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, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in China Literature Limited, you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

CHINA LITERATURE LIMITED
阅文集团

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 772)

PROPOSED REVISION OF ANNUAL CAPS FOR 2026 ADVERTISEMENT COOPERATION FRAMEWORK AGREEMENT AND NOTICE OF EXTRAORDINARY GENERAL MEETING

Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders

SOMERLEY CAPITAL LIMITED

The notice convening the Extraordinary General Meeting to be held at Niccolo Room, Level 25, The Murray, Hong Kong, a Niccolo Hotel, 22 Cotton Tree Drive, Central, Hong Kong at 2:30 p.m. on Wednesday, December 9, 2026 is set out on pages 35 to 37 of this circular.

A proxy form for use at the Extraordinary General Meeting is enclosed with this circular. The proxy form can also be downloaded from websites of the Company and Hong Kong Exchanges and Clearing Limited. Shareholders are encouraged to exercise their rights to appoint the chairman of the Extraordinary General Meeting as their proxy to vote on their behalf by returning the completed proxy form in accordance with the instructions printed thereon to the Company's share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the Extraordinary General Meeting (or any adjournment or postponement thereof).

November 11, 2026

CONTENTS

Page

DEFINITIONS 1

LETTER FROM THE BOARD 4

LETTER FROM THE INDEPENDENT BOARD COMMITTEE 15

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER 17

APPENDIX I — GENERAL INFORMATION 30

NOTICE OF EXTRAORDINARY GENERAL MEETING 35

Note: In the event of any discrepancy between the English and Chinese versions of this circular, the English version shall prevail.

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

"2026 Advertisement Cooperation Framework Agreement"	an agreement entered into between Shanghai Yueting (on behalf of the Group) and Tencent Computer (on behalf of the Retained Tencent Group) on March 17, 2026 in relation to the cooperation in placing advertisements which are solicited by the Retained Tencent Group on the Platforms of the Group
"Advertisement Supplemental Agreement"	the supplemental agreement to the 2026 Advertisement Cooperation Framework Agreement dated October 12, 2026, entered into between Shanghai Yueting and Tencent Computer to revise the existing annual caps under the 2026 Advertisement Cooperation Framework Agreement
"associate(s)"	has the meaning ascribed to it under the Listing Rules
"Board"	the board of Directors
"Business Development Team"	the designated business development team of the Company comprising certain personnel responsible for overseeing its intellectual property operations
"Chairman"	the chairman of the Board
"Company"	China Literature Limited（阅文集团）, an exempted company incorporated in the Cayman Islands with limited liability on April 22, 2013, whose shares are listed on the main board of the Stock Exchange with stock code 772
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"controlling shareholder"	has the meaning ascribed to it under the Listing Rules
"core connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	the director(s) of the Company
"Extraordinary General Meeting" or "EGM"	the extraordinary general meeting of the Company to be held at Niccolo Room, Level 25, The Murray, Hong Kong, a Niccolo Hotel, 22 Cotton Tree Drive, Central, Hong Kong at 2:30 p.m. on Wednesday, December 9, 2026, or any adjournment or postponement thereof, and notice of which is set out on pages 35 to 37 of this circular
"Group"	the Company and its subsidiaries and consolidated affiliated entities from time to time

"HKD"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Independent Board Committee"	means the independent committee of the Board, comprising Ms. Leung Sau Ting Miranda, Mr. Kong Xiangjun and Mr. Mak Tze Leung, being all the independent non-executive Directors, established for the purpose of, among other things, advising the Independent Shareholders in respect of the Advertisement Supplemental Agreement (including the Revised Annual Caps) and the transactions contemplated thereunder
"Independent Financial Adviser" or "Somerley"	Somerley Capital Limited, a licensed corporation to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities as defined under the SFO, which has been appointed as the independent financial adviser to the Independent Board Committee and the Independent Shareholders in respect of the Advertisement Supplemental Agreement (including the Revised Annual Caps), and the transactions contemplated thereunder
"Independent Shareholders"	the Shareholders who are not required under the Listing Rules to abstain from voting at the Extraordinary General Meeting to approve the Advertisement Supplemental Agreement (including the Revised Annual Caps), and the transactions contemplated thereunder
"Independent Third Party(ies)"	any entity or person who is not a connected person of the Company within the meaning ascribed thereto under the Listing Rules
"Latest Practicable Date"	November 6, 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended from time to time
"Platforms of the Group"	the self-owned platforms and self-operated channels on Tencent products
"PRC"	the People's Republic of China
"Retained Tencent Group"	Tencent and its subsidiaries, excluding the Group
"Revised Annual Caps"	the proposed revised annual caps for the years ending December 31, 2026, 2027 and 2028 under the Advertisement Supplemental Agreement

"RMB"	the lawful currency of the People's Republic of China
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended from time to time
"Shanghai Yueting"	Yueting Information Technology (Shanghai) Co., Ltd.(閱霆信息技術(上海)有限公司), a company established in the PRC on May 27, 2008, and an indirectly wholly-owned subsidiary of the Company
"Share(s)"	ordinary share(s) of nominal value of US$0.0001 each in the capital of the Company
"Shareholder(s)"	the holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it under the Listing Rules
"Tencent"	Tencent Holdings Limited, the controlling shareholder of the Company, a limited liability company organized and existing under the laws of the Cayman Islands and the shares of which are listed on the main board of the Stock Exchange with stock code 700
"Tencent Computer"	Shenzhen Tencent Computer Systems Company Limited(深圳市騰訊計算機系統有限公司), a company established in the PRC on November 11, 1998 and a wholly-owned subsidiary of Tencent
"US$"	the lawful currency of the United States
"%"	per cent

CHINA LITERATURE LIMITED
阅文集团

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 772)

Executive Directors:
Mr. Hou Xiaonan
Mr. Huang Yan

Non-executive Directors:
Mr. Pu Hai Tao
Mr. Cao Huayi
Mr. Xie Qinghua

Independent Non-executive Directors:
Ms. Leung Sau Ting Miranda
Mr. Kong Xiangjun
Mr. Mak Tze Leung

Registered office:
The offices of Maples Corporate Services Limited
PO Box 309, Ugland House Grand
Cayman KY1-1104
Cayman Islands

Head office and principal place of business in China:
N3 Lujiazui Binjiang Center,
No. 5169 Binjiang Avenue,
Pudong New Area,
Shanghai
People's Republic of China

Principal place of business in Hong Kong:
Room 1503-04, ICBC Tower
3 Garden Road
Central Hong Kong

November 11, 2026

To the Shareholders

Dear Sir or Madam

PROPOSED REVISION OF ANNUAL CAPS FOR 2026 ADVERTISEMENT COOPERATION FRAMEWORK AGREEMENT AND NOTICE OF EXTRAORDINARY GENERAL MEETING

INTRODUCTION

The purpose of this circular is to give you the notice of the Extraordinary General Meeting and the information on the proposal to be put forward at the Extraordinary General Meeting, including, among other things, the details of the Advertisement Supplemental Agreement (including the Revised Annual Caps) and the transactions contemplated thereunder.

PROPOSED REVISION OF ANNUAL CAPS FOR 2026 ADVERTISEMENT COOPERATION FRAMEWORK AGREEMENT

Reference is made to (i) the announcement of the Company dated March 17, 2026 and the circular of the Company dated April 30, 2026 in relation to, among other things, the entering into the 2026 Advertisement Cooperation Framework Agreement, which will expire on December 31, 2028; and (ii) the announcement of the Company dated October 12, 2026 in relation to, among other things, the entering into the Advertisement Supplemental Agreement to revise the annual caps under the 2026 Advertisement Cooperation Framework Agreement.

Pursuant to the Advertisement Supplemental Agreement, save for the revision of the annual caps, all other terms and conditions of the 2026 Advertisement Cooperation Framework Agreement shall remain unchanged. For the principal terms and details of the 2026 Advertisement Cooperation Framework Agreement, please refer to the announcement of the Company dated March 17, 2026 and the circular of the Company dated April 30, 2026. The principal terms of the Advertisement Supplemental Agreement are as follows:

Principal Terms

Date

October 12, 2026

Parties

(1) Shanghai Yueting (on behalf of the Group), and

(2) Tencent Computer (on behalf of the Retained Tencent Group)

Revision of annual caps

(1) The annual cap for the year ending December 31, 2026 was revised from RMB850 million to RMB1,100 million;

(2) The annual cap for the year ending December 31, 2027 was revised from RMB1,010 million to RMB1,900 million; and

(3) The annual cap for the year ending December 31, 2028 was revised from RMB1,080 million to RMB2,200 million.

Save for the revision of the annual caps, all other terms and conditions of the 2026 Advertisement Cooperation Framework Agreement remain unchanged.

Subject Matter

The Group agreed to place advertisements which are solicited by the Retained Tencent Group on the Platforms of the Group.

