# Kunshan Dongwei Technology Co., Ltd. The First Interim Meeting of Shareholders General Assembly in 2023

**Meeting Material** 



**June 2023** 

\_\_\_\_\_\_

### Contents

Notes to the First Interim Meeting of Shareholders General Assembly in 2023	3
Agenda for the First Interim Meeting of Shareholders General Assembly in 2023	7
Proposal of the First Interim Meeting of Shareholders General Assembly in 2023.	9
Proposal I Proposal on Changing Registered Capital, Amending the Articles of	
Association and Handling Industrial and Commercial Registration of Changes.	9

#### Kunshan Dongwei Technology Co., Ltd.

### Notes to the First Interim Meeting of Shareholders General Assembly in 2023

In order to safeguard the legitimate rights and interests of all shareholders, ensure the normal order and efficiency of the meeting of shareholders general assembly, and ensure the smooth progress of the meeting, in accordance with the *Company Law of the People's Republic of China*, the *Securities Law of the People's Republic of China*, the Rules for the Shareholders' Meetings of Listed Companies, the Articles of Association of Kunshan Dongwei Technology Co., Ltd. (hereinafter referred to as the "Company") and other relevant provisions, Kunshan Dongwei Technology Co., Ltd. (hereinafter referred to as the "Company") hereby formulates the Notes to the First Interim Meeting of Shareholders General Assembly in 2023:

I. In order to confirm the attendance qualification of shareholders or their agents or other participants attending the meeting, the meeting staff will check the identity of the participants, and the verified participants are requested to cooperate.

II. In order to ensure the seriousness and normal order of the meeting and effectively safeguard the legitimate rights and interests of shareholders, shareholders or their agents or other attendees are requested to arrive at the meeting venue 30 minutes before the meeting to sign in for the meeting, and can participate in the meeting only after verification. After the commencement of the meeting, the registration of the meeting shall be terminated before the presider of the meeting announces the number of shareholders and agents attending the meeting on the spot and the number of voting rights they hold.

III. The proposals shall be reviewed and voted in the order listed in the meeting notice.

IV. The shareholders and their agents shall have the right to speak, question and

vote at the meeting of shareholders general assembly according to law. The shareholders and their agents attending the meeting shall conscientiously perform their statutory obligations, and shall not infringe upon the legitimate rights and interests of the Company and other shareholders and their agents, and shall not disturb the normal order of the meeting of shareholders general assembly.

V. The shareholders and their agents who request to speak shall speak in accordance with the agenda of the meeting and with the permission of the meeting presider. When multiple shareholders and their agents request to speak at the same time, the one who raises his hand first shall speak; when the order cannot be determined, the presider shall designate the speaker. During the meeting, only shareholders and their agents will be allowed to speak or ask questions. The speeches or questions by shareholders and their agents should revolve around the topic of this meeting, be concise, and should not exceed 5 minutes in principle.

VI. The shareholders and their agents shall not interrupt the report of the meeting reporter or the speeches of other shareholders and their agents when they request to speak. The shareholders and their agents shall not speak when voting at the meeting of shareholders general assembly. If a shareholder or his agent violates the above provisions, the presider of the meeting shall have the right to reject or stop such shareholder or his agent.

VII. The presider may arrange directors, supervisors and senior managers of the Company to answer questions raised by shareholders. The presider or the relevant personnel designated by the presider shall have the right to refuse to answer questions that may disclose the Company's trade secrets or insider information and damage the common interests of the Company and shareholders.

VIII. The shareholders and their agents attending the meeting of shareholders general assembly shall express one of the following opinions on the proposal put to the vote: in favor, against, or abstention. Any unfilled, incorrectly filled, illegible or unvoted vote shall be deemed as a waiver of the voting right of the voter, and the

voting result corresponding to the shares held by the voter shall be counted as a "abstention".

IX. The meeting of shareholders general assembly adopts the combination of on-site voting and network voting, and the announcement of the resolution of the meeting of shareholders general assembly is issued based on the voting results of on-site voting and network voting.

