A. FURTHER INFORMATION ABOUT OUR GROUP

1. Incorporation of Our Company

Our Company was established under the laws of the PRC with limited liability on November 29, 2006, and converted into a joint stock company with limited liability on September 18, 2015. The Company completed the listing of A Shares on the Shanghai Stock Exchange (stock code: 688486.SH) in February 2023.

We have registered with the Registrar of Companies in Hong Kong as a non-Hong Kong company under Part 16 of the Companies Ordinance on December 10, 2025, and have established a principal place of business in Hong Kong at 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong. Mr. CHOW Tsz Ho (周梓浩) has been appointed as the authorized representative of our Company for the acceptance of service of process and notices in Hong Kong.

As our Company is incorporated in the PRC, our corporate structure and Articles of Association are subject to the relevant laws and regulations of the PRC. A summary of our Articles of Association and relevant aspects of PRC law is set out in "Regulatory Overview" and "Appendix III — Summary of Articles of Association" in this document.

2. Changes in the Share Capital of Our Company

The following sets out the statutory changes in our Company's share capital within the two years immediately preceding the issue of this document:

(i) On June 17, 2025, the total issued share capital of our Company increased from 102,280,590 to 132,704,525, upon completion of the capitalization of capital reserve.

(ii) On September 2, 2025, the total issued share capital of our Company increased from 132,704,525 to 133,327,968, upon the vesting of restricted Shares previously granted under the 2024 Restricted Shares Incentive Plan.

(iii) On March 9, 2026, the total issued share capital of our Company decreased from 133,327,968 to 133,327,682, upon completion of the repurchase and cancellation of the restricted Shares previously granted but not vested under the 2024 Restricted Shares Incentive Plan.

(iv) On May 6, 2026, the total issued share capital of our Company increased from 133,327,682 to 133,727,285, upon the vesting of restricted Shares previously granted under the 2024 Restricted Shares Incentive Plan. As of the Latest Practicable Date, our Company had not yet completed the industrial and commercial registration for the change in the registered capital. We expect to complete such registration in July 2026.

(v) On June 12, 2026, the total issued share capital of our Company increased from 133,727,285 to 186,871,209, upon completion of the capitalization of capital reserve. As of the Latest Practicable Date, our Company had not yet completed the industrial and commercial registration for the change in the registered capital. We expect to complete such registration in July 2026.

Save as disclosed above, there has been no alteration in our share capital within the two years immediately preceding the date of this document.

3. Changes in the Share Capital of Our Subsidiaries

A summary of the corporate information and the particulars of our subsidiaries are set out in Note 1 to the Accountants' Report in Appendix I to this document. There has been no alteration in the share capital of our subsidiaries within the two years immediately preceding the date of this document.

4. Resolutions of Our Shareholders

On December 8, 2025, resolutions of our Shareholders were passed pursuant to which, among other things:

(a) the **[REDACTED]** of H Shares with a **[REDACTED]** of RMB1.00 each by our Company and such H Shares be **[REDACTED]** on the Stock Exchange;

(b) the number of H Shares to be **[REDACTED]** pursuant to the **[REDACTED]** before the exercise of the **[REDACTED]** shall not exceed 10% of the enlarged share capital of our Company upon completion of the **[REDACTED]**, and the **[REDACTED]** shall not exceed 15% of the above number of H Shares to be **[REDACTED]**;

(c) subject to the completion of the **[REDACTED]**, the Articles of Association to become effective on the **[REDACTED]** shall be conditionally adopted, and the Board and its authorized person have been authorized to amend the Articles of Association in accordance with any comments from the relevant regulatory authorities; and

(d) to authorize the Board and its authorized person to handle the matters relating to, among others, the **[REDACTED]**, the **[REDACTED]** and **[REDACTED]** of the H Shares.

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contracts

Our Group has entered into the following contracts (not being a contract entered into in the ordinary course of business) within the two years immediately preceding the date of this document that is or may be material:

(a) [•]; and

(b) the **[REDACTED]**.

