

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

### OVERVIEW

The history of our Company traces back to April 2011, when predecessor of our Company, Suzhou Robotechnik Automation Equipment Co., Ltd. (蘇州羅博特科自動化設備有限公司, “Suzhou Robotechnik”) was established as a limited liability company in Suzhou, Jiangsu Province of China. In September 2016, our Company was converted into a joint stock company with limited liability and renamed as Robotechnik Intelligent Technology Co., Ltd. (羅博特科智能科技股份有限公司). Since January 8, 2019, our A Shares have been listed on the ChiNext of the Shenzhen Stock Exchange (stock code: 300757.SZ).

Since the establishment of Suzhou Robotechnik, our Group has been engaging in delivering high-yield automation solutions, which were primarily applied in PV cell manufacturing. To mitigate risks associated with reliance on a single downstream application and ensure sustainable growth, we have adopted a sector diversification strategy since the incorporation of our Company, under which PV manufacturing automation solution forms one core pillar while we deploy our automation capabilities in multiple application fields in which our management has deep knowledge, experience and skills. To implement and further deepen our long-standing sector diversification strategy, we expanded into the SiPh sector through an initial strategic investment in, and an eventual acquisition of, ficonTEC. See “— Major Acquisitions, Disposals and Mergers — Acquisition of ficonTEC.” We have continued to integrate our operations, and are actively transitioning from a primarily customized, project-based operating model to a more balanced approach that emphasizes both tailored solutions and standardized, product-oriented offerings.

### KEY CORPORATE AND BUSINESS DEVELOPMENT MILESTONES

The following is a summary of our Group’s key corporate and business development milestones:

<u>Year</u>	<u>Milestone</u>
2011 .....	Our predecessor, Suzhou Robotechnik was established.
2012 .....	We developed our first plate-type PECVD automated equipment.  In furtherance of our sector diversification strategy, we also launched an electronic transformer assembly and testing system.
2013 .....	We launched various PV automation equipment, including color-difference sorting machines, silicon wafer sorters, diffusion automated loading and unloading system and tubular PECVD equipment.

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

<u>Year</u>	<u>Milestone</u>
2014 .....	<p>We launched half-pitch diffusion automation equipment for new low-voltage diffusion processes, doubling insertion density while reducing breakage rate, which significantly improved efficiency of our customers.</p> <p>We also introduced inline inspection modules and data analytics tools for PV automation equipment, while enriching our product line in the electronics sectors through flexible circuit assembly and test lines.</p>
2017 .....	<p>Our intelligent factory system technology had matured and was first developed in the PV sector.</p>
2019 .....	<p>Our A Shares have been listed on the ChiNext of the Shenzhen Stock Exchange (stock code: 300757.SZ).</p> <p>We were awarded the Digitalized Workshop Integration (PV) Project (數字化車間集成-光伏項目) under the 2019 Intelligent Manufacturing System Solution Panel Provider Program (2019年智能製造系統解決方案供應商) organized by the MIIT.</p>
2020 .....	<p>We acquired a minority interest in ficonTEC, and began to expand into the SiPh sector.</p> <p>We launched our intelligent manufacturing solution based on the 5G intelligent production system and big data IIOT.</p>
2023 .....	<p>Our Company collaborated with ficonTEC to deliver fully automated assembly line for automotive camera systems to our existing customer, Valeo, a leading global automotive electronics and components manufacturer.</p> <p>We launched the strategic acquisition of the remaining equity interest in ficonTEC, to deepen our presence in the SiPh sector.</p>
2024 .....	<p>We were awarded the certificate of the Specialized, Sophisticated, Special and New "Little Giant" Enterprise (專精特新「小巨人」企業) by MIIT.</p>
2025 .....	<p>We completed the strategic acquisition of ficonTEC, following which ficonTEC became our wholly-owned subsidiary.</p>

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

### OUR MAJOR SUBSIDIARIES

The following table sets forth the detailed information of the major subsidiaries of our Company that made a material contribution to our results of operations during the Track Record Period.

Name of subsidiary	Place of incorporation/ establishment	Date of incorporation/ establishment	Equity interest attributable to our Group	Principal activities
Robotechnik Nantong .....	PRC	April 6, 2017	100%	R&D, production and sale of automation equipment
FSG .....	Germany	July 22, 2009	100%	Production, distribution, and maintenance of components used to perform high precision positioning of micro-components

### CORPORATE DEVELOPMENT AND MAJOR SHAREHOLDING CHANGES

#### 1. Incorporation of Our Company

On April 14, 2011, our Company was established with an initial registered capital of RMB5 million contributed by Jiesheng Electronics (now known as Yuanjiesheng, a member of our Single Largest Shareholder Group) and Ms. Li Jie (李潔). The shareholding structure of our Company as of the date of its establishment was as follows:

