A. FURTHER INFORMATION ABOUT OUR GROUP

1. Incorporation of Our Company

Our Company was established as a limited liability company in the PRC on June 23, 2010 and was converted into a joint stock limited company on November 27, 2024 under the laws of the PRC.

As of the date of this document, our registered office and our head office in the PRC is located at No.38 Desheng Road, Heshan Town, Tongxiang City, Jiaxing City, Zhejiang Province, 314512, PRC. As our Company was established in the PRC, we are subject to the relevant laws and regulations of the PRC. The summary of the relevant aspects of law and regulations of the PRC and the Articles of Association are set out in "Regulatory Overview" and "Appendix V — Summary of Articles of Association", respectively.

Our Company has established a principal place of business in Hong Kong at 46/F, Hopewell Centre, No. 183 Queen's Road East, Wan Chai, Hong Kong. We were registered with the Registrar of Companies in Hong Kong as a non-Hong Kong company under Part 16 of the Companies Ordinance on February 4, 2026. Ms. Chan has been appointed as our authorized representative for the acceptance of service of process and notices on behalf of our Company in Hong Kong with effect from January 22, 2026. The address for the service of process is the same as our principal place of business in Hong Kong.

2. Changes in the Share Capital of Our Company

Save as disclosed in "History, Development and Corporate Structure," there has been no alteration in our share capital within two years immediately preceding the date of this document.

3. Changes in the Share Capital of Our Subsidiaries

A summary of the corporate information and the particulars of our subsidiaries are set out in Note 1 to the Accountant's Report in Appendix I to this document.

On February 27, 2024, the registered capital of VYTEC Thailand increased from THB260,000,000 to THB350,000,000.

On July 16, 2024, the registered capital of VYTEC Thailand increased from THB350,000,000 to THB380,000,000.

On December 20, 2024, the registered capital of VYTEC Thailand increased from THB380,000,000 to THB700,000,000.

Save as disclosed above, there has been no other alteration in the share capital of our subsidiaries within two years immediately preceding the date of this document.

4. Shareholders' Resolutions

At the general meeting of our Company held on May 15, 2026, the following resolutions, among others, were passed by the Shareholders:

(a) the issuance by our Company of H Shares with a nominal value of RMB1.0 each and the [**REDACTED**] of such H Shares on the Stock Exchange;

(b) the number of H Shares to be issued pursuant to the [**REDACTED**] shall be no more than [**REDACTED**] H Shares, and the [**REDACTED**] may be granted in respect of no more than 15% of the number of H Shares issued pursuant to the [**REDACTED**];

(c) as approved by the CSRC, upon completion of the [**REDACTED**], [**REDACTED**] Unlisted Shares in aggregate held by our Shareholders will be converted into H Shares on a one-for-one basis;

(d) subject to the completion of the [**REDACTED**], the conditional adoption of the Articles of Association, which shall become effective on the [**REDACTED**], and the Board has been authorized to amend the Articles of Association in accordance with any comments from the Stock Exchange and other relevant regulatory authorities; and

(e) authorization of the Board and its authorized persons to handle all matters relating to, among other things, the [**REDACTED**], the issue and [**REDACTED**] of the H Shares.

5. Restrictions on Repurchase

See "Appendix V — Summary of Articles of Association" for details.

6. Corporate Reorganization

Our Company has not gone through any corporate reorganization. See "History, Development and Corporate Structure" for further details of the history and development of our Company.

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contract

The following contract (not being contract entered into in the ordinary course of business) has been entered into by members of our Group within the two years preceding the date of this document and is or may be material:

(i) the [**REDACTED**].

