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



ZHONGJI INNOLIGHT CO., LTD.
中際旭創股份有限公司

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

(Stock Code: 3308)

APPOINTMENT OF H SHARE AUDITOR FOR 2026; CHANGE OF USE AND CANCELLATION OF REPURCHASED A SHARES; CHANGE OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION; AND NOTICE OF THE 2026 THIRD EXTRAORDINARY GENERAL MEETING

The notice convening the EGM to be held at 2:30 p.m. on Wednesday, November 25, 2026 at the conference room of the Company, Suzhou InnoLight Optoelectronics Industrial Park, No. 168 Shengpu Road, Suzhou Industrial Park, Suzhou, Jiangsu Province, the PRC is set out on pages 29 to 30 of this circular.

The form of proxy for use at the EGM was despatched on Thursday, October 29, 2026 to the Shareholders who have indicated that they wish to receive a printed copy, and is also published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Company (www.zj-innolight.com). If you intend to appoint a proxy to attend the meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such power of attorney or authority, to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares), as soon as possible but in any event not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be). 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 if you so wish.

References to times and dates in this circular are to Hong Kong times and dates. This circular is prepared in both English and Chinese. In the event of any inconsistency between the English and Chinese versions, the Chinese version shall prevail.

October 29, 2026

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

"A Share(s)"	ordinary share(s) issued by the Company with a nominal value of RMB1.00 each, which is/are subscribed for or credited as fully paid in Renminbi and is/are listed for trading on the Shenzhen Stock Exchange
"Articles of Association"	the articles of association of Zhongji InnoLight Co., Ltd. (as amended, supplemented or otherwise modified from time to time)
"Audit Committee"	the audit committee of the Board
"Board"	the board of Directors of the Company
"Company"	Zhongji InnoLight Co., Ltd. (中際旭創股份有限公司), a joint stock company incorporated in the PRC with limited liability, the A Shares of which are listed on the ChiNext Market of the Shenzhen Stock Exchange (stock code: 300308) and the H Shares of which are listed on the Main Board of the Hong Kong Stock Exchange (stock code: 3308)
"Director(s)"	the director(s) of the Company
"EGM"	the 2026 third extraordinary general meeting of the Company to be held at 2:30 p.m. on Wednesday, November 25, 2026 at the conference room of the Company, Suzhou InnoLight Optoelectronics Industrial Park, No. 168 Shengpu Road, Suzhou Industrial Park, Suzhou, Jiangsu Province, the PRC, or any adjournment thereof
"H Share Registrar"	Computershare Hong Kong Investor Services Limited
"H Shareholder(s)"	holder(s) of H Shares
"H Share(s)"	ordinary share(s) issued by the Company with a nominal value of RMB1.00 each, which is/are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong 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)

"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Latest Practicable Date"	October 28, 2026, being the latest practicable date for the purpose of ascertaining certain information referred to in this circular prior to its printing
"PRC"	the People's Republic of China which, for the purpose of this circular and for geographical reference only, excludes Hong Kong, the Macao Special Administrative Region of the People's Republic of China and Taiwan
"Share(s)"	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, including A Share(s) and H Share(s)
"Shareholder(s)"	holder(s) of the Share(s)
"%"	per cent

ZHONGJI INNOLIGHT CO., LTD.
中際旭創股份有限公司

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

(Stock Code: 3308)

Executive Directors:
Dr. Liu Sheng
Mr. Wang Xiaodong
Ms. Wang Xiaoli

Non-executive Director:
Ms. Chen Caiyun

Independent Non-executive Directors:
Ms. Zhan Shuping
Dr. Cheng Bo
Dr. Qu Wenzhou
Mr. Huang Guobin

Registered Office and Headquarters:
Zhuyouguan Town Residential Area
Longkou City
Shandong Province
PRC

Principal Place of Business in Hong Kong:
46/F, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

October 29, 2026

Dear Sir or Madam,

APPOINTMENT OF H SHARE AUDITOR FOR 2026; CHANGE OF USE AND CANCELLATION OF REPURCHASED A SHARES; CHANGE OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION; AND NOTICE OF THE 2026 THIRD EXTRAORDINARY GENERAL MEETING

I. INTRODUCTION

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

At the EGM, an ordinary resolution will be proposed to approve: (i) the appointment of the H Share auditor for 2026. In addition, special resolutions will be proposed to approve: (ii) the change of use and cancellation of repurchased A Shares; and (iii) the change of registered capital and amendments to the Articles of Association.

II. ORDINARY RESOLUTION

1. Proposed Appointment of H Share Auditor for 2026

The Board resolved on October 29, 2026, based on the recommendation of the Audit Committee, to propose the appointment of PricewaterhouseCoopers ("**PwC**") as the Company's H Share auditor for 2026 for a term of one year. The H Share audit fee for 2026 is expected to range from RMB1.8 million to RMB2.2 million. Such fee was determined after prudent consideration and arm's length negotiations between the Company and PwC, taking into account various factors, including, among others, the scale of the Company's business, the industry in which it operates, the complexity of its accounting treatments, and the level of audit resources required and the estimated workload. The estimated audit fee is also based on the assumption that there will be no material changes in the Company's business operations, accounting policies or regulatory environment during the financial year, and that the Company will be able to provide sufficient assistance and required information for the audit in a timely manner. The Board considers that, taking into account the facts and circumstances known as at the Latest Practicable Date, the estimated audit fee is fair and reasonable and in the best interests of the Company and the Shareholders as a whole. Unless there are material changes to the bases and assumptions set out above, the final audit fee is not expected to deviate materially from the estimated amount initially disclosed. In the event of any material change, the Company will make further disclosure as appropriate.

Factors considered in the appointment of the h share auditor for 2026

The Audit Committee has considered Section 2 (in particular, paragraph 2.2.4) of the Guidelines for Effective Audit Committees – Selection, Appointment and Reappointment of Auditors issued by the Accounting and Financial Reporting Council (the "**AFRC**") in December 2021 and the Guidance Notes on Change of Auditors issued by the AFRC in September 2023. Having assessed the factors set out in the guidelines, the Audit Committee is satisfied that PwC is independent, professionally competent and suitably qualified to conduct a high-quality audit, and has sufficient and appropriate manpower, expertise, time and resources to perform high-quality audit work for the Company.