Name of the Shareholder	Registered capital (RMB)	Approximate percentage of shareholding
Jiesheng Electronics <sup>(1)</sup> .....	3,000,000	60%
Ms. Li Jie <sup>(2)</sup> .....	2,000,000	40%
<b>Total</b> .....	<b>5,000,000</b>	<b>100%</b>

*Notes:*

- (1) Jiesheng Electronics was owned by Mr. Dai as to 20%, Mr. Wang Hongjun (王宏軍) as to 20%, Mr. Xia Chengzhou (夏承周) as to 20%, Mr. Xu Long (徐龍) as to 20% and Mr. Xiong Zheyu (熊哲煜) as to 20% as at the time of establishment of Suzhou Robotechnik.
- (2) Ms. Li Jie was a financial investor who invested in the Company based on her positive outlook on the growth potential of the PV manufacturing automation industry. Ms. Li Jie has not held any managerial position within our Group and, as of the Latest Practicable Date, was an Independent Third Party.

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

### 2. Conversion into a Joint Stock Company

Upon completion of several rounds of capital increase and share transfer, the registered capital of our Company reached RMB16.7 million as of June 2016. In September 2016, our Company was converted into a joint stock company with limited liability and renamed as Robotechnik Intelligent Technology Co., Ltd. (羅博特科智能科技股份有限公司).

After the conversion, the shareholding structure of our Company was as follows:

Name of the Shareholder	Number of Shares held	Approximate percentage of shareholding
Jiesheng Electronics .....	24,300,000	40.50%
Ms. Li Jie .....	9,042,000	15.07%
Shanghai Kejun .....	6,774,000	11.29%
Mr. Xia Chengzhou (夏承周) .....	6,720,000	11.20%
Shanghai Songge Investment Management Center (Limited Partnership) (上海頌歌投資管理中心(有限合夥)) .....	6,000,000	10.00%
Mr. Xu Long (徐龍) .....	4,896,000	8.16%
Shanghai Nengjun Investment Management Center (Limited Partnership) (上海能駿投資管理中心(有限合夥)) .....	2,268,000	3.78%
<b>Total</b> .....	<b>60,000,000</b>	<b>100%</b>

*Note:* As of the Latest Practicable Date, each of Mr. Xia Chengzhou, Shanghai Songge Investment Management Center (Limited Partnership), Mr. Xu Long and Shanghai Nengjun Investment Management Center (Limited Partnership) is an Independent Third Party.

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

### 3. Listing on the ChiNext of the Shenzhen Stock Exchange

As approved by the CSRC, our Company completed the initial public offering and listing of our A Shares on the ChiNext of the Shenzhen Stock Exchange (stock code: 300757.SZ) on January 8, 2019 (the “**A Share Listing**”), pursuant to which a total of 20,000,000 new A Shares were issued. Immediately following the A Share Listing, our share capital was increased to 80,000,000 A Shares, and the shareholding structure of our Company was as follows:

Name of the Shareholder	Number of A Shares held	Approximate percentage of shareholding
Jiesheng Electronics .....	24,300,000	30.38%
Ms. Li Jie .....	9,042,000	11.30%
Shanghai Kejun .....	6,774,000	8.46%
Mr. Xia Chengzhou .....	6,720,000	8.40%
Shanghai Songge Investment Management Center (Limited Partnership) .....	6,000,000	7.50%
Mr. Xu Long .....	4,896,000	6.12%
Shanghai Nengjun Investment Management Center (Limited Partnership) .....	2,268,000	2.84%
Public A Shareholders .....	20,000,000	25.00%
<b>Total .....</b>	<b>80,000,000</b>	<b>100%</b>

### 4. Capitalization Issue and Private Placement

In June 2019, the capital reserve of our Company was capitalized by issuing three new A Shares for each ten existing A Shares to all our then Shareholders. Upon completion of such capitalization issue, the registered capital of our Company increased from RMB80,000,000 to RMB104,000,000 and was divided into 104,000,000 A Shares with a nominal value of RMB1 per A Share.

In November 2021, we completed the private placement of 6,279,436 A Shares to Mr. Dai and Mr. Wang Hongjun (王宏軍, our then Director) at a price of RMB31.85 per A Share, which was no less than 80% of the average price of our A Shares 20 trading days prior to the pricing day. We raised net proceeds of approximately RMB197.1 million from the private placement, which were used for supplement of our working capital. As a result of the private placement, our total registered capital increased to RMB110,279,436 and was divided into 110,279,436 A Shares with a nominal value of RMB1 per A Share.

### 5. Shareholding Changes relating to the Employee Incentive Schemes and Capitalization Issue

During the period between February 2022 and June 2024, our registered capital further increased to RMB155,052,262 divided into 155,052,262 A Shares upon completion of various rounds of issuance, repurchase and cancelation of A Shares for employee incentive purpose and another round of capitalization issue by issuing four new A Shares for each ten existing A Shares to all our then Shareholders.

