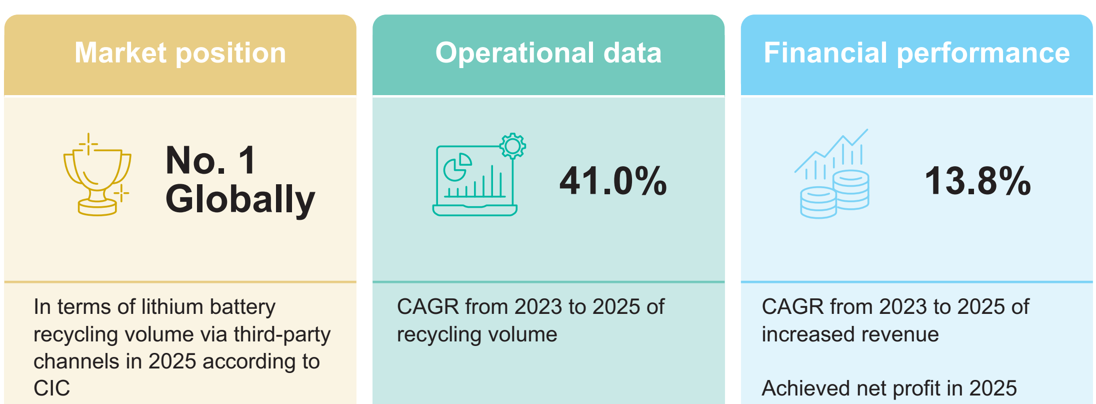
This summary aims to give you an overview of the information contained in this Document. As this is a summary, it does not contain all the information that may be important to you. You should read this Document in its entirety before you decide to invest in the [REDACTED]. There are risks associated with any investment. Some of the particular risks in investing in the [REDACTED] are set out in the section headed "Risk Factors" in this Document. You should read that section carefully before you decide to invest in the [REDACTED].

OVERVIEW

We are a world-leading independent lithium battery recycling and material recovery solution provider who aim to build a comprehensive supply chain for new energy green materials and become a globally respected, renowned enterprise. According to CIC, we ranked first globally in terms of lithium battery recycling volume via third-party channels in 2025. In 2025, we recycled 71.6 kilotons of lithium battery recycling materials, including electrode sheets, battery cells and used batteries and other forms of materials, establishing comprehensive processing capabilities for full-category, full-form and full-chain lithium battery recycling and material recovery.

Our suppliers span battery manufacturers, EV original equipment manufacturers ("**OEMs**"), automobile insurance companies, energy storage operators and other channels. Our customers mainly comprise leading Chinese battery manufacturers and battery material producers.

We source a steady supply of lithium battery recycling materials through our extensive, stable raw material channels. These materials are sorted into our different business lines based on their form and chemical properties via rigorous internal screening and testing. Battery packs, modules and cells with adequate remaining charge-discharge performance are processed by our cascade utilization line, which reconfigures them into functional battery packs or modules using capacity-voltage testing, charge-discharge testing, packaging and other technologies. Those production scraps and used batteries without cascade value undergo advanced discharge pretreatment and refined recycling. Following the recycling process, we sell recycled black mass, our main recycling products, to customers according to market conditions. Meanwhile, part of the black mass is fed into our hydrometallurgy process to manufacture mixed metal salt solution products in line with production plans. Our offerings span three categories: recycling products (ternary black mass, LFP black mass, LFP high-purity electrode powder and by-products), hydrometallurgy products (mixed metal salt solutions) and cascade utilization products (reconfigured battery packs, modules and cells).



We achieved remarkable performance during the Track Record Period. Our revenue increased by 1.1% from RMB1,157.9 million for the year ended December 31, 2023 to RMB1,170.5 million for the year ended December 31, 2024. Our revenue further increased by 28.1% from RMB1,170.5 million for the year ended December 31, 2024 to RMB1,499.6 million for the year ended December 31, 2025. We recorded a net loss of RMB151.4 million and RMB95.1 million for the years ended December 31, 2023 and 2024, respectively, and recorded a net profit of RMB16.2 million for the year ended December 31, 2025.

