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STATUTORY AND GENERAL INFORMATION

1. FURTHER INFORMATION ABOUT OUR GROUP

A. Incorporation

Our Company was established as a limited liability company under the laws of the PRC on October 15, 1999 and was converted into a joint-stock company with limited liability on December 28, 2007. Consequently, our corporate structure and Articles of Association are governed by the relevant PRC laws and regulations. A summary of our Articles of Association is set out in Appendix III to this Document. As at the Latest Practicable Date, the registered share capital of our Company was RMB422,582,924.

Our registered place of business in the PRC is located at A3, Guicheng Science & Technology Park, Jianping Road, Nanhai District, Foshan, Guangdong Province, PRC. We have established a principal place of business in Hong Kong at Room 1910, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong and were registered as a non-Hong Kong company under Part 16 of the Companies Ordinance on January 30, 2026. Ms. Sham has been appointed as our authorised representative for the acceptance of service of process and notice in Hong Kong. The address for service of process and notice in Hong Kong is the same as our principal place of business in Hong Kong.

B. Changes in Share Capital of our Company

Save as disclosed below, there has been no change in the share capital of the Company within the two years immediately preceding the date of this Document.

- (i) As resolved by the Board of Directors of the Company on March 28, 2024, the Company issued 462,000 A shares to 150 participants upon the exercise of stock options under the 2023 Share Option and Restricted Share Incentive Plan. Upon completion of this issuance, the Company’s total share capital increased from 391,319,691 shares to 391,781,691 shares.
- (ii) As resolved by the Board of Directors of the Company on March 28, 2024 and the General Meeting on April 19, 2024, the Company canceled 81,000 A shares in connection with the repurchase and cancellation of certain restricted shares under the 2022 and 2023 Share Option and Restricted Share Incentive Plans. Following the completion of this repurchase and cancellation, the Company’s total share capital decreased from 391,781,691 shares to 391,700,691 shares.
- (iii) As resolved by the Board of Directors of the Company on June 4, 2024, the Company issued 391,800 A shares to 109 eligible participants pursuant to the exercise of stock options under the 2022 Share Option and Restricted Share Incentive Plan. Following the completion of this issuance, the Company’s total share capital increased from 391,700,691 shares to 392,092,491 shares.
- (iv) As resolved by the Board of Directors of the Company on June 4, 2024, the Company granted restricted A shares to eligible participants in connection with the grant of restricted shares under the 2024 Share Option and Restricted Share Incentive Plan. As these restricted shares are sourced from repurchased treasury shares, the Company’s total share capital remains unchanged.

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- (v) As resolved by the Board of Directors of the Company on September 30, 2024, the Company issued 30,000 A shares to six participants upon the exercise of reserved stock options under the 2023 Share Option and Restricted Share Incentive Plan. Following the completion of this issuance, the Company’s total share capital increased from 392,092,491 shares to 392,122,491 shares.
- (vi) As resolved by the Board of Directors of the Company on September 30, 2024, the Company granted restricted A shares to eligible participants in connection with the grant of reserved restricted shares under the 2024 Share Option and Restricted Share Incentive Plan. As the restricted shares were sourced from treasury shares, the Company’s total share capital remained unchanged.
- (vii) As resolved by the Board of Directors meeting on October 28, 2024, the Company issued 82,800 A shares to 12 participants in connection with the exercise of reserved stock options under the 2022 Share Option and Restricted Share Incentive Plan. Following the completion of this issuance, the Company’s total share capital increased from 392,122,491 shares to 392,205,291 shares.
- (viii) As resolved by the Board of Directors meeting on March 27, 2025, the Company issued 442,500 A shares to 143 eligible participants in connection with the exercise of stock options under the 2023 Share Option and Restricted Share Incentive Plan. Upon completion of this issuance, the Company’s total share capital increased from 392,205,291 shares to 392,647,791 shares.
- (ix) As resolved by the Board of Directors meeting on March 27, 2025, the Company cancelled 216,000 A shares in connection with the repurchase and cancellation of certain restricted shares under the 2022, 2023 and 2024 Share Option and Restricted Share Incentive Plans. Upon completion of this repurchase and cancellation, the Company’s total share capital decreased from 392,647,791 shares to 392,431,791 shares.
- (x) As resolved by the Board of Directors meeting on June 4, 2025, the Company issued 505,600 A shares to 105 eligible participants in connection with the exercise of stock options under the 2022 Share Option and Restricted Share Incentive Plan. Upon completion of this issuance, the Company’s total share capital increased from 392,431,791 shares to 392,937,391 shares.
- (xi) As resolved by the Board of Directors meeting on June 4, 2025, the Company issued 601,800 A shares to 216 eligible participants in connection with the exercise of stock options under the 2024 Share Option and Restricted Share Incentive Plan. Upon completion of this issuance, the Company’s total share capital increased from 392,937,391 shares to 393,539,191 shares.
- (xii) As resolved by the Board of Directors meeting on December 9, 2024 and the General Meeting on December 25, 2024, the Company issued 29,563,933 A shares to specific investors. Upon completion of this issuance, the Company’s total share capital increased from 393,539,191 shares to 423,103,124 shares.

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- (xiii) As resolved by the Board of Directors meeting on October 28, 2025, the Company issued 110,400 A shares to 12 eligible participants in connection with the exercise of stock options under the 2022 Share Option and Restricted Share Incentive Plan. Upon completion of this issuance, the Company’s total share capital increased from 423,103,124 shares to 423,213,524 shares.
- (xiv) As resolved by the Board of Directors meeting on October 28, 2025, the Company issued 27,600 A shares to 5 eligible participants in connection with the exercise of stock options under the 2023 Share Option and Restricted Share Incentive Plan. Upon completion of this issuance, the Company’s total share capital increased from 423,213,524 shares to 423,241,124 shares.
- (xv) As resolved by the Board of Directors meeting on October 28, 2025, the Company issued 111,000 A shares to 55 eligible participants in connection with the exercise of stock options under the 2024 Share Option and Restricted Share Incentive Plan. Following the completion of this issuance, the Company’s total share capital increased from 423,241,124 shares to 423,352,124 shares.
- (xvi) As resolved by the Board of Directors meeting on October 28, 2025 and Shareholders’ meeting on November 14, 2025, the Company cancelled 146,000 A shares in connection with the repurchase and cancellation of certain restricted shares under the 2023 and 2024 Share Option and Restricted Share Incentive Plans. Upon completion of this repurchase and cancellation, the Company’s total share capital decreased from 423,352,124 shares to 423,206,124 shares.
- (xvii) As resolved by the Board of Directors meeting on March 27, 2026, the Company issued 520,800 A shares to 126 eligible participants in connection with the exercise of stock options under the 2023 Share Option and Restricted Share Incentive Plan. Following the completion of this issuance, the Company’s total share capital increased from 423,206,124 shares to 423,726,924 shares.
- (xviii) As resolved by the Board of Directors of the Company on March 27, 2026 and the General Meeting on April 27, 2026, the Company canceled 1,144,000 A shares in connection with the repurchase and cancellation of certain restricted shares under the 2023 and 2024 Share Option and Restricted Share Incentive Plans. Following the completion of this repurchase and cancellation, the Company’s total share capital decreased from 423,726,924 shares to 422,582,924 shares.

