
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Beijing UBOX Online Technology Corp., you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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Beijing UBOX Online Technology Corp.
北京友寶在線科技股份有限公司

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

(Stock Code: 2429)

- (1) ANNUAL REPORT FOR 2023**
- (2) WORK REPORT OF THE BOARD FOR 2023**
- (3) WORK REPORT OF THE SUPERVISORY COMMITTEE FOR 2023**
- (4) PROFIT DISTRIBUTION PLAN FOR 2023**
- (5) ANNUAL FINANCIAL REPORT FOR 2023**
- (6) PROPOSED FINANCIAL BUDGETS FOR 2024**
- (7) PROPOSED RE-ELECTION OF RETIRING DIRECTORS**
- (8) PROPOSED APPOINTMENT OF DIRECTORS**
- (9) PROPOSED RE-ELECTION AND RE-APPOINTMENT OF SUPERVISORS**
- (10) PROPOSED RE-APPOINTMENT OF AUDITORS FOR 2024**
- (11) PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES
AND**
- (12) NOTICE OF 2023 ANNUAL GENERAL MEETING**

Notices convening the Annual General Meeting of Beijing UBOX Online Technology Corp. be held at Conference Room 401, 4th Floor, Tower A, Tagen Knowledge & Innovation Centre, West Second Shenyun Road, Nanshan District, Shenzhen, PRC on Tuesday, May 21, 2024 at 2:00 p.m. is set out on pages 20 to 23 of this circular. Form of proxy for use at the Annual General Meeting is also enclosed. Such form of proxy are also published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.uboxol.com) respectively.

Whether or not you intend to attend the Annual General Meeting, you are required to complete the form of proxy in accordance with the instructions printed thereon and return them to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible but in any event not less than 24 hours before the time appointed for holding the Annual General Meeting (i.e. not later than 2:00 p.m. on Monday, May 20, 2024 (Hong Kong time)) or any adjournment thereof. Completion and return of the form of proxy shall not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof if you so wish.

References to dates and time in this circular are to Hong Kong dates and time. Where the context so permits or requires in this circular, words importing the singular number include the plural and vice versa and words importing the masculine gender include the feminine and neuter genders and vice versa.

This circular together with the form of proxy are also published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.uboxol.com).

April 30, 2024

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DEFINITIONS

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

“Annual General Meeting” or “AGM”	annual general meeting of the Company to be held at Conference Room 401, 4th Floor, Tower A, Tagen Knowledge & Innovation Centre, West Second Shenyun Road, Nanshan District, Shenzhen, PRC on Tuesday, May 21, 2024 at 2:00 p.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 20 to 23 of this circular, or any adjournment thereof
“Articles”	articles of association of the Company currently in force
“Audit Committee”	the audit committee of the Board
“Board”	the board of Directors
“PRC”	the People’s Republic of China, but for the purpose of this circular, shall exclude Hong Kong, Macau Special Administrative Region and Taiwan
“Company”	Beijing UBOX Online Technology Corp., a joint stock company established in the PRC with limited liability, the H Shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 2429)
“Company Law”	Company Law of the People’s Republic of China (中華人民共和國公司法) as amended, supplemented or otherwise modified from time to time
“Director(s)”	director(s) of the Company
“Domestic Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and paid for in RMB
“Group”	the Company and its subsidiaries
“H Share(s)”	ordinary share(s) in the ordinary share capital of our Company, with a nominal value of RMB1.00 each, which are listed on the Stock Exchange and subscribed for and traded in Hong Kong Dollars

DEFINITIONS

“H Shareholders(s)”	holder(s) of H Shares
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Issuance Mandate”	a general mandate proposed to be granted to the Directors to allot, issue or deal with additional Shares (and to sell or transfer treasury Shares on or after the Listing Rules Amendment Effective Date) of not exceeding 20% of the total number of issued Shares (excluding treasury Shares) as at the date of passing of the proposed special resolution contained in item 13 of the notice of the Annual General Meeting
“Latest Practicable Date”	April 24, 2024, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange (as amended from time to time)
“Listing Rules Amendment Effective Date”	the date on which the proposed amendments to the Listing Rules relating to treasury shares will come into effect, i.e., June 11, 2024
“Remuneration Committee”	the remuneration committee of the Board
“RMB”	Renminbi Yuan, the lawful currency of PRC
“Share(s)”	ordinary share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the H Shares and the Domestic Shares
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	supervisor(s) of the Company
“Supervisory Committee”	the board of supervisory committee of the Company
“%”	per cent

LETTER FROM THE BOARD



Beijing UBOX Online Technology Corp.
北京友寶在線科技股份有限公司

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

(Stock Code: 2429)

Executive Directors:

Mr. Wang Bin (*Chairman*)
Mr. Yu Lizhi
Ms. Cui Yan

Non-executive Directors:

Mr. Zhu Chao
Ms. An Yufang

Independent Non-executive Directors:

Mr. Wang Xiaochuan
Ms. Guo Wei
Mr. Zhang Chen

Registered Office:

Room 128
Yunkai Real Estate Office Building
No. 8 Kangbao Road
Economic Development Zone
Miyun District
Beijing
PRC

Headquarters:

4th Floor, Tower A
Tagen Knowledge & Innovation Center
West Second Shenyun Road
Nanshan District
Shenzhen
PRC

Principal Place of Business in Hong Kong:

5/F, Manulife Place
348 Kwun Tong Road
Kowloon
Hong Kong

April 30, 2024

To the Shareholders

Dear Sir/Madam,

- (1) ANNUAL REPORT FOR 2023**
- (2) WORK REPORT OF THE BOARD FOR 2023**
- (3) WORK REPORT OF THE SUPERVISORY COMMITTEE FOR 2023**
- (4) PROFIT DISTRIBUTION PLAN FOR 2023**
- (5) ANNUAL FINANCIAL REPORT FOR 2023**
- (6) PROPOSED FINANCIAL BUDGETS FOR 2024**
- (7) PROPOSED RE-ELECTION OF RETIRING DIRECTORS**
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- (9) PROPOSED RE-ELECTION AND RE-APPOINTMENT OF SUPERVISORS**
- (10) PROPOSED RE-APPOINTMENT OF AUDITORS FOR 2024**
- (11) PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES**
AND
- (12) NOTICE OF 2023 ANNUAL GENERAL MEETING**

