

APPENDIX V

STATUTORY AND GENERAL INFORMATION

A. FURTHER INFORMATION ABOUT OUR GROUP

1. Incorporation

Our Company was established under the laws of the PRC as a limited liability company on 22 April 2004. On 16 June 2017, our Company was converted to a joint stock company with limited liability under the PRC Company Law. The registered address and headquarter of our Company at the PRC is at No. 186, North Beijing Road, Zhangdian District, Zibo City, Shandong Province. As of the Latest Practicable Date, the registered share capital of our Company was RMB60,662,620.

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 was registered with the Companies Registry in Hong Kong as a non-Hong Kong company under Part 16 of the Companies Ordinance on 13 November 2025. Ms. Ye, being our executive Director and general manager and Ms. Au Ching, being our joint company secretary, have been appointed as the authorised representatives of our Company for acceptance of service of process and notices required to be served on the Company in Hong Kong. The address for acceptance of service of process and notices is the same as its registered place of business in Hong Kong.

As our Company was established in the PRC, our operations are subject to the relevant laws and regulations of the PRC. An overview of the relevant aspects of laws and regulations of the PRC is set out in the section headed “Regulatory Overview” in this document. 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, respectively.

2. Changes in Share Capital of our Company

For details on the changes in the share capital of our Company, see “History, Development and Corporate Structure.”

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

3. Changes in the Share Capital of our Subsidiaries

A summary of the corporate information and the particulars of our subsidiaries are set out in note 1 to the Accountants’ Report as set out in Appendix I to this document.

There had been no alteration in the total issued share capital of our subsidiaries during the two years immediately preceding the date of this document.

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4. Resolutions of our Shareholders

Pursuant to the resolutions passed at a duly convened general meeting of our Shareholders on 20 November 2025, it was resolved, among others:

- (a) the [REDACTED] of our H Shares with a nominal value of RMB1.0 each be [REDACTED] on the Stock Exchange;
- (b) the number of H Shares to be [REDACTED] before the exercise of the [REDACTED] for the [REDACTED] shall not exceed [REDACTED]% of the enlarged share capital of our Company upon completion of the [REDACTED] and granting the [REDACTED] of not more than [REDACTED]% of the above number of H Shares issued pursuant to the [REDACTED];
- (c) subject to the completion of the [REDACTED], the adoption of the Articles of Association which shall become effective on the [REDACTED], and authorization to the Board to amend the Articles of Association in accordance with the requirements of the relevant laws and regulations and the Listing Rules; and
- (d) authorization of our Board or its authorized persons to handle all matters relating to, among other things, the [REDACTED] and the [REDACTED].

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contracts

The following contracts (not being contracts entered into in the ordinary course of business) have been entered into by us within the two years preceding the date of this document and are or may be material:

- (a) [REDACTED].

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2. Intellectual Property Rights of our Group

As of the Latest Practicable Date, our Company had registered the following intellectual property rights which were material to our business:

(a) Trademark

As of the Latest Practicable Date, we had registered the following trademarks which we considered to be material to our business:

No.	Registration number	Trademark	Class	Validity period	Method of acquisition
1	4522945	卓创	35	21 September 2018 – 20 September 2028	Original acquisition
2	4522754	卓创资讯	35	21 September 2018 – 20 September 2028	Original acquisition
3	4797560		35	28 February 2019 – 27 February 2029	Original acquisition
4	10088448	卓创	38	14 December 2012 – 13 December 2022 (extended to 13 December 2032)	Original acquisition
5	10088437	卓创资讯	38	14 December 2012 – 13 December 2022 (extended to 13 December 2032)	Original acquisition
6	10088430		38	14 December 2012 – 13 December 2022 (extended to 13 December 2032)	Original acquisition
7	10088544	卓创资讯	41	14 December 2012 – 13 December 2022 (extended to 13 December 2032)	Original acquisition

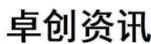
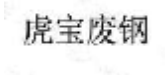
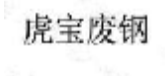
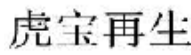
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No.	Registration number	Trademark	Class	Validity period	Method of acquisition
8	10088516		41	14 December 2012 – 13 December 2022 (extended to 13 December 2032)	Original acquisition
9	10093627	卓创	41	14 December 2012 – 13 December 2022 (extended to 13 December 2032)	Original acquisition
10	10088605		42	14 December 2012 – 13 December 2022 (extended to 13 December 2032)	Original acquisition
11	10088280	SCI99.COM	35	28 December 2012 – 27 December 2022 (extended to 27 December 2032)	Original acquisition
12	9236581	卓创咨询	35	7 April 2012 – 6 April 2022 (extended to 6 April 2032)	Original acquisition
13	11223551		36	14 December 2013 – 13 December 2023 (extended to 13 December 2033)	Original acquisition
14	11217901	卓创	36	7 December 2013 – 6 December 2023 (extended to 6 December 2033)	Original acquisition
15	11217914	卓创资讯	36	7 December 2013 – 6 December 2023 (extended to 6 December 2033)	Original acquisition
16	18474948	红桃3	41	7 January 2017 – 6 January 2037	Original acquisition

