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, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in GOGOX HOLDINGS LIMITED, 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.

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GOGOX HOLDINGS LIMITED

快狗打车控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2246)

(1) MAJOR TRANSACTION
DISPOSAL OF A SUBSIDIARY
(2) PROPOSED CHANGE OF COMPANY NAME
AND
(3) NOTICE OF EXTRAORDINARY GENERAL MEETING

A notice convening the EGM of GOGOX HOLDINGS LIMITED to be held at 24/F, Admiralty Centre Tower 1 (海富中心一期24樓), 18 Harcourt Road, Admiralty, Hong Kong on Monday, 30 November 2026 at 2:30 p.m. is set out on pages 30 to 32 of this circular. A form of proxy for use at the EGM is also enclosed. Such form of proxy is also published on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the website of the Company (gogoxholdings.com).

Whether or not you are able to attend the EGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the EGM (i.e. at or before 2:30 p.m. on Saturday, 28 November 2026) or any adjournment thereof. Completion and return of the form of proxy will not preclude shareholders from attending and voting in person at the EGM or any adjournment thereof if they so wish, and in such event, the form of proxy shall be deemed to be revoked.

6 November 2026

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

"Action"	any notice, charge, claim, action, complaint, petition, investigation, suit or other proceeding, whether administrative, civil or criminal, whether at Law or in equity, and whether or not before any court, arbitrator or Governmental Authority
"Anhui Supeida"	Anhui Supeida Supply Chain Management Services Co., Ltd.* (安徽速配達供應鏈管理服務有限公司), a limited liability company established under the laws of the PRC on 18 March 2024 and is wholly owned by Hainan 58 Supply Chain
"Articles of Association"	the articles of association of the Company, as amended from time to time
"Associate"	has the meaning ascribed thereto under the Listing Rules
"Board"	the board of Directors
"Business Day(s)"	a day on which banks in Hong Kong are open for business other than a Saturday or a Sunday or a day on which a tropical cyclone warning signal number 8 or above or a black rainstorm signal is hoisted in Hong Kong at any time between 9:00 a.m. and 5:00 p.m.
"Circular"	this circular dated 6 November 2026
"Company"	GOGOX HOLDINGS LIMITED (快狗打车控股有限公司) (formerly named as 58 Freight Inc.), an exempted company with limited liability incorporated under the laws of Cayman Islands on 8 June 2017, the shares of which are listed on the Main Board of the Stock Exchange
"Completion"	the completion of the Disposal
"Completion Date"	the date on which the Completion takes place

"connected person(s)"	has the same meaning ascribed to it under the Listing Rules
"Consideration"	RMB1.00, being the total consideration payable by the Purchaser to the Company for the Disposal
"Consolidated Affiliated Entities"	the entity(ies) the Company controls through the contractual arrangements, details of which are set out in the prospectus of the Company dated 14 June 2022
"Director(s)"	the directors of the Company
"Disposal"	the sale and purchase of the Sale Shares contemplated under the Sale and Purchase Agreement
"EGM"	the extraordinary general meeting of the Company to be held to consider and if thought fit, to approve the (i) Sale and Purchase Agreement and the transactions contemplated thereunder; and (ii) the Proposed Change of Company Name
"GOGOX PRC Group Limited"	GOGOX PRC Group Limited (中國快狗打車集團有限公司), a company incorporated in Hong Kong with limited liability on 26 June 2017, and a wholly-owned subsidiary of the Target Company
"Governmental Authority"	any supranational, national, provincial, municipal or local government, governmental, quasi-governmental, regulatory or administrative authority, agency, commission, court, tribunal or arbitral body in any jurisdiction, including the Stock Exchange and the Securities and Futures Commission of Hong Kong
"Group"	the Company, its subsidiaries and Consolidated Affiliated Entities from time to time
"Hainan 58 Freight"	Hainan 58 Daojia Freight Services Co., Ltd.* (海南五八到家貨運服務有限公司), a limited liability company established under the laws of the PRC on 9 April 2021 and a Consolidated Affiliated Entity

"Hainan 58 Supply Chain"	Hainan 58 Daojia Supply Chain Management Services Co., Ltd. * (海南五八到家供應鏈管理服務有限公司), a limited liability company established under the laws of the PRC on 21 April 2020 and a Consolidated Affiliated Entity
"Hainan WFOE"	Hainan 58 Daojia Technology Co., Ltd.* (海南五八到家科技有限公司), a limited liability company established under the laws of the PRC on 21 May 2021, which was an indirectly wholly-owned subsidiary of the Company
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Independent Third Party(ies)"	any person or company and its ultimate beneficial owner(s), who, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, are third parties independent of the Company and its connected persons
"Kuaigou Tianjin"	Kuaigou Dache (Tianjin) Information Service Co., Ltd.* (快狗打車(天津)信息服務有限公司), a limited liability company established under the laws of the PRC on 29 June 2022 and has been wholly owned by Tianjin 58 Freight since its establishment and up to the Latest Practicable Date
"Latest Practicable Date"	the latest practicable date prior to the printing of this Circular for the purpose of ascertaining certain information contained in this Circular, being 31 October 2026
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"Long Stop Date"	16 April 2027, or such other date as the Parties may agree in writing
"Mr. He"	Mr. He Song (何松), an executive Director and the co-chief executive officer of the Company

"Mr. Yao"	Mr. YAO Jinbo (姚勁波), one of the controlling Shareholders
"PRC"	The People's Republic of China
"Proposed Change of Company Name"	the proposed to change of the Chinese name of the Company from "快狗打车控股有限公司" to "GOGO 科技"
"Prospectus"	the prospectus of the Company dated 14 June 2022
"Purchaser"	Crestpoint Investment Limited, a company incorporated in the Hong Kong with limited liability
"Related Party Balances"	All amounts owing (whether or not due for payment) between any Target Group, on the one hand, and any member of the Group (other than Target Group), on the other hand
"RMB"	Renminbi, the lawful currency of PRC
"Sale and Purchase Agreement"	the agreement for the sale and purchase dated 16 October 2026 entered into among the Company and the Purchaser in relation to the Disposal
"Sale Shares"	2,000 ordinary shares, representing the entire issued share capital of the Target Company
"SFO"	The Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (as amended, supplemented or otherwise modified from time to time)
"Shanghai WFOE"	Shanghai Youban Network Technology Co., Ltd.* (上海優搬網絡科技有限公司), a limited liability company established under the laws of the PRC on 14 April 2018, which was an indirectly wholly-owned subsidiary of the Company
"Share(s)"	the share(s) of the Company

