

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

1. FURTHER INFORMATION ABOUT OUR COMPANY

A. Establishment

Our Company was established as a limited liability company under the laws of the PRC on May 9, 2017 and was converted into a joint stock company with limited liability on October 21, 2024. As of the Latest Practicable Date, the registered share capital of our Company was RMB34,702,701.

Our registered office is at Building 8, Unit 19, 3rd Floor, 498 Guoshoujing Road, Pilot Free Trade Zone, Shanghai, PRC. We have established a place of business in Hong Kong at 31/F, Tower Two, Times Square 1 Matheson Street, Causeway Bay Hong Kong, and have been registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on November 13, 2025. Mr. Chow Tsz Ho, one of our joint company secretaries, has been appointed as our authorized representatives for the acceptance of services of process and notices on behalf of our Company in Hong Kong. Our address for acceptance of service of process in Hong Kong is the same as the address of our principal place of business in Hong Kong.

As we are established in the PRC, our corporate structure and Articles of Association are subject to the relevant laws and regulations of the PRC. A summary of the relevant aspects of laws and regulations of the PRC and our Articles of Association is set out in “Regulatory Overview” and Appendices IV and V to this document.

B. Changes in the Share Capital of Our Company

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

On October 21, 2024, our Company was converted into a joint stock company with limited liability and completed the SAMR registration in respect of the change of its registered capital from approximately RMB3.15 million to RMB30.00 million.

On March 11, 2025, our Company completed the SAMR registration in respect of the increase of its registered capital from RMB30.00 million to RMB33.00 million.

On September 9, 2025, our Company completed the SAMR registration in respect of the increase of its registered capital from RMB33.00 million to approximately RMB34.70 million.

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

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C. Resolutions of the Shareholders of Our Company dated December 22, 2025

On December 22, 2025, the shareholders of our Company passed, among other things, the following resolutions:

- (a) the sub-division of H Shares with nominal value of RMB1.00 each on the basis of 1:5, effective immediately prior to the [REDACTED], and taking into account the Share Subdivision, the [REDACTED] of H Shares with a nominal value of RMB0.20 each and such H Shares be [REDACTED] on the Stock Exchange;
- (b) the number of H shares to be [REDACTED] shall be no more than [REDACTED]% of the total [REDACTED] share capital of our Company as enlarged by the [REDACTED] (taking into account the Share Subdivision), and the grant of the [REDACTED] in respect of no more than [REDACTED]% of the initial number of H Shares to be issued pursuant to the [REDACTED];
- (c) subject to the CSRC’s approval, upon completion of the [REDACTED] (taking into account the Share Subdivision), [REDACTED] Domestic Unlisted Shares will be converted into H Shares on a one-for-one basis;
- (d) subject to the completion of the [REDACTED], the conditional adoption of the Articles of Association which shall become effective on the [REDACTED], and authorization to the Board to amend the Articles of Association to the extent necessary in accordance with laws, regulations and regulatory rules and requirements from relevant government bodies or regulatory authorities and for the purpose of the [REDACTED]; and
- (e) authorization to the Board or its authorized individual to handle all matters relating to, among other things, the [REDACTED], the [REDACTED] and the [REDACTED] of H Shares on the Hong Kong Stock Exchange.

D. Subsidiaries of Our Company

(a) *Subsidiaries*

Our subsidiary as of the Latest Practicable Date was set out in “Appendix I — Accountants’ Report — II. Notes to the Historical Financial Information — 1. Corporate and Group Information.”

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The following subsidiaries were incorporated during the two years immediately preceding the date of this document:

Name of subsidiary	Place of incorporation	Date of incorporation	Registered or issued capital as at the date of this document
Leadrive Technology (Chongqing) Co., Ltd. . .	Chinese Mainland	20 January 2025	RMB80,000,000
Leadrive Japan Co., Ltd. .	Japan	12 September 2025	JPY10,000,000
Leadrive Technology (Hong Kong) Co., Ltd. .	Hong Kong	25 November 2025	US\$3,000,000
Leadrive Technology (Guangzhou) Co., Ltd. .	Chinese Mainland	17 December 2025	RMB20,000,000
Leadrive Technology (Guangdong) Co., Ltd. .	Chinese Mainland	24 April 2026	RMB20,000,000
Leadrive Eneroute (Shanghai) Co., Ltd. . . .	Chinese Mainland	30 April 2026	RMB20,000,000
Leadrive Optimotion (Shanghai) Co., Ltd. . . .	Chinese Mainland	30 April 2026	RMB20,000,000

(b) *Changes in the Share Capital of Our Subsidiaries*

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

Leadrive Semiconductor (Jiaxing) Co., Ltd. (臻驅半導體(嘉興)有限公司)

On December 17, 2025, Leadrive Semiconductor (Jiaxing) Co., Ltd. completed the SAMR registration in respect of the increase of its registered capital from RMB100.00 million to RMB200.00 million.

2. FURTHER INFORMATION ABOUT OUR BUSINESS

A. Summary of Our Material Contracts

We have entered into the following contracts (not being contracts entered into in the ordinary course of business) within two years preceding the date of this document which are or may be material, and a copy of each [has been published] on the Stock Exchange’s website and our Company’s own website:

- (i) the capital increase agreement dated January 14, 2025 entered into among our Company, Dr. Shen Jie (沈捷), Future Industry Investment Fund II (L.P.) (先進製造產業投資基金二期(有限合夥)), Liuzhou 125 Industrial Fund Partnership (L.P.) (柳

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州一二五產業基金合夥企業(有限合夥)), Chongqing Liangjiang New Area High-Quality Development Industrial Private Equity Investment Fund Partnership (L.P.) (重慶兩江新區高質量發展產業私募股權投資基金合夥企業(有限合夥)), Chongqing Liangjiang Specialized and Sophisticated SMEs Venture Capital Fund Partnership (L.P.) (重慶兩江專精特新創業投資基金合夥企業(有限合夥)), Shanghai Jiequ Business Consulting Center (L.P.) (上海捷驅商務諮詢中心(有限合夥)), Shanghai Zhiqu Business Consulting Center (L.P.) (上海執驅商務諮詢中心(有限合夥)), Shanghai Zhuoqu Business Consulting Center (L.P.) (上海卓驅商務諮詢中心(有限合夥)), Shanghai Jielu Business Consulting Partnership (L.P.) (上海捷陸商務諮詢合夥企業(有限合夥)), Shanghai Lindun Business Consulting Center (L.P.) (上海臨頓商務諮詢中心(有限合夥)), Shanghai Xingqu Business Consulting Center (L.P.) (上海興驅商務諮詢中心(有限合夥)), Leadrive New Energy (Shanghai) Co., Ltd. (臻驅新能源(上海)有限公司), Leadrive Electricity (Shanghai) Co., Ltd. (臻驅電氣(上海)有限公司), Leadrive Semiconductor (Shanghai) Co., Ltd. (臻驅半導體(上海)有限公司), Leadrive Semiconductor (Jiaxing) Co., Ltd. (臻驅半導體(嘉興)有限公司), Leadrive New Energy (Zhangye) Co., Ltd. (臻驅新能源(張掖)有限公司), Liuzhou Leadrive Electric Control Technology Co., Ltd. (柳州臻驅電控科技有限公司), Leadrive Technology (Liuzhou) Co., Ltd. (臻驅科技(柳州)有限公司), and Leadrive Technology (Hangzhou) Co., Ltd. (臻驅科技(杭州)有限公司), to increase the registered capital of our Company;