2. Intellectual Property Rights

I Trademarks

As of the Latest Practicable Date, we had registered the following trademarks which we consider to be or may be material to our business:

No.	Trademark	Place of registration	Name of registered proprietor	Class	Registration No.	Expiry Date
1. . .	KINGDOM 晶通	PRC	Our Company	19	76689250	August 27, 2034
2. . .	kingdom 晶通	PRC	Our Company	19	76689240	August 27, 2034
3. . .	零木智造	PRC	Our Company	19	73452880	February 6, 2034
4. . .	KINGDOM	PRC	Our Company	19	60917521	May 20, 2033
5. . .	KINGDOM	PRC	Our Company	19	57742938	November 13, 2034
6. . .	晶通	PRC	Our Company	19	57722632	January 27, 2032
7. . .	晶通 JINGTONG	PRC	Our Company	19	25328759	January 13, 2029
8. . .	KINGDOM FLOOR	PRC	Our Company	19	15000424	October 27, 2035
9. . .	FLOORS	PRC	Our Company	19	5240901	September 20, 2029

No.	Trademark	Place of registration	Name of registered proprietor	Class	Registration No.	Expiry Date
10 . .	vortis^{x}	PRC	Our Company	19	51469864	August 13, 2031
11 . .	KINGDOM FLOOR	UK	Our Company	19	UK00915128606	February 19, 2036
12 . .	KINGDOM FLOOR	EU	Our Company	19	015128606	February 19, 2036
13 . .	vortis^{x}	United States	Our Company	19	7624549	August 13, 2031
14 . .	Triple	Germany	Our Company	19	302018103612	March 31, 2028
15 . .	kingdomfloor	United States	Our Company	19	5090072	November 29, 2026
16 . .	VYTECFLOOR	Thailand	Our Company	19	251115697	June 18, 2034
17 . .	零木智造	Hong Kong	Our Company	19	307029685	September 14, 2035
18 . .	KINGDOM FLOOR	Hong Kong	Our Company	19	307029667	September 14, 2035
19 . .	Kingdomfloor	Hong Kong	Our Company	19	307029694	September 14, 2035
20 . .	KINGDOM 晶通	Hong Kong	Our Company	19	307029676	September 14, 2035

II Patents

As of the Latest Practicable Date, we had registered the following patents which we consider to be or may be material to our business:

No.	Description	Type of patent	Place of registration	Patent No.	Holder	Expiry Date
1. .	A Plastic Flooring and Its Manufacturing Method (一種塑膠地板及其製造方法)	Invention patent	PRC	CN201010126248.4	Our Company	March 16, 2030
2. .	Glueless Anti-slip Flooring (免膠鋪裝止滑地板)	Invention patent	PRC	CN201410303539.4	Our Company	June 29, 2034

No.	Description	Type of patent	Place of registration	Patent No.	Holder	Expiry Date
3.	Production Method for Beveled Edge Click-Lock Flooring (倒角鎖扣地板生產方法)	Invention patent	PRC	CN201510370379.X	Our Company	June 29, 2035
4.	Eco-friendly Plastic Flooring (環保型塑膠地板)	Invention patent	PRC	CN201610621702.0	Our Company	July 28, 2036
5.	A Processing Technology for Plastic Flooring Utilizing Digital Printing (一種利用數碼打印的塑膠地板加工工藝)	Invention patent	PRC	CN201810078105.7	Our Company	January 25, 2038
6.	A Halogen-free, Modified, Highly-filled, Recyclable Plastic Board and Its Forming Method (一種無鹵改性高填充可回收塑膠板材及其成型方法)	Invention patent	PRC	CN202111274751.9	Our Company	October 28, 2041
7.	A Printed Flooring Exhibiting a 3D Visual Effect (一種可凸顯立體視覺效果的印刷地板)	Utility model	PRC	CN201921700131.5	Our Company	October 11, 2029
8.	A Printed Flooring with an Embossed-in-Register (EIR) Effect (一種具有立體對花效果的印刷地板)	Utility model	PRC	CN201921700132.X	Our Company	October 11, 2029
9.	A Flooring Connector and a Flooring Connection Structure (一種地板連接件以及地板連接結構)	Invention patent	PRC	CN202223609190.6	Our Company	December 28, 2032
10.	Herringbone Locking Plank Unit and Assembled Flooring Panel (人字拼鎖扣板材單元及拼接板材)	Invention patent	PRC	CN202323519270.7	Our Company	December 21, 2023

