(A) FURTHER INFORMATION ABOUT OUR GROUP

1 Incorporation

Our Company was established as a limited liability company under the laws of the PRC on July 11, 2003, and was converted into a joint stock limited company on March 29, 2017. Our Company completed the listing of our A Shares on the Star Market of the Shanghai Stock Exchange (stock code: 688099) in August 2019.

Our Company has established a place of business in Hong Kong at 46/F, Hopewell Center, 183 Queen's Road East, Wanchai, Hong Kong and was registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on October 9, 2025. Ms. Chan Ching Nga has been appointed as our agent for the acceptance of service of process and notices on behalf of our Company in Hong Kong.

As the Company was incorporated in the PRC, its operations are subject to the relevant laws and regulations of the PRC. A summary of the relevant aspects of laws and regulations of the PRC and the Articles of Association is set out in Appendix V and VI to this document, respectively.

2 Changes in Share Capital of our Company

Save as disclosed below, there has been no alteration in our share capital within two years immediately preceding the date of this document.

On March 8, 2024, the share capital of our Company increased from RMB416,393,968 to RMB418,326,368 as a result of the vesting of the Restricted Stocks granted under the 2019 Restricted Share Incentive Scheme.

On August 28, 2024, the share capital of our Company increased from RMB418,326,368 to RMB418,494,008 as a result of the vesting of the Restricted Stocks granted under the 2019 Restricted Share Incentive Scheme and the 2021 Restricted Share Incentive Scheme.

On November 18, 2024, the share capital of our Company increased from RMB418,494,008 to RMB418,734,808 as a result of the vesting of the Restricted Stocks granted under the 2019 Restricted Share Incentive Scheme and the 2021 Restricted Share Incentive Scheme.

On February 19, 2025, the share capital of our Company increased from RMB418,734,808 to RMB419,483,150 as a result of the vesting of the Restricted Stocks granted under the 2021 Restricted Share Incentive Scheme.

On March 10, 2025, the share capital of our Company increased from RMB419,483,150 to RMB419,935,640 as a result of the vesting of the Restricted Stocks granted under the 2019 Restricted Share Incentive Scheme and the 2021 Restricted Share Incentive Scheme.

On June 13, 2025, the share capital of our Company increased from RMB419,935,640 to RMB421,101,263 as a result of the vesting of the Restricted Stocks granted under the 2021 Restricted Share Incentive Scheme and the 2023 Restricted Share Incentive Scheme.

On November 14, 2025, the share capital of our Company increased from RMB421,101,263 to 421,165,613 as a result of the vesting of Restricted Stocks granted under the 2021 Share Incentive Scheme.

3 Changes in Share Capital of our Subsidiaries

Save as disclosed below, there has been no alteration in the registered capital of our Subsidiaries within the two years immediately preceding the date of this document:

On October 24, 2023, the registered share capital of Jingqi Semiconductor (Shanghai) Co., Ltd. (晶其半導體(上海)有限公司) was increased from RMB20,000,000 to RMB120,000,000.

4 Shareholders' General Meeting in Relation to the [REDACTED]

At the extraordinary general meeting of the Shareholders held on September 22, 2025, the following resolutions, among other things, were duly passed:

(a) the issue by the Company of H Shares with a nominal value of RMB1.00 each and such H Shares be listed on the Hong Kong Stock Exchange;

(b) the number of H shares to be issued before the exercise of the [**REDACTED**] shall not exceed [**REDACTED**] of the enlarged share capital of our Company upon completion of the [**REDACTED**] and granting the [**REDACTED**] the [**REDACTED**] of no more than [**REDACTED**] of the above number of H shares to be issued;

(c) subject to the completion of the [**REDACTED**], the Articles of Association has been approved and adopted, which shall only become effective on the Listing Date, and our Board has been authorized to amend the Articles of Association in accordance with any comments from the Stock Exchange and the relevant PRC regulatory authorities; and

(d) authorizing our Board and its authorized persons to handle all relevant matters relating to, among other things, the [**REDACTED**], the issue of H Shares and the Listing.

(B) FURTHER INFORMATION ABOUT OUR BUSINESS

1 Summary of Material Contracts

The following are contracts (not being contracts entered into in the ordinary course of business) entered into by any member of our Group within the two years immediately preceding the date of this document that are or may be material:

(a) [**REDACTED**].

2 Intellectual Property Rights

(a) 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.	Trademark	Registered Owner	Place of Registration	Class	Registration Number	Expiry Date
1. . .	Amlogic	the Company	PRC	9	24923670	June 27, 2028
2. . .	Amlogic	the Company	PRC	42	28588081	October 6, 2029
3. . .	Amlogic	the Company	PRC	9	23390449	March 20, 2028
4. . .	Amlogic	the Company	PRC	42	23390390	March 20, 2028
5. . .	Amlogic	the Company	PRC	9	4203571	December 20, 2026
6. . .	Amlogic	the Company	PRC	42	23509264	May 6, 2028
7. . .	晶晨半導體	the Company	PRC	42	23391300	March 20, 2028
8. . .	晶晨	the Company	PRC	9	61561586	August 13, 2033
9. . .	晶晨 Amlogic	the Company	PRC	42	23392444	March 20, 2028
10. .	晶晨半导体 Amlogic	the Company	PRC	38	23391264	April 6, 2028
11.. .	Amlogic	the Company	HK	9	306609646	July 10, 2034
12. .	Amlogic	the Company	Singapore	9	40202415515Q	July 11, 2034
13. .	Amlogic	the Company	Malaysia	9	TM2024020844	July 15, 2034

No.	Trademark	Registered Owner	Place of Registration	Class	Registration Number	Expiry Date
14.		the Company	Indonesia	9	IDM001277144	July 12, 2034
15.		the Company	Thailand	9	251119882	July 22, 2034
16.		the Company	Argentina	9	3663721	March 31, 2035
17.		the Company	Switzerland	9	817924	July 23, 2034
18.		the Company	Mexico	9	2789256	December 2, 2034
19.		the Company	Brazil	9	912977230	November 27, 2028
20.		the Company	South Africa	9	2017/18179	June 29, 2027
21.		the Company	India	9	3586272	July 6, 2027
22.		the Company	UAE	9	279000	August 30, 2027
23.		the Company	Japan	9	6032022	March 30, 2028
24.	AMLOGIC	the Company	United States	9	2118278	December 2, 2027
25.	AMLOGIC	the Company	United States	42	5608040	November 13, 2028
26.		the Company	United States	9, 42	5608041	November 13, 2028
27.		the Company	Canada	9, 42	TMA1,034,802	July 2, 2029
28.		the Company	EU	9, 42	17032831	July 26, 2027
29.		the Company	Korea	9, 42	40-1365341	June 4, 2028
30.		the Company	Taiwan	9, 42	1904599	March 15, 2028
31.		the Company	United Kingdom	9, 42	UK00917032831	July 26, 2027

