
REGULATORY OVERVIEW

PRC LAWS, REGULATIONS AND POLICIES

This section summarizes the main PRC laws, regulations and policies related to the company’s daily business activities currently carried out in China.

Laws and Regulations Related to Road Motor Vehicles

According to the Regulations of the PRC on Certification and Accreditation (《中華人民共和國認證認可條例》) promulgated and implemented by the State Council on July 20, 2023, the State implements a unified certification and accreditation supervision and management system. Any legal person, organization or individual may voluntarily entrust a legally established certification body to certify products, services and management systems. Products listed in the catalogue of products subject to compulsory product certification must be certified by the certification body designated by the certification and accreditation supervision and administration department of the State Council.

According to the Road Motor Vehicle Manufacturing Enterprises and Product Access Management Measures (《道路機動車輛生產企業及產品准入管理辦法》) promulgated by the Ministry of Industry and Information Technology (“MIIT”) on November 27, 2018 and implemented on June 1, 2019, it is clarified that the State shall implement classified access management for enterprises engaged in road motor vehicle production and the road motor vehicle products produced by them for domestic use. Road motor vehicle manufacturers and products are divided into six categories: passenger cars, trucks, passenger cars, special vehicles, motorcycles and trailers. Road motor vehicle manufacturers can only produce and sell corresponding road motor vehicle products after obtaining relevant access; road motor vehicle manufacturers should continue to maintain access conditions.

According to the Announcement of the National Certification and Accreditation Administration on Issuing the Implementation Rules of Compulsory Product Certification of Motorcycle Occupant Helmets, Household and Similar Equipment (《國家認監委關於發布摩托車乘員頭盔、家用和類似用途設備強制性產品認證實施規則的公告》) promulgated by the National Certification and Accreditation Administration (“CNCA”) on October 16, 2017 and implemented on November 1, 2017, the State has changed the management of production license for motorcycle occupant (including driver and passenger) helmets to the implementation of compulsory product certification (“CCC certification”). The manufacturer shall ensure that the certified products produced can continue to meet the requirements of certification and applicable standards.

According to the Notice on Further Standardizing the Export Order of Automobile and Motorcycle Products (《關於進一步規範汽車和摩托車產品出口秩序的通知》) promulgated and implemented by the MOFCOM, the MIIT, the GAC, the AQSIQ and the CNCA on September 6, 2012, the State implements export qualification management for automobile and motorcycle (including off-highway two-wheeled motorcycles and ATVs) manufacturers, authorized operation management for export enterprises, and classified management for production enterprises.

According to the Measures for the Administration of Goods Export Licenses (《貨物出口許可證管理辦法》) promulgated by the MOFCOM on June 7, 2008 and lately revised on November 30, 2019, the State implements a unified goods export license system. The state implements export license management for goods whose export is restricted. The MOFCOM, in conjunction with the GAC, formulates, adjusts and issues the annual Catalogue of Goods under Export License Administration (《出口許可證管理貨物目錄》). For goods subject to export quota license management and export license management, foreign trade operators shall apply for an export license from the designated license issuing agency according to regulations before export, and the customs will accept the declaration, inspection and release on the basis of the export license.

REGULATORY OVERVIEW

Laws and Regulations on Production Safety and Environmental Protection

According to the Production Safety Law of the PRC (《中華人民共和國安全生產法》) (the “**Production Safety Law**”), which was last amended by the Standing Committee of the National People’s Congress (“SCNPC”) on June 10, 2021 and came into effect on September 1, 2021, entities engaged in production and business activities within the PRC shall comply with the Production Safety Law and other laws and regulations related to production safety. Entities shall strengthen production safety management, establish and improve the production safety responsibility system and production safety rules and regulations, increase the investment guarantee for production safety funds, materials, technology and personnel, improve production safety conditions, enhance the standardization and informatization of production safety, raise the level of production safety, and ensure production safety. The principal person-in-charge of an entity shall be fully responsible for the production safety work of the entity. Where an entity violates the Production Safety Law, it shall be imposed with fines, ordered to suspend production for rectification in accordance with the circumstances of the violation; if the violation constitutes a crime, criminal liability shall be pursued.

According to the Environmental Protection Law of the PRC (《中華人民共和國環境保護法》) (or the Environmental Protection Law), which was lately revised by the SCNPC on April 24, 2014 and came into effect on January 1, 2015, enterprises, institutions and other producers and operators that discharge pollutants should take measures to prevent and control environmental pollution and harm caused by waste gas, waste water, waste residue, medical waste, dust, odorous gas, radioactive substances, noise, vibration, light radiation and electromagnetic radiation generated in production and construction or other activities. The state implements the pollutant discharge permit management system according to the law.

According to the Environmental Impact Assessment Law of the PRC (《中華人民共和國環境影響評價法》), which was promulgated and implemented by the SCNPC on December 29, 2018, the Regulation on the Administration of Environmental Protection of Construction Projects (《建設項目環境保護管理條例》), which was amended by the State Council on July 16, 2017 and came into effect on October 1, 2017, and the Interim Measures for Environmental Protection Acceptance Inspection Upon Completion of Construction Projects (《建設項目竣工環境保護驗收暫行辦法》), which was promulgated by the former Ministry of Environmental Protection on November 20, 2017 and came into effect on the same day, the PRC implements a system to assess the environmental impact of construction projects. The construction entity shall submit an environmental impact report or an environmental impact statement for approval prior to the commencement of the construction project, or an environmental impact registration form as required by the environmental protection competent administrative department of the State Council for record. In addition, after the completion of a construction project for which an environmental impact report or an environmental impact statement has been prepared, the construction entity shall, in accordance with the standards and procedures prescribed by the competent administrative department of environmental protection under the State Council, conduct acceptance inspection on the supporting environmental protection facilities and prepare an acceptance report. For construction projects that are constructed in phases or put into production or used in phases, the corresponding environmental protection facilities shall be inspected and accepted in phases. The construction projects can only be put into production or use after the completed supporting environmental protection facilities have passed the acceptance inspection. Facilities that have not been carried out or have not passed the acceptance inspection shall not be put into production or use.

According to the Regulations on the Administration of Pollution Discharge Permits (《排污許可管理條例》) promulgated by the State Council on January 24, 2021 and took effect on March 1, 2021, enterprises, institutions and other production and operation units in accordance with the law shall

REGULATORY OVERVIEW

subject to administration of pollution discharge permits shall discharge pollutants in accordance with the Administration of Pollution Discharge Permits, and shall not discharge pollutants without obtaining a pollutant discharging permit.

