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 your stockbroker, or other registered dealers in securities, bank manager, solicitors, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Guangdong Huayan Robotics Co., Ltd., you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

Guangdong Huayan Robotics Co., Ltd.
廣東華沿機器人股份有限公司

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

(Stock Code: 1021)

2025 ANNUAL REPORT
2025 WORK REPORT OF THE BOARD OF DIRECTORS
2025 PROFIT DISTRIBUTION PROPOSAL
RE-APPOINTMENT OF THE EXTERNAL AUDITOR FOR 2026
PROPOSED CHANGE OF REGISTERED CAPITAL AND TYPE OF COMPANY
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
PROPOSED GRANTING OF A GENERAL MANDATE TO THE BOARD TO ISSUE SHARES
PROPOSED GRANTING OF A GENERAL MANDATE TO THE BOARD TO REPURCHASE H SHARES
AND
NOTICE OF 2025 ANNUAL GENERAL MEETING

The annual general meeting of Guangdong Huayan Robotics Co., Ltd. is to be held at 2:00 p.m. on Monday, June 22, 2026 at Conference Room 9, 4/F, Building C1, Han's Laser Global Intelligent Manufacturing Center, Bao'an District, Shenzhen, the PRC. The notice of the annual general meeting is set out on pages 15 to 19 of this circular.

A form of proxy for the AGM has been published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.huayan-robotics.com) and has been despatched to the holders of H Shares in the manner in which H Shareholders have selected to receive corporate communications. If you intend to attend the AGM by proxy, you are requested to complete and sign the form of proxy in accordance with the instructions printed thereon and return the same as soon as possible but in any event not later than 24 hours before the time appointed for holding the AGM or any adjournment thereof (i.e. not later than 2:00 p.m. on Sunday, June 21, 2026) 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 H Shares), or the Company's registered office at Room 1101, Building 9, Haichuang Dazu Robot Intelligent Manufacturing Center, No. 3 Erzhi Industrial Avenue, Xihai Village, Beijiao Town, Shunde District, Foshan City, Guangdong, PRC (for holders of Domestic Unlisted Shares). 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 should you so wish and, in such event, the completed and returned form of proxy will be deemed to be revoked.

All references to dates and times in this circular refer to dates and times in Hong Kong.

May 29, 2026

CONTENT

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

"Annual General Meeting" or "AGM"	the annual general meeting of the Company, or any adjournment thereof, to be held at 2:00 p.m. on Monday, June 22, 2026 at Conference Room 9, 4/F, Building C1, Han's Laser Global Intelligent Manufacturing Center, Bao'an District, Shenzhen, the PRC to consider, and if thought fit, pass the resolutions contained in the notice of the 2025 annual general meeting which is set out on pages 15 to 19 of this circular
"Articles of Association"	the articles of association of our Company as amended, supplemented or otherwise modified from time to time
"Board" or "Board of Directors"	the board of directors of the Company
"China" or "PRC"	the People's Republic of China (excluding, for the purpose of this circular, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan)
"Company", "our Company" or "the Company"	Guangdong Huayan Robotics Co., Ltd. (廣東華沿機器人股份有限公司) (previously known as Guangdong Huayan Robotics Co., Ltd. (廣東華沿機器人有限公司) and Shenzhen Dazu Robot Co., Ltd. (深圳大族機器人有限公司)), a limited liability company incorporated in the PRC on September 7, 2017 and converted into a joint stock limited liability company on May 22, 2025, the H Shares of which are listed on the Main Board of the Hong Kong Stock Exchange (Stock Code: 1021)
"Director"	a director of the Company
"Domestic Unlisted Shares"	ordinary shares in the share capital of the Company, with a nominal value of RMB0.2 each, which are not listed on any stock exchange
"Group" or "our Group"	the Company and its subsidiaries
"H Share(s)"	ordinary share(s) in the share capital of our Company with a nominal value of RMB0.2 each, which is/are to be subscribed for and traded in HK dollars and were listed on the Hong Kong Stock Exchange

