
REGULATORY OVERVIEW

PRC LAWS, REGULATIONS AND POLICIES

This section provides an overview of certain aspects of the PRC laws, regulations and policies relevant to the business operations of our Company.

LAWS AND REGULATIONS RELATING TO COMPANIES

Pursuant to the provisions of the Company Law of the People’s Republic of China (《中華人民共和國公司法》) (the “**Company Law**”), promulgated by the Standing Committee of the National People’s Congress (the “**NPCSC**”) on December 29, 1993, implemented on July 1, 1994, and most recently amended on December 29, 2023 to be effective from July 1, 2024, companies are generally classified into two categories: limited liability companies and companies limited by shares. The Company Law also applies to foreign-invested enterprises, provided that where the laws on foreign investment provide otherwise, such provisions shall prevail.

LAWS, REGULATIONS AND POLICIES RELATING TO THE COMPUTING POWER AND POWER SUPPLY INDUSTRIES

On February 27, 2023, the Central Committee of the Communist Party of China and the State Council promulgated the “Overall Layout Plan for the Development of Digital China” (《數字中國建設整體布局規劃》), proposing to accelerate the development of digital infrastructure, promote the systematic layout of information infrastructure, and drive the deep integration of the digital economy and the real economy.

On October 8, 2023, the MIIT, the Cyberspace Administration of China, the Ministry of Education, the National Health Commission, the People’s Bank of China, and the State-owned Assets Supervision and Administration Commission of the State Council jointly promulgated the “Action Plan for the High-Quality Development of Computing Power Infrastructure” (《算力基礎設施高質量發展行動計劃》), proposing to coordinate and promote the development of computing power infrastructure, enhance the supply capacity and utilization efficiency of computing power resources, and provide high-quality underlying support for new-generation information technologies such as artificial intelligence and big data.

On July 25, 2024, the National Development and Reform Commission (the “**NDRC**”), the National Energy Administration, and the National Data Bureau jointly promulgated the “Action Plan for Accelerating the Construction of a New Power System (2024-2027)” (《加快構建新型電力系統行動方案(20242027年)》), emphasizing the promotion of the power system’s development towards being clean, low-carbon, safe, and efficient, and enhancing its regulation capabilities and operational stability.

LAWS AND REGULATIONS RELATING TO FOREIGN INVESTMENT

The Foreign Investment Law of the People’s Republic of China (《中華人民共和國外商投資法》) (the “**Foreign Investment Law**”), promulgated by the National People’s Congress (the “**NPC**”) on March 15, 2019 and effective from January 1, 2020, establishes a management system for foreign investment in the PRC based on pre-establishment national treatment plus a negative list. In addition, the Regulations on the Implementation of the Foreign Investment Law of the People’s Republic of China (《中華人民共和國外商投資法實施條例》) (the “**FIL Implementing Regulations**”), effective from January 1, 2020, further provide that the State has formulated a catalogue of industries to encourage foreign investment, specifying the particular industries, fields and regions in which foreign investors are encouraged and guided to invest, based on the needs of national economic and social development.

On September 6, 2024, the NDRC and MOFCOM jointly promulgated the Special Administrative Measures for Foreign Investment Access (Negative List) (2024 Edition) (《外商投資准入特別管理措施(負面清單)(2024年版)》) (the “**2024 Negative List**”), which replaced the previous catalogue for encouraged industries and negative list. The MOFCOM jointly promulgated the “Catalogue of

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Encouraged Industries for Foreign Investment (2025 Edition)” (《鼓勵外商投資產業目錄(2025年版)》) (the “**2025 Industry Catalogue**”) on December 15, 2025, which became effective on February 1, 2026. According to the Foreign Investment Law, the Implementation Regulations, the 2024 Negative List, and the 2025 Industry Catalogue, foreign investment businesses are classified into “encouraged”, “restricted”, and “prohibited” categories. Foreign investors shall not invest in fields where investment is prohibited as stipulated in the Negative List. For fields where investment is restricted as stipulated in the negative list, foreign investors shall comply with the conditions stipulated in the negative list when making investments. Industries not included in the Negative List are generally considered “permitted” for foreign investment. Our business does not involve any circumstances where foreign investment is restricted or prohibited, and falls within the industries permitted for foreign investment

REGULATIONS ON OVERSEAS INVESTMENT

On September 6, 2014, the MOFCOM promulgated the “Administrative Measures for Overseas Investment” (《境外投資管理辦法》), which became effective on October 6, 2014. On December 26, 2017, the NDRC promulgated the “Administrative Measures for Enterprises’ Overseas Investment” (《企業境外投資管理辦法》), which became effective on March 1, 2018. On January 3, 2018, the NDRC promulgated the “Catalogue of Sensitive Industries for Overseas Investment (2018 Edition)” (《境外投資敏感行業目錄(2018年版)》), which became effective on March 1, 2018, and provided a detailed list of the current sensitive industries.

The scope of approval-based administration covers sensitive projects carried out by investment entities directly or through overseas enterprises under their control. Where an enterprise’s overseas investment involves sensitive countries and regions or sensitive industries, it shall be subject to approval-based administration by the NDRC. Other overseas investments by enterprises are subject to record-filing administration. The MOFCOM and provincial-level competent commercial departments are responsible for the administration and supervision of enterprises’ overseas investment through the “Overseas Investment Management System”, and issue the “Enterprise Overseas Investment Certificate” (《企業境外投資證書》) to enterprises that have obtained record-filing or approval.

On February 13, 2015, the State Administration of Foreign Exchange (the “SAFE”) promulgated the Circular of the SAFE on Further Simplifying and Improving Foreign Exchange Administration Policies for Direct Investment (《國家外匯管理局關於進一步簡化和改進直接投資外匯管理政策的通知》), which cancelled the approval for foreign exchange registration under outbound direct investment. The foreign exchange registration for outbound direct investment shall be handled directly by banks. The SAFE and its branches shall implement indirect supervision over foreign exchange registration for outbound direct investment through banks.

LAWS AND REGULATIONS RELATING TO ENVIRONMENTAL PROTECTION AND FIRE SAFETY

Environmental Protection Regulations

The laws and regulations of the PRC related to environmental protection mainly include: the Environmental Protection Law of the People’s Republic of China (《中華人民共和國環境保護法》) (revised on April 24, 2014 and effective from January 1, 2015), the Law of the People’s Republic of China on the Prevention and Control of Water Pollution (《中華人民共和國水污染防治法》) (revised on June 27, 2017 and effective from January 1, 2018), the Law of the People’s Republic of China on the Prevention and Control of Atmospheric Pollution (《中華人民共和國大氣污染防治法》) (revised and effective on October 26, 2018), the Law of the People’s Republic of China on the Prevention and Control of Environmental Pollution by Solid Waste (《中華人民共和國固體廢物污染環境防治法》) (revised on April 29, 2020 and effective from September 1, 2020), the Environmental Protection Tax Law of the People’s Republic of China (《中華人民共和國環境保護稅法》) (revised and effective on October 26, 2018), the Regulations on the Implementation of the Environmental Protection Tax Law of the People’s Republic of China (《中華人民共和國環境保護稅法實施條例》) (revised on December 25,

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2017 and effective from January 1, 2018), the Administrative Measures for Pollutant Discharge Permits (《排污許可管理辦法》) (promulgated on April 1, 2024 and effective from July 1, 2024) and the Law of the People’s Republic of China on the Prevention and Control of Noise Pollution (《中華人民共和國噪聲污染防治法》) (promulgated on December 24, 2021 and effective from June 5, 2022).

