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 to be taken, you should consult the stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in **Nuobikan Artificial Intelligence Technology (Chengdu) Co., Ltd.,** you should at once hand this circular, together with the accompanying proxy form to the purchaser(s) or the transferee(s), or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

Nuobikan Artificial Intelligence Technology (Chengdu) Co., Ltd.

諾比侃人工智能科技(成都)股份有限公司

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

(Stock Code: 2635)

(1) AUDITOR'S REPORT FOR 2025;
(2) REPORT OF THE BOARD OF DIRECTORS FOR 2025;
(3) REPORT OF THE SUPERVISORY COMMITTEE FOR 2025;
(4) ANNUAL REPORT FOR 2025;
(5) ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT FOR 2025;
(6) PROFIT DISTRIBUTION PLAN FOR 2025;
(7) PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR;
(8) POTENTIAL RELATED PARTY TRANSACTIONS IN 2026;
(9) APPOINTMENT OF THE INTERNATIONAL AUDITOR FOR 2026;
(10) APPLICATION FOR FINANCING FACILITIES FROM FINANCIAL INSTITUTIONS AND PROVISION OF GUARANTEE IN FAVOR OF SUBSIDIARIES;
(11) REMUNERATION PLAN OF THE DIRECTORS FOR 2026;
(12) REMUNERATION PLAN OF THE SUPERVISORS FOR 2026;
(13) PURCHASE OF LIABILITY INSURANCE FOR DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT;
(14) GENERAL MANDATE TO ISSUE SHARES;
AND
(15) NOTICE OF 2025 ANNUAL GENERAL MEETING

A notice convening the AGM to be held by way of a hybrid meeting at 10:00 a.m. on Thursday, May 28, 2026 at the Company's conference room at A9-4, Xin Gu Industrial Park, No. 338, Guo Xin 4th Road, Shuangliu District, Chengdu, Sichuan Province, PRC and through the eVoting Portal is set out in this circular.

Whether or not you intend to attend the AGM, you are requested to complete and return the enclosed proxy form in accordance with the instructions printed thereon as soon as possible to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of Domestic Shares, to the Company's Board office in China at A9-4, Xin Gu Industrial Park, No. 338, Guo Xin 4th Road, Shuangliu District, Chengdu, Sichuan Province, PRC), and in any event not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person or online at the AGM or any adjournment thereof (as the case may be) should you so wish.

29 April 2026

CONTENTS

Page

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

"2025 Annual Report"	the annual report of the Company for the year ended 31 December 2025, which has been published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.nuobikan.com)
"AGM"	The 2025 annual general meeting of the Company to be held at 10:00 a.m. on Thursday, May 28, 2026 to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting, which is set out on pages 14 to 18 of this circular
"Articles of Association"	the articles of association of the Company, as amended or supplemented from time to time
"Board" or "Board of Directors"	the board of Directors of the Company
"Company"	Nuobikan Artificial Intelligence Technology (Chengdu) Co., Ltd. (諾比侃人工智能科技(成都)股份有限公司), a joint stock limited liability company established under the laws of the PRC, the H Shares of which are listed on the Stock Exchange
"Director(s)"	the director(s) of the Company
"Domestic Share(s)"	the ordinary share(s) issued by the Company with a nominal value of RMB0.10 each, which are subscribed for or credited as fully paid in RMB, and are unlisted on any stock exchanges
"Domestic Shareholder(s)"	the holder(s) of the Domestic Share(s)
"eVoting Portal"	a system to enable attendance of the AGM online via video broadcast, details of which are set out in the section headed "AGM" in the letter from the Board of this circular
"Group"	the Company and its subsidiaries
"H Share(s)"	the overseas listed foreign share(s) with a nominal value of RMB0.10 each, which are traded in Hong Kong dollars and listed on the Stock Exchange

"H Shareholder(s)"	the holder(s) of the H share(s)
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Issue Mandate"	a general mandate to be granted to the Board to allot, issue or deal with new Shares, not exceeding 20% of the total number of issued Shares (excluding treasury shares (if any)) on the date of passing the relevant resolution by the Shareholders
"Latest Practicable Date"	28 April 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information herein
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
"PRC"	the People's Republic of China, excluding for the purposes of this circular only, Hong Kong, the Macau Special Administrative Region of the People's Republic of China and Taiwan
"Prospectus"	the prospectus of the Company dated 15 December 2025
"Remuneration Committee"	the remuneration committee of the Company
"RMB"	Renminbi, the lawful currency of the PRC
"Share(s)"	Domestic Share(s) and H Share(s)
"Shareholder(s)"	the holder(s) of Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Supervisor(s)"	the supervisor(s) of the Company
"Supervisory Committee"	the supervisory committee of the Company

Nuobikan Artificial Intelligence Technology (Chengdu) Co., Ltd.

