

A. FURTHER INFORMATION ABOUT OUR GROUP

1. Incorporation of Our Company

Our Company was incorporated in the PRC as a limited liability company on March 4, 2010 and was converted into a joint stock liability company with limited liability on March 16, 2026 under the PRC Company Law.

Our Company has established a place of business in Hong Kong at Unit 07, 16/F., Cameron Sino Technology Centre, 73 Chai Wan Kok Street, Tsuen Wan, Hong Kong. Our Company was registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and the Companies (Non-Hong Kong Companies) Regulation (Chapter 622J of the Laws of Hong Kong) on [●] [●], 2026, with Mr. Wan San Fai Vincent appointed as the Hong Kong authorized representative of our Company for acceptance of the service of process and any notices required to be served on our Company in Hong Kong.

As our 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 “Regulatory Overview” and “Appendix III — Summary of the Articles of Association” in this Document, respectively.

2. Changes in the Share Capital of Our Company

Save as disclosed in the section headed “History and Development” there has been no other alteration in the share capital of our Company during the two years immediately preceding the date of this Document.

3. Changes in Share Capital of Our Subsidiaries

A summary of the corporate information and the particulars of our Company’s subsidiaries are set out in Note 38 to the Accountants’ Report as set out in Appendix I to this Document.

There has been no alteration in the share capital of the subsidiaries of our Company within two years immediately preceding the date of this Document.

4. Resolutions of Our Shareholders

At the extraordinary general meeting of our Company held on April 16, 2026, among other things, the following resolutions were passed by the Shareholders:

- (i) the issue by our Company of H Shares with a nominal value of RMB1.00 each and such H Shares be [REDACTED] on the Stock Exchange;
- (ii) the number of H Shares to be issued shall be no more than [REDACTED] of the total issued share capital of our Company as enlarged by the [REDACTED] (before the exercise of the [REDACTED]), and the grant of the [REDACTED] in respect of no more than [REDACTED] of the number of H Shares issued pursuant to the [REDACTED];

APPENDIX V

STATUTORY AND GENERAL INFORMATION

- (iii) subject to filing with the CSRC, upon completion of the [REDACTED], [REDACTED] Unlisted Shares held by [REDACTED] existing Shareholders be [REDACTED] into H Shares on a [REDACTED] basis;
- (iv) the net [REDACTED] from the [REDACTED] shall be applied for the purposes as disclosed in the section headed "Future Plans and Use of [REDACTED]" in this Document;
- (v) authorization of our Board or its authorized individuals to handle all matters relating to, among other things, the [REDACTED], the issue and [REDACTED] of H Shares on the Stock Exchange; and
- (vi) subject to the completion of the [REDACTED], the conditional adoption of the revised Articles of Association, which shall become effective on the [REDACTED], and the authorization to our Board to amend the Articles of Association in accordance with the requirements of the relevant laws and regulations and the Listing Rules.

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contracts

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

- (i) the [REDACTED];
- (ii) the equity transfer agreement in relation to Hunan Juhongming Import and Export Trading Co., Ltd. (湖南聚弘銘進出口貿易有限公司股權轉讓協議) dated October 23, 2021 entered into by and among Diao Yu, our Company and Hunan Juhongming, pursuant to which Diao Yu agreed to sell, and our Company agreed to purchase, 33% equity interest in Hunan Juhongming at the consideration of RMB660,000;
- (iii) the equity transfer agreement in relation to Hunan Juhongming Import and Export Trading Co., Ltd. (湖南聚弘銘進出口貿易有限公司股權轉讓協議) dated October 23, 2021 entered into by and among Liu Da, our Company and Hunan Juhongming, pursuant to which Liu Da agreed to sell, and our Company agreed to purchase, 24% equity interest in Hunan Juhongming at the consideration of RMB480,000;

APPENDIX V

STATUTORY AND GENERAL INFORMATION

- (iv) the equity transfer agreement in relation to Hunan Juhongming Import and Export Trading Co., Ltd. (湖南聚弘銘進出口貿易有限公司股權轉讓協議) dated September 17, 2025 entered into by and among Cai Weihua, our Company and Hunan Juhongming, pursuant to which Cai Weihua agreed to sell, and our Company agreed to purchase, 33% equity interest in Hunan Juhongming at the consideration of RMB660,000;
- (v) the equity transfer agreement in relation to Hunan Juhongming Import and Export Trading Co., Ltd. (湖南聚弘銘進出口貿易有限公司股權轉讓協議) dated September 17, 2025 entered into by and among Liu Da, our Company and Hunan Juhongming, pursuant to which Liu Da agreed to sell, and our Company agreed to purchase, 10% equity interest in Hunan Juhongming at the consideration of RMB200,000.

