
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, a licensed securities dealer or other registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Neusoft Education Technology Co. Limited (the “Company”), you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker, licensed securities dealer, registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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

Neuedu
東軟教育科技有限公司
Neusoft Education Technology Co. Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 9616)

PROPOSALS FOR
(1) PROPOSED CHANGE OF COMPANY NAME;
(2) PROPOSED ADOPTION OF THE THIRD MEMORANDUM AND
ARTICLES OF ASSOCIATION;
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING

A notice convening the EGM of the Company to be held at No. 66 North Section, Shu Ma Road Ganjingzi District, Dalian, Liaoning, China on Wednesday, 4 December 2024 at 10 a.m. is set out on pages 12 to 14 of this circular.

A form of proxy for use at the EGM is enclosed with this circular. Such form of proxy is also published on the website of the Stock Exchange (www.hkexnews.hk) and the Company (<http://www.neuedu.com>). Whether or not you are able to attend the meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return the same to the branch share registrar of the Company 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 48 hours before the time appointed for holding of the EGM (i.e. before 10 a.m. on Monday, 2 December 2024) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM and any adjournment thereof should you so wish.

14 November 2024

CONTENTS

	<i>Page</i>
Definitions	1
Letter from the Board	
Introduction	4
Proposed Change of Company Name	4
Proposed Adoption of the Third Memorandum and Articles of Association .	6
Closure of Register of Members	7
Extraordinary General Meeting and Proxy Arrangement	7
Recommendation	8
Responsibility Statement	9
General	9
Miscellaneous	9
Appendix I – Details of the Proposed Amendments to the Existing Memorandum and Articles of Association	10
Notice of Extraordinary General Meeting	12

DEFINITIONS

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

“Board”	the board of Directors
“Company”	Neusoft Education Technology Co. Limited (東軟教育科技有限公司), a company incorporated in the Cayman Islands on 20 August 2018 as an exempted company with limited liability, whose shares are listed on the main board of the Stock Exchange (stock code: 9616)
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be held at No. 66 North Section, Shu Ma Road, Dalian, Liaoning, China on Wednesday, 4 December 2024 at 10 a.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the extraordinary general meeting set out on pages 12 to 14 of this circular or any adjournment thereof
“Existing Memorandum and Articles of Association”	the second amended and restated memorandum and articles of association of the Company currently in force as adopted and effective on 30 May 2023
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China
“Proposed Change of Company Name”	the proposed change of the English name of the Company from “Neusoft Education Technology Co. Limited” to “Neutech Group Limited” and the change of the Chinese dual foreign name of the Company from “東軟教育科技有限公司” to “東軟睿新科技集團有限公司”

DEFINITIONS

“Share(s)”	the ordinary share(s) of HK\$0.0002 each in the share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Third Memorandum and Articles of Association”	the third amended and restated memorandum and articles of association of the Company incorporating the changes set out in Appendix I to this circular proposed to be approved by the Shareholders at the EGM
“%”	per cent

In this circular, the terms “subsidiary” shall have the meaning given to such terms in the Listing Rules, unless the context otherwise requires.

Neuedu

東軟教育科技有限公司

Neusoft Education Technology Co. Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9616)

Chairperson and Non-executive Director:

Dr. LIU Jiren

Executive Director:

Dr. WEN Tao

Non-executive Directors (aside from our chairperson):

Mr. RONG Xinjie

Dr. ZHANG Xia

Dr. ZHANG Yinghui

Mr. SUN Yinhuan

Registered office:

89 Nexus Way

Camana Bay

Grand Cayman, KY1-9009

Cayman Islands

Principal Place of Business

in Hong Kong:

Suite 903, 9th Floor, Great Eagle Center

No. 23 Harbour Road

Wanchai, Hong Kong

Independent non-executive Directors:

Dr. LIU Shulian

Dr. QU Daokui

Dr. WANG Weiping

LETTER FROM THE BOARD

14 November 2024

To the Shareholders

Dear Sir/Madam,

**PROPOSALS FOR
(1) PROPOSED CHANGE OF COMPANY NAME;
(2) PROPOSED ADOPTION OF THE THIRD MEMORANDUM AND
ARTICLES OF ASSOCIATION;
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

Reference is made to the announcement of the Company dated 14 November 2024 regarding the Proposed Change of Company Name and proposed adoption of the Third Memorandum and Articles of Association.