"Shareholder(s)"	registered holder(s) of the share(s) of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it under the Listing Rules
"Target Company"	GGEx Holdings Limited, a company incorporated in British Virgin Islands with limited liability on 15 April 2014, and a wholly-owned subsidiary of the Company
"Target Group"	the Target Company and its subsidiaries and Consolidated Affiliated Entities, including GOGOX PRC Group Limited, Shanghai WFOE, Tianjin WFOE 1, Hainan WFOE, Tianjin WFOE 2, Tianjin 58 Freight, Zhenjiang 58 Supply Chain, Hainan 58 Supply Chain, Hainan 58 Freight, Tianjin Kuaigou Freight, Kuaigou Tianjin, Anhui Supeida and Wuhu Kaixin
"Tianjin 58 Freight"	Tianjin 58 Daojia Freight Services Co., Ltd.* (天津五八到家貨運服務有限公司), a limited liability company established under the laws of the PRC on 10 July 2017 and a Consolidated Affiliated Entity
"Tianjin Kuaigou Freight"	Tianjin Kuaigou Freight Services Co., Ltd.* (天津快狗貨運服務有限公司), a limited liability company established under the laws of the PRC on 13 December 2021 and a Consolidated Affiliated Entity
"Tianjin WFOE 1"	Tianjin 58 Daojia Technology Co., Ltd.* (天津五八到家科技有限公司), a limited liability company established under the laws of the PRC on 26 July 2017, which was an indirectly wholly-owned subsidiary of the Company
"Tianjin WFOE 2"	Kuaigou Dache (Tianjin) Carbon Technology Co., Ltd.* (快狗打車(天津)碳科技有限公司), a limited liability company established under the laws of the PRC on 4 August 2022, which was an indirectly wholly-owned subsidiary of the Company

"Wuhu Kaixin"	Wuhu Kaixin Daojia Technology Co., Ltd (蕪湖開新到家科技有限公司)
"Zhenjiang 58 Supply Chain"	Zhenjiang 58 Daojia Supply Chain Management Services Co., Ltd.* (鎮江五八到家供應鏈管理服務有限公司), a limited liability company established under the laws of the PRC on 20 March 2017 and a Consolidated Affiliated Entity
"%"	per cent

* *For identification purpose only, if there is any inconsistency between the Chinese names of the entities or enterprises established in the PRC and their English translations, the Chinese names shall prevail.*

GOGOX HOLDINGS LIMITED
快狗打车控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2246)

Executive Directors:
Mr. LAM Hoi Yuen (林凱源) *(Chairman of the Board and Co-Chief Executive Officer)*
Mr. HE Song (何松) *(Co-Chief Executive Officer)*

Non-executive Directors:
Ms. LI Xiaojing (李曉菁)
Mr. HU Xiangcheng (胡湘成)

Independent Non-executive Directors:
Mr. TANG Shun Lam (鄧順林)
Mr. ZHAO Hongqiang (趙宏強)
Ms. CHU Ka Yin Norma (朱嘉盈)

Registered Office:
4th Floor, Harbour Place,
103 South Church Street,
George Town, P.O. Box 10240,
Grand Cayman KY1-1002,
Cayman Islands

Headquarters and Principal Place of Business in the PRC:
Room 212, Building C
Kaide Building Complex
No. 7 Rongyuan Road
Huayuan Industrial Park
Binhai Hi-tech Zone, Tianjin
PRC

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

6 November 2026

To the Shareholders

Dear Sir or Madam

(1) MAJOR TRANSACTION DISPOSAL OF A SUBSIDIARY AND (2) PROPOSED CHANGE OF COMPANY NAME

INTRODUCTION

Reference is made to the announcement issued by the Company on 16 October 2026 in relation to the disposal of the Target Company and the Proposed Change of Company Name.

The Board is pleased to announce that on 16 October 2026, the Company entered into the Sale and Purchase Agreement with the Purchaser, pursuant to which the Company has conditionally agreed to sell, and the Purchaser has conditionally agreed to purchase, the Sale Shares, representing the entire issued share capital of the Target Company, at a consideration of RMB1.00.

The purpose of this Circular is to provide you with, among others, (i) further details of the Disposal; (ii) the financial information of the Group; (iii) other information required to be disclosed under the Listing Rules; (iv) further details of the Proposed Change of Company Name; and (v) a notice convening the EGM.

(1) THE DISPOSAL

The principal terms of the Sale and Purchase Agreement are set out below:

Date:	16 October 2026 (after trading hours)
Parties:	(a) The Company, as vendor; and (b) The Purchaser, as purchaser (collectively, the "**Parties**" and each a "**Party**"). To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, each of the Purchaser and its ultimate beneficial owner(s) is an Independent Third Party.
Subject matter:	The Company has conditionally agreed to sell, and the Purchaser has conditionally agreed to purchase the Sale Shares, representing the entire issued share capital of the Target Company, free from any encumbrances together with all rights attached thereto and all dividends and distributions declared, paid or made in respect thereof after the Completion Date.

Consideration:	RMB1.00
Payment terms:	The Consideration shall be paid by the Purchaser to the Company by way of bank transfer to the account designated by the Company at Completion.

The Consideration was determined to be nominal after arm's length negotiations among the Parties with reference to, among others, (i) the unaudited net liabilities of the Target Group of approximately RMB2,476,000 as at 30 June 2026 and net loss of approximately RMB49,259,000 recorded by the Target Group based on the unaudited consolidated financial statements of the Target Group for the six months ended 30 June 2026.

Conditions precedent to the Sale and Purchase Agreement

Completion is conditional upon fulfilment or waiver of the following Conditions Precedent:

(a) the passing of the necessary resolutions by the board of directors of the Target Company approving the Sale and Purchase Agreement and all other transactions contemplated thereunder;

(b) the passing of the necessary resolutions by the Shareholders pursuant to the Listing Rules approving the Sale and Purchase Agreement and all other transactions contemplated thereunder;

(c) all necessary authorisations, consents, licences, agreements, approvals or permissions of any kind of, from or by third parties and/or government or regulatory authorities (if any) required to implement all the transactions contemplated under the Sale and Purchase Agreement having been obtained and remaining in full force and effect;

(d) all Related Party Balances having been settled, waived, capitalised, assigned or otherwise released or discharged, such that no such balances remain outstanding as at Completion;

(e) to the best of the knowledge of the Company, no law, regulation, order or judgment of any Governmental Authority having been enacted, issued or made, and no proceedings having been commenced by any Governmental Authority, and no Actions having been instituted or threatened, which would prohibit, restrain or make illegal the completion of the transactions contemplated under the Sale and Purchase Agreement;

(f) the warranties provided by the Company under the Sale and Purchase Agreement having been true and accurate in all material respects as at the date of the Sale and Purchase Agreement and as at the Completion Date;

(g) the Company having performed and complied in all material respects with all agreements, obligations and conditions contained in the Sale and Purchase Agreement that are required to be performed or complied with by it on or before the Completion Date;

(h) no material adverse change of the Target Group having occurred;

(i) the restructuring through which the Target Company becomes the sole shareholder of GOGOX PRC Group Limited having been completed;

(j) the Company having delivered a closing certificate signed by its director(s) confirming that, so far as the Company is aware, the conditions precedent to Completion have been satisfied.

