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**If you are in any doubt** as to any aspect of this circular, you should consult your independent stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Chengdu SIWI Science and Technology Company Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effective for transmission to the purchaser or the transferee.

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**CEIC 中国电科**  
**成都四威科技股份有限公司**  
**CHENGDU SIWI SCIENCE AND TECHNOLOGY COMPANY LIMITED**  
*(a sino-foreign joint stock company incorporated in the People's Republic of China)*  
**(Stock Code: 1202)**

- (1) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;**  
**(2) RE-APPOINTMENT OF AUDITORS;**  
**(3) PROPOSED DECLARATION OF FINAL DIVIDEND;**  
**AND**  
**(4) NOTICE OF 2025 ANNUAL GENERAL MEETING**

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A letter from the Board is set out on pages 3 to 6 of this circular.

A notice convening the AGM to be held at 3:00 p.m., on Thursday, 18 June 2026 at the conference room of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the PRC is set out on pages AGM-1 to AGM-3 of this circular.

A form of proxy for use at the AGM is enclosed and is also published on the Stock Exchange's website (<http://www.hkexnews.hk>) and the Company's website (<http://www.cdc.com.cn>). Whether or not you intend to attend the AGM, 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 holding the AGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the AGM and voting in person if you so wish.

11 May 2026

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## DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held at the conference room of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the PRC at 3:00 p.m., on Thursday, 18 June 2026
“Amended and Restated Articles of Association”	the amended and restated articles of association of the Company proposed to be adopted by way of a special resolution to be passed by the Shareholders at the AGM
“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board”	the board of Directors
“Company”	成都四威科技股份有限公司 (Chengdu SIWI Science and Technology Company Limited), a sino-foreign joint stock limited company incorporated in the PRC, whose H Shares are listed on the Main Board of the Stock Exchange
“Company Law”	the Company Law of the PRC (中華人民共和國公司法), as enacted by the Standing Committee of the Eighth National People’s Congress of the PRC on 29 December 1993 and effective on 1 July 1994, as amended, supplemented or otherwise modified from time to time
“Directors”	the directors of the Company
“Domestic Share(s)”	ordinary shares of the capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in RMB
“H Share(s)”	overseas-listed foreign shares of the nominal value of RMB1.00 each in the ordinary share capital of the Company which are listed on the Main Board of the Stock Exchange
“Hong Kong”	The Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time

## DEFINITIONS

“PRC”	the People’s Republic of China, for the purpose of this circular excluding Hong Kong, the Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	Domestic Share(s) and/or H Share(s)
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD



成都四威科技股份有限公司

**CHENGDU SIWI SCIENCE AND TECHNOLOGY COMPANY LIMITED**

*(a sino-foreign joint stock company incorporated in the People's Republic of China)*

**(Stock Code: 1202)**

*Executive Directors:*

Ms. Li Tao (*Chairman*)  
Mr. Wu Xiaodong

*Non-executive Directors:*

Mr. Li Qiangbin  
Mr. Xu Jiaxin  
Mr. Xu Ningbo  
Mr. Zeng Li

*Independent Non-executive Directors:*

Ms. Fu Wenjie  
Mr. Kang Yiguo  
Mr. Li Shaorong

*Registered office:*

No. 18, Xinhang Road  
The West Park of Hi-tech  
Development Zone  
Chengdu  
Sichuan Province  
The PRC  
Postal code: 611731

*Principal place of business  
in Hong Kong:*

Unit 12, L1/F., Mirror Tower  
61 Mody Road, Tsim Sha Tsui  
Kowloon  
Hong Kong

11 May 2026

*To the Shareholders*

Dear Sir or Madam,

- (1) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;  
(2) RE-APPOINTMENT OF AUDITORS;  
(3) PROPOSED DECLARATION OF FINAL DIVIDEND;  
AND  
(4) NOTICE OF 2025 ANNUAL GENERAL MEETING**

**1. INTRODUCTION**

The purpose of this circular is to give you the notice of the AGM and to provide you with information regarding certain resolutions to be proposed at the AGM, including (i) the proposed amendments to the Articles of Association and adoption of the Amended and Restated Articles of Association; (ii) the re-appointment of auditors of the Company; and (iii) to give you notice for convening the AGM, to enable you to make an informed decision on whether to vote for or against those resolutions to be proposed at the AGM.