The purpose of this circular is to give you with information in respect of the resolutions to be proposed at the EGM including, among other matters, (i) Proposed Change of Company Name; and (ii) proposed adoption of the Third Memorandum and Articles of Association and to give you notice of the EGM at which resolutions will be proposed for the Shareholders to consider and, if thought fit, approve the aforesaid matter.

A notice convening the EGM is set out on pages 12 to 14 of this circular.

2. PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from “Neusoft Education Technology Co. Limited” to “Neutech Group Limited” and change the Chinese dual foreign name of the Company from “東軟教育科技有限公司” to “東軟睿新科技集團有限公司”.

Conditions of the Proposed Change of Company Name

The Proposed Change of Company Name is subject to the following conditions:

- (i) the passing of a special resolution by the Shareholders at the EGM to approve the Proposed Change of Company Name; and
- (ii) the Registrar of Companies in the Cayman Islands to approve the Proposed Change of Company Name.

LETTER FROM THE BOARD

Subject to the satisfaction of the conditions set out above, the Proposed Change of Company Name will take effect on the date that the Registrar of Companies in the Cayman Islands will enter the new English name and Chinese dual foreign name of the Company on the register maintained to replace the previous name and issue a certificate of incorporation on change of name. The Company will carry out the necessary registration and/or filing procedures with the Registrar of Companies in the Cayman and the Companies Registry in Hong Kong thereafter.

Reasons for the Proposed Change of Company Name

The main reason for the Proposed Change of Company Name is to better reflect the Company's transformation and upgrade in its development strategy. With the acceleration of ageing in Chinese society, the market potential for elderly education and wellness services is enormous. In 2024, in response to changes in the socio-economic situation and demographic structure, the Group has strategically expanded into the healthcare and wellness and elderly education services, building upon the existing "one fundamental business with two strategic businesses" education business system. Leveraging our innovative research and development capabilities in "education + technology + healthcare and wellness", we have created a new business ecosystem featuring integrated "education-healthcare-wellness" development.

The Group principally operates two types of business segments: (i) education business; and (ii) elderly education and healthcare and wellness business, among which, the education business segment primarily covers three types of business: (i) full-time formal higher education services; (ii) education resources; and (iii) continuing education services; the elderly education and healthcare and wellness business segment primarily covers four types of business: (i) elderly education services; (ii) healthcare and wellness and senior care technology; (iii) healthcare services; and (iv) wellness services.

The Group is committed to building an integrated service system of education, healthcare and wellness with technological innovation as the core driving force, intelligent platforms as the foundational support, and diversified services as the overall enabler, in order to cater to the society's increasing demand for high-quality education and healthcare and wellness services. In the future, the Group plans to harness technological innovation as its driving force to actively advance the integrated "education-healthcare-wellness" strategy. By deeply integrating education resources, healthcare services, and wellness business, and leveraging advanced technologies such as big data, artificial intelligence, and the internet of things, the Group aims to develop and optimise platform services and technological products covering multiple areas within the "education-healthcare-wellness" sector, thereby creating a novel ecosystem for education, healthcare and wellness, and technological services.

Therefore, the Board believes that the Proposed Change of Company Name will better reflect the Group's current business operations and development

LETTER FROM THE BOARD

strategy. The new name will establish a more suitable corporate image and identity for the Company, which is beneficial to the Company's business development and are thus in the best interest of the Company and the Shareholders as a whole.

Effects of the Proposed Change of Company Name

The Proposed Change of Company Name will not affect any rights of the Shareholders or the Company's daily operations or its financial condition.

All existing issued Shares of the Company bearing present name of the Company will continue to be effective and valid evidence of legal title to the Shares of the Company upon the effectiveness of the Proposed Change of Company Name, and will continue to be valid for trading, settlement, registration, and delivery purposes. Accordingly, there will not be any arrangement of the Company for free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company due to the Proposed Change of Company Name. Upon the effectiveness of the Proposed Change of Company Name, all newly issued shares of the Company will be issued under the Company's new English name and new Chinese dual foreign name.

In addition, subject to the confirmation by the Stock Exchange, the new English and Chinese stock short names of the Company for the Shares trading in the securities on the Stock Exchange will also be changed upon the effectiveness of the Proposed Change of Company Name.

The Company will issue separate announcements in due course regarding the voting results of the EGM, the effective dates of the Proposed Change of Company Name, the new English and Chinese stock short names of the Company for the Shares trading in the securities on the Stock Exchange, and other related changes.

