

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

A. FURTHER INFORMATION ABOUT OUR COMPANY AND OUR SUBSIDIARIES

1. Incorporation

Our Company was established as a joint stock company in the PRC under the name of Shandong Futian Heavy Industry Co., Ltd. (山東福田重工股份有限公司) on September 17, 2004. As of the Latest Practicable Date, the registered capital of the Company was RMB1,145,762,606.

Our place of business in Hong Kong is at 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong. Our Company has been registered as a non-Hong Kong company under Part 16 of the Companies Ordinance with the Registrar of Companies in Hong Kong on May 13, 2025. Ms. Tsui Ka Yan has been appointed as the authorized representative of our Company for the acceptance of service of process in Hong Kong whose address for service of process is 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong.

As the 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 Appendices IV and V, respectively.

2. Changes in Share Capital

There has been no alteration in the share capital of the Company and its subsidiaries within two years immediately preceding the date of this document.

3. Resolutions of our Shareholders

At the general meeting of the Shareholders held on June 19, 2025, the following resolutions, among other things, were duly passed:

- (a) the issue by the Company of H Shares with a nominal value of RMB1.00 each and such H Shares be [REDACTED] on the Hong Kong Stock Exchange;
- (b) the number of H shares to be [REDACTED] shall be no more than [REDACTED]% of the total issued share capital of our Company as enlarged by the [REDACTED];
- (c) authorization of the Board or its authorized individual to handle all matters relating to, among other things, the [REDACTED], the issue and the [REDACTED] of H Shares on the Hong Kong Stock Exchange; and
- (d) subject to the completion of the [REDACTED], the conditional adoption of the Articles of Association, which shall become effective on the [REDACTED] and the authorization of the Board to amend the Articles of Association in accordance with relevant laws and regulations and upon the request from the Stock Exchange and relevant PRC regulatory authorities.

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B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contracts

The following contracts (not being contracts entered into 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) [REDACTED]

(b) [REDACTED]

2. Intellectual Property Rights

(a) Trademarks

As at the Latest Practicable Date, we had registered the following trademarks which we consider to be or may be material to our business:

No.	Trademark	Place of registration	Rights holder	Category	Registration number	Expiration date
1.		PRC	The Company	7	28167147	June 27, 2029
2.		PRC	The Company	12	28167146	November 27, 2028
3.		PRC	The Company	7	5294121	April 27, 2029
4.		PRC	The Company	12	5300940	April 20, 2029
5.		PRC	The Company	4	19565252	June 13, 2027
6.	谷 神	PRC	The Company	7	1334436	November 13, 2029
7.		PRC	The Company	7	5294111	April 27, 2029
8.		PRC	The Company	12	5300959	April 20, 2029
9.	雷沃欧豹	PRC	The Company	12	5483466	June 6, 2029
10.	雷沃谷神	PRC	The Company	7	5483467	August 20, 2029
11.		PRC	The Company	4	5703322	November 20, 2029
12.		PRC	The Company	12	58756814	May 6, 2032
13.		PRC	The Company	7	58755917	May 27, 2032
14.		PRC	The Company	12	58770926	February 13, 2032
15.		PRC	The Company	7	58768226	April 27, 2032
16.		PRC	The Company	11	9725038	September 6, 2032
17.		PRC	The Company	6	58769067	February 13, 2032
18.		EU	The Company	7,12	16979981	July 13, 2027

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(b) Copyright

As at the Latest Practicable Date, we had registered the following copyrights which we consider to be or may be material to our business:

No.	Copyright	Copyright owner	Registration date	Expiration date
1 . .	Hybrid tractor vehicle control software	The Company	December 27, 2024	Permanent
2 . .	Intelligent self-propelled sprayer precision spraying control software	The Company	June 8, 2022	Permanent
3 . .	High-horsepower tractor vehicle control software	The Company	January 19, 2022	Permanent
4 . .	Tractor control system fault diagnosis software	The Company	January 31, 2024	Permanent
5 . .	Baofeng Golden Wheat Second-hand Machine Trading Platform (Management Terminal) V1.0	The Company	April 19, 2023	April 19, 2073
6 . .	Baofeng Golden Wheat Second-hand Machine Trading Platform (Terminal) V1.0	The Company	March 31, 2023	March 31, 2073

(c) Patents

As of the Latest Practicable Date, we had registered the ownership of and/or had the right to use the following patents which we consider to be or may be material to our business:

No.	Patent Name	Patent owner	Patent Number	Place of registration	Expiration Date
1 . .	Data exchange methods, systems, media and equipment for virtual terminals of agricultural machinery	The Company	2022104250335	PRC	April 21, 2042

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No.	Patent Name	Patent owner	Patent Number	Place of registration	Expiration Date
2 . .	Clutch start control method, device, electronic equipment, medium and tractor	The Company	2022101861996	PRC	February 28, 2042
3 . .	Automatic shift control methods, devices, electronic devices, storage media, and tractor	The Company	2022101715561	PRC	February 24, 2042
4 . .	A kind of power shift control system for tractor and tractor with it	The Company	202411139184X	PRC	August 20, 2044
5 . .	A wet PTO clutch adaptive engagement method, device and tractor	The Company	202411310741X	PRC	September 20, 2044
6 . .	A load sensing system and new energy tractor	The Company	2024112733717	PRC	September 12, 2044
7 . .	A four-segment and multi-mode continuously variable transmission device as well as a tractor	The Company	2024113108056	PRC	September 20, 2044
8 . .	A dual-motor, two-speed electric tractor transmission system and tractor	The Company	2024112753689	PRC	September 12, 2044
9 . .	A tractor power shift transmission system and tractor	The Company	2024113108037	PRC	September 20, 2044

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No.	Patent Name	Patent owner	Patent Number	Place of registration	Expiration Date
10. .	Thermal management systems, agricultural machinery, control methods and storage media	The Company	2024113107994	PRC	September 20, 2044
11. .	Tractor lifter control method, device, storage medium and tractor	The Company	2024113107424	PRC	September 20, 2044
12. .	A vehicle data processing system	The Company	2021116247606	PRC	December 29, 2041
13. .	A signal processing circuit board and a grain loss detection sensor	The Company	202210538364X	PRC	May 17, 2042

3. Domain names

As at the Latest Practicable Date, we owned the following domain names which we consider to be or may be material to our business:

No.	Domain Name	Registered Owner	Registration date	Expiry Date
1 . . .	Lovol.com	Beijing Intelligent Agriculture Technology Center of the Company	May 26, 1999	May 26, 2028

Save as aforesaid, as of the Latest Practicable Date, there were no other trade or service marks, patents, intellectual or industrial property rights which were material in relation to our business.

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C. FURTHER INFORMATION ABOUT OUR DIRECTORS, SENIOR MANAGEMENT AND SUBSTANTIAL SHAREHOLDERS

1. Disclosure of interests of Directors and Chief Executive of the Company

Save as disclosed below, immediately following the completion of the [REDACTED] (assuming that the [REDACTED] is not exercised), so far as our Directors are aware, none of our Directors or chief executive has any interests or short positions in our Shares, underlying Shares and 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 short positions which he or she is 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 recorded 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 Listed Companies contained in the Listing Rules.

(a) Interest in our Company

Name of Director or chief executive	Position	Nature of Interest ⁽¹⁾	Number of Domestic [REDACTED] Shares/H Shares held following completion of the [REDACTED]	Approximate percentage of shareholding in Domestic [REDACTED] Shares/H Shares immediately after the [REDACTED] ⁽²⁾	Approximate percentage of shareholding in the total issued Shares immediately after the [REDACTED] ⁽²⁾
Mr. Wang Guimin . . .	Executive Director and chairman of the Board	Beneficial owner	[REDACTED] Domestic [REDACTED] Shares [REDACTED] H Shares	[REDACTED]% [REDACTED]%	[REDACTED]% [REDACTED]%
Mr. Wang Junwei . . .	Executive Director, chief financial officer and secretary of the Board	Beneficial owner	[REDACTED] Domestic [REDACTED] Shares [REDACTED] H Shares	[REDACTED]% [REDACTED]%	[REDACTED]% [REDACTED]%
Mr. Liu Pengfei . . .	Executive Director		[REDACTED] Domestic [REDACTED] Shares [REDACTED] H Shares	[REDACTED]% [REDACTED]%	[REDACTED]% [REDACTED]%

Notes:

- (1) All interests stated are long position.
- (2) The calculation is based on the total number of [REDACTED] Domestic [REDACTED] Shares in issue, [REDACTED] H Shares to be converted from Domestic [REDACTED] Shares in issue and [REDACTED] H Shares to be issued pursuant to the [REDACTED] (assuming that the [REDACTED] is not exercised).

