SUMMARY

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 **[REDACTED]**.

There are risks associated with any investment. Some of the particular risks in investing in the **[REDACTED]** *are set out in the section headed "Risk Factors." You should read that section carefully before you decide to invest in the* **[REDACTED]**.

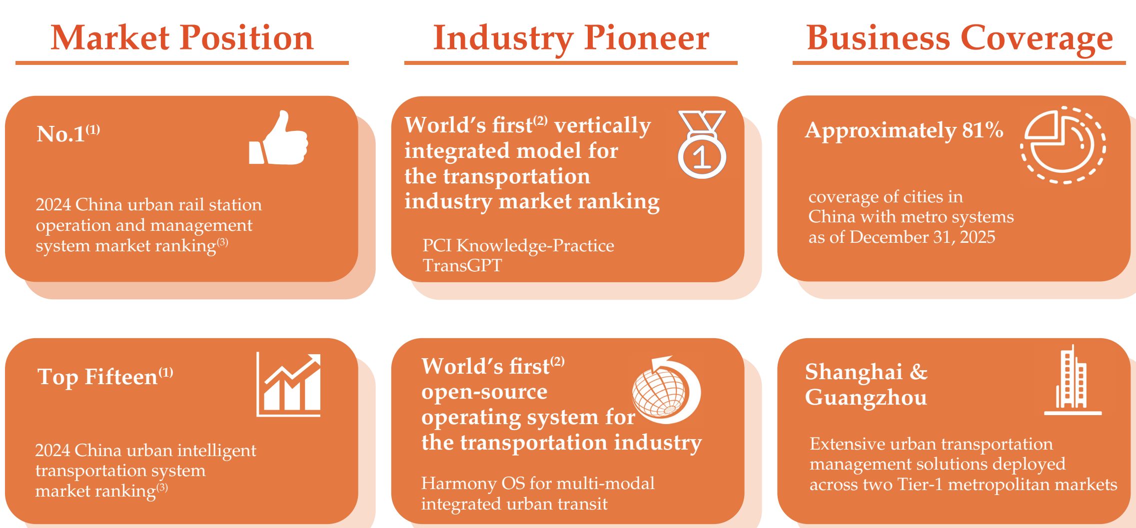
WHO WE ARE

We are an AI-enabled intelligent city cluster multi-modal transit product and solution provider in China. We specialize in delivering comprehensive product and service offerings encompassing theoretical innovation, technological research, product development, solution implementation, and integrated services. We have established two core business scenarios — intelligent urban rail transit solutions and intelligent urban transportation management solutions. Leveraging our extensive technological expertise and operational experience, we also provide comprehensive product channels and services for the construction and maintenance of intelligent new infrastructure, thereby empowering digital transformation of enterprises across a wide variety of industries.

As global urbanization accelerates, traditional transportation systems face multiple developmental pain points, for example, fragmented system construction creating data silos, outdated management approaches, inefficient operations, high construction, operational and maintenance costs, and insufficient safety and reliability. Traditional transportation products are increasingly unable to meet the demands of modern urbanization. Against this backdrop, intelligent transportation products and solutions featuring multi-source data integration, interconnectivity, green and low-carbon operation, and high efficiency and safety have rapidly gained market favor.

We have built our business specifically to address these challenges and overcome the industry's high barriers to entry. Through years of strategic investment and dedicated technology and solutions development, we have developed comprehensive technological capabilities, amassed extensive real-world urban transportation data, built proven large-scale implementation experience, and cultivated crucial customer and supplier partnerships necessary to deliver comprehensive solutions in this demanding sector.

The following illustrates some of our notable achievements:



Notes:

(1) In terms of revenue in 2024, according to Frost & Sullivan

(2) According to Frost & Sullivan

(3) Both are sub-segments of the China Intelligent City Cluster Multi-Modal Transit System market which, according to Frost & Sullivan, reached RMB83.6 billion in 2024 and in which we ranked fifth with a market share of 3.0% in 2024

OUR BUSINESSES

We have established a comprehensive business ecosystem for integrated urban transit networks, encompassing intelligent urban rail transit solutions and intelligent urban transportation management solutions. Leveraging our supply chain capabilities and extensive digital expertise, we also provide enterprise digital transformation services, creating the following business structure. Each business segment constitutes a core business of our Group. During the Track Record Period, intelligent urban rail transit solutions contributed the largest share of our gross profit during the same periods primarily due to its higher gross profit margin, accounting for 63.5%, 68.1% and 54.1% of our total gross profit for the years ended December 31, 2023, 2024 and 2025, respectively. Nonetheless, Enterprise digital transformation solutions was our largest segment in terms of revenue, accounting for 62.1%, 68.7% and 70.9% of our total revenue for the years ended December 31, 2023, 2024 and 2025, respectively.

