

SUMMARY

This summary aims to give you an overview of the information contained in this Document. As this is a summary, it does not contain all the information that may be important to you. You should read the entire Document before you decide to [REDACTED] in the [REDACTED].

There are risks associated with any [REDACTED]. Some of the particular risks in investing in the [REDACTED] are set out in the section headed “Risk Factors”. You should read that section carefully before you decide to [REDACTED] in the [REDACTED]. Various expressions used in this section are defined in the sections headed “Definitions” and “Glossary of Technical Terms” in this Document.

OVERVIEW

Who We Are

We are a technology-driven provider of electric control solutions primarily engineered for new energy vehicles (“NEVs”). Serving as the core subsystem within an electric drive or power system, the electric control system converts electrical energy into controlled power output to manage motor or power supply operations and deliver efficient, reliable vehicle performance.

The NEV industry is undergoing a profound structural transition, driven by the deepening of electrification and intelligence. This shift is fundamentally redefining the requirements of Original Equipment Manufacturers (“OEMs”) for electric control systems, with priorities now centered on solutions that are integration-ready, reusable across platforms and capable of supporting accelerated vehicle development cycles. Capitalizing on this opportunity, we entered the industry as an NEV-native company, leveraging our forward design capabilities to engineer electric control solutions optimized for next-generation vehicle architectures from the ground up. Unencumbered by legacy design for ICE vehicles or supply chain paradigms, we made deliberate early choices around system-level integration, thermal management, reliability and manufacturability. These foundational decisions have resulted in a modular technology platform that enables efficient, scalable deployment of our solutions across diverse vehicle models and programs.

Upon this foundation, we have built a tiered solution portfolio that encompasses power modules, motor controllers and Power Electronics Building Blocks (“PEBB”). Unlike standalone power modules or motor controllers offered by traditional providers, our portfolio enables customers to select solutions with the appropriate level of system integration based on vehicle design, cost targets and engineering requirements. Based on a proactive and precise grasp of industry trends, we were among the first companies to introduce the PEBB solution and to commercialize it at scale, establishing what has since become a defining industry pathway, according to Frost & Sullivan. The PEBB architecture substantially simplifies electric control system assembly, accelerates platform reuse and shortens development cycles. We have also extended the PEBB architecture to selected lower-power vehicle controllers in the power and chassis domain, including clutch controllers, power supply units such as an on-board charger (“OBC”) and a DC-DC converter (“DC-DC”), air conditioning (“AC”) compressor controllers and other subsystems, while further offering domain controller solutions that centrally integrate the control functions of multiple electric control units to enhance system-level coordination and deliver higher overall control efficiency across the vehicle.

As of May 31, 2026, we had secured 59 design wins with 15 OEMs, either directly or through Tier-1 suppliers. A design win with an OEM typically leads to the integration of our solutions into multiple vehicle models developed by the OEM and extends across each vehicle model’s lifecycle.

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As of May 31, 2026, our solutions had been adopted in 92 vehicle models, of which 74 had entered mass production. We hold leading positions across major solutions by sales revenue in China, where, according to Frost & Sullivan:

- **Motor controllers:** we ranked sixth for motor controllers and first for dual motor controllers in 2025.
- **Main-drive PEBB:** we ranked first in 2025 for main-drive PEBB.
- **Power modules:** we ranked seventh in 2025.

Leveraging the same core technical foundation, we have extended our technologies beyond automotive applications into emerging physical AI applications, such as electric vertical takeoff and landing aircraft (“eVTOL”) and embodied intelligence, as well as power systems for AI data centers (“AIDC”). In physical AI applications, our core motor control technologies serve as critical execution-layer components that convert AI-driven commands into precise, reliable and efficient physical motion. As of the Latest Practicable Date, we were developing products for broader robotic applications, including complete robotic arms and wheeled chassis. In the power system for AIDC, our power electronics technologies support efficient power conversion and distribution, including through solid-state transformers (“SST”) which function as active energy routers for voltage transformation, power conversion and intelligent power flow management. These initiatives enable our solution portfolio to support next-generation aircraft propulsion systems, robotic joint actuators and AIDC power supply systems, while expanding our long-term addressable market amid the broader AI-driven industrial transformation.

The following table sets forth our key business highlights:

Market Leadership	Significant Technological Advantages	Rapid Business Growth
 <p>No. 1 Main-drive PEBB by sales revenue in 2025 in China⁽¹⁾</p> <p>No. 1 Motor controller supplier by sales revenue on exported vehicles in 2025 in China⁽¹⁾</p> <p>No. 1 Dual motor controller supplier by sales revenue in 2025 in China⁽¹⁾</p>	 <p>~30% Current output within the same chip area</p> <p>Over 15% Blockage overload capacity</p> <p>6 times Reliability power cycle count</p> <p>Over 20% Power density</p>	 <p>625.1% YOY growth 2024 revenue</p> <p>72.6% YOY growth 2025 revenue</p> <p>73.3% POP growth 5M2026 revenue</p> <p>688.2% YOY growth 2025 Overseas Revenue⁽³⁾</p>
 <p>15 NEV OEMs, including 5 foreign OEMs⁽²⁾</p>	 <p>309 authorized patents globally, including 138 invention patents⁽²⁾</p>	 <p>59 Design wins⁽²⁾</p>

Notes:

(1) According to Frost & Sullivan.

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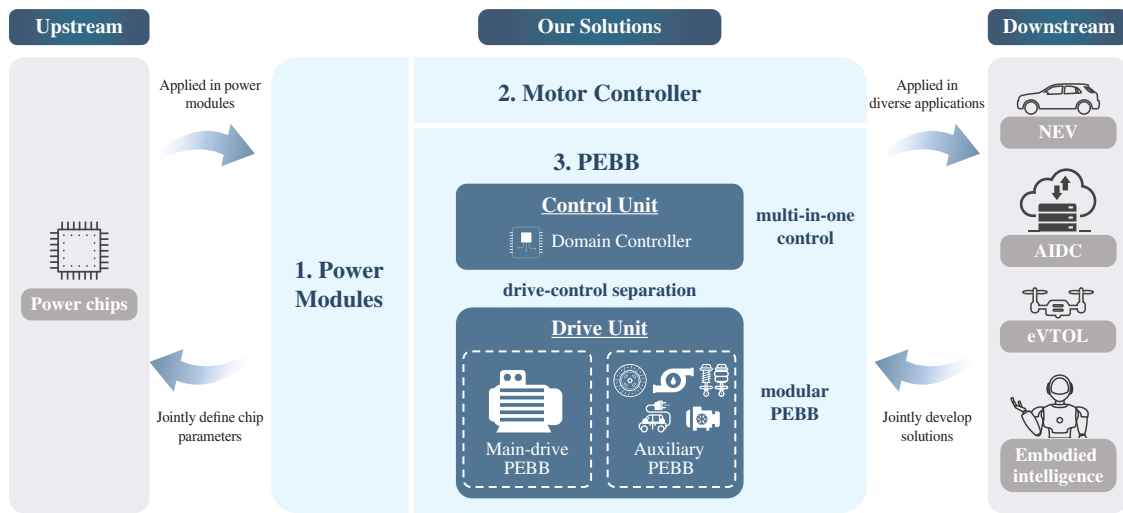
(2) As of May 31, 2026.