According to the above laws and regulations, enterprises that discharge or dispose of toxic and hazardous substances such as wastewater and waste gas shall comply with the use standards stipulated by the state and local authorities, and shall declare and register with the corresponding administrative departments for environmental protection and pay environmental protection taxes in accordance with the law.

Pursuant to the Environmental Impact Assessment Law of the People’s Republic of China (《中華人民共和國環境影響評價法》), which took effect on September 1, 2003 and was amended on July 2, 2016 and December 29, 2018, respectively, a construction entity shall, based on the degree of environmental impact of the construction project, organize the preparation of an environmental impact report, an environmental impact report form or an environmental impact registration form in accordance with the following provisions: (i) for projects that may cause significant environmental impact, an environmental impact report shall be prepared for a comprehensive assessment of the environmental impact produced; (ii) for projects that may cause minor environmental impact, an environmental impact report form shall be prepared for an analysis or special assessment of the environmental impact produced; and (iii) for projects that have minimal environmental impact and do not require an environmental impact assessment, an environmental impact registration form shall be filled out.

Fire Safety Regulations

Pursuant to the Fire Control Law of the People’s Republic of China (《中華人民共和國消防法》), promulgated on April 29, 1998 and most recently amended on April 29, 2021, for construction projects that are required to apply for fire safety inspection and acceptance as prescribed by the competent housing and urban-rural development department of the State Council, the construction entity shall apply to the competent housing and urban-rural development department for fire safety inspection and acceptance upon completion. For other construction projects, the construction entity shall file for record with the competent housing and urban-rural development department after acceptance, and the competent housing and urban-rural development department shall conduct spot checks.

REGULATIONS ON WORK SAFETY

Pursuant to the Work Safety Law of the People’s Republic of China (《中華人民共和國安全生產法》) (the “**Work Safety Law**”), promulgated on June 29, 2002, most recently amended on June 10, 2021 and effective from September 1, 2021, production and business units must comply with this Law and other laws and regulations on work safety, strengthen work safety management, establish and improve a company-wide work safety responsibility system and work safety rules and regulations, increase the input and assurance for work safety funds, materials, technology, and personnel, improve work safety conditions, strengthen the standardization and informatization of work safety, build a dual prevention mechanism of hierarchical risk control and hidden danger investigation and governance, improve the risk prevention and resolution mechanism, enhance the level of work safety, and ensure work safety. Violations of the Work Safety Law may result in penalties such as fines, suspension of business for rectification, and orders to cease production and business operations, and in serious cases, may even lead to criminal liability.

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LAWS AND REGULATIONS RELATING TO CYBERSECURITY AND DATA SECURITY

On July 1, 2015, the NPCSC promulgated the National Security Law of the People’s Republic of China (《中華人民共和國國家安全法》), which became effective on the same date. According to this law, the state establishes a national security review and regulatory system to conduct reviews of foreign investment, key technologies, network information technology products and services, projects involving national security matters, and other major activities that may affect national security.

On November 7, 2016, the NPCSC promulgated the Cybersecurity Law of the People’s Republic of China (《中華人民共和國網絡安全法》) (the “**Cybersecurity Law**”), which became effective on June 1, 2017. According to the Cybersecurity Law, network operators must comply with laws and administrative regulations and fulfill their cybersecurity protection obligations when conducting business and service activities.

To establish a system for classified and graded data protection and to implement such protection for data, the NPCSC promulgated the Data Security Law of the People’s Republic of China (《中華人民共和國數據安全法》) on June 10, 2021, which became effective on September 1, 2021.

On December 28, 2021, the Cyberspace Administration of China (“CAC”) and certain other regulatory authorities in the PRC issued the Measures for Cybersecurity Review (《網絡安全審查辦法》), which became effective on February 15, 2022. According to the measures, critical information infrastructure operators purchasing network products and services, and network platform operators carrying out data processing activities that affect or may affect national security shall undergo a cybersecurity review. In addition, network platform operators who possess personal information of more than 1 million users must apply for a cybersecurity review to the Cybersecurity Review Office before listing abroad; If relevant regulatory authorities believe that an enterprise’s network products and services, as well as its data processing activities, affect or may affect national security, the relevant regulatory authorities may proactively initiate a cybersecurity review.

The Regulations on the Administration of Network Data Security (《網絡數據安全管理條例》) (the “**Regulations on Network Data Security**”), promulgated by the State Council on September 24, 2024 and effective from January 1, 2025, stipulate that where a network data processor carries out network data processing activities that affect or may affect national security, it shall undergo a national security review in accordance with relevant state regulations. The Regulations on Network Data Security optimize the management provisions for cross-border data security, stipulating the conditions under which network data processors may provide personal information overseas in accordance with international treaties or agreements. The regulations clarify that data not identified or publicly disclosed as important by relevant regions or departments does not require a security assessment for cross-border transfer of important data. In addition, the Regulations on Network Data Security also impose requirements for network data security assurance on network platform service providers, third-party product and service providers, and other relevant entities.

The Personal Information Protection Law of the People’s Republic of China (《中華人民共和國個人信息保護法》) (the “**Personal Information Protection Law**”) was promulgated by the NPCSC on August 20, 2021 and became effective from November 1, 2021. The Personal Information Protection Law stipulates the scope of personal information and the methods for processing personal information, establishes rules for processing personal information and rules for the cross-border provision of personal information, and clarifies the rights of individuals in personal information processing activities and the obligations of personal information processors. The CAC promulgated the Measures for the Security Assessment of Data Cross-border Transfers (《數據出境安全評估辦法》) (the “**Security Assessment Measures**”), which became effective on September 1, 2022. The Security Assessment Measures stipulate the circumstances under which a security assessment for data cross-border transfers

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must be declared. On March 22, 2024, the CAC promulgated the “Provisions on Promoting and Regulating Cross-Border Data Flows” (《促進和規範數據跨境流動規定》), which became effective on the same date.

