**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 a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Crealights Technology Co., Ltd., you should at once hand this circular, together with the enclosed 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.



# Crealights Technology Co., Ltd.
# 北京海光芯正科技股份有限公司

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

**(Stock code: 1191)**

# (1) PROPOSED RE-APPOINTMENT OF THE AUDITOR FOR 2026
# (2) PROPOSED APPLICATION FOR CREDIT FACILITIES FROM FINANCIAL INSTITUTIONS AND PROVISION OF GUARANTEES
# (3) PROPOSED GRANT OF GENERAL MANDATE TO THE BOARD TO ISSUE H SHARES
# (4) PROPOSED GRANT OF GENERAL MANDATE TO THE BOARD TO REPURCHASE H SHARES
# (5) PROPOSED EXTENSION OF THE ISSUE AND RESALE MANDATE
# (6) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND
# (7) NOTICE OF THE 2026 SECOND EXTRAORDINARY GENERAL MEETING

The Company will convene the EGM of the Company at Quantum Conference Room, No. 1 Pingsheng Road, Suzhou Industrial Park, Suzhou City, Jiangsu Province, the PRC at 10:00 a.m. on Tuesday, August 25, 2026. The notice of the EGM of the Company is set out on pages EGM-1 to EGM-2 of this circular.

Whether or not you are able to attend the EGM, please complete and sign the enclosed form of proxy for use at the EGM in accordance with the instructions printed thereon and return it to 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 as soon as possible but in any event not less than 24 hours before the scheduled time for the EGM or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM if you so wish.

Non-registered Shareholders whose H Shares are held in the CCASS through banks, brokers, custodians or HKSCC may also be able to vote and attend the meeting. In this regard, they shall consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements.

This circular together with the form of proxy are also published on the websites of Hong Kong Stock Exchange (www.hkexnews.hk) and the Company (www.crealights.com).

August 4, 2026

# CONTENTS

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

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| "Articles of Association" or "Articles" | the articles of association of the Company, as amended, supplemented or otherwise modified from time to time |
| "Board" or "Board of Directors" | the board of Directors of the Company |
| "CCASS" | the Central Clearing and Settlement System established and operated by HKSCC |
| "Company" or "the Company" | Crealights Technology Co., Ltd. (北京海光芯正科技股份有限公司), a limited liability company established under the laws of the PRC on November 1, 2011 and converted into a joint stock company with limited liability on December 22, 2020 |
| "Company Law" | the Company Law of the People's Republic of China, as amended from time to time |
| "Director(s)" | the director(s) of the Company |
| "EGM" | the 2026 second extraordinary general meeting of the Company to be held at Quantum Conference Room, No. 1 Pingsheng Road, Suzhou Industrial Park, Suzhou City, Jiangsu Province, the PRC at 10:00 a.m. on Tuesday, August 25, 2026 for approving the resolutions as set out in this circular |
| "Global Offering" | the listing of (1) 13,431,500 H Shares initially offered under the Global Offering on the Main Board of the Stock Exchange on June 29, 2026; and (2) 2,014,700 H Shares issued pursuant to the full exercise of the over-allotment option exercised on July 8, 2026 and listed on the Main Board of the Stock Exchange on July 13, 2026 |
| "Group" | the Company and its subsidiaries |
| "H Share(s)" | overseas listed foreign shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars and listed on the Stock Exchange |
| "H Share Registrar" | Computershare Hong Kong Investor Services Limited |

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| "HKSCC" | Hong Kong Securities Clearing Company Limited |
| "HK$" or "Hong Kong dollars" | Hong Kong Dollar, the lawful currency of Hong Kong |
| "Hong Kong" | the Hong Kong Special Administrative Region of the PRC |
| "Issue and Resale Mandate" | a general mandate proposed to be granted to the Directors to (i) allot, issue or deal with additional Shares and (ii) sell and/or transfer treasury shares of not exceeding 20% of the total number of issued shares of the Company (excluding any treasury shares) as at the date of passing of the proposed special resolution contained in item 3 of the notice of the EGM |
| "Latest Practicable Date" | July 31, 2026, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular |
| "Listing Rules" | the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time |
| "PRC" | the People's Republic of China, for the purpose of this circular, excluding Hong Kong, Macao Special Administrative Region of the PRC and Taiwan Region |
| "Proposed Amendments" | the proposed amendments to the Articles of Association as set out in Appendix II to this circular |
| "Repurchase Mandate" | a general mandate proposed to be granted to the Directors to repurchase H Shares on the Stock Exchange of not exceeding 10% of the total number of issued H Shares of the Company (excluding any treasury shares) as at the date of passing of the proposed special resolution contained in item 4 of the notice of the EGM |
| "RMB" | Renminbi, the lawful currency of the PRC |
| "SAFE" | the State Administration for Foreign Exchange of the PRC (中華人民共和國國家外匯管理局) |
| "SFO" | Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time |