Regulations Related to Overseas Investment

Pursuant to the Administrative Measures for Overseas Investments (《境外投資管理辦法》) which was promulgated by the MOFCOM on September 6, 2014 and came into effect on October 6, 2014, the MOFCOM and provincial competent commerce departments shall conduct filing or approval management depending on different circumstances of overseas investments of enterprises. Overseas investments involving any sensitive country or region, or any sensitive industry shall be subject to approval management, overseas investments under other circumstances shall be subject to filing management.

Pursuant to the Administrative Measures for Outbound Investment by Enterprises (《企業境外投資管理辦法》) which was promulgated by the NDRC on December 26, 2017 and came in effect on March 1, 2018, an enterprise located within the territory of the PRC (the “**Investor**”) making an outbound investment shall go through such formalities as the approval and filing for the outbound investment project (the “**Project(s)**”), the reporting of relevant information, and the cooperation in the supervision and inspection over the outbound investment. Sensitive Projects carried out by Investors directly or through overseas enterprises controlled by them shall be subject to approval; non-sensitive Projects directly carried out by Investors, namely, the non-sensitive Projects involving Investors’ direct investment of assets and equities or the provision of financing or guarantees shall be subject to filing. The aforementioned “sensitive project” means a project involving a sensitive country or region or a sensitive industry. The NDRC promulgated the Catalogue of Sensitive Industries for Outbound Investment (Edition 2018) (《境外投資敏感行業目錄(2018年版)》), effective on March 1, 2018 to list the overseas investment sensitive industries in detail.

SAFE issued the Notice of the State Administration of Foreign Exchange on Further Simplifying and Improving the Policies of Foreign Exchange Administration Applicable to Direct Investment (《國家外匯管理局關於進一步簡化和改進直接投資外匯管理政策的通知》) on 13 February 2015, and effective from June 1, 2015, abolishing the verification and approval of foreign exchange registration of overseas direct investment. The banks shall directly examine and handle foreign exchange registration of overseas direct investment. SAFE and its branches shall conduct indirect regulation of foreign exchange registration of overseas direct investment via banks.

Laws and Regulations Related to Intellectual Property

Patent

Pursuant to the Patent Law of the PRC (《中華人民共和國專利法》) (the “**Patent Law**”) promulgated by the SCNPC on March 12, 1984 and latest amended on October 17, 2020 and came into effect on June 1, 2021, and the Implementing Rules of the Patent Law of the PRC (《中華人民共和國專利法實施細則》) promulgated by the State Council on June 15, 2001 and latest amended on December 11, 2023 and came into effect on January 20, 2024, there are three types of patents, namely invention, utility model and design. The duration of patent rights for an invention shall be 20 years, the duration of patent rights for a utility model shall be 10 years and the duration of patent rights for a design shall be 15 years, commencing from the filing date. Following the grant of patent rights for an invention or a utility model, unless otherwise stipulated in this Law, no organization or individual shall implement the patent without licensing from the patentee, i.e. shall not manufacture, use, offer to sell, sell or import such patented products for manufacturing and business purposes, or use the patented method and use, offer to sell, sell or import products obtained directly according to the patented method. Following the

REGULATORY OVERVIEW

grant of design patent rights, no organization or individual shall implement the patent without licensing from the patentee, i.e. shall not manufacture, offer to sell, sell or import the design patented products for manufacturing and business purposes.

Trademark

According to the Trademark Law of the PRC (《中華人民共和國商標法》) promulgated by SCNPC on August 23, 1982, most recently amended on April 23, 2019 and effective from November 1, 2019, and the Implementation Regulation of the Trademark Law of the PRC (《中華人民共和國商標法實施條例》) promulgated by the State Council on August 3, 2002, lately amended on April 29, 2014 and effective from May 1, 2014, a trademark approved and registered by the Trademark Office is a registered trademark. Trademark registrants enjoy exclusive rights to the trademarks, which are protected by law. The validity period of a registered trademark is ten years from the date of approval.

Domain Name

Pursuant to the Administrative Measures on Internet Domain Names issued by the Ministry of Industry and Information Technology (《互聯網域名管理辦法》) promulgated on August 24, 2017 and implemented on 1 November 2017. The setting-up of domain name root servers and the establishment of operation institution of domain name root servers, the administrative agencies of domain name registration and the service institution of domain name registration within the PRC shall obtain approvals from the MIIT or the communication administrations at the levels of provinces, autonomous regions and the municipalities. In principle, the domain name registration service adheres to the “first-to-file” registration principle. The Notice of the Ministry of Industry and Information Technology on Regulating the Use of Domain Names in Internet Information Services (《工業和信息化部關於規範互聯網信息服務使用域名的通知》) promulgated by the MIIT on November 27, 2017 and implemented on January 1, 2018 provides for the obligations of internet information service providers and other entities in combating terrorism and maintaining network security.

Laws and Regulations Related to Product Quality

According to the Product Quality Law of the PRC (《中華人民共和國產品質量法》), promulgated on February 22, 1993 and lately amended on December 29, 2018 by the SCNPC, producers and sellers shall establish a sound internal product quality control system and strictly adhere to a job responsibility system in relation to quality standards and quality liabilities together with implementing corresponding examination and inspection measures. The counterfeiting or imitation of quality marks such as certification marks is prohibited; falsifying the place of origin of product, and falsifying or imitating the name or address of another factory is prohibited; adulteration of, or mixing of improper elements with products under manufacturing or on sale, passing off the sham as the genuine or passing off the inferior as the superior is prohibited.

Laws and Regulations Related to Import and Export Trade

According to the Customs Law of the PRC (《中華人民共和國海關法》) promulgated by the SCNPC on 22 January 1987 and last amended on 29 April 2021, unless otherwise specified, import and export goods can be received by the consignee and consignor of import and export goods. The person handles the customs declaration and tax payment procedures by himself, or the consignee and consignor of import and export goods can entrust a customs declaration enterprise to handle the customs declaration and tax payment procedures. Consignees and consignors of import and export goods and customs declaration enterprises shall file with the customs according to law when going through customs declaration formalities.

REGULATORY OVERVIEW

According to the PRC Foreign Trade Law (《中華人民共和國對外貿易法》) promulgated by the SCNPC on May 12, 1994 and lately amended on December 30, 2022, and the PRC Regulations on the Administration of Import and Export of Goods (《中華人民共和國貨物進出口管理條例》) promulgated by the State Council on December 10, 2001, lately amended on March 10, 2024 and effective on May 1, 2024, no unit or individual may set or maintain prohibition or restriction measures on the import and export of goods except those explicitly prohibited or restricted by laws or administrative regulations.