LAWS AND REGULATIONS RELATING TO INTELLECTUAL PROPERTY

Patents

Pursuant to the Patent Law of the People’s Republic of China (《中華人民共和國專利法》) (the “**Patent Law**”), promulgated by the NPCSC on March 12, 1984, amended on September 4, 1992, August 25, 2000, December 27, 2008 and October 17, 2020, with the latest amendment effective from June 1, 2021, and the Implementing Regulations of the Patent Law of the People’s Republic of China (《中華人民共和國專利法實施細則》) (the “**Implementing Regulations of the Patent Law**”), promulgated by the State Council on January 19, 1985, amended on December 21, 1992, June 15, 2001, December 28, 2002, January 9, 2010 and December 11, 2023, with the latest amendment effective from January 20, 2024, the patent administration department under the State Council is responsible for managing patent-related work nationwide, while the patent management departments of provinces, autonomous regions, and municipalities are responsible for patent management within their respective administrative regions. The Patent Law and the Implementing Regulations of the Patent Law provide for three categories of patents, namely “invention”, “utility model” and “design”. The term of an invention patent right is 20 years, and the term of a utility model patent right is 10 years. With effect from 1 June, 2021, the term of a design patent right for an application filed on or after 1 June, 2021 has been extended to 15 years (calculated from the date of application).

Trademarks

Pursuant to the Trademark Law of the People’s Republic of China (《中華人民共和國商標法》), promulgated by the NPCSC on August 23, 1982, most recently amended on April 23, 2019 and effective from November 1, 2019, and the Regulations for the Implementation of the Trademark Law of the People’s Republic of China (《中華人民共和國商標法實施條例》), promulgated by the State Council on August 3, 2002, most recently amended on April 29, 2014 and effective from May 1, 2014, trademarks approved for registration by the Trademark Office are registered trademarks, and the trademark registrant enjoys the exclusive right to use the trademark, which is protected by law. The Trademark Office is responsible for the registration and administration of trademarks nationwide and grants registered trademarks a validity period of 10 years, commencing from the date of registration.

Copyrights

Pursuant to the Copyright Law of the People’s Republic of China (《中華人民共和國著作權法》) (most recently revised on November 11, 2020) promulgated by the NPCSC, and the Regulations for the Implementation of the Copyright Law of the People’s Republic of China (《中華人民共和國著作權法實施條例》) (most recently revised on January 30, 2013) promulgated by the State Council, PRC citizens, legal persons, or unincorporated organizations enjoy copyright in their works, whether published or not.

Pursuant to the Regulations on the Protection of Computer Software (《計算機軟件保護條例》), promulgated by the State Council on June 4, 1991, revised on December 20, 2001 and January 30, 2013, and effective from March 1, 2013, and the Measures for the Registration of Computer Software Copyright (《計算機軟件著作權登記辦法》), promulgated by the National Copyright Administration on February 20, 2002, “computer software” (“**software**”) means computer programs and related documentation. PRC citizens, legal persons or other organizations enjoy copyright in the software they have developed, regardless of whether it has been publicly released. The copyright of a software shall arise from the date of completion of its development. The protection period for the copyright of a software owned by a legal person or other organization shall be 50 years, ending on December 31 of the 50th year after the first publication of the software; however, if the software is not published within 50 years from the date of its development, it shall no longer be protected.

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Domain Names

Pursuant to the Administrative Measures for Internet Domain Names (《互聯網域名管理辦法》), promulgated on August 24, 2017 and effective from November 1, 2017, domain name registration services adopt the “first-come, first-served” principle. An applicant for domain name registration shall, for registration purposes, provide the domain name registration service provider with the domain name holder’s true, accurate and complete identity information and other registration information, and sign a registration agreement with the domain name registration service provider.

LAWS AND REGULATIONS RELATING TO REAL PROPERTY

The Civil Code of the People’s Republic of China (《中華人民共和國民法典》) (the “**Civil Code**”) was promulgated by the NPC on May 28, 2020 and has been implemented since January 1, 2021. According to the Civil Code, the establishment, modification, transfer and extinguishment of real property rights shall take effect upon registration in accordance with the law; without registration, such establishment, modification, transfer and extinguishment shall not take effect, unless otherwise provided by law. The registration of real property shall be handled by the registration authority at the place where the real property is located.

The Land Administration Law of the People’s Republic of China (《中華人民共和國土地管理法》) (the “**Land Administration Law**”) was first promulgated by the NPCSC on June 25, 1986, most recently revised and promulgated on August 26, 2019 and implemented from January 1, 2020. According to the Land Administration Law, a construction entity that has obtained the right to use state-owned land by grant or other forms of paid use may use the land only after paying the land use right grant fee and other fees for paid use of land in accordance with the standards and methods prescribed by the State Council.

Pursuant to the Provisional Regulations on Real Estate Registration (《不動產登記暫行條例》), promulgated on November 24, 2014, most recently amended on March 10, 2024 and effective from May 1, 2024, real estate registration is handled by the real estate registration authority designated by the people’s government at or above the county level. The Implementing Rules for the Provisional Regulations on Real Estate Registration (《不動產登記暫行條例實施細則》), promulgated on January 1, 2016, most recently amended on May 9, 2024 and effective on the same date, explicitly stipulate that the State implements a unified real estate registration system, and real estate registration work shall be strictly and normatively managed, maintain stability and continuity, and provide convenience to the public.

LAWS AND REGULATIONS RELATING TO LEASED PROPERTIES

According to the Civil Code, a lease contract is a contract whereby the lessor delivers the leased property to the lessee for use and benefit, and the lessee pays rent. The content of a lease contract generally includes clauses on the name, quantity, and purpose of the leased property, the lease term, the rent and its payment period and method, and the maintenance of the leased property. The failure of the parties to a lease contract to complete the registration and filing procedures for the lease contract in accordance with the provisions of laws and administrative regulations does not affect the validity of the contract.

Pursuant to the Law of the People’s Republic of China on the Administration of Urban Real Estate (《中華人民共和國城市房地產管理法》), promulgated by the NPCSC on July 5, 1994, most recently amended on August 26, 2019 and effective from January 1, 2020, the lessor and the lessee shall sign a written lease contract, stipulating the lease term, purpose of the lease, lease price, repair responsibilities and other rights and obligations of both parties, and shall file the contract for record with the real estate administration department.

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On December 1, 2010, the MHURD promulgated the Administrative Measures for Commodity Housing Leasing (《商品房屋租賃管理辦法》), which became effective on February 1, 2011. According to these administrative measures, the parties to a housing lease shall, within 30 days from the date of signing the lease contract, handle the housing lease registration and filing with the competent construction (real estate) department of the people’s government of the municipality directly under the Central Government, city, or county where the house is located. If an enterprise fails to comply with the regulations, the competent authority may order it to make corrections within a time limit; if it fails to make corrections by the deadline, a fine of not less than RMB1,000 and not more than RMB10,000 shall be imposed. Pursuant to the Interpretation of the Supreme People’s Court on Several Issues Concerning the Specific Application of Law in the Trial of Dispute Cases over Urban Housing Lease Contracts (2020 Revision) (《最高人民法院關於審理城鎮房屋租賃合同糾紛案件具體應用法律若干問題的解釋》(2020修正)), the relevant lease contract remains valid and binding.