2. Our Intellectual Property Rights

(a) Trademarks

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

No.	Trademark	Class	Registrant	Place of registration	Registration number	Expiry date
1	ClearEdge	9	Our Company	PRC	6980675	September 20, 2030
2	龙迅	9	Our Company	PRC	6980676	November 13, 2030
3	LONTIUM SEMICONDUCTOR	9	Our Company	PRC	8495585	September 27, 2031
4	Lontium	9	Our Company	PRC	18736520	June 6, 2027
5	MasterBook	9	Our Company	PRC	26766643	January 27, 2029
6	LONTIUM SEMICONDUCTOR	9	Our Company	PRC	30889071	May 6, 2029
7	Lontium	9	Our Company	Taiwan	01943843	September 30, 2028
8	Lontium	9	Our Company	Japan	6192623	October 25, 2029
9	Lontium	9	Our Company	Korea	40-1558909	December 30, 2029
10	Lontium	9	Our Company	U.S.	6137232	August 25, 2030
11	Lontium	9	Our Company	PRC	42717272	November 27, 2030
12	Lontium	9	Our Company	PRC	38593178A	March 20, 2030
13	Lontium	9	Our Company	PRC	38579900	May 13, 2030
14	Loontium	9	Our Company	PRC	38586676	February 13, 2030
15	Loontium	9	Our Company	PRC	38603341	February 27, 2030
16	Lontium	9	Our Company	PRC	38593178	March 6, 2031
17	Lontium	9	Our Company	Madrid	1616742	July 5, 2031
18	Lontium	42	Our Company	Singapore	40202327504T	December 11, 2033
19	Lontium	9	Our Company	PRC	77647350	April 20, 2035
20	龙迅	9	Our Company	PRC	77639904	May 13, 2035

No.	Trademark	Class	Registrant	Place of registration	Registration number	Expiry date
21	龙迅	42	Our Company	PRC	75759307	July 20, 2035
22	Lontium	42	Our Company	PRC	75765998	June 13, 2035
23	朗田亩	9	Shenzhen Lontium	PRC	16613305	May 20, 2036
24	SLTM	9	Shenzhen Lontium	PRC	16613304	May 20, 2036
25	ACT	9	Advanced Chiplet	Singapore	40202423846T	October 17, 2034
26	ACT	9	Advanced Chiplet	Japan	6921113	April 18, 2035
27	ACT	9	Advanced Chiplet	Taiwan	02474396	August 15, 2035
28	Lontium	9, 42	Our Company	Hong Kong	307033617	September 16, 2035
29		9	Our Company	PRC	87841525	April 13, 2036
30	Lontium	9	Our Company	PRC	87823329	May 6, 2036
31	龙迅	9	Our Company	Macao	N/246520	February 9, 2033
32	龙迅	42	Our Company	Macao	N/246521	February 9, 2033
33	Lontium	9	Our Company	Macao	N/246522	February 9, 2033
34	Lontium	42	Our Company	Macao	N/246523	February 9, 2033

As of the Latest Practicable Date, we had applied for the registration of the following trademark which we consider to be material in relation to our business:

No.	Trademark	Class	Applicant	Place of application	Application number	Application date
1	ACT	9	Advanced Chiplet	Korea	40-2024-0191299	October 21, 2024

(b) Patents

As of the Latest Practicable Date, we had registered the following patents which we consider to be material to our business:

No.	Patent	Patent type	Patentee	Patent number	Place of application	Patent application date	Authorization announcement date
1	A method and apparatus for video clock recovery (一種視頻時鐘恢復的方法和裝置)	Invention	Our Company	201610822836.9	PRC	September 13, 2016	April 5, 2019
2	A method and apparatus for generating a video clock (一種視頻時鐘的生成方法及裝置)	Invention	Our Company	201710624376.3	PRC	July 27, 2017	February 14, 2020
3	A conversion control circuit for MIPI C-Phy TX output state (一種MIPI C-Phy TX輸出狀態的轉換控制電路)	Invention	Our Company	201810149779.1	PRC	February 13, 2018	March 9, 2021
4	A serial-to-parallel and parallel-to-serial conversion multiplexing circuit (一種串並行轉換複用電路)	Invention	Our Company	201810630964.2	PRC	June 19, 2018	April 5, 2022
5	A video data processing apparatus and method (一種視頻數據處理裝置及方法)	Invention	Our Company	202110601940.6	PRC	May 31, 2021	October 11, 2022
6	A data processing method and apparatus (一種數據處理方法及裝置)	Invention	Our Company	202110572128.5	PRC	May 25, 2021	June 9, 2023
7	An HDMI2.0 stimulus generator and stimulus generation method (一種HDMI2.0激勵生成器和激勵生成方法)	Invention	Our Company	202111507434.7	PRC	December 10, 2021	December 29, 2023
8	A method and apparatus for adjusting link parameters (一種鏈路參數調節方法及裝置)	Invention	Shenzhen Lontium	202210699851.4	PRC	June 20, 2022	January 30, 2024
9	A Fanless Laptop Computer and Laptop Computer (一種無芯筆記本電腦及筆記本電腦)	Utility Model	Our Company	201820349162.X	PRC	March 14, 2018	September 14, 2018
10	A Signal Extension System (一種信號延長系統)	Utility Model	Shenzhen Lontium	201720903746.2	PRC	July 24, 2017	May 22, 2018
11	A GPIO Circuit Based on ESD Protection (一種基於ESD防護的GPIO電路)	Utility Model	Shenzhen Lontium	202221664192.2	PRC	June 30, 2022	October 14, 2022
12	A Data Clock Recovery Circuit and Its Phase Interpolator (一種資料時鐘恢復電路及其相位內插器)	Invention	Our Company	I622283	Taiwan	August 8, 2016	April 21, 2018
13	A Chip and a Digital Video Signal Transmission System (一種晶片、數位視訊信號傳輸系統)	Invention	Our Company	I634790	Taiwan	July 24, 2017	September 1, 2018

