OUR CONTROLLING SHAREHOLDERS

As at the Latest Practicable Date, our Group has two groups of Controlling Shareholders, being (i) Henan Zhengqin (together with Mr. Zhou, Henan Aining, Mr. Fang, Henan Yuetong, Henan Shenge, Nanchang Yuhe Park, Ms. Ren and Ms. Wang) (the "**Henan Zhengqin Group**"); and (ii) Kaifeng Fatou Investment Management (together with Kaifeng Fatou and Kaifeng Capital) and Kaifeng SOA (together with Kaifeng Industrial Investment and Kaifeng Assets Investment) (the "**Kaifeng State-owned Group**").

Henan Zhengqin Group

Pursuant to the Guide, where shareholders hold their interests in a listing applicant through common investment holding vehicles, the Stock Exchange may presume such shareholders to be a group of controlling shareholders of the listing applicant. As Ms. Wang, Ms. Ren, Mr. Zhou and Mr. Fang indirectly hold part of their shareholding interests in our Company through common investment holding companies (namely Henan Zhengqin, Henan Aining, Henan Yuetong, Henan Shenge and Nanchang Yuhe Park), they are presumed to be a group of Controlling Shareholders under the Guide.

As at the Latest Practicable Date, Henan Zhengqin Group is ultimately controlled by Ms. Wang, the chairperson of the Board, an executive Director and the general manager of our Company. Henan Zhengqin is entitled to exercise 51.0% of the voting rights of our Company. Immediately after completion of the **[REDACTED]** (assuming the **[REDACTED]** is not exercised), they will be entitled to exercise approximately **[REDACTED]**% of the total **[REDACTED]** share capital of our Company, and will constitute one of our Controlling Shareholders upon **[REDACTED]**.

Kaifeng State-owned Group

As at the Latest Practicable Date, as (i) Kaifeng SASAC is the ultimate beneficial owner of Kaifeng Fatou Investment Management (through Kaifeng Fatou and Kaifeng Capital); and (ii) Kaifeng SASAC is the ultimate beneficial owner of Kaifeng SOA (through Kaifeng Industrial Investment and Kaifeng Assets Investment), Kaifeng Fatou Investment Management and Kaifeng SOA are entitled to exercise 45.0% and 4.0% of the voting rights of our Company, respectively. As Kaifeng Fatou Investment Management and Kaifeng SOA are under common control, they are regarded as "acting in concert" for the purpose of the Takeovers Code. Immediately after completion of the **[REDACTED]** (assuming the **[REDACTED]** is not exercised), they will be entitled to exercise approximately **[REDACTED]**% and **[REDACTED]**% of the total **[REDACTED]** share capital of our Company, respectively, and will constitute our Controlling Shareholders upon **[REDACTED]**.

See "History — Corporate and Shareholding Structure" for details of the corporate and shareholding structure of the Company.

CONFIRMATION OF NO COMPETING INTERESTS

Each of our Controlling Shareholders confirms that, as at the Latest Practicable Date, it did not have any interest in a business, apart from the business of our Group, which competes or is likely to compete, directly or indirectly, with our business that would require disclosure under Rule 8.10 of the Listing Rules.

INDEPENDENCE FROM OUR CONTROLLING SHAREHOLDERS

Our Directors consider that we are capable of carrying on our business independently from our Controlling Shareholders and their close associates after **[REDACTED]**, taking into account the factors below:

Management Independence

We are able to carry on our business independently from our Controlling Shareholders from a management perspective. Our Board consists of nine Directors, including two executive Directors, four non-executive Directors and three independent non-executive Directors:

(a) our daily management and operations are carried out by a senior management team, all of whom have substantial experience in the industry in which our Company is engaged, and will therefore be able to make business decisions that are in the best interests of our Group. For details of the industry experience of our senior management team, see "Directors and Senior Management";

(b) each Director is aware of his/her fiduciary duties as a director which require, among other things, that he/she acts for the benefit and in the interest of our Company and does not allow any conflict between his/her duties as our Director and his/her personal interests. In the event that there is a potential conflict of interest arising out of any transaction to be entered into between our Group and a Director and/or his/her associate, he/she shall abstain from voting and shall not be counted towards the quorum for the voting;

(c) our Board has a balanced composition of executive Directors and independent non-executive Directors which ensures the independence of our Board in making decisions affecting our Company. Specifically, (a) our independent non-executive Directors are not associated with our Controlling Shareholders or each of their close associates; (b) our independent non-executive Directors account for one-third of the Board; and (c) our independent non-executive Directors individually and collectively possess the requisite knowledge and experience as independent directors of **[REDACTED]** companies and will be able to provide professional advice to our Company. In conclusion, our Directors believe that our independent non-executive Directors are able to bring impartial and sound judgment to the decision-making process of our Board and protect the interest of our Company and our Shareholders as a whole; and

(d) we will establish corporate governance measures and adopt sufficient and effective control mechanisms to manage potential conflicts of interest, if any, between our Group and our Controlling Shareholders, which would support our independent management. For details, see "— Corporate Governance Measures".