## **LETTER FROM THE BOARD**

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

In light of the Listing Rules were amended to adopt a uniform set of 14 core standards for shareholder protections for issuers regardless of their place of incorporation as set out in Appendix A1 to the Listing Rules.

The Board proposes to make certain amendments to the Articles of Association for the purposes of, among others, (i) conforming to the said core standards for shareholder protections; and (ii) allowing general meetings of the Company to be held as an electronic meeting or a hybrid meeting. The Board also proposes to adopt the Amended and Restated Articles of Association in substitution for, and to the exclusion of, the existing Articles of Association.

The proposed amendments to the Articles of Association and adoption of the Amended and Restated Articles of Association shall be subject to the passing of a special resolution by the Shareholders at the AGM. The Amended and Restated Articles of Association will take effect on the date on which the proposed amendments are approved by the Shareholders at the AGM.

An explanatory statement containing information relating to the proposed amendments to the Articles of Association is set out in Appendix I to this circular. This explanatory statement contains information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the special resolution relating to the proposed amendments to the Articles of Association and adoption of the Amended and Restated Articles of Association at the AGM.

The proposed amendments were prepared in Chinese language. The English translation is for reference only. In the event of any discrepancy between the Chinese and the English version of the proposed amendments, the Chinese version shall prevail.

### **3. RE-APPOINTMENT OF AUDITORS**

Pan-China Certified Public Accountant will retire as the auditors of the Company at the AGM and, being eligible, offer themselves for re-appointment.

The Board, upon the recommendation by the audit committee of the Company, proposed to re-appoint Pan-China Certified Public Accountant as the auditors of the Company and to hold office until the conclusion of the next annual general meeting of the Company.

### **4. PROPOSED DECLARATION OF FINAL DIVIDEND**

As mentioned in the annual results announcement of the Company dated 25 March 2026, the Board recommended the payment of a final dividend of RMB0.10 per 10 shares (including tax) for the Year based on the total share capital of 400,000,000 shares as at 31 December 2025 to the Shareholders whose name appear on the Register of Member on 30 June 2026, which is subject to the approval of the Shareholders at the AGM.

## **LETTER FROM THE BOARD**

The proposed final dividend, if approved by the Shareholders at the AGM, will be paid on or before Friday, 31 July 2026 to the Shareholders whose names appear on the register of members of the Company on Tuesday, 30 June 2026.

### **5. ANNUAL GENERAL MEETING**

A notice convening the AGM to be held at 3:00 p.m. on Thursday, 18 June 2026 at the conference room of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the PRC is set out on pages AGM-1 to AGM-3 of this circular.

A form of proxy for use at the AGM is enclosed and is also published on the Stock Exchange's website (<http://www.hkexnews.hk>) and the Company's website (<http://www.cdc.com.cn>). Whether or not you intend to attend the AGM, 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 holding the AGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the AGM and voting in person if you so wish.

### **6. VOTING BY POLL**

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of the Shareholders at a general meeting must be taken by poll. The chairman of the AGM shall therefore demand voting on all resolutions set out in the notice of AGM be taken by way of poll pursuant to Article 67 of the Articles of Association.

On a poll, every Shareholder present in person or by proxy or (being a corporation) by its duly authorized representative shall have one vote for each Share registered in his/her name in the register of members. A Shareholder entitled to more than one vote need not use all his/her votes or cast all the votes he/she uses in the same manner.

### **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.

## LETTER FROM THE BOARD

### 8. CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Friday, 12 June 2026 to Thursday, 18 June 2026 (both days inclusive), during which period no transfer of shares will be registered. In order to be qualified for attending and voting at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Ltd. at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for the holders of H shares; or the registered office of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the PRC (postal code: 611731) for the holders of domestic shares for registration by 4:30 p.m. on 11 June 2026.

### 9. RECOMMENDATION

The Directors are of the opinion that the proposed resolutions referred in this circular and the notice of AGM are in the best interests of the Company and the Shareholders as a whole. As such, the Directors recommend the Shareholders to vote in favour of all the resolutions proposed at the AGM.

