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If you are in any doubt as to any aspect of this circular or as to the action you should take, you should consult your licensed securities dealer, registered securities institution, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold all or transferred all your shares in **Capinfo Company Limited***, you should at once hand this circular to the purchaser or to the transferee, or to the bank manager, licensed securities dealer or registered securities institution or other agency through whom the sale was effected for transmission to the purchaser or the transferee.

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CAPINFO COMPANY LIMITED*
首都信息發展股份有限公司

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

(Stock Code: 1075)

PROPOSED REVISION TO INCOME ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS WITH BSAM GROUP AND NOTICE OF EXTRAORDINARY GENERAL MEETING

Independent Financial Adviser to
the Independent Board Committee and Independent Shareholders

華耀証券 REDSOLAR

A letter from the Board is set out on pages 4 to 16 of this circular. A letter from Independent Financial Adviser containing its advice and recommendation to the Independent Board Committee and the Independent Shareholders is set out on pages 19 to 44 of this circular and a letter from the Independent Board Committee is set out on pages 17 to 18 of this circular.

The notice of the EGM to be held at Conference Room, 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the PRC on Friday, 11 December 2026 at 10:30 a.m. together with the proxy form for the appointment of proxy to attend the EGM will be published on the websites of the Stock Exchange and the Company on Tuesday, 24 November 2026.

Whether or not you would attend the EGM, please fill in the proxy form according to relevant instructions and return it as soon as possible, and not less than 24 hours before the fixed time of holding the EGM, i.e. before Thursday, 10 December 2026 at 10:30 a.m. (Hong Kong time), or any adjournment thereof, in any event. The filled and returned proxy form will have no effect on your vote in person in the EGM or any other postponed meetings. Completion and delivery of the proxy form will not preclude you from attending and voting in person should you so wish.

24 November 2026

* *For identification purposes only*

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NOTICE OF EXTRAORDINARY GENERAL MEETING EGM-1

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

"2023 Framework Agreement"	the technique services framework agreement entered into between the Company (for itself and on behalf of the Group) and BSAM (for itself and on behalf of the BSAM Group) on 18 January 2023, pursuant to which the Group and the BSAM Group agreed to provide services to each other for the period from 1 January 2023 to 31 December 2025
"2025 EGM"	the extraordinary general meeting of the Company held on 30 December 2025 for the consideration and approval of the Renewal Agreement and the continuing connected transactions thereunder
"associates"	has the meaning ascribed thereto under the Listing Rules
"Beijing Data Group"	北京數據集團有限公司(Beijing Data Group Company Limited*), a company established in the PRC. It is a controlling shareholder of the Company and is wholly owned by BSAM
"Beijing Industrial Investment"	北京工業發展投資管理有限公司(Beijing Industrial Developing Investment Management Co., Ltd.*), a company established in the PRC and is wholly-owned by BSAM, being a connected person of the Company
"Board"	the board of directors of the Company
"BSAM"	北京市國有資產經營有限責任公司 (Beijing State-Owned Assets Management Co., Ltd.*), a company established in the PRC and is wholly-owned by the Beijing Municipal Government, being a connected person of the Company
"BSAM Group"	BSAM and its subsidiaries
"Company"	首都信息發展股份有限公司 (Capinfo Company Limited*), a joint stock limited company established in the PRC, the overseas listed foreign share(s) of RMB1.00 each in the share capital of the Company are listed on the Main Board of the Stock Exchange (Stock code: 1075)
"connected person(s)"	has the meaning ascribed thereto under the Listing Rules and the word "connected" shall be construed accordingly
"Controlling Shareholder"	has the meaning ascribed thereto under the Listing Rules
"Directors"	the directors of the Company

"Existing Annual Caps"	the Existing Income Annual Caps and the Existing Expenditure Annual Caps
"Existing Income Annual Caps"	the transaction cap for the three years ending 31 December 2028 for the continuing connected transactions regarding the information technology services and products to be provided by the Group to BSAM Group and the receipt of fees under the Renewal Agreement as considered and approved by the Independent Shareholders at the 2025 EGM, which is RMB105.00 million per annum
"Existing Expenditure Annual Caps"	the transaction cap for the three years ending 31 December 2028 for the continuing connected transactions regarding the information technology services and products to be purchased by the Group from BSAM Group and the payment of fees under the Renewal Agreement as considered and approved by the Independent Shareholders at the 2025 EGM, which is RMB49.50 million per annum
"Domestic Share(s)"	the domestic share(s) of RMB1.0 each in the share capital of the Company
"EGM"	the extraordinary general meeting of the Company to be held on Friday, 11 December 2026, for the consideration and, if thought fit, approval of the Proposed Revision to Income Annual Caps
"Group"	the Company and its subsidiaries
"H Share(s)"	overseas listed foreign share(s) of RMB1.0 each in the share capital of the Company
"Independent Board Committee"	an independent committee of the Board, comprising all the independent non-executive Directors, formed for the purpose of advising the Independent Shareholders in respect of the Proposed Revision to Income Annual Caps
"Independent Financial Adviser" or "Red Solar"	Red Solar Securities (International) Limited, a corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, being the independent financial adviser appointed to advise the Independent Board Committee and the Independent Shareholders in relation to the Proposed Revision to Income Annual Caps
"Independent Shareholders"	Shareholders other than those who have material interests in the Renewal Agreement and the transactions contemplated thereunder

"Latest Practicable Date"	18 November 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its publication
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Parties"	collectively the Group and BSAM Group
"PRC"	the People's Republic of China
"Proposed Revision to Income Annual Caps"	the Company's proposed revision to the caps for the three years ending 31 December 2028 for the continuing connected transactions regarding a variety of information technology services and products to be provided by the Group to BSAM Group under the Renewal Agreement
"Renewal Agreement"	the renewal agreement of the Technique Services Framework Agreement entered into between the Company (for itself and on behalf of the Group) and BSAM (for itself and on behalf of the BSAM Group) on 31 October 2025, pursuant to which the Group and the BSAM Group agreed to provide services to each other for the period from the effective date of the renewed Technique Services Agreement (i.e. 1 January 2026) to 31 December 2028
"RMB"	Renminbi, the lawful currency of the PRC
"Share(s)"	ordinary share(s) of RMB1.00 each in the share capital of the Company
"Shareholder(s)"	holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent

In this circular, the English names of the PRC entities or enterprises are translations of their Chinese names. In the event of any inconsistency, the Chinese names shall prevail.

* *For identification purposes only*

CAPINFO COMPANY LIMITED*
首都信息發展股份有限公司

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

(Stock Code: 1075)

Executive Director:
Mr. Yu Donghui *(Chairman and General Manager)*

Non-executive Directors:
Ms. Zhao Shujie
Mr. Wang Yuzheng
Mr. Hu Yong
Mr. Li Feng

Independent non-executive Directors:
Mr. Gong Zhiqiang
Mr. Cheung, Wai Hung Boswell
Mr. Li Jianqiang
Mr. Zhou Jinglin

Staff Representative Director:
Ms. Zhu Chenlan

Registered office:
No. 11 Xi San Huan Zhong Road
Haidian District
Beijing 100036
The PRC

Principal place of business in the PRC:
5th Floor, Longfu Mansion
No. 95 Longfusi Street
Dongcheng District
Beijing 100010
The PRC

Principal place of business in Hong Kong:
25th Floor
Neich Tower
128 Gloucester Road
Wanchai
Hong Kong

24 November 2026

To the Shareholders

Dear Sir or Madam,

PROPOSED REVISION TO INCOME ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS WITH BSAM GROUP

INTRODUCTION

References are made to (i) the Company's announcements dated 31 October 2025 and 30 December 2025 and circular dated 8 December 2025 in relation to the Renewal Agreement and the continuing connected transactions (including the Existing Annual Caps), which were approved by the then Independent

* *For identification purposes only*

Shareholders at the 2025 EGM; and (ii) the Company's announcement dated 29 September 2026 in relation to the proposed revision to income annual caps for continuing connected transactions with BSAM Group. The purpose of this circular is to provide you with further information on the Renewal Agreement and the Proposed Revision to Income Annual Caps, a letter from the Independent Board Committee, a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in respect of the Renewal Agreement and the Proposed Revision to Income Annual Caps and other information as required by the Listing Rules.

CONTINUING CONNECTED TRANSACTIONS UNDER THE RENEWAL AGREEMENT

The Group anticipates that its business cooperation with BSAM Group in relation to the continuing connected transactions for the existing technical services will be further strengthened, and that the volume of transactions involving the information technology services and products provided by the Group to BSAM Group will further increase. Based on projections of expected signing of contracts in light of the existing orders on hand and current business opportunities, the Board reasonably expects that the service fees to be paid by BSAM Group to the Group will be increased significantly for the three years ending 31 December 2028. Accordingly, the Board estimates that the Existing Income Annual Caps will be insufficient to cover the transaction volumes for the three years ending 31 December 2026, 31 December 2027 and 31 December 2028. The Board therefore proposes to revise the income annual caps, whilst maintaining the Existing Expenditure Annual Caps at the current levels.

1. Renewal Agreement

The principal terms of the Renewal Agreement are set out as follows:

Date

31 October 2025

Parties

(1) the Company (for and on behalf of the Group); and

(2) BSAM (for and on behalf of BSAM Group)

Subject Matter

Pursuant to the Renewal Agreement, (i) the Group has agreed to provide software development services, network system establishment and services, network design, website intensification, system integration, technical operation and maintenance, technical consultancy services, cloud services, cloud products, wireless products and related information technology services and products to BSAM Group; and (ii) BSAM Group has agreed to continue providing electronic certification, information security, network security, internet access and other products and services and system development, operation and maintenance services, as well as information technology products and services such as data governance and analysis to the Group.

Term

From 1 January 2026 to 31 December 2028.

The Renewal Agreement and the continuing connected transactions thereunder had been approved by the then Independent Shareholders at the 2025 EGM.

2. Pricing Policy

Regarding the services and products to be provided by the Group to BSAM Group

For the services and products to be provided by the Group to BSAM Group, the relevant members of the Group which provide the services and products will estimate the overall costs based on costs of labour, software and hardware equipment etc., and then propose a preliminary quotation based on the estimated overall costs plus a gross profit margin. The gross profit margin is determined: (i) by making reference to the average bidding price of similar services and products in the open market, such as the China Government Procurement Network (中國政府採購網) (http://www.ccgp.gov.cn/) and the average price of similar services and products provided by the Group to independent third parties; (ii) in compliance with the relevant laws, regulations and systems in relation to pricing; and (iii) based on arm's length negotiations with BSAM Group so as to ensure the service and product fees of the Group are reasonable and competitive.

The average gross profit margin applied to the initial quotations for services and products is approximately 25% to 40%, after, where applicable, taking into account the procurement costs, cost of capital and the corresponding operation and maintenance service fees (with a normal operation and maintenance service period of three to five years). When making reference to the average price of similar services and products provided by independent third parties, the Group generally uses three samples as a benchmark.

To ensure that the quotations provided by the Group are comparable to those provided by other suppliers of similar services and products in the market, the Group will make reference to: (i) the average bidding prices of similar services and products that can be collected from the open market, such as the China Government Procurement Network (http://www.ccgp.gov.cn/); and (ii) the average quotations of the Group for similar services and products provided to independent third parties, to adjust its prices. The management of the Group will adjust the pricing policy from time to time in light of the changing market environment and taking into account the status of development of the Company so that its pricing is competitive, beneficial to the Group and in compliance with the applicable laws, regulations and policy documents.

Regarding the services and products to be provided by BSAM Group to the Group

For the services and products to be provided by BSAM Group to the Group, the procurement department of the Group is responsible for the management of the procurement process. When the procurement department receives procurement requests from other business departments of the Group,

it will determine the procurement approach in accordance with relevant laws, regulations and policy documents and the provisions of the Company's procurement management system, and undergo the procedures as required.

The procurement department will consider multiple factors, including the preliminary quotation, the average bidding price of similar services and products in the open market and the necessary tendering procedures. To ensure that the fees charged by BSAM Group are fair and reasonable, for each individual transaction, the procurement department will conduct supplier inquiries, negotiations, or tendering and selection procedures to determine the final preferred supplier.

According to the relevant procurement internal procedures, a single transaction with a procurement amount not exceeding RMB2.5 million generally uses supplier inquiries and commercial negotiations. For asset-related construction projects, goods and services exceeding RMB2.5 million, the Group would normally conduct tendering and selection procedures.

Regardless of whether supplier inquiries, negotiations, or tendering and selection procedures are used, the procurement process is organized and executed by the procurement department. If the supplier inquiry method is used, the procurement department will normally invite three or more suppliers to participate for comparison and evaluation. If the tendering and selection procedure is used, detailed technical specifications and other requirements as well as the evaluation criteria will be prepared and included in the tender documents, which will be sent to at least three potential bidders for submission. An evaluation committee will be formed by engineers and experienced procurement staff to evaluate the bids based on the predetermined evaluation criteria, which include the supplier's quality management and measures, the ability to complete the work on time, price, qualifications and reputation. According to the evaluation criteria and the applicable procurement management measures, the preferred supplier will be selected.

