FURTHER INFORMATION ABOUT OUR COMPANY

Incorporation

Our predecessor, Hailiang Group Zhuji Panguan Co., Ltd. (海亮集團諸暨盤管有限公司), was founded in August 2000 and converted into a joint stock company with limited liability under the name of ZHE JIANG HAI LIANG CO., LTD. (浙江海亮股份有限公司) in October 2001, with a registered capital of RMB106,318,000 divided into 106,318,000 Shares of a nominal value of RMB1.00 each. In January 2008, the A Shares of our Company were listed on the Shenzhen Stock Exchange (stock code: 002203). As of the Latest Practicable Date, the total issued share capital of the our was RMB2,291,755,274.

Our registered office is at Industrial Zone, Diankou Town, Zhuji City, Shaoxing, Zhejiang Province, PRC and our principal place of business in Hong Kong at 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong and have been registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on December 31, 2025. Mr. CHOW Tsz Ho has been appointed as our authorized representative for the acceptance of services of process and notices on behalf of our Company in Hong Kong. Our address for acceptance of service of process in Hong Kong is the same as the address of our principal place of business in Hong Kong.

As we are incorporated in the PRC, we are subject to the relevant laws and regulations of the PRC. A summary of the relevant provisions of our Articles of Association is set out in "Appendix III — Summary of the Articles of Association". A summary of the relevant aspects of laws and regulations of the PRC and our Articles of Association is set out in "Regulatory Overview" of this document and Appendix III to this document.

Changes in the Share Capital of our Company

Save as disclosed below and in the section headed "History, Development and Corporate Structure", there has been no other alteration in our total issued share capital within the two years immediately preceding the date of this document.

Pursuant to Convertible Bonds issued by our Company and listed on the Shenzhen Stock Exchange in November 2019 (bond code: 128081), the period for conversion by way of our Company issuing new A Shares commenced on November 21, 2019 and ended on November 21, 2025. See "History, Development and Corporate Structure — Corporate Development — Issuance of Convertible Bonds, Conversion and Redemption" for details.

Between April 1, 2023 to March 31, 2024, a total of 11,857,963 A Shares were issued pursuant to the conversion of the Convertible Bonds and our Company's registered share capital was increased from RMB1,986,461,619 to RMB1,998,319,582.

Between April 1, 2024 to June 30, 2025, a total of 2,810,355 A Shares were issued pursuant to the conversion of the Convertible Bonds and our Company's registered share capital was increased from RMB1,998,319,582 to RMB2,001,129,937.

Between July 1, 2025 to September 26, 2025, a total of 290,625,337 A Shares were issued pursuant to the conversion of the Convertible Bonds and our Company's registered share capital was increased from RMB2,001,129,937 to RMB2,291,755,274.

Changes in the Share Capital of our Subsidiaries

A summary of the corporate information and the particulars of our subsidiaries as of the Latest Practicable Date are set forth in the Accountants' Report in Appendix I to this document.

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

Name of Subsidiary	Place of Incorporation	Date of Incorporation
Zhejiang Hailiang Precision Technology Co., Ltd. (浙江海亮精密科技有限公司)	PRC	November 10, 2025
Zhejiang Hailiang New Energy Materials Co., Ltd. (浙江海亮新能源材料有限公司)	PRC	April 16, 2026
HAILIANG METAL ITALY S.R.L.	Italy	December 24, 2025

On March 31, 2026, the registered share capital of Gansu Hailiang Innovation Technology Development Co., Ltd. (甘肅海亮創新科技發展有限責任公司) was increased from RMB2,000,000 to RMB5,000,000.

Save as set out above, there have been no changes in the share capital of our Subsidiaries during the two years immediately preceding the date of this document.

Resolutions of our Shareholders

On January 26, 2026, the Shareholders of our Company passed, among other things, the following resolutions:

(a) the [**REDACTED**] by our Company of H Shares with a nominal value of RMB1.00 each and such H Shares be [**REDACTED**] on the Hong Kong Stock Exchange;

(b) the number of H shares to be [**REDACTED**] before the exercise of the [**REDACTED**] shall be no more than [**REDACTED**]% of the total issued share capital of our Company as enlarged by the [**REDACTED**], and the grant of the [**REDACTED**] in respect of no more than [**REDACTED**]% of the initial number of H Shares to be [**REDACTED**] pursuant to the [**REDACTED**];

(c) authorization of the Board or its authorized individual to handle matters relating to, among other things, the [**REDACTED**], the [**REDACTED**] and the [**REDACTED**] of H Shares on the Hong Kong Stock Exchange; and

(d) subject to the completion of the [**REDACTED**], the conditional adoption of the revised Articles of Association, which shall become effective on the [**REDACTED**].