The following sets forth our major business segments by revenue contribution:

- **Enterprise Digital Transformation solutions:** We provide customers with end-to-end Information, Communication and Technology ("**ICT**") infrastructure, intelligent platforms and ongoing maintenance services, enabling enterprises across a wide variety of industries to achieve digital transformation and intelligent operations while optimizing overall solution efficiency.

- **Intelligent city cluster multi-modal transit solutions**

  Intelligent urban rail transit solutions: We have developed a comprehensive technology and product ecosystem covering the entire lifecycle of intelligent rail transit, providing core systems throughout the entire operational process, including AFC systems, PSD systems, ISCS, and communication systems. Building on this foundation, we have innovatively launched AI-enabled integrated solutions covering intelligent operations, intelligent passenger services and intelligent maintenance. Our products and solutions were deployed across 47 cities in China, spanning over 120 lines and more than 2,400 metro stations as of December 31, 2025.

  Intelligent urban transportation management solutions: We have developed a comprehensive product matrix encompassing the traffic signal control systems, IDPS Urban Traffic Brain and integrated traffic and transportation solutions. This product matrix encompasses modules such as monitoring and early warning, decision support, command and dispatch, and intelligent services. As of December 31, 2025, our solutions have been implemented in over 100 locations including Shanghai, Guangzhou, Chengdu, and Foshan, managing over 10,000 road sections, and over one million vehicles, with full-city coverage achieved in over 10 cities.

OUR TECHNICAL STRENGTHS

We are dedicated to the continuous optimization and scenario-based application of digital infrastructure systems for rail transit and urban transportation. We have established a dual-core technology framework driven by the "TransHarmony" as the unified digital foundation and industry-specific large models as the intelligent application brain. We continue to focus on leveraging advanced technological pathways, such as latest mainstream large models including DeepSeek, to test and enhance our "PCI Knowledge-Practice TransGPT," thereby building a technological moat in the intelligent transportation domain.

- **Transportation-focused Artificial Intelligence Technology:** According to Frost & Sullivan, in 2023, we launched the world's first transportation industry large model — the "PCI Knowledge-Practice TransGPT" — a full-stack AI solution encompassing natural language, visual, multi-modal, and spatio-temporal decision-making capabilities.

- **Universal Digital Foundation:** Building upon four core technological engines — Artificial Intelligence of Things ("**AIoT**") platform, big data platform, digital twin platform, and industrial control — our universal digital foundation underpins the HuaJia Mos Intelligent Metro Brain and IDPS Urban Traffic Brain. It creates a closed-loop technological system encompassing "perception-computation-decision-operation," providing robust support for intelligent transportation and digital transformation.

- **Open-source ecosystem in Transportation:** We lead the development of an open-source ecosystem within the transportation domain through the industry's first domestically developed operating system, "TransHarmony" (交通佳鴻). TransHarmony addresses fundamental industry pain points — including fragmented protocols and data silos — and lays the foundation for all-scenario IoT connectivity across urban and rail transit environments.

OUR COMPETITIVE STRENGTHS

We believe the following strengths underpin our success and set us apart from competitors: (i) China's leading urban rail station operation and management system solution provider; (ii) technological innovation capabilities centered on artificial intelligence; (iii) comprehensive product portfolio and robust supply chain; (iv) one-stop intelligent solutions under a hybrid model; (v) robust customer partnerships built through effective customer management capabilities; (vi) strategic management team with extensive experience, driven by outstanding corporate culture for long-term development.

OUR STRATEGIES

We are committed to realizing our business objectives and mission through the implementation of the following strategies: (i) continuously driving product development through technologies such as AI to address customer pain points; (ii) focusing on the transportation sector, we will persistently expand into high-value niche scenarios; (iii) advancing integrated construction and operation while strengthening localized customer management networks; (iv) comprehensively advancing our overseas expansion strategy to achieve global business growth; and (v) selectively pursuing strategic partnerships and investment opportunities.