(b) Patents

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

No.	Patent	Registered Owner	Type	Patent Number	Patent grant date
1.	De-interleaving method and apparatus (解交織方法及裝置)	the Company	Invention Patent	ZL201911026075.6	February 8, 2022
2.	A compatible method for NAND memory (一種NAND存儲器的兼容方法)	the Company	Invention Patent	ZL201911014595.5	March 29, 2024
3.	Control method and apparatus based on multimedia interface (基於多媒體接口的方法及裝置)	the Company	Invention Patent	ZL201910877278.X	June 4, 2021
4.	Construction apparatus and method for self-learning speech recognition system (一種自學習語音識別系統的構建裝置和構建方法)	the Company	Invention Patent	ZL201910838612.0	April 1, 2022
5.	USB programming system and method for detecting memory defects (一種檢測內存缺陷的USB燒錄系統和USB燒錄方法)	the Company	Invention Patent	ZL201910792692.0	April 2, 2024
6.	Implementation method of a memory detection tool (一種內存檢測工具的實現方法)	the Company	Invention Patent	ZL201910745666.2	September 7, 2021
7.	Fast startup method for SoC memory (一種片上系統的存儲器快速啟動方法)	the Company	Invention Patent	ZL201910723190.2	October 19, 2021
8.	Signal sampling method for memory (一種存儲器的信號採樣方法)	the Company	Invention Patent	ZL201910702928.7	December 20, 2022
9.	Digitally compensated fractional divider phase-locked loop and control method (數字補償模擬小數分頻鎖相環及控制方法)	the Company	Invention Patent	ZL201910647534.6	April 28, 2023
10.	Digital frequency generator and state switching method (數字頻率生成器及其狀態切換方法)	the Company	Invention Patent	ZL201910647530.8	April 28, 2023

No.	Patent	Registered Owner	Type	Patent Number	Patent grant date
11.	Switching analysis method for signal source (一種信號源的切換分析方法)	the Company	Invention Patent	ZL201910606005.1	November 26, 2021
12.	Multichannel echo cancelation system and method for mixing (一種多聲道混音的回音消除系統和回音消除方法)	the Company	Invention Patent	ZL201910363615.3	September 7, 2021
13.	Exception and interrupt handling system and method based on RISC-V architecture (一種基於RISC-V架構的異常和中斷處理系統及方法)	the Company	Invention Patent	ZL201910205345.3	June 28, 2022
14.	Unmasked interrupt processing system and method for RISC-V architecture (一種適用於RISC-V架構的非屏蔽中斷處理系統及方法)	the Company	Invention Patent	ZL201910205343.4	July 28, 2023
15.	Control method for multi-level equaliser gain of serial data receiver (一種串行數據接收器的多級均衡器增益的控制方法)	the Company	Invention Patent	ZL201910075743.8	October 19, 2021
16.	Control method for multi-level equaliser gain of serial data receiver (一種串行數據接收器的多級均衡器增益的控制方法)	the Company	Invention Patent	ZL201910075706.7	October 19, 2021
17.	Synchronised modulation method and system for embedded player (一種基於嵌入式的播放器的同步調製方法)	the Company	Invention Patent	ZL201910036917.X	June 4, 2021
18.	Error compensation method for phase interpolator in a digital frequency generator (一種數字頻率生成器的相位差值器誤差補償方法)	the Company	Invention Patent	ZL201811647473.5	October 11, 2022
19.	High-speed decision circuit (一種高速判決器)	the Company	Invention Patent	ZL201811642624.8	March 28, 2023
20.	Phase interpolator (一種相位插值器)	the Company	Invention Patent	ZL201811642621.4	April 28, 2023

No.	Patent	Registered Owner	Type	Patent Number	Patent grant date
21.	Automatic adjustment method for multi-level equaliser gain of serial data receiver (一種串行數據接收器的多級均衡器增益的自動調整方法)	the Company	Invention Patent	ZL201811642608.9	November 26, 2021
22.	Kernel stack allocation method and apparatus (內核棧的分配方法及裝置)	the Company	Invention Patent	ZL201811626288.8	March 31, 2023
23.	Video codec firmware management method and system (一種視頻編解碼固件管理方法和系統)	the Company	Invention Patent	ZL201811431376.2	March 9, 2021
24.	Control method for improving network performance (一種提高網絡性能的控制方法)	the Company	Invention Patent	ZL201811289342.4	May 31, 2022
25.	Memory compression and save method for abnormal site (一種異常現場的內存壓縮和保存方法)	the Company	Invention Patent	ZL201810975828.7	January 21, 2022
26.	Slope generator and compensation circuit (一種斜坡發生器及其補償電路)	the Company	Invention Patent	ZL201810680813.8	April 1, 2022
27.	Information interaction method (一種信息交互方法)	the Company	Invention Patent	ZL201810558767.4	November 26, 2021
28.	Loop-stable power system (一種環路穩定的電源系統)	the Company	Invention Patent	ZL201810360664.7	March 9, 2021
29.	Packaging and upgrading method for upgrade packages (升級包的打包方法以及升級方法)	the Company	Invention Patent	ZL201810202061.4	April 27, 2021
30.	Security enhancement method for trusted applications (一種提高可信應用程序安全的方法)	the Company	Invention Patent	ZL201810064595.5	January 21, 2022
31.	Plug detection method for AV signal input interface and terminal device (一種AV信號輸入接口的插拔檢測方法及終端設備)	the Company	Invention Patent	ZL201711489252.5	March 9, 2021

No.	Patent	Registered Owner	Type	Patent Number	Patent grant date
32.	Output parameter setting method and system for set-top box (一種機頂盒的輸出參數設置方法及系統)	the Company	Invention Patent	ZL201711269031.7	April 27, 2021
33.	Automated HDMI compatibility testing method (一種HDMI兼容性自動化測試方法)	the Company	Invention Patent	ZL201711261786.2	April 27, 2021
34.	Automatic clock frequency adjustment method (一種時鐘頻率的自動調節方法)	the Company	Invention Patent	ZL201711086295.9	June 4, 2021
35.	Frequency division adjustment method for PLL (一種PLL的分頻調節方法)	the Company	Invention Patent	ZL201711085273.0	August 6, 2021
36.	Security validation method and system before system upgrade (一種系統升級前的安全校驗方法及系統)	the Company	Invention Patent	ZL201710880963.9	October 19, 2021
37.	Battery detection method (一種電池檢測方法)	the Company	Invention Patent	ZL201710861595.3	March 9, 2021
38.	Key writing method (一種密鑰的寫入方法)	the Company	Invention Patent	ZL201710842059.9	April 27, 2021
39.	Image sorting method and system (一種圖片排序方法及系統)	the Company	Invention Patent	ZL201710766366.3	August 10, 2021
40.	Image processing method, apparatus, image processing device and storage medium (圖像處理方法、裝置、圖像處理設備及存儲介質)	the Company	Invention Patent	ZL202110249576.1	April 25, 2025
41.	Image processing method, image processing system, electronic device and storage medium (圖像處理方法、圖像處理系統、電子設備及存儲介質)	the Company	Invention Patent	ZL202110057922.6	December 24, 2024
42.	Bandgap reference circuit, switching power supply and power management chip (帶隙基準電路、開關電源及電源管理芯片)	the Company	Invention Patent	ZL202011621050.3	March 29, 2024

