
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitors, professional accountant or other professional adviser.

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

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InnoScience (Suzhou) Technology Holding Co., Ltd.

英諾賽科(蘇州)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: 2577)

**RE-ELECTION OF THE BOARD OF DIRECTORS
AMENDMENTS TO THE ARTICLES OF ASSOCIATION
PROVISION OF ADDITIONAL GUARANTEES FOR SUBSIDIARIES
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

A notice convening the EGM of InnoScience (Suzhou) Technology Holding Co., Ltd. to be held at 2:00 p.m. on Wednesday, September 23, 2026 at Conference Room, 9/F, R&D Building, No. 98 Xinli Road, Beishe, Lili Town, Wujiang District, Suzhou, Jiangsu Province, PRC is set out on pages 20 to 22 of this circular. A form of proxy for use at the EGM is also enclosed and is available on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (<https://www.innoscience.com>).

Whether or not you are able to attend the EGM, you are requested to complete and sign the accompanying form of proxy in accordance with the instructions printed thereon and return the same as soon as possible but in any event not later than 24 hours before the time appointed for holding the EGM or any adjournment thereof (i.e. not later than 2:00 p.m. on Tuesday, September 22, 2026) to the Company's H-shares securities registrar, Tricor Investor Services Limited at 17th Floor, Far East Finance Centre, 16 Harcourt Road, Hong Kong. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish and, in such event, the completed and returned form of proxy will be deemed to be revoked.

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

September 4, 2026

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DEFINITIONS

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

“Articles of Association”	the Articles of Association of the Company currently in force
“Board”	the Board of Directors of the Company
“China” or “PRC”	the People’s Republic of China. For the purposes of this document only and unless the context otherwise requires, excluding Hong Kong, Macau and Taiwan
“Company”	InnoScience (Suzhou) Technology Holding Co., Ltd., a company limited by shares incorporated under the laws of China, with its H Shares listed on the Stock Exchange (stock code: 2577)
“Director”	a director of the Company
“Domestic Unlisted Shares”	ordinary shares in the share capital of our Company, with a nominal value of RMB1.00 each, which are not listed on any stock exchange
“Extraordinary General Meeting” or “EGM”	the first extraordinary general meeting in 2026 of the Company, or any adjournment thereof, to be held at 2:00 p.m. on Wednesday, September 23, 2026 at Conference Room, 9/F, R&D Building, No. 98 Xinli Road, Beishe, Lili Town, Wujiang District, Suzhou, Jiangsu Province, PRC
“Group”	the Company and its subsidiaries and group members from time to time
“H Shares”	ordinary shares of RMB1.00 each in the capital of the Company to be subscribed and traded in Hong Kong dollars and listed on the Hong Kong Stock Exchange
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China

DEFINITIONS

“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly owned subsidiary of Hong Kong Exchanges and Clearing Limited
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
“RMB”	China’s legal currency RMB
“Shares”	ordinary shares of RMB1.00 each in the share capital of the Company, including Domestic Unlisted Shares and H Shares
“Shareholder(s)”	holders of Shares
“%”	percentage



InnoScience (Suzhou) Technology Holding Co., Ltd.

英諾賽科(蘇州)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: 2577)

Executive Directors:

Dr. Weiwei LUO (*Chairperson of the Board*)

Mr. Jay Hyung SON

Dr. WU Jingang (*Chief Executive Officer*)

Mr. ZHONG Shan

Non-executive Directors:

Dr. WANG Can

Ms. ZHANG Yanhong

Ms. CUI Mizi

Independent non-executive Directors:

Mr. WONG Hin Wing, MH, JP

Dr. YI Jiming

Dr. YANG, Simon Shi-Ning

Dr. CHAN, Philip Ching Ho

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

No. 98 Xinli Road

Beishe, Lili Town

Wujiang District

Suzhou

Jiangsu Province

PRC

Principal place of business in Hong Kong:

40/F, Dah Sing Financial Centre

248 Queen's Road East

Wanchai, Hong Kong

September 4, 2026

To the Shareholders

Dear Sir or Madam,

**RE-ELECTION OF THE BOARD OF DIRECTORS
AMENDMENTS TO THE ARTICLES OF ASSOCIATION
PROVISION OF ADDITIONAL GUARANTEES FOR SUBSIDIARIES
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide Shareholders with relevant information to enable them to make informed decisions at the EGM on resolutions relating to (1) the re-election of the Board of Directors; (2) the amendments to the Articles of Association; and (3) the provision of additional guarantees for subsidiaries. Item (1) is an ordinary resolution, and items (2) and (3) are special resolutions.

LETTER FROM THE BOARD

2. RE-ELECTION OF THE BOARD OF DIRECTORS

Given that the term of office of the first session of the Board has expired, pursuant to the Company Law of the People's Republic of China (the "**Company Law**") and the Articles of Association, the Board has nominated the following non-employee representative Directors for the second session of the Board: (i) Dr. Weiwei Luo, Mr. Jay Hyung Son and Dr. Wu Jingang as candidates for executive Directors; (ii) Dr. Wang Can and Ms. Zhang Yanhong as candidates for non-executive Directors; and (iii) Mr. Wong Hin Wing, MH, JP, Dr. Yi Jiming and Dr. Yang, Simon Shi-Ning as candidates for independent non-executive Directors, for a term of three years commencing from the date of their election and approval by the EGM. Upon approval by the EGM, the above non-employee representative Director candidates, together with one employee representative Director elected at the employee representatives' meeting of the Company, will form the second session of the Board.