(3) Our overseas revenue only includes revenue from direct transactions with overseas customers.

Our Electric Control Solutions

Aligned with the industry’s transition toward multi-in-one integration and drive-control separation, we have adopted an NEV-native approach to deliver flexible electric control solutions designed to capture evolving market demand. We have extended our solution portfolio from traditional power modules and motor controllers to a PEBB portfolio comprising main-drive PEBB, auxiliary PEBB deployed across power and chassis domains and integrated domain controllers. All of our solutions can be flexibly deployed, configured and integrated into the powertrains of NEVs, allowing for efficient cross-platform reuse and accelerated system development for customers.

The following chart presents our solution portfolio and its positioning within the industry value chain:



The following table below sets forth our revenue breakdown by business line for the years/periods indicated:

	Year ended December 31,						Five months ended May 31,			
	2023		2024		2025		2025		2026	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
<i>(RMB in thousands, except for percentages)</i>										
<i>(unaudited)</i>										
Motor controllers . . .	138,176	86.5	956,539	82.5	1,519,596	76.0	428,936	77.8	776,005	81.1
PEBB	9,661	6.0	178,885	15.4	346,695	17.3	68,827	12.5	165,278	17.3
Power modules . . .	448	0.3	4,310	0.4	69,142	3.5	26,543	4.8	13,151	1.4
R&D services and others ⁽¹⁾	11,551	7.2	19,218	1.7	64,781	3.2	27,287	4.9	1,604	0.2
Total	159,836	100.0	1,158,952	100.0	2,000,214	100.0	551,593	100.0	956,038	100.0

Note:

(1) We provide certain R&D services at customers’ request to develop, test and validate electric control solutions that meet customers’ specific requirements. Our services mainly include customized development, design verification and product validation, development of related components, tooling and molds and provision of sample units.

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The following table sets forth a breakdown of our gross profit and gross profit margin by segment for the years/periods indicated:

	Year ended December 31,						Five months ended May 31,			
	2023		2024		2025		2025		2026	
	Gross profit/(loss)	Gross profit/(loss) margin	Gross profit/(loss)	Gross profit/(loss) margin	Gross profit/(loss)	Gross profit/(loss) margin	Gross profit/(loss)	Gross profit/(loss) margin	Gross profit/(loss)	Gross profit/(loss) margin
		%		%		%		%		%
(RMB in thousands, except for percentages)										
(unaudited)										
Motor Controllers . . .	(16,452)	(11.9)	(13,630)	(1.4)	37,183	2.4	(18,730)	(4.4)	65,899	8.5
PEBB	3,286	34.0	22,888	12.8	31,419	9.1	8,171	11.9	16,467	10.0
Power Modules	15	3.3	160	3.7	10,908	15.8	1,383	5.2	3,448	26.2
R&D services and others ⁽¹⁾	(191)	(1.7)	5,325	27.7	32,364	50.0	14,811	54.3	670	41.8
Total	(13,342)	(8.3)	14,743	1.3	111,874	5.6	5,635	1.0	86,484	9.0

Note:

- (1) We provide certain R&D services at customers’ request to develop, test and validate electric control solutions that meet customers’ specific requirements. Our services mainly include customized development, design verification and product validation, development of related components, tooling and molds and provision of sample units.

While our solutions are designed to support a broad range of NEV types, the distribution of NEV types supported by our solutions primarily reflects the types of NEVs developed by OEMs in response to market demand, rather than any strategic focus by us on particular NEV categories. The following table sets forth our revenue breakdown by type of NEV for the years/periods indicated:

	Year ended December 31,						Five months ended May 31,			
	2023		2024		2025		2025		2026	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
(RMB in thousands, except for percentages)										
PHEV	55,416	34.7	689,046	59.5	1,368,638	68.4	409,326	74.2	595,042	62.2
BEV	15,541	9.7	155,972	13.5	315,826	15.8	90,657	16.4	222,204	23.2
REEV	7,039	4.4	151,458	13.1	176,920	8.8	50,626	9.2	88,851	9.3
HEV	68,874	43.1	139,744	12.1	1,861	0.1	–	0.0	43,544	4.6
Others ⁽¹⁾	12,966	8.1	22,732	2.0	136,969	6.9	984	0.2	6,397	0.7
Total	159,836	100.0	1,158,952	100.0	2,000,214	100.0	551,593	100.0	956,038	100.0

Note:

- (1) Primarily including modules, structural parts as well as products and components for non-automotive applications such as eVTOL and embodied intelligence.

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Our electric control solutions, together with the competitive advantages they embody, are mainly reflected in the following areas:

Power modules. As the cornerstone of our business model and solution portfolio, power modules serve as the most critical functional component within motor controllers, responsible for efficient processing, conversion and control of electrical energy. We offer power modules that support NEVs with a wide range of architectures and power classes. Distinguished by high power density, superior thermal resilience and ease of assembly in motor controller and PEBB, our power modules enable higher system efficiency and power output, ensuring stable operation under demanding conditions, and reducing overall system integration cost and complexity.

Motor controllers. Built on self-developed power modules, motor controllers serve as the core execution units of electric control systems. Our motor controllers deliver high integration, compact size and strong reliability while meeting stringent safety requirements. Supported by advanced proprietary control software, our motor controllers enable efficient energy utilization, precise torque control and stable performance across various operating conditions, contributing to extended driving range, improved driving comfort and broad application adaptability. We offer motor controllers in both single- and dual-motor configurations. In particular, our dual-motor controllers support coordinated control of multiple drive units under high-power density and complex operating conditions, requiring advanced system architecture design, higher integration capability and robust control algorithms, which collectively represent higher technical barriers to entry.

PEBB. PEBB is a standardized, modular and self-contained power-conversion unit that integrates core power electronics into a compact subsystem for flexible system-level deployment, providing OEMs with a cost-efficient, reusable solution option other than a basic power module or a fully customized motor controller. We offer a PEBB portfolio encompassing main-drive PEBB and auxiliary PEBB deployed across power and chassis domains, as well as integrated domain controllers, in line with the industry trends towards multi-in-one integration and drive-control separation. See “Business — Our Solutions.”

Our Research and Development Capabilities

We have established a strong research and development (“R&D”) team comprising 373 experienced R&D personnel as of May 31, 2026, supported by experts and strengthened through long-term cooperation with renowned domestic and overseas institutions. We adopt a platform-based R&D approach that allows core technologies and know-how to be reused and scaled across our team, underpinned by proprietary power electric design automation (“PEDA”) toolchains that enhance platform-based development efficiency, a testing and validation system that ensures product reliability across development stages and a robust product design and validation standard system that supports complex global application scenarios. As of May 31, 2026, we held 309 granted patents in the PRC and overseas, including 138 invention patents, and had 144 patent applications under review. See “Business — Research and Development.”