- (ii) the shareholders’ agreement dated January 14, 2025 entered into among our Company, Dr. Shen Jie (沈捷), Chen Daijun (陳岱君), Shanghai Jiequ Business Consulting Center (L.P.) (上海捷驅商務諮詢中心(有限合夥)), Shanghai Zhiqu Business Consulting Center (L.P.) (上海執驅商務諮詢中心(有限合夥)), Shanghai Zhuoqu Business Consulting Center (L.P.) (上海卓驅商務諮詢中心(有限合夥)), Shanghai Jielu Business Consulting Partnership (L.P.) (上海捷陸商務諮詢合夥企業(有限合夥)), Shanghai Lindun Business Consulting Center (L.P.) (上海臨頓商務諮詢中心(有限合夥)), Shanghai Xingqu Business Consulting Center (L.P.) (上海興驅商務諮詢中心(有限合夥)), Jiaxing Jingkai Juxing Equity Investment Partnership (L.P.) (嘉興晶凱聚行股權投資合夥企業(有限合夥)), Xu Jinghua (徐井華), Jiaxing Jingkai Hongkun Equity Investment Partnership (L.P.) (嘉興晶凱弘鯤股權投資合夥企業(有限合夥)), Jiaxing Jingkai Zhanyuan Equity Investment Partnership (L.P.) (嘉興晶凱瞻遠股權投資合夥企業(有限合夥)), Jiaxing Jingkai Heyu Equity Investment Partnership (L.P.) (嘉興晶凱合裕股權投資合夥企業(有限合夥)), Ma’anshan Huachun Baoxin Zhixin Equity Investment Partnership (L.P.) (馬鞍山華淳保信智新股權投資合夥企業(有限合夥)), Cai Xiaodong (蔡曉東), Shenzhen Chenglan Holdings Co., Ltd. (深圳市城藍控股有限公司), Beijing Yuanxu Risheng Equity Investment Center (L.P.) (北京元煦日升股權投資中心(有限合夥)), Shanghai Zhangjiang Science & Technology Venture Capital Co., Ltd. (上海張江科技創業投資有限公司), Suzhou Junlian Xiangdao Equity Investment Partnership (L.P.) (蘇州君聯相道股權投資合夥企業(有限合夥)), Suzhou Industrial Park Yuanhe Dinghe Jichang Venture Capital Partnership (L.P.) (蘇州工業園區元禾鼎和吉昌創業投資合夥企業(有限合夥)), Shanghai Ruihe Xinxin Venture Capital Center (L.P.) (上海銳合新信創業投資中心(有限合夥)), Ningbo Ruihe Yingfu Venture Capital Partnership

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(L.P.) (寧波銳合盈孚創業投資合夥企業(有限合夥)), Shanghai Junlian Shenghao Venture Capital Partnership (L.P.) (上海君聯晟灝創業投資合夥企業(有限合夥)), Beijing Junlian Shengyuan Equity Investment Partnership (L.P.) (北京君聯晟源股權投資合夥企業(有限合夥)), Beijing Lenovo Intelligent Internet Innovation Fund Partnership (L.P.) (北京聯想智能互聯網創新基金合夥企業(有限合夥)), Shanghai Sci-Tech Innovation Center Capital Fund I Partnership (L.P.) (上海科創中心壹號股權投資基金合夥企業(有限合夥)), Xu Xiaowei (許曉巍), Xi'an Junlian Haiying Equity Investment Partnership (L.P.) (西安君聯海盈股權投資合夥企業(有限合夥)), CICC Generation (Suzhou) Emerging Industries Equity Investment Fund Partnership (L.P.) (中金啟辰(蘇州)新興產業股權投資基金合夥企業(有限合夥)), CICC Generation (Suzhou) Emerging Industries Equity Investment Fund II Partnership (L.P.) (中金啟辰貳期(蘇州)新興產業股權投資基金合夥企業(有限合夥)), CICC Generation (Wuxi) Emerging Industries Equity Investment Fund II Partnership (L.P.) (中金啟辰貳期(無錫)新興產業股權投資基金合夥企業(有限合夥)), Shenzhen Guoxie Phase I Equity Investment Fund Partnership (L.P.) (深圳市國協一期股權投資基金合夥企業(有限合夥)), Zhejiang Rongteng Venture Capital Partnership (L.P.) (浙江容騰創業投資合夥企業(有限合夥)), Shanghai Haiwang Intellectual Property Equity Investment Fund Center (L.P.) (上海海望知識產權股權投資基金中心(有限合夥)), Schaeffler Holding (China) Co., Ltd. (舍弗勒投資(中國)有限公司), Ancient King Project Company Limited, Latica Spirit Limited, Zhuhai Taibo Venture Capital Fund (L.P.) (珠海泰博創業投資基金(有限合夥) (now Tianjin Taibo Venture Capital Fund Partnership (L.P.) (現為天津泰博創業投資基金合夥企業(有限合夥))), Nantong Zhonggao Juntai Emerging Industries Equity Investment Fund Partnership (Limited Partnership) (南通中皋君泰新興產業股權投資基金合夥企業(有限合夥)), Shanghai Synlinx Innovation Phase I Private Equity Fund Partnership (L.P.) (上海司南園科創新一期私募基金合夥企業(有限合夥)), Pinghu Economic-Technological Development Zone Industrial Investment Co., Ltd. (平湖經濟技術開發區產業投資有限公司), Ningbo Youliang Venture Capital Partnership Enterprise (L.P.) (寧波佑亮創業投資合夥企業(有限合夥)), Shanghai International Group Asset Management Co., Ltd. (上海國際集團資產管理有限公司), Volvo Car Technology Fund AB, Shaanxi Caijin Tejing Xincai Investment Fund Partnership (L.P.) (陝西財金特精新材股權投資基金合夥企業(有限合夥)), Taicang Hopewin Fanxing Investment Management Partnership (L.P.) (太倉泓潤繁星投資管理合夥企業(有限合夥)), Shenzhen Jiusong Zhixing Investment Center (L.P.) (深圳九頌智星投資中心(有限合夥)), Wuxi Shangwen Industrial Investment Partnership (L.P.) (無錫尚穩產業投資合夥企業(有限合夥)), Future Industry Investment Fund II (L.P.) (先進製造產業投資基金二期(有限合夥)), Liuzhou 125 Industrial Fund Partnership (L.P.) (柳州一二五產業基金合夥企業(有限合夥)), Chongqing Liangjiang New Area High-Quality Development Industrial Private Equity Investment Fund Partnership (L.P.) (重慶兩江新區高質量發展產業私募股權投資基金合夥企業(有限合夥)), and Chongqing Liangjiang Specialized and Sophisticated SMEs Venture Capital Fund Partnership (L.P.) (重慶兩江專精特新創業投資基金合夥企業(有限合夥)), pursuant to which shareholders' rights were agreed among the aforementioned parties;

