

## APPENDIX VI

## STATUTORY AND GENERAL INFORMATION

### A. FURTHER INFORMATION ABOUT OUR GROUP

#### 1. Incorporation of our Company

Our Company was established as a limited liability company in the PRC on November 16, 2020 and was converted into a joint stock limited company on April 3, 2025 under the laws of the PRC. As of the Latest Practicable Date, the registered share capital of our Company was RMB145,079,911.

We have established a place of business in Hong Kong at 40th Floor, Dah Sing Financial Centre, No. 248 Queen’s Road East, Wanchai, Hong Kong. Our Company [has been registered] as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on July 16, 2025 with the Registrar of Companies in Hong Kong. Ms. Tam Pak Yu, Vivien (譚栢如) has been appointed as our agent for the acceptance of service of process in Hong Kong whose correspondence address is the same as our place of business in Hong Kong.

As we are established in the PRC, our corporate structure and Articles of Association are subject to the relevant laws and regulations of the PRC. A summary of the relevant provisions of our Articles of Association is set out in “Appendix V — Summary of Articles of Association.” A summary of certain relevant aspects of the laws and regulations of the PRC is set out in “Appendix IV — Summary of Principal Legal and Regulatory Provisions.”

#### 2. Changes in Share Capital of our Company

On August 29, 2024, our Company completed the SAMR registration in respect of the increase of its registered capital from RMB117,632,360.00 to RMB145,079,910.36.

Save as disclosed above, there had been no other alteration of the share capital of our Company within the two years immediately preceding the date of this document.

#### 3. Changes in Share Capital of our Subsidiaries

A summary of the corporate information and the particulars of our subsidiaries as of the Latest Practicable Date are set out in Note 1 to the Accountants’ Report as set out in Appendix IA and Appendix IB to this document.

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

On July 30, 2024, the registered capital of Ruilian Xingchen was increased from RMB1,000,000 to RMB10,000,000.

Save as disclosed above and in the Accountants’ Report set out in Appendix IA and Appendix IB to this document, there had been no other alteration of the share capital of our subsidiaries within the two years immediately preceding the date of this document.

## APPENDIX VI

## STATUTORY AND GENERAL INFORMATION

### 4. Resolutions of our Shareholders

Pursuant to general meetings held on May 6, 2025, among other things, our Shareholders resolved that:

- (a) the issue by the Company of H Shares with a nominal value of RMB1.0 each and such H Shares be listed on the Hong Kong Stock Exchange;
- (b) the number of H Shares to be issued shall be no more than [REDACTED], representing approximately [REDACTED]% of the total issued share capital of our Company as enlarged by the [REDACTED] before the exercise of the [REDACTED];
- (c) subject to the filing with CSRC is completed, upon completion of the [REDACTED], [REDACTED] Unlisted Shares will be converted into H Shares on a one-for-one basis; and
- (d) authorization of the Board or its authorized individual(s) to handle all matters relating to, among other things, the [REDACTED], the issue 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) the equity transfer agreement dated August 16, 2024 entered into among our Company, Didi Technology and Ruilian Xingchen, pursuant to which our Company agreed to acquire the entire equity interest in Ruilian Xingchen from Didi Technology at a consideration of RMB450,000,000;
- (b) the capital increase agreement dated August 16, 2024 entered into among our Company, SeeWay.ai and Didi Technology to increase the registered capital of our Company;
- (c) the shareholders’ agreement dated August 16, 2024 entered into among our Company, Beijing Mapbar, AutoAI Beijing, AutoAI Dalian, Shenzhen Hongfan, Shanghai Qujia, Mapbar Technology, AutoAI Hong Kong, AutoAI Ningbo, Ningbo Zhihe, SeeWay.ai, NavInfo Hong Kong, MTK, Tencent Mobility, Top Grove, Hubei Lianhe, Advantech Capital, Aiways Automobile, Bosch Ventures, Toyota Motor, Toyota Tsusho, Jiangbei Yihua and Didi Technology pursuant to which shareholders’ rights were agreed among the aforementioned parties;
- (d) the supplemental agreement to the shareholders’ agreement dated June 16, 2025 entered into among our Company, Beijing Mapbar, AutoAI Beijing, AutoAI Dalian, Shenzhen Hongfan, Shanghai Qujia, Mapbar Technology, AutoAI Hong Kong, AutoAI Ningbo, Ningbo Zhihe, SeeWay.ai, NavInfo Hong Kong, MTK, Tencent Mobility, Top Grove, Hubei Lianhe, Advantech Capital, Aiways Automobile, Bosch Ventures, Jiangbei Yihua and Didi Technology pursuant to which certain terms to the shareholders’ agreement dated August 16, 2024 were agreed to be revised; and
- (e) [REDACTED].

