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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**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, bank manager, solicitor, professional accountant or other professional advisor.

**If you have sold or transferred** all your shares in Zhongguancun Science-Tech Leasing Co., Ltd., 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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**中關村科技租賃股份有限公司**  
**ZHONGGUANCUN SCIENCE-TECH LEASING CO., LTD.**

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

**(Stock Code: 1601)**

- (1) ANNUAL FINANCIAL REPORT FOR THE YEAR 2025;**
  - (2) REPORT OF THE BOARD OF DIRECTORS FOR THE YEAR 2025;**
  - (3) ANNUAL REPORT FOR THE YEAR 2025;**
  - (4) PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025;**
  - (5) RE-APPOINTMENT OF AUDITORS FOR THE YEAR 2026;**
  - (6) GENERAL MANDATE IN RELATION TO FINANCING;**
  - (7) GENERAL MANDATE TO ISSUE ADDITIONAL SHARES;**
  - (8) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;**
- AND**
- (9) NOTICE OF ANNUAL GENERAL MEETING**

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The Annual General Meeting of Zhongguancun Science-Tech Leasing Co., Ltd. will be held at Conference Room 617, Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC on Tuesday, June 30, 2026 at 2:15 p.m. The notice convening the Annual General Meeting is set out on pages 19 to 21 of this circular.

The relevant form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.zgclease.com](http://www.zgclease.com) or [zgclease.zgcgroup.com.cn](http://zgclease.zgcgroup.com.cn)). Whether or not you intend to attend the Annual General Meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for the holding of the Annual General Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the meeting and voting in person if you so wish.

June 9, 2026

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## DEFINITIONS

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

“2025 Annual Report”	the annual report of the Company for the year ended December 31, 2025, which was provided to the Shareholders and published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.zgclease.com or zgclease.zgcgroup.com.cn)
“Annual General Meeting” or “AGM”	the 2025 annual general meeting of the Company to be held on Tuesday, June 30, 2026 at 2:15 p.m., to consider and, if thought fit, to approve the resolutions contained in the notice of the Annual General Meeting which is set out on pages 19 to 21 of this circular
“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board of Directors”	the board of directors of the Company
“Company”	Zhongguancun Science-Tech Leasing Co., Ltd. (中關村科技租賃股份有限公司), a joint stock company incorporated under the laws of the PRC with limited liability, H Shares of which are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	the domestic share(s) with a nominal value of RMB1.00 each in the share capital of the Company, which are subscribed for or credited as fully paid in RMB
“Domestic Shareholder(s)”	the holder(s) of the Domestic Share(s)
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas listed foreign share(s) with a nominal value of RMB1.00 each in the share capital of the Company, which are subscribed for and traded in HK\$ and listed on the Stock Exchange
“H Shareholder(s)”	the holder(s) of the H share(s)
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	June 4, 2026, being the latest practicable date prior to the publication of this circular for ascertaining certain information in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

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## DEFINITIONS

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“PRC” or “China”	the People’s Republic of China, for the purpose of this circular and for geographic reference, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	collectively, the Domestic Share(s) and the H Share(s)
“Shareholder(s)”	the holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“treasury share(s)”	has the meaning ascribed thereto under the Listing Rules

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## LETTER FROM THE BOARD

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中關村科技租賃股份有限公司  
**ZHONGGUANCUN SCIENCE-TECH LEASING CO., LTD.**

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

**(Stock Code: 1601)**

*Non-executive Director:*

Mr. XU Zhengwen

*Executive Directors:*

Mr. XU Jingquan (*Chairman*)

Mr. HE Rongfeng

Ms. YANG Pengyan

*Independent Non-executive Directors:*

Mr. WU Tak Lung

Ms. LIN Zhen

Mr. XIAO Wang

*Registered Office:*

610, 6/F, Block A

No. 2 Lizezhong 2nd Road

Chaoyang District, Beijing

the PRC

*Headquarters and Principal Place of  
Business in China:*

Floor 5 & 6, Suite 7, Courtyard 2

No. 1 West Third Ring North Road

Haidian District, Beijing

the PRC

*Principal Place of Business in Hong Kong:*

40th Floor, Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai, Hong Kong

*To the Shareholders*

Dear Sir/Madam,

- (1) ANNUAL FINANCIAL REPORT FOR THE YEAR 2025;**
  - (2) REPORT OF THE BOARD OF DIRECTORS FOR THE YEAR 2025;**
  - (3) ANNUAL REPORT FOR THE YEAR 2025;**
  - (4) PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025;**
  - (5) RE-APPOINTMENT OF AUDITORS FOR THE YEAR 2026;**
  - (6) GENERAL MANDATE IN RELATION TO FINANCING;**
  - (7) GENERAL MANDATE TO ISSUE ADDITIONAL SHARES;**
  - (8) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;**
- AND**
- (9) NOTICE OF ANNUAL GENERAL MEETING**

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# LETTER FROM THE BOARD

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## INTRODUCTION

The purpose of this circular is to give you notice of the Annual General Meeting and to provide you with information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolutions to be proposed at the Annual General Meeting as described below.