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

### 6. Issuance of A Shares for Acquisition of ficonTEC

In May 2025, we issued an aggregate of 9,581,778 A Shares at a price of RMB40.10 per A Share as the consideration shares for our acquisition of ficonTEC. In June 2025, we placed a total of 3,072,245 A Shares at the price of RMB124.99 per A Share as part of the cash consideration for the acquisition of ficonTEC. For details, see “— Major Acquisitions, Disposals and Mergers — Acquisition of ficonTEC” in this section. As a result, our total share capital increased to 167,692,391 A Shares.

### 7. Other Changes in Share Capital up to the Latest Practicable Date

In September 2025, our registered capital decreased to RMB167,608,111 divided into 167,608,111 A Shares upon completion of repurchase and cancellation of A Shares relating to the unvested Restricted Shares under the employee incentive scheme.

## SHARE SCHEME

In December 2021, we adopted the 2021 Restricted Share Incentive Plan. As of the Latest Practicable Date, all Restricted Shares under the 2021 Restricted Share Incentive Scheme have either been unlocked/vested and are beneficially owned by the grantees or had been lapsed/repurchased and canceled by the Company. Accordingly there was no outstanding Restricted Share under the 2021 Restricted Share Incentive Plan as of the Latest Practicable Date. For details of the 2021 Restricted Share Incentive Plan, see “Statutory and General Information — 2021 Restricted Share Incentive Plan” in Appendix IV to this document.

## MAJOR ACQUISITIONS, DISPOSALS AND MERGERS

### Acquisition of ficonTEC

#### *Background*

Since its incorporation, the Group has pursued a sector diversification strategy, with PV manufacturing automation solutions as its initial core business while also deploying its automation solution know-how into adjacent fields with similar process flows to cultivate other long term growth engines. ficonTEC, headquartered in Germany, is a provider of high-precision assembly and testing equipment for SiPh devices that are critical to advanced optical interconnect technologies. The acquisition of ficonTEC represents the strategic execution of the Group’s long-standing sector diversification strategy as the Group identified SiPh as a natural and closely related adjacency to the Group’s long-standing EIC application development within the broader IC value chain. Driven by our management’s conviction that the SiPh sector is transitioning toward large-scale automated mass production, the Group intends to leverage its proprietary high-throughput manufacturing expertise from our PV business and industrial experience to scale ficonTEC’s technologies beyond their original niche. This integration enables the two business lines to mutually reinforce each other under a unified automation technology platform, advancing the Group’s long-term strategy of building a resilient, integrated and diversified automation capability.

The Group led by Mr, Dai acquired ficonTEC via a phased ‘two-step’ structure to ensure transaction certainty, under which Mr. Dai led a buyer consortium vehicle, Feikong Taike, to acquire control of ficonTEC in the first stage from 2019 to 2023, and the Company

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

subsequently acquired the entire equity interest in Feikong Taike and the remaining equity interest in ficonTEC through a regulated material assets restructuring commenced in August 2023 and ultimately completed in May 2025 after receipt of all regulatory approvals.

### *Phase I: Buyer consortium's acquisition of ficonTEC and the Company's initial investment*

In August 2019, Feikong Taike was established by a buyer consortium initiated by Mr. Dai as an SPV to acquire ficonTEC. In view of the inherent risks and uncertainty associated with cross-border acquisition, the Company refrained from initially direct participation in the buyer consortium to mitigate potential risk exposure to our Company and its Shareholders. Such buyer consortium comprised of several institutional financial investors and Feikong Jingwei, which was owned by Mr. Dai, Mr. Wang Hongjun and Mr. Wu Tingbin as to 34%, 33% and 33%, respectively. In October 2020, we acquired the entire equity interest in Feikong Jingwei, which owned 16.85% equity interest in Feikong Taike, upon receipt of regulatory clearance for the acquisition of ficonTEC by Feikong Taike from relevant governmental authorities. From September 2019 to August 2023, Feikong Taike, through several rounds of acquisition, acquired an aggregate of 93.03% equity interest in ficonTEC at a total consideration of EUR125.6 million. After a series of equity transfers, as of August 2023 the shareholding structure of Feikong Taike was as follows:

Name of Shareholders	Register Capital Owned (RMB million)	Approximate percentage of shareholding
Jianguang Guangzhi (Chengdu) Equity Investment Center (Limited Partnership) (建廣廣智(成都)股權投資中心(有限合夥), "Jianguang Guangzhi") <sup>(1)</sup> .....	210	20.79%
Feikong Jingwei <sup>(2)</sup> .....	190	18.81%
Suzhou Industrial Park Industrial Investment Fund (Limited Partnership) (蘇州工業園區產業投資基金(有限合夥), "Suzhou Industrial Park") <sup>(3)</sup> .....	150	14.85%
Nantong Nengda Emerging Industry FoF Partnership (Limited Partnership) (南通能達新興產業母基金合夥企業 (有限合夥), "Nengda Emerging") <sup>(4)</sup> .....	120	11.88%
Nanjing Yongxin Fusion Venture Capital Partnership (Limited Partnership) (南京永鑫融合創業投資合夥企業(有限合夥), "Yongxin Fusion") <sup>(5)</sup> .....	110	10.89%
Shanghai Chaoyue Moore Investment Management Co., Ltd. (上海超越摩爾股權投資基金合夥企業 (有限合夥), "Chaoyue Moore") <sup>(6)</sup> .....	110	10.89%
Shangrong Baoying (Ningbo) Investment Center (Limited Partnership) (尚融寶盈(寧波)投資中心(有限合夥), "Shangrong Baoying") <sup>(7)</sup> ..	100	9.90%
Changzhou Puhua Investment Center (Limited Partnership) (常州樸鐮投資合夥企業 (有限合夥), "Changzhou Puhua") <sup>(8)</sup> .....	20	1.98%
<b>Total</b> .....	<b>1,010</b>	<b>100%</b>

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

*Note:*

- (1) Jianguang Guangzhi is a private equity fund established in the PRC. As at the Latest Practicable Date, it is controlled by its general partner, Beijing Jianguang Asset Management Limited (北京建廣資產)管理有限公司, “**JAC Capital**”, which holds 0.45% of its equity interests, and its limited partners are Chengdu Gaoxin New Economy Venture Investment Limited (成都高新新經濟創業投資有限公司) and Dezhou Xingui Equity Investment Partnership (Limited Partnership) (德州新矽股權投資合夥企業(有限合夥)), holding approximately 75.85% and 23.70% of its equity interests, respectively. Founded in January 2014, JAC Capital is a private equity firm that focuses primarily on investments along the integrated circuit (IC) industry value chain, while also actively exploring emerging strategic sectors.
- (2) Feikong Jingwei is a wholly-owned subsidiary of the Company. Feikong Jingwei was established in August 2019 by Mr. Dai, Mr. Wang Hongjun and Mr. Wu Tingbin, who owned approximately 34%, 33% and 33% of its equity interest. In October 2020, the Company acquired the entire equity interest in Feikong Jingwei.
- (3) Suzhou Industrial Park is a government-guided private fund sponsored by the Suzhou Industrial Park Administrative Committee. As at the Latest Practicable Date, it is controlled by its general partner, Suzhou Yuanfeng Capital Management Co., Ltd. (蘇州園豐資本管理有限公司, “**Harvest Capital**”), which holds approximately 0.10% of its equity interests, and its limited partners are Suzhou Industrial Park Economic Development Co., Ltd. (蘇州工業園區經濟發展有限公司) and Suzhou Industrial Park State-owned Capital Investment and Operation Holding Co., Ltd. (蘇州工業園區國有資本投資運營控股有限公司), holding approximately 59.94% and 39.96% of its equity interests, respectively. Harvest Capital is a policy-oriented investment platform under the Suzhou Industrial Park Administrative Committee, responsible for the operation and management of the Suzhou Industrial Park industrial investment funds and the Suzhou Industrial Park angel fund-of-funds.
- (4) Nengda Emerging is a limited partnership established in the PRC which operates as an emerging-industry fund-of-funds. As at the Latest Practicable Date, it is controlled by its general partner, Jiangsu Nengda Private Fund Management Co., Ltd. (江蘇能達私募基金管理有限公司, “**Nengda Capital**”), which holds approximately 5.54% of its equity interests, and its limited partners are Management Committee of Nantong Economic and Technological Development Zone (南通市經濟技術開發區管理委員會), Nantong Economic and Technological Development Zone Holding Group Co., Ltd. (南通經濟技術開發區控股集團有限公司), Jiangsu Weifu Group Co., Ltd. (江蘇緯賦集團有限公司) and Nantong High-tech Venture Center Co., Ltd. (南通高新技術創業中心有限公司), holding approximately 42.11%, 40.00%, 7.69% and 4.66% of its equity interests, respectively. Nengda Capital is a policy-oriented investment platform in Nantong, Jiangsu, responsible for managing and operating funds that support the development of emerging industries in the region.
- (5) Yongxin Fusion is a private equity fund established in the PRC. As at the Latest Practicable Date, it is controlled by its general partner, Suzhou Yongxin Fangzhou Equity Investment Management Partnership (General Partnership) (蘇州永鑫方舟股權投資管理合夥企業(普通合夥), “**Yongxin Fangzhou**”), which holds approximately 0.18% of its equity interests, and the remaining equity interests are held by ten limited partners (none of whom holds 30% or more of its equity interests). Yongxin Fangzhou is ultimately controlled by Mr. Wei Yong (韋勇).
- (6) Chaoyue Moore is a private equity fund established in the PRC. As at the Latest Practicable Date, it is controlled by its general partner, Shanghai Chaoyue Moore Private Fund Management Co., Ltd. (上海超越摩爾私募基金管理有限公司, “**Chaoyue Moore Capital**”), which holds approximately 0.73% of its equity interests. The remaining equity interests are held by China Integrated Circuit Industry Investment Fund Co., Ltd. (國家集成電路產業投資基金股份有限公司, “**China IC Fund**”) as to 39.16%, and by eight other limited partners (none of whom holds 30% or more of its equity interests). Chaoyue Moore Capital is controlled by China IC Fund.
- (7) Shangrong Baoying is a private equity fund established in the PRC. As at the Latest Practicable Date, it is controlled by its general partner, Shangrong Capital Management Co., Ltd. (尚融資本管理有限公司, “**Shangrong Capital**”), which holds approximately 0.99% of its equity interests. The remaining equity interests are held by Ningbo Heyuan Holdings Co., Ltd. (寧波禾元控股有限公司), Yulong Holding Group Co., Ltd. (裕隆控股集團有限公司), Shanghai Keyuan Trading Co., Ltd. (上海柯元貿易有限公司) and Ningbo Ronghui Investment Center (Limited Partnership) (寧波融慧投資中心(有限合夥)) as to approximately 88.61%, 4.95%, 4.46% and 0.99%, respectively. Shangrong Capital is ultimately controlled by Mr. Sun Yonggen (孫永根).
- (8) Changzhou Puhua is a limited partnership established in the PRC. As at the Latest Practicable Date, it is controlled by its general partner, Mr. Xia Shengli (夏勝利), who holds approximately 99.0% of its equity interests, and the remaining 1.0% is held by Wang Quanqing (王泉清).
- (9) To the best knowledge and belief of the Company, as at the Latest Practicable Date, except for Feikong Jingwei which is a wholly-owned subsidiary of the Company, all of the members of the buyer consortium above and their respective ultimate beneficiary owners are the Independent Third Parties.

