This summary aims to give you an overview of the information contained in this document. As this is a summary, it does not contain all the information that may be important to you. You should read the entire document before you decide to invest in the H Shares.

There are risks associated with any investment in the H Shares. Some of the particular risks in investing in the H Shares are set out in the section headed "Risk Factors" in this document. You should read that section carefully before you decide to invest in the H Shares.

WHO WE ARE

We are a leading system-level semiconductor design company. We offer advanced smart terminal control and connectivity solutions for a wide range of application scenarios, including smart home, smart office, smart mobility, entertainment and education, and industrial production. Our product portfolio primarily consists of smart multimedia and display SoCs, AIoT SoCs, communication and connectivity ICs, and smart automotive SoCs. We are committed to empowering smart devices worldwide to progress from basic connectivity to intelligent and seamless interconnection. According to Frost & Sullivan, in terms of related revenue in 2024, we ranked fourth globally among smart device SoC providers who focused on providing SoCs in global smart device SoC market with a global market share of 1.2%, and first in mainland China and second globally in global smart home device SoC market with a global market share of 17.7%.

Since inception, we have been focusing on high system-level complexity and multi-layered and highly integrated SoC solutions. With 30 years of experience in SoC design, we have built a comprehensive, full-stack in-house technology matrix, covering a wide array of critical modules, including NPU, video codecs, audio decoders, display controllers, memory systems, security systems, WAN/LAN network interfaces and input/output subsystems. Such strong proprietary product matrix enables us to serve a broad range of smart terminal scenarios with exceptional adaptability. We are also dedicated to developing communication and connectivity ICs. After over a decade of refining our own IP, we had made major advances across key areas such as baseband, RF, and protocol stacks. Our proprietary Wi-Fi and LTE ICs are highly compatible with our SoC offerings, empowering more diverse AIoT applications.

Our products, SoCs and ICs, could be directly integrated into a range of end-consumer electronic products, such as smart TVs, set-top boxes and smart home devices. Typically, our end-customers integrate our products at the component level during the manufacturing process of finished goods. For example, for smart TV SoCs, television manufacturers solder our SoC as the main chip onto the motherboard, where it works together with both hardware and software to deliver essential functions such as display driving, intelligent control and network connectivity. Our smart TV SoCs serve as the primary processing units in smart TVs produced by leading TV companies such as Xiaomi and Hisense, enabling advanced features such as 4K video decoding and AI picture quality optimization.

We have established a leading position in the global smart home sector by strategically prioritizing key markets and capitalizing on growth opportunities. This approach has resulted in significant commercial success and has strengthened our competitive advantages. As of December 31, 2025, our cumulative IC shipments exceeded one billion units. According to Frost & Sullivan, in 2024, one out of every three smart set-top boxes worldwide was powered by our smart set-top box ICs, and one out of every five smart TVs worldwide contained our smart TV ICs. We work closely with more than 270 major telecom operators, leading global TV brands such as Hisense, TCL and Skyworth, and a wide range of AIoT manufacturers and automotive manufacturers. Our products are integrated in screens in homes across more than 100 countries and regions.

COMPETITIVE STRENGTHS

We believe that our business success and leading market position are underpinned by the following key strengths: (i) strong capabilities in system-level SoC innovation; (ii) robust proprietary IP library powering a scalable platform ecosystem; (iii) pioneering edge AI and next-generation process technology; (iv) enduring strategic alliances with global industry leaders and ecosystem platforms; (v) agile global operations with strong local responsiveness; and (vi) experienced management and R&D team. See "Business — Competitive Strengths."

STRATEGIES

We are committed to the following strategies to drive sustainable growth and achieve our vision: (i) continuous innovation in edge AI and communication and connectivity technology to deepen product layout in smart device applications; (ii) deepening ecosystem partnerships with leading customers and extending smart device market reach; (iii) drive product innovation through strong talent pool; and (iv) exploring strategic investment and acquisitions to strengthen technological leadership. See "Business — Strategies."