OUR TECHNOLOGIES

Our forward design capabilities form the foundation of a tiered solution portfolio spanning power modules, motor controllers and PEBB. Supported by our proprietary design toolchain and one-stop testing and validation platform, we have cultivated a solution portfolio with strong technological advantages reflected in the following aspects:

Power Modules. Our fundamental technological innovations at the power module level — such as large-area copper sintering technology, double-sided cooling architecture and an assembly-friendly, highly integrated design — deliver broad improvements in thermal management and electrical performance. These fundamental innovations establish a solid technological foundation across our electric control architecture, collectively enabling higher power performance, improved reliability and extended service life, while reducing integration complexity and manufacturing costs for higher-level system solutions and vehicle applications.

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Motor Controllers and Main-drive PEBB. Our main-drive PEBB adopts a four-channel parallel cooling structure to improve heat distribution and support stable high-current operation in a reduced package. Our proprietary coreless current sensor design further enables a narrower product layout for both PEBB and motor controllers with faster response and improved sensing stability, supporting tighter drivetrain integration. In addition, our efficiency enhancement technologies combine optimized power device packaging to reduce conduction and switching losses, advanced control strategies such as multivariable-optimized torque-loss control and system-level power conversion designs, together improving overall energy efficiency while maintaining cost competitiveness at the system level.

Domain Controllers. Extending our technologies to vehicle-level integration, we developed domain controllers that consolidate multiple control functions — such as motor control, clutch, OBC and suspension control — onto a highly integrated board. This multi-in-one architecture significantly reduces chip count, simplifies wiring and lowers system cost. Coupled with unified multi-domain control software, it enables efficient energy management, improved ride comfort and enhanced operational safety across diverse driving conditions.

See “Business — Our Technologies.”

PATH TO PROFITABILITY

We operate in a dynamic and structurally expanding market, where demand for electric control systems grows in tandem with the rapid adoption of NEVs and the ongoing evolution of electric drive architectures toward higher integration. Aligning our capabilities with the industry trajectory, we have rapidly commercialized our solutions, securing broad adoption across vehicle models and rapid business growth throughout the Track Record Period.

As of May 31, 2026, we had secured 59 design wins with 15 OEMs, either directly or through Tier-1 suppliers. As of the same date, our solutions had been adopted in 92 vehicle models of 25 vehicle brands, of which 74 vehicle models had entered mass production. The following table sets forth the key operating metrics of our electric control solutions for the years/periods indicated:

	Year ended December 31,			Five months ended May 31,
	2023	2024	2025	2026
Sales volume				
– Motor controller (unit)	31,925	308,619	614,436	312,398
– PEBB (pack)	2,180	87,519	305,477	102,423
– Power module (piece)	497	6,608	106,152	20,989
Average selling price				
– Motor controller (RMB)	4,328	3,099	2,473	2,484
– PEBB (RMB)	4,432	2,044	1,135	1,614
– Power modules (RMB)	901	652	651	627
Design wins obtained in each year/period	19	15	16	3
Vehicle models which entered mass production in each year/period ⁽¹⁾ . .	5	26	27	15

Note:

- (1) The number of vehicle models that entered mass production in each year/period represents the additional vehicle models that commenced mass production during the respective years or periods, excluding models that had entered mass production in prior years/period and models based on upgrades or iterations of previous-generation vehicles.

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The decrease in our average selling price from 2023 to 2025 was primarily driven by intensified competition in the NEV market, together with product-specific changes in configuration and sales mix across our major product lines. At the industry level, continued pricing pressure has led to a decline in vehicle selling prices, which has been transmitted upstream to component suppliers. According to Frost & Sullivan, the average selling price of new energy passenger vehicles in China decreased from approximately RMB184.0 thousand in 2023 to RMB161.0 thousand in 2025. Against this backdrop, OEMs have exercised greater cost discipline, resulting in broad-based price pressure across electric control products, including both motor controllers and PEBB solutions. Meanwhile, industry concentration has been increasing, further intensifying competition among suppliers. According to Frost & Sullivan, by installation volume in 2025, the combined market share of the top ten NEV electric control suppliers in China reached 70.4%, while the top five PEBB suppliers accounted for 92.9% of the market, reflecting a more consolidated and competitive industry landscape.

In addition to such industry-wide pricing pressure, the decrease in our average selling price for motor controllers from 2023 to 2025 was driven by a higher sales contribution of single-motor controllers, which, with simpler architecture, fewer components and higher energy efficiency, are increasingly adopted in entry-level and mid-range BEV models for daily urban use. During the Track Record Period, our sales volume of single-motor controllers accounted for approximately 3.0%, 25.8%, 30.4% and 24.8% of the total motor controller sales volume in 2023, 2024, 2025 and the five months ended May 31, 2026, respectively. As a result, such increasing contribution from single-motor controllers, which typically carry approximately half the price of dual-motor controllers, has correspondingly exerted a dilutive effect on the average selling price of motor controllers. Our average selling price for motor controllers remained relatively stable through the five months ended May 31, 2026.

In addition to industry competition, the decrease in our average selling price for PEBB from 2023 to 2025 was also attributable to changes in solution configuration mix. Given the highly customized nature of our PEBB solutions, pricing varies with system architecture, integration level and performance requirements. Our average selling price was relatively high in 2023, primarily because sales volume consisted predominantly of prototype or sample units, which were not representative of our normalized pricing profile. In 2024, PEBB entered the initial stage of broader commercialization, with a wider range of projects progressing into early mass production and ramp-up. In 2024 and 2025, an increasing proportion of customers opted for PEBB solutions with relatively simpler structures and narrower functional scope for integration into their self-developed powertrain systems, resulting in a decline in our overall average selling price. In the five months ended May 31, 2026, the product mix shifted toward PEBB solutions with more complex architectures and higher integration levels, resulting in an increase in our average selling price.

The average selling price of power modules decreased from 2023 to 2024, primarily because sales in 2023 consisted predominantly of prototype or sample units, which were not representative of our normalized pricing profile. In 2024, our power modules transitioned into mass production, and pricing stabilized thereafter, remaining relatively stable through 2025 and the five months ended May 31, 2026.

Notwithstanding the foregoing, we remain at an early stage of scaling our business. As we work to establish a strong foothold within the industry value chain, we have strategically prioritized establishing long-term competitiveness rather than pursuing short-term profitability. We incurred higher upfront costs relating primarily to procurement and R&D activities. These investments have been essential to satisfying rigorous technical validation and qualification processes and to establishing our technology credibility and brand recognition with OEMs and Tier-1 suppliers. We have also selectively prioritized collaboration with leading OEMs at our early stages of development, as participation in their supply chains not only strengthens our industry recognition but also secures a position in such ecosystems characterized by a long supplier qualification process and high supplier switching costs.

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Building on this foundation, our path to profitability is driven by the following key measures: (i) capitalizing on market expansion and solution penetration to drive organic growth; (ii) expanding our customer base by deepening and broadening collaboration with OEMs and strengthening our overseas presence; (iii) diversifying our solutions and application scenarios by extending deployment across passenger and commercial vehicle systems and into emerging non-automotive markets such as eVTOL, embodied intelligence and AIDC; (iv) cost optimization through design-to-cost engineering, volume-driven economies of scale and deeper localization and domestic substitution of core components; and (v) enhancing operating leverage by improving R&D and administrative efficiency. See “Business — Path to Profitability.”