No.	Patent	Registered Owner	Type	Patent Number	Patent grant date
43.	Coding signal demodulation method, apparatus, device and computer-readable storage medium (編碼信號解調方法、裝置、設備以及計算機可讀存儲介質)	the Company	Invention Patent	ZL202010725787.3	July 30, 2024
44.	Image and video processing method, system, data handling device and medium (圖像和視頻處理方法及其系統、數據處理設備、介質)	the Company	Invention Patent	ZL202011221470.2	April 21, 2023
45.	Correction method for wideband system I/Q imbalance, wideband system and medium (校正寬帶系統I/Q不平衡的方法、寬帶系統和介質)	the Company	Invention Patent	ZL202011248779.0	September 27, 2024
46.	Digital predistortion method, WIFI wideband system and computer storage medium (數字預畸變處理方法、WIFI寬帶系統和計算機存儲介質)	the Company	Invention Patent	ZL202011378320.2	November 22, 2024
47.	Spur removal method for WIFI system, computer storage medium and wideband system (去除WIFI系統spur干擾的方法、計算機存儲媒介和寬帶系統)	the Company	Invention Patent	ZL202011259237.3	March 8, 2024
48.	Reference frame selection method, electronic device and storage medium (選取參考幀的方法、電子設備和存儲介質)	the Company	Invention Patent	ZL202010693440.5	March 12, 2024
49.	Motion vector estimation method for pixel block, video processing apparatus, device and medium (估計像素塊運動矢量的方法和視頻處理裝置及設備和介質)	the Company	Invention Patent	ZL202010687720.5	April 26, 2024

No.	Patent	Registered Owner	Type	Patent Number	Patent grant date
50.	Image processing method and apparatus, electronic device and storage medium (圖像處理方法和圖像處理裝置及電子設備和存儲介質)	the Company	Invention Patent	ZL202010705370.0	July 25, 2025
51.	Real-time detection method and apparatus for video image display area, electronic device (實時檢測視頻圖像顯示區域的方法和裝置及電子設備)	the Company	Invention Patent	ZL202010776132.9	September 17, 2024
52.	Motion estimation method, chip, electronic device and storage medium (運動估計方法、芯片、電子設備以及存儲介質)	the Company	Invention Patent	ZL202010615725.7	December 24, 2024
53.	Static marker area detection method and module, chip, electronic device and medium (靜態標識區域檢測方法及模塊、芯片、電子設備和介質)	the Company	Invention Patent	ZL202010615733.1	February 21, 2025
54.	Scene detection method, chip, electronic device and storage medium (場景檢測方法、芯片、電子設備以及存儲介質)	the Company	Invention Patent	ZL202010613548.9	July 30, 2024
55.	Motion compensation method and module, chip, electronic device and storage medium (運動補償方法和模塊、芯片、電子設備及存儲介質)	the Company	Invention Patent	ZL202010615725.7	October 1, 2024
56.	Method for enhancing lightning protection for small-size PCB-based Ethernet (一種小尺寸PCB增強以太網防雷擊的方法)	Amlogic Shenzhen	Invention Patent	2019110816682	September 3, 2024
57.	Configuration method, device, and system for coexistence of multiple storage media (多存儲介質並存的配置方法、裝置和系統)	Amlogic Shenzhen	Invention Patent	2019113634667	July 26, 2024

No.	Patent	Registered Owner	Type	Patent Number	Patent grant date
58.	Intelligent device and method for controlling boot screen of the intelligent device (智慧裝置及其開機畫面控制方法)	the Company	Invention Patent	US11847469B2	December 19, 2023
59.	Method for controlling gain of multi-stage equalizers of serial data receivers (串列數據接收器多級等化器增益控制方法)	the Company	Invention Patent	EP3687126B1	January 4, 2023
60.	High-speed decision device (高速判決裝置)	the Company	Invention Patent	EP3675358B1	July 26, 2023
61.	Phase interpolator (相位插值器)	the Company	Invention Patent	EP3675359	October 9, 2024
62.	Voice activity detection method (語音活動偵測方法)	the Company	Invention Patent	EP3671743B1	July 19, 2023
63.	Encoded signal demodulation method, apparatus, device, and computer readable storage medium (編碼訊號解調方法、裝置、設備及計算機可讀存儲媒介)	the Company	Invention Patent	US12,040,906B2	July 16, 2024
64.	Method, video processing apparatus, device, and medium for estimating a motion vector of a pixel block (用於估算像素塊運動向量的方法、視頻處理裝置、設備及媒介)	the Company	Invention Patent	US11653017B2	May 16, 2023
65.	Method, video processing apparatus, device, and medium for estimating a motion vector of a pixel block (用於估算像素塊運動向量的方法、視頻處理裝置、設備及媒介)	the Company	Invention Patent	EP3941062B1	November 13, 2024
66.	Method and apparatus for processing image, electronic device, and storage medium (圖像處理方法與裝置、電子設備及存儲媒體)	the Company	Invention Patent	US12094077B2	September 17, 2024

No.	Patent	Registered Owner	Type	Patent Number	Patent grant date
67.	Method, electronic apparatus and storage medium for detecting a static logo of a video (用於檢測視頻靜態標誌的方法、電子裝置及存儲媒體)	the Company	Invention Patent	US11710315B2	July 25, 2023
68.	Method, electronic apparatus and storage medium for detecting a static logo of a video (用於檢測視頻靜態標誌的方法、電子裝置及存儲媒體)	the Company	Invention Patent	EP3945465B1	November 22, 2023
69.	Method, apparatus and electronic device for detecting a display region of a video image in real time (實時檢測視頻圖像顯示區域的方法、裝置及電子設備)	the Company	Invention Patent	EP3951714	October 9, 2024
70.	Motion estimation method, chip, electronic device, and storage medium (運動估算方法、晶片、電子設備及存儲媒介)	the Company	Invention Patent	US11574408B2	February 7, 2023
71.	Static identification area detecting method and module, chip, electronic device and medium (靜態識別區域檢測方法與模組、晶片、電子裝置及媒介)	the Company	Invention Patent	US11785172B2	October 10, 2023
72.	Scene detection method, chip, electronic device, and storage medium (場景檢測方法、晶片、電子設備及存儲媒體)	the Company	Invention Patent	US11823393B2	November 21, 2023
73.	Scene detection method, chip, electronic device, and storage medium (場景檢測方法、晶片、電子設備及存儲媒體)	the Company	Invention Patent	EP3933767B1	January 18, 2023
74.	Motion compensation method and module, chip, electronic device and storage media (運動補償方法與模組、晶片、電子設備及存儲媒體)	the Company	Invention Patent	US11638031B2	April 25, 2023