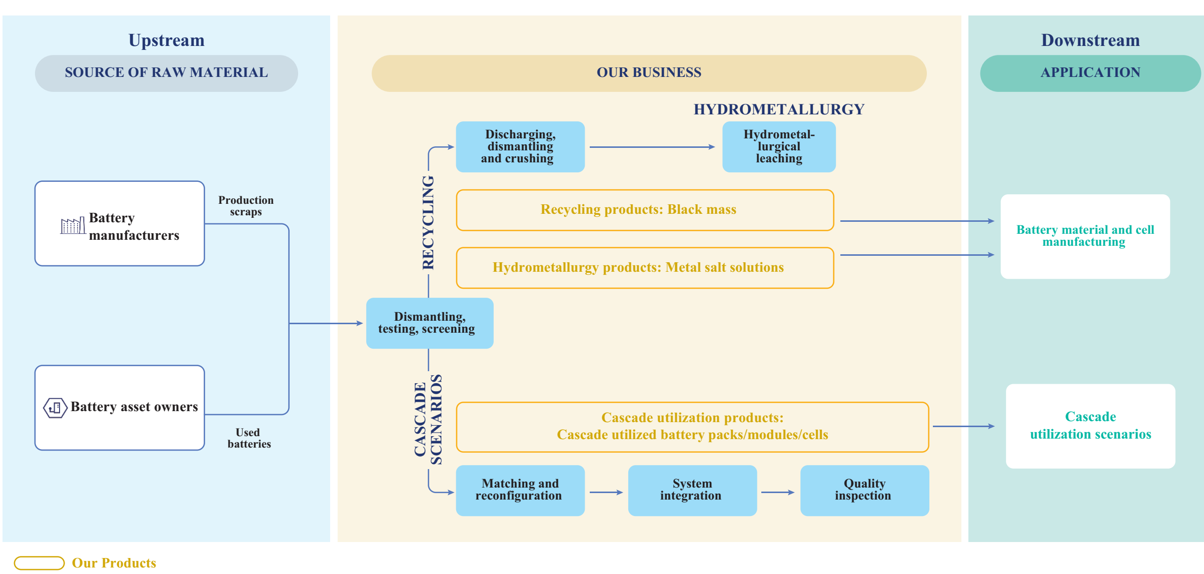
MARKET AND COMPETITION

According to CIC, China leads the development of the lithium battery recycling and material recovery industry, with both the global and Chinese markets entering a period of rapid growth. This expansion is driven by large-scale battery decommissioning, surging demand for recycled materials, and increasingly stringent global ESG and compliance requirements, alongside a clear trend of rising industry concentration, as resources gravitate toward qualified enterprises with technological and diversified channel advantages. According to CIC, key competitive factors in our sector include stable, diversified used battery sourcing, integrated comprehensive processing capabilities, and a globally aligned industrial chain footprint. We believe our large-scale production capacity, robust supply network, strong R&D capabilities, premium product offerings, and established customer partnerships equip us to compete effectively.

Competition in our industry mainly centers on securing upstream supply channels, building integrated industrial chain processing capabilities, technological innovation, platform expandability, product pricing, the quality and diversity of solutions, financial strength, and customer acquisition and retention. Furthermore, when entering new markets, we may face intense competition from established local players and other companies with similar expansion targets, and there can be no assurance that we will be able to successfully expand our coverage or complete strategic acquisitions.

OUR BUSINESS MODEL

We focus on lithium battery recycling and material recovery. Amid upcoming large-scale battery decommissioning, our business supports global new energy sustainability, aligning with China's dual carbon goals and international carbon neutrality targets while addressing used battery related challenges, such as improper disposal, environmental risks and low resource utilization efficiency.



We have built an integrated closed-loop business model covering three business lines: recycling, hydrometallurgy and cascade utilization. For the recycling business, we physically disassemble lithium battery production scraps such as electrode sheets and wound cores, as well as used batteries without cascade utilization value. Through disassembly, crushing, separation and sorting, we produce black mass containing multiple valuable metals. Black mass can be further processed via our in-house hydrometallurgy lines or sold directly. We also carry out LFP cathode material regeneration by processing sourced LFP electrode sheets and wound cores via precision cleaning, impurity removal and structural reconditioning to produce qualified LFP high-purity electrode powder for downstream manufacturers. Our hydrometallurgy business processes black mass through chemical reduction reactions to generate mixed solutions containing valuable metals, which serve as core raw materials for lithium battery production. In the cascade utilization business, we reconfigure used battery packs, modules and cells following a full set of standard procedures and sell the finished products to downstream customers.