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

Since the initial investment in October 2020, the Group led by Mr. Dai has commenced the integration efforts between ficonTEC and the rest of the Group and gradually engaged in active managerial and operational involvement with ficonTEC to facilitate a structured integration and realize early-stage synergies. Under the leadership of Mr. Dai, this collaboration included (i) the successful joint delivery of automated assembly and testing lines for Valeo in 2023; (ii) the establishment of a dedicated Optoelectronics Business Unit within the Company to serve as a technical and organizational hub for SiPh-related initiatives and an interface with ficonTEC’s technology platform; (iii) integration of ficonTEC into its PRC manufacturing supply chain, enhancing cost efficiencies through localized production in China; and (iv) assisting a strategic transition of ficonTEC’s product lines from bespoke, project-based models toward scalable, modular solutions for mass production.

From October 2020 to October 2023, ficonTEC was held through Feikong Taike as a parent company, and Mr. Dai, as general manager of Feikong Taike, led the strategic and operational oversight of ficonTEC. The Group was the sole industrial investor in the buyer consortium, while the other consortium members were financial investors. Mr. Dai acted as the primary bridge between the management of the Company and ficonTEC for knowhow communication, strategic collaboration and alignment. Under Mr. Dai’s leadership and direction, the Company’s wider management team was actively engaged in high level collaboration with ficonTEC and accumulated substantial experience in the management of ficonTEC’s business, including through jointly executing complex projects such as Valeo’s automated assembly line and advancing the strategic localization of ficonTEC’s production in the PRC.

Following the commencement of the Company’s final acquisition of the entire equity of ficonTEC, Mr. Dai was appointed as a managing director of ficonTEC in October 2023 and, since then, has maintained high level of involvement in its management and day-to-day operations. Under his leadership, our Group has further enhanced its close cooperation with ficonTEC.

### *Phase II: the Company’s acquisition of the entire equity interests of ficonTEC*

From August 2023 to September 2023, the Company entered into a series of equity purchase agreements with all shareholders of Feikong Taike other than Feikong Jingwei, namely Jianguang Guangzhi, Suzhou Industrial Park, Nengda Emerging, Yongxin Fusion, Chaoyue Moore, Shangrong Baoying and Changzhou Puhua (collectively the “**Onshore Sellers**”), pursuant to which the Company agreed to purchase and the Onshore Sellers agreed to sell 81.19% equity interest in Feikong Taike, at a total consideration of RMB926.7 million, comprising a cash consideration of RMB542.4 million and consideration shares of 9,581,778 A Shares at a price of RMB40.10 per A Share; from August 2023 to August 2024, the Company also entered into a series of equity purchase agreements with ELAS (the “**Offshore Seller**”), pursuant to which the Company agreed to purchase and the Offshore Seller agreed to sell 6.97% equity interest in ficonTEC, at a total consideration of RMB85.1 million in cash (collectively, the “**ficonTEC Acquisition**”). Immediately before the completion of the ficonTEC Acquisition, the Company held 18.81% of the equity interest in Feikong Taike, and Feikong Taike indirectly owned 93.03% equity interest in ficonTEC. Therefore, following the completion of the ficonTEC Acquisition, the Company owned the entire equity interest in ficonTEC.