FURTHER INFORMATION ABOUT OUR BUSINESS

Summary of Our Material Contracts

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

(a) [**REDACTED**].

Intellectual Property Rights

Patents

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

No.	Patent Name	Patent owner	Place of registration	Patent number	Application Date	Expiration Date
1. .	Annealing System for Copper Tubes	Our Company	PRC	ZL202310759889.0	June 26, 2023	June 26, 2043
2. .	Wire Billet Butt Welding Method	Our Company	PRC	ZL202310246464.X	March 9, 2023	March 9, 2043
3. .	Extrusion Press	Our Company	PRC	ZL202211677965.5	December 26, 2022	December 26, 2042
4. .	Extrusion Press with Automatic Mold Removal	Our Company	PRC	ZL202211677815.4	December 26, 2022	December 26, 2042
5. .	Extrusion Press with Automatic Mold Replacement	Our Company	PRC	ZL202211677811.6	December 26, 2022	December 26, 2042
6. .	Extrusion Mold Scrap Separation Device and Extrusion Press	Our Company	PRC	ZL202211677776.8	December 26, 2022	December 26, 2042
7. .	Extrusion Press with Automatic Scrap Removal	Our Company	PRC	ZL202211677315.0	December 26, 2022	December 26, 2042
8. .	Fatigue-Resistant Copper Alloy and Preparation Method	Our Company	PRC	ZL202211649209.1	December 21, 2022	December 21, 2042
9. .	High-Efficiency Pipe Fitting Production Equipment	Our Company	PRC	ZL202210645105.7	June 8, 2022	June 8, 2042
10. .	Press Fitting Heating and Forming Grooving Machine	Our Company	PRC	ZL202210324038.9	March 29, 2022	March 29, 2042
11. .	Automatic Cap-Fitting and Pipe Packaging Device	Our Company	PRC	ZL202111597812.5	December 24, 2021	December 24, 2041
12. .	Integrated Production Equipment for Union Fittings	Our Company	PRC	ZL202110891579.5	August 4, 2021	August 4, 2041
13. .	Automated Tin-Coating Machine for Pipe Fittings	Our Company	PRC	ZL202110748576.6	July 2, 2021	July 2, 2041
14. .	Automated Tin-Coating Device Based on Tin Wire	Our Company	PRC	ZL202110748549.9	July 2, 2021	July 2, 2041
15. .	Four-Tooth Special-Shaped Pipe Drawing Process	Our Company	PRC	ZL202011623731.3	December 31, 2020	December 31, 2040
16. .	Fully Automatic Melting-Furnace Feeding Trolley	Our Company	PRC	ZL202011578777.8	December 28, 2020	December 28, 2040
17. .	Ultra-Long Copper Tube Automatic Drawing Unit	Our Company	PRC	ZL202011328086.2	November 24, 2020	November 24, 2040
18. .	Automatic O-Ring Assembly Mechanism	Our Company	PRC	ZL202011100405.4	October 15, 2020	October 15, 2040
19. .	Press-Fitting Seal Ring Production Line	Our Company	PRC	ZL202011100400.1	October 15, 2020	October 15, 2040
20. .	Dual-Channel Triple-Spindle CNC Machine Tool	Our Company	PRC	ZL202011088621.1	October 13, 2020	October 13, 2040
21. .	Automatic Coil Unwinding and Feeding Mechanism	Our Company	PRC	ZL202010972909.9	September 16, 2020	September 16, 2040
22. .	Array-Type Magnetic Suction Pallet Lifter	Our Company	PRC	ZL202010668762.4	July 13, 2020	July 13, 2040
23. .	Magnetic Suction Pallet Lifter	Our Company	PRC	ZL202010668315.9	July 13, 2020	July 13, 2040
24. .	Automatic Scanning Device for Inkjet Printer	Our Company	PRC	ZL201911374665.8	December 27, 2019	December 27, 2039
25. .	Heat-Exchange Coefficient Measuring Device	Our Company	PRC	ZL201911289686.X	December 13, 2019	December 13, 2039
26. .	Improved Pipe Drawing Machine	Our Company	PRC	ZL201911206446.9	November 29, 2019	November 29, 2039
27. .	Grinding Head Machine (Practical)	Our Company	PRC	ZL201911203864.2	November 29, 2019	November 29, 2039
28. .	Grinding Head Machine	Our Company	PRC	ZL201911203842.6	November 29, 2019	November 29, 2039

