In preparation for the **[REDACTED]**, we have applied for the following waivers from strict compliance with the relevant provisions of the Listing Rules.

MANAGEMENT PRESENCE IN HONG KONG

Rule 8.12 of the Listing Rules requires an issuer to have sufficient management presence in Hong Kong. This normally means that at least two of the issuer's executive directors must be ordinarily resident in Hong Kong. Currently, only one of our executive Directors ordinarily resides in Hong Kong. Rule 19A.15 of the Listing Rules further provides that the requirement in Rule 8.12 may be waived by having regard to, among other considerations, the applicant's arrangements for maintaining regular communication with the Stock Exchange.

Since our principal business and operations are in China, most of our executive Directors are based in China as the Board believes it would be more effective and efficient for its executive Directors to be based in a location where our operations are conducted. It would be practically difficult and commercially unnecessary for us to relocate our executive Directors to Hong Kong for the purpose of satisfying the requirements under Rule 8.12 of the Listing Rules. Therefore, we do not and, for the foreseeable future, will not have sufficient management presence in Hong Kong for the purposes of satisfying the requirements of Rules 8.12 and 19A.15 of the Listing Rules.

Accordingly, we have applied to the Stock Exchange for[, and the Stock Exchange has granted us,] a waiver pursuant to Rule 19A.15 of the Listing Rules from strict compliance with Rule 8.12 of the Listing Rules, subject to, among other conditions, our appointment of:

- two authorized representatives, Ms. Wang Lingyu and Ms. Ng Wing Shan ("**Ms. Ng**"), who will act at all times as our principal channel of communication with the Stock Exchange; and
- our compliance advisor, Somerley Capital Limited, who will act as our principal channel of communication with the Stock Exchange, in addition to our authorized representatives, pursuant to Rule 3A.19 of the Listing Rules.

We have made arrangements to maintain effective communication with the Stock Exchange as follows:

- we have appointed Ms. Wang Lingyu and Ms. Ng as our authorized representatives pursuant to Rule 3.05 of the Listing Rules to serve as the principal channel of communication with the Stock Exchange on our behalf and will be readily contactable by telephone, facsimile and e-mail, and if required, will be able to meet with the Stock Exchange in Hong Kong to discuss any matters in relation to us within a reasonable time frame upon the request of the Stock Exchange;
- each of our Directors has provided his or her mobile phone number, office phone number, facsimile number and e-mail address to our authorized representatives and the Stock Exchange. In the event that a Director expects to travel and/or otherwise be out of office, he or she will provide the phone number of the place of his or her accommodation to our authorized representatives or maintain an open line of communication via his or her mobile phone. Therefore, our authorized representatives have means of contacting all Directors (including the independent non-executive Directors) promptly at all times as and when the Stock Exchange wishes to contact our Directors for any matters;
- each of our Directors who is not ordinarily resident in Hong Kong possesses or can apply valid travel documents to visit Hong Kong and is able to meet with the Stock Exchange within a reasonable period of time, when required;
- pursuant to Rule 3A.19 of the Listing Rules, we have appointed Somerley Capital Limited as our compliance advisor to serve as an additional channel of communication of us with the Stock Exchange for the period from the **[REDACTED]** to the date on which we comply with Rule 13.46 of the Listing Rules in respect of its financial results for the first full financial year commencing after the **[REDACTED]**. The compliance advisor will have access at all

times to our authorized representatives, our Directors and other officers of our Company to ensure that they are in a position to provide prompt responses to any queries or requests from the Stock Exchange with respect to us;

- meetings between the Stock Exchange and our Directors could be arranged through our authorized representatives or the compliance advisor, or directly with our Directors within a reasonable time frame. We will also inform the Stock Exchange promptly in respect of any change in the compliance advisor;
- we will also appoint professional advisors (including legal advisors and accountants) after the **[REDACTED]**, if necessary, to assist us in dealing with any questions or queries raised by us and to ensure that there will be efficient communication with the Stock Exchange; and
- the compliance advisor will also advise on the on-going compliance requirements and other issues arising under the Listing Rules and other applicable laws and regulations in Hong Kong after the **[REDACTED]**.

