# PATEO CONNECT Technology (Shanghai) Corporation

# 博泰車聯網科技(上海)股份有限公司

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

**(Stock Code: 2889)**

## PROPOSED APPOINTMENT OF DIRECTORS
## AND
## NOTICE OF EXTRAORDINARY GENERAL MEETING

A notice convening the EGM of PATEO CONNECT Technology (Shanghai) Corporation to be held at 10:00 a.m. on Thursday, January 29, 2026 at the meeting room of the Company at Room 3701, 866 East Changzhi Road, Hongkou District, Shanghai, PRC is set out on pages EGM-1 to EGM-3 of this circular.

Form of proxy for the EGM is enclosed with this circular and is also published on the website of the Stock Exchange (www.hkexnews.hk). Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the enclosed form(s) of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for the holding of the EGM or any adjournment thereof (if any). Completion and return of the form(s) of proxy will not preclude you from attending the EGM or any adjournment thereof (if any) and voting in person if you so wish.

January 9, 2026

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**NOTICE OF EXTRAORDINARY GENERAL MEETING** . . . . . EGM-1

*In this circular, the following expressions have the meanings set out below unless the context requires otherwise:*

| | |
|---|---|
| "Articles of Association" | the articles of association of the Company, as amended from time to time |
| "Board" or "Board of Directors" | the board of directors of the Company |
| "Company" | PATEO CONNECT Technology (Shanghai) Corporation (博泰車聯網科技(上海)股份有限公司), a joint stock company established in the PRC with limited liability, whose H Shares are listed on the Stock Exchange |
| "Company Law" | the Company Law of the People's Republic of China, as amended from time to time |
| "Director(s)" | the director(s) of the Company |
| "Domestic Share(s)" | ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for in RMB by the PRC nationals and/or the PRC corporate entities |
| "EGM" or "Extraordinary General Meeting" | an extraordinary general meeting of the Company to be held at 10:00 a.m. on Thursday, January 29, 2026 at the meeting room of the Company at Room 3701, 866 East Changzhi Road, Hongkou District, Shanghai, PRC |
| "H Share(s)" | ordinary share(s) in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, which are traded in HKD and listed on the Stock Exchange |
| "HK$" or "HKD" | the lawful currency of Hong Kong |
| "Hong Kong" | Hong Kong Special Administrative Region of the PRC |
| "Latest Practicable Date" | Friday, January 9, 2026, being the latest practicable date prior to the publication of this circular for ascertaining certain information in this circular |

| | |
|---|---|
| "Listing Rules" | the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time |
| "PRC" or "China" | the People's Republic of China, for the purpose of this circular and for geographical reference only, references to the "PRC" do not apply to Hong Kong, the Macao Special Administrative Region and Taiwan region, except where the context indicates or requires otherwise |
| "RMB" | Renminbi, the lawful currency of the PRC |
| "SFO" | the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended from time to time |
| "Share(s)" | the share(s) of the Company with a nominal value of RMB1.00 each |
| "Shareholder(s)" | holders of the shares of the Company |
| "Stock Exchange" | The Stock Exchange of Hong Kong Limited |
| "subsidiary(ies)" | has the meaning ascribed to it under the Listing Rules |

# PATEO CONNECT Technology (Shanghai) Corporation
# 博泰車聯網科技(上海)股份有限公司

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

**(Stock Code: 2889)**

*Executive Directors:*
Mr. Ying Zhenkai *(Chairman of the Board)*
Mr. Zhang Fukai
Ms. Xu Zhenhui
Mr. Lai Weilin

*Employee Director:*
Mr. Zhang Yi

*Non-executive Directors:*
Mr. Wang Bihui
Mr. Ma Xiaoyong

*Independent Non-executive Directors:*
Dr. Li Yuanpeng
Mr. Pang Chunlin
Mr. Zhang Xiaoliang
Dr. Liu Gongshen
Ms. Xu Lili

