A. FURTHER INFORMATION ABOUT OUR GROUP

1. Incorporation of our Company

Our Company was established as a limited liability company under the laws of the PRC on 10 June 2005 and was converted into a joint stock company with limited liability on 3 April 2026. Our head office and principal place of business in the PRC is at 160 Fengli Street, Suzhou Industrial Park, Jiangsu, PRC.

We have established a place of business in Hong Kong at Room 1918, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong and was registered with the Registrar of Companies in Hong Kong as a non-Hong Kong company under Part 16 of the Companies Ordinance on [●] 2026. Ms. Kwok Pui Ki (郭佩琪), our joint company secretary, is the authorised representative of our Company for the acceptance of service of process and notices on behalf of our Company in Hong Kong under Part 16 of the Companies Ordinance. The address for service of process on our Company in Hong Kong is the same as its principal place of business in Hong Kong as set out above.

Our Company was established in the PRC and is subject to the relevant laws and regulations of the PRC. An overview of the relevant aspects of laws and regulations of the PRC is set out in "Regulatory Overview" in this document. A summary of our Articles and Association is set out in Appendix IV to this document.

2. Changes in the Share Capital of our Company

Immediately after the **[REDACTED]** and the Conversion of Unlisted Shares into H Shares, assuming that the **[REDACTED]** is not exercised, the registered share capital of our Company will be increased to RMB**[REDACTED]**, divided into **[REDACTED]** Unlisted Shares and **[REDACTED]** H Shares, fully paid up or credited as fully paid up, representing approximately **[REDACTED]**% and approximately **[REDACTED]**% of our enlarged share capital, respectively.

Immediately following the completion of the **[REDACTED]** and the Conversion of Unlisted Shares into H Shares, assuming that the **[REDACTED]** is fully exercised, our registered share capital will be increased to RMB**[REDACTED]**, divided into **[REDACTED]** Unlisted Shares and **[REDACTED]** H Shares, fully paid up or credited as fully paid up, representing approximately **[REDACTED]**% and approximately **[REDACTED]**% of our enlarged share capital, respectively.

Save as disclosed in "History, Development and Corporate Structure", there has been no alteration in the share capital of our Company within two years immediately preceding the date of this document.

3. Changes in share capital of our Subsidiaries

A summary of the corporate information and the particulars of our subsidiaries as at the Latest Practicable Date are set out in Note 14 to the Accountants' Report as set out in Appendix I to this document.

On 17 June 2024, the registered capital of Kunshan Qunqi (昆山群啟) converted from USD200,000,000 to RMB1,420,860,000.

Save as disclosed above, there has been no alteration in the share capital of our subsidiaries within the two years immediately preceding the date of this document.

4. Resolutions in writing of our Shareholders passed on [●] 2026

At the extraordinary general meetings held on [●] 2026, among other the following resolutions were passed by our Shareholders:

(a) [the issue by our Company of not more **[REDACTED]** H Shares with a nominal value of RMB1.00 each (representing approximately **[REDACTED]**% of the total number of issued Shares of our Company immediately following the completion of the **[REDACTED]**) and the granting of the **[REDACTED]** in respect of no more than **[REDACTED]** H Shares (representing **[REDACTED]**% of the number of H Shares issued as abovementioned), and the **[REDACTED]** of such H Shares on the Main Board of the Stock Exchange;

(b) subject to the completion of the **[REDACTED]**, the Articles has been approved and adopted with effect from the **[REDACTED]**, and our board be authorised to amend our Articles in accordance with any comments from the Stock Exchange and the relevant PRC regulatory authorities;

(c) subject to the completion of the **[REDACTED]**, our Board has been granted a general mandate to allot and issue H Shares at anytime within a period up to the date of the conclusion of the next annual general meeting of the Shareholders or the date on which our Shareholders pass a resolution to revoke or change such mandate, whichever is earlier, upon such terms and conditions and for such purposes as our Board in their absolute discretion deem fit, provided that, the number of H Shares to be issued shall not exceed 20% of the number of H Shares in issue as at the **[REDACTED]**; and

(d) Our Board be and was thereby authorised to handle all relevant matters relating to, among other things, the issue and **[REDACTED]** of the H Shares.]

