

APPENDIX VI

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1. FURTHER INFORMATION ABOUT OUR COMPANY

A. Incorporation

The predecessor of our Company, Beijing Shengwei Nanling Information Technology Co., Ltd. (北京盛威南凌信息科技有限公司), was established as a limited liability company in the PRC on September 28, 2012. In 2016, we were renamed as Beijing Shengwei Times Technology Co., Ltd. (北京盛威時代科技有限公司), and in 2019, we were renamed as Shengwei Times Technology Group Limited (盛威時代科技集團有限公司). On September 26, 2022, we were converted into a joint stock limited liability company and renamed as Shengwei Times Technology Co., Ltd. (盛威時代科技股份有限公司) under the laws of the PRC. Our registered office is located at 4/F, No. 3 Building, No. 1 Courtyard, Shangdi East Road, Haidian District, Beijing, PRC.

We have established a place of business in Hong Kong at 40th Floor, Dah Sing Financial Centre, No. 248 Queen’s Road East, Wanchai, Hong Kong and were registered with the Registrar of Companies in Hong Kong as a non-Hong Kong company under Part 16 of the Companies Ordinance on November 20, 2024. Ms. AU Wai Ching (區慧晶女士) has been appointed as the authorised representative of our Company for the acceptance of service of process and notices on behalf of our Company in Hong Kong. The address for service of process on our Company in Hong Kong is the same as our principal place of business in Hong Kong as set out above.

As our Company was established in the PRC, we are subject to relevant laws and regulations of the PRC. A summary of the relevant aspects of laws and regulations of the PRC and our Articles of Association is set out in Appendices V and VI to this document respectively.

B. Changes in the Share Capital of Our Company

On September 28, 2012, our Company was established as a limited liability company with a registered capital of RMB1,000,000. On September 26, 2022, our Company was converted into a joint stock company with limited liability. As of the Latest Practicable Date, our registered share capital was RMB69,205,066. Saved as disclosed in section headed “History, Development and Corporate Structure — Corporate Development of Our Group — Share Transfer in November 2024”, there has been no change to our Company’s registered capital in the last two years up to the Latest Practicable Date.

Upon completion of the [REDACTED], but without taking into account any H Shares which may be issued pursuant to the exercise of the [REDACTED], our registered capital will be increased to approximately RMB[REDACTED], comprising [REDACTED] and [REDACTED] fully paid up or credited as fully paid up, representing [REDACTED]% and [REDACTED]% of our registered capital, respectively.

C. Shareholders’ Resolutions

Pursuant to the Shareholders’ meeting held on November 7, 2024, the following resolutions, among others, were duly passed:

- (a) the [REDACTED] by our Company of H Shares of 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] before the exercise of the [REDACTED] shall not be more than 25% of the total issued share capital of our Company as enlarged by the [REDACTED], and granting the [REDACTED] the [REDACTED] of no more than 15% of the number of H Shares issued pursuant to the [REDACTED];

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- (c) subject to the completion of the [REDACTED], the conditional adoption of the Articles of Association, which shall become effective on [REDACTED], the authorization to the Board and its authorized person(s) to amend the Articles of Association in accordance with the requirements of the relevant laws and regulations, the Listing Rules and the actual situation of the Company; and
- (d) authorisation of the Board and its authorised persons to handle all matters relating to, among other things, the [REDACTED], the [REDACTED] and [REDACTED] of the H Shares.

D. Further Information About Our Subsidiaries

The list of our principal subsidiaries is set out in the section headed “History, Development and Corporate Structure — Principal Subsidiaries and Operating Entities” in this document. Save as disclosed below, there has been no alteration in the share capital of any of our Principal Subsidiaries within the two years immediately preceding the date of this document.

(a) *Beijing Hongbo*

On September 4, 2024, Tianjin Yilian Haoyue Technology Partnership (Limited Partnership) (天津易聯皓月科技合夥企業(有限合夥)) agreed to transfer 20% of equity interest in Beijing Hongbo, representing RMB2,200,000 of registered capital of Beijing Hongbo, to Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司) (an Independent Third Party).