(a) Governance and leadership

PwC is a partnership accounting firm registered in Hong Kong with a history dating back to 1902. It and PricewaterhouseCoopers Zhong Tian LLP ("**PwC Zhong Tian**"), an audit firm within the same audit network as PwC, are member firms of the PricewaterhouseCoopers international network. Its registered address is 22nd Floor, Prince's Building, 5 Ice House Street, Central, Hong Kong, and its scope of business includes audit and assurance, consulting, mergers and acquisitions, risk assurance and tax advisory services.

PwC is a firm of certified public accountants (practising) under the Professional Accountants Ordinance of Hong Kong and a registered public interest entity auditor under the Accounting and Financial Reporting Council Ordinance. In addition, PwC has obtained, with the approval of the Ministry of Finance of the PRC, a licence for an overseas accounting firm to temporarily perform audit services in mainland China. The principal industries of PwC's listed company financial statement audit clients in 2025 included manufacturing, financial services, consumer services, wholesale and retail, and information transmission, software and information technology services.

(b) Compliance with relevant ethical requirements

The Audit Committee has obtained PwC's policies and procedures established to ensure compliance with relevant ethical requirements, including integrity, objectivity and independence.

Practice quality inspections conducted in the past three years have not identified any matters that have a material impact on PwC's audit practice. PwC has confirmed that there is no conflict of interest that would affect its acceptance of the audit engagement for the year ending December 31, 2026 or prevent it from complying with the Code of Ethics for Professional Accountants issued by the Hong Kong Institute of Certified Public Accountants. The Audit Committee considers that PwC possesses the requisite practising qualifications, professional competence, investor protection capabilities, independence and a sound record of integrity.

(c) Industry knowledge and technical competence

The Audit Committee has obtained the profiles, qualifications and other relevant audit experience of PwC's audit team. PwC will deploy a sufficiently resourced engagement team staffed with experienced professionals, including partners and managers, to perform the audit. The Audit Committee is satisfied that PwC has sufficient qualified personnel to provide high-quality audit services.

(d) Engagement performance

Based on the audit services provided by PwC as the Company's auditor for the H Share listing, PwC is able to tailor its services pursuant to the Company's audit needs. The Audit Committee considers that PwC will be able to continue to provide audit services of the same or a higher standard than those provided at the time of the H Share listing. Based on the above, the Audit Committee believes that PwC has sufficient and appropriate resources, expertise and time to perform high-quality audit work.

(e) Communication and interaction with the Audit Committee

Given the Audit Committee's previous experience of working with PwC Zhong Tian, the Company's domestic auditor, the Audit Committee has gained an understanding of the internal policies and communication practices of the audit network, which will be applied to its future collaboration with PwC.

(f) Monitoring procedures

To the knowledge of the Audit Committee, it is not aware of any conduct or activity on the part of PwC that may threaten its integrity, objectivity or independence in performing the audit or adversely affect its audit quality.

Having considered the above factors, the Audit Committee has assessed PwC and is of the view that it is independent, qualified and suitable to act as the Company's H Share auditor for 2026, and has recommended to the Board the appointment of PwC in that capacity. The Board and the Audit Committee unanimously consider that the appointment of PwC as the Company's H Share auditor for 2026 is in the interests of the Company and the Shareholders as a whole. The Board proposes that the general meeting authorise the Board and/or its authorised person(s) to enter into the relevant agreement(s) with PwC.

An ordinary resolution will be proposed at the EGM for the Shareholders to consider and approve the proposed appointment of the H Share auditor for 2026.

III. SPECIAL RESOLUTIONS

1. Proposed Change of Use and Cancellation of Repurchased A Shares

Pursuant to the repurchase plan considered and approved by the Board on August 31, 2026, the Company has cumulatively repurchased 5,653,063 A Shares for the purpose of implementing a share incentive scheme or an employee stock ownership plan. As of the Latest Practicable Date, the 5,653,063 A Shares held in the Company's designated securities account for repurchased shares remained unused.

In accordance with the Rules on Share Repurchases by Listed Companies and the Self-Regulatory Guidelines for Listed Companies on the Shenzhen Stock Exchange No. 9 — Share Repurchases, and having regard to the actual circumstances of the Company, the Company proposes to change the use of the 5,653,063 A Shares held in its designated securities account for repurchased shares from "implementation of a share incentive scheme or an employee stock ownership plan" to "cancellation and reduction of registered capital". The Board proposes that the general meeting authorise the Board to designate a person to attend to the share cancellation procedures. Upon completion of the cancellation, the Company will amend the Articles of Association and attend to the registration and filing of changes with the company registration authority and other related matters.

A special resolution will be proposed at the EGM for the Shareholders to consider and approve the proposed change of use and cancellation of repurchased A Shares.

2. Proposed Change of Registered Capital and Amendments to the Articles of Association

Upon completion of the cancellation of the 5,653,063 repurchased A Shares, the Company's total share capital will decrease from 1,177,909,641 Shares to 1,172,256,578 Shares, and its registered capital will decrease from RMB1,177,909,641 to RMB1,172,256,578.

In light of the change in the Company's registered capital and to actively support the implementation of the uncertificated securities market regime in Hong Kong, the Board proposes to make relevant amendments to the Articles of Association and to seek authorisation from the general meeting for the Board to designate a person to attend to the registration and filing of the change of registered capital and the amendments to the Articles of Association with the company registration authority. As of the Latest Practicable Date, the date on which the H Shares will become participating securities for the uncertificated securities market has not yet been determined. The Company will, upon receipt of the notice of its specified date, make separate announcement(s) on such specified date and its transition plan for the uncertificated securities market in accordance with the Hong Kong Listing Rules.

Details of the amendments to the Articles of Association are set out in the appendix to this circular. Save for the amendments set out therein, all other provisions of the Articles of Association remain unchanged.

The legal advisers to the Company as to Hong Kong laws and PRC laws have respectively confirmed that the proposed amendments to the Articles of Association comply with the requirements of the Hong Kong Listing Rules and the applicable PRC laws. The Company confirms that there is nothing unusual about the proposed amendments to the Articles of Association for a company incorporated in the PRC and listed on the Hong Kong Stock Exchange. Save for the technical adjustments made to the arrangements for the holding, transfer and registration of Shares to facilitate the implementation of the uncertificated securities market regime in Hong Kong, the proposed amendments to the Articles of Association will not have any material adverse effect on the existing rights of the Shareholders, and are therefore in the interests of the Company and the Shareholders as a whole.