諾比侃人工智能科技(成都)股份有限公司

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

(Stock Code: 2635)

Executive Directors
Mr. Liao Yu
Mr. Tang Taike
Mr. Liu Bo
Ms. Wang Li

Non-executive Directors
Mr. Ruan Jianping
Mr. Hua Zhangrong

Independent non-executive Directors
Ms. Cao Xiaoxue
Mr. Sang Yongsheng
Mr. Bau Siu Fung
Mr. Wang Huan

Registered Office
2F, Annex 201
No. 282, Wanshou West Road
Wuhou District
Chengdu
Sichuan Province
PRC

Headquarter and Principal Place of Business in the PRC
A9-4, Xin Gu Industrial Park
No. 338, Guo Xin 4th Road
Shuangliu District
Chengdu
Sichuan Province
PRC

Principal Place of Business in Hong Kong
31/F, Tower Two
Times Square
1 Matheson Street
Causeway Bay
Hong Kong

29 April 2026

To the Shareholders

Dear Sir/Madam,

**(1) AUDITOR'S REPORT FOR 2025;
(2) REPORT OF THE BOARD OF DIRECTORS FOR 2025;
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INTRODUCTION

The purpose of this circular is to provide you with the notice of the AGM and to provide you with all information reasonably necessary, to enable you to make informed decisions on whether to vote for, against or abstain for the following proposed resolutions on the AGM.

Ordinary Resolutions

1. AUDITOR'S REPORT FOR 2025

An ordinary resolution will be proposed at the AGM to consider and approve the Company's auditor's report for 2025. The auditor's report of the Company for the year ended 31 December 2025 have been set out in the 2025 Annual Report. For details, please refer to the 2025 Annual Report published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.nuobikan.com).

2. REPORT OF THE BOARD OF DIRECTORS FOR 2025

An ordinary resolution will be proposed at the AGM to consider and approve the report of the Board of Directors of the Company for 2025. For details, please refer to the report of the Board of Directors as set out in the 2025 Annual Report published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.nuobikan.com).

3. REPORT OF THE SUPERVISORY COMMITTEE FOR 2025

An ordinary resolution will be proposed at the AGM to consider and approve the report of the Supervisory Committee of the Company for 2025. For details, please refer to the report of the Supervisory Committee as set out in the 2025 Annual Report published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.nuobikan.com).

4. ANNUAL REPORT FOR 2025

An ordinary resolution will be proposed at the AGM to consider and approve the 2025 Annual Report. For details, please refer to the 2025 Annual Report published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.nuobikan.com).

5. ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT FOR 2025

An ordinary resolution will be proposed at the AGM to consider and approve the environmental, social and governance report for 2025. For details, please refer to the environmental, social and governance report for 2025 as set out in the 2025 Annual Report published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.nuobikan.com).

6. PROFIT DISTRIBUTION PLAN FOR 2025

An ordinary resolution will be proposed at the AGM to consider and approve the Company's profit distribution plan for 2025.

To safeguard the Company's capital requirements, improve the efficiency of capital utilisation and enhance the Company's sustainable development capability, the Company proposes not to distribute any profits.

7. PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

An ordinary resolution will be proposed at the AGM to consider and approve the appointment of Mr. Luo Tian as a non-executive Director.

Reference is made to the announcement of the Company dated 28 April 2026.

The Board of the Company has approved to nominate Mr. Luo Tian ("**Mr. Luo**") as a candidate for a non-executive Director of the second session of the Board of the Company. The term of office of Mr. Luo will commence from the date on which his appointment is approved at the AGM to the end of the term of the second session of the Board.

