

APPENDIX VII

STATUTORY AND GENERAL INFORMATION

FURTHER INFORMATION ABOUT OUR GROUP

Incorporation

Our history can be traced back to 1952, when our predecessor, Yantai Industrial Corporation Machinery Manufacturing Factory (煙臺市實業公司機器製造廠, later known as Shandong Yantai Machinery Factory (山東煙臺機器廠)) was established in Yantai, Shandong Province. In 1966, the factory was relocated to Jining, Shandong Province and renamed Jining Machinery Factory (濟寧機器廠). In 1980, it merged with Jining General Machinery Factory (濟寧通用機械廠) and Jining Power Machinery Factory (濟寧動力機械廠) to form Shandong Dozer General Factory (山東推土機總廠). Following a corporate restructuring of Shandong Dozer General Factory in 1993, our Company was formally established as a joint stock limited company under the laws of the PRC on December 14, 1993.

Our registered office is located at No. 58, National Road 327, High-tech Zone, Jining, Shandong Province, the PRC. We were registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on August 8, 2025, and our principal place of business in Hong Kong is at 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong. Mr. Chow Tsz Ho (周梓浩先生), has been appointed as the authorized representative of our Company for the acceptance of service of process and notices on behalf of our Company in Hong Kong. The address for service of process on our Company in Hong Kong is the same as our principal place of business in Hong Kong as set out above.

As we are established in the PRC, our corporate structure and Articles of Association are subject to the relevant laws and regulations of the PRC. A summary of the relevant provisions of our Articles of Association is set out in “Summary of Articles of Association” in Appendix V to this Document. A summary of certain relevant aspects of the laws and regulations of the PRC is set out in “Regulatory Overview”.

Changes in Share Capital of Our Company

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

As considered and approved at the 21st meeting of the tenth session of our Board on March 24, 2023, the 8th meeting of the eleventh session of our Board on March 25, 2024, and 14th meeting of the eleventh session of our Board on March 24, 2025, our Company repurchased and canceled 397,800, 528,000 and 184,800 A Shares granted to certain participants but not yet unlocked under the restricted stock incentive plan approved and adopted on December 15, 2020. Upon completion of such repurchase and cancelation, our Company’s total share capital decreased from RMB1,501,253,212 (comprising 1,501,253,212 A Shares) to RMB1,500,142,612 (comprising 1,500,142,612 A Shares).

As of the Latest Practicable Date, the total share capital of our Company was RMB1,500,142,612 and comprised 1,500,142,612 A Shares of nominal value of RMB1.00 each.

Changes in Share Capital of Our Subsidiaries

The following alterations in the registered capital of our subsidiaries have taken place within the two years preceding the date of this Document:

On August 27, 2025, PT. Shantui Equipment Indonesia was established in Indonesia with a registered capital of IDR48,000,000,000.

On September 29, 2025, SHANTUI EQUIPMENT AUSTRALIA PTY LTD was established in Australia with a registered capital of AUD1,500,000.

APPENDIX VII

STATUTORY AND GENERAL INFORMATION

On November 4, 2025, Shantui Nigeria Trading Co., Ltd. was established in Nigeria with a registered capital of NGN100,000,000.

Save as disclosed above in this appendix, there has been no alteration in the share capital of our subsidiaries within the two years immediately preceding the date of this Document.

Resolutions Passed by Our Shareholders’ General Meeting in Relation to the [REDACTED]

Pursuant to the Shareholders’ general meeting held on August 22, 2025, the following resolutions, among other things, were duly passed:

- (a) the [REDACTED] by our Company of the H Shares of nominal value of RMB1.00 each and such H Shares being [REDACTED] on the Hong Kong Stock Exchange;
- (b) the number of H Shares to be [REDACTED] before the exercise of the [REDACTED] shall not exceed [REDACTED]% of the enlarged share capital of our Company upon completion of the [REDACTED] and granting the [REDACTED] the [REDACTED] of no more than [REDACTED]% of the above number of H Shares to be [REDACTED];
- (c) subject to completion of the [REDACTED], the conditional adoption of the Articles of Association which shall become effective on the [REDACTED], and authorization to the Board and/or its authorized person to amend the Articles of Association in accordance with the requirements of the relevant laws and regulations and the Listing Rules; and
- (d) authorization of the Board and its authorized person to handle matters relating to, among other things, the [REDACTED], the [REDACTED] and [REDACTED] of the H Shares.

