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STATUTORY AND GENERAL INFORMATION

FURTHER INFORMATION ABOUT OUR COMPANY

Incorporation

Our Company was established as a limited liability company under the laws of the PRC on February 24, 2011 and was converted into a joint stock company with limited liability on August 16, 2023.

We have established a place of business at Room 1918, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong. We have been registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance and the Companies (Non-Hong Kong Companies) Regulation (Chapter 622J of the Laws of Hong Kong) on June 5, 2025, with Ms. Ma Hoi Ki appointed as the Hong Kong authorised representative of our Company for acceptance of the service of process and any notices required to be served on our Company in Hong Kong.

As our Company was incorporated in the PRC, its operations are subject to the relevant laws and regulations of the PRC. A summary of the relevant aspects of laws and regulations of the PRC and the Articles of Association is set out in “Regulatory Overview” and “Appendix III — Summary of the Articles of Association” in this document, respectively.

Changes in the Share Capital of Our Company

Save as disclosed in the section headed “History, Development and Corporate Structure — Major Shareholding Changes of Our Company”, there has been no alteration in our share capital within two years immediately preceding the date of this document.

Changes in the Share Capital of the Subsidiaries

A summary of the corporate information and the particulars of our subsidiaries are set out in note 34 to the Accountants’ Report in Appendix I to this document.

On December 6, 2024, Lianyungang Antu was established in the PRC with an initial registered capital of RMB30,000,000.

On August 19, 2025, Singapore Annto was incorporated in Singapore with an initial share capital of S\$1,000.

On October 2, 2025, Indonesia Annto was incorporated in Indonesia with an initial share capital of IDR10,100,000,000.

On November 19, 2025, Egypt Annto was incorporated in Egypt with an initial share capital of EGP100,000.

On December 15, 2025, Vietnam Annto was incorporated in Vietnam with an initial share capital of VND1,307,650,000.

On February 28, 2026, Hainan Meitu was established in the PRC with an initial registered capital of RMB5,000,000.

On May 15, 2026, Thailand Annto was incorporated in Thailand with an initial share capital of THB25,000,000.

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Save as disclosed above, there had been no other alterations of share capital of our subsidiaries within the two years preceding the date of this document.

Resolutions of the Shareholders

Pursuant to the resolutions passed at a duly convened general meeting of the Shareholders on August 25, 2025, it was resolved, among others, and the followings were approved:

- (i) the issue by our Company of H Shares with a nominal value of RMB1.00 each and such H Shares be [REDACTED] on the Stock Exchange;
- (ii) the number of H Shares to be issued shall be no more than [REDACTED]% of the total issued share capital of our Company as enlarged by the [REDACTED] (before the exercise of the [REDACTED]), and the grant of the [REDACTED] of not more than [REDACTED]% of the number of H Shares issued pursuant to the [REDACTED];
- (iii) subject to filing with the CSRC, upon completion of the [REDACTED], [REDACTED] Unlisted Shares held by [REDACTED] existing Shareholders will be converted into H Shares, on a one-for-one basis;
- (iv) subject to the completion of the [REDACTED], the Articles of Association have been approved and adopted, which shall become effective on the [REDACTED], and the Board has been authorized to amend the Articles of Association to the extent necessary in accordance with any comments from the relevant regulatory authorities;
- (v) authorization of the Board or its authorized individuals to handle all matters relating to, among other things, the [REDACTED], the issue and [REDACTED] of H Shares on the Stock Exchange;
- (vi) the granting of a general mandate to the Board to (i) allot and issue Shares, and (ii) sell and/or transfer Shares out of treasury that are held as treasury shares, at any time within a period up to the date of the conclusion of the next annual general meeting of the Shareholders or the date on which the Shareholders pass a resolution to revoke or change such mandate, whichever is earlier, upon such terms and conditions and for such purposes as the Board in their absolute discretion deem fit, provided that, the number of Shares to be issued, or to be sold and/or transferred out of treasury that are held as treasury shares shall not exceed 20% of the number of Shares in issue as of the [REDACTED] (excluding any treasury shares); and
- (vii) the granting of a general mandate to the Board to repurchase H Shares issued on the Stock Exchange with an aggregate number of not exceeding [REDACTED]% of the number of the total issued H Shares as of the [REDACTED] (excluding any treasury shares).