The biography of Mr. Luo is as follows:

Mr. Luo Tian, aged 54, is an executive director, the chairman of the board of directors, the chief executive officer and one of the controlling shareholders of Broad General Holding. He is also the chairman of the nomination committee, a member of the remuneration committee and the chairman of the strategy and ESG committee of Broad General Holding. He is primarily responsible for overseeing and managing the overall business operations of the Group. He currently also serves as a director of Broad General Capital Limited, Hanrui Enterprise Management (Hangzhou) Co., Ltd.* (漢瑞企業管理(杭州)有限公司), Hangzhou Hanrui Enterprise Management Co., Ltd.* (杭州翰瑞企業管理有限公司), Bojiang Group Co., Ltd.* (博將集團有限公司) ("**Bojiang Group**") and Shanghai Bojiang Investment Management Co., Ltd.* (上海博將投資管理有限公司) ("**Shanghai Bojiang**").

Mr. Luo has 20 years of experience in investment and fund management. Since September 2005, Mr. Luo has served as the president of Shanghai Bojiang, and since April 2019, he has served as the chairman of the board of Shanghai Bojiang, and has been responsible for the overall business operations, management and development of Shanghai Bojiang. Since April 2019, Mr. Luo has also served as the chairman of the board and president of Bojiang Group, and has been responsible for the overall business operations, management and development of Bojiang Group. He was awarded the honor of "Leading Figure in China's Investment and Financing Industry" at the China Investors Conference. He currently serves as the vice president of the Yangtze River International Chamber of Commerce (長江國際商會).

Prior to joining the Group, from December 2001 to February 2005, Mr. Luo served as the assistant general manager of the Hangzhou Marketing Headquarters of the Zhejiang Branch of Taikang Life Insurance Co., Ltd. (泰康人壽保險有限責任公司), a company principally engaged in the provision of insurance and wealth management products and services, where he was primarily responsible for formulating the development plans and operating targets of the marketing team, as well as recruitment and training. From January 1999 to February 2002, Mr. Luo served as a marketing officer of the Shaoxing Central Sub-branch of Ping An Life Insurance Company of China, Ltd., a company principally engaged in the provision of insurance and wealth management products and services, where he was primarily responsible for the sale of insurance and wealth management products.

Mr. Luo obtained a master's degree in business administration from Macau University of Science and Technology in August 2004, and obtained the Practising Certificate for the Securities Investment Fund Industry of China from the Asset Management Association of China (中國證券投資基金業從業證書) in September 2018. Mr. Luo obtained the qualification of senior economist (高級經濟師) in October 2023.

As at the date of the Latest Practicable Date, Mr. Luo and his spouse, Ms. Yang Mengqiao (楊夢樵) are the controlling shareholders of Broad General Holding Limited. All of Lishui Bojiang Furui Equity Investment Fund Partnership (Limited Partnership)* (麗水博將福睿股權投資基金合夥企業(有限合夥)), Lishui Bojiang Chuangfu No. 2 Equity Investment Partnership (Limited Partnership)* (麗水博將創富二號股權投資合夥企業(有限合夥)), Lishui Bojiang Dingsheng No. 17 Equity Investment Partnership (Limited Partnership)* (麗水博將鼎昇十七號股權投資合夥企業(有限合夥)), Lishui Bojiang Hongda Equity Investment Partnership (Limited Partnership)* (麗水博將弘達股權投資合夥企業(有限合夥)), Lishui Bojiang Junjing Equity Investment Partnership (Limited Partnership)* (麗水博將珺璟股權投資合夥企業(有限合夥)), Lishui Bojiang Science and Technology Innovation Equity Investment Partnership (Limited Partnership)* (麗水博將科創股權投資合夥企業(有限合夥)), Lishui Bojiang Xingyi Equity Investment Partnership (Limited Partnership)* (麗水博將興奕股權投資合夥企業(有限合夥)) and Lishui Bojiang Yueheng Equity Investment Partnership (Limited Partnership)* (麗水博將悦恒股權投資合夥企業(有限合夥)) (collectively, the "**Bojiang Entities**") are limited partnership investment funds established in the PRC, operated and managed by their sole general partner, Shanghai Bojiang, which in-turn is indirectly wholly owned by Broad General Holding Limited. Accordingly, Luo Tian and Yang Mengqiao are deemed to be interested in an aggregate of 54,646,600 H shares of the Company held by Bojiang Entities under the SFO, representing approximately 14.4% of the total issued shares of the Company as at the date of the Latest Practicable Date.

