

A. FURTHER INFORMATION ABOUT OUR GROUP

1. Incorporation

Our Company was established as a limited liability company in the PRC on April 28, 2001 and was converted into a joint stock company with limited liability on May 7, 2012 under the laws of the PRC. As of the Latest Practicable Date, the registered share capital of our Company was RMB510,141,893 divided into 510,141,893 Shares with a nominal value of RMB1.00 each.

Our principal place of business in Hong Kong is at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong. Our Company was registered as a non-Hong Kong company under Part 16 of the Companies Ordinance on January 14, 2026. Mr. Chow Shing Lung (鄒醒龍) have been appointed as the authorized representative of our Company for the acceptance of service of process in Hong Kong. The address for service of process is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong.

As our Company was incorporated in the PRC, its operations are subject to the relevant laws and regulations of the PRC. A summary of the relevant aspects of laws and regulations of the PRC and the Articles of Association is set out in “Regulatory Overview” in this document and Appendix IV to this document, respectively.

2. Changes in Share Capital

The following sets out the changes in the share capital of our Company within two years immediately preceding the date of this document:

Between February 19, 2024 and October 29, 2025, a total of 22,839,922 shares were converted from the “2023 Convertible Bonds (新23轉債)” into A shares. Following the above-mentioned capital changes, the registered capital of our Company was increased from RMB487,301,971 to RMB510,141,893 as of November 27, 2025, upon completion of the change of business registration.

For further details on the historical change of share capital of our Company, see “History, Development and Corporate Structure” for details. Save as disclosed above, the share capital of our Company did not change during the two years immediately preceding the date of this document.

3. Changes in Share Capital of our Subsidiaries

The following subsidiaries have been incorporated within two years immediately preceding the date of this document:

On December 9, 2025, Changzhou Xinquan Intelligent Robot Co., Ltd. (常州新泉智能機器人有限公司) was established in Jiangsu Province, the PRC with the registered capital of RMB100 million.

On September 10, 2025, Jinzhong Xinquan Automotive Trim Co., Ltd. (晉中新泉汽車飾件有限公司) was established in Shanxi Province, the PRC with the registered capital of RMB10 million.

On September 10, 2025, Xinquan Kentucky Automotive Interiors LLC was established in Kentucky, the U.S. with the registered capital of USD50,000.

On May 29, 2025, Xinquan Texas Automotive Interiors LLC was established in Texas, the U.S. with the registered capital of USD50,000.

On June 24, 2025, Xinquan Ingolstadt Interior GmbH was established in Bavaria, Germany with the registered capital of EUR100,000.

On May 24, 2025, Xinquan US Group LLC was established in California, the U.S. with the registered capital of USD50,000.

On May 24, 2025, Xinquan US LLC was established in Delaware, the U.S. with the registered capital of USD50,000.

On May 20, 2025, Xinquan Europe GmbH was established in Munich, Germany with the registered capital of EUR100,000.

On August 20, 2024, Shanghai Ruijinqi Automotive Parts Co., Ltd. (上海瑞瑾琪汽車零部件有限公司) was established in Shanghai, the PRC with the registered capital of RMB1 million.

On March 22, 2024, Anhui Ruiqi Automotive Parts Co., Ltd. (安徽瑞琪汽車零部件有限公司) was established in Anhui Province, the PRC with the registered capital of RMB18 million.

Save as disclosed above, there has been no changes in the share capital of our Subsidiaries during the two years immediately preceding the date of this document.

4. Resolutions of the Shareholders

On January 21, 2026, resolutions of our Company were passed by the Shareholders that, among other things, conditional upon the satisfaction (or, if applicable, waiver) of the conditions set out in “Structure of the [REDACTED] — Conditions of the [REDACTED]” and pursuant to the terms set out therein:

- (a) the [REDACTED] by our Company of H Shares of a nominal value of RMB1.00 each and that such H Shares be [REDACTED] on the Hong Kong Stock Exchange;
- (b) that the number of H Shares to be [REDACTED] shall not be more than [REDACTED]% of the total issued share capital of our Company as enlarged by the [REDACTED] (without taking into account the H Shares which may be allotted and issued pursuant to the exercise of the [REDACTED]);
- (c) subject to the completion of the [REDACTED], the adoption of the Articles of Association which shall become effective on the [REDACTED], and the authorization to the Board to amend the Articles of Association in accordance with the requirements of the relevant laws and regulations and the Listing Rules; and
- (d) authorization of the Board or its authorized individual to handle all matters relating to, among other things, the [REDACTED], the [REDACTED] and the [REDACTED] of H Shares on the Hong Kong Stock Exchange.