SALES AND MARKETING

During the Track Record Period, we primarily sold our products and solutions to customers located in China, with certain vehicle models ultimately sold by such customers to overseas markets. We also directly cooperated with overseas Tier-1 suppliers during the Track Record Period. The following table sets forth our revenue breakdown by geographic region based on the location of the customer (instead of the ultimate destination that our products would have reached) for the years/periods indicated:

	Year ended December 31,						Five months ended May 31,			
	2023		2024		2025		2025		2026	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
<i>(RMB in thousands, except for percentages)</i>										
<i>(unaudited)</i>										
Chinese Mainland . . .	148,485	92.9	1,145,922	98.9	1,897,511	94.9	528,510	95.8	888,125	92.9
Other countries/ regions ⁽¹⁾	11,351	7.1	13,030	1.1	102,703	5.1	23,083	4.2	67,913	7.1
Total	159,836	100.0	1,158,952	100.0	2,000,214	100.0	551,593	100.0	956,038	100.0

Note:

(1) Primarily including the European Union and India.

In line with market practice, we primarily collaborate with OEM customers who assemble and install automotive parts during the construction of a new vehicle, and Tier-1 suppliers who supply components, modules or systems directly to OEMs. In our engagement with OEMs, we typically enter into framework agreements under which the OEM designates specific Tier-1 suppliers to work directly with us. Together with these Tier-1 suppliers, we co-develop customized solutions that address the OEM’s specific technical and program requirements. This collaboration model enables us to gain an in-depth understanding of our OEM customers’ needs and to foster long-term trusting relationships.

Alternatively, we provide our solutions to Tier-1 suppliers who integrate our products into their system level offerings for onward provision to OEM customers. Through direct collaboration with these independent Tier-1 suppliers, we are able to extend the reach of our solutions to a broader base of OEMs and support the continued expansion of our global footprint.

The following table sets forth our revenue breakdown by type of customers for the years/periods indicated:

	Year ended December 31,						Five months ended May 31,			
	2023		2024		2025		2025		2026	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
<i>(RMB in thousands, except for percentages)</i>										
OEM	96,136	60.2	1,030,205	88.9	1,728,369	86.4	474,414	86.0	788,612	82.5

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	Year ended December 31,						Five months ended May 31,			
	2023		2024		2025		2025		2026	
	Amount	%	Amount	%	Amount	%	Amount	%	Amount	%
	(RMB in thousands, except for percentages)									
Tier-1 suppliers	59,831	37.4	128,521	11.1	271,532	13.6	76,631	13.9	166,887	17.5
Other Customers ⁽¹⁾ . . .	3,869	2.4	226	0.0	313	0.0	548	0.1	539	0.1
Total	159,836	100.0	1,158,952	100.0	2,000,214	100.0	551,593	100.0	956,038	100.0

Note:

- (1) Mainly including customers in the eVTOL and embodied intelligence sectors, universities and research institutes as well as Tier-2 and Tier-3 automotive parts suppliers.

See “Business — Sales and Marketing.”

PRICING

We adopt a market-oriented pricing framework that integrates multiple factors in determining quotations for our solutions, including cost of solutions, technological requirements, prevailing market benchmarks, industry competition, scale of customer demand, competitor pricing and the strategic value of long-term partnerships. We may adjust our pricing policy from time to time to ensure alignment with technological advancements, evolving customer preferences and changes in the competitive landscape.

OUR PRODUCTION

As of May 31, 2026, we operated four production bases in China, located in Liuzhou, Wuhu, Jiaxing and Chongqing. Our production bases provide manufacturing capabilities covering power modules, PEBB and motor controllers, supporting the stable and scalable supply of our core offerings while enhancing production efficiency and quality control. The following table sets forth the designed production capacity, actual production volume and utilization rate of our production bases by business line for the years/period indicated:

	Year ended December 31,									Five months ended May 31,		
	2023			2024			2025			2026		
	Designed production capacity ⁽¹⁾	Actual production volume ⁽²⁾	Utilization rate ⁽³⁾	Designed production capacity ⁽¹⁾	Actual production volume ⁽²⁾	Utilization rate ⁽³⁾	Designed production capacity ⁽¹⁾	Actual production volume ⁽²⁾	Utilization rate ⁽³⁾	Designed production capacity ⁽¹⁾	Actual production volume ⁽²⁾	Utilization rate ⁽³⁾
	(production unit in thousand units/pieces/packs; utilization rate in percent)											
Motor controller ⁽⁴⁾ .	113	42	37.3	494	374	75.7	959	631	65.8	455	297	65.3
Power module ⁽⁵⁾ .	—	—	—	171	69	40.3	264	195	73.9	104	93	89.5
PEBB ⁽⁶⁾	—	—	—	62	54	87.3	595	561	94.2	480	314	65.4
Total	113	42	37.3	727	497	68.3	1,818	1,386	76.3	1,038	704	67.8

Notes:

- (1) The designed production capacity for the year/period is calculated based on the following assumptions: (i) all production lines operate at full theoretical capacity; (ii) the annual operating days of our production facilities are calculated as calendar days per month minus four days and statutory holidays, resulting in 307 days for each year, and 101 days for the five months ended May 31, 2026; see notes (5) and (6) below; (iii) each facility

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operates approximately 21 hours per day, taking into account downtime for shift changes and product model adjustments, with overall equipment effectiveness estimated at 75%-80%. This approach is in line with market practice, according to Frost & Sullivan.

- (2) The actual production for the year/period refers to the total volume of solutions produced during that year/period.
- (3) The utilization rate for the year/period equals the actual production volume divided by the designed production capacity for the same year/period.
- (4) We were still in the ramp-up period for the production of our motor controller in 2023. Our motor controller production line experienced an increase of designed production capacity and actual production volume in 2024, primarily driven by the increased sales volume and corresponding production requirements in line with our business growth. The utilization rate decreased in 2025, primarily because the Wuhu production base underwent a production ramp-up phase after its completion in November 2024.
- (5) We established in-house production capacity for power modules in June 2024, prior to which we primarily relied on third-party manufacturers for power module production. Accordingly, the data for 2024 reflects only the initial seven months of our own operations, and no capacity data is available for 2023. Our power modules produced in-house are both sold to customers as independent solutions and utilized in-house for integration into PEBB and motor controllers. Utilization increased steadily in 2025 as production ramped up in line with customer demand. In 2025, we relocated the module production line, resulting in a one-month shutdown. Accordingly, the designed production capacity for 2025 reflects 11 months of effective capacity.
- (6) We established in-house production capacity for PEBB in October 2024, prior to which we primarily relied on third-party manufacturers for PEBB production. Accordingly, the data for 2024 reflects only the initial three months of our own operations, and no capacity data is available for 2023. The utilization rate continued to increase from 2024 to 2025, primarily due to the rising customer demand for our PEBB solution. The utilization rate decreased in the five months ended May 31, 2026, primarily due to the seasonality of our sales pattern. See “Business — Seasonality.”

See “Business — Our Production.”