3. Internal Control Policies

Each quotation for the services and products to be provided by the Group to BSAM Group under the Renewal Agreement will go through the internal approval system of the Group, under which it passes through different departments for consideration, including the planning department, the finance management department and the management of the Company for review and approval. The management of the Company would ensure that the final quotation is fair and reasonable and beneficial to the Group as a whole.

Each individual transaction in relation to the services and products to be provided by BSAM Group to the Group under the Renewal Agreement shall be reviewed and approved by the head of the procurement department of the Group before execution to ensure that the terms and procedures are in compliance with the Company's pricing policy. The Company will regularly review the transactions to be entered into with BSAM Group to identify any transactions that may be at risk of exceeding the annual caps and any measures to be introduced in response to such transactions. All transactions between the Group and BSAM Group will be subject to detailed review at least once a year. The finance management department of the Group is responsible for monitoring the transaction amounts

of the continuing connected transactions quarterly, reporting to the Board's office to ensure that the transactions are conducted in accordance with the respective pricing policies and the annual caps are not exceeded.

Before placing an order with BSAM Group, the Group's procurement department will obtain quotations from BSAM Group for each purchase and compare quotations from other independent suppliers for similar services and products to ensure price competitiveness. Where possible and feasible, the Group will usually establish a benchmark, i.e., obtaining three quotations from independent third parties as a price reference when purchasing similar services and products. The auditors and independent non-executive Directors of the Company will also conduct an annual review of the continuing connected transactions entered into by the Group on whether the continuing connected transactions have been conducted in compliance with the pricing policies and whether the relevant annual caps have been exceeded.

4. Proposed Revision to Income Annual Caps

Historical Transaction Amount and the Annual Caps for the Continuing Connected Transactions

For each of the years 2024 and 2025 and the nine months ended 30 September 2026, the historical transaction amounts and the annual caps for the respective continuing connected transactions under the 2023 Framework Agreement and the Renewal Agreement are as follows:

	For the year ended 31 December 2024 *(RMB million)*	**For the year ended 31 December 2025** *(RMB million)*	**For the nine months ended 30 September 2026** *(RMB million)*
Provision of services by the Group			
Income Annual Caps	95.00	95.00	105.00 (Existing Income Annual Cap for the whole year 2026) *Note*
Service fees paid by BSAM Group to the Group (actual income)	73.16	59.50	45.83
Utilisation rate	77.0%	62.6%	43.64%
Procurement of services by the Group			
Expenditure Annual Caps	45.00	45.00	49.50 (Existing Expenditure Annual Cap for the whole year 2026)

	For the year ended 31 December 2024 *(RMB million)*	For the year ended 31 December 2025 *(RMB million)*	For the nine months ended 30 September 2026 *(RMB million)*
Service fees paid by the Group to BSAM Group (actual expenditure)	30.89	25.13	9.42
Utilisation rate	68.6%	55.8%	19.03%

As at the Latest Practicable Date, the respective cumulative transaction amounts for the provision and procurement of services by the Group had not exceeded the corresponding Existing Annual Caps for 2026. The Company will closely monitor the transactions with BSAM Group and ensure that such transactions are conducted only within the annual caps approved by the Shareholders.

Proposed Revision to Income Annual Caps for the Continuing Connected Transactions under the Renewal Agreement

For the three years ending 31 December 2028, the annual caps for the continuing connected transactions under the Renewal Agreement are set out as follows:

	For the year ending 31 December 2026 *(RMB million)*	For the year ending 31 December 2027 *(RMB million)*	For the year ending 31 December 2028 *(RMB million)*
Provision of services by the Group			
Existing Income Annual Caps[Note]	105.00	105.00	105.00
Proposed Revision to Income Annual Caps	150.00	280.00	280.00
Procurement of services by the Group			
Existing Expenditure Annual Caps[Note]	49.50	49.50	49.50

Note: The Existing Annual Caps were approved by the then Independent Shareholders at the 2025 EGM. The Existing Income Annual Caps is subject to change upon approval of the Proposed Revision to Income Annual Caps by the Independent Shareholder at the forthcoming EGM, while the Expenditure Annual Caps remain unchanged.

5. Reasons for, Basis of Determination and Benefits of the Proposed Revision to Income Annual Caps

Reasons for and benefits of the Renewal Agreement and the Proposed Revision to Income Annual Caps

The Group is principally engaged in, inter alia, products and software development and services, industry solutions, operation and maintenance services, rental income from investment properties, etc.

BSAM Group has maintained a good cooperation relationship with the Group for a long time and with the extensive and in-depth application of internet, cloud computing, big data and AI technologies, as well as the ever-increasing demand for domestic IT transformation, the number of information technology services and product transactions between the Group and BSAM Group has increased. The Board believes that entering into the Renewal Agreement will be beneficial to the Group's operation. The Board is also of the view that the services to be provided by BSAM Group to the Group will continue to help the Group to maintain and enhance its network security system, and improve the level of technologies and services.

During the 15th Five-Year Plan period, BSAM adheres to a strategy of pursuing "intelligent, green and integrated" development. Guided by the "Smart Beijing" initiative, it is committed to achieving a transition from informatisation to digitalisation and smart development and promoting technology-driven development in sectors such as culture, sports, consumer goods and financial services, as well as the digital transformation of small and medium-sized enterprises. The Company expects that the demand for information technology services from BSAM and its subsidiaries will increase significantly in areas such as the construction, operation and maintenance of integrated digital platforms, digital business districts and digital parks. Accordingly, it is expected that the volume of information technology service and product transactions between the Group and BSAM Group will increase substantially.

The national "15th Five-Year Plan" explicitly calls for deepening the development and utilisation of data resources, fully implementing the "AI+" initiative, and promoting the deep integration of the real economy and the digital economy. Beijing Data Group was incorporated by BSAM on 22 July 2025 as part of Beijing Municipality's efforts to implement the national strategy for the market-oriented allocation of data factors and to capitalise on new opportunities in the development of the digital economy. It is the Controlling Shareholder of the Company. With its establishment, Beijing Data Group plays a leading role in key tasks such as the digitalisation of office operations in Party and government agencies, the housing provident fund and medical insurance platforms, smart city governance and the digital business environment. At the same time, it focuses on key sectors including IT innovation in government and enterprises, smart healthcare (covering medical services, healthcare systems and medical insurance), transportation and education, striving to play a greater role in advancing the construction of Beijing's digital government and the digital and intelligent transformation of enterprises. Beijing Data Group's "15th Five-Year Plan" sets out the objectives that, by 2030, landmark breakthroughs will be achieved in the market-oriented allocation reform of data factors (i.e. the reform to enable data, as a factor of production alongside land, labour, capital and technology, to be allocated, circulated and priced through market mechanisms so as to promote its efficient utilisation), the effectiveness of data-empowered decision-making will continue to

strengthen, data infrastructure will become more intelligent and efficient, and a domestically leading data ecosystem platform covering the entire industry chain will be established. On the other hand, the Company's cloud-network platform, as a new type of digital and intelligent foundation, is expected to provide infrastructure services of a greater scale to support the implementation of these objectives. At the same time, the Company's trusted data space products and solutions will support Beijing Data Group in deepening the development and utilisation of data resources in key areas such as urban governance, people's livelihood services, finance, education and healthcare, and establish an autonomous, controllable, secure and reliable security and compliance service framework covering the entire data circulation value chain. Accordingly, it is anticipated that the volume of information technology services and product transactions between the Group and Beijing Data Group will increase significantly.

Basis of Determination of the Proposed Revised Income Annual Caps

For the nine months ended 30 September 2026, the service fees paid by BSAM Group to the Group were approximately RMB45.83 million. Based on the Group's contracts with BSAM Group secured as at 30 September 2026, current business opportunities and expected contracts with BSAM Group to be secured for the fourth quarter of 2026, the Group expects recognition of service fees to be paid by BSAM Group of approximately RMB58.39 million in the fourth quarter of 2026. Therefore, the expected recognition of service fees to be paid by BSAM Group of approximately RMB104.21 million for FY2026, representing 99.25% of the Existing Income Annual Cap for 2026. In the absence of a revision, the Group would have very limited headroom to carry out further ordinary-course businesses with BSAM Group during the fourth quarter of 2026, and any additional project, contract-sum adjustment or timing difference in revenue recognition could result in the Existing Income Annual Cap being exceeded.

Based on projections of expected signing of contracts in light of the existing orders on hand and specific projects and contracts that were already identified and expected by the Group, the Group expects that, for the two years ending 31 December 2027 and 2028, it will recognise service fees payable to the Group by BSAM Group amounting to approximately RMB194.94 million and RMB106.69 million, respectively, both of which have exceeded the Existing Income Annual Caps for the corresponding years. Therefore, the Existing Income Annual Caps for 2027 and 2028 would be insufficient if the identified transactions and projects materialise, and that an upward revision to the Existing Income Annual Caps is necessary to enable the Group to continue carrying out transactions with BSAM Group pursuant to the Renewal Agreement without interruption.

In addition, when determining the Proposed Revision to Income Annual Caps, the Company set a 30% buffer. Such buffer is intended to accommodate, among other things:

(i) potential projects with BSAM Group that have not yet been secured and future business opportunities identified so far, particularly as the "15th Five-Year Plan" progresses and as BSAM Group continues to advance digital transformation, data-element circulation and artificial-intelligence applications. For illustrative purposes, (a) since the Company announced the Proposed Revision to Income Annual Caps on 29 September 2026 up to the Latest Practicable Date, the Group identified potential contracts and projects with BSAM Group with an aggregate contract value exceeding RMB27 million; (b) as at the Latest Practicable Date,

the Company was at an advanced stage of negotiation in respect of at least two project service contracts with an aggregate expected contract value of approximately RMB100 million, with the relevant services expected to be performed in 2027; and (c) based on the top five revenue-contributing projects for each of 2026, 2027 and 2028, which have contract sums ranging from approximately RMB2.90 million to RMB60.00 million and are expected to contribute average revenue of approximately RMB14.30 million, RMB31.23 million and RMB16.83 million per project for the years ending 31 December 2026, 2027 and 2028, respectively. These projects are mostly system-integration and software development and operation and maintenance projects contracts, and for most of them, revenue is expected to be recognised fully or mostly within the respective year. On this basis, the Company considers that the 30% buffer may accommodate approximately two to three new system-integration and software-development contracts each year, each with a contract value ranging from RMB40 million to RMB60 million, and is reasonable; and

(ii) possible increases in contract sums upon final negotiation, change in scope or variation orders. As the transactions with BSAM Group are system-integration and software development and operation and maintenance projects on a project accounting basis, for which contract sums commonly move on final negotiation, scope change or variation orders. Revenue recognition depends on the timing of acceptance, which cannot be determined when the cap is set. For illustrative purposes, one of the projects currently under negotiation was initially priced at around RMB45 million, but its contract sum may be revised upward to as much as RMB100 million as a result of a recent change in project scope. The Company considers that such upward adjustments are beneficial to the Company and the Shareholders as a whole; and

(iii) differences between the expected and actual timing of revenue recognition (including possible acceleration or delay in acceptance process). The Company believes that the 30% buffer provides sufficient headroom for the potential business growth for fourth quarter 2026 and the two years ending 31 December 2027 and 2028, and it is in line with the Company's past practice in setting up annual caps for the same transactions.

For 2028, the proposed cap of RMB280.00 million is set at the same level as that for 2027, after taking into account that: (i) the incomplete visibility of projects for 2028, as the Group can reasonably expect certain recurring projects to be signed and carried out in 2028 and has included them in the identified expected income, whereas other projects, particularly one-time or on-demand projects, can generally be foreseen only up to one year before signing; (ii) the possibility that contract sums may be higher than expected upon final negotiation, scope change or variation orders, as illustrated above; (iii) the continuing discussions with BSAM Group on further potential projects, including newly identified projects not yet reflected in the identified expected income, which may involve significant contract sums; (iv) the need for operational flexibility should projects materialise at a scale comparable to 2027, without necessitating a further revision of the annual caps.

Based on the above, the Board considers that the Proposed Revision to Income Annual Caps is fair and reasonable and reflects the actual and potential growth in the Group's business.

The Existing Expenditure Annual Caps

As regards the Existing Expenditure Annual Caps, the actual service fees paid by the Group to BSAM Group amounted to approximately RMB30.89 million, RMB25.13 million and RMB9.42 million for the years ended 31 December 2024 and 2025 and nine months ended 30 September 2026, representing utilisation rates of approximately 68.6%, 55.8% and 19.03%, respectively. The relatively low utilisation rate for the nine months ended 30 September 2026 was also attributable to the timing of acceptance adopted by the Group and the BSAM Group, whereby the related costs are typically recognised in December annually. The Company's expectation of procurement from BSAM Group for each of the three years ending 31 December 2028 remains within the Existing Expenditure Annual Cap of RMB49.50 million per annum. Therefore, the Company does not propose to revise the Existing Expenditure Annual Caps.