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contracts

We have entered into the following contracts (not being contracts entered into in the ordinary course of business) within the two years immediately preceding the date of this document that are or may be material:




- (a) [REDACTED]
- (b) [REDACTED]

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2. Intellectual Property Rights

Trademarks

As of the Latest Practicable Date, we had registered the following trademarks which we consider to be material to our business:

No.	Trademark	Place of Registration	Registered Owner	Class	Registration Number	Expiry Date (yyyy.mm.dd)
1. . .		PRC	Our Company	7	3806109	2035.12.31
2. . .		PRC	Our Company	12	3781070	2035.9.27
3. . .		PRC	Anhui Ruiqi	12	79733604	2035.01.13

Copyrights

As at the Latest Practicable Date, we had registered the following software copyright which we consider to be material to our business:

No.	Copyright	Place of Application	Registered Owner	Registration Number	Registration Date (yyyy.mm.dd)
1. . .	Xinquan Equipment Management System (新泉裝備管理系統)	PRC	Our Company	2023SR0513609	2023.05.04
2. . .	Xinquan Laboratory Management System (新泉實驗室管理系統)	PRC	Our Company	2023SR0513611	2023.05.04
3. . .	Xinquan Warehouse Management System (新泉倉庫管理系統)	PRC	Our Company	2023SR0513610	2023.05.04
4. . .	MES Management System (MES管理系統)	PRC	Our Company	2021SR0963579	2021.06.29
5. . .	QMS Quality Management System (QMS質量管理系統)	PRC	Our Company	2021SR0593035	2021.04.25

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Patents

As of the Latest Practicable Date, we had registered the following invention patents which we consider to be or may be material to our business:

No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
1. . .	Production Method of Co-intercalated Nanopolypropylene Composite Material (共插層型納米聚丙烯複合材料的生產方法)	Our Company	PRC	ZL2008101227318	2011.04.13
2. . .	Tensile and Compression Testing Device for Occupant Airbag Installation Unit (乘員氣囊安裝單元的拉壓測試裝置)	Our Company	PRC	ZL200910234372X	2011.04.27
3. . .	Universal Testing Device for Instrument Panel Functional Components (儀錶台功能件萬能檢測裝置)	Our Company	PRC	ZL2013106719593	2017.06.13
4. . .	A Differential Demolding Mechanism for Forming Helical Double-Cylindrical Plastic Gears (一種斜齒雙圓柱塑料齒輪成型差動脫模機構)	Jiangsu Xinquan Mould Co., Ltd. (江蘇新泉模具有限公司) (“ Xinquan Mould ”)	PRC	ZL2016102099326	2017.10.17
5. . .	Design Method for the Defrost Air Duct of an Automobile Air Conditioner (汽車空調除霜風道的設計方法)	Our Company	PRC	ZL2015108316312	2019.01.25

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No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
6. . .	Transfer Device for Accessory Storage Boxes Used in the Assembly of Automobile Secondary Instrument Panel Assemblies (汽車副儀錶板總成裝配用配件承裝箱轉運裝置)	Our Company and Wuhu Xinquan	PRC	ZL2021107488590	2022.09.27
7. . .	An Injection Molding and Shaping Test Device for Automotive Trim Parts (一種汽車飾件注塑成型整形試驗裝置)	Our Company and Wuhu Xinquan	PRC	ZL2021105648383	2023.05.02
8. . .	An In-Mold Decoration Process for Reverse Wrapping of Automotive Interior Trim Products (一種用於汽車內飾件產品倒包的模內裝飾工藝)	Xinquan Mould	PRC	ZL2021106619636	2023.09.08
9. . .	An In-Mold Decoration Production Process for Dual-Material Injection Molding of Automotive Interior Roller Doors (一種汽車內飾捲簾門雙料注塑模內裝飾生產工藝)	Wuhu Xinquan, our Company, Shanghai Xinquan and Changhou Xinquan	PRC	ZL2022106621490	2023.10.13
10. . .	A Method for Piercing Diaphragms for Glue Injection and the Corresponding Mold Structure (一種用於刺破膜片進膠方法及模具結構)	Xinquan Mould	PRC	ZL2022106945998	2024.03.15
11. . .	A Mold for Forming Reverse Undercuts on Diaphragms (一種用於成型膜片倒扣的模具)	Xinquan Mould	PRC	ZL2021110713715	2024.04.09