C. Changes in Share Capital of our Major Subsidiaries

The following alterations in the registered capital of our major subsidiaries have taken place within the two years preceding the date of this document:

(1) Foshan Shunde Eaglerise Electric Technology Co., Ltd. (佛山市順德區伊戈爾電力科技有限公司)

The registered share capital of Foshan Shunde Eaglerise Electric Technology Co., Ltd. (佛山市順德區伊戈爾電力科技有限公司) was increased from RMB5 million to RMB150 million on December 7, 2016 due to capital increase of our Company, further increased to RMB500 million on June 9, 2021 and subsequently decreased to RMB499 million on October 23, 2024 due to capital reduction of our Company.

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(2) *Jiangxi Eaglerise Digital Energy Technology Co., Ltd.* (江西伊戈爾數字能源技術有限公司)

The registered share capital of Jiangxi Eaglerise Digital Energy Technology Co., Ltd. (江西伊戈爾數字能源技術有限公司) was increased from RMB100 million to RMB500 million on September 14, 2023 due to capital increase of our Company.

(3) *Ji'an Eaglerise Electrical Co., Ltd.* (吉安伊戈爾電氣有限公司)

The registered share capital of Ji'an Eaglerise Electrical Co., Ltd. (吉安伊戈爾電氣有限公司) was decreased from RMB120 million to RMB60 million on July 2, 2026 due to capital decrease of our Company.

D. Resolutions Passed by Our Shareholders in Relation to the [REDACTED] of H shares

Pursuant to the board meeting held on November 24, 2025 and the second extraordinary general meeting held on December 18, 2025, our Directors and Shareholders have, among other things, passed the following resolutions:

- (a) the approval of the [REDACTED] of H Shares and the [REDACTED] of such H Shares on the Main Board of The Stock Exchange of Hong Kong Limited (“SEHK”). The H Shares to be issued will be ordinary shares denominated in Renminbi and subscribed for in foreign currency, with a nominal value of RMB1.00 each;
- (b) the approval of the principal terms of the [REDACTED]. Subject to the minimum public float, free float and other requirements (or any waiver therefrom) of the SEHK and other regulatory authorities, and taking into account our funding requirements and future business development, the number of H Shares to be issued shall not exceed [REDACTED] of our total issued share capital immediately following the completion of the [REDACTED] (before any exercise of the [REDACTED]). An [REDACTED] of up to [REDACTED] of the initial number of H Shares offered may be granted to the [REDACTED]. The final size of the [REDACTED] and whether the [REDACTED] will be exercised shall be determined by the Board or its authorised person(s) in accordance with applicable laws, regulatory approvals and market conditions;
- (c) the approval of the pricing principles and related authorisations for the H Share [REDACTED]. The [REDACTED] will be determined through market-oriented [REDACTED], [REDACTED] and [REDACTED], in line with international market practice and having due regard to the interests of our existing shareholders, domestic and international capital-market conditions, [REDACTED] risks and [REDACTED] acceptance. The Board or its authorised person(s) shall, together with the [REDACTED], finalise the [REDACTED] in accordance with applicable laws, regulatory approvals or filings and market conditions; and
- (d) the approval of the conversion of our Company into an overseas-offered joint-stock limited company, the use of [REDACTED] and the grant of full authority to the Board and its authorised person(s) to handle all matters relating to the [REDACTED] and [REDACTED], including (without limitation) the amendment of our Articles of Association and relevant internal governance rules so as to comply with applicable laws, regulations and regulatory requirements, such amendments to take effect upon [REDACTED].

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2. FURTHER INFORMATION ABOUT THE BUSINESS OF OUR COMPANY

A. Summary of Material Contracts

The following contracts (not being contracts entered into in the ordinary course of business) have been entered into by members of our Group within two years preceding the date of this Document which are or may be material:

- (a) the investment agreement dated May 15, 2026 entered into between the Company and the Management Committee of Anhui Shouxian Economic Development Zone* (安徽壽縣經濟開發區管理委員會) pursuant to which the Company has agreed to register a project company with 100% equity interest in the jurisdiction of Anhui Shouxian Economic Development Zone and invest in the construction of a smart transformer manufacturing facility with an estimated annual production capacity of 2,400 units. The agreement has involved a total investment of not less than RMB120 million, with a registered capital of RMB100 million for the project company, covering approximately 121 mu of land and the construction of no less than 96,000 square metres of production plants and ancillary facilities, with an estimated workforce of 200 employees.
- (b) the Hong Kong [REDACTED].

B. Intellectual Property Rights

(a) Trademarks

As of June 30, 2026, we had registered the following trademarks which we consider to be or may be material to our business:

No.	Trademark	Registration number	Class	Registrant	Place of registration	Expiry date
1.	 伊戈尔	4937367	9	Our Company	PRC	October 20, 2031
2.	 伊戈尔	4937368	9	Our Company	PRC	September 27, 2029
3.	 EAGLERISE	4937369	9	Our Company	PRC	September 13, 2028
4.	 EAGLERISE	75813134	35	Our Company	PRC	June 27, 2034
5.	 EAGLERISE 伊戈尔	6158978	20	Our Company	PRC	February 27, 2030
6.	 EAGLERISE 伊戈尔	6158979	19	Our Company	PRC	February 20, 2031
7.	 EAGLERISE 伊戈尔	6158980	11	Our Company	PRC	March 6, 2030

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(b) Patent

As of June 30, 2026, we had registered the following patents which we consider to be or may be material to our business:

No.	Patent Name	Patent No.	Patent Type	Place of Registration	Date of application	Patentee
1.	Zero-current soft-switching circuit (零電流軟開關電路)	ZL200710026913.0	Invention	PRC	February 13, 2007	JI AN Nait, Foshan Shunde Eaglerise and our Company
2.	A series hybrid active power filter device (一種串聯混合型有源電力濾波裝置)	ZL200810197002.9	Invention	PRC	September 17, 2008	HUST and our Company
3.	Connection structure of separable electrical connector (可分離的電連接器的連接結構)	ZL200910192739.6	Invention	PRC	September 27, 2009	Foshan Shunde Eaglerise and our Company
4.	Dimmable control circuit for LED lamps (LED燈的可調光控制電路)	ZL201010106383.2	Invention	PRC	February 01, 2010	Eaglerise Electronics (Foshan)
5.	Photovoltaic grid-connected power generation device based on modularization technology (基於多重化技術的光伏併網發電裝置)	ZL201210106659.6	Invention	PRC	April 05, 2012	Foshan Shunde Eaglerise, Eaglerise Electric (JI AN), Eaglerise Magnetic (JI AN) and our Company
6.	Reactive power compensation and power filtering device based on two-stage inductors and its switching method (基於兩級電感的無功補償與電力濾波裝置及其投切方法)	ZL201210106656.2	Invention	PRC	April 05, 2012	Foshan Shunde Eaglerise
7.	Three-phase to nine-phase step-up/step-down autotransformer phase-shifting transformer (三相變九相升壓降壓自耦移相變壓器)	ZL201811565341.8	Invention	PRC	December 20, 2018	Eaglerise Magnetic (JI AN)
8.	An injection-molded inductor device, powder core and injection molding method (一種注塑成型的電感裝置、壓粉磁芯及注塑成型方法)	ZL202180068797.7	Invention	PRC	October 15, 2021	Eaglerise Electronic (Guangdong)
9.	An NFC-based LED dimming system and method (一種基於NFC的LED燈調光系統及方法)	ZL202410702529.1	Invention	PRC	June 03, 2024	Eaglerise Electronics (Foshan) and Eaglerise Electric (JI AN)

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No.	Patent Name	Patent No.	Patent Type	Place of Registration	Date of application	Patentee
10.	An oil-immersed special transformer with protective structure and protective device (一種具有防護結構的油浸式特種變壓器及防護裝置)	ZL202410986510.4	Invention	PRC	July 23, 2024	Eaglerise Magnetic (JI AN))
11.	An LED driver power supply with low-voltage protection adaptable to voltage fluctuations (一種低壓保護能夠適應電壓波動的LED驅動電源)	ZL202411336376.X	Invention	PRC	September 25, 2024	Eaglerise Electronics (Foshan) and Eaglerise Electric (JI AN)
12.	Δ - Δ phase-shifting transformer with 16-multiple winding output and power supply and distribution system (16倍數繞組輸出的 Δ - Δ 移相變壓器及供配電系統)	ZL202110681532.6	Invention	PRC	June 18, 2021	Foshan Shunde Eaglerise, Eaglerise Electric (JI AN), Eaglerise Magnetic (JI AN), Eaglerise Electronics (Foshan) and our Company
13.	A low-voltage double-layer laminated winding structure and transformer (一種低壓雙層層式繞組結構及變壓器)	ZL202411962211.3	Invention	PRC	December 30, 2024	Eaglerise Magnetic (JI AN)
14.	An automatic inductor production line (一種電感器自動生產線)	ZL202510352191.6	Invention	PRC	March 25, 2025	Eaglerise Electronic (Guangdong)
15.	A charging control method and system for power modules (一種電源模塊的充電控制方法及系統)	ZL202411421079.5	Invention	PRC	October 12, 2024	Shenzhen DSTB
16.	DC output low-frequency ripple suppression circuit of digital charger and its control method (數字充電機的直流輸出低頻紋波補償電路及其控制方法)	ZL201810167060.0	Invention	PRC	February 28, 2018	Shenzhen DSTB
17.	DC output low-frequency ripple compensation circuit of digital charger and its control method (數字充電機的直流輸出低頻紋波補償電路及其控制方法)	ZL201810166600.3	Invention	PRC	February 28, 2018	Shen Zhen Source Unit
18.	EV on-board charging device and its charging method (電動汽車車載充電裝置及其充電方法)	ZL201810167059.8	Invention	PRC	February 28, 2018	Shen Zhen Source Unit

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(c) *Utility Model Patents*

As of June 30, 2026, we had registered the following utility model patents which we consider to be or may be material to our business:

No.	Patent Name	Patent No.	Patent Type	Place of Registration	Date of application	Patentee
1.	Three-Phase Integrated Output Inductor for 10~60kVA Three-Phase Solar Inverter (10~60kVA三相太陽能逆變器輸出電感三相集成)	ZL201621154179.7	Utility Model	PRC	October 31, 2016	JI AN Nait, Foshan Shunde Eaglerise and our Company
2.	A New Main Insulation Structure for the Body of a Three-Phase Oil-Immersed Transformer (一種三相油浸式變壓器器身新型主絕緣結構)	ZL201621187894.0	Utility Model	PRC	October 28, 2016	Eaglerise Electric (JI AN) and our Company
3.	Single-Phase Solar Inverter Transformer (單相太陽能逆變變壓器)	ZL201821327217.3	Utility Model	PRC	August 17, 2018	JI AN Nait, Foshan Shunde Eaglerise and our Company
4.	Terminal Tinning Auxiliary Device (端子上錫輔助裝置)	ZL201821327312.3	Utility Model	PRC	August 17, 2018	JI AN Nait, Foshan Shunde Eaglerise and our Company
5.	Dustproof and Waterproof Transformer (防塵防水變壓器)	ZL201821327374.4	Utility Model	PRC	August 17, 2018	JI AN Nait, Foshan Shunde Eaglerise and our Company
6.	Lightning and Overvoltage Protection Toroidal Transformer (防雷電過壓環形變壓器)	ZL201821333141.5	Utility Model	PRC	August 18, 2018	JI AN Nait, Foshan Shunde Eaglerise and our Company
7.	Three-Phase to Nine-Phase Step-Up and Step-Down Autotransformer Phase-Shifting Transformer (三相變九相升壓降壓自耦移相變壓器)	ZL201822148053.4	Utility Model	PRC	December 20, 2018	Foshan Shunde Eaglerise, Eaglerise Electric (JI AN), Eaglerise Magnetic (JI AN) and our Company
8.	A High-Power DC Charging System (一種大功率直流充電系統)	ZL202222751446.0	Utility Model	PRC	October 19, 2022	Foshan Shunde Eaglerise, Eaglerise Electric (JI AN), Eaglerise Magnetic (JI AN), Eaglerise Electronics (Foshan), Eaglerise Digital Energy (JIANG XI), and our Company
9.	A Three-Phase Differential Mode Inductor (一種三相差模電感)	ZL202223058155.X	Utility Model	PRC	November 16, 2022	Foshan Shunde Eaglerise, Eaglerise Electric (JI AN), Eaglerise Magnetic (JI AN), Eaglerise Electronics (Foshan), Eaglerise Digital Energy (JIANG XI), and our Company
10.	A PWM Dimming Signal Transmission Compensation Circuit (一種PWM調光信號傳輸補償電路)	ZL202320372828.4	Utility Model	PRC	February 28, 2023	Eaglerise Electronics (Foshan) and Eaglerise Electric (JI AN)