The table below sets forth a breakdown of the sales volume and average selling price of our major products for the years indicated.

	For the year ended December 31,					
	2023		2024		2025	
	Sales Volume	Average Selling Price[(1)] *(RMB/ton or RMB/kWh)*	Sales Volume	Average Selling Price[(1)] *(RMB/ton or RMB/kWh)*	Sales Volume	Average Selling Price[(1)] *(RMB/ton or RMB/kWh)*
Recycling products (ton)	24,246	40,289	37,353	26,334	49,342	24,935
Hydrometallurgy products (ton)	–	–	4,248	6,072	26,086	7,165
Cascade utilization products (kWh)	314,296	576	628,283	256	394,393	209

Note:

(1) Average selling price is calculated as revenue for the year divided by sales volume for the same year.

During the Track Record Period, we derived our revenue primarily from the sales of three categories of products: (i) recycling products, primarily including ternary black mass, LFP black mass, LFP high-purity electrode powder and related by-products; (ii) hydrometallurgy products, primarily including mixed metal salt solutions; and (iii) cascade utilization products, primarily including reconfigured battery packs, modules and cells. The following table sets forth a breakdown of our revenue by business line for the years indicated:

	Year ended December 31,					
	2023		2024		2025	
	RMB'000	*%*	*RMB'000*	*%*	*RMB'000*	*%*
Recycling products	976,838	84.4	983,652	84.1	1,230,348	82.0
Hydrometallurgy products	–	–	25,795	2.2	186,899	12.5
Cascade utilization products	181,107	15.6	160,809	13.7	82,370	5.5
Others[(1)]	–	–	276	*	–	–
Total	1,157,945	100.0	1,170,532	100.0	1,499,617	100.0

* Below 0.05

Note:

(1) Representing the sale of an equipment.

PRODUCTION

We manufacture black mass, LFP high-purity electrode powder, metal salt solutions, and cascade utilization products based on the applications and requirements of customers. We have two production bases in Jiangmen, Guangdong Province and Liyang, Jiangsu Province, respectively, in China. Our production team consisted of 163 members as of the Latest Practicable Date.

The table below sets forth a summary of our processing capacity and utilization rate of our production facilities by location and business line for the years indicated:

	Year ended December 31,								
	2023			2024			2025		
	Processing capacity (ton)	Actual processing volume (ton)	Utilization rate (%)	Processing capacity (ton)	Actual processing volume (ton)	Utilization rate (%)	Processing capacity (ton)	Actual processing volume (ton)	Utilization rate (%)
Jiangmen Base									
Recycling products	14,080	13,058	92.7	25,600	18,220	71.2	19,200[4]	17,661	92.0
Hydrometallurgy products[1]	–	–	–	3,000[1]	851[1]	28.4	12,000	4,263	35.5
Jiangsu Base[2]									
Recycling products	2,080	1,116	53.6	12,704[5]	10,275	80.9	27,264[4]	26,065	95.6
Huizhou Production Facility[3]									
Recycling products	7,680	5,492	71.5	640[6]	274	42.8	–	–	–

Notes:

(1) Processing capacity and actual processing volume of the Jiangmen Base for hydrometallurgy products in 2024 cover our trial production in October and formal production in November and December in the same year. Our utilization rates in 2024 and 2025 were relatively low mainly because we were in a ramp-up phase of the newly commissioned production line.

(2) Jiangsu Base did not conduct hydrometallurgy business during the Track Record Period.

(3) Huizhou Production Facility was disposed in June 2024 as part of our strategy to streamline operations. Huizhou Production Facility did not conduct hydrometallurgy business prior to the disposal.

(4) The decrease in the processing capacity of recycling products at our Jiangmen Base in 2025 and the corresponding increase in the processing capacity at our Jiangsu Base in 2025 were primarily attributable to the relocation of certain production lines from Jiangmen Base to Jiangsu Base.