As the Company is incorporated in the PRC and its official Articles of Association are prepared in Chinese, the English translation is for reference only. In the event of any discrepancy between the Chinese and English versions, the Chinese version shall prevail. The existing Articles of Association shall remain in effect until the amendments to the Articles of Association are approved at the EGM and the relevant filing of changes with the market regulation authorities is completed.

A special resolution will be proposed at the EGM for the Shareholders to consider and approve the proposed change of registered capital and amendments to the Articles of Association.

IV. ARRANGEMENTS FOR THE EGM

The Company will convene the EGM at 2:30 p.m. on Wednesday, November 25, 2026 at the conference room of the Company, Suzhou InnoLight Optoelectronics Industrial Park, No. 168 Shengpu Road, Suzhou Industrial Park, Suzhou, Jiangsu Province, the PRC. The notice of the EGM is set out on pages 29 to 30 of this circular.

The register of members of H Shares of the Company will be closed from Friday, November 20, 2026 to Wednesday, November 25, 2026 (both days 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 H Shares of the Company shall ensure that all transfer documents, accompanied by the relevant share certificates, are lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on Thursday, November 19, 2026. H Shareholders whose names appear on the register of members of H Shares of the Company on Wednesday, November 25, 2026 will be entitled to attend and vote at the EGM.

The form of proxy for use at the EGM was despatched on October 29, 2026 to Shareholders who have indicated that they wish to receive a printed copy. The form of proxy is also published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Company (www.zj-innolight.com).

To be valid, holders of H Shares must lodge the form of proxy, together with a signed power of attorney or other authority (if any) or a certified copy of such power of attorney or authority, with the Company's H Share Registrar not less than 24 hours before the time appointed for holding the EGM or any adjourned meeting thereof (as the case may be) (i.e. not later than 2:30 p.m. on Tuesday, November 24, 2026). 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 if you so wish.

V. REQUIREMENTS UNDER THE HONG KONG LISTING RULES

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

As at the Latest Practicable Date, to the best of the Directors' knowledge, information and belief, no Shareholder has a material interest in any of the above resolutions, and no Shareholder is required to abstain from voting on such resolutions at the EGM.

The Company will publish an announcement of the poll results after the EGM in the manner prescribed under Rule 13.39(5) of the Hong Kong Listing Rules.

VI. RECOMMENDATION

The Board considers that each of the matters proposed for the Shareholders' vote at the EGM is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends that the Shareholders vote in favour of the relevant resolutions set out in the notice of the EGM accompanying this circular.

VII. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Hong Kong 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,

For and on behalf of the Board

By order of the Board
Zhongji InnoLight Co., Ltd.
中際旭創股份有限公司
Dr. Liu Sheng
Chairman of the Board, Executive Director and President

The Company proposes to make the following relevant amendments to the Articles of Association. Save for the amendments set out herein, all other provisions of the Articles of Association remain unchanged.

Before Amendments	After Amendments
Article 1 The Articles of Association are formulated in accordance with the Company Law of the People's Republic of China (the "Company Law"), the Securities Law of the People's Republic of China (the "Securities Law"), the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies, the Rules Governing the Listing of Shares on the ChiNext Market of the Shenzhen Stock Exchange, the Guidelines for the Articles of Association of Listed Companies, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules"), and other relevant provisions, with a view to safeguarding the legitimate rights and interests of Zhongji InnoLight Co., Ltd. (中際旭創股份有限公司) (the "Company") and its shareholders and creditors and regulating the organization and acts of the Company.	**Article 1** The Articles of Association are formulated in accordance with the Company Law of the People's Republic of China (the "Company Law"), the Securities Law of the People's Republic of China (the "Securities Law"), the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies, the Rules Governing the Listing of Shares on the ChiNext Market of the Shenzhen Stock Exchange, the Guidelines for the Articles of Association of Listed Companies, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules"), the Securities and Futures Ordinance, the Securities and Futures (Uncertificated Securities Market) Rules (the "Uncertificated Securities Market Rules"), and other relevant provisions, with a view to safeguarding the legitimate rights and interests of Zhongji InnoLight Co., Ltd. (中際旭創股份有限公司) (the "Company") and its shareholders and creditors and regulating the organization and acts of the Company.

Before Amendments	After Amendments
Article 3 The Company was approved by the China Securities Regulatory Commission (the "CSRC") on March 13, 2012 pursuant to the document "Zheng Jian Xu Ke [2012] No. 326" (證監許可[2012]326號), to initially issue 16,670,000 RMB ordinary shares to the public. The shares were listed on the ChiNext Market of the Shenzhen Stock Exchange on April 10, 2012. The Company has filed with the CSRC on July 8, 2026, and received approval from The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") on [•], [•] for its initial public offering of [•] H Shares, which were listed on the Main Board of the Hong Kong Stock Exchange on [•], [•]. The shares issued by the Company and listed on the Shenzhen Stock Exchange are referred to as "A Shares"; and the shares issued by the Company and listed on the Main Board of the Hong Kong Stock Exchange are referred to as "H Shares".	**Article 3** The Company was approved by the China Securities Regulatory Commission (the "CSRC") on March 13, 2012 pursuant to the document "Zheng Jian Xu Ke [2012] No. 326" (證監許可[2012]326號), to initially issue 16,670,000 RMB ordinary shares to the public. The shares were listed on the ChiNext Market of the Shenzhen Stock Exchange on April 10, 2012. The Company has filed with the CSRC on July 8, 2026, and received approval from The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") on ~~[•]~~July 21, ~~[•]~~2026 for its initial public offering of ~~[•]~~54,500,000 H Shares, which were listed on the Main Board of the Hong Kong Stock Exchange on ~~[•]~~July 30, ~~[•]~~2026. Upon full exercise of the over-allotment option on August 26, 2026, 8,175,000 H Shares were issued and listed on the Main Board of the Hong Kong Stock Exchange on August 31, 2026. The shares issued by the Company and listed on the Shenzhen Stock Exchange are referred to as "A Shares"; and the shares issued by the Company and listed on the Main Board of the Hong Kong Stock Exchange are referred to as "H Shares".
Article 6 The registered capital of the Company is RMB[•].	**Article 6** The registered capital of the Company is RMB~~[•]~~1,172,256,578.

