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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 adviser.

If you have sold or transferred all your shares in UBTECH ROBOTICS CORP 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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UBTECH ROBOTICS CORP LTD 深圳市優必選科技股份有限公司

(A joint stock company established in the People's Republic of China with limited liability)

(Stock Code: 9880)

- (1) 2024 REPORT OF THE BOARD OF DIRECTORS;**
 - (2) 2024 REPORT OF THE BOARD OF SUPERVISORS;**
 - (3) 2024 ANNUAL REPORT;**
 - (4) RE-APPOINTMENT OF AUDITOR;**
 - (5) REMUNERATION OF DIRECTORS AND SUPERVISORS;**
 - (6) 2024 PROFIT DISTRIBUTION PLAN;**
 - (7) 2024 CONFIRMATION OF
DAILY RELATED-PARTY TRANSACTIONS;**
 - (8) 2024 FINANCIAL ACCOUNTS REPORT;**
 - (9) 2025 FINANCIAL BUDGET REPORT;**
 - (10) GENERAL MANDATE TO ISSUE SHARES;**
- AND
NOTICE OF AGM**

The notice convening the AGM of the Company to be held at JIMU Conference Room, 25/F, Building C1, Nanshan Smart Park, No. 1001 Xueyuan Avenue, Nanshan District, Shenzhen, PRC on Wednesday, May 21, 2025 at 4:00 p.m. is set out on pages 12 to 14 of this circular. A form of proxy for use at the AGM is also enclosed. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.ubtrobot.com).

Whether or not you are able to attend the AGM, please complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's H share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares), or the registered office of the Company at Room 2201, Building C1, Nanshan Smart Park, No. 1001 Xueyuan Avenue, Changyuan Community, Taoyuan Street, Nanshan District, Shenzhen, PRC (for holders of Domestic Shares), as soon as possible but in any event not less than 24 hours before the time appointed for the holding of the AGM (i.e. not later than 4:00 p.m. on Tuesday, May 20, 2025) or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM if you so wish.

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

April 30, 2025

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DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be held at JIMU Conference Room, 25/F, Building C1, Nanshan Smart Park, No. 1001 Xueyuan Avenue, Nanshan District, Shenzhen, PRC on Wednesday, May 21, 2025 at 4:00 p.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 12 to 14 of this circular, or any adjournment thereof
“Article of Association”	the articles of association of the Company, as amended from time to time
“Board” or “Board of Directors”	the board of directors of the Company
“Board of Supervisors”	the board of supervisors of the Company
“Company”	UBTECH ROBOTICS CORP LTD (深圳市優必選科技股份有限公司) (formerly known as Shenzhen UBTECH Technology Co., Ltd.* (深圳市優必選科技有限公司)), a limited liability company established under the laws of the PRC on March 31, 2012 and converted into a joint stock company with limited liability on March 29, 2019, the H Shares of which are listed on the Main Board of the Stock Exchange (stock code: 9880)
“Director(s)”	the director(s) of the Company
“Domestic Shares”	ordinary share(s) in the share capital of our Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi and are unlisted Shares which are currently not listed or traded on any stock exchange
“Group”	the Company and its subsidiaries
“H Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which is/are listed on the Main Board of the Stock Exchange and subscribed for and traded in Hong Kong dollars
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

DEFINITIONS

“Latest Practicable Date”	April 28, 2025, being the latest practicable date prior to the printing of this circular for ascertaining certain information referred to in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China, excluding, for the purposes of this circular only, Hong Kong, Macau Special Administrative Region of the People’s Republic of China and Taiwan
“PRC Company Law”	Company Law of the PRC* (中華人民共和國公司法), as amended and adopted by the Standing Committee of the Tenth National People’s Congress on October 27, 2005 and effective on January 1, 2006, as amended or supplemented from time to time
“RMB”	Renminbi, the lawful currency of the PRC
“Shares(s)”	Domestic Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“%”	per cent

* For identification purposes only

LETTER FROM THE BOARD



UBTECH ROBOTICS CORP LTD 深圳市優必選科技股份有限公司

(A joint stock company established in the People's Republic of China with limited liability)

(Stock Code: 9880)

Executive Directors:

Zhou Jian (Chairman)
Xiong Youjun
Wang Lin
Liu Ming

Non-executive Directors:

Xia Zuoquan
Zhou Zhifeng
Chen Qiang

Independent Non-executive Directors:

Zhao Jie
Xiong Chuxiong
Poon Fuk Chuen
Leung Wai Man, Roger

Registered office:

Room 2201, Building C1
Nanshan Smart Park
No. 1001 Xueyuan Avenue
Changyuan Community
Taoyuan Street
Nanshan District
Shenzhen, PRC

Principal place of business in Hong Kong:

40th Floor, Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai
Hong Kong

April 30, 2025

To the Shareholders

Dear Sir or Madam,

- (1) 2024 REPORT OF THE BOARD OF DIRECTORS;**
- (2) 2024 REPORT OF THE BOARD OF SUPERVISORS;**
- (3) 2024 ANNUAL REPORT;**
- (4) RE-APPOINTMENT OF AUDITOR;**
- (5) REMUNERATION OF DIRECTORS AND SUPERVISORS;**
- (6) 2024 PROFIT DISTRIBUTION PLAN;**
- (7) 2024 CONFIRMATION OF DAILY RELATED-PARTY
TRANSACTIONS;**
- (8) 2024 FINANCIAL ACCOUNTS REPORT;**
- (9) 2025 FINANCIAL BUDGET REPORT;**
- (10) GENERAL MANDATE TO ISSUE SHARES;**
- AND**
- NOTICE OF AGM**

LETTER FROM THE BOARD

I. INTRODUCTION

The purpose of this circular is to provide you with the notice of the AGM and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the AGM.

At the AGM, ordinary resolutions will be proposed to consider and (if thought fit) approve:

- (1) the report of the Board of Directors for the year 2024 (the “**2024 Report of the Board of Directors**”);
- (2) the report of the Board of Supervisors for the year 2024 (the “**2024 Report of the Board of Supervisors**”);
- (3) the annual report of the Company for the year 2024 (the “**2024 Annual Report**”);
- (4) the re-appointment of auditor of the Company for the year 2025;
- (5) the authorisation to the Board to determine the remuneration of the Directors and the Supervisors;
- (6) 2024 Profit Distribution Plan;
- (7) 2024 Confirmation of Daily Related-party Transactions;
- (8) 2024 Financial Accounts Report; and
- (9) 2025 Financial Budget Report.

In addition, at the AGM, a special resolution will be proposed to consider and approve (10) the granting of a general mandate to the Board to issue Shares.

II. DETAILS OF THE RESOLUTIONS

ORDINARY RESOLUTIONS

1. 2024 Report of the Board of Directors

An ordinary resolution will be proposed at the AGM to approve the 2024 Report of the Board of Directors, the full text of which is set out in the 2024 Annual Report.

LETTER FROM THE BOARD

2. 2024 Report of the Board of Supervisors

An ordinary resolution will be proposed at the AGM to consider and approve the 2024 Report of the Board of Supervisors, the full text of which is set out in the 2024 Annual Report.

3. 2024 Annual Report

An ordinary resolution will be proposed at the AGM to consider and approve the 2024 Annual Report. The 2024 Annual Report is set out and published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.ubtrobot.com).

4. Re-appointment of auditor of the Company for the year 2025

In line with the requirements of the Articles of Association and the auditing tasks of the Company, the Company proposes to re-appoint PricewaterhouseCoopers Zhong Tian LLP to be the auditor of the Company for 2025 with a term commencing from the date of approval at the AGM until the conclusion of the 2025 annual general meeting of the Company, and authorise the Board to determine the specific matters, including but not limited to their remunerations, in relation to such re-appointment.

5. Authorisation to the Board to determine the remuneration of the Directors and the Supervisors

An ordinary resolution will be proposed at the AGM to authorise the Board to determine the remuneration of the Directors and the Supervisors. The Board considered that the current remuneration policy for Directors and Supervisors is reasonable and proposed to continue to implement the current remuneration policy.

6. 2024 Profit Distribution Plan

An ordinary resolution will be proposed at the AGM for the Shareholders to consider and approve the Profit Distribution Plan for 2024. According to the annual results announcement for the year ended December 31, 2024 of the Company dated March 30, 2025, the cumulative undistributed profits of the Company attributable to the shareholders of the parent company for the year ended December 31, 2024 were negative. The Board of Directors has resolved that no profit distribution will be made for the year.

LETTER FROM THE BOARD

7. 2024 Confirmation of Daily Related-party Transactions

An ordinary resolution will be proposed at the AGM for the Shareholders to consider and approve the resolution on Confirmation of Daily Related-party Transactions in 2024. In order to meet the Company's production and operation needs, the Company had related-party transactions with various related parties in 2024, and the specific types and details of the related-party transactions have been set out in Notes 7(4)(b) to (d) to the financial statements in the 2024 Annual Report. The Directors confirm that the related-party transactions between the Company and the related parties in 2024 are genuine, legal and valid with fair pricing. The related-party transactions between the Company and related parties in 2024 did not jeopardise the interests of the Company or other shareholders, especially minority Shareholders, and the Company has taken effective measures to regulate and reduce related-party transactions.