**APPENDIX VI**

**STATUTORY AND GENERAL INFORMATION**

**2. Intellectual Property Rights**

**(a) Trademarks**



**(i) Registered Trademarks**

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

No.	Registered Owner	Trademark	Class	Name of Class	Registered Number	Expiry Date (yyyy/mm/dd)
1.	AutoAI Beijing . . . . .	welink	39	Class39 — Transportation and storage	45393465	2030.12.27
2.	AutoAI Beijing . . . . .		9	Class09 — Scientific instruments	41141605	2031.06.06
3.	AutoAI Beijing . . . . .	四维智联	41	Class41 — Education and entertainment	33974874	2030.08.06
4.	AutoAI Beijing . . . . .	AUTO AI	39	Class39 — Transportation and storage	33983264A	2029.07.20
5.	AutoAI Beijing . . . . .	四维智联	38	Class38 — Communication services	33975100	2030.08.06
6.	AutoAI Beijing . . . . .	AUTO AI	41	Class41 — Education and entertainment	33972829	2029.06.27
7.	AutoAI Beijing . . . . .	AUTO AI	9	Class09 — Scientific instruments	33975218A	2029.07.20
8.	AutoAI Beijing . . . . .	四维智联	39	Class39 — Transportation and storage	33970876A	2029.07.20
9.	AutoAI Beijing . . . . .	welink	42	Class42 — Website service	17245560	2027.01.06
10.	AutoAI Beijing . . . . .	welink	9	Class09 — Scientific instruments	17244914	2027.01.20
11.	Our Company . . . . .	 	9, 38	Class09 — Scientific instruments Class38 — Communication services	306735907	2034.11.24

**APPENDIX VI**

**STATUTORY AND GENERAL INFORMATION**

No.	Registered Owner	Trademark	Class	Name of Class	Registered Number	Expiry Date (yyyy/mm/dd)
12.	Our Company . . . . .	 四维智联  四维智联	9, 38	Class09 — Scientific instruments Class38 — Communication services	306735916	2034.11.24
13.	Our Company . . . . .	四维智联	9, 38	Class09 — Scientific instruments Class38 — Communication services	306735925	2034.11.24

**(b) Copyrights**

In accordance with the Copyright Law of the People’s Republic of China (中華人民共和國著作權法), the term of copyright owned by legal entities or other organizations is 50 years, expiring on December 31 in the 50th year after its first publication. For copyrights that have not been published within 50 years of registration, the term expires on the 50th anniversary of the date of registration.

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

No.	Copyright owner	Copyright	Registered Number	Date of First Publication (yyyy/mm/dd)	Registration Date (yyyy/mm/dd)
1.	Our Company . . . . .	AutoAI Advanced Driver Assistance System	2021SR2173761	2021.09.30	2021.12.27
2.	Our Company . . . . .	Over-the-air Upgrade Platform for Application Software	2021SR2173762	2021.03.16	2021.12.27
3.	Our Company . . . . .	Driving Analytics for Android Application	2022SR0102202	—	2022.01.17
4.	Our Company . . . . .	AutoAI Intelligent Cabin AVS Software	2022SR0112278	2021.11.12	2022.01.18
5.	Our Company . . . . .	Unified User Privilege Management System for backend operation	2022SR0112276	2021.09.30	2022.01.18
6.	Our Company . . . . .	Remote Fault Diagnosis Platform Based on Dynamic Rule Engine	2022SR0112277	—	2022.01.18
7.	Our Company . . . . .	New Energy Vehicle Operation Monitoring Platform	2022SR0661280	—	2022.05.27
8.	Our Company . . . . .	AutoAI Intelligent Cabin Baseline Navigation Software	2022SR0700781	—	2022.06.06