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- (iii) the capital increase agreement dated August 1, 2025 entered into among our Company, Dr. Shen Jie (沈捷), Shanghai Jiequ Business Consulting Center (L.P.) (上海捷驅商務諮詢中心(有限合夥)), Shanghai Zhiqu Business Consulting Center (L.P.) (上海執驅商務諮詢中心(有限合夥)), Shanghai Zhuoqu Business Consulting Center (L.P.) (上海卓驅商務諮詢中心(有限合夥)), Shanghai Jielu Business Consulting Partnership (L.P.) (上海捷陸商務諮詢合夥企業(有限合夥)), Shanghai Lindun Business Consulting Center (L.P.) (上海臨頓商務諮詢中心(有限合夥)), Shanghai Xingqu Business Consulting Center (L.P.) (上海興驅商務諮詢中心(有限合夥)), Leadrive New Energy (Shanghai) Co., Ltd. (臻驅新能源(上海)有限公司), Leadrive Electricity (Shanghai) Co., Ltd. (臻驅電氣(上海)有限公司), Leadrive Semiconductor (Shanghai) Co., Ltd. (臻驅半導體(上海)有限公司), Leadrive Semiconductor (Jiaxing) Co., Ltd. (臻驅半導體(嘉興)有限公司), Leadrive New Energy (Zhangye) Co., Ltd. (臻驅新能源(張掖)有限公司), Liuzhou Leadrive Electric Control Technology Co., Ltd. (柳州臻驅電控科技有限公司), Leadrive Technology (Liuzhou) Co., Ltd. (臻驅科技(柳州)有限公司), Leadrive Technology (Hangzhou) Co., Ltd. (臻驅科技(杭州)有限公司), Leadrive Technology (Chongqing) Co., Ltd. (臻驅科技(重慶)有限公司), China Internet Investment Fund (L.P.) (中國互聯網投資基金(有限合夥)), Guangzhou Kechuang Zhihui No. 4 Venture Capital Partnership Enterprise (L.P.) (廣州科創智匯四號創業投資合夥企業(有限合夥)), Guangzhou Development Zone Low-Altitude Industry Venture Capital Fund Partnership (L.P.) (廣州開發區低空產業創業投資基金合夥企業(有限合夥)), Shanghai Pudong Leading Zone Investment Center (L.P.) (上海浦東引領區投資中心(有限合夥)), and Ma'an Shan Huachun Baoxin Zhixin Equity Investment Partnership (L.P.) (馬鞍山華淳保信智新股權投資合夥企業(有限合夥)), to increase the registered capital of our Company;
- (iv) the shareholders' agreement dated August 1, 2025 entered into among our Company, Dr. Shen Jie (沈捷), Chen Daijun (陳岱君), Shanghai Jiequ Business Consulting Center (L.P.) (上海捷驅商務諮詢中心(有限合夥)), Shanghai Zhiqu Business Consulting Center (L.P.) (上海執驅商務諮詢中心(有限合夥)), Shanghai Zhuoqu Business Consulting Center (L.P.) (上海卓驅商務諮詢中心(有限合夥)), Shanghai Jielu Business Consulting Partnership (L.P.) (上海捷陸商務諮詢合夥企業(有限合夥)), Shanghai Lindun Business Consulting Center (L.P.) (上海臨頓商務諮詢中心(有限合夥)), Shanghai Xingqu Business Consulting Center (L.P.) (上海興驅商務諮詢中心(有限合夥)), Jiaxing Jingkai Juxing Equity Investment Partnership (L.P.) (嘉興晶凱聚行股權投資合夥企業(有限合夥)), Xu Jinghua (徐井華), Jiaxing Jingkai Hongkun Equity Investment Partnership (L.P.) (嘉興晶凱弘鯤股權投資合夥企業(有限合夥)), Jiaxing Jingkai Zhanyuan Equity Investment Partnership (L.P.) (嘉興晶凱瞻遠股權投資合夥企業(有限合夥)), Jiaxing Jingkai Heyu Equity Investment Partnership (L.P.) (嘉興晶凱合裕股權投資合夥企業(有限合夥)), Cai Xiaodong (蔡曉東), Shenzhen Chenglan Holdings Co., Ltd. (深圳市城藍控股有限公司), Beijing Yuanxu Risheng Equity Investment Center (L.P.) (北京元煦日升股權投資中心(有限合夥)), Shanghai Zhangjiang Science & Technology Venture Capital Co., Ltd. (上海張江科技創業投資有限公司), Suzhou Junlian Xiangdao Equity Investment Partnership (L.P.) (蘇州君聯相道股權投資合夥企業(有限合夥)), Suzhou Industrial

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Park Yuanhe Dinghe Jichang Venture Capital Partnership (L.P.) (蘇州工業園區元禾鼎和吉昌創業投資合夥企業(有限合夥)), Shanghai Ruihe Xinxin Venture Capital Center (L.P.) (上海銳合新信創業投資中心(有限合夥)), Ningbo Ruihe Yingfu Venture Capital Partnership (L.P.) (寧波銳合盈孚創業投資合夥企業(有限合夥)), Shanghai Junlian Shenghao Venture Capital Partnership (L.P.) (上海君聯晟灝創業投資合夥企業(有限合夥)), Beijing Junlian Shengyuan Equity Investment Partnership (L.P.) (北京君聯晟源股權投資合夥企業(有限合夥)), Beijing Lenovo Intelligent Internet Innovation Fund Partnership (L.P.) (北京聯想智能互聯網創新基金合夥企業(有限合夥)), Shanghai Sci-Tech Innovation Center Capital Fund I Partnership (L.P.) (上海科創中心壹號股權投資基金合夥企業(有限合夥)), Xu Xiaowei (許曉巍), Xi'an Junlian Haiying Equity Investment Partnership (L.P.) (西安君聯海盈股權投資合夥企業(有限合夥)), CICC Generation (Suzhou) Emerging Industries Equity Investment Fund Partnership (L.P.) (中金啟辰(蘇州)新興產業股權投資基金合夥企業(有限合夥)), CICC Generation (Suzhou) Emerging Industries Equity Investment Fund II Partnership (L.P.) (中金啟辰貳期(蘇州)新興產業股權投資基金合夥企業(有限合夥)), CICC Generation (Wuxi) Emerging Industries Equity Investment Fund II Partnership (L.P.) (中金啟辰貳期(無錫)新興產業股權投資基金合夥企業(有限合夥)), Shenzhen Guoxie Phase I Equity Investment Fund Partnership (L.P.) (深圳市國協一期股權投資基金合夥企業(有限合夥)), Zhejiang Rongteng Venture Capital Partnership (L.P.) (浙江容騰創業投資合夥企業(有限合夥)), Shanghai Haiwang Intellectual Property Equity Investment Fund Center (L.P.) (上海海望知識產權股權投資基金中心(有限合夥)), Schaeffler Holding (China) Co., Ltd. (舍弗勒投資(中國)有限公司), Ancient King Project Company Limited, Latica Spirit Limited, Zhuhai Taibo Venture Capital Fund (L.P.) (珠海泰博創業投資基金(有限合夥)) (now Tianjin Taibo Venture Capital Fund Partnership (L.P.) (現為天津泰博創業投資基金合夥企業(有限合夥))), Shanghai Synlinx Innovation Phase I Private Equity Fund Partnership (L.P.) (上海司南園科創新一期私募基金合夥企業(有限合夥)), Pinghu Economic-Technological Development Zone Industrial Investment Co., Ltd. (平湖經濟技術開發區產業投資有限公司), Ningbo Youliang Venture Capital Partnership Enterprise (L.P.) (寧波佑亮創業投資合夥企業(有限合夥)), Shanghai International Group Asset Management Co., Ltd. (上海國際集團資產管理有限公司), Volvo Car Technology Fund AB, Shaanxi Caijin Tejing Xincai Investment Fund Partnership (L.P.) (陝西財金特精新材股權投資基金合夥企業(有限合夥)), Taicang Hopewin Fanxing Investment Management Partnership (L.P.) (太倉泓潤繁星投資管理合夥企業(有限合夥)), Shenzhen Jiusong Zhixing Investment Center (L.P.) (深圳九頌智星投資中心(有限合夥)), Wuxi Shangwen Industrial Investment Partnership (L.P.) (無錫尚穩產業投資合夥企業(有限合夥)), Future Industry Investment Fund II (L.P.) (先進製造產業投資基金二期(有限合夥)), Liuzhou 125 Industrial Fund Partnership (L.P.) (柳州一二五產業基金合夥企業(有限合夥)), Chongqing Liangjiang New Area High-Quality Development Industrial Private Equity Investment Fund Partnership (L.P.) (重慶兩江新區高質量發展產業私募股權投資基金合夥企業(有限合夥)), Chongqing Liangjiang Specialized and Sophisticated SMEs Venture Capital Fund Partnership (L.P.) (重慶兩江專精特新創業投資基金合夥企業(有限合夥)), China Internet Investment Fund (L.P.) (中國互聯網投資基金(有限合夥)), Guangzhou Kechuang Zhihui No. 4 Venture Capital Partnership Enterprise (L.P.) (廣州科創智匯