No.	Description	Type of patent	Place of registration	Patent No.	Holder	Expiry Date
11.	A Weight-Reducing Structure for a Plastic Plank (一種塑膠板材的減重結構)	Invention patent	PRC	CN201921341795.7	Our Company	August 18, 2029
12.	A Processing Method for Simulated Grout Lines, a Simulated Plank, and a Set of Simulated Planks (仿真美縫的加工方法、仿真板材及仿真板材組)	Invention patent	PRC	CN202110476237.7	Our Company	April 28, 2041
13 .	Plastic Floorboard Processing Technology Using Digital Printing (採用數碼印刷的塑膠地板加工技術)	Invention patent	USA	US 11,542,388 B2	Our Company	January 26, 2038
14 .	Digital printing Floorboard Processing Technology (數碼印花地板加工工藝)	Invention patent	USA	US 12,077,008 B2	Our Company	November 29, 2039
15 .	Stone-Plastic Hot Pressing Flooring And Manufacturing Method Thereof (石塑熱壓地板及其製造方法)	Invention patent	USA	US 10,968,640 B2	Our Company	September 30, 2037
16 .	Composite Floor And Manufacturing Method Thereof (新複合地板及其製備方法)	Invention patent	USA	US 10,335,990 B2	Our Company	September 15, 2037
17 .	Composite Floor And Manufacturing Method Thereof (舊複合地板及其製備方法)	Invention patent	USA	US 10,052,854 B2	Our Company	August 16, 2037

No.	Description	Type of patent	Place of registration	Patent No.	Holder	Expiry Date
18 .	Halogen-free, Modified High-filling Recyclable Plastic Board and Method of Forming the Same (無鹵改性高填充可回收塑料板材及其成型方法)	Invention patent	USA	US 12,479,144 B2	Our Company	February 2, 2043
19 .	Composite Floor and Manufacturing Method Thereof (舊複合地板及其製備方法)	Invention patent	France	1757685	Our Company	August 16, 2037
20 .	Stone-Plastic Hot Pressing Flooring and Manufacturing Method Thereof (石塑熱壓地板及其製造方法)	Invention patent	France	1859063	Our Company	October 1, 2038
21 .	Halogen-Free Modified High-Filling Recyclable Plastic Plate and Forming Method Therefor (無鹵改性高填充可回收塑料板材及其形成方法)	N/A	EU	EP4197984	Our Company	November 12, 2041
22 .	Processing Technology For Digitally Printing Floorboards (數碼印刷地板加工技術)	N/A	EU	EP3827976	Our Company	November 29, 2039
23 .	Method For Forming Three-Dimensional Texture On Plastic Floor (一種塑膠地板立體紋路的成型辦法)	N/A	EU	EP3725945	Our Company	November 20, 2039
24 .	Composite Floor and Preparation Method Therefor (新複合地板及其製備方法)	N/A	EU	EP3643491	Our Company	August 15, 2037

No.	Description	Type of patent	Place of registration	Patent No.	Holder	Expiry Date
25 .	Plastic Flooring Processing Process Utilizing Digital Printing (利用數碼打印的塑膠地板加工工藝)	Invention patent	EU	EP3744786	Our Company	January 26, 2038
26 .	Verbundfußboden und Herstellungsverfahren dafür (舊複合地板及其製備方法)	N/A	Germany	102017118688	Our Company	August 16, 2037
27 .	Verbundfussboden und herstellungsverfahren dafür (新複合地板及其製備方法)	N/A	Germany	102017118685	Our Company	August 16, 2037
28 .	Method For Forming Three-Dimensional Texture On Plastic Floor (一種在塑料地板上形成三維紋理的方法)	Invention patent	Canada	CA3083973	Our Company	November 20, 2039
29 .	Plastic flooring Processing Process Utilizing Digital Printing (利用數字印刷的塑料地板加工工藝)	Invention patent	Canada	CA3083961	Our Company	January 26, 2038
30 .	Digital-Printing Floor Board Processing Technology (數碼印刷地板加工技術)	Invention patent	Canada	CA3081958	Our Company	November 29, 2039
31 .	Stone-Plastic Hot Pressing Flooring And Manufacturing Method Thereof (石塑熱壓地板及其製造方法)	Invention patent	Canada	CA3026688	Our Company	September 30, 2037
32 .	Composite Floor And Manufacturing Method Thereof (新複合地板及其製備方法)	Invention patent	Canada	CA2979240	Our Company	August 15, 2037