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|---|---|
| "Share(s)" | ordinary share(s) in the capital of our Company with a nominal value of RMB1.00 each, comprising H Share(s) |
| "Shareholder(s)" | holder(s) of our Shares |
| "subsidiary(ies)" | has the meaning ascribed thereto under the Listing Rules |
| "Stock Exchange" or "Hong Kong Stock Exchange" | The Stock Exchange of Hong Kong Limited |
| "Takeovers Code" | the Codes on Takeovers and Mergers and Share Buy-backs issued by the Securities and Futures Commission, as amended, supplemented or otherwise modified from time to time |
| "treasury shares" | has the meaning ascribed to it in the Listing Rules |
| "USD" | United States dollars, the lawful currency of the United States |
| "%" | percentage |

**Crealights Technology Co., Ltd.**
**北京海光芯正科技股份有限公司**
*(A joint stock company incorporated in the People's Republic of China with limited liability)*
**(Stock code: 1191)**

*Executive Directors:*

Dr. Hu Zhaoyang *(Chairman)*
Mr. Hu Yong
Ms. Zhou Hong
Dr. Sun Xu
Mr. Guo Qingsong

*Non-executive Director:*

Mr. Ng Ho Nam

*Independent Non-executive Directors:*

Dr. Xu Haoping
Dr. Wang Fei
Mr. Zhang Wei

*Registered Office:*

Room 101, 1/F, Building 3, Compound No. 10
Liangshuihe 1st Street
Beijing Economic-Technological Development Area
Beijing, PRC

*Headquarters and Principal Place of Business in the PRC:*

Room 101, 1/F, Building 3, Compound No. 10
Liangshuihe 1st Street
Beijing Economic-Technological Development Area
Beijing, PRC

*Principal Place of Business in Hong Kong:*

17/F, Leighton Centre
77 Leighton Road
Causeway Bay, Hong Kong

August 4, 2026

*To the Shareholders*

Dear Sir and Madam,

**(1) PROPOSED RE-APPOINTMENT OF THE AUDITOR FOR 2026**
**(2) PROPOSED APPLICATION FOR CREDIT FACILITIES FROM FINANCIAL INSTITUTIONS AND PROVISION OF GUARANTEES**
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**(6) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**
**AND**
**(7) NOTICE OF THE 2026 SECOND EXTRAORDINARY GENERAL MEETING**

## INTRODUCTION

The Company will convene the EGM at Quantum Conference Room, No. 1 Pingsheng Road, Suzhou Industrial Park, Suzhou City, Jiangsu Province, the PRC at 10:00 a.m. on Tuesday, August 25, 2026. The relevant notice is set out on pages EGM-1 to EGM-2 of this circular.

This circular is intended (inter alia) to provide you with the notice of the EGM and relevant information in respect of certain resolutions to be considered at the aforesaid EGM to enable you to make an informed decision on whether to vote for or against such resolutions at the aforesaid EGM.

## MATTERS TO BE RESOLVED AT THE EGM

Resolutions to be proposed at the EGM for the Shareholders' consideration and approval by way of ordinary resolution include (1) Proposed Re-appointment of the Auditor for 2026.

Resolutions to be proposed at the EGM for the Shareholders' consideration and approval by way of special resolutions include (2) Proposed Application for Credit Facilities from Financial Institutions and Provision of Guarantees; (3) Proposed Grant of General Mandate to the Board to Issue H Shares; (4) Proposed Grant of General Mandate to the Board to Repurchase H Shares; (5) Proposed Extension of the Issue and Resale Mandate; and (6) Proposed Amendments to the Articles of Association.

Details of the matters to be resolved at the EGM are set out in the notice of the EGM on pages EGM-1 to EGM-2 of this circular. To enable you to get a better understanding of the resolutions to be proposed at the EGM and make informed decisions with sufficient and necessary information, we have provided particulars thereon in this circular and the accompanying appendices.

## ORDINARY RESOLUTION

### (1) Proposed Re-appointment of the Auditor for 2026

The Board proposes to reappoint Ernst & Young as the auditor of the Company for 2026 with the term commencing on the date of approval by the EGM and expiring upon the conclusion of the next annual general meeting of the Company, and proposes that the EGM authorize the Board or any person authorized by the Board to fix the remuneration payable to Ernst & Young for its service as the auditor of the Company for 2026.

Based on further negotiation and determination between the Company and Ernst & Young on a fair and reasonable basis after taking into account factors including the Company's business conditions, anticipated audit scope, audit timetable, and audit resources, the aggregate remuneration payable to the auditor for 2026 is estimated to be approximately RMB4 million to RMB5 million. Such estimated remuneration is preliminary and subject to adjustment in the course of engagement owing to changes in audit scope and other relevant factors. Save for any material change to the aforesaid bases or assumptions, the final audit fees shall not differ materially from the preliminary estimated range of remuneration for the auditor for 2026.

The resolution was considered and approved at the 4th meeting of the Second Session of the Board on July 30, 2026, and is hereby submitted to the EGM as an ordinary resolution for consideration and approval.

