THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about this circular or as to the action to be taken, you should consult a stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Guoxia Technology Co., Ltd., you should at once hand this circular to the purchaser(s) or transferee(s) or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser(s) or transferee(s).

This circular is only for providing certain information to the shareholders in respect of the annual general meeting of the Company, and does not constitute an offer to sell any securities or an invitation for any person to make an offer to purchase any securities. Any sale of securities of the Company in the United States will only be conducted through an offering prospectus of such securities.

果下科技
G U O X I A

Guoxia Technology Co., Ltd.
果下科技股份有限公司

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

(Stock Code: 2655)

2025 ANNUAL GENERAL MEETING AND NOTICE OF 2025 ANNUAL GENERAL MEETING

Guoxia Technology Co., Ltd. will hold the AGM at No. 9 Huicheng Road, Chang'an Street, Huishan District, Wuxi, Jiangsu Province, the PRC on Friday, 15 May 2026 at 1:30 p.m.

The notice of the AGM is set out on pages AGM-1 to AGM-2 of this circular, and is published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (www.guoxiatech.com) together with the relevant form of proxy.

Whether or not you are able to attend the AGM, you are requested to complete the relevant form of proxy in accordance with the instructions printed thereon and return the same by hand or by post to 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 specified for holding the AGM or any adjournment thereof (as the case may be) (i.e. not later than 1:30 p.m. on Thursday, 14 May 2026). Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish, and in such event, the form of proxy shall be deemed to be revoked.

23 April 2026

CONTENTS

Page

DEFINITIONS

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

Term	**Meaning**
"AGM"	the 2025 annual general meeting of the Company to be held at No. 9 Huicheng Road, Chang'an Street, Huishan District, Wuxi, Jiangsu Province, the PRC on Friday, 15 May 2026 at 1:30 p.m.
"Articles of Association"	the articles of association of the Company, as amended from time to time
"Audit Committee"	the audit committee of the Company
"Board"	board of Directors
"China" or the "PRC"	the People's Republic of China, but for the purpose of this circular and for geographical reference only and except where the context otherwise requires, references in this circular to "China" and the "PRC" do not include Hong Kong, the Macau Special Administrative Region and Taiwan of the PRC
"Company"	Guoxia Technology Co., Ltd. (果下科技股份有限公司), a joint stock company incorporated in the PRC with limited liability
"Company Law"	the Company Law of the People's Republic of China
"Director(s)"	director(s) of the Company
"Group"	the Company and its subsidiaries
"H Share(s)"	ordinary shares issued by the Company with a nominal value of RMB0.20 each, which are listed and traded on the Stock Exchange
"H Share Repurchase Mandate"	the general mandate proposed to be granted to the Board to repurchase H Shares not exceeding 10% of the number of H Shares in issue as at the date of passing the proposed relevant resolutions at the AGM
"H Shareholder(s)"	the holder(s) of H Share(s)
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong dollars" or "HK$"	Hong Kong dollars, the lawful currency of Hong Kong

"Latest Practicable Date"	23 April 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
"RMB" or "Renminbi"	Renminbi, the lawful currency of the PRC
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
"Share(s)"	ordinary shares in the share capital of the Company with a nominal value of RMB0.20 each, comprising all issued Unlisted Shares and H Shares
"Shareholder(s)"	holder(s) of Share(s)
"Stock Exchange" or "Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	the Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission of Hong Kong, as amended from time to time
"Unlisted Share(s)"	ordinary share(s) in the share capital of our Company with a nominal value of RMB0.20 each, which are subscribed for and paid up in RMB and are not currently listed or traded on any stock exchange
"Unlisted Shareholder(s)"	holder(s) of the Unlisted Share(s)
"%"	percent

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Executive Directors:	*Registered Office:*
Mr. Feng Lizheng *(Chairman of the Board)*	No. 9 Huicheng Road
Mr. Zhang Xi	Chang'an Street
Mr. Liu Ziye	Huishan District
Dr. Bai Yang	Wuxi
Mr. Zhu Shuaishuai	Jiangsu Province
Mr. Wang Zhenlin	PRC
Independent Non-executive Directors:	*Principal Place of Business in Hong Kong:*
Mr. Qian Kaiming	46/F, Hopewell Centre
Ms. Jiang Xingnan	183 Queen's Road East
Dr. Jiang Wei	Wan Chai
	Hong Kong

23 April 2026

To the Shareholders

Dear Sir or Madam,

2025 ANNUAL GENERAL MEETING AND NOTICE OF 2025 ANNUAL GENERAL MEETING

I. INTRODUCTION

The Company will hold the AGM at No. 9 Huicheng Road, Chang'an Street, Huishan District, Wuxi, Jiangsu Province, the PRC on Friday, 15 May 2026 at 1:30 p.m.