*Registered Address:*
Room 3701, 866 East Changzhi Road
Hongkou District
Shanghai, PRC

*Head Office and Principal Place of Business in the PRC:*
Room 3701, 866 East Changzhi Road
Hongkou District
Shanghai, PRC

*Principal Place of Business in Hong Kong:*
46/F, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

January 9, 2026

*To the Shareholders*

Dear Sir or Madam,

## PROPOSED APPOINTMENT OF DIRECTORS
## AND
## NOTICE OF EXTRAORDINARY GENERAL MEETING

## INTRODUCTION

The purpose of this circular is to provide you with (i) the notice of the EGM and (ii) all the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the EGM.

## PROPOSED APPOINTMENT OF DIRECTORS

References are made to the announcements of the Company dated December 23, 2025 and dated January 9, 2026 in relation to, among others, proposed appointment of independent non-executive Directors and proposed appointment of non-executive Director.

On December 23, 2025, the Board resolved to nominate Dr. Gu Jinyu ("**Dr. Gu**") and Dr. Huang Xiaolin ("**Dr. Huang**") as candidates for independent non-executive Directors of the second session of the Board with a term commencing from the date of approval by the EGM and ending upon the expiry of the term of the second session of the Board. The proposed appointments of Dr. Gu and Dr. Huang as independent non-executive Directors of the Company are subject to approval by the EGM before becoming effective.

The biography of Dr. Gu is as follows:

**Dr. Gu**, aged 31, obtained a doctoral degree from Shanghai Jiao Tong University. He is currently an associate professor and doctoral supervisor at the School of Computer Science of Shanghai Jiao Tong University. Dr. Gu currently serves as the chairman of the Program Management Committee (PMC) of Open Harmony Embodied Intelligence (開源鴻蒙具身智能), the director of the Kernel Laboratory of Engineering Research Center for Domain-specific Operating Systems (Ministry of Education) (教育部領域操作系統工程中心內核實驗室), an executive committee member of the CCF Technical Committee of System Software (CCF系統軟件專委) and an executive committee member of the CCF Open Source Development Committee (CCF開源發展技術委員會). Dr. Gu's main research areas include operating systems and embodied intelligence systems. Dr. Gu has been awarded honors including, among others, the Top Ten Key Software Technology Achievements by the Exemplary Software Colleges Alliance (示範性軟件學院聯盟十大關鍵軟件技術成果), the second prize of the China Industry-University-Research Cooperation and Innovation Award (中國產學研合作創新獎), Special Contribution Award of the Top Ten Technical Challenges of Intelligent Terminal Operating Systems (終端操作系統十大技術挑戰特別貢獻獎) and the Open Harmony Leading Project (Open Harmony領航課題).

Save as disclosed above, as at the Latest Practicable Date, Dr. Gu has confirmed that (i) he has not held any position of the Company and its subsidiaries nor any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas for the last three years; (ii) he does not have any relationship with any Directors, senior management, substantial or controlling Shareholders of the Company; and (iii) he does not have any interests in the Shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no information in relation to the appointment of Dr. Gu as an independent non-executive Director which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there is no other matter in relation to his appointment that needs to be brought to the attention of the Shareholders.

If the proposed appointment of Dr. Gu as an independent non-executive Director is approved at the EGM, the Company will enter into a service contract with Dr. Gu. According to the relevant regulations of the Company, Dr. Gu's salary is RMB150,000 per annum (tax inclusive).