No.	Patent	Registered Owner	Type	Patent Number	Patent grant date
75.	Comparator and successive approximation analog-to-digital converter (比較器和逐次逼近模數轉換器)	the Company	Invention Patent	ZL202011145498.2	December 5, 2025
76.	Current source drive circuit, analog-to-digital converter and receiver (電流源驅動電路、模數轉換器及接收機)	the Company	Invention Patent	ZL202110296515.0	November 21, 2025
77.	Receiver and data transmission system (接收機和數據傳輸系統)	the Company	Invention Patent	ZL202011619202.6	October 24, 2025
78.	Memory card power supply device and electronic equipment (存儲卡電源裝置和電子設備)	Amlogic Shenzhen	Invention Patent	ZL202110448752.4	August 29, 2025
79.	Clock correction method, clock data recovery circuit, chip, receiving end and terminal (時鐘校正方法、時鐘數據恢復電路、芯片、接收端和終端)	the Company	Invention Patent	ZL202110162812.6	August 19, 2025
80.	Display driving method, module and chip, electronic device and storage medium (顯示驅動方法、模塊及芯片、電子設備和存儲介質)	the Company	Invention Patent	ZL202011094776.6	August 5, 2025
81.	Video data processing method, module, chip and storage medium (視頻數據處理方法、模塊、芯片及存儲介質)	the Company	Invention Patent	ZL202110186240.5	August 1, 2025

(c) Integrated circuit layout-design

As of the Latest Practicable Date, we had registered the following integrated circuit layout-design which we consider to be material to our Group's business:

No.	Name of layout-design	Registered Owner	Registration Number	Registration Date
1. . . .	T5M (TC8000/T963D4系列)	the Company	BS.255508840	June 9, 2025
2. . . .	TXHD2 (T950S)	the Company	BS.255508832	June 9, 2025
3. . . .	GXLX4 (S905L4)	the Company	BS.255508859	June 9, 2025
4. . . .	W3	Amlogic (Chengdu) Co., Ltd. (晶晨芯半導體(成都)有限公司) ("Amlogic Chengdu")	BS.245591664	February 17, 2025
5. . . .	A5 (A113X2)	the Company	BS.235563919	November 9, 2023
6. . . .	A4 (A113L2)	the Company	BS.235563765	November 9, 2023
7. . . .	T962X3	the Company	BS.205582648	December 25, 2020
8. . . .	T5系列 (T963, T963S)	the Company	BS.205603092	December 31, 2020
9. . . .	T3 (T982, T965D4)	the Company	BS.215607643	November 26, 2021
10. . .	S4 (S905Y4, S805X2)	the Company	BS.215607589	November 26, 2021
11. . .	SC2 (S905X4, S905C2))	the Company	BS.215607600	December 24, 2021
12. . .	W2 (W265P1, W265S1, W265U1)	the Company	BS.225560402	October 27, 2022
13. . .	S5 (S928X)	the Company	BS.225563827	October 27, 2022
14. . .	S905X3	Amlogic Shenzhen	BS.205565298	September 30, 2020
15. . .	P231	Amlogic Technology (Beijing) Co., Ltd. (晶晨半導體科技(北京)有限公司) ("Amlogic Beijing")	BS.215607570	December 1, 2021
16. . .	T9028	Amlogic Beijing	BS.215619781	December 30, 2021
17. . .	XTAL32K	Amlogic Chengdu	BS.22557134X	November 18, 2022
18. . .	U3PCIE	Amlogic Chengdu	BS.225571358	November 18, 2022

(d) Copyright

As of the Latest Practicable Date, we had registered the following computer-software copyrights which we consider to be material to our Group's business:

No.	Copyright	Registered Owner	Registration Number	Registration Date
1. . . .	Amlogic Car Sentinel Mode System Software V1.0 (晶晨汽車哨兵模式系統軟件V1.0)	Hefei Amlogic Co., Ltd. (合肥晶晨芯半導體有限公司) ("Amlogic Hefei")	2025SR25171055	December 29, 2025
2. . . .	Amlogic Google TV Automatic Initialization Configuration System Software (晶晨Google TV自動初始化配置系統軟件)	Amlogic Hefei	2025SR23708661	December 8, 2025
3. . . .	AMLOGIC Bluetooth and 15.4 Protocol Coexistence UART Driver System (AMLOGIC藍牙與15.4協議共存UART驅動系統)	Amlogic Hefei	2025SR18740359	September 25, 2025
4. . . .	Amlogic DVB USBCAM Program Playback Software (晶晨DVB U SBCAM節目播放軟件)	Amlogic Chengdu	2025SR18568855	September 24, 2025
5. . . .	Clock Driver Code Generation Method and System (Clock驅動代碼生成方法和系統)	Amlogic Chengdu	2025SR17670661	September 12, 2025
6. . . .	Amlogic Self-Extracting Firmware Creation Tool (晶晨自解壓固件製作工具)	Amlogic (Xi'an) Co., Ltd. (晶晨半導體(西安)有限公司) ("Amlogic Xi'an")	2025SR17195444	September 8, 2025
7. . . .	Amlogic Message Transmission System Software (晶晨信息傳遞系統軟體)	Amlogic Beijing	2025SR0963943	June 10, 2025
8. . . .	Amlogic Long-term Reference Frame Management Extension System (晶晨長期參考幀管理擴展系統)	Amlogic Chengdu	2025SR0541239	March 28, 2025
9. . . .	Amlogic Mini Encoder Video Coding Software (晶晨Mini encoder 視頻編碼軟體)	Amlogic Chengdu	2025SR0540614	March 28, 2025
10. . .	Amlogic In-vehicle Multi-channel Video Recording System (晶晨車載多路視頻記錄系統)	Amlogic Hefei	2025SR0351167	February 28, 2025
11. . .	Amlogic Clock Driver Automated Testing Software (晶晨clock driver自動化測試軟體)	Amlogic Chengdu	2025SR0620400	April 15, 2025