Following review at the second meeting of the Nomination Committee of the first session of the Board, the above Director candidates meet the qualification requirements for Directors under relevant laws, administrative regulations and normative documents, and none of them is subject to any circumstance under the Company Law, the Articles of Association or otherwise that would prohibit him/her from serving as a Director of the Company. The educational backgrounds and work experience of the three independent non-executive Director candidates enable them to discharge the duties of independent non-executive Directors. The biographies of the Director candidates are set out in Appendix I to this circular.

Each of Mr. Wong Hin Wing, MH, JP, Dr. Yi Jiming and Dr. Yang, Simon Shi-Ning has confirmed that he satisfies the independence criteria set out in Rule 3.13(1) to (8) of the Listing Rules, that he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person of the Company, and that there are no other factors that may affect his independence. Having considered the confirmations of independence made by Mr. Wong Hin Wing, MH, JP, Dr. Yi Jiming and Dr. Yang, Simon Shi-Ning pursuant to Rule 3.13 of the Listing Rules, as well as their respective backgrounds, professional experience and educational backgrounds, the Board recommends the appointment of Mr. Wong Hin Wing, MH, JP, Dr. Yi Jiming and Dr. Yang, Simon Shi-Ning as independent non-executive Directors of the Company. Mr. Wong Hin Wing, MH, JP, Dr. Yi Jiming and Dr. Yang, Simon Shi-Ning possess expertise and experience in accounting, economics, management, law and the industry, among other areas, and their service as independent non-executive Directors of the Company will enable them to provide independent, objective and impartial advice on the affairs of the Company and is in line with the board diversity policy adopted by the Company.

LETTER FROM THE BOARD

Save as disclosed in Appendix I to this circular, each of the Director candidates has confirmed that: (i) he/she has not held any directorship in any other listed company in Hong Kong or overseas in the past three years, nor held any other position with the Company or any of its subsidiaries; (ii) he/she has no relationship with any Director, senior management, controlling shareholder or substantial shareholder of the Company; (iii) he/she does not have any interest in any shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); and (iv) there is no other information required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there any matter that needs to be brought to the attention of the Shareholders.

Upon approval of their election by the EGM, the Director candidates will receive remuneration in accordance with the following standards: (i) the executive Directors will receive remuneration in accordance with the remuneration policies and systems of the Company based on the positions they hold in the Company, of which the estimated annual remuneration of Dr. Weiwei Luo is RMB4,612,441 (comprising salary of RMB3,255,625 and bonus of RMB1,356,816), the estimated annual remuneration of Dr. Wu Jingang is RMB6,999,996 (comprising salary of RMB3,999,996 and bonus of RMB3,000,000), and the estimated annual remuneration of Mr. Jay Hyung Son is RMB2,002,582 (being the amount of salary); (ii) the non-executive Directors will not receive remuneration from the Company; and (iii) the allowance for independent non-executive Directors is RMB40,000 per month (before tax). The above remuneration plan for Directors for 2026 was considered and approved at the 2025 annual general meeting of the Company held on May 22, 2026. The Company may adjust the remuneration plan with reference to industry conditions, actual operating conditions and the specific performance of the relevant personnel. For details of the actual remuneration, please refer to the disclosures in the annual report of the Company for each year.

Due to the re-election of the Board, Mr. Zhong Shan (a current executive Director), Ms. Cui Mizi (a current non-executive Director) and Dr. Chan, Philip Ching Ho (a current independent non-executive Director) will cease to serve as Directors of the Company from the date on which the second session of the Board is elected by the EGM, and Dr. Chan, Philip Ching Ho will also cease to hold any position on the special committees of the Board of the Company. Mr. Zhong Shan, Ms. Cui Mizi and Dr. Chan, Philip Ching Ho have each confirmed that he/she has no disagreement with the Board and that there is no other matter relating to his/her retirement that needs to be brought to the attention of the Shareholders or the Stock Exchange.

To ensure the normal operation of the Board, prior to completion of the re-election of the Board, the first session of the Board will continue to perform its duties in accordance with the relevant laws and regulations and the Articles of Association.

LETTER FROM THE BOARD

3. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In view of the completion by the Company in June 2026 of the conversion of an aggregate of 373,841,270 Domestic Unlisted Shares into H Shares, and in order to further improve the corporate governance structure and optimize the composition of the Board and senior management, the Board proposes to make corresponding amendments to the relevant provisions of the Articles of Association. Details of the proposed amendments are set out in Appendix II to this circular.

Save for the above amendments, the other provisions of the Articles of Association currently in effect will remain unchanged. The amended Articles of Association will take effect from the date on which they are considered and approved by way of special resolution at the EGM. Prior to the amended Articles of Association becoming effective, the existing Articles of Association will remain in effect. The final amendments to the Articles of Association shall be subject to the version approved by the competent market regulatory authority.