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No.	Registration number	Trademark	Class	Validity period	Method of acquisition
17	50780550		42	28 August 2021 – 27 August 2031	Original acquisition
18	63555991		42	21 September 2022 – 20 September 2032	Original acquisition
19	63545484		42	7 October 2022 – 6 October 2032	Original acquisition
20	69254132		45	7 December 2023 – 6 December 2033	Original acquisition
21	69252698		35	14 July 2023 – 13 July 2033	Original acquisition
22	69252704		38	28 August 2023 – 27 August 2033	Original acquisition
23	73227269		45	7 March 2024 – 6 March 2034	Original acquisition
24	22796267		42	21 February 2018 – 20 February 2028	Original acquisition
25	22796110		35	14 April 2018 – 13 April 2028	Original acquisition
26	22796394		42	28 April 2018 – 27 April 2028	Original acquisition
27	22796071		35	28 February 2018 – 20 February 2028	Original acquisition
28	57289897		38	14 April 2022 – 13 April 2032	Original acquisition
29	57294720		35	7 April 2022 – 6 April 2032	Original acquisition
30	57314487		42	7 April 2022 – 6 April 2032	Original acquisition

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No.	Registration number	Trademark	Class	Validity period	Method of acquisition
31	57293276	虎宝管家	42	7 April 2022 – 6 April 2032	Original acquisition
32	57294674	虎宝	9	7 April 2022 – 6 April 2032	Original acquisition
33	57303719	虎宝管家	9	7 April 2022 – 6 April 2032	Original acquisition
36	57284217	虎宝	42	14 April 2022 – 13 April 2032	Original acquisition
37	57293685	虎宝再生	9	7 April 2022 – 6 April 2032	Original acquisition
38	80410226		35	28 May 2025 – 27 May 2035	Original acquisition
39	80405393		42	28 May 2025 – 27 May 2035	Original acquisition
40	80402645A		1	21 April 2025 – 20 April 2035	Original acquisition
41	80402655A		9	21 April 2025 – 20 April 2035	Original acquisition
42	80410233		40	21 April 2025 – 20 April 2035	Original acquisition
43	80405384		41	28 May 2025 – 27 May 2035	Original acquisition
44	9629931		35	14 November 2012 – 13 November 2032	Original acquisition
45	9629920		42	7 September 2012 – 6 September 2032	Original acquisition
46	9629957	富宝	42	21 July 2012 – 20 July 2032	Original acquisition

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No.	Registration number	Trademark	Class	Validity period	Method of acquisition
47	9629970	富宝	35	21 August 2012 – 20 August 2032	Original acquisition
48	9629943	fubao	35	14 February 2014 – 13 February 2034	Original acquisition

(b) Software Copyright

As of the Latest Practicable Date, we had registered the following software copyright which we considered to be material to our business:

No.	Copyright	Version No.	Owner	Registration number	First publication date	Licensed date	Place of registration
1	SCI Data Lake Storage Platform (卓創資訊數據湖存儲平台)	V1.0	Our Company	2020SR0484852	27 December 2019	21 May 2020	Mainland China
2	SCI Log Collection and Analysis System (卓創資訊日誌收集分析系統)	V2.0	Our Company	2021SR0461550	4 January 2021	29 March 2021	Mainland China
3	SCI Hongqi Excel Plug-in Software (卓創資訊紅期Excel插件軟件)	V2.0	Our Company	2022SR0198973	8 October 2021	7 February 2022	Mainland China
4	SCI Data Model Computing Platform (卓創資訊數據模型運算平台)	V1.0	Our Company	2022SR0199032	1 July 2021	7 February 2022	Mainland China
5	SCI Hongqi Data Quantitative Interface Software (卓創資訊紅期數據量化接口軟件)	V1.0	Our Company	2023SR0510464	31 December 2022	4 May 2023	Mainland China

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No.	Copyright	Version No.	Owner	Registration number	First publication date	Licensed date	Place of registration
6	SCI Commodity Data & Analysis SAAS Platform (卓創資訊大宗商品數據及分析SAAS平台)	V2.0	Our Company	2024SR0472798	31 March 2023	8 April 2024	Mainland China
7	SCI Report Generation System (卓創資訊報告生成系統)	V1.0	Our Company	2024SR0472801	31 December 2023	8 April 2024	Mainland China
8	SCI Webpage Production & Publishing System (卓創資訊網頁製作發布系統)	V1.0	Our Company	2024SR0470491	31 December 2023	7 April 2024	Mainland China
9	SCI Chart Generation System (卓創資訊圖表生成系統)	V2.5	Our Company	2024SR0472810	30 September 2023	8 April 2024	Mainland China
10	SCI Data Package Generation & Display Platform (卓創資訊數據包生成展示平台)	V1.5	Our Company	2024SR0468785	31 March 2023	7 April 2024	Mainland China
11	SCI Information Auxiliary Generation System (卓創資訊信息輔助生成系統)	V1.1	Our Company	2024SR0472812	31 December 2023	8 April 2024	Mainland China
12	SCI Mobile Client Software (卓創資訊手機客戶端軟件)	V2.0	Our Company	2025SR0137014	30 April 2024	21 January 2025	Mainland China
13	SCI Data Supermarket Visualization Display Platform (卓創資訊數據超市可視化展示平台)	V1.0	Our Company	2025SR0136992	30 September 2024	21 January 2025	Mainland China

