

DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the following meanings. Certain technical terms are explained in the section headed “Glossary” in this document.

“Accountants’ report”	the accountants’ report of our Company for the Track Record Period, the text of which is set out in Appendix I to this document
“affiliate”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	the Accounting and Financial Reporting Council of Hong Kong
“Articles” or “Articles of Association”	the articles of association of our Company, as amended, which shall become effective on the [REDACTED], a summary of which is set out in Appendix V to this document
“Audit Committee”	the audit committee of the Board
“Aviation Industry Integration”	Qingdao Aviation Industry Integration Development Equity Investment Fund Partnership (L.P.) (航空產業融合發展(青島)股權投資基金合夥企業(有限合夥)), a limited partnership established in the PRC on January 27, 2021, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“Baoding Jiahe”	Baoding High Tech Zone Jiahe Equity Investment Fund Partnership Enterprise (Limited Partnership) (保定高新區嘉合股權投資基金合夥企業(有限合夥)), a limited partnership established in the PRC on December 30, 2024, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“Board” or “Board of Directors”	the board of Directors of our Company
“business day”	a day on which banks in Hong Kong are generally open for normal business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong
“CAC”	the Cyberspace Administration of China (中華人民共和國國家互聯網信息辦公室)
“CAGR”	compound annual growth rate

[REDACTED]

DEFINITIONS

[REDACTED]

“China” or “PRC”	the People’s Republic of China excluding, for the purpose of this document, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Chizhou Dongsheng Yingda”	Chizhou Dongsheng Yingda Enterprise Management Consulting Partnership (Limited Partnership) (池州東晟英達企業管理諮詢合夥企業(有限合夥)), a limited partnership established in PRC on October 15, 2021, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“CIC”	China Insights Industry Consultancy Limited, an independent professional market research and consulting company
“CIC Report”	a commissioned industry report prepared by CIC
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company,” “our Company,” or “the Company”	WYBOTICS Co.,LTD (天津望圓智能科技股份有限公司), a joint stock company established in the PRC with limited liability on December 31, 2021, or, where the context requires (as the case may be), its predecessor, Tianjin Wangyuan Environmental Protection & Technology Co., Ltd. (天津望圓環保科技有限公司), a company established in the PRC with limited liability on December 23, 2005
“Company Law” or “PRC Company Law”	the Company Law of the PRC (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time
“Controlling Shareholders”	has the meaning ascribed thereto under the Listing Rules and unless the context requires otherwise, refers to Ms. Fu, Mr. Yu, Tianjin Zhuhui, Tianjin Wangyuan, Tianjin Kanfang LP and Tianjin Wangyuan LP
“Conversion of [REDACTED]”	the conversion of [REDACTED] Shares in aggregate held by [REDACTED] existing Shareholders into [REDACTED] upon the completion of the [REDACTED]. Such conversion of [REDACTED] has been filed with the CSRC on [●], 2026 and an [REDACTED] for [REDACTED] to be [REDACTED] on the [REDACTED] has been made to the [REDACTED]

DEFINITIONS

“CSDCC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company
“Dulwich Electronic”	Dulwich Electronic Commerce Inc, a limited liability company established in the U.S. on February 1, 2024, one of our subsidiaries
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
“Filing Measures”	the Notice on Filing Management Arrangements for Overseas Listing of Domestic Enterprises (關於境內企業境外發行上市備案管理安排的通知), promulgated by the CSRC on February 17, 2023

[REDACTED]

“Group,” “our Group,” “the Group,” “we,” or “us”	the Company and its subsidiaries from time to time or, where the context so requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time
“Guosen Capital”	Guosen Capital Co., Ltd. (國信資本有限責任公司), a company established in the PRC with limited liability on June 18, 2019, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“H Share(s)”	overseas [REDACTED] foreign share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which is/are [REDACTED] and [REDACTED] in HK dollars and to be [REDACTED] on the [REDACTED]

[REDACTED]

“Hainan Haisheng”	Hainan Haisheng Jinlian Technology Investment Partnership (Limited Partnership) (海南海盛金聯科技投資合夥企業(有限合夥)), a limited partnership established in PRC on February 24, 2021, the details of which are set out in “History, Development and Corporate Structure”
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[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong dollars,” “HK dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited
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[REDACTED]

DEFINITIONS

“iFlytek Haihe”	iFlytek Haihe (Tianjin) AI Venture Capital Fund Partnership (Limited Partnership) (訊飛海河(天津)人工智能創業投資基金合夥企業(有限合夥)), a limited partnership established in PRC on April 27, 2020, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“IFRS Accounting Standards”	IFRS Accounting Standards as issued by the International Accounting Standards Board
“Independent Third Party(ies)”	any entity(ies) or person(s) who is not a connected person of our Company within the meaning of the Hong Kong Listing Rules

[REDACTED]

“Jiangsu Zijin”	Jiangsu Zijin Cultural Industry Phase II Venture Capital Fund (Limited Partnership) (江蘇紫金文化產業二期創業投資基金(有限合夥)), a limited partnership established in PRC on September 16, 2014, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“Jiashan Runxin”	Runxin (Jiashan) Equity Investment Partnership (Limited Partnership) (潤信(嘉善)股權投資合夥企業(有限合夥)), a limited partnership established in PRC on January 25, 2021, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“Latest Practicable Date”	April 15, 2026, being the latest practicable date for ascertaining certain information in this document before its publication

[REDACTED]

DEFINITIONS

[REDACTED]