8. 2024 Financial Accounts Report

An ordinary resolution will be proposed at the AGM for the Shareholders to consider and approve the 2024 Financial Accounts Report as set out below:

In order to provide shareholders with an understanding of the Company's consolidated results of operations for 2024, the information regarding the 2024 financial accounts is reported as follows:

1. Major financial data and indicators for 2024

Unit: RMB'0,000

Items	2024
Operating revenue	130,536
Net loss attributable to shareholders of the parent	(112,359)
Items	At the end of the year 2024
Total assets	513,353
Total liabilities	288,599
Equity attributable to owners of the parent	211,161

LETTER FROM THE BOARD

2. *Information on major assets and liabilities*

Unit: RMB'0,000

Items	2024
Cash at bank and on hand	122,372
Notes receivable and accounts receivables	95,032
Inventories	46,050
Fixed assets	13,904
Intangible assets	44,745
Items	2024
Notes payable and accounts payables	54,781
Other payables	39,109
Short-term borrowings	79,337
Long-term borrowings	70,863

3. *Main expense*

Unit: RMB'0,000

Items	2024
Selling expenses	52,393
General and administrative expenses	37,001
Research and development expenses	47,811
Financial expenses	(598)

4. *Cash flow analysis*

Unit: RMB'0,000

Items	2024
Net cash flows used in operating activities	(88,364)
Net cash flows used in investing activities	(27,570)
Net cash flows from financing activities	182,607

LETTER FROM THE BOARD

9. 2025 FINANCIAL BUDGET REPORT

An ordinary resolution will be proposed at the AGM for shareholders to consider and approve the 2025 Financial Budget Report as set out below:

Based on the Company's major business revenue targets, various variable expenses are in line with revenue, and the budgeting of various fixed expenses, asset impairment losses and investment income are based on the expenditures in 2024 and the changes in business growth in 2025. In this regard, the Company has proposed a budgeted target for expenses in 2025, with the general and administrative expenses, selling expenses and research and development expenses to be controlled at RMB350 million, RMB590 million and RMB540 million, respectively, in 2025.

SPECIAL RESOLUTION

10. Grant of a general mandate to the Board to issue Shares

To ensure the flexibility of the Board to issue new Shares at its discretion as and when appropriate, the Board will propose a special resolution at the AGM to grant a general mandate to the Board to issue, allot and deal with additional shares (whether Domestic Shares or H Shares or securities convertible into such shares, options, warrants or similar rights to subscribe for Domestic Shares or H Shares of the Company (hereinafter referred to as “**similar rights**”)). Specific plan for the general mandate to issue the Shares of the Company is as follows:

- (1) subject to paragraph (b) and in accordance with the relevant requirements of the Listing Rules, the Articles of Association and relevant laws and regulations of the PRC, the granting of a general mandate to the Board to issue, allot and deal with, separately or concurrently, additional Domestic Shares and/or H Shares and/or securities convertible into Shares, and similar rights to make or grant offers, agreements and options in relation to such Shares and is subject to the following conditions:
 - (a) relevant grant shall not be made during the Relevant Period (as defined below) except that the Board may during the Relevant Period make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the expiration of the Relevant Period; and
 - (b) the number of additional Domestic Shares and/or H Shares and/or securities convertible into Shares, separately or concurrently, allotted, issued or dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with (whether pursuant to an option or otherwise) by the Board shall not exceed 20% of each of the total number of Domestic Shares of the Company in issue and/or the total number of H Shares of the Company in issue, respectively, as at the date of passing of such resolution;

LETTER FROM THE BOARD

“**Relevant Period**” means the period from the passing of this resolution until the earliest of:

- (a) the conclusion of the next annual general meeting of the Company;
 - (b) the date by which the next annual general meeting of the Company is required to be held by the Articles of Association or any applicable laws of the PRC; or
 - (c) the date on which the authorisation set out in this resolution is revoked or varied by a special resolution of the Shareholders at any general meetings of the Company.
- (2) Allot, issue and deal with the Shares pursuant to paragraph (1) above, the Board is hereby authorised:
- (a) to approve, execute and do or procure to be executed and done, all such documents, deeds and matters as it may consider necessary in connection with the issue, allotment of and dealing with such Shares including, without limitation, determining the size of the issue, the issue price, the use of proceeds from the issue, the targets of the issue and the place and time of the issue;
 - (b) to make all necessary applications to the relevant authorities, enter into an underwriting agreement or any other agreements, and to make all necessary filings and registrations with the relevant PRC, Hong Kong and other regulatory authorities; and
 - (c) to make necessary amendments to the Articles of Association in order to reflect the new shareholding structure of the Company after authorising the Company to allot or issue Shares pursuant to this resolution.

