

DEFINITIONS

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

“Accountant’s Report”	the accountant’s report of our Company, the text of which is set out in Appendix I to this document
“affiliate(s)”	any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	The Accounting and Financial Reporting Council of Hong Kong
“Articles” or “Articles of Association”	the articles of association of the Company conditionally adopted on November 7, 2025 and summarized in Appendix III to this document, which shall become effective on [REDACTED], as amended from time to time
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Audit Committee”	the audit committee of our Board
“AUM”	assets under management
“BIS”	the U.S. Department of Commerce’s Bureau of Industry and Security
“Board” or “Board of Directors”	the board of Directors
“Business Day” or “business day”	any day (other than a Saturday, Sunday or public holiday) on which licensed banks in Hong Kong are generally open for normal banking business
“CAICT”	China Academy of Information and Communications Technology, a leading research institute in China, directly under the MIIT

[REDACTED]

“Changzhou Hongzhi”	Changzhou Hongzhi Investment Partnership (Limited Partnership)* (常州鴻志投資合夥企業(有限合夥)) (formerly known as Chengdu CRP Technology Center (Limited Partnership))* (成都卡諾普科技中心(有限合夥)), a limited partnership established in the PRC on December 4, 2017, which is an employee shareholding platform and one of our Controlling Shareholders
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DEFINITIONS

“Chairman”	chairman of our Board
“Chinese Mainland” or “PRC”	the People’s Republic of China, unless the context requires otherwise, excluding, for the purpose of this document and for geographical reference only, the regions of Hong Kong, Macau and Taiwan of the People’s Republic of China
“close associates”	has the meaning ascribed thereto under the Listing Rules
“CNIPA”	the China National Intellectual Property Administration
“Commercial Company”	has the meaning ascribed to it under Chapter 18C of 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
“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”	Chengdu CRP Robot Technology Co., Ltd.* (成都卡諾普機器人技術股份有限公司), a limited liability company established in the PRC on September 6, 2012 and converted into a joint stock company with limited liability on June 30, 2021
“Company Law” or “PRC Company Law”	Company Law of the PRC (《中華人民共和國公司法》) as amended and supplemented or otherwise modified from time to time
“Comprehensively Sanctioned Countries”	Cuba, Iran, North Korea, Syria, the Crimea Region of Russia/Ukraine and the self-proclaimed Luhansk People’s Republic (“ LPR ”) and self-proclaimed Donetsk People’s Republic (“ DPR ”) regions, Kherson region and Zaporizhzhia region
“Concert Party Agreement”	the concert party agreement entered into between Mr. Li, Mr. Zhu, Changzhou Hongzhi, Ms. Gu Fei, Mr. Zeng Bing, Mr. Xia Huisheng and Mr. Deng Shihai on June 20, 2021
“Controlling Shareholders”	include Mr. Li, Mr. Zhu, Changzhou Hongzhi, Ms. Gu, Mr. Xia, Mr. Zeng and Mr. Deng
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Corporate Governance Code” or “CG Code”	the Corporate Governance Code as set out in Appendix C1 to the Listing Rules
“COVID-19”	novel coronavirus (COVID-19), a coronavirus identified as the cause of an outbreak of respiratory illness

DEFINITIONS

“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
[REDACTED]	
“Director(s)”	the director(s) of our Company
“Domestic Unlisted Shares”	ordinary shares in the share capital of our Company, with a nominal value of RMB0.10 each, which are subscribed for and paid up in Renminbi
“EAR”	the Export Administration Regulations administered by the BIS
“EIT”	enterprise income tax
“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
“Entity List”	maintained by the U.S. Department of Commerce, the Bureau of Industry and Security, which sets forth individual and entities that are subject to its export control restrictions and licensing requirements for certain items
“ESG”	environmental, social and governance
“ESG Management Committee”	the ESG management committee of the Strategy Committee of our Board

[REDACTED]

“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
“F&S” or “Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., our industry consultant, which is an independent third party
“Frost & Sullivan Report” or “F&S Report”	an independent market research report commissioned by us and prepared by F&S, a summary of which is set forth in the section headed “Industry Overview” for the purpose of this document

[REDACTED]

“Full-circulation Guidelines”	Guidelines on Application for Full-circulation of Domestic Unlisted Shares of H-share Listed Companies (《H股公司境內未上市股份申請“全流通”業務指引》) issued by the CSRC on 14 November 2019, as amended, supplemented or otherwise modified from time to time
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DEFINITIONS

“General Rules of HKSCC” the General Rules of HKSCC as may be amended or modified from time to time and where the context so permits, shall include the HKSCC Operational Procedures

[REDACTED]

“Group”, “the Group”, “our Group”, “we”, “our” or “us” our Company and its subsidiaries at the relevant time or, where the context otherwise requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time