As at the Latest Practicable Date and to the best knowledge of the Board, save as disclosed in this announcement, (i) Mr. Luo did not hold any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) Mr. Luo does not have any other relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**")) of the Company, nor have they held any position in the Company or any of its subsidiaries; and (iii) Mr. Luo does not have any other interest in the shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

During his term of office as a non-executive Director of the Company, Mr. Luo will not receive remuneration from the Company.

Save as disclosed above, there is no information relating to the proposed appointment of Mr Luo which shall be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to (v) of the Listing Rules nor any matter which needs to be brought to the attention of the Shareholders of the Company.

8. POTENTIAL RELATED PARTY TRANSACTIONS IN 2026

An ordinary resolution will be proposed at the AGM to consider and approve the following potential related party transactions of the Company for 2026:

For the year 2026, it is expected that the Company's substantial shareholders will make investments in the Company's subsidiaries and/or associates. These transactions are non-recurring in nature and will be subject to market conditions.

If such transactions constitute notifiable transactions or connected transactions under the Listing Rules, the Company will comply with the relevant provisions of the Listing Rules to fulfil the announcement and/or shareholder approval procedures.

9. APPOINTMENT OF THE INTERNATIONAL AUDITOR FOR 2026

An ordinary resolution in relation to the appointment of the international auditor of the Company for 2026 will be proposed for consideration and approval at the AGM.

The Board has resolved, upon the recommendation of the audit committee of the Company, to re-appoint Ernst & Young as the international auditor of the Company for 2026, which will hold office until the conclusion of the next annual general meeting of the Company. Ernst & Young will conduct the audit of the financial statements for 2026 and issue the independent auditor's report for 2026.

Pursuant to Article 174 of the Articles of Association, the audit fee shall be decided by the general meeting of the Company. Upon arm's length negotiations and after taking into account of (i) the recommendation from the audit committee of the Company, and (ii) the expected volume and performance of auditing services to be provided by Ernst & Young, the Board proposed that the auditor fee ("**Proposed Audit Fee**") for Ernst & Young for carrying out the audit work for the year of 2026 shall be in the range of approximately RMB2.2 million to RMB3 million, subject to adjustments due to new matters. The Proposed Audit Fee was determined based on complexity and business plan of the Group, expected audit scope, audit timetable and auditor's resources required. The Board is of the view that the Proposed Audit Fee is fair and reasonable.

The above resolution has been considered and approved by the Board and is hereby submitted to the AGM for consideration and approval by way of an ordinary resolution.

10. APPLICATION FOR FINANCING FACILITIES FROM FINANCIAL INSTITUTIONS AND PROVISION OF GUARANTEE IN FAVOR OF SUBSIDIARIES

An ordinary resolution will be proposed at the AGM to consider and approve the Company's application for financing facilities from financial institutions and the provision of guarantees to its subsidiaries.

Based on the development plan of the Company and its subsidiaries, it will be proposed at the AGM that the Shareholders approve the application by the Group for financing facilities of not more than RMB350 million from financial institutions within which to conduct various financial transactions, including but not limited to loans, bill acceptance, bill purchase, issuance of letters of credit, issuance of letters of guarantee, and the Board and/or its authorized persons be authorized to decide the relevant implementation matters within the limit. The validity period shall be from the date of approval by the AGM to 30 June 2027.

11. REMUNERATION PLAN OF THE DIRECTORS FOR 2026

An ordinary resolution will be proposed at the AGM to consider and approve the Directors' remuneration plan for 2026.

The basic remuneration of the members of the Company's Board for 2026 will be determined based on industry remuneration levels and job responsibilities. A proposal will be made to the AGM to authorize the Board to determine the remuneration of Directors in accordance with the aforesaid remuneration plan.

12. REMUNERATION PLAN OF THE SUPERVISORS FOR 2026

An ordinary resolution will be proposed at the AGM to consider and approve the Supervisors' remuneration plan for 2026.

The basic remuneration of the members of the Company's Supervisory Committee for 2026 will be determined based on industry remuneration levels and job responsibilities. A proposal will be made to the AGM to authorize the Supervisory Committee to determine the remuneration of Supervisors in accordance with the aforesaid remuneration plan.