Pricing Policy

In relation to the pricing mechanism under the 2026 Advertisement Cooperation Framework Agreement, the fee arrangements may take the form of: (i) fixed fee; (ii) revenue/profit sharing, or (iii) a mix of the above fee arrangements. Primarily, it is expected that revenue/profit sharing arrangements will be adopted as the principal pricing mechanism under the 2026 Advertisement Cooperation Framework Agreement. The commission fee payable and/or revenue/profit to be shared by the Retained Tencent Group to the Group, and/or a mixture of the above fee arrangements shall be determined after arm's length negotiation between the parties taking into account various commercial factors. The prescribed percentage for the revenue generated from the advertisement solicited by the Retained Tencent Group and placed on the Platforms of the Group shared by the Group will vary from platform to platform and shall be determined between the relevant parties on an arm's length basis from time to time. Generally, when determining the prescribed percentage for specific advertisement cooperation, the Group will take into account factors such as the coverage of advertisements solicited by the Retained Tencent Group, other services that may be required by the Group or the Retained Tencent Group, the total number of advertisements viewed by the users of the Platforms of the Group, which is estimated with reference to the scale and reading habits of the users of the Platforms of the Group in recent years and the overall assumed advertising fee rate for the advertisements to be placed on the Platforms of the Group, having regard to the prevailing business and revenue generation model in relation to free-to-read business. Fixed fee arrangements may also be adopted, where applicable, with reference to similar fee models adopted by other market participants, which are expected to provide greater flexibility for the Group's cooperation over the next three years. The fixed fees shall be applied and determined taking into account several factors, including among others, type of advertisement, the quotation of the advertisement provided by Independent Third Parties to the Group which is a fixed fee, and other relevant commercial considerations.

Accordingly, the pricing policy and revenue/profit sharing arrangements applicable under the 2026 Advertisement Cooperation Framework Agreement are set out below.

(a) Revenue sharing arrangement with the Retained Tencent Group

The revenue arising out of the cooperation under the 2026 Advertisement Cooperation Framework Agreement shall be split between the relevant parties and shall be determined in accordance with the following formula:

Net Proceeds of the Advertisement $\times$ *prescribed revenue sharing percentage.*

Net proceeds of the advertisement (the "**Net Proceeds of the Advertisement**") shall refer to the aggregate net amount of deposits generated from the advertisements which are solicited by the Retained Tencent Group being placed on the Platforms of the Group after deduction of the reasonable expenses (if any) incurred by the Retained Tencent Group. Generally, the amount to be shared by the Group for each of the underlying cooperation under the 2026 Advertisement Cooperation Framework Agreement shall not be less than the Net Proceeds of the Advertisement received pursuant to the relevant cooperation in the placing of advertisements which are solicited by the Retained Tencent Group on the channels × 70%.

(b) Advertising fee rate charged

The advertising fee rate for the advertisement placed on the Platforms of the Group has been determined with reference to the advertising fee rate charged by the existing industry players operating the business model of monetization of free works through advertisement, and will be charged on one or more of the following methods depending on the means of cooperation and the Platforms of the Group where the advertisements are placed:

- Cost-Per-Download: charged on the basis of actual download volumes of the products or services offered by the advertisers;

- Cost-Per-Mille: charged on the basis of the number of impressions (expressed in thousands) generated by online users; and/or

- Other fee arrangements agreed by the parties.

The Business Development Team shall seek to solicit cooperation with at least two other Independent Third Parties to the extent practicable. If no comparable Independent Third Party is available, the Business Development Team is required to explain the reasonableness and necessity of cooperation with related parties and why it is in the interests of the Group as a whole, in terms of the background of the cooperation, cooperation considerations and reasonableness of pricing. The pricing terms under the 2026 Advertisement Cooperation Framework Agreement will be no less favorable to the Company than terms of cooperation available to Independent Third Parties (if applicable), and the fees shall be in line with or higher than market rates and in the best interests of the Company and the Shareholders as a whole.

Existing Annual Caps

	For the year ending December 31,		
	2026	**2027**	**2028**
	(RMB'000)	*(RMB'000)*	*(RMB'000)*
Aggregate amounts of commissions payable by the Retained Tencent Group to the Group	850,000	1,010,000	1,080,000

Historical Transaction Amounts

The following table sets forth the historical amounts of commissions paid by the Retained Tencent Group to the Group for the two years ended December 31, 2025 and the nine months ended September 30, 2026:

	For the year ended December 31,		For the nine months ended September 30,
	2024	**2025**	**2026**
	(RMB'000)	*(RMB'000)*	*(RMB'000)*
Aggregate amounts of commissions paid by the Retained Tencent Group to the Group	246,549	381,274	566,258

Proposed Revised Annual Caps and Basis for Determination

The proposed revised annual caps for the commissions payable by the Retained Tencent Group to the Group under the Advertisement Supplemental Agreement for the three years ending December 31, 2028 are set out as follows:

	For the year ending December 31,		
	2026	**2027**	**2028**
	(RMB'000)	*(RMB'000)*	*(RMB'000)*
Aggregate amounts of commissions payable by the Retained Tencent Group to the Group	1,100,000	1,900,000	2,200,000

The above proposed revised annual caps for the three years ending December 31, 2028 were determined with reference to (i) the historical growth in the transaction amounts of the commissions paid by the Retained Tencent Group to the Group, with the transaction amount reaching approximately RMB566.3 million for the nine months ended September 30, 2026, exceeding the full-year transaction amount for 2025 and reflecting the rapid growth in the relevant advertising cooperation; (ii) the introduction of new types of advertising arrangements with Weixin Mini Programs in 2025 and the further expansion of such cooperation to short drama and AI-animated drama works in addition to online literature in the second quarter of 2026, which has led to a significant increase in the number of cooperation projects. With the growing popularity of the advertisement-based free model in the industry, such model has accounted for an increasing proportion of the Group's cooperation with the Retained Tencent Group, and accordingly the historical transaction amount of advertising commissions paid by the Retained Tencent Group to the Group under such new advertising cooperation arrangements has grown rapidly, from over RMB150 million in 2025 to approximately RMB398 million for the nine months ended September 30, 2026. In assessing the expected transaction amounts under such arrangements, the Company has taken into account the recent historical transaction amounts, which it considers reflect prevailing market conditions and the development of the relevant business. Based on the Company's assessment of the prevailing market and industry trends and its business development, such new types of advertising arrangements remain at a growth stage, and the transaction volume and commissions are expected to continue to increase with a steady annual growth of approximately 10% to 20% in 2027 and 2028, subject to market conditions; (iii) the total number of advertisements viewed by the users of the Platforms of the Group, estimated with reference to the scale and content consuming habits of the users of the Platforms of the Group in recent years; (iv) the estimated growth of the overall advertising income for advertisements to be placed on the Platforms of the Group, having regard to the expansion in existing and continuous cooperation (i.e. offering works and earning revenue through advertisements) under the prevailing revenue generation model, which now encompasses a greater number of platforms and extended types of works (expanding from literature only to literature, comics, short dramas and AI-animated dramas), and the potential new cooperation under current negotiation to further expand the cooperation channels and types of works, including exploring cooperation through other channels such as Weixin Video Accounts（微信視頻號）, which is expected to attract more advertisement cooperation; (v) the estimated online traffic generated by the Platforms of the Group based on the page views by the online users on the Platforms of the Group, which are in turn estimated by the Company taking into account factors such as user portfolio of the Platforms of the Group, the content consuming habits of the users on the Platforms of the Group, and the number of advertisements to be placed on each work offered on the Platforms of the Group; (vi) the business plan under current negotiation to optimize the marketing strategy (including but not limited to the optimization of traffic exposure allocation) and the plan to provide the estimated additional traffic exposure to the Retained Tencent Group, aiming to increase the user scale for free content and therefore increase the total revenue to be generated from advertisements; and (vii) the ability of the Group to leverage the large existing user base on the Platforms of the Group to reach a large audience and to expand the user base by promoting the advertisement-based free model.

In determining the Revised Annual Caps for 2027 and 2028, the Company has taken into account the full-year effect of the expansion of the new advertising cooperation arrangements and the expected further growth of the relevant business. Following the expansion of such arrangements to short drama and AI-animated drama works in the second quarter of 2026, the relevant business recorded significant growth from August 2026, with the Revised Annual Cap for 2026 reflecting only the partial-year effect of such expansion.

Reasons and Benefits of Entering into the Advertisement Supplemental Agreement

The advertisement-based free model primarily attracts a large user base by offering content free of charge, which is subsequently monetized through the placement of advertisements. In recent years, the advertisement-based free model has become a useful addition to the content ecosystem and can earn revenue through advertisements.