Before Amendments	After Amendments
Article 15 Shares of the Company shall take the form of registered share certificates. If the share capital of the Company includes non-voting shares, the words "non-voting" must be added to the names of such shares. Where the equity capital includes shares with weighted voting rights, the words "limited voting rights" or "restricted voting rights" must be added to the name of each class of shares (other than those with the most favorable voting rights).	**Article 15** Shares of the Company ~~shall~~ can take the form of registered share certificates, uncertificated form or other forms prescribed by the securities regulatory authority of the State Council and the securities regulatory rules of the place where the Company's shares are listed. If the share capital of the Company includes non-voting shares, the words "non-voting" must be added to the names of such shares. Where the equity capital includes shares with weighted voting rights, the words "limited voting rights" or "restricted voting rights" must be added to the name of each class of shares (other than those with the most favorable voting rights). The H Shares issued by the Company may adopt the form of overseas depository receipt or other derivative forms of stocks in accordance with Hong Kong law, the requirements of the Hong Kong Stock Exchange and the common practice of securities registration and depository. With effect from (and including) the day on which H Shares in the Company become participating securities (the "Participation Date"), no new share certificate will be issued in respect of any such H Shares.

Before Amendments	After Amendments
	For the avoidance of doubt, this applies (without limitation) in the following circumstances: (I) following any issue, allotment, transfer, transmission, consolidation or subdivision of H Shares in the Company, if the issue, allotment, transfer, transmission, consolidation or subdivision is registered in the register of members on or after the Participation Date; or (II) where, for whatever reason, the holder of an H Share requests to replace an existing share certificate for the H Share, and the replacement share certificate is not issued before the Participation Date. Nothing in the above shall affect the validity of any H Share share certificates issued by the Company prior to the Participation Date and not cancelled.
Article 18 The A Shares issued by the Company shall be centrally deposited with the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited. The H Shares issued by the Company may primarily be deposited with the custodian company of Hong Kong Securities Clearing Company Limited in accordance with the laws and practices for securities registration and depository of the place where the shares of the Company are listed, or may also be held by shareholders in their own names.	**Article 18** The A Shares issued by the Company shall be centrally deposited with the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited. The H Shares issued by the Company may primarily be deposited with the custodian company of Hong Kong Securities Clearing Company Limited in accordance with the laws and practices for securities registration and depository of the place where the shares of the Company are listed, or may also be held by shareholders in their own names (including in uncertificated form through an approved securities registrar in accordance with the Uncertificated Securities Market Rules).
Article 20 The number of shares in issue of the Company is [•], all of which are ordinary shares, including 1,115,234,641 A ordinary shares, and [•] H ordinary shares, representing approximately [•]% and [•]% of the total share capital of the Company, respectively.	**Article 20** The number of shares in issue of the Company is ~~[•]~~1,172,256,578, all of which are ordinary shares, including ~~1,115,234,641~~ 1,109,581,578 A ordinary shares, and ~~[•]~~62,675,000 H ordinary shares, representing approximately ~~[•]~~94.65% and ~~[•]~~5.35% of the total share capital of the Company, respectively.

Before Amendments	After Amendments
Article 24 The Company shall not repurchase its own shares, unless otherwise under the circumstances:	**Article 24** The Company shall not repurchase its own shares, unless otherwise under the circumstances:
(1) Reducing the Company's registered share capital;	(1) Reducing the Company's registered share capital;
(2) Merging with other companies which hold shares of the Company;	(2) Merging with other companies which hold shares of the Company;
(3) Using the shares for an employee stock ownership plan or equity incentive plan;	(3) Using the shares for an employee stock ownership plan or equity incentive plan;
(4) Purchasing their shares from shareholders who have voted against the resolutions on the merger or division of the Company at a shareholders' meeting upon their request;	(4) Purchasing their shares from shareholders who have voted against the resolutions on the merger or division of the Company at a shareholders' meeting upon their request;
(5) Using shares for conversion of corporate bonds issued by the listed company that can be converted into shares;	(5) Using shares for conversion of corporate bonds issued by the listed company that can be converted into shares;
(6) Necessary for the listed company to maintain its value and the interests of the shareholders.	(6) Necessary for the ~~listed~~ company to maintain its value and the interests of the shareholders.
(7) Other circumstances as permitted by laws, administrative regulations, departmental rules and the regulatory rules of the place where the Company's shares are listed.	(7) Other circumstances as permitted by laws, administrative regulations, departmental rules and the regulatory rules of the place where the Company's shares are listed.
Except for the circumstances described above, the Company shall not repurchase its own shares.	Except for the circumstances described above, the Company shall not repurchase its own shares.

Before Amendments	After Amendments
Article 27 The shares of the Company shall be transferred in accordance with laws. Transfer of any H Shares shall be executed with a written instrument of transfer in usual or common form or any other forms accepted by the board of directors (including the standard transfer format or transfer form specified from time to time by the Hong Kong Stock Exchange), which may only be signed by hand or (if the transferor or transferee is a company) affixed with an effective corporate seal. If the transferor or transferee is a recognized clearing house or its agent thereof defined in the relevant provisions in force from time to time of the laws of Hong Kong Special Administrative Region of the People's Republic of China (the "Hong Kong"), the instrument of transfer may be signed by hand or by machine imprinted signatures. All transfer instruments shall be kept at the legal address of the Company or other place designated by the board of directors from time to time.	**Article 27** The shares of the Company shall be transferred in accordance with laws. All the H Shares with paid-up share capital may be freely transferred in accordance with the Articles of Association; but the Board may refuse such transfers if (i) the H Share is in uncertificated form, and the specified request is not sent in accordance with the operating rules of the approved securities registrar or an instrument of transfer is lodged; (ii) the H Share is in uncertificated form as a result of the Company having initiated its dematerialization and the dematerialization fee payable in respect of the dematerialization remains unpaid; (iii) the transferor, transferee or transmittee (as applicable) of H Share is not a system-member of the Uncertificated Securities Registration and Transfer System operated by the Company's approved securities registrar; or (iv) where the H Share is in certificated form, if a dematerialization request in respect of the H Share (or any other H Share covered by the same certificate) has not been received, or has been refused, under the applicable rules; and for H Shares in certificated form, unless the following conditions are met, the Board may refuse to admit any transfer document without stating any reason: (I) any transfer document and other documents that are relating to the ownership of H Shares or will influence the ownership of H Shares must be registered. A fee for the registration must be paid to the Company or the Company's approved securities registrar, provided that such fee shall not exceed the maximum fee prescribed by the Hong Kong Stock Exchange from time to time or as may be prescribed by the Code of Conduct for Approved Securities Registrars, or any other applicable rules or code;