No.	Copyright	Registered Owner	Registration Number	Registration Date
12. . .	Amlogic Rapid Panoramic Reversing Image System V2.0 (晶晨急速全景倒車影像系統V2.0)	Amlogic Hefei	2025SR0214977	February 7, 2025
13. . .	Amlogic In-vehicle Camera Virtualisation Software Based on crosvm (基於crosvm的晶晨車載相機虛擬化軟體)	Amlogic Hefei	2025SR0643071	April 18, 2025
14. . .	Amlogic FVP Interactive Service System (晶晨FVP互動服務系統)	Amlogic Xi'an	2025SR0150380	January 22, 2025
15. . .	Transcoding Multimedia System Software Based on amlogic SOC (基於amlogic SOC的Transcoding多媒體系統軟體)	Amlogic Hefei	2025SR0099379	January 15, 2025
16. . .	Amlogic Arka DVB App Embedded Graphics Framework Adaptation System (Amlogic Arka DVB App嵌入式圖形框架適配系統)	Amlogic Hefei	2025SR0125350	January 20, 2025
17. . .	Amlogic Android VideoDebug Tool Software (晶晨Android VideoDebug工具軟體)	Amlogic Beijing	2024SR2246248	December 31, 2024
18. . .	Amlogic WLCDMI General Decryption Software (晶晨WLCDMI通用解密軟體)	Amlogic Beijing	2024SR2234896	December 30, 2024
19. . .	Implementation of Bluetooth Automated Testing Software Based on Python (基於python的藍牙自動化測試軟體實現)	Amlogic Hefei	2025SR0005476	January 2, 2025
20. . .	Amlogic Device Certification Software (晶晨設備認證軟體)	Amlogic Beijing	2024SR2009062	December 6, 2024
21. . .	Amlogic TEE-based OTP Burning Software (晶晨基於TEE的OTP燒錄軟體)	Amlogic Beijing	2024SR2175140	December 24, 2024
22. . .	Amlogic CryptoShield File Encryption and Decryption Too (晶晨CryptoShield文件加解密工具)	Amlogic Beijing	2024SR2173338	December 24, 2024
23. . .	Amlogic Audio HAL Test & Debug Tool Design and Implementation System (晶晨Audio HAL test&debug tool設計和實現系)	Amlogic Xi'an	2024SR2030910	December 10, 2024
24. . .	Amlogic IPC Pipeline Testing Software (CN) (晶晨IPC pipeline測試軟體(CN))	Amlogic Chengdu	2024SR1582412	October 22, 2024
25. . .	Amlogic Audio Testing Software (晶晨音頻測試軟體)	Amlogic Chengdu	2024SR1583064	October 22, 2024
26. . .	Amlogic Linux Bluetooth Driver User Manual (晶晨Linux藍牙驅動使用手冊)	Amlogic Chengdu	2024SR1582397	October 22, 2024
27. . .	Remote Control System for Android Devices (Android設備的遠程控制系統)	Amlogic Chengdu	2024SR1482722	October 9, 2024
28. . .	Amlogic TEE UTA Loader from uboot Software (晶晨TEE從uboot加載UTA軟體)	Amlogic Beijing	2024SR1253604	August 27, 2024

(e) Domain Names

As of the Latest Practicable Date, we owned the following domain names in the PRC which we consider to be or may be material to our business:

No.	Domain Name	Registered Owner	Approval Date
1......	amlogic.cn	the Company	May 29, 2023
2......	amlogic.com.cn	the Company	May 29, 2023
3......	amlogic.com	the Company	July 5, 2023

(C) FURTHER INFORMATION ABOUT OUR DIRECTORS

1 Particulars of Directors' Service Contracts and Appointment Letters

Each of the Directors [has entered into] a service contract or appointment letter with our Company. The principal particulars of these service contracts and appointment letters comprise (a) the term of the service; (b) subject to termination in accordance with their respective term; and (c) a dispute resolution provision. The service contracts and appointment letters may be renewed in accordance with our Articles of Association and the applicable laws, rules and regulations from time to time.

Save as disclosed above, none of the Directors has or is proposed to have a service contract with any member of our Group (other than contracts expiring or determinable by the relevant employer within one year without the payment of compensation (other than statutory compensation)).

2 Remuneration of Directors

Save as disclosed in "Directors and Senior Management" and under "Accountants' Report — II. Notes to the Historical Financial Information — 13. Directors' Emoluments" in Appendix I to this document, no Director received other remuneration or benefits in kind from our Company in respect of each of the years ended December 31, 2023, 2024 and 2025.

3 Disclosure of Interests

Interests and Short Positions of our Directors in the Registered Capital of our Company or our Associated Corporations following Completion of the [**REDACTED**]

Immediately following completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised and no changes are made to the total issued share capital of our Company since the Latest Practicable Date and up to the Listing), the interests or short positions of our Directors and chief executives in the shares, underlying shares and debentures of our Company or our associated corporations (within the meaning of Part XV of the SFO), which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part

XV of the SFO (including interests and short positions which he/she is 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 entered in the register referred to therein, or which will be required, pursuant to the 'Model Code for Securities Transactions by Directors of Listed Issuers' contained in the Listing Rules, to be notified to our Company and the Stock Exchange are set out below:

		A Shares held as of the Latest Practicable Date		Shares held following the completion of the [REDACTED]		
Name of Director	**Nature of interest**	**Number of A Shares held**	**Approximate Percentage of issued Shares**	**Number of A Shares held**	**Approximate Percentage of issued A Shares**	**Approximate Percentage of total issued Shares**
			(%)		*(%)*	*(%)*
Mr. John Zhong	Interest in controlled corporation; Interest held jointly with other persons[(1)]	79,441,087	18.86	79,441,087	18.86	[**REDACTED**]
Ms. Yu Li	Beneficial owner	15,350	0.00[(2)]	15,350	0.00[(2)]	[**REDACTED**]

Notes:

(1) See "Substantial Shareholders" for further details.

(2) Denote less than 0.005%.

Interests and Short Positions Disclosable under Divisions 2 and 3 of Part XV of the SFO

For information on the person(s), other than our Directors or chief executive, who will, so far as is known to our Directors or chief executive, immediately following completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised and no changes are made to the total issued share capital of our Company since the Latest Practicable Date and up to the Listing), have an interest or short position in the Shares or underlying shares of our Company which would fall to be disclosed to our Company 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 issued voting shares of our Company, please see "Substantial Shareholders."

Interests of substantial shareholders in members of our Group (excluding our Company)

As of the Latest Practicable Date, to the best knowledge of our Directors, the following persons (other than members of our Group) were interested in 10% or more of the voting rights at general meetings of our subsidiaries:

Name of subsidiary	Name of substantial shareholder	Approximate percentage of shareholding
		(%)
Shanghai Jingyi Business Consulting Partnership (Limited Partnership) (上海晶毅商務諮詢合夥企業(有限合夥))	Shanghai Dingyuan International Trading Company Limited (上海鼎源國際貿易有限公司)	33.30%

(D) RESTRICTED SHARE INCENTIVE SCHEMES

The following is a summary of the principal terms of our Restricted Share Incentive Schemes which were outstanding as of the Latest Practicable Date. The terms of the Restricted Share Incentive Schemes are not subject to the provisions of Chapter 17 of the Listing Rules as they do not involve any grant of Restricted Stocks by our Company upon Listing. Save as otherwise disclosed, the terms of each of the Restricted Share Incentive Schemes are substantially similar and are summarized below.

1. Purposes

The purposes of the Restricted Share Incentive Schemes are to further establish and improve our long-term incentive mechanism, attract and retain outstanding talents, and fully motivate their enthusiasm and innovation to enhance cohesion and core competitiveness of our Company. The Restricted Share Incentive Schemes are implemented to align the interests of our Shareholders, our Company and our core team members, which is beneficial to the sustainable development of our Group and ensures the realization of our development strategy and business objectives.

2. Administration

Each of the Restricted Share Incentive Schemes is subject to the approval of our Company's general meeting, administration of the Board and the supervision of the independent non-executive Directors.

3. Participants

(i) The participants of the 2019 Restricted Share Incentive Scheme include our mid-level management personnel, core technical and business personnels employees.

(ii) The participants of the 2021 Restricted Share Incentive Scheme include our Directors, senior management members, core technical and business personnels.

