In this document, unless the context otherwise requires, the following terms and expressions shall have the meanings set out below. Certain other terms are explained in the section headed "Glossary of Technical Terms" in this document.

"A Share(s)"	ordinary shares issued by our Company, with a nominal value of RMB1.00 each, which are listed on the Shenzhen Stock Exchange and traded in Renminbi
"Accountants' Report"	the accountants' report from the reporting accountant of our Group, the text of which is set out in Appendix I to this document
"affiliate"	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
"AFRC"	the Accounting and Financial Reporting Council of Hong Kong
"Articles of Association"	the articles of association of our Company, conditionally adopted on January 26, 2026 with effect from the [**REDACTED**], a summary of which is set out in Appendix III — Summary of the Articles of Associations to this document
"Audit Committee"	the audit committee of the Board, the details of which are described in "Corporate Information" in this document
"Board"	the board of directors of our Company
"Business Day" or "business day"	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business

[**REDACTED**]

"Chengdu Bede"	Chengdu Bede Copper Industry Co., Ltd. (成都貝德銅業有限公司), a company established under the laws of the PRC with limited liability on April 6, 2007 and a wholly owned subsidiary of our Company
"China" or the "PRC"	the People's Republic of China, which for the purpose of this document and for geographical reference only, excludes Hong Kong, the Macau Special Administrative Region of the People's Republic of China and Taiwan, China

"Companies Ordinance"	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Companies (Winding Up and Miscellaneous Provisions) Ordinance"	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Company", "our Company" or "the Company"	ZHE JIANG HAI LIANG CO., LTD. (浙江海亮股份有限公司), a PRC company established on October 29, 2001, the A Shares of which have been listed on the Shenzhen Stock Exchange (stock code: 002203)
"CSDC"	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
"CSDC (Hong Kong)"	China Securities Depository and Clearing (Hong Kong) Company Limited
"CSRC"	the China Securities Regulatory Commission (中國證券監督管理委員會)
"Director(s)"	the director(s) of our Company
"Extreme Conditions"	the occurrence of "extreme conditions" as announced by any government authority of Hong Kong due to serious disruption of public transport services, extensive flooding, major landslides, large-scale power outage or any other adverse conditions before Typhoon Signal No. 8 or above is replaced with Typhoon Signal No. 3 or below
	[**REDACTED**]
"Frost & Sullivan"	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research consultant and an Independent Third Party
"Gansu Hailiang"	Gansu Hailiang New Energy Materials Co., Ltd. (甘肅海亮新能源材料有限公司), a company established under the laws of the PRC with limited liability on November 10, 2021 and a partially owned subsidiary of our Company
	[**REDACTED**]
"German Legal Advisor"	Noerr Partnerschaftsgesellschaft mbB, the German legal advisor to our Company

[**REDACTED**]

"Group," "our Group," "the Group," "we," "us" or "our"	our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require), and where the context requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such present subsidiaries and the businesses carried on by such present subsidiaries as if they were subsidiaries of our Company at the relevant time
"Guangdong Hailiang"	Guangdong Hailiang Copper Co., Ltd. (廣東海亮銅業有限公司), a company established under the laws of the PRC with limited liability on March 17, 2015 and a wholly owned subsidiary of our Company
"Guide for New Listing Applicants" or "Guide"	the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange effective from January 1, 2024 (as amended, supplemented or otherwise modified from time to time)
"Hai Liang Group"	Hai Liang Group Company Limited (海亮集團有限公司), a company established under the laws of the PRC with limited liability on August 9, 1996 and a member of our single largest group of shareholders
"H Share(s)"	overseas [**REDACTED**] shares in the share capital of our Company with nominal value of RMB1.00 each, which are to be [**REDACTED**] for and [**REDACTED**] in HK dollars and are to be [**REDACTED**] on the Hong Kong Stock Exchange

[**REDACTED**]

"HK$", "HKD" or "Hong Kong dollars"	Hong Kong dollars, the lawful currency of Hong Kong

[**REDACTED**]

[**REDACTED**]

"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the People's Republic of China

[**REDACTED**]

"Hong Kong Stock Exchange" or "Stock Exchange"	The Stock Exchange of Hong Kong Limited, a wholly owned subsidiary of Hong Kong Exchanges and Clearing Limited

[**REDACTED**]