13. PURCHASE OF LIABILITY INSURANCE FOR DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

An ordinary resolution will be proposed at the AGM to consider and approve the purchase of liability insurance for Directors, Supervisors and senior management.

To reasonably control the risks of the Company's Directors, Supervisors, senior management and other relevant responsible persons, the Company intends to purchase liability insurance for the Directors, Supervisors, senior management and other relevant responsible persons. After consultation and quotation from various insurance institutions, the Company intends to select AIG Insurance Company China Limited (美亞財產保險有限公司) as the insurance institution.

14. GENERAL MANDATE TO ISSUE H SHARES

In order to satisfy the needs of business development and further increase the capital strength and comprehensive capability of the Company, the Board intends to propose the Shareholders to grant the Issue Mandate to the Board to allot, issue and deal with new Shares up to the limit of 20% of the total number of Shares in issue (excluding any treasury shares (if any)) as at the date of passing the resolution of the Issue Mandate at the AGM.

As at the Latest Practicable Date, the total number of issued Shares is 378,666,000 Shares comprising of 304,345,780 H Shares and 74,320,220 Domestic Shares, and the Company did not hold any treasury shares. Assuming that there is no change in the number of Shares before the AGM, the maximum number of new Shares that may be issued by the Company under the Issue Mandate will be 75,733,200 Shares. If the number of Shares changes, the Issue Mandate will be adjusted accordingly based on the number of Shares as at the date of passing of the resolution of the Issue Mandate at the AGM.

For the purpose of this resolution, the Issue Mandate shall be effective from the passing of this resolution as a special resolution at the AGM, until whichever is the earlier of:

(i) the conclusion of the next annual general meeting of the Company following the passing of the resolution of the Issue Mandate at the AGM;

(ii) the expiration of the 12-month period following the passing of the resolution of the Issue Mandate at the AGM; or

(iii) the date on which the Issue Mandate is revoked or varied by a special resolution of the Shareholders at any general meeting of the Company.

Provided the Board or its authorized person has, during the validity term of the authorization, executed necessary documents or fulfilled necessary procedures while such documents or procedures may have to be performed, exercised, or will be completed after the expiry of the authorization, the Board shall be entitled to perform such powers after the expiry of the relevant period.

In order to improve the efficiency of decision-making, reduce the approval procedures and seize market opportunities, it is proposed to the general meeting to authorize the Board to deal with all matters in relation to the Issue Mandate to issue Shares at its sole discretion, including but not limited to:

(1) to authorize the Board to determine the specific share issuance plan, including but not limited to:

(i) types and number of Shares to be issued;

(ii) pricing method and/or issue price (including price range);

(iii) determining the time of issuance, term of issuance, target subscribers, method of issuance, use of proceeds and other contents to be included in the specific issuance plan as required by relevant laws, regulations and other regulatory documents, relevant regulatory authorities and the Stock Exchange;

(iv) deciding on the engagement of intermediaries, signing, executing, amending and completing all agreements and documents relating to the issuance of Shares;

(v) disclosing relevant information in accordance with relevant laws and regulations and the Listing Rules; and

(vi) dealing with all the reporting, registration, filing and listing matters in relation to the issuance of Shares.

(2) to authorize the Board to increase the registered capital of the Company to reflect the Shares authorized to be issued by the Company pursuant to this resolution, to make such appropriate and necessary amendments to the provisions of the Articles of Association relating to the issue of Shares and registered capital, and to take any other action and complete any formality required to effect such increase; and

(3) in addition to the above-mentioned contents in relation to the Issue Mandate to issue Shares proposed to be approved at the AGM, it is proposed to the general meeting to agree to authorize the secretary to the Board and/or the joint company secretaries of the Company to deal with all relevant matters in relation to the issue of Shares, including but not limited to the preparation, amendment, publication and despatch of relevant announcements and Shareholder circulars in accordance with the relevant requirements under domestic and overseas laws and regulations and the Listing Rules, as well as the requirements and recommendations of the relevant domestic and overseas government departments and regulatory authorities.

The above resolutions will be proposed, by way of a special resolution, for the Shareholders' consideration and approval at the AGM.