Accordingly, the Directors (including independent non-executive Directors) are of the view that the Proposed Revision to Income Annual Caps is beneficial and necessary for the Group's business operations. The Renewal Agreement and the continuing connected transactions thereunder (including the Proposed Revision to Income Annual Caps and the Existing Expenditure Annual Caps) have been entered into on normal commercial terms or on more favourable terms, in the ordinary and usual course of the Group's business, and are in the interests of the Company and the Shareholders as a whole.

Since our executive Director Mr. Yu Donghui is the vice general manager of Beijing Data Group, and our non-executive Director Mr. Hu Yong is an employee of Beijing Industrial Investment, Mr. Yu Donghui and Mr. Hu Yong are regarded as having a material interest in the Renewal Agreement and the transactions contemplated thereunder, and had abstained from voting on the Board resolution approving the Proposed Revision to Income Annual Caps. Save as disclosed above, none of the Directors has any material interest in the resolution regarding Proposed Revision to Income Annual Caps.

6. Listing Rules Implications

As at the Latest Practicable Date, the Controlling Shareholder of the Company is Beijing Data Group, which holds approximately 48.30% interest in the Company's issued share capital. Beijing Data Group is wholly owned by BSAM. Meanwhile, BSAM holds approximately 15% equity interest in the Company's issued share capital through its other wholly-owned subsidiary, Beijing Industrial Investment. Therefore, BSAM is a connected person of the Company under the Listing Rules. Accordingly, the transactions contemplated under the Renewal Agreement between the Company and BSAM constitute the continuing connected transactions of the Company.

As the highest applicable percentage ratio in respect of the Proposed Revision to Income Annual Caps exceeds 5%, the Proposed Revision to Income Annual Caps is subject to the reporting, announcement, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

7. General Information

Information of the Company

The Company is a joint stock limited company established in the PRC on 23 January 1998, which is principally engaged in, inter alia, products and software development and services, industry solutions, operation and maintenance services, rental income from investment properties, etc. As at the Latest Practicable Date, Beijing Data Group holds approximately 48.30% equity interest in the issued share capital of the Company, and Beijing Data Group is wholly owned by BSAM.

Information of BSAM

BSAM is a company established in the PRC with limited liability and is wholly-owned by the Beijing Municipal Government of the PRC. BSAM, as the implementer and operator of major projects in Beijing, focuses its business operations in financial services, high-tech and modern manufacturing, culture and creativity, urban development of functionality area, environmental protection and new energies.

EGM

The EGM is scheduled to be held at Conference Room, 5th Floor, Longfu Mansion, No. 95 Longfusi Street, Dongcheng District, Beijing, the PRC on Friday, 11 December 2026 at 10:30 a.m. for the purpose of considering and, if it is thought fit, approving the Proposed Revision to Income Annual Caps.

A notice of the EGM, together with the proxy form for use at the EGM, has been enclosed with this circular, which will be despatched to the Shareholders on Tuesday, 24 November 2026 and published on the websites of the Stock Exchange and the Company.

Whether you intend to attend the EGM or not, you are requested to complete and return the accompanying proxy form in accordance with the instructions set out therein to the Company's principal place of business in the PRC at 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the People's Republic of China (in the case of proxy form of holder of Domestic Shares) or to the Company's H shares registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in the case of proxy form of holders of H Shares) as soon as possible and in any event not less than 24 hours before the time appointed for holding the meeting (i.e. not later than Thursday, 10 December 2026 at 10:30 a.m. (Hong Kong time)). Completion and return of the proxy form will not preclude you from attending and voting at the EGM should you so wish.

For determining the entitlement to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 8 December 2026 to Friday, 11 December 2026, both days inclusive, during which period no transfer of Shares will be effected. Shareholders whose names appear on the Company's register of members on Tuesday, 8 December 2026 will be entitled to attend and vote at the EGM. In order to qualify to attend and vote at the EGM, all transfers of Shares, accompanied by the relevant share certificates must be lodged with the Company's H shares registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shop 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road

East, Wanchai, Hong Kong (applicable for H Shares) or the Company's office, at 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the People's Republic of China (applicable for Domestic Shares), for registration not later than 4:30 p.m. on Monday, 7 December 2026.

VOTING AT THE EGM

In accordance with the Listing Rules, any connected person or Shareholder or their associate who has a material interest in the Renewal Agreement and the transaction contemplated thereunder shall abstain from voting on the resolution in relation to the Proposed Revision to Income Annual Caps at the EGM.

BSAM is a connected person of the Company and has a material interest in the resolution in relation to the Proposed Revision to Income Annual Caps, therefore, its wholly-owned subsidiaries, Beijing Data Group and Beijing Industrial Investment, will abstain from voting on the ordinary resolution in relation to the Proposed Revision to Income Annual Caps at the EGM. As at the Latest Practicable Date, BSAM, through its wholly-owned subsidiaries, Beijing Data Group and Beijing Industrial Investment, indirectly held an aggregate of 183,454,176 Shares, representing approximately 63.3% of the total issued Shares of the Company. Of these Shares, 139,982,885 Shares (representing approximately 48.3% of the total issued Shares of the Company) were held by Beijing Data Group and 43,471,291 Shares (representing approximately 15.0% of the total issued Shares of the Company) were held by Beijing Industrial Investment. The Board confirms that Beijing Data Group and Beijing Industrial Investment will abstain from voting on the resolution in relation to the Proposed Revision to Income Annual Caps.

Voting on the resolution at the EGM will be taken by poll.

RECOMMENDATION

The Independent Board Committee, having taken into account the advice of the Independent Financial Adviser, considers that the Renewal Agreement and the continuing connected transactions thereunder (including Proposed Revision to Income Annual Caps and Existing Expenditure Annual Caps) are conducted in the ordinary and usual course of business of the Company, are on normal commercial terms, fair and reasonable and are in the interests of the Company and the Shareholders as a whole. Accordingly, the Independent Board Committee recommends the Independent Shareholders to vote in favour of the resolution in relation to the Proposed Revision to Income Annual Caps at the EGM. Full text of the letter from the Independent Board Committee is set out on pages 17 to 18 of this circular.

The Directors (including members of the Independent Board Committee) consider that the Renewal Agreement and the continuing connected transactions thereunder (including Proposed Revision to Income Annual Caps and Existing Expenditure Annual Caps) are conducted in the ordinary and usual course of business of the Company, are on normal commercial terms, fair and reasonable and are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Independent Shareholders to vote in favour of the resolution in relation to the Proposed Revision to Income Annual Caps at the EGM.

ADDITIONAL INFORMATION

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

Yours faithfully,
By Order of the Board
CAPINFO COMPANY LIMITED*
Yu Donghui
Chairman

CAPINFO COMPANY LIMITED*
首都信息發展股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1075)

24 November 2026

To the Independent Shareholders

Dear Sir or Madam,

PROPOSED REVISION TO INCOME ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS WITH BSAM GROUP

We refer to the circular of the Company dated 24 November 2026 (the "**Circular**") to the Shareholders, of which this letter forms part. Unless the context requires otherwise, terms defined in the Circular have the same meaning when used in this letter.

We have been appointed by the Board as the members of the Independent Board Committee to consider the Renewal Agreement and the Proposed Revision to Income Annual Caps, and to advise the Independent Shareholders in this regard. Red Solar has been appointed as an Independent Financial Adviser in this regard.

We wish to draw your attention to the "**Letter from the Board**" and the "**Letter from Independent Financial Adviser**" as set out in the Circular. Having considered the principal factors and reasons considered by, and the advice of, the Independent Financial Adviser as set out in their letter of advice, we consider that the Renewal Agreement and the continuing connected transactions thereunder (including the Proposed Revision to Income Annual Caps and the Existing Expenditure Annual Caps) are entered into in

* *For identification purposes only*

the ordinary and usual course of business of the Company on normal commercial terms, are fair and reasonable and are in the interests of the Company and the Shareholders as a whole. Accordingly, we recommend the Independent Shareholders to vote in favour of the resolution to be proposed at the EGM in relation to the Proposed Revision to Income Annual Caps.

Yours faithfully,
For and on behalf of the Independent Board Committee
CAPINFO COMPANY LIMITED*

Mr. Gong Zhiqiang
Independent Non-Executive Director

Mr. Cheung, Wai Hung Boswell
Independent Non-Executive Director

Mr. Li Jianqiang
Independent Non-Executive Director

Mr. Zhou Jinglin
Independent Non-Executive Director

* *For identification purposes only*

The following is the full text of the letter of advice from Red Solar Securities (International) Limited, the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders, in respect of the Proposed Revision to Income Annual Caps for the purpose of inclusion in this circular.

華耀証券 REDSOLAR

Unit 2208C, 22/F
Wu Chung House
No. 213 Queen's Road East
Wan Chai, Hong Kong

24 November 2026

To: The Independent Board Committee and the Independent Shareholders of
Capinfo Company Limited* (首都信息發展股份有限公司)

Dear Sirs,

PROPOSED REVISION TO INCOME ANNUAL CAPS FOR CONTINUING CONNECTED TRANSACTIONS WITH BSAM GROUP

INTRODUCTION

We refer to our engagement as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders regarding the Proposed Revision to Income Annual Caps. Details of the Proposed Revision to Income Annual Caps are set out in the letter from the Board (the "**Letter from the Board**") contained in the circular of the Company in relation to the same, among other things, dated 24 November 2026 (the "**Circular**"), of which this letter of advice forms part. Unless the context requires otherwise, capitalised terms used in this letter of advice shall have the same meanings as defined in the Circular.

References are made to (i) the announcements of the Company dated 31 October 2025 and 30 December 2025 and the circular of the Company dated 8 December 2025 in relation to the Renewal Agreement and the continuing connected transactions contemplated thereunder (including the Existing Annual Caps), which were approved by the then Independent Shareholders at the 2025 EGM; and (ii) the announcement of the Company dated 29 September 2026 (the "**Announcement**") in relation to, among other things, the Proposed Revision to Income Annual Caps.

Pursuant to the Renewal Agreement entered into between the Company (for itself and on behalf of the Group) and BSAM (for itself and on behalf of the BSAM Group) on 31 October 2025, which became effective on 1 January 2026 and will expire on 31 December 2028, (i) the Group has agreed to provide software development services, network system establishment and service, network design, website intensification, system integration, technical operation and maintenance, technical consultancy services, cloud services, cloud products, wireless products and related information technology services and products to BSAM Group; and (ii) BSAM Group has agreed to continue providing electronic certification,

information security, network security, internet access and other products and services and system development, operation and maintenance services, as well as information technology products and services such as data governance and analysis to the Group.

The Renewal Agreement and the continuing connected transactions contemplated thereunder (including the Existing Income Annual Caps and the Existing Expenditure Annual Caps) were approved by the Independent Shareholders at the 2025 EGM. The Existing Income Annual Caps is RMB105.00 million for each of the three years ending 31 December 2028. The Existing Expenditure Annual Caps is RMB49.50 million for each of the three years ending 31 December 2028.

As set out in the Letter from the Board, the Group anticipates that its business cooperation with BSAM Group in relation to the continuing connected transactions for the existing technical services will be further strengthened, and that the volume of transactions involving the information technology services and products provided by the Group to BSAM Group will further increase. Based on projections of expected signing of contracts in light of the existing orders on hand and current business opportunities, the Board reasonably expects that the service fees to be paid by BSAM Group to the Group will increase significantly for the three years ending 31 December 2028. Accordingly, the Board estimates that the Existing Income Annual Caps will be insufficient to cover the expected transaction volumes for each of the three years ending 31 December 2028, and proposes to revise the Existing Income Annual Caps to RMB150.00 million, RMB280.00 million and RMB280.00 million for the years ending 31 December 2026, 2027 and 2028, respectively, whilst maintaining the Existing Expenditure Annual Caps at the current levels.

Listing Rules implications

As at the Latest Practicable Date, the Controlling Shareholder of the Company is Beijing Data Group, which holds approximately 48.30% interests in the issued share capital of the Company. Beijing Data Group is wholly owned by BSAM, while BSAM indirectly holds approximately 15% interests in the issued share capital of the Company through another wholly-owned subsidiary, Beijing Industrial Investment. Therefore, BSAM is a connected person of the Company under the Listing Rules. Accordingly, the transactions contemplated under the Renewal Agreement between the Company and BSAM constitute continuing connected transactions of the Company.

As the highest applicable percentage ratio (as defined under the Listing Rules) in respect of the Proposed Revision to Income Annual Caps exceeds 5%, the Proposed Revision to Income Annual Caps is subject to the reporting, announcement, annual review and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

THE INDEPENDENT BOARD COMMITTEE AND INDEPENDENT FINANCIAL ADVISER

The Company has established the Independent Board Committee, comprising all the independent non-executive Directors, namely Mr. Gong Zhiqiang, Mr. Cheung, Wai Hung Boswell, Mr. Li Jianqiang and Mr. Zhou Jinglin, to advise the Independent Shareholders on whether the Proposed Revision to Income Annual Caps is conducted in the ordinary and usual course of business of the Company on normal commercial terms, fair and reasonable so far as the Independent Shareholders are concerned, and in the interests of the

Company and the Shareholders as a whole. We, Red Solar Securities (International) Limited, have been appointed by the Company as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in the same regard and as to voting at the EGM on the matter.