The purpose of this circular is to provide you with all information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions set out in the notice of the AGM.

II. MATTERS TO BE CONSIDERED AT THE AGM

(I) Report of the Board for 2025

An ordinary resolution will be proposed at the AGM to consider and approve the report of the Board for 2025. The full text of the report of the Board for 2025 is set out in the "Report of the Board" section of the 2025 annual report.

(II) Audited Consolidated Financial Report for 2025

An ordinary resolution will be proposed at the AGM to consider and approve the audited consolidated financial report for 2025. The audited consolidated financial statements for 2025 are set out in the 2025 annual report.

(III) Profit Distribution Plan for 2025

An ordinary resolution will be proposed at the AGM to consider and approve the profit distribution plan for 2025. No final dividend will be distributed to the Shareholders, and no bonus shares will be distributed.

(IV) Re-appointment of Auditor

According to the relevant provisions of the Articles of Association of the Company and the audit requirements, the Company proposes to re-appoint Ernst & Young as the auditor of the Company for 2026.

An ordinary resolution regarding the re-appointment of the auditor will be proposed at the AGM for consideration and approval in order to consider and approve the proposed re-appointment of Ernst & Young as the auditor of the Company for 2026 for a term commencing from the date of approval at the AGM until the conclusion of the next annual general meeting of the Company, and authorize the Board to fix its fees. The audit fees are determined based on the professional skills, nature of work and workload undertaken required by Ernst & Young for the provision of audit services, and calculated according to the man-days required and the standard charge rate per man-day.

(V) Remuneration of Directors for 2026

An ordinary resolution to authorize the Board to determine the remuneration of the Directors will be proposed at the AGM for consideration and approval.

(VI) General Mandate to Repurchase H Shares

To enable the Company to repurchase H Shares with flexibility in a timely manner, the resolution in relation to the proposed grant of the H Share Repurchase Mandate will be proposed by way of a special resolution for the Shareholders' consideration and approval at the AGM, the details of which are set out below and in the notice of AGM contained in this circular.

The Company proposes to authorize the Board to repurchase, during the Relevant Period, an aggregate number of H Shares not exceeding 10% of the total number of H Shares of the Company in issue (calculated on the basis of the total H share capital as at the time when this resolution is considered and approved at the general meeting), in accordance with market conditions and the needs of the Company, in order to safeguard the value of the Company and the interests of Shareholders, or to use the Shares for an employee stock ownership plan or equity incentive, conversion of corporate bonds issued by the Company that are convertible into Shares, etc.

For the purpose of the H Share Repurchase Mandate, the "Relevant Period" means the period from the date of passing of the special resolution in respect of the grant of the H Share Repurchase Mandate at the AGM until whichever is the earliest of:

(1) the conclusion of the 2026 annual general meeting of the Company; or

(2) the date on which the H Share Repurchase Mandate set out in the relevant special resolution is revoked or varied by way of a special resolution at any general meeting.

If, during the Relevant Period, the Board or a person authorized by the Board has signed the necessary documents and completed the necessary formalities, and such documents or formalities may need to be performed or carried out at or after the end of the Relevant Period, or continued after the end of the Relevant Period, the Relevant Period will be extended accordingly.

It is proposed that the Board be generally authorized to resolve on the repurchase of the Company's H Shares and to handle relevant matters in relation to the repurchase of H Shares, including but not limited to:

(i) formulate and implement the detailed repurchase plan, including but not limited to determining the class of Shares to be repurchased, repurchase price, number of Shares to be repurchased, timing of repurchase and period of repurchase, pursuant to the requirements under the laws and regulations including the Company Law, the Rules for Repurchase of Shares by Listed Companies and the Articles of Association as amended and in effect from time to time;

(ii) notify the creditors and publish announcements in accordance with the provisions of the Company Law and other relevant laws, regulations and regulatory documents and the Articles of Association (if applicable);

(iii) open a stock account and complete the corresponding registration procedures for the change in foreign exchange;

