

## APPENDIX IV

## STATUTORY AND GENERAL INFORMATION

### A. FURTHER INFORMATION ABOUT OUR GROUP

#### 1. Incorporation of our Company

Our Company was incorporated in the PRC as a limited liability company on August 27, 2014 and was converted to a joint stock liability company with limited liability on July 23, 2020 under the PRC Company Law.

We have established a principal place of business in Hong Kong at Room 1910, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong and have been registered with the Registrar of Companies in Hong Kong as a non-Hong Kong company under Part 16 of the Companies Ordinance on July 25, 2025. Ms. Yeung Siu Lam (楊兆琳) has been appointed as one of the authorized representatives of our Company for the acceptance of service of process and notices in Hong Kong, whose correspondence address is the same as our principal place of business in Hong Kong.

As our Company was incorporated in the PRC, our corporate structure and Articles of Association are subject to the relevant PRC Law. A summary of the relevant PRC Law and of the Articles of Association is set out in “Regulatory Overview” and Appendix III, respectively.

#### 2. Changes in Share Capital of our Company

When our Company was converted into a joint stock liability company with limited liability under the PRC Company Law, our initial registered capital was RMB220,375,820, divided into 220,375,820, Shares with a nominal value of RMB1.00 each.

On July 23, 2025, the share capital of our Company increased from RMB355,133,720 to RMB358,826,660, comprising 358,826,660 A Shares with a nominal value of RMB1.00 each.

On January 20, 2026, the share capital of our Company increased from RMB358,826,660 to RMB359,603,380, comprising 359,603,380 A Shares with a nominal value of RMB1.00 each.

For further details, see “History, Development and Corporate Structure.” Save as aforesaid, as of the Latest Practicable Date, there has been no alteration in our share capital within two years immediately preceding the date of this document.

#### 3. Changes in Share Capital of our Subsidiaries

Our subsidiaries are referred to in Note 1 to Part II of the Accountants’ Report, the text of which is set out in Appendix I to this document. Save for the subsidiaries mentioned in the Accountants’ Report, we do not have any other subsidiaries. The following subsidiaries have been incorporated within the two years immediately preceding the date of this document:

<u>Name of Subsidiary</u>	<u>Place of Incorporation</u>	<u>Date of Incorporation</u>
Dr. LookAi .....	PRC	July 29, 2024
Shenzhen Lifei Zhiwen Technologies Co., Ltd. (深圳市勵飛智文科技有限公司).....	PRC	September 21, 2024

There have been no alterations in the share capital of our subsidiaries within the two years immediately preceding the date of this document.

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### 4. Resolutions of our Shareholders Passed on July 28, 2025

Pursuant to a general meeting held on July 28, 2025, among other things, our Shareholders resolved to approve the following:

- (a) the [REDACTED] by our Company of H Shares of nominal value of RMB1.00 each and such H Shares will be [REDACTED] on the [REDACTED];
- (b) the number of H Shares to be [REDACTED] shall not be more than [REDACTED]% of the total issued share capital of our Company as enlarged by the [REDACTED], and the grant to the [REDACTED] (or their representatives) of the [REDACTED] of not more than [REDACTED]% of the number of H Shares issued pursuant to the [REDACTED];
- (c) subject to the completion of the [REDACTED], the adoption of the Articles of Association which shall become effective on the [REDACTED]; and
- (d) authorization of the Board and/or its authorized persons to handle relevant matters relating to the [REDACTED], including but not limited to the issue and the [REDACTED] of the H Shares.

### 5. Share Incentive Schemes

The following is a summary of the principal terms of the Share Incentive Schemes currently being implemented by our Company, including 2023 Restricted A Shares Incentive Scheme and 2025 Restricted A Shares Incentive Scheme. The terms of Share Incentive Schemes do not involve any grant of restricted A Shares by our Company after the [REDACTED] and are not subject to the provisions of Chapter 17 of the Listing Rules. The terms of the Share Incentive Schemes are summarized below.

#### (a) Purpose

The purposes of the 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 2023 Restricted A Shares Incentive Scheme is 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.

#### (b) Administration

The Restricted A Shares Incentive Scheme is subject to the approval of the Shareholders' meeting, the administration of our Board and independent Directors of our Company.

#### (c) Participants

The scope of the eligible participants of the Share Incentive Schemes include Directors, senior management, core technical personnel and other personnel deemed suitable for incentives by the Board, and shall not include the independent non-executive Directors, supervisors and any Shareholders or actual controllers who individually or in aggregate holding 5% or more Shares of our Company, together with their spouses, parents and children, and shall not include the foreign employee.

#### (d) Mandate Limit

The Share Incentive Schemes are granted in the form of restricted A Shares. The total number of underlying Shares which may be issued upon exercise of all A Shares granted under the 2023 Restricted A Shares Incentive Scheme and 2025 Restricted Share Incentive Scheme shall be 11,061,600 and 3,976,100 A Shares, respectively.