## SPECIAL RESOLUTIONS

### (2) Proposed Application for Credit Facilities from Financial Institutions and Provision of Guarantees

To enhance the Group's financing efficiency and provide funding for the Group's business operations and development, the Company plans to apply for comprehensive credit facilities from financial institutions, not exceeding the equivalent amount of RMB4,000 million (the USD calculation will be based on the central parity rate of USD to RMB published by the People's Bank of China on August 25, 2026, and the actual exchange rate will be subject to the signed agreement). The credit facilities will include, but are not limited to, working capital loans, bank acceptance bills, bill discounting, trade financing, letters of credit, factoring, letters of guarantee and other financing facilities. The actual financing amount will be subject to the final signed and executed credit facilities integration agreement or the approval of the financial institution. There will be no guarantees provided to entities outside the Company's consolidated financial statements.

Simultaneously, to support the continued healthy development of the business of the Company's wholly-owned subsidiaries and controlled subsidiaries, the Company, its wholly-owned subsidiaries and its controlled subsidiaries may provide guarantees for each other with a guarantee limit of not exceeding the equivalent amount of RMB1,800 million (the USD calculation will be based on the central parity rate of USD to RMB published by the People's Bank of China on August 25, 2026, and the actual exchange rate will be subject to the signed agreement). The guarantee scope includes, but is not limited to, financing guarantees arising from the application for the comprehensive credit facilities and performance guarantees arising from daily operations. Guarantee types include general guarantees, joint and several liability guarantees, mortgages, and pledges. The actual guarantee amount is subject to the final signed and executed guarantee contract or the approval of the financial institution.

The authorization for the above-mentioned application for a credit facilities and provision of guarantees is valid until the next annual general meeting of the Company from the date of approval by the EGM. Within the aforementioned period, the credit facilities can be used on a rolling basis.

The Board proposes to authorize Dr. Hu Zhaoyang, the chairman of the Board, or his designated authorized representative to execute all agreements and documents relating to the above credit facilities and provision of guarantees within the approved limits.

In the event any of the above financing arrangements as authorized by the Shareholders under this resolution is drawn down or utilized by the Company, and therefore subject to Chapter 14 or Chapter 14A of the Listing Rules or other applicable Listing Rules, the Company will comply with all applicable requirements under the Listing Rules, including the announcement requirement, issuing a circular and seeking the Shareholders' approval where necessary.

The resolution was considered and approved at the 4th meeting of the Second Session of the Board on July 30, 2026, and is hereby submitted to the EGM as a special resolution for consideration and approval.

**(3) Proposed Grant of General Mandate to the Board to Issue H Shares**

In accordance with the requirements of relevant laws, regulations, the Listing Rules and other normative documents, and based on the practices of the capital market, it is proposed at the EGM to grant the Board a general mandate to (i) issue Shares, to allot, issue or otherwise deal with additional Shares and (ii) sell and/or transfer H Shares out of treasury that are held as treasury shares of not more than 20% of the total number of Shares in issue (excluding any treasury shares), and authorize the Board to make corresponding amendments to the Articles of Association as it deems appropriate to reflect the capital structure of the Company as a result of the additional Shares allotted or issued under such mandate. The details are as follows:

***A. Subject of the mandate***

The specific scope of the mandate includes but not limited to:

a. grant of general mandate to the Board, subject to market conditions and the needs of the Company, separately or concurrently (i) issue, allot and deal with additional Shares and (ii) sell and/or transfer H Shares out of treasury that are held as treasury shares during the Relevant Period (as defined below), and the total number of (i) the Shares to be allotted or agreed conditionally or unconditionally to be allotted and (ii) treasury shares sold and/or transferred or agreed conditionally or unconditionally to be sold and/or transferred by the Board shall not exceed 20% of the total number of Shares in issue (excluding any treasury shares) on the date of passing such resolution at the EGM (including but not limited to ordinary shares, preference shares, securities convertible into Shares, options and warrants or similar right which may subscribe for any Share or above convertible securities), and decide to make or grant offers for sale, offers, agreements, share options, power to exchange for or convert into Shares or other powers as required or may be required to (i) allot Shares and sell and/or transfer of H Shares out of treasury that are held as treasury shares. Notwithstanding the Issue and Resale Mandate as set out above, provided that the allotment of Shares and sell and/or transfer of H Shares out of treasury that are held as treasury shares will effectively alter the control of the Company, the Board is required to obtain prior authorization at a general meeting by way of a special resolution to allot such Shares;

b. the Board be authorized to formulate and implement detailed issuance or sale and/ or transfer plan in the exercise of the above-mentioned Issue and Resale Mandate, including but not limited to the class of new shares to be issued, pricing mechanism and/or issuance/conversion/exercise price (including price range), form of issuance of Shares or sell and/or transfer of H Shares out of treasury that are held as treasury shares, number of shares to be issued or H shares to be sold or transferred out of treasury that are held as treasury shares, allottees and use of proceeds, distribution of retained profit, lock-up period, time of issuance of Shares or sell and/or transfer of H Shares out of treasury that are held as treasury shares, period of issuance of Shares or sell and/or transfer of H Shares out of treasury that are held as treasury shares and whether to allot shares or sell and/or transfer H Shares out of treasury that are held as treasury shares to existing Shareholders, and other content which shall be contained in the detailed issuance plan in accordance with the requirements of relevant laws, regulations and other normative documents, related regulatory authorities;

