

GEM Co., Ltd.

Notice of Convening the 2025 Annual General Meeting of Shareholders

Note: The time mentioned below all refer to Beijing Time (UTC+8)

I. Basic Information

1. Session: the 2025 Annual General Meeting of Shareholders
2. Convener: Board of Directors

As reviewed and approved at the 12th Meeting of the 7th Session of the Board of Directors of the Company, it is decided that the 2025 Annual General Meeting of Shareholders will be held.

3. Legality and compliance of the convening of the meeting: The convening of the AGM is in compliance with the relevant laws, administrative regulations, departmental rules and regulations, regulatory documents and the Articles of Association of the Company.

4. Date and time:

Time of the on-site meeting: At 10:00 am on 20 May 2026.

Time of online voting:

(1) Online voting via the Shenzhen Stock Exchange (“SZSE”) Trading System is from 9:15 to 9:25, 9:30 to 11:30, and 13:00 to 15:00 on 20 May 2026 .

(2) Online voting via the Internet of the SZSE is from 9:15 to 15:00 on 20 May 2026.

5. Convening method:

The AGM will adopt a combination of on-site voting and online voting. The AGM will provide an online voting platform to the shareholders of the Company through the SZSE and the Internet voting system (<http://wltp.cninfo.com.cn>), and shareholders can exercise their voting rights through the aforesaid system within the online voting time.

Shareholders of the Company shall choose one of the methods of on-site voting or online voting. In the event of duplicate voting on the same voting right, the result of the first valid voting shall prevail.

6. Record date: 13 May 2026

7. Attendees:

(1) All shareholders of the Company registered with the China Securities Depository and Clearing Corporation Limited, Shenzhen Branch after the close of trading in the afternoon of 13 May 2026 shall have the right to attend and vote at the AGM in the manner as announced in the notice; shareholders who are unable to attend the AGM in person may authorize another person to attend on their behalf (the authorized person need not be a shareholder of the Company, and please refer to the attached power of attorney).

(2) Directors and officers of the Company.

(3) Witness lawyers engaged by the Company and other guests invited by the Board of Directors.

8. Venue: Meeting Room of GEM Co., Ltd. (41st Floor, Satcom Tower, No. 88 Baoxing Road, Haiwang Community, Xin'an Sub-district, Bao'an District, Shenzhen, P.R.China)

II. Matters for Deliberation

Coding Table of Proposals of the AGM:

Code	Name	Notes
		Columns ticked in this column can be voted on
100	General proposal: All proposals except cumulative voting proposals	√
Non-cumulative voting proposal		
1.00	<i>Proposal on the 2025 Annual Work Report of Board of Directors</i>	√
2.00	<i>Proposal on the 2025 Annual report and its summary</i>	√
3.00	<i>Proposal on the 2025 Annual Financial Final Accounts Report</i>	√
4.00	<i>Proposal on the 2025 Profit Distribution Plan and the 2026 Interim Dividend Plan</i>	√
5.00	<i>Proposal on the Company and Its Subordinate Company to Plan to Apply to Banks/Financial Leasing Platforms for Comprehensive Credit (Including Financial Leases) Lines</i>	√
6.00	<i>Proposal on the Company to Provide Guarantees for the Subordinate Company in Respect of Its Proposed Application to Banks/Financial Leasing Platforms for Comprehensive Credit (Including Financial Leases) Lines</i>	√
7.00	<i>Proposal on Confirming the 2025 Remuneration of Directors and Formulating the 2026 Remuneration Plan</i>	√
8.00	<i>Proposal on amendment< Remuneration management system for directors and senior management ></i>	√
9.00	<i>Proposal on amendment< Remuneration management system for directors and senior management >(Applicable after the issuance and listing of H shares)</i>	√

Mr. Pan Feng, Mr. Tang Sheng, incumbent independent director of the Company, and Mr. Liu Zhonghua, a retired independent director of the Company, will be appointed at the AGM.

The above proposals have been approved at the 12th Meeting of the 7th Board of Directors of the Company held on April 20, 2026, details of which are set out in the Company's designated information disclosure media, namely *China Securities Journal*, *Securities Times*, *Shanghai Securities News*, *Securities Daily*, and <http://www.cninfo.com.cn>.

Proposals No. 4 and No. 6 above are special resolutions and require the approval of at least 2/3 of shareholders (including proxies) with voting rights present at the AGM.

All related shareholders are required to abstain from voting on all relevant proposals.

Following the requirements of the *Rules for General Meetings of Listed Companies*, votes on the proposals in this AGM shall be separately counted for small- and medium-sized investors (small- and medium-sized investors refer to shareholders other than: 1) Directors and officers of listed companies; and 2) Shareholders who individually or collectively hold more than 5% of the shares of a listed company).

III. Registration Method

i. Registration time: From 9:00 to 17:00 on 15 May 2026.

ii. Registration method:

1. Legal representatives attending this meeting on behalf of institutional shareholders shall present ID cards, certificates of identity and securities account cards;
2. Proxies appointed by legal representatives to attend the meeting on behalf of institutional shareholders shall present their ID cards, a written power of attorney and securities account cards issued by the legal representative of the institutional shareholder's entity in accordance with the law;
3. Individual shareholders attending the meeting in person shall present an ID card or other valid documents or certificates of identity, and securities account cards;
4. Proxies attending the meeting on behalf of individual shareholders shall present valid identity documents, the shareholder-signed power of attorney and securities account cards;
5. Personnel attending the meeting shall present the aforesaid prescribed power of attorney and their original ID cards, and submit a copy of the aforesaid prescribed certificates to the registrar of the AGM.