As at the Latest Practicable Date, Dr. Gu has confirmed that: (i) he meets the independence requirements in relation to each of the factors set out in Rules 3.13(1) to (8) of the Listing Rules; (ii) he has no past or present financial or other interests in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

The biography of Dr. Huang is as follows:

**Dr. Huang**, aged 42, obtained a bachelor's degree in engineering and a bachelor's degree in science from Xi'an Jiaotong University in 2006, and a doctorate degree in engineering from Tsinghua University in 2012. Dr. Huang is currently a professor and doctoral supervisor at the School of Automation and Intelligent Sensing of Shanghai Jiao Tong University. From 2012 to 2015, Dr. Huang served as a postdoctoral researcher at the KU Leuven, Belgium; from 2015 to 2016, Dr. Huang was a Humboldt Scholar at the University of Erlangen-Nuremberg, Germany. Since 2016, he has been teaching at Shanghai Jiao Tong University and was promoted to professor in 2023. During this period, Dr. Huang was selected as a National Distinguished Expert (Youth Project) in 2017.

Save as disclosed above, as at the Latest Practicable Date, Dr. Huang has confirmed that (i) he has not held any position of the Company and its subsidiaries nor any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas for the last three years; (ii) he does not have any relationship with any Directors, senior management, substantial or controlling Shareholders of the Company; and (iii) he does not have any interests in the Shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date there is no information in relation to the appointment of Dr. Huang as an independent non-executive Director which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there is no other matter in relation to his appointment that needs to be brought to the attention of the Shareholders.

If the proposed appointment of Dr. Huang as an independent non-executive Director is approved at the EGM, the Company will enter into a service contract with Dr. Huang. According to the relevant regulations of the Company, Dr. Huang's salary is RMB150,000 per annum (tax inclusive).

As at the Latest Practicable Date, Dr. Huang has confirmed that: (i) he meets the independence requirements in relation to each of the factors set out in Rules 3.13(1) to (8) of the Listing Rules; (ii) he has no past or present financial or other interests in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

The aforementioned nomination of independent non-executive Directors is subject to the preliminary review by the Nomination Committee under the Board, and is proposed by the Board and will be submitted to the EGM for election in accordance with the Articles of Association having considering the confirmation of independence provided to the Company pursuant to Rule 3.13 of the Listing Rules, and their skills, background, knowledge, and experience, the Board proposed to appoint Dr. Gu and Dr. Huang as independent non-executive Directors of the second session of Board and satisfies their independence as independent non-executive Directors. Dr. Gu has extensive professional knowledge and experience in the field of embodied intelligence and operating systems, while Dr. Huang has extensive professional knowledge and experience in artificial intelligence and machine learning. The educational background, professional knowledge, and skills of Dr. Gu and Dr. Huang enable them to provide relevant valuable insights and contribute to the diversity of the Board.

On January 9, 2026, the Board resolved to nominate Mr. Gu Yuekun ("**Mr. Gu**") as a candidate for the non-executive Director of the second session of the Board with a term commencing from the date of approval by the EGM and ending upon the expiry of the term of the second session of the Board. The proposed appointment of Mr. Gu as a non-executive Director of the Company is subject to approval by the EGM before becoming effective.

The biography of Mr. Gu is as follows:

**Mr. Gu Yuekun**, aged 36, holds a master's degree of finance from Fudan University and holds a fund industry qualification. Mr. Gu has previously worked for Shanghai International Trust Corp., Ltd. (上海國際信託有限公司), Lujiazui International Trust Corporation Limited (陸家嘴國際信託有限公司) and Shanghai Sunrise Equity Investment Fund Management Co., Ltd (上海晨曦股權投資基金管理有限公司). Mr. Gu is proficient in equity and debt investment as well as financial innovation business, with rich experience in industrial investment, and is familiar with corporate operations and capital market operations. Mr. Gu joined Shanghai Guosheng Capital Management Co., Ltd. (上海國盛資本管理有限公司) as a deputy investment director in 2021, and he has since participated in multiple investment projects. He is currently serving as the department general manager of the Third Investment Division.

Save as disclosed above, as at the Latest Practicable Date, Mr. Gu has confirmed that (i) he has not held any position of the Company and its subsidiaries nor any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas for the last three years; (ii) he does not have any relationship with any Directors, senior management, substantial or controlling Shareholders of the Company; and (iii) he does not have any interests in the Shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, as at the Latest Practicable Date, there is no other information in relation to the appointment of Mr. Gu as a non-executive Director which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there is no other matter in relation to his appointment that needs to be brought to the attention of the Shareholders.