LETTER FROM THE BOARD

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information on, among others, (i) the annual report for 2023; (ii) the work report of the Board for 2023; (iii) the work report of the Supervisory Committee for 2023; (iv) the profit distribution plan for 2023; (v) the annual financial report for 2023; (vi) the proposed financial budgets for 2024; (vii) the proposed re-election of retiring Directors; (viii) the proposed appointment of Directors; (ix) the proposed re-election and re-appointment of Supervisors; (x) the proposed re-appointment of auditors of the Company for 2024; and (xi) proposed grant of general mandate to issue Shares, to allow Shareholders to make an informed decision on voting in respect of the resolutions to be proposed at the AGM.

2. ANNUAL REPORT FOR 2023

An ordinary resolution will be proposed at the AGM to approve the annual report of the Company for the year ended December 31, 2023 (the “**2023 Annual Report**”). Please refer to the 2023 Annual Report which was published on both the websites of the Stock Exchange and the Company on April 26, 2024.

3. WORK REPORT OF THE BOARD FOR 2023

In line with the requirements of the Articles, the work report of the Board for 2023 has been considered and approved by the Board, and is hereby proposed at the AGM for consideration. The full text of the work report of the Board is set out in the 2023 Annual Report, which was published on both the websites of the Stock Exchange and the Company on April 26, 2024.

4. WORK REPORT OF THE SUPERVISORY COMMITTEE FOR 2023

In line with the requirements of the Articles, the work report of the Supervisory Committee for 2023 has been considered and approved by the Supervisory Committee, and is hereby proposed at the AGM for consideration. The full text of the work report of the Supervisory Committee is set out in the 2023 Annual Report, which was published on both the websites of the Stock Exchange and the Company on April 26, 2024.

5. PROFIT DISTRIBUTION PLAN FOR 2023

Based on the operating results, financial position and future development plan of the Company, the Board does not recommend the payment of a final dividend for the year ended December 31, 2023.

The profit distribution plan for 2023 has been considered and approved by the Board, and is hereby proposed at the AGM for consideration.

LETTER FROM THE BOARD

6. ANNUAL FINANCIAL REPORT FOR 2023

An ordinary resolution will be proposed at the AGM to approve the consolidated financial statements of the Group and the report of the auditors of the Company for the year ended December 31, 2023. The full text of the consolidated financial statements of the Group and the report of the auditor of the Company for the year ended December 31, 2023 is set out in the 2023 Annual Report, which was published on both the websites of the Stock Exchange and the Company on April 26, 2024.

7. PROPOSED FINANCIAL BUDGETS FOR 2024

An ordinary resolution will be proposed at the AGM to approve the annual financial budget plan of the Company for 2024. The annual financial budget plan to be approved is prepared with reference to the Company's historical results and development targets for 2024.

8. PROPOSED RE-ELECTION OF RETIRING DIRECTORS

The Board proposed to re-elect each of Mr. Wang Bin (“**Mr. Wang**”), Mr. Yu Lizhi (“**Mr. Yu**”) and Ms. Cui Yan (“**Ms. Cui**”) as an executive Director; each of Mr. Zhu Chao (“**Mr. Zhu**”) and Ms. An Yufang (“**Mr. An**”) as a non-executive Director; and each of Ms. Guo Wei (“**Ms. Guo**”) and Mr. Zhang Chen as an independent non-executive Director of the fourth session of the Board. The respective appointment of Mr. Wang, Mr. Yu, Ms. Cui, Mr. Zhu, Ms. An, Ms. Guo and Mr. Zhang Chen is subject to the approval of the Shareholders. An ordinary resolution relating to respective proposed appointment will be proposed at the AGM for the Shareholders' approval. The biographies of Mr. Wang, Mr. Yu, Ms. Cui, Mr. Zhu, Ms. An, Ms. Guo and Mr. Zhang Chen are set out in Appendix I to this circular.

Mr. Wang Xiaochuan will retire as an independent non-executive Director at the conclusion of the AGM due to personal work arrangement. Mr. Wang Xiaochuan has confirmed that he has no disagreement with the Board and there are no matters relating to his retirement that need to be brought to the attention of the Shareholders and the Stock Exchange.

9. PROPOSED APPOINTMENT OF DIRECTORS

The Board proposed to appoint Mr. Chao Hua (“**Mr. Chao**”) as an executive Director and Mr. Zhang Changhao as an independent non-executive Director of the fourth session of the Board. The respective appointment of Mr. Chao and Mr. Zhang Changhao is subject to approval of the Shareholders. An ordinary resolution relating to the respective proposed appointment will be proposed at the AGM for the Shareholders' approval. The biographies of Mr. Chao and Mr. Zhang Changhao are set out in Appendix I to this circular.

LETTER FROM THE BOARD

10. PROPOSED RE-ELECTION AND RE-APPOINTMENT OF SUPERVISORS

The Supervisory Committee proposed to nominate Ms. Qin Yi (“**Ms. Qin**”) and Mr. Huang Ronghui (“**Mr. Huang**”) in each case as a non-employee representative Supervisor of the fourth session of the Supervisory Committee. The respective appointment of Ms. Qin and Mr. Huang is subject to approval of the Shareholders. An ordinary resolution relating to the respective proposed appointment will be proposed at the AGM for the Shareholders’ approval.

The Supervisory Committee also proposed to re-appoint Mr. Qi Rupeng (“**Mr. Qi**”) as an employee representative Supervisor of the fourth session of the Supervisory Committee subject to the approval at a meeting of the employees of the Group.

The biographies of Ms. Qin, Mr. Huang and Mr. Qi are set out in Appendix II to this circular.