According to the Provisions on the Administration of Recordation of Customs Declaration Entities of the PRC (《中華人民共和國海關報關單位備案管理規定》) promulgated by the General Administration of Customs on November 19, 2021 and effective on January 1, 2022, the consignee, consignor or customs declaration enterprise of imported or exported goods only needs to apply to the customs for filing, and no longer needs to register with the General Administration of Customs. The filing information will be made public through the China Customs Enterprise Import and Export Credit Information Publicity Platform.

According to the PRC Foreign Trade Law (《中華人民共和國對外貿易法》) promulgated by the SCNPC on May 12, 1994 and lately amended on December 30, 2022, the requirement that foreign trade operators engaged in the import and export of goods or technologies must go through filing and registration with the competent foreign trade department of the State Council or its authorized authority is abolished.

Laws and Regulations Related to Labor and Social Security

Labor Law, Labor Contract Law and Implementation Regulations of the Labor Contract Law of the People's Republic of China

According to the PRC Labor Law (《中華人民共和國勞動法》) as lately amended by the SCNPC on December 29, 2018, the PRC Labor Contract Law (《中華人民共和國勞動合同法》) as recently amended by the SCNPC on December 28, 2012 and came into effect on July 1, 2013, and the Implementation Regulations of the Labor Contract Law of the PRC (《中華人民共和國勞動合同法實施條例》) promulgated and implemented by the State Council on September 18, 2008, a labor contract shall be concluded to establish a labor relationship. Employers shall establish and improve labor rules and regulations according to law to ensure that workers enjoy labor rights and fulfill labor obligations. Labor contracts must be concluded in writing, and stricter regulations are put forward to employers for concluding fixed-term labor contracts, hiring temporary workers and dismissing workers.

Social Insurance and Housing Provident Fund

According to the PRC Social Insurance Law (《中華人民共和國社會保險法》) recently revised and implemented by the SCNPC on December 29, 2018, and the Provisional Regulations on Collection and Payment of Social Insurance Premiums (《社會保險費征繳暫行條例》) lately amended and implemented by the State Council on March 24, 2019, social insurance systems such as basic pension insurance, basic medical insurance, work-related injury insurance, unemployment insurance and maternity insurance have been established. Payment units must register for social insurance with the local social insurance agency and participate in social insurance. Paying units and individuals shall pay social insurance premiums in full and on time.

Pursuant to the Interpretation (II) of the Supreme People's Court on Issues Concerning the Application of Law in the Trial of Labor Dispute Cases (《最高人民法院關於審理勞動爭議案件適用法律問題的解釋(二)》), the “**Interpretation (II)**”, promulgated by the Supreme People's Court on July 31, 2025 and effective from September 1, 2025, any agreement between an employer and an employee, or any undertaking made by an employee to the employer, whereby social insurance contributions are agreed not to be paid, shall be deemed invalid by the people's courts. Where an employer fails to pay

REGULATORY OVERVIEW

social insurance contributions in accordance with applicable laws and regulations, and the employee requests to terminate the labor contract and seeks economic compensation from the employer pursuant to item (3) of Article 38 of the Labor Contract Law of the PRC, the people’s courts shall support such request in accordance with the law. Where an employer has made supplemental payment of social insurance contributions in accordance with the law and subsequently requests the employee to refund the social insurance contribution compensation already paid, the people’s courts shall support such request in accordance with the law.

According to the Regulations on the Administration of Housing Provident Funds (《住房公積金管理條例》) latest amended and implemented by the State Council on March 24, 2019, employers shall register at the housing provident fund management center for payment and deposit of the housing provident fund, and handle the establishment procedures of housing provident fund accounts on behalf of its employees. The unit shall pay the housing accumulation fund in full and on time.

Laws and Regulations Related to Taxation

Enterprise Income Tax

According to the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》), which was promulgated by the SCNPC and was latest amended and implemented on December 29, 2018, and the Implementation Regulations for the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法實施條例》), which was promulgated by the State Council and was latest amended on December 6, 2024 and implemented on January 20, 2025, collectively referred to as the Enterprise Income Tax Law, the unified enterprise income tax rate is 25%. However, if a non-resident enterprise has not established an institution or place in China, or if it has established an institution or place but the income obtained has no actual connection with the institution or place it has established, it shall pay enterprise income tax at a rate of 10% on its income originating in China. A uniform 25% enterprise income tax rate is imposed to both foreign invested enterprises and domestic enterprises, and tax incentives are granted to special industries and projects. The enterprise income tax rate is reduced by 20% for qualifying small low-profit enterprises. The high-tech enterprises that have passed the recognition will enjoy a 15% tax rate reduction for Enterprise Income Tax.

VAT

Pursuant to the PRC Value-Added Tax Law (《中華人民共和國增值稅法》) (the “VAT Law”), promulgated by the National People’s Congress on December 25, 2025 and effective from January 1, 2026. Units and individuals (including individual industrial and commercial households) who sell goods, services, intangible assets, real estate, and import goods within the territory of China are taxpayers of VAT and shall pay VAT in accordance with the provisions of the Law. Unless otherwise specified, taxpayers sell goods, processing, repair and repair services, tangible movable property leasing services and import goods, the tax rate is 13%, and in some specific cases 9%, 6% and 0%.

Laws and Regulations Related to Foreign Exchange

According to the Foreign Exchange Administration Regulations of the PRC (《中華人民共和國外匯管理條例》) announced and implemented by the State Council on August 5, 2008, the regulations apply to the foreign exchange receipts and payments or foreign exchange business activities of domestic institutions and domestic individuals, as well as the foreign exchange receipts and payments or foreign exchange business activities of overseas institutions and foreign individuals in China.

According to the Notice of the State Administration of Foreign Exchange on Relevant Issues Concerning the Administration of Foreign Exchange for Overseas Listing (《國家外匯管理局關於境外上市外匯管理有關問題的通知》) promulgated by the State Administration of Foreign Exchange on

REGULATORY OVERVIEW

December 26, 2014, the State Administration of Foreign Exchange and its branches and the Foreign Exchange Administration Department shall supervise, manage and inspect the business registration, account opening and use, cross-border receipts and payments, fund exchange and other activities involved in overseas listing of domestic companies. Domestic companies shall, within 15 working days from the end of overseas listing and issuance, go to the foreign exchange bureau where they are registered with relevant materials for overseas listing registration.