APPOINTMENT OF JOINT COMPANY SECRETARIES

According to Rule 8.17 of the Listing Rules, the issuer must appoint a company secretary who satisfies Rule 3.28 of the Listing Rules.

According to Rule 3.28 of the Listing Rules, the secretary must be a person who, by virtue of his/her academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary. The Stock Exchange considers the following academic or professional qualifications to be acceptable:

(a) a member of The Hong Kong Chartered Governance Institute;

(b) a solicitor or barrister (as defined in the Legal Practitioners Ordinance, Chapter 159 of the Laws of Hong Kong); and

(c) a certified public accountant (as defined in the Professional Accountants Ordinance, Chapter 50 of the Laws of Hong Kong).

In assessing "relevant experience", the Stock Exchange will consider the individual's:

(a) length of employment with the issuer and other issuers and the roles played;

(b) familiarity with the Listing Rules and other relevant law and regulations including the Securities and Future Ordinance, the Companies Ordinance, the Companies (Winding up and Miscellaneous Provisions) Ordinance and the Codes on Takeovers and Mergers and Share Buy-backs;

(c) relevant training taken and/or to be taken in addition to the minimum requirement under Rule 3.29 of the Listing Rules; and

(d) professional qualifications in other jurisdictions.

We have appointed Mr. Zhang Xubo ("**Mr. Zhang**") and Ms. Ng as joint company secretaries. Mr. Zhang joined our Company in August 2006 and has held several directorships and managerial positions in our Group. He possesses relevant understanding and knowledge relating to the business operations and corporate culture of the Group as he is primarily responsible for overseeing governance matters, compliance disclosures, capital operations, investor relations management and regulatory communications. In his capacity as the secretary of the Board, a vice general manager and executive Director, Mr. Zhang has actively participated in the preparation of the application of the **[REDACTED]** and owns experiences in the matters relating to the Board and corporate governance of the Group. Therefore, our Directors consider that Mr. Zhang is capable of discharging the functions of a company secretary and is a suitable person to perform such role. However, since Mr. Zhang does not possess the professional or academic qualifications as stipulated in Rule 3.28 of the Listing Rules, we appointed Ms. Ng, who is a Hong Kong resident and possesses the qualification and relevant experience as stipulated under Rule 3.28 of the Listing Rules, as the joint company secretary. For more details of the biographies of Mr. Zhang and Ms. Ng, see "Directors and Senior Management — Joint Company Secretaries."

Over a period of three years from the **[REDACTED]**, we propose to implement the following measures to assist Mr. Zhang to become a company secretary with the requisite qualifications or relevant experience as required under the Listing Rules:

(a) Mr. Zhang will endeavor to attend relevant training courses, including briefings on the latest changes to the relevant applicable Hong Kong laws and regulations and the Listing Rules which will be organized by our Hong Kong legal advisors on an invitation basis and seminars organized by the Stock Exchange or other relevant organizations for listed issuers from time to time, in addition to the 15 hours minimum requirement under Rule 3.29 of the Listing Rules;

(b) Ms. Ng will communicate regularly with Mr. Zhang on matters relating to corporate governance, the Listing Rules and any other laws and regulations which are relevant to our Company and its affairs. Ms. Ng will also work closely with, and provide assistance to, Mr. Zhang in the discharge of his duties as a joint company secretary, including organizing our Board meetings and Shareholders' general meetings, as well as to enable Mr. Zhang to acquire the relevant experience (as required under Rule 3.28 of the Listing Rules); and

(c) in addition, Mr. Zhang will also be assisted by our compliance advisor, particularly in relation to Hong Kong corporate governance practices and compliance issues, and the Hong Kong legal advisors of our Company, on matters concerning our ongoing compliance with the Listing Rules and the applicable laws and regulations upon **[REDACTED]**.