(iii) The participants of the 2023 Restricted Share Incentive Scheme, the 2023 Restricted Share Incentive Scheme (Phase II) and the 2025 Restricted Share Incentive Scheme include our Directors, senior management member, core management, technical and business personnels.

The scope of participants excludes independent directors, supervisors and shareholders or actual controller who individually or collectively hold 5% or more of the shares of our Company and their spouse, parents and children.

4. Source and Maximum Number of Shares

The Shares underlying the 2019 Restricted Share Incentive Scheme, the 2021 Restricted Share Incentive Scheme, the 2023 Restricted Share Incentive Scheme and the 2023 Restricted Share Incentive Scheme (Phase II) are new A Shares to be issued by our Company, and the Shares underlying the 2025 Restricted Share Incentive Scheme are new A Shares to be issued by our Company or A Shares to be purchased by our Company from the secondary market. The number of Shares granted to any individual grantee under each Restricted Share Incentive Schemes currently in effect shall not exceed 1% of our Company's total share capital.

Subject to the adjustment mechanisms set out in paragraph (i) below, the maximum number of Restricted Stocks initially available to be granted under each Restricted Share Incentive Scheme is as follows:

Restricted Share Incentive Scheme	Maximum number of Shares corresponding to initial Restricted Stocks that may be granted	Maximum number of Shares corresponding to Restricted Stocks that are reserved for and may be further granted
2019 Restricted Share Incentive Scheme	6,456,200	1,543,800
2021 Restricted Share Incentive Scheme	6,400,000	1,600,000
2023 Restricted Share Incentive Scheme	4,900,000	0
2023 Restricted Share Incentive Scheme (Phase II)	1,391,375	0
2025 Restricted Share Incentive Scheme	5,961,100	0

5. Term of the Schemes and Date of Grant

The term of the 2019 Restricted Share Incentive Scheme and the 2021 Restricted Share Incentive Scheme shall commence from the date on which the initial Restricted Stocks are granted and continue until the Restricted Stocks are fully vested or lapsed. This term shall not exceed 72 months.

The term of the 2023 Restricted Share Incentive Scheme and the 2025 Restricted Share Incentive Scheme shall commence from the date on which the initial Restricted Stocks are granted and continue until the Restricted Stocks are fully vested or lapsed. This term shall not exceed 60 months.

The term of the 2023 Restricted Share Incentive Scheme (Phase II) shall commence from the date on which the initial Restricted Stocks are granted and continue until the Restricted Stocks are fully vested or lapsed. This term shall not exceed 36 months.

The grant date of the Restricted Stocks shall be determined by the Board after the approval of the Restricted Share Incentive Schemes by the Shareholders at a general meeting. Unless otherwise stipulated by laws and regulations, the grant date must be a trading day of the Shanghai Stock Exchange. The grant of the Restricted Stocks is subject to the approval of the Board and shall be registered and announced within 60 days after the approval of the Restricted Share Incentive Schemes at a general meeting.

6. Conditions to the Grant of Restricted Stocks

Restricted Stocks will only be granted to eligible participants if the following conditions are fulfilled:

(i) With respect to our Company, none of the following circumstances having occurred:

(A) an audit report with an adverse opinion or a disclaimer of opinion has been issued by the certified public accountant with respect to our accountants' report for the most recent fiscal year;

(B) an audit report with an adverse opinion or a disclaimer of opinion has been issued by the certified public accountant with respect to the internal control report contained in accountants' report for the most recent fiscal year;

(C) our Company has failed to distribute profits in accordance with the laws and regulations, our Articles of Association or our public commitment within the last 36 months after its listing on the Shanghai Stock Exchange;

(D) implementation of any share incentive plan is prohibited under applicable laws and regulations; or

(E) any other circumstances determined by the CSRC.

(ii) With respect to a grantee, none of the following circumstances having occurred:

(A) he or she has been regarded as an inappropriate participant by a stock exchange within the last 12 months;

(B) he or she has been regarded as an inappropriate participant by the CSRC or its local office within the last 12 months;

(C) he or she has been penalized or prohibited from entering into the securities market by the CSRC or its local office due to material non-compliance of laws and regulations within the last 12 months;

(D) he or she is not qualified to serve as a director or senior management according to the PRC Company Law;

(E) he or she is prohibited from participating in any share incentive plans of listed companies according to applicable laws and regulations; or

(F) any other circumstances determined by the CSRC.

The participants under the 2019 Restricted Share Incentive Scheme are classified into two categories based on their length of service at our Company and the importance of their positions: (i) category I are those who have served continuously at our Company for more than two years or who hold critical positions in our Company, and shall pay a consideration of RMB11.00 per Restricted Stock determined by the Board with reference to the average price of the Company's asset appraisal results in 2018. The consideration was changed to RMB10.88 per Restricted Stock in August 2022, and further changed to RMB10.38 per Restricted Stock in December 2023; and (ii) category II those whose length of service at our Company is less than two years, and shall pay a consideration of RMB19.25 per Restricted Stock determined by the Board with reference to 50% of the final offer price of the Company's initial public offering of A shares. The eligible participants who will be awarded reserved Restricted Stocks shall pay a consideration of RMB19.25 per Restricted, which was changed to RMB19.13 per Restricted Stock in August 2022, and further changed to RMB18.63 per Restricted Stock in December 2023.

The participants under the 2021 Restricted Share Incentive Scheme are classified into two categories based on their place of work: (i) category I includes participants whose places of work are in China and shall pay a consideration of RMB65.08 per Restricted Stock, being the 75% of the average trading price of A Shares on the trading day immediately preceding the announcement of the award of the Restricted Stocks by the Board, and the consideration was changed to RMB64.58 per Restricted Stock in December 2023; (ii) category II includes participants whose places of work are outside China and shall pay a consideration of RMB78.09 per Restricted Stock, being 90% of the average trading price of A Shares on the trading day immediately preceding the announcement of the award of the Restricted Stocks by the Board, and the consideration was changed to RMB77.59 per Restricted Stock in December 2023.

The participants under the 2023 Restricted Share Incentive Scheme and the 2025 Restricted Share Incentive Scheme shall all pay a consideration of RMB37.04 per Restricted Stock, being the 50% of the average trading price of A Shares on the trading day immediately preceding the announcement of relevant award of the Restricted Stocks by the Board, and RMB36.58 per Restricted Stock, being the 50% of the average trading price of A Shares on the 20 trading days immediately preceding the announcement of relevant award of the Restricted Stocks by the Board, respectively, and both being the 50% of the average trading price of A Shares on the trading day immediately preceding the announcement of relevant award of the Restricted Stocks by the Board. The consideration for the Shares under the 2023 Restricted Share Incentive Scheme was changed to RMB10.88 per Restricted Stock in August 2022, and was further changed to RMB10.38 per Restricted Stock in December 2023.

The participants under the 2023 Restricted Share Incentive Scheme (Phase II) shall all pay a consideration of RMB32.15 per Restricted Stock, being 50.58% of the average trading price of A Shares on the trading day immediately preceding the announcement of relevant award of the Restricted Stocks by the Board. The consideration was then changed to RMB31.65 per Restricted Stock in December 2023.