The content industry has also seen an increasing shift from the paid content/in-app purchase ("**IAP**") model to the advertisement-based free/in-app advertising ("**IAA**") model. According to the White Paper on the Development of China's Micro Drama Industry (2025)(《中國微短劇行業發展白皮書(2025)》) compiled by the China Netcasting Services Association(中國網絡視聽協會), the free micro-drama market was expected to account for approximately 66.3% of the overall micro-drama market in 2025. Against this industry backdrop, the Weixin ecosystem, in particular Weixin Mini Programs, has become an important channel for the distribution and advertisement-based monetization of free content.

The Company has a broad and diversified content portfolio and considers it imperative to participate in such a market segment to capture the growth potential of the market. Leveraging its extensive IP portfolio and content development capabilities, the Group may continuously expand and adjust the content available through its Weixin Mini Programs, including short dramas and AI-animated drama works, in response to user preferences and platform algorithm feedback. The Retained Tencent Group, as one of the leading integrated service providers for online advertisement, is able to provide diversified advertising resources. The Group therefore intends to cooperate with the Retained Tencent Group on advertising and further develop such business model. In light of the expansion of the cooperation between the Group and the Retained Tencent Group, the scope of cooperation is expected to be broadened to include additional cooperation projects and new types of advertising arrangements.

During the year, amid changes in market conditions, the advertisement-based free model which earns revenue through advertisements has accounted for an increasing proportion of the Group's existing cooperation with the Retained Tencent Group, supported by new types of advertising arrangements and their expansion to more content formats. In this connection, the transaction amounts under the 2026 Advertisement Cooperation Framework Agreement have continued to grow with the expansion of business scenarios and advertising cooperation between the parties, and it is reasonably expected that the existing annual caps may not be sufficient to support the anticipated growth of such cooperation. Accordingly, the revision of the existing annual caps will provide the Group with greater flexibility to capture additional advertising opportunities, unlock the commercial potential of its IP resources and support the continued development of the Group's business.

INTERNAL CONTROL MEASURES

The Company has established and will continue to follow the internal control measures to closely monitor continuing connected transactions and ensure compliance with the Listing Rules.

The Business Development Team will seek to solicit cooperation from at least two other Independent Third Parties to the extent practicable to ensure that the prices and terms with the connected persons are fair and reasonable and no less favorable than those with the Independent Third Parties. If no comparable Independent Third Party is available, the Business Development Team is required to explain the reasonableness and necessity of cooperation with related parties and why it is in the interests of the Group as a whole, in terms of the background of the cooperation, cooperation considerations and

reasonableness of pricing. In making the decision as to whether the Group will cooperate with the Retained Tencent Group, the Business Development Team will consider commercial factors, such as the potential of cooperation, the prevailing market price, and the prospects of the cooperation. The Business Development Team is required to comply with the pricing policies for the continuing connected transactions with the Retained Tencent Group as set out above, and the internal control team of the Company will regularly monitor compliance with such pricing policies.

The Company has established a standard procedure to examine cooperation and its underlying agreement by taking into account various commercial factors. Before entering into an agreement, the legal department of the Company (the "**Legal Department**") and the finance department of the Company (the "**Finance Department**") will conduct a feasibility study and separate review of the cooperation and consider the benefits and risks of such cooperation on a case-by-case basis. No common director, senior management, or staff of the Group and the Retained Tencent Group will be involved in the above internal approval process.

The Legal Department and the Finance Department monitor compliance with pricing policies and annual caps of the continuing connected transactions of the Company on a regular basis, in particular:

(i) entering into specific implementation agreements shall be subject to the appropriate approval of the general manager of the Business Development Team, the Finance Department, the Legal Department and management of the Group to ensure that the contracts are in line with the pricing policy and principal terms of the connected transaction framework agreement;

(ii) the Finance Department keeps monitoring the amount of each transaction on an aggregate basis to see if it exceeds relevant annual caps. In addition, the Finance Department logs, computes and checks the connected transaction amounts in its account on a monthly basis, and keeps communicating with the Business Development Team and provides immediate warnings to the Business Development Team and the Legal Department when the aggregate transaction amount attains or exceeds 80% of the prescribed annual caps; and

(iii) the Company also provides reports to the independent non-executive Directors on a quarterly basis to provide them with the essential information on the latest connected transactions, including how the compliance with the pricing policies and annual caps is monitored as well as the utilisation of the prescribed annual caps.

The Company's external auditor will perform procedures regarding the continuing connected transactions annually to confirm, among other things, whether the pricing policies have been adhered to and whether each of the annual caps has been complied with; and the independent non-executive Directors will perform an annual review and confirm in the annual report of the Company that the transactions have been entered into in the ordinary and usual course of business of the Group, on normal commercial terms or better, and according to the agreement governing them on terms that are fair and reasonable and in the interests of the Shareholders as a whole.

OPINION FROM THE BOARD

The Directors (excluding the independent non-executive Directors whose views have been included in the section headed "**Letter from the Independent Board Committee**" of this circular) are of the view that the terms of the Advertisement Supplemental Agreement (including the Revised Annual Caps) are fair and reasonable, and the transactions contemplated thereunder are in the ordinary and usual course of business of the Group, on normal commercial terms, and in the interests of the Company and its Shareholders as a whole.

The independent non-executive Directors have formed the Independent Board Committee for the purposes of advising the Independent Shareholders in respect of the Advertisement Supplemental Agreement (including the Revised Annual Caps), and the views and recommendation of the Independent Board Committee have been included in the section headed "**Letter from the Independent Board Committee**" of this circular.

Mr. Pu Hai Tao, Mr. Hou Xiaonan and Mr. Xie Qinghua, all being Directors, have abstained from voting on the relevant Board resolution approving the Advertisement Supplemental Agreement, due to their relationship with Tencent. Save as disclosed above, none of the other Directors has a material interest in the Advertisement Supplemental Agreement and the transactions contemplated thereunder.

INFORMATION ON THE PARTIES

The Group is principally engaged in online literature business and intellectual property operation business. It incubates original IPs from its online literature platform, which are subsequently adapted into a variety of entertainment formats, including comics, animation, TV series, web series, films, online games, short dramas, AI-animated dramas and IP-related merchandise. Shanghai Yueting, an indirectly wholly-owned subsidiary of the Company, is principally engaged in the business of the development in computer hardware and software, the design and production of computer products, providing technical services and marketing planning services.

Tencent is principally engaged in the provision of communication, social, digital content, games, marketing, fintech and cloud services in the PRC. Tencent Computer is principally engaged in the provision of value-added services and marketing services in the PRC.

LISTING RULES IMPLICATIONS

As of the Latest Practicable Date, Tencent is the controlling shareholder of the Company, and Tencent Computer is a wholly-owned subsidiary of Tencent. Accordingly, Tencent Computer is a connected person of the Company and the transactions contemplated under the Advertisement Supplemental Agreement constitute continuing connected transactions of the Company pursuant to Chapter 14A of the Listing Rules.

As the highest applicable percentage ratio in respect of the Revised Annual Caps under the Advertisement Supplemental Agreement exceeds 5%, the transactions contemplated under the Advertisement Supplemental Agreement are subject to reporting, announcement, annual review and Independent Shareholders' approval under Chapter 14A of the Listing Rules.

GENERAL

Your attention is drawn to the "**Letter from the Independent Board Committee**" set out on pages 15 to 16 of this circular, which contains its recommendation to the Independent Shareholders in relation to the Advertisement Supplemental Agreement (including the Revised Annual Caps). Your attention is also drawn to the letter of advice from the Independent Financial Adviser set out on pages 17 to 29 of this circular, which contains its advice to the Independent Board Committee and the Independent Shareholders in relation to the Advertisement Supplemental Agreement (including the Revised Annual Caps), and the principal factors and reasons taken into account in arriving at its recommendation.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Set out on pages 35 to 37 of this circular is the notice of the Extraordinary General Meeting at which, inter alia, a resolution will be proposed to Shareholders to consider and approve the proposal on the Advertisement Supplemental Agreement to the 2026 Advertisement Cooperation Framework Agreement.

FORM OF PROXY

A form of proxy is enclosed for use at the Extraordinary General Meeting. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (http://ir.yuewen.com). If you intend to appoint a proxy to attend the EGM, you are required to complete the form of proxy in accordance with the instructions printed thereon and return it to the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time fixed for holding the Extraordinary General Meeting or any adjournment or postponement thereof. Completion and delivery of the form of proxy shall not preclude a Shareholder from attending and voting in person at the Extraordinary General Meeting if they so wish and in such event the form of proxy shall be deemed to be revoked.

VOTING BY POLL

Tencent and its associates, namely THL A13 Limited (directly holding 268,600,500 Shares, representing 26.662% of the issued Shares as at the Latest Practicable Date), Qinghai Lake Investment Limited (directly holding 230,705,634 Shares, representing 22.900% of the issued Shares as at the Latest Practicable Date), and Tencent Mobility Limited (directly holding 78,337,470 Shares, representing 7.776% of the issued Shares as at the Latest Practicable Date) are required under the Listing Rules to abstain from voting on the resolution on approving the Advertisement Supplemental Agreement at the Extraordinary General Meeting. Save as disclosed above, the Board is not aware of any other Shareholder who has any material interest that is required under the Listing Rules to abstain from voting on the aforementioned resolution.