No.	Description	Type of patent	Place of registration	Patent No.	Holder	Expiry Date
33 .	Composite Floor And Manufacturing Method Thereof (舊複合地板及其製備方法)	Invention patent	Canada	CA2976555	Our Company	March 17, 2037
34 .	Halogen-free, Modified High-filling Recyclable Plastic Board and Method of Forming the Same (無鹵改性高填充可回收塑料板材及其成型方法)	Invention patent	Canada	CA 3186669	Our Company	November 12, 2041
35 .	A Processing Method for Simulated Grout Lines, a Simulated Plank, and a Set of Simulated Planks (仿真美縫的加工方法、仿真板材及仿真板材組)	Invention patent	Vietnam	54673	Our Company	May 28, 2041

As of the Latest Practicable Date, we had applied for the registration of the following patents which we consider to be material in relation to our business:

No.	Patent Name	Type of Patent	Applicant	Jurisdiction of Registration	Application Number	Date of Application
1. . .	A Manufacturing Process for Micro-Foamed SPC Panels (一種微發泡SPC板材的生產工藝)	Invention	Our Company	PRC	202211212312.X	September 30, 2022
2. . .	A Plastic Flooring Substrate Made from Recycled PET (一種由回收PET製成的塑膠地板基材)	Invention	Our Company	PRC	202411990528.8	December 31, 2024

No.	Patent Name	Type of Patent	Applicant	Jurisdiction of Registration	Application Number	Date of Application
3. . .	A Multi-Layer Composite RPET Flooring and Its Manufacturing Process (一種多層複合RPET地板及加工工藝)	Invention	Our Company	PRC	202510708764.4	May 29, 2025

III Domain Names

As of the Latest Practicable Date, we owned the following domain names, which we consider to be or may be material to our business:

No.	Domain name	Name of registered proprietor	Date of registration	Expiry Date
1. . .	kingdomgroup.com.cn	Zhejiang Kingdom New Material Group Co., Ltd.	June 1, 2021	June 1, 2035

Save as aforesaid, as of the Latest Practicable Date, there were no other trade or service marks, patents, intellectual or industrial property rights that were material in relation to our business.

FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Directors

Disclosure of Interests

Saved as disclosed below, immediately following the completion of the [**REDACTED**] (assuming that the [**REDACTED**] is not exercised), so far as our Directors are aware, none of our Directors or chief executive has any interests or short positions in the Shares, underlying Shares and debentures of our Company or any of its associated corporations (within the meaning of Part XV of the SFO) which are required to be:— (1) notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including any interests or short positions which are taken or deemed to be held under the SFO); (2) recorded in the register referred to in Section 352 of the SFO; or (3) notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules.