We have applied to the Stock Exchange for[, and the Stock Exchange has granted us,] a waiver from strict compliance with the requirements of Rules 3.28 and 8.17 of the Listing Rules, provided that Ms. Ng will act as a joint company secretary and provide assistance to Mr. Zhang. The waiver is valid for an initial period of three years commencing from the **[REDACTED]**, and may be revoked immediately if Ms. Ng ceases to provide assistance and guidance to Mr. Zhang and if there are material breaches of the Listing Rules by our Company. Prior to the expiry of the initial three-year period, we will re-evaluate the qualifications and experiences of Mr. Zhang. Upon our determination that no on-going assistance to Mr. Zhang is necessary, we will demonstrate to the Stock Exchange that, with the assistance of Ms. Ng over such three-year period, Mr. Zhang has acquired the requisite knowledge and experience as prescribed in Rule 3.28 of the Listing Rules, such that a further waiver would not be necessary.

WAIVER IN RESPECT OF ALTERATION IN SHARE CAPITAL

Paragraph 26 of Appendix D1A to the Listing Rules requires the document to include the particulars of any alterations in the capital of any member of our Group within the two years immediately preceding the issue of the document.

As of the Latest Practicable Date, we had more than 140 subsidiaries globally. It would be unduly burdensome for us to disclose the required information in respect of all of our subsidiaries as our Company would have to incur additional costs and devote additional resources in compiling and verifying the relevant information for such disclosure, which would not be material nor meaningful to investors. The non-disclosure of such information will not prejudice the interests of our Shareholders or potential investors.

We have identified 24 subsidiaries (collectively, the "**Relevant Subsidiaries**" and each a "**Relevant Subsidiary**") that we consider are material to our operations and/or contributed significantly to our financial performance during the Track Record Period. None of the non-Relevant Subsidiaries is individually material to us in terms of its contribution to our Company's total assets, net assets, total revenue or profit before tax, or holds any major assets, licenses, proprietary technologies and intellectual property rights of our Group that are considered by the Directors to be material to the

Group's business and operations. By way of illustration, without intercompany eliminations, as ofDecember 31, 2023, 2024 and 2025, the aggregate assets of the Company and its Relevant Subsidiaries represented 147.5%, 165.7% and 176.0% of the Group's total assets, respectively; the aggregate net assets of the Company and its Relevant Subsidiaries represented 138.4%, 148.2% and 150.2% of the Group's net assets; the aggregate revenue of the Company and its Relevant Subsidiaries represented 109.0%, 117.1% and 162.2% of the Group's total revenue for each of the financial years ended December 31, 2023, 2024 and 2025, respectively; and the profit before tax of the Company and its Relevant Subsidiaries represented 112.4%, -9.6% and 304.9% of the Group's total profit before tax for each of the financial years ended December 31, 2023, 2024 and 2025 (excluding the effect of a one-off impairment loss in respect of our investment in Shanghai Prosolar during the year ended 31 December 2025), respectively. None of the other subsidiaries of our Company that are not Relevant Subsidiaries individually contributes to 5% or more of our Group's total assets or net assets as of December 31, 2023, 2024 or 2025, or 5% or more of our Group's revenue or profit before tax for each of the financial years ended December 31, 2023, 2024 and 2025, respectively (excluding the effect of the one-off impairment loss in respect of our investment in Shanghai Prosolar during the year ended 31 December 2025), or holds any major assets, licenses, proprietary technologies and intellectual property rights of our Group that are considered by the Directors to be material to the Group's business and operations. Accordingly, the remaining subsidiaries which are not Relevant Subsidiaries in our Group are relatively insignificant to the overall results of our Group.

For details of the particulars of the changes in the share capital of our Company and the Major Subsidiaries, see "Appendix IV — Statutory and General Information — A. Further Information About Our Group — 3. Changes in the Share Capital of our Relevant Subsidiaries."

We have applied for, and the Stock Exchange [has granted], a waiver from strict compliance with the requirements under paragraph 26 of Appendix D1A to the Listing Rules, in respect of disclosing the particulars of any alteration in the capital of any member of our Group within the two years immediately preceding the issue of this document.

WAIVER AND EXEMPTION IN RELATION TO THE 2022 SHARE OPTION INCENTIVE PLAN

Rule 17.02(1)(b) of the Listing Rules requires a listing applicant to, inter alia, disclose in the document full details of all outstanding options and awards and their potential dilution effect on the shareholdings upon listing as well as the impact on the earnings per share arising from the issue of shares in respect of such outstanding options or awards.