Pursuant to Rule 13.39(4) of the Listing Rules, any resolution put to the vote of the Shareholders at a general meeting shall be decided on a poll except where the chairman of the Extraordinary 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, the resolution set out in the notice 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 authorized 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 need not use all his/her votes or cast all his/her votes in the same way.

RECOMMENDATION

The Directors (including the independent non-executive Directors) consider that the proposed resolution is in the interests of the Company and the Shareholders as a whole. The Directors therefore recommend you vote in favour of the resolution to be proposed at the Extraordinary General Meeting.

The Independent Board Committee, having taken into account the advice of the Independent Financial Adviser, considers that the Advertisement Supplemental Agreement (including the Revised Annual Caps), and the transactions contemplated thereunder are on normal commercial terms, fair and reasonable so far as the Independent Shareholders are concerned, in the ordinary and usual course of the business of the Group, and in the interests of the Company and the Shareholders as a whole. Accordingly, the Independent Board Committee recommends the Independent Shareholders to vote in favor of the ordinary resolution in respect of the Advertisement Supplemental Agreement (including the Revised Annual Caps) and the transactions contemplated thereunder at the Extraordinary General Meeting.

Yours faithfully,
By order of the Board
CHINA LITERATURE LIMITED
Mr. Pu Hai Tao

The following is the text of a letter from the Independent Board Committee setting out its recommendation to the Independent Shareholders in relation to the Advertisement Supplemental Agreement.

CHINA LITERATURE LIMITED
阅文集团
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 772)

November 11, 2026

To the Independent Shareholders

Dear Sirs or Madams

PROPOSED REVISION OF ANNUAL CAPS FOR 2026 ADVERTISEMENT COOPERATION FRAMEWORK AGREEMENT

We refer to the circular dated November 11, 2026 issued by the Company to the Shareholders (the "**Circular**"), of which this letter forms part. Terms defined in the Circular shall have the same meanings herein unless the context otherwise requires.

We have been appointed by the Board as members of the Independent Board Committee to advise the Independent Shareholders as to whether the Advertisement Supplemental Agreement is entered into by the Group in its ordinary and usual course of business, on normal commercial terms, in the interests of the Company and the Shareholders as a whole and is fair and reasonable so far as the Independent Shareholders are concerned. Somerley Capital Limited has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in this regard.

After taking into account the advice of Somerley as set out in the Circular, we consider that the Advertisement Supplemental Agreement (including the Revised Annual Caps) is on normal commercial terms and is fair and reasonable so far as the Independent Shareholders are concerned. We further consider that the entering into the Advertisement Supplemental Agreement (including the Revised Annual Caps) is in the ordinary and usual course of the business of the Group, and in the interests of the Company and the Shareholders as a whole.

Accordingly, we recommend the Independent Shareholders to vote in favour of the ordinary resolution to be proposed at the Extraordinary General Meeting to approve the Advertisement Supplemental Agreement (including the Revised Annual Caps) and the transactions contemplated thereunder.

Yours faithfully,
The Independent Board Committee

Ms. Leung Sau Ting Miranda **Mr. Kong Xiangjun** **Mr. Mak Tze Leung**
Independent non-executive Directors

The following is the text of the letter of advice from Somerley to the Independent Board Committee and the Independent Shareholders, which has been prepared for the purpose of inclusion in this circular.



SOMERLEY CAPITAL LIMITED
20th Floor
China Building
29 Queen's Road Central
Hong Kong

November 11, 2026

To: the Independent Board Committee and
the Independent Shareholders

Dear Sirs,

PROPOSED REVISION OF ANNUAL CAPS FOR 2026 ADVERTISEMENT COOPERATION FRAMEWORK AGREEMENT

INTRODUCTION

We refer to our appointment to advise the Independent Board Committee and the Independent Shareholders in relation to the Advertisement Supplemental Agreement (including the proposed revised annual caps for the three years ending December 31, 2028 (the "**Revised Annual Caps**")), and the transactions contemplated thereunder (the "**Advertisement Cooperation CCTs**"), details of which are contained in the circular of the Company to the Shareholders dated November 11, 2026 (the "**Circular**"), of which this letter forms part. Unless the context otherwise requires, terms used in this letter shall have the same meanings as defined in the Circular.

As at the Latest Practicable Date, Tencent, the controlling shareholder of the Company, and its associates held 577,643,604 Shares or approximately 57.3% of the issued Shares, and Tencent Computer is a wholly-owned subsidiary of Tencent. Accordingly, Tencent Computer is a connected person of the Company and the transactions contemplated under the Advertisement Supplemental Agreement constitute continuing connected transactions of the Company pursuant to Chapter 14A of the Listing Rules.

As the highest applicable percentage ratio in respect of the Revised Annual Caps under the Advertisement Supplemental Agreement exceeds 5%, the transactions contemplated thereunder are subject to reporting, announcement, annual review and independent Shareholders' approval pursuant to Chapter 14A of the Listing Rules.

In view of Tencent's interests in the Advertisement Supplemental Agreement, Tencent and its associates are required under the Listing Rules to abstain from voting on the resolution to approve the Advertisement Supplemental Agreement (including the Revised Annual Caps), and the transactions contemplated thereunder at the EGM.

The Independent Board Committee, comprising Ms. Leung Sau Ting Miranda, Mr. Kong Xiangjun and Mr. Mak Tze Leung, being all the independent non-executive Directors, has been established to advise the Independent Shareholders as to whether the Advertisement Supplemental Agreement (including the Revised Annual Caps), and the transactions contemplated thereunder are on normal commercial terms, fair and reasonable so far as the Independent Shareholders are concerned, in the ordinary and usual course of business of the Group, and in the interests of the Company and the Shareholders as a whole. We, Somerley, have been appointed to advise the Independent Board Committee and the Independent Shareholders in this regard.

During the past two years, we acted as the independent financial adviser to the independent board committee and the independent shareholders of the Company in relation to certain continuing connected transactions (including the 2026 Advertisement Cooperation Framework Agreement), details of which were set out in the circular of the Company dated April 30, 2026 (the "**2026 AGM Circular**"). The past engagement was limited to providing independent advisory services to the independent board committee and the independent shareholders of the Company pursuant to the Listing Rules, for which we received normal professional fees from the Company. Notwithstanding the past engagement, as at the Latest Practicable Date, there were no relationships or interests between (a) Somerley and (b) the Group, the Retained Tencent Group and their respective subsidiaries and associates that could reasonably be regarded as a hindrance to our independence as defined under Rule 13.84 of the Listing Rules to act as the Independent Financial Adviser.

In formulating our opinion and recommendation, we have relied on the information and facts supplied, and the opinions expressed, by the Directors and management of the Group and have assumed that such information, facts and opinions were true, accurate and complete in all material aspects and will remain so up to the time of the EGM. We have reviewed, among others, (i) the Advertisement Supplemental Agreement; (ii) the annual report of the Company for the year ended December 31, 2025; (iii) the interim report of the Company for the six months ended June 30, 2026; and (iv) other relevant information contained in the Circular. We have also sought and received confirmation from the Directors that all material relevant information has been supplied to us and no material facts have been omitted from the information supplied and opinions expressed to us. We have no reason to believe that any material information has been omitted or withheld from us, or to doubt the truth, accuracy or completeness of the information provided. We have relied on such information and consider that the information we have received is sufficient for us to reach an informed view. We have, however, not conducted any independent investigation into the business, affairs and financial position of the Group, the Retained Tencent Group and their respective subsidiaries or associates, nor have we carried out any independent verification of the information supplied.

PRINCIPAL FACTORS AND REASONS CONSIDERED

In arriving at our opinion and recommendation with regard to the Advertisement Cooperation CCTs (including the Revised Annual Caps), we have taken into account the principal factors and reasons set out below:

1. Information on the parties

The Group

The Group is principally engaged in online literature business and intellectual property (IP) operation businesses. It incubates original IPs from its online literature platform, which are subsequently adapted into a variety of entertainment formats, including comics, animation, television series, web series, film, online games, short dramas, AI-animated dramas and IP-related merchandise. The Shares have been listed on the Stock Exchange since 2017 and the Company had a market capitalization of approximately HK$24.9 billion as at the Latest Practicable Date.

According to the recent annual and interim reports, in 2025, the Group delivered positive results across its traditional formats and updated its IP operations by integrating new production models and technologies across its content library, expanding into the fast-growing areas, such as short dramas and AI-animated dramas, achieving significant progress and laying the foundation for an "IP + AI" creation ecosystem. In the first half of 2026, the Group's platforms attracted 240,000 new writers, generated over 460,000 online literature works, and added more than 30 billion characters, securing a strong source of content supply. In addition to solidifying its traditional strengths, the Group accelerated its transformation from text to visual content and stepped up efforts in short dramas and AI-animated dramas.