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2. Disclosure of Interests of Substantial Shareholders

(a) *Interests in our Company*

For information on the persons who will, immediately following the completion of the [REDACTED], having or be deemed or taken to have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or directly or indirectly be 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 our Company, see the section headed “Substantial Shareholders”.

(b) *Interests of the Substantial Shareholders of Other Members of Our Group*

So far as the Directors are aware, the persons (other than our Directors, the chief executive of our Company, and any member of our Group) will, immediately following the completion of the [REDACTED], be interested in 10% or more of the nominal value of any class of share capital carrying the rights to vote in all circumstances at general meetings of the members of our Group (other than our Company):

Our subsidiaries	Name of substantial shareholder	Approximate percentage of interest (%)
Shandong Baoding Agricultural Machinery Testing Co., Ltd. (山東寶鼎農業機械檢測有限公司)	Lovol Heavy Industries Group Co., Ltd. (雷沃重工集團有限公司)	28.57%
Shandong Hechuang Agricultural Equipment Intelligent Technology Co., Ltd. (山東合創農裝智能科技有限公司)	Shandong Wuzheng Group Co., Ltd. (山東五徵集團有限公司)	15%
Yitian Intelligent Agricultural Service (Zouping) Co., Ltd. (易田智慧農業服務(鄒平)有限公司)	Shandong Dongwo Agricultural Services Co., Ltd. (山東東沃農業服務有限公司)	49%
Yitian Intelligent Agricultural Service (Gaomi) Co., Ltd. (易田智慧農業服務(高密)有限公司)	Gaomi Fugao Agricultural Service Co., Ltd. (高密市孚高農業服務有限公司)	45%

3. Service Contracts

We [have entered] into a contract with each of our Directors in respect of, among other things, compliance with the relevant laws and regulations, the Articles of Association and applicable provisions on arbitration.

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Save as disclosed above, we have not entered, and do not propose to enter, into any service contracts with any of our Directors in their respective capacities as Directors (other than contracts expiring or determinable by the employer within one year without any payment of compensation (other than statutory compensation)).

4. Director’s Remuneration

Save as disclosed in the section headed “Directors and Senior Management” and Note 9 to “Appendix I — Accountants’ Report” for the years ended December 31, 2023, 2024 and 2025, none of our Directors received other remunerations or benefits in kind from us.

5. Disclaimers

Saved as disclosed in this Document:

- (a) none of our Directors or any of the parties listed in “— D. Other Information — 4. Qualification of Experts” below is:
 - (i) interested in our promotion, or in any assets which, within the two years immediately preceding the date of this document, have been acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to our Company;
 - (ii) materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to our business;
- (b) save in connection with the [REDACTED] and the [REDACTED], none of the parties listed in “— D. Other Information — 4. Qualification of Experts” below:
 - (i) is interested legally or beneficially in any shares in 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 any securities in any member of our Group;
- (c) none of our Directors or their close associates or any shareholders of our Company who to the knowledge of our Directors owns more than 5% of our issued share capital has any interest in our top five customers or suppliers; and
- (d) none of our Directors is a director or employee of a company that has an interest in the share capital of our Company which, once the H Shares are [REDACTED] on the Stock Exchange, would have to be disclosed pursuant to Divisions 2 and 3 of Part XV of the SFO.

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D. OTHER INFORMATION

1. Estate Duty

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

2. Litigation

So far as our Directors are aware, no litigation or claim of material importance is pending or threatened against any member of our Group.

3. Sole Sponsor

The Sole Sponsor has made an [REDACTED] on our behalf to the [REDACTED] for the [REDACTED] of, and permission to [REDACTED] the H Shares of our Company.

China International Capital Corporation Hong Kong Securities Limited satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules.