Meanwhile, the Board proposes to request the EGM to authorize the Board and the person(s) authorized by the Board to handle, with full discretion, the specific matters relating to the amendments to the Articles of Association, including but not limited to making corresponding adjustments to the Articles of Association in accordance with the opinions or requirements of regulatory authorities and completing the relevant procedures for registration of the relevant changes with the market regulation authority.

4. PROVISION OF ADDITIONAL GUARANTEES FOR SUBSIDIARIES

The resolution on the provision of guarantees for subsidiaries (the “**Original Guarantee Resolution**”) was considered and approved at the 2025 annual general meeting of the Company held on May 22, 2026. Pursuant to the Original Guarantee Resolution, subject to compliance with domestic and overseas laws and regulations and the regulatory rules of the place where the Company’s shares are listed, the Company proposed to provide guarantees for its subsidiaries with an aggregate guarantee limit not exceeding RMB1.01 billion.

In order to satisfy the production, operation and business expansion needs of the subsidiaries within the scope of consolidation of the Company’s financial statements, and based on the Group’s annual funding requirements and credit facilities plan, the Company proposes to provide additional joint and several liability guarantees for its subsidiaries with a guarantee limit of RMB1.90 billion. Following the addition, the aggregate limit of new guarantees to be provided by the Company for its subsidiaries for 2026 will not exceed RMB2.91 billion. Such guarantee limit includes new guarantees and extensions or renewals of existing guarantees.

LETTER FROM THE BOARD

The guarantee limit shall be valid from the date on which this resolution is considered and approved at the EGM until the date of the Company's 2026 annual general meeting. If the term of any individual guarantee extends beyond the validity period of the guarantee limit under the resolution, the validity period of the resolution shall be automatically extended until the termination of such individual guarantee. The specific guarantee period shall be subject to the requirements of the creditor(s) and the terms of the final agreement(s) entered into.

A special resolution will be proposed at the EGM to consider and approve the provision of additional guarantees for subsidiaries and, at the same time, to authorize the Board, and consent to the Board authorizing the Chairperson, to execute the relevant agreements and documents and determine the specific matters within the scope authorized by the EGM.

5. NOTICE OF EXTRAORDINARY GENERAL MEETING

The notice of the EGM is set out on pages 20 to 22 of this circular.

Pursuant to the Listing Rules and the Articles of Association, the resolutions proposed at the EGM will be voted on by poll. In particular, the resolutions in relation to the election of executive Directors and non-executive Directors and independent non-executive Directors under the re-election of the Board will be voted on by way of cumulative voting. Details of the voting method for the election of Directors (excluding independent non-executive Directors) and independent non-executive Directors by way of cumulative voting are set out in Appendix III to this circular. The Company will publish an announcement of the poll results after the EGM in the manner prescribed under the Listing Rules.

For the purpose of determining the identity of the holders of H Shares entitled to attend and vote at the EGM, the register of members of the Company will be closed from Friday, September 18, 2026 to Wednesday, September 23, 2026 (both days inclusive), during which period no transfer of H Shares will be registered. The record date will be Wednesday, September 23, 2026. In order to be eligible to attend and vote at the EGM, holders of unregistered H Shares of the Company must ensure that all transfers accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. (Hong Kong time) on Thursday, September 17, 2026, being the closing date for registration.

LETTER FROM THE BOARD

A proxy form for use at the EGM is enclosed with this circular and is also available on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (<https://www.innoscience.com>). You must complete and sign the proxy form in accordance with the instructions printed thereon and deposit it together with the power of attorney or other authority (if any) signed or a notarized copy of such power of attorney or authority with Tricor Investor Services Limited, the Company's H share registrar, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible but in any event not later than 24 hours before the time appointed for holding the EGM (or any adjournment thereof), i.e. not later than 2:00 p.m. on Tuesday, September 22, 2026. Completion and return of the proxy form shall not preclude you from attending and voting at the EGM or any adjourned meeting if you so wish, in which case the completed and returned proxy form shall be deemed to have been withdrawn.

6. RECOMMENDATION

The Board considers that all the resolutions to be proposed at the EGM are in the interests of the Company, the Group and the Shareholders. Therefore, the Shareholders are recommended to vote in favor of the relevant resolutions to be proposed at the EGM.

7. RESPONSIBILITY STATEMENT

This circular, for which the Directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make this document or any statement herein misleading.

Yours sincerely

By order of the Board

InnoScience (Suzhou) Technology Holding Co., Ltd.

Dr. Weiwei Luo

Chairperson and Executive Director

Executive Director Candidates:

Dr. Weiwei Luo (“Dr. Luo”), aged 57, is the founder, chairperson of the Board and an executive Director of the Company. She joined the Group and was appointed as a Director and the chairperson of the Board on July 17, 2017, and was appointed as an executive Director on May 21, 2024. She is responsible for the overall business development and strategic planning of the Group. Dr. Luo has also held various positions in several subsidiaries of the Group, including serving as the chairperson of the boards of directors of InnoScience (Suzhou) Semiconductor Technology Co., Ltd. and InnoScience (Shenzhen) Semiconductor Technology Co., Ltd. since October 2017 and November 2020, respectively.