No.	Patent	Patent type	Patentee	Patent number	Place of application	Patent application date	Authorization announcement date
14	A Method and System for Encrypting a Data Stream (一種資料流的加密方法及系統)	Invention	Our Company	I642293	Taiwan	July 27, 2016	November 21, 2018
15	A Coreless Notebook Computer and a Notebook Computer (一種無芯筆記型電腦及筆記型電腦)	Invention	Our Company	I678609	Taiwan	June 14, 2018	December 1, 2019
16	CLOCK AND/OR DATA RECOVERY	Invention	Our Company	US7991099B2	U.S.	April 2, 2008	August 2, 2011
17	CLOCK AND DATA RECOVERY CIRCUIT AND PARALLEL OUTPUT CIRCUIT	Invention	Our Company	US8934591B2	U.S.	December 27, 2012	January 13, 2015
18	SIGNAL TRANSMISSION METHOD FOR USB INTERFACE AND APPARATUS THEREOF	Invention	Our Company	US9104822B2	U.S.	February 7, 2013	August 11, 2015
19	CLOCK AND DATA RECOVERY CIRCUIT AND PHASE INTERPOLATOR THEREFOR	Invention	Our Company	US9800234B2	U.S.	July 27, 2016	October 24, 2017
20	METHOD AND SYSTEM FOR ENCRYPTING DATA SYSTEM	Invention	Our Company	US10069807B2	U.S.	July 27, 2016	September 4, 2018
21	MATRIX SWITCHER	Invention	Our Company	US10397517B2	U.S.	June 13, 2018	August 27, 2019
22	TERMINATION RESISTOR CALIBRATION CIRCUIT AND CONTROL METHOD THEREOF	Invention	Our Company	US10193552B1	U.S.	June 25, 2018	January 29, 2019
23	STORAGE DEVICE AND METHOD FOR MANUFACTURING THE SAME	Invention	Our Company	US11216393B2	U.S.	May 12, 2020	January 4, 2022
24	POWER-ON RESET CIRCUIT	Invention	Our Company	US10707863B2	U.S.	August 29, 2019	July 7, 2020
25	SERIALIZER	Invention	Our Company	US11496706B2	U.S.	August 24, 2021	November 8, 2022
26	HIGH SPEED SIGNAL DRIVE CIRCUIT	Invention	Our Company	US11108387B2	U.S.	December 23, 2019	August 31, 2021
27	METHOD AND SYSTEM FOR AUTOMATICALLY ADJUSTING INTENSITY OF SIGNAL OUTPUTTED BY HDMI TRANSMITTER	Invention	Our Company	US11463764B2	U.S.	January 15, 2021	October 4, 2022
28	DESERIALIZER	Invention	Our Company	US12339802B2	U.S.	November 9, 2023	June 24, 2025
29	MULTIMEDIA DATA TRANSMISSION APPARATUS AND METHOD	Invention	Our Company	US12375547B2	U.S.	November 9, 2023	July 29, 2025

No.	Patent	Patent type	Patentee	Patent number	Place of application	Patent application date	Authorization announcement date
30	METHOD AND DEVICE FOR ENHANCING BRIGHTNESS AND CONTRAST OF VIDEO IMAGE	Invention	Shenzhen Lontium	US11205252B2	U.S.	December 16, 2019	December 21, 2021
31	FEC CODEC MODULE	Invention	Shenzhen Lontium	US11451246B1	U.S.	August 27, 2021	September 20, 2022
32	CONTROL METHOD AND DEVICE FOR BIDIRECTIONAL COMMUNICATION	Invention	Shenzhen Lontium	US11704266B2	U.S.	August 27, 2021	July 18, 2023
33	Method, Apparatus, and Main Control Terminal for Data Transmission	Invention	Our Company	6954576	Japan	October 7, 2019	October 4, 2021

(c) Copyrights

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

No.	Copyright	Registrant	Registration number	Registration date
1	Lontium Semiconductor Lontium LOGO mark (龍迅半導體 Lontium LOGO 標識)	Our Company	2019-F-00853875	August 5, 2019
2	LT8668SXD – 8K Audio/Video HDMI-to-DP Embedded Software V1.0 (LT8668SXD-8K音視頻HDMI轉DP嵌入軟件V1.0)	Our Company	2022SR0080167	January 12, 2022
3	Lontium Automatic Programming Software V1.0 (龍迅自動燒錄軟件V1.0)	Our Company	2022SR0080168	January 12, 2022
4	LT8668SX – 8K Audio/Video DP-to-HDMI Embedded Software (short name: 8K DP-to-HDMI Software) V1.0 (LT8668SX-8K音視頻DP轉HDMI嵌入軟件(簡稱: 8K DP轉HDMI軟件)V1.0)	Our Company	2022SR0139110	January 21, 2022
5	Lontium ATE Test Development Auxiliary Tool Software (short name: Test) V1.0 (龍迅ATE測試開發輔助工具軟件(簡稱: Test)V1.0)	Our Company	2022SR0139116	January 21, 2022
6	LT8668SXD – Video Cascade Splitting Embedded Software V1.0 (LT8668SXD-視頻級聯切割嵌入式軟件V1.0)	Our Company	2022SR1489211	November 10, 2022