(5) The increase in the processing capacity was primarily attributable to the commissioning of additional recycling production lines at our Jiangsu Base in 2024.

(6) The decrease in the processing capacity at Huizhou Production Facility was mainly because Huizhou Production Facility only operated for one month in 2024.

(7) The processing capacity of our production lines is primarily designed and dimensioned based on the weight of raw materials fed into the production lines. Our processing capacity is estimated based on the assumption that our production lines operate for 16 hours per day by our employees for relevant working days during the relevant year, with due consideration given to scheduled production line adjustment, maintenance, upgrades and downtime.

(8) Utilization rate equals actual processing volume for the relevant years divided by processing capacity for the relevant years.

(9) Processing capacity and utilization rate are not applicable to our cascade utilization business because we produce non-standard products based on variations in incoming raw materials and differing customer requirements.

OUR STRENGTHS AND STRATEGIES

We believe that the following are our competitive strengths contribute to our success and position us for continued growth: (i) we are a world-leading independent lithium battery recycling and material recovery solution provider; (ii) establishment of stable upstream and downstream industrial connections and a full-channel ecological network across the industry; (iii) strong R&D capability forging our full-form processing advantages and advanced process technologies; and (iv) skilled industry team, high-quality corporate culture and diversified shareholder support.

We plan to further strengthen our leading position by implementing the following business strategies: (i) further enhance the lithium battery recycling and material recovery capacity, expand market share and elevate industry position; (ii) vigorously expand overseas markets and implement global development plans by fully leveraging our technological and channel advantages; (iii) further upgrade existing production processes, increase R&D investment in future recycling technologies, and lead the trend of battery material recycling technologies; and (iv) integrate lithium battery recycling and material recovery enterprises, expand business coverage and consolidate our leading position.

CUSTOMERS AND SUPPLIERS

Our customers are primarily manufacturers of batteries and battery materials. In 2023, 2024 and 2025, revenue from our five largest customers for each year during the Track Record Period amounted to RMB531.2 million, RMB499.8 million, and RMB443.2 million respectively, representing approximately 45.9%, 42.7% and 29.5% of our total revenue during the respective year. For further details, see "Business — Our Customers."

Our suppliers are primarily battery manufacturers, EV OEMs, automobile insurance companies and energy storage operators in China. In 2023, 2024 and 2025, purchases from our five largest suppliers for each year during the Track Record Period amounted to RMB651.6 million, RMB294.7 million, and RMB289.7 million, respectively, representing approximately 49.5%, 27.0% and 21.3% of our total purchase amount during the respective year. For further details, see "Business — Our Suppliers."

As of the Latest Practicable Date, none of our Directors, their associates or any shareholders which, to the knowledge of our Directors, owned more than 5% of the issued share capital of the Company as of the Latest Practicable Date, had any interest in our five largest customers or suppliers for each year during the Track Record Period.

COMPLIANCE AND LEGAL PROCEEDINGS

As of the Latest Practicable Date, there were no litigations or arbitration proceedings or administrative proceedings pending or threatened against us or any of our Directors which would individually or in the aggregate, had a material adverse effect on our business, financial condition and results of operations.

During the Track Record Period and up to the Latest Practicable Date, we had not been and were not involved in any material non-compliance incidents that have led to fines, enforcement actions or other penalties that could, individually or in the aggregate, have a material adverse effect on our business, financial condition and results of operations. During the Track Record Period and up to the Latest Practicable Date, we had complied in all material respects with the applicable laws and regulations relating to our business operations.