Dr. Luo is a world-class scientist and visionary entrepreneur with extensive experience. Prior to founding the Company, Dr. Luo has been engaged in scientific research, project management and entrepreneurship for years. Dr. Luo is also currently a director of Stark Semiconductor Co., Ltd., which is primarily engaged in the research and development of display and micro-screen technology.

Dr. Luo received a doctorate degree in applied mathematics from Massey University in New Zealand.

Dr. Luo is interested or deemed to be interested in the Shares of the Company within the meaning of Part XV of the SFO as follows: (1) 49,209,305 H Shares directly held by her; (2) as (i) the controller of InnoScience Holding Pte. Ltd. (“**Inno Holding**”), (ii) the ultimate general partner of Suzhou Innocore Enterprise Management Center L.P., (iii) the controller of Inno Investment (Hong Kong) Limited, (iv) the ultimate general partner of Shanghai Inno Youpeng Enterprise Consulting L.P., and (v) the general partner of Suzhou Wujiang District Xinsheng Dapeng Equity Investment Partnership (Limited Partnership), she is interested in an aggregate of 184,989,837 H Shares; and (3) 45,637,736 H Shares held by Mr. Jay Hyung Son. Pursuant to the voting rights proxy agreement entered into between Dr. Luo and Mr. Son on November 24, 2024, Mr. Son confirmed that he has appointed and will appoint Dr. Luo as his true and lawful proxy to vote all Shares of the Company and Inno Holding in which Mr. Son has been and will be interested at any and all meetings of shareholders of the Company and Inno Holding (as the case may be), and on any and all actions taken by written consent of shareholders of the Company and Inno Holding (as the case may be).

Mr. Jay Hyung Son (“Mr. Son”), aged 65, is an executive Director of the Company. He joined the Group and was appointed as a Director on July 17, 2017, and was appointed as an executive Director on May 21, 2024. He is responsible for the business development of the Group. Prior to serving as a Director, Mr. Son served as the general manager of InnoScience (Suzhou) Semiconductor Technology Co., Ltd. from October 2017 to October 2023.

Mr. Son has leadership and entrepreneurship experience in the field of semiconductors. Mr. Son received a bachelor’s degree of science from the Faculty of the College of Engineering of the University of California, Berkeley in the United States in August 1987.

Mr. Son is interested in 45,637,736 H Shares and holds a short position in 17,000,000 H Shares.

Dr. Wu Jingang (“Dr. Wu”), aged 60, is an executive Director and the chief executive officer of the Company. He joined the Group on November 5, 2022, was appointed as a Director on January 12, 2023, and was appointed as an executive Director on May 21, 2024. He is responsible for the overall business development and operation of the Group.

Dr. Wu has extensive experience in semiconductor technology development. Prior to joining the Group, Dr. Wu worked at Semiconductor Manufacturing International Corporation, a company listed on the Hong Kong Stock Exchange (stock code: 00981) and the Shanghai Stock Exchange (stock code: 688981), from 2001 to July 2021, with his last position as the R&D vice president. Dr. Wu served as the general manager of and was responsible for the management of Shandong Chanyan Microelectronics Technology Research Institute Co., Ltd. from July 2021 to November 2022.

Dr. Wu received a doctorate degree in physical chemistry from the Lanzhou Institute of Chemical Physics, Chinese Academy of Sciences in the PRC in September 1994.

Dr. Wu is interested in 10,001,142 H Shares.

Non-executive Director Candidates:

Dr. Wang Can (“Dr. Wang”), aged 43, is a non-executive Director of the Company. He joined the Group and was appointed as a Director on January 26, 2022, and was appointed as a non-executive Director on May 21, 2024. Dr. Wang has extensive experience in private equity investment and financial services.

Dr. Wang worked at China National Bluestar (Group) Co., Ltd. from July 2009 to April 2012 and served as the investment manager of Shenzhen Junfeng Entrepreneur Investment Fund Management Co., Ltd. from August 2012 to July 2013. Since August 2013, Dr. Wang has been working at CMB International Capital Management (Shenzhen) Co., Ltd. and is currently serving as an executive director.

Dr. Wang received a bachelor’s degree in materials chemistry from Peking University in the PRC in June 2004 and a doctorate degree in physical chemistry from Peking University in the PRC in July 2009.

Ms. Zhang Yanhong (“Ms. Zhang”), aged 46, is a non-executive Director of the Company. She joined the Group and was appointed as a Director on January 26, 2022, and was appointed as a non-executive Director on May 21, 2024.

Ms. Zhang has extensive experience in private equity investment and financial services. Since September 2003, Ms. Zhang has successively served as a deputy manager, general manager and the chairperson of the board of Orient State-Owned Capital Investment Operation Co., Ltd. (formerly Wujiang Orient State-owned Assets Operation Co. Ltd.). Ms. Zhang also served as the general manager of Suzhou Ronghu Industry Investment Development Co., Ltd. from June 2019 to September 2020.