The Company shall use their reasonable endeavour to ensure the satisfaction of the conditions precedent. Except for the conditions precedent in paragraphs (a), (b), (e) and such conditions which concern the obtaining of the approval, waiver or consent of the governmental authority including the Stock Exchange which are not capable to be waived by any Parties, the Purchaser is entitled to waive the other conditions precedent at its absolute discretion in whole or in part (and whether conditionally or unconditionally) at any time. As at the Latest Practicable Date, condition in paragraph (a) and (d) above have been fulfilled.

If any of the conditions precedent has not been satisfied or waived (if applicable) at or before 5:00 p.m. on the Long Stop Date, the Sale and Purchase Agreement may be terminated by either party (save and except the surviving clauses as specified in the Sale and Purchase Agreement which shall continue to have full force and effect), and neither Party shall have any further obligations and liabilities under the Sale and Purchase Agreement save for any antecedent breaches of the terms thereof, provided that a party shall not be entitled to terminate the Sale and Purchase Agreement if the failure to satisfy the relevant conditions precedent is attributable to a breach by such party of any of its obligations under the Sale and Purchase Agreement.

Completion

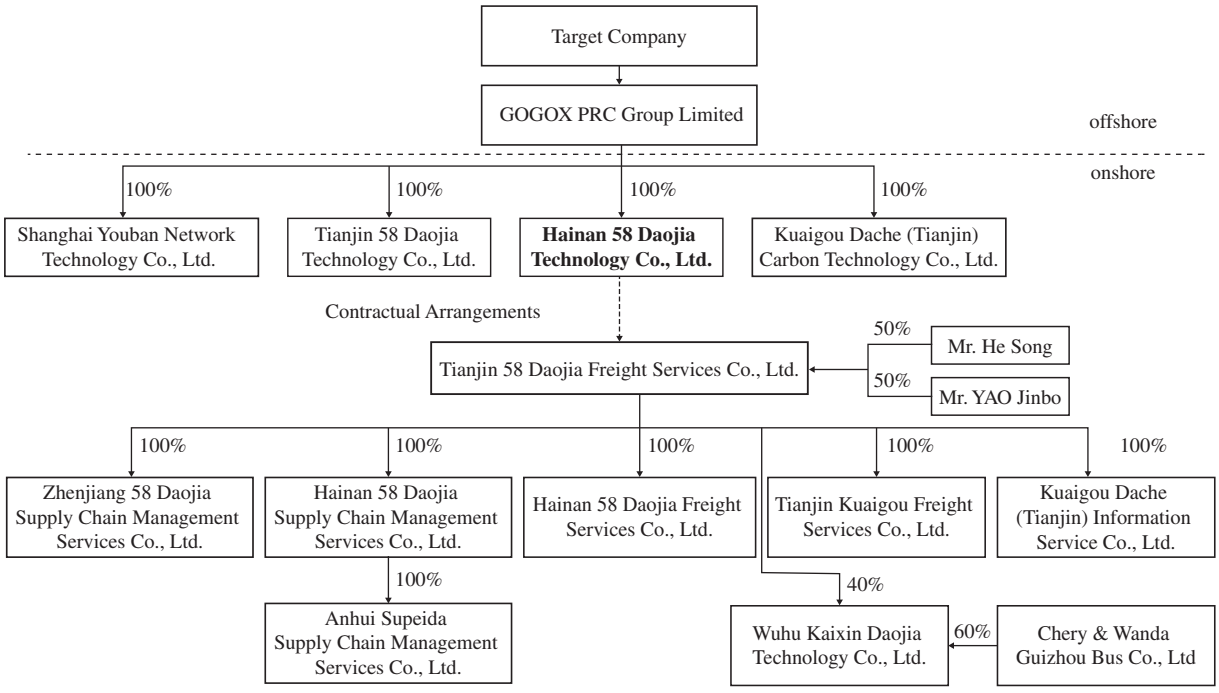
Pursuant to the Sale and Purchase Agreement, Completion shall take place on or before the 3rd Business Day after the fulfilment (or waiver) of the last of the conditions as specified in the Sale and Purchase Agreement or such other date as the Parties may agree in writing.

Upon Completion, the Target Company will cease to be a subsidiary of the Company.

INFORMATION ON THE TARGET GROUP

The Target Company is an investment holding company incorporated in the British Virgin Islands with limited liability which is wholly owned by the Company as at the date of the Sale and Purchase Agreement. It has no business operations except for directly holding 100% of the equity interest in GOGOX PRC Group Limited, which in turn holds 100% equity interest in each of Shanghai WFOE, Tianjin WFOE 1, Hainan WFOE and Tianjin WFOE 2. Each of Shanghai WFOE, Tianjin WFOE 1 and Tianjin WFOE 2 is dormant, and Hainan WFOE is principally engaged in technical service, development and consultation activities. Hainan WFOE, through a series of contractual arrangements (the "**Contractual Arrangements**"), controls 100% of the equity interest of each of Tianjin 58 Freight, Zhenjiang 58 Supply Chain, Hainan 58 Supply Chain, Hainan 58 Freight, Tianjin Kuaigou Freight, Kuaigou Tianjin and Anhui Supeida. Each of Tianjin 58 Freight, Zhenjiang 58 Supply Chain, Hainan 58 Supply Chain, Hainan 58 Freight, Tianjin Kuaigou Freight is principally engaged in the provision of logistic and delivery solution services, and each of Kuaigou Tianjin and Anhui Supeida is principally engaged in the provision of technical service, development and consultation activities. In addition to this, Hainan WFOE and Chery & Wanda Guizhou Bus Co., Ltd control 40% and 60% of the equity interest of Wuhu Kaixin, respectively.