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No.	Copyright	Version No.	Owner	Registration number	First publication date	Licensed date	Place of registration
14	SCI Configurable Website Group Platform (卓創資訊配置化網站群平台)	V1.0	Our Company	2025SR0205594	30 September 2024	6 February 2025	Mainland China
15	SCI Hongtao 3 Client Software (卓創資訊紅桃3客戶端軟件)	V2.8	Our Company	2025SR0205557	30 June 2024	6 February 2025	Mainland China
16	SCI Chart Generation System (卓創資訊圖表生成系統)	V3.0	Our Company	2025SR0137025	30 June 2024	21 January 2025	Mainland China
17	SCI Information Editor Software (卓創資訊信息編輯器軟件)	V2.0	Our Company	2025SR0591575	31 December 2024	9 April 2025	Mainland China
18	SCI Hongqi Client Software (卓創資訊紅期客戶端軟件[簡稱：紅期])	V3.5	Our Company	2025SR0591524	31 December 2024	9 April 2025	Mainland China
19	SCI Hongqi Mobile App (HarmonyOS) (紅期手機客戶端軟件(鴻蒙版))[簡稱：紅期])	V1.6.2	Our Company	2025SR0634929	28 February 2025	17 April 2025	Mainland China
20	Chulei Recycling & Regeneration Web Platform (出類廢舊再生網軟件)		Wuxi Chulei	2025SR1675690	9 July 2025	2 September 2025	Mainland China
21	Chulei Hubao Manager Mobile App (HarmonyOS) (出類虎寶管家手機軟件(鴻蒙版))		Wuxi Chulei	2025SR1675712	30 May 2025	2 September 2025	Mainland China

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No.	Copyright	Version No.	Owner	Registration number	First publication date	Licensed date	Place of registration
22	Chulei Hubao Manager Mobile App (Android) (出 類虎寶管家手機軟 件(安卓版))		Wuxi Chulei	2025SR1675680	4 July 2025	2 September 2025	Mainland China
23	Chulei Fubao Information Software (HarmonyOS) (出類 富寶資訊軟 件(HarmonyOS版))		Wuxi Chulei	2024SR1964288	27 August 2024	3 December 2024	Mainland China
24	Chulei Hubao Manager Computer Software (Windows) (出類虎寶管家電腦 軟件(Windows版))		Wuxi Chulei	2024SR1893726	30 September 2024	26 November 2024	Mainland China
25	Chulei Fubao Scrap Steel Mini-Program (出類富寶廢鋼小程 序軟件)		Wuxi Chulei	2024SR1442338	1 July 2024	27 September 2024	Mainland China
26	Chulei Fubao New Energy Mobile App (Android) (出類富寶 新能源手機軟件(安 卓版))		Wuxi Chulei	2024SR0336285	12 January 2024	29 February 2024	Mainland China
27	Chulei Fubao Asset Disposal Mini-Program (出類 富寶廢舊資產處置 小程序軟件)		Wuxi Chulei	2024SR0097502	28 April 2023	15 January 2024	Mainland China
28	Chulei Hubao Recycling Mini-Program (出類 虎寶再生資源小程 序)		Wuxi Chulei	2023SR1642196	28 March 2023	14 December 2023	Mainland China

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No.	Copyright	Version No.	Owner	Registration number	First publication date	Licensed date	Place of registration
29	Chulei Hubao Manager Smart Terminal System (Vertical) (出類虎寶 管家智能機系統(立 式版))		Wuxi Chulei	2023SR1632396	28 April 2023	13 December 2023	Mainland China
30	Chulei Hubao Recycling Mobile App (Android) (出 類虎寶再生資源手 機軟件(安卓版))		Wuxi Chulei	2023SR1005214	21 May 2023	4 September 2023	Mainland China
31	Chulei Hubao Recycling Mobile App (iOS) (出類虎 寶再生資源手機(蘋 果版)軟件)		Wuxi Chulei	2023SR1005031	29 June 2023	4 September 2023	Mainland China
32	Chulei Hubao Manager Smart Terminal System (Desktop) (出類虎寶 管家智能機系統(台 式版))		Wuxi Chulei	2023SR0959942	20 March 2023	21 August 2023	Mainland China
33	Chulei Fubao Recycling Website Software (出類富寶 廢舊再生網站軟件)		Wuxi Chulei	2023SR0717841	11 April 2023	26 June 2023	Mainland China
34	Chulei Hubao Manager Software (出類虎寶管家軟件)		Wuxi Chulei	2023SR0717846	10 March 2023	26 June 2023	Mainland China
35	Chulei Hubao Manager Mobile App (iOS) (出類虎 寶管家手機軟件(蘋 果版))		Wuxi Chulei	2023SR0712918	20 April 2023	26 June 2023	Mainland China

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No.	Copyright	Version No.	Owner	Registration number	First publication date	Licensed date	Place of registration
36	Chulei Fubao Data Terminal Software (Mac) (出類富寶數據終端軟件(Mac版))		Wuxi Chulei	2022SR1460476	12 December 2021	3 November 2022	Mainland China
37	Chulei Fubao Information Client (Android) (出類富寶資訊客戶端軟件(安卓版))		Wuxi Chulei	2022SR1439449	8 August 2022	31 October 2022	Mainland China
38	Chulei Hubao Manager Software (出類虎寶管家軟件)		Wuxi Chulei	2022SR1426176	10 March 2023	27 October 2022	Mainland China
39	Chulei Hubao Manager Mini-Program (Cargo Owner) (出類虎寶管家小程序(貨主版))		Wuxi Chulei	2022SR1425783	9 August 2022	27 October 2022	Mainland China
40	Chulei Hubao Manager Mobile App (iOS) (出類虎寶管家手機軟件(蘋果版))		Wuxi Chulei	2022SR1425784	1 August 2022	27 October 2022	Mainland China
41	Chulei Hubao Recycling Mobile App (Android) (出類虎寶再生資源手機軟件(安卓版))		Wuxi Chulei	2022SR1426161	10 June 2022	27 October 2022	Mainland China
42	Chulei New-Energy Lithium Battery Mini-Program (出類新能源鋰電小程序)		Wuxi Chulei	2022SR1426129	12 March 2022	27 October 2022	Mainland China