OUR PRODUCTS AND SOLUTIONS

During the Track Record Period, our products and solutions can be divided into three major categories, namely (i) enterprise digital transformation solutions; (ii) intelligent city cluster multi-modal transit solutions; and (iii) others. The table below sets forth our revenue breakdown by business line for the periods indicated, presented in the order of their respective revenue contribution:

	For the year ended December 31,					
	2023		2024		2025	
	RMB	*%*	*RMB*	*%*	*RMB*	*%*
	(RMB in thousands, except for percentages)					
Enterprise digital transformation solutions	**3,865,798**	**62.1**	**5,461,098**	**68.7**	**7,184,973**	**70.9**
Intelligent city cluster multi-modal transit solutions						
– Intelligent urban rail transit solutions	1,845,469	29.6	2,222,726	28.0	2,311,886	22.8
– Intelligent urban transportation management solutions	142,780	2.3	98,614	1.2	169,505	1.7
Others(1)	**373,478**	**6.0**	**166,146**	**2.1**	**461,622**	**4.6**
Total	**6,227,525**	**100.0**	**7,948,584**	**100.0**	**10,127,986**	**100.0**

Note:

(1) Primarily including revenue from our smart city governance projects (mainly offering integrated hardware and software systems for urban management such as network monitoring systems, vehicle-mounted systems, and video conferencing equipment), the provision of intellectual products for other application scenarios such as catering and healthcare (including access control and attendance management devices, temperature screening equipment etc.), and rental income on properties and certain security inspection equipment of the Group.

The table below sets forth a breakdown of our gross profit and gross profit margin by business line for the periods indicated, presented in the order of their respective revenue contribution:

	For the year ended December 31,					
	2023		2024		2025	
	Gross profit	Gross profit margin	Gross profit	Gross profit margin	Gross profit	Gross profit margin
	(RMB in thousands, except for percentages)					
Enterprise digital transformation solutions	**167,020**	**4.3**	**228,971**	**4.2**	**280,951**	**3.9**
Intelligent city cluster multi-modal transit solutions						
– Intelligent urban rail transit solutions	499,932	27.1	601,703	27.1	512,983	22.2
– Intelligent urban transportation management solutions	39,327	27.5	10,370	10.5	39,739	23.4
Others(1)	**80,689**	**21.6**	**42,142**	**25.4**	**114,089**	**24.7**
Total	**786,968**	**12.6**	**883,186**	**11.1**	**947,762**	**9.4**

For details of note (1), please refer to the revenue breakdown table above.

Business Focus and Strategic Positioning

During the Track Record Period, our enterprise digital transformation solutions segment accounted for the majority of our revenue, contributing 62.1%, 68.7%, and 70.9% of our total revenue in 2023, 2024 and 2025, respectively. However, this segment generated a comparatively lower portion of our gross profit during the same periods. Our current business structure reflects a deliberate strategic evolution spanning over two decades, originating with Mr. Liu's founding of a technology start-up in 1992. In the early 2000s, the business focused on ICT services forming the foundation of our enterprise digital transformation solutions segment. Recognizing the limitations of the distribution model, Mr. Liu pivoted toward technology-driven growth. In January 2004, PCI Zhitong was founded with a focus on intelligent rail transportation. By 2009, PCI Zhitong had become the first PRC enterprise capable of delivering all four core intelligent metro systems: integrated monitoring, AFC, communications, and platform screen doors. Following the Material Asset Restructuring in 2013, the Group established intelligent rail transit as its primary strategic direction, with ICT services as a supporting pillar. Since 2019, we continued developing intelligent city cluster multi-modal transit. We launched the HuaJia Mos Intelligent Metro Brain and the IDPS Urban Transportation Brain as our two foundational digital platforms, and in 2023, launched PCI Knowledge-Practice TransGPT. Our enterprise digital transformation solutions segment, while continuing to grow as a significant revenue contributor, has been increasingly viewed as a complementary business that supports the digital infrastructure needs of our customers and generates stable transaction volumes primarily through ICT product distribution channels. For further details of our historical development, see "History, Development and Corporate Restructure."

