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Zhongmiao Holdings (Qingdao) Co., Ltd.
眾淼控股(青島)股份有限公司

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

(Stock Code: 1471)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of Zhongmiao Holdings (Qingdao) Co., Ltd. (眾淼控股(青島)股份有限公司) (the "**Company**") will be held at the conference room of the Company, Zhongxin Building, No. 1, Haier Road, Laoshan District, Qingdao, Shandong, PRC, at 2:00 p.m. on Thursday, 28 May 2026 (the "**AGM**"). for the purpose of considering, and if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the work report of board of directors of the Company (the "**Board**") for 2025.

2. To consider and approve the work report of supervisory committee of the Company for 2025.

3. To consider and approve the profit distribution plan of the Company for 2025.

4. To consider and approve the audited consolidated financial statements of the Company for 2025.

5. To consider and approve the annual report of the Company for 2025.

6. To consider and approve the re-appointment of KPMG as the auditors of the Company for 2026 and authorise the Board to determine its remuneration.

7. To consider and approve the proposal of the proposed election of Directors of the second session of the Board:

   (1) To consider and approve the election of Mr. Lu Yao as an executive Director of the second session of the Board;

   (2) To consider and approve the election of Ms. Li Tian as an executive Director of the second session of the Board;

   (3) To consider and approve the election of Mr. Wang Heping as an executive Director of the second session of the Board;

   (4) To consider and approve the election of Mr. Sui Shichao as an executive Director of the second session of the Board;

   (5) To consider and approve the election of Ms. Fang Qiaoling as an independent non-executive Director of the second session of the Board;

   (6) To consider and approve the election of Mr. Chung Wai Man as an independent non-executive Director of the second session of the Board; and

   (7) To consider and approve the election of Mr. Wu Jiayao as an independent non-executive Director of the second session of the Board.

SPECIAL RESOLUTION

8. To consider and approve the proposed abolishment of the Supervisory Committee and the amendments to the Articles of Association.

ORDINARY RESOLUTIONS

9. To consider and approve the proposed amendments to the rules of procedures for general meetings, subject to the passing of resolution no.8.

10. To consider and approve the proposed amendments to the rules of procedures for board meetings, subject to the passing of resolution no.8.

SPECIAL RESOLUTION

11. To consider and approve the Company to issue additional Domestic Shares and/or H Shares (as defined below) ("**Additional Shares**") and to grant to the Board a general mandate ("**General Mandate**"), subject to terms and conditions set out in this resolution, for the exercise by the Board during the Relevant Period (as defined below) of powers to allot or issue Additional Shares and/or make offers, agreements or options which might require the issue, allotment or disposal of Additional Shares and/or to sell or transfer treasury shares (such Additional Shares being subject to a maximum of 20% of the total issued shares of the Company (excluding any treasury shares) as at the date of approval of this resolution), and to make or grant offers or agreements in respect of such Additional Shares:

    (1) To consider and approve the Company to issue additional H Shares in the share capital of the Company and to grant to the Board a general mandate, subject to terms and conditions set out, to allot or issue Additional Shares and/or make offers, agreements or options which might require the issue, allotment or disposal of Additional Shares and to make or grant offers or agreements in respect of such Additional Shares, sell and/or transfer treasury share:

        i. such General Mandate shall not extend beyond the Relevant Period save that the Board may during the Relevant Period make or grant offers or agreements which might require the exercise of such powers after the end of the Relevant Period;

        ii. the total number of Domestic Shares and H Shares (as defined below) approved to be allotted or agreed conditionally or unconditionally to be allotted by the Board, shall not exceed 20% of total issued shares of the Company (excluding any treasury shares) at the date of the passing of this resolution, otherwise than pursuant to any scrip dividend scheme or similar arrangement providing for the allotment of such shares of the Company in lieu of the whole or part of a dividend on such shares in accordance with the Articles of Association;

        iii. the Board will only exercise its power under such mandate in accordance with the relevant laws and regulations of the PRC (as amended from time to time) and the Listing Rules and only if all necessary approvals from the China Securities Regulatory Commission, The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and/or other relevant PRC government authorities are obtained; and

iv. for the purposes of this resolution:

"**Domestic Shares**" means ordinary share in share capital of the Company, with a nominal value of RMB1.0 each, which are subscribed for and paid up in Renminbi and are not listed on any stock exchange;

"**H Shares**" means the overseas listed foreign shares with a nominal value of RMB1.00 each in the share capital of the Company, which are listed on the Stock Exchange and subscribed for and traded in Hong Kong dollars;

"**Relevant Period**" means the period from the passing of this resolution until the earlier of:

(a) the conclusion of the 2026 annual general meeting of the Company following the passing of this resolution;

(b) the expiration of a period of 12 months following the passing of this resolution; or

(c) the date on which the authority conferred by this resolution is revoked or varied by a special resolution in a general meeting of the Company.

(2) Subject to the Board issuing additional Domestic Shares and H Shares pursuant to this resolution, the Board be authorised to:

i. approve, execute and do or procure to be executed and done, all documents, deeds and things as it may consider necessary in connection with the issue of such new shares of the Company (including, but not limited to the time, price, quantity and place of issue, making all necessary applications to the relevant authorities, entering into an underwriting agreement or any other agreement);

ii. determine the use of proceeds and make all necessary filing, registration and applications with or to the relevant authorities in the PRC and/or Hong Kong (if required);

iii. determine the registered capital and the number of shares of the Company pursuant to the issue or allotment of shares pursuant to this resolution, and register with the relevant authorities in the PRC and/or Hong Kong upon an increase of registered capital and the number of shares of the Company.

By Order of the Board
Zhongmiao Holdings (Qingdao) Co., Ltd
Lu Yao
Chairman and executive Director

Qingdao, the People's Republic of China, 30 April 2026

Notes:

1. Capitalised terms not otherwise defined herein shall have the meaning ascribed to them in the circular of the Company dated 30 April 2026.

2. All the resolutions set out in this notice shall be decided by poll.

3. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint more than one proxy to attend and vote instead of him/her/it. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him/her/it.

4. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority, must be deposited at the Company's H Share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in case of holders of H Shares) or the Company's headquarters at No. 1, Haier Road, Laoshan District, Qingdao, Shandong, PRC (in case of holders of Domestic Shares) not less than 24 hours before the time appointed for the meeting (as the case may be). Completion and return 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 appointing a proxy shall be deemed to be revoked.

5. In the case of an appointment of corporate representative by a corporate shareholder (other than a shareholder which is a recognised clearing house (as the Hong Kong Securities and Futures Ordinance) (or its nominee(s))), a copy of the resolution of its directors or other governing body of the shareholder authorising the appointment of the corporate representative or a form of notice of appointment of corporate representative issued by the Company for such purpose or a copy of the relevant power of attorney, together with an up-to-date copy of the shareholder's constitutive documents and a list of directors or members of the governing body of the shareholder as at the date of such resolution, or, as the case may be, power of attorney, in each case certified by a director, secretary or a member of the governing body of that shareholder and notarised, must be deposited at the Company's H Share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for the meeting or the adjourned meeting (as the case may be).

6. For determining the entitlement to attend and vote at the meeting, the register of members 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. The record date is Thursday, 28 May 2026. In order to be eligible to attend and vote at the annual general meeting, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Thursday, 21 May 2026.

7. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this announcement, the Board comprises Mr. Lu Yao, Mr. Zhang Zhiquan, Ms. Li Tian and Mr. Wang Heping as executive directors; and Ms. Fang Qiaoling, Mr. Chung Wai Man and Ms. Ng Sin Kiu as independent non-executive directors.