Before Amendments	After Amendments
	(II) the instrument of transfer involves H Shares only; (III) the stamp duty payable by the laws of Hong Kong on the instrument of transfer has been paid; (IV) the relevant share certificates and evidence reasonably required by the Board and proving that the transferor has the right to transfer shares shall be provided; (V) if the shares are to be transferred to joint shareholders, the number of jointly registered shareholders shall not exceed four; (VI) the Company does not have any lien over the shares. If the Board refuses to register share transfer, the Company shall issue a notice of refusal of share transfer to the transferor and transferees within two months from the official filing date of transfer application. Transfer of any H Shares, if in certificated form, shall be executed with a written instrument of transfer in usual or common form or any other forms accepted by the board of directors (including the standard transfer format or transfer form specified from time to time by the Hong Kong Stock Exchange), which may only be signed by hand or (if the transferor or transferee is a company) affixed with an effective corporate seal. If the transferor or transferee is a recognized clearing house or its agent thereof defined in the relevant provisions in force from time to time of the laws of Hong Kong Special Administrative Region of the People's Republic of China (the "Hong Kong"), the instrument of transfer may be signed by hand, ~~or~~ by machine imprinted signatures, or be completed by electronic means in compliance with applicable requirements.

Before Amendments	After Amendments
	All transfer instruments in respect of H Shares held in certificated form shall be kept at the legal address of the Company or other place designated by the board of directors from time to time. In respect of H Shares held in uncertificated form, transfers shall be effected by authenticated dematerialized message sent in accordance with the operating rules of the Company's approved securities registrar and the Uncertificated Securities Market Rules; no physical instrument of transfer is required. If there are any subsequent changes in the relevant laws and regulations relating to the uncertificated securities market, the latest applicable laws and regulations shall prevail. In addition, with effect from (and including) the Participation Date, H Shares held in certificated form must first be dematerialized before any transfer can be made in accordance with the procedure set out above.
Article 31 The Company shall establish a register of shareholders in accordance with evidentiary documents provided by the securities registration and clearing authorities. The register of shareholders is sufficient evidence to prove that the shareholders hold the Company's shares. Shareholders shall enjoy rights and assume obligations according to the class of shares they hold. Shareholders holding shares of the same class shall enjoy the same rights and assume the same obligations.	**Article 31** The Company shall establish a register of shareholders in accordance with certificates and/or uncertificated records provided by the Company's approved securities registrar, or evidentiary documents provided by the securities registration and clearing authorities. The register of shareholders is sufficient evidence to prove that the shareholders hold the Company's shares. Shareholders shall enjoy rights and assume obligations according to the class of shares they hold. Shareholders holding shares of the same class shall enjoy the same rights and assume the same obligations.

Before Amendments	After Amendments
The Company shall enter into a share custody agreement with the securities depository and clearing authorities, make regular inquiries about the information on major shareholders and the changes in shareholdings (including equity pledges) of major shareholders, and keep abreast of the Company's shareholding structure. The transfers and transmissions of shares shall be registered in the register of members. Duplicates of the H Shares register of members shall be maintained at the Company's place of domicile. The appointed overseas agency shall ensure the consistency between the original and the duplicate of the H Shares register of members. The register of shareholders kept in Hong Kong shall be available for inspection by shareholders. However, the register of members may be closed on terms equivalent to those set out in section 632 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). The original register of members of H Shares listed in Hong Kong is kept in Hong Kong and is available for inspection by shareholders, but the Company may suspend the registration of shareholders in accordance with applicable laws and regulations and the securities regulatory rules of the place where the Company's shares are listed. In the event that any shareholder whose name is recorded in or any person who requests to have his/her name entered in the H Shares register of members loses his/her share certificate(s), he/she may apply to the Company for replacement of new share certificate(s) in respect thereof. Where a shareholder of H Shares loses his/her share certificate(s) and applies for replacement, such application shall be dealt with in accordance with the laws, rules of the stock exchange or other relevant regulations of the place where the original copy of the register of shareholders of H Shares is maintained.	The Company shall enter into a share custody agreement with the securities depository and clearing authorities, make regular inquiries about the information on major shareholders and the changes in shareholdings (including equity pledges) of major shareholders, and keep abreast of the Company's shareholding structure. The transfers and transmissions of shares shall be registered in the register of members. Duplicates of the H Shares register of members shall be maintained at the Company's place of domicile. The appointed overseas agency shall ensure the consistency between the original and the duplicate of the H Shares register of members. The register of shareholders kept in Hong Kong shall be available for inspection by shareholders. However, the register of members may be closed on terms equivalent to those set out in section 632 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). The original register of members of H Shares listed in Hong Kong is kept in Hong Kong and is available for inspection by shareholders, but the Company may suspend the registration of shareholders in accordance with applicable laws and regulations and the securities regulatory rules of the place where the Company's shares are listed. ~~In the event that any shareholder whose name is recorded in or any person who requests to have his/her name entered in the H Shares register of members loses his/her share certificate(s), he/she may apply to the Company for replacement of new share certificate(s) in respect thereof. Where a shareholder of H Shares loses his/her share certificate(s) and applies for replacement, such application shall be dealt with in accordance with the laws, rules of the stock exchange or other relevant regulations of the place where the original copy of the register of shareholders of H Shares is maintained.~~

Before Amendments	After Amendments
	The Company may, in accordance with the applicable regulatory rules and in connection with H Shares, issue share certificates in physical form and/or adopt uncertificated issuance and trading arrangements. Every person whose name is entered as a shareholder of H Shares in the register of shareholders shall be entitled to hold their shares in uncertificated form through the uncertificated securities registration and transfer system, the Central Clearing and Settlement System operated by Hong Kong Securities Clearing Company Limited, or any other system approved under the Securities and Futures Ordinance and the Uncertificated Securities Market Rules in compliance with the Hong Kong Listing Rules and other relevant regulations. Notwithstanding the foregoing, with effect from (and including) the Participation Date, any H Shares subsequently issued or allotted by the Company shall be issued in uncertificated form only, and no share certificate shall be issued in respect of such H Shares. H Shares held in certificated form shall be dematerialized in accordance with the applicable rules. Where any H Share is issued in uncertificated form, or is dematerialized, the H Share will be recorded in the register of members as being in uncertificated form. Entries in the register of members in respect of H Shares that are participating securities shall have such evidential value and other effect as provided in the Uncertificated Securities Market Rules. Changes to any entry in the register relating to the holder of such H Share shall be notified to the holder in accordance with the Uncertificated Securities Market Rules and the Code of Conduct for Approved Securities Registrars.