c. the Board be authorized to engage professional advisers for matters related to the issuance of Shares, or sell and/or transfer of H Shares out of treasury that are held as treasury shares, and to approve and execute all acts, deeds, documents and other related matters which are necessary, appropriate or advisable for share issuance, or sell and/or transfer of H Shares out of treasury that are held as treasury shares; to approve and execute, on behalf of the Company, agreements related to the issuance of Shares, or sell and/or transfer of H Shares out of treasury that are held as treasury shares, including but not limited to underwriting agreements, placing agreements, engagement agreements of professional advisers;

d. the Board be authorized to approve and execute, on behalf of the Company, documents in connection with the issuance of Shares, or sell or transfer of H Shares out of treasury that are held as treasury shares to be submitted to relevant regulatory authorities, to carry out relevant approval procedures required by regulatory authorities and place where the Company is listed, and to complete all necessary filings, registrations and records procedures with the relevant government authorities of the PRC, Hong Kong and/or any other regions and jurisdictions (if applicable);

e. the Board be authorized to amend, as required by regulatory authorities within or outside the PRC, the related agreements and statutory documents; and

f. the Board be authorized to increase the registered capital of the Company after the issuance and to make corresponding amendments to the Articles of Association relating to share capital and shareholdings, etc., and to authorize the operating management of the Company to carry out the relevant procedures.

***B. Term of the mandate***

Except that the Board may make or grant offers, agreements, options during the Relevant Period (as defined below) in relation to the (i) issuance of Shares and (ii) the sell or transfer of H Shares out of treasury that are held as treasury shares, which might require further promotion or implementation after the end of the Relevant Period, the exercise of the Issue and Resale Mandate shall be within the Relevant Period.

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

a. the conclusion of the next annual general meeting of the Company of which time it shall lapse unless, by a special resolution passed at that meeting (with or without conditions), the authority is renewed, either unconditionally or subject to conditions; or

b. the expiry of 12 months from the date of passing of this resolution at the EGM; or

c. the revocation or amendment of the authorization granted under this resolution by the passing of a special resolution at any general meeting of the Company.

As of the Latest Practicable Date, the Company has issued 91,556,745 H Shares. Subject to the approval of the Shareholders, the Company will only utilize any H Shares from the Issue and Resale Mandate. Subject to the passing of the special resolution granting the general mandate to (i) issue additional Shares and (ii) sell and/or transfer treasury shares to the Board and based on the assumption that the issued share capital of the Company remains unchanged between the Latest Practicable Date and the EGM, the Board may, individually or simultaneously, allot, issue or otherwise deal with, or transfer out of treasury up to 18,311,349 Shares pursuant to the general mandate to (i) issue additional Shares and (ii) sell and/or transfer treasury shares to be granted by the Shareholders. The Board may only prudently exercise the powers under the above general mandate in compliance with the Company Law, the Listing Rules, relevant laws and regulations and regulatory requirements, and after obtaining all necessary approvals from relevant government authorities.

The resolution was considered and approved at the 4th meeting of the Second Session of the Board on July 30, 2026, and is hereby submitted to the EGM as a special resolution for consideration and approval.

**(4) Proposed Grant of General Mandate to the Board to Repurchase H Shares**

In accordance with the requirements of relevant laws, regulations, the Listing Rules and other normative documents, in order to provide flexibility to the Directors in any event that it becomes desirable to repurchase H Shares, a special resolution in respect of the grant of the Repurchase Mandate to the Board will be proposed at the EGM to authorize the Directors to exercise powers to repurchase H Shares in an amount not exceeding 10% of the total number of issued H Shares (excluding treasury shares, if any) as at the date on which such special resolution is passed at the EGM. As of the Latest Practicable Date, the Company had 91,556,745 H Shares in issue (excluding treasury shares, if any). Pursuant to the Repurchase Mandate, the Company is authorized to repurchase a maximum of 9,155,674 H Shares, based on the assumption that the issued share capital of the Company remains unchanged between the Latest Practicable Date and the EGM. The details are as follows.

***A. Subject of the mandate***

The specific scope of the mandate includes but not limited to:

a. grant of a conditional general mandate to the Board to repurchase H Shares in issue listed on the Stock Exchange (excluding any treasury shares, if any) by way of open market centralized trading in accordance with market conditions and needs of the Company, provided that the number of H Shares to be repurchased on the Stock Exchange shall not exceed 10% of the total number of issued H Shares (excluding any treasury shares, if any) on the date of passing such resolution at the EGM;

b. the Board be authorized to do all such deeds, acts, matters and business necessary or desirable for the purpose of or in connection with the exercise of the general mandate to repurchase H Shares, including but not limited to (1) use of the repurchased H Shares for an employee stock ownership plan or share incentive (where applicable), or, where permitted under the Listing Rules, cancellation of the repurchased H Shares and/or retention of such shares as treasury shares upon the exercise of such general mandate (for subsequent sale and/or transfer of treasury shares out of treasury); (2) formulation and implementation of specific share repurchase plans, including without limitation the timing, period, quantity and pricing of repurchases; (3) opening of overseas securities accounts and completion of relevant foreign exchange alteration registration formalities; (4) notification to creditors and publication of relevant announcements; (5) completion of relevant approval procedures and filing with the China Securities Regulatory Commission; (6) processing cancellation formalities for repurchased shares based on actual repurchase results, amending relevant provisions of the Articles of Association concerning total registered capital and shareholding structure, completing alteration registration formalities and handling all other documents and matters relating to the share repurchase.