"H Shares Repurchase Mandate"	The general mandate proposed to be granted to the Board at the AGM to repurchase, on the Hong Kong Stock Exchange, H Shares representing not more than 10% of the total number of H Shares in issue (excluding any treasury shares) as at the date of passing of the relevant resolution
"holder(s) of Domestic Unlisted Shares"	holder(s) of Domestic Unlisted Shares
"holder(s) of H Shares"	holder(s) of H Shares
"Hong Kong dollars", "HKD" or "HK$"	the lawful currency of Hong Kong
"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Latest Practicable Date"	May 26, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its printing
"Listing Date"	March 30, 2026, on which H Shares were listed and from which dealings therein were permitted to take place on the Hong Kong Stock Exchange
"Listing Rules"	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, as amended, supplemented or otherwise modified from time to time
"RMB" or "Renminbi"	the lawful currency of the PRC
"SAFE"	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
"Securities and Futures Ordinance" or "SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) in the capital of our Company with a nominal value of RMB0.2 each, comprising Domestic Unlisted Shares and H Shares

"Shareholder(s)"	holder(s) of the Share(s)
"Takeovers Code"	the Code on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission of Hong Kong as amended, supplemented or otherwise modified from time to time
"treasury share(s)"	has the meaning ascribed thereto under the Listing Rules
"%"	percentage

Guangdong Huayan Robotics Co., Ltd.
廣東華沿機器人股份有限公司

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

(Stock Code: 1021)

Executive Directors:
Mr. Wang Guangneng *(Chairman of the Board and General Manager)*
Mr. Zhang Guoping *(Chief Technology Officer)*
Mr. Zhang Yingtao *(Chief Financial Officer and Secretary to the Board)*

Non-executive Director:
Dr. Fang Bin

Independent Non-executive Directors:
Dr. Wang Yihua
Dr. Huang Kai
Ms. Gao Li

Registered Office, Head office and Principal Place of Business in the PRC:
Room 1101, Building 9
Haichuang Dazu Robot Intelligent Manufacturing Center
No. 3, Erzhi Industrial Avenue
Xihai Village, Beijiao Town
Shunde District, Foshan City
Guangdong, PRC

Principal Place of Business in Hong Kong:
Room 1919, 19/F
Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

May 29, 2026

To the Shareholders

Dear Sir or Madam,

2025 ANNUAL REPORT
2025 WORK REPORT OF THE BOARD OF DIRECTORS
2025 PROFIT DISTRIBUTION PROPOSAL
RE-APPOINTMENT OF THE EXTERNAL AUDITOR FOR 2026
PROPOSED CHANGE OF REGISTERED CAPITAL AND TYPE OF COMPANY
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
PROPOSED GRANTING OF A GENERAL MANDATE TO THE BOARD TO ISSUE SHARES
PROPOSED GRANTING OF A GENERAL MANDATE TO THE BOARD TO REPURCHASE H SHARES
AND
NOTICE OF 2025 ANNUAL GENERAL MEETING

I. INTRODUCTION

The purpose of this circular is to provide you with the notice of the AGM and all the information reasonably necessary to enable you to make an informed decision on voting for or against the proposed resolutions at the AGM.

Ordinary resolutions will be proposed at the AGM for consideration, and, if thought fit, approval of:

1. The Company's 2025 Annual Report ("**2025 Annual Report**");

2. The Company's 2025 Work Report of the Board of Directors ("**2025 Work Report of the Board of Directors**");

3. The Company's 2025 Profit Distribution Proposal ("**2025 Profit Distribution Proposal**"); and

4. Re-appointment of the External Auditor for 2026.

Special resolutions will be proposed at the AGM for consideration, and, if thought fit, approval of:

5. Proposed Change of Registered Capital and Type of Company;

6. Proposed Amendments to the Articles of Association;

7. Proposed Granting of a General Mandate to the Board to Issue Shares; and

8. Proposed Granting of a General Mandate to the Board to Repurchase H Shares.

II. DETAILS OF RESOLUTIONS

1. 2025 Annual Report

An ordinary resolution will be proposed at the AGM to consider and approve the 2025 Annual Report. The 2025 Annual Report has been published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.huayan-robotics.com).

2. 2025 Work Report of the Board of Directors

An ordinary resolution will be proposed at the AGM to consider and approve the 2025 Work Report of the Board of Directors, the text of which has been published in the 2025 Annual Report.

3. 2025 Profit Distribution Proposal

An ordinary resolution will be proposed at the AGM to consider and approve the 2025 Profit Distribution Proposal.

In light of the fact that the cumulative undistributed profits of the Company attributable to the Shareholders of the parent company as of December 31, 2025 were negative, the Board of Directors proposes that no profit distribution will be made for the year 2025, pursuant to the relevant laws, regulations and the Articles of Association.