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四號創業投資合夥企業(有限合夥)), Guangzhou Development Zone Low-Altitude Industry Venture Capital Fund Partnership (L.P.) (廣州開發區低空產業創業投資基金合夥企業(有限合夥)), Shanghai Pudong Leading Zone Investment Center (L.P.) (上海浦東引領區投資中心(有限合夥)), and Ma’anshan Huachun Baoxin Zhixin Equity Investment Partnership (L.P.) (馬鞍山華淳保信智新股權投資合夥企業(有限合夥)), pursuant to which shareholders’ rights were agreed among the aforementioned parties;

- (v) the termination agreement dated December 22, 2025 entered into among our Company, Dr. Shen Jie (沈捷), Cai Jiaxian (蔡嘉賢), Shanghai Jiequ Business Consulting Center (L.P.) (上海捷驅商務諮詢中心(有限合夥)), Shanghai Zhiqu Business Consulting Center (L.P.) (上海執驅商務諮詢中心(有限合夥)), Shanghai Zhuoqu Business Consulting Center (L.P.) (上海卓驅商務諮詢中心(有限合夥)), Shanghai Jielu Business Consulting Partnership (L.P.) (上海捷陸商務諮詢合夥企業(有限合夥)), Shanghai Lindun Business Consulting Center (L.P.) (上海臨頓商務諮詢中心(有限合夥)), Shanghai Xingqu Business Consulting Center (L.P.) (上海興驅商務諮詢中心(有限合夥)), Jiaying Jingkai Juxing Equity Investment Partnership (L.P.) (嘉興晶凱聚行股權投資合夥企業(有限合夥)), Xu Jinghua (徐井華), Jiaying Jingkai Hongkun Equity Investment Partnership (L.P.) (嘉興晶凱弘鯤股權投資合夥企業(有限合夥)), Jiaying Jingkai Zhanyuan Equity Investment Partnership (L.P.) (嘉興晶凱瞻遠股權投資合夥企業(有限合夥)), Jiaying Jingkai Heyu Equity Investment Partnership (L.P.) (嘉興晶凱合裕股權投資合夥企業(有限合夥)), Cai Xiaodong (蔡曉東), Shenzhen Chenglan Holdings Co., Ltd. (深圳市城藍控股有限公司), Beijing Yuanxu Risheng Equity Investment Center (L.P.) (北京元煦日升股權投資中心(有限合夥)), Shanghai Zhangjiang Science & Technology Venture Capital Co., Ltd. (上海張江科技創業投資有限公司), Suzhou Junlian Xiangdao Equity Investment Partnership (L.P.) (蘇州君聯相道股權投資合夥企業(有限合夥)), Suzhou Industrial Park Yuanhe Dinghe Jichang Venture Capital Partnership (L.P.) (蘇州工業園區元禾鼎和吉昌創業投資合夥企業(有限合夥)), Shanghai Ruihe Xinxin Venture Capital Center (L.P.) (上海銳合新信創業投資中心(有限合夥)), Ningbo Ruihe Yingfu Venture Capital Partnership (L.P.) (寧波銳合盈孚創業投資合夥企業(有限合夥)), Shanghai Junlian Shenghao Venture Capital Partnership (L.P.) (上海君聯晟灝創業投資合夥企業(有限合夥)), Beijing Junlian Shengyuan Equity Investment Partnership (L.P.) (北京君聯晟源股權投資合夥企業(有限合夥)), Beijing Lenovo Intelligent Internet Innovation Fund Partnership (L.P.) (北京聯想智能互聯網創新基金合夥企業(有限合夥)), Shanghai Sci-Tech Innovation Center Capital Fund I Partnership (L.P.) (上海科創中心壹號股權投資基金合夥企業(有限合夥)), Xu Xiaowei (許曉巍), Xi’an Junlian Haiying Equity Investment Partnership (L.P.) (西安君聯海盈股權投資合夥企業(有限合夥)), CICC Generation (Suzhou) Emerging Industries Equity Investment Fund Partnership (L.P.) (中金啟辰(蘇州)新興產業股權投資基金合夥企業(有限合夥)), CICC Generation (Suzhou) Emerging Industries Equity Investment Fund II Partnership (L.P.) (中金啟辰貳期(蘇州)新興產業股權投資基金合夥企業(有限合夥)), CICC Generation (Wuxi) Emerging Industries Equity Investment Fund II Partnership (L.P.) (中金啟辰貳期(無錫)新興產業股權投資基金合夥企業(有限合夥)), Shenzhen Guoxie Phase I Equity Investment Fund Partnership (L.P.) (深圳市

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國協一期股權投資基金合夥企業(有限合夥)), Zhejiang Rongteng Venture Capital Partnership (L.P.) (浙江容騰創業投資合夥企業(有限合夥)), Shanghai Haiwang Intellectual Property Equity Investment Fund Center (L.P.) (上海海望知識產權股權投資基金中心(有限合夥)), Schaeffler Holding (China) Co., Ltd. (舍弗勒投資(中國)有限公司), Ancient King Project Company Limited, Latica Spirit Limited, Tianjin Taibo Venture Capital Fund Partnership (L.P.) (天津泰博創業投資基金合夥企業(有限合夥)) (formerly known as Zhuhai Taibo Venture Capital Fund (L.P.) (珠海泰博創業投資基金(有限合夥))), Shanghai Synlinx Innovation Phase I Private Equity Fund Partnership (L.P.) (上海司南園科創新一期私募基金合夥企業(有限合夥)), Pinghu Economic-Technological Development Zone Industrial Investment Co., Ltd. (平湖經濟技術開發區產業投資有限公司), Ningbo Youliang Venture Capital Partnership Enterprise (L.P.) (寧波佑亮創業投資合夥企業(有限合夥)), Shanghai International Group Asset Management Co., Ltd. (上海國際集團資產管理有限公司), Volvo Car Technology Fund AB, Shaanxi Caijin Tejing Xincai Investment Fund Partnership (L.P.) (陝西財金特精新材股權投資基金合夥企業(有限合夥)), Taicang Hopewin Fanxing Investment Management Partnership (L.P.) (太倉泓潤繁星投資管理合夥企業(有限合夥)), Shenzhen Jiusong Zhixing Investment Center (L.P.) (深圳九頌智星投資中心(有限合夥)), Wuxi Shangwen Industrial Investment Partnership (L.P.) (無錫尚穩產業投資合夥企業(有限合夥)), Future Industry Investment Fund II (L.P.) (先進製造產業投資基金二期(有限合夥)), Liuzhou 125 Industrial Fund Partnership (L.P.) (柳州一二五產業基金合夥企業(有限合夥)), Chongqing Liangjiang New Area High-Quality Development Industrial Private Equity Investment Fund Partnership (L.P.) (重慶兩江新區高質量發展產業私募股權投資基金合夥企業(有限合夥)), Chongqing Liangjiang Specialized and Sophisticated SMEs Venture Capital Fund Partnership (L.P.) (重慶兩江專精特新創業投資基金合夥企業(有限合夥)), China Internet Investment Fund (L.P.) (中國互聯網投資基金(有限合夥)), Guangzhou Kechuang Zhihui No. 4 Venture Capital Partnership Enterprise (L.P.) (廣州科創智匯四號創業投資合夥企業(有限合夥)), Guangzhou Development Zone Low-Altitude Industry Venture Capital Fund Partnership (L.P.) (廣州開發區低空產業創業投資基金合夥企業(有限合夥)), Shanghai Pudong Leading Zone Investment Center (L.P.) (上海浦東引領區投資中心(有限合夥)), Ma'an Shan Huachun Baoxin Zhixin Equity Investment Partnership (L.P.) (馬鞍山華淳保信智新股權投資合夥企業(有限合夥)), Jiaxing Jingkai Shihou Venture Capital Partnership (L.P.) (嘉興晶凱時厚創業投資合夥企業(有限合夥)), Leadrive New Energy (Shanghai) Co., Ltd. (臻驅新能源(上海)有限公司), Leadrive Electricity (Shanghai) Co., Ltd. (臻驅電氣(上海)有限公司), Leadrive Semiconductor (Jiaying) Co., Ltd. (臻驅半導體(嘉興)有限公司), Liuzhou Leadrive Electric Control Technology Co., Ltd. (柳州臻驅電控科技有限公司), Leadrive Technology (Liuzhou) Co., Ltd. (臻驅科技(柳州)有限公司), Leadrive Technology (Hangzhou) Co., Ltd. (臻驅科技(杭州)有限公司), and Leadrive Technology (Chongqing) Co., Ltd. (臻驅科技(重慶)有限公司), pursuant to which shareholders' special rights were terminated; and