2025 AGM

The AGM will be held at the Company's conference room at A9-4, Xin Gu Industrial Park, No. 338, Guo Xin 4th Road, Shuangliu District, Chengdu, Sichuan Province, PRC at 10:00 a.m. on Thursday, May 28, 2026. The notice of the AGM is set out on pages 14 to 18 of this circular.

Shareholders who wish to attend the AGM online may log in to the eVoting Portal from anywhere via a smartphone, tablet or computer connected to the internet. Shareholders can watch the live video webcast, participate in voting and ask questions online through the eVoting Portal.

Login Details for Registered Shareholders

Information on accessing the e-meeting system (including login details) will be separately contained in the notice letter sent by the Company's H Share Registrar, Tricor Investor Services Limited, to each registered Shareholder who can access the eVoting Portal. If Shares are held by joint registered holders, only "one pair" of login usernames and passwords will be sent to the joint holders. Any one of such joint holders may attend the AGM or vote through the eVoting Portal in respect of such Shares as if he/she were the only person entitled to vote in respect of such Shares.

Login Details for Non-registered Shareholders

If you are a non-registered Shareholder who wishes to attend the AGM online via the eVoting Portal, you should contact your bank, broker, custodian, nominee or HKSCC Nominees Limited to make the necessary arrangements.

Appointment of Proxy

The form of proxy for use at the AGM has been published on the Stock Exchange's website (https://www.hkexnews.hk) and the Company's website (www.nuobikan.com). If you wish to appoint a proxy to attend the AGM, you must complete the proxy form in accordance with the instructions printed thereon and return it to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Share Shareholders) or the Company's head office in the PRC (A9-4, Xin Gu Industrial Park, No. 338, Guo Xin 4th Road, Shuangliu District, Chengdu, Sichuan Province, PRC) (for Domestic Shares Shareholders) 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 or online at the AGM should you so wish. If a Shareholder wishes to appoint a proxy to attend the AGM online, he/she must provide a valid email address of his/her proxy (except for appointing the chairman of the AGM) so that the proxy can receive the login details to attend online via the eVoting Portal.

Enquiry

If you have any queries about the arrangements for the AGM set out above, please contact the Company's H Share Registrar, Tricor Investor Services Limited, by email at is-enquiries@vistra.com or by telephone hotline at (852) 2980 1333 from 9:00 a.m. to 6:00 p.m. from Monday to Friday (excluding Hong Kong public holidays).

CLOSURE OF REGISTER OF MEMBERS

In order to determine the qualification of Shareholders to attend and vote at the AGM, the register of members of the Company will be closed from Friday, 22 May 2026 to Thursday, 28 May 2026, both days inclusive, during which period no transfer of Shares will be registered. In order for Shareholders to be eligible to attend and vote at the AGM, all completed share transfer forms together with the relevant share certificates shall be lodged with the H Share Registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for Domestic Shares Shareholders, to the Company's Board office in China at A9-4, Xin Gu Industrial Park, No. 338, Guo Xin 4th Road, Shuangliu District, Chengdu, Sichuan Province, PRC) for registration not later than 4:30 p.m. on Thursday, 21 May 2026. Shareholders whose names are listed on the register of members of the Company on Thursday, 28 May 2026 are entitled to attend and vote at the AGM.

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 except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter (as defined in the note to Rule 13.39(4) of the Listing Rules) to be voted on by a show of hands.

To the best knowledge, information and belief of the Directors after having made all reasonable enquiries, as at the Latest Practicable Date, no Shareholder is required to abstain from voting on the resolutions to be proposed at the AGM.

RESPONSIBILITY STATEMENT

This circular, for the information contained in 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 this circular or any statement herein misleading.

RECOMMENDATIONS

The Directors are of the view that the resolutions proposed for consideration and approval by the Shareholders at the AGM are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the resolutions as set out in the notice of the AGM.