No.	Patent Name	Patent owner	Place of registration	Patent number	Application Date	Expiration Date
29.	Dual-Machine Combined Copper Tube Drawing Unit	Our Company	PRC	ZL201911203826.7	November 29, 2019	November 29, 2039
30.	Pipe Drawing Unit Transfer Assembly	Our Company	PRC	ZL201911203821.4	November 29, 2019	November 29, 2039
31.	Pipe Drawing Machine and Drawing Unit	Our Company	PRC	ZL201911203787.0	November 29, 2019	November 29, 2039
32.	Cold Punch Drawing Die	Our Company	PRC	ZL201911199636.2	November 29, 2019	November 29, 2039
33.	Press-Fit Pipe Fitting Assembly & Method	Our Company	PRC	ZL201911003238.9	October 22, 2019	October 22, 2039
34.	Cold Pressing Method for Tin-Coated Copper Tubes	Our Company	PRC	ZL201910614943.6	July 9, 2019	July 9, 2039
35.	Production Method for Alloy Special-Shaped Tubes	Our Company	PRC	ZL201910614937.0	July 9, 2019	July 9, 2039
36.	Material Rack & Vacuum Annealing Furnace	Our Company	PRC	ZL201910332069.7	April 24, 2019	April 24, 2039
37.	Copper-Clad Aluminum Composite Busbar Process	Our Company	PRC	ZL201510111876.8	March 14, 2015	March 14, 2035
38.	High-Lubricity Floating Mandrel Manufacturing Method	Our Company	PRC	ZL201110228157.6	August 10, 2011	August 10, 2031
39.	Reverse Double-Action Pipe Extrusion Device & Method	Our Company	PRC	ZL201010518268.6	October 22, 2010	October 22, 2030
40.	Planetary Pipe Rolling Mill	Our Company	PRC	ZL201010224476.5	July 6, 2010	July 6, 2030
41.	High-Lubricity Floating Mandrel Assembly	Our Company	PRC	ZL201010186996.1	May 31, 2010	May 31, 2030
42.	Direct-Fired Bright Heat-Treatment Furnace	Our Company	PRC	ZL200810061558.5	May 6, 2008	May 6, 2028
43.	Automatic Copper Strip Unbundling System	Our Company/ Gansu Hailiang	PRC	ZL202111269262.4	October 29, 2021	October 29, 2041
44.	End-Plug Gun Module & Automatic Plugging System	Our Company/ Gansu Hailiang	PRC	ZL202010537541.3	June 12, 2020	June 12, 2040
45.	Automatic Plugging System	Our Company/ Gansu Hailiang	PRC	ZL202010536232.4	June 12, 2020	June 12, 2040
46.	Continuous Blowing-Refining Method for OFC Ingots	Our Company/ Gansu Hailiang	PRC	ZL200810061563.6	May 6, 2008	May 6, 2028
47.	Continuous Blowing-Refining Furnace for OFC Ingots	Our Company/ Gansu Hailiang	PRC	ZL200810061560.2	May 6, 2008	May 6, 2028
48.	Cold Drawing Equipment	Our Company/ Guangdong Hailiang	PRC	ZL202110289957.2	March 18, 2021	March 18, 2041
49.	Pipe Material Discharging Image-Detection System	Our Company/ Guangdong Hailiang	PRC	ZL202110223900.2	March 1, 2021	March 1, 2041
50.	Casting-Bowl Pushing Mechanism	Our Company/ Guangdong Hailiang	PRC	ZL201911054191.9	October 31, 2019	October 31, 2039
51.	Internal Purge Method for Copper Coil Production	Our Company/ Guangdong Hailiang	PRC	ZL201910862001.X	September 12, 2019	September 12, 2039
52.	Mold & D-Type Pipe Processing Device	Our Company/ Guangdong Hailiang	PRC	ZL201810962674.8	August 22, 2018	August 22, 2038
53.	Single-Crystal Seamless Copper Tube Equipment	Our Company/ Guangdong Hailiang	PRC	ZL201810545491.6	May 25, 2018	May 25, 2038
54.	Continuous Rolling Planetary Rolling Mill	Our Company/ Guangdong Hailiang	PRC	ZL201611184775.4	December 20, 2016	December 20, 2036
55.	Continuous Casting Mold	Our Company/ Guangdong Hailiang/ Zhejiang Keyu	PRC	ZL201810090356.7	January 30, 2018	January 30, 2038
56.	Iron-Bronze Tube Preparation Method	Our Company/ Shanghai Hailiang Copper Co., Ltd.	PRC	ZL202210456017.2	April 27, 2022	April 27, 2042