According to the Notice of the State Administration of Foreign Exchange on Policies for Reforming and Regulating the Control over Foreign Exchange Settlement under the Capital Account (《國家外匯管理局關於改革和規範資本項目結匯管理政策的通知》) promulgated by the State Administration of Foreign Exchange on June 9, 2016, the foreign exchange income of the project (including foreign exchange capital, foreign debt funds and funds transferred from overseas listing, etc.) can be settled in banks according to the actual operating needs of domestic institutions. If the current laws and regulations have restrictive provisions on the settlement of foreign exchange income from capital accounts of domestic institutions, such provisions shall prevail.

According to the Circular on Optimizing Administration of Foreign Exchange to Support the Development of Foreign-related Business by the State Administration of Foreign Exchange (《國家外匯管理局關於優化外匯管理支持涉外業務發展的通知》) promulgated by SAFE on April 10, 2020, eligible enterprises are allowed to make domestic payments by using receipts under capital accounts, such as their capital funds, foreign credits and the income from overseas listing, with no need to provide the evidentiary materials concerning authenticity on a transaction-by-transaction basis to banks in advance, provided that their capital use shall be authentic and in line with provisions, and conform to the prevailing administrative regulations on the use of receipts under capital accounts. According to the SAFE promulgated the Notice of the State Administration of Foreign Exchange on Further Deepening Reform and Promoting the Facilitation of Cross border Trade and Investment (《國家外匯管理局關於進一步深化改革促進跨境貿易投資便利化的通知》) promulgated by the State Administration of Foreign Exchange on December 4, 2023, foreign exchange funds raised by overseas listings of domestic enterprises can be directly remitted to capital account settlement Account, the funds in the capital account settlement account can be used independently for foreign exchange settlement.

Laws and Regulations Related to Overseas Securities Issuance and Listing By Domestic Enterprises

Securities laws and regulations

The Securities Law of the PRC (《中華人民共和國證券法》) (the “**Securities Law**”), which was lately amended by the Standing Committee of the National People’s Congress on December 28, 2019 and came into effect on March 1, 2020, comprehensively regulates the activities of China’s domestic securities market, including the issuance and trading of securities, acquisition of listed companies, information disclosure, investor protection, securities trading venues, securities companies, securities registration and clearing institutions, securities service institutions, securities industry associations and securities regulatory agencies, etc. The Securities Law further stipulates that when domestic enterprises directly or indirectly issue securities overseas or list their securities overseas, they shall comply with the relevant regulations of the State Council. If domestic company stocks are subscribed and traded in foreign currencies, specific measures shall be separately stipulated by the State Council. China Securities Regulatory Commission is a securities regulatory agency established by the State Council, which is responsible for supervising and managing the securities market according to law, maintaining market order and ensuring the legal operation of the market.

REGULATORY OVERVIEW

Overseas Listing

On February 17, 2023, the CSRC promulgated 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》) (the “**Trial Measures**”) and related guidelines, which will take effect on March 31, 2023. According to the Trial Measures, if an enterprise in China directly or indirectly issues or lists shares overseas, it shall file with the CSRC within 3 working days after submitting the application documents for issuance and listing overseas; Under any of the following circumstances, overseas issuance and listing shall not be allowed: laws, administrative regulations or relevant state regulations explicitly prohibit listing and financing; The relevant competent department of the State Council has examined and determined in accordance with the law that overseas issuance and listing may endanger national security; a domestic enterprise or its controlling shareholder or actual controller has committed criminal offences of corruption, bribery, embezzlement of property, misappropriation of property or disruption of the socialist market economic order in the last three years; domestic enterprises are under investigation according to law for suspected crimes or major violations of laws and regulations, and there is no clear conclusion; there is a major ownership dispute over the equity held by the controlling shareholder or the shareholder controlled by the controlling shareholder or the actual controller.

According to the Provisions on Strengthening Confidentiality and Archives Administration Concerning Overseas Securities Offerings and Listings by Domestic Enterprises (《關於加強境內企業境外發行證券和上市相關保密和檔案管理工作的規定》) (the “**Provisions on Strengthening Confidentiality and Archives Administration**”) jointly promulgated by China Securities Regulatory Commission and other relevant departments on February 24, 2023 and came into effect on March 31, 2023, domestic enterprises and securities companies and securities services institutions providing corresponding services should strictly abide by the relevant laws and regulations of the PRC and the requirements of the Provisions on Strengthening Confidentiality and Archives Administration. Strengthen the legal awareness of keeping state secrets and archives administration, and establish and improve the confidentiality and archives work system. Take necessary measures to implement the responsibility of strengthening confidentiality and archives administration and do not disclose state secrets and the working secrets of state organs, and do not harm the national and public interests. If a domestic enterprise provides and publicly discloses documents and data involving state secrets and work secrets of state agencies to relevant securities companies, securities service institutions, overseas regulatory agencies and other units and individuals, or provides them through its overseas listed entities, etc., it shall report to the competent department with examination and approval authority for approval in accordance with the law, and report to the confidentiality administrative department at the same level for filing. Domestic enterprises provide, publicly disclose, or provide through their overseas listed entities to relevant securities companies, securities service institutions, overseas regulatory agencies and other units and individuals, and publicly disclose other documents and materials that will have an adverse impact on national security or public interests after disclosure., corresponding procedures shall be strictly implemented in accordance with relevant national regulations.

U.S. LAWS, REGULATIONS AND POLICIES

The manufacture, importation, and distribution of E-mobility products and powersports are subject to numerous standards and regulations governing vehicle safety, emissions control, environmental protection, labeling, and consumer product safety. The most significant of these standards and regulations affecting us are summarized below.

Motor Vehicle Safety

The manufacture, importation, and sale of motor vehicles in the U.S. are primarily regulated under the National Traffic and Motor Vehicle Safety Act of 1966 (49 U.S.C. § 30101 et seq., “**Safety Act**”) and regulations promulgated by the National Highway Traffic Safety Administration (“**NHTSA**”) under

REGULATORY OVERVIEW

the U.S. Department of Transportation (“**DOT**”). The Safety Act’s purpose is to reduce traffic accidents and the resulting deaths, injuries, and property damage by ensuring that vehicles sold or introduced into interstate commerce meet minimum safety requirements.

Under the Safety Act, each vehicle or equipment manufacturer must certify that its products comply with all applicable Federal Motor Vehicle Safety Standards (“**FMVSS**”) governing the design, construction, performance, and durability of motor vehicles and motor vehicle equipment. These standards address a wide range of safety elements — including braking systems, lighting, crashworthiness, occupant protection, electronic stability control, and performance of specific components. Manufacturers must conduct testing, maintain technical records supporting certification, and affix mandatory labels and identification numbers, such as the VIN. In the event that a manufacturer or NHTSA determines a vehicle or component is defective or non-compliant, the manufacturer must undertake a recall campaign to remedy the defect. Non-compliance with such requirements may result in civil penalties or restrictions on vehicle importation and sale.