Operational independence

Our Directors consider that our operations do not rely on our Controlling Shareholders and their respective close associates for the following reasons:

(i) we possess sufficient capital, property and technology to operate its business independently, and holds all the relevant material licences, qualifications, intellectual properties and permits required for conducting that are necessary for our business;

(ii) we have an established and complete organisational structure, comprising various separate departments each charged with specific responsibilities;

(iii) we also have independent access to, among others, customers, and suppliers required for our Group's business, and we operate our business independently, with independent rights to make and implement our operational decisions;

(iv) we have our own administrative and corporate governance infrastructure, including our own accounting, legal and human resources departments;

(v) we maintain a set of internal control procedures to facilitate the effective operation of our business. For details on the internal control procedures, see "Business — Risk Management and Internal Control"; and

(vi) we have not entered into any continuing connected transactions with our Controlling Shareholders or their respective close associates.

Based on the above, our Directors believe that we are able to operate independently of our Controlling Shareholders and their respective close associates.

Financial independence

We have established our own finance department with a team of independent finance staff, who are responsible for financial control, accounting, reporting, group credit and internal control function of our Company, independent from our Controlling Shareholders. We can make financial decisions independently to our business needs. Our Company maintains bank accounts independently and does not share any bank account with our Controlling Shareholders who do not intervene with our use of funds. We have also established an independent internal audit system, a standardised financial and accounting system and a complete financial management system. We have sufficient capital to operate our business independently, and have adequate internal resources and a strong credit profile to support our daily operations. We have access to independent third-party financing and are capable of obtaining such financing without the need to rely on any guarantee or security provided by our Controlling Shareholders or their respective close associates. We will not rely on our Controlling Shareholders for financing after the **[REDACTED]** and we will have sufficient working capital to operate our business independently.

As at 8 June 2026, the dividend of RMB17.2 million declared by our Company to one of our Controlling Shareholders, Kaifeng SOA, had been fully settled.

Based on the above, our Directors are of the view that we are capable of carrying on our business independently from, and do not place undue reliance on, our Controlling Shareholders and their respective close associates upon **[REDACTED]**.

CORPORATE GOVERNANCE MEASURES

Our Directors recognise the importance of good corporate governance to protect the interests of our Shareholders. Our Company would adopt the following corporate governance measures to manage potential conflict of interests between our Group and the Controlling Shareholders and their respective close associates upon **[REDACTED]**:

(i) where a Shareholders' meeting is to be held for considering proposed transactions in which the Controlling Shareholders or any of their respective associates has a material interest, the Controlling Shareholders will not vote on the resolutions and shall not be counted in the quorum in the voting;

(ii) our Company has established internal control mechanisms to identify connected transactions. Upon the **[REDACTED]**, if our Company enters into connected transactions with a Controlling Shareholder or any of its associates, our Company will comply with the applicable **[REDACTED]** Rules;

(iii) the independent non-executive Directors will review, on an annual basis, whether there is any conflict of interests between our Group and the Controlling Shareholders (the "**Annual Review**") and provide impartial and professional advice to protect the interests of our minority Shareholders;

(iv) the Controlling Shareholders will undertake to provide all information necessary, including all relevant financial, operational and market information and any other necessary information as required by the independent non-executive Directors for the Annual Review;

(v) our Company will disclose decisions (with basis) on matters reviewed by the independent non-executive Directors either in its interim reports and annual reports or by way of announcements;

(vi) where our Directors reasonably request the advice of independent professionals, such as financial advisers, the appointment of such independent professionals will be made at our Company's expenses; and

(vii) we have appointed Maxa Capital Limited as our Compliance Adviser to provide advice and guidance to us in respect of compliance with the Listing Rules, including various requirements relating to corporate governance.

Based on the above, our Directors are satisfied that sufficient corporate governance measures have been put in place to manage conflicts of interest between our Group and the Controlling Shareholders, and to protect minority Shareholders' interests after **[REDACTED]**.