Ms. Zhang received a master’s degree in administrative management from East China University of Science and Technology in the PRC in March 2010.

Independent Non-executive Director Candidates:

Mr. Wong Hin Wing (“Mr. Wong”), MH, JP, aged 64, is an independent non-executive Director of the Company. He joined the Group and was appointed as an independent non-executive Director of the Company on May 21, 2024.

Mr. Wong has extensive experience in corporate management and governance, investment management and advisory as well as accounting and finance. From July 1985 to September 1996, Mr. Wong worked successively as an auditor in an international audit firm for four years and the chief financial officer of a Hong Kong listed company for seven years. Subsequently in 1997, Mr. Wong co-founded Silk Road International Capital Limited (formerly known as Legend Capital Partners, Inc.), a licensed corporation under the SFO, and led the company as an executive director and the responsible officer for 23 years. Since 2020, Mr. Wong has been serving as a partner of Hermitage Capital HK Limited, a private equity firm licensed under the SFO.

At present, Mr. Wong serves as an independent non-executive director of the following companies: (i) Zhaoke Ophthalmology Limited, a company listed on the Hong Kong Stock Exchange (stock code: 06622), since April 2021; (ii) Kingmaker Footwear Holdings Limited, a company listed on the Hong Kong Stock Exchange (stock code: 01170), since January 2023; (iii) YNBY International Limited, a company listed on the Hong Kong Stock Exchange (stock code: 00030), since November 2023; and (iv) China Pacific Insurance (Group) Co., Ltd., a company listed on the Hong Kong Stock Exchange (stock code: 2601) and the Shanghai Stock Exchange (stock code: 601601), since January 2026.

Mr. Wong previously served as: (i) an independent non-executive director of Jiangxi Bank Co., Ltd., a company listed on the Hong Kong Stock Exchange (stock code: 01916), from February 2018 to August 2024; (ii) an independent non-executive director of C Cheng Holdings Limited, a company listed on the Hong Kong Stock Exchange (stock code: 01486), from April 2023 to July 2025; and (iii) a non-executive director of C Cheng Holdings Limited, a company listed on the Hong Kong Stock Exchange (stock code: 01486), from July 2025 to October 2025.

In addition to the above, Mr. Wong has been a member of the Anhui Provincial Committee of the Chinese People’s Political Consultative Conference since January 2013. He has also been a member of the Medical Council of Hong Kong since January 2021, a member of the Advisory Committee on Enhancing Self-Reliance Through District Partnership (ESR) Programme since July 2022. He has also been a member of the board of directors of Ocean Park Corporation since July 2022, a member of the Council of the Hong Kong Metropolitan University since June 20, 2026, and Deputy Chairman of the board of directors of Ocean Park Corporation since July 1, 2026.

Mr. Wong received a master's degree in Executive Business Administration (EMBA) from The Chinese University of Hong Kong in December 1996. He has been a fellow member of the Hong Kong Institute of Certified Public Accountants since July 1995, a fellow member of the Association of Chartered Certified Accountants since July 1992, a fellow member of the Institute of Chartered Accountants in England and Wales since March 2015, and a fellow member of The Hong Kong Institute of Directors since April 2002. Mr. Wong has also been a member of The Chartered Governance Institute since June 1995, a member of the American Institute of Certified Public Accountants since February 1991 and a chartered member of the Chartered Institute for Securities & Investment since March 2011. Mr. Wong was awarded the Medal of Honour by the Government of the Hong Kong Special Administrative Region in July 2021 and was appointed as a Justice of the Peace in July 2024.

Dr. Yi Jiming (“Dr. Yi”), aged 59, is an independent non-executive Director of the Company. He joined the Group and was appointed as an independent non-executive Director on May 21, 2024. Dr. Yi has extensive academic and legal experience. Dr. Yi was a professor at the faculty of law of Huazhong University of Science and Technology in the PRC. He was also a visiting scholar and an Edwards Fellow of Columbia Law School in the United States from 2005 to 2006. Dr. Yi has been a professor at the faculty of law of Peking University since August 2011. At present, Dr. Yi is serving and has served as an independent director of Huaneng Guicheng Trust Corp., Ltd. since May 2024 and Ping An Securities Company Limited since November 2022. Dr. Yi is currently serving as the Vice Chairman of the Fifth Council of China Trademark Association and Vice Chairman of the Eighth Council of the China Intellectual Property Research Society.

Dr. Yi received a master's degree in law and a doctorate degree in law from Peking University in 1999 and 2002, respectively.

Dr. Yang, Simon Shi-Ning (“Dr. Yang”), aged 67, is an independent non-executive Director of the Company. He joined the Group and was appointed as an independent non-executive Director on May 21, 2024. Dr. Yang has extensive experience in the semiconductor industry. Dr. Yang is currently the chairman of the board of Wuhan Xinxin Integrated Circuit Manufacturing Holding Co., Ltd. Prior to that, Dr. Yang served at a number of renowned semiconductor companies, including successively serving as the senior vice president of technology development and manufacturing and the chief operating officer at Semiconductor Manufacturing International Corporation (a company listed on both the Hong Kong Stock Exchange (stock code: 00981) and the Shanghai Stock Exchange (stock code: 688981)), and the chief technology officer and senior vice president of Chartered Semiconductor Manufacturing, Inc.

