In this Document, unless the context otherwise requires, the following terms shall have the meanings set out below. Certain other terms are explained in "Glossary of Technical Terms."

"A Share(s)"	ordinary share(s) issued by our Company, with a nominal value of RMB1.00 each, which is/are listed on the Shenzhen Stock Exchange and traded in Renminbi
"A Shareholder(s)"	holder(s) of our A Share(s)
"Accountants' Report"	the accountants' report of our Group for the Track Record Period as set out in Appendix I to this Document
"affiliate(s)"	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
"associate(s)"	has the meaning ascribed thereto under the Hong Kong Listing Rules
"Asia"	the Asia-Pacific region excluding the Chinese Mainland market, except where the content or context requires otherwise
"Audit Committee"	the audit committee of the Board
"BIS"	U.S. Department of Commerce, Bureau of Industry and Security
"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 to the public for normal banking business and which is not a Saturday, Sunday or public holiday in Hong Kong

[**REDACTED**]

[**REDACTED**]

"CG Code"	the Corporate Governance Code as set out in Appendix C1 to the Hong Kong Listing Rules
"China" or "PRC"	the People's Republic of China, except where the content or context requires otherwise
"close associate(s)"	has the meaning ascribed thereto under the Hong Kong Listing Rules
"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" or "our Company"	Shantui Construction Machinery Co., Ltd. (山推工程機械股份有限公司), a joint stock limited company established under the laws of PRC on December 14, 1993, the A Shares of which have been listed on the Shenzhen Stock Exchange (stock code: 000680)
"Comprehensively Sanctioned Countries"	any country or territory subject to a general and comprehensive export, import, financial or investment embargo under sanctions related law or regulation of the Relevant Jurisdiction, currently Cuba, Iran, North Korea, Syria, the Crimea Region of Russia/Ukraine, the self-proclaimed Luhansk People's Republic (LPR) and Donetsk People's Republic (DPR) regions and Zaporizhzhia and Kherson regions
"connected person(s)"	has the meaning ascribed thereto under the Hong Kong Listing Rules
"connected transaction(s)"	has the meaning ascribed thereto under the Hong Kong Listing Rules
"Controlling Shareholder(s)"	has the meaning ascribed thereto under the Hong Kong Listing Rules and unless the context otherwise requires, shall mean Shandong Heavy Industry, Weichai Holdings and/or Weichai Power
"core connected person(s)"	has the meaning ascribed thereto under the Hong Kong Listing Rules

"Countries subject to International Sanctions"	any country or territory subject either to a general and comprehensive embargo or a more limited set of export, import, financial or investment restrictions under sanctions related laws or regulation of the Relevant Jurisdiction
"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
"EAR"	United States Export Administration Regulations, 15 C.F.R. Parts 730-774
"EIT Law"	the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》)
"ESG"	environmental, social and governance
"EU"	the European Union
"Euro," "EUR" or "€"	the lawful currency of the member states of the EU participating in the third stage of the EU's Economic and Monetary Union
"Extreme Conditions"	extreme conditions caused by a super typhoon as announced by the government of Hong Kong

[**REDACTED**]

"Frost & Sullivan"	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent global market research and consulting company
"Frost & Sullivan Report"	the report prepared by Frost & Sullivan

[**REDACTED**]

"Group," "our Group," "we," "us" or "our"	our Company and our subsidiaries from time to time, and where the context 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

"Guide for New Listing Applicants"	the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange, as amended, supplemented or otherwise modified from time to time
"H Share(s)"	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, to be [**REDACTED**] and [**REDACTED**] on the Hong Kong Stock Exchange

[**REDACTED**]

"H Shareholder(s)"	holder(s) of our H Share(s)
"HK$," "Hong Kong dollar" or "HKD"	Hong Kong dollars, the lawful currency of Hong Kong

[**REDACTED**]

"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the People's Republic of China
"Hong Kong Listing Rules" or "Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time

[**REDACTED**]