(iv) determine the specific purpose of the repurchase of H Shares based on the actual situations of the Company and within the time limit specified by relevant laws and regulations, and adjust or change the purpose of the repurchase of H Shares within the scope permitted by the relevant laws and regulations;

(v) fulfill the relevant approval or filing procedures in accordance with the requirements of the regulatory authorities and the places of listing of the Company (if applicable);

(vi) handle the procedures for the transfer or cancelation of the repurchased Shares according to the actual repurchase situation, amend the Articles of Association with respect to relevant content such as the total share capital and shareholding structure, and perform the relevant domestic and overseas registration and filing procedures related to the repurchase in accordance with statutory requirements;

(vii) if there are new policies on repurchase under laws and regulations or from securities regulatory authorities, or if there are changes in market conditions, make adjustments to the repurchase plan and continue to handle matters relevant to the repurchase in accordance with the relevant national laws and regulations, the requirements of relevant government departments and securities regulatory authorities, market conditions and the actual operational situation of the Company, except for matters that must be re-voted on at a general meeting pursuant to the requirements of relevant laws and regulations and the Articles of Association;

(viii) handle other matters that are considered by the Board to be necessary, proper or appropriate in connection with the implementation of the general mandate, provided that such matters are not in contravention of applicable domestic and overseas laws and regulations;

(ix) on the basis of the above authorizations, agree that the Board may further authorize any one executive Director to decide on, handle and deal with all the aforesaid matters relating to the repurchase of Shares.

The proposed H Share Repurchase Mandate is only an authorization granted at a general meeting for the Board to deal with matters relating to the repurchase of Shares. Subject to consideration and approval at the AGM, the Company will determine whether to proceed with the repurchase and formulate specific repurchase plans as and when appropriate.

An explanatory statement containing information regarding the proposed grant of the H Share Repurchase Mandate is set out in Appendix I to this circular.

(VII) General Mandate to Issue Shares

In order to ensure flexibility and to give discretion to the Board in the event that it becomes desirable to issue any Shares, a special resolution will be proposed at the AGM to give an unconditional general mandate to the Board to, separately or concurrently, allot, issue and deal with additional Shares of the Company and to make or grant offers, agreements or options in respect thereof, with a total number of Shares involved not exceeding 20% of the total number of Shares in issue as at the date of passing the relevant resolution at the AGM (the "**General Mandate**"), at a discount (if any) of no more than 20% to the benchmark price as required by Rule 13.36(5) of the Listing Rules.

The General Mandate will expire at the earliest of:

(1) the conclusion of the 2026 annual general meeting of the Company; and

(2) the date on which the authority given to the Board under this resolution is revoked or varied by a special resolution of the Shareholders at a general meeting.

As at the Latest Practicable Date, 517,711,575 Shares (excluding treasury shares) were in issue, comprising 123,022,235 Unlisted Shares and 394,689,340 H Shares. Subject to the passing of the proposed resolution for the approval of the General Mandate and in accordance with the terms thereof, the Company would be allowed to allot, issue and deal with up to a maximum of 103,542,315 H Shares in aggregate (representing 20% of the number of Shares (excluding treasury shares) in issue), on the basis that no further Shares will be issued by the Company prior to the AGM.

It is also proposed at the AGM to give a conditional general mandate to the Board to increase the registered capital of the Company to reflect the issuance of Shares authorized under the General Mandate, to make such appropriate and necessary amendments to the Articles of Association as it thinks fit to reflect such increase in the registered capital of the Company, and to take any other action and go through any procedure required to effect such increase in the registered capital of the Company.

(VIII) Amendments to the Articles of Association

In view of the fact that the Company has completed the issuance of H Shares and listing on the Stock Exchange, the total share capital of the Company has been ascertained as 517,711,575 Shares, of which 123,022,235 Shares are Unlisted Shares and 394,689,340 Shares are H Shares. Based on the change in the share capital of the Company, the registered capital of the Company has been ascertained at RMB103,542,315. Based on the above circumstances and to remove the cap on the number of executive general managers, the Company proposes to amend the relevant provisions in the Articles of Association, and proposes the general meeting to authorize the management of the Company to handle the relevant industrial and commercial filing and registration matters with full authority.

Details of the proposed amendments to the Articles of Association and its appendices are set out in Appendix II to this circular. The proposed amendments to the Articles of Association and its appendices are prepared in Chinese and there is no official English version. The English version is for reference only. In the event of any inconsistency between the Chinese version and the English translation, the Chinese version shall prevail.