3. PROPOSED ADOPTION OF THE THIRD MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board further proposes to amend the Existing Memorandum and Articles of Association to reflect the Proposed Change of Company Name (the "**Proposed Amendments**"). Accordingly, the Board proposes to put forward a special resolution at the EGM for the Shareholders' approval to adopt the Third Memorandum and Articles of Association, which will replace and exclude the Existing Memorandum and Articles of Association. The Third Memorandum and Articles of Association will take effect upon the passing of a special resolution approving the adoption of the Third Memorandum and Articles by the Shareholders at the EGM.

Details of the Proposed Amendments are set out in Appendix I to this circular.

The Company has been advised by its legal advisers that the Proposed Amendments are not inconsistent with the requirements of the Listing Rules and do not violate the laws of the Cayman Islands, respectively. The Company confirms that there is nothing unusual in the Proposed Amendments from the perspective of a Cayman Islands company listed on the Stock Exchange.

LETTER FROM THE BOARD

4. CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Friday, 29 November 2024 to Wednesday, 4 December 2024 (both days inclusive), for the purpose of determining the entitlement to attend and vote at the EGM scheduled to be held on Wednesday, 4 December 2024. The record date will be Wednesday, 4 December 2024. In order to be eligible to attend and vote at the EGM, all transfer forms accompanied by the relevant share certificates must be lodged with 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, not later than 4:30 p.m. on Thursday, 28 November 2024.

5. EXTRAORDINARY GENERAL MEETING AND PROXY ARRANGEMENT

Set out on pages 12 to 14 of this circular is a notice convening the EGM at which, inter alia, special resolutions will be proposed to Shareholders to consider and approve, among other matters, (i) Proposed Change of Company Name; and (ii) proposed adoption of the Third Memorandum and Articles of Association.

Enclosed with this circular is a form of proxy for use at the EGM. Whether or not you are able to attend the meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return the same to the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding of the EGM (i.e. before 10 a.m. on Monday, 2 December 2024) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM and any adjournment thereof should you so wish. In the event that a Shareholder having lodged a form of proxy attends the EGM, his form of proxy will be deemed to have been revoked.

Pursuant to the Listing Rules and the Existing Memorandum and Articles of Association, all the resolutions set out in the notice of the EGM will be decided 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. The chairman will explain the detailed procedures for conducting a poll at the commencement of the EGM.

On a poll, every Shareholder present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy will have one vote for every fully paid Share held. A Shareholder present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy who is entitled to more than one vote need not use all his/her/its votes or cast all his/her/its votes in the same way.

LETTER FROM THE BOARD

To promote better engagement with and maximise participation by Shareholders to join in EGM, Shareholders may view and participate in the EGM through the VooV on a computer, tablet or any browser enabled device. You will be able to access the VooV at the start of the EGM until its conclusion. No electronic voting system will be provided. For the avoidance of doubt, presence through the VooV will not be counted as quorum or attendance of the EGM, and will not revoke any proxy instrument delivered to the Company by the same Shareholder.

Shareholders who would like to view and participate to the EGM through a live webcast will need to register by sending an email to our branch share registrar in Hong Kong, Tricor Investor Services Limited at is-enquiries@vistra.com or via telephone hotline at (852) 2980 1333 during business hours (9:00 a.m. to 5:00 p.m., Monday to Friday, excluding Hong Kong Public Holidays) no later than 10:00 a.m. on 2 December 2024 (being not less than 48 hours before the time appointed for holding the EGM) to enable the Company to verify the Shareholders' status.

Authenticated Shareholders will receive an email confirmation on or before 3 December 2024, which contains a link to join the EGM via the VooV. Shareholders MUST NOT disclose the link to anyone else. Neither the Company nor its agents assume any obligation or liability whatsoever in connection with the transmission of the link or any use of the link or otherwise.

Non-registered shareholders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited (collectively the "Intermediary") may also be able to view and participate to the EGM via the VooV. In this regard, they should (1) contact and instruct their Intermediary to appoint themselves as proxy or corporate representative to view and participate to the EGM; and (2) provide their email address to their Intermediary before the time limit required by the relevant Intermediary.

The form of proxy has been dispatched to Shareholders and is available to download on the Company's website (<http://www.neuedu.com>) or HKExnews' website (www.hkexnews.hk).

After the conclusion of the EGM, the poll results will be published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (<http://www.neuedu.com>).

6. RECOMMENDATION

The Directors consider that (i) the Proposed Change of Company Name; and (ii) the proposed adoption of the Third Memorandum and Articles of Association are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that the Shareholders to vote in favor of all the resolutions proposed at the EGM.