OUR BUSINESS MODEL

We are a fabless semiconductor company, focusing on smart multimedia and display SoCs, AIoT SoCs, communication and connectivity ICs, and smart automotive SoCs. Leveraging extensive industry experience and our highly reusable general IP resource library, we have forged strong partnerships with leading clients across multiple segments. Our business footprint extends across the globe, including mainland China, Hong Kong, North America, Europe, Latin America, Asia-Pacific and Africa.

We adopted both direct sales and distribution model. In 2023, 2024 and 2025, our revenue generated from distributorship amounted to 78.5%, 78.3% and 78.1%, respectively. During the Track Record Period, we provided SoCs to telecom operators worldwide, leading TV companies such as Xiaomi, Skyworth, TCL, Hisense, Haier and Seewo, as well as a variety of AIoT brands.

CUSTOMERS AND SUPPLIERS

During the Track Record Period, our customers primarily consisted of distributors. In each year of 2023, 2024 and 2025, our five largest customers together generated RMB3,519.0 million, RMB3,752.2 million and RMB4,333.9 million of revenues, respectively, accounting for 65.5%, 63.3% and 63.8% of our total revenue, respectively. In each year of 2023, 2024 and 2025, revenue from our largest customer amounted to RMB1,317.4 million, RMB1,109.9 million and RMB1,544.5 million, accounting for 24.5%, 18.8% and 22.7% of our total revenue, respectively. See "Business — Our Customers" for more details.

During the Track Record Period, our suppliers primarily consisted of (i) foundries and (ii) chip packaging and testing service providers. In 2023, 2024 and 2025, purchases from our five largest suppliers amounted to RMB2,817.9 million, RMB3,259.6 million and RMB4,556.7 million, respectively, representing 86.6%, 88.0% and 79.8% of our total purchases, respectively. In addition, purchases from our largest supplier amounted to RMB1,776.8 million, RMB1,844.7 million and RMB2,374.2 million, respectively, representing 54.6%, 49.8% and 41.6% of our total purchases in 2023, 2024 and 2025, respectively. See "Business — Our Suppliers" for more details.

We started cooperating with Supplier A, a global public semiconductor foundry, since 2016, and have established stable relationships with Supplier A through long-term agreements. According to Frost & Sullivan, it is in line with industry practice for IC design companies to rely on a limited number of foundry partners to ensure consistent quality products and centralized management of manufacturing demands. See "Business — Our Suppliers — Reliance on Certain Supplier."

COMPETITION

The global smart device SoC industry in which we operate is highly competitive and characterized by its extensive downstream applications. In terms of revenue, the global smart device SoC market increased from USD41.9 billion in 2020 to USD65.7 billion in 2024, with a CAGR of 11.9% from 2020 to 2024. It is expected that by 2029, the global smart device SoC market size will further grow to USD131.4 billion, with a CAGR of 14.9% from 2024 to 2029.

We primarily compete with international and domestic SoC providers, some of which have a substantially higher market share than us. The principal competitive factors in our market include technological expertise, R&D capabilities, diverse portfolio of reusable IP assets, sales and marketing capability, supply chain management, and brand and reputation. We have demonstrated strong market competitiveness. According to Frost & Sullivan, in term of related revenue in 2024, we ranked fourth globally among smart device SoC providers who focused on providing SoCs in global smart device SoC market with a global market share of 1.2%, and first in mainland China and second globally in global smart home device SoC market with a global market share of 17.7%. See "Industry Overview."

SUMMARY OF HISTORICAL FINANCIAL INFORMATION

The summary of consolidated financial information should be read together with the consolidated financial information to the Accountants' Report set out in Appendix I to this document, including the accompanying notes and the information set out in "Financial Information" in this document.

Summary of Consolidated Statements of Profit or Loss

The following table sets forth a summary of our consolidated statement of profit or loss for the years indicated.