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of material contracts

The following contracts (not being contracts in the ordinary course of business) have been entered into by members of our Group within the two years preceding the date of this document and are or may be material:

(a) the capital increase agreement dated 26 November 2025 entered into among Suzhou Qunye (蘇州群曄), Hainan Qunyao (海南群曜), Hainan Qunguan (海南群貫), Hainan Qunyu (海南群育), Hainan Qunding (海南群鼎), Hainan Qunyi (海南群嶧), Hainan Qunbang (海南群邦), Hainan Qunyong (海南群永), Hainan Xinyu (海南欣裕), Hainan Xinwei (海南欣煒), Hainan Qunxin (海南群昕), Hainan Qunyu (海南群玉), Hainan Xinhan (海南欣翰), Hainan Xinju (海南欣鉅), Yangpu Xinhao (洋浦欣皓), Unimeta, UHL, Hainan Xinlun (海南欣倫), Suzhou Qunxinhui (蘇州群昕匯), Suzhou Qunxinchuang (蘇州群昕創), Suzhou Qunsiyi (蘇州群思翼), Suzhou Qunxinsheng (蘇州群欣昇), Suzhou Qunzhechuang (蘇州群喆創), Suzhou Qunsihe (蘇州群思合), Suzhou Qunxincen (蘇州群鑫岑), FLG, Xiamen Lianhe Phase IV Venture Capital Fund (廈門聯和四期), Suzhou Kunce (蘇州昆策) and the Company, pursuant to which, Suzhou Qunxinhui (蘇州群昕匯), Suzhou Qunxinchuang (蘇州群昕創), Suzhou Qunsiyi (蘇州群思翼), Suzhou Qunxinsheng (蘇州群欣昇), Suzhou Qunzhechuang (蘇州群喆創), Suzhou Qunsihe (蘇州群思合), Suzhou Qunxincen (蘇州群鑫岑), FLG, Xiamen Lianhe Phase IV Venture Capital Fund (廈門聯和四期), Suzhou Kunce (蘇州昆策) agreed to subscribe for RMB6,974,000, RMB2,750,000, RMB1,989,000, RMB3,069,000, RMB3,080,000, RMB6,754,000, RMB2,082,000, RMB30,000,000, RMB10,000,000 and RMB5,000,000 registered share capital, respectively at the consideration of RMB21,689,140, RMB8,552,500, RMB6,185,790, RMB9,544,590, RMB9,578,800, RMB21,004,940, RMB6,475,020, RMB93,300,000, RMB31,100,000, and RMB15,550,000, respectively;

(b) the **[REDACTED]**; and

(c) the Deed of Non-competition.

2. Our material intellectual property rights

As at 31 December 2025, we had four registered trademarks, 10 registered patents, nine patent applications, four work copyrights and three software copyrights, as well as two domain names which we believe are material to our business.

(a) Trademarks

As at 31 December 2025, we have registered the following trademarks:

No.	Trademarks	Registration No.	Class	Validity period	Place of registration	Registered owner
1.	QUNCETEC	81471441	9	7 July 2025 to 6 July 2035	PRC	The Company
2.	QUNCETEC	81464735	9	21 June 2025 to 20 June 2035	PRC	The Company
3.	QUNCE	81458510	9	21 June 2025 to 20 June 2035	PRC	The Company
4.	QUNCE	81457177	9	14 August 2025 to 13 August 2035	PRC	The Company

(b) Domain names

As at 31 December 2025, we have registered the following domain names which we believe are material to our business:

No.	Domain name	Registrant	Date of registration	Expiry date
1.	unimicron-suz.com.cn	The Company	5 September 2017	5 September 2027
2.	quncetec.com	The Company	18 November 2025	18 November 2035