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No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
12.	Integrated Injection-Molded Product and Mold for Automobile Instrument Panel Skeleton and Airbag Frame (汽車儀錶板骨架和安全氣囊框一體成型產品和注塑模具)	Xinqun Mould	PRC	ZL2021112870602	2024.04.09
13.	A Production Mold for In-Mold Decoration of Dual-Material Injection Molding of Automotive Interior Roller Doors (一種汽車內飾捲簾門雙料注塑模內裝飾生產模具)	Xinqun Mould	PRC	ZL2022106609126	2024.07.02
14.	An Adhesive Bonding Device for Automotive Interior Panel Components (一種汽車內飾板材件膠粘裝置)	Wuhu Xinqun and our Company	PRC	ZL2021114406294	2025.01.10
15.	A Slide Rail Locking Structure (一種滑軌鎖止結構)	Our Company, Shanghai Xinqun and Wuhu Xinqun	PRC	ZL2022103042778	2025.05.13
16.	A Two-Color Injection Molding Process (一種雙色注塑工藝)	Xinqun Mould	PRC	ZL2023107529547	2025.09.23

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As of the Latest Practicable Date, we had registered the following utility patents which we consider to be or may be material to our business:

No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
1. . .	A new air-outlet system structure for an automotive dashboard (一種汽車儀表板新型出風系統結構)	Changzhou Xinquan, our Company, Shanghai Xinquan, Wuhu Xinquan, Ningbo Xinquan Zhihe Automotive Trim Systems Co., Ltd. (寧波新泉志和汽車飾件系統有限公司) (“ Ningbo Xinquan ”), Hefei Xinquan Automotive Parts Co., Ltd. (合肥新泉汽車零部件有限公司) (“ Hefei Xinquan ”), Beijing Xinquan Zhihe Automotive Trim Systems Co., Ltd. (北京新泉志和汽車飾件系統有限公司) (“ Beijing Xinquan ”), Changzhou Xinquan Zhihe, Xi’an Xinquan Automotive Trim Co., Ltd. (西安新泉汽車飾件有限公司) (“ Xi’an Xinquan ”) and Wuhu Xinquan Zhihe Automotive Exterior Systems Co., Ltd. (蕪湖新泉志和汽車外飾系統有限公司) (“ Wuhu Xinquan Zhihe ”)	PRC	ZL202520462454	2026.01.02
2. . .	A slider oblique-top inner extraction structure (一種滑塊斜頂內抽結構)	Xinquan Mould	PRC	ZL202520148074	2025.12.19
3. . .	A slider delay structure (一種滑塊延遲結構)	Xinquan Mould	PRC	ZL202520211513	2025.12.19