FURTHER INFORMATION ABOUT OUR BUSINESS

Summary of Material Contracts

We have entered into the following contracts (not being contracts entered into in the ordinary course of business) within the two years immediately preceding the date of this Document that are or may be materials:

- (a) an equity acquisition agreement dated November 10, 2024 entered into between our Company and Linyi Shanzhong Construction Machinery Co., Ltd. (臨沂山重工程機械有限公司), pursuant to which Linyi Shanzhong Construction Machinery Co., Ltd. agreed to transfer its entire 100% equity interests held in Strong Construction Machinery to our Company, for a cash consideration of RMB1,841.13 million;
- (b) a capital contribution agreement dated December 18, 2024 entered into among the then existing shareholders of Shandong Heavy Industry Finance Company (compromising our Company, Shandong Heavy Industry, Weichai Power, Weichai Heavy Machinery Co., Ltd. (濰柴重機股份有限公司) and Shaanxi Fast Gear) and Sinotruk (Hong Kong) Limited, pursuant to which Sinotruk (Hong Kong) Limited agreed to contribute RMB3,484.8 million to Shandong Heavy Industry Finance Company and become a new shareholder, and the then existing shareholders agreed to collectively contribute RMB2,090.88 million, resulting in a total capital contribution of RMB5,575.68 million to Shandong Heavy Industry Finance Company;
- (c) the [REDACTED];
- (d) [●]

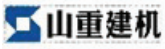
APPENDIX VII STATUTORY AND GENERAL INFORMATION

Intellectual Property Rights

As of the Latest Practicable Date, our Group has registered the following intellectual property rights which were material to our Group’s business.

Trademarks

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

No.	Trademark	Registration number	Class	Owner	Place of registration	Expiry Date
1. . . .		382078	7	Our Company	PRC	October 14, 2034
2. . . .		5130276	7	Our Company	PRC	January 13, 2029
3. . . .		5649249	12	Our Company	PRC	July 13, 2029
4. . . .		12890964	12	Our Company	PRC	November 6, 2034
5. . . .		20864037	7	Shantui Janeoo	PRC	April 20, 2028
6. . . .		8080460	7	Strong Construction Machinery	PRC	April 20, 2034
7. . . .		53495875	7	Strong Construction Machinery	PRC	January 6, 2032
8. . . .		306915899	7, 12, 35	Our Company	Hong Kong, PRC	May 29, 2035
9. . . .		1444349	7	Our Company	Madrid (covering 81 countries/regions)	July 2, 2028
10. . .		1052/2 (Original Registration Number) 142901827 (Renewed)	7	Our Company	Saudi Arabia	July 21, 2027
11. . .		IDM000388971	7	Our Company	Indonesia	April 29, 2031
12. . .		IDM000388978	12	Our Company	Indonesia	April 29, 2031

APPENDIX VII STATUTORY AND GENERAL INFORMATION

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	Patent number	Category	Owner	Place of registration	Expiry date
1 . . .	A dozer torque converter locking and unlocking control method and device (一種推土機變矩器閉鎖控制方法及裝置)	2016107919853	Invention	Our Company	PRC	August 31, 2036
2 . . .	A dozer latching type hydraulic torque converter control method (一種推土機閉鎖式液力變矩器的控制方法)	201711497534X	Invention	Our Company	PRC	December 27, 2037
3 . . .	A kind of dozer ridge buster control system and its control method (一種推土機鬆土器控制系統及其控制方法)	2017106957710	Invention	Our Company	PRC	August 15, 2037
4 . . .	Dozer and electronic control gear shifting control method and device thereof (推土機電控換擋控制方法、裝置及推土機)	2020109753134	Invention	Our Company	PRC	September 16, 2040
5 . . .	Dozer steering brake control method and dozer steering brake control system (一種推土機轉向制動控制方法及推土機轉向制動控制系統)	2021109738054	Invention	Our Company	PRC	August 24, 2041
6 . . .	Vehicle steering control method and device and engineering vehicle (一種車輛轉向控制方法、控制裝置及工程車輛)	2022106078733	Invention	Our Company	PRC	May 31, 2042
7 . . .	Lock-type hydraulic torque converter with double clutches (帶雙離合器的閉鎖式液力變矩器)	2011101258407	Invention	Our Company	PRC	May 16, 2031