Today, both our intelligent city cluster multi-modal transit solutions segment and our enterprise digital transformation solutions segment constitute core businesses of our Group. While our enterprise digital transformation solutions segment has been our largest revenue contributor, our intelligent city cluster multi-modal transit solutions segment remains a key strategic focus due to its superior profitability profile. This strategic emphasis is supported by several key factors:

First, the intelligent city cluster multi-modal transit business demonstrates substantially stronger profitability and value creation. In 2025, this business line generated gross profit of RMB552.7 million with gross profit margins of 22.2% and 23.4% for rail transit and transportation management respectively, compared to RMB281.0 million in gross profit with a margin of only 3.9% for enterprise digital transformation solutions. Despite generating only 24.5% of total revenue in the same year, our intelligent city cluster multi-modal transit business contributed 58.3% of our total gross profit, demonstrating that this segment represents a significant driver of our profitability and competitive differentiation.

Second, our competitive advantages and technological moat are concentrated in the intelligent city cluster multi-modal transit sector, where we have deep expertise developed over nearly 20 years. We are one of the few domestic suppliers with extensive experience across major metropolitan areas, with over 100 large-scale rail transit intelligentization projects in more than 40 cities nationwide. These accumulated advantages create significant barriers to entry that competitors find difficult to replicate. In contrast, the enterprise digital transformation business is primarily volume-driven, with high revenue largely reflecting primarily transaction volume including sales through ICT distributors.

Our intelligent city cluster multi-modal transit solutions segment has maintained steady absolute growth in revenue, increasing from RMB1,988.2 million in 2023 to RMB2,321.3 million in 2024, and further increased to RMB2,481.4 million in 2025, demonstrating the segment's continued momentum. While its contribution as a percentage of total revenue has decreased from 29.2% in 2024, and to 24.5% for the year ended December 31, 2025 (and we currently estimate that it could further decrease), this percentage shift reflects the significantly faster growth of our enterprise digital transformation business rather than any weakening in the intelligent city cluster multi-modal transit solutions segment itself. Both business segments are expanding, with the enterprise digital transformation business growing at an accelerated pace driven by high transaction volumes.

OUR RESEARCH AND DEVELOPMENT

We have invested significant R&D resources in AI, IoT, and intelligent transportation systems, cloud computing, digital twin and other advanced technology systems relevant to our businesses with a long-term commitment. As of December 31, 2025, we had 579 R&D staff members, representing over 14% of our total workforce. Among our R&D personnel, approximately 89% have obtained bachelor's or higher degrees, including 11 PhDs. Our R&D team comprises professionals with diverse backgrounds in computer science, electrical engineering, transportation engineering, artificial intelligence, and other relevant disciplines.

SALES AND MARKETING

We market our products and solutions through our professional sales and marketing team, which is in charge of identifying and developing suitable potential customers. Our sales and marketing members are equipped with knowledge and expertise about our products and solutions, and are able to understand the various demands of customers and provide technical support. As of December 31, 2025, our sales and marketing team consisted of 351 members who worked closely with our other teams.

Our sales and marketing team is also strategically organized by geographic region to stay close to our customers and facilitate a deeper understanding of their varying needs. As of December 31, 2025, our service network extended 47 cities in China. Additionally, our Hong Kong representative office extends our reach to overseas markets including Southeast Asia and the Middle East. In 2023, 2024 and 2025 revenue generated from direct sales to end customers accounted for 80.8%, 80.5% and 72.6%, respectively, of our total revenue of those periods.

OUR CUSTOMERS AND SUPPLIERS

Our customer portfolio generally consists of core market participants of the rail and urban transportation industries such as transportation infrastructure operators, urban rail transportation operators and local transportation authorities as well as system integrators. For our enterprise digital transformation solutions business, our customers are primarily end users of our products and solutions and system integrators. In addition, under our enterprise digital transformation solutions business, we also sell ICT products to ICT distributors. For the years ended December 31, 2023, 2024 and 2025, the aggregate revenue generated from our top five customers in each period during the Track Record Period accounted for 29.0%, 29.0% and 21.8%, respectively, of our total revenue for the respective periods. For the same periods, revenue generated from our largest customer in each period during the Track Record Period accounted for 19.8%, 17.2% and 9.4%, respectively, of our total revenue for the respective periods.