2. Intellectual Property

As of the Latest Practicable Date, the following intellectual property rights are material to our Group’s business:

(i) Trademarks

As of the Latest Practicable Date, our Group had registered the following trademarks which are material to our business:

No.	Trademark	Class	Registered Owner	Place of Registration	Registration Number	Expiry Date
1		1	The Company	PRC	3510795	February 13, 2035

APPENDIX V

STATUTORY AND GENERAL INFORMATION

(ii) Patents

As of the Latest Practicable Date, our Group had registered the following patents which are material to our business:

No.	Patent Name	Registered Owner	Place of Registration	Patent Number	Application Date
1	A high-efficiency heat exchange unit for chemical production	The Company	PRC	ZL 2025 1 1758191.2	November 27, 2025
2	A metal ore flotation collector and preparation method thereof	The Company	PRC	ZL 2025 1 1121608.4	August 12, 2025
3	A reaction kettle for chemical raw material production	The Company	PRC	ZL 2025 1 0961902.X	July 14, 2025
4	A drying tower energy-saving control method for xanthate production and control device thereof	The Company	PRC	ZL 2025 1 0779742.7	June 12, 2025
5	A beneficiation reagent for copper-molybdenum ore and preparation method thereof	The Company	PRC	ZL 2025 1 0703455.8	May 29, 2025
6	A drying tower for xanthate production	The Company	PRC	ZL 2024 1 1287691.8	September 14, 2024
7	A horizontal multi-layer pipeline drying equipment for reductate salt production	The Company	PRC	ZL 2024 1 1223305.9	September 3, 2024
8	A preparation method of xanthate collector	The Company	PRC	ZL 2022 1 0132028.5	February 14, 2022
9	Application of a 6-amino-1,3,5-triazine-2,4-dithiol compound in metal ore flotation	The Company	PRC	ZL 2019 1 1083805.6	November 7, 2019
10	A preparation method of xanthate ester compounds	The Company	PRC	ZL 2019 1 0325414.4	April 22, 2019
11	Preparation method of xanthate	The Company	PRC	ZL 2015 1 0906094.3	December 9, 2015
12	Application of an aminotriazole thione collector	The Company	PRC	ZL 2014 1 0576691.X	October 24, 2014
13	An industrial automation production line with automatic alarm	The Company	PRC	ZL 2020 2 2052980.3	September 18, 2020
14	An easily adjustable discharge device for cyclone separator of high-pressure pulverizer	The Company	PRC	ZL 2019 2 1212859.3	July 30, 2019
15	A recovery and storage device for butanol from dithiophosphoric acid synthesis in butylamine dithiophosphate production	The Company	PRC	ZL 2019 2 1213627.X	July 30, 2019
16	A xanthate dust recovery device	The Company	PRC	ZL 2019 2 1213626.5	July 30, 2019
17	A raw material feeding equipment for butylamine dithiophosphate synthesis	The Company	PRC	ZL 2019 2 1212868.2	July 30, 2019
18	A finished product storage device for butylamine dithiophosphate production	The Company	PRC	ZL 2019 2 1212875.2	July 30, 2019
19	A raw material feeding device for butylamine dithiophosphate synthesis	Hunan Xinzhuoyao	PRC	ZL 2024 1 0551304.0	May 7, 2024

APPENDIX V

STATUTORY AND GENERAL INFORMATION

(iii) Copyrights

As of the Latest Practicable Date, our Group had registered the following copyrights which are material to our business:

No.	Name	Copyright Owner	Type	Registration Number	Date of Registration	Date of First Publication
1	Fully Automatic Alkali Dosing Machine Production Process Optimization System V1.0	The Company	-	2018SR295358	May 2, 2018	-
2	Night Pearl	The Company	Artwork	National Copyright Registration No. 2024-F-00365969	December 9, 2024	November 3, 2024