SUMMARY OF KEY FINANCIAL INFORMATION

Summary of Consolidated Statements of Profit or Loss

The following table sets forth a summary of our consolidated statements of profit or loss for the years indicated:

	Year ended December 31,		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Revenue	1,157,945	1,170,532	1,499,617
Cost of sales			
Cost of sales of goods	(1,147,021)	(1,135,599)	(1,373,707)
Impairment losses on inventories	(76,870)	(34,290)	(22,836)
Gross (loss)/profit	(65,946)	643	103,074
Other income and gains	13,558	22,545	17,099
Selling and distribution expenses	(3,475)	(3,524)	(4,997)
Administrative expenses	(53,738)	(64,397)	(52,799)
Research and development expenses	(33,881)	(32,717)	(24,361)
Impairment reversal/(losses) on financial assets, net	330	(3,591)	(1,593)
Other expenses	(820)	(470)	(4,280)
Finance costs	(7,399)	(13,541)	(15,902)
(Loss)/Profit before tax	(151,371)	(95,052)	16,241
Income tax expense	–	–	–
(Loss)/Profit for the year	(151,371)	(95,052)	16,241

Our revenue increased by 1.1% from RMB1,157.9 million for the year ended December 31, 2023 to RMB1,170.5 million for the year ended December 31, 2024, which was primarily due to an increase in revenue from sales of hydrometallurgy products and recycling products, partially offset by a 11.2% decrease in revenue from sales of cascade utilization products. Our revenue increased by 28.1% from RMB1,170.5 million for the year ended December 31, 2024 to RMB1,499.6 million for the year ended December 31, 2025, which was primarily due to a 25.1% increase in revenue from sales of recycling products and a 624.6% increase in revenue from sales of hydrometallurgy products, partially offset by a 48.8% decrease in revenue from sales of cascade utilization products.

We record a gross loss of RMB65.9 million for the year ended December 31, 2023 and a gross profit of RMB0.6 million for the year ended December 31, 2024. The turnaround from gross loss to gross profit for the year ended December 31, 2024, was primarily attributable to an increase in gross profit from our recycling products from RMB0.3 million for the year ended December 31, 2023 to RMB34.2 million for the year ended December 31, 2024. We recorded an overall-gross loss margin of 5.7% for the year ended December 31, 2023 and gross profit margin of 0.1% for the year ended December 31, 2024. Our gross profit increased significantly from RMB0.6 million for the year ended December 31, 2024 to RMB103.1 million for the year ended December 31, 2025, primarily attributable to (i) an increase in gross profit from recycling products from RMB34.2 million for the year ended December 31, 2024 to RMB97.4 million for the year ended December 31, 2025; and (ii) a 33.4% reduction in impairment losses on inventories from RMB34.3 million for the year ended December 31, 2024 to RMB22.8 million for the year ended December 31, 2025. Our overall gross profit margin increased from 0.1% for the year ended December 31, 2024 to 6.9% for the year ended December 31, 2025, primarily due to the increase in gross profit margins of recycling products and cascade utilization products. See "Financial Information — Description of Major Components in Our Statements of Profit or Loss."

Non-IFRS Measures

To supplement our consolidated financial statements that are presented in accordance with IFRS, we also used adjusted net profit or loss (non-IFRS measure) and adjusted EBITDA (non-IFRS measure) as additional financial measures, which are not required by or presented in accordance with IFRS. We believe that the non-IFRS measures provide useful information to investors and others in understanding and evaluating our consolidated results of operations in the same manner as they help our management. However, our presentation of non-IFRS measures may not be comparable to similarly titled measures presented by other companies. The uses of non-IFRS measures have limitations as an analytical tool, and you should not consider it in isolation from, or as a substitute for an analysis of, our results of operations or financial condition as reported under IFRS.

We define adjusted net profit or loss (non-IFRS measure) as profit or loss for the year adjusted by adding back share-based payment expenses. We define adjusted EBITDA (non-IFRS measure) as adjusted net profit or loss (non-IFRS measure) adding back depreciation of property, plant and equipment, depreciation of right-of-use assets, amortization of intangible assets, net finance costs and income tax expense.

The following table sets forth a reconciliation of our adjusted net profit or loss (non-IFRS measure) and adjusted EBITDA (non-IFRS measure) during the Track Record Period to the most directly comparable financial measure calculated and presented in accordance with IFRS, which is profit or loss for the year.