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

The consideration of the ficonTEC Acquisition was determined based on arm’s length negotiation, taking into account the appraised value of the 81.19% equity interest in Feikong Taike and the entire equity interest in ficonTEC as set out in the valuation reports prepared by independent appraisers. We funded the cash consideration for the ficonTEC Acquisition by commercial loans and private placement of an aggregate of 3,072,245 A Shares at the price of RMB124.99 per A Share. To the best knowledge of our Directors having made all reasonable enquiries, each of the Onshore Sellers was an Independent Third Party. As of the Latest Practicable Date, the Offshore Seller was owned by Mr. Torsten Vahrenkamp (our Director and the CEO of ficonTEC) and Mr. Matthias Trinker (the CFO of ficonTEC) as to 50% and 50%, respectively.

In order to safeguard the interest of our Company and the Shareholders, in March 2025, Mr. Dai as the ultimate controlling shareholder of our Company, entered into a performance guarantee and compensation agreement with our Company, pursuant to which Mr. Dai voluntarily undertook to guarantee that the cumulative net profits of ficonTEC for the three fiscal years following the completion of the ficonTEC Acquisition (namely 2025, 2026 and 2027, the “**Relevant Period**”) would not be lower than EUR58.1 million, and (i) if ficonTEC fails to achieve the committed cumulative performance during the Relevant Period, Mr. Dai shall provide cash compensation to our Company for the shortfall, and (ii) if the impairment amount determined by the impairment test upon the expiry of such Relevant Period exceeds the compensation already made, Mr. Dai shall further provide cash compensation to our Company for such shortfall, respectively, provided that the total amount of compensation provided by Mr. Dai for (i) and (ii) above shall not exceed the total consideration of ficonTEC Acquisition, being RMB1,011.8 million.

The above acquisition was properly and legally completed in May 2025, and all necessary regulatory approvals have been obtained. As the completion of ficonTEC Acquisition falls within the Track Record Period, and based on the historical financial information of ficonTEC, such acquisition has triggered the disclosure thresholds under Rule 4.05A. Therefore, this document also includes the pre-acquisition financial information of ficonTEC Group from January 1, 2022 up to April 30, 2025. See “Appendix IB — Accountants’ Report of Target Group.”

Save as disclosed above, we did not carry out any major acquisitions, disposals or mergers during the Track Record Period and up to the Latest Practicable Date.

### OUR LISTING ON THE CHINEXT OF THE SHENZHEN STOCK EXCHANGE AND REASONS FOR THE [REDACTED] ON THE HONG KONG STOCK EXCHANGE

Since 2019, the A Shares of our Company have been listed on the ChiNext of the Shenzhen Stock Exchange. Our Directors confirmed that during the Track Record Period and up to the Latest Practicable Date, save for certain non-material regulatory measures set out in “Business — Regulatory Compliance and Legal Proceedings — Regulatory Compliance”, we had no instances of non-compliance with the rules of the Shenzhen Stock Exchange and other applicable securities laws and regulations of the PRC in any material respects, and, to the best knowledge of our Directors having made all reasonable enquiries, there was no material matter that should be brought to the investors’ attention in relation to our compliance record on the Shenzhen Stock Exchange. Our PRC Legal Advisor advised us that during the Track Record Period and up to the Latest Practicable Date, we have complied with the relevant laws

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

and regulations on A share listings applicable to us in all material respects. Based on the independent due diligence conducted by the Joint Sponsors, nothing has come to the Joint Sponsors' attention that would cause them to disagree with our Directors' confirmation with regard to the compliance records of the Company on the Shenzhen Stock Exchange. Also see "Business — Regulatory Compliance and Legal Proceedings — Regulatory Compliance".

Our Company seek its H Shares to be [REDACTED] on the Hong Kong Stock Exchange in order to further promote the Company's internationalization strategy, enhance the Company's international brand image, strengthen the Company's core competitiveness, and enhance the Company's operational and management standards. See "Business — Our Strategies" and "Future Plans and Use of [REDACTED]" for more details.

### PUBLIC FLOAT AND FREE FLOAT

Our A Shares are listed on the ChiNext of the Shenzhen Stock Exchange. The total number of the H Shares to be [REDACTED] pursuant to the [REDACTED] represents approximately [REDACTED]% of the total issued share capital of our Company (before any exercise of the [REDACTED]). Immediately following the completion of the [REDACTED] (before any exercise of the [REDACTED]), the total number of the H Shares expected to be held by the public represents approximately [REDACTED]% of the total issued share capital of our Company, thereby satisfying Rule 19A.13A(a) of the Listing Rules.