**APPENDIX VI**

**STATUTORY AND GENERAL INFORMATION**

No.	Copyright owner	Copyright	Registered Number	Date of First Publication (yyyy/mm/dd)	Registration Date (yyyy/mm/dd)
9.	Our Company . . . . .	Intelligent Cabin Multimedia Local Music Software	2022SR1118875	—	2022.08.12
10.	Our Company . . . . .	21MM-Lexus-800B-Agent Software	2022SR1134361	—	2022.08.15
11.	Our Company . . . . .	Intelligent Recommendation Engine System	2022SR1165885	2022.03.31	2022.08.17
12.	Our Company . . . . .	Qujia WeLink-Jetta Software	2023SR0898175	2023.03.18	2023.08.04
13.	Our Company . . . . .	Blue Elephant Travelling Software	2023SR0897957	—	2023.08.04
14.	AutoAI Beijing . . . . .	AION LINK Software	2020SR1517831	—	2020.10.23
15.	Our Company . . . . .	AutoAI Cockpit Software	2025SR0470739	—	2025.03.17

**(c) Patents**

According to the Patent Law of the People’s Republic of China (中華人民共和國專利法), the validity period of an invention patent is twenty years, the validity period of a utility model patent is ten years, the validity period of a design patent applied for before May 31, 2021 (inclusive) is ten years, and the validity period of a design patent applied for on or after June 1, 2021 (inclusive) is fifteen years. All periods are calculated from the date of application.

As of the Latest Practicable Date, the following patents which we considered to be or may be material to our business:

No.	Patentee	Patent Name	Patent number	Patent Type	Application Date (yyyy/mm/dd)	Date of First Publication (yyyy/mm/dd)
1.	Our Company . . . . .	A communication system of an in-vehicle electronic device and its communication method	2014104099745	Invention	2014.08.18	2019.02.01
2.	Our Company . . . . .	A ramp driving method, device, electronic device and storage medium	2020100617327	Invention	2020.01.19	2021.10.22
3.	Our Company . . . . .	A kind of inertial navigation track correction method, device, storage medium and electronic device	2021116812362	Invention	2021.12.31	2024.08.06
4.	Our Company . . . . .	A vehicle network terminal access method, device, storage medium and electronic device	2021116485303	Invention	2021.12.29	2024.10.18
5.	Our Company . . . . .	Method, device and electronic equipment for generating a registration page	2022103726024	Invention	2022.04.08	2024.09.17

**APPENDIX VI STATUTORY AND GENERAL INFORMATION**

No.	Patentee	Patent Name	Patent number	Patent Type	Application Date (yyyy/mm/dd)	Date of First Publication (yyyy/mm/dd)
6.	Our Company . . . . .	A method, device, electronic equipment and storage medium for data collection	2022104960832	Invention	2022.05.07	2024.08.13
7.	Our Company . . . . .	A method and device for compensating for delay in key vehicle position during in-vehicle display process	2022107878134	Invention	2022.07.04	2024.05.14
8.	Our Company . . . . .	Ride hailing service configuration method, device, system, storage medium and equipment	2022108520206	Invention	2022.07.19	2024.01.23
9.	Our Company . . . . .	Method, device, equipment and storage medium for guiding a roundabout road section	2022108562938	Invention	2022.07.19	2024.08.23
10.	Our Company . . . . .	An image calibration method, equipment and medium	202211301998X	Invention	2022.10.24	2024.08.27
11.	Our Company . . . . .	An in-vehicle display host device	2022232716496	Utility model	2022.12.06	2023.03.28
12.	Our Company . . . . .	An in-vehicle intelligent panoramic navigation device	2022235544716	Utility model	2022.12.29	2023.05.05
13.	AutoAI Beijing . . . . .	A method, equipment and navigation system for handling turn warning in navigation system	2010102887242	Invention	2010.09.20	2012.08.29
14.	AutoAI Beijing . . . . .	Road navigation methods, mobile terminals and road navigation servers	2010105665041	Invention	2010.11.25	2014.10.22
15.	AutoAI Beijing . . . . .	Real-time road condition based route planning method and its service equipment	2011100811370	Invention	2011.03.31	2013.06.12
16.	AutoAI Beijing . . . . .	Real-time road condition based route planning method and its service equipment	2011100804165	Invention	2011.03.31	2013.06.26
17.	AutoAI Beijing . . . . .	An automotive navigation interface design tool based on SGE graphic library development	2015104308961	Invention	2015.07.21	2019.01.01