“Guide for New Listing Applicants” or “Listing Guide” the Guide for New Listing Applicants published by the Stock Exchange and as amended, supplemented or otherwise modified from time to time

[REDACTED]

“H Share(s)” overseas [REDACTED] foreign [REDACTED] ordinary share(s) in the share capital of our Company, with a nominal value of RMB0.10 each, which are to be [REDACTED] for and [REDACTED] in Hong Kong dollars and for which an application has been made for the granting of [REDACTED], and permission to [REDACTED], on the Main Board of the Stock Exchange

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

[REDACTED]

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

DEFINITIONS

[REDACTED]

“HKFRS Accounting Standards”	include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“ HKASs ”) and Interpretations as issued by HKICPA
“International Sanctions”	all applicable laws and regulations to economic sanctions, export controls, trade embargoes and wider prohibitions and restrictions on international trade and investment related activities, including those adopted administered and enforced by the U.S. Government, the European Union and its member states, the United Kingdom, the United Nations or Government of Australia
“International Sanctions Legal Adviser”	Hogan Lovells, our legal adviser as to International Sanctions laws in connection with the [REDACTED]
“independent third party(ies)” or “Independent Third Party(ies)”	a person, persons, a company or companies which is or are independent of, and not our connected person(s) within the meaning under the Listing Rules

[REDACTED]

DEFINITIONS

[REDACTED]

“Key Persons”	the key persons of a Specialist Technology Company referred to in Rule 18C.14(1) of the Listing Rules, and for the purpose of our Company, comprises the persons set out in “History, Development and Corporate Structure – Lock-up Periods”
“Latest Practicable Date”	May 25, 2026, being the latest practicable date for the purpose of ascertaining certain information in this document before its publication

[REDACTED]

“Listing Committee”	the Listing Committee of the Stock Exchange
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[REDACTED]

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended or supplemented from time to time
“Main Board”	the Main Board of the Stock Exchange
“MIIT”	the Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部)
“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. Deng”	Mr. Deng Shihai (鄧世海), the vice general manager of our Company, and one of our Controlling Shareholders
“Mr. Li”	Mr. Li Liangjun (李良軍), our founder, the chairman of the Board, executive Director and the general manager of our Company, and one of our Controlling Shareholders

DEFINITIONS

“Mr. Xia”	Mr. Xia Huisheng (夏輝勝) (formerly known as Xia Huisheng (夏輝盛)), the vice general manager of our Company, and one of our Controlling Shareholders
“Mr. Zeng”	Mr. Zeng Bing (曾兵), the vice general manager of our Company, and one of our Controlling Shareholders
“Mr. Zhu”	Mr. Zhu Lusheng (朱路生), our founder, executive Director and the vice general manager of our Company, and one of our Controlling Shareholders
“Ms. Gu”	Ms. Gu Fei (谷菲), our executive Director and vice director of research and development of our Company, and one of our Controlling Shareholders
“Nomination Committee”	the nomination committee of our Company
“OFAC”	the United States Department of Treasury’s Office of Foreign Assets Control

[REDACTED]

“Overseas Listing Trial Measures”	The Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (《境內企業境外發行證券和上市管理試行辦法》) released by CSRC on 17 February 2023 and became effective on 31 March 2023
“Pathfinder SII(s)”	has the meaning ascribed to it under Chapter 2.5 of the Listing Guide, and unless the context otherwise requires, refers to the investors which are set out in “History, Development and Corporate Structure”
“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC

DEFINITIONS

“PCT”	the Patent Cooperation Treaty
“PRC GAAP”	generally accepted accounting principles of PRC
“PRC government” or “State”	the Central People’s Government of the People’s Republic of China, including all governmental subdivisions (including provincial, municipal and other regional or local government entities) and their instrumentalities or, where the context requires, any of them
“PRC Legal Advisers”	JunHe LLP, the legal advisers to our Company as to PRC laws
“PRC Listing Regulations”	Regulations on the Takeover of Listed Companies (《上市公司收購管理辦法》) promulgated by CSRC
“PRC Securities Law”	the Securities Law of the PRC (《中華人民共和國證券法》), as amended and supplemented from time to time
“[REDACTED] Investment(s)”	the [REDACTED] made by the [REDACTED] Investor(s) in our Company, details of which are set out in the section headed “History, Development and Corporate Structure – [REDACTED] Investments” in this document
“[REDACTED] Investor(s)”	the [REDACTED] investor(s) of our Company, details of which are set out in the section headed “History, Development and Corporate Structure – [REDACTED] Investments” in this document
[REDACTED]	
“document” or “Document”	this document being issued in connection with the [REDACTED]
“Regulation S”	Regulation S under the U.S. Securities Act
“Relevant Persons”	our Company, together with our investors and shareholders and persons who might, directly or indirectly, be involved in permitting the [REDACTED], [REDACTED], clearing and settlement of our shares, including the Stock Exchange and related group companies and the Sole Sponsor, the [REDACTED], the [REDACTED] and the [REDACTED] to the proposed [REDACTED]
“Relevant Jurisdiction”	any jurisdiction that is relevant to the Company and has sanctions related law or regulation restricting, among other things, its nationals and/or entities which are incorporated or located in that jurisdiction from directly or indirectly making assets or services available to or otherwise dealing in assess or certain countries, governments, person or entities targeted by such law or regulation. For the purpose of this Document, Relevant Jurisdictions include the U.S., EU, UK, UN and Australia