"IFRS Accounting Standards"	IFRS Accounting Standards as issued by the International Accounting Standards Board
"Independent Third Party(ies)"	an individual(s) or a company(ies) who or which is/are not connected person(s) (within the meaning of the Listing Rules) of the Company

[**REDACTED**]

[**REDACTED**]

"Joint Sponsors"	the joint sponsors as named in the section headed "Directors and Parties Involved in the [**REDACTED**]" of this document
"Latest Practicable Date"	August 21, 2026, being the latest practicable date for ascertaining certain information in this document before its publication

[**REDACTED**]

"Listing Committee"	the Listing Committee of the Stock Exchange

[**REDACTED**]

"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
"Main Board"	the stock market (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the GEM of the Stock Exchange
"MOF"	the Ministry of Finance of the PRC (中華人民共和國財政部)
"MOFCOM"	the Ministry of Commerce of the PRC (中華人民共和國商務部)
"NDRC"	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
"Nomination, Remuneration and Assessment Committee"	the Nomination, Remuneration and Assessment Committee of our Company, the details of which are described in "Corporate Information" in this document

[**REDACTED**]

"PBOC"	the People's Bank of China
"PRC Legal Advisor"	Grandall Law Firm (Hangzhou), the PRC legal advisor to our Company

[**REDACTED**]

"Regulation S"	Regulation S under the U.S. Securities Act
"RMB" or "Renminbi"	Renminbi, the lawful currency of the PRC
"Rule 144A"	Rule 144A under the U.S. Securities Act
"SAFE"	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
"SAMR" or formerly known as "SAIC"	the State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局), and formerly known as State Administration of Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局)
"Sanctions Legal Advisor"	DLA Piper Singapore Pte. Ltd., the legal advisor as to sanctions to our Company
"STA"	the State Taxation Administration of the PRC (中華人民共和國國家税務總局)
"SFC"	the Securities and Futures Commission of Hong Kong
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) of a par value of RMB1.0 each of our Company, comprising Domestic Shares and H Shares
"Shareholder(s)"	holder(s) of our Shares

"Shenzhen Stock Exchange"	the Shenzhen Stock Exchange (深圳證券交易所)

[**REDACTED**]

"State Council"	the PRC State Council (中華人民共和國國務院)
"Strategy and ESG Committee"	the strategy and ESG committee of our Company, the details of which are described in "Corporate Information" in this document
"subsidiary(ies)"	has the meaning ascribed to it under the Companies Ordinance
"Takeovers Code"	the Code on Takeovers and Mergers issued by the SFC, as amended, supplemented or otherwise modified from time to time
"Thai Legal Advisor"	DFDL (Thailand) Limited, the Thai legal advisor to our Company
"Track Record Period"	the period comprising the three years ended December 31, 2023, 2024 and 2025 and the five months ended May 31, 2026

[**REDACTED**]

"United States", "U.S."or "US"	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
"US$", "USD" or "U.S. dollars"	United States dollars, the lawful currency for the time being of the United States
"U.S. Legal Advisor" or "U.S. Legal Advisors"	Pagel, Davis & Hill, P.C., Potomac Law Group, PLLC, and BrownWinick Law Firm, each a U.S. legal advisor to our Company, and collectively, the U.S. legal advisors to our Company
"U.S. Securities Act"	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder

[**REDACTED**]

[**REDACTED**]

"Zhejiang Keyu"	Zhejiang Keyu Metal Materials Co., Ltd.(浙江科宇金屬材料有限公司), a company established under the laws of the PRC with limited liability on January 13, 1999 and a wholly owned subsidiary of our Company
"Zhejiang Research Institute"	Zhejiang Copper Processing Research Institute Co., Ltd., (浙江銅加工研究院有限公司), a company established under the laws of the PRC with limited liability on October 19, 2000 and a wholly owned subsidiary of our Company
"Zhejiang Zhengmao"	Zhejiang Zhengmao Venture Investment Co., Ltd. (浙江正茂創業投資有限公司), a company established under the laws of the PRC with limited liability on August 25, 2007
"%"	percent

In this document, the terms "associate(s)", "close associate(s)", "connected person(s)", "core connected person(s)", "connected transaction(s)" and "substantial shareholder(s)" shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

Certain amounts and percentage figures included in this document have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart between the total shown and the sum of the amounts listed are due to rounding.

For the ease of reference, the names of the PRC established companies or entities, laws or regulations have been included in this document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail. The English translations of such Chinese names are provided for identification purposes only.