For further details of the Contractual Arrangements, please refer to the prospectus of the Company dated on 14 June 2022 and announcement of the Company dated 23 December 2024. Set out below is the simplified shareholding structure of the Target Group as at the Latest Practicable Date:



Financial Information of the Target Group

Set out below is a summary of the financial information of the Target Group for the years ended 31 December 2025 and 2024 based on its unaudited consolidated financial statements and the six months ended 30 June 2026 based on its unaudited consolidated financial statements:

	For the year ended 31 December 2024	**For the year ended 31 December 2025**	**For the six months ended 30 June 2026**
	(unaudited)	*(unaudited)*	*(unaudited)*
	Approximate	*Approximate*	*Approximate*
	RMB'000	*RMB'000*	*RMB'000*
Revenue	166,386	132,159	44,016
Loss before tax	(162,277)	(86,295)	(49,954)
Loss after tax	(151,973)	(79,668)	(49,259)

As at 30 June 2026, the Target Group recorded unaudited net liabilities of approximately RMB2,476,000.

Based on above summary, the Target Group has experienced a decline in revenue between 2024 and 2026. The reasons for such decline are as follows:

(a) The online intra-city freight market in mainland China is highly consolidated and dominated by leading incumbent operators possessing substantial market shares (with the market leader accounting for over 60% of industry gross transaction value (GTV)). Heightened price competition among major platforms has severely compressed order pricing and freight take rates across the mainland market.

(b) In response to industry price wars and to curb operating cash burn, the Group has intentionally scaled back aggressive user and driver subsidies in its mainland China platform business. While this strategy reduced sales and marketing expenses, it led to an expected contraction in platform transaction frequency, active transacting users, and overall shipping order volume, directly causing the drop in platform service revenue.

(c) Macroeconomic uncertainties and budget tightening by corporate clients in mainland China resulted in reduced shipping frequencies and lower logistics spend, negatively affecting enterprise services revenue.

Set out below is a detailed breakdown by nature of the Target Group's total assets and total liabilities as at 30 June 2026:

		As at 30 June 2026
	Notes	*RMB'000*
Assets		
Accounts receivable	*(i)*	13,441
Contract cost	*(ii)*	63,191
Financial assets at fair value through profit or loss		22,911
Cash and cash equivalents		41,000
Other assets		28,670
Total assets		**169,213**
Liabilities		
Accruals and other payables	*(iii)*	(147,377)
Other liabilities		(24,312)
Total liabilities		**(171,689)**
Total net liabilities		**(2,476)**

Notes:

(i) Accounts receivable represents amounts due from customers for goods sold or service performed in the ordinary course of business.

(ii) Contract cost represents the cost of interior and exterior modifications to vehicles incurred to fulfil contract with customers.

(iii) Accruals and other payables primarily consist of the deposits from platform users including service providers and transacting users are cash deposited in the Target Group's platforms.

FINANCIAL EFFECTS OF THE DISPOSAL

Upon Completion, the Company will cease to hold any of the issued share capital of the Target Company, and the Target Company will cease to be a subsidiary of the Company. Accordingly, the financial results of the Target Group will no longer be consolidated into the consolidated financial statements of the Group.

The financial impact of the "Proposed disposal" was by reference to the unaudited consolidated financial statements of the remaining Group as at 30 June 2026. Upon proposed disposal of GGEx Holdings Limited, the total assets of the remaining group will decrease by approximately RMB169.21 million (or 51.37%), from approximately RMB329.37 million to approximately RMB160.16 million.

The Group's total liabilities will decrease significantly by approximately RMB171.70 million (or 66.40%), from approximately RMB258.60 million to approximately RMB86.90 million. In particular, current liabilities will decrease by 67.74% from approximately RMB249.28 million to approximately RMB80.42 million.

As the total liabilities derecognised (RMB171.70 million) exceed the total assets derecognised (RMB169.21 million), the net liabilities position of the Target Group of approximately RMB2.48 million (approximately RMB2,476,000) will be eliminated. Consequently, the net assets of the Group will increase by approximately RMB2.48 million (or 3.51%), from approximately RMB70.78 million to approximately RMB73.26 million, strengthening the Group's net equity and balance sheet structure.

Accordingly, the estimated gain on the Disposal attributable to the owner of the Company based on unaudited consolidated financial statements of Target Group are approximately RMB2,476,000.

Shareholders should note that the actual amount of the gain on the Disposal to be recognised in the consolidated financial statements of the Company depends on the value of the Sale Shares as at the date of the Sale and Purchase Agreement and therefore may be different from the amount as mentioned above.

In view of the nominal Consideration, the Company does not expect to receive any net proceeds from the Disposal after deducting the related expenses. The Consideration of RMB1.00 will be applied towards the general working capital of the Group.

REASONS FOR AND BENEFITS FROM THE DISPOSAL

The Board has been conducting an ongoing review of the Group's business portfolio with the objective of enhancing long-term operational efficiency and strengthening the Group's strategic focus. In view of the Group's latest development priorities and the evolving market landscape, the Board considers it appropriate to streamline the Group's structure and concentrate resources on markets and business lines that better align with the Group's forward-looking strategy.

As part of this review, the Board has observed that the PRC market, in which the Target Group primarily operates, is no longer a core geographical focus of the Group from a strategic planning perspective. There are several reasons.

Firstly, the mainland China intra-city road freight platform market is dominated by a few well-capitalised mega-platforms (the market leader alone commands over 60% market share). The Target Group's market share in mainland China was estimated at approximately 0.5% in 2025. Attempting to expand or maintain market share in mainland China would require recurring, massive subsidies and promotional expenditures.

Secondly, despite substantial historical capital commitment, the Target Group has recorded sustained operating losses and large net liabilities. In the Board's assessment, continuing to allocate financial resources to the mainland China market would be economically inefficient and would not yield an acceptable return on equity for Shareholders.

Thirdly, divesting the mainland China operations allows the Group to stop ongoing cash drains, avoid future operating commitments, and preserve its cash reserves for profitable and defensible markets.

Furthermore, the Group's current strategic priorities are:

(a) Consolidating market leadership in Hong Kong and scaling up in high-potential overseas markets where the Group has achieved strong brand traction and better margins.

(b) Expanding enterprise logistics services with stable recurring corporate contracts and scaling high-margin value-added services (such as fuel card programs and vehicle solutions).