Paragraph 27 of Appendix D1A to the Listing Rules requires a listing applicant to disclose, inter alia, particulars of any capital of any member of the group which is under option, or agreed conditionally or unconditionally to be put under option, including the consideration for which the option was or will be granted and the price and duration of the option, and the name and address of the grantee, or an appropriate negative statement, provided that where options have been granted or agreed to be granted to all the members or debenture holders or to any class thereof, or to employees under a share option scheme, it shall be sufficient, so far as the names and addresses are concerned, to record that fact without giving the names and addresses of the grantees.

Under section 342(1)(b) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance, the document must state the matters specified in Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

Under paragraph 10 of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance, the number, description and amount of any shares in or debentures of the company which any person has, or is entitled to be given, an option to subscribe for, together with the particulars of the option, that is to say, (a) the period during which it is exercisable; (b) the price to be paid for shares or debentures subscribed for under it; (c) the consideration (if any) given or to be given for it or for the right to it; and (d) the names and addresses of the persons to whom it or the right to it was given or, if given to existing shareholders or debenture holders as such, the relevant shares or debentures must be specified in the document.

Pursuant to paragraphs 6 to 7 of Chapter 3.6 of the Guide for New Listing Applicants, the Stock Exchange would normally grant waivers from disclosing the names and addresses of certain grantees if the applicant could demonstrate that such disclosures would be irrelevant or unduly burdensome, subject to certain conditions specified therein.

As of the Latest Practicable Date, our Company had granted outstanding options under the 2022 Share Option Incentive Plan to 682 grantees to subscribe for an aggregate of 37,148,620 A Shares, representing **[REDACTED]**% of the total number of Shares in issue immediately after completion of the **[REDACTED]** (excluding [143,536,043] treasury Shares and assuming the **[REDACTED]** is not exercised, no new Shares are issued under the 2022 Share Option Incentive Plan and no changes are made to the total issued share capital of our Company since the Latest Practicable Date and up to the **[REDACTED]**). Among the outstanding options granted, one member of senior management, four other connected persons of the Company, and 677 grantees who are employees of our Group and are not Directors, members of senior management, consultants or connected persons of the Company were granted outstanding options to subscribe for 900,000 A Shares, 4,070,000 A Shares and 32,178,620 A Shares, respectively. Save for the aforementioned, no options were granted to any Director, member of senior management, connected person or consultant of our Company. No options under the 2022 Share Option Incentive Plan will be further granted after **[REDACTED]** and all granted options have been granted to specific individuals under the 2022 Share Option Incentive Plan.

We have applied to (i) the Hong Kong Stock Exchange for a waiver from strict compliance with the requirements under Rule 17.02(1)(b) and paragraph 27 of Appendix D1A to the Listing Rules and (ii) the SFC for a certificate of exemption from strict compliance with paragraph 10(d) of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance pursuant to section 342A of the Companies (Winding Up and Miscellaneous Provisions) Ordinance in connection with the disclosure of certain details relating to the 2022 Share Option Incentive Plan and the grantees in this document on the ground that the waiver and the exemption will not prejudice the interest of the investing public and full compliance with such disclosure requirements would be unduly burdensome for our Company for the following reasons:

(a) given that 682 grantees are involved for the grant of outstanding options under the 2022 Share Option Incentive Plan, our Directors consider that it would be unduly burdensome to disclose in this document full details of all the options granted by us to each of the grantees, which would significantly increase the cost and time required for information compilation and document preparation for strict compliance with such disclosure requirements as the Company would need to collect and verify the addresses of a large number of the grantees to meet the disclosure requirement;

(b) the disclosure of the personal details of each grantee, including their names, addresses for the grantees and the number of options granted, may require obtaining consent from all the grantees in order to comply with personal data privacy laws and principles and it would be unduly burdensome for our Company to obtain such consents given the number of the grantees;

