

Sunwoda Electronic Co., Ltd.

Notice of Convening the Third Extraordinary General Meeting of 2023

The Company and all members of the Board of Directors guarantee the truthfulness, accuracy and completeness of the information disclosed, and there are no false records, misleading statements or material omissions.

The third extraordinary general meeting of 2023 of Sunwoda Electronics Co., Ltd. (hereinafter referred to as the “Company” or “Sunwoda”) will be held on Wednesday, 29 March 2023. The notice is as follows:

I. BASIC INFORMATION OF THE MEETING

1. Session of the general meeting: the third EGM of 2023
2. Convenor of the general meeting: the board of directors of Sunwoda Electronic Co., Ltd.
3. Legality and compliance of the meeting: the forty-eighth meeting of the fifth session of the Board of the Directors approved the convening of the general meeting where the proposals considered and approved at the forty-seventh (extraordinary) meeting of the fifth session of the Board of Directors will be submitted for deliberation. This EGM is in compliance with the requirements of the relevant laws, administrative regulations, departmental rules, regulatory documents and the Articles of Association of Sunwoda Electronic Co., Ltd.
4. Way of convening the meeting: the general meeting will be held by way of a combination of on-site voting and online voting.
 - (1) On-site voting: shareholders attending the on-site meeting in person or by proxy.
 - (2) Online voting: the general meeting will provide a platform in the form of online voting to the shareholders of the Company through the trading system and the

Internet voting system of the Shenzhen Stock Exchange. The shareholders of the Company may exercise their voting rights through the above-mentioned system within the online voting time set out below. The shareholders of the Company may only choose one of the voting methods between on-site voting and online voting, and the voting results shall be subject to the first valid voting result.

5. Date and time of the meeting:

(1) Convening time of on-site meeting: at 14:30 p.m. on Wednesday, 29 March 2023.

(2) Time for online voting: the specific time for online voting through the trading system of the Shenzhen Stock Exchange is: 9:15 a.m. to 9: 25 a.m., 9:30 a.m. to 11:30 a.m. and 13:00 p.m. to 15:00 p.m. on Wednesday, 29 March 2023.

The specific time for voting through the Internet voting system of the Shenzhen Stock Exchange is: any time between 9:15 a.m. and 15:00 p.m. on Wednesday, 29 March 2023

(3) The Company will publish an indicative announcement on convening the general meeting on Wednesday, 22 March 2023.

6. Record date: Tuesday, 21 March 2023

7. Attendees:

(1) All shareholders of the Company whose names appear on the register of members maintained by China Securities Depository and Clearing Corporation Limited Shenzhen Branch at the close of business on Tuesday, 21 March 2023. All the above shareholders of the Company are entitled to attend the general meeting and may appoint a proxy in writing to attend and vote on their behalf. A proxy need not be a shareholder of the Company.

(2) Relevant directors, supervisors and senior management of the Company.

(3) The lawyers engaged by the Company.

8. Venue of the on-site meeting: Conference Room of Sunwoda Electronic Co., Ltd., No. 2 Yihe Road, Shilong Community, Shiyan Street, Bao'an District,

Shenzhen.

II. MATTERS TO BE CONSIDERED:

Sample table for proposal encoding of the general meeting is as follows:

No. of proposal	Name of proposal	Note
		You may vote on the column with a “√”
100	General proposal: all proposals other than proposals by cumulative voting	√
Proposals by non-cumulative voting		
1.00	Proposal on the Use of Idle Self-owned Funds by the Company and Its Subsidiaries for Cash Management	√
2.00	Proposal on the Application of Credit Lines to Banks and Other Financial Institutions	√
3.00	Proposal on Conducting Hedging Business by the Company	√
4.00	Proposal on the Company's Fulfillment of the Conditions for Issuing Shares to Specific Subscribers	√
5.00	Proposal on the Plan of the Company's Issuance of Shares to Specific Subscribers in 2023	√
5.01	Type and nominal value of shares to be issued	√
5.02	Issuance method and issuance time	√
5.03	Pricing base date, issue price and pricing principles	√
5.04	Subscribers and subscription method	√
5.05	Number of shares to be issued	√
5.06	Lock-up period	√
5.07	Listing place	√
5.08	Arrangements for accumulated undistributed profits prior to the Issue	√
5.09	Use of proceeds	√
5.10	Validity of resolution	√
6.00	Proposal on the Preplan of the Company's Issuance of Shares to Specific Subscribers in 2023	√
7.00	Proposal on the Report on the Analysis of the Plan of the Company's Issuance of Shares to Specific Subscribers in 2023	√
8.00	Proposal on the Feasibility Analysis Report on Use of Proceeds from the Company's Proposed Issuance of Shares to Specific Subscribers in 2023	√
9.00	Proposal on Report on the Use of Proceeds from Previous Offering	√
10.00	Proposal on Requesting General Meeting to Authorize the Board of Directors to Handle the Affairs Related to the Company's Proposed	√

