

DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the following meanings.

“Accountant’s Report”	the accountants’ report on the historical information of the Company and its subsidiaries included in the Accountants’ Report in Appendix I to this document
“affiliate(s)”	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 of Hong Kong
“Articles” or “Articles of Association”	the articles of association of our Company adopted on [•] to take effect on the [REDACTED], as amended or supplemented from time to time
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Audit Committee”	the audit committee of our Board
“Board” or “Board of Directors”	the board of directors of our Company
“business day(s)” or “Business Day(s)”	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

[REDACTED]

“China”, “Mainland China” 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 otherwise, references in this document to “China”, “Mainland China” and the “PRC” do not apply to Hong Kong, Macau and Taiwan
“close associate(s)”	has the meaning ascribed to it under the Listing Rules
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended and supplemented from time to time
“Companies Ordinance”	Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“Company Law” or “PRC Company Law” Company Law of the PRC (《中華人民共和國公司法》), as amended, supplemented or otherwise modified from time to time

“Company”, “our Company”, “the Company”, “we” or “us” Shandong Huanneng Design Institute Company Limited (山東省環能設計院股份有限公司), a limited liability company established in the PRC on 29 October 2003 which was converted into a joint stock company with limited liability on 29 December 2015

“connected person(s)” has the meaning ascribed to it under the Listing Rules

“connected transactions(s)” has the meaning ascribed to it under the Listing Rules

D19 “Controlling Shareholders” has the meaning ascribed thereto under the Listing Rules and in this context, refers to Mr. Zhang Fuquan, Mr. Zhang Guanzhou, Mr. Yang and Jinan Huanneng, further details of which are set out in “Relationship with Our Controlling Shareholders” in this document

[REDACTED]

“CSRC” the China Securities Regulatory Commission (中國證券監督管理委員會)

“Director(s)” or “Our Directors” the director(s) of our Company or any one of them

“Domestic Unlisted Share(s)” ordinary share(s) in the share capital of our Company, with a nominal value of RMB1.00 each, which are offered by a domestic company but not listed or quoted for trading on any domestic trading venues;

“EIT Law” the PRC Enterprise Income Tax Law (《中華人民共和國企業所得稅法》), as enacted by the NPC on 16 March 2007 and effective on 1 January 2008, as amended, supplemented or otherwise modified from time to time

“EIT” enterprise income tax

[REDACTED]

“Extreme Conditions” extreme conditions caused by 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 as announced by the government of Hong Kong

DEFINITIONS

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

[REDACTED]

“FY2023” the financial year ended 31 December 2023

“FY2024” the financial year ended 31 December 2024

“FY2025” the financial year ended 31 December 2025

[REDACTED]

“Group”, “our Group” or “the Group” our Company and its subsidiary

“Guide” The Guide for New Listing Applicants, as published by the Stock Exchange as amended or supplemented or otherwise modified from time to time

[REDACTED]

“HKFRSs” the Hong Kong Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the Hong Kong Accounting Standards Board (HKASB) and the Hong Kong Accounting Standards (HKAS) and interpretations issued by the Hong Kong Accounting Standards Committee (HKASC)

“HKFRS Accounting Standards” include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and interpretations issued by the Hong Kong Institute of Certified Public Accountants

“H Share(s)” overseas [REDACTED] foreign ordinary share(s) in the share capital of our Company with a nominal value of RMB1.0 each, which are to be subscribed for and traded in Hong Kong dollars and to be [REDACTED]

[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong dollar(s)”, “HK dollar(s)”, “HKD” or “HK\$”

Hong Kong dollars, the lawful currency of Hong Kong

[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]

“Hong Kong” or “HK”

the Hong Kong Special Administrative Region of the PRC

“Independent Third Party(ies)”

individual(s) or company(ies) who or which, to the best of our Directors’ knowledge having made all due and careful inquiries, is/are independent from and not connected with (within the meaning of the Listing Rules) any Director, chief executive or substantial shareholder (within the meaning of the Listing Rules) of our Company, its subsidiaries or any of their respective associates

DEFINITIONS

[REDACTED]

“Jinan Huanneng”	Jinan Huanneng Investment Holding Co., Ltd.* (濟南環能投資控股有限公司), a limited liability company established in the PRC on 21 September 2015, which is one of our Controlling Shareholders holding approximately 78.4% of the total issued share capital of our Company as at the Latest Practicable Date
“Latest Practicable Date”	[20 June 2026], being the latest practicable date prior to the printing of this document for ascertaining certain information in this document
“Listing Committee”	the Listing Committee of the Stock Exchange

[REDACTED]

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
-----------------	--

[REDACTED]

“Main Board”	the stock market (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Mr. Yang”	Mr. Yang Liangbo (楊良波), one of the founders of our Company and Controlling Shareholder of our Company

DEFINITIONS

“Ms. Wang” Ms. Wang Youmei (王友梅), an executive Director and Shareholder of our Company

“NEEQ” National Equities Exchange and Quotations

“Nomination Committee” the nomination committee of our Board

[REDACTED]

“PRC Government” the central government of the PRC, including all government subdivisions (including provincial, municipal and other regional or local government entities) and its organs or, as the content requires, any of them

“PRC Legal Advisor” Jingtian & Gongcheng, our legal advisors as to PRC laws in connection with the [REDACTED]

“[REDACTED] Investment(s)” the investment(s) in our Company undertaken by the [REDACTED] Investors prior to this [REDACTED], details of which are set out in “History, Development and Corporate Structure”

“[REDACTED] Investor(s)” holder(s) of Shares pursuant to the [REDACTED] Investments, details of which are set out in the section headed “History, Development and Corporate Structure”

[REDACTED]

“Remuneration Committee” the remuneration committee of our Board

DEFINITIONS

“Reporting Accountants”	BDO Limited, the reporting accountants of our Company
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Shandong Zhongneng”	Shandong Zhongneng Engineering Construction Co., Ltd.* (山東省中能工程建設有限公司), a limited liability company established under the laws of the PRC on 30 December 2022, a subsidiary of our Company
“Share(s)”	ordinary share(s) in the capital of our Company with a nominal value of RMB1.00 each, including both Domestic Unlisted Shares and H Shares
“Shareholder(s)”	holder(s) of the Share(s)

[REDACTED]

“Sole Sponsor”	Eddid Capital Limited, a licensed corporation under the SFO permitted to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities as defined under the SFO, being the sole sponsor to the Listing
----------------	---

[REDACTED]

“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Track Record Period”	the period comprising the three financial years ended 31 December 2023, 2024 and 2025
“U.S. dollar(s)” or “USD” or “US\$”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder

DEFINITIONS

[REDACTED]

“United States”, “U.S.” or “US” the United States of America, its territories, its possessions and all areas subject to its jurisdiction

[REDACTED]

“%” per cent

All dates and times refer to Hong Kong dates and time.

Certain amounts and percentage figures included in this document have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be as arithmetic aggregation of the figures preceding them.

* *For identification purpose only, if there is any inconsistency between the Chinese names of entities or enterprises established in China and their English translations, the Chinese shall prevail.*