Importers and distributors of motor vehicles and regulated equipment also fall within the scope of the Safety Act. Imported vehicles must comply with all applicable safety standards, be properly certified, and, where necessary, enter through registered importers following prescribed procedures. Noncompliant imports may be refused entry, seized, or required to be exported or destroyed.

Under 49 CFR §571.3, a “low-speed vehicle” means a motor vehicle that is four-wheeled, has an attainable speed of exceeding 20 mph but not more than 25 mph on a paved level surface, and has a gross vehicle weight rating of less than 3,000 pounds. Low-speed vehicles are subject to FMVSS No. 500, which requires such vehicles to comply with certain maximum speed and minimum equipment requirements, including requirements relating to headlamps, front and rear turn signal lamps, taillamps, stop lamps, reflex reflectors, mirrors, parking brake, windshield glazing, VIN labeling and seat belts. By contrast, the federal definition of “low-speed electric bicycle” under 15 U.S.C. §2085 applies to certain two- or three-wheeled vehicles with fully operable pedals, an electric motor of less than 750 watts and a maximum motor-powered speed of less than 20 mph under specified testing conditions.

Emissions and Environmental Standards

The Clean Air Act (42 U.S.C. § 7401 et seq.) authorizes the U.S. Environmental Protection Agency (“**EPA**”) to regulate emissions from new vehicles and engines. California has received a waiver from the EPA allowing the state to establish its own emissions control standards for certain regulated pollutants. Accordingly, new vehicles and engines sold in California must be certified by the California Air Resources Board (“**CARB**”). CARB’s emissions standards are generally more stringent than federal EPA requirements.

Manufacturers and assemblers must also comply with regulations governing the control and disposal of air pollutants, water discharges, and hazardous waste generated in the course of vehicle production and assembly. These regulations are administered primarily by federal and state environmental agencies.

Consumer Product Safety

The Consumer Product Safety Commission (“**CPSC**”) regulates ATVs pursuant to Section 42 of the Consumer Product Safety Act, as amended by the Consumer Product Safety Improvement Act (16 C.F.R. Part 1420). The CPSC has established mandatory safety standards governing structural stability, braking systems, steering and throttle controls, protective measures, speed and performance limits for models intended for children and youth, and product labeling.

REGULATORY OVERVIEW

Most electric bicycles meeting the federal definition of LSEVs are treated as consumer products under the CPSA. These e-bikes must comply with CPSC regulations governing bicycles, including mechanical integrity, braking, labeling, and electrical-system safety. Electric scooters that do not meet the definition of a motor vehicle similarly fall within CPSC jurisdiction and must meet applicable mechanical, electrical, and fire-safety rules. Lithium-ion batteries and charging systems incorporated into these products must comply with CPSC-recognized testing standards that address fire, thermal-runaway, and electrical hazards. Traditional golf carts and many neighborhood-use vehicles may fall under CPSC jurisdiction when not classified as motor vehicles by the NHTSA. When treated as consumer products, they are subject to the CPSA’s general prohibitions on hazardous products, reporting obligations, and any applicable voluntary or mandatory safety standards.

The CPSC requires manufacturers and importers to ensure compliance with these standards, maintain all relevant test reports and certificates of conformity. Under Section 15 of the CPSA, manufacturers, importers, and distributors must report potential safety defects, unreasonable risks of serious injury, or noncompliance with applicable rules. The CPSC may order recalls, require consumer notifications, and impose civil penalties.

In addition, the Magnuson-Moss Warranty Act (15 U.S.C. § 2301 et seq.), administered by the Federal Trade Commission (“FTC”), governs written and implied warranties for consumer products. While warranties are not mandatory, any warranty provided must comply with disclosure and labeling requirements under the Act.

Importation and Labeling Requirements

The U.S. customs regulations, administered by U.S. Customs and Border Protection (“CBP”), apply to all products imported into the U.S. These regulations cover, among other areas, the classification and valuation of goods, entry formalities, recordkeeping, and the assessment of duties and tariffs. Tariff rates are generally set out in the Harmonized Tariff Schedules of the U.S. Separate laws govern antidumping and countervailing duties, embargoes and other trade remedy measures that may also affect imported products.

Under the Trade Act of 1974 (19 USC § 2251 et seq., “**Trade Act**”), the President of the U.S. may grant temporary import relief by raising import duties or imposing non-tariff barriers (e.g., quotas) on imports that injure or threaten to injure domestic industries producing similar goods. Section 301 of the Trade Act authorizes the President of the U.S. to take appropriate action, including retaliation, to obtain the removal of any act, policy, or practice of a foreign government that violates an international trade agreement or is unjustified, unreasonable, or discriminatory, and that burdens or restricts U.S. commerce.

Currently, U.S. and China trade policy has given rise to the imposition of significant additional tariffs on products imported into the U.S. from China, and vice versa, under Sections 201 and 301 of the Trade Act. Depending on the results of trade negotiations between the U.S. and China, the level and number of products subject to additional tariffs may change over time.

Products must also comply with the FTC labeling rules, including requirements for accurate manufacturer identification and “Made in” claims. Mislabeling or false declarations may result in civil penalties, fines, or seizure of goods by the CBP.

REGULATORY OVERVIEW

Anti-Dumping and Anti-Subsidy Laws

The importation and distribution of our products into the United States are subject to U.S. trade-remedy laws, including anti-dumping and countervailing duty statutes administered by the U.S. Department of Commerce (“**DOC**”) and enforced by CBP. These laws are designed to address imports sold at less than fair value or benefiting from foreign government subsidies that materially injure, or threaten to injure, a U.S. industry.

Under the Tariff Act of 1930, as amended (19 U.S.C. § 1202 et seq.), the DOC may initiate anti-dumping or countervailing duty investigations based on petitions filed by domestic manufacturers or on its own initiative. If the DOC determines that dumping or subsidization exists, and the U.S. International Trade Commission finds actual or threatened material injury to a domestic industry, anti-dumping and/or countervailing duty orders may be imposed. Such orders can remain in effect for extended periods, subject to administrative reviews and sunset reviews every five years. Importers subject to such orders would be required to pay cash deposits at rates determined by the DOC and could face retroactive duties on past entries. Rates may change through annual administrative reviews.