Before Amendments	After Amendments
	The Company shall comply with all applicable laws and regulations to facilitate the holding, transfer, and registration of its H Shares in uncertificated form, including electronic processes for corporate actions, as required by the uncertificated securities market regime. Share certificates shall specify such matters as required under applicable regulatory requirements. In the event that any shareholder recorded in the register of shareholders of H Shares, or any person who requests the Company to enter his/her/its name in the register of shareholders of H Shares, raises an objection to or identifies any error in the electronic registration record of the H Shares registered in his/her/its name where such H Shares are in uncertificated form, such shareholder or person may apply to the Company and the approved securities registrar appointed by the Company for rectification of the registration record; where such H Shares are in certificated form and the relevant share certificate has been lost, such shareholder or person may apply to the Company for the issuance of a replacement new share certificate in respect of such shares. Any application by a holder of overseas listed shares for rectification of the registration record in respect of uncertificated securities, or for the issuance of a replacement new share certificate in respect of lost certificated securities, may be dealt with in accordance with the laws, the rules of the stock exchange, the relevant regulatory rules governing the uncertificated securities market, and other applicable regulations of the place where the original register of shareholders of overseas listed shares is maintained. Provided that, in respect of H Shares that are participating securities, no replacement share certificate shall be issued, and any such H Shares covered by a share certificate that is defaced, damaged, lost or destroyed may instead be dematerialized in accordance with the applicable rules of the securities regulatory authorities of the place where the H Shares of the Company are listed.

Before Amendments	After Amendments
Article 33 The rights of shareholders of the Company are as follows:	**Article 33** The rights of shareholders of the Company are as follows:
(1) To receive dividends and other forms of interest distribution according to the number of shares held;	(1) To receive dividends and other forms of interest distribution according to the number of shares held;
(2) To legally require to hold, convene, preside over, participate in or authorize proxies of shareholders to attend the shareholders' meeting and exercise corresponding voting rights;	(2) To legally require to hold, convene, preside over, participate in or authorize proxies of shareholders to attend the shareholders' meeting or by other means, and exercise corresponding voting rights;
(3) To supervise the operations of the Company, provide suggestions or submit queries;	(3) To supervise the operations of the Company, provide suggestions or submit queries;
(4) To transfer, grant or pledge the shares held according to the provisions of the laws, administrative regulations and these Articles;	(4) To transfer, grant or pledge the shares held according to the provisions of the laws, administrative regulations and these Articles;
(5) To read and copy these Articles, the register of shareholders, shareholders' meeting minutes, resolutions of board meetings and financial and accounting reports;	(5) To read and copy these Articles, the register of shareholders, shareholders' meeting minutes, resolutions of board meetings and financial and accounting reports;
(6) To participate in the distribution of the remaining properties of the Company in proportion to their shareholdings in the event of the termination or liquidation of the Company;	(6) To participate in the distribution of the remaining properties of the Company in proportion to their shareholdings in the event of the termination or liquidation of the Company;
(7) To require the Company to acquire shares from the shareholders voting against any resolutions adopted at the shareholders' meeting concerning the merger and division of the Company;	(7) To require the Company to acquire shares from the shareholders voting against any resolutions adopted at the shareholders' meeting concerning the merger and division of the Company;
(8) Other rights conferred by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are listed, or these Articles.	(8) Other rights conferred by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are listed, or these Articles.

Before Amendments	After Amendments
Article 61 Individual shareholders attending the meeting in person shall present their personal identity cards or other valid certificates or proof that can indicate their identity. Proxies attending the meeting shall present their personal identity cards and the power of attorney from the shareholder. Corporate shareholders shall be represented by its legal representative or proxies authorized by the legal representative. Legal representatives attending the meeting shall present their personal identity cards or valid documents that can prove their identity as the legal representative. Proxies authorized to attend the meeting shall present their personal identity cards or the written power of attorney legally issued by the legal representative of the legal person shareholder, except for shareholders who are a recognized clearing house as defined in the relevant ordinances in force from time to time under the laws of Hong Kong or the securities regulatory rules of the place where the shares of the Company are listed and its proxy. Shareholders that are unincorporated partnership enterprises shall attend the meeting through their natural person executive partners or the designated representatives of their non-natural person executive partners, or through proxies appointed by the aforementioned persons. Where a natural person executive partner or the designated representative of a non-natural person executive partner attends the meeting, he/she shall present his/her identity card and valid proof certifying his/her capacity as the natural person executive partner or the designated representative of the non-natural person executive partner. Where a proxy is appointed to attend the meeting, the proxy shall present his/her identity card and a written power of attorney legally issued by the natural person executive partner or the designated representative of the non-natural person executive partner of such shareholder.	**Article 61** Individual shareholders attending the meeting ~~in person~~ shall present their personal identity cards or other valid certificates or proof that can indicate their identity. Proxies attending the meeting shall present their personal identity cards and the power of attorney from the shareholder. Corporate shareholders shall be represented by its legal representative or proxies authorized by the legal representative. Legal representatives attending the meeting shall present their personal identity cards or valid documents that can prove their identity as the legal representative. Proxies authorized to attend the meeting shall present their personal identity cards or the written power of attorney legally issued by the legal representative of the legal person shareholder, except for shareholders who are a recognized clearing house as defined in the relevant ordinances in force from time to time under the laws of Hong Kong or the securities regulatory rules of the place where the shares of the Company are listed and its proxy. Shareholders that are unincorporated partnership enterprises shall attend the meeting through their natural person executive partners or the designated representatives of their non-natural person executive partners, or through proxies appointed by the aforementioned persons. Where a natural person executive partner or the designated representative of a non-natural person executive partner attends the meeting, he/she shall present his/her identity card and valid proof certifying his/her capacity as the natural person executive partner or the designated representative of the non-natural person executive partner. Where a proxy is appointed to attend the meeting, the proxy shall present his/her identity card and a written power of attorney legally issued by the natural person executive partner or the designated representative of the non-natural person executive partner of such shareholder.