**APPENDIX VI**

**STATUTORY AND GENERAL INFORMATION**

No.	Patentee	Patent Name	Patent number	Patent Type	Application Date (yyyy/mm/dd)	Date of First Publication (yyyy/mm/dd)
18.	AutoAI Beijing . . . . .	A method, device and equipment for diagnosing the structural rationality of battery packs	2019113930425	Invention	2019.12.30	2022.01.07
19.	AutoAI Beijing . . . . .	A method, device and equipment for predicting excessive differential pressure of battery packs	2019113950861	Invention	2019.12.30	2022.03.18
20.	AutoAI Beijing . . . . .	A method, device and equipment for finding vehicle stopping points	2019113950895	Invention	2019.12.30	2023.08.15
21.	AutoAI Beijing . . . . .	A snow depth prediction method and system	201911405094X	Invention	2019.12.31	2024.07.05
22.	AutoAI Beijing . . . . .	A method and system for predicting road icing	2019114050530	Invention	2019.12.31	2024.02.23
23.	AutoAI Beijing . . . . .	A real-time high precision positioning method and device for fully automatic parking	2020100680015	Invention	2020.01.20	2022.03.15
24.	AutoAI Beijing . . . . .	A vehicle remote control method, device and server	2020102467786	Invention	2020.03.31	2023.12.19
25.	AutoAI Beijing . . . . .	test methods, devices and computer storage media for car network service platforms	2020102502864	Invention	2020.04.01	2021.08.31
26.	AutoAI Beijing . . . . .	A method for adapting vehicle network signals and related devices	2020102498356	Invention	2020.04.01	2022.03.15
27.	AutoAI Beijing . . . . .	A forward collision warning method and system for rear-mounted vehicles	2020102595360	Invention	2020.04.03	2021.08.31
28.	AutoAI Beijing . . . . .	A road guidance method, device and equipment based on AR navigation	2020102594419	Invention	2020.04.03	2022.08.02
29.	AutoAI Beijing . . . . .	A high-precision automatic camera calibration method and device for fully automatic parking	2020102627037	Invention	2020.04.03	2023.04.21
30.	AutoAI Beijing . . . . .	A method and device for generating embedded page addresses of TOM system	2020102627022	Invention	2020.04.03	2023.09.26