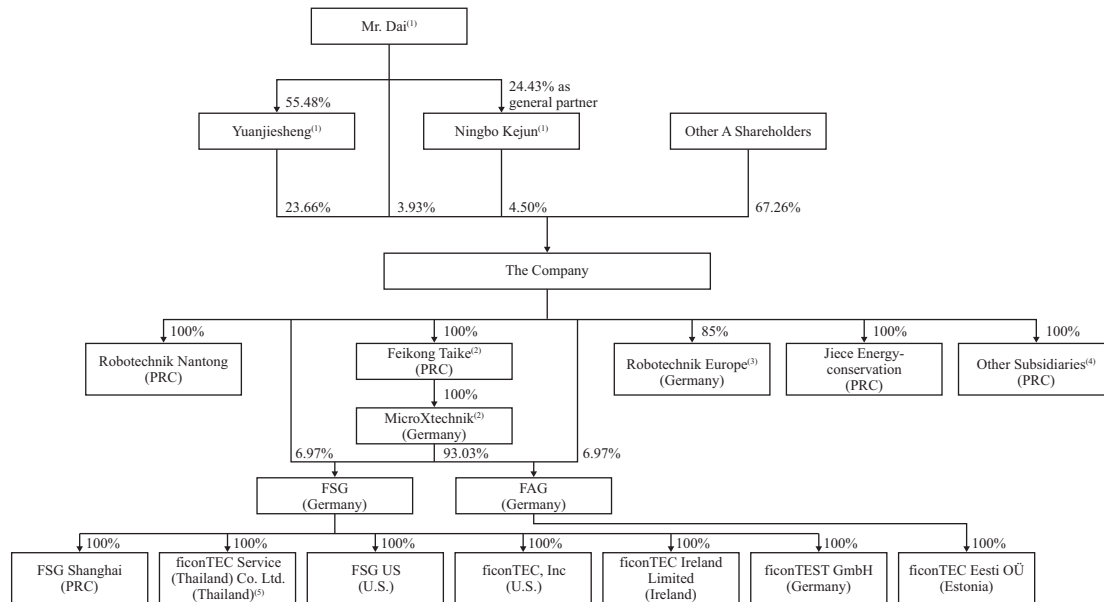
Assuming an [REDACTED] of HK\$[REDACTED] per [REDACTED] (being the high-end of the range of the [REDACTED]), the number of H Shares held by the public would represent approximately [REDACTED]% of the total issued share capital (before any exercise of the [REDACTED]) of our Company so as to satisfy the prescribed market value of the H Shares required to be held by the public of HK\$3.0 billion under Rule 19A.13A(2)(b) of the Listing Rules. Assuming an [REDACTED] of HK\$[REDACTED] per [REDACTED] (being the low-end of the range of the [REDACTED]), the market value of the H Shares that are held by the public is approximately HK\$[REDACTED], which is higher than the prescribed market value of the H Shares required to be held by the public of HK\$3.0 billion under Rule 19A.13A(2)(b) of the Listing Rules, therefore the minimum prescribed public float threshold applicable to the Company is the market value threshold of HK\$3.0 billion.

Based on an [REDACTED] of HK\$[REDACTED] per H Share, being the minimum [REDACTED], the Company will satisfy the free float requirement of the expected market value at the time of [REDACTED] of not less than HK\$600,000,000 under Rule 8.08A (as amended and replaced by Rule 19A.13C) of the Listing Rules.

## HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE

### OUR CORPORATE STRUCTURE IMMEDIATELY PRIOR TO THE COMPLETION OF THE [REDACTED]

The following chart illustrates our corporate and shareholding structure immediately prior to the [REDACTED]:



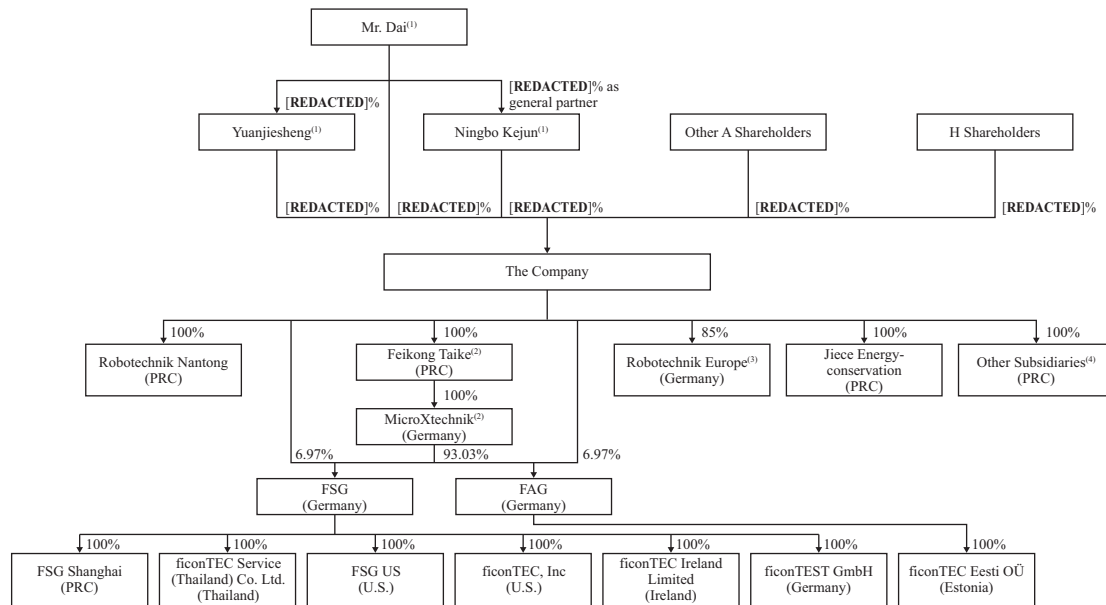
*Notes:*

- (1) As of the Latest Practicable Date, our Company was owned by Yuanjiesheng, Ningbo Kejun and Mr. Dai (each being a member of our Single Largest Shareholder Group) as to approximately 23.66%, 4.50% and 3.93%, respectively. Yuanjiesheng was owned by Mr. Dai, Mr. Wang Hongjun and Mr. Xia Chengzhou as to approximately 55.48%, 39.64% and 4.88%, respectively. Mr. Dai served as the general partner of Ningbo Kejun and held approximately 24.43% of its equity interest. Mr. Wang Hongjun was a limited partner holding approximately 45.93% of its equity interest, while the remaining 32 limited partners collectively held approximately 29.64% equity interest, none of whom owned 5% or more of the equity interest). As of the Latest Practicable Date, 5,350,000 A Shares held by Yuanjiesheng have been pledged in favor of three PRC securities companies regulated by the CSRC as security for certain loan facilities to it, representing approximately 3.19% of the total issued share capital of the Company.
- (2) As of the Latest Practicable Date, the Company directly held 81.19% equity interest of Feikong Taikete, and indirectly held the remaining 18.81% equity interest of Feikong Taikete through the Company's wholly-owned subsidiary Feikong Jingwei. Feikong Taikete indirectly owned MicroXtechnik through its wholly-owned subsidiary Luxembourg Investment Company 312 S.à r.l.
- (3) As of the Latest Practicable Date, Robotechnik Europe was owned as to 85% by our Company and 15% by Mr. Michael Hitzker, who was an Independent Third Party.
- (4) As of the Latest Practicable Date, other subsidiaries include five wholly-owned subsidiaries established in the PRC, namely Robotechnik Semiconductor Technology (Nantong) Co., Ltd. (羅博特科半導體科技(南通)有限公司), Feikong Jingwei, Robotechnik Intelligent Technology (Shenzhen) Co., Ltd. (羅博特科智能科技(深圳)有限公司), Suzhou Jieyunsheng Energy Technology Co., Ltd. (蘇州捷運昇能源科技有限公司), Robo Qiwu Technology (Suzhou) Co., Ltd. (羅博齊物技術(蘇州)有限公司). For further details of the subsidiaries of our Company, see Note 1 to "Appendix IA — Accountants' Report of The Group" of this document.
- (5) As of the Latest Practicable Date, ficonTEC Service (Thailand) Co. Ltd. is owned by FSG as to 99.94%, Ms. Yang Xueli (楊雪莉) as to 0.03% and Mr. Li Weibin (李偉彬) as to 0.03%. Each of Ms. Yang Xueli and Mr. Li Weibin acted as a nominal shareholder and held such beneficiary interest on behalf of FSG, respectively. Ms. Yang Xueli is our employee, and Mr. Li Weibin is a member of our senior management. Each of Ms. Yang Xueli and Mr. Li Weibin was an Independent Third Party.
- (6) Certain percentage figures included in the above chart have been subject to rounding adjustments.

**HISTORY, DEVELOPMENT AND CORPORATE STRUCTURE**

**OUR CORPORATE STRUCTURE IMMEDIATELY FOLLOWING THE COMPLETION OF THE [REDACTED]**

The following chart illustrates our corporate and shareholding structure immediately following the completion of the [REDACTED], assuming the [REDACTED] is not exercised:



*Note:* Please refer to the notes (1) to (6) to the paragraph headed “— Our Corporate Structure Immediately Prior to the Completion of the [REDACTED]” above for more information.