No.	Patent Name	Patent owner	Place of registration	Patent number	Application Date	Expiration Date
57.	High-Strength White Copper Capillary Preparation	Our Company/ Shanghai Hailiang Copper Co., Ltd.	PRC	ZL202111564878.4	December 20, 2021	December 20, 2041
58.	B10 White Copper Production Process	Our Company/ Shanghai Hailiang Copper Co., Ltd.	PRC	ZL201910880237.6	September 18, 2019	September 18, 2039
59.	Horizontal Copper Casting De-Iron Method	Our Company/ Shanghai Hailiang Copper Co., Ltd.	PRC	ZL201910648369.6	July 18, 2019	July 18, 2039
60.	Mosquito-Coil Tube End Flattening Machine	Our Company/ Shanghai Hailiang Copper Co., Ltd.	PRC	ZL201810746337.5	July 9, 2018	July 9, 2038
61.	Local Dual-Alloy Aluminum Profile Processing Method	Our Company/ Zhejiang Hailiang New Materials Co., Ltd.	PRC	ZL201810674325.6	June 27, 2018	June 27, 2038
62.	Local Dual-Alloy Aluminum Profile Equipment	Our Company/ Zhejiang Hailiang New Materials Co., Ltd.	PRC	ZL201810674324.1	June 27, 2018	June 27, 2038
63.	Copper Recovery from Furnace Ash	Our Company/ Guangdong Hailiang/ Zhejiang Keyu	PRC	ZL202111637362.8	December 29, 2021	December 29, 2041
64.	Zinc Ingot Breaking Device	Our Company/ Guangdong Hailiang/ Zhejiang Keyu	PRC	ZL202011591800.7	December 29, 2020	December 29, 2040
65.	Reversible Drawing-Machine Output Lifter	Our Company/ Guangdong Hailiang/ Zhejiang Keyu	PRC	ZL201510785206.4	November 16, 2015	November 16, 2035
66.	Rotating Tray Drawing-Machine Feeding Mechanism	Our Company/ Guangdong Hailiang/ Zhejiang Keyu	PRC	ZL201510784393.4	November 16, 2015	November 16, 2035
67.	Copper Rod Discharging Machine	Our Company/ Guangdong Hailiang/ Zhejiang Keyu	PRC	ZL201410717449.X	December 1, 2014	December 1, 2034
68.	Coil Support Base & Splitting Device	Our Company/ Zhejiang Shuoshi Machinery Co., Ltd.	PRC	ZL202011016380.X	September 24, 2020	September 24, 2040
69.	Recycled-Copper OFC Tube Preparation Method	Our Company/Zhejiang Research Institute	PRC	ZL202411806731.5	December 10, 2024	December 10, 2044
70.	Offset Guide Mechanism for V-Coil Drawing	Our Company/Zhejiang Research Institute	PRC	ZL202111074572.0	September 14, 2021	September 14, 2041
71.	Drawing-Unit Traction Mechanism	Our Company/Zhejiang Research Institute	PRC	ZL202111073686.3	September 14, 2021	September 14, 2041
72.	Rigid Pipe Large-Coil Coiling Unit	Our Company/Zhejiang Research Institute	PRC	ZL202110792365.2	July 14, 2021	July 14, 2041
73.	V-Coil Drawing Machine	Our Company/Zhejiang Research Institute	PRC	ZL202110772534.6	July 8, 2021	July 8, 2041
74.	Caterpillar-Type Drawing Unit	Our Company/Zhejiang Research Institute	PRC	ZL201910739755.6	August 12, 2019	August 12, 2039
75.	Feeding Mechanism for Marking Machine	Our Company/Zhejiang Research Institute	PRC	ZL201810878719.3	August 3, 2018	August 3, 2038