2. FURTHER INFORMATION ABOUT OUR BUSINESS

A. Summary of Our Material Contracts

We have entered into the following contracts (not being contracts entered into in the ordinary course of business) within two years preceding the date of this document, which are or may be material and a copy of each has been delivered to the Registrar of Companies in Hong Kong for registration:

- (a) the [REDACTED].

B. Our Intellectual Property Rights

As of the Latest Practicable Date, our Company has registered the following intellectual property rights, which are material in relation to our Company’s business.

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Trademarks

As of the Latest Practicable Date, we have registered the following trademarks, which we consider to be material in relation to our business:

No.	Trademark registered	Owner	Place of registration	Registration No.	Class ⁽¹⁾	Validity Period
1 . . .		Our Company	PRC	21575654	9	November 28, 2017 – November 27, 2027
2 . . .		Our Company	PRC	21575753	35	November 28, 2017 – November 27, 2027
3 . . .		Our Company	PRC	21575846	39	November 28, 2017 – November 27, 2027
4 . . .		Our Company	PRC	21575872	42	November 28, 2017 – November 27, 2027
5 . . .		Our Company	PRC	21575720	9	November 28, 2017 – November 27, 2027
6 . . .		Our Company	PRC	21575822	39	November 28, 2017 – November 27, 2027
7 . . .		Our Company	PRC	21575892	42	November 28, 2017 – November 27, 2027
8 . . .		Our Company	PRC	21575733A	35	February 28, 2018 – February 27, 2028
9 . . .		Our Company	PRC	24048424	39	May 7, 2018 – May 6, 2028
10. . .		Our Company	PRC	24048432	42	May 7, 2018 – May 6, 2028
11. . .		Our Company	PRC	24049578	35	May 7, 2018 – May 6, 2028
12. . .		Our Company	PRC	24055637	39	May 7, 2018 – May 6, 2028

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No.	Trademark registered	Owner	Place of registration	Registration No.	Class ⁽¹⁾	Validity Period
13. . .		Our Company	PRC	24055608	36	May 14, 2018 – May 13, 2028
14. . .		Our Company	PRC	24053235	35	May 21, 2018 – May 20, 2028
15. . .		Our Company	PRC	24053242	36	June 7, 2018 – June 6, 2028
16. . .		Our Company	PRC	24051759	9	July 14, 2018 – July 13, 2028
17. . .		Our Company	PRC	24051757	9	July 14, 2018 – July 13, 2028
18. . .		Our Company	PRC	37828922	9	January 7, 2020 – January 6, 2030
19. . .		Our Company	PRC	37822488	35	January 7, 2020 – January 6, 2030
20. . .		Our Company	PRC	37814975	36	January 7, 2020 – January 6, 2030
21. . .		Our Company	PRC	37809509	39	January 7, 2020 – January 6, 2030
22. . .		Our Company	PRC	37822405	42	January 7, 2020 – January 6, 2030
23. . .		Our Company	PRC	40928267	9	August 14, 2020 – August 13, 2030
24. . .		Our Company	PRC	41458887	9	October 21, 2020 – October 20, 2030
25. . .		Our Company	PRC	44243038	39	November 7, 2020 – November 6, 2030

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No.	Trademark registered	Owner	Place of registration	Registration No.	Class ⁽¹⁾	Validity Period
26. . .		Our Company	PRC	51353090	39	August 7, 2021 – August 6, 2031
27. . .		Our Company	PRC	51321163	42	August 7, 2021 – August 6, 2031
28. . .		Our Company	PRC	51340609	42	August 14, 2021 – August 13, 2031
29. . .		Our Company	PRC	51333635	39	August 28, 2021 – August 27, 2031
30. . .		Our Company	PRC	53964994	42	September 21, 2021 – September 20, 2031
31. . .		Our Company	PRC	55351704	39	November 14, 2021 – November 13, 2031
32. . .		Our Company	PRC	55343279	39	November 21, 2021 – November 20, 2031
33. . .		Our Company	PRC	55367497	42	March 21, 2022 – March 20, 2032
34. . .		Our Company	PRC	61206806	39	June 7, 2022 – June 6, 2032
35. . .		Our Company	PRC	61214554	42	June 7, 2022 – June 6, 2032
36. . .		Our Company	PRC	70911921	9	October 14, 2023 – October 13, 2033
37. . .		Our Company	PRC	70916408	35	October 14, 2023 – October 13, 2033
38. . .		Our Company	PRC	70926783	39	October 14, 2023 – October 13, 2033
39. . .		Our Company	PRC	70911188	42	October 14, 2023 – October 13, 2033