4. Re-Appointment of the External Auditor for 2026

An ordinary resolution will be proposed at the AGM to consider and approve the re-appointment of the external auditor for the year 2026.

The Company intends to re-appoint Ernst & Young as the external auditor of the Company for the year 2026 for a term of one year until the conclusion of the 2026 annual general meeting of the Company. Ernst & Young will provide audit services for the Company's 2026 financial accounting statements, interim review, tax consultation and others. Having considered factors such as the Company's business situation, expected audit scope, audit timetable and audit resources, and assuming no material change in the Group's operations, accounting policies or regulatory environment for the year 2026, the audit fee of Ernst & Young is estimated to be no more than RMB4 million and it is proposed that the annual general meeting authorize the Board to negotiate the specific audit fee with Ernst & Young on a fair and reasonable basis.

Having taken into account of the above factors, the Board considers that the estimated audit fee is fair and reasonable and in the interests of the Company and its Shareholders as a whole. Unless there is a material change in the bases and assumptions set out above, the audit fee is not expected to deviate materially from the aforementioned range. Otherwise, the Company will make further disclosure(s) as and when appropriate.

5. Proposed Change of Registered Capital and Type of Company

A special resolution will be proposed at the AGM to consider and approve the proposed change of the Company's registered capital and type.

Pursuant to the Notice of Filing for Overseas Issuance and Listing and the "Full Circulation" of Domestic Unlisted Shares of Guangdong Huayan Robotics Co., Ltd. (Guo He Han [2026] No. 412) issued by the China Securities Regulatory Commission and with the approval by the Hong Kong Stock Exchange, the Company publicly issued 92,902,600 H Shares (including additional shares issued upon the exercise of the Offer Size Adjustment Option, but excluding those issued upon the exercise of the Over-allotment Option) (hereinafter referred to as the "**Issuance and Listing**") and the full circulation participating Shareholders have converted 432,667,180 Domestic Unlisted Shares into H Shares on a one-to-one basis upon the completion of the Issuance and Listing (hereinafter referred to as the "**Full Circulation**"). The aforesaid H Shares were listed and began trading on the Main Board of the Hong Kong Stock Exchange on March 30, 2026.

On April 24, 2026, the overall coordinators for the Issuance and Listing notified the Company in writing of the partial exercise of the over-allotment option granted to the international underwriters under the International Underwriting Agreement in respect of an aggregate of 13,469,000 H Shares (hereinafter referred to as the "**Over-allotment**"). The aforesaid H Shares were listed and began trading on the Main Board of the Hong Kong Stock Exchange on April 29, 2026.

Upon the completion of the Issuance and Listing, the Full Circulation and the Over-allotment, the changes in the Company's shares are as follows:

Type of Shares	Before the Issuance and Listing of H Shares		After the Issuance and Listing of H Shares	
	Number (shares)	Percentage	Number (shares)	Percentage
Domestic Unlisted Shares	450,694,980	100.00%	18,027,800	3.24%
H Shares	–	–	539,038,780	96.76%
Total	**450,694,980**	**100.00%**	**557,066,580**	**100.00%**

Upon the completion of this Issuance and Listing, Full Circulation and Over-allotment, the total share capital of the Company increased from 450,694,980 shares to 557,066,580 shares; the registered capital of the Company increased from RMB90,138,996 to RMB111,413,316; and the type of the Company changed from "Other joint stock company (non-listed)" to "Joint stock company (foreign-invested, listed)".

As a result of the foregoing, the Company intends to change its registered capital and type. The change thereof shall take effect from the date of approval by the competent authority for market regulation.

This resolution has been considered and passed by the Board, and is hereby proposed as a special resolution to the AGM for consideration. The Board also proposed to the AGM to authorize the Board and person(s) authorized by the Board to handle specific matters related to the change of the Company's registered capital and type, including but not limited to performing procedures such as approval, registration, filing, verification with, and obtaining consent from the competent authority for market regulation at their full discretion, and other necessary, proper and appropriate matters in connection therewith.

6. Proposed Amendments to the Articles of Association

A special resolution will be proposed at the AGM to consider and approve proposed amendments to the Articles of Association.