Anti-circumvention rules also apply and may subject products to duties if manufacturing or assembly operations are shifted to third countries in a manner the DOC determines to be circumvention of existing orders. Additionally, CBP may detain or reclassify goods it suspects fall within an anti-dumping or countervailing duty order’s scope.

Battery Safety and Transportation

Lithium-ion batteries used in micro-mobility products are classified as hazardous materials under the U.S. Hazardous Materials Regulations (49 C.F.R. Parts 171–180) administered by the Pipeline and Hazardous Materials Safety Administration. Manufacturers, importers, and distributors must comply with UN 38.3 testing requirements for lithium batteries, ensure proper packaging and labeling during transport, and adhere to applicable shipping restrictions established by the DOT and International Air Transport Association.

Electromagnetic Compatibility

Electronic equipment installed in vehicles, including control modules and wireless communication systems, is subject to the regulations of the Federal Communications Commission. Under Part 15 of Title 47 of the Code of Federal Regulations, all electronic devices that emit radio frequency energy must undergo testing and certification to ensure electromagnetic compatibility before being marketed or sold in the U.S.

Production Safety Laws

The Occupational Safety and Health Act (“**OSH Act**”, 29 U.S.C. § 651 et seq.) was passed to ensure that employers provide employees with an environment free from recognized hazards, such as exposure to toxic chemicals, excessive noise levels, mechanical dangers, heat or cold stress, or unsanitary conditions. The OSH Act applies to most private sector workers and employers, including manufacturers, construction companies, law firms, hospitals, charities, labor unions and private schools. The OSH Act established the federal Occupational Safety and Health Administration (“**OSHA**”), which sets and enforces workplace health and safety standards, including for the motor vehicle industry. These standards address specific workplace risks, including machinery and equipment safety, electrical systems, hazardous materials, respiratory protection, personal protective equipment, recordkeeping, and emergency preparedness. Employers must comply with all applicable standards relevant to their

REGULATORY OVERVIEW

industry and operations. They are required to provide safety training, maintain equipment in safe operating condition, establish written programs for regulated hazards, and communicate safety procedures to employees.

OSHA enforces its regulations and standards by conducting inspections of workplaces and work sites, which may be conducted in response to incidents, complaints, or programmed enforcement initiatives. Violators face corrective-action orders, civil penalties and fines, which are adjusted annually for inflation.

In addition to the OSH Act, many states in the U.S. have enacted state laws and implement separate state programs regarding occupational safety (“**State Plans**”). If State Plans do not cover certain workers, OSHA provides coverage for those workers. State Plans must adopt standards that are at least as protective as the OSHA standards. This does not prevent state laws from establishing more stringent safety requirements than those required by federal standards.

Labor and Employment Laws

Our U.S. operations are subject to federal, state, and local labor and employment laws governing wages and hours, employee benefits, and equal employment opportunity. The Fair Labor Standards Act (29 U.S.C. § 201 et seq.) sets minimum-wage, overtime, and record-keeping requirements, and state and local wage-hour rules may impose stricter standards. We are further subject to federal and state laws prohibiting discrimination, harassment, and retaliation, including Title VII of the Civil Rights Act (42 U.S.C. § 2000e et seq.), the Americans with Disabilities Act (42 U.S.C. § 12101 et seq.), and the Age Discrimination in Employment Act (29 U.S.C. §§ 621-634). Applicable laws also govern employee leave, such as the Family and Medical Leave Act (29 U.S.C. § 2601 et seq.), and require adherence to workers’ compensation and unemployment-insurance programs.

VIETNAM LAWS, REGULATIONS AND POLICIES

Civil and Commercial Laws

The 2015 Civil Code (No. 91/2015/QH13) is the fundamental law of the Vietnamese legal system, promulgated by the National Assembly of the Socialist Republic of Vietnam on November 24, 2015 and effective from January 1, 2017. The Code stipulates the legal status and general legal standards on the rights and obligations of individuals and legal entities, as well as the basic principles governing civil relations. The main content of the Code focuses on areas such as personal rights, property, obligations and contracts, ownership, inheritance and other civil relations. In terms of structure, the Code consists of 6 parts, covering from general provisions to specific institutions. Specifically, including: Part One — General provisions; Part Two — Ownership and other rights to property; Part Three — Obligations and contracts; Part Four — Inheritance; Part Five — Laws applicable to civil relations involving foreign elements; Part Six — Implementation provisions. The Code upholds the principles of freedom, voluntary commitment to agreement, equality, goodwill, and honesty between the subjects. At the same time, the Code ensures the protection of human rights and civil rights in the civil field. As the “root law of private law”, the 2015 Civil Code is of particular importance in stabilizing social relations, protecting the rights and legitimate interests of individuals and organizations, and promoting the sustainable development of the socio-economy.

The 2005 Commercial Law (Law No. 36/2005/QH11) is an important legal document regulating commercial activities in Vietnam. The Law was promulgated by the National Assembly of the Socialist Republic of Vietnam. The Law was passed on June 14, 2005. On January 1, 2006, the Law officially took effect. The Commercial Law creates a safe legal corridor for market participants, regulating the purchase and sale of goods, provision of services and other profit-making activities. A basic principle of the Commercial Law is to ensure freedom and equality in business activities. The content of the law is

REGULATORY OVERVIEW

structured into 9 chapters with main contents including regulations on traders, rights and obligations of subjects participating in contracts for the purchase and sale of goods, contracts for the provision of services, commercial advertising activities, promotions, display — introduction of goods, fairs — exhibitions, consignment of goods for the purchase and sale of goods, commercial agencies, and some other forms of commerce such as auctions, bidding, and processing. The law stipulates methods of dispute resolution and sanctions for violations.

Anti-Corruption Laws

The 2018 Law on Anti-Corruption (Law No. 36/2018/QH14) is an important legal document in the fight against corruption in Vietnam. The Law was promulgated by the National Assembly of the Socialist Republic of Vietnam. The Law was passed on November 20, 2018. On July 1, 2019, the Law officially took effect. The Law stipulates measures to prevent, detect and handle acts of corruption, and sanctions in the state sector and the non-state enterprise sector. At the same time, the Law clearly defines the responsibilities of agencies, organizations, units and individuals in anti-corruption and international cooperation in anti-corruption. The core content of the Law is to control the assets and income of people holding positions and powers. The Law contributes to enhancing publicity and transparency in management activities of the state and private sectors.