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No.	Trademark registered	Owner	Place of registration	Registration No.	Class ⁽¹⁾	Validity Period
40 . . .		Our Company	PRC	70899896	9	October 14, 2023 – October 13, 2033
41 . . .		Our Company	PRC	70910793	39	October 21, 2023 – October 20, 2033
42 . . .	A  B 	Our Company	Hong Kong	306657968	9, 39, 42, 43	September 3, 2024 – September 2, 2034
43 . . .	A  B  C  D 	Our Company	Hong Kong	306657977AA	9, 42	September 3, 2024 – September 2, 2034
44 . . .	A  B  C  D 	Our Company	Hong Kong	306657977AB	39, 43	September 3, 2024 – September 2, 2034

(1) The class number represents the specifications of products or services that have already been registered. Detailed specifications of products or services represented by that class number are set out in the relevant registration certificates.

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Domain names

As of the Latest Practicable Date, we have registered or been authorised to use the following domain names which we consider to be material in relation to our business:

No.	Domain name	Registered Owner	Website Registration Number	Registration Date	Expiry Date
1. . .	chuxing365.com	Our Company	Jing ICP Bei No. 13034942-9 (京 ICP 備13034942 號-9)	March 1, 2019	March 1, 2027
2. . .	bus365.com	Our Company	Jing ICP Bei No. 13034942-1 (京 ICP 備13034942 號-1)	March 24, 2012	March 24, 2028
3. . .	bbkbd.cn	Hengsheng Changyun	Zhe ICP Bei No. 15036586-2 (浙 ICP 備15036586 號-2)	April 16, 2019	April 16, 2027

Patents

As of the Latest Practicable Date, we have registered the following patents in the PRC, which we consider to be material to the business of our Group:

No.	Name of Patent	Patentee	Patent Number	Category	Application Date
1. . . .	A method of recommending routes for ticket purchase based on historical data of users (一種基於用戶歷史數據的車票購買線路推薦方法)	Our Company	ZL201910379698.5	Invention	May 6, 2019
2. . . .	A method of processing enquiry of road passenger transport information based on Internet of Things technology (基於物聯網技術的道路客運售票信息查詢處理方法)	Our Company	ZL202010648150.9	Invention	July 7, 2020
3. . . .	An application method of passenger travel analysis based on cloud computing technology (基於雲計算技術的旅客出行分析應用方法)	Our Company	ZL202010647109.X	Invention	July 7, 2020

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No.	Name of Patent	Patentee	Patent Number	Category	Application Date
4. . . .	A method of temporary redeployment of transport resources based on cloud computing technology (基於雲計算技術對交通資源進行臨時調配的方法)	Our Company	ZL202010648147.7	Invention	July 7, 2020
5. . . .	Ticket inspection processing method based on Internet of Things technology (基於物聯網技術的檢票處理方法)	Our Company	ZL202010692177.8	Invention	July 17, 2020
6. . . .	An intelligent management method of online ride hailing (智能化的網約車管理方法)	Our Company	ZL202010692153.2	Invention	July 17, 2020
7. . . .	Method to deploy transport resources based on cloud computing technology (基於雲計算技術對交通資源進行配置的方法)	Our Company	ZL202010719227.7	Invention	July 23, 2020
8. . . .	Method to deploy online ride hailing based on cloud computing technology (基於雲計算技術對網約車進行調配的方法)	Our Company	ZL202010719211.6	Invention	July 23, 2020
9. . . .	A route-optimizing matching method, electronic device and storage medium (一種路徑順路的匹配方法、電子設備和存儲介質)	Our Company	ZL202010918439.8	Invention	September 4, 2020
10. . .	A method and device, computing facility and storage medium for planning driving routes (一種行駛路線規劃的方法及裝置、計算設備和存儲介質)	Our Company	ZL202011114841.7	Invention	October 19, 2020
11. . .	A method and device for intelligent deployment of sites and vehicles (一種站點車輛智能調度方法及裝置)	Our Company	ZL202011573567.X	Invention	December 28, 2020

