Upon [REDACTED], certain transactions between us and our connected persons will constitute continuing connected transactions under Chapter 14A of the Listing Rules.

RELEVANT CONNECTED PERSON

Foshan Shunde Tuoxinwei Electrical Co., Ltd. (佛山市順德區拓芯微電器有限公司) ("**Foshan Tuoxinwei**") is wholly owned by Mr. Xie Chenlong (謝陳龍), the cousin of Mr. Yang. Mr. Yang is one of our Controlling Shareholders and our executive Director. Accordingly, Foshan Tuoxinwei is an associate of Mr. Yang and will become connected person upon completion of the [REDACTED] pursuant to Chapter 14A of the Hong Kong Listing Rules.

FULLY-EXEMPT CONTINUING CONNECTED TRANSACTION

We have entered into the following continuing connected transaction which will be exempt from the annual review, reporting, announcement and independent Shareholders' approval requirements under Chapter 14A of the Hong Kong Listing Rules.

Sales of Chip Products Framework Agreement

Principal Terms

Our Company [has] entered into a framework agreement with Foshan Tuoxinwei on [•] (the "**Sales of Chip Products Framework Agreement**"), pursuant to which our Group agreed to provide chip products (such as MCU) to Foshan Tuoxinwei as Foshan Tuoxinwei may require from time to time.

The initial term of the Sales of Chip Products Framework Agreement is three years commencing from [REDACTED], subject to renewal upon the mutual consent of both parties and compliance with the requirements of the Listing Rules and applicable laws and regulations.

Reasons for the Transaction

Our Group has been providing chip products to Foshan Tuoxinwei during the Track Record Period in the ordinary and usual course of our business. Our Group and Foshan Tuoxinwei has therefore established a long-term and stable business relationship. We are not and will not be bound to collaborate with Foshan Tuoxinwei, and we will only manufacture and provide the required products to Foshan Tuoxinwei if we consider it is in the interests of our Company and Shareholders as a whole. Such collaboration with Foshan Tuoxinwei not only brings our Group additional sales but also the opportunities to expand our reach and further promote our offerings, we therefore consider the provision of Sales of Chip Products Framework Agreement to be consistent with the business and commercial objectives of our Company.

Pricing Policies

The fee to be charged on Foshan Tuoxinwei for the chip products to be procured from our Group pursuant to Sales of Chip Products Framework Agreement shall be determined by commercial negotiation between the parties according to the principles of fairness and reasonableness with reference to market prices of similar products, taking into account various factors including but not limited to the costs of the chip products (including production costs, material costs and research and development costs) and with reference to prices generally offered by our Group to Independent Third Parties.

Historical transaction amounts

For the years ended December 31, 2023, 2024 and 2025, the historical transaction amounts with respect to the provision of providing chip products were approximately Nil, RMB0.29 million and RMB0.10 million, respectively.

Annual Caps

We expect the maximum aggregate amount payable by Foshan Tuoxinwei to our Group under the Sales of Chip Products Framework Agreement for the years ending December 31, 2026, 2027 and 2028 are approximately RMB0.49 million, RMB0.64 million and RMB0.50 million.

The proposed annual caps are determined based on:

(i) the historical amounts of the transactions between the Group and Foshan Tuoxinwei during the Track Record Period in respect of the provision of chip products;

(ii) the expected demand of Foshan Tuoxinwei on such chip products; and

(iii) other factors including but not limited to the expected market price of such chip products and the expected market trend.

Listing Rule Implications

The transactions contemplated under the Sales of Chip Products Framework Agreement have been conducted in the ordinary and usual course of business and on normal commercial terms or better. As all of the applicable percentage ratios calculated under Chapter 14A of the Listing Rules will be less than 0.1%, Sales of Chip Products Framework Agreement will be fully exempt from the reporting, annual review, announcement and independent Shareholders' approval requirements under Chapter 14A of the Listing Rules pursuant to Rule 14A.76(1) of the Listing Rules.