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No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
4. . .	A multi-group oblique core-pulling structure for a large top block (一種大頂塊多組斜抽芯結構)	Xinquan Mould	PRC	ZL202423247297	2025.11.28
5. . .	A composite oblique core-pulling structure for a large top block (一種大頂塊斜頂複合抽芯結構)	Xinquan Mould	PRC	ZL202423274669	2025.11.25
6. . .	A decorative line alignment-positioning structure at the turning corner of an automotive interior skin covering (一種汽車內飾表皮包覆轉角處裝飾線對線定位結構)	Changzhou Xinquan, our Company, Shanghai Xinquan, Wuhu Xinquan, Ningbo Xinquan, Hefei Xinquan, Beijing Xinquan and Changzhou Xinquan Zhihe	PRC	ZL202423294198	2025.10.31
7. . .	An automatic gate-cutting structure (一種自動拉切澆口結構)	Xinquan Mould	PRC	ZL202423087959	2025.10.31
8. . .	A square-guide-rail four-direction hidden headrest (一種方形導軌四向隱藏式頭枕)	Changzhou Xinquan, our Company, Shanghai Xinquan, Wuhu Xinquan, Ningbo Xinquan and Hefei Xinquan	PRC	ZL202423018691	2025.09.19
9. . .	A strength-testing device for automotive fabric leather materials (一種汽車織物革材料強度測試裝置)	Changzhou Xinquan, our Company, Shanghai Xinquan, Wuhu Xinquan, Ningbo Xinquan and Hefei Xinquan	PRC	ZL202422013686	2025.09.19

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No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
10.	An automatic offline tool for automotive seats (一種用於汽車座椅的自動下線工裝)	Our Company and Yihang Electromechanical Equipment (Shanghai) Co., Ltd. (譯航機電設備(上海)有限公司)	PRC	ZL202422788918	2025.09.19
11.	A square-guide-rail two-direction hidden headrest (一種方形導軌上下兩向隱藏式頭枕)	Changzhou Xinquan, our Company, Shanghai Xinquan, Wuhu Xinquan, Ningbo Xinquan and Hefei Xinquan	PRC	ZL202422666959	2025.09.09
12.	A multi-oblique-top demolding structure (一種多斜頂脫模結構)	Xinquan Mould	PRC	ZL202422672617	2025.09.05
13.	A vacuum-activation auxiliary tool (一種真空活化輔助工裝)	Changzhou Xinquan, our Company, Shanghai Xinquan, Wuhu Xinquan, Ningbo Xinquan and Hefei Xinquan	PRC	ZL202422467676	2025.08.01
14.	A two-direction hidden headrest (一種上下兩向隱藏式頭枕)	Changzhou Xinquan, our Company, Shanghai Xinquan, Wuhu Xinquan, Ningbo Xinquan and Hefei Xinquan	PRC	ZL202422374296	2025.06.24
15.	A contour-following vacuum table for rubber rolling (一種用於輥膠的隨型真空台板)	Changzhou Xinquan, our Company, Shanghai Xinquan and Wuhu Xinquan	PRC	ZL202420582576	2024.11.15
16.	An injection mold for a large energy-storage box upper cover (一種大型儲能盒上蓋注塑模具)	Xinquan Mould	PRC	ZL202323665533	2024.08.27

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No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
17.	An automatic assembly tool for pin-pressing (一種用於軸銷壓裝的自動化裝配工裝)	Changzhou Xinquan, our Company, Shanghai Xinquan and Wuhu Xinquan	PRC	ZL202420010821	2024.08.06
18.	An insert-fixing structure for injection molds (一種注塑模嵌件固定結構)	Xinquan Mould	PRC	ZL202323315483	2024.07.16
19.	An automatic covering tool (一種自動包覆工裝)	Changzhou Xinquan, our Company, Shanghai Xinquan and Wuhu Xinquan	PRC	ZL202322463032	2024.04.05
20.	A sewing-assistance tool for seam adhesive tapes (一種縫線膠條縫紉輔助工裝)	Changzhou Xinquan, our Company, Shanghai Xinquan and Wuhu Xinquan	PRC	ZL202322332690	2024.04.05
21.	A double-material injection mold with in-mold inserts for decorative panels (一種模內嵌片裝飾板雙料注塑模具)	Xinquan Mould	PRC	ZL202321519614	2024.01.09
22.	A positioning device for double-color injection-mold inserts (一種雙色注塑模具嵌片定位裝置)	Xinquan Mould	PRC	ZL202321619171	2023.12.22
23.	A side-flip armrest structure (一種側翻扶手結構)	Changzhou Xinquan, our Company, Shanghai Xinquan and Wuhu Xinquan	PRC	ZL202321466831	2023.11.17