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No.	Name of Patent	Patentee	Patent Number	Category	Application Date
12. . .	A method, system, device and storage medium for automatic station announcement and intelligent ticketing coordination (自動報站和智能售票聯動方法、系統、設備及存儲介質)	Our Company	ZL202110568553.7	Invention	May 25, 2021
13. . .	A method, device, facility, medium and product for data transfer (一種數據傳輸方法、裝置、設備、介質和產品)	Our Company	ZL202111118794.8	Invention	September 24, 2021
14. . .	Real-time collection method, server and customer end for system operation information (系統運行信息實時採集方法、服務器及客戶端)	Our Company	ZL202111608260.3	Invention	December 27, 2021

Software Copyrights

As of the Latest Practicable Date, our Group had registered the following software copyrights which we consider to be material to our Group’s business:

No.	Name of Software	Registered Owner	Registration Number	Development Completion Date
1. . .	Road Passenger Transport Integrated Travel Service Platform Software V2.0 (道路客運綜合出行服務平台軟件V2.0)	Henan Shengwei	2022SR1544236	July 12, 2022
2. . .	Road Passenger Network Ticketing Big Data Platform V5.8 (道路客運聯網售票大數據平台V5.8)	Our Company	2022SR0456703	May 15, 2021
3. . .	Comprehensive Travel Big Data Analysis Platform V1.0 (綜合出行大數據分析平台V1.0)	Our Company	2021SR1266131	May 31, 2021
4. . .	Shengwei Passenger Network Ticketing Comprehensive Information Platform V2.0 (盛威客運聯網售票綜合信息平台V2.0)	Our Company	2016SR125124	March 1, 2016
5. . .	Shengwei Times Customized Passenger Transportation System V5.0 (盛威時代定制客運系統V5.0)	Our Company	2022SR0456770	May 12, 2021
6. . .	Shengwei Times Keyunda Enterprise Management System V1.0 (盛威時代客運達企業管理系統V1.0)	Our Company	2020SR0887838	April 20, 2020

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No.	Name of Software	Registered Owner	Registration Number	Development Completion Date
7. . .	Shengwei Times CloudStation Information Management System V2.0 (盛威時代雲站務信息管理系統V2.0)	Our Company	2022SR0596492	March 20, 2019
8. . .	Shengwei Intelligent Station Management System V5.5 (盛威智慧站務管理系統V5.5)	Our Company	2019SR0093318	October 20, 2018
9. . .	Provincial Clearing and Settlement Management System V2.6 (省級清分結算管理系統V2.6)	Our Company	2023SR1247086	November 17, 2022
10. .	Shengwei Electronic Ticketing Diversified Ticketing Website System V4.0 (盛威電子客票多元化售票網站系統V4.0)	Our Company	2023SR1256800	November 17, 2022
11. .	Shengwei Times Electronic Invoice Management System V1.0 (盛威時代電子發票管理系統V1.0)	Our Company	2022SR0634809	June 15, 2019
12. . .	Shengwei Times Interline Transportation Management System V1.0 (盛威時代聯程運輸管理系統V1.0)	Our Company	2024SR1834316	April 2, 2024
13. . .	Tourism Content Management System V1.0 (旅遊內容管理系統V1.0)	Our Company	2025SR1229832	February 1, 2025
14. .	Real-name Ticketing System V2.0 (實名制售檢票系統V2.0)	Hengsheng Changyun	2023SR0241845	January 31, 2022
15. . .	Keyunda Security Management System V1.0 (客運達安全管理系統V1.0)	Henan Shengwei	2024SR1854682	September 30, 2024
16. .	Transportation Enterprise Small Package Express Information Management Platform V3.0 (運輸企業小件快遞信息管理平台V3.0)	Henan Shengwei	2022SR1544211	July 12, 2022
17. .	Smart Tourism Big Data Platform V2.0 (智慧旅遊大數據平台V2.0)	Henan Shengwei	2021SR1110506	March 5, 2021
18. .	365 Ride-hailing Car Owner Platform V2.0 (365約車車主端平台V2.0)	Shengzhi Yilian	2019SR0716428	March 13, 2019
19. .	Aggregated Travel Passenger-side Software V1.1 (聚合出行乘客端軟件V1.1)	Shengzhi Yilian	2020SR1196244	April 15, 2020
20. .	Aggregated Travel Management System V1.1 (聚合出行管理系統V1.1)	Shengzhi Yilian	2020SR1195899	February 1, 2019
21. .	Customer Service Work Order Management System V1.1 (客服工單管理系統V1.1)	Shengzhi Yilian	2020SR1197353	February 1, 2019
22. .	Shengzhi Yilian Car Owner Software V1.1.0 (盛智易聯車主軟件V1.1.0)	Shengzhi Yilian	2022SRE030931	June 24, 2022
23. .	Data Statistics System V1.1 (數據統計系統V1.1)	Shengzhi Yilian	2020SR1197358	February 1, 2019