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No.	Copyright	Version No.	Owner	Registration number	First publication date	Licensed date	Place of registration
43	Chulei Fubao Data Terminal Software (出類富寶數據終端軟件)		Wuxi Chulei	2021SR1972207	12 October 2021	2 December 2021	Mainland China
44	Chulei Fubao Information Mini-Program (出類富寶資訊小程序)		Wuxi Chulei	2021SR1939824	11 October 2021	30 November 2021	Mainland China
45	Chulei Hubao Recycling Mobile App (iOS) (出類虎寶再生資源手機(蘋果版)軟件)		Wuxi Chulei	2021SR1779623	29 June 2023	18 November 2021	Mainland China
46	Chulei Hubao Manager Software (出類虎寶管家軟件)		Wuxi Chulei	2021SR1772567	10 June 2021	17 November 2021	Mainland China
47	Chulei Hubao Manager Mobile App (iOS) (出類虎寶管家手機軟件(蘋果版))		Wuxi Chulei	2021SR1772566	20 August 2021	17 November 2021	Mainland China
48	Chulei Hubao Manager Mobile App (iOS) (出類虎寶管家手機軟件(蘋果版))		Wuxi Chulei	2020SR1642598	5 September 2020	25 November 2020	Mainland China
49	Chulei Hubao Recycling Mobile App (Android) (出類虎寶再生資源手機軟件(安卓版))		Wuxi Chulei	2020SR1642599	10 September 2020	25 November 2020	Mainland China
50	Chulei Fubao Information Software (出類富寶資訊軟件)		Wuxi Chulei	2020SR1143196	23 January 2021	23 September 2020	Mainland China

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No.	Copyright	Version No.	Owner	Registration number	First publication date	Licensed date	Place of registration
51	Chulei Hubao Recycling Mobile App (iOS) (出類虎寶再生資源手機(蘋果版)軟件)		Wuxi Chulei	2020SR0756501	10 November 2020	10 July 2020	Mainland China
52	Chulei Information Mobile App (出類資訊手機軟件)		Wuxi Chulei	2019SR1359779	12 April 2020	12 December 2019	Mainland China
53	Chulei Asset Auction Software (出類資產競拍軟件)		Wuxi Chulei	2019SR1351957	12 April 2020	12 December 2019	Mainland China
54	Chulei Asset Disposal Market Analysis Software (出類資產處置行情分析軟件)		Wuxi Chulei	2019SR1351008	12 April 2020	12 December 2019	Mainland China
55	Chulei Hubao Manager Software (出類虎寶管家軟件)		Wuxi Chulei	2019SR1354727	12 April 2020	12 December 2019	Mainland China
56	Chulei Asset Disposal Market Analysis Software (出類資產處置行情分析軟件)		Wuxi Chulei	2018SR158318	12 July 2018	12 March 2018	Mainland China
57	Chulei Exhibition Information Management Software (出類會展信息管理軟件)		Wuxi Chulei	2018SR158323	12 July 2018	12 March 2018	Mainland China
58	Chulei Hubao Recycling Mobile App (iOS) (出類虎寶再生資源手機(蘋果版)軟件)		Wuxi Chulei	2017SR654562	29 March 2018	29 November 2017	Mainland China

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No.	Copyright	Version No.	Owner	Registration number	First publication date	Licensed date	Place of registration
59	Chulei Hubao Recycling Mobile App (Android) (出類虎寶再生資源手機(安卓版)軟件)		Wuxi Chulei	2017SR644568	23 March 2018	23 November 2017	Mainland China
60	Chulei Asset Disposal and Operation Management Backend Software V1.0 (出類資產處分營運管理後台軟體 V1.0)		Wuxi Chulei	2025SR2197975	9 September 2025	14 November 2025	Mainland China
61	Chulei AI News Sending Software V1.0 (出類AI資訊發送軟體V1.0)		Wuxi Chulei	2025SR2234818	9 September 2025	20 November 2025	Mainland China
62	Chulei Fubao Information Website Software V1.0 (出類富寶資訊網站軟體 V1.0)		Wuxi Chulei	2025SR2234848	9 September 2025	20 November 2025	Mainland China

(c) *Patents*

As of the Latest Practicable Date, we had registered the following patents which we considered to be material to our business:

No.	Patent	Owner	Registration number	Authorization date	Place of registration
1	A Method for Processing Multiple Viewing Modes of In-App Tables in an Information System (一種信息中表格在APP端多種瀏覽方式的處理方法)	Our Company	ZL202110569853.7	26 August 2022	Mainland China

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No.	Patent	Owner	Registration number	Authorization date	Place of registration
2	A deduplication method for a pre-push list in information pushing (一種信息推送前推送列表的去重方法)	Our Company	ZL201510081194.7	24 November 2017	Mainland China
3	A Mobile Software Testing System with High Reliability and Heat Dissipation Function (一種具有散熱功能的可靠性高的手機軟件測試系統)	Wuxi Chulei	ZL201910674616.X	27 November 2020	Mainland China