(c) Patents

As at 31 December 2025, we have registered the following patents which we believe are material to our business:

No.	Patent	Registered owner	Patent number	Patent type	Place of registration	Date of filing	Expiry date
1.	A manufacturing method for a circuit board and the circuit board itself (一種線路板的製造方法以及線路板)	The Company	2024114481388	Invention	The PRC	17 October 2024	16 October 2044
2.	An ABF film curing method (一種ABF膜固化方法)	The Company	2024113760069	Invention	The PRC	30 September 2024	29 September 2044

No.	Patent	Registered owner	Patent number	Patent type	Place of registration	Date of filing	Expiry date
3.	A manufacturing method of package substrate and its electroplated copper pillars (一種封裝載板及其電鍍銅柱的製造方法)	The Company	2024113544182	Invention	The PRC	27 September 2024	26 September 2044
4.	A method for improving the line resolution capability of an IC carrier board (一種提升IC載板線路解析能力的方法)	The Company	2024113578121	Invention	The PRC	27 September 2024	26 September 2044
5.	A manufacturing method for a solder mask layer of a package substrate and the package substrate itself (一種封裝載板阻焊層的製造方法及封裝載板)	The Company	2023117486711	Invention	The PRC	19 December 2023	18 December 2043
6.	A package substrate processing system (一種封裝載板加工系統)	The Company	2025202255441	Utility model	The PRC	13 February 2025	12 February 2035
7.	A fixture for circuit boards (用於電路板的治具)	The Company	202420715432X	Utility model	The PRC	9 April 2024	8 April 2034
8.	An electroplating equipment (電鍍設備)	The Company	2024207154334	Utility model	The PRC	9 April 2024	8 April 2034
9.	An electroplating equipment (電鍍設備)	The Company	2024207154387	Utility model	The PRC	9 April 2024	8 April 2034
10.	A reflow soldering fixture for holding IC carrier boards (一種用於夾持IC載板的回焊治具)	The Company	2023201359815	Utility model	The PRC	7 February 2023	6 February 2033

As at 31 December 2025, we have filed the following patent applications which we believe are material to our business:

No.	Title of Invention	Applicant	Place of application	Application No.	Patent type	Date of filing
1.	A Plasma Thin-Board Transport Frame (一種Plasma薄板輸送架)	The Company	The PRC	2025219416120	Utility model	10 September 2025

No.	Title of Invention	Applicant	Place of application	Application No.	Patent type	Date of filing
2.	A Method and System for Suppressing Substrate Warpage (一種抑制基板翹曲的方法及系統)	The Company	The PRC	2025118588302	Invention	10 December 2025
3.	A Flexible Cable Protection Chain (一種柔性電纜保護鏈)	The Company	The PRC	2025222966075	Invention	30 October 2025
4.	A Machine Drilling Method for Improving Substrate Heat Dissipation (一種改善基板散熱的機鑽作業方法)	The Company	The PRC	2025117073188	Invention	20 November 2025
5.	A Transport Mechanism for Suppressing Substrate Warpage (一種用於抑制基板翹曲的傳送機構)	The Company	The PRC	2025224745397	Invention	21 November 2025
6.	Circuit Board Gripping Device (電路板夾取裝置)	The Company	Chinese Taiwan	114212753	Utility model	1 December 2025
7.	An Anti-Warpage IC Substrate with an Edge Support Structure (一種具邊緣支撐結構的抗翹曲IC載板)	The Company	The PRC	2025226581620	Invention	16 December 2025
8.	A Method for Electroplating Through-Hole Filling with a High Aspect Ratio (一種高寬深比通孔電鍍填孔的方法)	The Company	The PRC	202511923311X	Invention	19 December 2025
9.	A Substrate Processing Method for Reducing Board Warpage (一種改善板彎翹的載板加工方法)	The Company	The PRC	202511946957X	Invention	23 December 2025

(d) Software copyrights

As at 31 December 2025, we have registered the following software copyrights which we believe are material to our business:

No.	Software name	Registration No.	Registered owner	Date of registration
1.	Qunce Culture Implementation System Software (群策文化推行系統軟件)	2010SR025720	The Company	31 May 2010
2.	Qunce Measurement System Analysis Software (群策量測系統分析軟件)	2010SR025704	The Company	31 May 2010
3.	Qunce Waste Management System Software (群策廢棄物管理系統軟件)	2010SR025806	The Company	31 May 2010

(e) Work copyrights

As at 31 December 2025, we have registered the following work copyrights which area material to our business:

No.	Work name	Category of work	Registration No.	Registered owner	Date of registration
1.	Kai Xin You You (開心佑佑)	Works of art	Lu Zuo Deng Zi (魯作登字)-2023-F-00526696	The Company	9 November 2023
2.	Qun You You (群佑佑)	Works of art	Lu Zuo Deng Zi (魯作登字)-2022-F-10057731	The Company	6 December 2022
3.	Xin Chun You You (新春佑佑)	Works of art	Lu Zuo Deng Zi (魯作登字)-2022-F-10057737	The Company	6 December 2022
4.	Yong Xin You You (用心佑佑)	Works of art	Lu Zuo Deng Zi (魯作登字)-2022-F-10057738	The Company	6 December 2022

C. FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Disclosure of interests

(a) Disclosure of interests of our Directors

Save as disclosed in this document, immediately following the completion of the **[REDACTED]** and the Conversion of Unlisted Shares into H Shares (assuming that the **[REDACTED]** is not exercised), none of our Directors has any interest and/or short position in the Shares, underlying Shares and debentures of our Company or our associated corporations (within the meaning of Part XV of the SFO) which will be required to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short position which they were taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules to be notified to our Company, once the H Shares are listed on the Stock Exchange. For details, see the section headed ''Substantial Shareholders''.

Up to the Latest Practicable Date, none of the Director or their respective spouses and children under 18 years of age had been granted by our Company or had exercised any rights to subscribe for shares or debentures of our Company or any of its associated corporations.

(b) Substantial Shareholders

Save as disclosed in the section headed "Substantial Shareholders" in this document, our Directors or chief executive are not aware of any other person, not being a Director or chief executive of our Company, who has an interest or short position in the Shares and underlying Shares of our Company, which following the completion of the **[REDACTED]** and the Conversion of Unlisted Shares into H Shares, would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who is, directly or indirectly, interested in 10% or more of the issued voting Shares of our Company or any member of our Group.

2. Particulars of our Directors' service contracts

Our executive Directors

Each of our executive Directors has entered into a service contract with our Company for a term of three years commencing from the **[REDACTED]** Date until terminated by not less than three months' notice in writing served by either party on the other.

Our independent non-executive Directors

Each of our independent non-executive Directors has been appointed for an initial term of three years commencing from the **[REDACTED]** Date until terminated by either party giving not less than three months' written notice to the other pursuant to a letter of appointment.

Except for directors' fees, none of our independent non-executive Directors is expected to receive any other remuneration for holding his office as an independent non-executive Director.

Except as aforesaid, none of our Directors has or is proposed to have a service contract with our Company or any of our subsidiaries other than contracts expiring or determinable by us within one year without the payment of compensation (other than statutory compensation).

3. Our Directors' remuneration

(i) The aggregate emoluments paid and benefits in kind granted by our Group to our Directors in respect of FY2023, FY2024 and FY2025 were nil, nil and nil, respectively.

(ii) None of our Directors or any past directors of any member of our Group has been paid any sum of money for FY2023, FY2024 and FY2025 (i) as an inducement to join or upon joining our Group; or (ii) for loss of office as a director of any member of our Group or of any other office in connection with the management of the affairs of any member of our Group.

(iii) There has been no arrangement under which a Director has waived or agreed to waive any emoluments for FY2023, FY2024 and FY2025.

