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Dowway Holdings Limited

天平道合控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8403)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice of the annual general meeting (the “**Annual General Meeting**”) of Dowway Holdings Limited (the “**Company**”) dated 19 April 2024, setting out the time and venue of the Annual General Meeting and resolutions to be proposed at the Annual General Meeting for the consideration and approval of the shareholders of the Company (the “**Shareholders**”).

SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT the Annual General Meeting will be held at Conference Room, 5th Floor, Room 501, Run Cheng Centre, No. 12 Dongdaqiao Road, Chaoyang District, Beijing 100020, PRC on Friday, 24 May 2024 at 2:00 p.m. for the consideration and, if thought fit, passing the following resolutions, in addition to the resolutions set out in the notice of the Annual General Meeting dated 19 April 2024:

ORDINARY RESOLUTIONS

6. To re-elect the following retiring directors of the Company:
 - (A) Mr. Chen Xicheng as an executive director of the Company; and
 - (B) Mr. Lian Mingcheng as a non-executive director of the Company.

By Order of the Board

Dowway Holdings Limited

Huang Xiaodi

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 2 May 2024

Registered office:

Windward 3, Regatta Office Park

P.O. Box 1350

Grand Cayman KY1-1108

Cayman Islands

Principal place of business in Hong Kong:

Unit 2&3, 10/F Cheong K. Building

84-86 Des Voeux Road Central

Central

Hong Kong

Notes:

- (i) A member of the Company entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend, speak and vote in his/her stead. A proxy needs not be a member of the Company.
- (ii) To be valid, the forms of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated URL (<https://spot-meeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company on 19 April 2024 not less than 48 hours before the time appointed for holding the Annual General Meeting (i.e. before at 2:00 p.m. on 22 May 2024) and in default thereof the forms of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiry of 12 months from the date of its execution.
- (iii) The register of members of the Company will be closed from Friday, 17 May 2024 to Friday, 24 May 2024, both days inclusive, in order to determine the eligibility of Shareholders to attend the above meeting, during which period no share transfers will be registered. To be eligible to attend the above meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Hong Kong branch 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 Thursday, 16 May 2024.
- (iv) With reference to ordinary resolution numbered 6 above, Mr. Chen Xicheng and Mr. Lian Mingcheng shall retire and being eligible, offered themselves for re-election at the above meeting. Details of the above retiring directors are set in Appendix I to the supplemental circular dated 2 May 2024.
- (v) Delivery of an instrument appointing a proxy will not preclude a Shareholder from attending and voting in person at the Annual General Meeting: in such event, the instrument appointing a proxy shall be deemed to be revoked.
- (vi) Pursuant to the Rules (the "**GEM Listing Rules**") Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), all the resolutions will be voted by way of poll.
- (vii) If Typhoon Signal No. 8 or above, or a "black" rainstorm warning signal or "extreme conditions after super typhoons" announced by Hong Kong Government is/are in force any time after 8:30 a.m. on the date of the Annual General Meeting, the Annual General Meeting will be postponed. The Company will post an announcement on the website of the Company at www.dowway-exh.com and on the website of the Stock Exchange at <https://www.hkexnews.hk> to notify its Shareholders of the date, time and place of the rescheduled meeting.

As at the date of this supplemental notice, the executive Directors are Mr. Huang Xiaodi, Mr. Chen Xicheng, Mr. Yan Jinghui, Mr. Dong Kejia and Mr. Shum Ngok Wa; the non-executive Director is Mr. Lian Mingcheng; and the independent non-executive Directors are Ms. Xu Shuang, Mr. Gao Hongqi, and Mr. Tsoi Ka Shing.

This supplemental notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM 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 supplemental notice 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 supplemental notice misleading.

This supplemental notice will remain on the “Latest Listed Company Information” page of the Stock Exchange at <https://www.hkexnews.hk> for at least 7 days from the date of its publication and published on the website of the Company at www.dowway-exh.com.