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No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
24.	A punching machine for dashboard covering configuration plates (一種儀表台包覆類配置板沖切機)	Changzhou Xinqun, our Company, Shanghai Xinqun and Wuhu Xinqun	PRC	ZL202321727136	2023.10.24
25.	A soft roll-up shutter (一種軟質捲簾)	Changzhou Xinqun, our Company, Shanghai Xinqun and Wuhu Xinqun	PRC	ZL202320615745	2023.10.13
26.	A detachable magnetic-adsorption structure (一種可拆卸磁吸結構)	Changzhou Xinqun, our Company, Shanghai Xinqun and Wuhu Xinqun	PRC	ZL202321136888	2023.10.13
27.	A synchronous mechanism for double-open armrests (一種對開扶手同步機構)	Changzhou Xinqun, our Company, Shanghai Xinqun and Wuhu Xinqun	PRC	ZL202321329728	2023.09.19
28.	An on-board power cover plate (一種車載電源蓋板)	Changzhou Xinqun, Wuhu Xinqun and Shanghai Xinqun	PRC	ZL202320160492	2023.06.23
29.	An electric hidden air-outlet structure for automobiles (一種汽車電動隱藏式出風口結構)	Our Company, Changzhou Xinqun, Wuhu Xinqun and Shanghai Xinqun	PRC	ZL202223410932	2023.05.19
30.	An electric hidden air-guide structure for automotive air outlets (一種汽車電動隱藏式出風口導風結構)	Our Company, Changzhou Xinqun, Wuhu Xinqun and Shanghai Xinqun	PRC	ZL202320059501	2023.04.25
31.	A roll-up door (一種捲簾門)	Our Company, Wuhu Xinqun and Shanghai Xinqun	PRC	ZL202221234539	2023.04.18

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No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
32.	A double-material in-mold decoration production mold for automotive interior roll-up doors (一種汽車內飾捲簾門雙料注塑模內裝飾生產模具)	Xinquan Mould	PRC	ZL202221473694	2023.02.03
33.	An ejection structure for automotive door-panel speaker mesh injection molds (一種汽車門板喇叭網孔注塑模具頂出結構)	Xinquan Mould	PRC	ZL202221693995	2022.11.22
34.	A pressing-needle structure for low-pressure injection molds (一種用於低壓注塑模具的壓布針結構)	Xinquan Mould	PRC	ZL202221440302	2022.11.15
35.	A pressing-block structure for low-pressure injection molds (一種用於低壓注塑模具的壓布塊結構)	Xinquan Mould	PRC	ZL202221532205	2022.10.21
36.	A replaceable laser-weakening fixture structure (一種可替換激光弱化胎具結構)	Our Company, Wuhu Xinquan and Shanghai Xinquan	PRC	ZL202220897862	2022.10.11
37.	A detachable locking mechanism (一種可拆卸鎖機構)	Our Company, Wuhu Xinquan and Shanghai Xinquan	PRC	ZL202221114275	2022.09.02

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No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
38.	A mechanical self-locking core-pulling structure (一種機械式自鎖抽芯結構)	Xinquan Mould	PRC	ZL202122968129	2022.05.24
39.	An internal core-pulling structure for sliders (一種滑塊內置抽芯結構)	Xinquan Mould	PRC	ZL202122665866	2022.04.26
40.	A front-mold oblique-top mechanism (一種前模斜頂機構)	Xinquan Mould	PRC	ZL202122655873	2022.04.26
41.	A truck warm-water-kettle placement mechanism (一種卡車暖水壺放置機構)	Wuhu Xinquan and our Company	PRC	ZL202122795177	2022.04.19
42.	A truck warm-water-kettle placement mechanism (一種卡車暖水壺放置機構)	Wuhu Xinquan and our Company	PRC	ZL202122795177	2022.04.19
43.	A mold for forming film sheets with undercuts (一種用於成型膜片倒扣的模具)	Xinquan Mould	PRC	ZL202122227094	2022.03.15
44.	A double-layer guide-rail cylinder core-pulling structure (一種雙層導軌油缸抽芯結構)	Wuhu Xinquan and our Company	PRC	ZL202021140264	2021.05.04

