

DEFINITIONS

In this document, unless the context otherwise requires, the following terms and expressions shall have the meanings set out below. Certain other terms are explained in the section headed “Glossary of Technical Terms” in this document.

“Accountants’ Report”	the accountants’ report of our Company, the text of which is set out in Appendix I to this document
“affiliate”	any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	the Accounting and Financial Reporting Council
“AQSIQ”	the General Administration of Quality Supervision, Inspection and Quarantine of the PRC (中華人民共和國國家質量監督檢驗檢疫總局), which merged into SAMR in March 2018
“Articles of Association” or “Articles”	the articles of association of our Company, as amended from time to time, which shall be effective on the [REDACTED], a summary of which is set out in Appendix V to this document
“Board” or “Board of Directors”	the board of Directors of our Company
“Business day” or “business day”	a day on which banks in Hong Kong are generally open for normal banking business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong
“CAC”	the Cyberspace Administration of China (國家互聯網信息辦公室)

[REDACTED]

“CATL”	Contemporary Amperex Technology Co., Limited (寧德時代新能源科技股份有限公司), a joint stock company with limited liability established under the laws of the PRC on December 16, 2011, the A shares of which are listed on the ChiNext of the Shenzhen Stock Exchange (stock code: 300750) and the H shares of which are listed on the Stock Exchange (stock code: 3750)
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[REDACTED]

DEFINITIONS

“Changan Automobile”	Chongqing Changan Automobile Co., Ltd.* (重慶長安汽車股份有限公司), a joint stock company established under the laws of the PRC with limited liability on October 31, 1996, the A shares of which are listed on the Shenzhen Stock Exchange (stock code: 000625), one of our Controlling Shareholders and a subsidiary of China Changan Automobile Group, which is ultimately controlled by SASAC
“Chang’an Innovation”	Chongqing Chang’an Innovative Private Equity Investment Fund Partnership (Limited Partnership)* 重慶常安創新私募基金投資基金合夥企業(有限合夥), a company established under the laws of the PRC with limited liability on February 21, 2022, a close associate of Changan Automobile and one of our Controlling Shareholders
“ChenZhi Automobile”	ChenZhi Automobile Technology Group Co., Ltd.* (辰致汽車科技集團有限公司), a company established under the laws of the PRC with limited liability on December 26, 2005, a subsidiary of China Changan Automobile Group and one of our Controlling Shareholders
“China,” “Chinese Mainland” or “PRC”	the People’s Republic of China, but for the purpose of this document and for geographical reference only and except where the context requires, references in this document to “China” and the “PRC” do not apply to Hong Kong, Macau and Taiwan, China
“China Changan Automobile Group”	China Changan Automobile Group Co., Ltd.* (中國長安汽車集團有限公司), a company established under the laws of the PRC with limited liability on July 27, 2025, a state-owned enterprise under the control and supervision of the SASAC, and one of our Controlling Shareholders
“Chongqing SASAC”	State-owned Assets Supervision and Administration Commission of Chongqing Municipal People’s Government (重慶市人民政府國有資產監督管理委員會)
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Companies (Winding up and Miscellaneous Provisions) Ordinance”	the Companies (Winding up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company,” “our Company” or “the Company”	AVATR Technology (Chongqing) Company Limited (阿維塔科技(重慶)股份有限公司), a limited liability company established under the laws of the PRC on July 10, 2018, which was converted into a joint stock company with limited liability on September 29, 2025

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“Company Law” or “PRC Company Law”	Company Law of the People’s Republic of China (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time
“Controlling Shareholders”	China Changan Automobile Group, ChenZhi Automobile, United Prosperity, Changan Automobile and Chang’an Innovation
“Conversion of Domestic [REDACTED] Shares into H Shares”	The conversion of [REDACTED] Domestic [REDACTED] Shares into H Shares on a one-for-one basis upon the completion of [REDACTED], subject to the approval by the CSRC
“CPC”	Communist Party of China
“CSDC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限公司)
“CSDC (Hong Kong)”	China Securities Depository and Clearing (Hong Kong) Company Limited
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	director(s) of our Company
“Domestic Unlisted Shares”	ordinary shares in the share capital of our Company, with a nominal value of RMB1.00 each, which are not listed on any stock exchange
“EIT Law”	Enterprise Income Tax Law of the People’s Republic of China (中華人民共和國企業所得稅法), as amended, supplemented or otherwise modified from time to time

[REDACTED]

“Extreme Conditions”	the occurrence of “extreme conditions” as announced by any government authority of Hong Kong due to a super typhoon or other natural disaster of a substantial scale seriously affects the working public’s ability to resume work or brings safety concern for a prolonged period
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[REDACTED]

DEFINITIONS

“Frost & Sullivan” Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research and consulting company

“GACC” the General Administration of Customs (中華人民共和國海關總署)

“GDP” gross domestic product

[REDACTED]

“Group,” “our Group,” “we” or “us” our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require)

“H Share(s)” overseas [REDACTED] foreign shares in the share capital of our Company with nominal value of RMB1.00 each, which are to be [REDACTED] for and [REDACTED] in HK dollars and are to be [REDACTED] on the Hong Kong Stock Exchange