"Hong Kong Stock Exchange" or "Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Hong Kong Takeovers Code" or "Takeovers Code"	the Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time

[**REDACTED**]

"IFRS"	IFRS Accounting Standards, as issued by the International Accounting Standards Board
"Independent Third Party(ies)"	any entity or person who is not a connected person of our Company within the meaning ascribed thereto under the Hong Kong Listing Rules

[**REDACTED**]

[**REDACTED**]

"Latest Practicable Date"	April 24, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this Document prior to its publication

[**REDACTED**]

"Listing of A Shares"	the listing of our A Shares on the Shenzhen Stock Exchange on January 22, 1997
"Lovol Heavy Industry"	Lovol Heavy Industry Group Co., Ltd. (雷沃重工集團有限公司) previously known as Lovol Construction Machinery Co., Ltd. (雷沃工程機械集團有限公司), a subsidiary of Shandong Heavy Industry and a limited liability company established under the laws of the PRC on November 13, 2013

"Main Board"	the stock market (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Hong Kong Stock Exchange
"Chinese Mainland"	the mainland People's Republic of China, unless the context requires otherwise, excluding, for the purposes of this Document only, the regions of Hong Kong, Macau and Taiwan of the People's Republic of China
"MOF" or "Ministry of Finance"	Ministry of Finance of the PRC (中華人民共和國財政部)
"MOFCOM"	Ministry of Commerce of the PRC (中華人民共和國商務部)
"NDRC"	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)
"NFRA"	National Financial Regulatory Administration (國家金融監督管理總局)
"Nomination Committee"	the nomination committee of the Board
"NPC"	National People's Congress of the PRC (中華人民共和國全國人民代表大會)
"OFAC"	the U.S. Department of Treasury's Office of Foreign Assets Control

[**REDACTED**]

"PBOC"	the People's Bank of China (中國人民銀行)
"PRC Company Law"	the Company Law of the PRC, as amended, modified and/or otherwise supplemented from time to time
"PRC GAAP"	generally accepted accounting principles in Chinese Mainland
"PRC Government" or "State"	the central government of the PRC and all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities thereof or, where the context requires, any of them
"PRC Legal Advisor"	Global Law Office, the legal advisor of our Company as to the PRC laws

[**REDACTED**]

"Primary Sanctioned Activity"	any activities in a Comprehensively Sanctioned Country or (i) with; or (ii) directly or indirectly benefiting or involving the property or interests in property of, a Sanctioned Target by the Company incorporated or located in a Relevant Jurisdiction or which otherwise has a nexus with such jurisdiction with respect to the relevant activity, such that it is subject to the relevant sanctions law and regulation

[**REDACTED**]

"province"	a province or, where the context requires, a provincial level autonomous region or municipality, under the direct supervision of the central government of the PRC
"R&D"	research and development
"Regulation S"	Regulation S under the U.S. Securities Act
"Relevant Jurisdiction"	any jurisdiction that is relevant to the Company and has sanctions related law or regulation restricting, among other things, its nationals and/or entities which are incorporated or located in that jurisdiction from directly or indirectly making assets or services available to or otherwise dealing in assess or certain countries, governments, person or entities targeted by such law or regulation. For the purpose of this Document, Relevant Jurisdictions include the U.S., EU, UK, UN and Australia