(vi) [REDACTED]

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B. Intellectual Property Rights

(a) Patents

As of the Latest Practicable Date, our Group has the following patents granted in the PRC which are considered by us to be or may be material to our business:

No.	Patent Owner	Patent Name	Type	Patent No.	Authorization Date
1. . . .	The Company	A Water-Cooled Radiator and Motor Controller for New Energy Vehicles	Inventions	2020110399210	April 29, 2025
2. . . .	The Company	Inverter DC-Side Current Estimation Method, Motor Controller, Current Detection Device, and Electric Vehicle	Inventions	2021102839069	May 25, 2021
3. . . .	The Company	An automated EMC filter design method	Inventions	2021110822106	January 3, 2025
4. . . .	The Company	A semiconductor module substrate and design method	Inventions	2021111314657	April 4, 2025
5. . . .	The Company	An internal power supply architecture for a motor controller, an electric vehicle, and a power supply method	Inventions	2021111889300	April 22, 2025
6. . . .	The Company	A capacitor housing with heat dissipation functionality	Inventions	2021116808831	May 24, 2024
7. . . .	The Company	A heating control method, system, and electric vehicle for a power battery used in motors	Inventions	202111639140X	October 24, 2023
8. . . .	The Company	A pulse-modulated high-frequency injection control method and control system without position sensors	Inventions	2021116391043	June 21, 2024
9. . . .	The Company	A weak field control method, system, and electric vehicle for permanent magnet synchronous motors	Inventions	2021116369393	November 7, 2023
10. . .	The Company	A Semiconductor Power Module	Utility models	2022212087773	September 2, 2022

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No.	Patent Owner	Patent Name	Type	Patent No.	Authorization Date
11. . .	The Company	A Method for Calculating Stray Inductance of a Film Capacitor and Computer-Readable Storage Medium	Inventions	2022106644331	August 16, 2024
12. . .	The Company	A Power Module with Dual-Side Heat Dissipation	Utility models	2022220450472	November 15, 2022
13. . .	The Company	A Power Battery Heating Method, Device, and Power Battery	Inventions	2022113623768	July 25, 2025
14. . .	The Company	A Coolant Flow Estimation Method, Device, and Dual-Motor Control System	Inventions	2023103839544	June 10, 2025
15. . .	The Company	A Motor Speed Switching System and Method for Sensorless Electric Drive Systems	Inventions	2025112697467	November 11, 2025
16. . .	The Company	An integrated dual-channel control power module component and integrated unit	Utility models	2024222605922	September 26, 2025
17. . .	The Company	An integrated packaging structure and application module for liquid cooling and power density	Utility models	202320959376X	October 20, 2023
18. . .	The Company	A coreless current sensor, power module and motor controller	Utility models	2023216947167	November 7, 2023
19. . .	The Company	A method, device and system for reducing pulse-width modulation sampling errors	Inventions	2021104078931	March 28, 2025

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(b) Trademarks

As of the Latest Practicable Date, the following trademarks have been registered in the name of the relevant member of our Group which are considered by us to be or may be material to our business:

No.	Trademark Owner	Trademark	Registration Number	Place of Registration.	Class	Expiry Date
1. . . .	The Company		42776112	PRC	42	March 6, 2031
2. . . .	The Company		42803785	PRC	12	February 27, 2031
3. . . .	The Company		307023717	Hong Kong	7, 9, 35, 42	September 8, 2035
4. . . .	The Company		307023726	Hong Kong	7, 9, 35, 42	September 8, 2035
5. . . .	The Company		307023735	Hong Kong	7, 9, 35, 42	September 8, 2035

(c) Domain Names

As of the Latest Practicable Date, the following domain names have been registered in the name of the relevant member of our Group which are considered by us to be or may be material to our business:

No.	Registered Owner	Domain Name	Registration Date
1. . .	The Company	leadrive.com	December 3, 2024

3. FURTHER INFORMATION ABOUT OUR DIRECTORS

A. Particulars of Directors’ Contracts

Each of the Directors [entered into] a service contract or appointment letter with our Company. The principal particulars of these service contracts and appointment letters comprise (i) the terms of the service and (ii) termination provisions in accordance with their respective terms. The service contracts and appointment letters may be renewed in accordance with our Articles of Association and the applicable laws, rules and regulations.

Save as disclosed above, none of our Directors has or is proposed to have a service contract with any of our Group (other than contracts expiring or determinable by the relevant employer within one year without the payment of compensation (other than statutory compensation)).

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B. Directors’ Remuneration

Save as disclosed in “Directors and Senior Management — Remuneration of Directors and Senior Management” and in “Appendix I — Accountants’ Report — II. Notes to the Historical Financial Information — 9. Directors’ and Chief Executive’s Remuneration,” no Director received any other fees, salaries, allowances, share based compensation, pension schemes contribution and other benefits in kind (if applicable) from our Company in respect of each of the years ended December 31, 2023, 2024, and 2025 and the five months ended May 31, 2026.

4. DISCLOSURE OF INTERESTS

A. Substantial Shareholders

(a) *Interest in the Shares of Our Company*

For information on the persons who will, immediately following the completion of the [REDACTED] and Conversion of Domestic Unlisted Shares into H Shares, have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to us and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, will directly or indirectly, be interested in 10% or more of the nominal value of any class of share capital carrying the rights to vote in all circumstances at general meetings of the Company, see “— Substantial Shareholders”.