Before Amendments	After Amendments
If the shareholder is a recognized clearing house (or its nominee) as defined in the relevant ordinances of Hong Kong as amended from time to time or the securities regulatory rules of the place where the Company's shares are listed, such shareholder may authorize its company representative or one or more persons it deems fit to act as its proxy at any shareholders' meeting or any meeting of creditors; however, if more than one person is so authorized, the power of attorney shall specify the number and class of shares in respect of which each such person is so authorized. A person so authorized shall be entitled to exercise the rights on behalf of such shareholder (without production of a share certificate, notarized authorization and/or further evidence of due authorization), and shall enjoy the same statutory rights as other shareholders, including the right to speak and vote, as if such person were a personal shareholder of the Company.	If the shareholder is a recognized clearing house (or its nominee) as defined in the relevant ordinances of Hong Kong as amended from time to time or the securities regulatory rules of the place where the Company's shares are listed, such shareholder may authorize its company representative or one or more persons it deems fit to act as its proxy at any shareholders' meeting or any meeting of creditors; however, if more than one person is so authorized, the power of attorney shall specify the number and class of shares in respect of which each such person is so authorized. A person so authorized shall be entitled to exercise the rights on behalf of such shareholder (without production of a share certificate, notarized authorization and/or further evidence of due authorization), and shall enjoy the same statutory rights as other shareholders, including the right to speak and vote, as if such person were a personal shareholder of the Company.

Before Amendments	After Amendments
Article 62 Any shareholder entitled to attend and vote at a shareholders' meeting shall be entitled to appoint another person (who need not be a shareholder) as his/her proxy to attend and vote on his/her behalf. The power of attorney issued by a shareholder to appoint another person to attend a shareholders' meeting shall contain the following particulars: (1) Name of the principal, and the type and number of shares held in the Company; (2) Name of the proxy, and whether such proxy has voting rights; (3) Specific instructions from shareholders, including instructions as to vote for or vote against or abstain from voting in relation to each matter on the agenda to be examined at the shareholders' meeting; (4) Date of issuance and date of expiry of the power of attorney; (5) Signature (or seal) of the principal. If the principal is a corporate shareholder, the seal of the corporate shall be affixed. The proxy form shall be deposited at the domicile of the Company or any other place specified in the notice for convening the meeting prior to the convening of the meeting or prior to the time appointed for voting.	**Article 62** Any shareholder entitled to attend and vote at a shareholders' meeting shall be entitled to appoint another person (who need not be a shareholder) as his/her proxy to attend and vote on his/her behalf. The power of attorney issued by a shareholder to appoint another person to attend a shareholders' meeting shall contain the following particulars: (1) Name of the principal, and the type and number of shares held in the Company; (2) Name of the proxy, and whether such proxy has voting rights; (3) Specific instructions from shareholders, including instructions as to vote for or vote against or abstain from voting in relation to each matter on the agenda to be examined at the shareholders' meeting; (4) Date of issuance and date of expiry of the power of attorney; (5) Signature (or seal) of the principal. If the principal is a corporate shareholder, the seal of the corporation shall be affixed (where applicable). The proxy form shall be deposited at the domicile of the Company or any other place specified in the notice for convening the meeting prior to the convening of the meeting or prior to the time appointed for voting.

Before Amendments	After Amendments
Article 167 If the Company's notice is sent by personal delivery, the date of service shall be the date when the recipient signed (or stamped) to acknowledge receipt of the same; if the Company's notice is sent by postal mail, the date of service shall be the seventh working day from the date on which the post office receives the notice; if the Company's notice is issued by announcement, the date of service shall be the date when the Company publishes the first announcement.	**Article 167** If the Company's notice is sent by personal delivery, the date of service shall be the date when the recipient signed (or stamped) to acknowledge receipt of the same; if the Company's notice is sent by postal mail, the date of service shall be the seventh working day from the date on which the post office receives the notice; if the Company's notice is issued by announcement, the date of service shall be the date when the Company publishes the first announcement. Even if a shareholder of H Shares elects from time to time to receive any notice or document by electronic means, such shareholder may at any time request that the Company send him/her a printed copy of any notice or document to which he/she is entitled as a shareholder, in addition to the electronic copy. In connection with the H Shares, to the extent permitted by applicable law, and unless otherwise restricted or prohibited by the Hong Kong Listing Rules, the Company shall: (I) accept instructions issued electronically by shareholders and security holders (including, but not limited to, dividend election instructions, payment election instructions, responses to "corporate communications available for electronic delivery" (as defined in the Hong Kong Listing Rules), and instructions regarding any meeting of security holders, such as intentions to attend, proxy appointments, revocations of proxies, and voting instructions), subject to reasonable authentication measures determined by the Board from time to time; (II) where the Company makes an offer to shareholders and security holders to subscribe for any new securities, it may receive payments from shareholders and security holders through any electronic means or by such other means as the Board deems appropriate; and