(c) the grant and exercise in full of the options under the 2022 Share Option Incentive Plan will not cause any material adverse impact to the financial position of our Group;

(d) there will not be any new H Shares issued under the 2022 Share Option Incentive Plan as the foregoing plan is an A-share incentive scheme;

(e) our Directors consider that non-compliance with the above disclosure requirements would not prevent our Company from providing potential investors with sufficient information for an informed assessment of the activities, assets, liabilities, financial position, management and prospects of our Group;

(f) material information on the options under the 2022 Share Option Incentive Plan has been disclosed in "Appendix IV — Statutory and General Information — C. Further Information about our Directors and Substantial Shareholders — 6. 2022 Share Option Incentive Plan" to provide prospective investors with sufficient information to make an informed assessment of the potential dilutive effect and impact on earnings per Share of the options in making their investment decision, and such information includes:

   (i) a summary of the terms of the 2022 Share Option Incentive Plan;

   (ii) the aggregate number of A Shares subject to the outstanding options and the percentage in our total issued Shares of which such number represents;

   (iii) the potential dilutive effect and the impact on earnings per Share upon full exercise of the options and the issue of new Shares in respect of the options immediately following completion of the **[REDACTED]** (assuming the **[REDACTED]** is not exercised and no further Shares are issued under the 2022 Share Option Incentive Plan, and no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the **[REDACTED]**); and

   (iv) the details of the outstanding options granted under the 2022 Share Option Incentive Plan by the range of underlying A Shares, including date of grant, vesting period, exercise price and the percentage of our Company's total issued share capital represented upon completion of the **[REDACTED]**.

In light of the above, our Directors believe that the grant of the waiver and exemption sought under this application and the non-disclosure of the required information will not hinder potential investors from making an informed assessment of the activities, assets and liabilities, financial position, management and prospects of our Group and will not prejudice the interest of the public investors.

The Stock Exchange [has granted] to us a waiver from strict compliance with the disclosure requirements under Rule 17.02(1)(b) of the Listing Rules and paragraph 27 of Appendix D1A to the Listing Rules with respect to the options granted under the 2022 Share Option Incentive Plan, subject to the conditions that:

(a) the grant of a certificate of exemption from strict compliance with the relevant Companies (Winding Up and Miscellaneous Provisions) Ordinance requirements by the SFC;

(b) on an individual basis, full details of the outstanding options granted by the Company under the 2022 Share Option Incentive Plan to (i) each of the Directors, members of the senior management and other connected persons of the Company and (ii) other grantees who had been granted options to subscribe for an aggregate number of more than 1,000,000 A Shares, including all the particulars required under Rule 17.02(1)(b) of the Listing Rules, paragraph 27 of Appendix D1A to the Listing Rules and paragraph 10 of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance, will be disclosed in this document;

(c) in respect of the options granted by our Company under the 2022 Share Option Incentive Plan to grantees other than those referred to in sub-paragraph (b) above, disclosure will be made on an aggregate basis, categorized into lots based on the number of A Shares underlying each individual grantee, being (i) more than 1,000,000 A Shares, (ii) between 500,000 and 1,000,000 A Shares and (iii) less than 500,000 A Shares. For each lot of A Shares, the following details are disclosed in this document, including (1) the aggregate number of the grantees and the number of A Shares subject to the options granted to them under the 2022 Share Option Incentive Plan, (2) the consideration paid for the grant of the options granted under the 2022 Share Option Incentive Plan, and (3) the exercise period and the exercise price for the options granted under the 2022 Share Option Incentive Plan;

(d) the aggregate number of A Shares underlying the outstanding options and the percentage of our Company's total issued share capital represented by such number of A Shares as of the Latest Practicable Date will be disclosed in this document;

(e) the potential dilutive effect and the impact on earnings per Share upon full exercise of the options and the issue of new A Shares in respect of the options will be disclosed in this document;

(f) a summary of the principal terms of the 2022 Share Option Incentive Plan will be disclosed in this document. For details, see "Appendix IV — Statutory and General Information — C. Further Information about our Directors and Substantial Shareholders — 6. 2022 Share Option Incentive Plan";

(g) the particulars of this waiver are set out in this document; and

(h) a full list of all the grantees with outstanding options over A Shares under the 2022 Share Option Incentive Plan, containing all details as required under Rule 17.02(1)(b) of and paragraph 27 of Appendix D1A to the Listing Rules and paragraph 10 of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance be made available for public inspection in accordance with "Appendix V — Documents Delivered to the Registrar of Companies in Hong Kong and Available on Display — Document Available for Inspection".

