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Shanghai Xizhi Technology Co., Ltd.

上海曦智科技股份有限公司

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

(Stock Code: 1879)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Shanghai Xizhi Technology Co., Ltd. (the “**Company**”) will be held by way of online meeting on Monday, September 14, 2026 at 3:00 p.m., or any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions. In this notice, unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Company’s circular (the “**Circular**”) dated August 21, 2026.

AS SPECIAL RESOLUTIONS

1. To consider and if thought fit, pass with or without amendments, the proposed adoption of the H Share Option Scheme.
2. To consider and if thought fit, pass with or without amendments, the proposed authorisation to the Board and/or the Delegatee to handle matters in relation to the H Share Option Scheme.
3. To consider and if thought fit, pass with or without amendments, the proposed adoption of the H Share Award Scheme.
4. To consider and if thought fit, pass with or without amendments, the proposed authorisation to the Board and/or the Delegatee to handle matters in relation to the H Share Award Scheme.

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

THAT:

- (a) subject to and conditional upon the Listing Committee granting approval for the listing of, and permission to deal in, the Shares which may fall to be issued and allotted pursuant to awards and/or options which may be granted under the H Share Award Scheme and H Share Option Scheme of the Company (the “**Share Schemes**”), the Share Schemes be and are hereby approved and adopted;
- (b) the total number of Shares to be allotted and issued pursuant to (a) above, together with any issue of Shares upon the exercise of any options and awards granted under any Other Schemes as may from time to time be adopted by the Company, shall not exceed such number of Shares as equals to 10% of the Shares in issue (excluding treasury shares) as at the date of passing of this resolution; and
- (c) the Directors be and are hereby authorised to do all such acts and to enter into all such arrangements as may be necessary or expedient in order to give full effect to the Share Schemes including but without limitation to: (i) grant options and/or awards under the Share Schemes and to allot and issue from time to time such number of Shares as may be required to be issued and/or transferred pursuant to the Share Schemes and subject to the Listing Rules; (ii) make application at the appropriate time or times to the Listing Committee and any other stock exchanges upon which the issued Shares may, for the time being, be listed, for listing of, and permission to deal in, any Shares which may hereafter from time to time be allotted and issued pursuant to the Share Schemes; and (iii) consent, if it so deems fit and expedient, to such conditions, modifications and/or variations as may be required or imposed by the relevant authorities in relation to the Share Schemes.

Details of the above resolutions proposed at the EGM are contained in the Circular, which is available on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company (<https://www.xztech.ai>).

By order of the Board
Shanghai Xizhi Technology Co., Ltd.
上海曦智科技股份有限公司
Dr. Shen Yichen
Founder, Chairman of the Board,
Executive Director and Chief Executive Officer

Hong Kong, August 21, 2026

As at the date of this notice, the Board comprises: (i) Dr. Shen Yichen, Dr. Meng Huaiyu, Mr. Wang Long and Mr. Zhang Hong as executive Directors; (ii) Mr. Yu Ze and Mr. Zhang Kun as non-executive Directors; and (iii) Dr. Huang Weiping, Dr. Zhao Hang and Ms. Xu Lili as independent non-executive Directors.

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 on a poll, vote 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 in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H shares of the Company), and the Company's headquarters in the PRC, at Nos. 111, 125 and 139 Boxia Road, China (Shanghai) Pilot Free Trade Zone, Pudong New District, Shanghai, the PRC (for holders of Unlisted Shares of the Company) not less than 24 hours before the time appointed for the EGM or the adjourned meeting (as the case may be) (i.e. not later than 3:00 p.m. on Sunday, September 13, 2026 (Hong Kong time)). Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. For determining the entitlement to attend and vote at the meeting, the Register of Members of the Company will be closed from Wednesday, September 9, 2026 to Monday, September 14, 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 must be lodged with the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H shares of the Company), and the Company's headquarters in the PRC, at Nos. 111, 125 and 139 Boxia Road, China (Shanghai) Pilot Free Trade Zone, Pudong New District, Shanghai, the PRC (for holders of Unlisted Shares of the Company) for registration not later than 4:30 p.m. on Tuesday, September 8, 2026.
5. References to time and dates in this notice are to Hong Kong time and dates.