## ORDINARY RESOLUTIONS

### 1. ANNUAL FINANCIAL REPORT FOR THE YEAR 2025

An ordinary resolution will be proposed at the Annual General Meeting to receive, consider and approve the annual financial report of the Company for the year 2025. The audited financial statements, which were prepared in compliance with the International Financial Reporting Standards, and the independent auditor's report of the Company for the year 2025 have been set out in the 2025 Annual Report. Please refer to the 2025 Annual Report published on the websites of the Stock Exchange and the Company.

### 2. REPORT OF THE BOARD OF DIRECTORS FOR THE YEAR 2025

An ordinary resolution will be proposed at the Annual General Meeting to receive, consider and approve the report of the Board of Directors for the year 2025. Please refer to the report of the Board of Directors as set out in the 2025 Annual Report.

### 3. ANNUAL REPORT FOR THE YEAR 2025

An ordinary resolution will be proposed at the Annual General Meeting to receive, consider and approve the annual report of the Company for the year 2025. Please refer to the 2025 Annual Report published on the websites of the Stock Exchange and the Company.

### 4. PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the profit distribution plan of the Company for the year 2025.

Pursuant to the relevant requirements as stipulated in the Company Law of the PRC (the “**PRC Company Law**”) and the Articles of Association, and taking into consideration the needs of capital with respect to Shareholders' returns and the business development of the Company, the Board of Directors recommended the profit distribution plan of the Company for the year 2025 as follows:

- (1) The net profit of the Group for the year 2025 amounted to approximately RMB272 million; the total amount of profit distribution amounted to RMB95.3 million (inclusive of tax), accounting for 35% of the net profit of the Group for the year 2025.

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## LETTER FROM THE BOARD

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- (2) Based on the total share capital of the Company of 1,615,102,000 Shares, the Board of Directors proposes to make a dividend distribution in cash of RMB0.059 per Share (inclusive of tax) to the Shareholders whose names appear on the register of members of the Company on Thursday, July 16, 2026. In principle, payments will be made to Domestic Shareholders in RMB and H Shareholders in HK\$. Such dividend is expected to be paid on or around Tuesday, August 25, 2026, subject to the Shareholders' approval at the Annual General Meeting. The exchange rate of HK\$ will be the average closing price of RMB against HK\$ announced by the People's Bank of China for the five working days prior to the date of dividend distribution declaration at the Annual General Meeting.

### 5. RE-APPOINTMENT OF AUDITORS FOR THE YEAR 2026

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the re-appointment of auditors for the year 2026 and to authorize the audit committee of the Board of Directors to fix their remuneration.

Considering Deloitte Touche Tohmatsu Certified Public Accountants LLP (issuance of audit report in accordance with the standards in the PRC) and Deloitte Touche Tohmatsu (issuance of audit report in accordance with the international standards) (hereinafter referred to as “**Deloitte**”) can adhere to the principle of independent audit during the Company's audit works in 2025 and perform their duties in accordance with the Accounting Standards for Business Enterprises and the relevant accounting rules, and the content of the reports is fair and impartial, the Board of Directors proposes to continue to appoint Deloitte as its financial auditor and other conventional audit institution in 2026, with the term of appointment from the date on which the resolution is passed at the Annual General Meeting to the conclusion of the 2026 annual general meeting of the Company. It is also proposed at the Annual General Meeting to approve the authorization to the audit committee of the Board of Directors to determine the service fees of Deloitte for the year 2026 within the scope of no more than RMB2.08 million (inclusive of tax). The service fees have been determined after due consideration and arm's length negotiations between the Company and Deloitte, taking into account, including but not limited to the following factors: the nature and complexity of the Group's business operations and development, the expected scope and timeline of the audit, and the audit resources. The service fees also assume that there will be no material change in the Group's operations, accounting policies or regulatory environment during the financial year, and that the Company will provide timely and adequate assistance and information as reasonably required for the purposes of the audit.