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No.	Name of Software	Registered Owner	Registration Number	Development Completion Date
24.	Driver Management System V1.1 (司機管理系統V1.1)	Shengzhi Yilian	2020SR1197363	February 1, 2019
25.	Peer Dispatching System V1.1 (同行派單系統V1.1)	Shengzhi Yilian	2020SR1196277	March 1, 2019

3. FURTHER INFORMATION ABOUT OUR DIRECTORS

A. Particulars of Directors’ Service Contracts and Appointment Letters

Each of the Directors entered into a service contract or appointment letter with our Company. The principal particulars of these service contracts comprise (a) the term of the service, subject to termination in accordance with their respective term; and (b) a dispute resolution provision. The principal particulars of these appointment letters comprise the term of the service. The service contracts and appointment letters may be renewed in accordance with our Articles of Association and the applicable laws, rules and regulations from time to time.

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

B. Remuneration of Directors

Save as disclosed in the section headed “Directors and Senior Management” and Note 8. Directors’ Emoluments to the Accountants’ Report in Appendix I to this document for the three years ended December 31, 2023, 2024, 2025 and the four months ended April 30, 2026, none of our Directors received other remunerations or benefits in kind from us.

4. DISCLOSURE OF INTERESTS

A. Disclosure of Interests of Directors

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 has any interest and/or short position in our 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 to be notified to our Company, once the Shares are [REDACTED] on the Hong Kong Stock Exchange.

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

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Name	Position	Nature of Interest	Number of Shares	Approximate percentage of shareholding in the total share capital of our Group immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised) ⁽²⁾
				(%)
Mr. Jiang ⁽³⁾	Executive Director, chairman of the Board	Beneficial owner/ Interest of controlled corporation/ Interest held jointly with other persons	[REDACTED] Unlisted Shares	[REDACTED]%

Notes:

- (1) All interests are long positions.
- (2) The calculation is based on the total number of [REDACTED] Unlisted Shares and [REDACTED] H Shares in issue immediately following completion of the [REDACTED] (assuming the [REDACTED] is not exercised).
- (3) For details, see section headed “Substantial Shareholders” in this document.

B. Disclosure of Interests of Substantial Shareholders

Save as disclosed below and in the section headed “Substantial Shareholders” in this document, immediately following the completion of the [REDACTED], our Directors are not aware of any person (other than our Directors or chief executive of our Company) who will have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to us and the Hong Kong 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 the rights to vote in all circumstances at general meetings of any other members of our Group.

Interests of substantial shareholders in members of our Group (excluding our Company)

Our subsidiaries	Registered capital	Name of substantial shareholder	Approximate percentage of shareholding (%)
Beijing Hongbo	RMB11,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
Hengsheng Changyun	RMB32,727,273	Zhejiang Changyun	33.4583%
Shanxi Changjie Transportation Technology Co., Ltd. (山西暢捷交通科技有限公司)	RMB10,000,000	Shanxi Vehicle Transportation Group Co., Ltd. (山西汽車運輸集團有限公司)	22.95%
		Taiyuan Jihaoan Technology Partnership (Limited Partnership) (太原吉浩安科技合夥企業(有限合夥))	22.05%