Regulations on Foreign Exchange

Pursuant to the Regulations of the People’s Republic of China on Foreign Exchange Administration (《中華人民共和國外匯管理條例》), promulgated on January 29, 1996 and amended on January 14, 1997 and August 5, 2008, RMB is freely convertible for payments under current account items, but is not freely convertible for capital account items unless prior approval is obtained from the SAFE or its designated banks.

According to the Circular of the SAFE on Reforming and Standardizing the Administration Policies for the Settlement of Foreign Exchange under Capital Account (《國家外匯管理局關於改革和規範資本項目結匯管理政策的通知》) promulgated on June 9, 2016, foreign exchange income under capital account may be converted from foreign currency to RMB on a discretionary basis.

According to the Notice on Further Deepening Reform and Promoting the Facilitation of Cross-Border Trade and Investment (《關於進一步深化改革促進跨境貿易投資便利化的通知》) issued by SAFE on December 4, 2023, the negative list management for the use of capital account income is to be improved. The use of capital, foreign exchange income under foreign debt, and the RMB funds obtained from the settlement thereof by non-financial enterprises shall follow the principles of authenticity and self-use, and shall not be used, directly or indirectly, for expenditures prohibited by national laws and regulations.

LAWS AND REGULATIONS RELATING TO PRODUCT QUALITY

Pursuant to the Product Quality Law of the People’s Republic of China (《中華人民共和國產品質量法》) (the “**Product Quality Law**”), promulgated by the NPCSC on February 22, 1993 and most recently amended on December 29, 2018, producers and sellers shall establish and improve their internal product quality control systems, strictly abide by the work responsibility system related to quality standards and quality responsibilities, and implement corresponding inspection measures. Any producer or seller in violation of the Product Quality Law may be subject to the following penalties: (i) administrative penalties, including cessation of production or sales, an order to rectify illegal acts, confiscation of products illegally produced or sold, imposition of a fine, confiscation of illegal gains, and in serious cases, revocation of the business license; and (ii) criminal liability if the violation constitutes a crime.

LAWS AND REGULATIONS RELATING TO IMPORT AND EXPORT TRADE

Pursuant to the Foreign Trade Law of the People’s Republic of China (《中華人民共和國對外貿易法》) (the “**Foreign Trade Law**”), promulgated by the NPCSC on May 12, 1994 and most recently amended on December 30, 2022, and the Regulations of the People’s Republic of China on the Administration of the Import and Export of Goods (《中華人民共和國貨物進出口管理條例》), issued by the State Council on December 10, 2001, effective from January 1, 2002 and most recently amended on

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March 10, 2024, the State Council of the PRC allows free import and export of goods and maintains fair and orderly import and export trade of goods, except for goods whose import or export is prohibited or restricted under laws or administrative regulations.

Pursuant to the Customs Tariff Law of the People’s Republic of China (《中華人民共和國關稅法》) (the “**Customs Tariff Law**”), promulgated by the NPCSC on April 26, 2024 and effective from December 1, 2024, the consignor of export goods is the taxpayer for customs duties. Export duties are subject to export duty rates. Provisional tariff rates may be implemented for export goods for a certain period of time. According to the Administrative Measures of the Customs of the People’s Republic of China on the Collection of Duties on Import and Export Goods (《中華人民共和國海關進出口貨物徵稅管理辦法》), promulgated by the General Administration of Customs (the “**GACC**”) on October 28, 2024 and effective from December 1, 2024, the Customs shall, in accordance with the relevant provisions of the Customs Tariff Law on the application of most-favored-nation tariff rates, conventional tariff rates, special preferential tariff rates, general tariff rates, export tariff rates, tariff-rate quota rates or provisional tariff rates, determine the applicable tariff rates for export goods.

According to the Export Control Law of the People’s Republic of China (《中華人民共和國出口管制法》), promulgated by the NPCSC on October 17, 2020 and effective from December 1, 2020, the State implements a unified export control system, and exercises control through means such as formulating control lists, inventories or catalogues, and implementing export licensing. The State implements a licensing system for the export of controlled items.

REGULATIONS ON EMPLOYMENT, SOCIAL INSURANCE AND HOUSING PROVIDENT FUND

Employment

The principal laws and regulations governing employment relationships in the PRC are the Labor Law of the People’s Republic of China (《中華人民共和國勞動法》), the Labor Contract Law of the People’s Republic of China (《中華人民共和國勞動合同法》) (the “**Labor Contract Law**”) and its implementation regulations. These laws and regulations impose strict requirements on employers in respect of concluding fixed-term labor contracts, hiring temporary employees and dismissing employees.

The Labor Contract Law, promulgated on June 29, 2007 and most recently amended on December 28, 2012, primarily aims to regulate the rights and obligations of parties in employment relationships, including the conclusion, performance, and termination of labor contracts.

The Interim Provisions on Labor Dispatch (《勞務派遣暫行規定》), promulgated by the Ministry of Human Resources and Social Security on January 24, 2014 and effective from March 1, 2014, stipulate that the number of dispatched employees used by an employer shall not exceed 10% of its total workforce. If the situation is not rectified within the prescribed time limit, the employer may be fined from RMB5,000 to RMB10,000 for each dispatched employee exceeding the 10% limit.

SOCIAL INSURANCE

The Social Insurance Law of the People’s Republic of China (《中華人民共和國社會保險法》) (the “**Social Insurance Law**”), promulgated by the NPCSC on October 28, 2010 and most recently amended on December 29, 2018, has established social insurance systems including basic pension insurance, basic medical insurance, work-related injury insurance, unemployment insurance, and maternity insurance, and specifies in detail the legal obligations and responsibilities of employers who fail to comply with relevant laws and regulations on social insurance. According to the Social Insurance Law and the Provisional Regulations on the Collection and Payment of Social Insurance Premiums (《社會保險費征繳暫行條例》), promulgated by the State Council on January 22, 1999 and most recently amended on March 24, 2019, enterprises are required to register for social insurance with the local social insurance agencies and withhold and pay the relevant social insurance premiums on behalf of

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their employees. An employer that fails to pay social insurance premiums as required may be ordered to rectify and make supplementary payments within a specified time limit, and may also be subject to a late payment penalty. If the supplementary payment is not made within the time limit, a fine of one to three times the overdue amount shall be imposed.