[REDACTED]

“HK\$” or “HK dollars” Hong Kong dollars and cents, respectively, the lawful currency of Hong Kong

[REDACTED]

“Hong Kong” or “HK” the Hong Kong Special Administrative Region of the PRC

“Hong Kong Listing Rules” or “Listing Rules” the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)

DEFINITIONS

[REDACTED]

“Hong Kong Stock Exchange” or
“Stock Exchange”

The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited

[REDACTED]

“Huawei”

Huawei Technology Co., Ltd.* (華為技術有限公司), a limited liability company established under the laws of the PRC on September 15, 1987

“IFRS”

International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board and the International Accounting Standards and interpretation issued by the International Accounting Standards Committee

“Independent Third Party(ies)”

person(s) or company(ies) who/which, to the best of our Directors’ knowledge, information and belief, having made all reasonable enquiries, are not our connected persons

[REDACTED]

DEFINITIONS

[REDACTED]

“Joint Sponsors”	the joint sponsors named in the section headed “Directors and Parties Involved in the [REDACTED]” of this document
“Latest Practicable Date”	June 22, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication

[REDACTED]

“Macau”	the Macau Special Administrative Region of the PRC
“Main Board”	the stock market (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Stock Exchange
“MEM”	the Ministry of Emergency Management (中華人民共和國應急管理部)
“MEP”	the Ministry of Environmental Protection (中華人民共和國環境保護部), which was reorganized into and had its original functions assumed by the Ministry of Ecology and Environment (中華人民共和國生態環境部) in March 2018

DEFINITIONS

“MIIT”	the Ministry of Industry and Information Technology (中華人民共和國工業和信息化部)
“Ministry of Finance” or “MOF”	the Ministry of Finance of the PRC (中華人民共和國財政部)
“MOFCOM”	the Ministry of Commerce (中華人民共和國商務部)
“MOST”	the Ministry of Science and Technology (中華人民共和國科學技術部)
“MOT”	the Ministry of Transport (中華人民共和國交通運輸部)
“MPS”	the Ministry of Public Security (中華人民共和國公安部)
“NDRC”	the National Development and Reform Commission (中華人民共和國國家發展和改革委員會)
“NEA”	the National Energy Administration (中華人民共和國國家能源局)
“NPC”	the National People’s Congress of the PRC (中華人民共和國全國人民代表大會)

[REDACTED]

DEFINITIONS

“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC GAAP”	generally accepted accounting principles of PRC
“PRC Legal Advisor”	Zhong Lun Law Firm, the PRC legal advisors of our Company

[REDACTED]

“Regulation S”	Regulation S under the US Securities Act
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	the State Administration of Foreign Exchange (中華人民共和國國家外匯管理局)
“SAIC”	the State Administration for Industry and Commerce (中華人民共和國國家工商行政管理總局), which merged into SAMR in March 2018
“SAMR”	the State Administration for Market Regulation (中華人民共和國國家市場監督管理總局)

DEFINITIONS

“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會)
“SAT”	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“SCNPC”	the Standing Committee of the National People’s Congress (中華人民共和國全國人民代表大會常務委員會)
“Securities and Futures Ordinance” or “SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Securities Law”	the Securities Law of the People’s Republic of China (中華人民共和國證券法), as amended, supplemented or otherwise modified from time to time
“SFC”	the Securities and Futures Commission of Hong Kong
“Share(s)”	ordinary shares in the capital of our Company with a nominal value of RMB1.00 each
“Shareholder(s)”	holder(s) of the Share(s)

[REDACTED]

“STA”	the State Taxation Administration (國家稅務總局)
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[REDACTED]

“State Council”	State Council of the People’s Republic of China (中華人民共和國國務院)
“subsidiary(ies)”	has the meaning ascribed to it in section 15 of the Companies Ordinance
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the three years ended December 31, 2023, 2024 and 2025

[REDACTED]

DEFINITIONS

“US” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US\$” or “US dollars”	United States dollars, the lawful currency of the United States
“US Securities Act”	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“Yinwang”	Yinwang Intelligent Technology Co., Ltd.* (引望智能技術有限公司), a limited liability company established under the laws of the PRC on January 16, 2024 held as to 80%, 10% and 10% by Huawei, our Company and Seres Auto Co., Ltd.* (賽力斯汽車有限公司), respectively, as at the Latest Practicable Date
“Zhiyue Xintu No. 1”	Shanghai Zhiyue Xintu No. 1 Enterprise Management Partnership Enterprise (Limited Partnership)* (上海智悅新途一號企業管理合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on September 13, 2024, and the Company’s employee shareholding platform, details of which are set out in the section headed “History, Development and Corporate Structure — Employee Shareholding Platform”
“%”	per cent

In this document, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction,” “substantial shareholder” and “controlling shareholder” shall have the meanings given to such terms in the Hong Kong Listing Rules, unless the context otherwise requires.

Certain amounts and percentage figures included in this document have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart between the total shown and the sum of the amounts listed are due to rounding.

For ease of reference, the names of the PRC established companies or entities, laws or regulations have been included in this document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail.

** For identification purpose only*