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### *(e) Maximum Entitlement of a Grantee*

Any grant of restricted A Shares to any grantees in respect of all the restricted A Shares granted to such person under the Share Incentive Schemes in aggregate shall not exceed 1% of the Shares in issue at the time of the announcement of the Share Incentive Schemes.

### *(f) Duration of the Share Incentives*

The grant date of the Share Incentive Schemes shall be determined by the Board after the approval of the 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 Shenzhen Stock Exchange.

The term of the Share Incentive Schemes shall commence from the date of grant of the Share Incentives under the Share Incentive Schemes and continue until the Share Incentives are fully vested or lapsed, whichever is earlier. This term shall not exceed 48 months, as applicable.

### *(g) Conditions to the Grant of Restricted A Shares*

The restricted A Shares under the Share Incentive Schemes will only be vested if the following conditions are fulfilled:

- (1) with respect to our Company, none of the following circumstances having occurred:
  - (i) an audit report with an adverse opinion or a disclaimer of opinion has been issued by the reporting accountants with respect to our Company's accountants' report for the most recent fiscal year;
  - (ii) an audit report with an adverse opinion or a disclaimer of opinion has been issued by the reporting accountant with respect to internal control contained in accountants' report for the most recent fiscal year;
  - (iii) our Company has not distributed dividends in accordance with the laws and regulations, our Articles of Association or our public commitment within the last 36 months after its [REDACTED];
  - (iv) applicable laws and regulations prohibit the implementation of any share incentive scheme; or
  - (v) any other circumstances determined by the CSRC.
- (2) with respect to the grantee, none of the following circumstances having occurred:
  - (i) the grantee has been regarded as an inappropriate person by the stock exchange within the last 12 months;
  - (ii) the grantee has been regarded as an inappropriate person by the CSRC or its local office within the last 12 months;
  - (iii) the grantee has been punished 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;
  - (iv) the grantee is not qualified to serve as a director or senior management according to the PRC Company Law;

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- (v) the grantee is prohibited from participating in any share incentive plan of listed companies according to applicable laws and regulations; or
- (vi) any other circumstances determined by the CSRC.

### **(h) Vesting of Restricted Shares**

The restricted A Shares will only be vested when (i) the conditions set out under paragraph (f) above are fulfilled; (ii) the grantee has served our Group for more than 12 months; and (iii) the annual assessment and performance targets as set out under the Share Incentive Schemes are achieved.

The restricted A Shares will be vested in accordance with the vesting schedule as set out under the Share Incentive Schemes as follows:

- (i) with respect to the first batch grant of restricted A Shares, vested in tranches of 50% and 50% in vesting periods that occur (a) between the first trading date after 18 months from the date of grant and the last trading day up to 30 months from the date of grant; and (b) between the first trading date after 30 months from the date of grant and the last trading day up to 42 months from the date of grant, respectively; and
- (ii) with respect to the grant of the remaining restricted A Shares, vested in tranches of 50% and 50% in vesting periods that occur (a) between the first trading date after 12 months from the date of grant and the last trading day up to 24 months from the date of grant; and (b) between the first trading date after 24 months from the date of grant and the last trading day up to 36 months from the date of grant, respectively.

Our Company may void the granted but unvested restricted A Shares upon occurrence of certain events as set out in the Share Incentive Schemes, including but not limited to the termination of employment of the grantees with our Company.

### **(i) Lock-up Arrangements**

The lock-up arrangements under the Share Incentive Schemes are determined according to the Articles of Association and applicable PRC laws and regulations:

- (i) 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 of our Company within six months of the sale, 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 Share Incentive Schemes, the grantee shall comply with the amended laws and regulations and the Articles of Association.

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**(j) Adjustments**

Subject to the other terms and conditions contained in the Share Incentive Schemes, the number and/or grant price of granted Share Incentives may be adjusted upon the occurrence of certain events, including, among others, increase of share capital by way of capitalization of capital reserves, issue of bonus shares, subdivision of shares and issue of new shares.

**(k) Outstanding Restricted A Shares**

**(i) 2023 Restricted A Shares Incentive Scheme**

As of the Latest Practicable Date, an aggregate of 4,708,400 outstanding restricted A Shares, representing approximately [REDACTED]% of the total issued Shares immediately following completion of the [REDACTED] (assuming the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Share Incentive Schemes), were granted to a total of 204 participants. An aggregate of 700,000 restricted A Shares were granted to six of our Directors, senior management members and/or other connected persons, and the remaining 4,008,400 outstanding restricted A Shares were granted to 198 other eligible participants, who are employees of our Company. Assuming full vesting of all outstanding restricted A Shares granted under the 2023 Restricted A Shares Incentive Scheme, the shareholding of our Shareholders and our earning per Share immediately following completion of the [REDACTED] will be diluted by approximately [REDACTED]% (assuming (i) the underlying A Shares of all outstanding restricted Shares are A Shares issued by our Company, instead of repurchased from secondary market and (ii) the [REDACTED] is not exercised). The following table sets forth the number of restricted A Shares granted to our Directors and senior management members pursuant to the 2023 restricted A Shares Incentive Scheme as of the Latest Practicable Date:

Name of participants	Position held with our Company	Number of restricted A Shares granted	Date of Grant	Grant Price	Vesting period	Approximate % of Share Capital of Our Company Immediately after Completion of the [REDACTED] (assuming that the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Share Incentive Schemes) <sup>(1)</sup>
<b>Directors</b>						
Deng Haoran . . . . .	Executive Director, chief financial officer and Board secretary	400,000	December 6, 2023	RMB28.14	Note 2	[REDACTED]
Li Jianwen . . . . .	Executive Director	50,000	December 6, 2023	RMB28.14	Note 2	[REDACTED]
<b>Senior management</b>						
Li Aijun . . . . .	Deputy general manager	50,000	December 6, 2023	RMB28.14	Note 2	[REDACTED]
Cheng Bing . . . . .	Deputy general manager	50,000	December 6, 2023	RMB28.14	Note 2	[REDACTED]
Wang Lei . . . . .	Deputy general manager	100,000	December 6, 2023	RMB28.14	Note 2	[REDACTED]
Zheng Wenxian . . . . .	Deputy general manager	50,000	December 6, 2023	RMB28.14	Note 2	[REDACTED]

Note:

(1) The calculation is based on the assumption that the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Shares Incentive Schemes.

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- (2) These restricted A Shares granted under the 2023 Restricted A Shares Incentive Scheme shall be vested in tranches of 50% and 50% in vesting periods that occur (a) between the first trading date after 18 months from the date of grant and the last trading day up to 30 months from the date of grant; and (b) between the first trading date after 30 months from the date of grant and the last trading day up to 42 months from the date of grant, respectively.

As of the Latest Practicable Date, other than the six individuals who were our Directors, senior management members and/or other connected persons of our Company disclosed above, no restricted A Shares were granted to any Directors, senior management members and/or other connected persons of our Company under the 2023 Restricted A Shares Incentive Scheme.

Save for the six grantees disclosed above, the remaining 198 grantees who were not our Directors, senior management members or other connected persons of our Company, were granted an aggregate of 4,008,400 outstanding restricted A Shares, representing approximately 1.11% of the total issued share capital of our Company as of the Latest Practicable Date and [REDACTED]% of the total issued share capital of our Company immediately after the completion of the [REDACTED] (assuming that the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Share Incentive Schemes).

(ii) 2025 Restricted A Shares Incentive Scheme

As of the Latest Practicable Date, an aggregate of 3,180,900 restricted A Shares, representing approximately [REDACTED]% of the total issued Shares immediately following completion of the [REDACTED] (assuming the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Share Incentive Schemes), were granted to a total of 105 participants. An aggregate of 300,000 restricted A Shares were granted to one of our senior management members and/or other connected persons, and the remaining 2,880,900 restricted A Shares were granted to 104 other eligible participants, who are employees of our Company. Under the 2025 Restricted A Shares Incentive Scheme of our Company, an aggregate of 795,200 restricted A shares remain ungranted. Such ungranted shares will be allocated at a later date, representing approximately [REDACTED]% of the total issued Shares immediately following the completion of the [REDACTED]. Assuming full vesting of all outstanding restricted A Shares granted under the 2025 Restricted A Shares Incentive Scheme, the shareholding of our Shareholders and our earning per Share immediately following completion of the [REDACTED] will be diluted by approximately [REDACTED]% (assuming (i) the underlying A Shares of all outstanding restricted Shares are A Shares issued by our Company, instead of repurchased from secondary market and (ii) the [REDACTED] is not exercised). The following table sets forth the number of restricted A Shares granted to our Directors and senior management members pursuant to the 2025 restricted A Shares Incentive Scheme as of the submission date of this document:

Name of participants	Position held with our Company	Number of restricted A Shares granted	Date of Grant	Grant Price	Vesting period	Approximate % of Share Capital of Our Company Immediately after Completion of the [REDACTED] (assuming that the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Shares Incentive Schemes) <sup>(1)</sup>
Li Aijun . . . . .	Deputy general manager	300,000	December 1, 2025	RMB39.35	Note 2	[REDACTED]

Notes:

- (1) The calculation is based on the assumption that the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Share Incentive Schemes.
- (2) These restricted A Shares granted under the 2025 Restricted A Shares Incentive Scheme shall be vested in tranches of 50% and 50% in vesting periods that occur (a) between the first trading date after 12 months from the date of grant and the last trading day up to 24 months from the date of grant; and (b) between the first trading date after 24 months from the date of grant and the last trading day up to 36 months from the date of grant, respectively.

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As of the Latest Practicable Date, other than the one individual who were our Directors, senior management members and/or other connected persons of our Company disclosed above, no restricted A Shares were granted to any Directors, senior management members and/or other connected persons of our Company under the 2025 Restricted A Shares Incentive Scheme.

