
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 your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisor.

If you have sold or transferred all your shares in **Ningbo Joyson Electronic Corp.**, you should at once hand this circular together with the accompanying form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee.

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NINGBO JOYSON ELECTRONIC CORP.

寧波均勝電子股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 0699)

**RE-APPOINTMENT OF AUDITORS
AND
NOTICE OF THE 2026 SECOND EXTRAORDINARY GENERAL MEETING**

A notice convening the 2026 Second EGM of Ningbo Joyson Electronic Corp. to be held at 9:30 a.m. on Thursday, July 30, 2026 at No. 99 Qingyi Road, High tech District, Ningbo, Zhejiang Province is set out on pages 6 to 7 of this circular.

A form of proxy for use at the 2026 Second EGM is available on the HKEXnews website of Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Company (www.joyson.com). If you intend to appoint a proxy to attend the 2026 Second EGM, you are required to complete and return the form of proxy in accordance with the instructions printed thereon as soon as possible, and in any event not less than 24 hours before the time appointed for holding of the 2026 Second EGM or any adjournment thereof (i.e. before 9:30 a.m. on Wednesday, July 29, 2026). Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2026 Second EGM or at any adjourned meeting thereof if you so wish, in which case the form of proxy shall be deemed to have been revoked.

July 10, 2026

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DEFINITIONS

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

“2026 Second EGM”	the 2026 second extraordinary general meeting of the Company to be held at 9:30 a.m. on Thursday, July 30, 2026 at No. 99 Qingyi Road, High tech District, Ningbo, Zhejiang Province
“A Share(s)”	the ordinary shares issued by the Company, with a nominal value of RMB1.00 each, subscribed for or credited as fully paid in RMB, which are listed on the Shanghai Stock Exchange and traded in RMB
“Board” or “Board of Directors”	the board of directors of the Company
“Company” or “Joyson Electronic”	Ningbo Joyson Electronic Corp., a joint stock limited company incorporated in the PRC on August 7, 1992, the A Shares of which are listed on the Shanghai Stock Exchange (stock code: 600699.SH) and the H Shares of which are listed on the Hong Kong Stock Exchange (stock code: 00699), formerly known as Liaoyuan Deheng Co., Ltd. and Liaoyuan Joyson Electronic Co., Ltd.
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“H Share(s)”	ordinary shares issued by the Company with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“Latest Practicable Date”	July 9, 2026, being the latest practicable date prior to the issuance of this circular for ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“RMB”	RMB, the lawful currency of China
“Share(s)”	A Share(s) and/or H Share(s)
“Shareholder(s)”	the shareholder(s) of the Company, including holder(s) of A Shares and/or holder(s) of H Shares

LETTER FROM THE BOARD



NINGBO JOYSON ELECTRONIC CORP.

寧波均勝電子股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 0699)

Executive Directors:

Mr. WANG Jianfeng
Mr. CHEN Wei
Ms. LI Junyu
Mr. CAI Zhengxin

Non-executive Directors:

Mr. ZHU Xuesong
Mr. ZHOU Xingyou

Independent Non-executive Directors:

Prof. LU Guihua
Prof. YU Fang
Ms. XI Xuanhua
Mr. WANG Wenhai

***Registered office, headquarters and
principal place of business in China:***

No. 99 Qingyi Road
High tech District
Ningbo, Zhejiang Province
PRC

***Principal place of business
in Hong Kong:***

31/F, Tower 2
Times Square
1 Matheson Street
Causeway Bay
Hong Kong

July 10, 2026

To Shareholders:

Dear Sir or Madam,

**RE-APPOINTMENT OF AUDITORS
AND
NOTICE OF THE 2026 SECOND EXTRAORDINARY GENERAL MEETING**

I. INTRODUCTION

The Company will hold the 2026 Second EGM at 9:30 a.m. on Thursday, July 30, 2026 at No. 99 Qingyi Road, High tech District, Ningbo, Zhejiang Province.