OUR STRENGTHS

We believe that our business success and leading market position are underpinned by the following key strengths: (i) technology-driven electric control solution provider with proven commercialization record and platform scalability; (ii) tiered solution portfolio with strong technological advantages enabled by forward design capability; (iii) collaborative partnerships fostering customer loyalty and long-term growth; (iv) well-established supplier ecosystem strengthening technological edge and supply chain stability; (v) customer-proximate production network and robust quality control system; and (vi) experienced management team and a strong shareholder base. See “Business — Our Strengths.”

OUR STRATEGIES

We plan to implement the following strategies to consolidate and enhance our leading position in the industry: (i) diversifying solutions through technological innovation; (ii) executing a global strategy with efficient, localized operations and delivery; (iii) advancing lean operations to forge enduring advantages in cost, quality and delivery; and (iv) pursuing strategic investment and ecosystem collaboration to support sustainable development. See “Business — Our Strategies.”

OUR CUSTOMERS AND SUPPLIERS

Our customers primarily include automotive OEMs and Tier-1 suppliers. Revenue from our five largest customers in each year/period during the Track Record Period amounted to RMB137.5 million, RMB1,066.9 million, RMB1,871.4 million and RMB878.7 million, respectively, accounting for 86.1%, 92.0%, 93.5% and 91.9% of our total revenue for the respective year/period. Revenue from our largest customer in each year/period during the Track Record Period amounted to RMB47.9 million, RMB422.3 million, RMB1,142.8 million and RMB477.8 million, respectively, accounting for 30.0%, 36.4%, 57.1% and 50.0% of our total revenue for the respective year/period.

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Customer D is a domestic OEM incorporated in Anhui province. As advised by Frost & Sullivan, Customer D was among China’s top five NEV manufacturers by sales volume in 2025 and has been the leading passenger vehicle exporter in China by export volume for 23 consecutive years since 2003. Our cooperation with Customer D commenced in 2022, and Customer D has since become one of our major customers, providing stable and scalable production volume and serving as an important reference customer that strengthens our product validation, technical credentials and market recognition. In 2023, 2024, 2025 and the five months ended May 31, 2026, revenue from Customer D amounted to RMB17.1 million, RMB422.3 million, RMB1,142.8 million and RMB477.8 million, respectively, representing 10.7%, 36.4%, 57.1% and 50.0% of our total revenue for the respective year/period. While our revenue contribution from Customer D was relatively concentrated during the Track Record Period, this is in line with industry norms for electric control solutions suppliers. Considering (i) the long-term design-in lifecycle of electric control solutions, (ii) our proven delivery and performance track record with Customer D across multiple vehicle programs, (iii) the ongoing expansion of awarded vehicle model coverage, and (iv) the continued development pipeline under collaboration, our Directors are of the view that the likelihood of any material adverse change or termination of our business relationship with Customer D in the foreseeable future is low. We are actively diversifying our solution portfolio and customer base to achieve a more balanced revenue mix over time. See “Business — Our Customers.”

Our suppliers primarily consist of component providers. Purchases from our five largest suppliers in each year/period during the Track Record Period amounted to RMB165.2 million, RMB796.3 million, RMB912.2 million and RMB483.3 million, respectively, accounting for 66.2%, 59.2%, 52.4% and 52.7% of our total purchases for the respective year/period. Purchases from our largest supplier in each year/period during the Track Record Period amounted to RMB95.4 million, RMB297.4 million, RMB309.4 million and RMB153.4 million, respectively, accounting for 38.2%, 22.1%, 17.8% and 16.7% of our total purchases for the respective year/period. See “Business — Our Suppliers.”

For overlapping customers and suppliers, see “Business — Overlapping Customers and Suppliers.”

COMPETITION

We operate in a rapidly expanding electric control market driven by NEV growth, with the global market increasing from RMB383.1 billion in 2020 to RMB469.9 billion in 2025 and expected to continue rising to RMB608.4 billion by 2030, according to Frost & Sullivan. The NEV electric control market in China is highly fragmented, with competition centered on system integration, power device and control algorithm technologies and reliability verification. Leveraging our design capabilities, core electric control technologies, manufacturing strength and alignment with key industry trends, we achieved rapid growth during the Track Record Period. According to Frost & Sullivan, by sales revenue in 2025, we ranked sixth in China for motor controllers, first for main-drive PEBB, and seventh for power modules. With ongoing technological advances, a broad solutions portfolio and close customer collaboration, we strive to further strengthen our market presence and capture emerging opportunities. See “Industry Overview.”

SUMMARY OF HISTORICAL FINANCIAL INFORMATION

Consolidated Statements of Profit or Loss

The following table sets forth a summary of our results of operations for the years/periods indicated:

	Year ended December 31,			Five months ended May 31,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Revenue	159,836	1,158,952	2,000,214	551,593	956,038
Cost of sales	(173,178)	(1,144,209)	(1,888,340)	(545,958)	(869,554)
Gross (loss)/profit	(13,342)	14,743	111,874	5,635	86,484
Other income and gains	23,839	30,511	29,566	6,636	17,439
Selling and distribution expenses	(11,574)	(14,385)	(21,906)	(8,336)	(10,873)
Administrative expenses	(100,724)	(134,566)	(184,890)	(69,109)	(95,123)

SUMMARY

	Year ended December 31,			Five months ended May 31,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Research and development expenses	(126,477)	(205,699)	(205,827)	(81,687)	(95,062)
Impairment (losses)/reversals on financial and contract assets, net	(2,739)	(7,966)	(4,994)	4,004	587
Other expenses	(707)	(1,169)	(2,029)	(274)	(1,634)
Finance costs	(5,456)	(16,484)	(52,800)	(16,936)	(29,344)
Loss before tax	(237,180)	(335,015)	(331,006)	(160,067)	(127,526)
Income tax expense	—	—	—	—	—
Loss for the year/period	(237,180)	(335,015)	(331,006)	(160,067)	(127,526)

See “Financial Information — Description of Major Components of Our Results of Operations.”

Non-IFRS Measures

In order to supplement our consolidated statement of profit or loss and other comprehensive income, which is presented in accordance with IFRS Accounting Standards, we use adjusted net loss for the year/period (non-IFRS measure), EBITDA (non-IFRS measure) and adjusted EBITDA (non-IFRS measure), adjusted by [REDACTED] expense and share-based payments, as additional financial measures, which are not required by or presented in accordance with IFRS Accounting Standards to evaluate our operating performance.

We define adjusted net loss for the year/period (non-IFRS measure) as loss for the year/period adjusted by [REDACTED] expenses and share-based payments. [REDACTED] expenses primarily include professional fees incurred in connection with the [REDACTED] and the [REDACTED]. We define EBITDA (non-IFRS measure) as loss for the year/period adjusted for (i) depreciation of property, plant and equipment, (ii) depreciation of right-of-use assets, (iii) amortisation of intangible assets, (iv) finance costs, (v) bank interest income, and (vi) income tax expense. We define adjusted EBITDA (non-IFRS measure) as EBITDA (non-IFRS measure) adjusted by [REDACTED] expenses and share-based payments.