	Year ended December 31,		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
(Loss)/profit for the year	(151,371)	(95,052)	16,241
Add:			
Share-based payment expenses	2,229	2,165	(1,732)
Adjusted (loss)/profit (non-IFRS measure)	(149,142)	(92,887)	14,509
Add:			
Depreciation of property, plant and equipment	3,412	9,168	29,099
Depreciation of right-of-use assets	10,151	12,560	7,486
Amortization of intangible assets	556	551	545
Finance costs	7,399	13,541	15,902
Income tax expense	–	–	–
Adjusted EBITDA (non-IFRS measure)	(127,624)	(57,067)	67,541

Summary of Consolidated Statements of Financial Position

The following table sets forth selected information from our consolidated statements of financial position as of the dates indicated:

	As of December 31,		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Total current assets	460,953	475,170	591,188
Total non-current assets	423,265	540,640	551,929
Total assets	**884,218**	**1,015,810**	**1,143,117**
Total current liabilities	204,073	405,718	493,135
Total non-current liabilities	260,679	281,255	306,816
Total liabilities	**464,752**	**686,973**	**799,951**
Net current assets	**256,880**	**69,452**	**98,053**
Net assets	**419,466**	**328,837**	**343,166**

Our net current assets increased from RMB69.5 million as of December 31, 2024 to RMB98.1 million as of December 31, 2025 primarily due to (i) an increase of RMB49.8 million in financial assets as fair value through profit or loss; and (ii) an increase of RMB33.5 million in trade and bills receivables, partially offset by an increase of RMB63.4 million in trade and bills payables.

We had a net assets position as of December 31, 2023, 2024 and 2025. Our net assets decreased from RMB419.5 million as of December 31, 2023 to RMB328.8 million as of December 31, 2024, which was primarily attributable to our total comprehensive loss of RMB95.1 million for the year ended December 31, 2024. Our net assets increased from RMB328.8 million as of December 31, 2024 to RMB343.2 million as of December 31, 2025, which was primarily attributable to our total comprehensive income of RMB16.1 million for the year ended December 31, 2025. See "Consolidated Statements of Changes in Equity" in the Accountants' Report in Appendix I to this document for further details.

Summary of Consolidated Cash Flow Statements

The following table sets forth selected cash flow data from our consolidated statements of cash flows for the years indicated:

	As of December 31,		
	2023	**2024**	**2025**
	RMB'000	*RMB'000*	*RMB'000*
Net cash flows (used in)/generated from operating activities	(268,524)	(48,991)	86,549
Net cash flows used in investing activities	(219,884)	(132,870)	(153,422)
Net cash flows generated from financing activities	487,249	205,943	78,186
Net (decrease)/increase in cash and cash equivalents	(1,159)	24,082	11,313
Cash and cash equivalents at beginning of year	58,622	57,463	81,545
Effect of foreign exchange rate changes, net	–	–	(95)
Cash and cash equivalents at end of year	**57,463**	**81,545**	**92,763**

KEY FINANCIAL RATIOS

The following table sets forth our key financial ratios as of the dates or for the years indicated:

	As of/For the year ended December 31,		
	2023	**2024**	**2025**
Net (loss)/profit margin(1) (%)	(13.1)	(8.1)	1.1
Current ratio(2) (Times)	2.3	1.2	1.2
Quick ratio(3) (Times)	1.1	0.8	0.8
Gearing ratio(4) (%)	99.1	162.7	172.6

Notes:

(1) Net profit margin equals to net profit for the year divided by revenue for the year and multiplied by 100%.

(2) Current ratio is calculated based on total current assets divided by total current liabilities.

(3) Quick ratio is calculated based on total current assets less inventories divided by total current liabilities.

(4) Gearing ratio is calculated based on total indebtedness (including bank borrowings and lease liabilities) divided by total equity and multiplied by 100%.

RISK FACTORS

We believe there are certain risks and uncertainties involved in investing in our H Shares, some of which are beyond our control. See "Risk Factors" for details, which we urge you to read in full before making an investment in our H Shares. In any such case, the market price of our H Shares could decline, and you may lose all or part of your investments. Some of the major risks we face include: (i) our business is exposed to price fluctuations in raw materials; (ii) we depend on maintaining and increasing raw material supply commitments as well as securing new sources of supply; (iii) we face intense competition in the lithium battery recycling and material recovery industry; (iv) if we are unable to retain existing customers and attract new customers, our business, financial conditions and results of operations will be adversely affected. Specifically, some of our major customers contributed a significant portion of our revenues during the Track Record Period. If these customers reduce or terminate business with us, our business, results of operations, financial condition and growth prospects may be materially and adversely affected; (v) our historical results of operations and financial performance may not be indicative of our future performances; (vi) we may face risks associated with enhancing our manufacturing capabilities, including production difficulties and fluctuations in utilization rates, any of which may materially and adversely affect our business, financial condition and results of operations; and (vii) changes in the volume, composition and quality of lithium battery recycling raw materials processed at our facilities could significantly impact our financial conditions and results of operations.