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Explanatory Statement on Repurchase of Our Own Securities

The following paragraphs include, among others, certain information required by the Stock Exchange to be included in this document concerning the repurchase of our own securities.

(a) Reasons for repurchase

The Board considered that the repurchase of the Shares would be beneficial to and in the best interests of the Company and its Shareholders as a whole. It can strengthen the investors' confidence in the Company and promote a positive effect on maintaining the Company's reputation in the capital market. Such repurchases will only be made when the Board believes that such repurchases will benefit the Company and its Shareholder as a whole.

(b) Exercise of the general mandate to repurchase Shares

Subject to the passing of the special resolution approving the grant of the general mandate to repurchase Shares at annual general meetings, the Board will be granted general mandate to repurchase Shares until the end of the relevant period. The general mandate to repurchase Shares would expire on the earlier of:

- (a) the conclusion of the next annual general meeting of the Company of which time it shall lapse unless, by special resolutions passed at that meeting, the authority is renewed, either conditionally or subject to conditions;
- (b) the revocation or variation of the mandate under the resolution by a special resolution at the next general meeting of the Company; or
- (c) the revocation or variation of the mandate under the resolution by a special resolution at any general meeting of the Company.

Furthermore, we need to complete registration and approval procedures with relevant government authorities for the actual grant of the repurchase mandate to the Board, as applicable. The exercise in full of the general mandate to repurchase H Shares (on the basis of [REDACTED] H Shares in issue as of the [REDACTED] and no H Shares will be allotted and issued or repurchased by the Company on or prior to the date of the next annual general meeting to be held after the [REDACTED]) would result in a maximum of [REDACTED] H Shares being repurchased by the Company during the relevant period, being the maximum of 10% of the H Shares in issue (excluding any treasury shares) as of the [REDACTED].

(c) Source of funds

In repurchasing its Shares, the Company intends to apply funds from the Company's internal resources (which may include surplus funds and retained profits) legally available for such purpose in accordance with the Articles of Association and the applicable laws, rules and regulations of the PRC.

The Company is empowered by its Articles of Association to repurchase its Shares. Any shares to be repurchased will be cancelled or kept as treasury shares if allowed by the Articles of Association and applicable laws and regulations. The Company may not purchase securities on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange from time to time.

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(d) Suspension of repurchase

A listed company shall not repurchase its shares on the Stock Exchange at any time after inside information has come to its knowledge until the information is made publicly available. In particular, during the period of one month immediately preceding the earlier of: (i) the date of the board meeting (as such date is first notified to the Stock Exchange in accordance with the Listing Rules) for the approval of the company's results for any year, half-year, quarterly or any other interim period (whether or not required under the Listing Rules); and (ii) the deadline for the issuer to announce its results for any year or half-year under the Listing Rules, or quarterly or any other interim period (whether or not required under the Listing Rules), until the date of the results announcement, the company may not repurchase its shares on the Stock Exchange unless there are exceptional circumstances.

(e) Close associates and core connected persons

None of our Directors or, to the best of their knowledge having made all reasonable inquiries, any of their close associates have a present intention, in the event the general mandate to repurchase Shares is approved, to sell any Shares to our Company.

No core connected person of our Company has notified our Company that they have a present intention to sell Shares to our Company, or have undertaken to do so, if the general mandate to repurchase Shares is approved.

A listed company shall not knowingly purchase its shares on the Stock Exchange from a core connected person (namely a director, supervisor, chief executive or substantial shareholder of the company or any of its subsidiaries, or a close associate of any of them), and a core connected person shall not knowingly sell their interest in shares of the company to it.

(f) Status of repurchased Shares

Subject to the Articles of Association, the Listing Rules and any other applicable laws and regulations, the Shares repurchased by the Company will be cancelled or kept as treasury shares.

(g) Takeover implications

If, as a result of any repurchase of Shares, a Shareholder's proportionate interest in the voting rights of our Company increases, such increase will be treated as an acquisition for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert could obtain or consolidate control of our Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

Save as aforesaid, our Directors are not aware of any consequences which would arise under the Takeovers Code as a consequence of any repurchases pursuant to the general mandate to repurchase Shares.

