

DEFINITIONS

In this document, unless the context otherwise requires, the following expressions have the following meanings.

“Accountants’ Report”	the Report of the Reporting Accountants set out in Appendix I to this document
“AFRC”	the Accounting and Financial Reporting Council of Hong Kong
“Articles” or “Articles of Association”	the articles of association of our Company conditionally adopted on 29 April 2026 with effect from the [REDACTED], and as amended from time to time, a summary of which is set out in Appendix VI to this document
“Audit Committee”	the audit committee of our Board
“Board” or “Board of Directors”	the board of directors of our Company
“Business Day” or “business day”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business to the public
“CAGR”	compounded annual growth rate
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“Chairman” or “Mr. Ye”	the chairman of our Board, Mr. Ye Jinwu (葉錦武)
“China” or “PRC”	the People’s Republic of China and, except where the context otherwise requires and only for the purpose of this document, and for geographical reference only, references in this document to China or the PRC exclude Hong Kong, the Macao Special Administrative Region of the People’s Republic of China and Taiwan region
“CIC”	China Insights Industry Consultancy Limited, an independent professional market research and consulting company
“CIC Report”	a market research report commissioned by us and prepared by CIC on the overview of the industry in which our Group operates
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, modified and supplemented from time to time

DEFINITIONS

“Companies (WUMP) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, modified and supplemented from time to time
“Company Law” or “PRC Company Law”	Company Law of the People’s Republic of China (中華人民共和國公司法) as amended, supplemented or otherwise modified from time to time, which was last amended on 29 December 2023 to take effect on 1 July 2024
“Company” or “our Company”	Zhejiang Jinlong Electrical Machinery Stock Co., Ltd. (浙江金龍電機股份有限公司), a joint stock company with limited liability established in the PRC on 22 May 1995, the shares of which are quoted on the NEEQ Market (stock code 873936)
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, means Mr. Ye Jinwu, Ms. Li Chunlian, Mr. Ye Ye, Ms. Ye Huiqin, Jinlong Zhichuang LP and Ms. Ye Weilei
“Corporate Governance Code”	the Corporate Governance Code as 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)
“CSDC (Hong Kong)”	China Securities Depository and Clearing (Hong Kong) Company Limited
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Deed of Indemnity”	the deed of indemnity dated [●] given by our Controlling Shareholders in favour of our Company regarding certain indemnities, details of which are set out in the paragraph headed “D. Other information — 1. Tax and other indemnities” in Appendix VII to this document
“Deed of Non-Competition”	the deed of non-competition dated [●] given by our Controlling Shareholders in favour of our Company regarding certain non-competition undertakings, details of which are set out in the section headed “Relationship with our Controlling Shareholders — Non-competition undertaking” in this document
“Director(s)”	the director(s) of our Company, including all executive, non-executive and independent non-executive directors
“EIT Law”	Enterprise Income Tax Law of the People’s Republic of China (中華人民共和國企業所得稅法), as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“Euro”	Euro, the lawful currency of the Eurozone of the European Union
“European countries”	nations that are geographically located wholly or partially within the continent of Europe
“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
“[REDACTED]”	[REDACTED]
“FY2023”	the financial year ended 31 December 2023
“FY2024”	the financial year ended 31 December 2024
“FY2025”	the financial year ended 31 December 2025
“[REDACTED]”	[REDACTED] published by the Stock Exchange and as amended from time to time
“[REDACTED]”	the [REDACTED] and the [REDACTED]
“Group”, “we”, “us” or “our Group”	our Company and our subsidiaries at the relevant time or, where the context otherwise requires, in respect of the period prior to our Company becoming the holding company of our present subsidiaries, our present subsidiaries and the businesses operated by such subsidiaries or their predecessors (as the case may be)
“Guide for New [REDACTED] Applicants” or “Guide”	the Guide for New [REDACTED] Applicants issued by the Hong Kong Stock Exchange effective from 4 August 2025 (as amended, supplemented or otherwise modified from time to time)
“[REDACTED]”	[REDACTED]
“H Share(s)”	overseas [REDACTED] ordinary share(s) in the share capital of our Company with a nominal value of RMB[1.00] each, which are to be [REDACTED] and [REDACTED] in Hong Kong dollars and to be [REDACTED] on the Hong Kong Stock Exchange
“[REDACTED]”	[REDACTED]

DEFINITIONS

“HKD”, “Hong Kong dollars”, “HK\$” or “cents”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED] Operational Procedures”	the operational procedures of [REDACTED], containing the practices, procedures and administrative or other requirements relating to [REDACTED]’s services and the operation and functions of the Systems, as from time to time in force
“[REDACTED]”	[REDACTED]
“Hong Kong”, “HKSAR” or “HK”	the Hong Kong Special Administrative Region of the People’s Republic of China
“[REDACTED](s)”	[REDACTED]
“[REDACTED]”	[REDACTED]
“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“[REDACTED]”	the [REDACTED] of the [REDACTED] listed in the paragraph headed “[REDACTED] — [REDACTED]” in this document

