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Onewo Inc.

萬物雲空間科技服務股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2602)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (“AGM”) of Onewo Inc. (the “Company”) will be held at Conference Hall, 1st Floor, Meilin Vanke Center, No. 63 Meilin Road, Futian District, Shenzhen, PRC at 9:00 a.m. on Friday, June 16, 2023, for the purpose of considering and, if thought fit, passing the following resolutions:

Ordinary Resolutions

1. To consider and approve the Annual Report for 2022 of the Company.
2. To consider and approve the report of the Board of Directors for 2022 of the Company.
3. To consider and approve the report of the Board of Supervisors for 2022 of the Company.
4. To consider and approve the financial report for 2022 of the Company.
5. To consider and approve the proposed profit distribution plan for 2022 of the Company.
6. To consider and approve the proposed emoluments of Directors of the Company.
7. To consider and approve the proposed emoluments of Supervisors of the Company.
8. To consider and approve the proposed reappointment of the auditor for 2023.

Special Resolutions

9. To consider and approve the proposed grant of general mandate to the Board of Directors of the Company to issue additional H Shares:
 - (a) subject to market conditions and the needs of the Company, separately or concurrently approve, issue, allot, grant and/or otherwise deal with new H Shares of the Company during the Relevant Period and to make or grant share offers, agreements, options and rights of share exchange or conversion which might require the exercise of such powers;

- (b) approve the number of the additional H Shares to be allotted or agreed conditionally or unconditionally to be allotted (including but not limited to options such as warrants, convertible bonds and other securities which carry rights to subscribe for or are convertible into shares) shall not exceed 20% of the number of the Company's H Shares in issue as at the date of the passing of this resolution at the 2022 Annual General Meeting of the Company;
- (c) determine and implement detailed issuance plan for the above-mentioned general mandate, including but not limited to the pricing mechanism and/or issuance price (including price range), the issuance method, number of shares to be issued, allottees and use of proceeds, time of issuance, period of issuance and whether to allot shares to the existing Shareholders;
- (d) engage intermediaries for the issuance related matters, and approve and execute all acts, deeds, documents and other related matters necessary, appropriate, desirable or associated with the issuance; consider, approve, and execute on behalf of the Company, agreements related to the issuance, including but not limited to placing or underwriting agreements and engagement agreements of intermediaries;
- (e) consider, approve, and execute on behalf of the Company, statutory documents in relation to the issuance to be submitted to the relevant regulatory authorities, to carry out relevant approval procedures required by the regulatory authorities and the place in which the Company's shares are listed, and to complete all necessary filings, registrations and record keeping procedures etc. with the relevant governmental authorities of Hong Kong and/or any other regions and jurisdictions (if applicable);
- (f) as required by regulatory authorities within or outside the PRC, amend the agreements and statutory documents referred to in items (d) and (e) above;
- (g) approve the increase of registered capital of the Company after the issuance of the additional shares, and make corresponding amendments to the Articles of Association in respect to registered capital, total share capital and shareholding structure and other related content, and handle the relevant procedures; and
- (h) all other actions that the Board or the persons delegated and approved by the Board and their delegates reasonably consider necessary to execute, complete and deliver all documents that they reasonably consider necessary to implement the general mandate to issue H Shares.
- (i) for the purposes of this resolution:

“**Relevant Period**” refers to the period from the date of passing of this resolution until whichever is the earliest of:

- i. the conclusion of the 2023 annual general meeting of the Company;

- ii. the expiration of the 12-month period after the date of passing of this resolution; or
 - iii. the revocation or variation of the authority granted under this resolution by passing of a special resolution at any general meeting of the Company.
10. To consider and approve the proposed grant of general mandate to the Board of Directors of the Company to repurchase H Shares:
- (a) the general mandate that H Shares in issue of the Company are repurchased by the Board of Directors at its discretion and in a timely manner, subject to the fluctuation and changes of the capital markets and the share price of the Company during the Relevant Period;
 - (b) the total amount of repurchase of H Shares that were publicly issued by the Company shall not exceed 10% of the total number of the Company's H Shares in issue as at the date of passing of this resolution at the AGM and the Class Meetings (i.e. the total amount of H Shares repurchased shall not exceed 10% of the total number of H Shares in issue as at the date of passing of this resolution at the AGM and the Class Meetings).

The funds of repurchase are funds which fulfill the requirements of regulatory policies and regulations, including self-owned funds and self-raised funds. The Articles of Association of the Company confer the Company rights to repurchase H Shares. The funds of repurchase include internal resources of the Company that can be legally allocated for such purpose in accordance with the Articles of Association and applicable PRC laws, rules and regulations;

- (c) to formulate, approve and implement specific repurchase plan, including but not limited to the price, type, batch, amount and time of execution of the repurchase of shares, as well as to handle the relevant procedures, such as notifying the creditors of the Company and publishing announcements and dealing with matters relating to the exercise of their rights by creditors (if involved) in accordance with the provisions of the Company Law of the People's Republic of China and the Articles of Association, and signing other documents or agreements relevant to the repurchase of shares;
- (d) in accordance with the Listing Rules, the H Shares repurchased pursuant to the resolution shall be cancelled and destroyed, and the registered capital of the Company is reduced correspondingly;