(h) Interim measures

For any treasury shares of the Company deposited with [REDACTED] pending resale on the Stock Exchange, the Company shall, upon approval by the Board, implement the below interim measures which include (without limitation):

- (i) procuring its broker not to give any instructions to [REDACTED] to vote at general meetings for the treasury shares deposited with [REDACTED];

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- (ii) in the case of dividends or distributions (if any and where applicable), withdrawing the treasury shares from [REDACTED], and either re-register them in its own name as treasury shares or cancel them, in each case before the relevant record date for the dividend or distributions; or
- (iii) taking any other measures to ensure that it will not exercise any Shareholders’ rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in its own name as treasury shares.

(i) **General**

The Company did not hold any treasury shares as of the Latest Practicable Date and will not hold any treasury shares upon [REDACTED].

If the general mandate to repurchase Shares were to be carried out in full at any time, there may be a material and adverse impact on our working capital or gearing position (as compared with the position disclosed in our most recent published audited accounts). However, our Directors do not propose to exercise the general mandate to repurchase Shares to such an extent as would have a material and adverse effect on our working capital or gearing position.

The Directors will exercise the general mandate to repurchase Shares in accordance with the Listing Rules and the applicable laws in the PRC. Neither this explanatory statement on repurchase of our own securities nor the proposed Share repurchase has any unusual feature.

FURTHER INFORMATION ABOUT OUR BUSINESS

Summary of Material Contracts

Our Group has entered into the following contracts (not being contracts entered into in the ordinary course of business) within the two years immediately preceding the date of this document that is or may be material:

- (a) a capital increase agreement dated May 2025 entered into among our Company, Midea Zhilian, Qingdao Hisense Technology, Tianjin Shunhe, Eastern Bell Shengguan, Hidden Hill Zhineng and Meike Qixin, pursuant to which Qingdao Hisense Technology, Tianjin Shunhe, Eastern Bell Shengguan, Hidden Hill Zhineng and Meike Qixin agreed to invest in our Company by subscribing for an aggregate of 205,200,000 Shares at a total consideration of RMB1,900,000,000; and
- (b) the [REDACTED].

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Intellectual Property

As at the Latest Practicable Date, the following intellectual property rights are material to our business:

Trademarks

As at the Latest Practicable Date, our Group had registered the following trademarks which are material to our business:

No.	Trademark	Class	Registered Owner	Place of Registration	Registration Number	Expiry Date
1.	直通宝	9	Wuhu Annto	PRC	16576821	May 13, 2036
2.	直通宝	38	Wuhu Annto	PRC	16577012	May 13, 2036
3.	直通宝	39	Wuhu Annto	PRC	16577139	May 13, 2036
4.	直通宝	42	Wuhu Annto	PRC	16577264	May 13, 2036
5.	直通宝	35	Wuhu Annto	PRC	16576969A	May 13, 2036
6.	直通宝	36, 45	Wuhu Annto	PRC	18889404	February 20, 2027
7.	ANNT0	9	Wuhu Annto	PRC	51676906	August 20, 2031
8.	ANNT0	35	Wuhu Annto	PRC	51687948	August 13, 2031
9.	ANNT0	36	Wuhu Annto	PRC	51687989	August 27, 2031
10.	ANNT0	38	Wuhu Annto	PRC	51666951	August 13, 2031
11.	ANNT0	39	Wuhu Annto	PRC	51647528	August 13, 2031
12.	安得	39	Wuhu Annto	PRC	51681368	August 20, 2031

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No.	Trademark	Class	Registered Owner	Place of Registration	Registration Number	Expiry Date
13.	安得ANNTO	39	Wuhu Annto	PRC	8919491	February 13, 2032
14.	安得	37	Wuhu Annto	PRC	69390030	July 27, 2034
15.	ANNTO	37	Wuhu Annto	PRC	69381492	August 6, 2033
16.	安得	37	Wuhu Annto	PRC	71402319	March 6, 2034
17.	安得1+3模型	39	Wuhu Annto	PRC	73792217	March 20, 2034
18.	ANNTO 1+3模型	35	Wuhu Annto	PRC	73782699	June 13, 2034
19.	ANNTO 1+3模型	39	Wuhu Annto	PRC	73793418	June 13, 2034
20.	安得智联1+3供应链模型	39	Wuhu Annto	PRC	73787893	June 13, 2034
21.	安得一盘货	39	Wuhu Annto	PRC	73782436	March 27, 2034
22.	ANNTO一盘货	35	Wuhu Annto	PRC	73795999	June 13, 2034
23.	ANNTO一盘货	39	Wuhu Annto	PRC	73782412	March 27, 2034
24.	安得智联一盘货	39	Wuhu Annto	PRC	73778383	March 20, 2034
25.	安得安链云	9	Wuhu Annto	PRC	80125691	February 6, 2035
26.	安得安链云	39	Wuhu Annto	PRC	80123944	February 6, 2035
27.	安得安链云	42	Wuhu Annto	PRC	80132979	February 6, 2035