Reference is made to the announcement of the Company dated May 26, 2026 in relation to, among other things, the proposed amendments to the Articles of Association. In view of the relevant changes in the resolution on the proposed change of the Company's registered capital and type, the Board proposed amendments to the relevant provisions of the currently effective Articles of Association. The specific amendments are as follows:

No. of Articles of Association	Original Articles of Association	Amended Articles of Association
Article 4	The Company was ~~filed with the China Securities Regulatory Commission (hereinafter referred to as the "CSRC") on February 14, 2026, and~~ approved by The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Hong Kong Stock Exchange") on ~~[●]~~, to issue ~~[●]~~ overseas listed foreign shares (H Shares) in its initial public offering, which were listed on the Main Board of the Hong Kong Stock Exchange on ~~[●]~~.	The Company was approved by The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Hong Kong Stock Exchange") on **March 30, 2026**, to issue **92,902,600** overseas listed foreign shares (H Shares) in its initial public offering **(including additional shares issued upon the exercise of the offer size adjustment option, but excluding the exercise of the over-allotment option), while 432,667,180 Domestic Unlisted Shares were converted into H Shares through full circulation, and the aforementioned H Shares** were listed on the Main Board of the Hong Kong Stock Exchange on **March 30, 2026; the Company over-allotted 13,469,000 shares on April 29, 2026, and the aforementioned H Shares were listed on the Main Board of the Hong Kong Stock Exchange on April 29, 2026.**
Article 7	The registered capital of the Company is RMB~~[●]~~ million.	The registered capital of the Company is RMB**111.413316** million.
Article 22	The number of issued shares of the Company is ~~[●]~~ shares, all of which are ordinary shares.	The number of issued shares of the Company is **557,066,580** shares, all of which are ordinary shares.

Save for the amendments as set out above, other provisions of the currently effective Articles of Association remain unchanged.

The amended Articles of Association shall take effect from the date on which the change of the Company's registered capital and type is approved by the competent authority for market regulation and becomes effective. Prior to the effectiveness of the amended Articles of Association, the prevailing Articles of Association shall remain effective. The final amendments to the Articles of Association shall be subject to the approval of the competent authority for market regulation.

This resolution has been considered and passed by the Board, and is hereby proposed as a special resolution to the AGM for consideration. The Board also proposed to the AGM to authorize the Board and person(s) authorized by the Board to handle specific matters related to amendments to the Articles of Association, including but not limited to performing relevant procedures for industrial and commercial registration of the change.

7. Proposed Granting of a General Mandate to the Board to Issue Shares

To ensure the flexibility of the Company to issue new Shares at its discretion as and when appropriate, a special resolution will be proposed at the AGM to consider and approve the proposed granting of a general mandate to the Board to issue, allot and deal with (including the sale or transfer of any treasury shares (if applicable)) additional shares (including, but without limitation, Domestic Unlisted Shares, H Shares, securities, options and warrants convertible into such Shares or similar rights to subscribe for such Shares) not exceeding 20% of total number of issued Shares (excluding any treasury shares) as at the date of the passing of this resolution.

As at the Latest Practical Date, the Company has 557,066,580 Shares in issue, comprising 539,038,780 H Shares and 18,027,800 Domestic Unlisted Shares. Subject to the passing of this resolution and assuming no further issuance of Shares by the Company prior to the AGM, the Company may issue, allot and deal with (including the sale or transfer of any treasury shares (if applicable)) up to 111,413,316 Shares under the General Mandate.

8. Proposed Granting of a General Mandate to the Board to Repurchase H Shares

In order to provide the Company with flexibility to repurchase H Shares in appropriate circumstances, a special resolution will be proposed at the AGM to consider and approve the proposed granting of a general mandate to the Board to repurchase H Shares on the Hong Kong Stock Exchange not more than 10% of the total number of H Shares in issue (excluding any treasury shares) as at the date of the passing of this resolution.

As at the Latest Practicable Date, the Company had issued 539,038,780 H Shares. Subject to the passing of this resolution and assuming no further issuance of Shares by the Company prior to the AGM, the Company may repurchase up to 53,903,878 H Shares under the General Mandate.

Appendix I to this circular contains the explanatory statement required under the Listing Rules to provide Shareholders with the necessary information reasonably required to enable them to make an informed decision on whether to vote for or against the proposed granting of the General Mandate to the Board to repurchase H Shares.