7. Lock-up Arrangements

(i) The lock-up arrangements under the Restricted Share Incentive Schemes are determined according to the Articles of Association and applicable PRC laws and regulations: if the grantee is a Director or a senior management of our Company, the Shares to be transferred each year during his or her tenure shall not exceed 25% of the total Shares he or she holds. No Shares held by such Director or senior management may be transferred within six months after termination of his or her employment;

(ii) if the grantee is a Director or senior management of our Company, income gained through sale of Shares of our Company within six months of the purchase or repurchase of Shares, shall belong to our Company and be reclaimed by the Board; and

(iii) if there is any change in the applicable laws and regulations or the relevant provisions of the Articles of Association on the foregoing lock-up requirements within the term of the relevant Restricted Share Incentive Schemes, the grantee shall comply with the amended laws and regulations and the Articles of Association.

8. Vesting of Restricted Stocks

The Restricted Stocks will be vested when (i) the conditions set out under paragraph 6 above are fulfilled; and (ii) the performance targets of our Company and the grantees as set out under the relevant Restricted Share Incentive Schemes are achieved. The granted Restricted Stocks will be vested in accordance with the schedules under the relevant Restricted Share Incentive Schemes as follows:

Restricted Share Incentive Schemes	Vesting Schedule
2019 Restricted Share Incentive Scheme	The Restricted Stocks may be vested in three tranches of 30%, 30% and 40% during the respective 12-month periods between the first trading day after the 24 months from the date of grant and the last trading day within the 60 months of the date of grant.
2021 Restricted Share Incentive Scheme	The Restricted Stocks may be vested in four tranches of 25% each during four consecutive 12-month periods between the first trading day after the 12 months from the date of the grant and the last trading day within the 60 months from the date of the grant.
2023 Restricted Share Incentive Scheme	The Restricted Stocks may be vested in four tranches of 25% each during four consecutive 12-month periods between the first trading day after the 12 months from the date of the grant and the last trading day within the 60 months from the date of the grant.
2023 Restricted Share Incentive Scheme (Phase II)	The Restricted Stocks may be vested in two tranches of 50% each during two consecutive 12-month periods between the first trading day after the 12 months from the date of the grant and the last trading day within the 36 months from the date of the grant.
2025 Restricted Share Incentive Scheme	The Restricted Stocks may be vested in four tranches of 25% each during four consecutive 12-month periods between the first trading day after the 12 months from the date of the grant and the last trading day within the 60 months from the date of the grant.

9. Adjustment

Subject to the other terms and conditions contained in the Restricted Share Incentive Schemes, the number and/or consideration of granted Restricted Stocks may be adjusted upon the occurrence of certain events from the date of the announcement of the relevant Restricted Share Incentive Schemes to the completion of relevant registration. These events include, as the case may be, (i) capitalization of reserves, (ii) distribution of stock dividends, (iii) share subdivision, (iv) share consolidation, (v) rights issue, and (vi) share issuance.

10. Dividend and Voting Rights

Upon the vesting of the Restricted Stocks in accordance with the relevant Restricted Share Incentive Schemes, the grantees will be entitled to exercise the right of Shareholders, including but not limited to the right to receive dividends and right to vote at the general meeting.

11. Outstanding Restricted Stocks

As of the Latest Practicable Date, the number of the outstanding Restricted Stocks under the 2019 Restricted Share Incentive Scheme, the 2021 Restricted Share Incentive Scheme, the 2023 Restricted Share Incentive Scheme, the 2023 Restricted Share Incentive Scheme (Phase II) and the 2025 Restricted Share Incentive Scheme was 0, 205,612, 1,842,100, 531,217 and 5,898,250, representing approximately [**REDACTED**]%, [**REDACTED**]%, [**REDACTED**]%, [**REDACTED**]% and [**REDACTED**]% of the issued Shares immediately following the completion of the [**REDACTED**], respectively (assuming the [**REDACTED**] is not exercised and no changes are made to the total issued share capital of our Company since the Latest Practicable Date and up to the Listing). If all outstanding Restricted Stocks have been granted, assuming the [**REDACTED**] is not exercised and no changes are made to the total issued share capital of our Company since the Latest Practicable Date and up to the Listing, the issued Shares held by Shareholders following the Listing will be diluted by approximately [**REDACTED**]%. The dilutive effect on our earnings per share will be approximately [**REDACTED**]%.

The following table sets forth the details of outstanding Restricted Stocks granted to all grantees under the Restricted Share Incentive Schemes as of the Latest Practicable Date.

Name of grantee	Position in our Group	Corresponding Restricted Share Incentive Scheme	Number of outstanding Restricted Stocks	Grant price (per Share)	Approximate percentage of the issued Shares immediately after the [REDACTED]
				(RMB)	*(%)*
Directors or senior management members					
Ms. Yu Li (余莉)	Executive Director, Board Secretary and Joint Company Secretary	2023 Restricted Share Incentive Scheme	5,000	36.54	[**REDACTED**]
		2023 Restricted Share Incentive Scheme (Phase II)	1,250	31.65	[**REDACTED**]
		2025 Restricted Share Incentive Scheme	27,500	36.58	[**REDACTED**]

Name of grantee	Position in our Group	Corresponding Restricted Share Incentive Scheme	Number of outstanding Restricted Stocks	Grant price (per Share)	Approximate percentage of the issued Shares immediately after the [REDACTED]
				(RMB)	*(%)*
Mr. Zhong Fuyao (鍾富堯)	Vice General Manager	2023 Restricted Share Incentive Scheme	25,000	36.54	**[REDACTED]**
		2023 Restricted Share Incentive Scheme (Phase II)	6,250	31.65	**[REDACTED]**
		2025 Restricted Share Incentive Scheme	72,500	36.58	**[REDACTED]**
Ms. Gao Jingwei (高靜薇)	Chief Financial Officer	2023 Restricted Share Incentive Scheme	7,500	36.54	**[REDACTED]**
		2023 Restricted Share Incentive Scheme (Phase II)	1,875	31.65	**[REDACTED]**
		2025 Restricted Share Incentive Scheme	21,250	36.58	**[REDACTED]**
Subtotal			235,625		**[REDACTED]**
Other connected persons					
Ms. Wang Bei (王蓓).	General Manager of Amlogic Shenzhen	2023 Restricted Share Incentive Scheme	15,000	36.54	**[REDACTED]**
		2023 Restricted Share Incentive Scheme (Phase II)	3,750	31.65	**[REDACTED]**
		2025 Restricted Share Incentive Scheme	57,500	36.58	**[REDACTED]**
Mr. Wang Shixian (王士賢)	Director of Amlogic HK	2023 Restricted Share Incentive Scheme	5,000	36.54	**[REDACTED]**
		2023 Restricted Share Incentive Scheme (Phase II)	1,250	31.65	**[REDACTED]**
		2025 Restricted Share Incentive Scheme	27,500	36.58	**[REDACTED]**
Subtotal			110,000		**[REDACTED]**
Other grantees[1]					
Other participants.	–	2021 Restricted Share Incentive Scheme	205,612	64.58	**[REDACTED]**
		2023 Restricted Share Incentive Scheme	1,784,600	36.54	**[REDACTED]**
		2023 Restricted Share Incentive Scheme (Phase II)	516,842	31.65	**[REDACTED]**
		2025 Restricted Share Incentive Scheme	5,692,000	36.58	**[REDACTED]**
Subtotal			8,199,054		**[REDACTED]**
Total			8,477,179		**[REDACTED]**

Note:

(1) No employee grantees have been granted Restricted Stocks in excess of 1% of the issued Shares of our Company immediately after the [**REDACTED**] on a stand-alone basis.