11. PROPOSED RE-APPOINTMENT OF AUDITORS FOR 2024

In accordance with Rule 13.88 of the Listing Rules, an ordinary resolution will be proposed at the AGM to re-appoint PricewaterhouseCoopers (“**PwC**”) as the auditors of the Company for the year 2024 and until the next annual general meeting of the Company, to provide annual financial report audit services or other related consultancy services for the year 2024, and to authorize the Board to fix their remuneration.

The appointment of the auditors of the Company has been reviewed by the Audit Committee which made recommendation to the Board that the appointment be submitted and proposed for Shareholders’ approval at the AGM. As PwC is relatively familiar with the Group’s financials and affairs, the Board considers that the audit and other related work in respect of the Group for the year ending December 31, 2024 could be performed more efficiently by PwC, which is in the best interests of the Company and the Shareholders as a whole.

12. PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES

In order to ensure greater flexibility and give discretion to the Directors to issue Shares if and when appropriate, a special resolution will be proposed at the AGM to approve the grant of a general mandate to the Directors to exercise the powers of the Company to allot, issue or deal with additional Shares (to the extent where the H Shares have been listed on the Stock Exchange for not less than 6 months) and, on or after the Listing Rules Amendment Effective Date, to sell or transfer treasury Shares of not exceeding 20% of the total number of issued Shares (excluding treasury Shares) as at the date of passing of the relevant resolution. As at the Latest Practicable Date, there were 779,835,433 Shares in issue. Subject to the passing of the relevant resolution and on the basis that no further Shares are issued after the Latest Practicable Date and up to the date of the AGM, a maximum of 155,967,086 Shares (representing 20% of the Shares in issue), can be allotted, issued and/or dealt with, and, in the case of treasury Shares, be sold or transferred by the Board pursuant thereto.

LETTER FROM THE BOARD

The Issuance Mandate will expire upon the earliest of: (i) the conclusion of the next annual general meeting following the passing of the relevant resolution; (ii) the date of expiration of 12 months from the date of passing of the relevant resolution at the AGM; or (iii) the date on which the authority is revoked or varied by a special resolution of Shareholders at a general meeting.

13. NOTICE OF 2023 ANNUAL GENERAL MEETING

The notice convening the Annual General Meeting at Conference Room 401, 4th Floor, Tower A, Tagen Knowledge & Innovation Centre, West Second Shenyun Road, Nanshan District, Shenzhen, PRC on Tuesday, May 21, 2024 at 2:00 p.m. is set out on pages 20 to 23 in this circular. In order to ascertain holders of H Shares who are entitled to attend the Annual General Meeting, the register of members of holders of H Shares of the Company will be closed from Wednesday, May 1, 2024 to Tuesday, May 21, 2024 (both days inclusive). H Shareholders whose names appear on the register of members of the Company on May 21, 2024 are entitled to attend and vote at the Annual General Meeting. Holders of H Shares who intend to attend the Annual General Meeting are required to deposit the share certificates together with the transfer documents at the H Share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong before 4:30 p.m. on Tuesday, April 30, 2024.

The proxy form for the AGM is enclosed in this circular. Whether or not you are able to attend the AGM, you are advised to read the notice of the AGM carefully and to complete the enclosed proxy form in accordance with the instructions printed thereon and return to the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares) or the Company's headquarters at 4th Floor, Tower A, Tagen Knowledge & Innovation Center, West Second Shenyun Road, Nanshan District, Shenzhen, PRC by hand or by post no later than 24 hours before the time appointed for convening the AGM (i.e. not later than 2:00 p.m. on Monday, May 20, 2024 (Hong Kong time)) or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting at the AGM or any adjourned meeting(s) thereof in person if you so wish.

14. PROXY ARRANGEMENT

Form of proxy for use at the Annual General Meeting is enclosed with this circular. Such form of proxy is also published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.uboxol.com). Whether or not you intend to attend the Annual General Meeting you are required to complete and sign the form of proxy in accordance with the instructions printed thereon and return it to the Company's share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares) or the Company's headquarters at 4th Floor, Tower A, Tagen Knowledge & Innovation Center, West Second Shenyun Road, Nanshan District, Shenzhen, PRC, not less than 24 hours before the time fixed for the holding of the Annual General Meeting or any adjournment thereof. Completion and delivery of the form of proxy shall not preclude you from attending and voting in person at the Annual General Meeting if you so wish and in such event the form of proxy shall be deemed to be revoked.

LETTER FROM THE BOARD

15. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the Annual General Meeting must be taken by poll except where the chairman of the meeting decides to allow a resolution solely in respect of a procedural or administrative matter to be voted on by a show of hands. Therefore, all resolutions as set out in the notice of the Annual General Meeting will be voted on by poll. The poll results will be published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and the website of the Company at www.uboxol.com upon the conclusion of the Annual General Meeting.

To the best knowledge of the Company, none of the Shareholders or their respective associates is deemed to have a material interest in any of the resolutions to be proposed at the Annual General Meeting, and therefore no Shareholder is required to abstain from voting on any of the resolutions.

16. RECOMMENDATION

The Directors consider that all matters proposed to be approved at the AGM are in the interests of the Group and the Shareholders as a whole and accordingly recommend the Shareholders to vote in favour of the resolution(s) to be proposed at the AGM.

Yours faithfully,
For and on behalf of the Board
Beijing UBOX Online Technology Corp.
Wang Bin
Chairman and Executive Director

EXECUTIVE DIRECTOR

Mr. Wang Bin

Mr. Wang Bin (王濱), aged 58, was appointed as a Director in March 2012 and was redesignated as an executive Director in May 2021. He is also currently the chairman of the Board and the chief executive officer of the Company. He is primarily responsible for formulating the overall development strategies and overseeing the operation of the Group. Mr. Wang is also a member of the single largest group of Shareholders and founded the Group in 2011.