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# LETTER FROM THE BOARD

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## SPECIAL RESOLUTIONS

### 6. GENERAL MANDATE IN RELATION TO FINANCING

In order to broaden the Company's financing channels, improve the efficiency of daily fund management, and based on the actual situation of the Company, and in accordance with the PRC Company Law, the Listing Rules and the Articles of Association, the following matters are proposed for consideration:

#### (1) Total Amount of Debt Financing

It is proposed that the Shareholders at the Annual General Meeting will consider to approve the carrying out of financing activities by the Company within an aggregate outstanding balance limit of not more than RMB12 billion in respect of debt capital market financings, onshore and offshore loans and other financing instruments.

#### (2) General Mandate to Issue Bonds

In order to further optimize the decision-making process and enhance operational efficiency, within the aforementioned total debt financing limit, it is proposed that the Shareholders at the Annual General Meeting will authorise the Board of Directors, and that the Board of Directors be authorised to further authorise the General Manager's Office, to, within the scope permitted by laws and regulations, have full discretion to decide on all matters relating to the registration and issuance of bonds and related large-scale fund operations, to sign relevant legal documents and other necessary documents, and to make appropriate information disclosures in accordance with relevant requirements. The specific authorisation arrangements include, but are not limited to, the following:

- (i) Financing Entity: The Company shall act as the financing entity.
- (ii) Financing Instruments: Including but not limited to short-term financing notes, ultra-short-term financing notes, medium-term notes, corporate bonds, private placement corporate bonds, asset-backed securities/(commercial) bills/plans, and other financing instruments permitted under relevant laws and regulations.
- (iii) Maturity: Fixed-term bond products shall have a maturity not exceeding five (5) years (including five years), and may be issued as single or mixed maturity instruments.
- (iv) Interest Rate and Related Financing Costs: The interest rate, related costs and the method of calculation and payment thereof for the bond products shall be determined in accordance with market conditions and regulatory requirements.

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## LETTER FROM THE BOARD

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- (v) **Guarantees and Credit Enhancements:** To adopt internal or external credit enhancement mechanisms as needed for the financing, including but not limited to guarantees provided by the Company, asset mortgage, pledge guarantees, third-party guarantees, deficiency repayment letters, deficiency repayment undertaking letters and other forms of credit support.
- (vi) **Use of Proceeds:** To be used for meeting the Company's business operation needs, adjusting the Company's debt structure, replenishing the Company's working capital and/or project investments, etc. The specific use shall be determined based on the Company's funding requirements.
- (vii) **Issuance Method:** To be submitted to the stock exchange of China or other relevant authorities for approval or filing, and to be issued to qualified investors in one or multiple tranches, by way of public or private placement.
- (viii) To negotiate on behalf of the Company in relation to the issuance and listing of bond products, to approve, sign, execute and amend all agreements and documents relating to the issuance of corporate bonds and credit enhancements, and to make information disclosures on behalf of the Company in accordance with relevant laws, regulations and rules.
- (ix) To make necessary amendments and adjustments to the issuance plan and related issuance documents in light of regulatory requirements and/or changes in market conditions.
- (x) To take all necessary actions and decide on other specific matters relating to the issuance and listing.

### **(3) Validity Period**

The authorisation period for the general mandate to issue bonds shall commence from the date of approval by the general meeting of the Company and shall end on December 31, 2027. If the General Manager's Office has decided on matters relating to the registration and issuance of bonds within the validity period, and the Company has obtained regulatory approval, permission, filing or registration (as applicable) within the validity period of the authorisation, the Company may complete the relevant bond issuance work within the validity period of such approval, permission, filing or registration.

### **(4) Sub-delegation of Authority**

The General Manager's Office Meeting shall not re-delegate the aforementioned authorized matters.

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## LETTER FROM THE BOARD

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### 7. GENERAL MANDATE TO ISSUE ADDITIONAL SHARES

A special resolution will be proposed at the Annual General Meeting to approve the granting of a general mandate to the Board of Directors to issue additional Shares.

Pursuant to the requirements of the PRC Company Law, the Securities Law of the PRC, the Listing Rules and the Articles of Association, and in order to grasp market opportunities, ensure flexibility in issuing new shares and stay in line with the practices of H-share listed companies, the Board of Directors intends to propose at the AGM to approve the granting of a general mandate to the Board of Directors by a special resolution to authorize the Board of Directors to decide to, subject to market condition and the needs of the Company, separately or concurrently issue, allot and deal with new Shares (including any sale or transfer of treasury Shares out of treasury) not exceeding 20% of the aggregate number of total shares in issue (excluding any treasury shares) at the date of the passing of the resolution in the AGM.