**APPENDIX VI STATUTORY AND GENERAL INFORMATION**

No.	Patentee	Patent Name	Patent number	Patent Type	Application Date (yyyy/mm/dd)	Date of First Publication (yyyy/mm/dd)
31.	AutoAI Beijing . . . . .	An information processing method and device	2020102589707	Invention	2020.04.03	2023.12.22
32.	AutoAI Beijing . . . . .	A method and device for realising Bluetooth key for automobiles	2020102641072	Invention	2020.04.06	2023.06.20
33.	AutoAI Beijing . . . . .	A method, device and equipment for planning navigation routes	2020103221016	Invention	2020.04.22	2022.03.25
34.	AutoAI Beijing . . . . .	A method of car light adjustment, devices, electronic equipment, vehicles and storage media	2020104364360	Invention	2020.05.21	2021.10.29
35.	AutoAI Beijing . . . . .	A method, device and computer equipment for placing advertisements	2020104565497	Invention	2020.05.26	2024.03.08
36.	AutoAI Beijing . . . . .	A vehicle control method and system	2020104549583	Invention	2020.05.26	2022.03.18
37.	AutoAI Beijing . . . . .	A method, apparatus and computer equipment for processing questionnaire data	2020106268527	Invention	2020.07.01	2024.11.19
38.	AutoAI Beijing . . . . .	A method and system for remote control of a vehicle	2020108319627	Invention	2020.08.18	2022.09.23
39.	AutoAI Beijing . . . . .	A method and system for handling lane lines	2020110839795	Invention	2020.10.12	2024.05.14
40.	Ruilian Xingchen . . . . .	In-vehicle audio system and vehicle	2022213979477	Utility model	2022.05.30	2022.11.15
41.	Ruilian Xingchen . . . . .	Interactive display system and vehicle	2022215640068	Utility model	2022.06.21	2023.01.20
42.	Ruilian Xingchen . . . . .	Cockpit domain controllers and vehicles	202222192087X	Utility model	2022.08.19	2023.02.24
43.	Ruilian Xingchen . . . . .	Driver assistance systems and vehicles	2022225015720	Utility model	2022.09.21	2023.03.10
44.	Ruilian Xingchen . . . . .	In-vehicle centre control panels and vehicles	2022231410394	Utility model	2022.11.25	2023.05.16
45.	Ruilian Xingchen . . . . .	Domain controllers and vehicles	2023202530990	Utility model	2023.02.17	2023.07.25

**APPENDIX VI STATUTORY AND GENERAL INFORMATION**

No.	Patentee	Patent Name	Patent number	Patent Type	Application Date (yyyy/mm/dd)	Date of First Publication (yyyy/mm/dd)
46.	Our Company . . . . .	Display screen panels with graphical user interface for vehicle control	2022300855096	Appearance design	2022.02.22	2022.08.12
47.	Our Company . . . . .	Display screen panels with graphical user interface for vehicle-machine interaction	202330355242	Appearance design	2023.06.09	2024.02.13
48.	Our Company . . . . .	A multi-screen management method and device, electronic equipment and system	2022103240868	Invention	2022.03.29	2025.02.18
49.	AutoAI Beijing . . . . .	A method and system for scanning documents	2020100265686	Invention	2020.01.10	2025.06.13
50.	Our Company . . . . .	A Method, Apparatus, System, Electronic Device, and Medium for Querying Problem Numbers	2023106852998	Invention	2023.06.09	2025.09.05
51.	Our Company . . . . .	A Method, System, Vehicle Device, and Storage Medium for In-Vehicle Audio Management	202210855673X	Invention	2022.07.19	2025.09.23
52.	Our Company . . . . .	A Method, Apparatus, and Device for Road Recognition Based on Inertial Navigation	2021115818997	Invention	2021.12.22	2025.11.11
53.	Our Company . . . . .	A Method, Apparatus, and Electronic Device for Hardware Upgrades in Internet of Vehicles (IoV) Vehicles	2022112052181	Invention	2022.09.29	2026.02.24

**(d) Domain Names**

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.	Registered Owner	Domain Name	Registration Date (yyyy/mm/dd)
1.	Our Company . . . . .	sixlitchi.com	2023.03.24–2027.03.24
2.	AutoAI Beijing . . . . .	autoai.com.cn	2022.10.19–2026.10.19
3.	AutoAI Beijing . . . . .	mapbar.com	2004.12.21–2025.12.21

## APPENDIX VI

## STATUTORY AND GENERAL INFORMATION

### C. FURTHER INFORMATION ABOUT OUR DIRECTORS, SUPERVISORS, MANAGEMENT AND SUBSTANTIAL SHAREHOLDERS

#### 1. Disclosure of Interests and short positions of the Directors, Supervisors and Chief Executive of our Company and our associated corporations

