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Black Sesame International Holding Limited
黑芝麻智能國際控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2533)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**Meeting**") of Black Sesame International Holding Limited (the "**Company**") will be held at 30/F, Building A, Zhongxing Times • Digital Trade Port, No. 79 Xudong Street, Hongshan District, Wuhan City, Hubei Province, China on Monday, June 29, 2026 at 9:30 a.m. for the following purposes:

ORDINARY RESOLUTIONS

1. To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors (the "**Director(s)**") and the auditor of the Company for the year ended December 31, 2025.

2. To re-elect Dr. YANG Lei as a non-executive Director.

3. To re-elect Prof. LI Qingyuan as an independent non-executive Director.

4. To re-elect Prof. LONG Wenmao as an independent non-executive Director.

5. To re-elect Prof. XU Ming as an independent non-executive Director.

6. To authorize the board of Directors of the Company (the "**Board**") to fix the respective Directors' remuneration.

7. To re-appoint PricewaterhouseCoopers as auditor of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorize the Board to fix their remuneration for the year ending December 31, 2026.

* *For identification purposes only*

8. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to paragraph (b) below, a general unconditional mandate be and is hereby given to the Board, during the Relevant Period (as defined below) to exercise all the powers of the Company to repurchase its shares on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") or on any other stock exchange on which the shares of the Company may be listed and recognized for this purpose by the Securities and Futures Commission of Hong Kong and the Stock Exchange, subject to and in accordance with all applicable laws, rules and regulations;

(b) the total number of shares of the Company to be repurchased pursuant to the approval in paragraph (a) above of this resolution shall not exceed 10% of the total number of issued shares of the Company (excluding any ordinary shares in the share capital of the Company ("**Shares**") that are held as treasury shares (the "**treasury Shares**") which shall have the meaning ascribed to it under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited) as at the date of passing this resolution (subject to adjustment in the case of any consolidation or subdivision of the shares of the Company after the passing of this resolution) and the said approval shall be limited accordingly; and

(c) for the purposes of this resolution, "**Relevant Period**" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the revocation or variation of the authority given under this resolution by an ordinary resolution passed by the Company's shareholders in general meetings; and

(iii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company (the "**Articles of Association**") or any applicable laws to be held."

9. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to paragraph (c) below, a general unconditional mandate be and is hereby given to the Board, during the Relevant Period (as defined below) to exercise all the powers of the Company to allot, issue and deal with additional Shares in the capital of the Company or securities convertible into Shares, or options, warrants or similar rights to subscribe for Shares or such convertible securities of the Company and/or to sell or transfer any treasury Shares and to make or grant offers, agreements and options (including bonds, warrants and debentures convertible into shares of the Company) which might require the exercise of such powers;

(b) the approval in paragraph (a) above of this resolution shall be in addition to any other authorization given to the Board and shall authorize the Board to make or grant offers, agreements and/or options during the Relevant Period (as defined below) which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the total number of Shares allotted or agreed conditionally or unconditionally to be allotted, and treasury Shares sold or transferred or agreed conditionally or unconditionally to be sold or transferred, by the Board during the Relevant Period pursuant to the approval in paragraph (a) above, otherwise than by way of a Rights Issue (as defined below) or pursuant to the grant or exercise of any options under the option scheme of the Company or any other option, scheme or similar arrangement for the time being adopted for the grant or issue to the directors, officers and/or employees of the Company and/or any of its subsidiaries of shares or rights to acquire shares of the Company; or any scrip dividend or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles of Association, shall not exceed 20% of the total number of Shares of the Company in issue (excluding any Shares that are held as treasury Shares) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of the shares of the Company after the passing of this resolution and the said approval shall be limited accordingly); and

(d) for the purpose of this resolution,

"**Relevant Period**" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the revocation or variation of the authority given under this resolution by an ordinary resolution passed by the Company's shareholders in general meetings; and

(iii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association or any applicable laws to be held.

"**Rights Issue**" means an offer of shares open for a period fixed by the Directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange)."

10. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT** conditional upon the passing of the resolutions set out in items 8 and 9 of the notice convening this meeting (the "**Notice**"), the general mandate referred to in the resolution set out in item 9 of the Notice be and is hereby extended by the addition to the total number of Shares which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the Board (including any sale or transfer of Shares out of treasury that are held as treasury Shares) pursuant to such general mandate of an amount representing the total number of Shares in issue repurchased by the Company pursuant to the general mandate referred to in the resolution set out in item 8 of the Notice, provided that such extended amount shall not exceed 10% of the total number of the issued Shares of the Company (excluding any Shares that are held as treasury Shares) as at the date of passing this resolution."