The Company Law provides that a joint stock limited company incorporated in the PRC may not repurchase its shares unless such repurchase is effected for (a) reducing its share capital; (b) merging with another entity that holds the shares of the Company; (c) granting shares for the employee stock ownership plan or share incentive; (d) making repurchase at the request of its shareholders who disagree with shareholders' resolutions in connection with the merger or division of the company; (e) using the repurchased shares for the corporate bonds convertible into shares of the listed company; or (f) maintaining the value of the listed company and the interests of its shareholders as necessary. The Articles of Association provide that, subject to obtaining the approval of the relevant regulatory authorities and complying with the Articles of Association, share repurchase may be effected by the Company for the reduction of its share capital, a merger between itself and another entity that holds its shares, the employee stock ownership plan or share incentive, the request of its shareholders who disagree with shareholders' resolutions in connection with merger or division of the company, the conversion of convertible corporate bonds issued by the listed company, maintenance of the value of the company and the interests of its shareholders, or in circumstances permitted by law or administrative regulations.

The Listing Rules permit shareholders of a PRC joint stock limited company to grant a general mandate to the Board to repurchase H Shares of such company that is listed on the Stock Exchange. Such Repurchase Mandate is required to be given by way of a special resolution passed by Shareholders at the EGM.

As the H Shares are traded on the Stock Exchange in Hong Kong dollars and the price payable by the Company for any repurchase of H Shares will, therefore, be paid in Hong Kong dollars, the approvals of SAFE and other relevant government authorities are required for any repurchase of H Shares.

***B. Conditions precedent***

The repurchase is conditional upon satisfaction of each of the following conditions:

a. the special resolution regarding the grant of the Repurchase Mandate having been approved at the EGM;

b. the Company having obtained the approval from relevant regulatory authorities (if applicable) as may be stipulated under the PRC laws, rules and regulations; and

c. the Company has not been required by any of its creditors to repay or to provide guarantee in respect of any amount due to any of them (or if the Company is so required by any of its creditors, the Company having, in its absolute discretion, repaid or provided guarantee in respect of such amount) pursuant to the provisions of the Articles of Association. If the Company determines to repay any amount to any of its creditors in circumstances described under conditions above, it expects to do so out of its internal resources.

***C. Term of the mandate***

The term of the Repurchase Mandate shall commence from the date of passing of this resolution until whichever is the earliest of:

a. the conclusion of the next annual general meeting of the Company of which time it shall lapse unless, by a special resolution passed at that meeting (with or without conditions), the authority is renewed, either unconditionally or subject to conditions; or

b. the expiry of 12 months from the date of passing of this resolution at the EGM; or

c. the revocation or amendment of the authorization granted under this resolution by the passing of a special resolution at any general meeting of the Company.

An explanatory statement containing all the information relating to the Repurchase Mandate is set out in Appendix I to this circular, which provides reasonable and requisite information for Shareholders to make an informed decision on whether to vote for or against the grant of the Repurchase Mandate.

The resolution was considered and approved at the 4th meeting of the Second Session of the Board on July 30, 2026, and is hereby submitted to the EGM as a special resolution for consideration and approval.

**(5) Proposed Extension of the Issue and Resale Mandate**

Subject to the passing of the resolutions in relation to the grant of the Issue and Resale Mandate and the Repurchase Mandate, respectively, the Board proposes to put forward a resolution at the EGM to extend the Issue and Resale Mandate by adding to the aggregate number of H Shares which may be allotted, issued or otherwise dealt with pursuant to such general mandate an amount representing the aggregate number of H Shares repurchased by the Company pursuant to the Repurchase Mandate after the granting of the Issue and Resale Mandate, provided that the number of H Shares so added shall not exceed 10% of the total number of issued H Shares of the Company (excluding any treasury shares, if any) as at the date of passing the resolution granting the Repurchase Mandate.

The resolution was considered and approved at the 4th meeting of the Second Session of the Board on July 30, 2026, and is hereby submitted to the EGM as a special resolution for consideration and approval.

**(6) Proposed Amendments to the Articles of Association**

Reference is made to the announcement of the Company dated July 30, 2026 in relation to the proposed amendments to the Articles of Association of the Company.

Following the completion of the Global Offering and the listing of the H Shares of the Company on the Stock Exchange, the total issued share capital of the Company increased from 76,110,545 Shares to 91,556,745 Shares. In order to (i) reflect the relevant changes in the Company’s registered capital after listing, and (ii) the Company’s business needs, the Company proposes to make amendments to the Articles of Association and complete the filing of the relevant amendments to the Articles of Association.

Details of the Proposed Amendments are set out in Appendix II to this circular. Save for the Proposed Amendments, the other provisions of the Articles of Association remain unchanged. The Proposed Amendments shall come into effect upon the approval of the Shareholders at the EGM. The Board also proposes to authorize the Board and/or its authorized person(s) to handle the registration of the amendments to the Articles of Association, the filing of the Articles of Association, execute all relevant documents and other related matters. Such authorization shall be valid from the date of approval of the relevant resolution at the EGM until the completion of the relevant registration of changes with the competent market regulation authority and the filing of the amended Articles of Association.

