

DEFINITIONS

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

“A Share(s)”	ordinary shares issued by our Company, with a nominal value of RMB1.00 each, which are listed on the Shanghai Stock Exchange and traded in Renminbi
“Accountants’ Report”	the accountants’ report of our Company for the Track Record Period, the text of which is set out in Appendix I to this Document
“affiliate(s)”	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”	the Accounting and Financial Reporting Council of Hong Kong
“AIC Agreement”	the acting-in-concert agreement entered into by the Concerted Parties on January 3, 2023
“Articles” or “Articles of Association”	the articles of association of our Company conditionally adopted on March 13, 2026 with effect from the [REDACTED] and as amended from time to time, a summary of which is set out in Appendix V to this Document
“Audit Committee”	the audit committee of the Board
“Beijing Zhehou”	Beijing Zhehou New Energy Technology Development Co., Ltd. (北京哲厚新能源科技開發有限公司), a company incorporated in the PRC on October 20, 2017, and a substantial shareholder of the Company
“Board” or “Board of Directors”	the board of Directors of our Company
“Bochuan Environmental Protection”	Dongying Bochuan Environmental Protection Water Service Co., Ltd. (東營博川環保水務有限責任公司), a company incorporated in the PRC on October 29, 2015, and a wholly-owned subsidiary of the Company
“business day”	any day on which banks in Hong Kong are generally open for normal banking business

[REDACTED]

DEFINITIONS

“Chengfa Investment”	Chengfa Investment Group Co., Ltd (城發投資集團有限公司), a company with limited liability incorporated on July 18, 2001 in the PRC, and a wholly-owned subsidiary of West Coast SAMB
“China” or “the PRC”	the People’s Republic of China, but for the purpose of this Document and for geographical reference only and except where the context requires, references in the Document to “China” or “the PRC” do not apply to the Hong Kong Special Administrative Region, the Macau Special Administrative Region and Taiwan, China
“close associate(s)”	has the meaning ascribed to it under the Listing Rules
“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,” “our Company,” “the Company”	Shida Shinghwa Advanced Material Group Co., Ltd. (石大勝華新材料集團股份有限公司), a joint stock company with limited liability established in the PRC on December 31, 2002, the A Shares of which have been listed on the Shanghai Stock Exchange (stock code: 603026), formerly known as Shinghwa Advanced Material Group Co., Ltd. (勝華新材料集團股份有限公司)
“Concert Parties”	CUP Holdings, Rongfa Group, Kaitou Group and Dr. Guo
“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
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“CUP Holdings”	Qingdao China University Of Petroleum Holdings Ltd. (青島中石大控股有限公司), a company incorporated on January 18, 2006 in the PRC and a member of our Single Largest Group of Shareholders
“Director(s)” or “our Director(s)”	the director(s) of our Company
“Dr. Guo”	Dr. Guo Tianming (郭天明), chairman of the Board, executive Director and a member of our Single Largest Group of Shareholders

DEFINITIONS

“EIT”	the enterprise income tax
“EIT Law”	Enterprise Income Tax Law of the People’s Republic of China (中華人民共和國企業所得稅法), as amended, supplemented or otherwise modified from time to time
“EU”	European Union

[REDACTED]

“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
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[REDACTED]

“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., our industry consultant
“Frost & Sullivan Report”	an independent market research report commissioned by us and prepared by Frost & Sullivan for the purpose of this Document
“Fuhua Dayuan”	Dongying Fuhua Dayuan New Materials Co., Ltd. (東營富華達遠新材料有限公司), a company incorporated in the PRC on December 22, 2021, and a non-wholly-owned subsidiary of the Company

[REDACTED]

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

“Guide for New Listing Applicants”	the Guide for New Listing Applicants as published by the Stock Exchange, and as amended, supplemented or otherwise modified from time to time
“H Share(s)”	overseas listed foreign shares in the share capital of our Company with a nominal value of RMB1.00 each, which are to be subscribed for and [REDACTED] in Hong Kong dollars and are to be [REDACTED] on the Stock Exchange
	[REDACTED]
“HK” or “Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“HK\$” or “Hong Kong dollar(s)”	Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong Takeovers Code” or “Takeover Codes”	the Code on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time
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“IFRS”	the IFRS Accounting Standards, as issued by the International Accounting Standards Board
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“Independent Third Party(ies)”	any entity or person who is not a connected person of our Company or an associate of such person within the meaning ascribed to it under the Listing Rules
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[REDACTED]