Our suppliers primarily consist of (i) renowned ICT product and solutions providers, (ii) providers of project implementation services and (iii) others that provide us with other raw materials, components as well as processed products that are required for our solutions. For the years ended December 31, 2023, 2024 and 2025, purchases from our top five suppliers in each period during the Track Record Period accounted for 67.3%, 65.6% and 75.9%, respectively, of our total purchase amount for the respective periods. For the same periods, purchases from our largest supplier in each period during the Track Record Period (namely Supplier A) accounted for 54.8%, 48.7% and 65.2%, respectively, of our total procurement amount for the respective periods. Supplier A, a shareholding group comprising its parent company and subsidiaries, is a globally leading supplier of ICT infrastructure products and digital and AI solutions. During the Track Record Period, our purchases from Supplier A were conducted in the ordinary course of business and on commercial terms that were negotiated at arm's length. Our Directors are of the view that the business ties between Supplier A and us are bilateral and our businesses are sustainable despite such supplier concentration because, among other reasons, supplier concentration is an industry norm in ICT product procurement. For details, see "Business — Our suppliers — Supplier concentration."

COMPETITION

The market for AI and digital solutions in urban transportation and enterprise digital transformation in which we operate is highly competitive. According to Frost & Sullivan, AI solution providers compete with one another and traditional solution providers based on factors including (i) specialized AI research talent with domain expertise, (ii) self-developed and powerful AI infrastructure tailored to specific industry needs, and (iii) depth of application scenario coverage and customer relationships. With the growing recognition of the importance of AI, digitalization and connectivity by customers including rail and metro operators and urban transportation authorities, we primarily compete with other high-tech companies that focus on developing and commercializing AI products and solutions for urban transportation and enterprise digital transformation. We believe that our key edges set us apart from our competitors. See "Business — Competition."

SUMMARY OF HISTORICAL FINANCIAL INFORMATION

Summary of Consolidated Statements of Profit or Loss

The table below sets forth our consolidated statements of profit or loss for the periods indicated derived from the Accountants' Report as set out in Appendix I.

	For the year ended December 31,					
	2023		2024		2025	
	RMB'000	*%*	*RMB'000*	*%*	*RMB'000*	*%*
Revenue	6,227,525	100.0	7,948,584	100.0	10,127,986	100.0
Cost of sales	(5,440,557)	(87.4)	(7,065,398)	(88.9)	(9,180,224)	(90.6)
Gross profit	**786,968**	**12.6**	**883,186**	**11.1**	**947,762**	**9.4**
Net gain/(loss) on financial assets measured at fair value through profit or loss ("**FVPL**")	396,009	6.4	(253,027)	(3.2)	79,840	0.8
Other net income	96,898	1.6	175,888	2.2	129,797	1.3
Selling and marketing expenses	(233,058)	(3.7)	(227,996)	(2.9)	(254,924)	(2.5)
Administrative expenses	(297,676)	(4.8)	(301,312)	(3.8)	(349,524)	(3.5)
Research and development expenses	(266,053)	(4.3)	(256,448)	(3.2)	(279,593)	(2.8)
Provision for expected credit losses on trade and other receivables and contract assets	(40,207)	(0.6)	(140,191)	(1.8)	(60,454)	(0.6)
Provision for impairment losses	(8,040)	(0.1)	(6,800)	(0.1)	(6,608)	(0.1)
Profit/(loss) from operations	**434,841**	**7.0**	**(126,700)**	**(1.6)**	**206,296**	**2.0**
Finance costs	(20,127)	(0.3)	(14,275)	(0.2)	(17,335)	(0.2)
Share of profits less losses of associates and joint ventures	31,123	0.5	5,542	0.1	(2,140)	(0.0)
Loss on disposal of interest in a joint venture	(90)	(0.0)	–	–	(523)	(0.0)
Profit/(loss) before taxation	**445,747**	**7.2**	**(135,433)**	**(1.7)**	**186,298**	**1.8**
Income tax	(50,843)	(0.8)	17,194	0.2	(13,366)	(0.1)
Profit/(loss) for the year	**394,904**	**6.3**	**(118,239)**	**(1.5)**	**172,932**	**1.7**

During the Track Record Period, our net profit fluctuated significantly despite our continuous revenue growth, primarily because our net profit was largely affected by net gain or loss on financial assets measured at FVPL, especially gain or loss on our investment in an A-share listed company. In 2024, we had net loss on financial assets measured at FVPL of RMB253.0 million, partially resulting in our net losses for the respective periods. For details, see "Financial Information — Description on Major Components of Our Results of Operations — Net Gain/(Loss) on Financial Assets Measured at FVPL."