	Year ended December 31,					
	2023		2024		2025	
	Amount	%	Amount	%	Amount	%
	(RMB in thousands, except for percentages)					
Revenue	5,370,942	100.0	5,926,315	100.0	6,790,582	100.0
Cost of sales	(3,586,897)	(66.8)	(3,728,253)	(62.9)	(4,224,222)	(62.2)
Gross profit	1,784,045	33.2	2,198,062	37.1	2,566,360	37.8
Other income	43,273	0.8	21,024	0.4	22,406	0.3
Other gains and losses, net	91,187	1.7	100,956	1.7	19,438	0.3
Selling and marketing expenses	(88,825)	(1.7)	(71,712)	(1.2)	(86,244)	(1.3)
General and administrative expenses	(169,244)	(3.2)	(163,972)	(2.8)	(155,906)	(2.3)
Research and development expenses	(1,282,691)	(23.9)	(1,352,730)	(22.8)	(1,551,795)	(22.9)
Impairment losses, net of reversal on financial assets	(60)	(0.0)	43	0.0	(336)	(0.0)
Finance income, net	86,390	1.6	111,949	1.9	89,711	1.3
Share of results of associates	38,953	0.7	8,195	0.1	5,001	0.1
Profit before tax	503,028	9.4	851,815	14.4	908,635	13.4
Income tax expenses	(4,335)	(0.1)	(32,604)	(0.6)	(38,168)	(0.6)
Profit for the year	498,693	9.3	819,211	13.8	870,467	12.8

Our profit for the year increased by 64.3% from RMB498.7 million in 2023 to RMB819.2 million in 2024, primarily due to an increase in our revenue of RMB555.4 million, mainly driven by the expansion of our customer base, recovery of downstream market and commercialization of our 6-nm chips. Our profit for the year further increased by 6.3% from RMB819.2 million in 2024 to RMB870.5 million in 2025, primarily due to an increase in our revenue of RMB864.3 million, mainly as a result of the expansion of our customer base and application scenarios of our products.

Revenue

During the Track Record Period, we generated revenue primarily from semiconductor sales. The following table sets forth a breakdown of our revenue by the nature of business for the periods indicated:

	Year ended December 31,					
	2023		2024		2025	
	Amount	%	Amount	%	Amount	%
	(RMB in thousands, except for percentages)					
Sales of ICs						
Smart multimedia and display SoCs	4,060,358	75.6	4,290,644	72.4	4,948,755	72.9
AIoT SoCs	1,200,376	22.3	1,511,255	25.5	1,639,661	24.2
Communication and connectivity ICs	77,111	1.4	119,579	2.0	199,797	2.9
Smart automotive SoCs and other ICs	32,039	0.7	4,837	0.1	1,419	–
Provision of technical services[1]	1,058	0.0	–	–	950	–
Total	**5,370,942**	**100.0**	**5,926,315**	**100.0**	**6,790,582**	**100.0**

Note:

(1) Revenue from provision of technical services was primarily related to install payments from a customization project for one of our customers we undertook in 2021.

According to Frost & Sullivan, the IC industry experienced a downturn in the second half of 2022 and 2023, characterized by inventory accumulation, reduced consumer demand, and declining prices across various products. In 2024, the industry began to show signs of an uneven recovery across certain end markets, while the competition in those markets was still intense. Affected by such cyclical downturns and gradual recovery across different end markets during the Track Record Period, the sales volume of our different products experienced fluctuation during the same period, followed by recovery in 2024. Leveraging our diversified product portfolio and supply chain management capabilities, we were able to maintain relatively stable total revenue and overall gross profit margins in 2023, despite cyclical downturns in the industry. In 2025, we were able to capitalize on the gradual recovery of global IC industry and the surge in demand for smart devices driven by the development of AI and advanced intelligent technologies, building on our ongoing investment in product development and iteration.