Name of Director/ Supervisor/chief executive of our Company	Name of associated corporation	Capacity/ Nature of interest	As of the Latest Practicable Date	
			Number of shares (or equity interest) held in associated corporation <sup>(1)</sup>	Approximate percentage of shareholding in the total share capital of associated corporation <sup>(2)</sup>
Mr. Cheng Peng . . .	SeeWay.ai	Beneficial interests	9,501,960 (L)	0.4008%
Mr. Jiang Sheng . . .	SeeWay.ai	Beneficial interests	1,170,500 (L)	0.0494%
Mr. Huang Weiguo .	SeeWay.ai	Beneficial interests	410,625 (L)	0.0173%
Mr. Wang Jianqin . .	SeeWay.ai	Beneficial interests	33,750 (L)	0.0014%
Ms. Qin Fang . . . .	SeeWay.ai	Beneficial interests	338,795 (L)	0.0143%
Mr. Wang Bihua . . .	SeeWay.ai	Beneficial interests	39,066 (L)	0.0016%
Mr. Yang Laitu . . . .	SeeWay.ai	Beneficial interests	79,971 (L)	0.0034%
Ms. Chen Xiaolan .	SeeWay.ai	Beneficial interests	244,265 (L)	0.0103%

*Note:*

(1) The letter “L” denotes the person’s long position in the shares of our associated corporation.

(2) The calculation is based on the total number of shares of 2,370,648,814 of SeeWay.ai as of the Latest Practicable Date.

Save as disclosed in this document, immediately following the completion of the [REDACTED] (assuming that the [REDACTED] is not exercised), so far as our Directors are aware, none of our Directors, Supervisors or chief executive has any interests or short positions in our Shares, underlying shares and debentures of our Company or any associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to our Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are 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 Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules. For details, see “Substantial Shareholders” and “Appendix VI — Statutory and General Information” in this document.

#### 2. Disclosure of Interests of the Substantial Shareholders of our Company

For the information on the persons who will, immediately following the completion of the [REDACTED], have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to our Company and the Hong Kong Stock Exchange under the provisions of Divisions 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 voting rights in all circumstances at general meetings of our Company, see “Substantial Shareholders” in this document.

## APPENDIX VI

## STATUTORY AND GENERAL INFORMATION

So far as set out in this document, our Directors are not aware of any persons (other than our Directors, Supervisors or chief executive) will, immediately following the completion of the [REDACTED], 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.

### 3. Service Contracts

We [have entered] into a contract with each of our Directors and Supervisors in respect of, among other things, compliance with the relevant laws and regulations, the Articles of Association and applicable provisions on arbitration.

Each of our Directors has entered into service contracts with our Company. The principal particulars of these service contracts comprise (a) a term of three years which is equivalent to the term of the Board; and (b) termination provisions in accordance with their respective terms. Our Directors may be re-appointed subject to Shareholders’ approval. The service contracts can be renewed pursuant to our Articles of Association and applicable rules.

Each of our Supervisors has entered into a contract with our Company. Each contract contains provisions relating to compliance with relevant laws and regulations, observation of our Articles of Association and resolution of disputes by means of arbitration.

Save as disclosed above, we have not entered, and do not propose to enter, into any service contracts with any of our Directors or Supervisors in their respective capacities as Directors or Supervisors (other than contracts expiring or determinable by the employer within one year without any payment of compensation (other than statutory compensation)).

### 4. Directors’ and Supervisors’ Remuneration

Save as disclosed in “Directors, Supervisors and Senior Management” and Note 8 to “Appendix IA — Accountants’ Report of our Group” for the three financial years ended December 31, 2023, 2024 and 2025, none of our Directors or Supervisors received other remunerations of benefits in kind from us.

### 5. Disclaimers

Save as disclosed in this document:

- (a) none of our Directors, Supervisors or any of the parties listed in “— E. Other Information — 4. Qualification and Consents of Experts” of this Appendix 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; or
  - (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] Agreement and the [REDACTED] Agreement, none of our Directors, Supervisors or any of the parties listed in “— E. Other Information — 4. Qualification and Consents of Experts” of this Appendix:
  - (i) is interested legally or beneficially in any shares in any member of our Group; or

## APPENDIX VI

## STATUTORY AND GENERAL INFORMATION

- (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 our Directors or Supervisors or their close associates or any Shareholders 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 in each financial year or stub period during the Track Record Period; and
- (d) none of our Directors or Supervisors is a director or employee of a company that has an interest in the share capital of our Company which, once the [REDACTED] are listed on the Hong Kong Stock Exchange, would have to be disclosed pursuant to Divisions 2 and 3 of Part XV of the SFO.