### 10. GENERAL INFORMATION

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

On behalf of the Board  
**Chengdu SIWI Science and Technology Company Limited**  
**Li Tao**  
*Chairman*

**APPENDIX I PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The following table contains the summary of the proposed amendments to the Articles of Association:

<b>No.</b>	<b>Articles Before Amendments</b>	<b>Articles After Amendments</b>
1.	<p>Article 54</p> <p>Meetings of shareholders shall be annual meetings of shareholders and extraordinary meetings of shareholders. A meeting of shareholders shall be convened by the Board. The annual meeting of shareholders shall be held once every year within six months after the end of the previous accounting year.</p>	<p>Article 54</p> <p>Meetings of shareholders shall be annual meetings of shareholders and extraordinary meetings of shareholders. A meeting of shareholders shall be convened by the Board. The annual meeting of shareholders shall be held once every year within six months after the end of the previous accounting year.</p> <p><u>All meetings of shareholders (including any annual meeting of shareholders, any extraordinary meetings of shareholders, any adjourned meeting or any postponed meeting) may be held as a physical meeting or a virtual meeting or a hybrid meeting.</u></p>
2.	<p>Article 55</p> <p>When the Company convenes an annual meeting, it shall notify each shareholder of the date and place of the meeting and the matters to be considered twenty (20) Hong Kong business days prior to the meeting; for an extraordinary meeting, it shall notify each shareholder of the same ten (10) Hong Kong business days or fifteen (15) days (whichever is earlier).</p>	<p>Article 55</p> <p>When the Company convenes an annual meeting, it shall notify each shareholder of the date and place of the meeting (<u>in the case of a virtual meeting or a hybrid meeting, including the virtual place</u>) and the matters to be considered twenty (20) Hong Kong business days prior to the meeting; for an extraordinary meeting, it shall notify each shareholder of the same ten (10) Hong Kong business days or fifteen (15) days (whichever is earlier).</p>

**APPENDIX I PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

<p>3.</p>	<p>Article 58</p> <p>A notice of the meeting shall meet the following requirements:</p> <p>(1) it shall be in written form;</p> <p>(2) it shall specify the place, date and time of the meeting;</p> <p>(3) it shall state the matters to be considered at the meeting;</p> <p>.....</p> <p>(8) it shall state the date and place for the service of the proxy forms for the meeting.</p>	<p>Article 58</p> <p>A notice of the meeting shall meet the following requirements:</p> <p>(1) it shall be in written form;</p> <p>(2) it shall specify the place <u>(in the case of a virtual meeting or a hybrid meeting, including the virtual place), date and time of the meeting; where a hybrid meeting is convened, the place for the offline meeting is the main place for the meeting (the “main meeting place”);</u></p> <p>(3) it shall state the matters to be considered at the meeting;</p> <p>.....</p> <p>(8) it shall state the date and place for the service of the proxy forms for the meeting; and</p> <p><u>(9) where the meeting of shareholders is to be held as a virtual meeting or a hybrid meeting, details must be provided regarding the manner in which the meeting will be conducted and the communication facilities to be used, including the procedures to be followed by Shareholders or other participants wishing to use such facilities to attend, participate in and vote at the meeting.</u></p> <p><u>The Board reserves the right to adjust the communication facilities at any time at its discretion, depending on the circumstances of the meeting; the Company may also provide the aforementioned details prior to the meeting.</u></p>
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## NOTICE OF 2025 ANNUAL GENERAL MEETING



成都四威科技股份有限公司

**CHENGDU SIWI SCIENCE AND TECHNOLOGY COMPANY LIMITED**

*(a sino-foreign joint stock company incorporated in the People's Republic of China)*

**(Stock Code: 1202)**

## NOTICE OF 2025 ANNUAL GENERAL MEETING

The annual general meeting (the “AGM”) of Chengdu SIWI Science and Technology Company Limited (the “Company”) for the year 2025 will be held at the conference room of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the People's Republic of China (the “PRC”) at 3:00 p.m. on Thursday, 18 June 2026 for the following purposes:

### ORDINARY RESOLUTIONS

- (1) To consider and approve as ordinary resolutions:
  - a. the report of the board of directors of the Company for the year 2025;
  - b. the audited financial report of the Company for the year 2025;
  - c. the distribution plan of profits attributable to the Company's Shareholders (i.e., the payment of a final dividend of RMB0.10 per 10 shares (inclusive of tax)) for the year 2025; and
  - d. the re-appointment of Pan-China Certified Public Accountants as the Company's auditors (the “Auditors”) and authorization to the Board to fix the Auditors' remuneration.
- (2) To consider and approve other proposals from the shareholders of the Company (if any).

### SPECIAL RESOLUTIONS

- (3) To adopt the Amended and Restated Articles of Association (as defined in the circular of the Company dated 11 May 2026) in substitution for, and to the exclusion of, the existing Articles of Association.