(d) Domain names

As of the Latest Practicable Date, we had obtained approval of the following domain name(s) which we considered to be material to our business:

No.	Domain name	Registrar	Approval date	Expiry date
1	chem99.com	魯 ICP 備 09068464 號-1	10 February 2026	28 February 2028
2	sci99.com	魯 ICP 備 09068464 號-4	10 February 2026	19 March 2029
3	sciimg.com	魯 ICP 備 09068464 號-10	8 October 2018	15 February 2027
4	feijiuzs.com	蘇ICP備17039642號-5	25 September 2025	22 June 2027
5	hubao168.com	蘇ICP備17039642號-2	25 September 2025	26 June 2027
6	hubaogj.com	蘇ICP備17039642號-4	25 September 2025	27 September 2027
7	f139.com	蘇ICP備17039642號-10	25 September 2025	2 April 2029

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No.	Domain name	Registrar	Approval date	Expiry date
8	f139.cn	蘇ICP備17039642號-11	25 September 2025	22 January 2029
9	f139content.com	蘇ICP備17039642號-12	25 September 2025	25 February 2029

C. FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Particulars of Service Contracts and Appointment Letters

Each of our Directors has entered into a service contract or letter of appointment with our Company. Each of the service contracts and the letters of appointment is for a term of three years and subject to termination in accordance with their respective terms. The service contracts may be renewed in accordance with our Articles of Association and the applicable Listing Rules.

Save as disclosed in this document, none of our Directors has or is proposed to have a service contract with any member 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).

2. Remuneration of Directors

The aggregate remuneration (including fees, salaries and allowances, performance related bonuses, retirement benefit scheme contributions and equity-settled share-based payments) paid or payable to our Directors for the three years ended 31 December 2023, 2024, 2025 and for the six months ended 30 June 2026 was approximately RMB4.49 million, RMB7.16 million, RMB7.12 million and RMB3.18 million, respectively.

It is estimated that, under the arrangements currently in force, the aggregate amount of remuneration payable to our Directors for the year ending 31 December 2026 will be approximately RMB4.93 million (excluding share-based payments and discretionary bonuses).

The aggregate amount of remuneration which were paid or payable by our Group to our five highest paid individuals for the three years ended 31 December 2023, 2024, 2025 and for the six months ended 30 June 2026 were approximately RMB5.60 million, RMB8.76 million, RMB9.21 million and RMB3.91 million, including three, three, two and two Directors, respectively.

During the Track Record Period, no fees were paid by our Group to any of our Directors or the five highest paid individuals as an inducement to join us or as compensation for loss of office, and there has been no arrangement under which a Director has waived or agreed to waive any emoluments.

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3. Disclosure of Interests

(a) Disclosure of interests of Directors and chief executive of our Company and its associated corporations

Immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised), none of our Directors and chief executive has any interest or short position 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, be recorded in the register referred to therein, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers, to be notified to our Company and the Hong Kong Stock Exchange.

(i) Interests in our Company

Name of Shareholder	Nature of interest	Type of Shares	Number of Shares	Shares held as of the Latest Practicable Date		Shares held immediately following the completion of the [REDACTED]	
				Approximate percentage of shareholding in the total issued share capital of our Company		Approximate percentage of shareholding in the total issued share capital of our Company	
Mr. Jiang	Beneficial interest	A Shares	14,686,372	24.21%	[REDACTED]	[REDACTED]	[REDACTED]%
	Interest in controlled corporation ⁽¹⁾	A Shares	6,428,569	10.60%	[REDACTED]	[REDACTED]	[REDACTED]%
Ms. Ye	Beneficial interest	A shares	180,286	0.30%	[REDACTED]	[REDACTED]	[REDACTED]%
Yu Miaorong	Beneficial interest	A shares	8,200	0.01%	[REDACTED]	[REDACTED]	[REDACTED]%
Sun Liwu	Beneficial interest	A shares	6,000	0.01%	[REDACTED]	[REDACTED]	[REDACTED]%

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Note:

- (1) As of the Latest Practicable Date, Mr. Jiang holds 91.74% shares of Zibo Wangzhiyi, which holds 10.60% shares of our Company.

(ii) Interests in our associated corporations

Name	Name of associated corporation	Nature of interest	Percentage of shareholding
Mr. Jiang	Wuxi Chulei	Beneficial interest	7.94%
Ms. Ye	Wuxi Chulei	Beneficial interest	2%

(b) Disclosure of interests of substantial shareholders

Save as disclosed in “Substantial Shareholders” in this document, immediately following the completion of the [REDACTED] and assuming that the [REDACTED] is not exercised, our Directors are not aware of any person (not being a Director or chief executive of our Company) who will 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 general meetings of our Company or any other members of our Group.

4. Agency Fees or Commissions Received

Save as disclosed in “[REDACTED]”, no commissions, discounts, brokerages or other special terms were granted within the two years preceding the date of this document in connection with the issue or sale of any capital or security of any member of our Group.