The following table sets forth a breakdown of our revenue by geographic location for the periods indicated:

	Year ended December 31,					
	2023		2024		2025	
	Amount	%	Amount	%	Amount	%
	(RMB in thousands, except for percentages)					
Mainland China	524,880	9.8	511,958	8.6	615,402	9.1
Outside of mainland China[(1)]	4,846,062	90.2	5,414,357	91.4	6,175,180	90.9
Total	**5,370,942**	**100.0**	**5,926,315**	**100.0**	**6,790,582**	**100.0**

Note:

(1) We categorize our revenue by geographic location based on the place of delivery. Based on considerations, such as logistics, business customs and foreign exchange settlements, our customers typically select Hong Kong as the delivery location.

Gross Profit and Gross Profit Margin

The following table sets forth our gross profit and gross margins by business line for the periods indicated:

	Year ended December 31,					
	2023		2024		2025	
	Gross profit	Gross profit margin	Gross profit	Gross profit margin	Gross profit	Gross profit margin
	RMB'000	*%*	*RMB'000*	*%*	*RMB'000*	*%*
Sales of ICs						
Smart multimedia and display SoCs	1,397,531	34.4	1,389,251	32.4	1,768,752	35.7
AIoT SoCs	522,951	43.6	743,498	49.2	768,057	46.8
Communication and connectivity ICs	20,006	25.9	31,616	26.4	39,049	19.5
Smart automotive SoCs and other ICs	14,044	43.8	1,635	33.8	747	52.6
Provision of technical services	1,058	100.0	–	–	950	100.0
Subtotal/Overall	**1,955,590**	**36.3**	**2,166,000**	**36.5**	**2,577,555**	**38.0**
(Write-down)/reversal of write-down of inventories	(171,545)		32,062		(11,195)	
Total/Overall	**1,784,045**	**33.2**	**2,198,062**	**37.1**	**2,566,360**	**37.8**

Our gross profit increased by 23.2% from RMB1,784.0 million in 2023 to RMB2,198.1 million in 2024, primarily driven by (i) the net reversal of write-downs of inventories in 2024 due to the recovery of demand in downstream markets and (ii) increases in sales volume of our AIoT SoCs and communication and connectivity ICs. Our gross profit increased by 16.8% from RMB2,198.1 million in 2024 to RMB2,566.4 million in 2025, primarily due to the increases in the sales volume of our AIoT SoCs, partially offset by a decrease in reversal of write-down of inventories.

Our gross profit margin increased from 33.2% in 2023 to 37.1% in 2024, primarily due to the net reversal of write-downs of inventories due to the recovery of demand in downstream markets. In 2025, our gross profit margin remained relatively stable at 37.8%.

Summary of Consolidated Statements of Financial Position

The following table sets forth a summary of our consolidated statement of financial position as of the dates indicated.

	As of December 31,		
	2023	2024	2025
	(RMB in thousands)		
Total non-current assets	1,208,541	1,533,932	1,961,108
Total current assets	5,147,520	5,832,098	6,683,008
Total assets	6,356,061	7,366,030	8,644,116
Total non-current liabilities	67,492	55,843	66,671
Total current liabilities	799,513	883,619	1,201,492
Total liabilities	867,005	939,462	1,268,163
Net current assets	4,348,007	4,948,479	5,481,516
Net assets	5,489,056	6,426,568	7,375,953

Net Current Assets

Our net current assets remained relatively stable at RMB5,481.5 million as of December 31, 2025 and RMB5,430.5 million as of February 28, 2026.

Our net current assets increased by 10.8% from RMB4,948.5 million as of December 31, 2024 to RMB5,481.5 million as of December 31, 2025, primarily due to (i) an increase of RMB1,118.1 million in inventories mainly as we increased our inventory level based on our market judgment (ii) an increase of RMB384.5 million in prepayments mainly as a result of a change in payment arrangement with certain major suppliers to ensure supply chain stability, and (iii) an increase of RMB171.9 million in trade and other receivables in line with the growth in our sales. The increases were partially offset by (i) a decrease of RMB536.6 million in financial assets at FVTPL, primarily in relation to the redemption of wealth management products upon maturity and (ii) a decrease of RMB393.9 million in cash and bank balances.

