

DEFINITIONS

In this Document, unless the context otherwise requires, the following terms and expressions have the meanings set forth below.

“AFRC”	Accounting and Financial Reporting Council (會計及財務匯報局)
“Articles of Association” or “Articles”	the articles of association of our Company, as amended, which shall become effective on the [REDACTED], a summary of which is set out in Appendix III to this Document
“Beijing Nanopore”	Beijing Nanopore Innovative Materials Technology Co., Ltd. (北京納力新材料科技有限公司), a limited liability company incorporated under the laws of the PRC on December 3, 2025, and our subsidiary
“Board” or “Board of Directors”	the board of directors of our Company
“Business Day” or “business day”	a day on which banks in Hong Kong are generally open to the public for normal banking business and which is not a Saturday, Sunday or public holiday in Hong Kong
“CAC”	the Cyberspace Administration of China (中國國家互聯網信息辦公室)
[REDACTED]	
“China,” “Chinese Mainland” or “PRC”	the People’s Republic of China, unless the context requires otherwise, excluding, for the purpose of this Document only, the regions of Hong Kong, Macau and Taiwan
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“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,” or “our Company” or “the Company”	Yangzhou Nanopore Innovative Materials Technology Co., Ltd. (揚州納力新材料科技股份有限公司), a limited liability company established under the laws of the PRC on January 7, 2022, and converted into a joint stock company with limited liability in the PRC on November 20, 2025

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“Company Law” or “PRC Company Law”	Company Law of the People’s Republic of China (中華人民共和國公司法) as amended, supplemented or otherwise modified from time to time, which was last amended on December 29, 2023 to take effect on July 1, 2024
“Conversion of Domestic Shares into H Shares”	the conversion of [REDACTED] Domestic Shares into H Shares upon the completion of the [REDACTED].
“CSDC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
“CSDC (Hong Kong)”	China Securities Depository and Clearing (Hong Kong) Company Limited
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	director(s) of our Company
“Domestic Shares”	ordinary shares in the share capital of our Company, with a nominal value of RMB1.00 each, which are not listed on any stock exchange
“Dr. Li”	Dr. LI Xuefa (李學法), our co-founder, executive Director, chairman of the Board, chief executive officer and chief technology officer, see “Directors and Senior Management — Board of Directors”
“EIT Law”	Enterprise Income Tax Law of the People’s Republic of China (中華人民共和國企業所得稅法), as amended, supplemented or otherwise modified from time to time

[REDACTED]

“Extreme Conditions”	any extreme conditions caused by a super typhoon as announced by the government of Hong Kong or any extreme conditions or events, the occurrence of which will cause interruption to the ordinary course of business operations in Hong Kong or may affect the [REDACTED]
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[REDACTED]

DEFINITIONS

“Group,” “our Group,” “we” or “us” our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require)

“Guide for New Listing Applicants” the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange effective from January 1, 2024 (as amended, supplemented or otherwise modified from time to time)

[REDACTED]

“H Share(s)” shares in the share capital of our Company with nominal value of RMB[REDACTED] each, which are to be [REDACTED] for and [REDACTED] in HK dollars and are to be [REDACTED] on the Hong Kong Stock Exchange

[REDACTED]

“Hong Kong” or “HK” the Hong Kong Special Administrative Region of the PRC

“Hong Kong dollars,” “HK dollars” or “HK\$” and “cents” Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

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“Hong Kong Stock Exchange” or “Stock Exchange” The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited

[REDACTED]

“IFRS Accounting Standards” International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board and the International Accounting Standards and Interpretation issued by the International Accounting Standards Committee

“Independent Third Party(ies)” any entity or person who is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules

[REDACTED]

“Jiangyin Nanopore” Jiangyin Nanopore Innovative Materials Technology Co., Ltd. (江陰納力新材料科技有限公司), a limited liability company incorporated under the laws of the PRC on January 26, 2021, and our subsidiary

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“Jiangyin Ruiyuanda”	Jiangyin Ruiyuanda New Materials Technology Co., Ltd. (江陰睿遠達新材料科技有限公司), a limited liability company incorporated under the laws of the PRC on November 3, 2021, and one of our Single Largest Shareholders Group
“Sole Sponsor”	the sole sponsor as named in “Directors and Parties involved in the [REDACTED]”
“Latest Practicable Date”	May 18, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication

[REDACTED]

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended 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 operated in parallel with the GEM of the Stock Exchange
“MIIT”	Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部)
“Ministry of Finance” or “MOF”	Ministry of Finance of the PRC (中華人民共和國財政部)
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Niu”	Mr. NIU Jijing (鈕薊京), an individual shareholder of the Company
“Mr. Zhang”	Mr. ZHANG Calvin Qianfeng (張乾峰), co-founder of our Company, our non-executive Director and a member of our Single Largest Shareholders Group, see “Directors and Senior Management — Board of Directors” and “Relationship with Our Single Largest Shareholders Group”
“NDRC”	National Development and Reform Commission of the PRC (中華人民共和國發展和改革委員會)

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[REDACTED]

“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC GAAP”	the generally accepted accounting principles of the PRC
“PRC Legal Advisor”	Tian Yuan Law Firm, the legal advisor to our Company as to the laws of the PRC
“Pre-[REDACTED] Investments”	the pre-[REDACTED] investment(s) in our Group undertaken by the Pre-[REDACTED] Investors, details of which are set out in “History, Development and Corporate Structure — Pre-[REDACTED] Investments”
“Pre-[REDACTED] Investor(s)”	the investor(s) who participated in our Pre-[REDACTED] Investments, details of which are set out in the section headed “History, Development and Corporate Structure — Pre-[REDACTED] Investments”

[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
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)

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“SAT”	State Administration of Taxation of the PRC (國家稅務總局)
“SCNPC”	the Standing Committee of the National People’s Congress (全國人民代表大會常務委員會)
“SFC”	Securities and Futures Commission of Hong Kong
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary shares in the capital of our Company with a nominal value of RMB[REDACTED] each, comprising Domestic Share(s) and H Share(s)
“Shareholder(s)”	holder(s) of the Share(s)
“Single Largest Shareholders Group”	has the meaning ascribed to it under the Hong Kong Listing Rules and, strictly in accordance with such meaning, includes Mr. Zhang, Jiangyin Ruiyuanda and Yangzhou Nayuan
“State Council”	State Council of the People’s Republic of China (中華人民共和國國務院)
“Subsidiary(ies)”	has the meaning ascribed to it in section 15 of the Companies Ordinance
“Track Record Period”	the years ended December 31, 2023, 2024 and 2025

[REDACTED]

“US” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US\$” or “U.S. dollars”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the United States Securities Act of 1933, as amended, supplemented or otherwise modified from time to time, and the rules and regulations promulgated under it
“VAT”	value-added tax

[REDACTED]

DEFINITIONS

“Yangzhou Nayuan” Yangzhou Nayuan Enterprise Management Partnership (Limited Partnership) (揚州納源企業管理合夥企業(有限合夥)), a limited liability company incorporated under the laws of the PRC on April 18, 2023, and one of our Single Largest Shareholders Group

“%” per cent

In this document, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction,” “controlling shareholder” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

Certain amounts and percentage figures included in this document have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart between the total shown and the sum of the amounts listed are due to rounding.

For ease of reference, the names of the PRC established companies or entities, laws or regulations 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.