III. ANNUAL GENERAL MEETING AND VOTING METHOD

The AGM of the Company is to be held at 2:00 p.m. on Monday, June 22, 2026 at Conference Room 9, 4/F, Building C1, Han's Laser Global Intelligent Manufacturing Center, Bao'an District, Shenzhen, the PRC. The notice of the AGM is set out on pages 15 to 19 of this circular.

For the purpose of determining the eligibility of attending and voting at the AGM, the register of members of the Company will be closed from Tuesday, June 16, 2026 to Monday, June 22, 2026 (both days inclusive), during which period no transfer of H Shares will be effected. In order to be eligible to attend and vote at the AGM, all completed transfers together with 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 holders of H Shares), or the Company's registered office at Room 1101, Building 9, Haichuang Dazu Robot Intelligent Manufacturing Center, No. 3 Erzhi Industrial Avenue, Xihai Village, Beijiao Town, Shunde District, Foshan City, Guangdong, the PRC (for holders of Domestic Unlisted Shares), not later than 4:30 p.m. on Monday, June 15, 2026. Shareholders whose names appear on the register of members of the Company on Monday, June 22, 2026 shall be entitled to attend and vote at the AGM.

A proxy form for the AGM has been published on the websites of the Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.huayan-robotics.com) and has been despatched to H Shareholders in the manner in which H Shareholders have selected to receive corporate communications. Shareholders who intend to attend the AGM by proxy are required to complete and sign the proxy form in accordance with the instructions printed thereon and deposit it together with the power of attorney or other authority (if any) signed or a notarized copy of such power of attorney or authority with Tricor Investor Services Limited, the Company's H Share Registrar, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares), or the Company's registered office at Room 1101, Building 9, Haichuang Dazu Robot Intelligent Manufacturing Center, No. 3 Erzhi Industrial Avenue, Xihai Village, Beijiao Town, Shunde District, Foshan City, Guangdong, the PRC (for holders of Domestic Unlisted Shares), as soon as possible but in any event not later than 24 hours before the time appointed for holding the AGM (or any adjournment thereof), i.e. not later than 2:00 p.m. on Sunday, June 21, 2026, in order to be valid. Completion and return of the proxy form shall not preclude you from attending in person and voting at the AGM or any adjourned meeting if you so wish, in which case the completed and returned proxy form shall be deemed to have been withdrawn.

Pursuant to Rule 13.39(4) of the Listing Rules and Article 90 of the Articles of Association, subject to certain exceptions, all votes of the Shareholders at the general meetings must be taken by poll. Therefore, all resolutions at the AGM will be voted on by way of poll.

IV. RECOMMENDATION

The Board considers that all resolutions proposed at the AGM for consideration and approval by Shareholders are in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends that the Shareholders vote in favor of all resolutions to be proposed at the AGM.

V. RESPONSIBILITY STATEMENT

This circular, for which the Directors of the Company 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 any statement herein or this document misleading.

Yours sincerely
By order of the Board
Guangdong Huayan Robotics Co., Ltd.
Mr. Wang Guangneng
Executive Director and Chairman of the Board

The following explanatory statement is required under the Listing Rules to provide Shareholders with information reasonably necessary to enable them to make an informed decision on whether to vote for or against the special resolution to be proposed at the AGM in relation to the granting of the H Shares Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the Company has 557,066,580 Shares in issue, comprising 18,027,800 Domestic Unlisted Shares and 539,038,780 H Shares. No treasury shares were held by the Company.

If the special resolution on the proposed granting of the H Shares Repurchase Mandate is passed at the AGM, and assuming no further issuance of Shares by the Company prior to the AGM, the Company may, under the general mandate, repurchase H Shares up to a maximum of 10% of the total number of H Shares in issue (excluding any treasury shares) as at the date of the passing of the resolution, which amounts to 53,903,878 H Shares.

2. REASONS FOR REPURCHASE OF H SHARES

The Directors believe that the granting of the H Shares Repurchase Mandate is in the best interests of the Company and the Shareholders. Depending on the prevailing market conditions and funding arrangements, such repurchases may enhance net asset value per Share and/or earnings per Share and will only be made if the Directors consider such repurchases beneficial to the Company and the Shareholders.

3. FUNDS FOR REPURCHASE OF H SHARES

The Company may only use funds that may lawfully be used for the repurchase of H Shares under its Articles of Association, laws of the PRC and/or any other applicable laws, as the case may be.