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Our subsidiaries	Registered capital	Name of substantial shareholder	Approximate percentage of shareholding (%)
Changxing (Dalian) City Operation Technology Co., Ltd. (暢行(大連)城市運營科技有限公司)	RMB2,000,000	Liaoning Zhongheng Shengtong Technology Co., Ltd. (遼寧中恒盛通科技有限公司)	20%
		Harbin Qianjing Electronics Equipment Co., Ltd. (哈爾濱乾景電力設備有限公司)	15%
Changxing (Yichang) City Operation Service Co., Ltd. (暢行(宜昌)城市運營服務有限公司)	RMB2,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
		Liaoning Zhongheng Shengtong Technology Co., Ltd. (遼寧中恒盛通科技有限公司)	20%
Changyou (Huanggang) City Operation Service Co., Ltd. (暢游(黃岡)城市運營服務有限公司)	RMB2,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
		Liaoning Zhongheng Shengtong Technology Co., Ltd. (遼寧中恒盛通科技有限公司)	20%
Changyou (Dali) City Operation Service Co., Ltd. (暢游(大理)城市運營服務有限公司)	RMB2,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	40%
Changyou (Linfen) City Operation Service Co., Ltd. (暢游(臨汾)城市運營服務有限公司)	RMB2,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	25%
		Linfen Mingdian Xinyu Culture Technology Co., Ltd. (臨汾市名典新語文化科技有限公司)	15%
Changyou (Shangqiu) City Operation Service Co., Ltd. (暢游(商丘)城市運營服務有限公司)	RMB2,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	25%
		Henan Baichang City Operation Service Co., Ltd. (河南百暢城市運營服務有限公司)	15%
Changyou (Hubei) City Operation Service Co., Ltd. (暢游(湖北)城市運營服務有限公司)	RMB2,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
		Liaoning Zhongheng Shengtong Technology Co., Ltd. (遼寧中恒盛通科技有限公司)	20%

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Our subsidiaries	Registered capital	Name of substantial shareholder	Approximate percentage of shareholding (%)
Changyou (Yuncheng) City Operation Service Co., Ltd. (暢游(運城)城市運營服務有限公司)	RMB1,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
		Liaoning Zhongheng Shengtong Technology Co., Ltd. (遼寧中恒盛通科技有限公司)	20%
Changyou (Lanzhou) City Operation Service Co., Ltd. (暢游(蘭州)城市運營服務有限公司)	RMB2,000,000	Beijing Maicuikesi Technology Co., Ltd. (北京麥萃克斯科技有限公司)	40%
Changyou (Harbin) City Operation Service Co., Ltd. (暢游(哈爾濱)城市運營服務有限公司)	RMB2,000,000	Harbin Zhichaotongchang Technology Co., Ltd. (哈爾濱至超通暢科技有限公司)	20%
		Harbin Qianjing Electronics Equipment Co., Ltd. (哈爾濱乾景電力設備有限公司)	20%
Changyou (Jingzhou) City Operation Service Co., Ltd. (暢游(荊州)城市運營服務有限公司)	RMB1,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
		Liaoning Zhongheng Shengtong Technology Co., Ltd. (遼寧中恒盛通科技有限公司)	20%
Changyou (Luohe) City Operation Service Co., Ltd. (暢游(漯河)城市運營服務有限公司)	RMB1,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	40%
Changyou (Changchun) Technology Co., Ltd. (暢游(長春)科技有限公司)	RMB2,000,000	Harbin Qianjing Electronics Equipment Co., Ltd. (哈爾濱乾景電力設備有限公司)	20%
		Liaoning Zhongheng Shengtong Technology Co., Ltd. (遼寧中恒盛通科技有限公司)	20%
Changyou (Huaibei) Technology Co., Ltd. (暢游(淮北)科技有限公司)	RMB2,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
Changqinyou (Qinhuangdao) Technology Co., Ltd. (暢秦游(秦皇島)科技有限公司)	RMB1,000,000	Duolanwan Hotel Management (Beijing) Co., Ltd. (朵蘭灣酒店管理(北京)有限公司)	40%
Qingyang Changxing Longdong Information Technology Co., Ltd. (慶陽暢行隴東信息科技有限公司)	RMB1,000,000	Gansu Youan Information Technology Co., Ltd. (甘肅佑安信息科技有限公司)	20%
		Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	10%