Selected Items from Consolidated Statements of Financial Position

	As of December 31,		
	2023	2024	2025
	(RMB in thousands)		
Non-current assets	4,965,662	4,862,093	5,294,823
Current assets	9,255,826	11,505,272	11,385,559
Current liabilities	6,115,340	8,506,662	8,452,808
Non-current liabilities	309,404	194,759	199,385
Total assets	14,221,488	16,367,365	16,680,382
Net current assets	3,140,486	2,998,610	2,932,751
Net assets	7,796,744	7,665,944	8,028,189

Our net current assets remained relatively stable at RMB3,140.5 million as of December 31, 2023, RMB2,998.6 million as of December 31, 2024, and RMB2,932.8 million as of December 31, 2025.

Our net assets decreased from RMB7,796.7 million as of December 31, 2023 slightly to RMB7,665.9 million as of December 31, 2024, primarily due to (i) loss for the year of RMB118.2 million, (ii) repurchase of shares of RMB76.1 million, and (iii) dividends approved and paid in respect of the previous year totaling RMB39.5 million. Our net assets then increased to RMB8,028.2 million as of December 31, 2025, primarily due to (i) profit and other comprehensive income for the period totaling RMB274.3 million, and (ii) capital contribution from non-controlling interests of RMB55.8 million.

Selected Items from Consolidated Cash Flow Statements

The following table sets forth our cashflows for the periods indicated.

	For the year ended December 31,		
	2023	2024	2025
	(RMB in thousands)		
Net cash generated from/(used in) operating activities	82,928	180,426	(512,059)
Net cash used in investing activities	(789,564)	(126,698)	(74,700)
Net cash generated from/(used in) financing activities	1,475,405	(67,374)	654,579
Net increase/(decrease) in cash and cash equivalents	768,769	(13,646)	67,820
Cash and cash equivalents at January 1	1,060,779	1,829,715	1,816,315
Effect of foreign exchange rate changes	167	246	(287)
Cash and cash equivalents as at December 31	**1,829,715**	**1,816,315**	**1,883,848**

Our operating cash flows fluctuated during the Track Record Period. In 2023 and 2024, we recorded net cash generated from operating activities, primarily due to our enhanced collection efforts, optimized working capital management, and strengthened payment controls, which collectively contributed to improved cash flow across various business lines. For the year ended December 31, 2025, our net operating cash outflows position was primarily because of increase in payment of purchase and our adjustment of settlement arrangements with certain customers. Please see "Financial Information — Liquidity and Capital Resources" for details of our cash flows.

KEY FINANCIAL RATIOS

The following tables set out our key financial ratios as of the dates indicated.

	For the year ended/As of December 31,		
	2023	2024	2025
Gross profit margin (%)	12.6	11.1	9.4
Current ratio (times)	1.5	1.4	1.3
Quick ratio (times)	1.3	1.2	1.2
Gearing ratio (%)	4.7	3.5	10.8

Please see "Financial Information — Key Financial Ratios" for descriptions of the calculation of the above ratios.

RISK FACTORS

Our operations and the **[REDACTED]** involve certain risks and uncertainties which are set out in "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: (i) the industries in which we operate are characterized by constant changes. We may not be able to timely upgrade our technologies in an efficient and cost-effective manner; (ii) if we fail to continuously develop and innovate our products and services to meet customers' evolving needs, we may not be able to retain existing customers, attract new customers or increase sales; (iii) our business operations could be harmed by real or perceived material defects or errors in our products and services, as well as flaws or misuse of AI technologies; and (iv) the development, use and application of AI is subject to evolving and extensive regulation in China. Future laws and regulations may impose additional requirements and other obligations that could materially and adversely affect our business, financial condition and results of operations .

USE OF [REDACTED]

We estimate that we will receive **[REDACTED]** from the **[REDACTED]** of approximately HK$**[REDACTED]** million, after deducting **[REDACTED]** fees and commissions and other estimated expenses paid and payable by us in relation to the **[REDACTED]**, assuming an **[REDACTED]** of HK$**[REDACTED]** per H Share, being the mid-point of the **[REDACTED]** range from HK$**[REDACTED]** to HK$**[REDACTED]** per H Share, and that the **[REDACTED]** is not exercised. We currently intend to use these **[REDACTED]** for the purposes and in the amounts as follows: (i) approximately **[REDACTED]**%, or HK$**[REDACTED]** million, is expected to be used to advance our R&D efforts and enhance our technological capabilities and also enrich our product and solutions offerings; (ii) approximately **[REDACTED]**%, or HK$**[REDACTED]** million, is expected to be used for enhancing our customer service and support capabilities; (iii) approximately **[REDACTED]**%, or HK$**[REDACTED]** million, is expected to be used to selectively pursue strategic investment and acquisition opportunities in intelligent urban rail and urban transportation fields and advanced AI technologies to enhance our core competitiveness and expand our market coverage; and (iv) approximately **[REDACTED]**%, or HK$**[REDACTED]** million, is expected to be used for our working capital and other general corporate purposes.