No.	Patent Name	Patent owner	Place of registration	Patent number	Application Date	Expiration Date
76. .	Copper Strip Punching Machine	Our Company/Zhejiang Research Institute	PRC	ZL201410781933.9	December 16, 2014	December 16, 2034
77. .	Copper Tube Roll-Grooving Machine	Our Company/Zhejiang Research Institute	PRC	ZL201410781046.1	December 16, 2014	December 16, 2034
78. .	Insulation Pipe Inserter	Our Company/Zhejiang Research Institute	PRC	ZL200910101486.7	August 10, 2009	August 10, 2029
79. .	Ultra-Long Copper Tube Plastic-Coating Machine	Our Company/Zhejiang Research Institute	PRC	ZL200910101485.2	August 10, 2009	August 10, 2029
80. .	Multi-Porous Double-Sided Copper Foil Manufacturing Method	Gansu Hailiang	PRC	ZL201810628949.4	June 19, 2018	June 19, 2038
81. .	Casting-Mold Surface Protection Device	Guangdong Hailiang	PRC	ZL201010560546.4	November 24, 2010	November 24, 2030
82. .	Low-Pressure Casting for Silicon Brass Faucet	Guangdong Hailiang/ South China University of Technology/Huayi Plumbing Fitting Industry Co., Ltd.	PRC	ZL201710500351.2	June 27, 2017	June 27, 2037
83. .	Lead-Free Silicon-Brass Alloy Preparation Method	Guangdong Hailiang/ South China University of Technology/Huayi Plumbing Fitting Industry Co., Ltd.	PRC	ZL201510714013.X	October 27, 2015	October 27, 2035
84 .	High-Temperature Flue Gas Recovery Apparatus for Melting Furnace	Our Company	U.S.	US18242752	September 6, 2023	September 6, 2043
85 .	Metal Melting Furnace including A Stirring Device	Our Company	U.S.	US18242253	September 5, 2023	September 5, 2043
86 .	Wire Billet Butt-Welding Apparatus	Our Company	U.S.	US18242230	September 5, 2023	September 10, 2043
87 .	Wire Billet Butt-Welding Apparatus and Wire Billet Butt-Welding Method	Our Company	U.S.	US18242191	September 5, 2023	September 5, 2043
88 .	Automatic Charging Apparatus for A Furnace	Our Company	U.S.	US18241380	September 1, 2023	September 1, 2043
89 .	Double-Acting Switch Valve	Our Company	U.S.	US18239519	August 29, 2023	August 29, 2043
90 .	Casting Furnace Featuring Submerged, Mechanical Control of Liquid Level	Our Company	U.S.	US18239234	August 29, 2023	August 29, 2043
91 .	Copper Billet Horizontal Continuous Casting Apparatus and Process with A Vertical Shaft Furnace for Smelting	Our Company	U.S.	US17700525	March 22, 2022	March 22, 2042
92 .	Brass Alloy and Method for Producing Semi-Finished Products from the Brass Alloy	HME Brass Germany GmbH	Unified Patent of the European Patent Office	EP22154005.7	January 28, 2022	January 28, 2042
93 .	Metal Melting Furnace Including A Stirring Device	Our Company	Unified Patent of the European Patent Office	EP23195441.3	September 5, 2023	September 5, 2043
94 .	Continuous Casting Mold	Our Company/ Zhejiang Keyu/Guangdong Hailiang	Japan	JP2020504328	January 25, 2019	January 25, 2039