The proposed amendments to the Articles of Association and its appendices are subject to consideration and approval by way of a special resolution at the AGM.

III. AGM

The AGM will be held at No. 9 Huicheng Road, Chang'an Street, Huishan District, Wuxi, Jiangsu Province, the PRC on Friday, 15 May 2026 at 1:30 p.m. for the purpose of considering and, if thought fit, passing the resolutions in respect of the matters set out in the notice of the AGM. The notice of the AGM is set out in this circular.

The register of members for H Shares of the Company will be closed from Tuesday, 12 May 2026 to Friday, 15 May 2026 (both days inclusive), during which period no transfer of H Shares will be effected. H Shareholders whose names appear on the register of members for H Shares maintained by the H share registrar on Friday, 15 May 2026 (the record date) are entitled to attend and vote at the AGM. In order to be eligible to attend and vote at the AGM, all transfer documents of H Shares of the Company, accompanied by the relevant share certificates, must be lodged by the holders of H Shares with the H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Monday, 11 May 2026 (the last registration date).

To the best of the knowledge and belief of the Directors, having made all reasonable enquiries, no Shareholder is required to abstain from voting on the resolutions proposed for consideration and approval at the AGM.

The form of proxy for use at the AGM has been published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (www.guoxiatech.com).

To be valid, for holders of H Shares, the form of proxy and any notarized power of attorney or other document of authorization must be delivered to the H share registrar not less than 24 hours before the time appointed for holding the AGM. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM if you so wish.

IV. VOTING BY POLL

According to Rule 13.39(4) of the Hong Kong Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, all resolutions at the AGM will be put to the vote by way of poll.

V. 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 Group. 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 is not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

VI. RECOMMENDATIONS

The Board (including the independent non-executive Directors) considers that the proposed resolutions set out in the notice of the AGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends that Shareholders vote in favor of the relevant resolutions to be proposed at the AGM.

VII. MISCELLANEOUS

Your attention is also drawn to the additional information set out in the appendices to this circular.

Yours faithfully,
By order of the Board
Guoxia Technology Co., Ltd.
Mr. Feng Lizheng
Chairman and Director

The following is an explanatory statement required by Rule 10.06(1)(b) of the Hong Kong Listing Rules to provide the Shareholders with information reasonably necessary to enable such Shareholders to make an informed decision on whether to vote for or against the special resolution to approve the grant of the H Share Repurchase Mandate.

1. NUMBER OF SHARES PROPOSED TO BE REPURCHASED

As at the Latest Practicable Date, the total number of issued H Shares was 394,689,340 H Shares.

Subject to the passing of the special resolutions in respect of the grant of the H Share Repurchase Mandate, on the basis that the total number of issued H Shares (being 394,689,340 H Shares) as at the Latest Practicable Date, will remain unchanged on the date of the AGM, during the period in which the H Share Repurchase Mandate remain in force, the Directors will be authorized to repurchase up to 39,468,934 H Shares under the H Share Repurchase Mandate, representing 10% of the total issued H Shares.

2. REASONS FOR SHARE REPURCHASE

In order to maintain the value of the Company and rights and interests of the Shareholders, and to allow the Company to repurchase the Shares in a timely and flexible manner, it is proposed that the Board shall be granted the H Share Repurchase Mandate. The repurchase of the H Shares will only be exercised when the Directors believe such repurchase will benefit the Company and the Shareholders as a whole.

3. SOURCE OF FUNDS

In repurchasing the H Shares, the Company may use its self-owned funds or self-raised funds legally available for such purpose in accordance with the applicable laws and regulations of the PRC, listing rules of the Company's listing places and the Articles of Association.

4. IMPACT ON WORKING CAPITAL

As compared with the financial position of the Company as at 31 December 2025 (being the date to which the latest audited accounts of the Company were made up), the Directors consider that there will not be a material adverse impact on the working capital or the gearing position of the Company in the event that the the H Share Repurchase Mandate were to be exercised in full at any time during the proposed repurchase period.