No.	Copyright	Registrant	Registration number	Registration date
7	LT8668SXD – Wireless Video Transmission Embedded Software V1.0 (LT8668SXD-視頻無線傳輸嵌入軟件V1.0)	Our Company	2022SR1489210	November 10, 2022
8	LT8711GX OSD Software V1.0 (LT8711GX OSD軟件V1.0)	Our Company	2023SR0064147	January 11, 2023
9	LT8711GXE PD3.X Control Software V1.0 (LT8711GXE PD3.X控制軟件V1.0)	Our Company	2023SR1109170	September 20, 2023
10	LT8668SXC – OSD Interface Embedded Software V1.0 (LT8668SXC-OSD界面嵌入軟件V1.0)	Our Company	2023SR1578752	December 7, 2023
11	LT8668SXD – Dynamic Stitching Embedded Software V1.0 (LT8668SXD-動態拼接嵌入軟件V1.0)	Our Company	2023SR1581834	December 7, 2023
12	Multi-Channel Input/Output Control Software V1.0 (多路輸入輸出控制軟件V1.0)	Our Company	2023SR1581829	December 7, 2023
13	Lontium EDID Editor Application Software V1.1 (Lontium EDID Editor應用軟件V1.1)	Our Company	2023SR1666374	December 18, 2023
14	Lontium Simple SPC Software V1.0 (龍迅簡易SPC軟件V1.0)	Our Company	2025SR0205930	February 6, 2025
15	Lontium DMA Config Tool V1.0	Our Company	2025SR0205995	February 6, 2025
16	LT8668SXD – Type-C Display Trigger Embedded Software V1.0 (LT8668SXD-Type-C點屏嵌入軟件V1.0)	Our Company	2025SR0205964	February 6, 2025
17	LT8668SXD – Dual Type-C Output Embedded Software V1.0 (LT8668SXD-雙Type-C輸出嵌入軟件V1.0)	Our Company	2025SR0205967	February 6, 2025
18	Orcad Schematic Component Generation Tool Software V1.0 (Orcad原理圖器件生成工具軟件V1.0)	Our Company	2025SR0206031	February 6, 2025
19	UCD-500 Automated Test Software V2.2.0 (UCD-500自動化測試軟件V2.2.0)	Our Company	2025SR0205961	February 6, 2025
20	HDMI & DP Protocol Automated Test Software Based on M41H (M42De) Device V1.0 (基於M41H(M42De)設備的HDMI和DP協議自動化測試軟件V1.0)	Our Company	2025SR0205911	February 6, 2025
21	LT8712SX Driver Software V1.0 (LT8712SX驅動軟件V1.0)	Our Company	2025SR0267640	February 17, 2025
22	LT6911UXE Driver Software V2.8.4 (LT6911UXE驅動軟件V2.8.4)	Our Company	2025SR1422303	August 1, 2025
23	LT8631UXE Driver Software V1.0 (LT8631UXE驅動軟件V1.0)	Our Company	2025SR1568452	August 19, 2025

