

DEFINITIONS

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

“A Share(s)”	ordinary share(s) issued by the Company, with a nominal value of RMB1.00 each, which is/are subscribed for or credited as paid in Renminbi and are listed for trading on the ChiNext Board of the Shenzhen Stock Exchange and are traded in Renminbi
“Accountants’ Report”	the accountants’ report of our Group for the Track Record Period, as included in Appendix I
“affiliate(s)”	with respect to any person, any other person, directly or indirectly, controlling, controlled by or under common control with such person
“AFRC”	the Accounting and Financial Reporting Council of Hong Kong
“Articles” or “Articles of Association”	the amended and restated articles of association of the Company, which was conditionally adopted on February 2, 2026 with effect from the [REDACTED], as amended, supplemented or restated from time to time; see the section headed “Summary of the Articles of Association” in Appendix IV for a summary of the Articles
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“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 business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong

[REDACTED]

“Changwei IoT”	Zhengzhou Changwei IoT Technology Co. Ltd. (鄭州暢威物聯網科技有限公司), a company established in the PRC in June 2016 with limited liability, and a wholly-owned subsidiary of our Company
“China” or “PRC”	the People’s Republic of China
“Chinese Mainland”	the People’s Republic of China excluding Hong Kong, Macau Special Administrative Region and Taiwan region
“close associate(s)”	has the meaning ascribed to it under the 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

DEFINITIONS

“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	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”, “our Company”, or “the Company”	Hanwei Electronics Group Corporation (漢威科技集團股份有限公司), a joint stock company established under PRC laws with limited liability on September 11, 1998, the A Shares of which have been listed on the ChiNext Board of the Shenzhen Stock Exchange (stock code: 300007)
“Compliance Adviser”	Somerley Capital Limited
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company
“EIT Law”	the PRC Enterprise Income Tax Law (《中華人民共和國企業所得稅法》), as amended or supplemented from time to time

[REDACTED]

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

“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research and consulting company
“Garden Environmental Protection”	Garden Environmental Protection Co., Ltd. (嘉園環保有限公司), a company established in the PRC in May 1998 with limited liability, and a non wholly-owned subsidiary of our Company

[REDACTED]

DEFINITIONS

“Group”, “we”, “our”, or “us”	our Company and, where appropriate, our subsidiaries or, in respect of the period before our Company became the holding company of our present subsidiaries, the businesses operated by such subsidiaries or their predecessors, as the case may be
“Hanwei Intelligent Security”	Henan Hanwei Intelligent Security Technology Co. Ltd. (河南漢威智慧安全科技有限公司), a company established in the PRC in August 2006 with limited liability, and a wholly-owned subsidiary of our Company
“H Share(s)”	ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which will be subscribed for and traded in Hong Kong dollars and [REDACTED] on the Stock Exchange
	[REDACTED]
“HK” or “Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“HKD” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

“Hong Kong” or “HKSAR”	the Hong Kong Special Administrative Region of the PRC
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[REDACTED]

DEFINITIONS

[REDACTED]

“IFRS Accounting Standards”	IFRS Accounting Standards, as issued by the International Accounting Standards Board
“Independent Third Party(ies)”	person(s) or company(ies), who/which, to the best of our Directors’ knowledge, information and belief, is/are not our connected persons

[REDACTED]

“Latest Practicable Date”	May [21], 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication
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[REDACTED]

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

“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with GEM of the Stock Exchange
“Ministry of Finance” or “MOF”	Ministry of Finance of the PRC (中華人民共和國財政部)
“Mr. Ren”	Mr. Ren Hongjun (任紅軍), our founder, chairman of the Board, executive Director and a member of our single largest group of Shareholders
“Ms. Zhong”	Ms. Zhong Chao (鍾超), spouse of Mr. Ren and a member of our single largest group of Shareholders
“Nomination Committee”	the nomination committee of our Board
“NPC”	the National People’s Congress of the PRC (中華人民共和國全國人民代表大會)

[REDACTED]

