

DEFINITIONS

In this document, unless the context otherwise requires, the following terms and expressions shall have the meanings set out below. Certain other terms are explained in “Glossary of Technical Terms.”

“%”	per cent
“Accountants’ Report”	the accountants’ report of our Company, the text of which is 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”	Accounting and Financial Reporting Council of Hong Kong
“Anhui Tage”	Anhui Tage iDriver Technology Co., Ltd. (安徽踏歌智行科技有限公司), a company established under the laws of the PRC with limited liability on December 16, 2021, our direct wholly-owned subsidiary
“Articles of Association” or “Articles”	the articles of association of our Company adopted by special resolution on May 8, 2026 with effect from the [REDACTED], as amended, supplemented or otherwise modified from time to time, a summary of which is set out in “Appendix V — Summary of Articles of Association”
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Audit Committee”	the audit committee of our Board
“BIS”	the Bureau of Industry and Security of the U.S. Department of Commerce
“Board” or “Board of Directors”	the board of Directors of our Company
[REDACTED]	
“BUE Foundation”	Beihang University Education Foundation (北京航空航天大學教育基金會), a non-public fundraising foundation established under the laws of the PRC on May 17, 2005, one of the Single Largest Group of Shareholders of our Company
“Business Day” or “business day”	a day on which banks in Hong Kong are generally open for normal business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong
“CAGR”	Compound annual growth rate

[REDACTED]

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[REDACTED]

“Chinese Mainland, “ “China” or “PRC”	the People’s Republic of China and for the purpose of this document only, unless the context otherwise requires, excludes Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“Chizhou Tage”	Chizhou Tage Intelligent Manufacturing Technology Co., Ltd. (池州踏歌智造科技有限公司), a company established under the laws of the PRC with limited liability on April 2, 2025, our direct wholly-owned subsidiary
“CHN Energy”	China Energy Investment Corporation Co., Ltd. (國家能源投資集團有限責任公司) (formerly known as Shenhua Group Corporation Limited (神華集團有限責任公司)), a company established under the laws of the PRC with limited liability on October 23, 1995, a connected person of our Company
“CIC” or “Industry Consultant”	China Insights Industry Consultancy Limited, our industry consultant, an independent market research and consulting company
“close associate(s)”	has the meaning ascribed to it under the Listing Rules
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	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
“Companies Ordinance”	Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company Law” or “PRC Company Law”	Company Law of the PRC (《中華人民共和國公司法》), as amended, supplemented or otherwise modified from time to time
“Company” “our Company” or “the Company”	Tage iDriver Technology Co., Ltd. (踏歌智行科技股份有限公司), a limited liability company established under the laws of the PRC on October 12, 2016 and converted into a joint stock company with limited liability on December 31, 2025
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix C1 to the Listing Rules
“CSDC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)

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“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Dalian Tage”	Dalian Tage Technology Partnership (Limited Partnership) (大連踏歌科技合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on March 11, 2026, and a share incentive platform of our Company and one of the Single Largest Group of Shareholders of our Company
“Director(s)” or “our Director(s)”	the director(s) of our Company
“Domestic Share(s)” or “Domestic [REDACTED] Share(s)”	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which is/are subscribed for and paid up in Renminbi and not [REDACTED] or traded on any stock exchange
“EAR”	the Export Administration Regulations (15 C.F.R. Parts 730–774) administered by the BIS
“EIT”	PRC enterprise income tax

[REDACTED]

“Extreme Conditions”	the occurrence of “extreme conditions” as announced by any government authority of Hong Kong due to serious disruption of public transport services, extensive flooding, major landslides, large-scale power outage or any other adverse conditions before Typhoon Signal No. 8 or above is replaced with Typhoon Signal No. 3 or below
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[REDACTED]

“General Rules of HKSCC”	General Rules of HKSCC published by the Stock Exchange and as amended from time to time
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[REDACTED]

“Group” “our Group” “we” or “us”	our Company and our subsidiaries from time to time
“Guide” or “Guide for New Listing Applicants”	the Guide for New Listing Applicants issued by the Stock Exchange, as amended, supplemented or otherwise modified from time to time

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“Hefei Tage” Hefei Tage iDriver Technology Co., Ltd. (合肥踏歌智行科技有限公司), a company established under the laws of the PRC with limited liability on April 13, 2023, our direct wholly-owned subsidiary

[REDACTED]

“H Share(s)” ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which will be subscribed for and traded in Hong Kong dollars and [REDACTED] on the Stock Exchange

“HK\$” or “Hong Kong dollars” Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

“Hong Kong” or “HK” the Hong Kong Special Administrative Region of the PRC

“Hong Kong Listing Rules” or “Listing Rules” the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time

[REDACTED]

DEFINITIONS

[REDACTED]

“IFRS”	International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board
“Independent Third Party(ies)”	entity(ies) or person(s) who is/are not connected person(s) of our Company or its subsidiaries
“Inner Mongolia Tage”	Inner Mongolia Tage iDriver Technology Co., Ltd. (内蒙古踏歌智行科技有限公司), a company established under the laws of the PRC with limited liability on December 25, 2018, our direct wholly-owned subsidiary

[REDACTED]

“International Sanctions”	International laws and regulations relating to the economic sanctions and export control restrictions administered and enforced by the Relevant Jurisdiction(s)
“International Sanctions Legal Advisor”	Ashurst Tokyo (Ashurst Horitsu Jimusho Gaikokuho Kyodo Jigyo), our legal advisor as to International Sanctions in connection with the [REDACTED]

