In preparation for the [**REDACTED**], our Company has sought and [has been granted] the following waivers from strict compliance with the relevant provisions of the Listing Rules.

WAIVER IN RELATION TO MANAGEMENT PRESENCE IN HONG KONG

Pursuant to Rule 8.12 and Rule 19A.15 of the Listing Rules, we must have a sufficient management presence in Hong Kong. This normally means that at least two of our executive Directors must be ordinarily resident in Hong Kong. Such requirement may be waived on a case-by-case basis taking into account the applicant's arrangements for maintaining regular communication with the Stock Exchange.

Our management, business operations and assets are primarily located outside Hong Kong. The principal management headquarters of our Group are primarily based in the PRC. Our Company considers that our Group's management is best able to attend to its functions by being based in the PRC. None of our executive Directors is or will be ordinarily resident in Hong Kong after the [**REDACTED**] of our Company. Our Directors consider that relocation of our executive Directors to Hong Kong will be burdensome and costly for our Company, and it may not be in the best interests of our Company and our Shareholders as a whole to appoint additional executive Directors who are ordinarily resident in Hong Kong. As such, we do not have, and for the foreseeable future will not have, sufficient management presence in Hong Kong for the purpose of satisfying the requirements under Rule 8.12 and Rule 19A.15 of the Listing Rules.

Accordingly, we have applied to the Stock Exchange for, and the Stock Exchange [has granted] us, a waiver from strict compliance with the requirements under Rule 8.12 and Rule 19A.15 of the Listing Rules, provided that our Company implements the following arrangements:

(1) we have appointed two authorized representatives pursuant to Rule 3.05 of the Listing Rules, who will act as our principal channel of communication with the Stock Exchange. The two authorized representatives appointed are Ms. Yu Jinrui (余錦瑞), an executive Director, and Ms. Lau Chun Yan (劉俊欣) ("**Ms. Lau**"), a joint company secretary. Ms. Lau is situated and based in Hong Kong. Each of our authorized representatives will be available to meet with the Stock Exchange in Hong Kong within a reasonable time frame upon the request of the Stock Exchange and will be readily contactable by telephone facsimile and email;

(2) as and when the Stock Exchange wishes to contact our Directors on any matters, each of our authorized representatives has the means to contact all of our Directors (including the independent non-executive Directors) promptly at all times;

(3) although our executive Directors are not ordinary residents in Hong Kong, each of our Directors possesses or can apply for valid travel documents to visit Hong Kong and is able to meet with the Stock Exchange within a reasonable period of time, when required;

(4) we have appointed VBG Capital Limited ("**VBG**") as our compliance adviser, pursuant to Rule 3A.19 of the Listing Rules, who will have access at all times to our authorized representatives, Directors and senior management, and will act as an additional channel of communication between the Stock Exchange and us; and

(5) we have provided the Stock Exchange with the contact details of each Director (including their respective mobile phone number, office phone number, e-mail address and fax number).

Our Company will inform the Stock Exchange as soon as practicable in respect of any change in the authorized representatives, the Directors and/or the compliance adviser in accordance with the Listing Rules.

JOINT COMPANY SECRETARIES

Pursuant to Rules 3.28 and 8.17 of the Listing Rules, our company secretary must be an individual who by virtue of his or her academic or professional qualifications or relevant experience is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary. Note 1 to Rule 3.28 of the Listing Rules provides that the Stock Exchange considers the following academic or professional qualifications to be acceptable: (a) a member of The Hong Kong Chartered Governance Institute; (b) a solicitor or barrister as defined in the Legal Practitioners Ordinance (Chapter 159 of the Laws of Hong Kong); and (c) a certified public accountant as defined in the Professional Accountants Ordinance (Chapter 50 of the Laws of Hong Kong).

Note 2 to Rule 3.28 of the Listing Rules further provides that the Stock Exchange considers the following factors in assessing the "relevant experience" of the individual: (a) length of employment with the issuer and other issuers and the roles he/she played; (b) familiarity with the Listing Rules and other relevant laws and regulations; (c) relevant training taken and/or to be taken in addition to the minimum requirement under Rule 3.29 of the Listing Rules (i.e. 15 hours per financial year); and (d) professional qualifications in other jurisdictions.