No.	Copyright	Registrant	Registration number	Registration date
24	LT6711GX Driver Software V1.0 (LT6711GX驅動軟件V1.0)	Shenzhen Lontium	2023SR1578737	December 7, 2023
25	LT8668SX HDMI/DP-to-eDPx Driver Software V1.0 (LT8668SX HDMI/DP轉eDPx驅動軟件V1.0)	Shenzhen Lontium	2023SR1578731	December 7, 2023
26	LT8644EX Matrix Control Software V1.0 (LT8644EX矩陣控制軟件V1.0) .	Shenzhen Lontium	2023SR1578723	December 7, 2023
27	LT8711UXC Control Software V1.0 (LT8711UXC控制軟件V1.0)	Shenzhen Lontium	2023SR1668535	December 18, 2023
28	Cable Tester Driver Software V1.0 (線纜測試儀驅動軟件V1.0)	Shenzhen Lontium	2024SR0765825	June 5, 2024
29	LTMDTS Cable Tester Upgrade & Download Tool Software V1.0 (LTMDTS線纜測試儀升級下載工具軟件V1.0)	Shenzhen Lontium	2024SR0765819	June 5, 2024
30	LT7911UXE Driver Software V1.0 (LT7911UXE驅動軟件V1.0)	Shenzhen Lontium	2024SR1372199	September 13, 2024
31	LT8713SX Driver Software V1.0 (LT8713SX驅動軟件V1.0)	Shenzhen Lontium	2024SR1375474	September 14, 2024
32	LT86121GXE 8K@30Hz Single-Network Extension Driver Software V1.0 (LT86121GXE 8K30Hz單網延長驅動軟件V1.0) . . .	Shenzhen Lontium	2024SR1373898	September 13, 2024
33	Lang Tian Mu Automatic Programming Platform Order Entry Tool Software (short name: LTMCPSO) V1.0 (朗田畝自動燒錄平台訂單錄入工具軟件(簡稱: LTMCPSO)V1.0)	Shenzhen Lontium	2025SR1478840	August 7, 2025
34	LT7911E Driver Software V1.0 (LT7911E驅動軟件V1.0)	Shenzhen Lontium	2025SR1499261	August 11, 2025
35	LT9611UXD Driver Software V1.0 (LT9611UXD驅動軟件V1.0)	Shenzhen Lontium	2025SR1500967	August 11, 2025
36	LT2611UXD Driver Software V1.0 (LT2611UXD驅動軟件V1.0)	Shenzhen Lontium	2025SR1501050	August 11, 2025
37	AD2428 Node Discovery and Configuration Software V1.0 (AD2428節點發現及配置軟件V1.0). .	Shenzhen Lontium	2025SR1539016	August 14, 2025
38	Lang Tian Mu Automatic Programming Platform Programming Management Software (short name: LTMCPSS) V1.0 (朗田畝自動燒錄平台燒錄管理軟件(簡稱: LTMCPSS)V1.0)	Shenzhen Lontium	2025SR1539033	August 14, 2025
39	LVGL-XML Interface Generation System Software V1.0 (LVGL-XML界面生成系統軟件V1.0)	Shenzhen Lontium	2025SR1600952	August 22, 2025

(d) Domain Names

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

No.	Domain name	Registrant	Expiry date
1	lontiumsemi.com	Our Company	May 9, 2028
2	lontiumsemi-sz.com	Shenzhen Lontium	March 31, 2027

Save as aforesaid, as of the Latest Practicable Date, there were no other trademarks, patents or other intellectual property rights which we consider to be material in relation to our business.

C. FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Disclosure of Interests

(a) Interests of our Directors and chief executive

Immediately following the completion of the **[REDACTED]** (assuming the **[REDACTED]** is not exercised and no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the **[REDACTED]**), the interests and/or short positions of our Directors and chief executive in the shares, underlying shares and debentures of our Company or our 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 or short positions which they are 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 as set out in Appendix C3 to the Listing Rules, to be notified to our Company and the Stock Exchange, once the H Shares are **[REDACTED]**, are set out below:

(i) Interest in our Company

Name of Shareholder	Nature of interest(1)	Number of Shares held or interested	Description of Shares	Shareholding as of the Latest Practicable Date in total issued share capital of our Company	Shareholding upon completion of the [REDACTED](2)	
					in A Shares	in total issued share capital of our Company
Mr. FENG CHEN (陳峰)	Beneficial owner	70,060,963	A Shares	37.49%	[37.49]%	[REDACTED]%
	Interest in controlled corporation(3)(4)	7,046,198	A Shares	3.77%	[3.77]%	[REDACTED]%
	Interest through voting rights entrustment arrangement(5)	6,436,172	A Shares	3.44%	[3.44]%	[REDACTED]%
Mr. SU Jin (蘇進) .	Beneficial owner(6)	512,405	A Shares	0.27%	[0.27]%	[REDACTED]%

Notes:

(1) All interests stated are long positions.

(2) The calculation is based on the total number of **[REDACTED]** Shares in issue immediately following the completion of the **[REDACTED]** (assuming the **[REDACTED]** is not exercised and no changes to our issued and outstanding shares between the Latest Practicable Date and the **[REDACTED]**).

(3) The executive partner of Xincaifu is Mr. Chen. By virtue of the SFO, Mr. Chen is deemed to be interested in the Shares held by Xincaifu.

(4) As of the Latest Practicable Date, there were 867,474 A Shares repurchased and held in our Company's stock repurchase account as Treasury Shares. Our Controlling Shareholders who control more than one-third of the voting power at the general meetings of our Company would be taken to have an interest in such repurchased A Shares held by our Company under the SFO.

(5) Pursuant to the voting rights entrustment agreement, the voting rights of the Shares held by Ms. Qiu have been irrevocably entrusted to Mr. Chen. For details, see "Relationship with Our Controlling Shareholders" in this document.

(6) As of the Latest Practicable Date, Mr. SU Jin (蘇進) was interested in 496,644 A Shares and 15,761 A Shares underlying the restricted Shares granted to him under the 2024 Restricted Shares Incentive Plan.