Mr. Wang has over 21 years of experience in the research and development of software and retail platform. Prior to establishing the Group, from April 2002 to July 2004, Mr. Wang was the general manager of Shenzhen Wangxing Science and Technology Co., Ltd. (深圳市網興科技有限公司), a company primarily engaged in the research and development of software, where he was primarily responsible for the overall management of the company. From July 2004 to February 2010, he served as a senior vice president of SINA.com Technology (China) Co., Ltd., a wholly-owned subsidiary of Sina Corporation, a company whose shares were previously listed on the Nasdaq Stock Market (delisted in March 2021, previous ticker symbol: SINA), where he was primarily responsible for the overall operation of the wireless business department of the company.

Mr. Wang graduated from Sichuan Police College (四川警察學院) in the PRC majoring in public security in July 1994.

As at the Latest Practicable Date, pursuant to the deed of acting in concert dated October 16, 2023 entered into between Mr. Wang and Mr. Chen Kunrong (“**Mr. Chen**”), Mr. Wang, together with Mr. Chen, was interested in 125,850,476 H Shares, representing approximately 19.77% of the total number of issued H Shares. Mr. Wang, together with Mr. Chen, was also interested in 55,671,930 Domestic Shares, including 15,000,000 share options to subscribe for Domestic Shares (“**Share Options**”) granted by the Company to Mr. Wang, representing approximately 38.87% of the total number of issued Domestic Shares.

Subject to the approval by the Shareholders of the appointment of Mr. Wang at the AGM, he will enter into a service contract with the Company for a term of service commencing on the date of passing of the relevant resolution at the AGM until the end of the term of the fourth session of the Board, and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles. Mr. Wang will be entitled to receive a director fee of RMB100,000 per annum. Mr. Wang’s remuneration was determined with reference to his qualification, experience, level of responsibilities undertaken and prevailing market conditions, subject to the review by the Remuneration Committee from time to time.

The Board also intended to elect Mr. Wang as the chairman of the Board upon his re-appointment being approved by the Shareholders at the AGM.

Mr. Yu Lizhi

Mr. Yu Lizhi (余立志), aged 57, was appointed as a Director in October 2020 and was redesignated as an executive Director in May 2021. He is primarily responsible for overseeing the development of POS partners.

Mr. Yu has over 24 years of experience in the information technology industry. Prior to joining the Group, from May 2000 to October 2017, Mr. Yu worked at Chengdu Santai Electronic Industry Co., Ltd. (成都三泰電子實業股份有限公司, now known as Sichuan Development Lomon Co., Ltd. (四川發展龍蟒股份有限公司)), a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 002312), where he had served as the general manager of Shenzhen and Guangzhou branches of the company, a supervisor and a director of the company and various management positions within the group, where he was primarily responsible for managing financial IT self-service terminal system and the outsourcing of non-core banking services. He joined the Company in November 2017 as the vice president and the general manager of community development business department.

Mr. Yu obtained his associate degree in enterprise management from the Hunan University of Technology and Business (湖南工商大學, previously known as Hunan College of Business (湖南商學院)) in the PRC in June 1988. He obtained his master's degree in business administration from the Hong Kong Baptist University in November 2009.

As at the Latest Practicable Date, Mr. Yu had no interest in any Share.

Subject to the approval by the Shareholders of the appointment of Mr. Yu at the AGM, he will enter into a service contract with the Company for a term of service commencing on the date of passing of the relevant resolution at the AGM until the end of the term of the fourth session of the Board, and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles. Mr. Yu will be entitled to receive a director fee of RMB100,000 per annum. Mr. Yu's remuneration was determined with reference to his qualification, experience, level of responsibilities undertaken and prevailing market conditions, subject to the review by the Remuneration Committee from time to time.

Ms. Cui Yan

Ms. Cui Yan (崔艷), aged 42, was appointed as a Director in June 2017 and was redesignated as an executive Director in May 2021. She is primarily responsible for managing the operation of the Board.

Ms. Cui has over 18 years of experience in financial and accounting. Prior to joining the Group, from July 2006 to September 2011, Ms. Cui served as a certified public accountant and asset appraiser of Grant Thornton International Ltd., an accounting firm, where she was primarily responsible for auditing, capital verification and other related matters. She joined the Company in January 2011 as a financial director, and has been the secretary of the Board and one of the deputy general managers since February 2016.

Ms. Cui obtained her bachelor's degree in accounting from the China University of Petroleum, Beijing (中國石油大學(北京)), previously known as the University of

Petroleum, Beijing (石油大學(北京))) in the PRC in June 2003. She obtained her master's degree in enterprise management from the China University of Petroleum, Beijing in July 2006. Ms. Cui has been a member of the Beijing Institute of Certified Public Accountants since October 2006.

As at the Latest Practicable Date, Ms. Cui was interested in 3,000,000 H Shares, representing approximately 0.47% of the total number of issued H Shares. Ms. Cui was also interested in 4,700,000 Share Options granted by the Company, representing approximately 3.28% of the total number of issued Domestic Shares.

Subject to the approval by the Shareholders of the appointment of Ms. Cui at the AGM, she will enter into a service contract with the Company for a term of service commencing on the date of passing of the relevant resolution at the AGM until the end of the term of the fourth session of the Board, and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles. Ms. Cui will be entitled to receive a director fee of RMB100,000 per annum. Ms. Cui's remuneration was determined with reference to her qualification, experience, level of responsibilities undertaken and prevailing market conditions, subject to the review by the Remuneration Committee from time to time.

Mr. Chao Hua

Mr. Chao Hua (晁華), aged 45, was appointed as the deputy general manager of the Company in October 2021 and is proposed by the Board to be appointed as an executive Director. He is primarily responsible for formulating and implementing the information technology development strategy of the Company.