APPENDIX VII STATUTORY AND GENERAL INFORMATION

No.	Patent	Patent number	Category	Owner	Place of registration	Expiry date
8 . . .	The control method and hydrostatic drive engineering truck of hydrostatic drive engineering truck (靜液壓驅動工程車輛的控制方法及靜液壓驅動工程車輛)	2019105825304	Invention	Our Company	PRC	June 29, 2039
9 . . .	A kind of dozer (一種推土機)	2014104452116	Invention	Our Company	PRC	September 3, 2034
10 . . .	A kind of offline method of inspection of full hydraulic dozer (一種全液壓推土機的下線檢驗方法)	2018112296048	Invention	Our Company	PRC	October 22, 2038
11 . . .	A kind of dozer wheel-side reduction device monitoring system and control method (一種推土機用輪邊減速裝置監控系統及控制方法)	2018112727458	Invention	Our Company	PRC	October 30, 2038
12 . . .	Engineering machinery heat dissipation management method, apparatus and system (一種工程機械散熱管理方法、裝置及系統)	2022104613837	Invention	Our Company	PRC	April 28, 2042
13 . . .	Equipment power control method and engineering mechanical equipment (一種設備功率控制方法和工程機械設備)	2023100869054	Invention	Our Company	PRC	February 1, 2043
14 . . .	Gear shifting control system, dozer and gear shifting control method (一種換擋控制系統、推土機及換擋控制方法)	2021116680965	Invention	Our Company	PRC	December 31, 2041
15 . . .	A kind of land leveler steering system, land leveler and its rotating direction control method (一種平地機轉向系統、平地機及其轉向控制方法)	2018108923287	Invention	Our Company	PRC	August 7, 2038

APPENDIX VII STATUTORY AND GENERAL INFORMATION

No.	Patent	Patent number	Category	Owner	Place of registration	Expiry date
16. . .	Swing frame device of land leveler and lock pin hole changing control method of swing frame device (平地機的擺架裝置及擺架裝置的鎖銷換孔控制方法)	2022109202766	Invention	Our Company	PRC	August 2, 2042
17. . .	Tire spreader and walking control system thereof (輪胎攤鋪機及其行走控制系統)	2014107155732	Invention	Our Company	PRC	November 28, 2034
18. . .	A kind of hydraulic system and paver (一種液壓系統及攤鋪機)	2019105641071	Invention	Our Company	PRC	June 25, 2039
19. . .	Automatic tracking device, method and system of milling machine (一種銑刨機自動循跡裝置、循跡方法及循跡系統)	201510021377X	Invention	Our Company	PRC	January 16, 2035
20. . .	A kind of milling machine control system and its control method (一種銑刨機控制系統及控制方法)	2017112359061	Invention	Our Company	PRC	November 30, 2037
21. . .	Anti-slip method for milling machine and milling machine (一種銑刨機防打滑方法及銑刨機)	2021102821296	Invention	Our Company	PRC	March 16, 2041
22. . .	Two-gear pure electric transmission system, pure electric engineering vehicle and control method thereof (一種兩擋純電動變速系統、純電動工程車輛及其控制方法)	2019105484418	Invention	Our Company	PRC	June 24, 2039
23. . .	Working device hydraulic system, control method and electric loader (一種工作裝置液壓系統、控制方法及電動裝載機)	2020115513585	Invention	Our Company	PRC	December 24, 2040
24. . .	Auxiliary braking control system for pure electric loader (一種純電裝載機用輔助制動控制系統)	2022107041632	Invention	Our Company	PRC	June 21, 2042