Save for the one grantee disclosed above, the remaining 104 grantees who were not our Directors, senior management members or other connected persons of our Company, were granted an aggregate of 2,880,900 restricted A Shares, representing approximately 0.80% of the total issued share capital of our Company Latest Practicable Date, and [REDACTED]% of the total issued share capital of our Company immediately after the completion of the [REDACTED] (assuming that the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Share Incentive Schemes).

### B. FURTHER INFORMATION ABOUT OUR BUSINESS

#### 1. Summary of Material Contracts

The following contracts (not being contracts in the ordinary course of business) have been entered into by members of our Group within two years preceding the date of this document:

- (a) the share purchase agreement dated March 22, 2024 entered into by and among our Company, D-infuture Tech, Ms. Wang Qian (王茜) and Mr. Zhang Hao (張昊), pursuant to which our Company agreed to purchase 100% equity interest in D-infuture Tech from Ms. Wang Qian at a consideration of RMB180 million;
- (b) [REDACTED]; and
- (c) [•]

#### 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	Place of registration	Registered owner	Trademark	Class	Registration number	Expiry date
1	PRC	Our Company	舜目AI模盒	42	79724711	February 6, 2035
2	PRC	Our Company	云天智巡	09	78588910	February 6, 2035
3	PRC	Our Company	云天智联	09	78573566	February 6, 2035
4	PRC	Our Company	云天深海	42	60599871	April 27, 2032
5	PRC	Our Company	云天天舟	36	60599728	April 27, 2032
6	PRC	Our Company	云天天衡	36	60596804	April 27, 2032

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No	Place of registration	Registered owner	Trademark	Class	Registration number	Expiry date
7	PRC	Our Company	云天图	35	60596687	July 6, 2032
8	PRC	Our Company	云天穹	38	60594909	April 27, 2032
9	PRC	Our Company	云天海鸥	36	60594269	April 27, 2032
10	PRC	Our Company	云天深邃	09	60594169	April 27, 2032
11	PRC	Our Company	云天天书	38	60593839	April 27, 2032
12	PRC	Our Company	云天深智	45	60592862	April 27, 2032
13	PRC	Our Company	云天天仪	38	60591391	April 27, 2032
14	PRC	Our Company	云天深迹	45	60586634	April 27, 2032
15	PRC	Our Company	<i>DeepML</i>	09	52465659	December 20, 2031
16	PRC	Our Company	intellifusion	09	45986686	January 20, 2031
17	PRC	Our Company	<i>DeepEdge</i>	45	41299368	May 27, 2030
18	PRC	Our Company	云天励飞	10	40781136	April 13, 2030
19	PRC	Our Company	intellifusion 云天励飞	09	40776891	June 27, 2030
20	PRC	Our Company	商瓴 Vestor Building	36	38693344	March 6, 2030
21	PRC	Our Company	商筠 Vestor Dook	35	36674445	September 27, 2030
22	PRC	Our Company	云天深目	41	30033668	February 27, 2029
23	PRC	Our Company		07	29688993	February 6, 2029
24	PRC	Our Company	<i>DeepEye</i>	45	26229229	September 27, 2028

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No	Place of registration	Registered owner	Trademark	Class	Registration number	Expiry date
25	PRC	Our Company		37	26229186	September 27, 2028
26	Hong Kong	Our Company		09, 16, 42	306922918	June 5, 2035

**(b) Domain Name**

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

No.	Registered owner	Domain name	Date of approval
1.	Our Company . . . . .	intellif.com	November 23, 2013
2.	Dr. LookAi . . . . .	drlookai.com	September 11, 2024
3.	D-infuture Tech . . . . .	szqiancheng.cn	October 8, 2024

**(c) Patents**

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

No.	Patent	Place of registration	Registered owner	Registration number	Application date
1	Convolution calculation methods, systems, equipment and storage media (卷積計算方法、系統、設備及存儲介質)	PRC	Our Company	2021109976226	August 27, 2021
2	A data management method, neural network processor and terminal equipment (一種數據管理方法、神經網絡處理器和終端設備)	PRC	Our Company	2020105908441	June 24, 2020
3	Memory access methods, devices, electronic equipment and storage media (存儲器的訪問方法、裝置、電子設備和存儲介質)	PRC	Our Company	2021116204899	December 27, 2021
4	The invention relates to a neural network operation method and related equipment (神經網絡運算方法及相關設備)	PRC	Our Company	2020106023074	June 28, 2020
5	Neural network computing device (神經網絡計算裝置)	PRC	Our Company	2020107199007	July 22, 2020
6	Convolution calculation method, device, equipment and storage medium (卷積計算方法、裝置、設備及存儲介質)	PRC	Our Company	2019114256745	December 31, 2019
7	Image analysis method based on convolutional neural network and related equipment (基於卷積神經網絡的圖像分析方法及相關設備)	PRC	Our Company	2020100157446	January 7, 2020
8	Image recognition neural network processing methods, devices and systems (圖像識別神經網絡處理方法、裝置與系統)	PRC	Our Company	2019114257979	December 31, 2019