In addition, according to the Interpretation (II) of the Supreme People’s Court on Several Issues Concerning the Application of Law in the Trial of Labor Dispute Cases (《最高人民法院關於審理勞動爭議案件適用法律問題的解釋(二)》), issued by the Supreme People’s Court on July 31, 2025 and effective from September 1, 2025, if an employer and an employee agree, or an employee promises an employer, that social insurance premiums do not need to be paid, the People’s Court shall rule that such agreement or promise is invalid. If an employer fails to pay social insurance premiums in accordance with the law, and an employee requests to terminate the labor contract and for the employer to pay economic compensation pursuant to Article 38, Paragraph 3 of the Labor Contract Law, the People’s Court shall support such a request in accordance with the law. This clarifies that where an employer fails to pay social insurance premiums in accordance with the law, the employee has the right under the Labor Contract Law to request the termination of the labor contract and receive corresponding economic compensation.

HOUSING PROVIDENT FUND

Pursuant to the Regulations on the Administration of Housing Provident Fund (《住房公積金管理條例》), promulgated by the State Council on April 3, 1999 and amended on March 24, 2002 and March 24, 2019, units shall register with the designated management center, complete the procedures for establishing bank accounts, and deposit housing provident funds for their employees. Units and employees shall deposit the housing provident fund on time and in full, in an amount not less than 5% of the employee’s average monthly salary of the previous year. If a unit fails to pay or underpays housing provident fund contributions, it shall be ordered by the housing provident fund management center to make the payment within a prescribed time limit; if it still fails to make the payment upon expiry of the period, an application may be made to a people’s court for compulsory enforcement.

If a unit fails to register for housing provident fund contributions or fails to establish housing provident fund accounts for its employees, the housing provident fund management center shall order it to complete the procedures within a prescribed time limit; if it fails to do so by the deadline, a fine of not less than RMB10,000 and not more than RMB50,000 shall be imposed.

REGULATIONS ON TAXATION

Enterprise Income Tax (EIT)

Pursuant to the Enterprise Income Tax Law of the People’s Republic of China (《中華人民共和國企業所得稅法》) (the “**EIT Law**”), promulgated on March 16, 2007 and most recently amended on December 29, 2018, and the Regulations on the Implementation of the Enterprise Income Tax Law of the People’s Republic of China (《中華人民共和國企業所得稅法實施條例》), promulgated by the State Council on December 6, 2007 and most recently amended on December 6, 2024, enterprises are categorized as resident enterprises and non-resident enterprises. An enterprise established within the PRC in accordance with PRC law, or an enterprise established in accordance with foreign (regional) law but whose “de facto management body” is within the PRC, will be considered a “resident enterprise” and shall pay EIT on its global income at a rate of 25%.

Value-added Tax (VAT)

The NPCSC promulgated the Value-Added Tax Law of the People’s Republic of China (《中華人民共和國增值稅法》) on December 25, 2024, which will come into effect on January 1, 2026, stipulating that entities and individuals that sell goods, services, intangible assets, immovable properties, and import goods within the territory of the People’s Republic of China, are taxpayers of value-added tax and shall pay value-added tax.

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WITHHOLDING TAX ON DIVIDENDS

According to the provisions of the EIT Law and its relevant implementation regulations, dividends declared and distributed to non-resident enterprise investors, who either have no establishment or place of business in the PRC or have such but the income is not effectively connected therewith, are generally subject to an income tax rate of 10%, provided that the dividends are sourced from within the PRC.

According to the Arrangement between the Mainland of China and the Hong Kong Special Administrative Region for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with respect to Taxes on Income (《內地和香港特別行政區關於對所得避免雙重徵稅和防止偷漏稅的安排》) (the “DTA”) and other applicable laws of the PRC, if a Hong Kong resident enterprise is recognized by the competent PRC tax authorities as meeting the relevant conditions and requirements of the aforesaid DTA and other applicable laws, the dividends obtained by the Hong Kong resident enterprise from a PRC resident enterprise may enjoy a reduced withholding income tax rate of 5% from 10%. However, according to the Notice of the State Administration of Taxation on Issues Concerning the Implementation of the Dividend Clause of Tax Treaties (《國家稅務總局關於執行稅收協定股息條款有關問題的通知》) issued by the State Administration of Taxation (the “SAT”) on February 20, 2009, if the relevant PRC tax authorities, at their discretion, determine that an enterprise’s enjoyment of the preferential tax rate is primarily due to a tax-driven structure or arrangement, the PRC tax authorities may adjust the relevant preferential tax treatment.

LAWS AND REGULATIONS ON OVERSEAS ISSUANCE OF SECURITIES AND LISTING BY DOMESTIC ENTERPRISES

Securities Laws and Regulations

The Securities Law of the People’s Republic of China (《中華人民共和國證券法》) (the “**Securities Law**”), promulgated by the NPCSC on December 29, 1998, most recently amended on December 28, 2019 and effective from March 1, 2020, comprehensively regulates the activities in the securities market in Mainland China, including the issuance and trading of securities, acquisition of listed companies, securities exchanges and securities companies, as well as the duties of securities regulatory authorities. The China Securities Regulatory Commission (the “**CSRC**”) is the securities regulatory authority established under the State Council, responsible for supervising and administering the securities market, maintaining market order, and ensuring the lawful operation of the market in accordance with the law. Currently, the issuance and trading of H Shares are primarily regulated by the regulations and rules promulgated by the State Council and the CSRC.

OVERSEAS LISTING

According to the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (《境內企業境外發行證券和上市管理試行辦法》) (the “**Trial Measures**”) and relevant guidelines promulgated by the CSRC on February 17, 2023 and effective from March 31, 2023, domestic enterprises applying for direct or indirect issuance of securities and listing in overseas markets shall perform filing procedures with the CSRC in accordance with the requirements of the Trial Measures. For an initial public offering or listing in an overseas market, a filing shall be made with the CSRC within 3 working days after the relevant application is submitted overseas.

According to the Provisions on Strengthening Confidentiality and Archives Administration of Overseas Securities Offering and Listing by Domestic Companies (《關於加強境內企業境外發行證券和上市相關保密和檔案管理工作的規定》) (the “**Confidentiality Provisions**”), jointly issued by the CSRC and other relevant authorities on February 24, 2023 and effective from March 31, 2023, during the process of overseas issuance and listing by domestic enterprises, the domestic enterprises and the securities companies and securities service institutions providing corresponding services shall strictly comply with the relevant laws and regulations of the PRC and the requirements of the Confidentiality

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Provisions, strengthen their legal awareness of confidentiality and archive management of state secrets, establish and improve the confidentiality and archive work system, take necessary measures to perform confidentiality and archive management duties, and shall not leak state secrets and work secrets of state organs, nor harm national and public interests.

LAWS AND REGULATIONS ON H-SHARE “FULL CIRCULATION”

On November 14, 2019, the CSRC issued the Guidelines on the Application for “Full Circulation” of Domestically Unlisted Shares of H-Share Companies (《H股公司境內未上市股份申請“全流通”業務指引》) (the “**Guidelines**”), which was amended and became effective on August 10, 2023. According to the Guidelines, “full circulation” refers to the listing and circulation on the Hong Kong Stock Exchange of the domestically unlisted shares of H-share companies. Shareholders of unlisted domestic shares may, through their own negotiation, determine the number and proportion of shares for which to apply for circulation, and entrust the H-share company to submit a “full circulation” application and entrust the H-share company to submit the “full circulation” filing documents to the CSRC, provided that they comply with relevant laws and regulations, as well as policy provisions concerning state-owned asset management, foreign investment, and industry supervision.