Taxation

The Law on Value Added Tax 2024 (Law No. 48/2024/QH15) was promulgated by the National Assembly of the Socialist Republic of Vietnam on November 26, 2024, effective from July 1, 2025. The Law consists of 4 chapters and 18 articles, regulating taxable and non-taxable subjects, taxpayers, tax bases, tax calculation methods, deductions and VAT refunds. The basic content of the Law aims to comprehensively regulate VAT collection activities on goods and services arising in the production, business and consumption processes, in order to ensure budget revenue, fairness in tax obligations and compliance with international practices. The outstanding new point of the Law is the expansion of tax management to e-commerce, digital platform business and foreign suppliers.

Law No. 90/2025/QH15 — full name is “Law amending and supplementing a number of articles of the Law on Bidding; Law on Investment under the Public-Private Partnership model; Law on Customs; Law on Value Added Tax; Law on Export Tax and Import Tax; Law on Investment; Law on Public Investment; Law on Management and Use of Public Assets” — was promulgated by the National Assembly of the Socialist Republic of Vietnam on June 25, 2025. The Law takes effect from July 1, 2025. The main content of the Law is to amend and supplement a number of articles in many current laws to perfect the legal framework related to bidding, investment, customs, taxes and management and use of public assets. In terms of structure, Law 90/2025/QH15 is built in the form of the same document amending and supplementing many laws — in which the Implementation Provisions and transitional provisions are clearly defined, allowing the laws to be edited synchronously. This is a mechanism to simultaneously amend many areas of law in one issuance. Notable amendments and supplements include: adjusting regulations on selecting contractors and investors; adding and abolishing provisions related to customs and taxes (VAT, import-export tax) to suit reality; amending the law on management and use of public assets and adjusting regulations on public investment and investment under the public-private partnership method.

Labor and Employment Laws

The 2019 Labor Code (No. 45/2019/QH14) is an important law regulating labor relations in Vietnam, promulgated by the National Assembly of the Socialist Republic of Vietnam on November 20, 2019 and effective from January 1, 2021. The Code stipulates the rights and obligations of employees and employers, labor standards, employment, wages, working hours, rest hours, labor safety, social insurance, labor discipline and labor dispute resolution. In terms of structure, the Code consists of 17

REGULATORY OVERVIEW

Chapters, covering main sections such as general provisions, labor contracts, dialogue and collective labor agreements, wages, working conditions, female workers and gender equality, and labor dispute resolution. The content of the Code clearly demonstrates the principle of respecting and protecting the legitimate rights and interests of employees, while ensuring the legitimate management rights of employers. The Code also has many new points such as increasing the retirement age, expanding the framework for agreements on overtime hours, and better protecting vulnerable workers. The significance of the 2019 Labor Code is to contribute to building harmonious, stable, progressive labor relations, improving the quality of human resources and promoting socio-economic development.

The Law on Social Insurance 2024 (No. 41/2024/QH15) was promulgated by the National Assembly of the Socialist Republic of Vietnam on June 29, 2024, with the decision taking effect from July 1, 2025. The meaning of the Law on Social Insurance 2024 is to ensure social security benefits for employees. The Law comprehensively regulates regulations on social insurance (SI) in Vietnam, including compulsory SI, voluntary SI, supplementary pension insurance, social pension benefits, SI fund management, registration for participation — contribution — benefit, rights and obligations of participants and SI implementation organizations. In terms of structure, the Law consists of 11 Chapters including: general provisions (scope of regulation, subjects, rights and obligations); SI participation regime; conditions for enjoying pensions, subsidies, and supplementary pension insurance; registration, payment, and management of the social insurance fund; benefits and procedures for enjoying the regime; state management of social insurance, inspection, and handling of violations. Some highlights of the Law are: expanding the subjects participating in compulsory social insurance (including part-time workers, workers under contracts other than labor contracts if paid and subject to management and supervision), supplementing the social pension regime for the elderly without pensions; simplifying procedures, allowing the issuance of electronic social insurance books; adjusting the conditions on the number of years of payment to receive pensions; and at the same time, enhancing the responsibility of state management of social insurance.

The Trade Union Law 2012 (No. 12/2012/QH13) is an important legal document regulating the organization and activities of trade unions in Vietnam, promulgated by the National Assembly of the Socialist Republic of Vietnam on June 20, 2012 and effective from January 1, 2013. In terms of structure, the Law consists of 6 Chapters, including: general provisions; rights and responsibilities of trade unions; rights and responsibilities of union members and employees; trade union organizations; trade union finance; and implementation provisions. The Law affirms the central role of trade unions in representing and protecting the legitimate and legal rights and interests of employees, contributing to building harmonious, stable and progressive labor relations.

The 2014 Construction Law (No. 50/2014/QH13) is an important legal document that comprehensively regulates construction investment activities in Vietnam, promulgated by the National Assembly of the Socialist Republic of Vietnam on June 18, 2014 and effective from January 1, 2015. The Law stipulates and guides the process and procedures for establishing, appraising, approving, and managing construction planning; establishing and appraising construction investment projects; surveying, designing, constructing, accepting, and handing over works; granting construction permits; warranty, maintenance, and quality management of works. In terms of structure, the Law consists of 10 Chapters, covering the main parts such as: general provisions; construction planning; construction investment projects; survey, design, and construction; construction contracts; quality management and maintenance of works; construction permits; state management of construction and implementation provisions. The law also enhances the responsibilities of investors, contractors and state management agencies. The important significance of the 2014 Construction Law is to contribute to perfecting the legal corridor for the construction sector, effectively using social resources, ensuring quality and sustainable urban and infrastructure development.

REGULATORY OVERVIEW

The Land Law 2024 (No. 31/2024/QH15) was promulgated by the National Assembly of the Socialist Republic of Vietnam on January 18, 2024. The Law takes effect from January 1, 2025 (except for some specific provisions according to transitional regulations). In terms of structure, the Law consists of 16 Chapters including main ideas such as establishing principles, definitions, scope of application, land ownership regime, general rights and obligations; rights and obligations of the State, citizens and land users regarding the rights to use, transfer, lease, rent, inheritance, capital contribution, mortgage, etc.; Land use regime, land classification, land use purposes, and other chapters on regulations on land division/consolidation, annual land lease, transfer, sublease, lease rights, land valuation mechanism, land use rights for project implementation, land recovery, compensation, dispute resolution and state management of land. The Law updates and comprehensively improves the land law system on land ownership, management and use in Vietnam — clearly defining the rights and responsibilities of the State, citizens and land users, regulating all aspects of land allocation, lease, transfer, recovery, use, change of land use purpose, land division, land consolidation, agricultural land, non-agricultural land, urban land, industrial land, and other special types of land to enhance transparency, unity and stability in land management.