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(d) Industrial Design Patents

As of June 30, 2026, we had registered the following industrial design patents which we consider to be or may be material to our business:

No.	Patent Name	Patent No.	Patent Type	Place of Registration	Date of application	Patentee
1.	Inductor (電感器)	ZL202330753391.4	Industrial Design	PRC	November 17, 2023	Eaglerise Electronic (Guangdong)
2.	Transformer (變壓器)	ZL202430255894.3	Industrial Design	PRC	April 30, 2024	Eaglerise Electronics (Foshan)
3.	Charging Pile (National Standard Integrated Machine) (充電樁(國標一體機))	ZL202430260410.4	Industrial Design	PRC	May 06, 2024	Guangdong Yingbeite
4.	PCB Board (PCB板)	ZL202430332731.0	Industrial Design	PRC	May 31, 2024	Eaglerise Electric (JI AN)
5.	NFC Chip Configuration Graphical User Interface for Electronic Devices (電子設備的NFC芯片配置圖形用戶界面)	ZL202430430802.0	Industrial Design	PRC	July 10, 2024	Eaglerise Electric (JI AN)
6.	Charging Pile Host (Split Machine) (充電樁主機 (分體機))	ZL202430260411.9	Industrial Design	PRC	May 06, 2024	Guangdong Yingbeite
7.	Circuit Board (Control Circuit Board of Lighting Driver Power Supply) (電路板(照明驅動電源的控制電路板))	ZL202430441457.0	Industrial Design	PRC	July 15, 2024	Eaglerise Electric (JI AN)
8.	Circuit Board (Power Conversion Circuit Board) (電路板(功率轉換電路板))	ZL202430441458.5	Industrial Design	PRC	July 15, 2024	Eaglerise Electric (JI AN)
9.	Circuit Board (LED Driver Power Supply Circuit Board) (電路板(LED驅動電源電路板))	ZL202430441459.X	Industrial Design	PRC	July 15, 2024	Eaglerise Electric (JI AN)
10.	Semiconductor Device Mounting Assembly (半導體器件安裝組件)	ZL202430548455.1	Industrial Design	PRC	August 28, 2024	Eaglerise Electric (JI AN)
11.	Four-Wire Guide Rail Power Supply Shell (四線導軌電源外殼)	ZL202430566696.9	Industrial Design	PRC	September 05, 2024	Eaglerise Electric (JI AN)
12.	Combined Low-Voltage Switch (組合式低壓開關)	ZL202430725859.3	Industrial Design	PRC	November 15, 2024	Foshan Shunde Eaglerise
13.	Current Setting Graphical User Interface for Electronic Devices (用於電子設備的電流設置圖形用戶界面)	ZL202430774380.9	Industrial Design	PRC	March 22, 2024	Eaglerise Electric (JI AN)

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(e) Software Copyrights

As of June 30, 2026, we had registered the following software copyrights which we consider to be or may be material to our business:

No.	Copyright	Registration No.	Place of Registration	Date of Registration	Owner
1.	ER_Mesh_Dimmer Eagle Bluetooth Mesh Dimming Software [Abbreviation: R_Mesh_Dimmer] V1.0 (ER_Mesh_Dimmer伊戈爾藍牙Mesh調光軟件 [簡稱：R_Mesh_Dimmer]V1.0)	2018SR120523	PRC	February 24, 2018	Our Company
2.	Ultra-Low Power Consumption Constant Voltage Output LED Driver Power Supply Control System V1.0 (超低功耗恆壓輸出LED驅動電源控制系統V1.0)	2018SR056676	PRC	January 24, 2018	Eaglerise Electronics (Foshan)
3.	Flicker-Free High Power Factor LED Driver Power Supply Control System V1.0 (無頻閃高功率因數LED驅動電源控制系統V1.0)	2018SR055782	PRC	January 24, 2018	Eaglerise Electronics (Foshan)
4.	Intelligent Warehouse WCS Equipment Scheduling Optimization System V1.0 (智能倉儲WCS設備調度優化系統V1.0)	2025SR1736852	PRC	September 09, 2025	Eaglerise Magnetic (JI AN)
5.	ITSM Process Automation Management Platform V1.0 ITSM流程自動化管理平台V1.0	2025SR1713265	PRC	September 05, 2025	Eaglerise Magnetic (JI AN)
6.	Charging Pile Regional Power Scheduling and Allocation System V1.0 (充電樁區域功率調度分配系統V1.0)	2024SR0251376	PRC	February 07, 2024	Guangdong Yingbeite and Foshan Shunde Eaglerise
7.	EV Power Supply Control System V1.0 (車載電源控制系統V1.0)	2018SR012339	PRC	January 05, 2018	Shen Zhen Source Unit
8.	Dingshuo Tongbang 5G Communication Power Supply Control System V1.0 (鼎碩同邦5G通訊電源控制系統V1.0)	2018SR962397	PRC	November 30, 2018	Shen Zhen Source Unit
9.	Dingshuo Tongbang Vehicle Mounted Charger with CC-CP Function Control System V1.0 (鼎碩同邦車載充電機含CC-CP功能控制系統V1.0)	2018SR962417	PRC	November 30, 2018	Shen Zhen Source Unit
10.	Communication Power Supply Intelligent Scheduling and Control Platform V1.0 (通訊電源智能調度與控制平台V1.0)	2025SR1063409	PRC	June 23, 2025	Shen Zhen Source Unit

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3. FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

A. Particulars of Directors’ Contracts and Appointment Letters

We have entered into a service contract or appointment letter with each of the Directors. The principal particulars of these service contracts and appointment letters comprise (a) the term of the service; (b) subject to termination in accordance with their respective term; and (c) a dispute resolution provision. The service contracts and appointment letters may be renewed in accordance with our Articles of Association and the applicable laws, rules and regulations from time to time.