Our net current assets increased by 13.8% from RMB4,348.0 million as of December 31, 2023 to RMB4,948.5 million as of December 31, 2024, primarily due to (i) an increase of RMB408.5 million in cash and bank balances, primarily reflecting our improved cash flow, (ii) an increase of RMB165.0 million in inventories in response to the gradual recovery in market demands, and (iii) an increase of RMB143.9 million in the current portion of financial assets at amortized cost mainly as a result of changes of our investment.

Net Assets

Our net assets increased by 17.1% from RMB5,489.1 million as of December 31, 2023 to RMB6,426.6 million as of December 31, 2024, primarily due to our profit for the year of RMB819.2 million. Our net assets further increased by 14.8% from RMB6,426.6 million as of December 31, 2024 to RMB7,376.0 million as of December 31, 2025, primarily due to the profit for the period of RMB870.5 million.

Summary of Consolidated Statements of Cash Flow

The following table sets forth selected cash flow statement information for the years indicated:

	Year ended December 31,		
	2023	2024	2025
	(RMB in thousands)		
Net cash from/(used in) operating activities	886,961	950,653	(225,435)
Net cash from/(used in) investing activities	(1,112,248)	(938,221)	581,443
Net cash from/(used in) financing activities	(128,363)	17,472	18,969
Net increase/(decrease) in cash and cash equivalents	(353,650)	29,904	374,977
Effect of exchange rate changes	4,939	(950)	(14,281)
Cash and cash equivalents at beginning of the year	1,129,525	780,814	809,768
Cash and cash equivalents at end of the year	**780,814**	**809,768**	**1,170,464**

For the year ended December 31, 2025, we had net cash used in operating activities of RMB225.4 million, primarily due to an increase in prepayments of RMB365.0 million mainly as a result of a substantial increase in prepayment for goods in relation to a change in payment arrangement with certain major suppliers for us to place wafer fabrication orders through the subsidiary of Amlogic Holdings Ltd. in order to ensure supply chain stability. See "Business — Legal Proceedings and Compliance — The Export Control Compliance Arrangement." We expect to experience net cash used in operating activities until the subsidiary of Amlogic Holdings Ltd. can extend credit term with these major suppliers. We will continue to monitor our cash flows from operations closely and improve our net operating cash out flows position through a variety of means, including (i) extending the credit period of Amlogic Holdings Ltd.'s subsidiary with the major suppliers, (ii) extending our credit period with Amlogic Holdings Ltd. to reduce the amount of prepayments required, (iii) managing our trade and bills receivables by monitoring the credit profile of our customers and enhancing our payment collection system, and (iv) increasing our inventory turnover rate to increase our cash flows from operating activities.

KEY FINANCIAL RATIOS

The following table sets forth our key financial ratios as of the dates or for the periods indicated:

	Year ended/As of December 31,		
	2023	2024	2025
Gross profit margin[1]	33.2%	37.1%	37.8%
Current ratio[2]	6.4	6.6	5.6
Quick ratio[3]	4.9	5.0	3.5
Debt-to-equity ratio[4]	0.2	0.1	0.2
Return on equity[5]	9.6%	13.8%	12.6%

Notes:

(1) Gross profit margin is calculated as revenue minus cost of sales divided by revenue, then multiplied by 100%.

(2) Current ratio equals total current assets divided by total current liabilities as of the date indicated.

(3) Quick ratio is calculated using current assets less inventories and divided by current liabilities as of the dates indicated.

(4) Debt-to-equity ratio is calculated using total debt divided by total equity.

(5) Return on equity is calculated by dividing profit for the year by the equity of our Company for the respective year (sum of opening and closing balances of the equity of the respective year and then divided by two) and multiplied by 100%.