(c) Investing in proprietary AI routing tools, Smart Order Dispatching System 2.0, and autonomous logistics integration to improve driver retention and matching efficiency.

(d) Streamlining overheads to narrow operating losses and accelerate the path toward net earnings profitability.

Therefore, while the Target Group has maintained its operational capabilities, its business scope and geographical coverage are not fully aligned with the Group's current priorities. Furthermore, the Target Group's operations and licenses are confined to mainland China, which is disconnected from the Group's international cross-border expansion roadmap. Additionally, the Target Group has been burdened by mainland retail platform price wars, which demand heavy capital subsidies that directly contradict the Group's mandate of financial discipline and margin expansion. Moreover, maintaining the Target Group requires managing multi-tiered onshore entities and contractual VIE arrangements, creating disproportionate regulatory and administrative costs.

Based on above analysis and rationale, the Board therefore believes that the Disposal would enable the Group to rationalise its market presence and reallocate management attention and resources to areas with higher strategic relevance to the Group's future development.

For the avoidance of doubt, the Disposal relates to the Group's ownership of the Target Group, and not the business of the Target Group itself. Upon Completion, it is the Group that will cease to have any business presence in the PRC. The Target Group's business in the PRC will not be discontinued, wound up or relocated as a result of the Disposal. As at the Latest Practicable Date, the Directors are not aware of any intention of the Purchaser to discontinue the business of the Target Group or to make any material change to its operations as a result of the Disposal.

The Disposal also allows the Target Group to continue operating its business in the PRC under a new shareholder that may be better positioned to devote targeted resources and flexibility to its business, which the Board considers beneficial for the Target Group's future growth. At the same time, the reduction in administrative burden and structural complexity is expected to enhance the Group's agility.

In light of the above, the Directors (including the independent non-executive Directors) are of the view that the terms of the Sale and Purchase Agreement and the Disposal are on normal commercial terms, fair and reasonable and in the interests of the Company and the Shareholders as a whole.

INFORMATION ON THE PARTIES

Information on the Group

The Company is an exempted company with limited liability incorporated under the laws of Cayman Islands on 8 June 2017 and is principally engaged in investment holding, the shares of which are listed on the Main Board of the Stock Exchange. The Group is a major online intra-city logistics platform in Asia. The Group's service offerings consist of platform services, enterprise services, as well as a growing range of value-added services.

Information on the Purchaser

The Purchaser is incorporated in the Hong Kong with limited liability which is principally engaged in investment holding and is wholly owned by Mr. Ng Chi Fung. Mr. Ng Chi Fung is a businessman residing in Hong Kong.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, each of the Purchaser and Mr. Ng Chi Fung is an Independent Third Party as at the date of this circular.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio as defined in the Listing Rules in respect of the Disposal exceeds 25% but is below 75%, the Disposal constitutes a major transaction for the Company under Chapter 14 of the Listing Rules and is therefore subject to the reporting, announcement and Shareholders' approval requirements under the Listing Rules.

None of the Directors has any material interests in the Disposal, and hence, none of the Directors is required to abstain from voting on relevant Board resolutions of the Sale and Purchase Agreement and the transactions contemplated thereunder.

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the Chinese name of the Company from "快狗打车控股有限公司" to "GOGO 科技". The English name of the Company will remain the same.

CONDITIONS FOR THE PROPOSED CHANGE OF COMPANY NAME

The Proposed Change of Company Name is subject to the following conditions:

(a) the passing of a special resolution by the shareholders at the upcoming EGM to be convened to consider and, if thought fit, approve the Proposed Change of Company Name;

(b) Completion having taken place; and

(c) the Registrar of Companies in the Cayman Islands granting approval for the Proposed Change of Company Name.

If Completion does not take place, the Proposed Change of Company Name will not proceed.

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect from the date on which the certificate of incorporation on change of name is issued by the Registrar of Companies in the Cayman Islands. Thereafter, the Company will carry out all necessary filing procedures with the Companies Registry in Hong Kong and the Registrar of Companies in the Cayman Islands. Further announcement(s) will be made by the Company as and when appropriate regarding the effective date of the Proposed Change of Company Name and the new Chinese stock short name.

REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME

The Company is an exempted company incorporated in the Cayman Islands with limited liability. Through its subsidiaries, the Group operates an online intra-city logistics platform in Asia.

The Board notes that the Company was first listed on the Main Board of the Stock Exchange on 24 June 2022 under its English name "GOGOX Holdings Limited" with dual foreign name in Chinese "快狗打车控股有限公司". The Chinese name reflects "快狗打车 (Kuaigou Dache)", the brand under which the Group has operated its business in the PRC.

As set out in this circular, the Company has entered into the Sale and Purchase Agreement to dispose of the Target Group, through which the Group carries on its business in the PRC. Upon Completion, the Target Group, which operates the "快狗打车 (Kuaigou Dache)" business in the PRC, will cease to be part of the Group. The "快狗打车 (Kuaigou Dache)" business will continue to be operated in the PRC by the Target Group under the ownership of the Purchaser, but the Group itself will no longer carry on any business in the PRC. The Group's business will instead

focus on Hong Kong and its other overseas markets including Singapore, India, South Korea and Vietnam, where it operates under the "GOGOX" brand. The Board therefore considers that the current Chinese name no longer reflects the Group's business and future strategic direction, and that keeping it may confuse Shareholders, potential investors and the public about the Group's business. The Board believes that the proposed new dual foreign name in Chinese "GOGO 科技" will better reflect the Group's business after Completion, give the Company a clearer corporate identity, and align its corporate identity with the "GOGOX" brand used in its markets.

The proposed change will not affect any rights of the Shareholders or the Group's daily business operations or financial position. The Board believes that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

EFFECT OF THE PROPOSED CHANGE OF COMPANY NAME

The Proposed Change of Company Name will not affect any of the rights of the shareholders and the trading of the shares of the Company on the Stock Exchange. After the Proposed Change of Company Name has become effective, any new issue of share certificates of the Company will be issued in the new Chinese name of the Company. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Proposed Change of Company Name has become effective, continue to be valid evidence of title to the shares of the Company and will continue to be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangements for free exchange of the existing share certificates of the Company for new share certificates bearing the new Chinese name of the Company. Subject to the confirmation of the Hong Kong Stock Exchange, the Chinese stock short name of the Company for trading of the shares of the Company on the Stock Exchange will also be changed after the Proposed Change of Company Name has become effective.