By order of the Board
Nuobikan Artificial Intelligence Technology (Chengdu) Co., Ltd.
Liao Yu
Chairman of the Board and executive Director

Nuobikan Artificial Intelligence Technology (Chengdu) Co., Ltd.
諾比侃人工智能科技(成都)股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2635)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 2025 annual general meeting (the "**AGM**") of Nuobikan Artificial Intelligence Technology (Chengdu) Co., Ltd. (the "**Company**") will be held at the Company's conference room at A9-4, Xin Gu Industrial Park, No. 338, Guo Xin 4th Road, Shuangliu District, Chengdu, Sichuan Province, PRC at 10:00 a.m. on Thursday, May 28, 2026 for the purpose of considering and, if thought fit, approving the following resolutions. Unless the context otherwise requires, terms used in this notice shall have the same meanings as those defined in the 2025 AGM circular of the Company dated 29 April 2026.

ORDINARY RESOLUTIONS

1. To consider and approve the Auditor's Report of the Company for 2025;

2. To consider and approve the Report of the Board of Directors of the Company for 2025;

3. To consider and approve the Report of the Supervisory Committee of the Company for 2025;

4. To consider and approve the Annual Report of the Company for 2025;

5. To consider and approve the Environmental, Social and Governance Report for 2025;

6. To consider and approve the profit distribution plan for 2025;

7. To consider and approve the appointment of Mr. Luo Tian as a non-executive Director;

8. To consider and approve the potential related party transactions in 2026;

9. To consider and approve the appointment of Ernst & Young as the international auditor of the Company for 2026 and the Proposed Audit Fee;

10. To consider and approve the application for financing facilities from financial institutions and provision of guarantee in favor of subsidiaries;

11. To consider and approve the remuneration plan of the Directors for 2026;

12. To consider and approve the remuneration plan of the Supervisors for 2026;

13. To consider and approve the purchase of liability insurance for Directors, Supervisors and senior management;

SPECIAL RESOLUTION

14. To consider and approve the following on the proposed general mandate to issue Shares:

"**THAT**

(1) Subject to the conditions set out in paragraph (2) below and in compliance with the relevant regulations, it is proposed to the general meeting to authorize the Board to, within the relevant period (see paragraph (3) below), issue shares (the "**Shares**") of the Company, the same below) at its discretion (the "**Issue Mandate**").

(2) The number of Shares and Domestic Shares to be issued as approved by the Board shall not exceed 20% of the total number of issued Shares (excluding the treasury shares (if any)) as at the date on which this resolution is considered and approved at the AGM.

(3) For the purpose of this resolution, the Issue Mandate shall be effective from the passing of this resolution as a special resolution at the AGM, until whichever is the earlier of:

(i) the conclusion of the next annual general meeting of the Company following the passing of this resolution;

(ii) the expiration of the 12-month period following the passing of this resolution; or

(iii) the date on which the authorization referred to in this resolution is revoked or varied by a special resolution at any general meeting of the Company.

Provided the Board or its authorized person has, during the validity term of the authorization, executed necessary documents or fulfilled necessary procedures while such documents or procedures may have to be performed, exercised, or will be completed after the expiry of the authorization, the Board shall be entitled to perform such powers after the expiry of the relevant period.

It is also proposed to the general meeting to authorize the Board to deal with all matters in relation to the Issue Mandate to issue Shares at its sole discretion, including but not limited to:

(1) To authorize the Board to determine the specific share issuance plan, including but not limited to:

(i) types and number of Shares to be issued;

(ii) pricing method and/or issue price (including price range);

(iii) determining the time of issuance, term of issuance, target subscribers, method of issuance, use of proceeds and other contents to be included in the specific issuance plan as required by relevant laws, regulations and other regulatory documents, relevant regulatory authorities and the Stock Exchange;

(iv) deciding on the engagement of intermediaries, signing, executing, amending and completing all agreements and documents relating to the issuance of Shares;

(v) disclosing relevant information in accordance with relevant laws and regulations and the Listing Rules; and

(vi) dealing with all the reporting, registration, filing and listing matters in relation to the issuance of Shares.

(2) To authorize the Board to increase the registered capital of the Company to reflect the Shares authorized to be issued by the Company pursuant to this resolution, to make such appropriate and necessary amendments to the provisions of the Articles of Association relating to the issue of Shares and registered capital, and to take any other action and complete any formality required to effect such increase; and

(3) In addition to the above-mentioned contents in relation to the Issue Mandate to issue Shares proposed to be approved at the AGM, it is proposed to the general meeting to agree to authorize the secretary to the Board and/or joint company secretaries of the Company to deal with all relevant matters in relation to the issue of Shares, including but not limited to the preparation, amendment, publication and despatch of relevant announcements and shareholder circulars in accordance with the relevant requirements under domestic and overseas laws and regulations and the Listing Rules, as well as the requirements and recommendations of the relevant domestic and overseas government departments and regulatory authorities."