Financially, the Group recorded total revenues in 2025 of approximately RMB7.4 billion, of which approximately RMB3.3 billion or 45.1% was contributed from the intellectual property operations and others segment[1]. Revenue from this segment increased by approximately 40.3% year-over-year to approximately RMB1.7 billion in the first half of 2026, primarily driven by rapid growth across multiple business lines, including short dramas, AI-animated dramas, television series and IP merchandise products. Notably, revenues from short dramas and AI-animated dramas exceeded RMB430 million, representing a year-over-year increase of approximately 2.3 times. Total revenues of the Group increased by approximately 10.7% year-over-year to approximately RMB3.5 billion in the first half of 2026.

Shanghai Yueting, an indirectly wholly-owned subsidiary of the Company, is principally engaged in the business of the development in computer hardware and software, the design and production of computer products, providing technical services and marketing planning services.

[1] This segment primarily reflects revenues from production and distribution of TV, web, and animated series; films; short dramas; AI-animated dramas; licensing of copyrights; operation of self-operated online games; and sales of IP merchandise products and physical books.

Tencent

Tencent is principally engaged in the provision of communication, social, digital content, games, marketing, fintech and cloud services in the PRC. According to Tencent's recent annual and interim reports, revenues from marketing services, which are derived from sales of advertising inventories from various platforms of Tencent, increased by approximately 19.4% year-over-year to approximately RMB145.0 billion in 2025, and further increased by approximately 20.9% year-over-year to approximately RMB81.7 billion in the first half of 2026. The increases were primarily driven by, among others, enhancements to its AI-driven advertisement recommendation model, upgrades to its automated campaign management solution and integration of closed-loop marketing capabilities within the Weixin ecosystem.

Tencent Computer, a wholly-owned subsidiary of Tencent, is principally engaged in the provision of value-added services and marketing services in the PRC.

2. Background to and reasons for the Revised Annual Caps

As set out in the letter from the Board, the advertisement-based free business model has been a useful addition to the Group's content ecosystem and generates revenue through advertisements. With a diversified content portfolio, the Company considers it imperative to capture this market segment's growth potential. Given that the Retained Tencent Group is one of the leading integrated online advertisement service providers, with diversified advertising resources, the Group has been cooperating with the Retained Tencent Group on the advertisement-based free business model.

The Advertisement Cooperation CCTs are currently governed by the 2026 Advertisement Cooperation Framework Agreement, which was approved by the Company's independent shareholders at the general meeting held on June 2, 2026. The 2026 Advertisement Cooperation Framework Agreement is currently in effect and will expire on December 31, 2028.

As the cooperation between the Group and the Retained Tencent Group continued to expand, the scope of cooperation is expected to be broadened to include new projects and new types of advertising arrangements. Based on our discussions with the management of the Group, the promotion of the Group's short drama and AI-animated drama works through Weixin Mini Programs, launched in the second quarter of 2026, has been well received by the market. As the transaction amounts under the 2026 Advertisement Cooperation Framework Agreement have grown rapidly since then, it is expected that the existing annual caps may not be sufficient to support the anticipated growth of the abovementioned cooperation. On October 12, 2026, Shanghai Yueting and Tencent Computer entered into the Advertisement Supplemental Agreement to increase the annual caps for the three years ending December 31, 2026, 2027 and 2028, subject to the Independent Shareholders' approval.

As confirmed with the management of the Group, the Advertisement Cooperation CCTs are non-exclusive in nature. The Group is entirely free to choose its partners and platforms, and has no obligation to engage the Retained Tencent Group to solicit advertisements.

3. Principal terms of the 2026 Advertisement Cooperation Framework Agreement and the Advertisement Supplemental Agreement

The principal terms of the Advertisement Supplemental Agreement are summarized below. For the sake of completeness, a summary of the principal terms of the 2026 Advertisement Cooperation Framework Agreement, which was approved at the Company's general meeting held on June 2, 2026, is also reproduced below. For further details, please refer to the section headed "2026 Advertisement Cooperation Framework Agreement" in the letter from the Board contained in the 2026 AGM Circular and the section headed "PROPOSED REVISION OF ANNUAL CAPS FOR 2026 ADVERTISEMENT COOPERATION FRAMEWORK AGREEMENT" in the letter from the Board contained in the Circular.

2026 Advertisement Cooperation Framework Agreement

General

Pursuant to the 2026 Advertisement Cooperation Framework Agreement, the Group has agreed to place advertisements solicited by the Retained Tencent Group on the Platforms of the Group, and the Retained Tencent Group shall pay commissions to the Group in return.

Fee arrangements

The fee arrangements relating to the Advertisement Cooperation CCTs will be based on one of the following methods:

(i) fixed fee;

(ii) revenue/profit sharing; or

(iii) a mixture of (i) and (ii).

As set out in the 2026 AGM Circular, revenue/profit sharing arrangements will be adopted as the principal pricing mechanism under the 2026 Advertisement Cooperation Framework Agreement. The fixed fee arrangements may also be adopted, where applicable, with reference to similar fee models adopted by other market participants, which are expected to provide greater flexibility for the Group's cooperation over the next three years. The fixed fees shall be applied and determined taking into account several factors, including among others, type of advertisement, the quotation of the advertisement provided by Independent Third Parties to the Group which is a fixed fee, and other relevant commercial considerations.

Pricing Policy

The fee payable to the Group shall be determined after arm's length negotiation between the parties taking into account various commercial factors. The fixed commission fee and/or prescribed percentage for the revenue/profit generated from the advertisements solicited by the Retained Tencent Group and placed on the Platforms of the Group to be shared by the Group will vary from platform to platform and shall be determined between the relevant parties on an arm's-length basis from time to time. Generally, when determining the fixed commission fee and/or the prescribed percentage for specific advertisement cooperation, the Group will take into account factors such as the coverage of advertisements solicited by the Retained Tencent Group, other services that may be required by the Group or the Retained Tencent Group, the total number of advertisements viewed by the users of the Platforms of the Group, which is estimated with reference to the scale and the content consumption habits of the users of the Platforms of the Group in recent years and the overall assumed advertising fee rate for the advertisements to be placed on the Platforms of the Group, having regard to the prevailing business and revenue generation model in relation to the advertisement-based free business model.

Based on our discussions with the management, for revenue sharing/profit sharing arrangement, revenue to be generated from the 2026 Advertisement Cooperation Framework Agreement shall be split between the relevant parties, determined in accordance with the following formula:

Net proceeds of the advertisement × prescribed revenue sharing percentage

Net proceeds of the advertisement shall refer to the aggregate net amount of deposits generated from the advertisements solicited by the Retained Tencent Group being placed on the Platforms of the Group after deduction of the reasonable expenses, such as handling charges and distribution channels expenses (if any) incurred by the Retained Tencent Group. The prescribed revenue sharing percentage shall be determined between the relevant parties on an arm's-length basis from time to time, and the revenue sharing percentage to be shared by the Group will not less than 70%.

The advertising fee rate for the advertisement placed on the Platforms of the Group has been determined with reference to the advertising fee rate charged by the existing industry players operating the business model of monetization of contents through advertisement, and will be charged on one or more of the following methods: (i) cost-per-download (i.e. based on actual download volume); (ii) cost-per-mille (based on number of impressions generated by online users); and (iii) other fee arrangements agreed by the parties, depending on the means of cooperation and the Platforms of the Group where the advertisements are placed.

Term

The 2026 Advertisement Cooperation Framework Agreement is currently in effect and will expire on December 31, 2028.

Payment and settlement terms

Payment and settlement terms shall be specified in each of the implementation agreements to be entered into under the 2026 Advertisement Cooperation Framework Agreement.

Advertisement Supplemental Agreement

On October 12, 2026, Shanghai Yueting (on behalf of the Group) and Tencent Computer (on behalf of the Retained Tencent Group) entered into the Advertisement Supplemental Agreement, pursuant to which the parties agreed to revise the annual caps for the three years ending December 31, 2026, 2027 and 2028 from RMB850 million, RMB1,010 million and RMB1,080 million respectively to RMB1,100 million, RMB1,900 million and RMB2,200 million respectively.

The Advertisement Supplemental Agreement and the Revised Annual Caps are subject to the approval of the Independent Shareholders.

Save for the revision of the existing annual caps as mentioned above, all other terms and conditions of the 2026 Advertisement Cooperation Framework Agreement remain unchanged.