* *Denotes less than 0.005%*

(E) OTHER INFORMATION

1 Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to fall upon any member of our Group.

2 Litigation

Save as disclosed in this document, no member of our Group is engaged in any litigation, arbitration or claim of material importance, and no litigation, arbitration or claim of material importance is known to our Directors to be pending or threatened by or against our Company that would have a material adverse effect on our Company's results of operations or financial condition.

3 Joint Sponsors

The Joint Sponsors have made an application on behalf of our Company to the Listing Committee for listing of, and permission to deal in, the H Shares of our Company. All necessary arrangements have been made to enable the H Shares to be admitted into CCASS.

Each of the Joint Sponsors satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules.

Pursuant to the engagement letter entered into between our Company and the Joint Sponsors, we have agreed to pay each of the Joint Sponsors a fee of US$500,000 to act as the sponsor of our Company in connection with the proposed listing on the Stock Exchange.

4 Consent of Experts

The qualification of the experts, as defined under the Hong Kong Listing Rules, who have given opinions in this document are as follows:

Name	Qualification
China International Capital Corporation Hong Kong Securities Limited	A licensed corporation to conduct Type 1 (dealing in securities), Type 2 (dealing in futures contracts), Type 4 (advising on securities), Type 5 (advising on futures contracts) and Type 6 (advising on corporate finance) regulated activities (as defined under SFO)
Haitong International Capital Limited	A licensed corporation to conduct Type 6 (advising on corporate finance) regulated activities (as defined under SFO)
Jia Yuan Law Offices	Legal advisor to our Company as to PRC laws
BDO Limited	Certified Public Accountants under Professional Accountant Ordinance (Chapter 50 of the Laws of Hong Kong) and Registered Public Interest Entity Auditor under Accounting and Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong Kong)
Frost & Sullivan	An independent professional market research and consulting company
Jones Lang LaSalle Corporate Appraisal and Advisory Limited	An independent professional property valuer
Lixin Certified Tax Agents Co., Ltd.	An independent transfer pricing consultant
Hogan Lovells International LLP	Legal advisor to our Company as to International Sanctions laws

As of the Latest Practicable Date, none of the experts named above has any shareholding in any member of our Group or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

Each of the experts named above have given and have not withdrawn their respective written consent to the issue of this document with copies of their reports, letters, opinions or summaries of opinions (as the case may be) and the references to their names included herein in the form and context in which they are respectively included.

5 Binding Effect

This document shall have the effect, if an application is made in pursuance hereof, 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.

6 Promoters

The promoters of our Company at the time of our incorporation comprised all of the 18 then shareholders of our Company as at March 29, 2017 immediately before our conversion into a joint stock company with limited liability.

Within the two years preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given or is proposed to be paid, allotted or given to any promoter in connection with the [**REDACTED**] and the related transactions described in this document.

7 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).

8 Preliminary Expenses

We have not incurred any material preliminary expenses in relation to the incorporation of our Company.

9 Compliance Advisor

Our Company has appointed Somerley Capital Limited as our compliance advisor in compliance with Rules 3A.19 of the Listing Rules.

10 No Material Adverse Change

Our Directors confirm that, there has been no material adverse change in our business, financial condition and results of operations since December 31, 2025, being the latest balance sheet date of our consolidated financial statements as set out in the Accountants' Report in Appendix I to this document, and up to the date of this document.

11 Taxation of Holders of H Shares

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty if such sale, purchase and transfer are affected on the H Share register of members of our Company, including in circumstances where such transactions are effected on the Stock Exchange. The current rate of Hong Kong stamp duty for such sale, purchase and transfer on each of the purchaser and the seller is 0.1% of the consideration or, if higher, the fair value of the H Shares being sold or transferred.

12 Related Party Transactions

Our Group entered into the related party transactions within the two years immediately preceding the date of this document as mentioned in "Appendix I — Accountants' Report — II. Notes to the Historical Financial Information — Related Party Transaction and Balances" in Appendix I to this document.

13 Miscellaneous

Save as disclosed in this document:

(a) neither the Company nor any of its subsidiaries has, within the two years preceding the date of this document:

  (i) issued, agreed to issue, or proposed to issue (for cash or otherwise, whether fully or partly paid) any shares or loan capital;

  (ii) granted or agreed, conditionally or unconditionally, to grant any option over, or agreed to place under option, any shares or loan capital of the Company or any of its subsidiaries;

  (iii) created or had outstanding any founders' shares, management shares, deferred shares, convertible debt securities, or debentures;

  (iv) paid or agreed to pay any commission, discount, brokerage or other special terms in connection with the issue, sale, subscription, agreement to subscribe, or procuring of subscriptions or agreements to subscribe for any shares or loan capital of the Company or any of its subsidiaries; or

  (v) paid or become liable to pay any commission in respect of any such transactions;

(b) neither the Company nor any member of the Group has, as at the date of this document: (a) any outstanding convertible debt securities, debentures, bank overdrafts, or other similar indebtedness; (b) entered into any hire purchase agreement, guarantee, or other material or contingent liability; (c) any share capital or loan capital under option, nor has agreed, conditionally or unconditionally, to place any such capital under option; (d) entered into any arrangement, nor is party to any arrangement, under which future dividends have been, or are to be, waived or agreed to be waived;

(c) within the twelve months immediately preceding the date of this document, there has not been any interruption or material adverse change in the business of the Group which may have or has had a material effect on the Group's financial position;

(d) save for the Company's A shares, which are listed on the STAR Market of the Shanghai Stock Exchange, and the H Shares to be issued pursuant to the [**REDACTED**], as at the date of this document, no other equity or debt securities of the Company (if any) are listed or dealt in on any other stock exchange, nor is any application for such listing or permission to deal being or proposed to be sought;

(e) all necessary arrangements have been made to ensure that the H Shares will be admitted into the Central Clearing and Settlement System (CCASS) for clearing and settlement;

(f) none of the Directors nor any of the experts named in the section "— (E) Other Information — 4. Consent of Experts" in this appendix has had any direct or indirect interest, in the promotion of, or in any assets which have been, within the two years preceding the date of this document, acquired, disposed of, leased by any member of the Group, or are proposed to be acquired, disposed of by, or leased to any member of our Group; and

(g) as at the date of this document, none of the Directors has any material interest in any contract or arrangement which is significant in relation to the business of the Group, nor is any such contract or arrangement subsisting.