Mr. Chao has over 23 years of experience in information technology development. From July 2000 to August 2001, he worked as a CAM supervisor at Broad Technology (Guangzhou) Inc. (廣大(廣州)科技有限公司), a company engaged in software development, where he was primarily responsible for managing the computer aided manufacturing function of the company. From August 2001 to September 2015, he worked at Maoye International Holdings Limited, a company whose shares are listed on the Stock Exchange (stock code: 0848.HK), and its subsidiaries, where he was primarily responsible for the management and development of information technology system, with his last position as the general manager of information management center. From September 2015 to March 2016, he was the director of the information department of Heilongjiang Grand Shopping Center Co., Ltd. (黑龍江遠大購物中心有限公司), a company engaged in sales of daily necessities, where he was primarily responsible for the management and development of information technology system. From March 2016 to May 2017, he was the general manager of Shenzhen Lianhe Zhiyun Technology Co., Ltd. (深圳市聯合智雲科技有限公司), a company engaged in computer technology development, where he was primarily responsible for the daily management of the company. Mr. Chao joined the Group in May 2017 as the general manager of internet product development center at Shenzhen Youbaokesi Technology Co., Ltd. (深圳友寶科斯科技有限公司) ("**Shenzhen Youbaokesi**"), a wholly-owned subsidiary of the Company, and is currently the chief technology officer of Shenzhen Youbaokesi.

Mr. Chao obtained his bachelor's degree in machinery production and equipment from Tiangong University (天津工業大學) in the PRC in July 2000.

APPENDIX I BIOGRAPHICAL DETAILS OF PROPOSED DIRECTORS

As at the Latest Practicable Date, Mr. Chao held 500,000 shares of Shenzhen Youhui Investment Center (Limited Partnership) (深圳友匯投資中心(有限合夥)) (“**Shenzhen Youhui**”). As at the date of this announcement, Shenzhen Youhui, as an employee incentive platform of the Company established on June 29, 2016, held 5,438,106 Domestic Shares, representing approximately 0.72% of the total number of issued Shares.

Subject to the approval by the Shareholders of the appointment of Mr. Chao at the AGM, he will enter into a service contract with the Company for a term of service commencing on the date of passing of the relevant resolution at the AGM until the end of the term of the fourth session of the Board, and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles. Mr. Chao will be entitled to receive a director fee of RMB100,000 per annum. Mr. Chao’s remuneration was determined with reference to his qualification, experience, level of responsibilities undertaken and prevailing market conditions, subject to the review by the Remuneration Committee of the Board from time to time.

NON-EXECUTIVE DIRECTORS

Mr. Zhu Chao

Mr. Zhu Chao (朱超), aged 43, was appointed as a non-executive Director in May 2021. He is primarily responsible for providing advice and making recommendation to the Board.

Mr. Zhu has over 18 years of experience in investment and corporate development. From July 2006 to April 2014, he worked at the investment banking department of China International Capital Corporation Limited, a company whose shares are listed on the Stock Exchange (stock code: 3908.HK) and the Shanghai Stock Exchange (stock code: 601995), with his last position being an executive general manager. Since April 2014, he has been a senior director of Ant Group, where he was primarily responsible for managing the investment and corporate development department of the company.

Mr. Zhu has been a director of Youon Technology Co., Ltd., a company whose shares are listed on the Shanghai Stock Exchange (stock code: 603776), since October 2016, a director of Hundsun Technologies Inc., a company whose shares are listed on the Shanghai Stock Exchange (stock code: 600570), since April 2019, and a director of Meinian Onehealth Healthcare Holdings Co., Ltd. (美年大健康產業控股股份有限公司), a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 002044), since January 2022. From July 2018 to August 2021, he was a director of Jiangsu Hoperun Software Co., Ltd., a company whose shares are listed on the Shenzhen Stock Exchange (stock code: 300339). From August 2019 to June 2020, he was a director of 36Kr Holdings Inc., a company whose shares are listed on NASDAQ (ticker symbol: KRKR).

Mr. Zhu obtained his master's degree and bachelor's degree in global economics from Fudan University (復旦大學) in the PRC in June 2006 and July 2002, respectively.

As at the Latest Practicable Date, Mr. Zhu had no interest in any Share.

Subject to the approval by the Shareholders of the appointment of Mr. Zhu at the AGM, he will enter into a letter of appointment with the Company for a term of appointment commencing on the date of passing of the relevant resolution at the AGM until the end of the term of the fourth session of the Board, and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles. Reference is made to the announcement of the Company dated March 26, 2024. Mr. Zhu's remuneration was determined with reference to his qualification, experience, level of responsibilities undertaken and prevailing market conditions. After arm's length negotiation between Mr. Zhu and the Company, Mr. Zhu agreed not to receive any director fee.

Ms. An Yufang

Ms. An Yufang (安燵芳), aged 52, was appointed as a Director in October 2017 and was redesignated as a non-executive Director in May 2021. She is primarily responsible for providing advice and making recommendation to the Board.

Ms. An has over 14 years of experience in corporate management. From January 2008 to June 2013, she worked as a vice president of Beijing Taimei Activity Culture Communication Co., Ltd. (北京太美行動文化傳播有限公司), a company primarily engaged in organizing cultural exchange activities and corporate consulting. From August 2015 to June 2021, she worked as the vice chairman of the board of Shenzhen Congbi Qiushi Investment Management Co., Ltd. (深圳琮碧秋實投資管理有限公司), a company primarily engaged in investment management. Since July 2021, she has been the vice president of China Yintai Holding Co., Ltd. (中國銀泰投資有限公司), a company primarily engaged in asset management.

Ms. An obtained her bachelor's degree in accounting from Inner Mongolia University of Finance and Economics (內蒙古財經學院) in the PRC in July 1993.

As at the Latest Practicable Date, Ms. An had no interest in any Share.

Subject to the approval by the Shareholders of the appointment of Ms. An at the AGM, she will enter into a letter of appointment with the Company for a term of appointment commencing on the date of passing of the relevant resolution at the AGM until the end of the term of the fourth session of the Board, and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles. Ms. An will be entitled to receive a director fee of RMB100,000 per annum. Ms. An's remuneration was determined with reference to her qualification, experience, level of responsibilities undertaken and prevailing market conditions, subject to the review by the Remuneration Committee from time to time.

INDEPENDENT NON-EXECUTIVE DIRECTORS**Ms. Guo Wei**

Ms. Guo Wei (郭薏), aged 50, was appointed as an independent non-executive Director in May 2021. She is primarily responsible for providing independent advice and judgment to the Board.