Trademarks

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

No.	Trademark	Place of registration	Trademark owner	Registration number	Expiration Date
1. . . .		PRC	Our Company	64480728	November 6, 2032
2. . . .		PRC	Our Company	64487977A	December 20, 2032
3. . . .		PRC	Our Company	64478469	November 6, 2032
4. . . .		PRC	Our Company	53611030	November 13, 2031
5. . . .		PRC	Our Company	40817050	March 13, 2031
6. . . .		PRC	Our Company	24537449	May 27, 2028
7. . . .		PRC	Our Company	24536906	September 6, 2028
8. . . .		PRC	Our Company	24537548	September 13, 2028
9. . . .		PRC	Our Company	24536714	May 27, 2028
10. . .		PRC	Our Company	24537142	May 27, 2028
11. . .		PRC	Our Company	24537005	June 27, 2028
12. . .		PRC	Our Company	24537521	June 13, 2028
13. . .		PRC	Our Company	24536875	May 27, 2028
14. . .		PRC	Our Company	24537427	December 6, 2028
15. . .		PRC	Our Company	24537534	May 27, 2028
16. . .		PRC	Our Company	24537335	May 27, 2028
17. . .		PRC	Our Company	24537201	November 20, 2028
18. . .		PRC	Our Company	24537206	June 13, 2028
19. . .		PRC	Our Company	24536683	May 27, 2028
20. . .		PRC	Our Company	5390541	June 13, 2029
21. . .		PRC	Our Company	3362208	January 27, 2035

No.	Trademark	Place of registration	Trademark owner	Registration number	Expiration Date
22. . .		PRC	Our Company	1049413	July 6, 2027
23. . .		PRC	Chengdu Bede	8361674	August 13, 2031
24. . .		PRC	Chengdu Bede	8361673	September 13, 2031
25. . .		PRC	Chengdu Bede	8361672	February 27, 2033
26. . .		PRC	Chengdu Bede	8361671	June 13, 2031
27. . .		PRC	Chengdu Bede	8361670	August 6, 2031
28. . .		PRC	Chengdu Bede	8361668	June 20, 2031
29. . .		PRC	Chengdu Bede	8361667	August 13, 2031
30. . .		PRC	Chengdu Bede	8361666	September 13, 2031
31. . .		PRC	Chengdu Bede	8361665	February 27, 2033
32. . .		PRC	Chengdu Bede	7613437	February 20, 2032
33. . .		PRC	Chengdu Bede	6287082	February 13, 2030
34. . .		PRC	Chengdu Bede	6287081	February 13, 2030
35. . .		PRC	Chengdu Bede	20814212	September 20, 2027
36. . .		PRC	Chengdu Bede	20814140	September 20, 2027
37. . .		PRC	Chengdu Bede	20642363	September 6, 2027

Copyrights

As at the Latest Practicable Date, we have registered the following copyrights which we considered to be or may be material to our business:

No.	Copyright	Copyright Owner	Registration Number	Registration Date
1. . . .	Warehouse Management System V1.0	Our Company	2022SR1607517	December 24, 2022
2. . . .	Employee Behavior Management System V1.11.5	Our Company	2022SR1607519	December 24, 2022
3. . . .	Hedging Management System V1.0	Our Company	2022SR1607518	December 24, 2022
4. . . .	Material Management System V1.0	Our Company	2022SR1604580	December 23, 2022
5. . . .	Customs Declaration Management System V1.0	Our Company	2022SR1604579	December 23, 2022
6. . . .	Bulk Commodity Risk Management Platform V1.0	Our Company	2022SR0341563	March 14, 2022
7. . . .	Hailiang Golden Tax Invoicing Platform V1.0	Our Company	2022SR0154810	January 25, 2022
8. . . .	Intelligent Crane Dispatching System V1.0	Our Company	2022SR0117145	January 18, 2022
9. . . .	Hailiang Copper Foil Capacity Management System V1.0	Gansu Hailiang	2025SR0116387	January 17, 2025
10. . .	Hailiang Copper Foil Product Traceability Management System V1.0	Gansu Hailiang	2024SR2098494	December 17, 2024
11. . .	Visual Data Entry Platform V1.0	Gansu Hailiang	2024SR2099084	December 17, 2024
12. . .	Hailiang New Materials Risk Control Digital Intelligent Service Platform V1.0	Gansu Hailiang	2024SR2098499	December 17, 2024
13. . .	Hailiang Copper Foil Yield Management System V1.0	Gansu Hailiang	2024SR2098493	December 17, 2024
14. . .	Hailiang LIMS Laboratory Management System V1.0	Gansu Hailiang	2024SR2098492	December 17, 2024
15. . .	Hailiang Copper Foil Traceability System V1.0	Gansu Hailiang	2024SR2098496	December 17, 2024
16. . .	Hailiang Copper Foil Energy Management System V1.0	Gansu Hailiang	2024SR2098495	December 17, 2024