According to overseas listing regulations, where a domestic enterprise directly issues securities and is listed overseas, its shareholders holding unlisted domestic shares may, after filing, legally convert the said shares into overseas-listed shares and have them listed for circulation on an overseas exchange. When a domestic enterprise submits a filing application for direct overseas issuance and listing to the CSRC, it may simultaneously submit a “full circulation” application.

On December 31, 2019, China Securities Depository and Clearing Corporation Limited (“**CSDC**”) and the Shenzhen Stock Exchange (“**SZSE**”) jointly announced the Implementing Rules for H-Share “Full Circulation” Business (《H股“全流通”業務實施細則》) (the “**Business Implementing Rules**”). The Business Implementing Rules apply to H-share full circulation business and related business, including cross-border transfer registration, custody and holding details maintenance, trade entrustment and instruction transmission, clearing, clearing participant management, and nominee services.

To fully promote the H-share ‘full circulation’ reform and clarify the business arrangements and procedures for the registration, custody, and clearing and settlement of relevant shares, CSDC issued the Business Guidelines for H-Share ‘Full Circulation’ Business (《H股“全流通”業務指南》) on February 7, 2020, and updated it on September 20, 2024, which specifies matters such as business preparation, account arrangements, cross-border transfer registration, and centralized custody overseas. In February 2020, China Securities Depository and Clearing (Hong Kong) Company Limited (“**CSDC Hong Kong**”) issued the Business Guidelines of China Securities Depository and Clearing (Hong Kong) Company Limited for H-Share ‘Full Circulation’ Business (《中國證券登記結算(香港)有限公司H股“全流通”業務指南》), detailing the arrangements for custody and depository, nominee services, clearing and settlement, risk management measures, and other related matters. On September 20, 2024, the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited published the Business Guidelines of China Securities Depository and Clearing Corporation Limited Shenzhen Branch for H-Share ‘Full Circulation’ Business (《中國證券登記結算有限責任公司深圳分公司H股“全流通”業務指南》), which became effective on September 23, 2024, specifying business preparation, cross-border transfer registration, clearing and settlement arrangements, risk management measures and other related matters.

RELEVANT LAWS AND REGULATIONS IN MALAYSIA

Customs Act 1967

The Customs Act 1967 (“**CA 1967**”) regulates the customs laws of Malaysia. Under the CA 1967, the Minister of Finance of Malaysia (“**MOF**”) may from time to time fix the custom duties to be levied on any goods imported into or exported from Malaysia, and any customs duty payable under the CA

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1967 may be recovered as a civil debt due to the Government of Malaysia. The MOF also has the power to prohibit the importation and exportation of certain goods absolutely, or except under an import or export license issued by the Director General of Customs and Excise, or the proper officer of customs appointed by the Director General of Customs and Excise to act on his behalf at the ministry, department, or statutory body as specified in the Customs (Prohibition of Imports) Order 2023 or the Customs (Prohibition of Exports) Order 2023.

Section 14(2) of the CA 1967 provides that the MOF may, in any particular case, either exempt any person from the payment of the whole or any part of the customs duties or any other prescribed fees or charges payable by such person on any goods, or direct the refund to any person of the whole or any part of the customs duties or any other prescribed fees or charges which have been paid by such person on any goods. Such exemptions are generally subject to specific terms and conditions imposed by the MOF.

Income Tax Act 1967

The Income Tax Act 1967 (“**ITA 1967**”) imposes income tax which is charged for each year of assessment upon the income of any person accruing in or derived from Malaysia, or received in Malaysia from outside Malaysia, with a company being regarded as a tax resident in Malaysia if the management and control of its business, or any one of its businesses, is exercised in Malaysia.

Resident companies with a paid-up capital of more than RM2,500,000 and non-resident companies are subject to a tax rate of 24% during the year of assessment 2023-2024. In contrast, resident companies with a paid-up capital of less than RM2,500,000 and gross business income of not more than RM50,000,000 are subject to a tax rate of 15% for the first RM150,000, 17% on the next RM450,000, and subsequently 24% on income in excess of RM600,000. Pursuant to the Income Tax (Deduction from Remuneration) Rules 1994, every employer shall deduct in each month or the relevant month the monthly deduction in accordance with the Schedule of the ITA 1967 in respect of income on account of tax from the remuneration of each of his employees, unless otherwise directed in writing by the Director General of Inland Revenue, and shall pay to the Director General of Inland Revenue, not later than the 15th day of every calendar month, the total amount of tax deducted or that should have been deducted from the remuneration of employees during the preceding calendar month.

Every employer shall, for each year, furnish to the Director General of Inland Revenue a return in the prescribed form not later than 31 March in the year immediately following the first-mentioned year, containing the details specified in Section 83(1) of the ITA 1967. Any person who without reasonable excuse fails to furnish a return in accordance with Section 83(1) of the ITA 1967 shall be guilty of an offence and shall, on conviction, be liable to a fine of not less than RM200 and not more than RM20,000, or to imprisonment for a term not exceeding six months, or to both.

The Sale of Goods Act 1957

The Sale of Goods Act 1957 (“**SOGA 1957**”) governs the law on the sale of goods in Malaysia. Under SOGA 1957, a stipulation in a contract of sale with reference to goods which are the subject thereof may be either a condition or a warranty, where a condition is a stipulation essential to the main purpose of the contract, the breach of which gives rise to a right to treat the contract as repudiated, and a warranty is a stipulation collateral to the main purpose of the contract, the breach of which gives rise to a claim for damages but not to a right to reject the goods and treat the contract as repudiated, with whether a stipulation constitutes a condition or a warranty depending in each case on the construction of the contract.

In a contract of sale, unless the circumstances of the contract show a different intention, there is an implied condition on the part of the seller that, in the case of a sale, he has a right to sell the goods, and that, in the case of an agreement to sell, he will have a right to sell the goods at the time when the property is to pass, together with an implied warranty that the buyer shall have and enjoy quiet

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possession of the goods, and a further implied warranty that the goods shall be free from any charge or encumbrance in favor of any third party not declared or known to the buyer before or at the time when the contract is made.

Where there is a breach of warranty by the seller, or where the buyer elects or is compelled to treat any breach of a condition on the part of the seller as a breach of warranty, the buyer is not by reason only of such breach of warranty entitled to reject the goods, but may set up against the seller the breach of warranty in diminution or extinction of the price, or sue the seller for damages for breach of warranty. Pursuant to SOGA 1957, it is the duty of the seller to deliver the goods and of the buyer to accept and pay for them in accordance with the terms of the contract of sale.