(ii) Interest in our associated corporations

So far as our Directors are aware, immediately following the completion of the **[REDACTED]**, no Directors or the chief executive will, directly or indirectly, be interested in the shares or underlying shares of the associated corporations of our Company.

(b) Interests of our substantial Shareholders

Save as disclosed in the section headed "Substantial Shareholders" in this document, our Directors are not aware of any other person who will, immediately following completion of the **[REDACTED]** (assuming the **[REDACTED]** is not exercised and no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the **[REDACTED]**), have an interest or short position in the shares or underlying shares of any member of our Group which would fall to be disclosed to us under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, will be, directly or indirectly, interested in 10% or more of the issued voting shares of our Company or any other member of our Group.

2. Directors' Service Contracts

Each of our Directors has entered into a service contract with our Company. The principal particulars of these service contracts comprise (a) the term of the service; (b) termination provisions; and (c) dispute resolution provision. The service contracts are for a term of three years and 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 our Directors have entered, or have proposed to enter, a service contract with any member of our Group (other than contracts expiring or determinable by the employer within one year without the payment of compensation (other than statutory compensation)).

3. Directors' Remuneration

For details of our Directors' emoluments during the Track Record Period, see note 10 to the Accountants' Report in Appendix I to this document.

D. 2024 RESTRICTED SHARES INCENTIVE PLAN

The following is a summary of the principal terms of the 2024 Restricted Shares Incentive Plan approved by our Shareholders on January 29, 2024. Given no further restricted Shares will be granted under the 2024 Restricted Shares Incentive Plan after the **[REDACTED]**, the terms of the 2024 Restricted Shares Incentive Plan are not subject to the provisions of Chapter 17 of the Listing Rules.

(a) Purpose

The purpose of the 2024 Restricted Shares Incentive Plan is to further establish and improve a long-term incentive mechanism, attract and retain outstanding talent, fully motivate the Directors, senior management, core technical personnel and other employees whom the Board considers necessary to incentivize, and effectively align the interests of the Shareholders, our Company and its core team, thereby ensuring that all parties focus on the long-term development of our Company and enhancing our Company's market competitiveness and sustainable development capability.

(b) Administration

The 2024 Restricted Shares Incentive Plan is administered by the Board, and subject to approval by the general meeting of Shareholders for its implementation, amendment, and termination.

(c) Participants

The participants under the 2024 Restricted Shares Incentive Plan comprise the Directors, senior management, core technical personnel and other employees whom the Board considers necessary to incentivize, but exclude the independent Directors, supervisors, shareholders who individually or collectively hold 5% or more of our Shares, the actual controller(s) and their respective spouse, parents and children.

(d) Source and maximum number of Shares

Pursuant to the 2024 Restricted Shares Incentive Plan, there are two types of restricted Shares, namely type I restricted Shares (the "**Type I Restricted Shares**") and type II restricted Shares (the "**Type II Restricted Shares**").

Type I Restricted Shares are subject to a lock-up period and will only be unlocked upon fulfilling the unlocking conditions stipulated under the 2024 Restricted Shares Incentive Plan. Type II Restricted Shares are subject to a vesting period and will only be vested upon fulfilling the vesting conditions stipulated under the 2024 Restricted Shares Incentive Plan. The grantees of Type I Restricted Shares or Type II Restricted Shares shall be entitled to receive newly issued A Shares, with certain restrictions stipulated under the 2024 Restricted Shares Incentive Plan.

The initial maximum number of restricted Shares that can be granted under the 2024 Restricted Shares Incentive Plan is 1,385,200 A Shares, including 6,000 Type I Restricted Shares and 1,379,200 Type II Restricted Shares.

(e) Date of grant and term

The date on which the restricted Shares are granted shall be determined by our Board after the approval of the 2024 Restricted Shares Incentive Plan by our Shareholders' meeting and shall be a trading day. The initial grant of restricted Shares to the participants shall be determined, announced and registered within 60 days upon approval of the 2024 Restricted Shares Incentive Plan by our Shareholders' meeting. The Type I Restricted Shares under the 2024 Restricted Shares Incentive Plan are valid for a maximum of 48 months from the date of completion of the grant registration until the release of all restricted shares or their cancellation/repurchase. The Type II Restricted Shares under the 2024 Restricted Shares Incentive Plan are valid for a maximum of 60 months from the grant date until full vesting or lapse.

(f) Lock-up requirements for Directors and the senior management

If the grantee is a Director or a senior management of our Company, the Shares to be transferred each year shall not exceed 25% of the total Shares he or she holds, and no Share held by such Director or senior management shall be transferred within six months after termination of his or her employment with the Company. If the grantee is a Director or senior management of our Company, income gained through sale of Shares within six months of the purchase or purchase of Shares within six months of the sale shall belong to our Company and will be forfeited by the Board. If there is any change in the applicable laws and regulations on the foregoing lock-up requirements, the grantee shall comply with the revised laws and regulations.