B. Remuneration of Directors

Save as disclosed in the section headed “Directors and Senior Management”, no other payments have been made or are payable in respect of the years ended December 31, 2023, 2024, 2025 and six months ended June 30, 2026 by any member of our Group to any of our Directors, former Directors or the five highest paid individuals.

During the Track Record Period, no remuneration was paid by us to, or receivable by, our Directors, former Directors, or the five highest paid individuals as an inducement to join or upon joining our Company. No compensation was paid by us to, or receivable by, our Directors, former Directors, or the five highest-paid individuals for each of the Track Record Period for the loss of any office in connection with the management of the affairs of any members of our Group. Furthermore, none of the Directors or former Directors had waived or agreed to waive any emoluments during the same periods.

Save as disclosed above, no other payments have been made or are payable in respect of the years ended December 31, 2023, 2024, 2025 and six months ended June 30, 2026 by any member of our Group to any of our Directors, former Directors, or the five highest paid individuals.

C. Disclosure of Interests

(a) Interests in the Shares of our Company

For information on the persons (other than our Directors and chief executive of our Company) who will, immediately following the completion of the [REDACTED], have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to us and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, 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 Shareholders’ meetings of our Company, see “Substantial Shareholders” in this Document.

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(b) Disclosure of Interests of Directors and Chief Executive

Immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised), so far as our Directors are aware, the interest or short position of our Directors or Chief Executives in the Shares, underlying shares and debentures of our Company or its associated corporations (within the meaning of Part XV of the SFO) which will be required to be notified to our Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions 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 Listed Issuers as set out in Appendix C3 to the Listing Rules, to be notified to our Company and the Hong Kong Stock Exchange, will be as follows:

(I) Interests in our Company

	Nature of interest	Description of Shares	Number of Shares directly or indirectly held	Approximate percentage of interest in the total issued share capital of our Company as of the Latest Practicable Date	Approximate percentage of interest in the total issued share capital of our Company after the [REDACTED] (assuming the [REDACTED] is not exercised)	Approximate percentage of interest in the total issued share capital of our Company after the [REDACTED] (assuming the [REDACTED] is exercised)
Mr. Xiao	Beneficial owner	A Shares	11,599,268	2.74%	[REDACTED]	[REDACTED]
	Interest in controlled corporation ⁽¹⁾	A Shares	122,836,704	29.07%	[REDACTED]	[REDACTED]
MegaMax	Beneficial owner	A Shares	122,836,704	29.07%	[REDACTED]	[REDACTED]
Mr. Zhao	Beneficial owner	A Shares	423,015	0.10%	[REDACTED]	[REDACTED]

Note:

- (1) As of the Latest Practicable Date, MegaMax was 100% held by Mr. Xiao. By virtue of the SFO, Mr. Xiao is deemed to be interested in the Shares held by MegaMax. For details, see “History and Corporate Structure — Corporate Structure” and “Substantial Shareholders” in this Document.

(II) Interest in our Associated Corporation

Name	Associated Corporation	Nature of Interest	Approximate % of Shareholding
Mr. Xiao	Shenzhen Anhewei Power Technology Co., Ltd. (深圳市安和威電力科技股份有限公司)	Beneficial Owner	11.7%

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(c) Substantial Shareholders

(I) Interests of the substantial shareholders in the Shares

Save as disclosed in the section headed “Substantial Shareholders” in this document, our Directors or Chief Executive Officer are not aware of any other person, not being a Director or Chief Executive Officer of our Company, who has an interest or short position in the Shares and underlying Shares of our Company, which, immediately following completion of the [REDACTED], assuming that the [REDACTED] is not exercised and no new Shares are issued under the Share Option Scheme, and no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the [REDACTED], would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who is, directly or indirectly, interested in 10% or more of the issued voting Shares of our Company or any member of our Group.

(II) Interests of substantial shareholders of other members of our Group

As of the Latest Practicable Date, our Directors are not aware of any other person (other than our Directors or Chief Executive Officer of our Company) who will, immediately following completion of the [REDACTED], assuming that the [REDACTED] is not exercised and no new Shares are issued under the Share Option Scheme, and no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the [REDACTED], have an interest or short position in 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.

D. Disclaimers

Save as disclosed herein:

- (a) none of our Directors or the chief executive of our Company has any interest or short position in the shares, underlying shares or debentures of our Company or any of its associated corporation (within the meaning of the SFO) which will have to be notified to our Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV 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 to be notified to our Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers once the [REDACTED] are [REDACTED];
- (b) none of our Directors or any of the experts referred to under the paragraph headed “— 5. Other Information — G. Qualification of Experts” in this appendix has any direct or indirect interest in the promotion of our Company, or in any assets which have within the two years immediately preceding the date of this document been acquired or disposed of by or leased to any member of our Group, or are proposed to be acquired or disposed of by or leased to any member of our Group;
- (c) none of our Directors is materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to the business of our Group taken as a whole;
- (d) none of our Directors has any existing or proposed service contracts with any member of our Group (excluding contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation));

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- (e) so far as is known to our Directors, no person (not being a Director or chief executive of our Company or any member of our Group) will, immediately following the completion of the [REDACTED], have an interest or short position in the Shares or underlying Shares of our Company which would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of SFO or be interested, directly or indirectly, in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at Shareholders’ meetings of any member of our Group; and
- (f) none of our Directors or their respective close associates (as defined under the Listing Rules) or our Shareholders who are interested in more than 5% of the issued share capital of our Company has any interest in the five largest customers or the five largest suppliers of our Group.

4. OPTION AND RESTRICTED SHARE INCENTIVE PLANS

The following is a summary of the principal terms of the 2022 Option and Restricted Share Incentive Plan approved by the Shareholders on May 11, 2022, the 2023 Option and Restricted Share Incentive Plan approved by the Shareholders on February 3, 2023 and the 2024 Option and Restricted Share Incentive Plan of our Company approved by the Shareholders on May 15, 2024 (collectively, the “**Option and Restricted Share Incentive Plans**” or the “**Schemes**”). The terms of the Option and Restricted Share Incentive Plans are not subject to the provisions of Chapter 17 of the Listing Rules as they do not involve any grant of awards by our Company after our [REDACTED] [REDACTED]. Save as otherwise disclosed, the terms of the Option and Restricted Share Incentive Plans are substantially similar and are summarized below.