### D. EMPLOYEE INCENTIVE SCHEME

The following is a summary of the principal terms of the Employee Incentive Scheme approved and adopted by our Board on June 19, 2025 respectively and as amend from time to time. The terms of the Employee Incentive Scheme are not subject to the provisions of Chapter 17 of the Listing Rules as the Schemes does not involve the grant of options by our Company after the [REDACTED]. Given the underlying Shares under the Employee Incentive Scheme had already been issued, there will not be any dilution effect to the issued Shares upon the vesting of the awards under the Employee Incentive Scheme. No further awards will be granted after [REDACTED].

As of the Latest Practicable Date, our Company had established one ESOP Holding Entity, namely AutoAI Ningbo. For the details of the ESOP Holding Entity, please refer to “History, Reorganization and Corporate Structure — Employee Incentive Scheme” in this Document.

#### *Objectives*

The purpose of the Employee Incentive Scheme is to build an effective incentive mechanism for the employees and key personnel of our Company, attracting and retaining key talents to further promote the sustainable development of our Company.

#### *Eligibility*

Eligible participants of the Employee Incentive Scheme include any employees, Directors, advisors and key management members of our Group.

#### *Grant of Awards*

The general partner of AutoAI Ningbo is Beijing Zhichuang. Thus, in effect, all management powers and voting rights of the ESOP Holding Entity reside with the general partner.

All selected participants do not have any voting rights in our Company. The selected participants will be granted awards in the form of economic interest in the ESOP Holding Entity conditional upon vesting conditions (if applicable) as specified in each award agreement and upon vesting, such selected participants will become a limited partner of the ESOP Holding Entity. Upon becoming the limited partner of the ESOP Holding Entity, the selected participants indirectly receive economic interest in the corresponding number of underlying Shares held by the ESOP Holding Entity.

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## APPENDIX VI

## STATUTORY AND GENERAL INFORMATION

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### *Vesting*

The vesting of the underlying Shares granted is conditional upon the expiry of the lock-up period, pursuant to which one-third of the granted awards will be vested every 12 months.

### *Administration*

The chairman of our Board retains full discretion over, among others, the following matters of the Schemes:

- the selection of participants in the Schemes; and
- the amount of consideration to be paid for the incentive award in the form of acquisition of economic interest in the ESOP Holding Entity as a limited partner.

### *Restrictions on transfers*

After the [REDACTED], in addition to the restrictions under the Employee Incentive Scheme, the transfer or sale by selected participants shall be subject to the lock-up requirements under the relevant laws and regulations, or the respective agreements entered into between the Company and the relevant selected participants pursuant to the terms of the Employee Incentive Scheme (if applicable).

### *Details of the awards granted under the Employee Incentive Scheme*

As of the Latest Practicable Date, no awards have yet to be granted to our employees, advisors, Directors and key management members of our Group; it is expected that our Company will grant the awards to our employees, advisors, Directors and key management members of our Group before the [REDACTED].

## **E. OTHER INFORMATION**

### **1. Estate Duty**

Our Directors have been advised that no material liability for estate duty is likely to impose on our Company or our subsidiary.

### **2. Litigation**

Saved as disclosed in this document, to the knowledge of our Directors, no member of our Group has significant litigation or claims pending or threatened against any member of our Group.

### **3. Sole Sponsor**

The Sole Sponsor has made an application on our behalf to the Stock Exchange for the [REDACTED] of, and permission to deal in, (i) the H Shares to be converted from our Unlisted Shares, and (ii) our H Shares to be issued pursuant to the [REDACTED] (including any H Shares which may be issued pursuant to the exercise of the [REDACTED]). All necessary arrangements have been made to enable the H Shares to be admitted into [REDACTED].