DEFINITIONS

“[REDACTED]”

[REDACTED]

“IFRS”

International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board and the International Accounting Standards and interpretation issued by the International Accounting Standards Board

“Independent Third Party(ies)”

an individual(s) or a company(ies) who or which, to the best of our Directors’ knowledge, information and belief, having made all due and careful enquiries, is/are not a connected person(s) of our Company under the Listing Rules

“[REDACTED]”

[REDACTED]

“[REDACTED]”

[REDACTED]

“International Sanctions Legal Advisers”

Katten Muchin Roseman LLP, our legal advisers as to U.S. export control and sanction law

“[REDACTED]”

[REDACTED]

“[REDACTED]”

[REDACTED]

DEFINITIONS

“Jinlong Zhichuang LP”	Hangzhou Jinlong Zhichuang Enterprise Management Partnership (Limited Partnership)* (杭州錦龍智創企業管理合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on 7 December 2022, an employee shareholding platform and one of our Controlling Shareholders
“[REDACTED]”	[REDACTED]
“Latest Practicable Date”	18 May 2026, being the latest practicable date prior to the printing of this document for the purpose of ascertaining certain information in this document prior to its publication
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“Listing Rules”	the Rules Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited, as amended, modified and supplemented from time to time
“Main Board”	the Main Board of the Stock Exchange
“NDRC”	the National Development and Reform Commission of the People’s Republic of China (中華人民共和國國家發展和改革委員會)
“NEEQ”	the National Equities Exchange And Quotations
“Nomination Committee”	the nomination committee of our Board
“NPC”	the National People’s Congress of the People’s Republic of China (中華人民共和國全國人民代表大會)
“[REDACTED]”	[REDACTED]

DEFINITIONS

“[REDACTED](s)”	[REDACTED]
“[REDACTED]”	[REDACTED]
“Overseas Listing Trial Measures”	The Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies and five supporting guidelines (《境內企業境外發行證券和上市管理試行辦法》及五項配套指引) promulgated by the CSRC on 17 February 2023 and became effective on 31 March 2023
“PBOC”	People’s Bank of China (中國人民銀行), the central bank of the People’s Republic of China
“PRC GAAP”	generally accepted accounting principles of the PRC
“PRC Government”	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 Advisers”	AllBright Law Offices, our legal advisers as to PRC law
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“Remuneration and Appraisal Committee”	the remuneration and appraisal committee of our Board
“Reporting Accountants”	HLB Hodgson Impey Cheng Limited
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	the State Administration of Foreign Exchange of the People’s Republic of China (中華人民共和國外匯管理局)

DEFINITIONS

“SAT”	the State Taxation Administration of the People’s Republic of China (中華人民共和國國家稅務總局, formerly known as the State Administration of Tax)
“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”	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
“Share(s)”	ordinary shares in the capital of our Company with a nominal value of RMB1.00 each, comprising H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“[REDACTED]”	[REDACTED]
“sq.ft.”	square foot
“sq.m.”	square metre
“[REDACTED]”	[●]
“State Council”	the State Council of the People’s Republic of China (中華人民共和國國務院)
“Strategy and Investment Committee”	the strategy and investment committee of our Board
“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
“Track Record Period”	the period comprising FY2023, FY2024 and FY2025
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“United States” or “U.S.”	the United States of America

DEFINITIONS

“Unlisted Share(s)” existing ordinary shares(s) in the share capital of our Company with a nominal value of RMB1.00 each, which is/are not listed or traded on any stock exchange

“[REDACTED]” [REDACTED]

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

“%” per cent

Unless expressly stated or the context otherwise requires:

- *all times refer to Hong Kong time and references to years in this document are to calendar years;*
- *the terms “associate(s)”, “close associate(s)”, “connected person(s)”, “core connected person(s)”, “connected transaction(s)”, “subsidiary(ies)” and “substantial shareholder(s)” shall have the meanings ascribed to such terms in the Listing Rules;*
- *all data in this document is as at the Latest Practicable Date;*
- *certain amounts and percentage figures included in this document have been subject to rounding adjustments. 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; and*
- *all relevant information in this document assumes no exercise of any of the [REDACTED].*

The English names of the PRC laws, rules, regulations, nationals, entities, governmental authorities, institutions, facilities, certificates and titles etc. mentioned in this document, including those marked with “”, are translations from their Chinese names and are for identification purposes only. If there is any inconsistency between the Chinese names and their English translations, the Chinese names shall prevail.*