The SFC [has granted] us a certificate of exemption under section 342A of the Companies (Winding Up and Miscellaneous Provisions) Ordinance exempting our Company from strict compliance with paragraph 10(d) of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance with respect to the options granted under the 2022 Share Option Incentive Plan, subject to the conditions that:

(a) on an individual basis, full details of the outstanding options granted by the Company under the 2022 Share Option Incentive Plan to (i) each of the Directors, members of the senior management and other connected persons of our Company and (ii) other grantees who had been granted options to subscribe for an aggregate number of more than 1,000,000 A Shares, will be disclosed in this document, as required by paragraph 10 of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance. For details, see "Appendix IV — Statutory and General Information — C. Further Information about our Directors and Substantial Shareholders — 6. 2022 Share Option Incentive Plan";

(b) in respect of the options granted under the 2022 Share Option Incentive Plan to grantees other than those referred to in sub-paragraph (a) above, disclosure will be made on an aggregate basis, categorized into lots based on the number of A Shares underlying each individual grantee, being (i) more than 1,000,000 A Shares, (ii) between 500,000 and 1,000,000 A Shares and (iii) less than 500,000 A Shares. For each lot of A Shares, the following details are disclosed in this document, including (1) the aggregate number of the grantees and the number of A Shares subject to the options granted to them under the 2022 Share Option Incentive Plan, (2) the consideration paid for the grant of the options granted under the 2022 Share Option Incentive Plan, and (3) the exercise period and the exercise price for the options granted under the 2022 Share Option Incentive Plan;

(c) a full list of all the grantees containing all the particulars as required under paragraph 10 of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance, be made available for physical public inspection in accordance with "Appendix V — Documents Delivered to the Registrar of Companies in Hong Kong and Available on Display — Document Available for Inspection";

(d) the particulars of this exemption will be disclosed in this document and that this document will be issued on or before [August 14], 2026.

CONTINUING CONNECTED TRANSACTIONS

We expect to continue certain transactions that will constitute partially exempt continuing connected transactions of our Company under the Listing Rules upon **[REDACTED]** as described in the section headed "Connected Transactions" in this document. Our Directors consider that strict compliance with the applicable requirement under the Listing Rules would be impractical, unduly burdensome and would impose unnecessary administrative costs on our Company.

Accordingly, we have applied to the Stock Exchange for, and the Stock Exchange [has granted], a waiver from strict compliance with the applicable requirements under Chapter 14A of the Listing Rules upon **[REDACTED]** in respect of such partially exempt continuing connected transactions. For further details, see "Connected Transactions" in this document.

INVESTMENT AFTER THE TRACK RECORD PERIOD

Pursuant to Rules 4.04(2) and 4.04(4)(a) of the Listing Rules, a new listing applicant is required to include in its accountants' report in the listing document the results and balance sheets of any subsidiary or business acquired, agreed to be acquired or proposed to be acquired since the date to which the latest audited financial statements of the listing applicant have been made up in respect of each of the three financial years immediately preceding the issue of the listing document, or since the incorporation of such subsidiary or the commencement of such business if this occurred less than three years prior to such issue, or such shorter period as may be acceptable to the Stock Exchange. For the purpose of Rules 4.04(2) and 4.04(4) of the Listing Rules, "acquisition of business" includes acquisition of associates and any equity interest in another company.

In May 2026, Ningbo Meishan Bonded Port Area Leo Alliance Venture Capital Fund Partnership (Limited Partnership) (寧波梅山保稅港區利歐聯創股權投資基金合夥企業(有限合夥), a subsidiary of our Company, entered into an investment agreement with the target company (the "**Target Company**"), its actual controller and other previous rounds of investors, each of whom are, to the best knowledge of our Company, Independent Third Parties, pursuant to which we agreed to acquired 1.73% equity interest in the Target Company at a consideration of RMB10.0 million (the "**Investment**"). The consideration was fully settled with our internal funds on May 21, 2026.