#### (1) Details of the General Mandate

The details of the aforesaid general mandate to issue (including any sale or transfer of treasury Shares out of treasury) additional Shares include but are not limited to:

- (i) Granting of a general mandate to issue additional Shares to the Board of Directors to, subject to market condition and the needs of the Company, separately or concurrently issue, allot and deal with additional Shares and make or grant offers, agreements, or options in relation to such Shares during the Relevant Period (as defined below).
- (ii) The aggregate number of Shares to be conditionally or unconditionally allotted (including any sale or transfer of treasury Shares out of treasury) by the Board of Directors (whether pursuant to the exercise of options or otherwise) shall not exceed 20% of the aggregate number of the existing Shares (excluding any treasury shares) in issue as at the date of the passing of this resolution at the AGM.
- (iii) The Board of Directors be authorized to, when exercising its power under the general mandate to issue (including any sale or transfer of treasury Shares out of treasury) additional Shares, formulate and implement detailed issuance plan, including but not limited to the pricing mechanism and/or issuance price (including price range), number of Shares to be issued, allottees and use of proceeds, time of issuance, period of issuance and whether to allot shares to existing Shareholders.
- (iv) The Board of Directors be authorized to engage the services of professional advisors for Share issuance related matters, and to approve and execute all acts, deeds, documents or other matters necessary, appropriate or required for the Share issuance; approve and execute, on behalf of the Company, agreements related to Share issuance, including but not limited to underwriting agreement and engagement agreements of professional advisors.

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## LETTER FROM THE BOARD

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- (v) The Board of Directors be authorized to approve and execute, on behalf of the Company, statutory documents in relation to Share issuance to be submitted to regulatory authorities, to carry out any necessary approval procedures as required by regulatory authorities and at venues in which the Company is listed, and to complete all necessary filings, registrations and records with the relevant governmental authorities of Hong Kong and/or any other regions and jurisdictions (if applicable).
- (vi) The Board of Directors be authorized to amend, as required by regulatory authorities within or outside the PRC, agreements and statutory documents referred to in (iv) and (v) above.
- (vii) The Board of Directors be authorized to increase the registered capital of the Company after a Share issuance, and to make corresponding amendments to the Articles of Association relating to share capital and shareholdings, etc. and the operation management of the Company be authorized to carry out the relevant procedures.

### **(2) Validity Period of the General Mandate**

The exercising of the mandate referred to above shall only be valid in the Relevant Period, except if the Board of Directors has made or granted offers, agreements or options during the Relevant Period in relation to the issuance of Shares, which may require further promotion or implementation after the Relevant Period. The “Relevant Period” refers to the period from the passing of this resolution as a special resolution at the AGM until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the 12-month period following the passing of this resolution as a special resolution at the AGM; and
- (iii) the revocation or variation of the authority under this resolution by passing of a special resolution at a general meeting of the Company.

The exercising of the power granted under the aforesaid general mandate to issue (including any sale or transfer of treasury Shares out of treasury) additional Shares by the Board of Directors is subject to all the necessary approvals of the China Securities Regulatory Commission and/or the relevant authorities of the PRC and in accordance with the PRC Company Law and the relevant requirements under the Listing Rules.

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## **LETTER FROM THE BOARD**

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### **8. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

Reference is made to the announcement of the Company dated June 3, 2026 regarding the proposed amendments to the Articles of Association. A special resolution will be proposed at the Annual General Meeting to approve the proposed amendments to the Articles of Association.

The proposed amendments cover the following aspects: (1) in light of the amendments to the Listing Rules relating to the treasury shares regime, to incorporate treasury share rules into the Articles of Association; (2) to align the Articles of Association with the requirements of holding hybrid general meetings, electronic voting and other paperless provisions; (3) by reference to the PRC Company Law, the Model Rules for the Articles of Association of Companies Listed on the Stock Exchange, and other laws, regulations and normative documents, and based on the actual operational needs of the Company, to change the authority for approving the annual budget and final accounts from the general meeting to the Board of Directors. For further details of the proposed amendments, please refer to the appendix.

The Articles of Association is written in Chinese and the English translated version is for reference only. In case of inconsistency between the Chinese and English versions of the Articles of Association, the Chinese version shall prevail.

### **ANNUAL GENERAL MEETING**

The Annual General Meeting will be held at Conference Room 617, Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC on Tuesday, June 30, 2026 at 2:15 p.m..

The notice of the Annual General Meeting is set out on pages 19 to 21.