5. Disclaimers

Save as disclosed in this document:

- (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

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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 H Shares are [REDACTED];

- (b) save as disclosed in this document, none of our Directors or any of the experts referred to under “E. Other Information – 8. Qualifications and Consents of Experts” in this appendix is
 - (i) interested in our promotion, or in any assets which have been, within two years immediately preceding the date of this document, acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to any member of our Group; or
 - (ii) materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to our business;
- (c) so far as is known to our Directors or the chief executive of our Company, no person (not being a Director or chief executive of our Company) 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 general meetings of any member of our Group; and
- (d) 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 in each year/period during the Track Record Period.

D. OUR 2024 RESTRICTED SHARE INCENTIVE SCHEME

The following is a summary of the principal terms of the 2024 restricted share incentive scheme as approved by the extraordinary general meeting for the year 2024 of the Company dated 20 March 2024 (the “**2024 Restricted Share Incentive Scheme**”). The terms of the 2024 Restricted Share Incentive Scheme are not subject to the provisions of Chapter 17 of the Listing Rules as they do not involve any grant of restricted Shares by our Company after the [REDACTED]. The terms of the 2024 Restricted Share Incentive Scheme are summarized as below:

(i) Purpose

The purpose of the 2024 Restricted Share Incentive Scheme is to further improve our Group’s corporate governance structure and incentive mechanism, enhance motivation and retention of our Group’s directors, senior management, middle-level management and core

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technical personnel, and align the interests of employees with those of our Shareholders, so as to promote the long-term, sustained and healthy development of our Group.

(ii) Administration

The 2024 Restricted Share Incentive Scheme was approved by our Shareholders at the first extraordinary general meeting of 2024 held on 20 March 2024 and is administered by the Board and its Remuneration and Appraisal Committee, subject to the supervision of our Supervisory Committee and independent Directors. The Board was authorised to determine the grant dates, review eligibility, and handle vesting and cancellation matters relating to the 2024 Restricted Share Incentive Scheme.

(iii) Participants

The participants of the 2024 Restricted Share Incentive Scheme include Directors (excluding independent Directors), senior management, middle-level management, and core technical and business personnel who have significant contributions to the business development of our Group or the responsible departments. The scope of participants excludes independent Directors, supervisors and shareholders or actual controller who individually or collectively hold 5% or more of the shares of our Company and their spouse, parents and children.

(iv) Source and maximum number of Shares

The restricted Shares granted under the 2024 Restricted Share Incentive Scheme comprise A Shares repurchased by our Company from the secondary market and/or A Shares newly issued to eligible participants. Each restricted Share represents one A Share subject to vesting conditions. A total of 1,200,000 A Shares (being 2.00% of our total share capital as at the date of approval) were approved for grant, of which 1,018,000 A Shares were granted on 20 March 2024 to 97 participants (the first grant) and 47,400 A Shares were granted on 14 March 2025 to 13 participants (the reserved grant). The grant price was initially RMB23.17 per A Share, was adjusted to RMB20.67 per A Share in March 2025, and was further adjusted to RMB18.97 per A Share in March 2026.

(v) Date of grant and term of the scheme

The Board determined 20 March 2024 as the initial grant date and 14 March 2025 as the reserved grant date. The 2024 Restricted Share Incentive Scheme shall remain effective from the date of grant until all restricted Shares have been fully vested, repurchased or cancelled, and in any event shall not exceed 60 months from the first grant date.

(vi) Lock-up for Directors and the senior management team

The number of Shares that a Director or a senior management of our Company may transfer during each year of the term of office determined at the time of appointment shall not exceed 25% of the total number of Shares he or she holds in our Company. No Share held by such Director or senior management can be transferred within six months after termination of his or her employment. If the grantee is a Director, senior management of our Company, or the spouse, parents or children of any such person, and he or she sells the Shares within six months after purchasing them, or purchases the Shares within six months after selling them, any gains derived

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therefrom shall belong to our Company and shall be forfeited by the Board. If there is any change in the applicable laws and regulations on the foregoing lock-up requirements, the grantee shall comply with the amended laws and regulations.

(vii) Conditions to the grant of restricted Shares

The restricted Shares under the 2024 Restricted Share Incentive Scheme will only be granted to selected participants if the following conditions are fulfilled:

- (a) With respect to our Company, none of the following circumstances having occurred:
 - (1) An audit report with an adverse opinion or a disclaimer of opinion has been issued by the reporting accountant with respect to our Company’s accountants’ report for the most recent fiscal year;
 - (2) An audit report with an adverse opinion or a disclaimer of opinion has been issued by the reporting accountant with respect to the internal control report contained in our Company’s accountants’ report for the most recent fiscal year;
 - (3) Our Company has not distributed dividends in accordance with the laws and regulations, our Articles of Association or our public commitment within the last 36 months after its [REDACTED];
 - (4) Applicable laws and regulations prohibit the implementation of any share incentive scheme; or
 - (5) Any other circumstances determined by the CSRC.
- (b) With respect to a grantee, none of the following circumstances having occurred:
 - (1) The grantee has been regarded as an inappropriate person by the stock exchange within the last 12 months;
 - (2) The grantee has been regarded as an inappropriate person by the CSRC or its local office within the last 12 months;
 - (3) The grantee has been punished or prohibited from entering into the securities market by the CSRC or its local office within the last 12 months;
 - (4) The grantee is not qualified to serve as a director or senior management according to the PRC Company Law;
 - (5) The grantee is prohibited from participating in any incentive plan of listed companies according to applicable laws and regulations;
 - (6) Any other circumstances determined by the CSRC; or

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(7) The grantee is found by the Board to be in serious breach of the rules of our Company.