Remote shareholders may register by letter or fax, which should contain the aforesaid documents (the letter or fax should reach the Company by 17:00 on 15 May 2026).

iii. Registration place: Securities Department of GEM Co., Ltd.

Address: 43/F, Satcom Tower, Baoxing Road, Baoan District, Shenzhen

Postal code: 518101

Tel: 0755-33386666

Designated fax: 0755-33895777

Contact: Pan Hua, He Yang, Zhu Pengyun

IV. Specific Operating Procedures for Online Voting

At the AGM, shareholders can participate in voting through the trading system of the Shenzhen Stock Exchange and the Internet voting system at <http://wltp.cninfo.com.cn>. The AGM will give specific instructions on matters related to online voting. The content and format of the instructions required for specific operations of online voting are detailed in Appendix 1.

V. Miscellaneous

1. The meeting will last for half a day, and shareholders participating in the meeting shall bear their own board, lodging and transportation expenses;
2. Shareholders are requested to cooperate with the staff in registration and attend the meeting on time.

VI. Reference Documents

Resolution of the 12th Meeting of the 7th Session of the Board of Directors (signed by the directors present and sealed by the Board of Directors).

Board of Directors of GEM Co., Ltd.

20 April 2026

Specific Procedures for Online Voting

I. Procedures for Online Voting

1. Voting code and voting abbreviation for ordinary shares: The voting code is “362340” and the voting abbreviation is “GEM Vote”;
2. The proposals at this shareholders' meeting are non-cumulative voting proposals. Please indicate your voting opinion: Agree, Oppose, or Abstain.
3. Shareholders voting on the general proposal are deemed to have the same opinion on all proposals except the cumulative voting proposal. If a shareholder votes repeatedly on a general proposal and a specific proposal, the first valid vote shall prevail. If a shareholder votes on a specific proposal before the general proposal, the voting opinions on the specific proposal voted on shall prevail, and the voting opinions on the general proposal shall prevail for other proposals not voted on; if a shareholder votes on the general proposal before the specific proposal, the voting opinions on the general proposal shall prevail.

II. Procedures for Voting through the Trading System of the SZSE

1. Voting time: Trading hours on 20 May 2026, i.e., 9:15 to 9:25, 9:30 to 11:30, and 13:00 to 15:00.
2. Shareholders may log on to the trading client of securities companies to vote through the trading system.

III. Procedures for Voting through the Internet Voting System of SZSE

1. The time of voting through the Internet voting system is from 9:15 to 15:00 on 20 May 2026.
2. For online voting through the Internet voting system, shareholders shall authenticate their identity and obtain an “SZSE Digital Certificate” or “SZSE Investor Service Password” in accordance with the provisions of the *Implementation Rules for Online Voting at Shareholders' Meetings of Listed Companies on the Shenzhen Stock Exchange (Revised in 2025)*. The specific authentication procedures are available in the column of rules and guidelines on the Internet voting system at <http://wltp.cninfo.com.cn>.
3. Shareholders may vote through the SZSE Internet voting system at <http://wltp.cninfo.com.cn> within the prescribed time according to the service password or digital certificate obtained.

Appendix 2:

Power of Attorney

I hereby give carte blanche to Mr. (Ms.) _____ to attend the the Annual General Meeting of GEM Co., Ltd. in 2025 on my (the shareholder unit's) behalf.

Proxy name:

Proxy ID No.:

Principal signature (institutional shareholder and unit seal):

Securities account No. of the Principal:

Number of shares held by the Principal:

Signing and issuance date of the power of attorney:

Validity of the commission:

My (the shareholder unit's) voting opinions on the proposals deliberated at the AGM are as follows:

Code	Name	Notes	Voting opinions		
		Columns ticked in this column can be voted on	For	Against	Abstain
100	General proposal: All proposals except cumulative voting proposals	√			
Non-cumulative voting proposal					
1.00	<i>Proposal on the 2025 Annual Work Report of Board of Directors</i>	√			
2.00	<i>Proposal on the 2025 Annual report and its summary</i>	√			
3.00	<i>Proposal on the 2025 Annual Financial Final Accounts Report</i>	√			
4.00	<i>Proposal on the 2025 Profit Distribution Plan and the 2026 Interim Dividend Plan</i>	√			
5.00	<i>Proposal on the Company and Its Subordinate Company to Plan to Apply to Banks/Financial Leasing Platforms for Comprehensive Credit (Including Financial Leases) Lines</i>	√			
6.00	<i>Proposal on the Company to Provide Guarantees for the Subordinate Company in Respect of Its Proposed Application to Banks/Financial Leasing Platforms for Comprehensive Credit (Including Financial Leases) Lines</i>	√			

7.00	<i>Proposal on Confirming the 2025 Remuneration of Directors and Formulating the 2026 Remuneration Plan</i>	√			
8.00	<i>Proposal on amendment< Remuneration management system for directors and senior management ></i>	√			
9.00	<i>Proposal on amendment< Remuneration management system for directors and senior management >(Applicable after the issuance and listing of H shares)</i>	√			

Special Note: Please indicate your voting instruction by placing a “√” in the appropriate box under “For”, “Against”, or “Abstain”. You may not give two or more instructions on the same resolution. If the principal fails to provide specific voting instructions for a resolution, or provides two or more instructions on the same resolution, the proxy shall be entitled to vote on that resolution at his/her own discretion.