	Issuance of Shares to Specific Subscribers in 2023	
11.00	Proposal on Dividend Distribution Plan for Shareholders for the Coming Three Years (2023-2025)	√
12.00	Proposal on the Mitigation and Remediation Measures for the Immediate Return Dilution Resulting from the Company's Proposed Issuance of Shares to Specific Subscribers in 2023 and Related Undertakings by Stakeholders	√

The aforesaid proposals have been considered and approved at the forty-seventh (extraordinary) meeting of the fifth session of the Board of Directors, and the forty-eighth meeting of the fifth session of the Board of Directors. For details of the proposals, please refer to the announcement and documents published on the information disclosure website designated by the ChiNext Board of the CSRC.

III. REGISTRATION OF MEETING

1. Method of registration

(1) A natural person shareholder shall register his/her identity card and shareholder account card; a proxy attending a general meeting shall register his/her identity card, power of attorney (Appendix III), shareholder account card of the proxy and identity card of the proxy.

(2) A corporate shareholder shall attend the meeting by its legal representative or a proxy appointed by the legal representative. If a legal representative attends the meeting, he/she shall go through the registration formalities with shareholder account card, a copy of the business license affixed with the official seal, the legal representative certificate and the identity card; if a proxy is appointed by the legal representative to attend the meeting, the proxy shall go through the registration formalities with the identity card of the proxy, a copy of the business license affixed with the official seal, the power of attorney issued by the legal representative (Appendix III), the legal representative certificate and the share account card of the legal person shareholder.

(3) The shareholders may register by letter or fax and complete the register of shareholders (Appendix II) and deliver the aforesaid registration documents to the Company for registration and confirmation.

(4) Telephone registration will not be accepted for the meeting.

2. Registration time: the on-site registration time for the general meeting will be from 9:00 to 17: 00 on Tuesday, 28 March 2023. Those registered by letter or fax shall be delivered to the Company or by fax before 17: 00 on Tuesday, 28 March 2023.

3. Place of registration and mailing address: Board Secretary Office of Sunwoda Electronic Co., Ltd., No. 2 Yihe Road, Shilong Community, Shiyuan Street, Bao'an District, Shenzhen (if registered by letter, please mark the "General Meeting" on the envelope); Postal Code: 518108; Fax No.: 0755-29517735.

4. Note: the shareholders and proxies attending the on-site meeting shall bring the relevant original certificates to register at the venue half an hour before the meeting.

IV. SPECIFIC PROCEDURES FOR PARTICIPATION IN ONLINE VOTING

At the general meeting, shareholders may vote through the trading system of the Shenzhen Stock Exchange and the Internet voting system of the Shenzhen Stock Exchange (website: <http://wltp.cninfo.com.cn>). The specific procedures of online voting are set out in Appendix I.

V. OTHER MATTERS

1. Contact method:

Contact person: Zeng Di, Liu Rongbo

Contact address: Board Secretary Office of Sunwoda Electronic Co., Ltd., No. 2 Yihe Road, Shilong Community, Shiyuan Street, Bao'an District, Shenzhen

Tel: 0755-27352064; Fax:0755-29517735

Email: zengdi@sunwoda.com; liurongbo@sunwoda.com

Postal code: 518108

2. Such general meeting is expected to last for a half day. Those attending the meeting shall be responsible for their own traveling and accommodation expenses.

VI. DOCUMENTS AVAILABLE FOR INSPECTION

1. The resolutions of the 47th (extraordinary) meeting of the fifth session of the Board of Directors.

2. The resolutions of the 47th meeting of the fifth session of the Supervisory Committee.

3. The resolutions of the 48th meeting of the fifth session of the Board of Directors.

4. The resolutions of the 48th meeting of the fifth session of the Supervisory Committee.

5. Other documents required by the Shenzhen Stock Exchange.

Notice is hereby given.

Sunwoda Electronic Co., Ltd.

Board of Directors

2023-3-8

APPENDIX I: SPECIFIC PROCEDURES FOR PARTICIPATION IN ONLINE VOTING

I. PROCEDURES OF ONLINE VOTING

1. Voting code and voting abbreviation: voting code: “350207”; voting abbreviation: “Sunwoda voting”.

2. Fill in voting opinion or casts.

All the proposals are non-cumulative voting proposals. Fill in voting opinions: for, against or abstain.

3. Where shareholders vote on the general proposal, they are deemed to have expressed the same opinion on all other proposals other than those by cumulative voting.

In case of repeated voting of the general proposal and sub-proposal on the same proposal, the first valid vote shall prevail. If the shareholder votes on the sub-proposal first and then on the general proposal, the voting opinions of the sub-proposal that has been voted on shall prevail, and other non-voted sub-proposals are subject to the opinion of the general proposal; if the shareholder votes on the general proposal first and then the sub-proposal, the vote on the general proposal shall prevail.

