

DEFINITIONS

In this Document, unless the context otherwise requires, the following terms shall have the following meanings. Certain technical terms are explained in the section headed “Glossary of Technical Terms” in this Document.

“2022 Restricted Share Incentive Plan”	a restricted share incentive plan adopted by our Company on May 9, 2022 by a Shareholders’ meeting, for the purpose of incentivising eligible management and employees of our Group
“2024 Restricted Share Incentive Plan”	a restricted share incentive plan adopted by our Company on July 1, 2024 by a Shareholders’ meeting, for the purpose of incentivising eligible management and employees of our Group
“2025 Restricted Share Incentive Plan”	a restricted share incentive plan adopted by our Company on October 28, 2025 by a Shareholders’ meeting, for the purpose of incentivising eligible management and employees of our Group
“A Shares”	ordinary shares issued by our Company, with a nominal value of RMB1.00 each, which are listed on the Shenzhen Stock Exchange and traded in Renminbi
“A Share Listing”	the listing of our A Shares on the ChiNext Market of the Shenzhen Stock Exchange on August 6, 2010 (stock code: 300100)
“Accountants’ Report”	the report from the Reporting Accountants dated [●], the text of which is set out in Appendix I to this document
“affiliate”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC” or “Accounting and Financial Reporting Council”	the Accounting and Financial Reporting Council of Hong Kong
“Articles” or “Articles of Association”	the articles of association of our Company, as amended, which shall become effective on the [REDACTED], a summary of which is set out in “Appendix III — Summary of the Articles of Association of the Company” to this Document
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Board of Directors”	the board of directors of our Company
“business day”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business

DEFINITIONS

“CAGR”	compound annual growth rate
[REDACTED]	
“Chongqing Wanglin”	Chongqing Wanglin Auto Parts Co., Ltd* (重慶旺林汽車配件有限公司), a company with limited liability established in the PRC on January 20, 2003 and a wholly-own subsidiary of our Company
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company”, or “our Company”	Shuanglin Co., Ltd. (雙林股份有限公司), a joint stock company with limited liability established in the PRC on November 23, 2000, the A Shares of which have been listed on the Shenzhen Stock Exchange (stock code: 300100)
“Company Law”	the Company Law of the PRC (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“Controlling Shareholders”	refers to Shuanglin Group, Ningbo Zhiyuan and Ninghai Baolai, together with Mr. Wu Jianbin, Ms. Wu Weijing and Ms. Wu Xiaojing, details of which are set out in the section headed “Relationship with our Controlling Shareholders” in this Document
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company
“EIT”	the PRC enterprise income tax
“EIT Law”	Enterprise Income Tax Law of the PRC

[REDACTED]

DEFINITIONS

“Frost & Sullivan” Frost & Sullivan, the industry consultant, an independent third party

“Frost & Sullivan Report” an independent market research report commissioned by us and prepared by Frost & Sullivan for the purpose of this Document

[REDACTED]

“Group”, “our Group”,
“we”, or “us” the Company and its subsidiaries from time to time or, where the context so requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time

“H Share(s)” overseas listed foreign share(s) in our ordinary share capital, with nominal value of RMB1.00 each in the share capital of our Company, which are to be [REDACTED] for and [REDACTED] in HK dollars and for which an application has been made for [REDACTED] and permission to [REDACTED] on the Stock Exchange

[REDACTED]

“Hangzhou Bay Shuanglin” Ningbo Hangzhou Bay New Area Shuanglin Auto Parts Co., Ltd.* (寧波杭州灣新區雙林汽車部件有限公司), a company with limited liability established in the PRC on March 15, 2011 and a subsidiary of our Company

[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong dollars” or “HK dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
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[REDACTED]

“Hong Kong SAR” or “HKSAR”	the Hong Kong Special Administrative Region of the People’s Republic of China
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[REDACTED]