APPENDIX VII STATUTORY AND GENERAL INFORMATION

No.	Patent	Patent number	Category	Owner	Place of registration	Expiry date
25 . . .	Dozer scene model construction and updating method and dozer (一種推土機場景模型構建和更新方法和推土機)	2021107961029	Invention	Our Company	PRC	July 14, 2041
26 . . .	Control method and control system of remote control dozer in mining operation (礦山開採作業中遙控推土機的控制方法及其控制系統)	202110594954X	Invention	Our Company	PRC	May 28, 2041
27 . . .	A control method, dual-drive transmission control system and road roller (一種控制方法、雙驅傳動控制系統和壓路機)	2022103696014	Invention	Our Company	PRC	April 28, 2042
28 . . .	A kind of control method and control device of tire road roller (一種輪胎壓路機的控制方法以及控制裝置)	2022110069173	Invention	Our Company	PRC	August 22, 2042
29 . . .	Foldable dozer blade, control system and dozer (一種折疊式推土鏟、控制系統及推土機)	2020100476920	Invention	Our Company	PRC	January 16, 2040
30 . . .	A type of bulldozer with reduced air cleaner vibration via extended vibration path	US9,783,956B2	Invention	Our Company	United States	September 3, 2034

Copyrights

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

No.	Copyright name	Registration number	Registered owner	Place of registration
1 . . .	Unmanned Dozer Operation System V1.0 (推土機無人駕駛控制系統V1.0)	2016SR038308	Our Company	PRC
2 . . .	Automatic Deviation Correction and Control System Software for Crawler Dozer (履帶式推土機自動糾偏行走控制系統軟件)	2016SR037651	Our Company	PRC

APPENDIX VII STATUTORY AND GENERAL INFORMATION

No.	Copyright name	Registration number	Registered owner	Place of registration
3 . . .	One-button Leveling Control Software for Dozer Work Equipment V1.0 (推土機工作裝置一鍵放平控制軟件V1.0)	2019SR0222050	Our Company	PRC
4 . . .	Paver Control System Software V1.0 (攤鋪機控制系統軟件V1.0)	2019SR0225237	Our Company	PRC
5 . . .	Dozer Data Monitoring System V1.0 (推土機資料監視系統V1.0)	2019SR0908005	Our Company	PRC
6 . . .	Dozer GPS Management System Software V1.0 (推土機GPS管理系統軟件V1.0)	2019SR0908023	Our Company	PRC
7 . . .	Dozer Fault Display System Software V2.0 (推土機故障顯示系統軟件V2.0)	2019SR0932658	Our Company	PRC
8 . . .	Milling Machine Control System Software V1.0 (銑刨機控制系統軟件V1.0)	2019SR1293092	Our Company	PRC
9 . . .	Dozer Human-Machine Interaction System Software V2.0 (推土機人機交互系統軟件V2.0)	2019SR1293383	Our Company	PRC
10 . .	Shantui Road Machinery Combination Instrument Control Software V1.0 (山推道路機械組合儀錶控制軟件V1.0)	2019SR1293061	Our Company	PRC
11 . .	Dozer Electronic Controlled Travel System Software V1.0 (推土機電控行走系統軟件V1.0)	2020SR0277878	Our Company	PRC
12 . .	Dozer Human-Machine Interaction System Software V3.0 (推土機人機交互系統軟件V3.0)	2020SR0285639	Our Company	PRC
13 . .	Dozer Repair and Maintenance System Software V1.0 (推土機維修保養系統軟件V1.0)	2020SR0277884	Our Company	PRC
14 . .	Mining Smart Construction Service Platform (礦山智慧施工服務平台)	2022SR0155699	Our Company	PRC
15 . .	Construction Machinery Smart Management Platform (工程機械智慧管理平台)	2022SR0155803	Our Company	PRC

APPENDIX VII STATUTORY AND GENERAL INFORMATION

No.	Copyright name	Registration number	Registered owner	Place of registration
16 . .	Xuanyuan Road Smart Construction Service Platform (軒轅築路智慧施工服務平台)	2022SR0157202	Our Company	PRC
17 . .	Non-road National IV Environmental Monitoring Platform V1.0 (非道路國四環保監測平台V1.0)	2023SR0797578	Our Company	PRC
18 . .	Smart Engineering Manager System V1.0 (智慧工程管家系統 V1.0)	2024SR0337289	Our Company	PRC
19 . .	Unmanned Dozer Operation System Software V1.0 (無人推土機作業系統軟件 V1.0)	2024SR0892901	Our Company	PRC
20 . .	Dozer Leveling Assistance Software V1.0 (推土機輔助找平軟件V1.0)	2024SR0892842	Our Company	PRC

Domain Names

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

No.	Domain name	Registered owner	Expiry date
1. . .	www.shantui.com	Our Company	No expiration date
2. . .	ie.shantui.com	Our Company	No expiration date
3. . .	cc.shantui.com	Our Company	No expiration date

Save as the above, as of the Latest Practicable Date, there were no other intellectual property rights which were material to our business.

FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Service Contracts

Each of our Directors [has] entered into a service contract or appointment letter with our Company. The principal particulars of these service contracts and appointment letters comprise (a) the term of the service; and (b) subject to termination in accordance with their respective term.

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

Remuneration of Directors

Save as disclosed in the section headed “Directors and Senior Management” and Note 8 to “Appendix I—Accountants’ Report” for the three years ended December 31, 2023, 2024 and 2025, none of our Directors received other remunerations or benefits in kind from us.

APPENDIX VII STATUTORY AND GENERAL INFORMATION

Disclosure of Interests

(a) Interests of our Directors and chief executive

Save as disclosed below, immediately following completion of the [REDACTED] (assuming that the [REDACTED] is not exercised and that no changes are made to the issued share capital of our Company between the Latest Practicable Date and [REDACTED]), so far as our Directors are aware, none of our Directors or chief executive have any interests and/or short positions in our Shares, underlying Shares or debentures of our Company or any of our associated corporations (within the meaning of Part XV of the SFO) which 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 short positions in which they are taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required to be notified to us and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in the Hong Kong Listing Rules;

Name of Director or chief executive	Position	Nature of interest ¹	Number and class of Shares	Shareholding in the total issued Shares immediately prior to the [REDACTED]	Shareholding in the total issued Shares immediately after the [REDACTED]
Mr. Li Shizhen	Executive Director and Chairman of our Board	Beneficial owner	50,000 A Share	0.00%	[REDACTED]%
Mr. Zhang Min	Executive Director, Vice Chairman of our Board and General Manager	Beneficial owner	660,000 A Share	0.04%	[REDACTED]%

Notes: All interests stated are long positions.

(b) Interests of the Substantial Shareholders

Save as disclosed in “Substantial Shareholders”, “— Further Information about Our Directors and Substantial Shareholders — Disclosure of Interests — (a) Interests of our Director and chief executive” in this section and below, immediately following completion of the [REDACTED] (assuming that the [REDACTED] is not exercised and that no changes are made to the issued share capital of our Company between the Latest Practicable Date and [REDACTED]), our Directors are not aware of any person (other than a Director or chief executive of our Company) who will have an interest or a short position in the Shares or underlying Shares of our Company which would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or will be, directly or indirectly, interested in 10% or more of the issued voting shares of any other member of our Group:

Our Subsidiaries	Parties with 10% or more equity interest	Shareholding
Shantui Janeoo	Jinan State Owned Assets Operation Management Group Co., Ltd. (濟南國有資產運營管理集團有限公司)	40.62%
Shandong Shantui Construction Machinery Structural Parts Co., Ltd. .	Komatsu Seisakusho Co., LTD.	25.00%

APPENDIX VII STATUTORY AND GENERAL INFORMATION

Our Subsidiaries	Parties with 10% or more equity interest	Shareholding
Shantui Oyato.	AVIC INTERNATIONAL KAIRONG LIMITED	25.00%
Shantui Yankuang Engineering Machinery Co., Ltd. (山推兗礦工程機械有限公司).	Shandong Energy Group Co., Ltd. (山東能源集團有限公司)	49.00%

Disclaimers

- (a) save as disclosed elsewhere in the Document, none of our Directors, their respective close associates (as defined under the Hong Kong Listing Rules) or Shareholders who own more than 5% of the number of issued Shares of our Company have any interests in the top five customers or suppliers of our Group; and
- (b) save as disclosed elsewhere in the Document or in connection with the [REDACTED], none of our Directors or any of the parties listed in “Qualifications and Consents of Experts” in this section is: (i) interested in our promotion, or in any assets which have been, within two years immediately preceding the date of this Document, acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to any member of our Group; or (ii) materially interested in any contract or arrangement subsisting at the date of this Document which is significant in relation to our business.