RISK FACTORS

Our operations and the [**REDACTED**] involve certain risks and uncertainties, including (i) risks relating to our industry and business operations, (ii) risks relating to our research and development and intellectual property rights of our products, (iii) risks relating to our financial condition and need for additional capital, (iv) risks relating to doing business in the jurisdictions we operate, and (v) risks relating to the [**REDACTED**], which are set out in the section headed "Risk Factors" in this document. You should read that section in its entirety carefully before you decide to invest in the [**REDACTED**].

Some of the major risks we face include, but are not limited to: (i) we operate in competitive markets. If we are unable to compete effectively with existing or new competitors, our sales, market share and profitability could be adversely affected; (ii) if we are not able to introduce products on a timely basis with features and performance levels that provide value to our customers, our operating results may suffer; (iii) factors that adversely affect the industries and sectors of our customers may adversely impact our business, financial condition, results of operations and prospects; (iv) we may be subject to the risks associated with international trade policies, geopolitics and trade protection measures, export controls and economic sanctions, and our business, financial condition and results of operations may be materially and adversely affected; (v) products that fail to meet customers' specifications or are defective could impose significant costs on us or result in loss of business; (vi) changes to industry standards and technical requirements relevant to our products and markets could adversely affect our business, results of operations and prospects; and (vii) we source certain services that are key to our operations from a limited number of suppliers.

LEGAL PROCEEDINGS AND COMPLIANCE

During the Track Record Period and up to the Latest Practicable Date, we had not been involved in any actual or pending legal, arbitration or administrative proceedings (including any bankruptcy or receivership proceedings) that we believe would have a material adverse effect on our business, results of operations, financial condition or reputation and compliance.

During the Track Record Period and up to the Latest Practicable Date, we had not been involved in any material non-compliance incidents that have led to fines, enforcement actions, or other penalties that could, individually or in the aggregate, have a material adverse effect on our business, results of operations and financial conditions.

RECENT DEVELOPMENT AND NO MATERIAL ADVERSE CHANGE

No Material Adverse Change

After performing sufficient due diligence work that our Directors consider appropriate, our Directors confirm that, up to the date of this document, there has been no material adverse change in our financial or trading position or prospects since December 31, 2025 (being the end date of the period reported on in the Accountants' Report in Appendix I to this document) and there has been no event since December 31, 2025 that would materially affect the information as set out in the Accountants' Report in Appendix I to this document.

Recent Developments

The semiconductor industry globally maintained strong growth momentum in early 2026, primarily driven by robust demand from AI-related applications, including data centers and smart devices. Continued advancement in AI workloads, coupled with increasing silicon content across diversified applications, further supported the expansion of the global semiconductor industry.

In March 2026, we approved a cash dividend in the aggregate amount of RMB84.0 million for the year ended December 31, 2025. See Note 47 to the Accountants' Report included in Appendix I to this document.

OUR LISTING ON THE SHANGHAI STOCK EXCHANGE AND REASON FOR THE LISTING ON THE STOCK EXCHANGE

Our Company has been listed on the Star Market of the Shanghai Stock Exchange since August 2019. We seek to be listed on the Hong Kong Stock Exchange in order to further improve the capital strength and comprehensive competitiveness of the Company, and advance the Company's internationalization strategy. See "Business — Our Strategies" and "Future Plans and Use of Proceeds" for more details.

Our Directors confirmed that, since our listing on the Star Market of the Shanghai Stock Exchange and as of the Latest Practicable Date, we had no instances of material noncompliance with the rules of the Shanghai Stock Exchange and other applicable securities laws and regulations of the PRC, and, to the best knowledge of our Directors having made all reasonable enquiries, there was no material matter that should be brought to the investors' attention in relation to our compliance record on the Shanghai Stock Exchange. Our PRC Legal Advisors are of the view that we have not been subject to any material administrative penalties or regulatory measures imposed by PRC securities regulatory authorities and we have complied with the relevant rules of the Shanghai Stock Exchange and other applicable securities laws and regulations of the PRC applicable to us in all material respects. Based on the independent due diligence conducted by the Joint Sponsors, nothing has come to the Joint Sponsors' attention that would cause them to disagree with our Directors' confirmation with regard to the compliance records of the Company on the Shanghai Stock Exchange.