[REDACTED]

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[REDACTED]

“Latest Practicable Date” May 12, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication

[REDACTED]

“Main Board” the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the GEM of the Stock Exchange

“MIIT” or “Ministry of Industry and Information Technology” Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部) (formerly known as the Ministry of Information Industry)

“Mr. Zhou” or “Mr. Zhou Huasheng” Mr. Zhou Huasheng (周華生), an executive Director, the chief executive officer and one of the Single Largest Group of Shareholders of our Company

“NDRC” National Development and Reform Commission (國家發展和改革委員會)

“Ningbo Tage” Ningbo Free Trade Zone Tage Partner Enterprise Management Partnership Enterprise (Limited Partnership) (寧波保稅區踏歌夥伴企業管理合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on August 21, 2017, and a share incentive platform of our Company and one of the Single Largest Group of Shareholders of our Company

“Nomination Committee” the nomination committee of our Board

[REDACTED]

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[REDACTED]

“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC GAAP”	generally accepted accounting principles of PRC
“PRC Legal Advisor”	JunHe LLP, our legal advisor as to PRC law
“Pre-[REDACTED] Investment(s)”	the investment(s) in our Company undertaken by the Pre-[REDACTED] Investors, the details of which are set out in “History, Development and Corporate Structure”
“Pre-[REDACTED] Investor(s)”	the Pre-[REDACTED] investor(s) described in “History, Development and Corporate Structure”

[REDACTED]

“Prof. Yu” or “Prof. Yu Guizhen”	Prof. Yu Guizhen (余貴珍), the Chairman of the Board, an executive Director, the co-chief executive officer and one of the Single Largest Group of Shareholders of our Company
“document” or “Document”	this document being issued in connection with the [REDACTED]
“province” or “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
“Regulation S”	Regulation S under the U.S. Securities Act
“Relevant Jurisdiction(s)”	has the meaning ascribed to it under Chapter 4.4 of the Guide. For the purposes of this document, Relevant Jurisdictions include the U.S. and the UN

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“Remuneration Committee”	the remuneration committee of our Board
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“Sanctioned Country(ies)”	has the meaning ascribed to it under Chapter 4.4 of the Guide and means 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
“SASAC”	State-owned Assets Supervision and Administration Commission (國有資產監督管理委員會)
“SAT”	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“SDN”	Specially Designated Nationals designated pursuant to U.S. sanctions programs
“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”	Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Futures Ordinance”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Shanghai-Hong Kong Stock Connect”	a securities trading and clearing links program developed by the Stock Exchange, Shanghai Stock Exchange, [REDACTED] and CSDC for mutual market access between Hong Kong and Shanghai
“Share(s)”	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, comprising [REDACTED] Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of the Share(s)
“Shenzhen-Hong Kong Stock Connect”	a securities trading and clearing links program to be developed by the Stock Exchange, Shenzhen Stock Exchange, [REDACTED] and CSDC for mutual market access between Hong Kong and Shenzhen
“Single Largest Group of Shareholders”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to Prof. Yu, Mr. Zhou, Ningbo Tage, Dalian Tage and BUE Foundation, further details of which are set out in “Relationship with our Single Largest Group of Shareholders”

DEFINITIONS

[REDACTED]

“Sole Sponsor” the sole sponsor as named in “Directors and Parties Involved in the [REDACTED]”

[REDACTED]

“State Council” State Council of the PRC (中華人民共和國國務院)

“Stock Exchange” or “Hong Kong Stock Exchange” The Stock Exchange of Hong Kong Limited, a wholly owned subsidiary of Hong Kong Exchanges and Clearing Limited

“subsidiary(ies)” has the meaning ascribed to it under the Listing Rules

“substantial Shareholder(s)” has the meaning ascribed to it under the Listing Rules

“Tage (Beijing) IT” Tage iDriver (Beijing) Intelligent Technology Research Co., Ltd. (踏歌智行(北京)智能技術研究有限公司), a company established under the laws of the PRC with limited liability on April 20, 2023, our direct wholly-owned subsidiary

“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

“Tongliao Tage” Tongliao Tage iDriver Technology Co., Ltd. (通遼市踏歌智行科技有限公司), a company established under the laws of the PRC with limited liability on July 19, 2022, our direct non wholly-owned subsidiary

“Track Record Period” the financial years ended December 31, 2023, 2024 and 2025

“Trial Measures” 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》), as amended, supplemented or otherwise modified from time to time

“U.S.” or “United States” the United States of America, its territories and possessions, any State of the United States, and the District of Columbia

“U.S. dollar” or “US\$” United States dollar, the lawful currency of the United States

“U.S. Securities Act” United States Securities Act of 1933 and the rules and regulations promulgated thereunder, as amended, supplemented or otherwise modified from time to time

[REDACTED]

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[REDACTED]

“VAT” value-added tax

[REDACTED]

“Xinjiang Tage” Xinjiang Tage iDriver Technology Co., Ltd. (新疆踏歌智行科技有限公司), a company established under the laws of the PRC with limited liability on December 16, 2021, our direct wholly-owned subsidiary

For ease of reference, the names of Chinese laws and regulations, governmental authorities, institutions, natural persons or other entities (including certain of our subsidiaries) 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.

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.