(iv) Domain Names

As of the Latest Practicable Date, our Company has registered the following domain name(s) which are material to our business:

No.	Domain Name	Registrant	Expiry Date
1	zzxkyj.cn	The Company	July 4, 2026

C. FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Disclosure of Interests

(a) Disclosure of Interests of Directors and Chief Executive of our Company

Immediately upon completion of the [REDACTED] (assuming the [REDACTED] is not exercised) and [REDACTED] of the Unlisted Shares to the H Shares, the interests and/or short positions (as applicable) of our Directors and chief executive of our Company in the Shares, underlying Shares and debentures of our Company and any interests and/or short positions (as applicable) in shares, underlying shares or debentures of any of our Company's associated corporations (within the meaning of Part XV of the SFO) which (1) 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/or short positions (as applicable) which they are taken or deemed to have under such provisions of the SFO), (2) will be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein or (3) will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules, to be notified to our Company and the Stock Exchange, in each case once the H Shares are [REDACTED] on the Stock Exchange, will be as follows:

(i) Interest in our Company

Name of Director or chief executive	Nature of interest	Number and description of Shares	Shareholding in total issued share capital upon completion of the [REDACTED]
Ms. Diao	Beneficial owner	[REDACTED]	[REDACTED]
Mr. Liu Da	Beneficial owner	[REDACTED]	[REDACTED]
Mr. Zhang Xiaofeng	Beneficial owner	[REDACTED]	[REDACTED]
Mr. Luo Ren	Beneficial owner	[REDACTED]	[REDACTED]

Notes:

- (1) All interests stated are long positions.
- (2) The calculation is based on the total number of [REDACTED] H Shares in issue immediately upon completion of the [REDACTED] and [REDACTED] of the Unlisted Shares to the H Shares, and without taking into account any H Shares which may be [REDACTED] pursuant to the exercise of the [REDACTED].

APPENDIX V

STATUTORY AND GENERAL INFORMATION

(ii) *Interests in the associated corporations of our Company*

So far as our Directors are aware, immediately upon completion of the [REDACTED] and [REDACTED] of the Unlisted Shares to the H Shares, no Directors or the chief executive will, directly or indirectly, be interested in the shares or underlying shares of the associated corporations of our Company.

(b) *Disclosure of Interests of Substantial Shareholders*

(i) *Interest in our Company*

Save as disclosed above and in “— Disclosure of Interests of Substantial Shareholders” and “— Disclosure of Interests of Directors and Chief Executive of our Company” in this section, our Directors are not aware of any person who will have an interest or a short position in the Shares or underlying Shares which would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

(ii) *Interests in other members of our Group*

So far as our Directors are aware, immediately upon completion of the [REDACTED] and [REDACTED] of the Unlisted Shares to the H Shares, no person will be, directly or indirectly, interested in 10% or more of the issued voting shares of any other members of our Group.

2. **Particulars of Directors’ Service Contracts**

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

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

3. **Remuneration of Directors**

For details of the remuneration of Directors, see “Directors and Senior Management — Remuneration” and Note 12 in “Appendix I — Accountants’ Report.”

4. Directors' Competing Interests

So far as our Directors are aware, none of our Directors is interested in any business apart from our Group's business which competes or is likely to compete, directly or indirectly, with the business of our Group.

5. Agency Fees or Commissions Received

The [REDACTED] will receive an [REDACTED] in connection with the [REDACTED], as detailed in "[REDACTED]." Save in connection with the [REDACTED], no commissions, discounts, brokerages or other special terms have been granted by our Group to any person (including our Directors, promoters and experts referred to in "Other Information — Qualifications and Consents of Experts" below) in connection with the issue or sale of any capital or security of our Company or any member of our Group within the two years immediately preceding the date of this Document.

Within the two years immediately preceding the date of this Document, no commission has been paid or is payable for subscription, agreeing to subscribe, procuring subscription or agreeing to procure subscription for any share in or debentures of our Company.

6. Personal Guarantees

Our Directors have not provided personal guarantees in favor of lenders in connection with banking facilities granted to our Group.