4. EFFECT OF REPURCHASE OF H SHARES

The H Shares Repurchase Mandate, if exercised in full at any time during the proposed repurchase period, may have a material adverse effect on the working capital or balance sheet position of the Company as compared to the position disclosed in the audited accounts of the Company in its annual report for the year ended December 31, 2025. However, the Directors do not intend to exercise the H Shares Repurchase Mandate in circumstances where the exercise of the H Shares Repurchase Mandate would have a material adverse effect on the working capital requirements of the Company or on the balance sheet position of the Company which, in the opinion of the Directors, are appropriate from time to time.

The Company will cancel any repurchased H Shares and/or hold the repurchased H Shares as treasury shares depending on the circumstances at the time of the repurchases of H Shares, such as market conditions and its capital management requirements.

5. PRICE OF H SHARES

As the Company has been listed on the Hong Kong Stock Exchange for less than 12 months, the highest and lowest prices per H Share traded on the Hong Kong Stock Exchange from the Listing Date up to and including the Latest Practicable Date are as follows:

	Price per H Share	
Month	**Highest**	**Lowest**
	HK$	*HK$*
2026		
March *(from the Listing Date)*	21.52	16.50
April	25.12	16.20
May *(as of the Latest Practicable Date)*	22.20	17.00

6. GENERAL

To the best knowledge of the Directors, having made all reasonable enquiries, neither the Directors nor any of their respective close associates (as defined in the Listing Rules) have any current intention to sell any H Shares to the Company if the granting of the H Shares Repurchase Mandate is approved by the Shareholders.

The Company has not received notification from any of the core connected persons (as defined in the Listing Rules) of the Company that they currently intend to sell any H Shares to the Company, or have undertaken not to sell any H Shares held by them to the Company, subject to the Shareholders' approval of the granting of the H Shares Repurchase Mandate.

Once H Shares are repurchased by the Company, the Shareholders' rights attached to the repurchased H Shares will be suspended. Upon completion of the repurchase of H Shares, the Company will give clear written instructions to the Company's H Share Registrar, Tricor Investor Services Limited, and the relevant brokers to update the records, clearly specifying the repurchased H Shares held as treasury shares in the Central Clearing and Settlement System.

The Directors will exercise the power of the Company to repurchase H Shares under the H Shares Repurchase Mandate in compliance with the requirements under the Listing Rules and applicable PRC laws and regulations.

To the best knowledge of the Directors, there is nothing unusual about this explanatory statement and the H Shares Repurchase Mandate.

7. TAKEOVERS CODE

If the repurchase of H Shares under the H Shares Repurchase Mandate results in an increase in a Shareholder's proportionate interest in the voting rights of the Company, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (as defined in the Takeovers Code) may acquire or consolidate control of the Company (depending on the level of increase in Shareholders' interest) and thus be required to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

To the best of the Company's knowledge, as at the Latest Practicable Date, Mr. Wang Guangneng together with his spouse, Ms. Zhang Miao, Mr. Zhang Guoping together with his spouse, Ms. Shan Yanhua, Shenzhen Zhirentuan Technology Co., Ltd., Foshan Zhirenying Enterprise Management Partnership (Limited Partnership), Sichuan Zhirentuan Enterprise Management Partnership (Limited Partnership), Shenzhen Zhirenxue Enterprise Management Partnership (Limited Partnership), Shenzhen Zhirenle Enterprise Management Partnership (Limited Partnership), Shenzhen Zhirenju Enterprise Management Partnership (Limited Partnership), Shenzhen Zhirenxing Enterprise Management Partnership (Limited Partnership), Shenzhen Zhirenyun Enterprise Management Partnership (Limited Partnership) and Shenzhen Xianzhikong Enterprise Management Partnership (Limited Partnership) were deemed to be interested in a total of 177,770,600 Shares, representing approximately 31.9% of the issued Shares of the Company. If the Directors were to exercise the H Shares Repurchase Mandate in full, their respective deemed interests in the Company would increase to approximately 35.3% of the issued Shares of the Company. To the best of the Directors' knowledge and belief, such increase would result in an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. However, the Directors currently have no intention to repurchase H Shares to an extent that would trigger the obligation to make a mandatory offer under Rule 26 of the Takeovers Code.