Dr. Yang received a bachelor's degree from Shanghai University of Science and Technology in the PRC and a doctoral degree from Rensselaer Polytechnic Institute in the United States.

APPENDIX II COMPARISON TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article No.	Before Amendment	After Amendment
Article 3	The Company was established by way of promotion, registered with the Administration for Market Regulation of Suzhou Municipality (蘇州市市場監督管理局), has obtained business license, its unified social credit code is 91320509MA1PY5UE67. The number of issued shares of the Company is 915,100,653 shares, all of which are ordinary shares. These shares comprise 389,559,466 domestic unlisted shares, representing approximately 42.57% of the total number of shares of the Company, and 525,541,187 H shares, representing approximately 57.43% of the total number of shares of the Company.	The Company was established by way of promotion, registered with the Administration for Market Regulation of Suzhou Municipality (蘇州市市場監督管理局), has obtained business license, its unified social credit code is 91320509MA1PY5UE67. The number of issued shares of the Company is 915,100,653 shares, all of which are ordinary shares. These shares comprise 15,718,196 domestic unlisted shares, representing approximately 1.72% of the total number of shares of the Company, and 899,382,457 H shares, representing approximately 98.28% of the total number of shares of the Company.
Article 45	The general meeting of shareholders of the Company shall be composed of all shareholders. The general meeting of shareholders is the authority of power of the Company which shall exercise the following functions and powers in accordance with the laws: (I) elect and replace directors, decide on the remuneration matters of the relevant directors; (II) consider and approve the reports of the Board of Directors; (III) consider and approve the Company's profit distribution plans and loss recovery plans; (IV) pass resolutions to increase or reduce the registered capital of the Company; (V) pass resolutions on the issuance of corporate bonds;	The general meeting of shareholders of the Company shall be composed of all shareholders. The general meeting of shareholders is the authority of power of the Company which shall exercise the following functions and powers in accordance with the laws: (I) elect and replace directors, decide on the remuneration matters of the relevant directors; (II) consider and approve the reports of the Board of Directors; (III) consider and approve the Company's profit distribution plans and loss recovery plans; (IV) pass resolutions to increase or reduce the registered capital of the Company; (V) pass resolutions on the issuance of corporate bonds;

APPENDIX II COMPARISON TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article No.	Before Amendment	After Amendment
	(VI) pass resolutions on merger, division, dissolution and liquidation or change in corporate form of the Company;	(VI) pass resolutions on merger, division, dissolution and liquidation or change in corporate form of the Company;
	(VII) amend these Articles of Association;	(VII) amend these Articles of Association;
	(VIII) decide on the matter of acquiring the shares of the Company under the circumstances stipulated in items (I) and (II) of Article 25 hereof;	(VIII) decide on the matter of acquiring the shares of the Company under the circumstances stipulated in items (I) and (II) of Article 25 hereof;
	(IX) pass resolutions on the engagement or dismissal of accounting firms engaged in the audit work of the Company;	(IX) pass resolutions on the engagement or dismissal of accounting firms engaged in the audit work of the Company;
	(X) consider and approve the guarantee matters stipulated in Article 46 hereof;	(X) consider and approve the guarantee matters stipulated in Article 46 hereof;
	(XI) consider matters regarding the purchase and sale of material assets by the Company within one year for an amount exceeding 30% of the latest audited total assets of the Company;	(XI) consider matters regarding the purchase and sale of material assets by the Company within one year for an amount exceeding 30% of the latest audited total assets of the Company;
	(XII) consider and approve the changes in the use of proceeds raised;	(XII) consider and approve the changes in the use of proceeds raised;

APPENDIX II COMPARISON TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article No.	Before Amendment	After Amendment
	(XIII) consider other matters which shall be decided by the general meetings of shareholders as stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are listed or the Articles of Association. 	<u>(XIII) consider equity incentive schemes and employee stock ownership plans;</u> (XIV) consider other matters which shall be decided by the general meetings of shareholders as stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are listed or the Articles of Association.
Article 73	At the annual general meeting, the Board of Directors shall report their work in the previous year to the general meeting of shareholders.	At the annual general meeting, the Board of Directors shall report their work in the previous year to the general meeting of shareholders. <u>Each independent non-executive Director shall also make a report on the performance of his/her duties.</u>
Article 81	The following matters shall be approved by special resolutions at a general meeting: (I) increase or reduction in the registered capital of the Company; (II) division, split-up, merger, dissolution and voluntary liquidation of the Company; (III) amendment to the Articles of Association; (IV) the amounts for purchase or disposal of material asset or provision of guarantee to others by the Company within one year exceed 30% of the latest audited total assets of the Company;	The following matters shall be approved by special resolutions at a general meeting: (I) increase or reduction in the registered capital of the Company; (II) division, split-up, merger, dissolution and voluntary liquidation of the Company; (III) amendment to the Articles of Association; (IV) the amounts for purchase or disposal of material asset or provision of guarantee to others by the Company within one year exceed 30% of the latest audited total assets of the Company;