(c) Meeting company-level performance appraisal requirements

The performance appraisal period for the restricted Shares granted under this incentive plan covers three accounting years: 2024, 2025 and 2026. Assessment will be conducted once for each accounting year.

(d) Meeting individual-level performance appraisal requirements for incentive participants

The individual performance appraisal of incentive participants shall be conducted in accordance with the Company’s internal performance appraisal policies and systems. The actual number of Shares that vest for each participant will be determined based on his/her individual appraisal result.

(viii) Unlocking and vesting of restricted A Shares

The vesting period of the restricted A Shares under the 2024 Restricted Share Incentive Scheme commences from the date of the respective grant to each grantee. The restricted A Shares will be vested in batches in accordance with the following unlocking schedules:

(a) For the initial grant (granted on 20 March 2024):

Vesting schedule	Vesting period	Vesting percentage
The first period of vesting	From the first trading day after the 12-month anniversary from the date of grant to the last trading day before the 24-month anniversary of the date of grant	40%
The second period of vesting	From the first trading day after the 24-month anniversary from the date of grant to the last trading day before the 36-month anniversary of the date of grant	30%

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Vesting schedule	Vesting period	Vesting percentage
The third period of vesting	From the first trading day after the 36-month anniversary from the date of grant to the last trading day before the 48-month anniversary of the date of grant	30%

(b) For the reserved grant (granted on 14 March 2025):

Vesting schedule	Vesting period	Vesting percentage
The first period of vesting	From the first trading day after the 12-month anniversary from the date of grant to the last trading day before the 24-month anniversary of the date of grant	50%
The second period of vesting	From the first trading day after the 24-month anniversary from the date of grant to the last trading day before the 36-month anniversary of the date of grant	50%

During the vesting period, any restricted A Shares granted but not yet vested shall not be transferred, pledged, used for debt repayment, or otherwise disposed of in any manner. The restricted A Shares will only be vested when (i) the conditions set out under paragraph (vii) above are fulfilled; and (ii) the annual assessment of the performance of targets (including our Company and grantees) set out under the scheme is achieved.

The grantees shall pay a grant price of RMB18.97 per Share to purchase the restricted A Shares from the Company upon the fulfilment of all conditions for the restricted A Shares. The grant price of each restricted A Shares under the 2024 Restricted Share Incentive Scheme was determined based on the average share prices of the relevant trading dates.

The number of restricted A Shares granted and/or the grant prices will be adjusted upon the occurrence of certain events, including but not limited to issue of bonus shares, right issue, subdivision of shares and stock split. The Company may repurchase the restricted A Shares upon the occurrence of certain events as set out in the 2024 Restricted Share Incentive Scheme, including but not limited to the change of the positions of the grantee or termination of employment.

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(ix) Dividend and voting rights

Upon transfer of the restricted A Shares by our Company, the grantees of restricted A Shares will be entitled to exercise the right of Shareholders, including but not limited to the right to receive dividends and voting rights. Before the unlocking of the restricted A Shares, the restricted A Shares (including the rights to voting and rights issue) shall be locked and such shares shall not be transferred or used to guarantee or repay debts.

(x) Outstanding restricted A Shares

As at the Latest Practicable Date, the number of outstanding restricted A Shares granted under the 2024 Restricted Share Incentive Scheme was [285,540], representing approximately [REDACTED]% of the total issued Shares immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised). The following table sets forth the number of outstanding restricted A Shares granted to Directors and senior management under the 2024 Restricted Share Incentive Scheme as of the Latest Practicable Date:

Name of grantee	Position	Date of grant	Number of outstanding restricted A Shares	Vesting period	Approximate % of total issued Shares immediately after the completion of the [REDACTED] (assuming the [REDACTED] is not exercised)
Mr. Jiang	Chairman of the Board and Executive Director	20 March 2024	24,000	Note (1)	[REDACTED]%
Ms. Ye	Executive Director and General Manager	20 March 2024	15,000	Note (1)	[REDACTED]%
Yu Miaorong	Executive Director and Deputy General Manager	20 March 2024	6,000	Note (1)	[REDACTED]%
		14 March 2025	1,200	Note (2)	[REDACTED]%
Sun Liwu	Executive Director	14 March 2025	6,000	Note (2)	[REDACTED]%
Lu Yongjun	Chief Financial Officer and Deputy General Manager	20 March 2024	7,200	Note (1)	[REDACTED]%

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					Approximate % of total issued Shares immediately after the completion of the [REDACTED] (assuming the [REDACTED] is not exercised)
Name of grantee	Position	Date of grant	Number of outstanding restricted A Shares	Vesting period	
Wang Yonghui	Board Secretary and Deputy General Manager	20 March 2024	3,600	Note (1)	[REDACTED]%
Other management and core technical/business staff (92 staff)	–	20 March 2024	208,140	Note (1)	[REDACTED]%
		14 March 2025	14,400	Note (2)	[REDACTED]%
Total			285,540		[REDACTED]%

Notes:

- (1) 40%, 30% and 30% of restricted A Shares granted on 20 March 2024 will be vested from the 12-month, 24-month and 36-month anniversary from the date of grant, respectively. As of the Latest Practicable Date, the final tranche, representing 30% of such restricted A shares, remained unvested.
- (2) 50% and 50% of restricted A Shares granted on 14 March 2025 will be vested from the 12-month and 24-month anniversary from the date of grant, respectively. As of the Latest Practicable Date, the final tranche, representing 50% of such restricted A shares, remained unvested.

