

DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the meanings set out below.

“Accountants’ Report”	the accountants’ report of the Company, the text of which is set out in Appendix I to this document
“affiliate(s)”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	Accounting and Financial Reporting Council
AISWEI B.V.	AISWEI B.V., a limited liability company incorporated under the laws of The Netherlands on September 9, 2019 and a direct wholly owned subsidiary of our Company
AISWEI GmbH	AISWEI GmbH, a limited liability company incorporated under the laws of Germany on March 28, 2023 and an indirect wholly owned subsidiary of our Company
AISWEI Technology Suzhou	AISWEI Technology (Suzhou) Co., Ltd. (愛士惟科技(蘇州)有限公司), a limited liability company established under the laws of the PRC on July 17, 2022 and a direct wholly owned subsidiary of our Company
AISWEI Yangzhong	AISWEI New Energy Technology (Yangzhong) Co., Ltd. (愛士惟新能源技術(揚中)有限公司), a limited liability company established under the laws of the PRC on October 19, 2007 and a direct wholly owned subsidiary of our Company
“Articles” or “Articles of Association”	the articles of association of the Company with effect upon the [REDACTED] (as amended from time to time), a summary of which is set out in Appendix III to this document
“associate(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Audit Committee”	the audit committee of the Board
“Board” or “Board of Directors”	the board of Directors of the Company
“Business Day”	a day on which banks in Hong Kong are generally open for normal business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“China,” “Chinese mainland” or “the PRC”	the People’s Republic of China, unless the context requires otherwise, excluding, for the purposes of this document only, the regions of Hong Kong, Macau and Taiwan of the People’s Republic of China
“close associate(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

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“Companies (Winding Up and Miscellaneous Provisions) Ordinance” or “CWUMPO”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company,” “we,” “our” or “us”	AISWEI Technology Co., Ltd. (愛士惟科技股份有限公司) is a joint stock company established in the PRC. The company was originally incorporated as Eversolar Limited, a joint stock company, in May 2009. After the merger with ZOF Limited, it was renamed to Zeversolar Limited and converted into a limited liability company in February 2011. It was subsequently renamed to SMA Jiangsu in February 2017 and thereafter to AISWEI Limited (remaining as a limited liability company) in February 2019, and further renamed to AISWEI Technology Limited in February 2022. In September 2022, it was renamed to its current name upon its conversion back into a joint stock company in September 2022
“Controlling Shareholders”	The controlling shareholders of our Company, including Mr. Zhang, Shanghai Zhuoyou LP, Shanghai Zhuoyou Company, Shanghai Zhuocheng and Shanghai Zhuochai
“connected person(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“connected transaction(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“[REDACTED] of Unlisted Shares into H Shares”	the conversion of [REDACTED] Unlisted Shares into H Shares on a [REDACTED] basis upon the completion of [REDACTED]. Filing of such [REDACTED] of Unlisted Shares into H shares has been completed with the CSRC on [•] and an application for H Shares to be [REDACTED] on the Stock Exchange has been made to the [REDACTED]
“core connected person(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix C1 to the Hong Kong Listing Rules
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of the Company
“EIT”	enterprise income tax
“EIT Law”	the PRC Enterprise Income Tax Law (《中華人民共和國企業所得稅法》)
“ESG”	environmental, social and governance
[REDACTED]	[REDACTED]
“Extreme Conditions”	extreme conditions as announced by the government of Hong Kong in the case where a super typhoon or other natural disaster of a substantial scale seriously affects the working public’s ability to resume work or brings safety concern for a prolonged period
[REDACTED]	[REDACTED]

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“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research and consulting company
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Group,” “we,” “our” or “us”	the Company and its subsidiaries, or any one of them as the context may require, and where the context requires, the businesses operated by the Company and/or its subsidiaries and their predecessors (if any)
“Guide” or “Guide for New Listing Applicants”	the Guide for New Listing Applicants issued by the Stock Exchange effective from January 1, 2024, as amended, supplemented or otherwise modified from time to time
“H Share(s)”	[REDACTED] ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are to be subscribed for and traded in Hong Kong dollars and to be [REDACTED] on the Stock Exchange
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
[REDACTED]	[REDACTED]