[REDACTED] EXPENSES

[REDACTED] expenses represent professional fees, [REDACTED] and other fees incurred in connection with the [REDACTED]. We expect to incur total [REDACTED] expenses of approximately RMB[REDACTED] million (assuming the [REDACTED] is not exercised and based on the [REDACTED] of HK$[REDACTED] per [REDACTED], being the mid-point of the indicative [REDACTED] range), representing [REDACTED]% of the [REDACTED] of the [REDACTED] assuming no H Shares are issued pursuant to the [REDACTED]. The total [REDACTED] expenses consist of (i) approximately RMB[REDACTED] million [REDACTED] related expenses (including [REDACTED], SFC transaction levy, Stock Exchange trading fees and AFRC transaction levy); and (ii) approximately RMB[REDACTED] million [REDACTED] related expenses (including (a) fees and expenses of legal advisors and reporting accountants of approximately RMB[REDACTED] million; and (b) other fees and expenses of approximately RMB[REDACTED] million). During the Track Record Period, we did not incur any [REDACTED] expenses. We expect to incur additional [REDACTED] expenses of approximately RMB[REDACTED] million after the Track Record Period, approximately RMB[REDACTED] million of which is expected to be charged to our statements of profit or loss, and approximately RMB[REDACTED] million of which is attributable to the issue of H Shares and will be deducted from equity upon the [REDACTED]. The [REDACTED] expenses above are the latest practicable estimate for reference only, and the actual amount may differ from this estimate.

USE OF [REDACTED]

We estimate that we will receive [REDACTED] of approximately HK$[REDACTED] million after deducting the [REDACTED] fees and expenses payable by us in the [REDACTED], assuming no exercise of the [REDACTED] and assuming an [REDACTED] of HK$[REDACTED] per [REDACTED], being the mid-point of the [REDACTED] stated in this Document. We intend to use the [REDACTED] from the [REDACTED] for the following purposes: (i) approximately [REDACTED]% (or HK$[REDACTED] million) is expected to be allocated to the construction of a recycling and dismantling plant located in Jiangmen City, Guangdong Province (the "Jiangmen Phase II Plant") within the next two years; (ii) approximately [REDACTED]% (or HK$[REDACTED] million) will be allocated to the production line expansion project of LFP repair materials at our Jiangsu Base within the next two years; (iii) approximately [REDACTED]% (or HK$[REDACTED] million) will be allocated to the construction and enhancement of our R&D, to upgrade our new product R&D capabilities, reinforce overall R&D capacity and sustain our leading market position; (iv) approximately [REDACTED]% (or HK$[REDACTED] million) will be allocated to the repayment of the principal amounts and accrued interest of certain borrowings from five banks in China, in order to improve our gearing ratio and reduce finance costs ; (v) approximately [REDACTED]% (or HK$[REDACTED] million) will be allocated to the establishment and development of our overseas presence to promote our products in overseas market, thereby driving the expansion of our global customer base and business reach; and (vi) approximately [REDACTED]% (or HK$[REDACTED] million) will be used for our working capital and general corporate purposes.