By order of the Board
Nuobikan Artificial Intelligence Technology (Chengdu) Co., Ltd.
Liao Yu
Chairman of the Board and executive Director

Sichuan Province, the People's Republic of China
29 April 2026

Notes:

1. For the purpose of ascertaining Shareholders' entitlement to attend and vote at the AGM, the register of Shareholders of the Company will be closed from Friday, 22 May 2026 to Thursday, 28 May 2026 (both dates inclusive), during which period no transfer of Shares will be registered. Shareholders whose names appear on the register of Shareholders of the Company on Thursday, 28 May 2026 are entitled to attend and vote at the AGM.

2. In order to qualify for attending and voting at the AGM, all transfer documents accompanied by the relevant Share certificates must be lodged with the H Share Registrar of the Company, Tricor Investor Services Limited (for holders of H Shares), or to the office of the Board of the Company in China (for holders of Domestic Shares), not later than 4:30 p.m. on Thursday, 21 May 2026.

   The address of the Company's H Share Registrar is as follows:

   Tricor Investor Services Limited
   17/F, Far East Finance
   Centre 16 Harcourt Road
   Hong Kong

   The address of the office of the Board of the Company in the PRC is as follows:

   A9-4, Xin Gu Industrial Park
   No. 338, Guo Xin 4th Road
   Shuangliu District
   Chengdu
   Sichuan Province
   PRC

3. Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxies (whether a Shareholder or not) to attend and vote on his/her/their behalf. The instrument appointing a proxy must be in writing under the hand of the Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a corporation, the instrument shall be executed under its common seal or under the hand of its director or other attorney duly authorized to sign.

4. To be valid, the form of proxy must be delivered to Tricor Investor Services Limited (for holders of H Shares) or to the office of the Board of the Company in China (for holders of Domestic Shares) not less than 24 hours before the time appointed for the AGM or any adjournment thereof. If the form of proxy is signed by a person under a power of attorney or other authorization document, a notarized certified copy of that power of attorney or other authorization document shall be delivered together with the form of proxy to the same location as mentioned above. Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person or online at the AGM or any adjournment thereof should he/she so wish.

5. Shareholders who attend the AGM in person shall present their identity certificates and proof of shareholding. If a corporate Shareholder appoints its authorized representative to attend the AGM, the authorized representative shall present his/her identity document and a notarized copy of the relevant authorization document signed by the Board or other authorized parties of such corporate Shareholder or other notarized documents permitted by the Company. If a proxy attends the AGM in person on behalf of a Shareholder, he/she shall present his/her identity document and the form of proxy signed by the Shareholder or his/her legal representative or his/her duly authorized agent. Forms of proxy duly signed and submitted by HKSCC Nominees Limited will be regarded as valid, and the proxy appointed by HKSCC Nominees Limited is not required to present the signed form of proxy when attending the AGM.

6. If there are joint holders of Shares, any one of them may vote at the AGM (whether in person or by proxy) in respect of such Shares, as if they were the sole holder entitled to vote. However, if more than one of such joint Shareholders are present at the AGM personally or by proxy, the vote of the joint Shareholder whose name stands first in the register of Shareholders (whether in person or by proxy) will be accepted to the exclusion of the votes of other joint Shareholders.

7. The resolution set out in the notice of AGM will be voted on by poll. The results of the poll will be published on the Company's website at www.nuobikan.com and the HKEXnews website at www.hkexnews.hk after the conclusion of the AGM.

8. The AGM is expected to last for no more than half a day. Shareholders who attend the AGM shall bear their own transportation and accommodation expenses.

As at the date of this notice, the Board comprises Mr. Liao Yu, Mr. Tang Taike, Mr. Liu Bo and Ms. Wang Li as executive Directors; Mr. Ruan Jianping and Mr. Hua Zhangrong as non-executive Directors; and Ms. Cao Xiaoxue, Mr. Sang Yongsheng, Mr. Bau Siu Fung and Mr. Wang Huan as independent non-executive Directors.