APPENDIX II COMPARISON TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article No.	Before Amendment	After Amendment
	(V) other matters as required by laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed or the Articles of Association, and other matters considered to have material impact on the Company by ordinary resolution of the general meeting and approval by special resolution is required.	(V) <u>equity incentive schemes;</u> (VI) other matters as required by laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed or the Articles of Association, and other matters considered to have material impact on the Company by ordinary resolution of the general meeting and approval by special resolution is required.
Article 109	The Company shall have a Board of Directors. The Board of Directors consists of 11 directors. The Board of Directors consists of 1 chairman and 4 independent non-executive directors.	The Company shall have a Board of Directors. The Board of Directors consists of <u>9</u> directors, including <u>3</u> independent non-executive directors <u>and 1 employee representative Director.</u> The Board of Directors shall have 1 chairman, <u>who shall be elected by more than half of all Directors.</u>
Article 135	The Company has a general manager, who is appointed or dismissed by the Board of Directors. The Company has 1 financial controller, 1 secretary to the Board of Directors and 3 deputy general managers, who are appointed or dismissed by the Board of Directors upon recommendation by the general manager. The Company's general manager, financial controller, secretary to the Board of Directors, deputy general managers and other senior management recognized by the Company's Board of Directors are the Company's senior management. Directors may be employed concurrently as general managers, financial controllers or other senior management personnel.	The Company has a general manager, who is appointed or dismissed by the Board of Directors. The Company has 1 financial controller, 1 secretary to the Board of Directors and <u>2</u> deputy general managers, who are appointed or dismissed by the Board of Directors upon recommendation by the general manager. The Company's general manager, financial controller, secretary to the Board of Directors, deputy general managers and other senior management recognized by the Company's Board of Directors are the Company's senior management. Directors may be employed concurrently as general managers, financial controllers or other senior management personnel.

APPENDIX III	INSTRUCTIONS ON THE VOTING METHOD FOR ELECTION OF DIRECTORS (EXCLUDING INDEPENDENT NON-EXECUTIVE DIRECTORS) AND INDEPENDENT NON-EXECUTIVE DIRECTORS UNDER THE CUMULATIVE VOTING SYSTEM
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- I. The election of Director candidates and the election of independent non-executive Director candidates at the general meeting shall be numbered separately as different groups of resolutions. Investors shall vote for each candidate under each group of resolutions.
- II. The number of shares entered represents the number of election votes cast. For each group of resolutions, for each Share held by a Shareholder, the Shareholder shall have a total number of votes equal to the number of Directors to be elected under that group of resolutions. For example, if a Shareholder holds 100 shares of a listed company, 10 Directors are to be elected at the general meeting and there are 12 Director candidates, such Shareholder shall have 1,000 votes for the election of Directors under the group of resolutions relating to the election of Directors.
- III. Shareholders shall cast their votes within the limit of the number of election votes available under each group of resolutions. Shareholders may cast their votes at their own discretion. They may either cast all their election votes for one candidate or allocate their election votes among different candidates in any combination. Upon completion of voting, the votes received in respect of each resolution shall be calculated separately on a cumulative basis.
- IV. Example:

A listed company convenes a general meeting to re-elect its Board of Directors by way of cumulative voting. Five Directors are to be elected from six Director candidates, and two independent non-executive Directors are to be elected from three independent non-executive Director candidates. The matters to be voted on are as follows:

Cumulative Voting Resolutions				
4.00	Resolution on the Election of Directors	5 Directors to be elected		
4.01	Example: Chen ××	√	—	√
4.02	Example: Zhao ××	√	—	√
4.03	Example: Jiang ××	√	—	√
.....		√	—	√
4.06	Example: Song ××	√	—	√
5.00	Resolution on the Election of Independent Non-executive Directors	2 independent Directors to be elected		
5.01	Example: Zhang ××	√	—	√
5.02	Example: Wang ××	√	—	√
5.03	Example: Yang ××	√	—	√

**APPENDIX III INSTRUCTIONS ON THE VOTING METHOD FOR ELECTION OF DIRECTORS
(EXCLUDING INDEPENDENT NON-EXECUTIVE DIRECTORS) AND INDEPENDENT
NON-EXECUTIVE DIRECTORS UNDER THE CUMULATIVE VOTING SYSTEM**

An investor holds 100 shares of the company after the close of trading on the record date. Under the cumulative voting system, he/she will have 500 votes in respect of Resolution 4.00, “Resolution on the Election of Directors”, and 200 votes in respect of Resolution 5.00, “Resolution on the Election of Independent Non-executive Directors”.

The investor may cast votes in respect of Resolution 4.00 at his/her own discretion, subject to a maximum of 500 votes. He/she may either cast all 500 votes for one candidate or allocate the 500 votes among any candidates in any combination.