(A) Interest in the Shares

			As of the Latest Practicable Date		Shares held immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised) and the Conversion of Unlisted Shares into H Shares			
Name	**Position**	**Nature of Interest(1)**	**Number of Unlisted Shares**	**Approximate percentage of interest in our Company**	**Number of Shares**	**Description of Shares(2)**	**Approximate percentage of shareholding in the Unlisted Shares/ H Shares (as applicable)(3)**	**Approximate percentage of shareholding in the total issued share capital of our Company(3)**
Mr. Dai . . .		Beneficial owner	30,000,000	30.28%	[REDACTED]	H Shares	[REDACTED]	[REDACTED]
					[REDACTED]	Unlisted Shares	[REDACTED]	[REDACTED]
		Interest in controlled corporation(4)	41,520,000	41.91%	[REDACTED]	H Shares	[REDACTED]	[REDACTED]
					[REDACTED]	Unlisted Shares	[REDACTED]	[REDACTED]
		Interest held jointly with another person(6)	20,000,000	20.19%	[REDACTED]	H Shares	[REDACTED]	[REDACTED]
					[REDACTED]	Unlisted Shares	[REDACTED]	[REDACTED]
Ms. Zhang .		Beneficial owner	20,000,000	20.19%	[REDACTED]	H Shares	[REDACTED]	[REDACTED]
					[REDACTED]	Unlisted Shares	[REDACTED]	[REDACTED]
		Interest in controlled corporation(5)	40,000,000	40.38%	[REDACTED]	H Shares	[REDACTED]	[REDACTED]
					[REDACTED]	Unlisted Shares	[REDACTED]	[REDACTED]
		Interest held jointly with another person(7)	31,520,000	31.82%	[REDACTED]	H Shares	[REDACTED]	[REDACTED]
					[REDACTED]	Unlisted Shares	[REDACTED]	[REDACTED]

Notes:

(1) All interests stated are long positions.

(2) For the avoidance of doubt, both Unlisted Shares and H Shares are ordinary Shares in the share capital of our Company, and are considered as one class of Shares.

(3) The calculation is based on the total number of [**REDACTED**] Unlisted Shares and [**REDACTED**] H Shares in issue immediately upon completion of the [**REDACTED**] and the Conversion of Unlisted Shares into H Shares.

(4) This includes (i) [**REDACTED**] H Shares held by Zhejiang Jinghongda, (ii) [**REDACTED**] Shares (including [**REDACTED**] Unlisted Shares and [**REDACTED**] H Shares) held by Hangzhou Kingdom Imp & Exp, and (iii) [**REDACTED**] H Shares held by Hangzhou Jinghe. As of the Latest Practicable Date, Zhejiang Jinghongda was wholly-owned by Hangzhou Kingdom Imp & Exp which was in turn held as to 51% and 49% by Mr. Dai and Ms. Zhang. As of the Latest Practicable Date, Mr. Dai acted as the general partner of Hangzhou Jinghe. Mr. Dai is deemed to be interested in all the Shares held by Zhejiang Jinghongda, Hangzhou Kingdom Imp & Exp, and Hangzhou Jinghe under the SFO.

(5) This includes (i) [**REDACTED**] H Shares held by Zhejiang Jinghongda and (ii) [**REDACTED**] Shares (including [**REDACTED**] Unlisted Shares and [**REDACTED**] H Shares) held by Hangzhou Kingdom Imp & Exp. As of the Latest Practicable Date, Zhejiang Jinghongda was wholly-owned by Hangzhou Kingdom Imp & Exp which was in turn held as to 51% and 49% by Mr. Dai and Ms. Zhang. Ms. Zhang is deemed to be interested in all the Shares held by Zhejiang Jinghongda and Hangzhou Kingdom Imp & Exp under the SFO.

(6) On March 20, 2026, Mr. Dai and Ms. Zhang entered into the Acting-in-concert Agreement. See "History, Development and Corporate Structure — Acting-in-concert Agreement" for more details.

Particulars of Service Contracts

Each of our Directors has entered into a service contract with our Company. The principal particulars of these service agreements are: (a) each of the agreements is for a term of three years following his/her respective effective date of his/her respective effective date of his/her appointment; (b) each of the agreements is subject to termination in accordance with their respective terms.

Save as disclosed above, our Company has not entered, and does not propose to enter, into any service contracts with any of the Directors in their respective capacities as Directors (other than contracts expiring or determinable by the employer within one year without the payment of compensation (other than statutory compensation)).

Directors' Remunerations

For details of the Directors' remunerations, see "Directors and Senior Management — Directors' Remunerations" and Note 8 to the Accountant's Report as set out in Appendix I to this document.