The Target Company is a company principally engaged in the research and development of embodied intelligence algorithm, and related generative AI-solutions in the PRC. The terms of the investment in the Target Company, including the investment amount, were determined on an arm's length basis taking into consideration the business prospects, the valuation and timing of the financing. Our Company believe that the Investment may potentially allow us to leverage Shanghai Moushen's capabilities in embodied intelligence algorithm with our Company's physical application scenarios, such as intelligent pump and pumping system, by deploying AI and embodied intelligence algorithm (which function as a "brain") into the physical operational environment of our intelligent pump and pumping system. In addition, we expect to benefit from the potential growth in the valuation of our equity interest in the Target Company as a result of its R&D advancement.

We have applied for, and the Stock Exchange [has granted] us, a waiver from strict compliance with Rules 4.04(2) and 4.04(4)(a) of the Listing Rules on the following grounds:

(a) Immateriality of the target company — the scale of the business operated by the Target Company as compared to that of our Group is immaterial. All the applicable percentage ratios (as defined under Rule 14.04(9) of the Listing Rules) in relation to the Investment referenced against the financials of our Company in the most recent financial years of the Track Record Period are less than 5%. Accordingly, our Directors believe that (i) the Investment is immaterial when compared to the scale of our Group's operations as a whole; (ii) the Investment has not resulted in any significant change to the financial position of our Group since the end of the Track Record Period; and (iii) all information that is reasonably necessary for potential investors to make an informed assessment of the activities or financial position of our Group has been included in this document. As such, a waiver from compliance with the requirements under Rules 4.04(2) and 4.04(4)(a) of the Listing Rules would not prejudice the interests of the investing public;

(b) Strategic deployment of funds — we selectively make equity investments in sectors relating to our business or prospective markets as part of our ordinary strategy in the deployment of funds. We have a history of making acquisitions and non-controlling investments including during the Track Record Period. Our Directors believe that the investments are in line with our growth strategy and the terms of the investments are fair and reasonable and in the interests of our Company and our Shareholders as a whole.

(c) Unavailability of information — we will only hold a non-controlling interest in the Target Company. We are not able to control the board of directors of the investment target and expect this to remain so after consummation of the Investment, and we are not (and will not be after consummation of this Investment) involved in the daily management of the investment target. We are not able to compel the Target Company to prepare or disclose in this document the information under the requirements under Rules 4.04(2) and 4.04(4)(a) of the Listing Rules. It would be impracticable and unduly burdensome for us to disclose the the audited financial information of the Target Company as required under the Listing Rules; and

(d) Alternative disclosure available — our Company has provided in this document alternative information regarding the Investment, including: (i) description of the principal business activities of the Target Company; (ii) the basis of the considerations, including the investment amounts in the Target Company; and (iii) the reasons for the Investment and the benefits which are expected to accrue to our Group as a result thereof.

WAIVER IN RELATION TO ALLOCATION OF H SHARES TO EXISTING MINORITY SHAREHOLDERS AND THEIR CLOSE ASSOCIATES

Rule 10.04 of the Listing Rules requires that a person who is an existing shareholder of a listing applicant may only subscribe for or purchase any securities for which listing is sought that are being marketed by or on behalf of a listing applicant either in his/her/its own name or through nominees if the conditions in Rule 10.03 of the Listing Rules are fulfilled, namely that (i) no securities are to be offered to the existing shareholders on a preferential basis and no preferential treatment is given to them in the allocation of the securities; and (ii) the minimum prescribed percentage of public shareholders required by Rule 8.08(1) of the Listing Rules is achieved. Paragraph 1C(2) of Appendix F1 to the Listing Rules states that, without the prior written consent of the Stock Exchange, no allocations will be permitted to be made to directors or existing shareholders of a listing applicant or their close associates, unless the conditions set out in Rules 10.03 and 10.04 are fulfilled.