	Year ended December 31,			Five months ended May 31,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Loss for the year/period . . .	(237,180)	(335,015)	(331,006)	(160,067)	(127,526)
Adjusted for:					
[REDACTED] expenses	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Share-based payments ⁽¹⁾	28,627	27,821	26,954	11,044	18,222
Adjusted net loss for the year/period (non-IFRS measure)	(208,553)	(307,194)	(295,887)	(149,023)	(98,296)
Loss for the year/period . . .	(237,180)	(335,015)	(331,006)	(160,067)	(127,526)
Adjusted for:					
Depreciation of property, plant and equipment	21,386	41,041	72,382	25,399	38,092
Depreciation of right-of-use assets	6,863	9,284	10,747	4,387	6,755
Amortisation of intangible assets	3,371	3,685	3,327	1,320	1,458
Finance costs	5,456	16,484	52,800	16,936	29,344
Bank Interest income	(1,461)	(2,696)	(2,154)	(794)	(1,092)

SUMMARY

	Year ended December 31,			Five months ended May 31,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000 (unaudited)	RMB'000
Income tax expense	—	—	—	—	—
EBITDA (non-IFRS measure)	(201,565)	(267,217)	(193,904)	(112,819)	(52,969)
Adjusted for:					
[REDACTED] expenses	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Share-based payments ⁽¹⁾	28,627	27,821	26,954	11,044	18,222
Adjusted EBITDA (non-IFRS measure)	(172,938)	(239,396)	(158,785)	(101,775)	(23,739)

Notes:

(1) Share-based payments represent the non-cash expenses in relation to our share award to certain employees.

In 2023, 2024, 2025 and the five months ended May 31, 2025 and 2026, we recorded net losses of RMB237.2 million, RMB335.0 million, RMB331.0 million, RMB160.1 million and RMB127.5 million, respectively. We remain at an early stage of scaling our business. As we work to establish a strong foothold within the industry value chain, we have strategically prioritized establishing long-term competitiveness rather than pursuing short-term profitability. We incurred higher upfront costs relating primarily to procurement and R&D activities. These investments have been essential to satisfying rigorous technical validation and qualification processes and to establishing our technology credibility and brand recognition with OEMs and Tier-1 suppliers. In parallel, we have worked to build a resilient supply chain ecosystem with reputable suppliers to mitigate quality risks, enhance product reliability and support customer validation and qualification. See “Business — Path to Profitability — Analysis on Historical Losses.”

Consolidated Statements of Financial Position

The following table sets forth selected information from our consolidated statements of financial position as of the dates indicated:

	As of December 31,			As of May 31,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Non-current assets				
Property, plant and equipment	143,807	395,254	744,800	907,766
Right-of-use assets	37,202	39,002	71,836	73,508
Intangible assets	5,884	4,171	9,224	9,766
Debt investments at fair value through other comprehensive income	20,087	—	—	10,066
Financial assets at fair value through profit or loss	6,725	14,822	20,478	25,478
Other non-current assets	17,963	16,788	39,230	17,978
Total non-current assets	231,668	470,037	885,568	1,044,562
Current assets				
Inventories	190,982	470,469	562,187	727,461
Trade receivables	129,726	518,736	651,824	600,094
Bills receivable	324	22,008	39,897	43,904

SUMMARY

	As of December 31,			As of May 31,
	2023	2024	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000
Financial assets at fair value through other comprehensive income	10,263	141,692	347,712	320,340
Prepayments, other receivables and other assets	67,724	93,157	94,531	90,399
Contract assets	–	843	6,051	18,474
Financial assets at fair value through profit or loss	180,910	–	–	250,785
Restricted bank deposits	–	–	42,631	30,396
Cash and cash equivalents	231,334	203,847	757,603	628,416
Total current assets	811,263	1,450,752	2,502,436	2,710,269
Current liabilities				
Trade and bills payables	103,095	481,703	847,497	797,063
Other payables and accruals	61,379	121,022	239,631	212,350
Liabilities to other investors	–	91,585	158,644	163,147
Contract liabilities	5,775	31,766	71,894	90,540
Interest-bearing bank borrowings	121,817	659,700	1,135,705	1,326,823
Lease liabilities	7,844	9,400	11,889	14,126
Total current liabilities	299,910	1,395,176	2,465,260	2,604,049
Net current assets	511,353	55,576	37,176	106,220
Non-current liabilities				
Interest-bearing bank borrowings	42,066	92,746	161,675	474,093
Deferred income	7,697	18,820	43,050	63,068
Lease liabilities	10,234	10,458	42,880	45,584
Provision	799	4,377	13,038	15,740
Total non-current liabilities	60,796	126,401	260,643	598,485
Net assets	682,225	399,212	662,101	552,297
Equity				
Equity attributable to owners of the parent				
Paid-in capital/Share capital	2,942	30,000	34,703	34,703
Reserves	665,053	365,327	621,644	512,411
	667,995	395,327	656,347	547,114
Non-controlling interests	14,230	3,885	5,754	5,183
Total equity	682,225	399,212	662,101	552,297

Our net current assets decreased by 89.1% from RMB511.4 million as of December 31, 2023 to RMB55.6 million as of December 31, 2024, primarily due to the decrease in financial assets at fair value through profit or loss, the increase in trade and bills payables, liabilities to other investors, contract liabilities and interest-bearing bank borrowings, which was partially offset by the increase in financial assets at fair value through other comprehensive income, prepayments, other receivables and other assets, inventories and trade receivables. Our net current assets decreased from RMB55.6 million as of December 31, 2024 to RMB37.2 million as of December 31, 2025, primarily due to the increase in interest-bearing bank borrowings and trade and bills payables, which was partially offset by the increase in cash and cash equivalents and financial assets at FVTOCI. Our net current assets increased by 185.7% from RMB37.2 million as of December 31, 2025 to RMB106.2 million as of May 31, 2026, due to the increase in financial assets at fair value through profit or loss and inventories, which was partially offset by the increase in interest-bearing bank borrowings and the decrease in cash and cash equivalents.

SUMMARY

Our current assets increased by 78.8% from RMB811.3 million as of December 31, 2023 to RMB1,450.8 million as of December 31, 2024, primarily due to the increase in financial assets at fair value through other comprehensive income, prepayments, other receivables and other assets, inventories and trade receivables, which was partially offset by the decrease in financial assets at fair value through profit or loss. Our current assets increased by 72.5% from RMB1,450.8 million as of December 31, 2024 to RMB2,502.4 million as of December 31, 2025, primarily due to the increase in cash and cash equivalents and financial assets at FVTOCI. Our current assets increased by 8.3% from RMB2,502.4 million as of December 31, 2025 to RMB2,710.3 million as of May 31, 2026, due to the increase in financial assets at fair value through profit or loss and inventories, which was partially offset by the decrease in cash and cash equivalents.

Our net assets decreased from RMB682.2 million as of December 31, 2023 to RMB399.2 million as of December 31, 2024, primarily due to our loss for the year of RMB335.0 million, which was partially offset by the capital injection of RMB44.0 million. Our net assets increased from RMB399.2 million as of December 31, 2024 to RMB662.1 million as of December 31, 2025, primarily due to the capital injection of RMB580.0 million, which was partially offset by our loss for the year of RMB331.0 million. Our net assets decreased from RMB662.1 million as of December 31, 2025 to RMB552.3 million as of May 31, 2026, primarily due to our loss for the period of RMB127.5 million, which was partially offset by the equity-settled share-based payment expenses of RMB18.2 million.

