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**SHENZHEN ZHAOWEI MACHINERY & ELECTRONICS CO., LTD.**  
**深圳市兆威機電股份有限公司**

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

**(Stock Code: 2692)**

**NOTICE OF 2025 ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**AGM**”) of Shenzhen Zhaowei Machinery & Electronics Co., Ltd. (the “**Company**”) will be convened at Conference Room 1, Office Building, No. 62 Yanhu Road, Yanchuan Community, Yanluo Subdistrict, Bao’an District, Shenzhen, Guangdong Province, the PRC at 2:30 p.m. on Friday, May 22, 2026, for the purpose of considering and, if thought fit, approving the following resolutions. In this notice, unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated April 27, 2026 (the “**Circular**”).

**ORDINARY RESOLUTIONS**

1. To consider and approve 2025 Annual Report and its Summary
2. To consider and approve Report of the Board of Directors for the Year 2025
3. To consider and approve Profit Distribution Proposal for the Year 2025
4. To consider and approve Performance Assessment of Directors and Senior Management for the Year 2025 and Their Remuneration Plan for the Year 2026
5. Formulation of Remuneration Management System for Directors and Senior Management
6. Proposal for the Re-Appointment of the Accounting Firm for the Year 2026

**SPECIAL RESOLUTIONS**

7. To consider and approve Repurchase and Cancellation of Certain Restricted Shares and Cancellation of Certain Share Options

8. To consider and approve Change of Registered Capital and Amendments to the Articles of Association
9. To consider and approve Grant of General Mandate to the Board of Directors to Repurchase H Shares of the Company

The details of the above resolutions to be proposed at the AGM are set out in the Circular, which is available on the websites of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company (<http://www.szzhaowei.net>).

By order of the Board  
**Shenzhen Zhaowei Machinery & Electronics Co., Ltd.**  
**Mr. Li Haizhou**  
*Executive Director and Chairman of the Board*

Shenzhen, the PRC, April 27, 2026

*Notes:*

**1. ELIGIBILITY FOR ATTENDING THE AGM AND DATE OF REGISTRATION OF MEMBERS FOR H SHARES**

For the purpose of determining the eligibility of H Shareholders to attend and vote at the AGM, the register of members of H Shares will be closed from Tuesday, May 19, 2026 to Friday, May 22, 2026 (both days inclusive), during which period no transfer of H Shares will be effected. H Shareholders whose names appear on the register of members on Friday, May 22, 2026 (i.e. the record date) are entitled to attend and vote at the AGM.

H Shareholders who wish to attend the AGM should ensure that all transfer documents of the H Shareholders, accompanied by the relevant Share certificates, are lodged with Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, before 4:30 p.m. on Monday, May 18, 2026.

**2. PROXY**

- (1) Each H Shareholder who has the right to attend and vote at the AGM is entitled to appoint one or more proxies, whether a Shareholder or not, to attend and vote on his/her behalf at the AGM. If more than one proxy is appointed by a Shareholder, such proxies shall only exercise the voting rights represented by them by way of poll.
- (2) The proxy form must be signed by the Shareholder or his/her attorney duly authorized in writing or, in the case of a legal person, must either be executed under its common seal or under the hand of a legal representative or other attorney duly authorized to sign the same. If the proxy form is signed by an attorney of the appointer, the power of attorney authorized that attorney to sign, or other document of authorization, must be notarially certified.

- (3) To be valid, for H Shareholders, the proxy form and notarized power of the attorney or other documents of authorization must be delivered to the H Share Registrar of the Company, 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 AGM (i.e. before 2:30 p.m. on Thursday, May 21, 2026).
- (4) Where there are joint registered holders of any Share of the Company, only the person whose name stands first on the register of members in respect of such Share may vote at the AGM, either in person or by proxy, in respect of such Share as if he/she were solely entitled thereto.

### **3. REGISTRATION PROCEDURES FOR ATTENDING THE AGM**

H Shareholders or their proxies shall present proof of identity when attending the AGM. If a Shareholder is a legal person, its legal representative or other persons authorized by the Board or other decision-making body may attend the AGM by producing a copy of the resolution of the Board or other decision-making body of the Shareholder appointing such persons to attend the AGM.

### **4. VOTING BY POLL**

Pursuant to the Listing Rules, any vote of Shareholders at a shareholders' meeting must be taken by way of poll except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, the resolution set out in the notice of the AGM will be voted on by poll. The results of the poll will be published on the websites of the Hong Kong Stock Exchange and the Company in accordance with the Listing Rules.

### **5. OTHERS**

- (1) The AGM is estimated to last no more than half a day and will be conducted in Mandarin.
- (2) Please be advised that no gifts or marketable securities will be distributed at the AGM. Shareholders who attend the AGM in person or by proxy shall bear their own transportation, dining and accommodation expenses.
- (3) For details of the resolution proposed for consideration and approval at the AGM, please refer to the circular of the Company dated April 27, 2026.
- (4) Should you have any queries regarding the AGM, please contact Tricor Investor Services Limited at (852) 2980 1333 during business hours from Monday to Friday (excluding Hong Kong public holidays), 9:00 a.m. to 6:00 p.m.
- (5) References to time and dates in this notice are to Hong Kong time and dates.

*As of the date of this notice, the Board of the Company comprises: (i) Mr. Li Haizhou, Ms. Xie Yanling, Mr. Ye Shubing and Mr. Li Ping as executive Directors; (ii) Mr. Lu Zhiqiang as Employee Representative Director; and (iii) Ms. Guo Xinmei, Dr. Zhou Changjiang and Mr. Lin Sen as independent non-executive Directors.*