OUR INDEPENDENCE

During the past two years immediately preceding the Latest Practicable Date, we had acted as the independent financial adviser to the independent board committee and independent shareholders of the Company regarding the entering into of the Renewal Agreement and the transactions contemplated thereunder (including the Existing Income Annual Caps and the Existing Expenditure Annual Caps), details of which are set out in the circular of the Company dated 8 December 2025 (the "**Previous Engagement**"). Under the Previous Engagement, (i) save and except for acting as the independent financial adviser as explained above, no other engagement nor relationship has been formed between us and the Group, the other party(ies) to the transactions contemplated thereof, or close associate or core connected person of any of them; (ii) we did not have any interest in the Group, the other party(ies) to the transactions contemplated thereof, close associate or core connected person of any of them, or any other parties that could reasonably be regarded as relevant to our independence; and (iii) apart from the normal advisory fee payable to us by the Company in connection with our engagement, no arrangement exists whereby we shall receive any other fees or benefits from the Group, the other party(ies) to the transactions contemplated thereof, or close associate or core connected person of any of them.

Save and except for the Previous Engagement which has been explained above, and this engagement of us as the Independent Financial Adviser, during the past two years immediately preceding the Latest Practicable Date, no other engagement nor relationship has been formed between us and the Group, the other party(ies) to the Proposed Revision to Income Annual Caps, or close associate or core connected person of any of them. As at the Latest Practicable Date, we did not have any interest in the Group, the other party(ies) to the Proposed Revision to Income Annual Caps, close associate or core connected person of any of them, or any other parties that could reasonably be regarded as relevant to our independence. Apart from the normal advisory fee payable to us by the Company in connection with our engagement as the Independent Financial Adviser, no arrangement exists whereby we shall receive any other fees or benefits from the Group, the other party(ies) to the Proposed Revision to Income Annual Caps, or close associate or core connected person of any of them.

Based on the above, we considered that we are independent to act as the Independent Financial Adviser in respect of the Proposed Revision to Income Annual Caps pursuant to Rule 13.84 of the Listing Rules.

BASIS OF OUR OPINION

In formulating our opinion and recommendation to the Independent Board Committee and the Independent Shareholders, we have relied on the information and facts supplied, opinions expressed, statements and representations made to us by the management of the Group (the "**Management**") (including but not limited to those contained or referred to in the Announcement and the Circular). We have reviewed documents including but not limited to (i) the Announcement; (ii) the Circular and the Letter from the Board contained therein; (iii) the Renewal Agreement; (iv) the circular of the Company dated 8 December 2025 in relation to the Renewal Agreement; (v) the annual report of the Company for the year ended 31 December 2025 (the "**2025 Annual Report**"); (vi) the interim report of the Company for the six months ended 30 June 2026 (the

"**2026 Interim Report**"); (vii) transaction lists and sample walkthrough documents under the Renewal Agreement during 2026 provided by the Company; and (viii) the project schedules and other supporting documents provided by the Company in relation to the expected transaction amounts with BSAM Group for the three years ending 31 December 2028. We have assumed that the information and facts supplied, opinions expressed, statements and representations made to us by the Management were true, accurate and complete at the time they were made and continue to be true, accurate and complete in all material aspects until the date of the EGM. We have also assumed that all statements of belief, opinions, expectation and intention made by the Management in the Circular were reasonably made after due enquiry and careful consideration. Where applicable, we have also conducted our own desktop search and we are not aware of material deviation between our search results and the information and facts supplied, opinions expressed, statements and representations made to us by the Management. Where information in the Circular is referred to in this letter, we will use best endeavour to ensure that such information would continue to be true, accurate and complete up to the date of the EGM. We consider that we have been provided with sufficient information to reach an informed view and to provide a reasonable basis for our opinion. We have no reason to suspect that any material fact or information have been withheld or to doubt the truth, accuracy and completeness of the information and facts contained in the Circular, or the reasonableness of the opinions expressed by the Company, its management and/or advisers, which have been provided to us.

We have not, however, conducted any independent in-depth investigation into the business and affairs or future prospects of the Group, or their respective shareholders, subsidiaries or associates, nor have we considered the taxation implication on the Group or the Shareholders as a result of the Proposed Revision to Income Annual Caps. Our opinion is necessarily based on the market, financial, economic and other conditions in effect and the information made available to us up to the Latest Practicable Date, which could be subject to subsequent developments and changes from time to time. Shareholders will be informed of any material change of information in the Circular. Where information in this letter of advice has been extracted from published or otherwise publicly available sources, we have ensured that such information has been carefully extracted. We have not, however, conducted any independent in-depth investigation nor verification of such information.

The Directors have collectively and individually accepted full responsibility for the Circular and have confirmed, having made all reasonable enquiries, that to the best of their knowledge and belief the information contained in the 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 in the Circular misleading. We, as the Independent Financial Adviser, take no responsibility for the contents of any part of the Circular, save and except for this letter of advice.

Nothing contained in this letter of advice should be construed as a recommendation to hold, sell or buy any Shares or any other securities of the Company.

PRINCIPAL FACTORS AND REASONS CONSIDERED

In formulating our opinion in respect of the Proposed Revision to Income Annual Caps, we have considered the following principal factors and reasons:

1. Background of and reasons for the Proposed Revision to Income Annual Caps

(a) Background information of the Group

The Company is a joint stock limited company established in the PRC on 23 January 1998 with limited liability, which is principally engaged in, inter alia, products and software development and services, industry solutions, and operation and maintenance services, and gaining rental income from investment properties etc.

The following table sets out key consolidated financial information of the Group for each of the two years ended 31 December 2025 ("**FY2024**" and "**FY2025**", respectively) and the six months ended 30 June 2025 and 2026, respectively ("**6M2025**" and "**6M2026**", respectively), as extracted from the 2025 Annual Report and the 2026 Interim Report:

	For 6M2026	**For 6M2025**	**For FY2025**	**For FY2024**
	RMB	*RMB*	*RMB*	*RMB*
	(unaudited)	*(unaudited)*	*(audited)*	*(audited)*
Total operating income	708,546,803.90	680,753,944.94	1,669,813,188.14	1,472,386,521.87
Operating (loss)/profit	(23,713,841.78)	20,579,518.56	166,137,587.07	13,386,511.67
Add: non-operating income	50,507.90	200.03	206.14	1,258,741.00
Less: non-operating expenses	789,724.74	755,848.42	1,646,818.36	9,529,068.33
Total (loss)/profit	(24,453,058.62)	19,823,870.17	164,490,974.85	5,116,184.34
Less: income tax expenses/ (credit)	4,173,472.77	(348,964.75)	17,703,463.16	11,405,077.21
Net (loss)/profit	(28,626,531.39)	20,172,834.92	146,787,511.69	(6,288,892.87)

	As at 30 June 2026	**As at 31 December 2025**	**As at 31 December 2024**
	RMB	*RMB*	*RMB*
	(unaudited)	*(audited)*	*(audited)*
Total current assets	1,697,589,773.08	1,836,386,620.03	1,501,357,844.75
Total non-current assets	901,726,146.39	924,349,894.76	860,935,525.45
Total assets	2,599,315,919.47	2,760,736,514.79	2,362,293,370.20
Total current liabilities	1,277,981,725.28	1,387,210,196.28	1,113,766,488.62
Total non-current liabilities	66,196,675.29	69,475,665.59	55,428,322.35
Total liabilities	1,344,178,400.57	1,456,685,861.87	1,169,194,810.97
Net assets	1,255,137,518.90	1,304,050,652.92	1,193,098,559.23

Comparison of performance between FY2024 and FY2025

The Group's total operating income (consisting solely of operating revenue) increased by approximately RMB197.43 million, or approximately 13.41%, from approximately RMB1,472.39 million for FY2024 to approximately RMB1,669.81 million for FY2025. According to the 2025 Annual Report, such increase was mainly attributable to the continued expansion of the Group's industry solutions and operation and maintenance businesses. Revenue from industry solutions increased by approximately 51.07% to approximately RMB509.37 million and accounted for approximately 30.50% of the Group's operating revenue for FY2025, while revenue from operation and maintenance service increased by approximately 5.80% to approximately RMB727.86 million and accounted for approximately 43.59% of the Group's operating revenue for FY2025.

The Group's operating profit increased from approximately RMB13.39 million for FY2024 to approximately RMB166.14 million for FY2025, which was mainly attributable to (i) the growth in operating revenue as discussed above; and (ii) the significant increase in investment gain from approximately RMB8.34 million for FY2024 to approximately RMB168.21 million for FY2025, primarily arising from the recognition of investment gains in Beijing Certificate Authority Co., Ltd. Based on the Group's operating profit of approximately RMB166.14 million, adding non-operating income of approximately RMB206 and subtracting non-operating expenses of approximately RMB1.65 million, the Group's total profit amounted to approximately RMB164.49 million for FY2025. Taking into account income tax expenses of approximately RMB17.70 million, the Group recorded net profit of approximately RMB146.79 million for FY2025, as compared to a net loss of approximately RMB6.29 million for FY2024.

Comparison of performance between 6M2025 and 6M2026

The Group's operating revenue increased by approximately RMB27.80 million, or approximately 4.08%, from approximately RMB680.75 million for 6M2025 to approximately RMB708.55 million for 6M2026. As set out in the 2026 Interim Report, in respect of the Group's business model, revenue from products, software development and services, industry solutions, and operation and maintenance service amounted to approximately RMB142.36 million, RMB189.10 million and RMB377.08 million, respectively, representing year-on-year increases of approximately 0.38%, 3.03% and 7.08%, respectively.

The Group recorded an operating loss of approximately RMB23.71 million for 6M2026, as compared to an operating profit of approximately RMB20.58 million for 6M2025, and a net loss of approximately RMB28.63 million for 6M2026, as compared to a net profit of approximately RMB20.17 million for 6M2025. As disclosed in the 2026 Interim Report, the decline in results was mainly attributable to (i) intensifying industry competition and rising market costs, such that although operating revenue increased, contract fulfilment costs also rose; (ii) the Group's increased investment in research and development and the further advancement of artificial intelligence applications and data business, which to a certain extent affected the results for the period; and (iii) the absence in 6M2026 of a one-off, non-recurring gain from liquidation of approximately RMB52.79 million recognised in 6M2025 upon the declaration of bankruptcy of Rito Info Technology Co., Ltd.* (廈門融通信息技術有限責任公

司), a non-principal subsidiary of the Group. We noted that, notwithstanding the interim loss, the Group's operating revenue continued to grow and the loss was partly driven by investment in research and development and future capabilities and the absence of a non-recurring item.

Comparison of financial positions

The Group's net current assets, being total current assets minus total current liabilities, amounted to approximately RMB387.59 million, RMB449.18 million and RMB419.61 million as at 31 December 2024, 31 December 2025 and 30 June 2026, respectively. The Group's net assets amounted to approximately RMB1,193.10 million, RMB1,304.05 million and RMB1,255.14 million as at the aforesaid dates, respectively. We considered that the Group's financial positions remained healthy over the aforesaid dates.

Prospects

As disclosed in the 2025 Annual Report and the 2026 Interim Report, 2026 marks the opening year of the "15th Five-Year Plan". Having reviewed the national 15th Five-Year Plan policy direction and the related Beijing digital-economy policy, we noted that the emphasis on Digital China, the market-oriented allocation of data factors, the "AI+" initiative and the integration of the real economy and the digital economy is favourable to the Group's principal activities and to expected demand from BSAM Group, including Beijing Data Group. The Management has advised that the Group consistently implemented the development strategy of "AI integration, productisation and nationalization", coordinated efforts in service support, market expansion and independent innovation to fully accelerate its transformation toward a product-and operation-driven model. We considered that this is consistent with the expected increase in information technology services and products to be provided by the Group to BSAM Group as discussed below.

(b) Reasons for and benefits of the Proposed Revision to Income Annual Caps

As set out in the Letter from the Board, BSAM Group has maintained a good cooperation relationship with the Group for a long time and, with the extensive and in-depth application of internet, cloud computing, big data and AI technologies, as well as the ever-increasing demand for information and innovation transformation, the number of information technology services and product transactions between the Group and BSAM Group has increased. The Board believes that the continuing connected transactions under the Renewal Agreement will continue to be beneficial to the Group's operation.

