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QINGDAO AINNOVATION TECHNOLOGY GROUP CO., LTD*

青島創新奇智科技集團股份有限公司

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

(Stock Code: 2121)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “AGM”) of Qingdao AInnovation Technology Group Co., Ltd (the “Company”) will be held at The North Star Conference Room, 8F, Dinghao Tower Block A, No. 3 Haidian Street, Haidian District, Beijing, PRC on Friday, 10 May 2024 at 1 p.m. for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the annual report of the Company for the year 2023;
2. To consider and approve the report of the board of directors of the Company for the year 2023;
3. To consider and approve the report of the supervisory committee of the Company for the year 2023;
4. To consider and approve the final accounts report of the Company for the year 2023;
5. To consider and approve the financial budget report of the Company for the year 2024;
6. To consider and approve the re-appointment of auditor for the year 2024;
7. To consider and approve the election of members of the second session of the board (the “Board”) of directors of the Company (the “Director(s)”)
 - (a) To consider and approve the election of Mr. Xu Hui as an executive Director of the second session of the Board;
 - (b) To consider and approve the election of Dr. Kai-Fu Lee as a non-executive Director of the second session of the Board;
 - (c) To consider and approve the election of Mr. Wang Hua as a non-executive Director of the second session of the Board;

* For identification purpose only

- (d) To consider and approve the election of Mr. Wang Jinqiao as a non-executive Director of the second session of the Board;
 - (e) To consider and approve the election of Mr. Xie Deren as an independent non-executive Director of the second session of the Board;
 - (f) To consider and approve the election of Ms. Ko Wing Yan Samantha as an independent non-executive Director of the second session of the Board;
 - (g) To consider and approve the election of Ms. Jin Keyu as an independent non-executive Director of the second session of the Board;
8. To consider and approve the election of members of the second session of the Supervisory Committee of the Company (the “**Supervisory Committee**”);
- (a) To consider and approve the election of Ms. Lin Ying as a supervisor of the second session of the Supervisory Committee;
 - (b) To consider and approve the election of Ms. Duan Chengjin as a supervisor of the second session of the Supervisory Committee;
9. To consider and approve the remuneration plan for Directors of the second session of the Board;
10. To consider and approve the remuneration plan for Supervisors of the second session of the Supervisory Committee;

SPECIAL RESOLUTIONS

11. To consider and approve amendments to the Articles of Association;
12. To consider and approve the proposed granting of general mandate to the Board of the Company to repurchase Shares:
- (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the Directors of the Company to exercise during the Relevant Period (as defined below) all the powers of the Company to repurchase its Shares in accordance with all applicable laws, rules and regulations;
 - (b) the total number of Shares permitted to be repurchased by the Company pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution; and

(c) for the purposes of this resolution:

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:

- (i) at the end of the 2024 annual general meeting of the Company; or
- (ii) the date on which the special resolution passed at the general meeting withdraws or amends the mandate mentioned in this resolution.

13. To consider and approve the proposed granting of general mandate to the Board of the Company to issue Shares:

- (a) subject to compliance with the prevailing requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to exercise during the Relevant Period (as defined below) all the powers of the Company to issue its shares, warrants, convertible bonds or similar rights to subscribe for any shares or options, warrants of the above convertible bonds in accordance with all applicable laws, rules and regulations;
- (b) the approval in paragraph (a) above shall authorise the Company to make an offer, agreement or grant an option to allocate and issue the shares of the Company; the total number of Shares to be allocated and issued shall not exceed 20% of the total number of issued shares of the Company as at the date of passing of this resolution; and
- (c) for the purposes of this resolution:

“**Relevant Period**” means the period from the passing of this resolution until whichever is the earliest of:

- (i) at the end of the 2024 annual general meeting of the Company; or
- (ii) the date on which the special resolution passed at the general meeting of shareholders withdraws or amends the mandate mentioned in this proposal.

14. To consider and approve the adoption of the 2024 H share equity incentive scheme; and
15. To consider and approve the authorisation to handle matters pertaining to the 2024 H share equity incentive scheme.

By order of the Board
QINGDAO AINNOVATION TECHNOLOGY GROUP CO., LTD
青島創新奇智科技集團股份有限公司
Xu Hui
Executive Director and Chief Executive Officer

Hong Kong, 18 April 2024

Notes:

1. In order to determine the list of shareholders of the Company who are entitled to attend the AGM, the register of members of the Company will be closed from Tuesday, 7 May 2024 to Friday, 10 May 2024, both days inclusive, during which period no transfer of shares of the Company (the “Shares”) will be effected. Unregistered holders of shares of the Company who wish to attend the AGM must lodge the share certificate accompanied by transfer documents with the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration no later than 4:30 p.m. on Monday, 6 May 2024. Shareholders whose names appear on the register of members of the Company on Friday, 10 May 2024 are entitled to attend and vote at the AGM.
2. Shareholders who are entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote on their behalves. A proxy need not be a member of the Company, but must be present in person at the AGM to represent the member.

The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised in writing. If the Shareholder is a corporation, that instrument must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If that instrument is signed by an attorney of the Shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.

In order to be valid, the proxy form together with the notarised power of attorney or other authorisation document (if any) must be deposited at the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 24 hours before the time fixed for the holding of the AGM (i.e. before 1 p.m. on Thursday, 9 May 2024) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjournment thereof should they so wish.

3. Pursuant to the provisions of the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll. As such, the resolutions set out in the notice of the AGM will be voted by poll.
4. The AGM is expected to last for half a day. Shareholders or their proxies shall produce their identity documents when attending the AGM (or any adjournment thereof). Shareholders or their proxies attending the AGM shall be responsible for their own travel and accommodation expenses.

5. For details of the resolutions, please refer to the circular of the Company dated 18 April 2024 (the “**Circular**”) and the 2023 annual report of the Company published by the Company on the websites of the Hong Kong Stock Exchange (<https://www.hkexnews.hk>) and the Company (<https://www.ainnovation.com/>) on 18 April 2024.
6. If the attending shareholder is a corporation, its legal representative shall produce his/her identity card, valid certificate and share certificate which can prove his/her qualification as a legal representative; if the proxy attends the meeting, the proxy shall produce his/her identity card and the written power of attorney duly issued by the relevant shareholder.
7. References to dates and time in this notice are to Hong Kong dates and time.

As at the date of this announcement, the Board of the Company comprises Mr. Xu Hui as executive director, Dr. Kai-Fu Lee, Mr. Wang Hua and Mr. Wang Jinqiao as non-executive directors, Mr. Xie Deren, Ms. Ko Wing Yan Samantha and Ms. Jin Keyu as independent non-executive directors.