Substantial Shareholders

Interests in the Shares of our Company

For information on the persons (other than our Directors or chief executive of our Company) who will, immediately following the completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised), have or be deemed or taken to have beneficial interests or short positions in our Shares or underlying Shares which are required to be disclosed to our Company under Divisions 2 and 3 of Part XV of the SFO, or directly or indirectly be interested in 10% or more of the issued voting Shares of our Company, see the section headed "Substantial Shareholders" in this document.

Save as disclosed in the section headed "Substantial Shareholders" in this document, as of the Latest Practicable Date, our Directors were not aware of any persons who would, immediately following the completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised), have or be deemed or taken to the beneficial interests or short positions in our Shares or underlying Shares which are required to be disclosed to our Company under Divisions 2 and 3 of Part XV of the SFO, or directly or indirectly be interested in 10% or more of the issued voting shares of our Company or hold options in respect of such share capital.

Interests in our Company's subsidiaries

Save as set out above and in the table below, immediately following the completion of the [**REDACTED**], assuming (i) the [**REDACTED**] has become unconditional and all [**REDACTED**] have been issued pursuant to the [**REDACTED**]; and (ii) the [**REDACTED**] have not been exercised, all member companies of our Group (other than our Company) are wholly-owned by our Company. As such, no person (other than our Company) will be interested, directly or indirectly, in 10% or more of the issued share capital carrying the right to, in any event, vote at the general meetings of any other member (other than our Company) of our Group.

Name	Name of members of our Group	Nature of Interest(1)	Approximate percentage of interests
Yosegrow(3)	VYTEC Thailand(2)	Beneficial owner	25%
	Vortis USA(5)	Beneficial owner	25%
Anhui Youshengmei Group Co., Ltd.* (安徽優勝美集團有限公司)(3)	VYTEC Thailand(2)	Interest in controlled corporation	25%
	Vortis USA(5)	Interest in controlled corporation	25%

Name	Name of members of our Group	Nature of Interest[(1)]	Approximate percentage of interests
Zhang Qiang (張強)[(3)]	VYTEC Thailand[(2)]	Interest in controlled corporation	12.75%
	Vortis USA[(5)]	Interest in controlled corporation	12.75%
Zhang Lihong (張立紅)[(3)]	VYTEC Thailand[(2)]	Interest in controlled corporation	12.25%
	Vortis USA[(5)]	Interest in controlled corporation	12.25%
Enduring Innovation[(4)] . . .	VYTEC Thailand[(2)]	Beneficial owner	10%
	Vortis USA[(5)]	Beneficial owner	10%
Zhejiang Ounai New Materials Co., Ltd.* (浙江歐耐力新材料有限公司)[(4)]	VYTEC Thailand[(2)]	Interest in controlled corporation	10%
	Vortis USA[(5)]	Interest in controlled corporation	10%

Notes:

(1) All interests stated are long positions.

(2) As of the Latest Practicable Date, VYTEC Thailand is owned as to 60% by Kingdom Singapore, 25% by Yosegrow, 10% by Enduring Innovation and 5% by Eight Choice.

(3) As of the Latest Practicable Date, Yosegrow is wholly-owned by Anhui Youshengmei Group Co., Ltd.* (安徽優勝美集團有限公司) ("**Anhui Youshengmei**"), which is owned as to 51% by Zhang Qiang (張強) and 49% by Zhang Lihong (張立紅), respectively. To the best knowledge of our Directors, Yosegrow (other than its shareholding in VYTEC Thailand), Anhui Youshengmei and their beneficial owners are all Independent Third Parties.

(4) As of the Latest Practicable Date, Enduring Innovation is wholly-owned by Zhejiang Ounai New Materials Co., Ltd.* (浙江歐耐力新材料有限公司) ("**Zhejiang Ounai**"), which is owned by five individuals with each of them holding not more than 30% interests in Zhejiang Ounai. To the best knowledge of our Directors, Enduring Innovation (other than its shareholding in VYTEC Thailand), Zhejiang Ounai and their ultimate beneficial owners are all Independent Third Parties.

(5) As of the Latest Practicable Date, Vortis USA is owned as to 60% by Kingdom Singapore, 25% by Yosegrow, 10% by Enduring Innovation and 5% by B2B National Trading.