The Directors do not intend to exercise the H Shares Repurchase Mandate in circumstances where such exercise would result in an obligation to make a mandatory offer pursuant to Rule 26 of the Takeovers Code and/or in the aggregate number of Shares held by the public falling below the specified minimum percentage as required by the Hong Kong Stock Exchange. The Directors are not aware of any consequences that would arise from the exercise of the H Shares Repurchase Mandate under the Takeovers Code and/or other similar applicable laws.

8. SHARES REPURCHASED BY THE COMPANY

From the Listing Date up to the Latest Practicable Date, the Company has not repurchased any Shares on the Hong Kong Stock Exchange or elsewhere.

Guangdong Huayan Robotics Co., Ltd.
廣東華沿機器人股份有限公司

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

(Stock Code: 1021)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting (the "**AGM**") of Guangdong Huayan Robotics Co., Ltd. (the "**Company**") will be convened and held at 2:00 p.m. on Monday, June 22, 2026 at Conference Room 9, 4/F, Building C1, Han's Laser Global Intelligent Manufacturing Center, Bao'an District, Shenzhen, the PRC for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the 2025 Annual Report of the Company.

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

3. To consider and approve the 2025 Profit Distribution Proposal of the Company.

4. To consider and approve the resolution on the re-appointment of the external auditor for 2026 by the Company.

SPECIAL RESOLUTIONS

5. To consider and approve the resolution on the proposed change of the registered capital and the type of the Company.

6. To consider and approve the resolution on the proposed amendments to the Articles of Association.

7. To consider and approve the resolution on the proposed granting of a general mandate to the Board to issue shares.

"That:

(1) subject to paragraph (b) and in accordance with the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), the Articles of Association of Guangdong Huayan Robotics Co., Ltd. (the "**Articles of Association**") and relevant laws and regulations of the PRC, the granting of a general mandate to the Board to issue, allot and deal with (including the sale and transfer of treasury shares (if applicable)), separately or concurrently, additional shares and/or similar rights and is subject to the following conditions:

(a) such mandate shall not extend beyond the Relevant Period (as defined below) except that the Board may during the Relevant Period make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the expiration of the Relevant Period; and

(b) the number of additional shares and/or similar rights, separately or concurrently, or agreed conditionally or unconditionally to be issued, allotted and dealt with (including the sale and transfer of treasury shares (if applicable)) by the Board shall not in aggregate exceed 20% of the number of shares of the Company in issue (excluding any treasury shares) as at the date of the passing of such resolution by the AGM;

"Relevant Period" means the period from the date of passing of this resolution until the earliest of:

(a) the expiration of the 12-month period following the date of the passing of this resolution by the AGM as a special resolution;

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

(c) the date on which the authorisation set out in this resolution is revoked or varied by a special resolution of the Shareholders at any general meetings of the Company.

(2) to issue, allot and deal with (including the sale and transfer of treasury shares (if applicable)) additional shares and/or similar rights pursuant to the resolution set out in the paragraph (1) above, the Board is hereby authorized:

(a) to approve, execute and do or procure to approve, execute and do, all such documents, deeds and matters as it may consider necessary in connection with the issue, allotment of and dealing with (including the sale and transfer of treasury shares (if applicable)) such additional shares and/or similar rights including, without limitation, determining the size of the issue, the issue price, the use of proceeds from the issue, the targets of the issue and the place and time of the issue;

(b) to make all necessary applications to the relevant authorities, enter into an underwriting agreement or any other agreements, and to make all necessary filings and registrations with the relevant PRC, Hong Kong and other regulatory authorities; and

(c) to make necessary amendments to the Articles of Association in order to reflect the new shareholding structure of the Company after authorizing the Company to allot or issue Shares pursuant to this resolution.

8. To consider and approve the resolution on the proposed granting of a general mandate to the Board to repurchase H Shares.

"That:

(1) subject to paragraph (b) and in accordance with the relevant requirements of the Listing Rules, the Articles of Association and relevant laws and regulations of the PRC, the granting of a general mandate to the Board to repurchase H Shares and is subject to the following conditions:

(a) such mandate shall not extend beyond the Relevant Period (as defined below) except that the Board may during the Relevant Period make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the expiration of the Relevant Period;

(b) the number of H Shares, separately or concurrently, or agreed conditionally or unconditionally to be repurchased by the Board shall not exceed 10% of the total number of H Shares of the Company in issue (excluding any treasury shares) as at the date of the passing of such resolution by the AGM; and

(c) if the Company repurchases H Shares pursuant to the H Shares Repurchase Mandate, the Company will (i) cancel the repurchased shares and/or (ii) hold such Shares in treasury, subject to market conditions and the capital management needs of the Company at the relevant time such repurchases of shares are made.