IMPACT OF COVID-19 ON OUR OPERATIONS

The outbreak of COVID-19 pandemic has adversely affected the global economy since the first quarter of 2020. Numerous anti-pandemic measures were taken by government authorities, including travel bans and restrictions, quarantine measures, remote working arrangements and lockdowns. From 2022 to 2023, our revenue continued to increase and our business operations have returned to normal. As of December 2022, a majority of travel restrictions in the China were rescinded, in May 2023, the World Health Organization declared an end to COVID-19 as a public health emergency of international concern, and the situation in China and most of the rest of the world has significantly improved. For details, see "Business — Impact of COVID-19 on Our Operations".

OUR SINGLE LARGEST SHAREHOLDER GROUP

As of the Latest Practicable Date, Mr. Liu was entitled to collectively control 16.22% of the voting power at the general meetings of our Company, comprising (1) 3.13% beneficially owned by Mr. Liu directly, (2) 7.90% beneficially owned by PCI Group, which was in turn owned by Mr. Liu as to 92% and Hainan Huisi as to 8%, respectively, (3) 4.85% beneficially owned by Duilong PCI, which was owned by Mr. Liu and Hainan Huisi as to 95% and 5%, respectively, and (4) 0.34% beneficially owned by PCI Information, which was owned by Mr. Liu and Hainan Huisi as to 92% and 8%, respectively. Hainan Huisi was wholly owned by PCI Hong Kong, which was in turn wholly owned by Ms. Liu. Upon the **[REDACTED]**, Mr. Liu will control **[REDACTED]**% of the voting power at the general meetings of our Company, comprising (1) **[REDACTED]**% beneficially owned by Mr. Liu directly, (2) **[REDACTED]**% beneficially owned by PCI Group, (3) **[REDACTED]**% beneficially owned by Duilong PCI, and (4) **[REDACTED]**% beneficially owned by PCI Information, assuming the **[REDACTED]** is not exercised. Therefore, Mr. Liu, Ms. Liu, PCI Group, Duilong PCI, PCI Information, Hainan Huisi and PCI Hong Kong constituted as of the Latest Practicable Date and will continue to constitute upon the **[REDACTED]** the Single Largest Shareholder Group. For details of the relationships between our Company with the Single Largest Shareholder Group, see "Relationship with our Single Largest Shareholder Group" in this document.

OUR LISTING ON THE SHANGHAI STOCK EXCHANGE

Our Company has been listed on the Shanghai Stock Exchange with the stock code of 600728. With a view to resolving the historical issue that certain shares of Suntek Technology were unlisted and their fair value was discounted due to lack of liquidity as compared to the listed shares, in February 2010, the then shareholders of Suntek Technology resolved to implement the Share-trading Reform Plan (股權分置改革方案). On June 9, 2010, all our unlisted Shares became listed on the Shanghai Stock Exchange, among which 170,672,338 Shares were subject to lock-up restriction for a period of 12 to 36 months. Upon completion of the Share-trading Reform Plan and the expiry of the lock-up period on June 26, 2013, all such Shares could be traded on the Shanghai Stock Exchange. Our Directors confirmed that we had complied with the rules and requirements of the CSRC and the Shanghai Stock Exchange in all material respects, and save for the incidents as disclosed in the section headed "History, Development and Corporate Structure," we had not been subject to any regulatory measures, disciplinary actions, administrative penalty or legal actions by the CSRC, the Shanghai Stock Exchange or other competent securities regulatory authorities, from the completion of the Material Asset Restructuring and up to the Latest Practicable Date. See "History, Development and Corporate Structure" for details.

APPLICATION FOR [REDACTED] OF THE H SHARES ON THE HONG KONG STOCK EXCHANGE

We have applied to the Listing Committee for the **[REDACTED]** of, and permission to **[REDACTED]** in, the H Shares to be **[REDACTED]** pursuant to the **[REDACTED]** (including any H Shares which may be issued pursuant to the exercise of the **[REDACTED]**), on the basis that, among other things, we satisfy the market capitalization/revenue test under Rule 8.05(3) of the Listing Rules.