SPECIAL RESOLUTION

11. To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

"**THAT**:

(a) to approve the proposed amendments to the memorandum and articles of association of the Company (the "**Proposed Amendments**"), details of which are set out in Appendix III to the circular of the Company dated June 5, 2026 (the "**Circular**");

(b) to approve and adopt the sixteenth amended and restated memorandum and articles of association of the Company (the "**Sixteenth Amended and Restated Memorandum and Articles of Association**"), a copy of which has been produced to this meeting and marked "A" and initialled by the chairman of the meeting for the purpose of identification, incorporating all the Proposed Amendments, in substitution for and to the exclusion of the existing memorandum and Articles of Association of the Company, with immediate effect; and

(c) any Director or company secretary of the Company be and is hereby authorised to do all such acts, deeds and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the Proposed Amendments and the adoption of the Sixteenth Amended and Restated Memorandum and Articles of Association, including without limitation, attending to the necessary filings with the Registrar of Companies in Hong Kong and the Cayman Islands."

By order of the Board
Black Sesame International Holding Limited
Mr. SHAN Jizhang
Chairman of the Board, Executive Director and Chief Executive Officer

Hong Kong, June 5, 2026

As at the date of this notice, the Board comprises (i) Mr. SHAN Jizhang and Mr. ZENG Daibing as executive directors; (ii) Mr. LIU Weihong and Dr. YANG Lei as non-executive directors; and (iii) Prof. LI Qingyuan, Prof. LONG Wenmao and Prof. XU Ming as independent non-executive directors.

Notes:

1. All resolutions at the Meeting (except those relating to the procedural or administrative matters, which should be taken by a show of hands as the chairman of the Meeting may decide, in good faith) will be taken by a poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.blacksesame.com) in accordance with the Listing Rules.

2. Shareholders are reminded that they may exercise their right to vote by using the forms of proxy to appoint the Chairman of the AGM as their proxies to vote on the relevant resolutions.

3. Any Shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as proxy to attend and vote instead of him/her/it. For the avoidance of doubt and for the purpose of the Listing Rules, holders of treasury shares of the Company (if any) are not entitled to vote at this meeting. A proxy need not be a shareholder of the Company. A Shareholder who is the holder of two or more shares of the Company may appoint any number of proxies to represent him/her/it to attend and vote on his/her/its behalf. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed. On a poll, votes may be given either personally or by proxy.

4. Where there are joint registered holders of any share, any one of such persons may vote at this meeting, either personally or by proxy, in respect of such share as if he/she/it were solely entitled thereto; but if more than one of such joint holders be present at the meeting personally or by proxy, that one of the said persons so present being the most or, as the case may be, the more senior shall alone be entitled to vote in respect of the relevant joint holding and, for this purpose, seniority shall be determined by reference to the order in which the names of the joint holders stand on the register of members of the Company in respect of the relevant joint holding.

5. In order to be valid, a 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 share registrar in Hong Kong (i.e. Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong) as soon as possible but in any event not later than 48 hours before the time appointed for holding the meeting (i.e. not later than 9:30 a.m. on Saturday, June 27, 2026) or any adjournment thereof. Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person physically at the Meeting (or any adjourned meeting thereof) and, in such event, the form of proxy shall be deemed to be revoked.

6. For determining the entitlement to attend and vote at the Meeting, the register of members of the Company will be closed from Wednesday, June 24, 2026 to Monday, June 29, 2026 (both days inclusive), during which period no transfer of shares of the Company will be registered. The record date for determining the entitlement of shareholders to attend and vote at the annual general meeting is Monday, June 29, 2026. In order to be eligible to attend and vote at the meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar in Hong Kong, 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 Tuesday, June 23, 2026.

7. In respect of ordinary resolutions numbered 2, 3, 4 and 5 above, Dr. YANG Lei, Prof. LI Qingyuan, Prof. LONG Wenmao and Prof. XU Ming shall retire at the Meeting and being eligible, have offered themselves for re-election at the Meeting. Details of the above retiring Directors are set out in Appendix I to the circular.

8. In respect of ordinary resolution numbered 8 above, the Directors wish to state that they will exercise the powers conferred by the general mandate to repurchase shares of the Company in circumstances which they deem appropriate for the benefits of shareholders of the Company. The explanatory statement containing the information necessary to enable the shareholders of the Company to make an informed decision on whether to vote for or against the resolution to approve the repurchase by the Company of its own shares, as required by the Listing Rules, is set out in Appendix II to the circular.

9. In respect of the ordinary resolution numbered 9 above, the Directors wish to state that they have no immediate plans to issue any new shares of the Company. Approval is being sought from the shareholders of the Company as a general mandate for the purposes of the Listing Rules.

10. Ordinary resolution numbered 10 will be proposed to the shareholders of the Company for approval provided that ordinary resolutions numbered 8 and 9 are passed by the shareholders of the Company.

11. References to time and dates in the Notice are to Hong Kong time and dates.