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No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
45.	A front-removable pressing-block mechanism for low-pressure molds (一種用於低壓注塑模具的可正面拆裝壓布塊的機構)	Wuhu Xinquan and our Company	PRC	ZL202021141274	2021.04.30
46.	A slider structure for rotary double-color molds (一種旋轉雙色模具的滑塊結構)	Wuhu Xinquan and our Company	PRC	ZL202021141275	2021.04.30
47.	A mechanism for preventing retraction in a cylinder-driven slider of an injection mold (一種用於注塑模具油缸驅動滑塊防退機構)	Xinquan Mould and our Company	PRC	ZL202021141160	2021.04.13
48.	A core-pulling mechanism with an angle-changing (or angle-conversion) structure (一種轉換角度抽芯結構)	Xinquan Mould and our Company	PRC	ZL202021141272	2021.04.13
49.	A mechanism for internal directional-changing ejection of a reversing slider used in injection molds (一種用於注塑模具換向滑塊內換向頂出的機構)	Our Company and Xinquan Mould	PRC	ZL202020394101	2020.12.01
50.	An adjustable automotive armrest device (一種可調節車用扶手裝置)	Our Company	PRC	ZL201921252881	2020.05.29

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As of the Latest Practicable Date, we had registered the following design patents which we consider to be or may be material to our business:

No.	Patent Name	Patentee	Place of Registration	Patent Number	Registration Date (yyyy.mm.dd)
1. . .	Automotive Interior Fabric (Hexagonal Contrast Pattern) (汽車內飾面料(六角撞色紋))	Our Company	PRC	ZL2022302155534	2022.08.26
2. . .	Automotive Interior Fabric (Gradient Triple-Fork Texture) (汽車內飾面料(漸變三叉紋理))	Wuhu Xinquan, our Company, Shanghai Xinquan and Changzhou Xinquan	PRC	ZL2023301466367	2023.08.29
3. . .	Automotive Interior Fabric (Gradient Geometric Tactile Stripes) (汽車內飾面料(漸變幾何觸感條紋))	Wuhu Xinquan, our Company, Changzhou Xinquan and Shanghai Xinquan	PRC	ZL2024301049081	2024.11.26
4. . .	Automotive Interior Fabric (Diamond Geometric Gradient Tactile Silver) (汽車內飾面料(菱形幾何漸變觸感銀))	Our Company, Wuhu Xinquan, Shanghai Xinquan and Changzhou Xinquan	PRC	ZL2024301049005	2024.12.27
5. . .	Automotive Interior Fabric (Gradient Black Stripes) (汽車內飾面料(漸變條紋黑))	Our Company, Changzhou Xinquan, Shanghai Xinquan and Wuhu Xinquan	PRC	ZL2024301049039	2024.12.27

Domain Name

As of the Latest Practicable Date, we had registered the following internet domain names which we consider to be or may be material to our business:

No.	Domain Name	Registered Owner	Registration Number	Expiry Date (yyyy.mm.dd)
1. . .	xinquan.cn	Our Company	蘇ICP備05003402號-1	2028.05.13
2. . .	jsxq.group	Our Company	蘇ICP備05003402號-2	2029.05.17

C. FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Particulars of Directors’ service contracts and appointment letters

(a) Executive Directors

Each of our executive Directors has entered into a service contract with us pursuant to which they agreed to act as executive Directors for an initial term of three years with effect from the date of their appointments.

(b) Independent Non-executive Directors

Each of the Independent Non-executive Directors [has entered into] an appointment letter with our Company. The initial term for their appointment letters shall be three years from the date of their appointments or until the third annual general meeting of the Company since the [REDACTED], whichever ends earlier, (subject always to re-election as and when required under the Memorandum and Articles of Association), until terminated in accordance with the terms and conditions of the appointment letter or by either party giving to the other not less than three months’ prior notice in writing.

Details of our Company’s remuneration policy is described in section headed “Directors and Senior Management –Remuneration of Directors and Senior Management.”

2. Remuneration of Our Directors

Save as disclosed in “Directors and Senior Management” and “Appendix I — Accountants’ Report — Notes to The Historical Financial Information — Directors’ and Supervisors’ emoluments” for the two years ended December 31, 2024 and the nine months ended September 30, 2025, none of our Directors received other remunerations of benefits in kind from us.