If the proposed appointment of Mr. Gu as a non-executive Director is approved at the EGM, the Company will enter into a service contract with Mr. Gu. Mr. Gu will not receive any Directors' emoluments from the Company during his term of office as a non-executive Director.

The proposed appointment of Directors of the Company is subject to approval of the relevant ordinary resolutions by the Shareholders at the EGM before becoming effective.

## THE EGM

A notice convening the EGM of the Company to be held at 10:00 a.m. on Thursday, January 29, 2026 at the meeting room of the Company at Room 3701, 866 East Changzhi Road, Hongkou District, Shanghai, PRC is set out on pages EGM-1 to EGM-3 of this circular.

The Company's register of members will be closed from Monday, January 26, 2026 to Thursday, January 29 ,2026 (both days inclusive), during which period no transfer of H Shares of the Company will be registered. Holders of H Shares and Domestic Shares of the Company whose names appear on the register of members of the Company at the opening of business on Thursday, January 29, 2026 are entitled to attend and vote at the EGM. In order to attend and vote at the EGM, holders of H Shares of the Company shall lodge all transfer documents together with the relevant share certificates with Computershare Hong Kong Investor Services Limited, the Company's H share registrar at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, January 23, 2026.

Form of proxy for the EGM is enclosed with this circular and is also published on the website of the Stock Exchange (www.hkexnews.hk). Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the enclosed form(s) of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for the holding of the EGM or any adjournment thereof (if any). Completion and return of the form(s) of proxy will not preclude you from attending the EGM or any adjournment thereof (if any) and voting in person if you so wish.

## VOTING BY POLL

According to Rule 13.39 (4) of the Listing Rules, any vote made by shareholders at a shareholders' meeting must be by poll, except for decisions made by the chairman in good faith and allowing resolutions purely related to procedures or administrative matters to be voted on by a show of hands.

Voting at the EGM will be taken by poll. An announcement on the poll results of the EGM will be published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.pateo.com.cn).

## RECOMMENDATION

The Board considers that the resolutions set out in the notice of the EGM are in the interests of the Company and its Shareholders as a whole. Accordingly, the Board recommends all Shareholders to vote in favor of such resolutions to be proposed at the EGM.

Yours faithfully,
By order of the Board
**PATEO CONNECT Technology (Shanghai) Corporation**
**Ying Zhenkai**
*Chairman of the Board*

# PATEO CONNECT Technology (Shanghai) Corporation
# 博泰車聯網科技(上海)股份有限公司

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

**(Stock Code: 2889)**

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the extraordinary general meeting (the "**EGM**") of PATEO CONNECT Technology (Shanghai) Corporation (the "**Company**") will be held at 10:00 a.m. on Thursday, January 29, 2026 at the meeting room of the Company at Room 3701, 866 East Changzhi Road, Hongkou District, Shanghai, PRC to consider and approve the following resolutions:

### ORDINARY RESOLUTIONS (THE CUMULATIVE VOTING SYSTEM IS ADOPTED)

1. To consider and approve the resolution regarding electing of independent non-executive Directors.

   1.01 To consider and approve the resolution regarding electing of Dr. Gu Jinyu as an independent non-executive Director of the Company.

   1.02 To consider and approve the resolution regarding electing of Dr. Huang Xiaolin as an independent non-executive Director of the Company.

### ORDINARY RESOLUTIONS

2. To consider and approve the resolution regarding electing of Mr. Gu Yuekun as non-executive Director of the Company.

3. To consider and approve the resolution regarding the determination of the Directors' emoluments for Dr. Gu Jinyu, Dr. Huang Xiaolin and Mr. Gu Yuekun.