4. The Revised Annual Caps

(a) Review of historical transactions

Set out below are the historical transaction amounts and the relevant annual caps in respect of the Advertisement Cooperation CCTs for the three years ended December 31, 2023, 2024 and 2025, and for the nine months ended September 30, 2026:

	For the year ended December 31,			For the nine months ended September 30, 2026
	2023	2024	2025	
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*
Aggregate commissions paid by the Retained Tencent Group to the Group	334,213	246,549	381,274	566,258
Relevant annual caps	2,026,729	2,690,060	400,000	850,000
Utilization rates	16.5%	9.2%	95.3%	66.6%
Utilization rate for 2026 (annualized) *(Note)*				88.8%

Note: Utilization rate of approximately 88.8 % for the year ending December 31, 2026 was calculated by annualizing the transaction amount for the nine months ended September 30, 2026

The aggregate commission fees paid by the Retained Tencent Group to the Group in respect of the Advertisement Cooperation CCTs ranged from approximately RMB247 million to RMB381 million between 2023 and 2025. Following an approximately 26.2% decrease in 2024, the aggregate commission fees increased by approximately 54.6% in 2025. As advised by the management of the Group, this was mainly attributable to the rapid growth of new cooperation projects and new types of advertising arrangements within Weixin Mini Programs introduced in the second half of 2025, which brought incremental commissions income of over RMB150 million to the Group. The relevant annual cap in 2025 was almost fully utilized.

In the first nine months of 2026, the aggregate commission fees in respect of the Advertisement Cooperation CCTs grew significantly to approximately RMB566 million, surpassing the full-year transaction amount in 2025 and utilizing over 66% of the existing annual cap in 2026, or over 88% if the nine-month transaction amount is annualized. Based on our discussions with the management of the Group, this growth was mainly driven by the introduction of new types of advertising arrangements within Weixin Mini Programs in 2025 and the further expansion of such cooperation to short drama and AI-animated drama works, in addition to online literature, in the second quarter of 2026. This strategic expansion was undertaken in response to the prevailing industry trend of a transition from the paid content business model to the advertisement-based free model, whereby content is offered to users free of charge and monetized through advertisements. During the period, the Group launched over 130 short drama titles, and adapted over 1,000 online literature titles into AI-animated dramas. Leveraging its extensive IP portfolio and content development capabilities, the Group may continuously expand and adjust the content available through its Weixin Mini Programs, including short dramas and AI-animated drama works, in response to user preferences and platform algorithm feedback.

(b) Assessment of the Revised Annual Caps

Set out below are the existing annual caps and the Revised Annual Caps for the commissions payable by the Retained Tencent Group to the Group for the three years ending December 31, 2026, 2027 and 2028 under the 2026 Advertisement Cooperation Framework Agreement and the Advertisement Supplemental Agreement:

	For the year ending December 31,		
	2026	**2027**	**2028**
	RMB'000	*RMB'000*	*RMB'000*
Aggregate commissions payable by the Retained Tencent Group to the Group			
– Existing annual caps	850,000	1,010,000	1,080,000
– Revised Annual Caps	**1,100,000**	**1,900,000**	**2,200,000**

As set out in the letter from the Board and our discussions with the management of the Group, the Revised Annual Caps were determined after taking into account, among others, (i) the historical growth in the transaction amounts of commissions payable by the Retained Tencent Group; (ii) the rapid expansion in the scope of cooperation and the number of cooperation projects, particularly the introduction of new types of advertising arrangements within Weixin Mini Programs since the second half of 2025 and further expansion of such cooperation to short drama and AI-animated drama works, in addition to online literature, in the second quarter of 2026; and (iii) the full-year effect of expanding both the scope and number of cooperation projects and advertising arrangements within Weixin Mini Programs for the years 2027 and 2028 as mentioned in item (ii) above. In assessing the reasonableness of the Revised Annual Caps, we have obtained the underlying calculations relating to the projections in the coming years, and have discussed with the management of the Group the bases and assumptions underlying such projections.

Based on our discussion with the management of the Group, the new cooperation projects and new types of advertising arrangements within Weixin Mini Programs initially covered written content in the second half of 2025. In the second quarter of 2026, they were expanded into short drama and AI-animated drama works. In the first nine months of 2026, such new cooperation and advertising arrangements within Weixin Mini Programs generated incremental commission income of approximately RMB400 million to the Group. We have obtained and reviewed the underlying historical transaction data from the management of the Group and note that the commission income from these new cooperation projects and advertising arrangements within Weixin Mini Programs has grown rapidly during the year, with the commission income increasing by approximately 4 times year-on-year during the nine months ended September 30, 2026. The management of the Group believes that these arrangements remain at a fast-growing stage, and the transaction volume and commission income for the second half of 2026 are expected to be higher than that in the first half of 2026. Such momentum for the new cooperation projects and advertising arrangements within Weixin Mini Programs is projected to increase at a steady annual growth of up to 20% in each of 2027 and 2028, subject to market conditions. On the other hand, the existing types of advertising arrangements are expected to gradually improve during the same period. We also observed that the Company is actively exploring its cooperation with the Retained Tencent Group through other channels, including Weixin Video Accounts, to attract more advertisement cooperation and bring additional income to the Group.

As stated in the section above headed "1. Information on the parties", Tencent recorded significant increases in revenues from marketing services, which are derived from sales of advertising inventories from various platforms of Tencent. In the first half of 2026, revenue from Tencent's marketing services increased by approximately 20.9% year-over-year. The growth has been primarily driven by, among others, (i) enhancements to its AI-driven advertisement recommendation model, which determines the advertisement shown to each user for each impression, (ii) upgrades to its automated campaign management solution, which helps advertisers purchase performant impressions, and (iii) integration of closed-loop marketing capabilities within the Weixin ecosystem, which facilitates Weixin-integrated services, such as Mini Games and Mini Shops, to advertise more effectively on Tencent-managed advertisement properties. It was also stated in Tencent's 2026 interim report that most major industry categories increased marketing spending on Tencent's platforms during the second quarter of 2026. The above growth in Tencent's marketing services segment supports the expected growth in the Revised Annual Caps in 2027 and 2028.

Based on our independent search, we observed that China's advertising industry maintained a steady and positive trend in 2026. According to the Report on the Development Index of China's Advertising Industry (2026) published by State Administration for Market Regulation in June 2026, the index shows that China's advertising industry has maintained a growth momentum, with the China Advertising Industry Development Index reaching 143.3 points, representing a year-on-year increase of approximately 11.6%. Based on the same source, in the first quarter of 2026, the leading enterprises and public institutions' advertising business revenue increased by approximately 17.1% year-on-year. As mentioned above, the new cooperation and advertising arrangements within Weixin Mini Programs expanded into short drama and AI-animated drama works only recently in the second quarter of 2026, and the management of the Group believes that these arrangements remain at a fast-growing stage. Based on our review of the underlying calculations relating to the projections and the relevant bases and assumptions, we concur with the management of the Group that upward revision of the Revised Annual Caps in each of 2027 and 2028 is reasonable, taking into account in particular the new growth momentum driven by additional cooperation projects and new types of advertising arrangements within Weixin Mini Programs and other channels, supported by the continuous production and release of new works, such as short dramas and AI-animated drama works, and the full-year effect of such new cooperation projects and arrangements within Weixin Mini Programs in the years 2027 and 2028, and the overall development of the China's advertising industry as discussed above.

Our general view

As discussed earlier, the Group has a substantial IP operation business, and the Retained Tencent Group is one of the leading integrated online advertisement service providers. The two groups have been cooperating on the Platforms of the Group to generate advertising commission fees under the advertisement-based free business model in recent years. This business model has been driven by the expansion of cooperation projects and the launch of new advertising arrangements since the second half of 2025, in particular the rapid growth of short dramas and AI-animated dramas, in addition to online literature, since the second quarter of 2026, which substantially boosted the advertisement commission fees growth during the period, leading to the existing annual cap for 2026 insufficient to support the anticipated business expansion.

Management of the Group expects the growth momentum to continue in the second half of 2026 and over the next two years. It should be noted that a number of factors are beyond the Group and the Retained Tencent Group's control, such as the number of users on the Platforms of the Group and the number of advertisements viewed by the users, which may affect the revenue generated from the advertisement placed. These factors make it difficult for the management of the Group to accurately estimate the future transaction value with a high level of certainty, as demonstrated by the successive upward revisions of the annual caps for Advertisement Cooperation CCTs, both in the 2026 AGM Circular (revising the relevant annual caps of 2026 and 2027) and under this Circular (revising the relevant annual caps of 2026, 2027 and 2028), so as to cater for the continued exploration and development of the advertisement-based free business model. In our opinion, it is in the interests of the Company and the Shareholders to determine the Revised Annual Caps in a way that can accommodate the potential growth of the Group's business, and therefore additional revenue stream to the Group. Provided that the Advertisement Cooperation CCTs are subject to annual review by the independent non-executive Directors and the auditor of the Company (as summarized in the section below headed "REPORTING REQUIREMENTS AND CONDITIONS OF THE ADVERTISEMENT COOPERATION CCTS"), as required under the

Listing Rules and other internal control procedures to safeguard the Group's interest (as summarized in the section below headed "INTERNAL CONTROL MEASURES"), the Group would have desirable flexibility in conducting its business if the Revised Annual Caps are tailored to future business activities. In assessing the fairness and reasonableness of the Revised Annual Caps, we have discussed with the management of the Group the factors taken into account as stated earlier in this section. We consider it reasonable for the Company to use the above factors in determining the Revised Annual Caps.