No.	Copyright	Copyright Owner	Registration Number	Registration Date
17. . .	Hailiang Copper Foil Quality Statistical Process Control System V1.0	Gansu Hailiang	2024SR2098498	December 17, 2024
18. . .	Work Safety Dual-Prevention Mechanism Early Warning Management System V1.0	Gansu Hailiang	2024SR2091407	December 16, 2024
19. . .	Hailiang LIMS Laboratory Management System APP V1.0	Gansu Hailiang	2024SR2094660	December 16, 2024
20. . .	Hailiang Copper Foil Workshop Intelligent Inspection System V1.0	Gansu Hailiang	2024SR2094661	December 16, 2024
21. . .	Gansu Hailiang Copper Foil LMS System V1.0	Gansu Hailiang	2023SR1816537	December 29, 2023
22. . .	Manufacturing Execution System APP V1.1	Gansu Hailiang	2023SR1781488	December 27, 2023
23. . .	Production Workshop Kanban System V1.0	Gansu Hailiang	2023SR1782656	December 27, 2023
24. . .	Message Early Warning Platform V1.0	Gansu Hailiang	2023SR1779096	December 27, 2023
25. . .	Hailiang Copper Foil Handheld System V1.0	Gansu Hailiang	2023SR1782605	December 27, 2023
26. . .	Copper Busbar Extrusion Control Software V1.0	Chengdu Bede	2010SR042631	August 20, 2010
27. . .	Upward Continuous Casting Copper Rod Production Control Software V1.0	Chengdu Bede	2010SR042222	August 18, 2010
28. . .	Copper Busbar Take-up Control Software V1.0	Chengdu Bede	2010SR041886	August 17, 2010
29. . .	Copper Busbar Automatic Calibration Control Software V1.0	Chengdu Bede	2010SR041653	August 16, 2010
30. . .	Copper Rod Automatic Take-up Protection Control Software V1.0	Chengdu Bede	2010SR041652	August 16, 2010
31. . .	Copper Billet Heating Control Software V1.0	Chengdu Bede	2010SR041641	August 16, 2010
32. . .	Copper Busbar Testing Control Software V1.0	Chengdu Bede	2010SR041331	August 14, 2010

No.	Copyright	Copyright Owner	Registration Number	Registration Date
33. . .	Copper Busbar Drawing Control Software V1.0	Chengdu Bede	2010SR041332	August 14, 2010
34. . .	Hailiang WMS System V1.0	Chongqing Hailiang	2021SR1941024	November 30, 2021
35. . .	Hailiang MES System V1.0	Chongqing Hailiang	2021SR1912576	November 26, 2021

Domain Names

As of the Latest Practicable Date, we owned the following domain names which we consider to be or may be material to our business:

No.	Domain Name	Registered Owner	Expiration date
1.	www.hailiangstock.com	Our Company	November 27, 2026

Save as disclosed above, as of the Latest Practicable Date, there were no other trade or service marks, patents, intellectual or industrial property rights which were material in relation to our business.

FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Service Contracts

We have entered into a contract with each of our Directors in respect of, among other things, compliance with the relevant laws and regulations, the Articles of Association and applicable provisions on arbitration. Save as disclosed above, we have not entered, and do not propose to enter, into any service contracts with any of our Directors in their respective capacities as Directors (other than contracts expiring or determinable by the employer within one year without any payment of compensation (other than statutory compensation)).

Remuneration of our Directors

Save as disclosed in the section headed "Directors and Senior Management" and Note 8 to "Appendix I — Accountants' Report" for the years ended December 31, 2023, 2024, 2025 and the five months ended May 31, 2026, none of our Directors received other remunerations of benefits in kind from us.