[REDACTED] STATISTICS

	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	HK$**[REDACTED]** million	HK$**[REDACTED]** million
Market capitalization of our Company upon completion of the **[REDACTED]**	HK$**[REDACTED]** million	HK$**[REDACTED]** million
Unaudited **[REDACTED]** adjusted consolidated net tangible asset value per Share	HK$**[REDACTED]**	HK$**[REDACTED]**

Notes:

(1) All statistics in the table are based on the assumption that the **[REDACTED]** is not exercised.

(2) The calculation of market capitalization is based on the assumption that [**REDACTED**] H Shares expected to be in issue immediately after completion of the [**REDACTED**].

(3) The calculation of market capitalization is based on 2,132,599,261 A Shares in issue as of the Latest Practicable Date and [**REDACTED**] H Shares expected to be [**REDACTED**] immediately following the completion of the [**REDACTED**]. The calculation of market value of the A Shares is based on the average closing price of the A Shares of RMB[5.67] per A Share for the five business days immediately preceding the Latest Practicable Date.

(4) The unaudited [**REDACTED**] adjusted consolidated net tangible assets attributable to equity shareholders of the Company per Share is arrived at after the adjustments referred to in the Notes (1) to (3) in the subsections headed "Appendix II — Unaudited [**REDACTED**] Financial Information — A. Unaudited [**REDACTED**] Statement of Adjusted Consolidated Net Tangible Assets" and on the basis that 2,495,042,341 Shares (including (i) 2,132,599,261 Shares issued and outstanding as of December 31, 2025, (ii) [**REDACTED**] H Shares to be issued under the [**REDACTED**] but excluding (iii) 13,856,920 treasury shares held by the Company as of December 31, 2025) were in [**REDACTED**] immediately following the completion of the [**REDACTED**], and does not take into account any Shares that may be [**REDACTED**] upon the exercise of the [**REDACTED**], or shares which may be issued pursuant to the Company's employee shareholding schemes.

(5) No adjustment has been made to reflect any trading result or other transactions of the Group entered into subsequent to December 31, 2025.

DIVIDENDS

Dividends payable to equity Shareholders of the Company attributable to the previous financial year of RMB39.5 million and RMB17.4 million were approved and paid for the years ended December 31, 2024 and 2025, respectively. No other dividend was declared or paid by our Company or other entities comprising our Group during the Track Record Period. The decision on whether to pay dividends will be made at the discretion of our Directors in compliance with our Articles of Association and applicable laws and regulations. We do not have a pre-determined dividend payout ratio. See "Financial Information — Dividends" for details.

[REDACTED] EXPENSES

[**REDACTED**] expenses to be borne by us are estimated to be approximately HK$[**REDACTED**] million or [**REDACTED**]% of the gross [**REDACTED**] of the [**REDACTED**] (assuming an [**REDACTED**] of HK$[**REDACTED**] per H Share, being the mid-point of the indicative [**REDACTED**] range, without taking into account the [**REDACTED**]), including (i) [**REDACTED**]-related expenses of approximately HK$[**REDACTED**] million, and (ii) non-[**REDACTED**] related expenses of approximately HK$[**REDACTED**] million which consist of (a) fees and expenses of legal advisors and the Reporting Accountants of approximately HK$[**REDACTED**] million and (b) other fees and expenses of approximately HK$[**REDACTED**] million. Approximately HK$[**REDACTED**] million of the [**REDACTED**] expenses is directly attributable to the [**REDACTED**] and is expected to be recognized directly as a deduction from equity upon the [**REDACTED**], and approximately HK$[**REDACTED**] million of the [**REDACTED**] expenses is expected to charge to profit or loss prior to the [**REDACTED**]. The [**REDACTED**] expenses above are the latest practicable estimate for reference only, and the actual amount may differ from this estimate.

NO MATERIAL ADVERSE CHANGE

After performing sufficient due diligence work which our Directors consider appropriate and after due and careful consideration, the Directors confirm that, up to the date of this document, except as otherwise disclosed in this section, there have been no material adverse changes in our financial, operational, or trading position or prospects since December 31, 2025, being the date of the latest reporting period ended of our consolidated financial statements as set out in the Accountants' Report included in Appendix I, and there is no event since December 31, 2025 that would materially affect the information as set out in the Accountants' Report included in Appendix I.