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Our subsidiaries	Registered capital	Name of substantial shareholder	Approximate percentage of shareholding (%)
Changxingyou (Handan) Business Operation Management Co., Ltd. (暢行游(邯鄲)商業運營管理有限公司)	RMB1,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
		Liaoning Zhongheng Shengtong Technology Co., Ltd. (遼寧中恒盛通科技有限公司)	20%
Changyou (Tianshui) City Operation Service Co., Ltd. (暢游(天水)城市運營服務有限公司)	RMB1,000,000	Beijing Maicuikesi Technology Co., Ltd. (北京麥萃克斯科技有限公司)	40%
Changyou (Qingdao) City Service Co., Ltd. (暢游(青島)城市服務有限公司) . . .	RMB1,000,000	Beijing Maicuikesi Technology Co., Ltd. (北京麥萃克斯科技有限公司)	40%
Changyou (Tianjin) City Operation Management Co., Ltd. (暢游(天津)城市運營管理有限公司)	RMB2,000,000	Beijing Maicuikesi Technology Co., Ltd. (北京麥萃克斯科技有限公司)	20%
		Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
Changyou (Mudanjiang) City Operation Service Co., Ltd. (暢游(牡丹江)城市運營服務有限公司) . . .	RMB2,000,000	Harbin Qianjing Electronics Equipment Co., Ltd. (哈爾濱乾景電力設備有限公司)	40%
Changxing (Xianning) City Operation Service Co., Ltd. (暢行(咸寧)城市運營服務有限公司)	RMB1,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
		Liaoning Zhongheng Shengtong Technology Co., Ltd. (遼寧中恒盛通科技有限公司)	20%
Changyou (Zibo) City Service Co., Ltd. (暢游(淄博)城市服務有限公司) . . .	RMB1,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	20%
		Shengrong Times (Jinan) Smart Technology Co., Ltd. (盛榮時代(濟南)智能科技有限公司)	15%
Changxing (Kaifeng) City Operation Service Co., Ltd. (暢行(開封)城市運營服務有限公司)	RMB1,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	25%
		Kaifeng Binshang Technology Co., Ltd. (開封賓商科技有限公司)	15%
Changyou (Liuzhou) City Operation Service Co., Ltd. (暢游(柳州)城市運營服務有限公司)	RMB1,000,000	China United (Beijing) Investment Co., Ltd. (中物聯合(北京)投資有限公司)	10%
		Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	25%

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Our subsidiaries	Registered capital	Name of substantial shareholder	Approximate percentage of shareholding (%)
Changyou (Kunming) City Operation Service Co., Ltd (暢游(昆明)城市運營服務有限公司)	RMB2,000,000	Tianjin Shengda Chuanba Technology Co., Ltd. (天津盛達船吧科技有限公司)	35%

C. Disclaimers

Save as disclosed in this document:

- (a) none of our Directors or any of the parties listed in “— 5. Other Information — F. Qualifications of Experts” of this Appendix is:
 - (i) interested in our promotion, or in any assets which have been, within two years immediately preceding the date of this document, acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to any member of our Company; or
 - (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 “— 5. Other Information — F. Qualification of Experts” of this Appendix:
 - (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) save as disclosed in this section, 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; and
- (d) save as disclosed in the section headed “Business” this document, none of our Directors or their respective close associates (as defined under the Listing Rules) or Shareholders who owns more than 5% of the issued shares of our Company has any interests in the five largest customers or the five largest suppliers of our Group.

5. OTHER INFORMATION

A. Litigation

As of the Latest Practicable Date, no member of our Group was involved in any litigation, arbitration or claim of material importance and, so far as our Directors are aware, no litigation, arbitration or claim of material importance is pending or threatened against any member of our Group, which would have a material adverse effect on our financial condition or results of operations, taken as a whole.

APPENDIX VI

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B. Sole Sponsor

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

The Sole Sponsor has made an application on our behalf to the Stock Exchange for the [REDACTED] of, and permission to [REDACTED], our H Shares to be [REDACTED] as mentioned in this document. All necessary arrangements have been made to enable the securities to be admitted into [REDACTED].

Pursuant to the engagement letter entered into between our Company and the Sole Sponsor, we have agreed to pay the Sole Sponsor a fee of US\$600,000 to act as a sponsor of our Company in connection with the [REDACTED].