5. MARKET PRICES OF SHARES

The monthly highest and lowest closing prices at which the H Shares were traded on the Hong Kong Stock Exchange, during each of the following months up to the Latest Practicable Date were as follows:

	Lowest Prices	Highest Prices
	(HK$)	*(HK$)*
2025		
December	36.10	43.80
2026		
January	39.00	64.80
February	54.00	60.00
March	40.24	52.05
April (up to and including the Latest Practicable Date)	26.10	65.85

6. GENERAL

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, none of the Directors nor any of their respective close associates (as defined under the Hong Kong Listing Rules) have any present intention, in the event that the proposed grant of the H Share Repurchase Mandate are approved by the Shareholders, to sell any Shares to the Company.

The Company has not been notified by any core connected persons (as defined under the Hong Kong Listing Rules) of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company, in the event that the proposed grant of the H Share Repurchase Mandate are approved by the Shareholders.

The Company may cancel the Shares bought back under the H Share Repurchase Mandate, and/or hold them as treasury shares subject to, for example, market conditions, purposes of repurchase and its capital management needs at the relevant time of the repurchase.

The Directors have undertaken to the Hong Kong Stock Exchange to exercise the power of the Company to make repurchases of the H Shares pursuant to the H Share Repurchase Mandate in accordance with the Hong Kong Listing Rules and the applicable laws and regulations of the PRC.

Neither the explanatory statement nor the H Share Repurchase Mandate has any unusual features.

7. TAKEOVERS CODE

If on exercise of the powers to repurchase the H Shares pursuant to the H Share Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of Rule 32 of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, Mr. Feng Lizheng and the parties acting in concert with him controlled or was entitled to exercise control over the voting rights in respect of 219,420,000 Shares (excluding treasury shares), comprising 186,507,000 H Shares and 32,913,000 Unlisted Shares, representing approximately 42.38% of the total issued share capital of the Company, and such H Shares representing approximately 47.25% of the total number of H Shares of the Company in issue, and Mr. Feng Lizheng was the controlling shareholder of the Company.

In the event that the Directors should exercise H Share Repurchase Mandate in full, the proportional interests in the voting rights of Mr. Feng Lizheng and the parties acting in concert with him in the Company would be increased to approximately 45.88% of the total share capital of the Company and approximately 52.50% of the total number of H Shares of the Company in issue (if he does not participate in such repurchase). On this basis, the Directors are of the view that an exercise of the H Share Repurchase Mandate in full may give rise to an obligation on Mr. Feng Lizheng and the parties acting in concert with him to make a mandatory offer under Rule 26 of the Takeovers Code, as they would be regarded as having acquired voting rights exceeding the 2% creeper. Accordingly, the Directors do not intend to exercise the repurchase mandate to such an extent as would result in a Shareholder, or a group of Shareholders acting in concert, becoming obliged to make a mandatory general offer under Rule 26 of the Takeovers Code.

Moreover, the Directors will not make any repurchase of Shares on the Stock Exchange if such repurchase of Shares would result in the requirements under Rule 8.08 of the Listing Rules not being complied with.

8. SHARE REPURCHASES MADE BY THE COMPANY

The Company had not repurchased any Shares (whether on the Hong Kong Stock Exchange or otherwise) in the six months immediately preceding the Latest Practicable Date.

Existing Articles	Amended Articles
Article 3 The Company was filed with the China Securities Regulatory Commission (the "CSRC") on October 27, 2025, and was listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") on December 16, 2025, issuing [•] overseas listed foreign shares in Hong Kong (the "H Shares").	**Article 3** The Company was filed with the China Securities Regulatory Commission (the "CSRC") on October 27, 2025, and was listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") on December 16, 2025, issuing **38,930,800** ~~[•]~~ overseas listed foreign shares in Hong Kong (the "H Shares").
Article 6 The registered capital of the Company is RMB94,588,235.	**Article 6** The registered capital of the Company is RMB**103,542,315** ~~94,588,235~~.
Article 21 Upon filing with the CSRC and approval by the Hong Kong Stock Exchange, the Company may issue not more than [•] overseas listed foreign shares to investors, and convert [•] domestic shares of the Company it held into overseas listed foreign shares. After the abovementioned issuance of overseas listed foreign shares and the partial conversion of domestic unlisted shares into overseas listed shares, the share capital structure of the Company is: [•] ordinary shares, including [•] domestic unlisted shares and [•] overseas listed shares.	**Article 21** Upon filing with the CSRC and approval by the Hong Kong Stock Exchange, the Company may issue not more than **181,294,050** ~~[•]~~ overseas listed foreign shares to investors, and convert **349,918,940** ~~[•]~~ domestic shares of the Company it held into overseas listed foreign shares. After the abovementioned issuance of overseas listed foreign shares and the partial conversion of domestic unlisted shares into overseas listed shares, the share capital structure of the Company is: **517,711,575** ~~[•]~~ ordinary shares, including **123,022,235** ~~[•]~~ domestic unlisted shares and **394,689,340** ~~[•]~~ overseas listed shares.
Article 129 The Company shall have one general manager, one executive general manager, and several deputy general managers, who shall be appointed or dismissed by the Board of Directors.	**Article 129** The Company shall have one general manager, **several** ~~one~~ executive general manager**s**, and several deputy general managers, who shall be appointed or dismissed by the Board of Directors.

