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# Yangtze Optical Fibre and Cable Joint Stock Limited Company\* 長飛光纖光纜股份有限公司

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

(Stock Code: 6869)

# NOTICE OF THE 2025 SECOND EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 2025 second extraordinary general meeting (the "**EGM**" or the "**Meeting**") of Yangtze Optical Fibre and Cable Joint Stock Limited Company\* (the "**Company**") will be held on Friday, December 5, 2025 at 2:00 p.m. at Multi-functional Meeting Room, 2/F, YOFC Headquarters Building, No. 65 Guanggu Chuangye Street, East Lake High-tech Development Zone, Wuhan, Hubei Province, PRC, for the purpose of considering and if thought fit, passing the following resolutions. In this notice, unless the context otherwise requires, terms used herein shall have the same meanings as defined in the Company's circular dated November 18, 2025 (the "**Circular**").

# **ORDINARY RESOLUTIONS**

- 1. To consider and approve the renewal of certain continuing connected transactions with China Huaxin Group (as defined below) and Nokia Shanghai Group (as defined below):
  - 1.1. To consider and approve the renewal of the continuing connected transactions contemplated under the sales and purchase framework agreement entered into between China Huaxin Post and Telecom Technologies Co., Ltd.\* (中國華信郵電科技有限公司) (together with its subsidiaries, the "China Huaxin Group") and the Company on October 30, 2025 and the proposed annual cap, and the authorization to the directors of the Company acting together or by committee, or any director of the Company acting individually, to do all such further acts and things and execute such further documents and take all such steps which in his/her/their opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions; and
  - 1.2. To consider and approve the renewal of the continuing connected transactions contemplated under the purchase framework agreement entered into between Nokia Shanghai Bell Co., Ltd.\* (上海諾基亞貝爾股份有限公司) (together with its subsidiaries, the "Nokia Shanghai Group") and the Company on October 30, 2025 and the proposed annual cap, and the authorization to the directors of the Company acting together or by committee, or any director of the Company acting individually, to do all such further acts and things and execute such further documents and take all such steps which in his/her/their opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions;

- 2. To consider and approve the proposal on estimates of the 2026 annual transaction amounts for the related party transactions to be carried out in the ordinary and usual course of business as set out in Appendix I to the Circular, and the authorization to the Board or such persons as authorized by the Board to enter into specific business agreements with the related parties from time to time during the year of 2026 within the limits of the estimates on the transaction amounts during the ordinary and usual course of business;
- 3. To consider and approve the proposed appointment of non-executive directors of the Company:
  - 3.1 To consider and approve the proposed appointment of Mr. Qiu Xiangping (邱 祥平) as an non-executive director of the Company;
  - 3.2 To consider and approve the proposed appointment of Mr. Guan Jingzhi (管景志) as an non-executive director of the Company;

## SPECIAL RESOLUTIONS

- 4. To consider and approve the proposed abolishment of the supervisory board of the Company and the proposed amendments to the articles of association, the procedural rules for the general meeting, the procedural rules for the board of directors and the working rules for independent directors of the Company:
  - 4.1. To consider and approve the proposed abolishment of the supervisory board of the Company and the proposed amendments to the articles of association of the Company as set out in Appendix II to this Circular;
  - 4.2. To consider and approve the proposed amendments to the procedural rules for the general meeting of the Company as set out in Appendix III to this Circular;
  - 4.3. To consider and approve the proposed amendments to the procedural rules for the board of directors of the Company as set out in Appendix IV to this Circular; and
  - 4.4. To consider and approve the proposed amendments to the working rules for independent directors of the Company as set out in Appendix V to this Circular.

By Order of the Board

Yangtze Optical Fibre and Cable Joint Stock Limited Company\* 長飛光纖光纜股份有限公司

Ma Jie

Chairman

Notes:

#### (1) Circular

Details of the above proposals and resolutions to be considered at the EGM are set out in the Circular. Unless otherwise defined in this notice, capitalized terms used in this notice shall have the same meanings as those defined in the Circular.

## (2) Closure of register of members and eligibility for attending the EGM

Holders of H shares of the Company ("H Shares") are advised that the register of members of the Company will be closed from Tuesday, December 2, 2025 to Friday, December 5, 2025 (both days inclusive). Holders of H Shares whose names appear on the register of members of the Company maintained in Hong Kong at close of business on Friday, December 5, 2025 are entitled to attend the EGM. Holders of H Shares who wish to attend the EGM but have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the H Share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Monday, December 1, 2025.

## (3) Proxy

Shareholders entitled to attend and vote at the EGM may appoint one or more proxies to attend, speak and vote in their stead. 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 attorney duly authorized in writing. If the shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorized attorney(s). If the proxy form is signed by an attorney of the shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarised. To be valid, the proxy form together with the power of attorney or other authorization document (if any) must be lodged at the H Share registrar of the Company by the holder of H Shares by hand or by post not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 2:00 p.m. on Thursday, December 4, 2025) or any adjournment thereof (as the case may be).

Completion and return of the proxy form will not preclude a shareholder from attending and voting in person at the EGM if he so wishes, but in such event the instrument appointing a proxy shall be deemed to be revoked. The H Share registrar of the Company is Tricor Investor Services Limited, whose address is at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.

## (4) Joint holder of shares

In the case of joint holders of any shares of the Company, any one of such joint holders may vote at the above Meeting, either personally or by proxy, in respect of such shares as if he were solely entitled thereto. However, if more than one of such joint holders is present at the Meeting, either personally or by proxy, the vote of the joint holder whose name stands first in the register of members of the Company and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).

## (5) Voting by poll

On a poll, every member present in person or by proxy shall be entitled to one vote for each share of the Company registered in his name. The result of such poll shall be deemed to be the resolution of the Meeting at which the poll was so taken.

#### (6) Other issues

The EGM is expected to last for half a day. Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation, catering and accommodation expenses. Shareholders or their proxies attending the EGM shall produce their identification documents.

The EGM starts at 2:00 p.m.

Registration for admission to the EGM will take place from 1:30 p.m. to 2:00 p.m..

References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the Board comprises Mr. Zhuang Dan as executive director; Mr. Ma Jie, Mr. Lars Frederick Persson, Mr. Pier Francesco Facchini, Mr. Hamavand Rayomand Shroff and Mr. Mei Yong as non-executive directors; Mr. Bingsheng Teng, Mr. Song Wei, Ms. Li Chang'ai and Mr. Tsang Hin Fun Anthony as independent non-executive directors.

\* For identification purpose only