LETTER FROM THE BOARD

The purpose of this circular is to provide you with the notice of the 2026 Second EGM and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolution to be proposed at the 2026 Second EGM or to abstain.

II. BUSINESS TO BE CONSIDERED AT THE 2026 SECOND EGM

Re-appointment of Auditors

In order to prudently determine the audit service arrangements for 2026, the Company recently conducted enquiries, comparisons and evaluations with potential accounting firms in respect of the relevant audit services, and engaged in full communication regarding the scope of audit services, work arrangements and the basis for determining the fees. Upon review by the Audit Committee of the Company and consideration and approval by the Board, the Company proposes to re-appoint KPMG Huazhen LLP as the A Share financial auditor and internal control auditor of the Company for 2026 and re-appoint KPMG as the H Share financial auditor of the Company for 2026, for a term ending upon the conclusion of the 2026 annual general meeting of the Company.

The overall fees payable to the aforesaid accounting firms for the provision of audit services to the Company for 2026 are estimated to be approximately RMB8.46 million, exclusive of tax, comprising, amongst others, financial report audit fees of approximately RMB5.53 million and internal control audit fees of approximately RMB2.93 million. The aforesaid estimated fees were determined through negotiations between the parties on a fair and reasonable basis after taking into account the scale and complexity of the Company's business, the expected scope and duration of the audit, the audit resources and workload required, and the prevailing market rates for the relevant services. The aforesaid estimated fees were also determined on the assumption that there would be no material changes in the Company's operations, accounting policies or regulatory environment during 2026. Unless there is a material change in the basis or assumptions for determining the fees, the final audit and review fees should not materially deviate from the aforesaid estimated amounts. The Company will make further disclosure in due course if there is any material change. If subsequent changes in the scope or content of the audit and review services result in an actual need to increase the fees, it is proposed that the general meeting authorise the Board to determine the fees based on the actual scope of services.

The Company will propose an ordinary resolution at the 2026 Second EGM to approve the aforesaid re-appointment of the domestic and overseas auditors and to authorise the Board to determine the relevant fees based on the actual scope of services.

III. 2026 SECOND EGM

The Company will hold its 2026 Second EGM at 9:30 a.m. on Thursday, July 30, 2026 at No. 99 Qingyi Road, High tech District, Ningbo, Zhejiang Province.

LETTER FROM THE BOARD

The register of members of H Shares of the Company will be closed from Monday, July 27, 2026 to Thursday, July 30, 2026, both days inclusive, during which period no transfer of H Shares will be registered. All Shareholders whose names appear on the register of members of H Shares of the Company on Thursday, July 30, 2026 are entitled to attend the 2026 Second EGM and vote on the resolution to be proposed thereat. H Shareholders who wish to attend the 2026 Second EGM must lodge all share transfer documents accompanied by the relevant share certificates with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, on or before 4:30 p.m. on Friday, July 24, 2026.

A form of proxy for use at the 2026 Second EGM is available on the HKEXnews website of Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Company (www.joyson.com). To be valid, the form of proxy and the notarised power of attorney or other authorisation documents must be delivered to the Company's H Share registrar no later than 24 hours before the time appointed for holding of the 2026 Second EGM or any adjourned meeting thereof (i.e. before 9:30 a.m. on Wednesday, July 29, 2026). Completion and return of the form of proxy by an H Shareholder will not preclude such H Shareholder from attending and voting in person at the 2026 Second EGM or any adjournment thereof should they so wish, and in such event, the form of proxy shall be deemed to have been revoked.

IV. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, the resolution to be proposed at the 2026 Second EGM will be voted on by poll.

As at the Latest Practicable Date, to the best of the knowledge of the Directors, no Shareholder had a material interest in the above resolution and no Shareholder will be required to abstain from voting on the above resolution at the 2026 Second EGM.

V. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the 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 is not misleading or deceptive, and there are no other matters the omission of which would make this circular or any statement herein misleading.