"Relevant Persons"	means the Company, together with its investors and shareholders and persons who might directly or indirectly, be involved in permitting the [**REDACTED**], [**REDACTED**] clearing and settlement of its shares including the Stock Exchange and related group companies
"Relevant Region"	the Balkans, Belarus, Burundi, Central Africa, Egypt, Ethiopia, Eritrea, Democratic Republic of the Congo, Guinea, Hong Kong, Iraq, Libya, Mali, Myanmar, Nicaragua, Russia (excluding the Crimea region of Ukraine/Russia, the so-called Donetsk People's Republic ("**DPR**"), Luhansk People's Republic ("**LPR**") regions of Ukraine and Zaporizhzhia region), Somalia, South Sudan, Tunisia, Turkey, Ukraine (excluding the Crimea region of Ukraine/Russia, the so-called DPR and LPR regions of Ukraine and Zaporizhzhia region), Venezuela, Yemen, and Zimbabwe
"Remuneration and Appraisal Committee"	the remuneration and appraisal committee of the Board
"Renminbi" or "RMB"	Renminbi, the lawful currency of the PRC
"SAFE"	the State Administration of Foreign Exchange of the PRC (中華人民共和國外匯管理局)
"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)
"Sanctioned Person"	certain person(s) and identity(ies) listed on OFAC's Specially Designated Nationals and Blocked Persons List or other restricted parties lists maintained by the U.S., EU, UK, UN or Australia
"Sanctioned Target"	any person or entity (i) designated on any list of targeted persons or entities issued under the sanctions-related law or regulation of a Relevant Jurisdiction; (ii) that is, or is owned or controlled by, a government of a Comprehensively Sanctioned Countries; or (iii) that is the target of sanctions under the law or regulation of a Relevant Jurisdiction because of a relationship of ownership, control, or agency with a person or entity described in (i) or (ii)
"SAT"	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
"SDN"	individuals and entities that are listed on the SDN List
"SDN List"	the list of Specially Designated Nationals, and Blocked Persons maintained by OFAC, which sets forth individuals and entities that are subject to its sanctions and restricted from dealings with U.S. persons

"Secondary Sanctionable Activity"	certain activity by the Company that may result in the imposition of sanctions against the Relevant Person(s) by a Relevant Jurisdiction (including designation as a Sanctioned Target or the imposition of penalties), even though the Company is not incorporated or located in that Relevant Jurisdiction and does not otherwise have any nexus sutra that Relevant Jurisdiction
"Securities Law"	the Securities Law of the People's Republic of China (《中華人民共和國證券法》), as amended, supplemented or otherwise modified from time to time
"SFC" or "Securities and Futures Commission"	the Securities and Futures Commission of Hong Kong
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Shaanxi Fast Gear"	Shaanxi Fast Gear Co., Ltd. (陝西法士特齒輪有限責任公司), a limited liability company in the PRC and a subsidiary of Weichai Power, being our connected person
"Shandong Heavy Industry"	Shandong Heavy Industry Group Co., Ltd. (山東重工集團有限公司), a limited liability company established on June 16, 2009 in the PRC, being one of our Controlling Shareholders
"Shandong Heavy Industry Finance Company"	Shandong Heavy Industry Group Finance Co., Ltd. (山東重工集團財務有限公司), a limited liability company established on June 11, 2012 in the PRC and a subsidiary of Shandong Heavy Industry, being our connected person
"Shandong Heavy Industry Group"	Shandong Heavy Industry and its subsidiaries, excluding our Group
"Shandong SASAC"	State-owned Assets Supervision and Administration Commission of Shandong Provincial People's Government (山東省人民政府國有資產監督管理委員會)
"Shantui Dezhou" or "Dezhou Degong"	Shantui (Dezhou) Construction Machinery Co., Ltd. (山推(德州)工程機械有限公司) (formerly known as Dezhou Degong Machinery Co., Ltd. (德州德工機械有限公司)), a wholly-owned subsidiary of our Company and a limited liability company established under the laws of PRC on January 28, 2002
"Shantui Import & Export"	Shandong Shantui Construction Machinery Import & Export Co. Ltd. (山東山推工程機械進出口有限公司), a wholly-owned subsidiary of our Company and a limited liability company established under the laws of PRC on May 25, 1999