CLOSURE OF REGISTER OF MEMBERS

For the purpose of determining the entitlement of the Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, 25 November 2026 to Monday, 30 November 2026 (both days inclusive), during which no transfer of Shares will be effected. In order to be eligible to attend and vote at the EGM, all transfer of Shares, accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. on Tuesday, 24 November 2026. All holders of Shares whose names appear on the register of members of the Company on Monday, 30 November 2026 will be entitled to attend and vote at the EGM.

NOTICE OF EGM

Set out on pages 30 to 32 of this circular is the notice of the EGM at which, inter alia, (i) ordinary resolution will be proposed to Shareholders to consider and approve the Disposal; and (ii) special resolution will be proposed to Shareholders to consider and approve the Proposed Change of Company Name.

FORM OF PROXY

A form of proxy is enclosed for use at the EGM. Such form of proxy is also published on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Company (gogoxholdings.com). Whether or not you intend to attend the EGM, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the EGM (i.e. at or before 2:30 p.m. on Saturday, 28 November 2026) or any adjournment thereof. Completion and delivery of the form of proxy shall not preclude a Shareholder from attending and voting in person at the EGM if they so wish and in such event the form of proxy shall be deemed to be revoked.

VOTING BY POLL

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, none of the Shareholders or their associates has a material interest in the Sale and Purchase Agreement and the transactions contemplated thereunder. Therefore, no Shareholder will be required to abstain from voting at the EGM to approve the ordinary resolution(s) in respect of the Sale and Purchase Agreement and the transactions contemplated thereunder at the EGM.

Pursuant to Rule 13.39(4) of the Listing Rules and Article 13.5 of the Articles of Association, any resolution put to the vote of the Shareholders at EGM shall be decided on a poll except where the chairman of the EGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, the resolution set out in the notice of EGM will be taken by way of poll.

On a poll, every Shareholder present in person or by proxy or, in the case of a Shareholder being a corporation, by its duly authorised representative, shall have one vote for every fully paid Share of which he/she is the holder. A Shareholder entitled to more than one vote needs not use all his/her votes or cast all the votes he/she uses in the same way.

RECOMMENDATION

The Directors consider that the terms of the Sale and Purchase Agreement are fair and reasonable and in the interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of the resolution to be proposed at the EGM.

ADDITIONAL INFORMATION

Your attention is drawn to the additional information set out in the appendices to this Circular.

Yours faithfully
By order of the Board
GOGOX HOLDINGS LIMITED
Lam Hoi Yuen
Chairman and Executive Director

1. CONSOLIDATED FINANCIAL STATEMENTS

The audited financial information of the Group for each of the financial years ended 31 December 2023, 31 December 2024 and 31 December 2025 and the unaudited financial information of the Group for the six months ended 30 June 2026 were disclosed in the following documents of the Company published on 26 April 2024, 29 April 2025, 30 April 2026 and 30 September 2026, respectively, on both the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (gogoxholdings.com):

(i) annual report of the Company for the financial year ended 31 December 2023 (**https://www1.hkexnews.hk/listedco/listconews/sehk/2024/0426/2024042602618.pdf**)

(ii) annual report of the Company for the financial year ended 31 December 2024 (**https://www1.hkexnews.hk/listedco/listconews/sehk/2025/0429/2025042900791.pdf**)

(iii) annual report of the Company for the financial year ended 31 December 2025 (**https://www1.hkexnews.hk/listedco/listconews/sehk/2026/0430/2026043000157.pdf**)

(iv) interim report of the Company for the six months ended 30 June 2026 (**https://www1.hkexnews.hk/listedco/listconews/sehk/2026/0930/2026093000578.pdf**)

2. INDEBTEDNESS STATEMENT

Statement of indebtedness

As at the close of business on 30 September 2026, being the latest practicable date for the purpose of this statement of indebtedness prior to the publication of this circular, the Group had the following outstanding indebtedness:

(i) Lease liabilities

As at the close of business on 30 September 2026, the Group had outstanding unpaid contractual lease payment amounting to approximately RMB12.8 million in aggregate in relation to the remaining lease terms of certain lease contracts for premises. All outstanding lease liabilities was unsecured and unguaranteed.

(ii) Interest-bearing borrowing

As at the close of business on 30 September 2026, the Group had unsecured bank loans of approximately RMB9.8 million, bearing an effective interest rate of 2.3% per annum and used for its day-to-day operations.

Save as aforesaid or as otherwise disclosed herein, and apart from intra-group liabilities and normal trade and other payables in the ordinary course of business, the Group did not have any other debt securities issued and outstanding or authorised or otherwise created but unissued, term loans, other borrowings or indebtedness in the nature of borrowing, mortgages or charges, contingent liabilities or guarantees as at 30 September 2026.

3. NO MATERIAL ADVERSE CHANGE

The Directors confirmed that there were no material adverse changes in the financial or trading position or prospects of the Group since 31 December 2025 (being the date which the latest published audited consolidated financial statements of the Group had been made up) up to the Latest Practicable Date.

4. WORKING CAPITAL

Working capital sufficiency of the group

The Directors, after due and careful consideration, are of the opinion that after taking into account the expected financial effects of the Disposal and the financial resources available to the Group, including but not limited to internally generated funds, the Group will have sufficient working capital for its present requirements for at least 12 months from the date of this circular, in the absence of unforeseen circumstances.

The Company has obtained the relevant confirmation as required under Rule 14.66(12) of the Listing Rules.

5. FINANCIAL AND TRADING PROSPECTS OF THE GROUP

As we enter 2026, our strategic focus remains on accelerating growth in high-potential overseas markets and leveraging cutting-edge technology to enhance operational efficiencies. The Group's roadmap is anchored in three primary objectives: directing capital toward high-potential cross-border opportunities, specifically in the Indian market; refining proprietary AI tools and the Smart Order Dispatching System 2.0 to create a seamless logistics experience; and ensuring full ESG integration across our investment lifecycle. We are actively prioritizing the integration of autonomous vehicles to address labor shortages and minimize environmental impact in the long run. By continuing to innovate in logistics solutions and deepening customer engagement, we are well-positioned to sustain long-term growth and reinforce our leadership in the intra-city logistics sector.

1. RESPONSIBILITY STATEMENT

This Circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Group. 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.