7. Disclaimers

Save as disclosed in this document:

- (a) None of our Directors nor any of the experts referred to in "Other Information — Qualifications and Consents of Experts" below has any direct or indirect interest in the promotion of, or in any assets which have been, within the two years immediately preceding the date of this Document, acquired or disposed of by, or leased to, any member of our Group, or are proposed to be acquired or disposed of by, or leased to, any member of our Group;
- (b) Save in connection with the [REDACTED], none of our Directors nor any of the experts referred to in "Other Information — Qualifications and Consents of Experts" below, is materially interested in any contract or arrangement subsisting at the date of this Document which is significant in relation to the business of our Group; and
- (c) No cash, securities or other benefit has been paid, allotted or given within the two years preceding the date of this Document to any promoter of our Company nor is any such cash, securities or benefit intended to be paid, allotted or given on the basis of the [REDACTED] or related transactions as mentioned.

D. OTHER INFORMATION

1. Estate duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Group.

2. Litigation

As of the Latest Practicable Date, our Company was not engaged in any outstanding litigation or arbitration which may have material adverse effect on the [REDACTED] and, so far as our Directors are aware, no material litigation or claim was pending or threatened by or against our Company.

3. Sole Sponsor

The Sole Sponsor 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 Sole Sponsor, our Company has agreed to pay the Sole Sponsor a total fee of US\$450,000 for acting as the sponsor for the [REDACTED].

4. Preliminary Expenses

Our Company has not incurred any material preliminary expenses.

5. Promoters

Our promoters at the time of our Company's conversion into a joint stock company are Diao Huali, Liu Da, Hei Zijian, Zhang Xiaofeng, Zhou Yinghong, Liu Dachuan, Luo Ren, Fu Maoxiang, Huang Yangyang, Guo Zhilong, Luo Ning, Chen Juan, Mao Aihua and Ling Lijin.

Within the two years immediately preceding the date of this Document, no cash, securities, or other benefit has been paid, allotted or given, or has been proposed to be paid, allotted or given, to any of the promoters named above in connection with the [REDACTED] or the related transactions described in this Document.

APPENDIX V**STATUTORY AND GENERAL INFORMATION**

6. Qualification and Consents of Experts

The qualifications of the experts (as defined under the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance) which have given opinions or advice which are contained in, or referred to in, this Document are as follows:

<u>Name</u>	<u>Qualification</u>
CMBC International Capital Limited	Licensed corporation to conduct Type 1 (dealing in securities) and Type 4 (advising on securities) regulated activities under the SFO
Deloitte Touche Tohmatsu	Certified Public Accountants under the Professional Accountants Ordinance (Chapter 50 of the Laws of Hong Kong) and Registered Public Interest Entity Auditor under the Accounting and Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong Kong)
Commerce & Finance Law Offices	PRC legal advisor
Han Kun LLP	Legal advisor as to U.S. sanctions and export control laws
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Independent industry consultant
Colliers Appraisal and Advisory Services (Shanghai) Co., Ltd.	Independent property valuer

Each of the experts listed above [has given] and [has not withdrawn] its written consent to the issue of this Document with the inclusion of its report and/or letter (as the case may be) and the references to its name included herein in the form and context in which they respectively appear.

7. Binding Effect

This Document shall have the effect, if an application is made in pursuance hereof, of rendering all persons concerned bound by all of 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.

8. Bilingual Document

The English language and Chinese language versions of this Document are being published separately, in reliance upon the exemption provided in Section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

9. Miscellaneous

Save as otherwise disclosed in this section:

- (a) within the two years preceding the date of this Document, no share or loan capital of our Company or any of its subsidiaries has been issued or has been agreed to be issued fully or partly paid either for cash or for a consideration other than cash;
- (b) no share or loan capital of our Company or any of its subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;
- (c) no founder, management or deferred shares of our Company or any of its subsidiaries have been issued or have been agreed to be issued;
- (d) save for the H Shares to be [REDACTED] from the Unlisted Shares and to be issued in connection with the [REDACTED], none of the equity and debt securities of our Company or its subsidiary is presently listed or dealt in on any other stock exchange nor is any listing or permission to deal being or proposed to be sought;
- (e) our Company has no outstanding convertible debt securities or debentures; and
- (f) none of the experts listed under “— Qualifications and Consents of Experts”:
 - (i) is interested beneficially or non-beneficially in any shares in any member of our Group; or
 - (ii) has any right or option (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group save in connection with the [REDACTED].