X. In order to ensure the seriousness and normal order of the meeting of shareholders general assembly, the Company shall have the right to refuse the persons to enter the meeting venue except for shareholders and their agents, directors, supervisors, senior executives, appointed lawyers and persons invited by the board of directors.

XI. The meeting was witnessed by the lawyers of the law firm hired by the Company and the legal opinions were issued.

XII. During the meeting, participants should pay attention to maintaining order in the venue and not move around at will. The phone should be adjusted to mute. Personal recording, video recording and photography are not allowed during the meeting. The participants shall not leave the meeting venue without special reasons until after the conclusion of the meeting. The staff of the meeting shall have the right to stop any act that interferes with the normal order of the meeting or infringes upon the legitimate rights and interests of other shareholders and report to the relevant authority for handling.

XIII. The Company treats all shareholders equally at the meeting of shareholders general assembly, does not distribute gifts to shareholders and their agents attending the meeting of shareholders general assembly, and is not responsible for arranging the transportation, accommodation and other matters for shareholders attending the meeting of shareholders general assembly.

XIV. For details of the registration method and voting method of this meeting of shareholders general assembly, please refer to the Notice of Kunshan Dongwei

Technology Co., Ltd. on Convening the First Interim Meeting of Shareholders General Assembly in 2023 (Announcement No.: 2023-035) disclosed by the Company on the website of Shanghai Stock Exchange on June 19, 2023.

Kunshan Dongwei Technology Co., Ltd.

Agenda for the First Interim Meeting of Shareholders

**General Assembly in 2023** 

I. Time, venue and voting method of the meeting

(I) Meeting time: 14:30 on July 10, 2023

(II) Venue: Conference Room on Floor 1 of Kunshan Dongwei Technology Co.,

Ltd.

(III) Convener: Board of Directors

(IV) Presider: Liu Jianbo (Chairman of the Board)

(V) The system, start and end dates, and voting time of network voting:

Network voting system: network voting system for the meeting of shareholders

general assembly of Shanghai Stock Exchange

Start and end time of network voting: From July 10, 2023

To July 10, 2023

The network voting system of Shanghai Stock Exchange is adopted, and the

voting time on the voting platform of the trading system is the trading period of the

day of the meeting of shareholders general assembly, that is, 9:15-9:25, 9:30-11:30,

13:00-15:00; the voting time on the internet voting platform is from 9:15 to 15:00 on

the day of the meeting of shareholders general assembly.

II. Agenda

(I) Participants sign in and receive meeting materials, and shareholders register

their speeches

(II) The presider announces the start of the meeting, introduces the number of

shareholders (and shareholders' agents) present at the on-site meeting and the total

number of voting shares held, as well as the directors, supervisors, senior executives

第 5 页

and lawyers of the Company present at the meeting and as nonvoting delegates at the meeting

(III) Read out the notes to the meeting of shareholders general assembly

(IV) Deliberate proposals

Proposal I: Proposal on Changing Registered Capital, Amending the Articles of Association and Handling Industrial and Commercial Registration of Changes

- (V) Speeches and questions from shareholders and their representatives attending the meeting
  - (VI) Election of vote counting and scrutinizing members
- (VII) The shareholders and their agents attending the meeting vote on the proposals
  - (VIII) Adjourn the meeting and count the voting results
  - (IX) Resume the meeting and announce the result of the vote
  - (X) The witnessing lawyer reads the legal opinion
  - (XI) Execute relevant meeting documents
  - (XII) The presider announces the end of the meeting

### Kunshan Dongwei Technology Co., Ltd.

## Proposal of the First Interim Meeting of Shareholders General Assembly in 2023

#### Proposal I

Proposal on Changing Registered Capital, Amending the Articles of
Association and Handling Industrial and Commercial Registration of
Changes

Shareholders and shareholders' agents,

On April 28, 2023, the Company deliberated and approved the Proposal on the Annual Profit Distribution Plan and the Plan to Convert Capital Reserve into Share Capital in 2022 at the Meeting of Shareholders General Assembly of the Company in 2022, and agreed to convert 4.8 shares for every 10 shares to all shareholders from the capital reserve based on the total share capital on the registration date of the implementation of equity distribution. The equity distribution was implemented on May 18, 2023 (equity registration date). After the implementation, the total share capital of the Company was changed from 147,200,000 shares to 217,856,000 shares, an increase of 70,656,000 shares.