(i) Purpose and Principle

To further establish and improve the Company’s long-term incentive mechanism, attract and retain outstanding talent, fully motivate employees, and effectively align the interests of Shareholders, the Company, and employees to ensure all parties focus on the Company’s long-term development, this incentive plan is formulated based on the principle of matching returns with contributions, in accordance with relevant laws and regulations and Shenzhen Stock Exchange Listing Rules, and in conjunction with the Company’s existing compensation and performance appraisal systems.

(ii) Administration

The Shareholders’ Meeting, as the Company’s highest authority, is responsible for reviewing the implementation, modification, and termination of the Schemes. The Board serves as the executive body for the plan’s implementation. Under the Board, the Remuneration and Appraisal Committee is responsible for drafting and revising the incentive plan and submitting it to the Board for review.

(iii) Eligible Participants

The eligible participants under the Option and Restricted Share Incentive Plans shall be determined in accordance with relevant laws, regulations, normative documents, and the provisions of the Articles of Association. Independent directors and supervisors of the Company are excluded. All eligible participants must maintain an employment or labour relationship with the Company or its subsidiaries at the time of the grant of restricted shares and throughout the assessment period stipulated in the plan.

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(iv) Source and Maximum Number of Shares

The source of Shares for the 2022 Option and Restricted Share Incentive Plan, 2023 Option and Restricted Share Incentive Plan and 2024 Option and Restricted Share Incentive Plan were our Company’s A Shares placed to participants or repurchased from the secondary market. Each granted restricted Share represents the right to purchase one A Share within the agreed period at the grant price. The relevant A Shares will be vested in tranches upon the fulfillment of the stipulated vesting conditions.

- (1) The maximum number of initial grant restricted Shares approved to be granted under the plan of the 2022 Option and Restricted Share Incentive Plan is 2,585,000 A Shares; The maximum number of reserved grant restricted Shares approved to be granted under the plan of the 2022 Option and Restricted Share Incentive Plan is 415,000 A Shares.

The maximum number of initial grant Share Options approved to be granted under the plan of the 2022 Option and Restricted Share Incentive Plan is 1,687,000 A Shares; The maximum number of reserved grant Share Options approved to be granted under the plan of the 2022 Option and Restricted Share Incentive Plan is 313,000 A Shares.

- (2) The maximum number of initial grant restricted Shares approved to be granted under the plan of the 2023 Option and Restricted Share Incentive Plan is 2,626,000 A Shares; The maximum number of reserved grant restricted Shares approved to be granted under the plan of the 2022 Option and Restricted Share Incentive Plan is 374,000 A Shares.

The maximum number of initial grant Share Options approved to be granted under the plan of the 2023 Option and Restricted Share Incentive Plan is 1,892,000 A Shares; The maximum number of reserved grant Share Options approved to be granted under the plan of the 2022 Option and Restricted Share Incentive Plan is 100,000 A Shares.

- (3) The maximum number of initial grant restricted Shares approved to be granted under the plan of the 2024 Option and Restricted Share Incentive Plan is 3,615,000 A Shares; The maximum number of reserved grant restricted Shares approved to be granted under the plan of the 2024 Option and Restricted Share Incentive Plan is 350,000 A Shares.

The maximum number of initial grant Share Options approved to be granted under the plan of the 2024 Option and Restricted Share Incentive Plan is 2,190,000 A Shares; The maximum number of reserved grant Share Options approved to be granted under the plan of the 2024 Option and Restricted Share Incentive Plan is 510,000 A Shares.

From the date of the announcement of each Scheme until the registration of the vesting of the relevant restricted Shares, if the Company undergoes events such as conversion of capital reserves into share capital, distribution of share dividends, share splits, rights issues, or share consolidations, the number of restricted shares to be granted or vested shall be adjusted accordingly.

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(v) Valid Period and Grant Date

The valid period of each scheme shall commence from the date of grant of the share options and restricted shares and end on the date when incentive recipients have fully exercised or cancelled all the share options granted to them and all restricted shares granted to the participants have either fully vested or become invalid, with a maximum duration not exceeding 60 months, under the plan of the 2022 and 2023 Option and Restricted Share Incentive Plans. The valid period of each scheme shall commence from the date of grant of the share options and restricted shares and end on the date when incentive recipients have fully exercised or cancelled all the share options granted to them and all restricted shares granted to the participants have either fully vested or become invalid, with a maximum duration not exceeding 48 months, under the plan of the 2024 Option and Restricted Share Incentive Plan. The company shall grant the initial tranche shares (restricted shares and share options may be collectively referred to as “**equity interests**”) to the participants and complete the relevant information disclosure within 60 days after the shareholders’ meeting has approved the plan. If the company fails to complete the aforesaid procedure within 60 days, it shall promptly disclose the reasons for the failure and terminate the implementation of the scheme, with any ungranted shares becoming invalid. The company shall determine the eligible participants for the reserved tranche shares within 12 months after the scheme is approved by the shareholders’ meeting and if the eligible participants are not determined within 12 months, the corresponding reserved tranche shares shall become invalid.

(vi) Vesting

Under the 2022, 2023 and 2024 Option and Restricted Share Incentive Plans, subject to fulfillment of the performance targets at both the Company level and the participant level, the initial tranche of the share options held by the participants shall be vested in three installments, from the date of grant of the initial tranche of share options to the grantee, with 30%, 30% and 40% of such share options vesting at each respective vesting date. The reserved tranche of the share options held by the participants shall be vested in three installments, from the date of grant of the reserved tranche of share options to the grantee, with 30%, 30% and 40% of such share options vesting at each respective vesting date.

Under the 2022, 2023 and 2024 Option and Restricted Share Incentive Plans, subject to fulfillment of the performance targets at both the Company level and the participant level, the initial tranche of the restricted shares held by the participants shall be vested in three installments, from the date of grant of the initial tranche of restricted shares to the grantee, with 30%, 30% and 40% of such restricted shares vesting at each respective vesting date. The reserved tranche of the restricted shares held by the participants shall be vested in three installments, from the date of grant of the reserved tranche of restricted shares to the grantee, with 30%, 30% and 40% of such restricted shares vesting at each respective vesting date.