(b) *Interests of the Substantial Shareholders of Other Members of Our Group*

As of the Latest Practicable Date, so far as our Directors are aware, the following entities were interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of other or any member of our Group:

Member of our Group	Entity with 10% or more interest	Capacity	Approximate Percentage of Interest
1. Leadrive New Energy (Shanghai) Co., Ltd. . . .	Shanghai Junxin	Beneficial interest	40.00%
2. Leadrive Technology (Wuhu) Co., Ltd.	Wuhu Fanchang Chungu Industrial Investment Fund Co., Ltd. (蕪湖市繁昌春谷產業投資基金有限公司)	Beneficial interest	26.67%
	Wuhu Antai Investment Guidance Fund Management Co., Ltd. (蕪湖市安泰投資引導基金管理有限公司)	Beneficial interest	15.67%

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Member of our Group	Entity with 10% or more interest	Capacity	Approximate Percentage of Interest
3. Shanghai Lingang	Shanghai Lingang Economic Development Group Technology Investment Co., Ltd. (上海臨港經濟發展集團科技投資有限公司)	Beneficial interest	28.88%
	Shanghai Zhuoqing	Beneficial interest	12.50%
4. Leadrive Eneroute	Zhizhen Huiguang Technology (Shanghai) Partnership Enterprise (Limited Partnership) (智臻慧光科技(上海)合夥企業(有限合夥))	Beneficial interest	20.00%
	Lingqu Huixin Technology (Shanghai) Partnership Enterprise (Limited Partnership) (靈驅慧芯科技(上海)合夥企業(有限合夥))	Beneficial interest	15.00%
	Dr. Shen Jie	Beneficial interest	10.00%

B. Directors or Chief Executives

Immediately following the completion of the [REDACTED] and Conversion of Domestic Unlisted Shares into H Shares, assuming that the [REDACTED] is not exercised, the interest and short position of each of our Directors and Chief Executive Officer in the Shares, underlying Shares and debentures of the Company or our associated corporations (within the meaning of Part XV of the SFO) which will be required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short position which they were taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of [REDACTED] to be notified to the Company and the Hong Kong Stock Exchange (for this purpose, the relevant provisions of the SFO will be interpreted as if they applied to the Supervisors) will be as follows:

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(a) *Interests in our Company*

Name	Position held within our Company	Type of Shares held	Nature of interest	As of the Latest Practicable Date		Immediately following the completion of the Share Subdivision, the Conversion of Domestic Unlisted Shares into H Shares and the [REDACTED] (assuming the [REDACTED] is not exercised) ⁽¹⁾		
				Number of Shares held	Approximate percentage of shareholding interest in the total share capital	Number of Shares held	Approximate percentage of shareholding in the relevant type of Shares ⁽²⁾	Approximate percentage of shareholding in the total issued Share capital of our Company
Dr. Shen Jie . . .	Founder, Chairman of the Board, Executive Director and Chief Executive Officer	H Shares	Beneficial owner	3,311,013	9.54%	[REDACTED]	[REDACTED]%	[REDACTED]%
		H Shares	Interest in controlled corporations ⁽³⁾	7,373,793	21.25%	[REDACTED]	[REDACTED]%	[REDACTED]%

Notes:

- (1) All interests stated are long position.
- (2) The calculation is based on the assumption that immediately following the completion of the Share Subdivision, the Conversion of Domestic Unlisted Shares into H Shares and the [REDACTED], there will be (i) a total number of [REDACTED] Domestic Unlisted Shares in issue; (ii) a total number of [REDACTED] H Shares to be converted from Domestic Unlisted Shares; and (iii) a total number of [REDACTED] H Shares to be [REDACTED] pursuant to the [REDACTED] (taking into account the Share Subdivision and assuming the [REDACTED] is not exercised).
- (3) Dr. Shen Jie is the general partner of Shanghai Jiequ, Shanghai Zhiqu, Shanghai Zhuoqu, Shanghai Jielu, Shanghai Lindun and Shanghai Xingqu. Therefore, Dr. Shen Jie is deemed to be interested in the Shares respectively held by Shanghai Jiequ, Shanghai Zhiqu, Shanghai Zhuoqu, Shanghai Jielu Shanghai Lindun and Shanghai Xingqu. As of the Latest Practicable Date, Shanghai Jiequ, Shanghai Zhiqu, Shanghai Zhuoqu, Shanghai Jielu, Shanghai Lindun and Shanghai Xingqu held approximately 7.05%, 3.40%, 3.25%, 3.04%, 2.82% and 1.70% equity interest of our Company, respectively.

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(b) *Interests in the Associated Corporation*

Name of Director	Name of Associated Corporation	Nature of interest	Number of Shares held	Approximate Percentage of Interest
Dr. Shen Jie	Leadrive Eneroute	Beneficial interest	2,000,000	10.00%
		Interest in controlled corporations ⁽¹⁾	3,000,000	15.00%

Notes:

- (1) Leadrive Eneroute is a subsidiary of the Company and therefore an associated corporation of the Company. Dr. Shen Jie is the general partner of Lingqu Huixin Technology (Shanghai) Partnership Enterprise (Limited Partnership) (“**Lingqu Huixin**”) and is therefore deemed to be interested in the equity interest in Leadrive Eneroute held by Lingqu Huixin. As of the Latest Practicable Date, Lingqu Huixin held a 15.00% equity interest in Leadrive Eneroute.

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

C. **Disclaimers**

Save as disclosed in this document:

- (a) none of our Directors or Chief Executive of Our Company has any interests and/or short positions in the Shares, underlying Shares and debentures of our Company or any associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to us and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which have been taken or deemed to have under such provisions of SFO) or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies to be notified to us and the Stock Exchange, in each case once our Shares are [REDACTED];
- (b) none of our Directors is a director or employee of a company which is expected to have an interest in the Shares falling to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO once our Shares are [REDACTED] on the Stock Exchange;

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- (c) none of our Directors nor any of the parties listed in “— 5. Other Information — G. Qualification of Experts” is materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to our business;
- (d) none of our Directors nor any of the parties listed in “— 5. Other Information — G. Qualification of Experts” is interested in our promotion, or in any assets which have, within two years immediately preceding the issue of this document, been acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to our Company;
- (e) none of the parties listed in “— 5. Other Information — G. Qualification of Experts”: (i) is interested legally or beneficially in any of our Shares or any shares in any of our subsidiaries; or (ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for our securities; and
- (f) save as disclosed in the section headed “Business” in this document, none of our Directors or their respective associates or any Shareholders of our Company (who to the knowledge of our Directors owns more than 5% of our issued share capital) has any interest in our five largest suppliers or our five largest customers.

D. Employee Incentive Schemes

To attract and retain talents and to provide incentives to our employees for long-term development of our Company, our Company has adopted two employee incentive schemes through the establishment of Shanghai Jiequ, Shanghai Zhuoqu, Shanghai Zhiqu and Shanghai Xingqu. For details of such platforms, see “History, Development and Corporate Structure — CORPORATE DEVELOPMENT — E. Dr. Shen’s Holding Entities.” The employee incentive schemes comprise (i) the equity incentive plan adopted by the Company in 2017, and implemented via Shanghai Jiequ and Shanghai Zhuoqu (the “**2017 Incentive Plan**”); and (ii) the equity incentive plan adopted by the Company in 2022, and implemented via Shanghai Zhiqu and Shanghai Xingqu (the “**2022 Incentive Plan**”, together with 2017 Incentive Plan, the “**Employee Incentive Schemes**”).