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No.	Trademark	Class	Registered Owner	Place of Registration	Registration Number	Expiry Date
28.	ANNTO	39	Wuhu Annto	Hong Kong	306837382	March 13, 2035
29.	安得ANNTO	39	Wuhu Annto	Hong Kong	306837391	March 13, 2035
30.	安得	39	Wuhu Annto	Hong Kong	306837409	March 13, 2035

As at the Latest Practicable Date, our Group had applied for registration of the following trademarks which are material to our business:

No	Trademark	Class	Applicant	Place of Application	Application Number	Application Date
1.	安得1+3模型	35	Wuhu Annto	PRC	73786855	August 30, 2023
2.	安得智联1+3供应链模型	35	Wuhu Annto	PRC	73790069	August 30, 2023
3.	安得一盘货	35	Wuhu Annto	PRC	73791827	August 30, 2023
4.	安得智联一盘货	35	Wuhu Annto	PRC	73775783	August 30, 2023
5.	安得	35	Wuhu Annto	PRC	75717050	December 11, 2023
6.	安得到家	9	Wuhu Annto	PRC	81111236	September 25, 2024
7.	安得到家	37	Wuhu Annto	PRC	81138386	September 26, 2024
8.	安得到家	39	Wuhu Annto	PRC	81116121	September 25, 2024
9.	安链通	9	Wuhu Annto	PRC	83006019	January 8, 2025
10.	安链通	35	Wuhu Annto	PRC	83014666	January 8, 2025

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No	Trademark	Class	Applicant	Place of Application	Application Number	Application Date
11.	安链通	39	Wuhu Annto	PRC	83009471	January 8, 2025
12.	安链通	42	Wuhu Annto	PRC	83011951	January 8, 2025
13.	安得安链通	35	Wuhu Annto	PRC	83001915	January 8, 2025
14.	安得安链云	35	Wuhu Annto	PRC	83387024	February 10, 2025

Domain Names

As at the Latest Practicable Date, our Group had registered the following domain names which are material to our business:

No.	Domain Name	Registered Owner	Expiry Date
1.	annto.com	Wuhu Annto	January 17, 2027
2.	annto.cloud	Wuhu Annto	April 9, 2027
3.	annto.com.cn	Wuhu Annto	January 17, 2027
4.	anntontp.com	Tianjin Annto Network	July 13, 2027

Patents

As at the Latest Practicable Date, our Group had registered the following patents which are material to our business:

No	Patent Name	Type	Patent Holder	Jurisdiction of Registration	Patent Number	Grant Date
1.	Data analysis methods, systems, equipment and storage media (數據分析方法、系統、設備以及存儲介質)	Invention	Ningbo Annto and Wuhu Annto	PRC	ZL202410950938.3	November 12, 2024
2.	QR code repair method, apparatus, terminal device and storage medium (二維碼修復方法、裝置、終端設備以及存儲介質)	Invention	Ningbo Annto and Wuhu Annto	PRC	ZL202410472224.6	July 23, 2024

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No	Patent Name	Type	Patent Holder	Jurisdiction of Registration	Patent Number	Grant Date
3.	Method, apparatus, device and computer storage medium for time resolution of order (訂單的時效解析方法、裝置、設備及計算機存儲介質) .	Invention	Ningbo Annto and Wuhu Annto	PRC	ZL202410488081.8	August 9, 2024
4.	Capacity allocation method, capacity allocation device and storage medium (運力分配方法、運力分配設備以及存儲介質).	Invention	Ningbo Annto and Foshan Annto	PRC	ZL202410045837.1	April 26, 2024
5.	Scheduling method, apparatus, device and storage medium (調度方法、裝置、設備及存儲介質). . .	Invention	Ningbo Annto and Foshan Annto	PRC	ZL202410039118.9	May 3, 2024
6.	Generating method, apparatus, device and storage medium for order goods packaging program (訂單商品配裝方案的生成方法、裝置、設備及存儲介質). . .	Invention	Ningbo Annto and Wuhu Annto	PRC	ZL202310603395.3	October 18, 2024
7.	Cargo sorting method, apparatus, electronic device and readable storage medium (貨物分揀方法、裝置、電子設備及可讀存儲介質).	Invention	Ningbo Annto and Wuhu Annto	PRC	ZL202310548051.7	November 24, 2023
8.	Platter stacker (疊盤機).	Utility model	Wuhu Annto	PRC	ZL201821154206.X	March 15, 2019
9.	Automatic loading and unloading device (自動裝卸車裝置) . .	Invention	Wuhu Annto	PRC	ZL201710079998.2	September 4, 2020