Before Amendments	After Amendments
	(III) pay any amounts payable in connection with any corporate actions of the Company (including amounts paid by the Company to shareholders and security holders in connection with its corporate actions, such as the distribution of dividends and other entitlements, matters relating to rights issues, public offerings, and offers made on a preferential basis to specific classes of holders, and/or (where applicable) refunds of oversubscriptions; and payments relating to takeovers and privatizations) through any electronic means or by such other means as the Board deems appropriate.
Article 194 Definitions (1) Controlling shareholders refers to shareholders whose shares account for more than 50% of the total share capital of the Company; or shareholders who, although they do not hold more than 50% of the shares, hold shares with voting rights sufficient to have a significant influence on the resolutions of the shareholders' meeting. (2) De facto/actual controllers refer to natural persons, legal persons or other organisations who, through investment relationships, agreements or other arrangements, are able to actually dominate the Company's behaviour. (3) Related (connected) relationship refers to the relationship between controlling shareholders, de facto controllers, directors and senior management of the Company and the enterprises they directly or indirectly control, as well as other relationships that may lead to the transfer of interests of the Company. (4) "Accounting firm" in these Articles shall have the meaning consistent with that of "auditor" in the Hong Kong Listing Rules, and "independent director" shall have the meaning consistent with that of "independent non-executive director" in the Hong Kong Listing Rules.	**Article 194** Definitions (1) Controlling shareholders refers to shareholders whose shares account for more than 50% of the total share capital of the Company; or shareholders who, although they do not hold more than 50% of the shares, hold shares with voting rights sufficient to have a significant influence on the resolutions of the shareholders' meeting. (2) De facto/actual controllers refer to natural persons, legal persons or other organisations who, through investment relationships, agreements or other arrangements, are able to actually dominate the Company's behaviour. (3) Related (connected) relationship refers to the relationship between controlling shareholders, de facto controllers, directors and senior management of the Company and the enterprises they directly or indirectly control, as well as other relationships that may lead to the transfer of interests of the Company. (4) "Accounting firm" in these Articles shall have the meaning consistent with that of "auditor" in the Hong Kong Listing Rules, and "independent director" shall have the meaning consistent with that of "independent non-executive director" in the Hong Kong Listing Rules.

Before Amendments	After Amendments
	(5) Uncertificated Securities Registration and Transfer System: The Uncertificated Securities Registration and Transfer System, and for the purpose of any shares or securities of the Company, refers to a computer system together with the software and other facilities, capable of evidencing and transferring title to shares and securities without the use of paper documents and facilitating supplementary and ancillary matters. (6) Participating securities: As the term is defined under the Uncertificated Securities Market Rules. (7) Approved securities registrar: As the term is defined under the Securities and Futures Ordinance. (8) Certificated form: As the term is defined under the Securities and Futures Ordinance. (9) Uncertificated form: As the term is defined under the Securities and Futures Ordinance. (10) Specified request: As the term is defined under the Uncertificated Securities Market Rules. (11) Dematerialization: As the term is defined under the Uncertificated Securities Market Rules. (12) Sections 8 and 19 of the Electronic Transactions Ordinance (Chapter 553 of the Laws of Hong Kong) shall not apply to these Articles of Association to the extent that they impose obligations or requirements in addition to those already set forth in these Articles of Association.

Before Amendments	After Amendments
Article 196 These Articles are prepared in Chinese. In case of discrepancies between any other languages or different versions of these Articles and these Articles, the Chinese version of these Articles after the latest approval and registration by the Market Supervision Administration of Yantai city shall prevail.	**Article 196** These Articles are prepared in Chinese. In case of discrepancies between any other languages or different versions of these Articles and these Articles, the Chinese version of these Articles after the latest approval and registration by the Market Supervision Administration of Yantai city shall prevail. Where the Articles of Association conflict with the laws, administrative regulations (including the uncertificated securities market regime), normative documents and the securities regulatory rules of the place where the Company's shares are listed, such laws, administrative regulations, normative documents and securities regulatory rules shall prevail.
Article 200 These Articles have been considered and approved by the shareholders' meeting and shall become effective and enforceable on the date on which the issue of H Shares of the Company is filed with the CSRC and listed for trading on the Hong Kong Stock Exchange. The original articles of association of the Company shall automatically become invalid as from the date of these Articles becoming effective.	**Article 200** These Articles have been considered and approved by the shareholders' meeting and shall become effective and enforceable ~~on the date on which the issue of H Shares of the Company is filed with the CSRC and listed for trading on the Hong Kong Stock Exchange~~. The original articles of association of the Company shall automatically become invalid as from the date of these Articles becoming effective.

ZHONGJI INNOLIGHT CO., LTD.
中際旭創股份有限公司

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

(Stock Code: 3308)

NOTICE OF THE 2026 THIRD EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the extraordinary general meeting (the "**EGM**") of Zhongji InnoLight Co., Ltd. (the "**Company**") will be held at 2:30 p.m. on Wednesday, November 25, 2026 at the conference room of the Company, Suzhou InnoLight Optoelectronics Industrial Park, No. 168 Shengpu Road, Suzhou Industrial Park, Suzhou, Jiangsu Province, the PRC for the purpose of considering and, if deemed appropriate, approving the 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 dated October 29, 2026 (the "**Circular**").

ORDINARY RESOLUTION

1. To consider and approve the proposed appointment of the H Share auditor for 2026.

SPECIAL RESOLUTIONS

2. To consider and approve the proposed change of use and cancellation of repurchased A Shares.

3. To consider and approve the proposed change of registered capital and amendments to the Articles of Association.

By order of the Board
Zhongji InnoLight Co., Ltd.
中際旭創股份有限公司
Dr. Liu Sheng
Chairman of the Board, Executive Director and President

Hong Kong, October 29, 2026

As at the date of this notice, the Board of the Company comprises (i) Dr. Liu Sheng, Mr. Wang Xiaodong and Ms. Wang Xiaoli as executive Directors; (ii) Ms. Chen Caiyun as non-executive Director; and (iii) Ms. Zhan Shuping, Dr. Cheng Bo, Dr. Qu Wenzhou and Mr. Huang Guobin as independent non-executive Directors.

Notes:

1. All resolutions at the EGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong 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 Hong Kong 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/her. 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/her.

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 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for the meeting or any adjournment thereof (as the case may be) (i.e. not later than 2:30 p.m. on Tuesday, November 24, 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 or any adjournment thereof 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 H Shares of the Company will be closed from Friday, November 20, 2026 to Wednesday, November 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 H Shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates are lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, November 19, 2026. H Shareholders whose names appear on the register of members of H Shares of the Company on Wednesday, November 25, 2026 will be entitled to attend and vote at the EGM.

5. The EGM is expected to last no more than half a day and will be conducted in Mandarin. Shareholders or their proxies attending the EGM shall present their identification documents for verification.

6. Please note that no gifts or securities will be distributed at the EGM. Shareholders attending the EGM in person or by proxy shall bear their own transportation, meal and accommodation expenses.

7. In addition, the Company encourages the Shareholders to exercise their right to vote at the EGM by appointing the chairman of the EGM as their proxy to vote on the relevant resolutions at the EGM instead of attending the meeting in person, by completing and returning the enclosed form of proxy for use at the EGM in accordance with the instructions printed thereon.

8. Unless otherwise specified, references to time and dates in this notice are to Hong Kong time and dates.