INTERNAL CONTROL MEASURES

In order to protect the interests of the Independent Shareholders, the Company has established, and will continue to follow, the internal control procedures to closely monitor the continuing connected transactions and ensure compliance with the Listing Rules.

The Business Development Team will seek to solicit cooperation with at least two other Independent Third Parties, to the extent practicable, to ensure that the prices and terms with the connected persons are fair and reasonable and no less favorable than those with the Independent Third Parties. If no comparable Independent Third Party is available, the Business Development Team is required to explain the reasonableness and necessity of cooperation with related parties and why such cooperation is in the interests of the Group as a whole, in terms of the background of the cooperation, cooperation considerations and reasonableness of pricing.

In deciding whether the Group should cooperate with the Retained Tencent Group in relation to the continuing connected transactions, the Business Development Team will consider various commercial factors, including the potential of the cooperation, the prevailing market price and the prospects of the cooperation. The Business Development Team is required to comply with the pricing policies for the continuing connected transactions with the Retained Tencent Group as set out above, and the internal control team of the Company will regularly monitor compliance of such pricing policies.

Before entering into any implementation agreement, the legal department of the Company (the "**Legal Department**") and the finance department of the Company (the "**Finance Department**") will conduct a feasibility study and separate review of the cooperation and consider the benefits and risks of such cooperation on a case-by-case basis. No common director, senior management, or staff of the Group and the Retained Tencent Group will be involved in the above internal approval process. The entering into any specific implementation agreement shall be subject to the appropriate approval from the general manager of the Business Development Team, the Finance Department, the Legal Department and the management of the Group to ensure that the agreements are in line with the pricing policies and principal terms of the relevant framework agreement.

In addition, as part of the Company's standard procedures, the Finance Department keeps monitoring the aggregate transaction amount of the continuing connected transactions and the utilization of the relevant annual caps, and will provide immediate warnings to the Business Development Team and the Legal Department when the aggregate transaction amount attains or exceeds 80% of the relevant annual caps. The Company will also provide reports regarding the continuing connected transactions to the independent non-executive Directors on a quarterly basis, including the compliance of the relevant pricing policies and the utilization of the relevant annual caps.

We have reviewed the relevant internal control policies relating to the continuing connected transactions, and have received confirmation from the management of the Group that they have been, and will continue to be followed, to ensure the transaction terms with the Retained Tencent Group are no less favorable than those offered by Independent Third Parties to the Group. In our view, the above internal control procedures are important for the conduct of the Continuing Connected Transactions, since exact terms will only be agreed upon the entering into the specific implementation agreements. In these circumstances, we concur that the solicitation of cooperation with other Independent Third Parties, and comparison of the terms with those offered by the Retained Tencent Group, will help ensure that the continuing connected transactions pursuant to the relevant framework agreement are on no less favorable terms to the Group. Also, the internal controls performed by the Legal Department and the Finance Department on a regular basis will help ensuring compliance of pricing policies of the continuing connected transactions and the relevant annual caps. In addition, the independent non-executive Directors and the auditor of the Company will review the relevant framework agreements each year, details of which are set out in the section below headed "REPORTING REQUIREMENTS AND CONDITIONS OF THE ADVERTISEMENT COOPERATION CCTS".

REPORTING REQUIREMENTS AND CONDITIONS OF THE ADVERTISEMENT COOPERATION CCTS

Pursuant to Rules 14A.55 to 14A.59 of the Listing Rules, the Advertisement Cooperation CCTs are subject to the following annual review requirements:

(a) the independent non-executive Directors must review the Advertisement Cooperation CCTs every year and confirm in the Company's annual report whether the Advertisement Cooperation CCTs have been entered into:

  (i) in the ordinary and usual course of business of the Group;

  (ii) on normal commercial terms or better; and

  (iii) according to the agreements governing them on terms that are fair and reasonable and in the interests of the Shareholders as a whole;

(b) the Company must engage its auditor to report on the Advertisement Cooperation CCTs every year. The Company's auditor must provide a letter to the Board confirming whether anything has come to its attention that causes it to believe that the Advertisement Cooperation CCTs:

  (i) have not been approved by the Board;

  (ii) were not, in all material respects, in accordance with the pricing policies of the Group if the Advertisement Cooperation CCTs involve the provision of goods or services by the Group;

  (iii) were not entered into, in all material respects, in accordance with the relevant agreements governing the Advertisement Cooperation CCTs; and

(iv) have exceeded the respective proposed annual caps;

(c) the Company must allow, and ensure that the counterparties to the Advertisement Cooperation CCTs allow, the Company's auditor sufficient access to their records for the purpose of the reporting on the Advertisement Cooperation CCTs as set out in paragraph (b); and

(d) the Company must promptly notify the Stock Exchange and publish an announcement if the independent non-executive Directors and/or the auditor of the Company cannot confirm the matters as required.

In light of the reporting requirements and conditions attached to the Advertisement Cooperation CCTs, in particular, (i) the restriction of the value of the Advertisement Cooperation CCTs by way of the Revised Annual Caps; and (ii) the ongoing review by the independent non-executive Directors and the auditor of the Company of the terms of the Advertisement Cooperation CCTs (including the Revised Annual Caps), and given the Company's internal safeguards in place, we are of the view that appropriate measures will be in place to govern the conduct of the Advertisement Cooperation CCTs and assist in safeguarding the interests of the Independent Shareholders.

OPINION AND RECOMMENDATION

Having taken into account the above principal factors and reasons, we consider that the Advertisement Cooperation CCTs (including the Revised Annual Caps) are on normal commercial terms, fair and reasonable so far as the Independent Shareholders are concerned, in the ordinary and usual course of business of the Group and in the interests of the Company and the Shareholders as a whole.

Accordingly, we advise the Independent Board Committee to recommend, and we ourselves recommend, the Independent Shareholders to vote in favor of the ordinary resolution to be proposed at the EGM to approve the Advertisement Supplemental Agreement (including the Revised Annual Caps), and the transactions contemplated thereunder.

Yours faithfully,
for and on behalf of
SOMERLEY CAPITAL LIMITED
John Wong
Director

Mr. John Wong is a licensed person registered with the Securities and Futures Commission of Hong Kong and a responsible officer of Somerley, which is licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO. He has over fifteen years of experience in the corporate finance industry.

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 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.

2. SHARE CAPITAL

As at the Latest Practicable Date, the number of issued Shares was 1,007,432,517 Shares of nominal value of US$0.0001 each which have been fully paid.

3. EXPERT AND CONSENTS

The following is the qualification of the expert who has given opinions and advice contained in this circular:

Name	Qualification
Somerley	a licensed corporation to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities as defined under the SFO

As at the Latest Practicable Date, Somerley:

(a) has given and has not withdrawn its written consent to the issue of this circular with the inclusion of its letter dated November 11, 2026, and references to its name, in the form and context in which they appear.

(b) neither had any shareholding in any member of the Group nor had any right (whether legally enforceable or not) to subscribe for or nominate persons to subscribe for any securities in any member of the Group.

(c) did not have any direct or indirect interest in any assets which have been acquired or disposed of by, or leased to any member of the Group, or were proposed to be acquired or disposed of by, or leased to any member of the Group since December 31, 2025, being the date to which the latest published audited consolidated financial statements of the Company were made up.

4. NO MATERIAL ADVERSE CHANGE

The Directors are not aware of any material adverse change in the financial or trading position of the Group since December 31, 2025, being the date to which the latest published audited annual financial statements of the Company were made up.

5. SERVICE CONTRACTS OF DIRECTORS

As at the Latest Practicable Date, each of the executive Directors, Mr. Hou Xiaonan and Mr. Huang Yan, has entered into a service contract with the Company for a term of three years commencing from May 10, 2026, respectively, subject to retirement by rotation and re-election in accordance with the Articles of Association and is subject to termination as provided in the service contract.

As at the Latest Practicable Date, each of the non-executive Directors, Mr. Pu Hai Tao, Mr. Xie Qinghua, and Mr. Cao Huayi, has entered into an appointment letter with the Company for a term of three years commencing from May 10, 2026, respectively, subject to retirement by rotation and re-election in accordance with the Articles of Association and is subject to termination as provided in the appointment letter.