As our Company has principal business activities primarily outside Hong Kong, we have appointed Mr. Lin Jianfeng (林建鋒) ("**Mr. Lin**"), our chief financial officer and secretary of the Board, as one of our joint company secretaries, considering his past working experiences within our Group and his thorough understanding of our internal administration, business operations and corporate culture. As such, although Mr. Lin does not possess the acceptable qualification and relevant experience strictly required by Rule 3.28 of the Listing Rules, our Directors believe that Mr. Lin is capable of discharging the functions of a joint company secretary with the assistance of Ms. Lau, who meets the requirements under Rule 3.28 of the Listing Rules and has been appointed to act as the other joint company secretary and to assist Mr. Lin in the compliance matters for the [**REDACTED**] as well as other Hong Kong regulatory requirements for an initial period of three years from the [**REDACTED**]. Over such period, we will implement the following measures to assist Mr. Lin to satisfy the requisite qualifications as prescribed in Rules 3.28 and 8.17 of the Listing Rules:

(a) Ms. Lau will assist Mr. Lin so as to enable him to discharge his duties and responsibilities as a joint company secretary. Given Ms. Lau's relevant experiences, she will be able to advise both Mr. Lin and us on the relevant requirements of the Listing Rules as well as other applicable laws and regulations of Hong Kong;

(b) Mr. Lin will be assisted by Ms. Lau for an initial period of three years commencing from the [**REDACTED**], which should be sufficient for him to acquire the requisite knowledge and experience under Rule 3.28 of the Listing Rules;

(c) we will ensure that Mr. Lin has access to the relevant trainings and support to enable him to familiarize himself with the Listing Rules and the duties required of a company secretary of an issuer, and Mr. Lin has undertaken to attend such trainings;

(d) Ms. Lau will communicate with Mr. Lin on a regular basis regarding matters in relation to corporate governance, the Listing Rules as well as other applicable laws and regulations of Hong Kong which are relevant to our operations and affairs. Ms. Lau will work closely with, and provide assistance to Mr. Lin with a view to discharging his duties and responsibilities as a company secretary, including but not limited to organizing the Board meetings and Shareholders' meetings; and

(e) pursuant to Rule 3.29 of the Listing Rules, Ms. Lau and Mr. Lin will also attend in each financial year no less than 15 hours of relevant professional training courses to familiarize themselves with the requirements of the Listing Rules and other legal and regulatory requirements of Hong Kong. Both Ms. Lau and Mr. Lin will be advised by our legal advisers as to Hong Kong laws and our compliance adviser as and when appropriate and required.

Accordingly, we have applied for, and the Stock Exchange [has granted] us, a waiver from strict compliance with the requirements of Rules 3.28 and 8.17 of the Listing Rules, for an initial period of three years from the [**REDACTED**] (the "**Waiver Period**"). Pursuant to paragraph 13 under Chapter 3.10 of the Guide for New Listing Applicants, the waiver is granted on the conditions: (1) our Company appoints Ms. Lau, who meets the requirements under Note 1 to Rule 3.28 of the Listing Rules, as a joint company secretary, to assist Mr. Lin in discharging his functions as a joint company secretary and in gaining the relevant experience as required under Rule 3.28 of the Listing Rules; and (ii) the waiver will be revoked immediately if Ms. Lau, during the three-year period, ceases to provide assistance to Mr. Lin, or if there are material breaches of the Listing Rules by our Company. Before the end of the three-year period, we will conduct a further evaluation of the qualification and experience of Mr. Lin to determine whether the requirements as stipulated in Rules 3.28 and 8.17 of the Listing Rules can be satisfied, and we will demonstrate to and seek the Stock Exchange's confirmation that Mr. Lin, having had the benefit of Ms. Lau's assistance for three years, has acquired the relevant experience within the meaning of Note 2 to Rule 3.28 of the Listing Rules so that a further waiver would not be necessary. For more details of Ms. Lau and Mr. Lin's biographies, please see the section headed "Directors and Senior Management".

WAIVER IN RESPECT OF CONTINUING CONNECTED TRANSACTIONS

We have entered into certain transactions which will constitute continuing connected transactions under the Listing Rules following the [**REDACTED**]. We have applied to the Stock Exchange for, and the Stock Exchange [has granted], a waiver from strict compliance with the announcement requirements as set out in Chapter 14A of the Listing Rules. Please see "Connected Transactions" in this document for further information of such continuing connected transaction and corresponding waiver.

WAIVER IN RESPECT OF POST-TRACK RECORD PERIOD ACQUISITIONS

Rules 4.04(2) and 4.04(4)(a) of the Listing Rules require that the new applicant include in its accountants' report the income statements and balance sheet, respectively, of any business or subsidiary acquired, agreed to be acquired or proposed to be acquired, since the date to which the latest audited financial statements of the issuer have been made up, in respect of each of the three financial years immediately preceding the [**REDACTED**] of the [**REDACTED**] document, or in respect of each of the financial years since commencement of such business or the incorporation or other establishment of such subsidiary (as the case may be) if this occurred less than three years prior to such [**REDACTED**] or such shorter period as may be acceptable to the Stock Exchange. For the purpose of Rules 4.04(2) and 4.04(4) of the Listing Rules, "acquisition of business" includes acquisition of associates and any equity interest in another company.