"Relevant Period" means the period from the date of passing of this resolution until the earliest of:

(a) the expiration of the 12-month period following the date of the passing of this resolution by the AGM as a special resolution;

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

(c) the date on which the authorisation set out in this resolution is revoked or varied by a special resolution of the Shareholders at any general meetings of the Company.

(2) pursuant to the resolution set out in the paragraph (1) above to repurchase the existing H Shares, the Board is hereby authorized:

(a) to approve, execute and do or procure to approve, execute and do, all such documents, deeds and matters as it may consider necessary in connection with the repurchase of such Shares including, without limitation, determining the size of the repurchase, the repurchase price, and the time of the repurchase; and

(b) to make necessary amendments to the Articles of Association in order to reflect the new shareholding structure of the Company after authorizing the Company to repurchase existing shares pursuant to this resolution.

By order of the Board
Guangdong Huayan Robotics Co., Ltd.
Mr. Wang Guangneng
Executive Director and Chairman of the Board

Guangdong, the PRC
May 29, 2026

Notes:

1. Pursuant to Rule 13.39(4) of the Listing Rules and Article 90 of the Articles of Association, subject to certain exceptions, all votes of the Shareholders at the general meetings must be taken by poll. Therefore, all resolutions at the AGM will be voted on by way of poll.

2. Any member of the Company entitled to attend and vote at the AGM shall be entitled to appoint more than one proxy to attend and vote on his/her/its behalf. A proxy need not be a Shareholder of the Company, but must attend the AGM in person to represent the relevant Shareholder. If more than one proxy is appointed, the number of shares to which each proxy relates shall be stated in the relevant proxy form. Every member present in person or by proxy shall have one vote for every share held by him/her.

   The instrument appointing a proxy must be in writing under the hand of the Shareholder or his/her/its attorney authorized in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its director(s) or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarized.

3. If the attending Shareholder is a corporation, its legal representative shall present his or her ID card, a valid certificate proving his or her qualification as a legal representative and proof of shareholding; if a proxy is appointed to attend the meeting, such proxy shall present his or her ID card and a written power of attorney issued by the relevant Shareholder in accordance with law.

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 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 (for holders of H Shares), or the Company's registered office at Room 1101, Building 9, Haichuang Dazu Robot Intelligent Manufacturing Center, No. 3 Erzhi Industrial Avenue, Xihai Village, Beijiao Town, Shunde District, Foshan City, Guangdong, the PRC (for holders of Domestic Unlisted Shares), not later than 24 hours before the time appointed for holding the AGM (or any adjournment thereof), that is, not later than 2:00 p.m. on Sunday, June 21, 2026. After completing and returning the proxy form, a Shareholder of the Company may still attend and vote in person at the AGM, in which case the instrument appointing a proxy will be deemed to be revoked.

5. For the purpose of determining the eligibility of attending and voting at the AGM, the register of members of the Company will be closed from Tuesday, June 16, 2026 to Monday, June 22, 2026 (both days inclusive), during which period no transfer of H Shares will be registered. In order to be eligible to attend and vote at the AGM, all completed transfers together with 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 Shareholders of H Shares), or the Company's registered office at Room 1101, Building 9, Haichuang Dazu Robot Intelligent Manufacturing Center, No. 3 Erzhi Industrial Avenue, Xihai Village, Beijiao Town, Shunde District, Foshan City, Guangdong, the PRC (for Shareholders of Domestic Unlisted Shares), not later than 4:30 p.m. on Monday, June 15, 2026. Shareholders whose names appear on the register of members of the Company on Monday, June 22, 2026 shall be entitled to attend and vote at the AGM.

6. The contact of the Office of the Board Secretary is as follows:

   Address: 6/F, Building C3, Han's Laser Global Intelligent Manufacturing Center, Bao'an District, Shenzhen
   Contact Person: Ms. Yin
   Telephone: 0755-26652750

7. The AGM is expected to last for no more than half a day. Shareholders or their proxies attending the AGM are responsible for their own transportation and accommodation expenses.

8. Times and dates referred to in this notice are Hong Kong times and dates.