2. DIRECTORS' INTERESTS

(a) Directors' and chief executives' interests and short positions in Shares, underlying Shares and debentures of the Company or any associated corporations

As at the Latest Practicable Date, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO), which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which were taken or deemed to have been taken under such provisions of the SFO); or (b) pursuant to section 352 of the SFO to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules (the "**Model Code**") were as follows:

Long Position in the Shares

Name of Director	Capacity and nature of interest	Number of Shares held/ interested[(1)]	Approximate percentage of shareholding[(2)]
Mr. LAM Hoi Yuen	Beneficial owner[(3)]	500,000	0.76%
	Interest held by controlled corporations[(4)]	687,951	1.04%
Mr. HE Song	Beneficial owner[(5)]	1,653,717	2.50%

Notes:

(1) All interests stated are long positions.

(2) The calculation is based on the total number of 66,035,275 Shares in issue as at the Latest Practicable Date.

(3) Represents 500,000 Shares underlying the share options to Mr. LAM Hoi Yuen.

(4) GoGo Tech Holdings Limited transferred 687,951 Shares held by it to Ching Hoi Group Limited as payment-in-kind for a share repurchase undertaken by GoGo Tech Holdings Limited. Ching Hoi Group Limited is wholly-owned by Mr. LAM Hoi Yuen. Accordingly, Mr. LAM Hoi Yuen is deemed to be interested in the 687,951 Shares held by Ching Hoi Group Limited.

(5) Represents 1,653,717 Shares underlying the options to Mr. HE Song.

Long Position in the shares of associated corporations

Name of Director	Name of associated corporation	Capacity and nature of interest	Number of shares held/ interested	Approximate percentage of shareholding
Mr. HE Song	58 Daojia Inc.	Beneficial owner(1)	2,560,000	0.41%
	Daojia Limited	Beneficial owner(2)	2,004,535	0.32%

Notes:

(1) Represents Mr. HE Song's entitlement to receive up to 2,560,000 ordinary shares of 58 Daojia Inc. pursuant to the exercise of options granted to him.

(2) Represents Mr. HE Song's entitlement to receive up to 2,004,535 ordinary shares of Daojia Limited pursuant to the exercise of options granted to him.

Save as disclosed above, as at the Latest Practicable Date, none of the Directors or the chief executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which were taken or deemed to have been taken under such provisions of the SFO); or (b) pursuant to section 352 of the SFO to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code.

(b) Substantial Shareholders' and Other Persons' Interests in Securities

As at the Latest Practicable Date, to the best knowledge of the Directors, the following persons (not being a Director or chief executive of the Company) had interests or short positions in the Shares or underlying Shares of the Company which fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

Long Position in the Shares

Name of Shareholders	**Capacity and nature of interest**	**Number of Shares held/ interested[(1)]**	**Approximate percentage of shareholding[(2)]**
58.com Inc.[(3)]	Beneficial owner	23,723,838	35.93%
Mr. YAO Jinbo[(3)]	Interest held by controlled corporations	24,272,029	36.76%
Credit Suisse Trust Limited[(3)]	Trustee	24,272,029	36.76%
Xinyi Limited[(3)]	Interest held by controlled corporations	24,272,029	36.76%
Tencent Holdings Limited[(3)]	Interest held by controlled corporations	23,723,838	35.93%
Mr. CHEN Xiaohua	Interest held by controlled corporations[(4)]	2,540,783	3.85%
	Beneficial owner[(5)]	1,193,608	1.81%

Notes:

(1) All interests stated are long positions.

(2) The calculation is based on the total number of 66,035,275 Shares in issue as at the Latest Practicable Date.

(3) 58.com Inc. is wholly-owned by Quantum Bloom Group Ltd., which is controlled as to more than one-third by Mr. YAO Jinbo (through his intermediary controlled entities).

Nihao Haven Corporation controls over one-third interest in Quantum Bloom Group Ltd.. Nihao Haven Corporation is wholly-owned by Nihao China Corporation which is beneficially owned by Mr. YAO Jinbo through Credit Suisse Trust Limited as trustee.

Nihao China Corporation is wholly-owned by Xinyi Limited and directly holds 24,272,029 Shares of the Company.

Quantum Bloom is owned as to 33.71% by Tencent Mobility Limited. Tencent Mobility Limited is wholly owned by Tencent Holdings Limited.

Accordingly, under the SFO, each of Quantum Bloom Group Ltd., Nihao Haven Corporation, Nihao China Corporation, Credit Suisse Trust Limited, Xinyi Limited and Mr. YAO Jinbo is deemed to be interested in the entire equity interests held by 58.com Inc. in the Company.

(4) On 13 January 2022, Mr. CHEN Xiaohua exercised certain of his share options granted under the share incentive plan of the Company. As a result, 791,238 Shares were issued to Genesis Fortune Holdings Limited, a special purpose vehicle wholly owned by Major Group Enterprises Limited, which is in turn wholly owned by Mr. CHEN Xiaohua. In addition, on 6 September 2023, 58 Daojia Inc. declared a special in-kind dividend and distributed Shares to certain shareholders of 58 Daojia Inc., among which Trumpway Limited, a company wholly owned by Mr. Chen Xiaohua, received 1,749,545 Shares.

(5) Represents 1,193,608 Shares underlying the options to Mr. CHEN Xiaohua.

Save as disclosed above, as at the Latest Practicable Date, the Directors were not aware of any persons (who were not Directors or chief executive of the Company) who had an interest or short position in any Shares or underlying Shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under Divisions 2 and 3 of Part XV of the SFO, or which would be required, pursuant to Section 336 of the SFO, to be entered in the register referred to therein.

3. LITIGATION

As at the Latest Practicable Date, neither the Company nor any of its subsidiaries was involved in any litigation, claim or arbitration of material importance and there was no litigation, claim or arbitration of material importance known to the Directors to be pending or threatened against any member of the Group.

4. DIRECTORS' SERVICE CONTRACTS

As at the Latest Practicable Date, none of the Directors had any existing or proposed service contract with any member of the Group, which does not expire or is not determinable by such member of the Group within one year without payment of compensation (other than statutory compensation).

5. COMPETING INTERESTS OF DIRECTORS AND CLOSE ASSOCIATES

As at the Latest Practicable Date, as far as the Directors are aware, none of the Directors and their respective close associates has and had any interests in a business which competes or may compete, either directly or indirectly, with the business of the Group or any other conflict of interests with the Group.

6. DIRECTORS' INTERESTS IN ASSETS

As at the Latest Practicable Date, so far as the Directors are aware, none of the Directors had any interest, either directly or indirectly, in any asset which has since 31 December 2025 (being the date to which the latest published audited consolidated financial statements of the Group were made up), up to the Latest Practicable Date, been acquired or disposed of by or leased to, any member of the Group or are proposed to be acquired or disposed of by, or leased to, any member of the Group.