3. Disclosure of Interests of Directors and Chief Executive of our Company

Save as disclosed below, immediately following the completion of the [REDACTED] (assuming that the [REDACTED] are not exercised), so far as our Directors are aware, none of our Directors or chief executive has any interests or short positions in our Shares, underlying Shares and debentures of our Company or its associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he or she is taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to Section 352 of the SFO, to be recorded in the register referred to therein, or which will be required to be notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules.

APPENDIX VI STATUTORY AND GENERAL INFORMATION

Interests in our Company

<u>Name</u>	<u>Position</u>	<u>Nature of interest⁽¹⁾</u>	<u>Number of A Shares held following completion of the [REDACTED]</u>	<u>Approximate percentage of shareholding in A Shares immediately after the [REDACTED]⁽²⁾</u>	<u>Approximate percentage of shareholding in the total issued Shares immediately after the [REDACTED]⁽²⁾</u>
Mr. Tang . .	Chairman of the Board and an Executive Director	Beneficial interest in controlled corporation	44,324,060	8.69%	[REDACTED]%
			127,153,572	24.93%	[REDACTED]%

Notes:

- (1) All interests stated are long position.
- (2) The calculation is based on the total number of 510,141,893 A Shares in issue, and [REDACTED] H Shares to be issued pursuant to the [REDACTED] (assuming that the [REDACTED] are not exercised).

Save as disclosed above, none of the Directors or the chief executive of the Company will, immediately following completion of the [REDACTED], has any interests and/or short positions in the Shares, underlying Shares and debentures of our Company’s associated corporations (within the meaning of Part XV of the SFO), which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he or she is taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein, or which will be required to be notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules.

4. Disclosure of Interests of Substantial Shareholders

(a) Interests in our Company

For information on the persons who will, immediately following the completion of the [REDACTED], having or be deemed or taken to have beneficial interests or short position in our Shares or underlying shares which would fall to be disclosed to our Company under the provisions of 2 and 3 of Part XV of the SFO, or directly or indirectly be interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of our Group, see the section headed “Substantial Shareholders.”

APPENDIX VI STATUTORY AND GENERAL INFORMATION

(b) Interests of substantial shareholders of other members of our Group

As of the Latest Practicable Date, so far as our Directors are aware, the following persons (other than our Directors or chief executive of our Company) were interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of other member of our Group:

<u>Our Subsidiary</u>	<u>Person with 10% or more interest</u>	<u>Approximate percentage of the interest in the subsidiary</u>
Anhui Ruiqi (安徽瑞琪汽車零件有限公司).....	Wuhu Ruiqi Enterprise Management Consulting Partnership (Limited Partnership) (蕪湖瑞琪企業管理諮詢合夥企業(有限合夥))	30.00%
Xingquan Hicom Malaysia Sdn.Bhd.	HICOM-Teck See Manufacturing Malaysia Sdn.Bhd.	49.00%

5. Disclaimers

Save as disclosed in this document:

- (a) none of our Directors or any of the parties listed in “— E. Other Information — 5. Consents and Qualification of Experts” below is:
 - (i) interested in our promotion, or in any assets which, within the two years immediately preceding the date of this document, have been acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to our Company;
 - (ii) materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to our business;
- (b) save in connection with the [REDACTED] and the [REDACTED], none of the parties listed in “— E. Other Information — 5. Qualification of Experts” below:
 - (i) is interested legally or beneficially in any shares in any member of our Group; or
 - (ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any securities in any member of our Group;

- (c) none of the Directors or the experts named in the paragraph headed “Other Information — Consents of Experts” in this section has any direct or indirect interest in the promotion of, or in any assets which have been, within the two years immediately preceding the date of this document, acquired or disposed of by or leased to any member of our Group, or are proposed to be acquired or disposed of by or leased to any member of our Group; and
- (d) none of our Directors or their close associates or any shareholders of our Company who to the knowledge of our Directors owns more than 5% of our issued share capital has any interest in our top five customers or suppliers.