Law No. 43/2024/QH15 is a document amending and supplementing a number of articles of a series of laws including the 2024 Land Law (No. 31/2024/QH15), the 2023 Housing Law (No. 27/2023/QH15), the 2023 Real Estate Business Law (No. 29/2023/QH15), and the 2024 Credit Institutions Law (No. 32/2024/QH15), promulgated by the National Assembly of the Socialist Republic of Vietnam on June 29, 2024 and effective from August 1, 2024. The basic content of Law 43/2024/QH15 is to amend and supplement a number of articles of laws related to the management of land, housing, real estate and credit institutions. Thereby, the law adjusts a number of regulations to ensure consistency and suitability with practice after major laws are amended (such as the 2024 Land Law).

REGULATIONS RELATED TO INTERNATIONAL TRADE RESTRICTIONS

The following is a summary of the sanctions regimes imposed by the jurisdictions below. This summary does not intend to set out the laws and regulations relating to the U.S., the EU, the UK, the UN, Australian and Canadian sanctions in their entirety.

United States

The United States deploys a wide range of restrictive measures including sanctions and export controls against various targeted countries, groups and individuals. U.S. sanctions include both “primary” and “secondary” sanctions, as well as non-blocking “list-based” sanctions. OFAC administers and enforces the majority of U.S. sanctions programs. U.S. primary sanctions generally apply to U.S. persons, including any United States citizen, permanent resident alien, entity organized under the laws of the United States or any jurisdiction within the United States (including foreign branches), or any person in the United States.

Primary sanctions may be “country based” or “list based.” Comprehensive country-based sanctions programs generally prohibit U.S. persons from dealing with sanctioned countries and their governments. Currently, the U.S. maintains comprehensive sanctions against: Cuba, Iran, North Korea, Syria (lifted since July 1, 2025), the Crimea region of Ukraine, the self-proclaimed Luhansk People’s Republic, the self-proclaimed Donetsk People’s Republic and the Zaporizhzhia and Kherson territories of Ukraine occupied by Russia. There are also sectoral sanctions restricting U.S. persons from engaging in certain types of transactions — typically financing and investments — with certain economic sectors of Belarus, China, Russia, and Venezuela. On the other hand, list-based sanctions prohibit U.S. persons from dealing with or facilitating dealings with individuals, entities and organizations that have been designated as SDNs by OFAC. Violations of primary sanctions can result in “strict” civil or even criminal liability.

REGULATORY OVERVIEW

The U.S. has also enacted secondary sanctions targeting non-U.S. persons engaged in prohibited transactions (e.g., significant transactions with parties blocked under U.S. sanctions). The detailed rules of such secondary sanctions differ by sanctions programs. Non-U.S. persons found to be in breach of secondary sanctions may be denied access to the U.S. economic system, including being designated as SDNs themselves. On the other hand, the U.S. have also implemented stringent export control regulations. Unlike U.S. economic sanctions that apply based on the persons involved, U.S. export controls apply based on the products involved. Any item that is sent from the U.S. to a foreign destination is an export. “Items” include commodities, software or technology, circuit boards, blueprints, design plans, retail software packages, and technical information.

BIS regulates exports of commercial and dual-use products, and software and technology. These controls are authorized by the Export Administration Act of 1979, as amended and extended, and implemented by the EAR. The EAR applies to exports of commodities, software and technical data from the U.S. to foreign countries, and to re-exports from one foreign country to another. In addition, the EAR applies to shipments from one foreign country to another of foreign-made products that incorporate more than a de minimis amount of U.S.-controlled parts, components, or materials, as well as foreign-made products that are direct products of certain controlled U.S. software or technology.

United Nations

The UN can take action to maintain or restore international peace and security under Chapter VII of the UN Charter. It does this by way of resolutions passed by the UN Security Council. UN Security Council sanctions have taken a number of different forms and have measures have ranged from comprehensive economic and trade sanctions to more targeted measures such as arms embargoes, travel bans, and financial or commodity restrictions.

European Union

The EU has over 40 different sanctions regimes in place. EU sanctions apply to individuals and entities nationalized or incorporated within the EU; located on board an aircraft or vessel subject to EU jurisdiction; while in the territory or airspace of the EU, and with respect to business done in the EU. Regulation (EU) No 2021/821 controls the export of EU dual-use goods. In particular, Regulation 2021/821 controls the export of controlled dual-use products and technology from the EU to a non-EU country; the provision of technical assistance relating to controlled items; and the brokering of transactions involving the transfer of controlled goods, restricted products and certain non-controlled products. Unlike U.S. export controls, EU export controls typically do not apply to re-exports or transfers outside of the EU.

United Kingdom

The UK now operates its own sanctions regime. UK sanctions apply: (a) within the territory and territorial waters of the UK and to all UK Persons, wherever they are in the world; (b) to all individuals and legal entities who are within or undertake activities within the UK’s territory; and/or (c) to all UK nationals and UK legal entities established under UK law, including their non-UK branches (but not separately incorporated non-UK subsidiaries), irrespective of where their activities take place.

OFSI, which is part of HM Treasury, maintains two lists of those subject to financial sanctions: (a) the “consolidated list” includes all designated persons subject to financial sanctions under EU and UK legislation, as well as those subject to UN sanctions which are implemented through EU regulations; and (b) a separate list of entities subject to specific capital market restrictions. OFSI also has the power to impose financial penalties on a party which breaches financial sanctions.

REGULATORY OVERVIEW

Australia

Australia has a dual sanctions regime consisting of sanctions measures imposed by the UN, together with Australian autonomous sanctions imposed by the Australian Government as a matter of its foreign policy. The Australian restrictions and prohibitions arising from the sanctions laws apply broadly to: (i) any person in Australia; (ii) any Australian anywhere in the world; (iii) activities in Australia; (iv) companies incorporated overseas that are owned or controlled by Australians or persons in Australia; and/or (v) any person using an Australian flag vessel or aircraft to transport goods or transact services subject to UN sanctions.

Canada

Canada maintains a dual sanctions regime consisting of UN sanctions which are enacted into domestic regulations via Canada’s United Nations Act, and autonomous sanctions. Canadian autonomous sanctions prohibit persons located in Canada and Canadians outside of the country from various activities involving a designated foreign state, including the acquisition of goods from the designated foreign state; the provision of data to the foreign state; and the exportation, sale, supply or shipment of goods to the foreign state. Other Canadian autonomous sanctions target persons who may have been involved in a particular event or circumstance related to human rights abuses and corruption. Persons in Canada and Canadians outside of Canada are prohibited from dealing in the property of the entities and individuals designated under Canadian autonomous sanctions.