Disclaimers

(i) Save as disclosed in this document, none of our Directors or any of the parties listed in "— Other Information — Consents of Experts" in this appendix:

(a) is interested in our promotion, or in any assets which, within the two years immediately preceding the date of this document, have been acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to our Company; or

(b) is materially interested in any contract or arrangement subsisting at the date of this document that is significant in relation to our business;

(ii) Save in connection with the [**REDACTED**], none of the parties listed in "— Other Information — Consents of Experts" in this appendix:

(a) is interested legally or beneficially in any Shares in any member of our Group; or

(b) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any securities in any member of our Group;

(iii) None of our Directors or their close associates or any Shareholders of our Company who, to the knowledge of our Directors, owns more than 5% of our issued share capital has any interest in our top five customers or suppliers; and

(iv) Save as disclosed in "Substantial Shareholders", none of our Directors is a director or employee of a company that has an interest in the share capital of our Company which, once the H Shares are listed on the Stock Exchange, would have to be disclosed pursuant to Divisions 2 and 3 of Part XV of the SFO.

SHARE INCENTIVE PLAN

In recognition of the contributions of, the employees of our Group, and to incentivize them to further promote our development, we have adopted an equity incentive arrangement (the "**Share Incentive Plan**"). We established two limited partnerships in the PRC as our Share Incentive Platforms to implement the Incentive Plan, namely Hangzhou Jinghe and Hangzhou Jingju. Under this arrangement, eligible participants subscribe for partnership interests in the Incentive Platforms with their own funds and thereby indirectly hold equity interests in our Company.

The Share Incentive Plan is not subject to the provisions of Chapter 17 of the Listing Rules as they do not involve the granting of Shares or options by our Company to subscribe for Shares after the [**REDACTED**]. Since the underlying Shares under the Share Incentive Plan have already been issued, there will be no dilutive effect on the issued Shares arising from the Share Incentive Plan.

As of the Latest Practicable Date, our Incentive Platforms collectively held 2,460,000 Shares in our Company, representing 2.48% of the total issued share capital of our Company. For details of our incentive platforms, see the section headed "History, Development and Corporate Structure — Incentive Platforms in this document."

OTHER INFORMATION

Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Company or any of its subsidiaries.

Litigation

As of the Latest Practicable Date, our Company was not engaged in any on-going litigation, arbitration or claim of material importance, and no litigation, arbitration, or claim of material importance was known to the Directors to be pending or threatened by or against our Company, that would have a material adverse effect on our Company's financial condition or results of operations.

Sole Sponsor

The Sole Sponsor satisfies the independence criteria applicable to sponsor as set out in Rule 3A.07 of the Listing Rules.

The Sole Sponsor will be paid by our Company a fee of US$800,000 to act as the sponsor to our Company in connection with the [**REDACTED**].

Compliance Advisor

Our Company has appointed Somerley Capital Limited as its Compliance Advisor in compliance with Rule 3A.19 of the Listing Rules.

Preliminary Expenses

We have not incurred any material preliminary expenses in relation to the incorporation of our Company.

Taxation of Holder of H Shares

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty if such sale, purchase and transfer are effected on the [**REDACTED**] of members of our Company, including in circumstances where such transaction is effected on the Stock Exchange. The current rate of Hong Kong stamp duty for such sale, purchase and transfer is 0.1% of the consideration or, if higher, the fair value of the H Shares being sold or transferred.

Potential investors in the [**REDACTED**] are urged to consult their professional tax advisers if they are in any doubt as to the taxation implications of subscribing for, purchasing, holding or disposing of or dealing in our H Shares (or exercising rights attached to them). None of our Company, our Directors, the Sole Sponsor, the [**REDACTED**], the [**REDACTED**], the [**REDACTED**], the [**REDACTED**], the [**REDACTED**] and the [**REDACTED**], or any other person or party involved in the [**REDACTED**] accept responsibility for any tax effects on, or liabilities of, any person, resulting from the subscription, purchase, holding or disposal of, dealing in or the exercise of any rights in relation to our Company's H Shares.