Shareholders who intend to attend the Annual General Meeting by proxy are required to complete and return the relevant form of proxy, in accordance with the instructions printed thereon as soon as possible and in any event not later than 24 hours before the time appointed for the holding of such meeting or any adjournment thereof. Completion and return of the relevant form of proxy will not preclude you from attending and voting in person at such meeting or any adjournment thereof should you so wish.

### **CLOSURES OF REGISTER OF MEMBERS**

For determining the entitlement to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Wednesday, June 24, 2026 to Tuesday, June 30, 2026, both dates 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, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's headquarters and principal place of business in China at Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC (for holders of domestic shares) or the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares) not later than 4:30 p.m. on Tuesday, June 23, 2026, for registration. The record date for determining the entitlement of the Shareholders to attend and vote at the Annual General Meeting will be on Tuesday, June 30, 2026.

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## LETTER FROM THE BOARD

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For determining the entitlement to the proposed final dividend (which is subject to approval by the Shareholders at the Annual General Meeting), the register of members of the Company will be closed from Friday, July 10, 2026 to Thursday, July 16, 2026 (both days inclusive), during which period no transfer of shares will be registered. To qualify for the proposed final dividend, all transfer documents accompanied by the relevant share certificates must be lodged for registration no later than 4:30 p.m. on Thursday, July 9, 2026, at the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares). The record date for determining the entitlement of the Shareholders to receive the proposed final dividend will be on Thursday, July 16, 2026.

### VOTING BY POLL

According to Rule 13.39(4) of the Listing Rules, the votes of Shareholders at the Annual General Meeting will be taken by poll.

### RECOMMENDATION

The Directors are of the view that all resolutions set out in the notice of the Annual General Meeting to be considered and approved by the Shareholders are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that Shareholders vote in favor of all resolutions to be proposed at the Annual General Meeting.

By order of the Board  
**Zhongguancun Science-Tech Leasing Co., Ltd.**  
**XU Jingquan**  
*Chairman*

Beijing, the PRC, June 9, 2026

## APPENDIX

### PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

No.	Before Amendment	After Amendment
1	Article 29 ...	<p>Article 29 ...</p> <p><b>Where the Company purchases its own shares, it shall perform its information disclosure obligations in accordance with the requirements of the Hong Kong Listing Rules.</b></p>
2	<p>Article 32 ... Following the acquisition of its shares in accordance with the provisions of Article 29, such shares shall be cancelled within ten days from the date of acquisition in the case of item (I) and transferred or cancelled within six months in the case of items (II) and (IV). Shares held by the Company in aggregate for the purpose of items (III), (V) and (VI) shall not exceed 10% of the total issued shares of the Company and shall be transferred or cancelled within three years.</p> <p>The aggregate par value of the cancelled shares will be deducted from the Company's registered capital.</p>	<p>Article 32 ... Following the acquisition of its shares in accordance with the provisions of Article 29, such shares shall be cancelled within ten days from the date of acquisition in the case of item (I) and transferred or cancelled within six months in the case of items (II) and (IV). Shares held by the Company in aggregate for the purpose of items (III), (V) and (VI) shall not exceed 10% of the total issued shares of the Company <b>(excluding treasury shares)</b> and shall be transferred or cancelled within three years, <b>and shall be treated as treasury shares in accordance with the Hong Kong Listing Rules.</b></p> <p>The aggregate par value of the cancelled shares will be deducted from the Company's registered capital.</p> <p><b>Unless otherwise provided in the Hong Kong Listing Rules, the Company Law or other applicable laws or regulations, treasury shares shall not, directly or indirectly, be voted at any meeting of the Company, nor shall they be counted in the total number of issued shares at any particular time. The Company shall not exercise any rights in respect of treasury shares, nor shall it declare or pay any dividend on treasury shares.</b></p>