“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of Mainland China
“PRC Company Law”	the Company Law of the PRC, as amended, modified and/or otherwise supplemented from time to time
“PRC GAAP”	generally accepted accounting principles in mainland China
“PRC government” or “State”	the central government of the PRC and all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities thereof or, where the context requires, any of them

DEFINITIONS

“PRC Legal Advisor”	Goldsun Law Firm, our legal advisor as to PRC laws
	[REDACTED]
“province”	a province or, where the context requires, a provincial level autonomous region or municipality, under the direct supervision of the central government of the PRC
“Regulation S”	Regulation S under the U.S. Securities Act
“Relevant Persons”	means the Company, together with its investors and shareholders and persons who might, directly or indirectly, be involved in permitting the [REDACTED] of its shares, including the HKEX and related group companies
“Remuneration and Appraisal Committee”	the remuneration and appraisal committee of our Board
“RMB” or “Renminbi”	Renminbi yuan, the lawful currency of mainland China
“SAFE”	the State Administration for Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“Sanctioned Target”	means any person or entity (i) designated on any list of targeted persons or entities issued under the sanctions-related law or regulation of the U.S.; (ii) that is, or is owned or controlled by, a government of a Sanctioned Country; or (iii) that is the target of sanctions under the law or regulation of the U.S. because of a relationship of ownership, control, or agency with a person or entity described in (i) or (ii)
“Sanctioned Country”	means any country or territory subject to a general and comprehensive export, import, financial or investment embargo under sanctions related law or regulation of the U.S., including: Cuba, Iran, North Korea, Russia, the Crimea region, the Kherson region, the Zaporizhzhia region, DPR, and LPR
“Sanctioned Trader”	means any person or entity that does a material portion (10% or more) of its business with Sanctioned Targets and Sanctioned Country entities or persons
“SAT”	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“Securities Law”	the Securities Law of the People’s Republic of China (中華人民共和國證券法), as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“SFC”	the Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Futures Ordinance”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) in the share capital of our Company, with a nominal value of RMB1.00 each, comprising the A Shares and H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Shenyang Jinjian”	Shenyang Jinjian Digital City Software Co., Ltd. (瀋陽金建數字城市軟件有限公司), a company established in the PRC in November 1998 with limited liability, and a wholly-owned subsidiary of the Company
[REDACTED]	
“Sole Sponsor”	the sole sponsor as named in “Directors and Parties Involved in the [REDACTED]”
[REDACTED]	
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary” or “subsidiaries”	has the meaning ascribed to it under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed to it in the Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buybacks issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the years ended December 31, 2023, 2024 and 2025
“treasury share(s)”	has the meaning ascribed to it under the Listing Rules
“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 17 February 2023
“U.S.”, “US” or “United States”	the United States of America, its territories, its possessions, any State of the United States and the District of Columbia

DEFINITIONS

“USD”, “U.S. dollars” or “US\$”	United States dollars, the lawful currency of the United States
“U.S. Sanctions Legal Advisors”	TsingLaw NY LLP, our legal advisors as to U.S. sanctions law in connection with the [REDACTED]
“U.S. Securities Act”	United States Securities Act of 1933 and the rules and regulations promulgated thereunder

[REDACTED]

“VAT”	value-added tax
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[REDACTED]

“Winsen Electronics Technology”	Zhengzhou Winsen Electronics Technology Co. Ltd. (鄭州燁盛電子科技有限公司), a company established in the PRC in April 2003 with limited liability, and a wholly-owned subsidiary of our Company
“Zhengzhou Anran Measurement and Control”	Zhengzhou Anran Measurement and Control Technology Co., Ltd. (鄭州安然測控技術股份有限公司), a company established in the PRC in June 1996 with limited liability, and a non wholly-owned subsidiary of our Company
“%”	per cent

Unless otherwise specified, in this document:

- (a) *certain amounts and percentage figures have been subject to rounding adjustments; accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them; and*
- (b) *for ease of reference, the names of PRC laws and regulations, governmental authorities, institutions, nature persons or other entities (including certain of our subsidiaries) have been included in this document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail. English translations of company names and other terms from the Chinese language are provided for identification purposes only.*