The Board further considers that, based on projections of expected signing of contracts in light of the existing orders on hand and current business opportunities, the volume of transactions involving the information technology services and products provided by the Group to BSAM Group will further increase, such that the Existing Income Annual Caps will be insufficient to cover the expected transaction volumes for the three years ending 31 December 2028. The Board therefore puts forth the Proposed Revision to Income Annual Caps, whilst maintaining the Existing Expenditure Annual Caps at the current levels. In arriving at the aforesaid proposal, the Board has taken into account (i) during the 15th Five-Year Plan period, BSAM

adheres to a strategy of pursuing "intelligent, green and integrated" development. Guided by the "Smart Beijing" initiative, BSAM is committed to achieving a transition from informatisation to digitalisation and smart development and promoting technology-driven development in sectors such as culture, sports, consumer goods and financial services, as well as the digital transformation of small and medium-sized enterprises. The Company expects that the demand for information technology services from BSAM and its subsidiaries will increase significantly in areas such as the construction, operation and maintenance of integrated digital platforms, digital business districts and digital parks; and (ii) the national "15th Five-Year Plan" also explicitly calls for deepening the development and utilisation of data resources, fully implementing the "AI +" initiative, and promoting the deep integration of the real economy and the digital economy. Beijing Data Group was incorporated by BSAM on 22 July 2025 as part of Beijing Municipality's efforts to implement the national strategy for the market-oriented allocation of data factors and to capitalise on new opportunities in the development of the digital economy. With its establishment, Beijing Data Group will play a leading role in key tasks such as the digitalisation of office operations in Party and government agencies, the housing provident fund and medical insurance platforms, smart city governance and the digital business environment, and will focus on key sectors including indigenous innovation in government and enterprise IT, smart healthcare, transportation and education. Accordingly, it is anticipated that the volume of information technology services and product transactions between the Group and BSAM Group (including Beijing Data Group) will increase substantially.

In assessing the reasons for and benefits of the Proposed Revision to Income Annual Caps, we have the following analysis.

We first noted that the transactions contemplated under the Renewal Agreement and their precedents can be traced back to September 2020, since when the Group and BSAM Group have been providing the products and services as set out under the aforesaid agreements to each other. Therefore, we agreed with the Board's view that BSAM Group has maintained a good cooperation relationship with the Group for a long time. We also noted that the products and services to be provided by the Group to BSAM Group under the Renewal Agreement, including software development, system integration, technical operation and maintenance, cloud products and services and related information technology services and products, fall within the Group's ordinary and usual course of business of products and software development and services, industry solutions and operation and maintenance. The products and services to be procured by the Group from BSAM Group, including electronic certification, information security, network security, internet access and data governance and analysis, are inputs of a type required by the Group in carrying on those same principal activities. We therefore considered that the continuing connected transactions under the Renewal Agreement, whether the Group acts as supplier or as purchaser, are in the ordinary and usual course of business of the Group.

We have reviewed the Renewal Agreement and the circular of the Company dated 8 December 2025. We noted that the Proposed Revision to Income Annual Caps, except for the upward revision of the Existing Income Annual Caps, does not involve material change to the principal terms of the Renewal Agreement, including the scopes of products and services, the term (from

1 January 2026 to 31 December 2028), and the pricing policies. The Proposed Revision to Income Annual Caps is confined to an upward revision of the Existing Income Annual Caps, which is a commercially justifiable response to an expected increase in demand from BSAM Group for the Group's information technology services and products.

While the "15th Five-Year Plan" policy direction described above provides qualitative support for the expected increase in demand from BSAM Group, we have further obtained and reviewed the transaction and project schedules (the "**Transaction and Project Schedules**") prepared by the Company covering the followings under the Renewal Agreement (for both revenue and expense transactions of the Group): (i) the Group's signed contracts with BSAM Group up to 30 September 2026, as well as current business opportunities and expected contracts with BSAM Group for the period from 1 October 2026 to 31 December 2028 known to the Management up to the Latest Practicable Date; (ii) the Group's actual transaction amounts with BSAM Group for the nine months ended 30 September 2026 ("**9M2026**"); and (iii) the Group's expected revenue or expense recognition schedule for the period from 1 October 2026 to 31 December 2028 based on (i) above. The Transaction and Project Schedules contained details such as, where applicable, project names and types of products or services involved, names of counterparties, expected signing and acceptance timetable, expected contract terms, expected contract sums (tax inclusive) and the expected amounts to be recognised as revenue or expense in each of the three years ending 31 December 2028.

We noted that the identified transactions and projects comprise, among other things, software development and system integration construction projects, operation and maintenance projects, cloud resource and data-related projects, which are indeed in line with the Group's ordinary and usual course of businesses and the scope of products and services contemplated under the Renewal Agreement.

We also noted and confirmed from the Transaction and Project Schedules that (i) for the 9M2026, the service fees paid by BSAM Group to the Group were approximately RMB45.83 million (tax inclusive, same below for all contract sums and service or product fees and transaction amount between the Group and BSAM Group); (ii) based on the contracts with BSAM Group secured as at 30 September 2026, current business opportunities and expected contracts with BSAM Group to be secured for the remainder of the year ending 31 December 2026 ("**FY2026**"), the Group expects recognition of service fees to be paid by BSAM Group of approximately RMB58.39 million for the remainder of FY2026; and (iii) based on the aggregate of (i) and (ii) above, the Group expects recognition of service fees to be paid by BSAM Group of approximately RMB104.21 million for FY2026. In this relation, we have obtained and reviewed copies of the top four contracts contributing the most to the Group's expected revenue recognition under the Renewal Agreement during FY2026, which were all already signed. We noted that the four aforesaid contracts (i) have an aggregate contract sum exceeding RMB69.4 million; (ii) contribute an aggregate expected revenue recognition exceeding RMB69.4 million for FY2026, among which over RMB31.7 million has been recognised during the 9M2026 and over RMB37.7 million would be recognised during the remainder of FY2026; and (iii) have contract terms of either up to 31 December 2026 or up to three months to one year after project examination and acceptance (which also took place during FY2026), which are reasonable to support their revenue recognition during the 9M2026

and expected revenue recognition during the remainder of FY2026. Considering that the four aforesaid contracts already substantiated over 66.6% of the Group's expected revenue recognition under the Renewal Agreement during FY2026, and that the remainder of the Group's expected revenue recognition under the Renewal Agreement during FY2026 is also substantiated with identified projects with details provided, we consider the Group's expectation of revenue recognition under the Renewal Agreement during FY2026 fair and reasonable.

We further noted from the Transaction and Project Schedules that the Group also expects revenue recognition under the Renewal Agreement of approximately RMB194.94 million and RMB106.69 million, respectively, for each of the two years ending 31 December 2028 ("**FY2027**" and "**FY2028**", respectively). For FY2027, we noted that the top five expected projects contributing the most to the Group's expected revenue recognition under the Renewal Agreement already substantiate expected revenue recognition exceeding RMB156 million or nearly 80% of the full year expectation, among which (i) two are recurring projects of already signed contracts with expected contract sums substantially the same as their historical amounts, which we considered reasonable as they are both continuous operation and maintenance type projects; and (ii) the remaining three are, according to the Management, already in active communication and negotiation with BSAM Group, and their contracts are expected to be signed during the remainder of FY2026 and relevant work to commence or continue during FY2027. The expected contract sums and expected revenue recognition pattern of these three projects are also made according to either the terms set out in the initial draft contract or the Group's estimates of costs plus gross profit for the project according to the tender documents, which we also considered reasonable. For FY2028, the top five expected projects contributing the most to the Group's expected revenue recognition under the Renewal Agreement substantiate expected revenue recognition exceeding RMB84 million or also nearly 80% of the full year expectation, among which (i) two are recurring projects of already signed contracts with expected contract sums substantially the same as their historical amounts, which we considered reasonable as they are both continuous operation and maintenance type projects; (ii) one is a recurring project of an aforesaid FY2027 top five project (of which the contract is expected to be signed during the remainder of FY2026) with substantially the same expected contract sum; and (iii) the remaining two are projects indicated by BSAM Group that the contracts are expected to be entered into around mid-2027 and during 2027, respectively, with expected contract sums made according to BSAM Group's indications of services and products requirement and the Group's estimates of BSAM Group's budgets with reference to similar historical services and products transactions. Considering that significant portions of the Group's expected revenue recognition under the Renewal Agreement for FY2027 and FY2028 are substantiated by recurring projects or projects of which the contracts are expected to be entered into within a relatively short time and expected contract sums are estimated reasonably, we also consider the Group's expectation of revenue recognition under the Renewal Agreement during FY2027 and FY2028 fair and reasonable.

Further to our assessment above, we noted that the expected recognition of service fees to be paid by BSAM Group for FY2026 of approximately RMB104.21 million is already close to the Existing Income Annual Cap of RMB105.00 million for the same year. In the absence of a revision, the Group would have very limited headroom to carry out further ordinary-course

businesses with BSAM Group during the remainder of FY2026, and any additional project, contract-sum adjustment or timing difference in revenue recognition could result in the Existing Income Annual Cap being exceeded. Meanwhile, the expected recognition of service fees to be paid by BSAM Group for FY2027 and FY2028 of approximately RMB194.94 million and RMB106.69 million, respectively, already exceed the Existing Income Annual Cap of RMB105.00 million for the same years. On this basis, we agreed that the Existing Income Annual Caps would be insufficient if the identified transactions and projects materialises, and that an upward revision to the Existing Income Annual Cap is necessary to enable the Group to continue carrying out transactions with BSAM Group pursuant to the Renewal Agreement without interruption. We have also further analyzed the fairness and reasonableness of the Proposed Revision to Income Annual Caps quantitatively, please refer to the section headed "2. The Renewal Agreement – (c) Discussion on the Proposed Revision to Income Annual Caps" below in this letter for details.

We further noted that the services and products to be provided by the Group to BSAM Group under the Renewal Agreement, being generally software development, network system establishment and design, system integration, technical operation and maintenance, cloud products and services, and related information technology services, are in line with the Group's principal activities. The Proposed Revision to Income Annual Caps would therefore allow the Group to capture additional revenue in its ordinary and usual course of business, which we consider beneficial to the Group and the Independent Shareholders as a whole.

As regards the Existing Expenditure Annual Caps, we noted from the Letter from the Board that the actual service fees paid by the Group to BSAM Group amounted to approximately RMB30.89 million, RMB25.13 million and RMB9.42 million for FY2024, FY2025 and 9M2026, representing utilisation rates of approximately 68.6%, 55.8% and 19.03% (against the Existing Expenditure Annual Cap for whole FY2026), respectively. We also noted from the Transaction and Project Schedules that the Company's expectation of procurement from BSAM Group for each of the three years ending 31 December 2028 remains within the Existing Expenditure Annual Cap of RMB49.50 million per annum. We therefore considered it reasonable that the Board does not propose to revise the Existing Expenditure Annual Caps.

Based on all of the above, and also taking into account our analysis of the pricing policies under the Renewal Agreement and the Proposed Revision to Income Annual Caps set out below in this letter, we considered that the Proposed Revision to Income Annual Caps is fair and reasonable, and in the interests of the Company and the Independent Shareholders as a whole.

2. The Renewal Agreement

(a) Principal terms of the Renewal Agreement

The principal terms of the Renewal Agreement are summarised below. Save for the Proposed Revision to Income Annual Caps, there is no material change to the terms of the Renewal Agreement.

Date	:	31 October 2025
Parties	:	(1) the Company (for and on behalf of the Group); and (2) BSAM (for and on behalf of BSAM Group)
Subject matter	:	Pursuant to the Renewal Agreement, (i) the Group has agreed to continue providing software development services, network system establishment and service, network design, website intensification, system integration, technical operation and maintenance, technical consultancy services, cloud services, cloud products, wireless products and related information technology services and products to BSAM Group; and (ii) BSAM Group has agreed to continue providing electronic certification, information security, network security, internet access and other products and system development, operation and maintenance services, as well as information technology products and services such as data governance and analysis to the Group.
Term	:	From 1 January 2026 to 31 December 2028.
Pricing policy	:	**Regarding the services and products to be provided by the Group to BSAM Group** For the services and products to be provided by the Group to BSAM Group, the relevant members of the Group which provide the services and products will estimate the overall costs based on costs of labour, software and hardware equipment and etc., and then propose a preliminary quotation based on the estimated overall costs plus a gross profit margin. The gross profit margin is determined: (i) by making reference to the average bidding price of similar services and products in the open market, such as the China Government Procurement Network (中國政府採購網) (http://www.ccgp.gov.cn/) and the average price of similar services and products provided by the Group to independent third parties; (ii) in compliance with the relevant laws,

regulations and systems in relation to pricing; and (iii) based on arm's length negotiations with BSAM Group so as to ensure the service and product fees of the Group are reasonable and competitive.

The average gross profit margin applied to the initial quotations for services and products is approximately 25% to 40%, after, where applicable, taking into account the procurement costs, cost of capital and the corresponding operation and maintenance service fees (with a normal operation and maintenance service period of three to five years). When making reference to the average price of similar services and products provided by independent third parties, the Group generally uses three samples as a benchmark.

To ensure that the quotations provided by the Group are comparable to those provided by other suppliers of similar services and products in the market, the Group will make reference to: (i) the average bidding prices of similar services and products that can be collected from the open market, such as the China Government Procurement Network (http://www.ccgp.gov.cn/); and (ii) the average quotations of the Group for similar services and products provided to independent third parties, to adjust its prices. The management of the Group will adjust the pricing policy from time to time in light of the changing market environment and taking into account of the status of development of the Company so that its pricing is competitive, beneficial to the Group and in compliance with the applicable laws, regulations and policy documents.