Ms. Guo has over 26 years of experience in accounting, auditing and finance management. From June 1996 to February 2001, she was an auditor of Beijing Huasong Accountant Firm Co., Ltd. (北京市華頌會計師事務所有限公司), where she was primarily responsible for accounting audit. From January 2001 to December 2010 and March 2012 to November 2015, she worked as an auditing manager and senior auditing manager, respectively, of Grant Thornton International Ltd. (致同會計師事務所(特殊普通合夥)), formerly known as Jingdu Tianhua Accountant Firm (Special General Partnership) (京都天華會計師事務所(特殊普通合夥)), an accounting firm, where she was primarily responsible for auditing listed companies. She is currently the chief financial officer of Beijing Mygenostics Co., Ltd. (北京邁基諾基因科技股份有限公司), a company whose shares were formerly quoted on the NEEQ from December 2016 to July 2018 (stock code: 870103), which is engaged in research and development of capture DNA test, where she was primarily responsible for the accounting and finance management of the company.

Ms. Guo graduated from Central University of Finance and Economics (中央財經大學) in accounting in July 1996, and is currently a member of The Chinese Institute of Certified Public Accountants.

As at the Latest Practicable Date, Ms. Guo had no interest in any Share.

Subject to the approval by the Shareholders of the appointment of Ms. Guo at the AGM, she will enter into a letter of appointment with the Company for a term of appointment commencing on the date of passing of the relevant resolution at the AGM until the end of the term of the fourth session of the Board, and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles. Ms. Guo will be entitled to receive a director fee of RMB100,000 per annum. Ms. Guo's remuneration was determined with reference to her qualification, experience, level of responsibilities undertaken and prevailing market conditions, subject to the review by the Remuneration Committee from time to time.

Mr. Zhang Chen

Mr. Zhang Chen (張辰), aged 39, was appointed as an independent non-executive Director in May 2021. He is primarily responsible for providing independent advice and judgment to the Board.

Mr. Zhang Chen has over 10 years of experience in business management through the establishment and operation of his self-owned clinic, namely Zhang Chen Doctor Dental Clinic, since 2014. From June 2010 to 2014, he was a dental associate at Dental World Ltd.

Mr. Zhang Chen obtained his master's degree in dental surgery in periodontology from The University of Hong Kong in Hong Kong in November 2012. He has been a registered dentist in Hong Kong since August 2008. Mr. Zhang is also currently a chairman or member of various committees under the Hong Kong Dental Association.

As at the Latest Practicable Date, Mr. Zhang Chen had no interest in any Share.

Subject to the approval by the Shareholders of the appointment of Mr. Zhang Chen at the AGM, he will enter into a letter of appointment with the Company for a term of appointment commencing on the date of passing of the relevant resolution at the AGM until the end of the term of the fourth session of the Board, and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles. Mr. Zhang Chen will be entitled to receive a director fee of RMB100,000 per annum. Mr. Zhang Chen's remuneration was determined with reference to his qualification, experience, level of responsibilities undertaken and prevailing market conditions, subject to the review by the Remuneration Committee from time to time.

Mr. Zhang Changhao

Mr. Zhang Changhao (張長昊), aged 45, is proposed by the Board to be appointed as an independent non-executive Director. Mr. Zhang Changhao is responsible for providing independent advice and judgement to the Board.

Mr. Zhang Changhao has over 21 years of experience in technology industry. He has been the chairman of the board and general manager of Jiangsu Xinshiyun Technology Co., Ltd (江蘇新視雲科技股份有限公司, formerly known as Nanjing Xinshiyun Network Technology Co., Ltd. (南京新視雲網絡科技有限公司)) ("**Xinshiyun**"), where he is responsible for strategic planning, business operations and overall management of the company, since September 2011. In addition, he also served as an executive director in Xinshiyun from September 2011 to June 2016. From February 2007 to September 2011, he served as a research and development manager of Nanjing Tengshang Network Technology Co., Ltd. (南京騰商網絡科技有限公司). From March 2003 to February 2007, he served as a research and development manager of Nanjing Wangsu Technology Co., Ltd. (南京網速科技有限公司).

Mr. Zhang Changhao obtained his master's degree in electrical theory and new technologies from Southeast University (東南大學) in PRC in March 2003.

As at the Latest Practicable Date, Mr. Zhang Changhao had no interest in any Share.

Subject to the approval by the Shareholders of the appointment of Mr. Zhang Changhao at the AGM, he will enter into a letter of appointment with the Company for a term of appointment commencing on the date of passing of the relevant resolution at the AGM until the end of the term of the fourth session of the Board, and will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles. Mr. Zhang Changhao will be entitled to receive a director fee of RMB100,000 per annum. Mr. Zhang Changhao's remuneration was determined with reference to his qualification, experience, level of responsibilities undertaken and prevailing market conditions, subject to the review by the Remuneration Committee from time to time.

INDEPENDENCE CONFIRMATION

Each of Ms. Guo, Mr. Zhang Chen and Mr. Zhang Changhao has confirmed (i) his/her independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) that he/she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) that there are no other factors that may affect their respective independence as at the Latest Practicable Date.

OTHER MATTERS

For other details concerning the positions held by Mr. Wang, Ms. Cui, Mr. Zhu and Ms. An in companies, which were either incorporated in Hong Kong or established in the PRC prior to their deregistration, to be disclosed under Rule 13.51(2) of the Listing Rules, please refer to the section headed “Directors, Supervisors and Senior Management” of the prospectus of the Company dated October 24, 2023.