The Board is of the view that the Proposed Amendments will not compromise protection of the H Shareholders and will not have material impact on measures relating to shareholder protection. After the Proposed Amendments take effect, the Company will continue to comply with Appendix A1 to the Listing Rules to meet the core shareholder protection level through compliance with PRC laws in combination with its Articles of Association and will further monitor its ongoing compliance with these rules. The legal advisers to the Company as to Hong Kong laws and PRC laws have respectively confirmed that the Proposed Amendments comply with the applicable requirements of the Listing Rules and do not contravene the PRC laws. The Company also confirms that there is nothing unusual about the Proposed Amendments for a company listed in Hong Kong.

The Articles of Association is written in Chinese and there is no official English translation in respect thereof. The English translation is for reference only. In case of any inconsistency between the English and Chinese versions, the Chinese version shall prevail.

The resolution was considered and approved at the 4th meeting of the Second Session of the Board on July 30, 2026, and is hereby submitted to the EGM as a special resolution for consideration and approval.

**EGM AND PROXY ARRANGEMENT**

A notice convening the EGM to be held at 10:00 a.m. on Tuesday, August 25, 2026 at Quantum Conference Room, No. 1 Pingsheng Road, Suzhou Industrial Park, Suzhou City, Jiangsu Province, the PRC, is set out on pages EGM-1 to EGM-2 of this circular for the purpose of considering and, if thought fit, passing the resolutions approving the matters set out above.

The proxy forms for use at the EGM are enclosed with this circular and are available on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Company (www.crealights.com). Whether or not you are able to attend the EGM, you are requested to complete and sign the enclosed proxy form in accordance with the instructions printed thereon and return the completed proxy form to the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712－1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible and in any event, no later than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or at any adjournment thereof if you so wish at that time.

## CLOSURE OF REGISTER OF MEMBERS

In order to determine the list of Shareholders who are entitled to attend the EGM, the register of members of the Company will be closed from Thursday, August 20, 2026 to Tuesday, August 25, 2026 (both dates inclusive), during which period no transfer of Shares will be registered. In order for holders of H Shares of the Company to be eligible to attend and vote at the EGM, all transfer of shares, accompanied by the relevant share certificates and the share transfer documents, must be lodged with the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712－1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on Wednesday, August 19, 2026. Shareholders whose names appear on the Company's register of members on Tuesday, August 25, 2026 are entitled to attend and vote at the EGM.

## RECOMMENDATION

The Board believes that the proposed resolutions set out in the notice of EGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favor of all the resolutions set out in the notice of EGM.

## 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 not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully
By order of the Board
**Crealights Technology Co., Ltd.**
**Hu Zhaoyang**
*Founder, chairman of Board,*
*executive Director, and chief executive officer*

The following is an explanatory statement required by the Listing Rules to provide the Shareholders with requisite information for them to make an informed decision on whether to vote for or against a special resolution to be proposed at the EGM in relation to the Repurchase Mandate.



## 1. SHARE CAPITAL

As of the Latest Practicable Date, the issued share capital of the Company consisted of 91,556,745 H Shares with a nominal value of RMB1.00 each. Subject to the passing of the resolution granting the Repurchase Mandate and based on the assumption that the issued share capital of the Company remains unchanged between the Latest Practicable Date and the EGM, the Company may repurchase pursuant to the Repurchase Mandate a maximum of 9,155,674 H Shares which represent 10% of the total number of H Shares in issue (excluding any treasury shares) as at the date of passing the relevant resolution at the EGM.

## 2. REASONS FOR REPURCHASE OF H SHARES

The Directors believe that the grant of the Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole. Repurchases of Shares may, depending on the market conditions and funding arrangements at the relevant time, lead to an enhancement of the net asset value per Share and/or earnings per Share. Shares will only be repurchased when the Directors consider that such repurchase would be in the interests of the Company and the Shareholders as a whole.

## 3. FUNDING OF REPURCHASE

In repurchasing H Shares, the Company may use the Company's own funds or self-raised funds legally available for repurchasing H Shares in accordance with the applicable PRC laws and regulations, the Listing Rules and the Articles of Association.

## 4. IMPACT OF REPURCHASE

As compared with the financial position of the Company as at December 31, 2025 (being the date to which the latest audited accounts of the Company were made up), the Directors consider that there will not be a material adverse impact on the working capital or the gearing position of the Company in the event that the Repurchase Mandate were to be exercised in full during the proposed repurchase period. The number of H Shares to be repurchased on any occasion and the price and other terms upon which the same are repurchased will be decided by the Directors in due course with the circumstances then prevailing considered and in the best interests of the Company. However, the Repurchase Mandate will not be exercised if the Directors consider that such exercise would have a material adverse effect on the working capital requirements or gearing level of the Company from time to time.