DEFINITIONS

“National Development and Reform Commission”	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)
“Nomination Committee”	the nomination committee of the Board
“NPC”	National People’s Congress of the PRC (中華人民共和國全國人民代表大會)

[REDACTED]

“Overseas Listing Trial Measures”	the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (《境內企業境外發行證券和上市管理試行辦法》) promulgated by the CSRC on February 17, 2023, as amended, supplemented or otherwise modified from time to time
“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC GAAP”	generally accepted accounting principles in Chinese mainland
“PRC Legal Adviser”	King & Wood, the legal advisers to our Company as to the laws of the PRC

[REDACTED]

DEFINITIONS

[REDACTED]

“province”	a province or, where the context requires, a provincial level autonomous region or municipality, under the direct supervision of the central government of the PRC
“Qingdao Hairun”	Qingdao Shida Hairun Petrochemical Technology Co., Ltd. (青島石大海潤石化科技有限公司), a company incorporated in the PRC on April 21, 2016, and a wholly-owned subsidiary of the Company
“Qingdao Rongkong”	Qingdao West Coast New Area Ronghe Holding Group Co., Ltd (青島西海岸新區融合控股集團有限公司), a company with limited liability incorporated in the PRC on November 26, 2018, and a wholly-owned subsidiary of West Coast SAMB
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration and Appraisal Committee”	the remuneration and appraisal committee of the Board
“Rongfa Group”	Qingdao Military and Civil Integration Development Group Co., Ltd. (青島軍民融合發展集團有限公司), a company incorporated on April 10, 2014 in the PRC and a member of our Single Largest Group of Shareholders
“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)
“SAIC”	State Administration of Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局), which has now been merged into the SAMR
“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)
“Securities and Futures Ordinance” or “SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time

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“Securities Law” or “PRC Securities Law”	the Securities Law of the PRC (《中華人民共和國證券法》), as amended, supplemented or otherwise modified from time to time
“SFC”	the Securities and Futures Commission of Hong Kong
“Shanghai-Hong Kong Stock Connect”	a securities trading and clearing links program developed by the Stock Exchange, Shanghai Stock Exchange, HKSCC and China Securities Depository and Clearing Corporation Limited for mutual market access between Hong Kong and Shanghai
“Shanghai Stock Exchange”	the Shanghai Stock Exchange (上海證券交易所)
“Share(s)”	ordinary share(s) in the share capital of our Company, with a nominal value of RMB1.00 each, comprising our A Shares and upon [REDACTED], our H Shares
“Shareholder(s)”	holder(s) of the Shares
“Shandong Weipu”	Shandong Weipu New Material Technology Co., Ltd. (山東惟普新材料科技有限公司), a company incorporated on March 25, 2020 in the PRC and a member of our Single Largest Group of Shareholders
“Shanghai- Hong Kong Stock Connect”	a securities trading and clearing links program developed by the Hong Kong Stock Exchange, Shanghai Stock Exchange, HKSCC and China Securities Depository and Clearing Corporation Limited for mutual market access between Hong Kong and Shanghai
“Shida Fuhua”	Shandong Shida Fuhua New Material Technology Co., Ltd. (山東石大富華新材料科技有限公司), a company incorporated in the PRC on November 6, 2019, and a non-wholly-owned subsidiary of the Company
“Shinghwa Beijing”	Beijing Shinghwa Chuangshi Technology Co., Ltd. (北京勝華創世科技有限公司), a company incorporated in the PRC on October 24, 2017, and a wholly-owned subsidiary of the Company
“Shinghwa Dongying”	Shinghwa New Energy Technology (Dongying) Co., Ltd. (勝華新能源科技(東營)有限公司), a company incorporated in the PRC on April 18, 2006, and a wholly-owned subsidiary of the Company
“Shinghwa Dongying New Energy”	Dongying Shida Shinghwa New Energy Co., Ltd. (東營石大勝華新能源有限公司), a company incorporated in the PRC on January 19, 2016, and a non-wholly-owned subsidiary of the Company

