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Z.AI Co., Ltd.

北京智譜華章科技股份有限公司

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

(Stock Code: 2513)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON NOVEMBER 13, 2026

References are made to the circular (the "**Circular**") and notice of the first extraordinary general meeting of 2026 (the "**Extraordinary General Meeting**") of Z.AI Co., Ltd. (the "**Company**") both dated October 29, 2026. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

THE EXTRAORDINARY GENERAL MEETING

The Extraordinary General Meeting was held physically at Conference Room-Turing, 10th Floor, Building 9, Yard 1, Zhongguancun East Road, Haidian District, Beijing, PRC on Friday, November 13, 2026. The holding of the Extraordinary General Meeting was in compliance with the requirements of the Company Law of the PRC and the Articles of Association.

The Extraordinary General Meeting was chaired by Dr. Liu Debing, the chairman of the Board. All of the Directors, namely Dr. Liu Debing, Dr. Zhang Peng, Ms. Zhang Xiaohan, Dr. Li Juanzi, Mr. Li Jiaqing, Mr. Wang Meng, Dr. Yang Qiang, Dr. Xie Deren and Mr. Xu Wenming, attended the Extraordinary General Meeting either in person or by electronic means.

As at the date of the Extraordinary General Meeting, the total number of issued shares of the Company is 487,588,090, comprising 263,059,605 H Shares and 224,528,485 Unlisted Shares. There were no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited). Interested Shareholders in the relevant transactions under the proposed resolution (the "**Resolution**") (the "**Interested Shareholders**"), holding an aggregate of 54,328,287 H Shares and 138,576,763 Unlisted Shares, shall abstain from voting on the Resolution at the Extraordinary General Meeting. Therefore, the total number of shares entitling the holders to attend and vote for or against or abstain from voting on the Resolution at the at the Extraordinary General Meeting is 294,683,040. Shareholders and their authorized proxies who attended the Extraordinary General Meeting held an aggregate of 141,923,718 Shares with voting rights. Among the Shareholders present at the Extraordinary General Meeting, Dr. Li Juanzi (李涓子), Dr. Liu Debing (劉德兵) and Dr. Zhang Peng (張鵬) (holding an aggregate of 0 H Shares and 4,692,430 Unlisted Shares), as Interested Shareholders, had abstained from voting on the Resolution at the Extraordinary General Meeting.

To the best of the knowledge, information and belief of the Directors and having made all reasonable enquiries, save as disclosed above, no Shareholder was considered to have a material interest in the Resolution proposed at the Extraordinary General Meeting and had to abstain from voting on the Resolution proposed at the Extraordinary General Meeting. No Shareholder who was entitled to attend the Extraordinary General Meeting had to abstain from voting in favor of the Resolution at the Extraordinary General Meeting pursuant to Rule 13.40 of the Listing Rules. No person has stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolution. The Resolution was voted by way of poll. Tricor Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer for vote-taking at the Extraordinary General Meeting. Two elected representatives from the Shareholders and Tian Yuan Law Firm, the PRC legal advisor to the Company also participated in the vote taking, vote-tabulation and acted as the scrutineer for vote-taking pursuant to the Articles of Association.

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

The poll results in respect of the Resolution were as follows:

Ordinary Resolution		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the confirmation of the Group's related party transactions for the nine months ended September 30, 2026.	141,903,616 (99.9858%)	3,502 (0.0025%)	16,600 (0.0117%)

Please refer to the Circular for the full text of the Resolution.

As more than half of the votes were cast in favour of the Resolution, the Resolution was duly passed as an ordinary resolution at the Extraordinary General Meeting.

By order of the Board
Z.AI Co., Ltd.
Dr. Liu Debing
Executive Director and chairman of the Board

Hong Kong, November 13, 2026

As at the date of this announcement, the Board comprises: (i) Dr. Liu Debing, Dr. Zhang Peng and Ms. Zhang Xiaohan as executive Directors; (ii) Dr. Li Juanzi, Mr. Li Jiaqing and Mr. Wang Meng as non-executive Directors; and (iii) Dr. Yang Qiang, Dr. Xie Deren and Mr. Xu Wenming as independent non-executive Directors.