## 5. STATUS OF REPURCHASED H SHARES

Following a repurchase of H Shares, the Company may cancel any repurchased H Shares and/or hold them as treasury shares subject to, among others, market conditions and its capital management needs at the relevant time of the repurchases, which may change due to evolving circumstances. Shareholders and potential investors of the Company should pay attention to any announcement to be published by the Company in the future, including but without limitation, any relevant next day disclosure return (which shall identify, amongst others, the number of repurchased H Shares that are to be held in treasury or cancelled upon settlement of such repurchase, and where applicable, disclose the reasons for any deviation from the intention statement previously disclosed) and any relevant monthly return. Once the H Shares are repurchased by the Company, the Shareholders' rights attached to the repurchased H Shares will be suspended. The Company will, upon completion of the share repurchase, give clear written instruction to the Company's H Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited and the relevant broker to update the record to clearly identify the repurchased H Shares held in CCASS as treasury shares.

## 6. MARKET PRICES OF H SHARES

The highest and lowest trading prices of the H Shares traded on the Hong Kong Stock Exchange for the period from June 29, 2026 (the date on which the H Shares were listed on the Hong Kong Stock Exchange) to the Latest Practicable Date (both days inclusive) were as follows:

| **Month** | **Highest** | **Lowest** |
|---|---|---|
| | *HK$* | *HK$* |
| June 2026 (since June 29, 2026) | HK$213.00 | HK$150.00 |
| July 2026 (as of the Latest Practicable Date) | HK$219.60 | HK$59.75 |

## 7. GENERAL INFORMATION

Each of the Directors or, to the best of their knowledge having made all reasonable enquiries, any of their close associates (as defined in the Listing Rules) currently does not intend to sell any H Shares to the Company following the approval by the Shareholders of granting the Repurchase Mandate.

The Directors have undertaken to the Hong Kong Stock Exchange to exercise the power of the Company to repurchase H Shares pursuant to the Repurchase Mandate in compliance with the Listing Rules and applicable laws of the PRC.

The Company has not been notified by any core connected persons (as defined in the Listing Rules) of the Company that they have a present intention to sell any H Shares to the Company, or that they have undertaken not to sell any H Shares held by them to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

The Directors confirmed that neither this explanatory statement nor the proposed Repurchase Mandate has any unusual features.

## 8. TAKEOVERS CODE

If as a result of a repurchase of H Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of Rule 32 of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As of the Latest Practicable Date, the Company has no controlling Shareholders (as defined in the Listing Rules). The Board is not aware that any repurchases to be made under the Repurchase Mandate to repurchase H Shares will incur any consequences which will arise under the Takeovers Code and/or the applicable laws and regulations. Moreover, the Board will not make repurchases of H Shares on the Stock Exchange under the Repurchase Mandate if the repurchase will result in the total number of H Shares held by the public Shareholders on the Stock Exchange falling below the prescribed minimum percentage required by the Stock Exchange.

## 9. REPURCHASE OF SHARES MADE BY THE COMPANY

From June 29, 2026 (the date on which the H Shares were listed on the Hong Kong Stock Exchange) to the Latest Practicable Date (inclusive), the Company did not repurchase any shares (whether on the Hong Kong Stock Exchange or through other means).

**Articles of Association before and after amendments**

| Before amendments | After amendments |
|---|---|
| **Article 3** The Company, upon the approval of The Stock Exchange of Hong Kong Limited (hereinafter referred to as "Hong Kong Stock Exchange"), initially issued [•] RMB-denominated ordinary shares (hereinafter referred to as "H Shares") to the public, and the H Shares were listed on the Main Board of the Hong Kong Stock Exchange on [•]. | **Article 3** The Company, upon the approval of The Stock Exchange of Hong Kong Limited (hereinafter referred to as "Hong Kong Stock Exchange"), initially issued ~~[•]~~**13,431,500 overseas listed foreign** ~~RMB-denominated ordinary~~ shares (hereinafter referred to as "H Shares") to the public, ~~and the H Shares were listed on the Main Board of the Hong Kong Stock Exchange on [•]~~**which were listed on the Main Board of the Hong Kong Stock Exchange on June 29, 2026. An additional 2,014,700 H Shares were issued pursuant to the exercise of the over-allotment option and listed on the Main Board of the Hong Kong Stock Exchange on July 13, 2026.** |
| **Article 6** The registered capital of the Company is RMB76,110,545. | **Article 6** The registered capital of the Company is RMB~~76,110,545~~**91,556,745**. |