## APPENDIX

No.	Before Amendment	After Amendment
3	<p>Article 52 Holders of ordinary shares of the Company shall be entitled to the following rights:</p> <p>(I) to receive dividends and other forms of profit distribution in proportion to their respective shareholdings;</p> <p>(II) to demand, call for, preside over, attend or designate a proxy to attend general meetings and exercise voting rights in accordance with laws;</p> <p>...</p>	<p>Article 52 Holders of ordinary shares of the Company shall be entitled to the following rights:</p> <p>(I) to receive dividends and other forms of profit distribution in proportion to their respective shareholdings;</p> <p>(II) to demand, call for, preside over, attend or designate a proxy to attend general meetings and exercise voting rights in accordance with laws, <b>except where required by the Hong Kong Listing Rules to abstain from voting on a particular matter;</b></p> <p>...</p>
4	<p>Article 61 The general meeting exercises the following powers:</p> <p>(I) to decide on the Company's operational policies and investment plans;</p> <p>(II) to elect and replace the directors and decide on matters relating to the remuneration of directors;</p> <p>(III) to consider and approve reports of the Board;</p> <p>(IV) to consider and approve the Company's proposed annual financial budget and financial accounts;</p> <p>(V) to consider and approve the Company's profit distribution plans and loss recovery plans;</p> <p>...</p>	<p>Article 61 The general meeting exercises the following powers:</p> <p>(I) to decide on the Company's operational policies and investment plans;</p> <p>(II) to elect and replace the directors and decide on matters relating to the remuneration of directors;</p> <p>(III) to consider and approve reports of the Board;</p> <p><del>(IV) to consider and approve the Company's proposed annual financial budget and financial accounts;</del></p> <p><del>(V-IV)</del> to consider and approve the Company's profit distribution plan and loss recovery plans;</p> <p>...</p>

## APPENDIX

No.	Before Amendment	After Amendment
5	<p>Article 66 When the Company convenes a general meeting, it shall notify each shareholder of the date and place of the meeting and the matters to be considered twenty days prior to the meeting; for an extraordinary general meeting, it shall notify each shareholder of the same fifteen days prior to the meeting.</p>	<p>Article 66 When the Company convenes a general meeting, it shall notify each shareholder of the date place <b>and/or the manner</b> of the meeting and the matters to be considered twenty days prior to the meeting; for an extraordinary general meeting, it shall notify each shareholder of the same fifteen days prior to the meeting.</p> <p><b>The place of the general meeting shall be as clearly stated in the notice of meeting. The general meeting shall be held physically, or by means of electronic communication (or other virtual means), or by a combination of both. After the notice of general meeting has been given, the place of the physical meeting shall not be changed without proper cause. If a change is indeed necessary, the convener shall make an announcement and state the reasons therefor at least two working days prior to the date of the physical meeting.</b></p> <p><b>On assuring the legality, validity of the general meeting, and where conditions permit, the Company may use various modern information technological means to facilitate shareholders' participation in general meetings. Shareholders who participate in the meeting virtually through such technology shall be deemed to be present in person, and may speak and vote by electronic means through the internet.</b></p> <p><b>Where the Company convenes a general meeting by means of electronic communication and adopts internet-based voting, it shall do so in accordance with the Company Law and the relevant regulations of the securities regulatory authorities and stock exchanges where the Company's shares are listed.</b></p>

## APPENDIX

No.	Before Amendment	After Amendment
6	<p>Article 75 The proxy form shall be deposited at least twenty-four hours prior to the relevant meeting at which the proxy is appointed to vote or twenty-four hours before the time appointed for voting at the domicile of the Company or such other place as the notice of meeting may specify. If the proxy form is signed by a person authorized by the appointor, the powers of attorney or other instruments of authorization shall be notarized. The powers of attorney or other instruments of authorization so notarized shall be deposited at the domicile of the Company or such other place as the notice of meeting may specify at the same time as the proxy form is so deposited.</p> <p>In the event that the appointor is a legal person, such shareholder shall be represented at the general meeting of the Company by its legal representative or the person authorized by its board of directors or other decision-making body of such appointor.</p>	<p>Article 75 The proxy form shall be deposited at least twenty-four hours prior to the relevant meeting at which the proxy is appointed to vote, or twenty-four hours before the time appointed for voting at the domicile of the Company or such other place as the notice of meeting may specify, <b>or, where permitted under all applicable laws, rules and the Hong Kong Listing Rules, be sent by electronic means to the electronic mailbox designated by the Company.</b> If the proxy form is signed by a person authorized by the appointor, the powers of attorney or other instruments of authorization shall be notarized. The powers of attorney or other instruments of authorization so notarized shall be deposited at the domicile of the Company or such other place as the notice of meeting may specify at the same time as the proxy form is so deposited.</p> <p>In the event that the appointor is a legal person, such shareholder shall be represented at the general meeting of the Company by its legal representative or the person authorized by its board of directors or other decision-making body of such appointor.</p>