RELEVANT LAWS AND REGULATIONS IN SINGAPORE

Regulation of Imports and Exports Act

Under the Regulation of Imports and Exports Act 1995 of Singapore (“**RIEA**”), the Minister for Trade and Industry may regulate the registration, control, and movement of goods imported into, exported from, transhipped in, or transiting through Singapore, with the Regulation of Imports and Exports Regulations 1999 (“**RIER**”) requiring permits for certain controlled goods. While no specific licenses or approvals are known to be required for the company’s principal activities, certain products may still be subject to registration requirements imposed by relevant authorities.

Under Regulation 23(1) of the RIER, either the Singapore Customs or an authorised issuing authority may issue a certificate of origin (“**CO**”) pursuant to the rules of origin in the free trade agreement or scheme of preference under which a certificate of origin was applied for, in the case of preferential certificates of origin, or the Singapore Customs “Handbook on the Rules of Origin for Ordinary Certificate of Origin” (last revised February 2016), in the case of ordinary certificates of origin.

Certificates of processing, on the other hand, are not provided for in the RIER or the RIEA but may be issued by the Singapore Customs for goods which underwent substantial processing in Singapore but are unable to fulfil the rules of origin administered under the ordinary Certificate of Origin scheme, as indicated by the Singapore Customs in its “Application Procedures for a Certificate of Origin via TradeNet and Related Administrative Matters” (last revised December 2021) (“**Application Procedures**”), with such “substantial processing” appearing to be for the Singapore Customs to determine, as neither certificates of processing nor the definition of “substantial processing” is provided for in the RIER or RIEA, and the quantity or percentage requirements for the issuance of a certificate of processing are similarly not provided therein.

Both COs and certificates of processing serve as references for determining the origin of goods for importing countries’ customs requirements, including duties, tariffs or taxes, and while Singapore law does not require exported goods with a CO to be labelled “Made in Singapore,” such labelling is permitted subject to the importing country’s laws.

Under the RIEA, any person who imports, exports or tranships any goods and either applies or causes to be applied to the goods an incorrect trade description, or has in his possession for sale or for any purpose of trade any goods to which an incorrect trade description has been applied, shall be guilty of an offence and shall be liable on conviction to a fine and/or imprisonment, with trade descriptions meaning any description, statement or indication which, directly or indirectly and by whatever means given, relates to the place of origin, manufacture or production of the goods.

Sale of Goods Act

The Sale of Goods Act 1979 of Singapore (“**SOGA**”) is the main governing law in Singapore in relation to the sale of goods, applying to any contract for the sale of goods where the seller transfers or agrees to transfer goods to the buyer for a monetary consideration. Section 13 of the SOGA provides

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that where there is a contract for the sale of goods by description, there is an implied condition that the goods will correspond with the description, while Section 14 of the SOGA provides that for goods sold in the course of business, there is an implied condition that the goods must be of satisfactory quality, although this condition does not apply to any defect which is specifically drawn to the buyer’s attention before the contract is made, nor, if the buyer examines the goods before the contract, to any defect which that examination ought to have revealed.

Income Tax Act

Under the Income Tax Act 1947 of Singapore (“**ITA**”), the prevailing corporate income tax rate is 17%, and a company’s statutory income for the purposes of determining assessable and chargeable income is based on the full amount of its income for the year preceding the year of assessment (“**YA**”). For the avoidance of doubt, a “year of assessment” refers to a period of twelve months between 1 January and 31 December of a given year.

Pursuant to Section 65 of the ITA, the Comptroller may give notice to a person requiring such person to complete and return to the Comptroller a return specified in the notice for the purposes of obtaining full information in respect of the person’s income, within not less than thirty days from the date of service of the notice on the person, and Section 64 of the ITA further provides the Comptroller with the authority to, by written notice, require a person to furnish within a reasonable time limited by such notice fuller and further returns respecting any matter as to which a return is required under the ITA.

Section 62(1)(a) of the ITA provides that the Comptroller may, by notice in the Gazette, require every person to furnish to the Comptroller, in such form and manner as the Comptroller may determine, within a reasonable time specified in the notice or such extended time as the Comptroller may allow, a return of income for the year of assessment specified in the notice and such particulars as may be required for the purpose of ascertaining the income, if any, for which the person is chargeable under the ITA, and Section 63 of the ITA further provides that any person, not being an individual, who has not made a return required under Section 62 of the ITA for any YA must, within three months after the end of the accounting period relating to that year of assessment, furnish to the Comptroller an estimate of the person’s chargeable income, unless otherwise exempted.

Pursuant to Section 85(1) of the ITA, tax for any YA levied in accordance with the provisions of the ITA is, notwithstanding any objections or appeals against the assessment, payable at the place stated in a notice served by the Comptroller, within which the amount of tax payable will be stated, or if no tax is payable, a notice to that effect (“**NOA**”), within one month after the service of the notice, and in this regard, in lieu of the Covid-19 pandemic in Singapore, under the Resilience Budget of Singapore announced on 26 March 2020, all companies with corporate income tax payments due in the months of April, May and June 2020 were granted an automatic three-month deferment of the payments, with payment deferred to July, August and September 2020 respectively.

Goods and Services Tax

Under Section 8(1) of the Goods and Services Tax Act 1993 of Singapore (“**GST Act**”), a person who is or is required to be registered under Section 9 of the GST Act is required to charge GST at the applicable rate on the supply of goods or services, including a reverse charge supply, by reference to the value of the supply as determined under the GST Act, and on the importation of goods, by reference to the value of the goods as determined under the GST Act, pursuant to Section 16 of the GST Act. The applicable GST rates have been 7% from 1 July 2007 to 31 December 2022, 8% from 1 January 2023 to 31 December 2023, and 9% from 1 January 2024 to 31 December 2024, on both dates inclusive in each case.

A person is liable to be registered under Section 8(2), read together with Section 9 and Paragraph 1 of the First Schedule of the GST Act, either at the end of any quarter the last day of which is a day before 1 January 2019 in which the total value of all its taxable supplies made in Singapore for that quarter and immediately preceding three quarters or calendar year respectively has exceeded S\$1

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million, or at the end of the year 2019 or a subsequent calendar year where the total value of all taxable supplies made in Singapore, and if the subsequent calendar year is 2022 or later, the taxable supplies in Singapore under Paragraph 3(2)(b)(ii) and (3A) of the Seventh Schedule of the GST Act, in that calendar year has exceeded S\$1 million, or if at any time there are reasonable grounds for the person to believe that the total value of all taxable supplies made in Singapore and the taxable supplies under Paragraph 3(2)(b)(ii) and (3A) of the Seventh Schedule of the GST Act in the next twelve months will exceed S\$1 million.