China International Capital Corporation Limited (“CICC”), the parent company of China International Capital Corporation Hong Kong Securities Limited (the Sole Sponsor) (“CICCHKS”), acted as the independent financial adviser to Weichai Power in connection with the [REDACTED] and [REDACTED] of the Company’s H Shares pursuant to the Spin-off Rules for Listed Companies (For Trial Implementation) (《上市公司分拆規則(試行)》) and the Trial Measures for the Administration on 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》) promulgated by the CSRC. Notwithstanding the above, considering that (i) the work of the independent financial adviser is a restricted one purely to satisfy the regulatory requirements imposed by the CSRC and the role of financial adviser of CICC is not in conflict with CICCHKS’ role as a sponsor for the [REDACTED] (such work is also in line with that undertaken by other independent financial advisers in similar [REDACTED] cases); and (ii) the fee from the service of independent financial adviser is immaterial, such relationship between CICC and Weichai Power would not be reasonably considered to affect CICCHKS’ independence as sponsor to the Company in performing its duties, and should not reasonably give rise to a perception that CICCHKS’ independence would be so affected under Rule 3A.07(9) of the Listing Rules, and there are no other circumstances affecting CICCHKS’ independence under Rule 3A.07 of the Listing Rules.

Pursuant to the engagement letter entered into between the Company and the Sole Sponsor, we have agreed to pay the Sole Sponsor a fee of RMB6,770,943 to act as the sponsor of our Company in connection with the proposed [REDACTED] on the Hong Kong Stock Exchange.

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4. Qualifications and Consents of Experts

The following experts have each given and have not withdrawn their respective written consents to the issue of this document with copies of their reports, letters, opinions or summaries of opinions (as the case may be) and the references to their names included herein in the form and context in which they are respectively included.

Name	Qualification
China International Capital Corporation Hong Kong Securities Limited	A licensed corporation to conduct Type 1 (dealing in securities), Type 2 (dealing in future contracts), Type 4 (advising on securities), Type 5 (advising on futures contracts) and Type 6 (advising on corporate finance) regulated activities
Ernst & Young	Certified Public Accountants; Public Interest Entity Auditor registered in accordance with the Accounting and Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong Kong)
Commerce & Finance	PRC legal adviser
Frost & Sullivan (Beijing) Inc.	Independent industry consultant

As of the Latest Practicable Date, none of the experts named above has any shareholding interest in our Company or any of our subsidiaries or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

5. Binding Effect

This document shall have the effect, if an [REDACTED] is made in pursuance hereof, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of sections 44A and 44B of the Companies Ordinance so far as applicable.

6. Bilingual Document

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

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7. Promoters

The promoters of the Company are:

No.	Name
1.	Matmark Industrial Group Co., Ltd. (馬特馬克工業集團有限公司)
2.	Weifang Investment Group Co., Ltd. (濰坊市投資集團有限公司)
3.	Qingte Group Co., Ltd. (青特集團有限公司)
4.	Weichai Power
5.	CITIC Electromechanical Cheqiao Co., Ltd. (中信機電車橋有限責任公司)

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

8. Compliance Adviser

Our Company has appointed Rainbow Capital (HK) Limited as its compliance adviser in compliance with Rule 3A.19 of the Listing Rules.

9. Preliminary Expenses

The Company did not incur material preliminary expenses for the purpose of the Listing Rules.

10. No Material Adverse Change

The Directors confirm that there has been no material change in our financial or trading position since December 31, 2025.

11. Miscellaneous

- (a) Save as disclosed in “Changes in Share Capital” above, within the two years immediately preceding the date of this document:
 - (i) no share or loan capital or debenture of our Company or any of our subsidiaries has been issued or agreed to be issued or is proposed to be issued for cash or as fully or partly paid other than in cash or otherwise;

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- (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; and
 - (iii) no commissions, discounts, brokerages or other special terms have been granted or agreed to be granted in connection with the issue or sale of any share or loan capital of our Company or any of our subsidiaries.
- (b) There are no founder, management or deferred shares nor any debentures in our Company or any of our subsidiaries.
- (c) There are no share or loan capital or debenture of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option.
- (d) Save as disclosed in this document, 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 its subsidiaries by our Company for subscribing or agreeing to subscribe, or procuring or agreeing to procure subscriptions, for any shares in or debentures of our Company or any of our subsidiaries.
- (e) Save as disclosed in the paragraph headed “B. Further Information about our Business — 1. Summary of Material Contracts” in this section, none of our Directors or proposed Directors or experts (as named in this document), have any interest, direct or indirect, 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. Save as disclosed in this document, no equity or debt securities of any company within our Group is presently [REDACTED] on any stock exchange or traded on any [REDACTED] system nor is any [REDACTED] or permission to deal being or proposed to be sought.
- (f) Our Company has no outstanding convertible debt securities or debentures.
- (g) There is no arrangement under which future dividends are waived or agreed to be waived.
- (h) 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.