(iv) Under the arrangements currently in force, we estimate the aggregate remuneration, excluding discretionary bonus, of our Directors for the year ending 31 December 2026 to be approximately RMB2.7 million.

4. Agency Fees or commissions paid or payable

Save as disclosed in **[REDACTED]** in this document, no commissions, discounts, agency fee, brokerages or other special terms in connection with the issue or sale of any capital of our Company or any of our subsidiaries have been granted within two years immediately preceding the issue of this document.

5. Disclaimers

Except as disclosed in this document:

(a) our Directors are not aware of any person (not being a Director or chief executive of our Company) who immediately after the **[REDACTED]** (without taking into account any Shares which may be allotted, issued or sold upon exercise of the Over-allotment Option or Shares which may be issued under the Share Scheme) will have an interest or a short position in our Shares and underlying Shares which would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or who will be, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of our Group;

(b) none of our Directors has any interest or short position in any of the shares, underlying shares or debentures of our Company or its associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions in which they are taken or is deemed to have under such provisions of the SFO) or which will be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which will be required to be notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of **[REDACTED]** Issuers as set out in Appendix C3 to the **[REDACTED]** Rules, in each case once our H Shares are **[REDACTED]**;

(c) none of our Directors nor any of the parties listed in "— D. Other Information — 8. Qualifications of experts" has been interested in the promotion of, or has any direct or indirect interest in any assets which have been, within the two years immediately preceding the date of this document, acquired or disposed of by or leased to our Company or any of the subsidiaries of our Company, or are proposed to be acquired or disposed of by or leased to our Company or any other member of our Group nor will any Director apply for the **[REDACTED]** either in his own name or in the name of a nominee;

(d) none of our Directors nor any of the parties listed in "— D. Other Information — 8. Qualifications of experts" is materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to the business of our Group; and

1. except in connection with the **[REDACTED]**, none of the parties listed in "— D. Other Information — 8. Qualifications of experts":

   (i) is interested legally or beneficially in any securities of any member of our Group; or

   (ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

D. OTHER INFORMATION

1. Estate duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Company or any of our subsidiaries.

2. Litigation

As at the Latest Practicable Date, neither our Company nor any of our subsidiaries is engaged in any litigation or arbitration of material importance, and no litigation or claim of material importance is known to our Directors to be pending or threatened against our Company or any of our subsidiaries, that would have a material adverse effect on the results of operations or financial condition of our Company.

3. Preliminary expenses

No material preliminary expenses was paid by our Company.

4. Promoters

(a) Our Company has no promoter.

(b) Within the two years preceding the date of this document, no amount or benefit has been paid or given to the promoters named in sub-paragraph (a) above in connection with the **[REDACTED]** or the related transactions described in this document.

5. Sole Sponsor's independence

The Sole Sponsor satisfies the independence criteria applicable to sponsor as set out in Rule 3A.07 of the Listing Rules.

6. Agency fees or commissions received

The **[REDACTED]** will receive a gross **[REDACTED]** of **[REDACTED]** of the aggregate **[REDACTED]** in respect of all of the **[REDACTED]**. Our Company may also in our sole and absolute discretion pay any one or all of the **[REDACTED]** an additional incentive fee in aggregate of up to **[REDACTED]**% of the aggregate **[REDACTED]** in respect of all of the **[REDACTED]**. The Sole Sponsor has received/will receive a total sponsor fee of US$600,000.

7. Application for [REDACTED] of Shares

The Sole Sponsor have made an application on behalf of our Company to the **[REDACTED]** of the Stock Exchange for the **[REDACTED]** of, and **[REDACTED]**, the Shares in issue and to be issued as mentioned in this document and any Shares which may be issued upon the exercise of the **[REDACTED]** and any options granted or to be granted under the Share Scheme.

All necessary arrangements have been made to enable the securities to be admitted into CCASS.