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[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“IFRSs”	the International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by IASB and the International Accounting Standards (IAS) and interpretations issued by the International Accounting Standards Committee (IASC)
“Independent Third Party(ies)”	any person(s) or entity(ies) who is not a connected person of the Company within the meaning of the Hong Kong Listing Rules
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Joint Sponsors”	the joint sponsors as named in the section headed “Directors and Parties Involved in the [REDACTED]”

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“Latest Practicable Date”	May 20, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Listing Rules” or “Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Macau”	the Macau Special Administrative Region of the PRC
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Mr. Zhang”	Mr. Zhang Yong (張勇), an executive Director, chairman of the Board, our Controlling Shareholder and spouse of Ms. Xu
“Ms. Xu”	Ms. Xu Jian (胥健), a non-executive Director and spouse of Mr. Zhang
“Nomination Committee”	the nomination committee of the Board
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Overall Coordinators”	the overall coordinators as named in the section headed “Directors and Parties Involved in the [REDACTED]”
[REDACTED]	[REDACTED]
“Overseas Listing Trial Measures”	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) promulgated by the CSRC on February 17, 2023 and effective on March 31, 2023
“PRC Company Law”	the Company Law of the People’s Republic of China (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time
“PRC GAAP”	generally accepted accounting principles of the PRC

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“PRC Legal Advisor”	Global Law Office, the PRC legal advisor to the Company
“PRC Securities Law”	the Securities Law of the PRC (中華人民共和國證券法), as amended, supplemented or otherwise modified from time to time
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration and Appraisal Committee”	the Remuneration and Appraisal Committee of the Board
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國外匯管理局)
“Securities and Futures Commission” or “SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Shanghai Zhuocheng”	Shanghai Zhuocheng Enterprise Management Consultancy Partnership (Limited Partnership) (上海卓城企業管理諮詢合夥企業(有限合夥)), a limited partnership established in the PRC on March 9, 2022, the general partner of which is Mr. Zhang and a Controlling Shareholder
“Shanghai Zhuochai”	Shanghai Zhuochai Enterprise Management Consultancy Partnership (Limited Partnership) (上海卓齊企業管理諮詢合夥企業(有限合夥)), a limited partnership established in the PRC on August 12, 2021, the general partner of which is Mr. Zhang and a Controlling Shareholder
“Shanghai Zhuoyou Company”	Shanghai Zhuoyou Enterprise Management Consultancy Co., Ltd. (上海卓西企業管理諮詢有限公司), a company with limited liability established in the PRC on September 21, 2018, which is wholly owned by Mr. Zhang and a Controlling Shareholder
“Shanghai Zhuoyou LP”	Shanghai Zhuoyou Enterprise Management Consultancy Partnership (Limited Partnership) (上海卓由企業管理諮詢合夥企業(有限合夥)), a limited partnership established in the PRC on October 16, 2018, the general partner of which is Shanghai Zhuoyou Company and a Controlling Shareholder
“Share(s)”	ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, including H Shares and Unlisted Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Sponsor-Overall Coordinators”	the sponsor-overall coordinators named in the section headed “Directors and Parties Involved in the [REDACTED]”
“STA”	the State Taxation Administration of the PRC (中華人民共和國國家稅務總局)

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[REDACTED]	[REDACTED]
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“subsidiary(ies)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“substantial shareholder(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time
“treasury shares”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Track Record Period”	the years ended December 31, 2023, 2024 and 2025
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“United States” or “U.S.”	the United States of America, its territories and possessions, any State of the United States, and the District of Columbia
“Unlisted Share(s)”	ordinary share(s) issued by the Company, with a nominal value of RMB1.00 each, which is/are not listed on any stock exchange
“U.S. dollars,” “US\$” or “USD”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the U.S. Securities Act of 1933, as amended, supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder
“VAT”	value-added tax
“%”	per cent