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No.	Patent	Place of registration	Registered owner	Registration number	Application date
9	Method and device for realizing full connection layer, electronic equipment and computer readable storage medium (一種全連接層的實現方法、裝置、電子設備及計算機可讀存儲介質)	PRC	Our Company	2018113757427	November 19, 2018
10	The invention discloses a neural network processor and a control method thereof (一種神經網絡處理器及其控制方法)	PRC	Our Company	2019114034523	December 27, 2019
11	Processing element, apparatus and method for implementing convolution operation (用於實現卷積運算的處理元件、裝置和方法)	PRC	Our Company	2018113034428	November 2, 2018
12	Data stream operation method, processor and computer storage medium (數據流操作方法、處理器和計算機存儲介質)	PRC	Our Company	2018113034413	November 2, 2018
13	Calculation method of sparse neural network and related product (稀疏神經網絡的計算方法及相關產品)	PRC	Our Company	2017114806290	December 29, 2017
14	Hardware system and electronic device (硬件系統和電子設備)	PRC	Our Company	201811056568X	September 11, 2018
15	Data compression method and related device (數據壓縮方法及相關裝置)	PRC	Our Company	2018116413252	December 29, 2018
16	Image processing method Apparatus, electronic apparatus, and computer-readable storage medium (圖像處理方法、裝置、電子設備及計算機可讀存儲介質)	PRC	Our Company	2020110768338	October 10, 2020
17	Artificial intelligence computing device and related products (人工智能計算裝置及相關產品)	PRC	Our Company	2017114842282	December 29, 2017
18	Gradient updating method of image processing model Device and system (圖像處理模型的梯度更新方法、裝置及系統)	PRC	Our Company	202011064730X	September 30, 2020
19	Artificial intelligence device (人工智能裝置)	PRC	Our Company	2019111156868	November 14, 2019
20	Algorithm program loading method and related device (一種算法程序加載的方法及相關裝置)	PRC	Our Company	2018116417906	December 29, 2018

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**(d) Software Copyrights**

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

No.	Software Name	Owner	Registration No.	Date of Registration
1	Intellifusion Urban Governance Multi-Modal Large Model City Diagnosis Platform V1.0 (雲天勵飛城市治理多模態大模型城市體檢平台V1.0) . . . . .	Our Company	2025SR0542040	March 28, 2025
2	Intellifusion Video Patrol Application System Software V1.0.0 (雲天勵飛視頻巡邏應用系統軟件V1.0.0) . . . . .	Our Company	2024SR1583205	October 22, 2024
3	Intellifusion Digital Government Affairs Large Model Software V1.0.2 (雲天勵飛數字政務大模型軟件V1.0.2) . . . . .	Our Company	2024SR1271058	August 29, 2024
4	Intellifusion IFMind Large Mode Platform Software V1.0 (雲天勵飛天書大模型平台軟件V1.0) . . . . .	Our Company	2024SR0945553	July 5, 2024
5	Intellifusion All-things Recognition Application Platform Software V1.0.0 (雲天勵飛萬物識別應用平台軟件V1.0.0) . . . . .	Our Company	2024SR0110095	January 16, 2024
6	Intellifusion Intelligent Surveillance Intelligent Analysis System V1.0.0 (雲天勵飛智慧監所智能分析系統V1.0.0) . . . . .	Our Company	2024SR0020271	January 3, 2024
7	Intellifusion Smart Police Workstation Software V1.0.1 (雲天勵飛智慧警務工作台軟件V1.0.1) . . . . .	Our Company	2024SR0017499	January 3, 2024
8	Intellifusion Electric Vehicle Management Software V1.0.4 (雲天勵飛電動車管理軟件V1.0.4) . . . . .	Our Company	2024SR0017548	January 3, 2024
9	Intellifusion Smart Supervision Software V1.0.1 (雲天勵飛智慧督查軟件V1.0.1) . . . . .	Our Company	2024SR0017523	January 3, 2024
10	Intellifusion Smart Inspection Industry Platform Software V1.0 (雲天勵飛智慧巡檢行業平台軟件V1.0)	Our Company	2023SR1668800	December 18, 2023
11	Intellifusion Intelligent Edge Box Platform V2.1 (雲天勵飛智能邊緣網關平台V2.1) . . . . .	Our Company	2023SR0401532	March 27, 2023
12	Intellifusion DeepOcean Foundation Application Platform V1.0.0 (雲天勵飛深海基礎應用平台V1.0.0)	Our Company	2021SR1673641	November 9, 2021
13	Intellifusion Neural Network Processor Chip Development Kit Software V1.0 (雲天勵飛神經網絡處理器芯片開發套件軟件V1.0) . . . . .	Our Company	2021SR1569529	October 27, 2021
14	Intellifusion Algorithm Repository Software V1.0 (雲天勵飛算法倉庫軟件V1.0) . . . . .	Our Company	2021SR0461623	March 29, 2021
15	Intellifusion Intelligent Transportation Smart Passenger Flow OD Analysis Software System V1.0 (雲天勵飛智慧交通智能客流OD分析軟件系統V1.0) . . . . .	Our Company	2021SR0107817	January 20, 2021
16	Intellifusion Facial Retrieval System Software V2.0 (雲天勵飛人臉檢索系統軟件V2.0) . . . . .	Our Company	2019SR1447983	December 27, 2019