| | |
|---|---|
| **Article 19** The total number of shares of the Company at the time of its establishment was 60,000,000 shares. The registered capital of the Company prior to issuance is RMB76,110,545, and the total number of shares is 76,110,545 shares, all of which are ordinary shares. Upon completion of the Company's initial public offering of overseas listed foreign shares, if the over-allotment option is not exercised, the registered capital of the Company shall be RMB[•] and the total number of shares shall be [•] shares, all of which are ordinary shares. The ordinary shares issued by the Company shall consist of [•] overseas listed foreign shares and [•] domestic shares; if the over-allotment option is fully exercised or exercised in part, the registered capital of the Company shall be RMB[•] and the total number of shares shall be [•] shares, all of which are ordinary shares. The ordinary shares issued by the Company shall consist of [•] overseas listed foreign shares and [•] domestic shares. | **Article 19** The total number of shares of the Company at the time of its establishment was 60,000,000 shares. The registered capital of the Company prior to issuance is RMB76,110,545, and the total number of shares is 76,110,545 shares, all of which are ordinary shares. Upon completion of the Company's initial public offering of ~~overseas listed foreign shares~~ **H Shares**~~, if the over-allotment option is not exercised, the registered capital of the Company shall be RMB[•] and the total number of shares shall be [•] shares, all of which are ordinary shares. The ordinary shares issued by the Company shall consist of [•] overseas listed foreign shares and [•] domestic shares; if the over-allotment option is fully exercised or exercised in part, the registered capital of the Company shall be RMB[•] and the total number of shares shall be [•] shares, all of which are ordinary shares. The ordinary shares issued by the Company shall consist of [•] overseas listed foreign shares and [•] domestic shares~~ **and the full exercise of the over-allotment option, the share capital of the Company shall comprise 91,556,745 shares, of which 0 shall be unlisted domestic shares, representing 0% of the total number of ordinary shares of the Company, and 91,556,745 shall be H Shares, representing 100% of the total number of ordinary shares of the Company.** |
| **Article 211** Subject to the consideration and approval at the shareholders' meeting of the Company, the Articles of Association shall take effect upon the listing of the H Shares in the initial public offering on The Stock Exchange of Hong Kong Limited. The original Articles of Association of the Company shall automatically become null and void from the effective date of the Articles of Association. | **Article 211** Subject to the consideration and approval at the shareholders' meeting of the Company, the Articles of Association shall take effect ~~upon the listing of the H Shares in the initial public offering on The Stock Exchange of Hong Kong Limited~~. The original Articles of Association of the Company shall automatically become null and void from the effective date of the Articles of Association. |

**Crealights Technology Co., Ltd.**
**北京海光芯正科技股份有限公司**
*(A joint stock company incorporated in the People's Republic of China with limited liability)*
**(Stock code: 1191)**

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 2026 second extraordinary general meeting (the "**EGM**") of Crealights Technology Co., Ltd. (the "**Company**") will be convened and held at Quantum Conference Room, No. 1 Pingsheng Road, Suzhou Industrial Park, Suzhou City, Jiangsu Province, the PRC on Tuesday, 25 August 2026 at 10:00 a.m. for the purpose of considering and, if thought fit, passing following resolutions. In this notice, unless the context otherwise requires, capitalized terms used herein shall have the same meanings as defined in the Company's circular (the "**Circular**") dated August 4, 2026.

### ORDINARY RESOLUTION

1. To consider and approve the proposed re-appointment of Ernst & Young as the auditor of the Company for 2026 and to authorize the Board and/or its authorized person(s) to determine their remuneration;

### SPECIAL RESOLUTIONS

2. To consider and approve the proposed application for credit facilities from financial institutions and provision of guarantees;

3. To consider and if thought fit, pass with or without amendments, the resolution regarding the proposed grant of general mandate to the Board to issue H Shares;

4. To consider and if thought fit, pass with or without amendments, the resolution regarding the proposed grant of general mandate to the Board to repurchase H Shares;

5. Conditional upon the passing of the above resolution numbered 3 and 4, to extend the general mandate granted by resolution numbered 3 by adding thereto the aggregate number of H Shares repurchased pursuant to the general mandate granted by resolution numbered 4; and

6. To consider and approve the Proposed Amendments to the Articles of Association.

By order of the Board
**Crealights Technology Co., Ltd.**
**Hu Zhaoyang**
*Founder, chairman of Board,*
*executive Director, and chief executive officer*

Hong Kong, August 4, 2026

*Notes:*

1. The resolution at the meeting will be taken by poll (except where the chairman decides to allow such resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Listing Rules. The results of the poll will be published on the websites of the Hong Kong Stock Exchange and the Company in accordance with the Listing Rules.

2. 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 on a poll instead of him. 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.

3. 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 certified copy of that power of attorney or authority, must be deposited at 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 not less than 24 hours before the time appointed for the EGM or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude you 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.

4. For determining the entitlement to attend and vote at the meeting, the Register of Members of the Company will be closed from Thursday, August 20, 2026 to Tuesday, August 25, 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the EGM, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates be lodged 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 for registration not later than 4:30 p.m. on Wednesday, August 19, 2026. Shareholders whose names appear on the register of members of the Company on Tuesday, August 25, 2026 will be entitled to attend and vote at the EGM.

5. Where there are joint registered holders of any share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.

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

7. The EGM is not expected to take more than half a day. Shareholders or their proxies attending the EGM shall be responsible for their own travel and accommodation expenses. Shareholders or their proxies shall produce their identity documents when they attend the EGM.

*As at the date of this notice, the Board comprises (i) Dr. Hu Zhaoyang, Mr. Hu Yong, Ms. Zhou Hong, Dr. Sun Xu and Mr. Guo Qingsong as executive Directors; (ii) Mr. Ng Ho Nam as non-executive Director; and (iii) Dr. Xu Haoping, Dr. Wang Fei and Mr. Zhang Wei as independent non-executive Directors.*