Investment of Majority Interest in Shanxi Lugang

After the end of Track Record Period, on January 30, 2026, our Company entered into a share transfer agreement with Suqi Group Co., Ltd.* (蘇汽集團有限公司) to acquire 55% of equity interest in Shanxi Lugang Xinruili Auto Parts Co., Ltd.* (山西陸港新瑞立汽配有限公司) (the "**Shanxi Lugang**") (previously known as Shanxi Longjie Automobile Service Co., Ltd.* (山西龍捷汽車服務有限公司)), a joint stock company established in the PRC, at a total consideration of RMB4,513,358.78 (the "**Shanxi Lugang Acquisition**"). Such consideration was based on arm's length negotiations between the parties, with reference to, among others, the audit results of Shanxi Lugang. The consideration was fully settled on February 25, 2026. To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, as at the Latest Practicable Date, the remaining 45% equity interest in Shanxi Lugang is held by Shanxi Automobile Transportation Group Co., Ltd.* (山西汽車運輸集團有限公司) ("**Shanxi Automobile**"), an independent third party.

Shanxi Lugang is principally engaged in the wholesale and retail sale of automobile spare parts within mainland China. We believe that the acquisition of a majority interest in Shanxi Lugang would will help diversify our sales channels, deepen our cooperation with Shanxi Automobile, and drive up our overall sales volume. Our Directors believe that the terms of the investment of majority equity in Shanxi Lugang are fair and reasonable and in the interests of the Shareholders as a whole.

Pursuant to the audited financial statements of Shanxi Lugang, as at December 31, 2025, its total assets amounted to RMB7,705,697.62; it recorded annual revenue of approximately RMB9,677,273.41 and profit before tax of approximately RMB53,650.93 for the year ended December 31, 2025.

Conditions to the waiver granted by the Stock Exchange

We have applied to the Hong Kong Stock Exchange for, and the Stock Exchange [has granted], a waiver from strict compliance with Rule 4.04(2) and 4.04(4) of the Listing Rules in respect of Shanxi Lugang Acquisition on the following grounds:

1. The applicable percentage ratios of the Shanxi Lugang Acquisition are less than 5% by reference to the most recent financial year of the Company's Track Record Period

The applicable percentage ratios for the Shanxi Lugang Acquisition are less than 5% by reference to the most recent financial year of the Company's Track Record Period. Accordingly, we consider that the Shanxi Lugang Acquisition is immaterial and will not have any material effect on the financial condition of the Group.

2. The historical financial information of Shanxi Lugang would be unduly burdensome to obtain or prepare

Although we have acquired 55% equity interests in Shanxi Lugang and obtained control over it, the completion date of the Shanxi Lugang Acquisition falls very close to the Latest Practicable Date. Given the extremely tight timeline between transaction completion and the Latest Practicable Date, we have not been afforded sufficient time to procure complete historical financial information of Shanxi Lugang. Correspondingly, our reporting accountants also lack adequate time to conduct comprehensive audit procedures covering Shanxi Lugang. In light of the foregoing constraints, we are unable to: (i) secure full access to complete historical financial information of Shanxi Lugang for our reporting accountants; (ii) arrange sufficient due diligence sessions for our reporting accountants to fully understand Shanxi Lugang's management framework and accounting policies; and (iii) collate all requisite financial statements and supporting documentation required for document disclosure. Accordingly, disclosing the audited financial information of Shanxi Lugang in this document in compliance with Rule 4.04(2) and Rule 4.04(4)(a) of the Listing Rules would be impracticable and impose an excessive administrative burden on us.

In addition, considering that the Shanxi Lugang Acquisition is immaterial and is not expected to have any material effect on the financial condition of the Group, it would not be meaningful and would be unduly burdensome for us to prepare and include the financial information of Shanxi Lugang during the Track Record Period in this document.

3. Alternative disclosure in this document

We have provided alternative information in this document in connection with the Shanxi Lugang Acquisition required for the announcement of a discloseable transaction under Rules 14.58 and 14.60 of the Listing Rules including, among other things, (i) reasons for Shanxi Lugang Acquisition, (ii) details of the acquisition and the description of Shanxi Lugang's principal businesses, (iii) the recent financials of Shanxi Lugang. Since the applicable percentage ratios for the Shanxi Lugang Acquisition are significantly less than 5% by reference to the most recent financial year of the Company's Track Record Period, the Company believes that the current disclosure in this document is adequate for [**REDACTED**] to form an informed assessment of the Group.