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(vii) Vesting Status of Share Options

As of June 30, 2026, all installments of the initial tranche and reserved tranche share options of the 2022 Restricted Share and Share Options Incentive Scheme had fully vested or been exercised, and no initial tranche of share options under the 2022 Restricted Share and Share Options Incentive Scheme had not yet commenced the vesting or exercisable period as at such date.

As of June 30, 2026, all installments of the initial tranche share options of the 2023 Share Option and Restricted Share Incentive Plan had fully vested or been exercised. Certain installments of the reserved tranche share options of the 2023 Restricted Share and Share Options Incentive Scheme had not yet become exercisable, amounting to in total 36,800 share options, representing approximately [REDACTED] of the issued share capital of our Company as at the Latest Practicable Date, and approximately [REDACTED] of the total issued share capital of our Company immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised and no changes to our issued shares between the Latest Practicable Date and the completion of the [REDACTED]).

As of June 30, 2026, certain installments of the initial tranche share options of the 2024 Restricted Share and Share Options Incentive Scheme had not yet become exercisable, amounting to in total 718,400 share options, representing approximately [REDACTED] of the issued share capital of our Company as at the Latest Practicable Date, and approximately [REDACTED] of the total issued share capital of our Company immediately following the completion of [REDACTED]; certain installments of the reserved tranche share options of the 2024 Restricted Share and Share Options Incentive Scheme had not yet become exercisable, amounting to in total 134,000 share options, representing approximately [REDACTED] of the issued share capital of our Company as at the Latest Practicable Date, and approximately [REDACTED] of the total issued share capital of our Company immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised and no changes to our issued shares between the Latest Practicable Date and the completion of the [REDACTED]).

Assuming all granted but not yet exercisable share options under the Restricted Share and Share Options Incentive Schemes are fully exercised through the issuance of new Shares or the transfer of existing shares, the shareholding of our Shareholders immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised and no changes to our issued shares between the Latest Practicable Date and the completion of the [REDACTED]) will be diluted by approximately [REDACTED].

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The following table sets forth the number of restricted Shares granted to Directors and senior management of our Company under the Option and Restricted Share Incentive Plans.

Name	Position(s) held within our Group	Date of Grant	Grant Price	Number of Restricted Shares granted	Approximate percentage of enlarged issued share capital of our Company immediately after completion of the
					[REDACTED] (assuming no exercise of the [REDACTED])
Mr. Zhao Nannan (趙楠楠)	Executive Director; General Manager	2022 (initial tranche)	7.46	190,000	[REDACTED]
		2022 (reserved tranche)	7.46	60,000	[REDACTED]
		2023 (initial tranche)	8.41	250,000	[REDACTED]
		2024 (initial tranche)	8.14	400,000	[REDACTED]
Mr. Wu Yuhui (吳豫輝)	Deputy General Manager	2022 (initial tranche)	7.46	65,000	[REDACTED]
		2023 (initial tranche)	8.41	75,000	[REDACTED]
		2024 (initial tranche)	8.14	100,000	[REDACTED]
Mr. Liu Jingyuan (柳景元)	Deputy General Manager	2022 (initial tranche)	7.46	80,000	[REDACTED]
		2023 (initial tranche)	8.41	90,000	[REDACTED]
		2024 (initial tranche)	8.14	100,000	[REDACTED]
Mr. Guo Shiguang (郭石光)	Deputy General Manager	2022 (initial tranche)	7.46	50,000	[REDACTED]
		2023 (initial tranche)	8.41	60,000	[REDACTED]
		2024 (initial tranche)	8.14	80,000	[REDACTED]
		2022 (initial tranche)	7.46	65,000	[REDACTED]
Mr. Chen Liang (陳亮)	Deputy General Manager	2023 (initial tranche)	8.41	75,000	[REDACTED]
		2024 (initial tranche)	8.14	100,000	[REDACTED]
		2022 (initial tranche)	7.46	55,000	[REDACTED]
Mr. Huang Huijie (黃慧傑)	Deputy General Manager	2023 (initial tranche)	8.41	55,000	[REDACTED]
		2023 (reserved tranche)	8.16	35,000	[REDACTED]
		2024 (initial tranche)	8.14	90,000	[REDACTED]
		2022 (initial tranche)	7.46	60,000	[REDACTED]
Ms. Chen Lijun (陳麗君)	Financial Controller	2023 (initial tranche)	8.41	70,000	[REDACTED]
		2023 (reserved tranche)	8.16	25,000	[REDACTED]
		2024 (initial tranche)	8.14	90,000	[REDACTED]
		2022 (initial tranche)	7.46	60,000	[REDACTED]
Mr. Liang Lunshang (梁倫商)	Secretary of the Board	2024 (reserved tranche)	8.14	70,000	[REDACTED]
		2022 (initial tranche)	7.46	60,000	[REDACTED]

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The table below sets forth the details of the restricted Shares granted to other grantees (excluding Directors and senior management of our Company) under the Option and Restricted Share Incentive Plans:

Option and Restricted Share Incentive Plan	Total number of Grantees	Date of Grant	Grant Price	Number of Restricted Shares granted	Approximate percentage of enlarged issued share capital of our Company immediately after completion of the
					[REDACTED] (assuming no exercise of the [REDACTED])
2022 Restricted Shares Incentive Scheme	42 (initial tranche)	2022/05/27 (initial tranche)	7.46 (initial tranche)	2,020,000 (initial tranche)	[REDACTED]
	8 (reserved tranche)	2022/10/13 (reserved tranche)	7.46 (reserved tranche)	355,000 (reserved tranche)	[REDACTED]
2023 Restricted Shares Incentive Scheme	49 (initial tranche)	2023/02/10 (initial tranche)	8.41 (initial tranche)	1,951,000 (initial tranche)	[REDACTED]
	10 (reserved tranche)	2023/10/10 (reserved tranche)	8.16 (reserved tranche)	314,000 (reserved tranche)	[REDACTED]
2024 Restricted Shares Incentive Scheme	63 (initial tranche)	2024/06/05 (initial tranche)	8.14 (initial tranche)	2,655,000 (initial tranche)	[REDACTED]
	9 (reserved tranche)	2024/09/30 (reserved tranche)	8.14 (reserved tranche)	280,000 (reserved tranche)	[REDACTED]

The table below sets forth the details of the Share Options granted to other grantees under the Option and Restricted Share Incentive Plans:

Option and Restricted Share Incentive Plan	Total number of Grantees	Date of Grant	Grant Price	Number of Share Options granted	Approximate percentage of enlarged issued share capital of our Company immediately after completion of the
					[REDACTED] (assuming no exercise of the [REDACTED])
2022 Share Options Incentive Scheme	145 (initial tranche)	2022/05/27 (initial tranche)	10.27 (initial tranche)	1,687,000 (initial tranche)	[REDACTED]
	17 (reserved tranche)	2022/10/13 (reserved tranche)	10.52 (reserved tranche)	313,000 (reserved tranche)	[REDACTED]
2023 Share Options Incentive Scheme	187 (initial tranche)	2023/02/10 (initial tranche)	11.77 (initial tranche)	1,892,000 (initial tranche)	[REDACTED]
	5 (reserved tranche)	2023/10/10 (reserved tranche)	11.52 (reserved tranche)	1,000,000 (reserved tranche)	[REDACTED]
2024 Share Options Incentive Scheme	239 (initial tranche)	2024/06/05 (initial tranche)	13.2 (initial tranche)	2,190,000 (initial tranche)	[REDACTED]
	77 (reserved tranche)	2024/09/30 (reserved tranche)	13.2 (reserved tranche)	510,000 (reserved tranche)	[REDACTED]

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5. OTHER INFORMATION**A. Estate Duty**

We have been advised that any material liability for estate duty under PRC law is unlikely to fall upon the Group.

B. Litigation

During the Track Record Period and up to the Latest Practicable Date, so far as our Directors are aware, no litigation or claim of material importance (to our Group’s financial condition or results of operation) is pending or threatened against any member of our Group.

C. Sole Sponsor

The Sole Sponsor has made an application on our behalf to the Listing Committee of the Hong Kong Stock Exchange for the [REDACTED] of, and permission to deal in, the [REDACTED] to be issued as mentioned in this document. All necessary arrangements have been made enabling the [REDACTED] to be admitted into [REDACTED].

The Sole Sponsor satisfies the independence criteria applicable to sponsors as set out in Rule 3A.07 of the Listing Rules. The sponsor fee payable to the Sole Sponsor in connection with the [REDACTED] payable by our Company is HKD 4.5 million.

D. Compliance Advisor

Our Company has appointed Guotai Junan Capital Limited as our compliance advisor in compliance with Rules 3A.19 of the Listing Rules.

E. Preliminary Expenses

We have not incurred any material preliminary expense.

F. Promoters

Save as disclosed in the section headed “History, Development and Corporate Structure — Other Shareholding Changes”, within the two years immediately preceding the date of this Document, no cash, securities, amount or benefit has been paid, [REDACTED] or given, nor is any such payment, [REDACTED] or grant proposed to be made, to any of the promoters in connection with the [REDACTED] or the related transactions described in this Document. See “History, Development and Corporate Structure — Other Shareholding Changes”.

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G. Qualification of Experts

The qualifications of the experts, as defined under the Hong Kong Listing Rules, who have given opinions in this document, are as follows:

Name	Qualifications
Guotai Junan Capital Limited	Licensed to conduct Type 6 (advising on corporate finance) regulated activities under the SFO
Global Law Office	Legal advisor to our Company as to PRC law
Rongcheng (Hong Kong) CPA Limited	Reporting accountant and auditor of the applicant during the track record period
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Industry consultant
Shenzhen RSM Tax Ltd.	Independent Transfer Pricing Consultants

H. Consents of Experts

Each of the experts as referred to in “— 5. Other Information — G. Qualification of Experts” in this Appendix has given and has not withdrawn its consent to the issue of this document with the inclusion of its view, report and/or letter and/or legal opinion (as the case may be) and references to its name included herein in the form and context in which it respectively appears.

None of the experts named above has any shareholding interest in any member of our Group or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

I. Binding Effect

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

J. No Material Change

Our Directors confirm that, there has been no material change in our business, financial condition and results of operations since June 30, 2026, being the latest balance sheet date of our consolidated financial statements as set out in the Accountants’ Report in Appendix I to this document, and up to the date of this document.

K. 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 affected on the H Share register of members of our Company, including in circumstances where such transactions are effected on the Stock Exchange. The current rate of Hong Kong stamp duty for such sale, purchase and transfer on each of the purchaser and the seller is 0.13% of the consideration or, if higher, the fair value of the H Shares being sold or transferred.

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L. Restriction on Share Repurchases

For details of the restrictions on share repurchases by the Company, see “Summary of the Articles of Association — Increase/Reduction and Repurchase of Shares” in Appendix III to this document.

M. Related Party Transactions

Our Group entered into the related party transactions within the two years immediately preceding the date of this document. See Note 46 to the Accountants’ Report in Appendix I to this document.

N. Miscellaneous

Save as disclosed in this document:

- (a) within the two years immediately preceding the date of this document:
 - (i) no share or loan capital of our Company or any of our subsidiaries had been issued or agreed to be issued or proposed to be fully or partly paid either for cash or a consideration other than cash;
 - (ii) no commissions, discounts, brokerages or other special terms had been granted or agreed to be granted in connection with the issue or sale of any share or loan capital of our Company or any of our subsidiaries;
 - (iii) no commission had been paid or payable for subscription, agreeing to subscribe, procuring subscription or agreeing to procure subscription of any share in our Company or any of our subsidiaries;
- (b) no share or loan capital of our Company or any of our subsidiaries had been under option or agreed conditionally or unconditionally to be put under option;
- (c) there are no founder, management or deferred shares, convertible debt securities nor any debentures in our Company or any of our subsidiaries;
- (d) there has not been any interruption in the business of our Group which may have or has had a significant effect on the financial position of our Group in the 12 months preceding the date of this document;
- (e) our Company has no outstanding convertible debt securities or debentures;
- (f) there is no arrangement under which future dividends are waived or agreed to be waived;
- (g) save for the A Shares of our Company that are listed on the Shenzhen Stock Exchange, and save for the H Shares to be issued in connection with the [REDACTED], none of the equity and debt securities of our Company, if any, is [REDACTED] or admitted to trading nor is any [REDACTED] or permission to [REDACTED] being or proposed to be sought; and
- (h) all necessary arrangements have been made to enable the H Shares to be admitted into [REDACTED] for clearing and settlement.

O. Bilingual Document

The English language and Chinese language versions of this document are being published separately in reliance on the exemption provided in section 4 of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).