LETTER FROM THE BOARD

VI. RECOMMENDATION

The Board considers that the resolution to be proposed at the 2026 Second EGM is in the interests of the Company and its Shareholders as a whole and recommends the Shareholders to vote in favour of the resolution to be proposed at the 2026 Second EGM.

Yours faithfully,
By Order of the Board
Ningbo Joyson Electronic Corp.
Mr. WANG Jianfeng
Chairman of the Board and
Executive Director

NOTICE OF THE 2026 SECOND EXTRAORDINARY GENERAL MEETING



NINGBO JOYSON ELECTRONIC CORP.

寧波均勝電子股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 0699)

NOTICE OF THE 2026 SECOND EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2026 second extraordinary general meeting (the “**2026 Second EGM**”) of Ningbo Joyson Electronic Corp. (the “**Company**”) will be held at No. 99 Qingyi Road, High tech District, Ningbo, Zhejiang Province on Thursday, July 30, 2026 at 9:30 a.m. for the purpose of considering and, if thought fit, passing the following resolution. Unless otherwise defined, terms used in this notice shall have the same meanings as those used in the circular of the Company dated July 10, 2026, which contains details of the following resolution.

ORDINARY RESOLUTION

1. To consider and approve the resolution in relation to the re-appointment of auditors.

By Order of the Board
Ningbo Joyson Electronic Corp.
Mr. WANG Jianfeng
*Chairman of the Board and
Executive Director*

Ningbo, the PRC, July 10, 2026

As at the date of this notice, the board of directors of the Company comprises: (i) Mr. WANG Jianfeng, Mr. CHEN Wei, Ms. LI Junyu and Mr. CAI Zhengxin as executive directors; (ii) Mr. ZHU Xuesong and Mr. ZHOU Xingyou as non-executive directors; and (iii) Prof. LU Guihua, Prof. YU Fang, Ms. XI Xuanhua and Mr. WANG Wenhai as independent non-executive directors.

NOTICE OF THE 2026 SECOND EXTRAORDINARY GENERAL MEETING

Notes:

1. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by poll.
2. For the purpose of determining the shareholders who are entitled to attend the 2026 Second EGM, the register of members of H shares of the Company will be closed from Monday, July 27, 2026 to Thursday, July 30, 2026, both days inclusive, during which period no transfer of H shares will be registered. All shareholders whose names appear on the Company's register of members of H shares on Thursday, July 30, 2026 are entitled to attend the 2026 Second EGM and vote on the resolution to be proposed thereat. H shareholders who wish to attend the 2026 Second EGM must lodge all share transfer documents accompanied by the relevant share certificates with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, on or before 4:30 p.m. on Friday, July 24, 2026.
3. Any shareholder entitled to attend and vote at the 2026 Second EGM may appoint one or more proxies to attend and vote in his/her/its stead. The proxy need not be a shareholder. If more than one proxy is appointed, the appointment must specify the number and class of shares in respect of which each proxy is so appointed.
4. The instrument appointing a proxy must be in writing under the hand of a shareholder or his/her/its attorney duly authorised in writing. If the shareholder is a corporation, that instrument must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If that form is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.
5. To be valid, the form of proxy and the notarised power of attorney or other authorisation documents must be delivered to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 24 hours before the time appointed for holding of the 2026 Second EGM or any adjourned meeting thereof (i.e. before 9:30 a.m. on Wednesday, July 29, 2026). Completion and return of the form of proxy by an H shareholder will not preclude such H Shareholder from attending and voting in person at the 2026 Second EGM or any adjournment thereof should they so wish, and in such event, the form of proxy shall be deemed to have been revoked.
6. Participation in and voting at the 2026 Second EGM will be effected through a combination of physical voting and online voting, with online voting being available to A shareholders only.
7. Shareholders or their proxies must present proof of their identities upon attending the 2026 Second EGM.
8. The 2026 Second EGM is expected to take less than half a day. Shareholders or their proxies attending the meeting shall be responsible for their own travel and accommodation expenses.