Paragraph 3(2)(b)(ii) of the Seventh Schedule of the GST Act refers to taxable supplies made to a customer who belongs in Singapore from an operator of an electronic marketplace making the supply instead of an overseas underlying supplier, unless such operator provides to the overseas underlying supplier the registration number allocated by the Comptroller. Paragraph (3A) of the Seventh Schedule of the GST Act refers to a supply of distantly taxable goods, including where the supply is made to a customer and the delivery of the goods is made to a place in the customs territory, including the arrangement or assistance of such delivery.

RELEVANT LAWS AND REGULATIONS IN VIETNAM

Taxation

Organizations and individuals who produce and trade in taxable goods and services in Vietnam or who import taxable goods and services from overseas are liable to pay value added tax. Vietnam has three main VAT rates: 0%, 5%, and 10% (reduced to 8% until the end of 2026 for certain items).

Withholding tax applies to certain payments to foreign parties such as interest, service fees and leases. This comprises a combination of corporate income tax and value added tax at varying rates depending on nature of payment.

Import duty applies to most goods imported into Vietnam, unless exempt under special conditions. Import duty is assessed on an ad valorem (on value) basis, which is determined by multiplying the dutiable value of imported goods by the import duty rate. Import duties fall into three categories: ordinary, preferential, and special preferential rates. Preferential rates apply to goods imported from countries that have “Most Favored Nation” (“MFN”) status with Vietnam. Special preferential tariffs apply to goods imported from countries with a preferential agreement or free trade agreement with Vietnam.

Vietnam encourages export-based activities, and most exported goods are exempt from export duties. However, export duties are imposed on certain items, including minerals, forestry products, and scrap metal. Export duty rates can range from 0% to 40%.

Foreign Exchange Control

The legislation regulating the foreign exchange market in Vietnam is Ordinance No. 28/2005/PL-UBTVQH11 on Foreign Exchange as amended by Ordinance No. 06/2013/UBTVQH13, as amended, and its guidance instruments (“**Foreign Exchange Regulations**”). A company incorporated under the laws of Vietnam is designated as a resident for exchange control purposes in Vietnam. This includes foreign owned enterprises.

According to Foreign Exchange Regulations, all current transactions related to payments and remittance of money connected to exports, imports, short-term loans from banks, net income from direct and indirect investment, interest and repayments on foreign loans, and import or export of goods or services, may be conducted freely. However, in the territory of Vietnam, all transactions, payments, displays of prices, advertisements, quotations, pricing, and price writing in contracts and agreements and other similar forms (including conversion or adjustment of prices of goods or services, value of contracts or agreements) must not be conducted in any foreign currency except for limited cases provided by the law.

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One of such exceptional cases applies to export processing enterprises (“EPEs”). Notably, EPEs are permitted to quote prices, set prices, state prices in contracts, and make and receive payments in foreign currency (by bank transfer) in certain transactions, including: (i) purchases of goods from the domestic market for the purposes of producing, processing, recycling, or assembling export goods or for export (excluding goods subject to export prohibitions); and (ii) transactions with other EPEs.

Vietnam Product Quality Law

In Vietnam, there are two types of technical characteristics and management requirements applicable to goods manufactured in Vietnam for exporting purposes: technical regulations (“quy chuẩn kỹ thuật” in Vietnamese) and technical standards (“tiêu chuẩn kỹ thuật” in Vietnamese) pursuant to the Law on Technical Standards and Regulations No. 68/2006/QH11 adopted by the National Assembly of Vietnam on June 29, 2006, as amended (the “**Law on Technical Standards and Regulations 2006**”) and Decree No. 127/2007/ND-CP dated August 1, 2007 of the Government guiding in details the implementation of this Law, as amended (“**Decree 127/2007**”).

Under the Law on Quality of Good and Products No. 05/2007/QH12 adopted by the National Assembly of Vietnam on November 21, 2007, as amended, organization manufacturing goods for export must ensure that the exported goods comply with the regulations of the importing country, the terms of the contract, or any applicable international treaties or mutual recognition agreements on conformity assessment between the relevant countries or territories.

RELEVANT LAWS AND REGULATIONS IN THE U.S.

U.S. Outbound Investment Security Program

On October 28, 2024, the U.S. Department of the Treasury issued the Outbound Investment Rules at 31 C.F.R. Part 850, that govern the newly established Outbound Investment Security Program and took effect on January 2, 2025 (the “**Final Rule**”). The Final Rule imposes investment prohibitions and notification requirements on U.S. persons for investments in entities associated with China (including Hong Kong and Macau) that are engaged in certain activities relating to three sectors: (i) semiconductors and microelectronics, (ii) quantum information technologies, and (iii) artificial intelligence systems, collectively defined as “covered foreign persons”. Unless an exception applies, U.S. persons subject to the Outbound Investment Rules are prohibited from making, or required to report, certain investments in covered foreign persons, which are defined as “covered transactions”. “Covered transactions” include, but are not limited to, acquisitions of equity interests that are not yet publicly traded, certain debt financing, joint ventures, and certain investments as a limited partner in a non-U.S. person pooled investment fund. The Final Rule also prohibit U.S. persons from knowingly directing non-U.S. persons to engage in transactions that would be prohibited if conducted by a U.S. person.

Depending on the nature of the covered activity, a covered transaction may be classified as either a prohibited transaction or a notifiable transaction. Prohibited transactions block U.S. persons from investing in certain high-risk entities or technologies, while notifiable transactions require U.S. persons to report specific investments to the U.S. Department of the Treasury, though no prior approval is required. A notifiable transaction may be escalated to a prohibited transaction if the relevant covered foreign person appears on certain U.S. government restrictive lists, including the Bureau of Industry and Security’s Entity List and the Department of the Treasury’s SDN List, among others.

The Final Rule contains a number of excepted transactions that are not subject to the notification or prohibition requirements. Excepted transactions include investments in publicly traded securities, denominated in any currency, that trade on a securities exchange or over-the-counter in any jurisdiction, provided that such investments do not afford a U.S. person rights beyond standard minority shareholder protections.

On December 18, 2025, the Comprehensive Outbound Investment National Security Act of 2025 (the “**COINS Act**”) was enacted as part of the U.S. National Defense Authorization Act for Fiscal Year 2026. The COINS Act codifies and extends the outbound investment security program established by

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the Final Rule. However, the COINS Act is not yet effective and will be subject to implementing regulations to be issued by the U.S. Department of the Treasury. Under the COINS Act, the U.S. Department of the Treasury has up to 450 days from enactment (i.e. by approximately March 2027) to issue such regulations, and the current Final Rule will remain applicable until the new regulations take effect. Among other things, the COINS Act expands the scope of the existing Outbound Investment Rules by broadening the definition of “covered activities” to include activities involving high-performance computing, supercomputing and hypersonic systems, and by expanding the list of “countries of concern” beyond mainland China, Hong Kong and Macau to include Cuba, Iran, North Korea, Russia and Venezuela (under the Maduro regime).