The Employee Incentive Schemes are not subject to the provisions of Chapter 17 of the Listing Rules as they do not involve any grant of share options or awards or any issuance of new Shares by our Company after [REDACTED]. Given the Shares under the Employee Incentive Schemes have already been issued to Shanghai Jiequ, Shanghai Zhuoqu, Shanghai Zhiqu and Shanghai Xingqu, as of the Latest Practicable Date, there will not be any dilutive effect to the issued Shares as a result of the operation of the Employee Incentive Schemes. The following is a summary of the principal terms of each of our employee incentive schemes, respectively:

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(a) Administration

The general partner of each of Shanghai Jiequ, Shanghai Zhuoqu, Shanghai Zhiqu and Shanghai Xingqu is Dr. Shen, our Founder, Chairman of the Board, Executive Director and Chief Executive Officer of our Company (the “**Administrator**”). The Administrator is entitled to manage affairs concerning the above entities as the general partner.

(b) Shares under the Employee Incentive Schemes

As of the Latest Practicable Date, Shanghai Jiequ, Shanghai Zhuoqu, Shanghai Zhiqu and Shanghai Xingqu collectively held 5,339,915 Shares, representing approximately 15.39% of the total issued share capital of our Company. Immediately upon completion of the [REDACTED] (assuming the [REDACTED] is not exercised), Shanghai Jiequ, Shanghai Zhuoqu, Shanghai Zhiqu and Shanghai Xingqu will be interested in approximately [REDACTED]% of the total issued share capital of our Company.

(c) Incentive Holding Entities

Shanghai Jiequ, Shanghai Zhuoqu, Shanghai Zhiqu and Shanghai Xingqu are limited partnerships established on August 15, 2017, December 6, 2018, May 16, 2023 and May 16, 2023, respectively, as our incentive holding entities. Incentives are granted to eligible participants under the Employee Incentive Scheme (the “**Participants**”) in the form of partnership interests in our holding entities. Set out below is the holding structure of our such entities as of the Latest Practicable Date:

- **Shanghai Jiequ:** As of the Latest Practicable Date, Shanghai Jiequ held 2,444,865 Shares. The general partner of Shanghai Jiequ is Dr. Shen, who holds approximately 18.88% partnership interests in Shanghai Jiequ. The remaining approximately 81.12% partnership interests in Shanghai Jiequ are held by 24 limited partners who are current employees of the Group and one independent third-party consultant, among whom, Mr. Zhu Jun, Mr. Zhang Song and Ms. Han Na, each being a Director, holds approximately 15.06%, 6.06% and 8.82% partnership interests in Shanghai Jiequ, respectively; Mr. Wei Qishan (韋淇山), being a director of one of our significant subsidiaries, holds approximately 0.24% partnership interests in Shanghai Jiequ; Wang Jun (王均), being our independent third-party consultant, holds approximately 3.00% partnership interests in Shanghai Jiequ and has provided general investment and financing-related consulting services at the early-stage of our Company, and other limited partners are Independent Third Parties. None of the limited partners of Shanghai Jiequ holds more than 30% partnership interests in Shanghai Jiequ.
- **Shanghai Zhuoqu:** As of the Latest Practicable Date, Shanghai Zhuoqu held 1,126,568 Shares. The general partner of Shanghai Zhuoqu is Dr. Shen, who holds approximately 20.97% partnership interests in Shanghai Zhuoqu. The remaining approximately 79.03% partnership interests in Shanghai Zhuoqu are held by 8

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limited partners who are current employees of the Group and two independent third-party consultants, among whom, Mr. Zhang Song, being a Director, holds approximately 9.61% partnership interests in Shanghai Zhuoqu; Mr. Shen Haoshun and Ms. Chen Sixue, each being a member of our senior management, holds approximately 14.92% and 14.92% partnership interests in Shanghai Zhuoqu; Yao Wenxi (姚文熙) and Yang Jun (楊竣), being our independent third-party consultants, each holds 10.00% equity interests in Shanghai Zhuoqu and has primarily provided hardware design-related and laboratory design-related consulting services, respectively, and other limited partners are Independent Third Parties. None of the limited partners of Shanghai Zhuoqu holds more than 30% partnership interests in Shanghai Zhuoqu.

- **Shanghai Zhiqu:** As of the Latest Practicable Date, Shanghai Zhiqu held 1,178,991 Shares. The general partner of Shanghai Zhiqu is Dr. Shen, who holds 1.00% partnership interests in Shanghai Zhiqu. The remaining 99.00% partnership interests in Shanghai Zhiqu are held by 169 limited partners who are current or former employees of the Group, among whom, Mr. Shen Haoshun, being a member of our senior management, holds approximately 0.00059% partnership interests in Shanghai Zhiqu; Mr. Wei Qishan, being a director of one of our significant subsidiaries, holds approximately 1.13% partnership interests in Shanghai Zhiqu, and other limited partners are Independent Third Parties. None of the limited partners of Shanghai Zhiqu holds more than 30% partnership interests in Shanghai Zhiqu.
- **Shanghai Xingqu:** As of the Latest Practicable Date, Shanghai Xingqu held 589,491 Shares. The general partner of Shanghai Xingqu is Dr. Shen, who holds approximately 37.79% partnership interests in Shanghai Xingqu. The remaining approximately 62.21% partnership interests in Shanghai Xingqu are held by 10 limited partners who are current employees of the Group, among whom, Mr. Zhu Jun, Mr. Zhang Song, and Ms. Han Na, each being a Director, holds approximately 1.92%, 1.47%, and 4.67% partnership interests in Shanghai Xingqu, respectively; Mr. Shen Haoshun and Ms. Chen Sixue, each being a member of our senior management, holds approximately 15.26% and 15.38% partnership interests in Shanghai Xingqu, respectively, and other limited partners are Independent Third Parties. None of the limited partners of Shanghai Xingqu holds more than 30% partnership interests in Shanghai Xingqu.

(d) Voting Rights

The general partner of Shanghai Jiequ, Shanghai Zhuoqu, Shanghai Zhiqu and Shanghai Xingqu is entitled to exercise the voting rights attached to the Shares held by the Participants through such entities.

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(e) Lock-up and Repurchase of Partnership Interests

- *2017 Incentive Plan*

2017 Incentive Plan was implemented via Shanghai Jiequ and Shanghai Zhuoqu. The partnership interests held by the Participants in Shanghai Jiequ and Shanghai Zhuoqu, which represent the awards granted to and exercised by the Participants under the 2017 Incentive Plan, are subject to lock-up restrictions, whereby (i) such partnership interests may not be sold, transferred or otherwise disposed of to any third party without the prior written consent of the Administrator, unless and until an exit event occurs as specified under the plan, including the Company’s qualified listing or quotation, a change in control of the Company, or a valid judgment or order from a court of competent jurisdiction requiring the Company’s dissolution or liquidation; and (ii) upon [REDACTED], such partnership interests are subject to any applicable lock-up period required under the PRC laws and Listing Rules, or as voluntarily undertaken by the Participants.

Subject to the provisions of 2017 Incentive Plan, the partnership interests in Shanghai Jiequ and Shanghai Zhuoqu held by the Participants may be required to be transferred to the Administrator (i) at the original grant price, in the event of, including but not limited to material breach of company policies, criminal acts, violation of confidentiality obligations, or non-compete undertakings; or (ii) at an agreed price, upon termination of employment or consultancy relationship with our Company during an applicable lock-up period or prior to the occurrence of an exit event.

- *2022 Incentive Plan*

2022 Incentive Plan was implemented via Shanghai Zhiqu and Shanghai Xingqu. The partnership interests in Shanghai Zhiqu and Shanghai Xingqu held by the Participants, which represent the awards granted and vested to the Participants under the 2022 Incentive Plan, are subject to a lock-up period of 12 months following our Company’s [REDACTED] or such longer period as required under applicable laws, regulations and listing rules.