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No.	Software Name	Owner	Registration No.	Date of Registration
17	Intellifusion Surveillance Application Unit Software V2.0 (雲天勵飛布控應用單元軟件V2.0) . . . . .	Our Company	2019SR1330545	December 10, 2019
18	Intellifusion Vehicle Structuring Algorithm Software V1.0 (雲天勵飛車輛結構化算法軟件V1.0) . . . . .	Our Company	2019SR0279820	March 26, 2019
19	Intellifusion Video Image Database Software V1.0 (雲天勵飛視頻圖像信息數據庫軟件V1.0) . . . . .	Our Company	2019SR0247936	March 14, 2019
20	Intellifusion Individual Profile Management Software V1.0 (雲天勵飛一人一檔管理軟件V1.0) . . . . .	Our Company	2019SR0245420	March 13, 2019
21	Intellifusion Video Structuring System Software V1.0 (雲天勵飛視頻結構化系統軟件V1.0) . . . . .	Our Company	2019SR0244431	March 13, 2019
22	Intellifusion Facial Recognition Algorithm Software V1.0 (雲天勵飛人臉識別算法軟件V1.0) . . . . .	Our Company	2018SR876395	November 1, 2018
23	Intellifusion Safe Campus Facial Recognition System Software V1.0 (雲天勵飛平安校園人臉識別系統軟件V1.0) . . . . .	Our Company	2018SR718244	September 6, 2018
24	Intellifusion Portrait Search Engine Software V1.0 (雲天勵飛人像搜索引擎軟節點軟件V1.0) . . . . .	Our Company	2017SR470755	August 25, 2017
25	Intellifusion Portrait Structuring Engine Software V1.0 (雲天勵飛人像結構化引擎軟節點軟件V1.0) . . . . .	Our Company	2017SR470603	August 25, 2017
26	Intellifusion Video Stream Structuring Engine Software V1.0 (雲天勵飛視頻流結構化引擎軟節點軟件V1.0) . . . . .	Our Company	2017SR464636	August 22, 2017
27	Intellifusion Streaming Media Unit Software V1.0 (雲天勵飛流媒體單元軟件V1.0) . . . . .	Our Company	2017SR463137	August 22, 2017
28	Intellifusion Data Mining Engine Software V1.0 (雲天勵飛數據挖掘引擎軟節點軟件V1.0) . . . . .	Our Company	2017SR464090	August 22, 2017
29	Intellifusion Facial Recognition System Software V1.0 (雲天勵飛人臉識別系統軟件V1.0) . . . . .	Our Company	2016SR323820	November 9, 2016
30	Intellifusion Facial Retrieval System Software V1.0 (雲天勵飛人臉檢索系統軟件V1.0) . . . . .	Our Company	2016SR288921	October 11, 2016

APPENDIX IV

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C. FURTHER INFORMATION ABOUT OUR DIRECTORS, CHIEF EXECUTIVE AND SUBSTANTIAL SHAREHOLDERS

1. Disclosure of Interests

(a) *Interests of our Directors and the Chief Executive of our Company*

Immediately following the completion of the [REDACTED] (assuming that the [REDACTED] is not exercised and no additional Shares are issued pursuant to our 2023 Restricted A Shares Incentive Scheme), the interests and/or short positions (as applicable) of the Directors and the chief executive of the 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 (i) will have to be notified to our Company and the Hong Kong 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), (ii) will be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein or (iii) 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 [REDACTED], in each case once the H Shares are [REDACTED] on the [REDACTED], will be as follows:

Name of Director or chief executive	Nature of interest	Description of Shares	Number of A Shares directly or indirectly held <sup>(1)</sup>	Approximate percentage of interest in our Company as of the Latest Practicable Date and immediately prior to the [REDACTED] <sup>(2)</sup>	Approximate percentage of shareholding in the total issued and outstanding share capital of our Company immediately following the completion of the [REDACTED] <sup>(3)</sup>
Dr. Chen . . . . .	Beneficial interest	A Shares	83,672,080	23.27%	[REDACTED]
	Interest in controlled corporation <sup>(4)</sup>	A Shares	6,083,700	1.69%	[REDACTED]
Mr. Deng Haoran . . . . .	Beneficial owner <sup>(5)</sup>	A Shares	700,000	0.22%	[REDACTED]
Mr. Li Jianwen . . . . .	Beneficial owner <sup>(6)</sup>	A Shares	50,000	0.01%	[REDACTED]
	Interest in controlled corporation <sup>(7)</sup>	A Shares	5,920,350	1.65%	[REDACTED]