See “Financial Information — Discussion of Selected Items from the Consolidated Statements of Financial Position.”

Consolidated Statements of Cash Flow

The following table sets forth our cash flow for the years/periods indicated:

	Year ended December 31,			Five months ended May 31,	
	2023	2024	2025	2025	2026
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
				(unaudited)	
Net cash flows used in					
operating activities	(253,807)	(635,098)	(179,014)	(224,414)	(179,423)
Net cash used in investing					
activities	(284,203)	(70,007)	(383,045)	(143,803)	(422,323)
Net cash generated from					
financing activities	616,224	677,949	1,114,259	705,742	473,688
Cash and cash equivalents at					
beginning of year/period . .	152,333	231,334	203,847	203,847	757,603
Cash and cash equivalents at					
end of year/period	231,334	203,847	757,603	542,732	628,416

We recorded negative net cash used in operating activities during the Track Record Period, primarily because: (i) we were still in a phase of business expansion and capacity ramp-up, during which operating losses were incurred; (ii) in order to support revenue growth, we continued to increase our inventories and receivable-related assets, resulting in a relatively high level of working capital being tied up; and (iii) certain of our sales were settled through bank acceptance bills, which resulted in a temporary mismatch between cash flows and bill settlements and was reflected as net cash outflows from operating activities. Looking forward, we intend to continue to implement a number of measures to improve our operating cash flow position and overall liquidity, including: (i) continuously enhancing the management of bank acceptance bills and strengthening the coordination of cash and bill settlements; (ii) optimizing working capital management with a view

SUMMARY

to reducing funding risks and improving capital utilization efficiency, taking into account business collections and actual operating needs; and (iii) further optimizing our capital structure through measures such as gradually reducing the level of short-term liabilities. See “Financial Information — Liquidity and Capital Resources — Cash Flow.”

Key Financial Ratios

The following table sets forth our key financial ratios for the years/periods indicated:

	As of December 31,			As of May 31,
	2023	2024	2025	2026
Revenue growth (%)	N/A	625.1	72.6	73.3
Gross profit/(loss) margin (%) ⁽¹⁾	(8.3)	1.3	5.6	9.0
Current ratio (times) ⁽²⁾	2.7	1.0	1.0	1.0
Quick ratio (times) ⁽³⁾	2.1	0.7	0.8	0.8
Gearing ratio (%) ⁽⁴⁾	34.6	79.2	80.5	85.3

Notes:

- (1) Calculated by dividing gross profit by revenue for the year/period.
- (2) Current ratio represents current assets divided by current liabilities as of the same date.
- (3) Calculated by dividing total current assets (excluding inventories) by total current liabilities as of the end of the year/period.
- (4) Calculated as the total liabilities divided by total assets as of the same dates.

SUMMARY OF MAJOR RISK FACTORS

Our business and the [REDACTED] involve certain risks as set out in the section headed “Risk Factors” in this Document. You should read that section in its entirety carefully before you decide to [REDACTED] in our Shares. Some of the major risks we face include: (i) we cannot guarantee that the market demand for electric control solutions will grow as rapidly as we anticipate or evolve in our favor to support our growth. If demand for these solutions stagnates or grows more slowly than anticipated, our business, financial condition and results of operations may be adversely affected; (ii) failure to timely and cost-effectively develop advanced electric control solutions to adapt to evolving customer and regulatory requirements may result in lost opportunities and diminished industry leadership; (iii) the NEV electric control industry is highly competitive. Failure to respond effectively to intensifying NEV-market competition or technology transitions may adversely affect our market share, business, financial condition and results of operations; (iv) we have incurred net losses and may not be able to achieve or maintain profitability in the near future; and (v) we dedicate substantial resources to secure design wins with major OEMs, however, there is no assurance that these efforts will consistently result in mass production or sustained business relationships.

See “Risk Factors.”

RELATIONSHIP WITH OUR SINGLE LARGEST GROUP OF SHAREHOLDERS

As of the Latest Practicable Date, Dr. Shen (i) directly held approximately 9.54% of the total issued share capital of our Company, and (ii) controlled an aggregate of approximately 21.25% of the voting rights of our Company, as the general partner of each of Shanghai Jiequ, Shanghai Zhiqu,

SUMMARY

Shanghai Zhuoqu, Shanghai Jielu, Shanghai Lindun and Shanghai Xingqu. Therefore, Dr. Shen is entitled to exercise the voting rights attaching to approximately 30.79% of our total issued share capital as of the Latest Practicable Date.

Immediately following completion of the [REDACTED] (assuming the [REDACTED] is not exercised), Dr. Shen shall be entitled to exercise the voting rights attaching to approximately [REDACTED]% of our total issued share capital. Therefore, upon [REDACTED], Dr. Shen, together with Shanghai Jiequ, Shanghai Zhiqu, Shanghai Zhuoqu, Shanghai Jielu, Shanghai Lindun and Shanghai Xingqu will remain as our Single Largest Group of Shareholders and our Company will not have any controlling shareholders as defined under the Listing Rules upon [REDACTED].

PRE-[REDACTED] INVESTMENTS

We have conducted several rounds of Pre-[REDACTED] Investments. See “History, Development and Corporate Structure — Pre-[REDACTED] Investments.” There was no exercise of redemption rights granted by our Company throughout the Track Record Period. On April 30, 2024, our Company and the Pre-[REDACTED] Investors entered into a supplemental agreement, agreeing that the redemption rights granted by our Company to the Pre-[REDACTED] Investors, have been irrecoverably terminated and shall be *void ab initio*. For details of the redemption rights granted by our Company, please see “Financial Information — Basis of Preparation” and Note 35 to the Accountants’ Report included in Appendix I to this Document.

APPLICATION FOR [REDACTED] ON THE STOCK EXCHANGE

We have applied to the Listing Committee for the granting of [REDACTED] of, and permission to deal in, our H Shares to be issued pursuant to the [REDACTED] (including any H Shares which may be issued pursuant to the exercise of the [REDACTED]) and the H Shares to be converted from Domestic Unlisted Shares, on the basis that, among other things, we satisfy the market capitalization/revenue test under Rule 8.05(3) of the Listing Rules with reference to (i) our revenue for the year ended December 31, 2025, which is over HK\$500 million, and (ii) our expected market capitalization at the time of [REDACTED], which, based on the [REDACTED], exceeds HK\$4.0 billion.