Subject to the provisions of the 2022 Incentive Plan, the partnership interests of Shanghai Zhiqu and Shanghai Xingqu held by the Participants may be required to be transferred to the Administrator or the entity designated by him under certain circumstances, including but not limited to: (i) occurrence of material fault events by the Participant during the service period, such as serious violation of applicable laws and regulations, company policies or employment agreements, misconduct causing material damage to our Company, criminal liability, or regulatory sanctions; (ii) voluntary resignation by the Participant during the service period, including non-renewal of employment upon expiry or refusal to accept re-employment after retirement; (iii) Participants’ retirement upon reaching statutory retirement age without re-employment; and (iv) where the heirs of a deceased Participant cannot be timely determined or are unwilling to become a limited partner of Shanghai Zhiqu or Shanghai Xingqu. Under the

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abovementioned circumstances, the transfer price shall be the original capital contribution amount and subject to adjustment of any profit distributions already received by the Participants and any interests as applicable.

5. OTHER INFORMATION

A. Estate Duty

We have been advised that no material liability for estate duty under the PRC law is likely to fall upon our Company or any member of our Group.

B. Litigation

As of the Latest Practicable Date and so far as our Directors are aware, no litigation, arbitration or administrative proceedings of material importance were pending or threatened against any member of our Group.

C. Joint Sponsors

The Joint Sponsors have declared their independence pursuant to Rule 3A.07 of the Listing Rules.

The Joint Sponsors have made an application on our behalf to the [REDACTED] for [REDACTED] of, and permission to [REDACTED], our H Shares, including any [REDACTED] which may be [REDACTED] pursuant to the exercise of the [REDACTED]. All necessary arrangements have been made to enable the H Shares to be admitted into [REDACTED].

The Joint Sponsors will receive an aggregate fee of US\$800,000 for acting as the joint sponsors for the [REDACTED].

D. Compliance Advisor

We have appointed Somerley Capital Limited as our compliance advisor in compliance with Rule 3A.19 of the Listing Rules.

E. Preliminary Expenses

As of the Latest Practicable Date, our Company had not incurred material preliminary expenses.

F. Promoters

The promoters of our Company consist of all of the 48 shareholders of our Company, as at October 21, 2024 before our conversion into a joint stock limited liability company, including Dr. Shen, Shanghai Jiequ, Suzhou Junlian Xiangdao, Chen Daijun, Shanghai Junlian

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Shenghao, Lenovo, Shanghai Zhiqu, Shanghai Zhuoqu, Shanghai Jielu, Shanghai Lindun, Yuanhe Dinghe, Zhangjiang Venture Capital, Schaeffler Holding, Beijing Junlian Shengyuan, Shanghai Xingqu, CICC Generation Fund I, SSIC Fund I, Xi’an Haiying, CICC Generation (Suzhou), PEDZ Industrial Investment, Volvo Cars Tech Fund, Shanghai International Asset Management, Wuxi Shangwen, Zhejiang Rongteng, Shanghai Ruihe Xinxin, CICC Generation (Wuxi), Jiaying Jingkai Juxing, Xu Xiaowei, Ningbo Youliang, Huachun Baoxin, Shaanxi Caijin, Jiaying Jingkai Zhanyuan, Jiaying Jingkai Heyu, Ancient King Project, Latica Spirit, Shenzhen Guoxie Phase I, Cai Xiaodong, Taicang Hopewin Fanxing, Jiaying Jingkai Hongkun, Shanghai Haiwang, Jiaying Yufu Junluo, Nantong Zhonggao Juntian, Ningbo Ruihe Yingfu, Shenzhen Jiusong Zhixing, Tianjin Taibo, Xu Jinghua, Yuanxu Risheng, Shenzhen Chenglan. For details of the promoters of our Company, please see “History, Development and Corporate Structure” of this document.

Save as disclosed in this document, within the two years immediately preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given to the above promoters in connection with the [REDACTED] or related transactions in this document.

G. Qualification of Experts

The qualifications of the experts, as defined under the Listing Rules, who have given their opinions or advice in the document, are as follows:

Name	Qualification
CITIC Securities (Hong Kong) Limited	A licensed corporation to conduct Type 4 (advising on securities) and Type 6 (advising on corporate finance) regulated activities under the SFO
Haitong International Capital Limited	A licensed corporation to conduct Type 6 (advising on corporate finance) regulated activities under the SFO
Zhong Lun Law Firm	Legal advisor to our Company as to PRC laws
Ernst & Young	Certified Public Accountants Registered Public Interest Entity Auditor under the Accounting and Financial Reporting Council Ordinance
Frost & Sullivan	Industry consultant
Morgan, Lewis & Bockius LLP ...	Sanctions legal advisor

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H. Consents of Experts

Each of the experts as referred to in “— 5. Other Information — G. Qualification of Experts” has given, and has not withdrawn, its respective written consents to the issue of this document with the inclusion of its reports and/or letter and/or opinion and/or the references to its name included herein in the form and context in which it is respectively included.

As of the Latest Practicable Date, none of the experts named above had any shareholding interests in any member of our Group or the right (other than the penal provisions) of section 44A of the Companies (Winding Up and Miscellaneous Provisions) Ordinance so far as applicable.

I. Taxation of Holders of H Shares

The sale, purchase and transfer of H shares are subject to Hong Kong stamp duty if such sale, purchase and transfer are effected on the H share register of members of our Company, including in circumstances where such transaction is effected on the Stock Exchange. The stamp duty is charged to each of the seller and purchaser at the ad valorem rate of 0.10% of the consideration for, or (if higher) the fair value of the H Shares being sold or transferred. In other words, a total of 0.20% is currently payable on a typical sale and purchase transaction of the H Shares. In addition, a fixed duty of HK\$5 is charged on each instrument of transfer (if required). For further information in relation to taxation, see “Appendix III — Taxation and Foreign Exchange” in this document.

J. No Material Adverse Change

Save as disclosed in this document, our Directors confirm that there has been no material adverse change in our financial or operational position since May 31, 2026, being the end date of our latest audited financial statements, and up to the Latest Practicable Date.

K. Binding Effect

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

L. Related Party Transactions

Within the two years immediately preceding the date of this document, we have entered into the related party transactions as described in Note 39 to the financial information in the Accountant’s Report set out in Appendix I to this document.

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M. Miscellaneous

Save as disclosed in this document:

- (a) within the two years immediately preceding the date of this document, we have not issued or agreed to issue any share or loan capital fully or partly paid either for cash or for a consideration other than cash;
- (b) no share or loan capital of our Group, if any, is under option or is agreed conditionally or unconditionally to be put under option;
- (c) we have not issued or agreed to issue any founder shares, management shares or deferred shares;
- (d) our Company has no outstanding convertible debt securities or debentures;
- (e) there are no restrictions affecting the remittance of profits or repatriation of capital by us into Hong Kong from outside Hong Kong;
- (f) within the two years immediately preceding the date of this document, no commission, discount, brokerage or other special term has been granted in connection with the issue or sale of any capital of our Company;
- (g) there is no arrangement under which future dividends are waived or agreed to be waived;
- (h) there has been no interruption in our business which may have or have had a significant effect on the financial position in the last 12 months; and
- (i) none of the equity and debt securities of our Company, if any, is listed or dealt with in any other stock exchange nor is any [REDACTED] or permission to deal being or proposed to be sought.

N. Bilingual Document

The English language and Chinese language versions of this document are being published separately, in reliance upon the exemption provided by section 4 of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time.