As at the Latest Practicable Date, each of the independent non-executive Directors has entered into an appointment letter with the Company. Ms. Leung Sau Ting Miranda has entered into an appointment letter with the Company for a term of three years commencing from May 10, 2026, subject to retirement by rotation and re-election in accordance with the Articles of Association and is subject to termination as provided in the appointment letter. Each of Mr. Kong Xiangjun and Mr. Mak Tze Leung has entered into an appointment letter with the Company for a term commencing on June 2, 2026 and expiring on May 9, 2029, respectively, subject to retirement by rotation and re-election in accordance with the Articles of Association and is subject to termination as provided in the appointment letter.

None of the Directors has a service contract which is not determinable by the Group within one year without payment of compensation (other than statutory compensation).

6. DISCLOSURE OF INTERESTS

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 any of its associated corporations (within the meaning of Part XV of the SFO) which have been 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 they were taken or deemed to have taken under such provisions of the SFO), or which were recorded in the register required to be kept pursuant to section 352 of the SFO or as otherwise 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 of the Listing Rules were as follows:

Interests of Directors and Chief Executives of the Company

Name	Capacity/ Nature of Interest	Number of Shares	Long/short position	Approximate Percentage of Shareholding in the Company[1] (%)
Mr. Hou Xiaonan	Beneficial owner	4,978,666[2]	Long position	0.49
Mr. Huang Yan	Beneficial owner	3,818,578[3]	Long position	0.38
Mr. Cao Huayi	Interest in controlled corporations	37,791,653[4]	Long position	3.75
	Beneficial owner	371,476[5]	Long position	0.04

Interests of Directors and Chief Executives in associated corporations of the Company

Name	Name of Associated Corporations	Capacity/Nature of Interest	Number of Shares	Approximate Percentage of Shareholding in Associated Corporations[9] (%)
Mr. Pu Hai Tao	Tencent Holdings Limited	Beneficial owner	45,795[6]	0.00
Mr. Hou Xiaonan	Tencent Holdings Limited	Beneficial owner	142,950	0.00
Mr. Huang Yan	Tencent Holdings Limited	Beneficial owner	13,500	0.00
Mr. Xie Qinghua	Tencent Holdings Limited	Beneficial owner	138,504[7]	0.00
Mr. Cao Huayi	Tencent Holdings Limited	Interest in controlled corporations	60,000[8]	0.00

Notes:

(1) The calculation is based on the total number of 1,007,432,517 Shares in issue as of the Latest Practicable Date.

(2) As at the Latest Practicable Date, these interests comprised (i) 310,864 Shares, (ii) 500,000 underlying Shares in respect of the RSUs granted to Mr. Hou Xiaonan under 2020 Restricted Share Unit Scheme of the Company, and (iii) 4,167,802 underlying Shares in respect of the Options granted to Mr. Hou Xiaonan under the 2021 Share Option Plan.

(3) As at the Latest Practicable Date, these interests comprised (i) 417,769 Shares, (ii) 436,605 underlying Shares in respect of the RSUs granted to Mr. Huang Yan under 2020 Restricted Share Unit Scheme of the Company, and (iii) 2,964,204 underlying Shares in respect of the Options granted to Mr. Huang Yan under the 2021 Share Option Plan.

(4) As at the Latest Practicable Date, Mr. Cao Huayi was interested in 100% and 43.63% of C-Hero Limited and X-Poem Limited respectively and was therefore deemed to be interested in the 34,083,819 Shares and 3,707,834 Shares interested in by C-Hero Limited and X-Poem Limited pursuant to the share purchase agreement, respectively.

(5) As at the Latest Practicable Date, these interests comprised (i) 33,212 Shares, and (ii) 338,264 underlying Shares in respect of the RSUs granted to Mr. Cao Huayi under 2020 Restricted Share Unit Scheme of the Company.

(6) As at the Latest Practicable Date, these interests comprised (i) 2,345 shares of Tencent and (ii) 43,450 shares underlying Tencent in respect of the awarded shares granted to Mr. Pu Hai Tao (being an employee of Tencent) under share award schemes of Tencent. Tencent is the controlling shareholder of the Company and thus is an associated corporation of the Company.

(7) As at the Latest Practicable Date, these interests comprised (i) 16,886 shares of Tencent and (ii) 121,618 shares underlying Tencent in respect of the awarded shares granted to Mr. Xie Qinghua (being an employee of Tencent) under share award schemes of Tencent. Tencent is the controlling shareholder of the Company and thus is an associated corporation of the Company.

(8) As at the Latest Practicable Date, Mr. Cao Huayi was interested in 100% of C-Hero Limited and was therefore deemed to be interested in the 60,000 shares of Tencent in C-Hero Limited.

(9) The calculation is based on the total number of 9,092,644,829 shares of Tencent in issue as at the Latest Practicable Date.

Save as disclosed above, as at the Latest Practicable Date, none of the Directors or the chief executive of the Company had or was deemed to have any interest or short position in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) that was required 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 they were taken or deemed to have taken under such provisions of the SFO), or required to be recorded in the register required to be kept under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers.

Save as disclosed herein, none of the Directors, directly or indirectly, has had any interest in any assets which had since December 31, 2025 (being the date to which the latest published audited financial statements of the Company were made up) been acquired or disposed of by or leased to any member of the Group, or were proposed to be acquired or disposed of by or leased to any member of the Group.

Save as disclosed in this circular, there was no contract or arrangement subsisting as at the Latest Practicable Date, in which any of the Directors or proposed directors was materially interested and which was significant in relation to the businesses of the Group.

7. COMPETING INTERESTS

As at the Latest Practicable Date, none of the Directors, proposed directors and any of their associate(s) had an interest in a business which competes or may compete with the business of the Group, or may have any conflicts of interest with the Group pursuant to Rule 8.10 of the Listing Rules.

8. DOCUMENTS ON DISPLAY

A copy of the Advertisement Supplemental Agreement will be published at the website of the Stock Exchange (http://www.hkexnews.hk) and the website of the Company (http://ir.yuewen.com) for 14 days from the date of this circular.

CHINA LITERATURE LIMITED
阅文集团

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 772)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting (the "**Extraordinary General Meeting**") of China Literature Limited (the "**Company**") will be held at Niccolo Room, Level 25, The Murray, Hong Kong, a Niccolo Hotel, 22 Cotton Tree Drive, Central, Hong Kong at 2:30 p.m. on Wednesday, December 9, 2026 (or due to any reduced gathering restrictions imposed by law, the Directors may, in their absolute discretion in accordance with the Company's articles of association, change the place of the Extraordinary General Meeting at the same time and on the same date by way of an announcement without the need to give a new notice of Extraordinary General Meeting) for the purposes of considering and, if thought fit, passing with or without modifications, the following resolution.

Unless otherwise specified, capitalized terms used in this notice and the following resolution shall have the same meanings as those defined in the circular of the Company dated November 11, 2026 (the "**Circular**").

Ordinary Resolution

1. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

   "**THAT**:

   (A) the Advertisement Supplemental Agreement and the transactions contemplated thereunder, details of which are more particularly described in the circular of the Company dated November 11, 2026, be and are hereby approved, ratified and confirmed;

   (B) the proposed revised annual caps for the continuing connected transactions contemplated under the Advertisement Supplemental Agreement as set out in the circular of the Company dated November 11, 2026 be and are hereby approved, ratified and confirmed; and

(C) any one executive Director be and is hereby authorized for and on behalf of the Company to execute and, where required, to affix the common seal of the Company to any documents, instruments or agreements, and to do any acts and things deemed by him or her to be necessary, expedient or appropriate in order to give effect to and implement the transactions contemplated under the Advertisement Supplemental Agreement (including the proposed revised annual caps for the three years ending December 31, 2028)."

By order of the Board
CHINA LITERATURE LIMITED
Mr. Pu Hai Tao
Chairman of the Board and Non-executive Director

Hong Kong, November 11, 2026

Registered office:
The offices of Maples Corporate Services Limited
PO Box 309, Ugland House
Grand Cayman KY1-1104
Cayman Islands

Principal place of business in Hong Kong:
Room 1503-04, ICBC Tower
3 Garden Road
Central
Hong Kong

Head office and principal place of business in China:
N3 Lujiazui Binjiang Center,
No. 5169 Binjiang Avenue,
Pudong New Area,
Shanghai
People's Republic of China

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 or postponement 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 Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, 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), not less than 48 hours before the time appointed for holding the above meeting or any adjournment or postponement thereof (as the case may be). Completion and delivery of the form of proxy shall not preclude a shareholder from attending and voting in person at the Extraordinary General Meeting if they so wish and in such event the form of proxy shall be deemed to be revoked.

(iv) The register of members of the Company will be closed from Friday, December 4, 2026 to Wednesday, December 9, 2026, both days inclusive, in order to determine the eligibility of shareholders to vote at the above meeting, during which period no share transfers will be registered. The record date for determining the entitlement of shareholders to attend and vote at the Extraordinary General Meeting is Wednesday, December 9, 2026. 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 Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Thursday, December 3, 2026.

(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.