Save as disclosed, none of Mr. Wang, Mr. Yu, Ms. Cui, Mr. Chao, Mr. Zhu, Ms. An, Ms. Guo, Mr. Zhang Chen and Mr. Zhang Changhao (i) have held any other directorship in any public company the securities of which are listed on any securities market in the Hong Kong or overseas during the last three years preceding the date of this announcement, or any other major appointment and/or professional qualification; (ii) have any relationship with any Director, Supervisor or senior management of the Company or substantial or the single largest group of Shareholder; (iii) has any other position in any member of the Group; or (iv) have any other interest in Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The appointment of each of Mr. Wang, Mr. Yu, Ms. Cui, Mr. Chao, Mr. Zhu, Ms. An, Ms. Guo, Mr. Zhang Chen and Mr. Zhang Changhao was recommended by the nomination committee of the Board after taking into account their respective previous work experience and their expected devotion to the Company in terms of time and effort. Taking into consideration of the diversity perspectives (including but not limited to gender, age, cultural and educational background, professional experience, length of service, skills and knowledge), the Board is satisfied that each of them is of such character, integrity and experience which commensurate with the office of a Director.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders and the Stock Exchange.

Ms. Qin Yi

Ms. Qin Yi (秦禕), aged 53, was appointed as the chairman of our Supervisory Committee in May 2021. She is primarily responsible for supervising the performance of our Board and members of the senior management in performing their duties to the Company. Ms. Qin has over 30 years of experience in corporate management and enterprise investment. From July 1992 to February 1994, Ms. Qin worked as a reporter, editor and host of Wuxi Radio and TV Station (無錫廣播電視局). From March 1994 to November 1998, Ms. Qin worked at Shenzhen Yitong Industrial Co. Ltd. (深圳億通實業有限公司), a company primarily engaged in telecommunication value-added service, with her last position being the general manager of business department, primarily responsible for the telecommunication value-added services and product technical operation of the company. From December 1998 to September 2001, Ms. Qin worked as the general manager of business department of Guangdong 95ArtHome Information Tech. Co., Ltd (廣東鴻聯九五信息產業有限公司), a company primarily engaged in telecommunication value-added service, where she was primarily responsible for the development of product technology of internet business and market operation of the company. From October 2001 to December 2006, Ms. Qin worked as a director and the general manager of Shenzhen Xintong Bada Network Technology Co., Ltd (深圳信通八達網絡科技有限公司, previously known as Shenzhen Honglian High-tech Technology Co., Ltd (深圳鴻聯高科技有限公司)), a company primarily engaged in internet services, where she was primarily responsible for the business development and merger and acquisition of the company. From June 2007 to October 2014, Ms. Qin worked at Rock Mobile Group, a company primarily engaged in mobile internet service, with her last position being the executive president, primarily responsible for the overall business operation, investment, merger and acquisition and capital operation of the company. Since December 2015, Ms. Qin has been a partner of Guojin Capital, a company primarily engaged in private equity investment.

Ms. Qin obtained her master's degree in business administration from the City University of Hong Kong in Hong Kong in November 2003.

Mr. Huang Ronghui

Mr. Huang Ronghui (黃榮輝), aged 54, was appointed as our Supervisor in September 2015. He is primarily responsible for supervising the performance of our Board and members of the senior management in performing their duties to the Company. Mr. Huang has over 20 years of experience in machinery rental and operation. Prior to joining our Group, from August 1995 to May 1998, Mr. Huang worked at the office of academic affairs of Liaoning University of Traditional Chinese Medicine (遼寧中醫藥大學, previously known as Liaoning College of Traditional Chinese Medicine (遼寧中醫學院)). From March 2004 to June 2009, Mr. Huang served as the general manager at Shanghai Miyuan Beverage Co. Ltd. (上海米源飲料有限公司), a company primarily engaged in operating vending machine, where he was primarily responsible for formulating business strategy and overseeing the overall operation of the company. From June 2009 to June 2010, Mr. Huang worked as the general manager at Shanghai Jinheyuan Equipment Rental Co., Ltd (上海金和源設備租賃有限公司), a company primarily engaged in construction machinery rental, where he was primarily responsible for formulating business strategy

and overseeing the overall operation of the company. From July 2010 to September 2011, Mr. Huang worked as the general manager of the operation management department of Dingding Technology Development Co., Ltd (頂頂科技發展有限公司), a company primarily engaged in operating vending machine, where he was primarily responsible for formulating business strategy and overseeing the overall operation of the company. He joined our Group in October 2011 and has successively served as the general manager of operation management department, the director of product department and is currently the principal of our management office.

Mr. Huang obtained his master's degree in acupuncture from Liaoning University of Traditional Chinese Medicine (遼寧中醫藥大學, previously known as Liaoning College of Traditional Chinese Medicine (遼寧中醫學院)) in the PRC in July 1995.

Mr. Qi Rupeng

Mr. Qi Rupeng (戚汝鵬), aged 43, was appointed as our employee representative Supervisor in April 2020. He is primarily responsible for supervising the performance of our Board and members of the senior management in performing their duties to the Company. Mr. Qi has over 17 years of experience in software development. Prior to joining our Group, from July 2004 to September 2005, he was a java software engineer of AISINO CO. LTD. (航天信息股份有限公司), a company whose shares are listed on the Shanghai Stock Exchange (stock code: 600271), where he was responsible for the research and development of the MES system module. He became a senior software engineer of Access (Beijing) Co., Ltd. (愛可信(北京)技術有限公司), a company primarily engaged in the design, development and production of internet and telecommunication software, where he was responsible for the research and development of mobile music playing platform, from January 2007 to January 2009. Mr. Qi then worked as the director of technology of Link Motion (Beijing) Technology Co., Ltd. (凌動智行(北京)科技有限公司, formerly known as Wangqin (Beijing) Technology Co., Ltd. (網秦(北京)科技有限公司)), a company primarily engaged in research and development of computer software, where he was responsible for research and development of the cloud platform of the company, from January 2009 to April 2013. Mr. Qi joined our Group in May 2013 as the director of research and development, responsible for research and development and the technological support of our retail platforms.

Mr. Qi obtained his bachelor's degree in computer software engineering from Tsinghua University (清華大學) in the PRC in July 2004.