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No	Patent Name	Type	Patent Holder	Jurisdiction of Registration	Patent Number	Grant Date
10.	Automated material placement device (物料自動化擺放裝置)	Invention	Wuhu Annto	PRC	ZL201710081659.8	September 4, 2020
11.	Fully automated shelving (全自動出貨架)	Invention	Wuhu Annto	PRC	ZL201710081311.9	March 25, 2022
12.	A sectional multifunctional packing and transporting device (一種分段式多功能裝箱運輸裝置)	Invention	Wuhu Annto	PRC	ZL201710080857.2	March 25, 2022
13.	A multifunctional conveyor belt (一種多功能傳送帶)	Invention	Wuhu Annto	PRC	ZL201310615292.5	March 2, 2016
14.	A logistics box (一種物流箱)	Invention	Wuhu Annto	PRC	ZL201310615275.1	August 17, 2016
15.	Automatic screening and transporting device (自動篩選運輸裝置)	Invention	Wuhu Annto	PRC	ZL201310615150.9	January 11, 2017

Copyrights

As of the Latest Practicable Date, our Group had registered the following copyrights which are material to our business:

No	Copyright Name	Registrant	Registration Number	Date of Registration
1.	Annto transportation management system (安得運輸管理系統)	Wuhu Annto	2022SR1244948	August 23, 2022
2.	Annto network freight transportation platform (安得網絡貨運平台)	Wuhu Annto	2022SR1073266	August 10, 2022
3.	Annto manufacturing logistics system (安得生產物流系統)	Wuhu Annto	2022SR1245226	August 23, 2022
4.	Annto logistics warehouse management system (安得物流倉儲管理系統)	Wuhu Annto	2022SR0215036	February 10, 2022
5.	Annto logistics order management system (安得物流訂單管理系統)	Wuhu Annto	2022SR0215039	February 10, 2022

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No	Copyright Name	Registrant	Registration Number	Date of Registration
6.	Xiaoan Daojia APP (小安到家 APP)	Wuhu Annto	2023SR0251427	February 16, 2023
7.	Annto delivery and installation system (安得送裝系統)	Wuhu Annto	2022SR1244947	August 23, 2022
8.	BMS logistics billing and settlement management system (BMS物流計費結算管理系統)	Wuhu Annto	2021SR0753006	May 24, 2021
9.	Logistics cloud direct pass mobile platform (物流雲直通寶移動平台)	Wuhu Annto	2022SR0592831	May 17, 2022

DISCLOSURE OF INTERESTS

Disclosure of Interests of Directors and Chief Executive of Our Company

Immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised), the interests and/or short positions (as applicable) of our Directors and the chief executive in the Shares, underlying Shares and debentures of our Company and any interests and/or short positions (as applicable) in shares, underlying Shares or debentures of any of our associated corporations (within the meaning of Part XV of the SFO) which (i) 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 (as applicable) which they are taken or deemed to have under such provisions of the SFO), (ii) will be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein or (iii) 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 and the Stock Exchange, in each case once the H Shares are [REDACTED] on the Stock Exchange, will be as follows:

(i) Interests in the Shares of our Company

Name	Nature of interest	Type of Shares	Number of Shares	Approximate percentage of shareholding in the Unlisted Shares/H Shares (where applicable) immediately after completion of the [REDACTED] (assuming the [REDACTED] is not exercised)	Approximate percentage of shareholding in our total share capital immediately after completion of the [REDACTED] (assuming the [REDACTED] is not exercised)
Mr. Liang Pengfei ⁽¹⁾ . . .	Interest in controlled corporation	H Shares	34,170,000	[REDACTED]%	[REDACTED]%

Note:

(1) As of the Latest Practicable Date, Mr. Liang Pengfei held approximately 47.41% partnership interests in Ningbo Xunchi as a limited partner. By virtue of the SFO, Mr. Liang Pengfei is deemed to be interested in the Shares held by Ningbo Xunchi.