C. Compliance Adviser

Our Company has appointed Somerley Capital Limited as the compliance adviser in compliance with Rule 3A.19 of the Listing Rules.

D. Preliminary Expenses

As of the Latest Practicable Date, our Company has not incurred any material preliminary expenses.

E. Promoters

All of the promoters of the Company are the then Shareholders as of August 31, 2022 immediately before our conversion into a joint stock company with limited liability. Within the two years immediately preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given nor is any proposed to be paid, allotted or given to any promoters in connection with the [REDACTED] and the related transactions described in this document.

F. Qualification of Experts

The qualifications of the experts, as defined under the Hong Kong Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance), who have given opinions and/or advice in this document, are as follows:

Name	Qualification
ICBC International Capital Limited	A licensed corporation to conduct Type 1 (dealing in securities), Type 4 (advising on securities) and Type 6 (advising on corporate finance) regulated activities as defined under the SFO
KPMG	Certified Public Accountants Public Interest Entity Auditor registered in accordance with the Accounting and Financial Reporting Council Ordinance
Haiwen & Partners	Company’s PRC legal advisors as to PRC laws (including as to the PRC data compliance)
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Independent industry consultant

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G. Consents of Experts

Each of the experts named in paragraph headed “— 5. Other Information — F. Qualification of Experts” of this Appendix has given and has not withdrawn its respective written consent to the issue of this document with the inclusion of its certificates, reports, letters, opinions or the references to its name included herein in the form and context in which it is respectively included.

None of the experts named above has any shareholding interests in any member of our Group 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.

H. Taxation of Holders of H Shares

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty if such sale, purchase and transfer is effected on the H Share register of members of our Company, including in circumstances where such transaction is effect on the Hong Kong Stock Exchange. The current rate of Hong Kong stamp duty for such sale, purchase and transfer is 0.1% of the consideration or, if higher, the fair value of the H Shares being sold or transferred. For further information in relation to taxation, see “Appendix III — Taxation and Foreign Exchange”.

I. Restriction on Share Repurchases

For details of the restrictions on share repurchases by our Company, please refer to “Appendix V — Summary of Articles of Association” to this document.

J. Binding Effect

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

K. Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to impose on our Company or any of our subsidiaries under the laws of the PRC.

L. Miscellaneous

- (a) within the two years immediately preceding the date of this document:
 - (i) no share or debenture of our Company or any of our subsidiaries has been issued or agreed to be issued, or is proposed to be fully or partly paid either for cash or a consideration other than cash;
 - (ii) no share or debenture of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;
 - (iii) save as disclosed in the section headed “[REDACTED].” in this document, 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 of our Company or any of our subsidiaries;

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STATUTORY AND GENERAL INFORMATION

- (iv) save as disclosed in the section headed “[REDACTED].” in this document, no commission has been paid or is payable for subscription, agreeing to subscribe, procuring subscription or agreeing to procure subscription for any share in or debentures of our Company; and
- (v) no [REDACTED] document of our Company has been issued;
- (b) there are no founder, management or deferred shares or any debentures in our Company or any of our subsidiaries;
- (c) 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;
- (d) our Company has no outstanding convertible debt securities or debentures;
- (e) there is no arrangement under which future dividends are waived or agreed to be waived;
- (f) there are no procedures for the exercise of any right of pre-emption or transferability of subscription rights for the securities in respect of which the application for [REDACTED] is made;
- (g) save for the H Shares to be issued in connection with the [REDACTED], none of our equity and debt securities is listed or dealt with in any other stock exchange nor is any listing or permission to deal being or proposed to be sought;
- (h) all necessary arrangements have been made to enable the H shares to be admitted into [REDACTED] for [REDACTED] and [REDACTED]; and
- (i) our Company is a joint stock limited company and is subject to the PRC Company Law.

M. No Material Adverse Change

Our Directors have confirmed, after performing all the due diligence work which the Directors consider appropriate, that, as of the date of this document, there has been no other material adverse change in our financial position or prospects since April 30, 2026 and there has been no other event since April 30, 2026 which would have material adverse effect on the information presented in the Accountants’ Report in Appendix I to this document.

N. 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 (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).