## APPENDIX

No.	Before Amendment	After Amendment
7	<p>Article 85 The following matters shall be passed as ordinary resolutions in a general meeting:</p> <p>(I) work reports of the Board of Directors;</p> <p>(II) profit distribution plans and plans for making up losses proposed by the Board;</p> <p>(III) dismissal and remuneration of the members of the Board of Directors and methods of payment of their remuneration;</p> <p>(IV) annual financial budgets and final accounts, balance sheets, income statements and other financial statements of the Company;</p> <p>(V) matters other than those required to be passed as special resolutions pursuant to laws, administrative regulations, the listing rules of the stock exchange on which the shares of the Company are listed or the Articles of Association.</p>	<p>Article 85 The following matters shall be passed as ordinary resolutions in a general meeting:</p> <p>(I) work reports of the Board of Directors;</p> <p>(II) profit distribution plans and plans for making up losses proposed by the Board;</p> <p>(III) dismissal and remuneration of the members of the Board of Directors and methods of payment of their remuneration;</p> <p><del>(IV) annual financial budgets and final accounts, balance sheets, income statements and other financial statements of the Company;</del></p> <p><del>(V-IV)</del> matters other than those required to be passed as special resolutions pursuant to laws, administrative regulations, the listing rules of the stock exchange on which the shares of the Company are listed or the Articles of Association.</p>

## APPENDIX

No.	Before Amendment	After Amendment
8	<p>Article 106 The Board shall be accountable to the general meeting and perform the following duties and powers:</p> <p>(I) to convene the general meeting and report its performance at the general meetings;</p> <p>(II) to implement resolutions adopted at the general meetings;</p> <p>(III) to make decisions on the Company's business plans and investment plans;</p> <p>(IV) to formulate the Company's annual financial budgets and annual final accounting plans;</p> <p>(V) to formulate the Company's profit distribution plans and loss recovery plans;</p> <p>...</p>	<p>Article 106 The Board shall be accountable to the general meeting and perform the following duties and powers:</p> <p>(I) to convene the general meeting and report its performance at the general meetings;</p> <p>(II) to implement resolutions adopted at the general meetings;</p> <p>(III) to make decisions on the Company's business plans and investment plans;</p> <p>(IV) to <del>formulate</del> <b>decide on</b> the Company's annual financial budgets and annual final accounting plans;</p> <p>(V) to formulate the Company's profit distribution plans and loss recovery plans;</p> <p>...</p>
9	<p>Article 158 ... The Company shall deliver to each shareholder of overseas listed shares by prepaid mail, the directors' report, along with the balance sheet (including all the documents required to be attached by laws) and the statement of profit and loss or a copy of financial summary report not later than twenty one days prior to the date of each annual general meeting. The address of the recipient shall be those registered in the register of members.</p>	<p>Article 158 ... The Company shall deliver to each shareholder of overseas listed shares, <b>by electronic means to the shareholders, or by posting on the Company's website and the Hong Kong Stock Exchange's website, or by sending a printed copy thereof</b> by prepaid mail, the directors' report, along with the balance sheet (including all the documents required to be attached by laws) and the statement of profit and loss or a copy of financial summary report not later than twenty one days prior to the date of each annual general meeting. The address of the recipient <b>(in the case of delivery by prepaid mail)</b> shall be those registered in the register of members.</p>

## APPENDIX

No.	Before Amendment	After Amendment
10	<p>Article 163 The Company's after-tax profit shall be allocated in the following order:</p> <p>...</p> <p>(IV) payment of dividend from ordinary shares to shareholders.</p> <p>The shares of the Company held by the Company shall not be subject to profit distribution.</p> <p>...</p> <p>The receiving agents appointed for shareholders of overseas listed shares listed in the Hong Kong Stock Exchange shall be a registered trust company under the Trustee Ordinance of Hong Kong.</p> <p>...</p>	<p>Article 163 The Company's after-tax profit shall be allocated in the following order:</p> <p>...</p> <p>(IV) payment of dividend from ordinary shares to shareholders.</p> <p>The shares of the Company (<b>including treasury shares</b>) held by the Company shall not be subject to profit distribution.</p> <p>...</p> <p>The receiving agents appointed for shareholders of overseas listed shares listed in the Hong Kong Stock Exchange shall be a registered trust company under the Trustee Ordinance of Hong Kong. <b>Where permitted under all applicable laws and rules, the Company shall provide shareholders with an option to receive the relevant payment by electronic means on or before the announced payment date.</b></p> <p>...</p>

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# NOTICE OF ANNUAL GENERAL MEETING

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中關村科技租賃股份有限公司  
**ZHONGGUANCUN SCIENCE-TECH LEASING CO., LTD.**