By order of the Board
**PATEO CONNECT Technology (Shanghai) Corporation**
**Ying Zhenkai**
*Chairman of the Board*

Shanghai, the PRC, January 9, 2026

*Notes:*

1. Unless the content requires otherwise, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated January 9, 2026 of which this notice relates.

**2. CLOSURE OF REGISTER OF MEMBERS AND ELIGIBILITY FOR ATTENDING AND VOTING AT THE EGM OF THE COMPANY**

The register of members of H Shares of the Company will be closed from Monday, January 26, 2026 to Thursday, January 29, 2026, both days inclusive. Holders of H Shares and Domestic Shares of the Company whose names appear on the register of members of the Company at the opening of business on Thursday, January 29, 2026 are entitled to attend and vote at the EGM.

In order to be entitled to attend and vote at the EGM, holders of H Shares of the Company shall lodge all transfer instruments accompanied by the relevant share certificates with 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, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, January 23, 2026.

**3. REGISTRATION PROCEDURES FOR ATTENDING THE EGM**

The Shareholder or its proxies shall produce his/her identification proof. If a corporate Shareholder all legal representative or any other person authorized by the board of directors or other governing body of such corporate Shareholder attends the EGM, such legal representative or other person shall produce his/her proof of identity, and proof of designation as legal representative and the valid authorization document of the board of directors or other governing body of such corporate Shareholder (as the case may be) to prove the identity and authorization of that legal representative or other person.

**4. PROXIES**

(1) Any Shareholder who is entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on his/her behalf at the EGM. A proxy needs not to be the Shareholder of the Company. Any Shareholder who wishes to appoint a proxy should first review the form of proxy for the EGM.

(2) Any Shareholder shall appoint its proxy in writing. The instrument appointing a proxy must be in writing signed under the hand of the appointer or his/her attorney duly authorized in writing. If the appointer is a body corporate, the instrument shall be affixed with the seal of the body corporate or shall be signed by the directors of the board of the body corporate or by attorneys duly authorized. If the instrument is signed by an attorney of the appointer, the power of attorney authorizing the attorney to sign or other documents of authorization must be notarially certified. In order to be valid, the form of proxy, and a notarially certified copy of the power of attorney or other documents of authorization, where appropriate, must be delivered in the case of holders of Domestic Shares, to the correspondence address designated by the Company not less than 24 hours before the time appointed for holding the EGM. In order to be valid, in the case of holders of H Shares, the form of proxy, and a notarially certified copy of the power of attorney or other documents of authorization, where appropriate, must be delivered to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, and a notarially certified copy 24 hours before the appointed time for holding the EGM. Completion and return of a form of proxy will not preclude a Shareholder from attending and voting at the EGM or any adjournment thereof (as the case may be) in person if he/she so wishes.

5. The EGM is expected to last for half a day. Shareholders attending the meeting are responsible for their own transportation and accommodation expenses.

6. For the resolution on the election of independent non-executive Directors (resolution No. 1), the cumulative voting system was adopted, which means that in respect of such resolution, each share held by a shareholder carries a number of voting rights equal to the number of Directors to be elected. Shareholders may choose to allocate all their votes to a single candidate or distribute them among multiple candidates. The Company shall appoint Directors in the order of the number of votes received by each candidate, until all positions are filled. However, each elected Director must receive votes exceeding one-half of the total voting shares with valid voting rights represented at the EGM.

*As at the date of this notice, the Board comprises Mr. Ying Zhenkai, Mr. Zhang Fukai, Ms. Xu Zhenhui and Mr. Lai Weilin as executive Directors; Mr. Zhang Yi as an employee Director; Mr. Wang Bihui and Mr. Ma Xiaoyong as non-executive Directors; and Dr. Li Yuanpeng, Mr. Pang Chunlin, Mr. Zhang Xiaoliang, Dr. Liu Gongshen and Ms. Xu Lili as independent non-executive Directors.*