7. DIRECTORS' INTERESTS IN CONTRACT OR ARRANGEMENT OF SIGNIFICANCE

As at the Latest Practicable Date, none of the Directors was materially interested in any contract or arrangement entered into by any member of the Group subsisting at such date and which was significant in relation to the business of the Group.

8. MATERIAL CONTRACTS

The following are contracts (not being contracts entered into in the ordinary course of business carried on or intended to be carried on by the Company or any of its subsidiaries) entered into by the members of the Group within the two years immediately preceding the date of this Circular and which is or may be material:

(i) the Sale and Purchase Agreement;

(ii) the sale and purchase agreement dated 12 June 2025 entered into between GGEx Holdings Limited as purchaser and Tam Chun Lam as seller in relation to the acquisition of 100% equity interest in BITS Solution Limited (必事達資訊科技有限公司) for the consideration of HK$11,922,600.

9. GENERAL

(i) The company secretary of the Company is Ms. Ho Wing Nga, who is a fellow of both the Hong Kong Chartered Governance Institute and The Chartered Governance Institute.

(ii) The registered office of the Company is situated at 4th Floor, Harbour Place, 103 South Church Street, George Town, P.O. Box 10240, Grand Cayman KY1-1002, Cayman Islands.

(iii) The principal office of the Company is situated at 46/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.

(iv) The branch share registrar and transfer office of the Company in Hong Kong is Computershare Hong Kong Investor Services Limited, Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.

(v) This circular has been prepared in both English and Chinese. In the case of any discrepancies, the English texts shall prevail over their respective Chinese texts.

10. DOCUMENTS AVAILABLE FOR INSPECTION

The following documents are available on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Company (gogoxholdings.com) for a period of 14 days from the date of this Circular:

(i) the Sale and Purchase Agreement;

(ii) the annual reports of the Company for the three years ended 31 December 2023, 2024 and 2025;

(iii) the interim report of the Company ended 30 June 2026;

(iv) the material contracts referred in the paragraph headed "8. Material Contracts" of this appendix II; and

(v) this circular.

GOGOX HOLDINGS LIMITED
快狗打车控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2246)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting of GOGOX HOLDINGS LIMITED (the "**Company**", and its subsidiaries and Consolidated Affiliated Entities, collectively "**Group**") will be held at 24/F, Admiralty Centre Tower 1 (海富中心一期24樓), 18 Harcourt Road, Admiralty, Hong Kong on Monday, 30 November 2026 at 2:30 p.m. for the following purposes:

ORDINARY RESOLUTION

"**THAT**:

(a) the sale and purchase agreement dated 16 October 2026 (the "**Sale and Purchase Agreement**"), a copy of which will be produced to the Meeting and marked "A" and initialed by the chairman of the Meeting for the purpose of identification, entered into between the Company as vendor and Crestpoint Investment Limited as purchaser (the "**Purchaser**"), in relation to the sale and purchase of the entire issued share capital of GGEx Holdings Limited (the "**Target Company**") for a total consideration of RMB1.00 (the details of which are summarised in the circular of the Company dated 6 November 2026), and the terms and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

(b) any director of the Company be and is hereby generally and unconditionally authorised to do all such acts and things, to sign and execute (including the affixation of the common seal of the Company when required) all such documents for and on behalf of the Company as they may in their absolute discretion consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Sale and Purchase Agreement and the transactions contemplated thereunder, and to make and agree to make such variations of the terms of the Sale and Purchase Agreement as they may in their discretion consider to be appropriate, necessary or desirable and in the interests of the Company and its shareholders as a whole;

SPECIAL RESOLUTION

(c) subject to and conditional upon (i) the completion of the disposal of the entire issued share capital of GGEx Holdings Limited under the Sale and Purchase Agreement (as defined in ordinary resolution (a) above) having taken place; and (ii) the approval of the Registrar of Companies in the Cayman Islands, the dual foreign name in Chinese of the Company be changed from "快狗打车控股有限公司" to "GOGO 科技" (the "**Proposed Change of Company Name**"), with effect from the date on which the Registrar of Companies in the Cayman Islands issues the certificate of incorporation on change of name. The English name of the Company, "GOGOX Holdings Limited", will remain unchanged; and

(d) any one director of the Company be and is hereby authorised to do all such acts and things, and to sign and execute all such documents (including, where required, affixing the common seal of the Company), for and on behalf of the Company as they may in their absolute discretion consider necessary, appropriate, desirable or expedient to give effect to or in connection with the Proposed Change of Company Name. This includes making the required filings with the Registrar of Companies in the Cayman Islands and the Companies Registry in Hong Kong."

By order of the Board
GOGOX HOLDINGS LIMITED
Lam Hoi Yuen
Chairman and Executive Director

Hong Kong, 6 November 2026

Registered Office:
4th Floor, Harbour Place,
103 South Church Street,
George Town, P.O. Box 10240,
Grand Cayman KY1-1002,
Cayman Islands

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

Headquarters and Principal Place of Business in the PRC:
Room 212, Building C
Kaide Building Complex
No. 7 Rongyuan Road
Huayuan Industrial Park
Binhai Hi-tech Zone, Tianjin
PRC

Notes:

(i) A shareholder entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend, speak and vote in his/her stead. The proxy does not need to be a shareholder of the Company.

(ii) Where there are joint registered holders of any shares, any one of such persons may vote at the above meeting (or at any adjournment of it), either personally or by proxy, in respect of such shares as if he/she were solely entitled thereto but the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.

(iii) In order to be valid, the completed form of proxy, must be deposited at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong 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 (such certification to be made by either a notary public or a solicitor qualified to practice in Hong Kong), at least 48 hours before the time appointed for holding the above meeting (i.e. at or before 2:30 p.m. on Saturday, 28 November 2026) or any adjournment thereof (as the case may be). The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.

(iv) The register of members of the Company will be closed from Wednesday, 25 November 2026 to Monday, 30 November 2026, both days inclusive, in order to determine the eligibility of shareholders to attend the above meeting, during which period no share transfers will be registered. To be eligible to attend the above meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Tuesday, 24 November 2026. All holders of Shares whose names appear on the register of members of the Company on Monday, 30 November 2026 will be entitled to attend and vote at the EGM.

(v) Pursuant to Rule 13.39(4) of the Listing Rules, voting for the resolution set out in this notice will be taken by poll at the above meeting.