DEFINITIONS

“Remuneration Committee”	the remuneration committee of our Company
“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), a PRC governmental agency responsible for matters relating to foreign exchange administration, including local branches, when applicable
“SAMR”	the State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局)
“Sanctioned Person”	certain person(s) and identity(ies) listed on OFAC’s Specially Designated Nationals (“SDN”) and Blocked Persons List or other restricted parties lists maintained by the U.S., EU, UK, UN or Australia
“Sanctioned Target”	any person or entity (i) designated on any list of targeted persons or entities issued under the sanctions-related law or regulation of a Relevant Jurisdiction; (ii) that is, or is owned or controlled by, a government of a Comprehensively Sanctioned Country; or (iii) that is the target of sanctions under the law or regulation of a Relevant Jurisdiction because of a relationship of ownership, control, or agency with a person or entity described in (i) or (ii)
“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會)
“SAT”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“SCNPC”	the Standing Committee of the National People’s Congress (全國人民代表大會常務委員會)
“Secondary Sanctionable Activity”	certain activity by the Company that may result in the imposition of sanctions against the Relevant Person(s) by a Relevant Jurisdiction (including designation as a Sanctioned Target or the imposition of penalties), even though the Company is not incorporated or located in that Relevant Jurisdiction and does not otherwise have any nexus to that that Relevant Jurisdiction
“Securities Law”	the Securities Law of the PRC (中華人民共和國證券法), as amended, supplemented or otherwise modified from time to time
“SFC” or “Securities and Futures Commission”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time
“Share(s)”	the ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, including our Domestic Unlisted Shares and H Shares
“Shareholder(s)”	holder(s) of the Shares

DEFINITIONS

“Share Split” the split of the Company’s registered Shares with nominal value of RMB1.0 each into 10 Shares with nominal value of RMB0.10 each, which was approved on November 7, 2025 and took effect on May 12, 2026

[REDACTED]

“Sole Sponsor” Guotai Junan Capital Limited, a licensed corporation registered under the SFO to carry on Type 6 (advising on corporate finance) regulated activities as defined in the SFO, being the Sole Sponsor to the [REDACTED]

“Sophisticated Independent Investor(s)” or “SII(s)” has the meaning ascribed to it under Chapter 2.5 of the Listing Guide, and unless the context otherwise requires, refers to the investors set out in “History, Development and Corporate Structure”

“Specialist Technology” has the meaning ascribed to it under Chapter 18C of the Listing Rules

“Share(s)” ordinary share(s) in the share capital of our Company with a nominal value of RMB0.10 each, comprising our Domestic Unlisted Shares and our H Shares

“Specialist Technology Company” has the meaning ascribed to it under Chapter 18C of the Listing Rules

“Specialist Technology Industry” has the meaning ascribed to it under Chapter 18C of the Listing Rules

“Specialist Technology Product(s)” has the meaning ascribed to it under Chapter 18C of the Listing Rules

“State Council” State Council of the PRC (中華人民共和國國務院)

[REDACTED]

“Stock Exchange” or “Hong Kong Stock Exchange” The Stock Exchange of Hong Kong Limited

“Strategy Committee” the strategy committee of our Board

“subsidiary(ies)” has the meaning ascribed to it in section 15 of the Companies Ordinance

“substantial shareholder(s)” has the meaning ascribed to it under the Listing Rules

“Takeovers Code” the Code on Takeovers and Mergers issued by the SFC, as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“Track Record Period” the three years ended December 31, 2023, 2024 and 2025

“UN” the United Nations

[REDACTED]

“United States”, “US” or “U.S.” the United States of America, its territories, its possessions and all areas subject to its jurisdiction

“U.S. dollars”, “US\$” or “USD” United States dollars, the lawful currency of the United States

“U.S. Securities Act” the United States Securities Act of 1933, as amended and supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder

[REDACTED]

“%” 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 governmental authorities, institutions, facilities, certificates, titles, nationals, individuals, 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. English translations of company names and other terms from the Chinese language are marked with “*” and are provided for identification purposes only. For the purpose of this document, references to “provinces” of China include provinces, municipalities under direct administration of the central government and provincial-level autonomous regions.