(g) Conditions to the grant of restricted Shares

The restricted Shares (including the Type I Restricted Shares and the Type II Restricted Shares) under the 2024 Restricted Shares Incentive Plan shall be granted to eligible participants if the following conditions are fulfilled:

(a) with respect to our Company, none of the following circumstances having occurred:

(1) an audit report with an adverse opinion or a disclaimer of opinion has been issued by the reporting accountants with respect to our Company's accountants' report for the most recent fiscal year;

(2) an audit report with an adverse opinion or a disclaimer of opinion has been issued by the reporting accountant with respect to internal control contained in accountants' report for the most recent fiscal year;

(3) our Company has not distributed dividends in accordance with the laws and regulations, our Articles of Association or our public commitment within the last 36 months after its **[REDACTED]**;

(4) applicable laws and regulations prohibit the implementation of any share incentive plan; or

(5) any other circumstances determined by the CSRC.

(b) with respect to the grantee, none of the following circumstances having occurred:

(1) the grantee has been regarded as an inappropriate person by the stock exchange within the last 12 months;

(2) the grantee has been regarded as an inappropriate person by the CSRC or its local office within the last 12 months;

(3) the grantee has been punished or prohibited from entering into the securities market by the CSRC or its local office due to material non-compliance of laws and regulations within the last 12 months;

(4) the grantee is not qualified to serve as a director or senior management according to the PRC Company Law;

(5) the grantee is prohibited from participating in any share incentive plan of listed companies according to applicable laws and regulations; or

(6) any other circumstances determined by the CSRC.

(h) Unlocking and vesting of restricted Shares

The lock-up period or vesting period (where applicable) for Type I Restricted Shares or Type II Restricted Shares commences from completion date of registration of grant to the grantee and the interval between the grant date and the date of unlocking or vesting of the Restricted Shares shall be 12 months. The restricted Shares will be unlocked or vested in tranches of 30%, 30% and 40% in each of the three lock-up or vesting periods that occur between the first trading date after the 12-month anniversary from the date of grant and the lasting trading date up to the 48-month anniversary of the date of grant. During the lock-up period or vesting period (where applicable), the restricted Shares granted to the grantee shall not be transferred, used as guarantee or for repayment of debt.

In addition, the restricted Shares will only be unlocked or vested when (a) the conditions set out under paragraph (g) above are fulfilled; and (b) the annual assessment and performance targets as set out under the 2024 Restricted Shares Incentive Plan are achieved. The final number of unlocked or vested restricted Shares will be subject to the internal assessment of individual performance.

None of the restricted Shares granted shall be unlocked or vested during certain periods (a) prior to and/or following (i) the publication of financial reports and/or announcement of results announcement; or (ii) any event or decision that may have a material impact on the share price of our Company; or (b) as prescribed by the CSRC and the Shanghai Stock Exchange. The grantees shall pay the grant price upon fulfilment of the respective grant conditions or vesting conditions (where applicable) of the restricted Shares granted to subscribe for the underlying A Shares to be issued by our Company.

The number of restricted Shares granted and/or the grant prices will be adjusted upon the occurrence of certain events, including payment of dividend, increase in the share capital by way of capitalization of capital reserves, issue of bonus shares, subdivision of shares and issue of new shares.

(i) Outstanding restricted Shares

As of the Latest Practicable Date, the number of outstanding restricted Shares granted under the 2024 Restricted Shares Incentive Plan was 1,441,992, representing approximately **[REDACTED]**% of the total issued Shares immediately following completion of the **[REDACTED]** (assuming the **[REDACTED]** is not exercised and no changes are made to the issued share capital of our Company between the Latest Practicable Date and **[REDACTED]**).

The following table sets out the number of outstanding restricted Shares granted to our Directors, senior management or connected persons of our Company under the 2024 Restricted Shares Incentive Plan as at the Latest Practicable Date:

Name of grantee	Position in our Company	Number of outstanding restricted Shares(1)	Initial grant price	Date of grant	Approximate percentage of issued share capital upon completion of the [REDACTED](1)
Mr. SU Jin (蘇進)	Executive Director and deputy general manager of the Company	11,313 Type I Restricted Shares	RMB70	January 29, 2024	**[REDACTED]**%
Mr. WEI Yongxiang (韋永祥)	Finance director	10,774 Type II Restricted Shares	RMB70	January 29, 2024	**[REDACTED]**%
Ms. ZHAO Yu (趙彧)	Secretary of our Board	10,774 Type II Restricted Shares	RMB70	January 29, 2024	**[REDACTED]**%
Ms. YANG Kaiyun (楊開雲)	Supervisor of Shenzhen Lontium	10,774 Type II Restricted Shares	RMB70	January 29, 2024	**[REDACTED]**%

Note:

(1) The calculation is based on the assumption that the **[REDACTED]** is not exercised, and no additional Shares are issued pursuant to our 2024 Restricted Shares Incentive Plan. The amounts have been adjusted based on the capital surplus capitalization ratio for June 2026.