OTHER MATTERS

Subject to approval from the Shareholders at the AGM, the appointment of Ms. Qin and Mr. Huang as Supervisors will each be for a term of three years until the expiration of the fourth session of the Supervisory Committee, in accordance with the Company Law and the Articles. Subject to approval at the meeting of the employees of the Group, the appointment of Mr. Qi as an employee representative Supervisor will be for a term of three years until the expiration of the fourth session of the Supervisory Committee. Each of Ms. Qin, Mr. Huang and Mr. Qi will be entitled to a remuneration of RMB50,000 per annum with respect to their office as Supervisors.

APPENDIX II BIOGRAPHICAL DETAILS OF PROPOSED SUPERVISORS

Save as disclosed above, as at the Latest Practicable Date, each of Ms. Qin, Mr. Huang and Mr. Qi confirmed that (i) he/she does not have any relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company; (ii) he/she does not hold any other position in the Company or any of its subsidiaries; (iii) he/she has not held any directorships in any public companies the securities of which are listed on the Stock Exchange or overseas in the past three years; (iv) he/she does not have interest in any Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (v) there are no matters relating to their proposed appointment that need to be brought to the attention of the Shareholders or the Stock Exchange; and (vi) there is no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.



Beijing UBOX Online Technology Corp.
北京友寶在線科技股份有限公司

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

(Stock Code: 2429)

Notice is hereby given that the annual general meeting (the “**Annual General Meeting**”) of Beijing UBOX Online Technology Corp. (the “**Company**”) will be held at Conference Room 401, 4th Floor, Tower A, Tagen Knowledge & Innovation Centre, West Second Shenyun Road, Nanshan District, Shenzhen, PRC on Tuesday, May 21, 2024 at 2:00 p.m. for the purposes of considering and, if thought fit, passing the following resolutions. Unless otherwise indicated, capitalized terms used herein shall have the same meaning as those defined in the circular dated April 30, 2024 issued by the Company (the “**Circular**”):

ORDINARY RESOLUTIONS

1. To consider and if thought fit, approve the annual report of the Company for the year ended December 31, 2023.
2. To consider and if thought fit, approve the work report of the board (the “**Board**”) of directors of the Company (the “**Director(s)**”) for the year ended December 31, 2023.
3. To consider and if thought fit, approve the work report of the supervisory committee of the Board (the “**Supervisory Committee**”) for the year ended December 31, 2023.
4. To consider and if thought fit, approve the profit distribution plan of the Company for the year ended December 31, 2023.
5. To consider and if thought fit, approve the consolidated financial statements of the Company and its subsidiaries and the report of the auditor of the Company for the year ended December 31, 2023.
6. To consider and if thought fit, approve the financial budgets of the Company for the year ended December 31, 2024.
7. To consider and if thought fit, approve the re-election of the retiring Directors:
 - (a) to re-elect Mr. Wang Bin as an executive Director;
 - (b) to re-elect Mr. Yu Lizhi as an executive Director;
 - (c) to re-elect Ms. Cui Yan as an executive Director;

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- (d) to re-elect Mr. Zhu Chao as a non-executive Director;
 - (e) to re-elect Ms. An Yufang as a non-executive Director;
 - (f) to re-elect Ms. Guo Wei as an independent non-executive Director;
 - (g) to re-elect Mr. Zhang Chen as an independent non-executive Director.
8. To consider and approve the appointment of Directors:
- (a) to appoint Mr. Chao Hua as an executive Director;
 - (b) to appoint Mr. Zhang Changhao as an independent non-executive Director.
9. To consider and if thought fit, approve the remuneration plan of the Directors.
10. To consider and if thought fit, approve the re-election of supervisors (the “**Supervisor(s)**”) of Supervisory Committee:
- (a) to re-elect Ms. Qin Yi as a Supervisor;
 - (b) to re-elect Mr. Huang Ronghui as a Supervisor.
11. To consider and if thought fit, approve the remuneration plan of the Supervisors.
12. To consider and if thought fit, approve the re-appointment of PricewaterhouseCoopers as the auditors of the Company until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix their remuneration.

SPECIAL RESOLUTION

13. To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

“**THAT:**

- (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 allot, issue and deal with additional shares in the capital of the Company (“**Shares**”), to sell or transfer treasury Shares and to make or grant offers, agreements and options which might require the

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exercise of such powers during or after the end of the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations;

- (b) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted and the number of treasury Shares to be sold or transferred by the directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:
 - (i) a Rights Issue (as defined below);
 - (ii) the exercise of options under a share option scheme of the Company; and
 - (iii) any scrip dividend scheme or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company,

shall not exceed 20% of the total number of issued Shares of the Company (excluding treasury Shares) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of shares of the Company after 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) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and
- (iii) the date on which the authority set out in this resolution is revoked or varied by a special resolution of the shareholders in general meeting.

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“**Rights Issue**” means an offer of shares open for a period fixed by the directors to holders of Shares or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange).”

For and on behalf of the Board
Beijing UBOX Online Technology Corp.
Wang Bin
Chairman and Executive Director

Beijing, April 30, 2024

Notes:

1. All resolutions at the meeting will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited and the Company in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy/more than one proxy to attend and on a poll, vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company’s H share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 24 hours before the time appointed for the meeting (i.e. not later than 2:00 p.m. on Monday, May 20, 2024) or the adjourned meeting (as the case may be). Completion and return of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
4. For determining the entitlement to attend and vote at the meeting, the register of members of the Company will be closed from Wednesday, May 1, 2024 to Tuesday, May 21, 2024, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Annual General Meeting, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s H share registrar in Hong Kong, Tricor Investor Services Limited, at Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Tuesday, April 30, 2024.
5. Holders of Shares shall produce their identity documents and supporting documents in respect of the shares of the Company held when attending the Annual General Meeting. If corporate Shareholders appoints authorized representative to attend the Annual General Meeting, the authorized representative shall produce his/her identity documents and a notarially certified copy of the relevant authorization instrument signed by the board of directors or other authorized parties of the corporate Shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents and the proxy forms signed by the Shareholders or their attorneys when attending the Annual General Meeting.
6. References to time and dates in this notice are to Hong Kong time and dates.