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果下科技股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2655)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 annual general meeting (the "**AGM**") of Guoxia Technology Co., Ltd. (the "**Company**") will be held at No. 9 Huicheng Road, Chang'an Street, Huishan District, Wuxi, Jiangsu Province, the PRC on Friday, 15 May 2026 at 1:30 p.m. to consider and, if thought fit, to pass the following resolutions:

ORDINARY RESOLUTIONS

1. Report of the Board for 2025

2. Audited Consolidated Financial Report for 2025

3. Profit Distribution Plan for 2025

4. Resolution on the re-appointment of the auditor of the Company for 2026, and authorize the Board to fix its fees

5. To authorize the Board to fix the remuneration of the Directors

SPECIAL RESOLUTIONS

6. Resolution on the grant of a general mandate to the Board to repurchase H Shares of the Company

7. Resolution on the grant of a general mandate to the Board to issue additional Shares of the Company

8. Resolution on amendments to the Articles of Association

By order of the Board
Guoxia Technology Co., Ltd.
Mr. Feng Lizheng
Chairman and Director

Hong Kong, 23 April 2026

Notes:

1. **Voting by poll**

Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"), all votes of resolutions at the AGM will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The voting results will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.guoxiatech.com) in accordance with the Hong Kong Listing Rules.

2. **Closure of register of members and eligibility for attending and voting at the AGM**

Holders of H Shares are advised that the register of members of H Shares will be closed from Tuesday, 12 May 2026 to Friday, 15 May 2026 (both days inclusive), during which period no transfer of H Shares will be effected. Holders of H Shares whose names appear on the register of members for H Shares maintained by the H share registrar on Friday, 15 May 2026 (being the record date) are entitled to attend and vote at the AGM. In order to be eligible to attend and vote at the AGM, all transfer documents of H shares of the Company, accompanied by the relevant share certificates, must be lodged by the holders of H shares with the H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Monday, 11 May 2026 (being the last registration date).

3. **Proxy**

Any shareholder entitled to attend and vote at the AGM may appoint one or more proxies (who need not be shareholders of the Company) to attend and vote on his/her behalf at the AGM. A proxy shall be appointed by an instrument in writing. Such instrument shall be signed by the appointer or his/her attorney duly authorized in writing. If the appointer is a legal person, then the instrument shall be signed under a legal person's seal or signed by its director or an attorney duly authorized in writing. The instrument appointing the proxy for holders of H Shares shall 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, in person or by post not later than 24 hours before the time specified for holding the AGM (i.e. not later than 1:30 p.m. on Thursday, 14 May 2026). If the instrument appointing the proxy is signed by a person authorized by the appointer, the power of attorney or other documents of authority under which the instrument is signed shall be notarized. The notarized power of attorney or other documents of authority shall be deposited together and at the same time with the instrument appointing the proxy at the H share registrar. Completion and return of the form of proxy will not preclude a shareholder from attending and voting in person at the AGM if he/she so wishes, and in such event, the instrument appointing a proxy shall be deemed to be revoked.

4. **Miscellaneous**

(i) The AGM is expected to last for no more than half a working day. Shareholders and their proxies attending the meeting shall be responsible for their own traveling and accommodation expenses.

(ii) The address of H share registrar of the Company, Computershare Hong Kong Investor Services Limited, is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

As at the date of this notice, the Board comprises: (i) Mr. Feng Lizheng, Mr. Zhang Xi, Mr. Liu Ziye, Dr. Bai Yang, Mr. Zhu Shuaishuai and Mr. Wang Zhenlin as executive Directors; and (ii) Mr. Qian Kaiming, Dr. Jiang Wei and Ms. Jiang Xingnan as independent non-executive Directors.