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Mr. Yu”	Mr. Yu Qian (余淺), our vice chairman of the Board of Directors, executive Director and product director and one of our Controlling Shareholders
“Ms. Fu”	Ms. Fu Guilan (付桂蘭), our chairman of the Board of Directors, executive Director and one of our Controlling Shareholders
“Nanjing Runxin”	Nanjing Runxin Collaborative Small and Medium Enterprise Development Fund Partnership (Limited Partnership) (南京潤信協同中小企業發展基金合夥企業(有限合夥)) (formerly known as Small and Medium Enterprise Development Fund (Nanjing) Collaborative Partnership (Limited Partnership) (中小企業發展基金(南京)協同合夥企業(有限合夥))), a limited partnership established in PRC on April 22, 2021, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)

[REDACTED]

DEFINITIONS

[REDACTED]

“PRC Legal Advisor”	Allbright Law Offices, being the legal advisor to the Company as to the PRC laws
“Pre-[REDACTED] Investor(s)”	the investor(s) from whom our Company obtained several investments, details of which are set out in the section headed “History, Development and Corporate Structure—Pre-[REDACTED] Investments” in this document

[REDACTED]

“Qingdao Honghua”	Qingdao Honghua Qianyuan Land Private Equity Investment Fund Partnership Enterprise (Limited Partnership) (青島弘華乾元陸號私募基金合夥企業(有限合夥)), a limited partnership established in the PRC on August 21, 2025, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“Regulation S”	Regulation S under the U.S. Securities Act
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAMR”	the State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局)
“SAT”	the State Administration of Taxation (國家稅務總局)
“SCNPC”	Standing Committee of the National People’s Congress, the permanent body of the National People’s Congress of the PRC
“Securities and Futures Ordinance” or “SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“SFC”	the Securities and Futures Commission of Hong Kong
“Share(s)”	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, comprising Unlisted Shares and H Shares
“Shareholder(s)”	holder(s) of our Share(s)

[REDACTED]

[REDACTED]

“Strategy Committee” the strategy committee of the Board

“Suzhou Shenqilina” Suzhou Shenqilina Green Equity Investment Partnership (Limited Partnership) (蘇州申祺利納綠色股權投資合夥企業(有限合夥)), a limited partnership established in the PRC on November 29, 2022, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”

“Tianjin Kanfang LP” Tianjin Kanfang Enterprise Management Partnership (Limited Partnership) (天津瞰方企業管理合夥企業(有限合夥)), a limited partnership established in the PRC on August 31, 2021

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“Tianjin Shenglin”	Tianjin Shenglin Enterprise Management Partnership (Limited Partnership) (天津盛霖企業管理合夥企業(有限合夥)), a limited partnership established in PRC on October 8, 2021, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“Tianjin Teda”	Tianjin Teda Haihe Intelligent Manufacturing Industry Development Fund Partnership Enterprise (Limited Partnership) (天津泰達海河智能製造產業發展基金合夥企業(有限合夥)), a limited partnership established in the PRC on April 22, 2020, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“Tianjin Wangyuan”	Tianjin Wangyuan Industry and Trade Co., Ltd (天津望圓工貿有限責任公司), a limited liability company established in the PRC on July 1, 2004, and one of our Controlling Shareholders
“Tianjin Wangyuan LP”	Tianjin Wangyuan Enterprise Management Partnership (Limited Partnership) (天津望圓企業管理合夥企業(有限合夥)), a limited partnership established in the PRC on August 31, 2021
“Tianjin Zhuhui”	Tianjin Zhuhui Commercial Co., Ltd. (天津市竹輝商貿有限責任公司), a limited liability company established in the PRC on May 26, 1998, and one of our Controlling Shareholders
“Track Record Period”	the period consisting of the three years ended December 31, 2025
“Trial Measures”	the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Enterprises (境內企業境外發行證券和上市管理試行辦法), promulgated by the CSRC on February 17, 2023
[REDACTED]	
“United States” or the “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“Unlisted Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in Renminbi
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“US\$,” “US dollars” or “USD”	United States dollars, the lawful currency of the United States

DEFINITIONS

“WYBOTICS EUROPE”	WYBOTICS EUROPE, a limited liability company established in the France on September 8, 2022, one of our subsidiaries
“WYBOTICS HONGKONG”	WYBOTICS HONGKONG COMPANY LIMITED (望圓科技(香港)有限公司), a limited liability company established in the Hong Kong on September 28, 2022, one of our subsidiaries
“Wybotics Inc”	Wybotics Inc, a limited liability company established in the U.S. on September 12, 2022, one of our subsidiaries
“Yida No. 2”	Jiangsu Gaotou Yida Small and Medium Enterprise No. 2 Venture Capital Partnership (Limited Partnership) (江蘇高投毅達中小貳號創業投資合夥企業(有限合夥)) (formerly previously known as Small and Medium Enterprise Development Fund (Jiangsu Limited Partnership No. 2) (中小企業發展基金(江蘇有限合夥貳號))), a limited partnership established in PRC on September 18, 2021, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“Yida Xinhai”	Jiangsu Yida Xinhai Venture Capital Fund (Limited Partnership) (江蘇毅達鑫海創業投資基金(有限合夥)), a limited partnership established in PRC on June 28, 2017, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“Yiyi Hygiene”	Tianjin Yiyi Hygiene Products Co., Ltd. (天津市依依衛生用品股份有限公司), a limited liability company established in PRC on May 10, 1990, one of our Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“%”	Percent

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

Certain amounts and percentage figures included in this document have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart between the total shown and the sum of the amounts listed are due to rounding.

For ease of reference, the names of Chinese laws and regulations, governmental authorities, institutions, natural persons or entities have been included in this document in both the Chinese and English languages; the English versions are for identification purposes only and in the event of any inconsistency, the Chinese versions shall prevail.