The equity distribution was completed on May 18, 2023. The registered capital of the Company was changed from RMB 147,200,000 to RMB 217,856,000, and the total number of shares of the Company was changed from 147,200,000 shares to 217,856,000 shares. For details, please see the Announcement of Kunshan Dongwei Technology Co., Ltd. on the Implementation of Annual Equity Distribution in 2022 (Announcement No. 2023-020) and the Announcement on the Implementation Results of Annual Equity Distribution in 2022 and Share Offering of Kunshan Dongwei Technology Co., Ltd. disclosed by the Company on the website of Shanghai Stock

Exchange (www.sse.com.cn) on May 11, 2023 and May 18, 2023.

On December 28, 2022, the Company deliberated and passed the Proposal on the Company's Issuing GDR and Listing on the SIX Swiss Exchange and Converting to an Overseas Share Offering Limited Liability Company, the Proposal on the Company's Plan for Issuing GDR and Listing on SIX Swiss Exchange and other proposals related to GDR issuance at the Meeting of Shareholders General Assembly of the Company in 2022, and agreed to issue GDR and listing on the Swiss Stock Exchange. The newly added A-shares of basic securities represented by the Company's GDR issuance this time shall not exceed 11,776,000 shares, and shall not exceed 8% of the total ordinary shares of the Company before this issuance (no more than 11,776,000 shares according to the total share capital of the Company as of September 30, 2022).

According to the Suggestive Announcement on the Listing and Change of New Underlying A-shares Corresponding to the Issuance of GDR (Announcement No. 2023-028) disclosed by the Company on the website of Shanghai Stock Exchange (www.sse.com.cn) on June 9, 2023, the number of global depository receipt issued this time is 5,888,000, of which each GDR represents 2 additional A-shares of the Company, corresponding to 11,776,000 additional underlying A-shares. After the issuance of GDR, the registered capital of the Company was changed from RMB 217,856,000 to RMB 229,632,000, and the total number of shares of the Company was changed from 217,856,000 shares to 229,632,000 shares.

The Company deliberated and passed the Articles of Association (Draft) at the First Interim Meeting of Shareholders General Assembly in 2022 held on December 28, 2022, which shall take effect from the date when the GDR issued by the Company is listed on the Swiss Stock Exchange. In view of the fact that the Company has been listed on the SIX Swiss Exchange on June 13, 2023 (Swiss time), in accordance with the provisions of the Company Law of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Rules for Listing of Stocks on the Shanghai Stock Exchange STAR Market and other relevant laws, regulations and normative documents, and in combination with the actual situation of

the Company, it is proposed to amend the relevant provisions of the Articles of

Association (Draft). For details, please refer to the Announcement on Change of

Registered Capital, Amendment of Articles of Association and Industrial and

Commercial Registration of Changes (Announcement No. 2023-034) disclosed by the

Company on the website of Shanghai Stock Exchange (www.sse.com.cn) on June 19,

2023.

In order to fulfill the requirements of the Company Law, Securities Law and

other laws, administrative regulations and departmental rules, it is necessary to

change the registered capital from RMB 147,200,000 to RMB 229,632,000, amend

the Articles of Association, carry out the industrial and commercial registration of

changes, and request the authorized chairman of the Company and his authorized

personnel to go through relevant industrial and commercial registration of changes

and the filing procedures of the articles of association according to the above changes.

This proposal has been deliberated and approved at the 13th Meeting of the Second

Board of Directors, and is now submitted to the Meeting of Shareholders General

Assembly for deliberation.

Board of Directors of Kunshan Dongwei Technology Co., Ltd.

June 28, 2023

第 9 页