The following table sets forth the number of outstanding restricted Shares granted to other grantees (excluding Directors and senior management of our Company) under the 2024 Restricted Shares Incentive Plan as of the Latest Practicable Date:

Number of grantees	Date of grant	Number of outstanding restricted Shares(1)	Initial grant price	Lock-up or vesting period	Approximate percentage of issued share capital upon completion of the [REDACTED](1)
119	January 29, 2024	1,220,197 Type II Restricted Shares	RMB70	12–48 months	**[REDACTED]**%
88	January 27, 2025	178,160 Type II Restricted Shares	RMB55	12–36 months	**[REDACTED]**%

E. OTHER INFORMATION

1. Estate Duty

Our Directors have been advised that no material liability for estate duty would be likely to fall upon any member of our Group.

2. Litigation

As of the Latest Practicable Date, so far as our Directors are aware, there is no litigation or claims of material importance pending or threatened against any member of our Group.

3. Sole Sponsor

Th Sole Sponsor has made an **[REDACTED]** on our behalf to the **[REDACTED]** for the **[REDACTED]** of, and permission to **[REDACTED]** in, the H Shares in **[REDACTED]** and to be **[REDACTED]** pursuant to the **[REDACTED]**.

The Sole Sponsor satisfies the independence criteria applicable to sponsor set out in Rule 3A.07 of the Listing Rules. The Sole Sponsor will receive a total fee of US$300,000 for acting as a sponsor for the **[REDACTED]**.

4. No Material Adverse Change

Save as disclosed in this document, our Directors confirm that there has been no material adverse change in the financial or trading position of our Group since December 31, 2025, being the end of the period reported on in the Accountants' Report in Appendix I to this document, and up to the date of this document.

5. Qualification and Consent of Experts

This document contains statements made by the following experts:

Name	Qualification
China Securities (International) Corporate Finance Company Limited	A licensed corporation to conduct Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities (as defined under SFO)
Ernst & Young	Certified Public Accountants and Registered Public Interest Entity Auditor under the Accounting and Financial Reporting Council Ordinance
Shanghai Allbright Law Offices	Legal advisers to our Company as to PRC Laws
Commerce & Finance Law Offices	Legal advisers to our Company as to International Sanctions Laws
Frost & Sullivan	Independent industry consultant

None of the experts named above has any shareholding interest 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 save in connection with the **[REDACTED]** and the **[REDACTED]**.

The experts named above 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 maybe) and references to their names included in the form and context in which they are respectively included.

6. Promoter

The promoters of our Company are all of the 15 then shareholders of our Company immediately before our conversion into a joint stock company with limited liability. Save as disclosed in this document, within the two years immediately preceding the date of this document, no cash, securities, or other benefit has been paid, allotted or given, or has been proposed to be paid, allotted or given, to any of the promoters named above in connection with the **[REDACTED]**.

7. Compliance Advisor

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

8. Preliminary Expenses

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

9. Binding Effect

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

10. 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).

11. Miscellaneous

(a) Save as disclosed in this document, within the two years immediately preceding the date of this document:

(i) no commissions, discounts, brokerages or other special terms have been granted in connection with the issue or sale of any capital of any member of our Group, and no Directors, promoters or experts named in "— E. Other Information — 5. Qualification and Consent of Experts" in this section have received any such payment or benefit;

(ii) no capital of any member of our Group has been issued or is proposed to be issued for cash or issued as fully or partly paid up otherwise than in cash;

(iii) none of our Directors or the experts named in "— E. Other Information — 5. Qualification and Consent of Experts" in this section have any interest, direct or indirect, in the promotion of, or in any assets which have been, 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; and

(iv) no commissions (but not including **[REDACTED]** to **[REDACTED]**) have been paid or payable for subscribing or agreeing to subscribe, or procuring or agreeing to procure subscriptions, for any Shares or debentures of our Company.

(b) Save as disclosed in this document:

(i) there is no arrangement under which future dividends are waived or agreed to be waived;

(ii) our Company has no outstanding convertible debt securities or debentures;

(iii) there are no founder, management or deferred shares in our Company or any of our subsidiaries;

(iv) no capital of any member of our Group is under option, or is agreed conditionally or unconditionally to be put under option;

(v) there has not been any interruption in the business of our Group which may have or have had a significant effect on our financial position in the 12 months immediately preceding the date of this document;

(vi) So far as is known to our Directors, none of our Directors or their close associates or any Shareholders who are expected to be interested in 5% or more of the issued share capital of our Company has any interest in the five largest customers or the five largest suppliers of our Group; and

(vii) none of the Directors or any of the experts referred to in "— E. Other Information — 5. Qualification and Consent of Experts" below, is materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to the business of our Group.