Chapter 4.15 of the Guide provides that the Stock Exchange will consider granting a waiver from Rule 10.04 of the Listing Rules and a consent, pursuant to paragraph 1C(2) of Appendix F1 to the Listing Rules, to allow a listing applicant's existing shareholders or their close associates to participate in its initial public offering if any actual or perceived preferential treatment arising from their ability to influence the listing applicant during the allocation process can be addressed.

Prior to the **[REDACTED]**, our share capital comprises entirely A Shares listed on the Shenzhen Stock Exchange. As a company listed on the Shenzhen Stock Exchange with its A Shares publicly traded thereon and with a large public A Shares shareholder base, it would be unduly burdensome for us to seek the prior consent of the Stock Exchange for each of our minority existing Shareholders or their close associates who **[REDACTED]** for the H Shares in the **[REDACTED]**.

We have applied for, and the Stock Exchange [has granted], a waiver from strict compliance with Rule 10.04 of, and a consent under paragraph 1C(2) of Appendix F1 to the Listing Rules to permit H Shares in the **[REDACTED]** to be placed to certain existing minority Shareholders who (i) hold less than 5% of the voting rights in our Company prior to the completion of the **[REDACTED]** and (ii) are not and will not become (upon the completion of the **[REDACTED]**) core connected persons of our Company or the close associates of any such core connected person (together, the "**Permitted Existing Shareholder**"), on the following conditions:

(a) the Joint Sponsors confirm that each Permitted Existing Shareholder to whom our Company may allocate the H Shares under the **[REDACTED]** holds less than 5% of the voting rights in our Company prior to the completion of the **[REDACTED]**;

(b) the Joint Sponsors confirm that each Permitted Existing Shareholder is not, and will not be, a core connected person of our Company or any close associate of any such core connected person immediately prior to or following the **[REDACTED]**;

(c) the Joint Sponsors confirm that none of the Permitted Existing Shareholders has the power to appoint any Directors nor have any other special rights in our Company;

(d) the Joint Sponsors confirm that allocation to the Permitted Existing Shareholders and their close associates will not affect our Company's ability to satisfy the public float requirement under Rule 8.08 (as amended and replaced by Rule 19A.13A(2)) of the Listing Rules;

(e) our Company will confirm to the Stock Exchange in writing that:

    a. in case of participation as cornerstone investors, no preferential treatment has been, nor will be, given to the Permitted Existing Shareholders and/or their close associates by virtue of their relationship with our Company, other than the preferential treatment of assured entitlement under a cornerstone investment following the principles set out in Chapter 4.15 of the Guide, and the Permitted Existing Shareholders and/or their close associates' cornerstone investment agreements do not contain any material terms which are more favorable to the Permitted Existing Shareholders and/or their close associates than those in other cornerstone investment agreements; or

    b. in case of participation as placees, no preferential treatment has been, nor will be given to the Permitted Existing Shareholders and/or their close associates in the allocation process by virtue of their relationship with our Company;

(f) in the case of participation as placees, the **[REDACTED]** will confirm to the Stock Exchange that, no preferential treatment has been, nor will be, given to any of the Permitted Existing Shareholders or their close associates by virtue of their relationship with our Company in any allocation in the placing tranche; and

(g) the Joint Sponsors confirm to the Stock Exchange in writing that based on (a) their discussions with our Company and the **[REDACTED]**; and (b) the confirmations provided to the Stock Exchange by our Company and the **[REDACTED]** (confirmations (e) and (f) mentioned above), and to the best of their knowledge and belief, they have no reason to believe that the Permitted Existing Shareholders and/or their close associates received any preferential treatment in the allocation process either as cornerstone investors or as placees by virtue of their relationship with our Company, other than, in the case of participation as cornerstone investors, the preferential treatment of assured entitlement under a cornerstone investment following the principles set out in Chapter 4.15 of the Guide, and details of allocation to the Permitted Existing Shareholders and/or their close associates will be disclosed in this document (for cornerstone investors) and allotment results announcement (for both cornerstone investors and placees) of our Company.