OUR CONTROLLING SHAREHOLDERS

As of the Latest Practicable Date, our Company was owned as to approximately (i) 29.96% by Shenzhen Jiecheng Investment, which was owned as to approximately 90% by Mr. Zheng and 10% by Yang Manna (楊漫娜); (ii) 9.81% by Mr. Zheng; (iii) 19.87% by Shenzhen Jiecheng Enterprise Management, which in turn was 16.5736% owned by Mr. Zheng as its general partner; (iv) 5.24% by Shenzhen Jiecheng Mingchehui, which in turn was 27% owned by Mr. Zheng as its general partner; (v) 5.23% by Shenzhen Jiecheng Zhiyuan, which in turn was 66.8863% owned by Mr. Zheng as its general partner; and (vi) 5.27% by Shenzhen Yongchangxuan, which in turn was 14.2856% % owned by Mr. Zheng as its general partner. As Mr. Zheng, Shenzhen Jiecheng Investment, Shenzhen Jiecheng Enterprise Management, Shenzhen Jiecheng Mingchehui, Shenzhen Jiecheng Zhiyuan and Shenzhen Yongchangxuan had collectively controlled the exercise of approximately 75.37% voting rights at the general meetings of the Company, Mr. Zheng, Shenzhen Jiecheng Investment, Shenzhen Jiecheng Enterprise Management, Shenzhen Jiecheng Mingchehui, Shenzhen Jiecheng Zhiyuan and Shenzhen Yongchangxuan are considered to be a group of Controlling Shareholders.

Immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised), Mr. Zheng, Shenzhen Jiecheng Investment, Shenzhen Jiecheng Enterprise Management, Shenzhen Jiecheng Mingchehui, Shenzhen Jiecheng Zhiyuan and Shenzhen Yongchangxuan will collectively hold approximately [REDACTED]% of our total issued Shares. Accordingly, Mr. Zheng, Shenzhen Jiecheng Investment, Shenzhen Jiecheng Enterprise Management, Shenzhen Jiecheng Mingchehui, Shenzhen Jiecheng Zhiyuan and Shenzhen Yongchangxuan will remain as our Controlling Shareholder Group immediately after [REDACTED]. For details, please refer to "Relationship with our Controlling Shareholders" in this document.

[REDACTED] INVESTORS

In order to further develop our Group's business, several [REDACTED] Investors, including Yuecai Investment, Shanghai Guangpu, Nantong Wujie, Xinyu Xinye, Hengqin Yixing, Shenzhen Jinteng, Shanghai Yunjuan, Qianhai Hongtu, Zhaoqing Hongwan Boguan, Shenzhen Venture Capital Xinjiang, Huzhou Zifeng, Xinhui Xinkong, Shenzhen Herong, Shenzhen Venture Capital, Liyang Investment Fund, Shenzhen Jundacheng Xinyu Weisen, Guangdong Shuishi, Wu Haimin (吳海敏), Wu

Lijue (吳理覺), Huang Shaobo (黃少波), Huang Zitao (黃梓濤), Yang Xiaoming (楊曉明), Lin Yi (林翊) and Huang Jian (黃堅) invested in our Group and become our Shareholders. For details, please refer to "History, Development and Corporate Structure — [REDACTED] Investments" in this document.

[REDACTED] STATISTICS

[REDACTED]

DIVIDENDS AND DIVIDEND POLICY

No dividend has been paid or declared by our Company during the Track Record Period. We currently do not have a fixed dividend payout ratio. Any future determination to declare and pay any dividends will be at the discretion of our Board and will depend on, among other things, our earnings, financial condition, capital requirements, level of indebtedness, statutory and contractual restrictions applying to the payment of dividends and other considerations that our Board deems relevant. In addition, any final dividends for a financial year will be subject to our Shareholders' approval.

According to relevant PRC laws, any future net profit that we make will have to be first applied to make up for our historically accumulated losses, after which we will be obliged to allocate 10% of our net profit to our statutory common reserve fund until such fund has reached more than 50% of our registered capital. We will, therefore, only be able to declare dividends after: (i) all our historically accumulated losses have been made up for; and (ii) we have allocated sufficient net profit to our statutory common reserve fund as described above.

RECENT DEVELOPMENTS AND NO MATERIAL ADVERSE CHANGE

We continued to experience business growth after December 31, 2025. Our revenue in the first quarter of 2026 increased compared to the same period in 2025. We maintained steady business operations during the period.

After due and careful consideration, our Directors confirm that, up to the date of this document, there has been no material adverse change in our financial and trading position or prospects since December 31, 2025, and there is no event since December 31, 2025 which would materially affect the information shown in the Accountants' Report in Appendix I to this document.