Notes:

- (1) All interests stated are long positions.
- (2) The calculation is based on the total number of Shares in issued as of the Latest Practicable Date.
- (3) The calculation is based on the assumption that the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Share Incentive Schemes.
- (4) As of the Latest Practicable Date, Mingde Zhiyuan is wholly owned by Dr. Chen. Therefore, Dr. Chen is deemed to be interested in all Shares held by Mingde Zhiyuan.
- (5) Mr. Deng Haoran was granted 400,000 restricted A Shares under the 2023 Restricted A Shares Incentive Scheme subject to the conditions thereof and 300,000 A Shares held by him.
- (6) Mr. Li Jianwen was granted 50,000 restricted A Shares under the 2023 Restricted A Shares Incentive Scheme subject to the conditions thereof.
- (7) As of the Latest Practicable Date, the general partner of Shenzhen Yuntian Chuangxiang II was Mr. Li Jianwen. Therefore, Mr. Li Jianwen is deemed to be interested in all Shares held by Shenzhen Yuntian Chuangxiang II.

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### **(b) *Interests of the Substantial Shareholders***

For information on the persons who will, immediately following the completion of the [REDACTED] (assuming that the [REDACTED] is not exercised), have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to us and the [REDACTED] under the provisions of [REDACTED] of the SFO, or who will directly and/or indirectly, be interested in 10% or more of the nominal value of any class of share capital carrying the rights to vote in all circumstances at general meetings of our Company, see “Substantial Shareholders.” Save as disclosed in “Substantial Shareholders,” our Directors and the chief executive of our Company are not aware of any person, not being a Director or chief executive of our Company, who has an interest or short position in our Shares, underlying Shares or debentures of our Company which, once our H Shares are [REDACTED], would have to be disclosed to us under the provisions of [REDACTED] of the SFO, or who is, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of our Company.

### **2. Directors’ Service Contracts and Letters of Appointment**

We [have entered] into a service contract or letter of appointment with each of our Directors. The principal particulars of these service contracts and letters of appointment include (i) the term of service, and (ii) are subject to termination in accordance with their respective terms. The service contracts and letters of appointment may be renewed in accordance with our Articles of Association and the applicable Listing Rules.

Save as disclosed above, none of the Directors has entered into any service contracts or letters of appointment as a director with any member of the Group (excluding contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation)).

### **3. Remuneration of Directors**

See “Directors and Senior Management” and Note 9 to the Accountants’ Report in Appendix I to this document for the remuneration or benefits in kind of our Directors for the three years ended December 31, 2025.

No remuneration was paid by the Company to the Directors or the five highest paid individuals as inducement to join or upon joining the Company or as a compensation for loss of office during the Track Record Period. Furthermore, none of the Directors had waived or agreed to waive any remuneration during the Track Record Period.

### **4. Directors’ Competing Interests**

Saved as disclosed in “Directors and Senior Management—Non-Competition”, 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.

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### 5. Disclaimers

Save as disclosed in this document:

- (a) none of our Directors or chief executive of our Company has any interests or short positions 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 be required to be notified to our Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which he is taken or deemed to have taken 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 in that section, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers, to be notified to our Company and the Hong Kong Stock Exchange, once the Shares are [REDACTED] on the Hong Kong Stock Exchange;
- (b) so far as is known to any Director or chief executive of our Company, no person has an interest or short position in the Shares and underlying Shares which would fall to be disclosed to our Company and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or is, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of our Group;
- (c) none of our Directors nor any of the persons listed in “—D. Other Information—5. Qualification of Experts” below is interested in the promotion of, or in any assets which have been, within the two years immediately preceding the issue 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;
- (d) none of our Directors nor any of the persons listed in “—D. Other Information—5. Qualification of Experts” below is materially interested in any contract or arrangement with our Group subsisting at the date of this document which is unusual in its nature or conditions or which is significant in relation to the business of our Group as a whole;
- (e) save in connection with the [REDACTED], none of the persons listed in “—D. Other Information—5. Qualification of Experts” below 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;
- (f) none of our Directors has entered or has proposed to enter into any service agreements with our Company or any member of our Group (other than contracts expiring or determinable by the employer within one year without payment of compensation other than statutory compensation); and
- (g) save as contemplated under the [REDACTED], none of our Directors, their respective associates (as defined under the Listing Rules), or Shareholders who are interested in more than 5% of the issued share capital of our Company has any interest in our Company’s five largest customers and five largest suppliers.

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### D. OTHER INFORMATION

#### 1. Estate Duty

Our Directors have been advised that no material liability for estate duty under the PRC laws is likely to fall on our Company or its subsidiaries.

#### 2. Litigation

As of the Latest Practicable Date, save as disclosed in this document, no member of our Group was engaged in any litigation, arbitration or claim of material importance, and no litigation, arbitration or claim of material importance was known to our Directors to be pending or threatened by or against our Group, that would have a material adverse effect on its business, financial condition or results of operations.

