Stock Code: 603799 Stock Name: Huayou Cobalt

# Second Extraordinary General Meeting in 2025

# Meeting Materials




**July 2, 2025**

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Agenda of the Second

# Agenda of the Second Extraordinary General Meeting in 2025

Time: 13:30 on July 2, 2025

Venue: Conference Room 1, 1/F, R&D Building of Zhejiang Huayou Cobalt Co., Ltd., No. 79 Wuzhen East Road, Tongxiang Economic Development Zone, Zhejiang

1. Declare the beginning of the meeting

2. Announce the number of shareholders attending the on-site meeting and the number of their shares

3. Elect a vote counter and a scrutineer

4. Examine the proposals

5. Vote by bahr.04 Tf1 0 0 1 246.17 622.78 Tm0 g0 G[ )]TJETQEMC /Span /MCID 6

# Details of the Second Extraordinary General Meeting in 2025

shall first apply to the conference team and then do so with the permission of the moderator.

4. Each shareholder or representative shall not speak more than twice at the general meeting. The time of the first speech shall not exceed five minutes, and the time of the second speech shall not exceed three minutes.

5. The moderator can arrange the directors, supervisors and other senior management to answer the shareholders questions. If a question has

present at the meeting, directors, supervisors, board secretary, senior management, appointed lawyers and persons invited by the Board of Directors.

11. The Board of Directors of the Company will take necessary measures to ensure the normal order of the general meeting. To ensure the order at the venue, turn off the mobile phone or set it to vibration after entering the venue, and do not make loud noises. Personal recording, photography and video recording are not allowed. For interfering with the general meeting, picking quarrels and provoking troubles and infringing on the legitimate rights and interests of shareholders, measures will betaken to stop and timely report to the relevant departments for investigation and punishment.

Board of Directors of Zhejiang Huayou Cobalt Co., Ltd.

July 2, 2025

**Proposal 1**

# Proposal on Changing the Registered Capital and Amending the Articles of Association of the Company

**To all shareholders,**

On June 11, 2025, the Company deliberated and approved the *Proposal on the Repurchase and Cancellation of Some Restricted Shares* at the 30th meeting of the sixth Board of Directors of the Company.

Given that among the incentive recipients of the first grant under the 2023 Restricted Share Incentive Plan, 10 of them left office due to job transfers beyond their personal control or company layoffs, and 2 of them left office due to retirement, the Board of Directors intend to repurchase and cancel the 48,000 restricted shares already granted but not yet unlocked for these individuals, at the repurchase price of RMB 23.88 per share plus interest calculated based on the deposit benchmark interest rate for the same period published by the PBOC. Additionally, among the said incentive recipients, 59 of them resigned voluntarily for personal reasons, and 1 of them was dismissed by the Company due to personal misconduct, the Board of Directors intend to repurchase and cancel the 223,500 restricted shares already granted but not yet unlocked for these individuals, at a repurchase price of RMB 23.88 per share. Furthermore, as the company-level performance assessment for the second unlocking period of the first grant under the 2023 Restricted Share Incentive Plan failed to meet the standards, the Board of Directors

repurchase price of RMB 14.56 per share plus interest calculated based on the deposit benchmark interest rate for the same period published by the PBOC. Additionally, among the said incentive recipients, 15 of them resigned voluntarily for personal reasons, the Board of Directors intend to repurchase and cancel the 107,700 restricted shares already granted but not yet unlocked for these individuals, at a repurchase price of RMB 14.56 per share.

To sum up, this repurchase and cancellation involve a total of 3,174,980 restricted shares already granted but not yet unlocked. The Company will apply to the CSDC Shanghai Branch for handing the procedures for the repurchase and cancellation of the said restricted shares. After the completion of the repurchase and cancellation, the Company's registered capital will change from RMB 1,701,522,003 to RMB 1,698,347,023, and the total number of shares will change from 1,701,522,003 to 1,698,347,023.

The Company will amend Article 6 and Article 20 of the *Articles of Association*. The specific amendments are as follows:

| Before the amendment | After the amendment |
| --- | --- |
| **Article 6** | |

meeting, after its approval, authorizes the Board of Directors and relevant personnel to complete the procedures for industrial and commercial registration of change, filing of *Articles of Association* and other related matters. The content of the said changes is subject to that finally approved by the industrial and commercial registration authority. The Company will promptly apply to the industrial and commercial registration

meeting.

This proposal has been approved by the 30th meeting of the 6th Board of Directors of the Company and is now submitted to the shareholders' meeting for deliberation. For details, p