LETTER FROM THE BOARD

7. 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.

8. GENERAL

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

9. MISCELLANEOUS

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully
By order of the Board
Neusoft Education Technology Co. Limited
Dr. LIU Jiren
Chairperson and non-executive Director

**APPENDIX I DETAILS OF THE PROPOSED AMENDMENTS TO THE EXISTING
MEMORANDUM AND ARTICLES OF ASSOCIATION**

The details of the Proposed Amendments to the Existing Memorandum and Articles of Association are set out below:

Currently in force	Proposed to be amended as
Cover	
<p align="center">SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION</p> <p>Neusoft Education Technology Co. Limited 東軟教育科技有限公司</p> <p>(adopted by a Special Resolution passed at a general meeting of the shareholders of the Company held on 30th May, 2023 and effective on 30th May, 2023)</p>	<p align="center">SECOND <u>THIRD</u> AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION</p> <p>Neusoft Education Technology Co. Limited 東軟教育科技有限公司 <u>Neutech Group Limited</u> <u>東軟睿新科技集團有限公司</u></p> <p>(adopted by a Special Resolution passed at a general meeting of the shareholders of the Company held on 30th May, 2023 <u>4 December 2024</u> and effective on 30th May, 2023 <u>4 December 2024</u>)</p>
Memorandum of Association	
<p>THE COMPANIES ACT (AS REVISED) EXEMPTED COMPANY LIMITED BY SHARES</p> <p>SECOND AMENDED AND RESTATED MEMORANDUM OF ASSOCIATION OF</p> <p>Neusoft Education Technology Co. Limited 東軟教育科技有限公司 (Company)</p> <p>(adopted by a Special Resolution passed at a general meeting of the shareholders of the Company held on 30th May, 2023 and effective on 30th May, 2023)</p>	<p>THE COMPANIES ACT (AS REVISED) EXEMPTED COMPANY LIMITED BY SHARES</p> <p>SECOND <u>THIRD</u> AMENDED AND RESTATED MEMORANDUM OF ASSOCIATION OF</p> <p>Neusoft Education Technology Co. Limited <u>Neutech Group Limited</u> <u>東軟教育科技有限公司</u> <u>東軟睿新科技集團有限公司</u> (Company)</p> <p>(adopted by a Special Resolution passed at a general meeting of the shareholders of the Company held on 30th May, 2023 <u>4 December 2024</u> and effective on 30th May, 2023 <u>4 December 2024</u>)</p>
<p>1. The name of the Company is Neusoft Education Technology Co. Limited 東軟教育科技有限公司.</p>	<p>1. The name of the Company is Neusoft Education Technology Co. Limited <u>Neutech Group Limited</u> 東軟睿新科技集團有限公司.</p>

**APPENDIX I DETAILS OF THE PROPOSED AMENDMENTS TO THE EXISTING
MEMORANDUM AND ARTICLES OF ASSOCIATION**

Currently in force	Proposed to be amended as
Articles of Association	
<p style="text-align: center;">THE COMPANIES ACT (AS REVISED) EXEMPTED COMPANY LIMITED BY SHARES SECOND AMENDED AND RESTATED ARTICLES OF ASSOCIATION OF Neusoft Education Technology Co. Limited 東軟教育科技有限公司 (Company)</p> <p>(adopted by a Special Resolution passed at a general meeting of the shareholders of the Company held on 30th May, 2023 and effective on 30th May, 2023)</p>	<p style="text-align: center;">THE COMPANIES ACT (AS REVISED) EXEMPTED COMPANY LIMITED BY SHARES SECOND<u>THIRD</u> AMENDED AND RESTATED ARTICLES OF ASSOCIATION OF Neusoft Education Technology Co. Limited <u>Neutech Group Limited</u> <u>東軟教育科技有限公司</u> <u>東軟睿新科技集團有限公司</u> (Company)</p> <p>(adopted by a Special Resolution passed at a general meeting of the shareholders of the Company held on 30th May, 2023 <u>4 December</u> <u>2024</u> and effective on 30th May, 2023 <u>4 December 2024</u>)</p>

NOTICE OF EXTRAORDINARY GENERAL MEETING

Neuedu

東軟教育科技有限公司

Neusoft Education Technology Co. Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9616)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the “EGM”) of Neusoft Education Technology Co. Limited (the “Company”) will be held at No. 66 North Section, Shu Ma Road, Gan Jing Zi District, Dalian, Liaoning, China on Wednesday, 4 December 2024 at 10 a.m. for the following purposes:

