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ZCZL Industrial Technology Group Company Limited
中創智領(鄭州)工業技術集團股份有限公司

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

(Stock code: 00564)

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2026

NOTICE IS HEREBY GIVEN THAT the second extraordinary general meeting of 2026 (the "**EGM**") of ZCZL Industrial Technology Group Company Limited (the "**Company**") will be convened at the Convention Centre of ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone, the PRC at 2:00 p.m. on Wednesday, March 25, 2026 for the following purposes:

SPECIAL RESOLUTION

1. Proposal on the Company's Eligibility to Issue A-Share Convertible Bonds to Non-specific Investors

2. Proposal on the Company's Project to Issue A-Share Convertible Bonds to Non-specific Investors

   2.1 Type of Securities to be Issued

   2.2 Scale of Issuance

   2.3 Par Value and Issue Price

   2.4 Bond Term

   2.5 Bond Interest Rate

   2.6 Term and Method of Principal and Interest Repayment

   2.7 Conversion Period

   2.8 Determination and Adjustment of Conversion Price

   2.9 Downward Adjustment Clause for Conversion Price

2.10 Method for Determining Conversion Quantity

2.11 Redemption Terms

2.12 Put Option Terms

2.13 Dividend Entitlement in the Year of Conversion

2.14 Issuance Method and Target Investors

2.15 Arrangements for Allotment to Original A-shareholders

2.16 Matters in Relation to the Meeting of Holders

2.17 Use of Proceeds

2.18 Guarantee Matters

2.19 Rating Matters

2.20 Deposit and Custody of Proceeds

2.21 Validity Period of the Issuance Plan

3. Proposal on the Plan of the Issuance of A Share Convertible Corporate Bonds to Non-Specific Investors by the Company

4. Proposal on the Feasibility Analysis Report on the Use of Proceeds of the Issuance of A-Share Convertible Bonds to Non-Specific Investors

5. Proposal on the Discussion and Analysis Report on the Issuance of A Share Convertible Corporate Bonds to Non-Specific Investors

6. Proposal on the Measures to Compensate Dilution of Immediate Returns from the Issuance of A-share convertible bonds to Non-specific Investors and Commitments of the Relevant Entities

7. Proposal on the Formulation of Rules for Meeting of Holders of A Share Convertible Corporate Bonds

8. Proposal on the Authorisation to the Board of Directors and Its Authorized Representatives to Handle Specific Matters Related to the Issuance of A-Share Convertible Bonds to Non-specific Investors

9. Proposal on the Potential Participation of Major Shareholders, Directors and Their Associates in the Preferential Subscription of the A-Share Convertible Bonds Issued to Non-specific Investors

CLOSURE OF REGISTER OF MEMBERS

In order to determine the list of Shareholders who are eligible to attend and vote at the EGM, the register of members of the Company will be closed from Friday, March 20, 2026 to Wednesday, March 25, 2026 (both days inclusive), during which period no transfer of Shares will be registered. H Shareholders whose names appear on the register of members of the Company on Wednesday, March 25, 2026 are entitled to attend the EGM. H Shareholders of the Company who intend to attend the EGM but have not yet registered are required to deposit the transfer documents together with relevant share certificates at 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 at or before 4:30 p.m. on Thursday, March 19, 2026.

By Order of the Board
ZCZL Industrial Technology Group Company Limited
JIAO Chengyao
Chairman

Zhengzhou, PRC, March 3, 2026

As at the date of this notice, the executive Directors of the Company are Mr. JIAO Chengyao, Mr. JIA Hao, Mr. MENG Hechao and Mr. LI Kaishun, the non-executive Director is Mr. CUI Kai and the independent non-executive Directors are Mr. JI Feng, Mr. FANG Yuan and Ms. YAO Yanqiu.

Notes:

(1) All votes of resolutions at the EGM will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.zczl.cn) in accordance with the Listing Rules.

(2) Any Shareholders entitled to attend and vote at the EGM can appoint one or more proxies to attend and vote at the meeting on his/her behalf. A proxy need not be a Shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each proxy is so appointed.

(3) Shareholders shall appoint their proxies in writing. The form of proxy shall be signed by the Shareholder or his/her/its attorney who has been duly authorised in writing. If the Shareholder is a corporation, the form of proxy shall be affixed with the corporation's seal or signed by its Director, or its attorney duly authorised in writing. If the form of proxy is signed by the attorney of the Shareholder, the power of attorney or other authorisation document shall be notarised. For H Shareholders, the aforementioned documents must be lodged with the H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof in order for such documents to be valid. Completion and delivery of the form of proxy shall not preclude a Shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument for appointing a proxy shall be deemed to be revoked.

(4) Shareholders shall present their identification documents when attending the EGM.

(5) If a proxy attends the EGM on behalf of a Shareholder, he/she should produce his/her identification document as well as the power of attorney or other documents signed by the appointer or his/her attorney with a specific date of issuance. If a representative of a corporate Shareholder attends the EGM, such representative shall produce his/her identification document and the notarised copy of the resolution passed by the Board or other authority or other notarised copies of any authorization documents issued by such corporate Shareholder.

(6) The EGM is expected to last for half a day. Shareholders who attend the EGM (in person or by proxy) shall bear their own travelling, accommodation and other expenses.

(7) Contact information of the Company:

Address:	ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone, the PRC
Postal Code:	450016
Telephone:	86-371-67891199
Contact Person:	Mr. XI Zhipeng
Facsimile:	86-371-67891000