“Hubei Shuanglin Bearing”	Hubei Shuanglin Bearing Co., Ltd.* (湖北雙林軸承有限公司), a company with limited liability established in the PRC on February 13, 1988 and a wholly owned subsidiary of our Company
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“IFRS” or “IFRS Accounting Standards”	IFRS Accounting Standards issued by the International Accounting Standards Board from time to time
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“independent third party(ies)”	any entity or person who is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules
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DEFINITIONS

[REDACTED]

“Joint Sponsors”	CITIC Securities (Hong Kong) Limited and GF Capital (Hong Kong) Limited
“Latest Practicable Date”	March 18, 2026, being the latest practicable date for ascertaining certain information in this Document before its publication

[REDACTED]

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
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“Liuzhou Shuanglin”	Liuzhou Shuanglin Automotive Parts Technology Co., Ltd.* (柳州雙林汽車部件科技有限公司), a company with limited liability established in the PRC on June 13, 2011 and a wholly owned subsidiary of our Company
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Chinese Mainland”, “PRC” or “China”	the People’s Republic of China and for the purposes of this Document only, except where the context requires otherwise, excluding Hong Kong SAR, Macau SAR and Taiwan
[REDACTED]	
“MOFCOM” or “Ministry of Commerce”	the Ministry of Commerce of the PRC (中華人民共和國商務部)
“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“Ningbo Zhiyuan”	Ningbo Zhiyuan Investment Co., Ltd. (寧波致遠投資有限公司), a company incorporated in the PRC with limited liability on December 1, 2006, one of our Controlling Shareholders
“Ninghai Baolai”	Ninghai Baolai Investment Co., Ltd.* (寧海寶來投資有限公司), a company incorporated in the PRC with limited liability on November 23, 2006, one of our Controlling Shareholders

[REDACTED]

DEFINITIONS

[REDACTED]

“PBOC”	People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Company Law”	Company Law of the People’s Republic of China (中華人民共和國公司法)
“PRC Legal Advisor”	AllBright Law Offices, our legal advisor as to PRC laws

[REDACTED]

“Qingdao Shuanglin”	Qingdao Shuanglin Automotive Parts Co., Ltd.* (青島雙林汽車部件有限公司), a company with limited liability established in the PRC on April 10, 2008 and a wholly owned subsidiary of our Company
“Regulation S”	Regulation S under the U.S. Securities Act
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAMR”	State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局)
“SAT”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)

DEFINITIONS

“SEC”	the Securities and Exchange Commission of the United States
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Futures Ordinance”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented, or otherwise modified from time to time
“Shandong Shuanglin”	Shandong Shuanglin New Energy Technology Co., Ltd.* (山東雙林新能源科技有限公司), a company with limited liability established in the PRC on October 20, 2020 and a wholly owned subsidiary of our Company
“Shanghai Chengye”	Shanghai Chengye Automotive Parts Co., Ltd.* (上海誠燁汽車零部件有限公司), a company with limited liability established in the PRC on May 27, 2003 and a wholly owned subsidiary of our Company
“Share(s)”	A Share(s) and H Share(s) in the capital of our Company with a par value of RMB1.00 each
“Shareholder(s)”	holder(s) of our Share(s)
“Shuanglin Group”	Ningbo Shuanglin Group Co., Ltd.* (寧波雙林集團股份有限公司), a company incorporated in the PRC with limited liability on June 13, 2005, one of our Controlling Shareholders
“Shuanglin Investment”	Ningbo Shuanglin Automotive Parts Investment Co., Ltd.* (寧波雙林汽車部件投資有限公司), a company with limited liability established in the PRC on December 18, 2014 and a wholly owned subsidiary of the Company
“Shuanglin Molds”	Ningbo Shuanglin Molds Co., Ltd.* (寧波雙林模具有限公司), a company with limited liability established in the PRC on December 27, 2005 and a wholly owned subsidiary of our Company

[REDACTED]