Consents of Experts

The following experts have each given and have not withdrawn their respective written consents to the issue of this document with copies of their reports, letters, opinions or summaries of opinions (as the case may be) and the references to their names included herein in the form and context in which they are respectively included.

Name	Qualification
China International Capital Corporation Hong Kong Securities Limited	A licenced corporation to conduct Type 1 (dealing in securities), Type 2 (dealing in futures contracts), Type 4 (advising on securities), Type 5 (advising on futures contracts), and Type 6 (advising on corporate finance) regulated activities as defined under the SFO
King & Wood	PRC Legal Advisors to our Company
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Independent industry consultant
Ernst & Young	Certified Public Accountants under Professional Accountant Ordinance (Chapter 50 of the Laws of Hong Kong) and Registered Public Interest Entity Auditor under Accounting and Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong Kong)
Ernst & Young (China) Advisory Limited	Independent consultant to the Company in respect of its transfer pricing arrangements for certain intra-group transactions during the Track Record Period
Weerawong, Chinnavat & Partners Ltd.	Thai Legal Advisors to our Company

Name	Qualification
Gleiss Lutz Hootz Hirsch PartmbB Rechtsanwälte, Steuerberater (AG Stuttgart PR 136)	German Legal Advisors to our Company
Shook Lin & Bok LLP . . .	Singapore Legal Advisors to our Company

As of the Latest Practicable Date, none of the experts named above had any shareholding interest in our Company or any of its subsidiaries or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

Promoters

The promoters of our Company are as follows:

No.	Name of Promoters of Our Company
1 . . .	Hangzhou Kingdom Imp & Exp Trading Corp., Ltd* (杭州晶達進出口貿易有限公司)
2 . . .	Zhejiang Jinghongda Technology Co., Ltd.* (浙江晶弘達科技有限公司)

Save as disclosed in the section headed "History, Development and Corporate Structure" in this document, within the two years immediately preceding the date of this document, no cash, securities, amount or benefit has been paid, allotted or given, or has been proposed to be paid, allotted or given, to any of the promoters named above in connection with the [**REDACTED**] or the related transactions described in this document.

Bilingual Document

The English language and Chinese language versions of this document are being published separately in reliance upon the exemption provided by section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

Binding Effect

This document shall have the effect, if an application is made in pursuance of this document, of rendering all persons concerned bound by all of the provisions (other than the penal provisions) of Sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance in so far as applicable.

No Material Adverse Change

Our Directors confirm that there has been no material adverse change in our financial, trading position or prospects since December 31, 2025, being the end date of the years reported on in our combined financial statements as set out in "Appendix I — Accountants' Report," up to the date of this document.

Miscellaneous

Save as disclosed in this document or in connection with the Listing,

(i) within the two years immediately preceding the date of this document,

- (a) save as disclosed in the "History, Development and Corporate Structure" section and the "Changes in the Share Capital of Our Subsidiaries" sub-section in the section above, neither our Company nor any of its subsidiaries has issued or agreed to issue any share or loan capital fully or partly paid up either for cash or for a consideration other than cash; and

- (b) no commissions, discounts, brokerage fee or other special terms have been granted in connection with the issue or sale of any share or loan capital of our Company or any of its subsidiaries;

(ii) no share or loan capital of our Company or any of its subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;

(iii) our Company has not issued or agreed to issue any founder shares, management shares or deferred shares;

(iv) there are no arrangements under which future dividends are waived or agreed to be waived;

(v) there are no procedures for the exercise of any right of pre-emption or transferability of subscription rights;

(vi) there have been no interruptions in our Company's business which may have or have had a significant effect on our financial position in the 12 months preceding the date of this document;

(vii) no part of the equity or debt securities of our Company, if any, is currently listed on or dealt in on any stock exchange or trading system, and no such listing or permission to list on any stock exchange other than the Stock Exchange is currently being or agreed to be sought; and

(viii) our Company has no outstanding convertible debt securities or debentures.