Regarding the services and products to be provided by BSAM Group to the Group

For the services and products to be provided by BSAM Group to the Group, the procurement department of the Group is responsible for the management of the procurement process. When the procurement department receives procurement requests from other business departments of the Group, it will determine the procurement approach in accordance with relevant laws, regulations and policy documents and the provisions of the Company's procurement management system, and undergo the procedures as required.

The procurement department will consider multiple factors, including the preliminary quotation, the average bidding price of similar services and products in the open market and the necessary tendering procedures. To ensure that the fees charged by BSAM Group are fair and reasonable, for each individual transaction, the procurement department will conduct supplier inquiries, negotiations, or tendering and selection procedures to determine the final preferred supplier.

According to the relevant procurement internal procedures, single transaction with procurement amount not exceeding RMB2.5 million generally uses supplier inquiries and commercial negotiations. For asset-related construction projects, goods and services exceeding RMB2.5 million, the Group would normally conduct tendering and selection procedures.

Regardless of whether supplier inquiries, negotiations, or tendering and selection procedures are used, the procurement process is organized and executed by the procurement department. If the supplier inquiry method is used, the procurement department will normally invite three or more suppliers to participate for comparison and evaluation. If the tendering and selection procedure is used, detailed technical specifications and other requirements as well as the evaluation criteria will be prepared and included in the tender documents, which will be sent to at least three potential bidders for submission. An evaluation committee will be formed by engineers and experienced procurement staff to evaluate the bids based on the predetermined evaluation criteria, which include the supplier's quality management and measures, the ability to complete the work on time, price, qualifications and reputation. According to the evaluation criteria and the applicable procurement management measures, the preferred supplier will be selected.

Proposed revised income annual caps	:	Please refer to the sub-section headed " (c) Discussion on the Proposed Revision to Income Annual Caps" below in this letter.

The transactions contemplated under the Renewal Agreement were subject to approval by the Independent Shareholders at the general meeting of the Company, which was already obtained at the 2025 EGM.

(b) Discussion on the pricing policy of the Renewal Agreement

The pricing policies of the Renewal Agreement remain materially the same as those disclosed and considered in the circular of the Company dated 8 December 2025 in the same relation.

For the services and products to be provided by the Group to BSAM Group, we considered it commercially reasonable for the relevant member of the Group to firstly estimate the overall costs based on costs of labour, software and hardware equipment and etc., and then propose a preliminary quotation based on the estimated overall costs plus a gross profit margin so as to ensure that overall costs are covered and gross profits could be earned.

As set out in the Letter from the Board, the gross profit margin is determined: (i) by making reference to the average bidding price of similar services and products in the open market, such as the China Government Procurement Network (中國政府採購網) (http://www.ccgp.gov.cn/) and the average price of similar services and products provided by the Group to independent third parties; (ii) in compliance with the relevant laws, regulations and systems in relation to pricing; (iii) based on arm's length negotiations with BSAM Group so as to ensure the service and product fees of the Group are reasonable and competitive. When making reference to the average price of similar services and products provided to independent third parties, the Group generally uses three samples as a benchmark. The average gross profit margin applied to the initial quotations for services and products is approximately 25% to 40%, after, where applicable, taking into account the procurement costs, cost of capital and the corresponding operation and maintenance service fees (with a normal operation and maintenance service period of three to five years).

We have conducted our online search and noted that the China Government Procurement Network is a national-grade procurement website and, as shown on its website, the only media designated by the Ministry of Finance of the PRC to publish governmental procurement information. Taking into account such background, we considered it a reliable and independent source of information relating to procurement prices, and it is fair and reasonable for the Group to make reference to the China Government Procurement Network in this regard.

We also noted that BSAM Group is not the only customer of the Group. The Group has been providing, and will continue to provide, services and products similar to those under the Renewal Agreement to independent third-party customers. Therefore, we agreed that the Company could make reference to the average price offered by the Group and accepted by independent third party customers for similar services and products when determining the prices of those under the Renewal Agreement.

By making reference to open market information sources such as the China Government Procurement Network, as well as the average price offered by the Group to independent third parties for similar services and products, the Group could ensure that the prices it offers to BSAM Group from time to time under the Renewal Agreement would be generally in line with the prevailing market prices, and could adjust its offers whenever it becomes aware of changes in market trends and pricing fluctuations. Coupled with the cost-plus approach which could ensure that for every transaction provided or to be provided by the Group to BSAM Group, the

Group would cover all its estimated costs and enjoy certain gross profit comparable to those enjoyed by the Group when providing similar services and/or products to independent third party customers, we considered the pricing policies for the services and products to be provided by the Group to BSAM Group under the Renewal Agreement fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole.

On the other hand, for the service and products to be provided by BSAM Group to the Group, through the process of inviting at least three potential suppliers under the supplier inquiry method (typically for single transaction with procurement amount not exceeding RMB2.5 million) or at least three bidders under the tendering and selection procedure (typically for asset-related construction projects, and goods and services exceeding RMB2.5 million) (BSAM Group may be included in both scenario) for procurement quotations or bids, the Group will have diverse options and could choose the best among them after considering and comparing various factors such as price, quality and overall service, etc. It may also enhance competition among potential suppliers or bidders (BSAM Group may be included in both scenario), encouraging them to offer their best prices, terms and quality, which will be beneficial to the Group. Having multiple quotations or bids, the Group may also have leverage in negotiating better prices and terms. Moreover, through obtaining quotations or bids from various suppliers or bidders, the Group will have insights into market trends, pricing fluctuations, and emerging developments, which is useful information for the Group in determining and adjusting procurement policies from time to time and is beneficial to the Group. We therefore considered the pricing policies for the services and products to be provided by BSAM Group to the Group under the Renewal Agreement to also be fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole.

For our due diligence purpose, we selected from the Company's register of continuing connected transactions under the Renewal Agreement three revenue samples and three expense samples which took place during the 9M2026. We sampled, obtained and reviewed the corresponding walkthrough documents of the three revenue transactions and three expense transactions provided by the Company, which included executed contracts, internal review and approval records, and, where applicable, acceptance papers and not less than three supplier-quotation (including that provided by BSAM Group) records and screenshots for each of the three sampled expense transactions. We noted that the contract sums of the three revenue transactions amounted to approximately RMB24.99 million, RMB18.96 million and RMB11.82 million, respectively, and those of the three expense transactions amounted to approximately RMB1.86 million, RMB1.12 million and RMB0.63 million, respectively. We considered them to be samples with meaningful sizes for inspection. We also considered the number of sampled walkthrough documents sufficient for our analyses purposes and that they are reference of transactions within a reasonable period of time. After reviewing those documents, we noted that (i) the Group has made references to the bidding prices of similar services and products in the open market, such as the China Government Procurement Network (中國政府採購網) (http://www.ccgp.gov.cn/) and prices of similar services and products provided by the Group to independent third party customers, for determining the prices for the services and products provided by the Group to BSAM Group in the three sampled revenue transactions; (ii) the Group has obtained not less than three supplier quotations in the three sampled expense transactions; and (iii) nothing in the documents reviewed indicated that the prices offered by

the Group to BSAM Group were less favourable to the Group than market reference prices, or that the prices offered by BSAM Group to the Group were less favourable to the Group than the quotes of the other independent third party suppliers. Taking the above into account, we were satisfied that the pricing policies and procedures under the Renewal Agreement have been applied in substance to the sampled transactions, and we casted no doubt on them being carried out during the remaining term of the Renewal Agreement. Based on the above, we considered that the pricing policies of the Renewal Agreement continue to be fair and reasonable and in the interests of the Company and the Independent Shareholders as a whole.

(c) Discussion on the Proposed Revision to Income Annual Caps

Historical annual caps and transaction amounts

As set out in the Letter from the Board, for each of the FY2024, FY2025 and 9M2026, the historical transaction amounts and annual caps of the respective continuing connected transactions under the 2023 Framework Agreement and the Renewal Agreement are as follows:

	FY2024 *(RMB million)*	**FY2025** *(RMB million)*	**9M2026** *(RMB million)*
Provision of services by the Group			
Income Annual Caps	95.00	95.00	105.00 (Existing Income Annual Cap for the whole FY2026) *Note*
Actual income (service fees paid by BSAM Group to the Group)	73.16	59.50	45.83
Utilisation rate	77.0%	62.6%	43.64%
Procurement of services by the Group			
Expenditure Annual Caps	45.00	45.00	49.50 (Existing Expenditure Annual Cap for the whole FY2026)
Actual expenditure (service fees paid by the Group to BSAM Group)	30.89	25.13	9.42
Utilisation rate	68.6%	55.8%	19.03%

As set out in the Letter from the Board, as at the Latest Practicable Date, the respective cumulative transaction amounts for the provision and procurement of services by the Group had not exceeded the corresponding Existing Annual Caps for 2026. Based on the data

provided to us by the Management, we confirmed with the above. The Company will closely monitor the transactions with BSAM Group and ensure that such transactions are conducted only within the annual caps approved by the Shareholders.

Proposed revised income annual caps

The Proposed Revision to Income Annual Caps, as compared with the Existing Income Annual Caps, is as follows:

	FY2026 *(RMB million)*	**FY2027** *(RMB million)*	**FY2028** *(RMB million)*
Provision of services by the Group			
Existing Income Annual Caps[Note]	105.00	105.00	105.00
Proposed Revision to Income Annual Caps	150.00	280.00	280.00
Procurement of services by the Group			
Existing Expenditure Annual Caps (unchanged)	49.50	49.50	49.50

Note: The Existing Annual Caps were approved by the then Independent Shareholders at the 2025 EGM. The Existing Income Annual Caps are subject to change upon approval of the Proposed Revision to Income Annual Caps by the Independent Shareholder at the forthcoming EGM, while the Expenditure Annual Caps remain unchanged.

We noted that the utilisation of the income annual caps was approximately 77.0% and 62.6% for FY2024 and FY2025, respectively. For 9M2026, the actual income of approximately RMB45.83 million represented only approximately 43.64% of the Existing Income Annual Cap of RMB105.00 million for the full FY2026. However, as discussed in the section headed "1. Background of and reasons for the Proposed Revision to Income Annual Caps – (b) Reasons for and benefits of the Proposed Revision to Income Annual Caps" in this letter above and our further discussions below, the Company's Transaction and Project Schedules indicates that a significant portion of the expected income of the Group for FY2026 from the Renewal Agreement is expected to be recognised in the remainder of FY2026, bringing the full-year expected income close to the Existing Income Annual Cap.

Basis of determination considered by the Board

As set out in the Letter from the Board, the Proposed Revision to Income Annual Caps was determined with reference to, among other things, (i) the historical transaction amounts between the Group and BSAM Group (including the actual income of approximately RMB45.83 million for 9M2026); (ii) the expected recognition amount of service fees to be paid by BSAM Group for the remainder of FY2026 of approximately RMB58.39 million; (iii) projections of expected signing of contracts based on the existing orders on hand and specific

projects and contracts that were already identified and expected by the Group, pursuant to which the Group expects to recognise service fees payable by BSAM Group of approximately RMB194.94 million and RMB106.69 million for FY2027 and FY2028, respectively; (iv) the expected increase in demand arising from BSAM's "intelligent, green and integrated" strategy, the "Smart Beijing" initiative and the establishment of Beijing Data Group on 22 July 2025; and (v) a buffer of approximately 30% applied by the Company when determining the Proposed Revision to Income Annual Caps, to cater for additional projects, possible adjustments in contract sums and differences in the timing of revenue recognition.

Our analysis

We noted from the Transaction and Project Schedules that the Group's expected income under the Renewal Agreement of approximately RMB104.21 million for FY2026 comprises actual income of approximately RMB45.83 million for 9M2026 and expected income of approximately RMB58.39 million for the remainder of FY2026. The FY2026 expected amount already represents approximately 99.25% of the Existing Income Annual Cap of RMB105.00 million. After reviewing the Transaction and Project Schedules, we agreed that such expected income is supported by secured contracts and expected signing rather than by an unsubstantiated growth rate. We further noted and considered that the Group's expected income under the Renewal Agreement of approximately RMB194.94 million for FY2027 and approximately RMB106.69 million for FY2028 are supported by identified potential projects and contracts rather than being an unsubstantiated estimation.

We then compared the Group's expected income under the Renewal Agreement for FY2026, FY2027 and FY2028 with the Proposed Revision to Income Annual Caps for the respective year, and noted that the implied buffers are approximately RMB45.79 million, RMB85.06 million and RMB173.31 million for FY2026, FY2027 and FY2028, respectively, representing unused headroom of approximately 30.5%, 30.4% and 61.9% of the corresponding Proposed Revision to Income Annual Caps. We noted that the implied buffers for FY2026 and FY2027 under the Proposed Revision to Income Annual Caps are consistent with the Letter from the Board, which states that the Company sets a 30% buffer when determining the Proposed Revision to Income Annual Caps.