“State Council”	State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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“subsidiary(ies)”	has the meaning ascribed thereto in section 15 of the Companies Ordinance
“substantial shareholders”	has the meaning ascribed to it in the Listing Rules
“Suzhou Shuanglin Auto Parts”	Suzhou Shuanglin Auto Parts Co., Ltd.* (蘇州雙林汽車配件有限公司), a company with limited liability established in the PRC on March 29, 2006 and a subsidiary of our Company
“Takeovers Code”	The Code on Takeovers and Mergers issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Tianjin Shuanglin”	Tianjin Shuanglin Auto Parts Co., Ltd.* (天津雙林汽車部件有限公司), a company with limited liability established in the PRC on January 31, 2007 and a subsidiary of our Company
“Tier-1 supplier(s)”	automotive system integrator(s), company(ies) that supply(ies) assembled components or systems directly to OEMs. Tier-1 suppliers need to work closely with OEMs during the design and development stages of vehicles, ensuring the integration of their components into the final product
“Track Record Period”	the period comprising the three financial years ended December 31, 2023, 2024 and 2025
“U.S. dollars” or “US\$”	United States dollars, the lawful currency of the United States
“U.S. persons”	U.S. persons as defined in Regulation S
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder

[REDACTED]

“United States” or the “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“VAT”	value-added tax

[REDACTED]

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[REDACTED]

“Wuhu Shuanglin”	Wuhu Shuanglin Auto Parts Co., Ltd.* (蕪湖雙林汽車部件有限公司), a company with limited liability established in the PRC on September 9, 2015 and a wholly owned subsidiary of our Company
“Wuxi Kezhixin”	Wuxi Kezhixin Mechanical Technology Co., Ltd.* (無錫市科之鑫機械科技有限公司), a company with limited liability established in the PRC on April 26, 2017 and a wholly owned subsidiary of the Company
“Xincheng Auto Parts”	Ninghai Xincheng Auto Parts Co., Ltd.* (寧海鑫城汽車配件有限公司), a company with limited liability established in the PRC on May 8, 1995 and a wholly owned subsidiary of our Company
“%”	per cent

Unless otherwise specified or the context otherwise requires: (i) statements contained in this Document assume no exercise of the [REDACTED]; (ii) all times refer to Hong Kong time; (iii) references to years, months and days in this Document are to calendar years, calendar months and calendar days, respectively; and (iv) all data and information set out in this Document is as of the Latest Practicable Date.

In this Document, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction”, “controlling shareholder” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires. In this Document, “” denotes translation of certain natural persons, legal persons, enterprises, governmental authorities, institutions, entities, organizations, departments, facilities, laws and regulations into Chinese or English (as the case maybe), etc., or another language included in this Document for identification purposes only. In the event of any inconsistency, the Chinese names or the names in their original languages prevail.*

EXCHANGE RATE CONVERSION

Solely for your convenience, this Document contains translations among certain amounts denominated in Renminbi, Hong Kong dollars and U.S. dollars.

Unless otherwise specified, amounts denominated in Hong Kong dollars and Renminbi have been translated, for the purpose of illustration only, into U.S. dollars in this Document at the following exchange rates:

[REDACTED]

The above exchange rates were quoted by the People’s Bank of China for foreign exchange transactions prevailing on [REDACTED].

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No representation is made that any amounts in Renminbi, Hong Kong dollars or U.S. dollars can be or could have been at the relevant dates converted at the above rates or any other rates or at all.

ROUNDING

Certain amounts and percentage figures included in this document have been subject to rounding adjustments, or have been rounded to a set number of decimal places. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart in this document between totals and sums of amounts listed therein are due to rounding.

LANGUAGE

If there is any inconsistency between the English version of this Document and the Chinese translation of this Document, the English version of this Document shall prevail unless otherwise stated. However, if there is any inconsistency between the names of any of the entities mentioned in the English version of this Document which are not in the English language and their English translations, the names in their respective original language shall prevail.