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

**(Stock Code: 1601)**

## NOTICE OF 2025 ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that 2025 annual general meeting (the “**Annual General Meeting**”) of Zhongguancun Science-Tech Leasing Co., Ltd. (the “**Company**”) will be held on Tuesday, June 30, 2026 at 2:15 p.m. at Conference Room 617, Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the People’s Republic of China (the “**PRC**” or “**China**”), for the purposes of considering and, if thought fit, passing the following resolutions:

### ORDINARY RESOLUTIONS

1. To receive, consider and approve the annual financial report of the Company for the year 2025.
2. To receive, consider and approve the report of the board of directors (the “**Board**”) of the Company for the year 2025.
3. To receive, consider and approve the annual report of the Company for the year 2025.
4. To consider and approve the profit distribution plan of the Company for the year 2025.
5. To consider and approve the re-appointment of Deloitte Touche Tohmatsu Certified Public Accountants LLP and Deloitte Touche Tohmatsu as domestic auditor and the international auditor of the Company for the year 2026, respectively, and to authorise the audit committee of the Board to fix their remuneration.

### SPECIAL RESOLUTIONS

6. To consider and approve the general mandate in relation to financing.

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# NOTICE OF ANNUAL GENERAL MEETING

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7. To consider and approve general mandate to issue additional shares of the Company.
8. To consider and approve the proposal on the amendments to the articles of association of the Company.

By order of the Board  
**Zhongguancun Science-Tech Leasing Co., Ltd.**  
**XU Jingquan**  
*Chairman*

Beijing, the PRC, June 9, 2026

*Notes:*

## **1. CLOSURES OF REGISTER OF MEMBERS**

For determining the entitlement to attend and vote at the Annual General Meeting, the register of members of the Company will be closed from Wednesday, June 24, 2026 to Tuesday, June 30, 2026, both dates 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, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's headquarters and principal place of business in China at Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC (for holders of domestic shares) or the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares) not later than 4:30 p.m. on Tuesday, June 23, 2026, for registration. The record date for determining the entitlement of the Shareholders to attend and vote at the Annual General Meeting will be on Tuesday, June 30, 2026.

For determining the entitlement to the proposed final dividend, subject to approval by the Shareholders at the Annual General Meeting, the register of members of the Company will be closed from Friday, July 10, 2026 to Thursday, July 16, 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares) not later than 4:30 p.m. on Thursday, July 9, 2026, for registration. The record date for determining the entitlement of the Shareholders to receive the proposed final dividend will be on Thursday, July 16, 2026.

## **2. PROXY**

Shareholders entitled to attend and vote at the Annual General Meeting may appoint one or more proxies to attend and vote in their stand. A proxy need not be a shareholder of the Company.

The instrument appointing a proxy must be in writing under the hand of a shareholder or his/her attorney duly authorised in writing. If the shareholder is a corporate body, the form of proxy must be either executed under its common seal or under the hand of its legal representative(s) or director(s) or duly authorised attorney(s). If the form of proxy is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorisation documents must be notarised.

The form of proxy together with the power of attorney or other authorisation documents (if any) must be lodged at the Company's headquarters and principal place of business in China at Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC (for holders of domestic shares) or the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares) in person or by post not less than 24 hours before the time fixed for holding the Annual General Meeting (i.e. before 2:15 p.m. on Monday, June 29, 2026) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the Annual General Meeting should you so wish.

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## NOTICE OF ANNUAL GENERAL MEETING

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### 3. CONTACT DETAILS OF THE COMPANY

Contact Address: Floor 6, Suite 7, Courtyard 2, No. 1 West Third Ring North Road, Haidian District, Beijing, the PRC  
Contact Person: HE Rongfeng  
Contact Telephone: (86) 010 8345 3806/(86) 010 8345 3805  
Contact Fax: (86) 010 8345 3809

### 4. VOTING BY POLL

According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at the Annual General Meeting must be taken by poll.

### 5. OTHER BUSINESS

The Annual General Meeting is expected to last for approximately half a day. Shareholders (in person or by proxy) attending the Annual General Meeting are responsible for their own transportation and accommodation expenses.

Shareholders or their proxies attending the Annual General Meeting shall produce their identity documents.

The details about the aforesaid resolutions proposed at the Annual General Meeting are set out in the circular of the Company dated June 9, 2026.

*As at the date of this notice, the Board comprises Mr. XU Jingquan, Mr. HE Rongfeng and Ms. YANG Pengyan as executive Directors, Mr. XU Zhengwen as non-executive Director, and Mr. WU Tak Lung, Ms. LIN Zhen and Mr. XIAO Wang as independent non-executive Directors.*