No class meeting shall be required to be convened by the Company when the Board exercises the general mandate to issue, allot and deal with additional shares (whether Domestic Shares or H shares or securities convertible into such shares, options, warrants or similar rights to subscribe for Domestic Shares or H shares of the Company).

As at the Latest Practicable Date, the Company issued 70,665,977 Domestic Shares and 371,111,946 H Shares. Subject to the approval of the resolution in relation to the general mandate, the Company may allot, issue and deal with up to 14,133,195 Domestic Shares and/or 74,222,389 H Shares (on the basis that the Company will not further issue Domestic Shares and/or H Shares before the AGM).

LETTER FROM THE BOARD

The resolution on the general mandate to issue the Shares of the Company had been considered and approved by the Board on April 30, 2025, and is hereby submitted to the Shareholders for consideration and approval at the AGM.

III. THE AGM

The AGM will be held at JIMU Conference Room, 25/F, Building C1, Nanshan Smart Park, No. 1001 Xueyuan Avenue, Nanshan District, Shenzhen, PRC on Wednesday, May 21, 2025 at 4:00 p.m. Notice convening the AGM is set out on pages 12 to 14 of this circular and published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.ubtrobotic.com).

IV. CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Friday, May 16, 2025 to Wednesday, May 21, 2025, both days inclusive, in order to determine the eligibility of Shareholders who are entitled to attend and vote at the AGM to be held on Wednesday, May 21, 2025. Shareholders whose name appear on the register of members of the Company on Wednesday, May 21, 2025 will be entitled to attend and vote at the AGM.

In order to be eligible to attend and vote at the AGM, all transfer accompanied by relevant share certificates and transfer forms must be lodged with the Company's H share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong before 4: 30 p.m. on Thursday, May 15, 2025.

V. PROXY ARRANGEMENT

The form of proxy of the AGM is enclosed and published on the websites of the Stock Exchange and the Company.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. The form of proxy should be returned to the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares), or the registered office of the Company at Room 2201, Building C1, Nanshan Smart Park, No. 1001 Xueyuan Avenue, Changyuan Community, Taoyuan Street, Nanshan District, Shenzhen, PRC (for holders of Domestic Shares), not less than 24 hours before the time fixed for holding the AGM (i.e. not later than 4:00 p.m. on Tuesday, May 20, 2025) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or at any other adjourned meeting should you so wish.

LETTER FROM THE BOARD

VI. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the AGM must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, all the resolutions as set out in the notice convening the AGM will be voted by poll.

To the best of the Directors' knowledge, information and belief, none of the Shareholders are required to abstain from voting at the AGM.

VII. 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.

VIII. RECOMMENDATION

The Board considers that all the resolutions proposed at the AGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of these proposed resolutions.

By order of the Board
UBTECH ROBOTICS CORP LTD
深圳市優必選科技股份有限公司
Jian ZHOU

Chairman, Executive Director and Chief Executive Officer

NOTICE OF ANNUAL GENERAL MEETING



UBTECH ROBOTICS CORP LTD 深圳市優必選科技股份有限公司

(A joint stock company established in the People's Republic of China with limited liability)
(Stock Code: 9880)

NOTICE OF THE 2024 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2024 annual general meeting of UBTECH ROBOTICS CORP LTD (the “**Company**”) will be convened and held at JIMU Conference Room, 25/F, Building C1, Nanshan Smart Park, No. 1001 Xueyuan Avenue, Nanshan District, Shenzhen, PRC on Wednesday, May 21, 2025 at 4:00 p.m. (the “**AGM**”) to consider and, if thought fit, approve the following resolutions:

ORDINARY RESOLUTIONS

1. Proposal on the Company's 2024 Report of the Board of Directors: to consider and approve the Report of the Board (the “**Board**”) of Directors (the “**Directors**”) of the Company for 2024.
2. Proposal on the Company's 2024 Report of the Board of Supervisors: to consider and approve the Report of the Board of Supervisors (the “**Supervisors**”) of the Company for 2024.
3. Proposal on the Company's Annual Report for 2024: to consider and approve the annual report of the Company for 2024.
4. Proposal on the Re-appointment of PricewaterhouseCoopers Zhong Tian LLP as the Company's External Auditor for 2025: to consider and approve the re-appointment of auditor of the Company for 2025.
5. Proposal on the Remuneration Scheme of the Directors and the Supervisors: to consider and agree to authorise the Board to determine the remuneration of the Directors and the Supervisors.
6. Proposal on the Company's 2024 Profit Distribution Plan: to consider and approve the profit distribution plan for 2024.
7. Proposal on the Confirmation of the Company's Daily Related-party Transactions for 2024: to consider and approve the Company's daily related-party transactions for 2024.

NOTICE OF ANNUAL GENERAL MEETING

8. Proposal on the Company's 2024 Report on the Financial Accounts: to consider and approve the Company's Report on the Financial Accounts for 2024.
9. Proposal on the Company's 2025 Financial Budget Report: to consider and approve the Company's Financial Budget Report for 2025.

SPECIAL RESOLUTION

10. Proposal on the Granting of a General Mandate to the Board to Issue Shares: to consider and agree to grant the Board a general mandate to issue shares.

By order of the Board
UBTECH ROBOTICS CORP LTD
深圳市優必選科技股份有限公司

Jian ZHOU

Chairman, Executive Director and Chief Executive Officer

Shenzhen, April 30, 2025

Notes:

1. Individual shareholders who wish to attend the AGM in person shall produce their identity cards or other effective document or proof of identity and stock account cards. Proxies of individual shareholders shall produce their effective proof of identity and form of proxy. A corporate shareholder should attend the meeting by its legal representative or proxy appointed by the legal representative. A legal representative who wishes to attend the meeting should produce his/her identity card or other valid documents evidencing his/her capacity as a legal representative. If appointed to attend the meeting, the proxy should produce his/her identity card and an authorisation instrument duly signed by the legal representative of the corporate shareholder.
2. Any shareholder entitled to attend and vote at the AGM is entitled to appoint one or more person(s) (if the shareholder holds two or more issued shares of the Company (the "**Share(s)**")), whether (each of) such person is a shareholder of the Company or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the AGM.

The instrument appointing a proxy must be signed by the shareholder or his/her attorney duly authorised in writing. For a corporate shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorised in writing.

If the power of attorney of the proxy is signed by the authorised person of the appointer under a power of attorney or other authorisation document(s) given by the appointer, such power of attorney or other authorisation document(s) shall be notarised and served at the same time as the power of attorney. To be valid, the form of proxy, together with a notarially certified copy of the power of attorney or other authorisation document(s), must be delivered to the H share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H holders of H Shares), or the registered office of the Company at Room 2201, Building C1, Nanshan Smart Park, No. 1001 Xueyuan Avenue, Changyuan Community, Taoyuan Street, Nanshan District, Shenzhen, PRC (for holders of Domestic Shares) not later than 24 hours before the designated time for the holding of the AGM (i.e. not later than 4:00 p.m. on Tuesday, May 20, 2025) or any adjournment thereof (as the case may be).

NOTICE OF ANNUAL GENERAL MEETING

In case of registered joint holders of any Shares, any one of the registered joint holders can vote on such Shares at the AGM in person or by proxy as if he/she is the only holder entitled to vote. If more than one registered joint holders attend the AGM in person or by proxy, only the vote of the person whose name appears first in the register of members of the Company relating to such Shares (in person or by proxy) will be accepted as the sole and exclusive vote of the joint holders. After the completion and return of the form of proxy and the power of attorney, you can attend and vote in person at the AGM or any adjournment thereof should you so wish. In this case, the power of attorney will be deemed to have been revoked.

3. According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Accordingly, the resolutions to be proposed at the AGM will be voted on by poll. Results of the poll voting will be posted on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.ubtrobot.com) upon the conclusion of the AGM.
4. Shareholders attending the AGM are responsible for their own transportation and accommodation expenses.

As at the date of this notice, the Board comprises (i) Mr. Zhou Jian, Mr. Xiong Youjun, Ms. Wang Lin and Mr. Liu Ming as executive directors; (ii) Mr. Xia Zuoquan, Mr. Zhou Zhifeng and Mr. Chen Qiang as non-executive directors; and (iii) Mr. Zhao Jie, Mr. Xiong Chuxiong, Mr. Poon Fuk Chuen and Mr. Leung Wai Man, Roger as independent non-executive directors.