DIVIDENDS AND DIVIDEND POLICY

No dividends have been paid or declared by our Company during the Track Record Period. Pursuant to our Articles of Association, we may distribute profits only if (i) we have positive distributable profits for the relevant year, (ii) our audited asset-liability ratio (on a parent-company basis) does not exceed 70%, and (iii) there is no material investment plan or material cash expenditure expected to occur within the following 12 months (other than [REDACTED] from the [REDACTED]). Following approval of a profit distribution proposal by the shareholders’ meeting, or where the Board formulates a specific interim distribution proposal in accordance with the conditions and upper limit approved by the shareholders’ meeting for the relevant year, the relevant dividends (or shares) shall be distributed within two months thereafter. Any future determination to pay dividends will be made at the discretion of our Board of Directors and may be based on a number of factors, including our future operations and earnings, capital requirements and surplus, general financial condition, contractual restrictions and other factors that the Board of Directors may deem relevant. Save as disclosed above, we do not have any other formal dividend policy or predetermined dividend payout ratio. As advised by our PRC Legal Advisor, any future net profit that we make shall be used to pay or declare dividends after our Board has formulated a profit distribution plan and this has been approved by our Shareholders in a general meeting. However, such net profit must be first applied to make up for our historically accumulated losses, after which we will be obliged to allocate 10% of our net profit to our statutory common reserve fund until such statutory common reserve fund has reached more than 50% of our registered capital.

SUMMARY

[REDACTED] EXPENSES

[REDACTED] expenses consist of professional fees, [REDACTED] and other fees incurred in connection with the [REDACTED]. We expect to incur [REDACTED] expenses of approximately HK\$[REDACTED] million (based on the mid-point of the indicative [REDACTED] range and assuming the [REDACTED] is not exercised), which accounts for approximately [REDACTED]% of the gross [REDACTED] from the [REDACTED]. We estimate the [REDACTED] expenses to consist of approximately HK\$[REDACTED] million in [REDACTED] expenses and HK\$[REDACTED] million in [REDACTED] expenses. In the five months ended May 31, 2026, we incurred [REDACTED] expenses of RMB[REDACTED] million. Among the total [REDACTED] expenses, approximately HK\$[REDACTED] million will be directly attributable to the [REDACTED] of our Shares, which will be deducted from equity upon the completion of the [REDACTED], and the remaining HK\$[REDACTED] million will be expensed in our consolidated statements of comprehensive income. The [REDACTED] expenses above are the latest practicable estimate for reference only, and the actual amount may differ from this estimate.

[REDACTED] STATISTICS

The statistics in the following table are based on the assumptions that (i) the [REDACTED] is completed and [REDACTED] H Shares are newly [REDACTED] in the [REDACTED], (ii) the [REDACTED] is not exercised, and (iii) [REDACTED] Shares are [REDACTED] and outstanding following the completion of the [REDACTED]:

	Based on the minimum [REDACTED] of HK\$[REDACTED] per Share	Based on the maximum [REDACTED] of HK\$[REDACTED] per Share
Market capitalization of our Shares immediately after completion of the [REDACTED] ⁽¹⁾	HK\$[REDACTED] million	HK\$[REDACTED] million
Market capitalization of our H Shares ⁽¹⁾	HK\$[REDACTED] million	HK\$[REDACTED] million
Unaudited [REDACTED] adjusted consolidated net tangible assets per Share ⁽²⁾	HK\$[REDACTED]	HK\$[REDACTED]

Notes:

- (1) The calculation of market capitalization of our Shares and H Shares immediately after completion of the [REDACTED] is based on the assumption that [REDACTED] Shares (including [REDACTED] H Shares) are expected to be in [REDACTED] immediately after completion of the [REDACTED] (assuming the [REDACTED] is not exercised).
- (2) Pursuant to the resolutions of the Shareholders dated 22 December 2025, the Shares will be split on a one-for-five basis immediately prior to the [REDACTED], and the nominal value of the Shares will be changed from RMB1.0 each to RMB0.2 each (namely, the Share Subdivision). At the date of the Document, the resolutions have not become effective. If not considered such subdivision, the unaudited [REDACTED] adjusted consolidated net tangible assets attributable to owners of the Company per Share as at May 31, 2026 would then be RMB[REDACTED] (HK\$[REDACTED]) and RMB[REDACTED] (HK\$[REDACTED]) based on the [REDACTED] of HK\$[REDACTED] and HK\$[REDACTED] per Share, respectively.
- (3) See “Appendix II — Unaudited [REDACTED] Financial Information” for details regarding the assumptions used and the calculation method.

FUTURE PLANS AND USE OF [REDACTED]

We estimate that we will receive net [REDACTED] of approximately HK\$[REDACTED] million after deducting the [REDACTED], fees and estimated expenses paid and payable by us in the [REDACTED], assuming no exercise of the [REDACTED] and assuming an [REDACTED] of HK\$[REDACTED] per [REDACTED], being the mid-point of the indicative [REDACTED] range of HK\$[REDACTED] to HK\$[REDACTED] per [REDACTED] in this Document.

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We intend to use the net [REDACTED] from the [REDACTED] for the following purposes: (i) approximately HK\$[REDACTED] million, representing [REDACTED]% of the net [REDACTED], will be used for accelerating innovation and R&D of both existing and new products, as well as forward-looking technologies, further enhancing our R&D capacities and enriching our product portfolio; (ii) approximately HK\$[REDACTED] million, representing [REDACTED]% of the net [REDACTED], will be used to enhance our domestic delivery capacity, optimize intelligent systems and strengthen lean management capabilities and operational efficiency; (iii) approximately HK\$[REDACTED] million, representing [REDACTED]% of the net [REDACTED], will be used for furthering our internationalization strategy, deepening our overseas market presence and building localization capabilities; (iv) approximately HK\$[REDACTED] million, representing [REDACTED]% of the net [REDACTED], will be used to foster in-depth strategic collaborations with leading technology enterprises across the industry value chain and emerging frontier sectors; (v) approximately HK\$[REDACTED] million, representing [REDACTED]% of the net [REDACTED], will be used for repaying short-term bank borrowings; and (vi) approximately HK\$[REDACTED] million, representing [REDACTED]% of the net [REDACTED], will be used for working capital and other general corporate purposes.

See “Future Plans and Use of [REDACTED].”

RECENT DEVELOPMENT AND NO MATERIAL ADVERSE CHANGE

We have maintained robust growth in business operations and financial results since May 31, 2026 and up to the Latest Practicable Date. After the Track Record Period and up to June 30, 2026, we sold 82,329, 2,584 and 38,750 motor controllers, power modules and PEBB, respectively. We had three additional vehicle models entered into mass production during the same period. Corresponding with the increase in our sales volume and business development, we experienced an increase in our revenue in the six months ended June 30, 2026 compared with the same period in 2025.

We expect to continue to record net losses in 2026, primarily due to our ongoing investments in research and development, administrative expenses associated with business expansion and organizational build-out, customer program ramp-up and other initiatives to support long-term growth and scale-up of our business. While we have achieved rapid business expansion and continuous revenue growth throughout the Track Record Period, our current revenue scale has not yet reached a level sufficient to absorb our operating costs and achieve profitability by 2026. Such losses are consistent with our current stage of development and our strategic focus on establishing long-term competitiveness rather than short-term profitability. See “Business — Path to Profitability.”

Our Directors have confirmed that up to the date of this Document, there has been no material adverse change in our financial or trading position or prospects since May 31, 2026 (being the end date of the Track Record Period) and there has been no event since May 31, 2026 which would materially affect the information shown in the Accountants’ Report set out in Appendix I to this Document.