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(ii) Interests in our associated corporations

Name	Nature of interest	Name of associated corporation	Number of Shares or underlying Shares	Approximate percentage of shareholding ⁽¹⁾
Mr. Ma Liang	Beneficial owner	Midea Group	60,000 A shares	0.001%
Mr. Liu Xiao ⁽²⁾	Beneficial owner	Midea Group	392,000 A shares	0.005%
Ms. Luo Wenhui ⁽³⁾	Beneficial owner	Midea Group	251,900 A shares	0.003%
Ms. Chen Lihong ⁽⁴⁾	Beneficial owner	Midea Group	122,000 A shares	0.002%
Dr. Chen Wei Ru	Beneficial owner	Midea Group	1,800 A shares	0.00002%

Notes:

- (1) Calculation is based on a total of 7,613,438,907 shares of Midea Group in issue as of the Latest Practicable Date, comprising 6,962,590,407 A shares of Midea Group and 650,848,500 H shares of Midea Group.
- (2) As of the Latest Practicable Date, Mr. Liu Xiao was interested in (i) 224,000 A shares of Midea Group directly held by him, (ii) 32,000 restricted shares of Midea Group under its 2022 Restricted Share Incentive Scheme, (iii) 21,000 A shares of Midea Group under its 2023 Stock Ownership Scheme, (iv) 65,000 A shares of Midea Group under its 2024 Stock Ownership Scheme and (v) 50,000 A shares of Midea Group under its 2025 A Share Stock Ownership Scheme.
- (3) As of the Latest Practicable Date, Ms. Luo Wenhui was interested in (i) 100,900 A shares of Midea Group directly held by her, (ii) 24,000 restricted shares of Midea Group under its 2022 Restricted Share Incentive Scheme, (iii) 12,000 A shares of Midea Group under its 2023 Stock Ownership Scheme, (iv) 65,000 A shares of Midea Group under its 2024 Stock Ownership Scheme and (v) 50,000 A shares of Midea Group under its 2025 A Share Stock Ownership Scheme.
- (4) As of the Latest Practicable Date, Ms. Chen Lihong was interested in (i) 80,000 A shares of Midea Group directly held by her, (ii) 24,000 restricted shares of Midea Group under its 2022 Restricted Share Incentive Scheme and (iii) 18,000 A shares of Midea Group under its 2025 A Share Stock Ownership Scheme.

Disclosure of Interests of Substantial Shareholders

(i) Interests in our Company

Save as disclosed in “Substantial Shareholders” in this document, immediately following the completion of the [REDACTED] and without taking into account any Shares which may be issued pursuant to the exercise of the [REDACTED], the Directors are not aware of any other person (not being a Director or chief executive of our Company) who will have an interest or short position in the Shares or the underlying Shares which would fall to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO.

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(ii) Interests in other members of our Group

The following table sets out, so far as our Directors are aware, persons who will be, directly or indirectly, interested in 10% or more of the issued voting shares of any other members of our Group:

Member of our Group	Name of substantial shareholder	Approximate percentage of the issued voting shares held by the substantial shareholder
Thailand Annto ⁽¹⁾	SITC Supply Chain (Thailand) Co., Ltd. (“SITC Thailand”)	51%

Note:

- (1) Thailand Annto is held as to 51% by SITC Thailand, 27% by Singapore Annto, our wholly-owned subsidiary, 21% by Hainan Annto, our wholly-owned subsidiary, and 1% by Ningbo Annto, our wholly-owned subsidiary. SITC Thailand is held as to 49% by Singapore Annto and 51% by SITC Logistics (Thailand) Company Limited, an Independent Third Party. Accordingly, our Company is able to control an aggregate of 73.99% of the voting rights in Thailand Annto, and Thailand Annto is therefore our subsidiary.

Save as disclosed above, our Directors are not aware of any person who will be, directly or indirectly, interested in 10% or more of the issued voting shares of any other member of our Group.

FURTHER INFORMATION ABOUT OUR DIRECTORS

Particulars of the Service Contracts

Each of the Directors [has entered] into a service contract with our Company.