SPECIAL RESOLUTIONS

To consider and if thought fit, pass the following resolutions (with or without modification) as special resolutions of the Company:

1. **THAT** subject to the approval by the Registrar of Companies of the Cayman Islands, the English name of the Company be changed from “Neusoft Education Technology Co. Limited” to “Neutech Group Limited”, and the Chinese dual foreign name be changed from “東軟教育科技有限公司” to “東軟睿新科技集團有限公司” (the “**Proposed Change of Company Name**”); and **THAT** any director of the Company (the “**Director**”) or the company secretary of the Company (the “**Company Secretary**”) be and is hereby authorized to take all actions and make all arrangements in connection with or to give effect to the Proposed Change of Company Name as he/she consider necessary, desirable or expedient, and to execute all relevant documents (including affixing the seal, if applicable), and to make and file any necessary registrations and/or filings for and on behalf of the Company.
2. **THAT** the proposed amendments to the existing second amended and restated memorandum and articles of association (the “**Existing Memorandum and Articles of Association**”) as set out in Appendix I to the circular of the Company dated 14 November 2024 (the “**Circular**”), be and are hereby approved and the Company’s third amended and restated memorandum and articles of association (the “**Third Memorandum and Articles of Association**”), which consolidated all of the proposed amendments mentioned in the Circular, be and are hereby adopted in substitution for and to the exclusion of the Existing Memorandum and Articles of Association of association of the Company; and **THAT** any Director or the Company Secretary be and is hereby authorized to make all arrangements necessary to effect and record the adoption of the Third

NOTICE OF EXTRAORDINARY GENERAL MEETING

Memorandum and Articles of Association, and to make and file any necessary registrations and/or filings for and on behalf of the Company.

Yours faithfully
By order of the Board
Neusoft Education Technology Co. Limited
Dr. LIU Jiren
Chairperson and non-executive Director

Hong Kong, 14 November 2024

Registered office:

89 Nexus Way
Camana Bay
Grand Cayman, KY1-9009
Cayman Islands

Principal Place of Business

in Hong Kong:
Suite 903, 9th Floor, Great Eagle Center
No. 23 Harbour Road
Wanchai, Hong Kong

Notes:

1. The resolution at the EGM (except those relate to the procedural or administrative matters, which should be taken by a show of hands as the chairman of the EGM may decide, in good faith) will be taken by a poll pursuant to the Listing Rules and the results of the poll will be published on the websites of Stock Exchange 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 one or more proxies to attend and vote on his behalf provided that each proxy is appointed to represent the respective number of shares held by him as specified in the relevant proxy form. A proxy need not to be a shareholder of the Company.
3. In order to be valid, a form of proxy must be deposited at 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 together with the power of attorney or other authority (if any) under which it is signed (or a certified copy thereof) not less than 48 hours before the time appointed for the holding of the above meeting (i.e. before 10 a.m. on Monday, 2 December 2024 or not less than 48 hours before the time appointed for the holding of any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending and voting in person if he is subsequently able to be present and in such event the form of proxy shall be deemed revoked.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing or, if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney or other person duly authorized.
5. The form of proxy must be signed by the appointor or by his attorney authorized in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorized to sign the same.
6. Where there are joint registered holders of any Share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such Share as if he were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such Share shall alone be entitled to vote in respect thereof.

NOTICE OF EXTRAORDINARY GENERAL MEETING

7. For the purposes of holding the EGM, the register of members of the Company will be closed from Friday, 29 November 2024 to Wednesday, 4 December 2024 (both days inclusive), for the purpose of determining the entitlement to attend and vote at the EGM scheduled to be held on Wednesday, 4 December 2024. The record date will be Wednesday, 4 December 2024. In order to be eligible to attend and vote at the EGM, all transfer forms accompanied by the relevant share certificates must be lodged with 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, not later than 4:30 p.m. on Thursday, 28 November 2024.
8. References to time and dates of this notice are to Hong Kong time and dates.

As at the date of this notice, the Board comprises Dr. LIU Jiren as Chairperson and non-executive Director; Dr. WEN Tao as executive Director; Mr. RONG Xinjie, Dr. ZHANG Xia, Dr. ZHANG Yinghui and Mr. SUN Yinhuan as non-executive Directors (aside from our Chairperson); and Dr. LIU Shulian, Dr. QU Daokui and Dr. WANG Weiping as independent non-executive Directors.