We have discussed with the Management the reasons for including such buffers. We understood that the buffers are intended to accommodate, among other things, (i) additional projects with BSAM Group companies that have not yet been included in the current Transaction and Project Schedules, particularly as the "15th Five-Year Plan" progresses and as BSAM Group continues to advance digital transformation, data-element circulation and artificial-intelligence applications; (ii) possible increases in contract sums upon final negotiation, change in scope or variation orders, which are not uncommon especially as the Group's transactions with BSAM Group comprise various system-integration and software-development contracts as well as operation and maintenance projects, for which contract sums commonly move on final negotiation, scope change or variation orders and therefore the final revenue recognition can only be fixed at the time of acceptance instead of when the cap is set;

and (iii) differences between the expected and actual timing of revenue recognition (including possible acceleration or delay of acceptance) which could be caused by ordinary project acceleration or delay, and/or midway scope changes and variation orders as explained above.

For FY2026 and FY2027, we considered the approximately 30% buffer to be fair and reasonable. We first noted that for FY2026 the identified expected income of approximately RMB104.21 million is already approximately 99.25% of the existing cap of RMB105.00 million. Without the buffer, the Group would have almost no headroom for ordinary-course work still to be signed or accepted in the remainder of FY2026, and a further revision exercise would likely be required within the same year. In this relation, the proposed income annual caps of RMB150.00 million and RMB280.00 million for FY2026 and FY2027, respectively, leave unused headroom of approximately 30.5% and 30.4%, so that identified expected income still accounts for approximately 69.5% and 69.6% of the respective caps. We also noted that the income annual caps were utilised as to approximately 77.0% and 62.6% in FY2024 and FY2025, respectively. The caps were therefore substantially drawn in practice, and a buffer of approximately 30% is not out of proportion to that historical take-up.

We have then considered that buffers are necessary in the Proposed Revision to Income Annual Caps to accommodate contract sum changes, scope changes or variation orders in the relevant transactions. The Group's transactions with BSAM Group comprise project-based system-integration and software-development, as well as operation and maintenance projects. The contract sums of these projects commonly move on final negotiation, scope change or variation orders, particularly system-integration and software-development projects where system specifications and engineering requirements could vary a lot, and therefore the final revenue recognition can only be fixed at the time of acceptance instead of when the cap is set. In this relation, we noted that a number of projects shown on the Transaction and Project Schedules are still in negotiation and discussion stages with BSAM Group, where contracts are yet to be finalized and signed, contract sums could increase and terms could change, and therefore the final contract sums and revenue recognition pattern could vary from the currently expected ones. For example, we understood from the Company that, subsequent to the date of the Announcement and the Transaction and Project Schedules which captured the Group's signed contracts with BSAM Group up to 30 September 2026 and the then business opportunities, expected contracts and revenue recognitions with BSAM Group for the period from 1 October 2026 to 31 December 2028 known to the Management, the Group (i) signed one of the contracts expected during the remainder of FY2026 with a final contract sum that is approximately RMB1.25 million higher than that expected in the Transaction and Project Schedules; and (ii) has been in negotiation with BSAM Group regarding scope change for a project expected to be signed during the remainder of FY2026 and would recur in FY2027 and FY2028. Particularly, as originally expected in the Transaction and Project Schedules, such project's contract sums were RMB5 million, RMB20 million and RMB20 million for the remainder of FY2026, FY2027 and FY2028, respectively. Due to the continuous negotiation between the Group and BSAM Group on the scope change and based on the latest negotiation result, contracts of such project are expected to be signed only in FY2026 and FY2027, with contract sums likely increasing to over RMB70 million and RMB120 million, respectively. Although the additional revenue resulting from such increases in contract sums is expected to be recognised mainly in FY2027 and FY2028 and therefore would not have material impact on

the currently expected transaction volume for FY2026, it still reflected the possibility that the Group could face higher final contract sums and differences in project timings than those currently expected in the Transaction and Project Schedules due to the continuous negotiation and discussion with BSAM Group, and therefore flexibility in expected transaction volume should be reserved. Considering such examples, we concurred with the Management that it is necessary to leave buffers in the Proposed Revision to Income Annual Caps to cater for increases in final contract sums, scope change or variation orders.

Apart from the aforesaid contract-sum adjustments, we also considered buffer necessary for accommodating additional projects not yet on the Transaction and Project Schedules and timing differences. We further understood from the Company that, subsequent to the date of the Announcement and in addition to the information contained in the Transaction and Project Schedules, the Group newly identified potential contracts and projects with BSAM Group which are expected to be signed, and have total expected revenue recognition amounting to over RMB27.81 million, across the remainder of FY2026, FY2027 and FY2028. It further substantiated that apart from negotiations in final contract sums, scope change or variation orders of expected contracts, the Group is also indeed in continuous negotiations with BSAM Group for new potential contracts and projects. Besides, while the Group's operation and maintenance projects are typically continuing or recurring in nature and are thus easier to predict and expect, its system-integration and software-development contracts are relatively harder to predict and expect at early times, and therefore, there is a higher possibility that the Group may identify new potential system-integration and software-development contracts in the future.

Not only there is possibility for the Group identifying new potential contracts on top of the Transaction and Project Schedules, the projects' contract sums could be significant, such that sufficient buffers are necessary to accommodate should new projects be identified. We understood from the Management and confirmed from the Transaction and Project Schedules that the transactions between the Group and BSAM Group, including those system-integration and software-development contracts which the Group has a higher possibility to identify in the future, could have a significant contract sum and thus contribute significant revenue recognition. In particular, we noted from the Transaction and Project Schedules that the top five revenue contributing projects for each of FY2026, FY2027 and FY2028, as a whole, have contract sum ranging from around RMB2.90 million to RMB60.00 million, and are expected to contribute, by each project on average within the respective years, a revenue recognition amounting to RMB14.30 million, RMB31.23 million and RMB16.83 million, which are mostly system-integration and software-development contracts. We also noted that for most of the projects, the revenue is expected to be fully or mostly recognised within the respective year. If the Group managed to negotiate and secure new projects, especially these system-integration and software-development contracts, with BSAM Group in the future, which the Group already demonstrated such possibility as explained above, a significant amount of additional revenue may be recognised on top of the estimations in the Transaction and Project Schedules, making it necessary for the Company to include sufficient buffers in the Proposed Revision to Income Annual Caps. Considering the typical contract sum sizes and revenue recognition pattern of the

Group's transactions with BSAM Group, the 30% buffer in the Proposed Revision to Income Annual Caps for FY2026 and FY2027 may only be able to accommodate approximately two to three new system-integration and software-development projects.

Based on all the above, we considered the approximately 30% buffer for FY2026 and FY2027 to be within a reasonable range to cater for variations in the projects' contract sums expected in the Transaction and Project Schedules, new potential projects and business opportunities not currently included in the Transaction and Project Schedules which, if arise, could have significant contract sums such that the buffers may only be able to accommodate approximately two to three new system-integration and software-development projects, and not so large as to render the caps meaningless as a control on the scale of connected transactions.

For FY2028, the proposed cap of RMB280.00 million is set at the same level as FY2027, while the currently identified expected income of the Group under the Renewal Agreement is at a comparatively lower level of approximately RMB106.69 million, resulting in a larger buffer. However, having regard to:

(i) navigating policy headwinds associated with the national "15th Five-Year Plan" which explicitly calls for deepening the development and utilisation of data resources, fully implementing the "AI+" initiative, and promoting the deep integration of the real economy and the digital economy, Beijing Data Group was incorporated by BSAM on 22 July 2025 as part of Beijing Municipality's efforts to implement the national strategy for the market-oriented allocation of data factors and to capitalise on new opportunities in the development of the digital economy, and plays a leading role in key tasks such as the digitalisation of office operations in Party and government agencies, the housing provident fund and medical insurance platforms, smart city governance and the digital business environment. Beijing Data Group's "15th Five-Year Plan" sets out the objectives that, by 2030, landmark breakthroughs will be achieved in the market-oriented allocation reform of data factors (i.e. the reform to enable data, as a factor of production alongside land, labour, capital and technology, to be allocated, circulated and priced through market mechanisms so as to promote its efficient utilisation), the effectiveness of data-empowered decision-making will continue to strengthen, data infrastructure will become more intelligent and efficient, and a domestically leading data ecosystem platform covering the entire industry chain will be established. On the other hand, the Company's cloud-network platform, as a new type of digital and intelligent foundation, is expected to provide infrastructure services of a greater scale to support the implementation of these objectives. At the same time, the Company's trusted data space products and solutions will support Beijing Data Group in deepening the development and utilisation of data resources in key areas such as urban governance, people's livelihood services, finance, education and healthcare, and in building an independent, controllable, secure and reliable security and compliance service system covering the entire industry chain of data circulation. Accordingly, it is anticipated that the volume of information technology services and product transactions between the Group and Beijing Data Group will increase significantly;

(ii) notwithstanding the above, the proposed cap of RMB280.00 million for FY2028 is set at the same level as that for FY2027 on the basis that transactions in FY2028 would materialise at a scale comparable to that in FY2027, which is not aggressive;

(iii) the incomplete visibility of potential projects and contracts in the FY2028 as discussed above. Particularly, we understood from the Management that while the Group could reasonably expect certain recurring projects to be signed and carried out in FY2028 and list them in the Transaction and Project Schedules, a number of other projects, especially those one-time and/or on-demand in nature, could only be reasonably foreseen or expected for at most one year prior to the signing of the contract;

(iv) that the Group will be in continuous negotiation and discussion with BSAM Group for future potential projects not currently included in the Transaction and Project Schedules, and the Group has indeed identified new potential projects with BSAM Group subsequent to the date of the Announcement and on top of the Transaction and Project Schedules;

(v) a project between the Group and BSAM Group (including those new identified projects in the future), including those system-integration and software-development contracts which the Group has a higher possibility to identify, could have a significant contract sum and thus contribute significant revenue recognition, which typically would be fully or mostly recognised with the respective year, if signed and executed;

(vi) the incomplete visibility of potential projects and contracts in the FY2028 now, coupled with the possible large contract sum typically associated with the Group's system-integration and software-development contracts with BSAM Group which could use up the proposed income caps quickly, further justifies the necessity to include a higher buffer to cater for the future potential transaction volumes that the Group could not estimate and expect now;

(vii) the possibility and examples provided previously that the contract sum of the Group's contracts with BSAM Group is subject to final negotiation, scope change or variation orders and could be higher than that expected in the Transaction and Project Schedules, further substantiating the necessity for buffers;

(viii) the Board's intention to maintain operational flexibility so that the Group would not be constrained from carrying out additional ordinary-course transactions with BSAM Group in FY2028 should further projects materialise at a scale comparable to FY2027;

(ix) the fact that any transactions will in any event remain subject to the pricing policies and internal control measures of the Renewal Agreement, as well as the annual review requirements under the Listing Rules; and

(x) that setting a FY2028 cap merely equal to the currently identified expected income of approximately RMB106.69 million plus only a modest buffer may necessitate a further revision if large-scale contracts and projects develop in line with FY2027,

we considered the Board's approach of aligning the FY2028 cap with the FY2027 cap acceptable and not contrary to the interests of the Independent Shareholders.

Based on the above, we considered the Proposed Revision to Income Annual Caps fair and reasonable so far as the Independent Shareholders are concerned.

3. Internal control measures

As set out in the Letter from the Board, the Group has adopted the following internal control measures in relation to the continuing connected transactions under the Renewal Agreement (including those that will be subject to the Proposed Revision to Income Annual Caps):

i. the terms of each of the specific agreements to be entered into by the relevant members of the Group pursuant to the Renewal Agreement will be in line with the terms of the Renewal Agreement;

ii. each quotation for the services and products to be provided by the Group to BSAM Group under the Renewal Agreement will go through the internal approval system of the Group, under which it passes through different departments for consideration, including the planning department, the finance management department and the management of the Company for review and approval. The management of the Company would ensure that the final quotation is fair and reasonable and beneficial to the Group as a whole;

iii. each individual transaction in relation to the services and products to be provided by BSAM Group to the Group under the Renewal Agreement shall be reviewed and approved by the head of the procurement department of the Group before execution to ensure that the terms and procedures are in compliance with the Company's pricing policy. The Company will regularly review the transactions to be entered into with BSAM Group to identify any transactions that may be at risk of exceeding the annual caps and any measures to be introduced in response to such transactions. The finance management department of the Group is responsible for monitoring the transaction amounts of the continuing connected transactions quarterly, reporting to the Board's office to ensure that the transactions are conducted in accordance with the respective pricing policies and the annual caps are not exceeded; and

iv. before placing an order with BSAM Group, the Group's procurement department will obtain quotations from BSAM Group for each purchase and compare quotations from other independent suppliers for similar services and products to ensure price competitiveness. Where possible and feasible, the Group will usually establish a benchmark, i.e., obtaining three quotations from independent third parties as a price reference when purchasing similar services and products.