- (e) if there are new provisions in laws and regulations or from the securities regulatory authorities relating to the share repurchase policies, or if there are changes in market conditions, unless it is required under the relevant laws and regulations, requirements of the regulators or the Articles of Association of the Company for a re-vote by the general meeting(s), the Board may adjust the plan for repurchase and continue to deal with relevant matters of repurchase of shares in accordance with requirements of relevant laws and regulations and regulators as well as the market conditions and the actual situation of the Company;
- (f) after the repurchase, the Company should make amendments to the Articles of Association in respect of registered capital, total share capital and shareholding structure and other related content under the circumstances where the Board of Directors deems appropriate, and handle the cancellation procedures for the repurchased shares (if necessary) and the relevant filing, registration and record keeping procedures; and
- (g) all other actions that the Board or the persons delegated and approved by the Board and their delegates reasonably consider necessary to execute, complete and deliver all documents that they reasonably consider necessary to implement the general mandate to repurchase H Shares.
- (h) for the purposes of this resolution:

“Relevant Period” refers to the period from the date of passing of this resolution until whichever is the earliest of:

- i. the conclusion of the 2023 annual general meeting of the Company; or
- ii. the revocation or variation of the authority granted under this resolution by passing of a special resolution at any general meeting of the Company.

By order of the Board

Onewo Inc.

Zhu Baoquan

Chairman, executive Director and general manager

Shenzhen, the PRC, May 25, 2023

As at the date of this notice, the Board of Directors of the Company comprises Mr. Zhu Baoquan as Chairman and executive Director; Mr. He Shuhua as executive Director; Mr. Wang Wenjin, Mr. Zhang Xu, Mr. Sun Jia, Mr. Zhou Qi and Mr. Yao Jinbo as non-executive Directors; Ms. Law Elizabeth, Mr. Chen Yuyu, Mr. Shen Haipeng and Mr. Song Yunfeng as independent non-executive Directors.

Notes:

1. Unless the context requires otherwise, the terms used herein shall have the same meanings as those defined in the circular of the Company dated May 25, 2023.
2. In order to determine the list of Shareholders of the Company who are entitled to attend the Annual General Meeting, the register of members of the Company has been closed from Monday, May 15, 2023 to Friday, June 16, 2023 (both dates inclusive), during which period no transfer of Shares of the Company (the “**Shares**”) will be effected. For unregistered holders of Shares of the Company who intend to attend the Annual General Meeting, the share certificates and the share transfer documents must be lodged with the H Share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration at or before 4:30 p.m. on Friday, May 12, 2023. Shareholders whose names appear on the Company’s register of members on Friday, June 16, 2023 should be entitled to attend and vote at the Annual General Meeting.
3. Shareholders entitled to attend and vote at the Annual General Meeting may appoint one proxy or more to attend the meeting and vote on their behalf. A proxy need not be a Shareholder of the Company, provided that the proxy shall be present in person at the Annual General Meeting to represent the Shareholder.

A Shareholder shall appoint a proxy in written form, and the power of attorney shall be signed by the Shareholder or by a representative authorized by the Shareholder in writing. If the Shareholder is a corporation, the power of attorney shall be affixed with the seal of the corporation or signed by its director or duly authorized representative. If the power of attorney is signed by a representative of the Shareholder, the letter of authorization or other authorization documents authorizing the representative to sign the power of attorney must be notarized.

To be valid, this proxy form together with the notarized power of attorney or other authorization document (if any) should be lodged with the headquarter of the Company in China (for holders of Domestic Shares or Unlisted Foreign Shares) at Meilin Vanke Center, No. 63 Meilin Road, Futian District, Shenzhen, PRC or H Share registrar of the Company, Tricor Investor Services Limited (for holders of H Shares) at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 24 hours before the scheduled time for the holding of the Annual General Meeting (i.e. before 9:00 a.m. on Thursday, June 15, 2023) or any adjournment thereof (as the case may be). Completion and return of a proxy form will not preclude a Shareholder from attending and voting in person at the Annual General Meeting or any adjournment thereof if he/she so wishes.

4. Any vote of Shareholders at the Annual General Meeting must be taken by poll pursuant to the requirements of the Articles of Association and the Listing Rules. Therefore, the votes on resolutions in the notice of the Annual General Meeting will be taken by poll.
5. Shareholders or their proxies attending the Annual General Meeting (or any adjournment thereof) shall produce their identity documents. Shareholders or their proxies attending the Annual General Meeting shall be responsible for their own travelling and accommodation expenses.
6. For details of the resolutions, please refer to the circular of the Company dated May 25, 2023 and the Annual Report for 2022 of the Company published by the Company on the websites of the Hong Kong Stock Exchange (<https://www.hkexnews.hk>) and the Company (<https://www.onewo.com>) on April 25, 2023.
7. If the attending Shareholder is a corporation, its legal representative shall produce his/her identity card, valid certificates evidencing his/her capacity as legal representative and the Share certificate; if a proxy is appointed to attend the meeting, such proxy shall produce his/her identity card and written letter of attorney legally issued by the relevant Shareholder.