"Shantui Investment"	Shantui Investment Co., Ltd. (山推投資有限公司), a wholly-owned subsidiary of our Company and a limited liability company established under the laws of PRC on November 12, 2010
"Shantui Janeoo"	Shantui Janeoo Machinery Co., Ltd. (山東建友機械股份有限公司) (formerly known as Shandong Construction Machinery Co., Ltd. (山東建設機械股份有限公司)), a non-wholly-owned subsidiary of our Company and a joint stock company established under the laws of PRC on June 30, 1994
"Shantui Oyato"	Shandong Shantui Oyato Co., Ltd. (山東山推歐亞陀機械有限公司), a non-wholly-owned subsidiary of our Company and a limited liability company established under the laws of PRC on March 28, 2003
"Share(s)"	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, comprising A Share(s) and H Share(s)
"Shareholder(s)"	holder(s) of our Share(s)
"Shenzhen Stock Exchange"	the Shenzhen Stock Exchange (深圳證券交易所)
"Sole Sponsor"	the sole sponsor of the [**REDACTED**] of the H Shares on the Hong Kong Stock Exchange as named in "Directors and Parties Involved in the [**REDACTED**]" in this Document

[**REDACTED**]

"State Council"	the State Council of the PRC (中華人民共和國國務院)
"Strategy Committee"	the strategy committee of the Board
"Strong Construction Machinery"	Strong Construction Machinery Co., Ltd. (山重建機有限公司) (formerly known as Shandong Lingong Excavator Co., Ltd. (山東臨工挖掘機有限責任公司)), a wholly-owned subsidiary of our Company and a limited liability company established under the laws of PRC on March 2, 1999
"subsidiary(ies)"	has the meaning ascribed thereto under the Hong Kong Listing Rules
"substantial shareholder(s)"	has the meaning ascribed thereto under the Hong Kong Listing Rules
"Track Record Period"	the financial years ended December 31, 2023, 2024 and 2025

"Transmission Branch"	Transmission Branch of Shantui Construction Machinery Co., Ltd. (山推工程機械股份有限公司傳動分公司), a branch of our Company established on July 18, 2000
"Trial Measures"	the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (《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
"U.S.," "US" or "United States"	the United States of America, its territories, its possessions and all areas subject to its jurisdictions
"U.S. dollars," "US dollars," "USD" or "US$"	United States dollars, the lawful currency of the United States
"U.S. Securities Act"	the United States Securities Act of 1933 and the rules and regulations promulgated thereunder
"UK"	the United Kingdom
"UN"	the United Nations
"Undercarriage Branch"	Undercarriage Branch of Shantui Construction Machinery Co., Ltd. (山推工程機械股份有限公司履帶底盤分公司), a branch of our Company established on July 18, 2000

[**REDACTED**]

"VAT"	value-added tax
"Weichai Heavy Machinery"	Weichai Heavy Machinery Co., Ltd. (濰柴重機股份有限公司, formerly known as Shandong Juli Co., Ltd. (山東巨力股份有限公司)), a joint stock limited company established on June 28, 1993 in the PRC and a subsidiary of Weichai Holdings, the A shares of which are listed on the Shenzhen Stock Exchange (stock code: 000880), being our connected person
"Weichai Holdings"	Weichai Group Holdings Limited (濰柴控股集團有限公司), a limited liability company established on December 11, 1989 in the PRC, being one of our Controlling Shareholders
"Weichai Lovol"	Weichai Lovol Intelligent Agricultural Technology Co., Ltd. (濰柴雷沃智慧農業科技股份有限公司), a joint stock company established under the laws of PRC on September 17, 2004

"Weichai Power"	Weichai Power Co., Ltd. (濰柴動力股份有限公司), a joint stock limited company established on December 23, 2002 in the PRC, the H shares of which are listed on the Hong Kong Stock Exchange (stock code: 2338) and the A shares of which are listed on the Shenzhen Stock Exchange (stock code: 000338), being one of our Controlling Shareholders
"Weichai Qingdao"	Weichai (Qingdao) Intelligent Heavy Industry Co., Ltd. (濰柴(青島)智慧重工有限公司), a subsidiary of Shandong Heavy Industry and a limited liability company established under the laws of PRC on November 10, 2022

[**REDACTED**]

"%"	per cent

Unless otherwise specified, in this Document:

1. *For ease of reference, the names of the PRC established companies or entities, laws or regulations have been included in this Document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail.*

2. *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.*