E. OTHER INFORMATION

1. Estate Duty

Our Directors have been advised that no material liability for estate duty under PRC law is likely to fall upon the Group.

2. Litigation

Except as disclosed in this document, as of the Latest Practicable Date, we were not engaged in any litigation, arbitration or claim of material importance and no litigation, arbitration or claim of material importance is known to our Directors to be pending or threatened by or against any member of our Group, that would have a material adverse effect on our Group’s results of operations or financial condition, taken as a whole.

3. Application for [REDACTED]

The Sole Sponsor had made an application on behalf of our Company to the [REDACTED] Committee for the [REDACTED] of, and permission to [REDACTED], the H Shares to be [REDACTED] as mentioned in this document. All necessary arrangements have been made to enable the securities to be admitted into [REDACTED].

4. Sole Sponsor’s Independence

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 HK\$3,600,000.

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5. Compliance Adviser

Our Company has appointed Rainbow Capital (HK) Limited as our compliance adviser in compliance with Rules 3A.19 and 19A.05 of the Listing Rules.

6. Preliminary Expenses

We had not incurred material preliminary expenses.

7. Promoter

The promoters of our Company were Mr. Jiang, Zibo Wangzhiyi, Lv Chunjiang, Hou Anquan, Cui Kezeng, Li Xueqiang, Ma Jiqing, Shandong Blue Cloud Sea Venture Capital Partnership Enterprise (Limited Partnership), Blue Economic Zone Industry Investment Fund (Limited Partnership), Shandong Duoying Energy Conservation and Environment Protection Venture Capital Ltd., Song Yang, Cai Jun, Lu Hua, Dong Shihui, Ms. Ye, Peng Liying, Gu Xiaoming, and Qi Yuqin.

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

8. Qualifications and Consents of Experts

The following are the qualifications of the experts who have given opinion or advice which are contained herein:

Name	Qualifications
Ping An of China Capital (Hong Kong) Company Limited	Licensed to conduct Type 6 (advising on corporate finance) regulated activities under the SFO
SHINEWING (HK) CPA Limited	Certified Public Accountants under Professional Accountant Ordinance (Chapter 50 of the Laws of Hong Kong) and Registered Public Interest Entity Auditor under Accounting and Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong Kong)
China Insights Industry Consultancy Limited	Independent industry consultant
King & Wood	Legal advisers as to PRC Law
Shanghai Orient Appraisal Co., Ltd.	Independent property valuer
Beijing Dacheng Law Offices, LLP	PRC data compliance legal advisers

Each of the experts named above has given and has not withdrawn its consent to the issuance of this document with the inclusion of its view, report and/or letter and/or legal

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opinion (as the case may be) and references to its name included herein in the form and context in which it respectively appears.

As of the Latest Practicable Date, none of the experts named above has any shareholding interest in our Company or any of our subsidiaries or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in our Company or any of our subsidiaries.

9. 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.

10. No Material Adverse Change

Our Directors confirm that, save as disclosed in this document, there has been no material adverse change in the financial and trading position or prospects of our Group since 30 June 2026 (being the date to which the latest audited consolidated financial statements of our Group were prepared).

11. Taxation of Holders of H Shares

(a) Hong Kong

The [REDACTED], [REDACTED] and [REDACTED] of H Shares are subject to Hong Kong stamp duty if such [REDACTED], [REDACTED] and [REDACTED] are effected on the [REDACTED] 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 [REDACTED], [REDACTED] and [REDACTED] is 0.1% of the consideration or, if higher, the fair value of the H Shares being [REDACTED] or [REDACTED].

(b) Consultation with Professional Advisers

Intending holders of the H Shares are recommended to consult their professional advisers if they are in any doubt as to the taxation implications of [REDACTED] for, [REDACTED], [REDACTED] or [REDACTED] of or [REDACTED] in the H Shares. It is emphasized that none of our Company, our Directors or the other parties involved in the [REDACTED] will accept responsibility for any tax effect on, or liabilities of, holders of H Shares resulting from their [REDACTED], [REDACTED], [REDACTED] or [REDACTED] or [REDACTED] the H Shares or exercise of any rights attaching to them.

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12. Miscellaneous

Save as disclosed in this document:

- (a) within the two years immediately preceding the date of this document, our Company has not issued nor 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 Company is under option or is agreed conditionally or unconditionally to be put under option;
- (c) our Company has not issued nor agreed to issue founder, management or deferred shares or any debentures;
- (d) our Company has no outstanding convertible debt securities;
- (e) within the two years immediately preceding the date of this document, no commission, discount, brokerage or other special term has been granted or agreed to be granted in connection with the issue or sale of any capital of our Company or any of our subsidiaries;
- (f) there is no arrangement under which future dividends are waived or agreed to be waived;
- (g) there has been no interruption in our business which may have or have had a significant effect on the Group’s financial position in the last 12 months;
- (h) save as disclosed in the section headed “History, Development and Corporate Structure” in this document, none of our equity securities is [REDACTED] or dealt with on the Stock Exchange or any other stock exchange nor is any [REDACTED] or permission to [REDACTED] being or proposed to be sought; and
- (i) our Company is a joint stock limited company and is subject to the PRC Company Law.