The auditors and independent non-executive Directors of the Company will also conduct annual review of the continuing connected transactions entered into by the Group on whether the continuing connected transactions have been conducted in compliance with the pricing policies and whether the relevant annual caps have been exceeded.

In light of (i) the aforesaid internal control measures adopted by the Group and the reporting requirements attached to the Renewal Agreement; (ii) we have obtained and reviewed the 2026 sample walkthrough pack described above and considered that the pricing policies and procedures under the Renewal Agreement have been applied in substance to the sampled transactions, and we casted no doubt that they will continue to be carried out during the remaining term; and (iii) the reporting requirements attached to the continuing connected transactions under the Renewal Agreement as explained below, we are of the view that appropriate measures will be in place to govern the conduct of the transactions under the Renewal Agreement (as modified by the Proposed Revision to Income Annual Caps) and assist in safeguarding the interests of the Company and the Independent Shareholders as a whole.

4. Reporting requirements and conditions of the continuing connected transactions contemplated under the Renewal Agreement

Pursuant to Rules 14A.55 to 14A.59 of the Listing Rules, the continuing connected transactions contemplated under the Renewal Agreement are subject to the following annual review requirements:

(a) The Company's independent non-executive Directors must review the continuing connected transactions every year and confirm in the annual report whether the transactions 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 agreement 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 auditors to report on the continuing connected transactions every year. The auditors must provide a letter to the Board confirming whether anything has come to their attention that causes them to believe that the continuing connected transactions:

  (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 transactions involve the provision of goods or services by the Group;

  (iii) were not entered into, in all material respects, in accordance with the relevant agreement governing the transactions; and

  (iv) have exceeded the cap.

In light of the above reporting requirements attached to the continuing connected transactions, in particular, (i) the restriction of the value of the continuing connected transactions by way of the annual caps; and (ii) the ongoing review by the independent non-executive Directors and the auditors of the Company of the terms of the continuing connected transactions and the annual caps not being

exceeded, we are of the view that appropriate measures will be in place to govern the conduct of the continuing connected transactions and assist in safeguarding the interests of the Independent Shareholders.

RECOMMENDATION

Having considered the principal factors and reasons discussed above, we are of the opinion that the Proposed Revision to Income Annual Caps is (i) in the ordinary and usual course of business of the Group; (ii) in the interests of the Company and the Independent Shareholders as a whole; and (iii) on normal commercial terms and fair and reasonable so far as the Company and the Independent Shareholders are concerned. Accordingly, we recommend the Independent Board Committee to advise the Independent Shareholders to vote in favour of the resolution(s) to be proposed at the EGM to approve the Proposed Revision to Income Annual Caps, and we recommend the Independent Shareholders to vote in favour of the resolution(s) in this regard.

Yours faithfully,
For and on behalf of
RED SOLAR SECURITIES (INTERNATIONAL) LIMITED
(formerly known as Red Solar Capital Limited)
Leo Chan
Managing Director

Mr. Leo Chan is a licensed person and responsible officer of Red Solar Securities (International) Limited registered with the SFC to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO and has over 21 years of experience in corporate finance industry.

* *For identification purposes only*

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. DISCLOSURE OF INTERESTS

(a) Directors and Chief Executive of the Company

As at the Latest Practicable Date, none of the Directors nor the chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company, or any of its associated corporations (within the meaning of Part XV of the SFO), which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including the interests and short positions in which they were deemed or taken to have under such provisions of the SFO), or which are required, pursuant to section 352 of the SFO, to be entered in the register maintained by the Company referred to therein, or which were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules, to be notified to the Company and the Stock Exchange.

The Company further confirmed that save as the Company's executive Director Mr. Yu Donghui who is the vice general manager of Beijing Data Group and the Company's non-executive Director Mr. Hu Yong who is also an employee of Beijing Industrial Investment, none of the Directors of the Company is also a director or employee of any substantial shareholders of the Company as at the Latest Practicable Date.

(b) Substantial Shareholders

Insofar as known to the Directors, as at the Latest Practicable Date, the following persons had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company pursuant to section 336 of the SFO, or as otherwise notified to the Company and the Stock Exchange were as follows:

Name of the Substantial Shareholder	Number of Shares	Nature of interests	Approximate percentage to the issued share capital
BSAM	183,454,176 (L)	Interest in a controlled corporation	63.3%

Name of the Substantial Shareholder	Number of Shares	Nature of interests	Approximate percentage to the issued share capital
Beijing Data Group	139,982,885 (L)	Beneficial owner	48.3%
Beijing Industrial Investment	43,471,291 (L)	Beneficial owner	15.0%

(L) – Long position

Save as disclosed above, insofar as known to the Directors, as at the Latest Practicable Date, no other persons had any interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under section 336 of the SFO, or as otherwise notified to the Company and the Stock Exchange.

3. DIRECTORS' SERVICE CONTRACTS

As at the Latest Practicable Date, none of the Directors had any existing or proposed service contracts with any member of the Group (excluding contracts expiring or determinable by the Company or any member of the Group within one year without payment of any compensation (other than statutory compensation)).

4. COMPETING INTERESTS

As at the Latest Practicable Date, none of the Directors and their close associates had any interest in a business which competes or is likely to compete with the business of the Group under the Listing Rules.

5. DIRECTORS' INTERESTS IN ASSETS OR CONTRACTS OR ARRANGEMENT

As at the Latest Practicable Date, none of the Directors had any direct or indirect interest in any assets which have been, since 31 December 2025 (being the date to which the latest published audited consolidated financial statements of the Group were made up), acquired, disposed of by, or leased to any member of the Group, or are proposed to be acquired, disposed of by, or leased to any member of the Group.

Save as the Company's executive Director Mr. Yu Donghui who is the vice general manager of Beijing Data Group and the Company's non-executive Director Mr. Hu Yong who is also an employee of Beijing Industrial Investment, as at the Latest Practicable Date, none of the Directors was materially interested in any contract or arrangement entered into by any member of the Group subsisting at the date of this circular and which is significant in relation to the businesses of the Group.

6. QUALIFICATION OF EXPERT AND CONSENT

The qualifications of the expert who has given an opinion or advice in this circular are as follows:

Name	Qualification
Red Solar Securities (International) Limited	a corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO

As at the Latest Practicable Date, the expert mentioned above: (i) has given and has not withdrawn its written consent to the issue of this circular with the inclusion of its letter or opinion and the references to its name included herein in the form and context in which it is respectively included; (ii) has no direct or indirect shareholding in any member of the Group or any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for shares in any member of the Group; and (iii) has no direct or indirect interests in any assets which have been, since 31 December 2025 (being the date to which the latest published audited consolidated financial statements of the Group were made up), acquired or disposed of by or leased to any member of the Group, or which are proposed to be acquired or disposed of by or leased to any member of the Group.

As at the Latest Practicable Date, the above expert has given and has not withdrawn its written consent to the issue of this circular with the inclusion of its letter, report and references to its name included in this circular in the form and context in which it is included.

7. MATERIAL ADVERSE CHANGE

For the six months ended 30 June 2026, the Group recorded an operating revenue of RMB708.55 million, representing an increase of 4.08% as compared with the corresponding period of last year; gross profit of RMB168.58 million, representing an increase of 8.37% as compared with the corresponding period of last year; and profit attributable to owners of the Company of RMB-37.77 million, representing a decrease from RMB9.54 million for the corresponding period of last year, which were mainly attributable to: (i) affected by intensifying industry competition and rising market costs, although the Company's operating revenue increased, its contract fulfillment costs also rose; (ii) to strengthen its core capabilities and enhance its core competitiveness, the Group increased its investment in research and development, further advanced the application of artificial intelligence and the expansion of its data business, and intensified efforts to develop industry-specific products, which, to a certain extent, affected the results for the period; and (iii) a gain from liquidation of RMB52.79 million was recognized for the corresponding period of last year upon declaration of bankruptcy of Rito Info Technology Co., Ltd* (廈門融通信息技術有限責任公司), a non-principal subsidiary of the Group, which had a one-time, non-recurring impact on the profit attributable to the equity Shareholders for the corresponding period of last year.

The Group has no other income, while there was RMB3.23 million for the corresponding period of last year, which was mainly because the lease for Digital Beijing Building had expired and it is currently available for rent.

In respect of the Group's business model, the main businesses included products, software development and services, industry solutions, and operation and maintenance service, of which revenue from products, software development and services amounted to RMB142.36 million, representing an increase of 0.38% as compared with the corresponding period of last year and accounting for 20.09% of the total revenue of the Company; revenue from industry solutions amounted to RMB189.10 million, representing an increase of 3.03% as compared with the corresponding period of last year and accounting for 26.69% of the total revenue of the Company; revenue from operation and maintenance service amounted to RMB377.08 million, representing an increase of 7.08% as compared with the corresponding period of last year and accounting for 53.22% of the total revenue of the Company. Please refer to the Company's interim report for 2026 published on 18 September 2026 for further details.

Save for the above, as at the Latest Practicable Date, the Directors confirmed that there was no material adverse change in the financial or trading position of the Company since 31 December 2025, being the date to which the latest published audited financial statements of the Company have been made up.

8. DOCUMENTS ON DISPLAY

A copy of each of the following documents will be published on the websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (www.capinfo.com.cn) for a period of 14 days from the date of this circular:

(a) the Renewal Agreement; and

(b) the written consent of the Independent Financial Adviser, which was referred to in the section headed "Qualification of Expert and Consent" in this appendix.

CAPINFO COMPANY LIMITED*
首都信息發展股份有限公司

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

(Stock Code: 1075)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the "**EGM**") of Capinfo Company Limited* (the "**Company**") will be held at Conference Room, 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the People's Republic of China at 10:30 a.m. on Friday, 11 December 2026 to consider and, if thought fit, approve the following resolution. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 24 November 2026.

ORDINARY RESOLUTION

1. THAT (a) the revised income annual caps for the Renewal Agreement in the amounts of RMB150.0 million for the year ending 31 December 2026, and in the amounts of RMB280.0 million for the years ending 31 December 2027 and 31 December 2028, respectively (the "Revised Income Annual Caps") and the transactions contemplated thereunder be and are hereby approved; and (b) the management of the Company be and is hereby authorised for and on behalf of the Company to, amongst others, sign, execute and deliver or to authorise the signing, execution and delivery of all such documents and deeds, to do or authorise to do all such acts, matters and things as he/she may in his/her discretion consider necessary, expedient or desirable to give effect to and implement the Revised Income Annual Caps for the Renewal Agreement and any ancillary documentation and transactions thereof.

By Order of the Board
CAPINFO COMPANY LIMITED*
Yu Donghui
Chairman

Beijing, the People's Republic of China, 24 November 2026

* *For identification purposes only*

Notes:

1. The register of shareholders of the Company will be closed from Tuesday, 8 December 2026 to Friday, 11 December 2026 (both days inclusive), during which period no transfer of the Company's shares will be registered. In order to be entitled to attend and vote at the EGM, all completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Room 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (applicable for H Shares) or the office of the Company at 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the People's Republic of China (applicable for Domestic Shares) not later than 4:30 p.m. on Monday, 7 December 2026. The holders of shares whose names appear on the register of shareholders of the Company on Tuesday, 8 December 2026 will be entitled to attend and vote at the EGM.

2. Any shareholder of the Company entitled to attend and vote at the EGM mentioned above is entitled to appoint one or more proxies to attend and vote at the EGM on his/her/its behalf. A proxy need not be a shareholder of the Company.

3. A proxy form of the EGM is enclosed. In order to be valid, the proxy form must be under the hand of the appointor or his/her/its attorney duly authorized in writing or, in the case of a corporation, must be either under its common seal or under the hand of the director or attorney duly authorized.

4. The proxy form should be delivered to the Company's H shares registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (in the case of H shares) or the office of the Company at 5th Floor, Longfu Mansion, No. 95 Longfusi Road, Dongcheng District, Beijing, the People's Republic of China (in the case of Domestic Shares) not less than 24 hours before the time appointed for holding of the EGM (i.e. not later than Thursday, 10 December 2026 at 10:30 a.m. (Hong Kong time)) or any adjournment thereof.

5. Completion and return of the proxy form will not affect the right of the Shareholders to attend and vote at the EGM or any adjournment thereof (as the case may be) in person should they so wish and, in such event, the form of proxy will be deemed to have been revoked.

6. In accordance with the requirement of the articles of association of the Company, all votes at the EGM will be taken by poll and the Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) and Rule 13.39(5A) of the Listing Rules.

As at the date of this notice, the executive Director of the Company is Mr. Yu Donghui; the non-executive Directors of the Company are Ms. Zhao Shujie, Mr. Wang Yuzheng, Mr. Hu Yong and Mr. Li Feng; the independent non-executive Directors of the Company are Mr. Gong Zhiqiang, Mr. Cheung, Wai Hung Boswell, Mr. Li Jianqiang and Mr. Zhou Jinglin; and the staff representative Director of the Company is Ms. Zhu Chenlan.