The examples are set out in the table below:

No.	Resolution	Number of Votes Cast			
		Voting Method 1	Voting Method 2	Voting Method 3	Voting Method ...
4.00	Resolution on the Election of Directors	—	—	—	—
4.01	Example: Chen ××	500	100	100	
4.02	Example: Zhao ××	0	100	50	
4.03	Example: Jiang ××	0	100	200	
.....		...	...	...	
4.06	Example: Song ××	0	100	50	

NOTICE OF EXTRAORDINARY GENERAL MEETING



InnoScience (Suzhou) Technology Holding Co., Ltd.

英諾賽科(蘇州)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: 2577)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2026 first extraordinary general meeting (the “EGM”) of InnoScience (Suzhou) Technology Holding Co., Ltd. (the “**Company**”) will be held at 2:00 p.m. on Wednesday, September 23, 2026 at Conference Room, 9/F, R&D Building, No. 98 Xinli Road, Beishe, Lili Town, Wujiang District, Suzhou, Jiangsu Province, PRC for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS (CUMULATIVE VOTING SYSTEM)

1. To consider and approve the resolution on the re-election of executive Directors and non-executive Directors of the Board of the Company, comprising the following:
 - 1.1 To elect Dr. Weiwei Luo as an executive Director of the second session of the Board;
 - 1.2 To elect Mr. Jay Hyung Son as an executive Director of the second session of the Board;
 - 1.3 To elect Dr. Wu Jingang as an executive Director of the second session of the Board;
 - 1.4 To elect Dr. Wang Can as a non-executive Director of the second session of the Board;
 - 1.5 To elect Ms. Zhang Yanhong as a non-executive Director of the second session of the Board.
2. To consider and approve the resolution on the re-election of independent non-executive Directors of the Board of the Company, comprising the following:
 - 2.1 To elect Mr. Wong Hin Wing, MH, JP as an independent non-executive Director of the second session of the Board;

NOTICE OF EXTRAORDINARY GENERAL MEETING

- 2.2 To elect Dr. Yi Jiming as an independent non-executive Director of the second session of the Board;
- 2.3 To elect Dr. Yang, Simon Shi-Ning as an independent non-executive Director of the second session of the Board.

SPECIAL RESOLUTIONS (NON-CUMULATIVE VOTING SYSTEM)

- 3. To consider and approve the resolution on the amendments to the Articles of Association of the Company.
- 4. To consider and approve the resolution on the provision of additional guarantees for subsidiaries by the Company.

By order of the Board
InnoScience (Suzhou) Technology Holding Co., Ltd.
Dr. Weiwei Luo
Chairperson and Executive Director

China, September 4, 2026

As at the date of this notice, the Board comprises Dr. Weiwei Luo, Mr. Jay Hyung Son, Dr. Wu Jingang and Mr. Zhong Shan as executive directors; Dr. Wang Can, Ms. Zhang Yanhong and Ms. Cui Mizi as non-executive directors; and Mr. Wong Hin Wing, MH, JP, Dr. Yi Jiming, Dr. Yang, Simon Shi-Ning and Dr. Chan, Philip Ching Ho as independent non-executive directors.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

1. In accordance with the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all resolutions at the EGM will be voted on by poll (except where the Chairperson decides to allow a resolution on a procedural or administrative matter to be voted on by a show of hands). Poll results will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
2. Any member of the Company entitled to attend and vote at the EGM shall be entitled to appoint more than one proxy to attend and vote on his behalf. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares to which each proxy relates shall be stated in the relevant proxy form. Every member present in person or by proxy shall have one vote for every share held by him.

The resolutions in relation to the re-election of executive Directors and non-executive Directors and independent non-executive Directors of the Board of the Company are ordinary resolutions, which shall be passed by more than half of the total number of Shares carrying voting rights held by the Shareholders present at the EGM, and will be voted on by way of cumulative voting, under which each Share held by a Shareholder carries the same number of voting rights as the number of candidates to be elected, and the voting rights held by a Shareholder may be exercised on a cumulative basis. For details of the voting method for the election of Directors (excluding independent non-executive Directors) and independent non-executive Directors by way of cumulative voting, please refer to Appendix III to the circular of the Company dated September 4, 2026.

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 notarially certified copy of that power or authority, must be deposited at the Company’s H share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 24 hours before the time appointed for holding the EGM (or any adjournment thereof), that is, not later than 2:00 p.m. on Tuesday, September 22, 2026. After completing and returning the proxy form, a shareholder of the Company may still attend and vote in person at the EGM, in which case the instrument appointing a proxy will be deemed to be revoked.
4. For the purpose of determining the identity of the holders of H Shares entitled to attend and vote at the EGM, the register of members of the Company will be closed from Friday, September 18, 2026 to Wednesday, September 23, 2026 (both days inclusive), during which period no transfer of H Shares will be registered. The record date will be Wednesday, September 23, 2026. In order to be eligible to attend and vote at the EGM, holders of unregistered H Shares of the Company must ensure that all transfers accompanied by the relevant share certificates must be lodged with the Company’s H share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. (Hong Kong time) on Thursday, September 17, 2026, being the closing date for registration.
5. All times and dates referred to in this notice are Hong Kong time and dates.