[REDACTED] confirms that it satisfies the independence criteria applicable to sponsor set out in Rule 3A.07 of the Listing Rules.

## APPENDIX VI

## STATUTORY AND GENERAL INFORMATION

We have entered into an engagement agreement with the Sole Sponsor, pursuant to which we agreed to pay a total amount of USD650,000 to [REDACTED] for acting as the Sole Sponsor to our Company in the [REDACTED].

### 4. Qualification and Consents of Experts

The qualifications of the experts who have given opinions or advice in this document are as follows:

Name	Qualification
CITIC Securities (Hong Kong) Limited	A licensed corporation under the SFO for type 4 (advising on securities) and type 6 (advising on corporate finance) of the regulated activities as defined under the SFO
Ernst & Young	Certified Public Accountants and Registered Public Interest Entity Auditor
Fangda Partners	PRC Legal Advisor
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Independent industry consultant

Each of the experts has given and has not withdrawn its written consents to the issue of this document with the inclusion of its reports, letters, opinions or summaries of opinions (as the case may be) and the references to its names and logos included herein in the form and context in which it is respectively included.

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

### 5. Compliance Advisor

Our Company has appointed Guosen Securities (HK) Capital Company Limited as its Compliance Advisor in compliance with Rule 3A.19 of the Listing Rules.

### 6. Taxation of Holders of H Shares

Hong Kong stamp duty, currently charged at the ad valorem rate of 0.10% on the higher of the consideration for or the market value of the H Shares, will be payable by the purchaser on every purchase and by the seller on every sale of any Hong Kong securities, including H Shares (in other words, a total of 0.20% is currently payable on a typical sale and purchase transaction involving H Shares). In addition, a fixed stamp duty of HK\$5.00 is currently payable on any instrument of transfer of H Shares. Where one of the parties is a resident outside Hong Kong and does not pay the ad valorem duty due by it, the duty not paid will be assessed on the instrument of transfer (if any) and will be payable by the transferee. If no stamp duty is paid on or before the due date, a penalty of up to ten times the duty payable may be imposed.

### 7. Binding Effect

This document shall have the effect, if any application is made pursuant hereto, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance so far as applicable.

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## APPENDIX VI

## STATUTORY AND GENERAL INFORMATION

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### 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. Promoters

The promoters of our Company comprised all of the 13 then shareholders of our Company as of December 16, 2024 before our conversion into a joint stock company with limited liability. Save as disclosed in this document, within the two years immediately preceding the date of this document, no cash, securities or benefits have been paid, allotted or given, or are proposed to be paid, allotted or given to the promoters named above in connection with the [REDACTED] or the related transactions described in this document.

### 10. Preliminary Expenses

Our Company did not incur any material preliminary expenses.

### 11. No Material Adverse Change

Our Directors confirm that, as of the date of this document, there has been no material adverse change in our financial position or prospects since December 31, 2025.

### 12. Miscellaneous

Save as disclosed in this document:

- (a) within the two years preceding the date of this document: (i) we have not issued nor agreed to issue any share or loan capital fully or partly paid either for cash or for a consideration other than cash; and (ii) no commissions, discounts, brokerage fee or other special terms have been granted in connection with the issue or sale of any shares of our Company;
- (b) no share or loan capital of our Company is under option or is agreed conditionally or unconditionally to be put under option;
- (c) we have not issued nor agreed to issue any founder shares, management shares or deferred shares;
- (d) there are no arrangements under which future dividends are waived or agreed to be waived;
- (e) there are no procedures for the exercise of any right of pre-emption or transferability of subscription rights;
- (f) 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;
- (g) there are no restrictions affecting the remittance of profits or repatriation of capital by us into Hong Kong from outside Hong Kong;
- (h) no part of the equity or debt securities of our Company, if any, is currently [REDACTED] on or dealt in on any stock exchange or trading system, and no such [REDACTED] or permission to [REDACTED] on any stock exchange other than the Hong Kong Stock Exchange is currently being or agreed to be sought; and
- (i) our Company has no outstanding convertible debt securities or debentures.