By order of the Board

**Chengdu SIWI Science and Technology Company Limited**

**Li Tao**

*Chairman*

Chengdu, the PRC, 11 May 2026

## NOTICE OF 2025 ANNUAL GENERAL MEETING

*Head office and principal place of business in Hong Kong*

Unit 12, L1 Floor, Mirror Tower,  
61 Mody Road,  
Tsim Sha Tsui, Kowloon,  
Hong Kong

*As at the date of this notice, the Board comprises:*

Executive Directors: Ms. Li Tao (*Chairman*)  
Mr. Wu Xiaodong

Non-executive Directors: Mr. Li Qiangbin  
Mr. Xu Jiabin  
Mr. Xu Ningbo  
Mr. Zeng Li

Independent Non-executive Directors: Ms. Fu Wenjie  
Mr. Kang Yiguo  
Mr. Li Shaorong

*Notes:*

1. Holders of the Company's H shares ("**H Shares**") are reminded that the register of members of the H Shares will be closed from Friday, 12 June 2026 to Thursday, 18 June 2026 (both days inclusive), during which no transfer of H Shares will be registered. In order to qualify for attending and voting at the AGM, all transfer documents accompanied by the relevant share certificate(s) must be lodged with the Company's H Share registrar (Computershare Hong Kong Investor Services Ltd. at Shops 1712-16, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong) for the holders of H shares; or the registered office of the Company (No. 18 Xinhang Road, the West Park of Hi-tech Development Zong, Chengdu, Sichuan Province, the PRC) for the holder of domestic shares for registration before the close of business hours (4:30 p.m.) on 11 June 2026.
2. Shareholders of the Company whose names appear on the register of members at the business hours on Thursday, 18 June 2026, being the record date for attending and voting at the AGM, are entitled to attend and vote at the AGM (or any adjourned meetings thereof).
3. Each shareholder of the Company who has the right to attend and vote at the AGM is entitled to appoint one or more proxy(ies) to attend and vote on his/her behalf. A proxy needs not be a shareholder of the Company. When a shareholder of the Company appoints more than one proxy to attend the AGM, each proxy should be appointed in writing and each proxy can only vote in accordance with the authorized number of shares specified on the proxy form. The proxy may only vote in poll. Any shareholder who intends to appoint one or more proxy(ies) should first read the accompanying circular.
4. If a proxy is appointed to attend the AGM on behalf of the shareholder, such proxy should present his identity card and the proxy form with the date of issue stated thereon or documents of authorization duly signed by his statutory agent. If the corporate representative of a corporate shareholder attends the AGM, he should present his identity card and a valid document that proves his capacity of the corporate representative. If a corporate shareholder appoints his attorney other than the corporate representative to attend the AGM, then the attorney should present his identity card and the document of authorization signed under the official seal of the corporate shareholder or duly signed by the corporate representative.

## NOTICE OF 2025 ANNUAL GENERAL MEETING

5. If a proxy form is signed by a person authorized by the appointor, the copy of the power of attorney or other authorization document must be notarially certified by lawyers. To be valid, a copy of such power of attorney or other documents of authorization and the proxy form must be delivered to the Company's H Share registrar, Computershare Hong Kong Investor Services Ltd. at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for the holders of H Shares or for the holders of domestic shares, to the registered office of the Company at No. 18, Xinhang Road, the West Park of Hi-tech Development Zone, Chengdu, Sichuan Province, the PRC (postal code: 611731) not less than 24 hours before the holding of the AGM or not less than 24 hours before the time appointed for taking poll.
6. The AGM is expected to last for half a day. Shareholders of the Company and their proxies who attend the meeting shall be responsible for their own traveling and accommodation arrangement and expenses.
7. Subject to the passing of resolution numbered 1(c) above and for determining Shareholders' entitlement to receive the proposed final dividend, the Register of Members will be closed from Friday, 26 June 2026 to Tuesday, 30 June 2026, both days inclusive, during which period no transfer of Shares will be effected. In order to qualify for receiving the final dividend, the non-registered Shareholders must lodge all transfer documents, accompanied by the relevant share certificates, with the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Ltd. at Shops 1712-16, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration no later than 4:30 p.m. on Thursday, 25 June 2026. The record date for determining the entitlement to the final dividend is Tuesday, 30 June 2026.