Save as disclosed above, none of the Directors has or is proposed to have entered into any service contract with any member of our Group (excluding contracts expiring or determinable by any member of our Group within one year without payment of compensation other than statutory compensation).

Remuneration of Directors

For details of the remuneration of Directors, see “Directors and Senior Management — Remuneration” and note 12 in “Appendix I — Accountants’ Report” in this document.

Disclaimers

- (a) None of the Directors nor any of the experts referred to in “Other Information — Qualifications and Consents of Experts” below has any direct or indirect interest in the promotion of, or 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, any member of our Group, or are proposed to be acquired or disposed of by, or leased to, any member of our Group.
- (b) Save in connection with the [REDACTED], none of the Directors or any of the experts referred to in “Other Information — Qualifications and Consents of Experts” below, 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.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

SHARE INCENTIVE SCHEME

For details of the Employee Stock Ownership Plan for our Company’s employees, see “History, Development and Corporate Structure — Shareholding Platforms” in this document.”

OTHER INFORMATION

Estate Duty

The Directors have been advised that no material liability for estate duty is likely to fall on our Group.

Litigation

As of the Latest Practicable Date, we were not engaged in any outstanding litigation or arbitration which may have material adverse effect on the [REDACTED] and, so far as the Directors are aware, no material litigation or claim was pending or threatened by or against our Company.

Joint Sponsors

Each of the Joint Sponsors satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules.

Pursuant to the engagement letter entered into between our Company and the Joint Sponsors, we have agreed to pay each of the Joint Sponsors a fee of US\$200,000 to act as the sponsors in connection with the [REDACTED].

Preliminary Expenses

As of the Latest Practicable Date, we have not incurred any material preliminary expenses.

Promoters

The promoters of our Company are Midea Zhilian, Ningbo Meiyu, Ningbo Xunchi, Ningbo Haopu, Ningbo Meiyue, Ningbo Jiyue, Ningbo Xinyou, Ningbo Zhuoran, Ningbo Shuohang, Ningbo Lisheng and Ningbo Zhuoyi.

Within the two years immediately preceding the date of this document, no cash, securities, or other benefit has been paid, allotted or given, or has been proposed to be paid, allotted or given, to any of the promoters named above in connection with the [REDACTED] or the related transactions described in this document.

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

Qualifications and Consents of Experts

The qualifications of the experts which have given opinions or advice which are contained in, or referred to in, this document are as follows:

<u>Name of Expert</u>	<u>Qualifications</u>
China International Capital Corporation Hong Kong Securities Limited	A licensed corporation to conduct Type 1 (dealing in securities), Type 2 (dealing in futures contracts), Type 4 (advising on securities), Type 5 (advising on futures contracts) and Type 6 (advising on corporate finance) regulated activities under the SFO
Morgan Stanley Asia Limited	A licensed corporation to conduct Type 1 (dealing in securities), Type 4 (advising on securities), Type 5 (advising on futures contracts), Type 6 (advising on corporate finance) and Type 9 (asset management) regulated activities under the SFO
Deloitte Touche Tohmatsu	Certified Public Accountants and Registered Public Interest Entity Auditor
Jia Yuan Law Offices	Legal advisor as to PRC law
China Insights Industry Consultancy Limited	Independent industry consultant

Each of the experts listed above has given and has not withdrawn their respective written consents to the issue of this document with the inclusion of their reports and/or letters (as the case may be) and the references to their names included in the form and context in which they are respectively included.

Binding Effect

This document shall have the effect, if an application is made in pursuance hereof, 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.

Bilingual Document

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

Miscellaneous

- (a) save as disclosed in “— Further Information about Our Company” of this section, within the two years preceding the date of this document, no share or loan capital of our Company or any of our subsidiary has been issued or has been agreed to be issued fully or partly paid either for cash or for a consideration other than cash;
- (b) no share or loan capital of our Company or any of our subsidiary is under option or is agreed conditionally or unconditionally to be put under option;

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

- (c) no founder, management or deferred shares of our Company or any of our subsidiary have been issued or have been agreed to be issued;
- (d) we have no outstanding convertible debt securities or debentures; and
- (e) none of the experts listed under “— Qualifications and Consents of Experts”:
 - (i) is interested beneficially or non-beneficially in any shares in any member of our Group; or
 - (ii) has any right or option (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group save in connection with the **[REDACTED]**.