OTHER INFORMATION

Estate Duty

As of the Latest Practicable Date, no estate duty has been levied in the PRC under the PRC laws.

Litigation

As of the Latest Practicable Date, we were not 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 any member of our Group, that would have a material and adverse effect on our Group’s results of operations or financial conditions, taken as a whole.

Sole Sponsor

The Sole Sponsor has made an application on our behalf to the [REDACTED] of the Hong Kong Stock Exchange for the [REDACTED] of, and permission to [REDACTED], the H Shares to be [REDACTED] as mentioned in this Document. All necessary arrangements [have been] made enabling the H Shares to be admitted into [REDACTED].

The Sole Sponsor satisfies the independence criteria applicable to the sponsor set out in Rule 3A.07 of the Listing Rules. Pursuant to the engagement letters entered into between our Company and the Sole Sponsor, the fees of the Sole Sponsor payable by us to it in respect of its service as the sponsor in connection with the [REDACTED] on the Hong Kong Stock Exchange is USD1 million.

Compliance Advisor

Our Company has appointed Rainbow Capital (HK) Limited as its Compliance Advisor in compliance with Rules 3A.19 of the Hong Kong Listing Rules.

APPENDIX VII STATUTORY AND GENERAL INFORMATION

Qualifications and Consents of Experts

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

Name	Qualification
China International Capital Corporation Hong Kong Securities Limited	A licensed corporation to conduct Type 1 (dealing in securities), Type 2 (dealing in future contracts), Type 4 (advising on securities), Type 5 (advising on futures contracts) and Type 6 (advising on corporate finance) regulated activities as defined under the SFO
Ernst & Young	<i>Certified Public Accountants</i> <i>Certified Public Accountants; Public Interest Entity Auditor registered in accordance with the Accounting and Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong Kong)</i>
Global Law Office	PRC Legal Advisor
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Independent industry consultant
Jones Lang LaSalle Corporate Appraisal and Advisory Limited	Independent property valuer

Each of the experts named above 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 (as the case may be) and the references to their names included in the form and context in which they are respective included.

As of the Latest Practicable Date, none of the experts named above had any shareholding interest 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 any member of our Group.

Binding Effect

This Document shall have the effect, if an application is made in pursuance of it, 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.

Bilingual Document

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

APPENDIX VII

STATUTORY AND GENERAL INFORMATION

No Material Adverse Change

Our Directors confirm that, up to the date of this Document, there has been no material adverse change in the financial or trading position or prospects of the Group since December 31, 2025 (being the date to which the latest consolidated financial statements of our Group were prepared).

Taxation of Holders of H Shares

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

Preliminary Expenses

Our Company has not incurred any material preliminary expenses.

Promoter

The promoter of our Company is Shandong Dozer General Factory (山東推土機總廠).

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

Miscellaneous

Save as otherwise disclosed in this Document:

- (a) within the two years preceding the date of this Document: (i) we have not issued nor agreed to issue any share or loan capital fully or partly paid either for cash or for a consideration other than cash; and (ii) no commissions, discounts, brokerage fee or other special terms have been granted in connection with the issue or sale of any shares of our Company;
- (b) no share or loan capital of our Company is under option or is agreed conditionally or unconditionally to be put under option;
- (c) we have not issued nor agreed to issue any founder shares, management shares or deferred shares;
- (d) there are no arrangements under which future dividends are waived or agreed to be waived;
- (e) there are no procedures for the exercise of any right of pre-emption or transferability of subscription rights;
- (f) there have been no interruptions in our business which may have or have had a significant effect on our financial position in the last 12 months;
- (g) there are no restrictions affecting the remittance of profits or repatriation of capital by us into Hong Kong from outside Hong Kong;
- (h) save for the A Shares of our Company that are listed on the Shenzhen Stock Exchange, and save for the H Shares to be [REDACTED], none of the equity and debt securities of our Company, if any, is listed or dealt with in any other stock exchange nor is any listing or permission to deal being or proposed to be sought; and
- (i) our Company has no outstanding convertible debt securities or debentures.