8. Qualifications of experts

The qualifications of the experts who have given opinions and/or whose names are included in this document are as follows:

Name	Qualification
CITIC Securities (Hong Kong) Limited	Licensed corporation to conduct Type 4 (advising on securities) and Type 6 (advising on corporate finance) regulated activities under the SFO
KPMG	Certified Public Accountants and Public Interest Entity Auditor registered in accordance with the Accounting and Financial Reporting Council Ordinance
AllBright Law Offices	Legal advisers to our Company as to PRC laws
PricewaterhouseCoopers Legal	Legal advisers to our Company as to Chinese Taiwan laws
Frost & Sullivan	Independent industry consultant
AVISTA Valuation Advisory Limited	Independent property valuer
Holman Fenwick Willan LLP	Legal advisers to our Company as to International Sanctions Law

9. Consents of experts

Each of the experts named above has given and has not withdrawn its written consent to the issue of this document with copies of its reports, valuation, letters or opinions (as the case may be) and the references to its names or summaries of opinions included herein in the form and context in which they respectively appear.

10. Binding effect

This document shall have the effect, if an application is made in pursuance of it, of rendering all persons concerned bound by all of the provisions (other than the penal provisions) of Sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance so far as applicable.

11. Taxation of H Shares Holders

[REDACTED] in H Shares registered on our Company's Shares register of members will be subject to Hong Kong stamp duty. Intending holders of H Shares are recommended to consult their professional advisers if they are in any doubt as to the taxation implications of subscribing for, purchasing, holding or disposing of or **[REDACTED]** in H Shares. It is emphasised that none of our Company, Directors or the other parties involved in the **[REDACTED]** can accept responsibility for any tax effect on, or liabilities of, holders of H Shares resulting from their subscription for, purchase, holding or disposal of or **[REDACTED]** in H Shares.

Profits from **[REDACTED]** in H Shares arising in or derived from Hong Kong may also be subject to Hong Kong profits tax.

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty, the current rate charged on each purchaser and seller is 0.10% of the consideration or, if higher, the value of the H Shares being sold or transferred.

Intending holders of Shares are recommended to consult their professional advisers if they are in any doubt as to the taxation implications of subscribing for, purchasing, holding or disposing of or **[REDACTED]** in H Shares or exercising any rights attaching to them. It is emphasised that none of our Company, our Directors or the other parties involved in the **[REDACTED]** can accept responsibility for any tax effect on, or liabilities of, holders of Shares resulting from their subscription for, purchase, holding or disposal of or **[REDACTED]** in Shares or exercising any rights attaching to them.

12. Miscellaneous

(a) Except as disclosed herein:

(i) within two years preceding the date of this document:

(aa) no share or loan capital of our Company or of any of our subsidiaries has been issued, agreed to be issued or is proposed to be issued fully or partly paid either for cash or for a consideration other than cash;

(bb) no commissions, discounts, brokerages or other special terms have been granted in connection with the issue or sale of any share or loan capital of our Company or any of our subsidiaries; and

(cc) no commission has been paid or payable for subscribing or agreeing to subscribe, or procuring or agreeing to procure the subscriptions, for any Shares in our Company or any of our subsidiaries;

(ii) no share or loan capital of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;

(iii) our Group does not have any outstanding convertible debt securities or debentures;

(b) our Directors confirm that there has been no material adverse change in the financial or trading position or prospects of our Group since 31 December 2025 (being the date to which the latest consolidated financial statements of our Group were made up);

(c) no equity or debt securities of our Company is **[REDACTED]** or **[REDACTED]** in on any stock exchange, nor is any **[REDACTED]** or permission to **[REDACTED]** being or proposed to be sought;

(d) the **[REDACTED]** does not involve the exercise of any right of pre-emption or the transfer of subscription rights;

(e) there has not been any interruption in the business of our Group which may have or has had a significant effect on the financial position of our Group in the 12 months preceding the date of this document; and

(f) there is no arrangement under which future dividends are waived or agreed to be waived.

13. Bilingual document

The English language and Chinese language versions of this document are being published separately, in reliance upon the exemption provided under Section 4 of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).