THE IMPACT OF COVID-19

The outbreak of COVID-19 pandemic has adversely affected the global economy since the first quarter of 2020. In response, government authorities adopted various anti-pandemic measures, including travel bans and restrictions, quarantines measures and remote working arrangements. The adverse impact of the pandemic has gradually subsided since 2023.

By collaborating mainly with leading suppliers, our supply chain remained stable, and the prices of procured raw materials and services did not experience significant fluctuations. In addition, during the Track Record Period and up to the Latest Practicable Date, we did not experience any material shutdown of business operations due to the COVID-19 pandemic, and our product delivery has not been materially affected by the COVID-19 pandemic. Accordingly, we believe that the outbreak of COVID-19 has not had any material adverse impact on our business, financial condition or results of operations.

[REDACTED]

	Based on an [REDACTED] of HK$[REDACTED] per H Share	Based on an [REDACTED] of HK$[REDACTED] per H Share
Market capitalization of our H Shares(1)	HK$[**REDACTED**]	HK$[**REDACTED**]
Market capitalization of our A+H Shares(2) .	HK$[**REDACTED**]	HK$[**REDACTED**]
Unaudited pro forma adjusted consolidated net tangible assets of the Group attributable to owners of the Company as of December 31, 2025 per Share(3)	HK$[**REDACTED**]	HK$[**REDACTED**]

Notes:

(1) The calculation is based on the assumption that [**REDACTED**] H Shares are newly issued in the [**REDACTED**] (without taking into account H Shares that may be issued upon the exercise of the [**REDACTED**] and that no other changes are made to the issued share capital of our Company from the Latest Practicable Date to the Listing Date).

(2) The calculation of market capitalization is based on [**REDACTED**] Shares expected to be in issue immediately upon completion of the [**REDACTED**], assuming the [**REDACTED**] is not exercised.

(3) The unaudited pro forma adjusted consolidated net tangible assets of the Group attributable to owners of the Company as of December 31, 2025 per share is calculated based on a total of [**REDACTED**] shares, assuming the [**REDACTED**] had been completed on December 31, 2025, but does not take into account of any shares which may be issued upon the exercise of the [**REDACTED**] and upon the vesting of restricted shares that have been or may be granted from time to time under the plan of restricted shares. For details, please refer to the Appendix II — Unaudited Pro Forma Financial Information.

(4) No adjustment has been made to the unaudited pro forma adjusted consolidated net tangible assets of the Group attributable to owners of the Company as of December 31, 2025 to reflect any trading results or other transactions of the Group entered into subsequent to December 31, 2025, including the acquisition of 100% equity interests in Xinmai Micro and declaration of dividend as set forth in note 47 to the Accountants' Report in the Appendix I to this document.

USE OF PROCEEDS

Assuming the [**REDACTED**] is HK$[**REDACTED**] per H Share (being the mid-point of the [**REDACTED**] range stated in this document), we estimate that we will receive net proceeds of approximately HK$[**REDACTED**] from the [**REDACTED**] after deducting the [**REDACTED**] and other estimated expenses paid and payable by us in connection with the [**REDACTED**] (assuming the [**REDACTED**] is not exercised).

Based on our strategy, we intend to use the proceeds from the [**REDACTED**] for the purposes and amounts specified below: (i) approximately [70.0]%, or HK$[**REDACTED**], is intended to be used in next five years to support the continued growth and advancement of our global R&D capabilities, with a focus on cutting-edge IC technologies; (ii) approximately [10.0]%, or HK$[**REDACTED**], is intended to be used for the development of our global customer service system over the next five years; (iii) approximately [10.0]%, or HK$[**REDACTED**], is intended to be used for strategic investment and acquisition aimed at advancing our "platform plus ecosystem" strategy; and (iv) approximately [10.0%], or HK$[**REDACTED**], will be allocated for general working capital and general corporate purposes. See "Future Plans and Use of Proceeds."