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“Shinghwa Dongying New Materials”	Dongying Shida Shinghwa New Materials Co., Ltd. (東營石大勝華新材料有限公司), a company incorporated in the PRC on December 3, 2008, and a non-wholly-owned subsidiary of the Company
“Shinghwa Guohong”	Shandong Shinghwa Guohong New Material Co., Ltd. (山東勝華國宏新材料有限公司), a company incorporated in the PRC on November 25, 2020, and a non-wholly-owned subsidiary of the Company
“Shinghwa Lianjiang”	Shinghwa New Material Technology (Lianjiang) Co., Ltd. (勝華新材料科技(連江)有限公司), a company incorporated in the PRC on July 27, 2023, and a non-wholly-owned subsidiary of the Company
“Shinghwa Meishan”	Shinghwa New Material Technology (Meishan) Co., Ltd. (勝華新材料科技(眉山)有限公司), a company incorporated in the PRC on June 1, 2022, and a non-wholly-owned subsidiary of the Company
“Shinghwa Qingdao”	Qingdao Shida Shinghwa Investment Co., Ltd. (青島石大勝華投資有限公司), a company incorporated in the PRC on September 15, 2015, and a wholly-owned subsidiary of the Company
“Shinghwa Quanzhou”	Shida Shinghwa (Quanzhou) Co., Ltd. (石大勝華(泉州)有限公司), a company incorporated in the PRC on November 5, 2019, and a non-wholly-owned subsidiary of the Company
“Shinghwa Wuhan”	Shinghwa New Energy Technology (Wuhan) Co., Ltd. (勝華新能源科技(武漢)有限公司), a company incorporated in the PRC on December 31, 2021, and a wholly-owned subsidiary of the Company
“Shinghwa Yingchuang”	Dongying Shinghwa Yingchuang New Materials Co., Ltd. (東營勝華盈創新材料有限公司), a company incorporated in the PRC on September 26, 2022, and a non-wholly-owned subsidiary of the Company
“Single Largest Group of Shareholders”	CUP Holdings, Rongfa Group, Kaitou Group (the voting rights of Rongfa Group and Kaitou Group are exercised by CUP Holdings pursuant to the voting rights entrustment agreement dated January 3, 2023), Dr. Guo and his controlled entity (being Shandong Weipu)
	[REDACTED]
“Sole Sponsor”	the Sole Sponsor as named in the section headed “Directors and Parties Involved in the [REDACTED]” of this Document
	[REDACTED]

DEFINITIONS

“State Council”	State Council of the People’s Republic of China (中華人民共和國國務院)
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“Strategy and ESG Committee”	the strategy and ESG committee of our Company
“subsidiary(ies)”	has the meaning ascribed to it in section 15 of the Companies Ordinance
“Track Record Period”	the financial years ended December 31, 2023, 2024 and 2025

[REDACTED]

“US\$,” “USD” or “U.S. dollars”	United States dollars, the lawful currency of the United States
“U.S.” or “United States”	the United States of America, its territories, and possessions, any State of the United States, and the District of Columbia
“U.S. Securities Act”	the United States Securities Act of 1933, as amended from time to time, and the rules and regulations promulgated thereunder
“VAT”	value added tax
“West Coast SAMB”	State-owned Assets Management Bureau of Qingdao West Coast New Area (青島西海岸新區國有資產管理局)
“%”	per cent

In this Document, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction,” “subsidiary” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

For ease of reference, the names of PRC laws and regulations, governmental authorities, institutions, nature persons or other entities (including certain of our subsidiaries) have been included in this Document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail. English translations of company names and other terms from the Chinese language are provided for identification purposes only.

Certain amounts and percentage figures included in this Document were subjected to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be arithmetic aggregation of the figures preceding them.