II. PROCEDURES FOR VOTING VIA THE TRADING SYSTEM OF SHENZHEN STOCK EXCHANGE

1. Time for voting: 9:15 a.m. to 9:25 a.m., 9:30 a.m. to 11:30 a.m., 13:00 p.m. to 15:00 p.m. on Wednesday, 29 March 2023.

2. Shareholders may log in to the trading client-side of the securities company to vote via the trading system.

III. PROCEDURES FOR VOTING VIA THE INTERNET VOTING SYSTEM OF THE SHENZHEN STOCK EXCHANGE

1. Online voting will be available on the internet voting system during the period from 9:15 a.m. to 15:00 p.m. on Wednesday, 29 March 2023.

2. Shareholder who performs online voting via the internet voting system shall

apply for identity verification in accordance with the Guidelines for the Identity Verification Business of Online Service for Investors of the Shenzhen Stock Exchange and obtain a “digital certificate of Shenzhen Stock Exchange” or a “service password of investor at Shenzhen Stock Exchange”. The specific identity verification processes can be checked in the rules and guideline of the internet voting system at <http://wltp.cninfo.com.cn>

3. By using such service password or digital certificate, a shareholder may cast his/her vote through the internet voting system of the Shenzhen Stock Exchange at <http://wltp.cninfo.com.cn> within the specified time.

APPENDIX II: REGISTER OF SHAREHOLDERS

Name of shareholder	
Identity card number/business license number	
Shareholder account	
Shareholding	
Whether to appoint a proxy to attend the meeting	
Telephone	
Address	
Email	
Postal code	
Signature of shareholder (Seal of legal person shareholder)	

APPENDIX III: POWER OF ATTORNEY

I/We, hereby authorize Mr./Ms. _____ to attend the third extraordinary general meeting of 2023 of Sunwoda Electronic Co., Ltd., and vote on the following proposals on my/our behalf by way of poll:

No. of proposal	Name of proposal	Note	For	Against	Abstain
		You may vote on the column with a “√”			
100	General proposal: all proposals other than proposals by cumulative voting	√			
Proposals by non-cumulative voting					
1.00		√			
1.00	Proposal on the Use of Idle Self-owned Funds by the Company and Its Subsidiaries for Cash Management	√			
2.00	Proposal on the Application of Credit Lines to Banks and Other Financial Institutions	√			
3.00	Proposal on Conducting Hedging Business by the Company	√			
4.00	Proposal on the Company’s Fulfillment of the Conditions for Issuing Shares to Specific Subscribers	√			
5.00	Proposal on the Plan of the Company’s Issuance of Shares to Specific Subscribers in 2023	√			
5.01	Type and nominal value of shares to be issued	√			
5.02	Issuance method and issuance time	√			
5.03	Pricing base date, issue price and pricing principles	√			
5.04	Subscribers and subscription method	√			
5.05	Number of shares to be issued	√			
5.06	Lock-up period	√			
5.07	Listing place	√			
5.08	Arrangements for accumulated undistributed profits prior to the Issue	√			
5.09	Use of proceeds	√			
5.10	Validity of resolution	√			
6.00	Proposal on the Preplan of the Company’s Issuance of Shares to Specific Subscribers in 2023	√			

7.00	Proposal on the Report on the Analysis of the Plan of the Company's Issuance of Shares to Specific Subscribers in 2023	√			
8.00	Proposal on the Feasibility Analysis Report on Use of Proceeds from the Company's Proposed Issuance of Shares to Specific Subscribers in 2023	√			
9.00	Proposal on Report on the Use of Proceeds from Previous Offering	√			
10.00	Proposal on Requesting General Meeting to Authorize the Board of Directors to Handle the Affairs Related to the Company's Proposed Issuance of Shares to Specific Subscribers in 2023	√			
11.00	Proposal on Dividend Distribution Plan for Shareholders for the Coming Three Years (2023-2025)	√			
12.00	Proposal on the Mitigation and Remediation Measures for the Immediate Return Dilution Resulting from the Company's Proposed Issuance of Shares to Specific Subscribers in 2023 and Related Undertakings by Stakeholders	√			

(Note: in each voting column, a "√" shall be put under "For", "Against" or "Abstain" box;)

Signature of the appointor (Seal):

Identity card number of the appointer:

Shareholder account number of the appointor: Shareholding of the appointor:

Signature of the proxy:

Identity card number of the proxy:

Date of proxy form:

Notes:

1. The effective date of the proxy: from the date of signing the proxy form to the conclusion of the general meeting;
2. Entity proxy must be affixed with the company seal;
3. Photocopies or self-made copies of the proxy form in line with the above format are all valid.