D. OTHER INFORMATION

1. Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Company or any of our subsidiaries.

2. Litigation

Save as disclosed in this document and so far as our Directors are aware, no litigation or claim of material importance is pending or threatened against any member of our Group.

3. Sole Sponsor

The Sole Sponsor has made an [REDACTED] on our behalf to the [REDACTED] for the [REDACTED] of, and permission to [REDACTED], our H Shares. All necessary arrangements have been made to enable the securities to be admitted into [REDACTED].

The Sole Sponsor satisfies the independence criteria applicable to sponsors as set out in Rule 3A.07 of the Listing Rules.

Pursuant to the engagement letter entered into between the Company and the Sole Sponsor, we have agreed to pay the Sole Sponsor a fee of US\$600,000 to act as the sponsor of our Company in connection with the proposed [REDACTED] on the Hong Kong Stock Exchange.

4. Preliminary Expenses

Our Company did not incur any material preliminary expenses.

APPENDIX VI STATUTORY AND GENERAL INFORMATION

5. Consents and Qualification of Experts

The following experts have each given and have not withdrawn their respective written consents to the issue of this document with copies of their reports, letters, opinions or summaries of opinions (as the case may be) and the references to their names included herein in the form and context in which they are respectively included.

<u>Name</u>	<u>Qualification</u>
CITIC Securities (Hong Kong) Limited	A licensed corporation under the SFO to engage in type 4 (advising on securities) and type 6 (advising on corporate finance) regulated activities
BDO Limited	Certified Public Accountants Registered Public Interest Entity Auditor
AllBright Law Offices	Legal Advisor to our Company as to PRC laws
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Industry consultant

Save as disclosed in this document, as of the Latest Practicable Date, none of the experts named above has any shareholding interest in our Company or any of our subsidiaries or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

6. Promoter

The promoters of our Company are all then 3 shareholders of our Company as of May 7, 2012 before our conversion into a joint stock company with limited liability.

Save as disclosed in the section headed "History, Development and Corporate Structure" in this document, within the two years preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given or is proposed to be paid, allotted or given to any promoter in connection with the [REDACTED] and the related transactions described in this document.

7. Binding Effect

This document shall have the effect, if an application is made in pursuance hereof, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of sections 44A and 44B of the Companies Ordinance so far as applicable.

8. Bilingual Document

The English language and Chinese language versions of this document are being published separately in reliance upon the exemption provided by section 4 of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

9. Compliance Adviser

Our Company has appointed Changjiang Corporate Finance (HK) Limited as our compliance adviser in compliance with Rule 3A.19 of the Listing Rules.

10. No Material Adverse Change

The Directors confirm that there has been no material change in our financial or trading position since September 30, 2025.

11. Miscellaneous

- (a) Save as disclosed in this document, within the two years immediately preceding the date of this document:
 - (i) no share or loan capital or debenture of our Company or any of our subsidiaries has been issued or agreed to be issued or is proposed to be issued for cash or as fully or partly paid other than in cash or otherwise; and
 - (ii) no commissions, discounts, brokerages or other special terms have been granted or agreed to be granted in connection with the issue or sale of any share or loan capital of our Company or any of our subsidiaries.

- (b) Save as disclosed in this document:
 - (i) there are no founder, management or deferred shares nor any debentures in our Company or any of our subsidiaries;
 - (ii) no share or loan capital or debenture of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;
 - (iii) there are no arrangements under which future dividends are waived or agreed to be waived;
 - (iv) there are no procedures for the exercise of any right of pre-emption or transferability of subscription rights;

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

- (v) there have been no interruptions in our business which may have or have had a significant effect on our financial position in the last 12 months;
- (vi) there are no restrictions affecting the remittance of profits or repatriation of capital by us into Hong Kong from outside Hong Kong;
- (vii) no part of the equity or debt securities of our Company, if any, is currently listed on or dealt in on any stock exchange or trading system, and no such listing or permission to list on any stock exchange other than the Stock Exchange is currently being or agreed to be sought; and
- (viii) our Company has no outstanding convertible debt securities or debentures.