#### 3. Joint Sponsors

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

The Joint Sponsors will receive an aggregate fee of approximately US\$1.2 million for acting as the sponsors for the [REDACTED].

#### 4. Material Adverse Change

Our Company did not incur any material preliminary expenses. Our Directors confirm that, up to the date of this document and other than disclosed in “Summary—Recent Development and No Material Adverse Change,” there has been no material adverse change in the financial or trading position or prospects of our Group since December 31, 2024 (being the date to which the latest audited consolidated financial statements of our Group were prepared).

#### 5. Qualifications of Experts

The qualifications of the experts (as defined under the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance) who have given their opinions and/or advice in this Document are as follows:

<u>Name</u>	<u>Qualification</u>
Huatai Financial Holdings (Hong Kong) Limited . . . . .	Licensed corporation under the SFO to conduct type 1 (dealing in securities), type 2 (dealing in futures contracts), type 3 (leverage foreign exchange trading), type 4 (advising on securities), type 6 (advising on corporate finance), type 7 (providing automated trading services) and type 9 (asset management) regulated activities
CITIC Securities (Hong Kong) Limited . . . . .	Licensed corporation to conduct Type 4 (advising on securities) and Type 6 (advising on corporate finance) regulated activities under the SFO
CMB International Capital Limited . . . . .	Licensed corporation under the SFO to conduct type 1 (dealing in securities) and type 6 (advising on corporate finance)
Baker Tilly Hong Kong Limited . . . . .	Certified public accountants, and Public Interest Entity Auditor registered in accordance with the Accounting and Financial Reporting Council Ordinance

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<u>Name</u>	<u>Qualification</u>
King & Wood .....	PRC Legal Advisor
Commerce and Finance Law Offices LLP .....	Legal advisor as to International Sanctions law to our Company
China Insights Industry Consultancy Limited .....	Independent industry consultant

### 6. Consents and Interests of Experts

Each of the experts as referred to in “—D. Other Information—5. Qualification of Experts” has given and has not withdrawn their respective written consents to the issue of this document with the inclusion of their reports and/or letters and/or legal opinion (as the case may be) and references to their names included in the form and context in which it respectively appears.

None of the experts named above has any shareholding interests in our Company or any of our subsidiaries or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in our Company or any of our subsidiaries.

### 7. Promoters

The promoters of our Company are all then 47 Shareholders of our Company as of July 21, 2020 before our conversion into a joint stock company.

Within the two years immediately preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given nor are any proposed to be paid, allotted or given to any promoters in connection with the [REDACTED] and the related transactions described in this document.

### 8. Preliminary Expenses

We have not incurred any material preliminary expense.

### 9. 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 penalty provisions) of sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance so far as applicable.

### 10. 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 (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

### 11. Taxation of Holders of H Shares

#### (1) Hong Kong

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty. The current rate charged on each of the purchaser and seller is 0.1% of the consideration or, if higher, the fair value of the H Shares being sold or transferred.

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### (2) *Consultation with Professional Advisors*

Potential investors in [REDACTED] are urged to consult their professional tax advisors if they are in any doubt as to the taxation implications of subscribing for, purchasing, holding or disposing of or dealing in our H Shares (or exercising rights attached to them). None of our Company, our Directors, the Joint Sponsors, the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], or any other person or party involved in the [REDACTED] accept responsibility for any tax effects on, or liabilities of, any person, resulting from the subscription, purchase, holding or disposal of, dealing in or the exercise of any rights in relation to our H Shares.

### 12. **Restriction on Share Repurchases**

For details of the restrictions on share repurchases by the Company, see “Summary of Articles of Association—Increase, Reduction and Repurchase of Shares Capital—Repurchase of Shares” in Appendix III to this document.

### 13. **Miscellaneous**

Save as disclosed in this document:

- (a) within the two years immediately preceding the date of this document, neither we nor any of our subsidiaries has issued or agreed to issue any share or loan capital fully or partly paid up either for cash or for a consideration other than cash;
- (b) no share or loan capital of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;
- (c) within the two years immediately preceding the date of this document, no commissions, discounts, brokerage or other special terms have been granted in connection with the issue or sale of any shares or loan capital of any member of our Group;
- (d) within the two years immediately preceding the date of this document, no commission has been paid or payable (except commission to [REDACTED]) to any persons for subscription, agreeing to subscribe, procuring subscription or agreeing to procure subscription of any shares of our Company or any of our subsidiaries;
- (e) no founder, management or deferred shares of our Company or any of our subsidiaries have been issued or agreed to be issued;
- (f) there is no arrangement under which future dividends are waived or agreed to be waived;
- (g) since December 31, 2025 (being the date on which the latest audited consolidated financial statements of our Group were made up), there has been no material adverse change in our financial or trading position or prospects;
- (h) there has not been any interruption in the business of our Company which may have or have had a material adverse effect on the financial position of our Company in the 12 months immediately preceding the date of this document; and
- (i) our Company has no outstanding convertible debt securities or debentures.