DIVIDEND

Pursuant to PRC laws and regulations, including the PRC Company Law (《中華人民共和國公司法》), and the Articles of Association, we have adopted an annual dividend policy. As of the Latest Practicable Date, we do not have a fixed dividend distribution ratio. We prioritize distributing dividends in the form of cash, but may also distribute dividends in the form of stocks or a combination of cash and stocks. Pursuant to the Articles of Association, our Board may recommend a distribution of dividends after taking into account our results of operations, financial condition, operating requirements and capital requirements. Under applicable PRC laws, dividends may be paid only out of distributable profits, which refer to after-tax profits less any recovery of accumulated losses and required allocations to statutory capital reserve funds. During the Track Record Period, we declared dividends of RMB208.2 million, nil and nil to our Shareholders in 2023, 2024 and 2025, respectively. All of such dividends declared during the Track Record Period had been fully settled as of the Latest Practicable Date.

LISTING EXPENSES

Listing expenses represent professional fees, [**REDACTED**] and other fees incurred in connection with the [**REDACTED**]. Listing expenses to be borne by us are estimated to be approximately RMB[**REDACTED**] (HK$[**REDACTED**]), comprising: (i) [**REDACTED**] of RMB[**REDACTED**] (HK$[**REDACTED**]); and (ii) [**REDACTED**] expenses of RMB[**REDACTED**] (HK$[**REDACTED**]), which are further categorized into: (a) fees and expenses of legal advisors and accountants of RMB[**REDACTED**] (HK$[**REDACTED**]); and (b) other fees and expenses of RMB[**REDACTED**] (HK$[**REDACTED**]), assuming the [**REDACTED**] is not exercised and based on the [**REDACTED**] of HK$[**REDACTED**] per [**REDACTED**] (being the mid-point of the [**REDACTED**] range), approximately

RMB[**REDACTED**] (HK$[**REDACTED**]) of which was charged or is expected to be charged to our consolidated statements of profit or loss, and approximately RMB[**REDACTED**] (HK$[**REDACTED**]) of which is expected to be deducted from equity upon the completion of the [**REDACTED**]. The listing expenses are expected to represent approximately [**REDACTED**]% of the gross proceeds of the [**REDACTED**], assuming an [**REDACTED**] of HK$[**REDACTED**] per [**REDACTED**] (being the mid-point of the indicative [**REDACTED**] range) and that the [**REDACTED**] is not exercised. The listing expenses above are the latest practicable estimate for reference only, and the actual amount may differ from this estimate.

THE EXPORT CONTROL COMPLIANCE ARRANGEMENT

During the Track Record Period, as a semiconductor design company, we engaged third-party foundries for wafer fabrication services and utilized architecture IP, as well as design software and tools during our R&D process, which were sourced from third-party vendors. Some of these overseas foundries, IP vendors and design software and tool vendors are subject to different levels of U.S. export control regulations, which affect how they screen customers and manage their supply chains. To maintain our competitive edge, sustainable development and regulatory compliance, we have refined our business operations by leveraging our relationship with Amlogic Holdings Ltd., a substantial Shareholder, through our Export Control Compliance Arrangement (as defined below). See "Business — Legal Proceedings and Compliance — The Export Control Compliance Arrangement," "Connected Transactions," and "Risk Factors — Risks Relating to Our Industry and Business Operations — We may be subject to the risks associated with international trade policies, geopolitics and trade protection measures, export controls and economic sanctions, and our business, financial condition and results of operations may be materially and adversely affected."

Our Directors are of the view, after consultant with our International Sanctions Legal Advisor, that our Export Control Compliance Arrangement has been and remains compliant with applicable U.S. export control regulations.