Disclosure of Interests of Directors and Chief Executive of our Company

Save as disclosed below and in "Substantial Shareholders" of this document, immediately following completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised), so far as our Directors are aware, none of our Directors or chief executive has any interest and/or short position in our Shares, underlying Shares and debentures of our Company or any of its associated corporations (within the meaning of Part XV of the SFO), which will have to be notified to us and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which has been taken or is deemed to have under such provisions of the SFO) or which will be required, pursuant to Section 352 of the SFO, to be recorded in the registrar referred to therein, or which will be required to be notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules, will be as follow:

Interests in our Company

Name	Position held within our Company	Nature of interest	Number and class of Shares	Approximate percentage of shareholding in the total issued Shares immediately prior to the [REDACTED]	Approximate percentage of shareholding in the total issued Shares immediately after the [REDACTED]
Mr. Feng Luming	Chairman of the Board, Executive Director and president	Beneficial owner	18,883,900 A Shares	0.82%	[**REDACTED**]%
Dr. Wang Shuguang[(1)]	Non-executive Director	Beneficial owner	3,621,383 A Shares	0.16%	[**REDACTED**]%
Mr. Wu Changming[(1)]	Executive Director and vice president	Beneficial owner	3,609,790 A Shares	0.16%	[**REDACTED**]%
Dr. He Wentian[(1)]	Executive Director	Beneficial owner	3,000,000 A Shares	0.13%	[**REDACTED**]%
Dr. Su Hao[(1)]	Executive Director	Beneficial owner	3,000,000 A Shares	0.13%	[**REDACTED**]%
Dr. Luo Chong[(1)]	Executive Director	Beneficial owner	3,009,164 A Shares	0.13%	[**REDACTED**]%

Note:

(1) Representing the Shares in which the Directors were interested under the 2021 Employee Stock Ownership Plan and 2026 Employee Stock Ownership Plan.

Disclosure of Interests of Substantial Shareholders

Interests in our Company

For information on the persons who will, immediately following the completion of the [**REDACTED**], having or be deemed or taken to have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to our Company 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 rights to vote in all circumstances at general meetings of our Company, see the section headed "Substantial Shareholders".

Interests of Substantial Shareholders of Other Members of Our Group

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

No.	Name of Members of our Group	Name of Shareholder/Percentage of Shareholding
1	Gansu Hailiang New Energy Materials Co., Ltd. (甘肅海亮新能源材料有限公司)	Shenchuangtou Manufacturing Transformation and Upgrading New Materials Fund (Limited Partnership) (深創投製造業轉型升級新材料基金(有限合夥)) 23.36%

No.	Name of Members of our Group	Name of Shareholder/Percentage of Shareholding
2 . . .	Shandong Hailiang Aobote Copper Industry Co., Ltd. (山東海亮奧博特銅業有限公司)	China Nonferrous Mining Corporation Limited (中國有色礦業集團有限公司) 30.00%

Disclaimers

Save as disclosed in this document:

(a) none of our Directors or any of the parties listed in "— Other Information — Qualification and Consents of Experts" below is:

(i) interested in our promotion, or in any assets which, within the two years immediately preceding the date of this document, have been acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to our Company;

(ii) materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to our business;

(b) save in connection with the [**REDACTED**] and the [**REDACTED**], none of the parties listed in "— Other Information — Qualification and Consents of Experts" below:

(i) is interested legally or beneficially in any shares in any member of our Group; or

(ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any securities in any member of our Group;

(c) none of our Directors or their close associates or any shareholders of our Company who to the knowledge of our Directors owns more than 5% of our issued share capital has any interest in our top five customers or suppliers; and

(d) none of our Directors is a director or employee of a company that has an interest in the share capital of our Company which, once the H Shares are [**REDACTED**] on the Hong Kong Stock Exchange, would have to be disclosed pursuant to Divisions 2 and 3 of Part XV of the SFO.

A SHARE EMPLOYEE STOCK OWNERSHIP PLANS

Our Company adopted the 2021 Employee Stock Ownership Plan and the 2026 Employee Stock Ownership Plan (collectively, the "**A Share Employee Stock Ownership Plans**") in April 2021 and January 2026, respectively, which were outstanding as of the Latest Practicable Date. Given the Employee Stock Ownership Plans do not involve issue of new Shares by our Company, the terms of the Employee Stock Ownership Plans are not subject to the provisions of Chapter 17 of the Listing Rules regarding share schemes involving issue of new shares. Save as otherwise disclosed, the terms of each of the Employee Stock Ownership Plan are substantially similar and are summarized below.

(i) Participants of the schemes

The participants of the A Share Employee Stock Ownership Plans include directors, senior management and other employees of our Company as set out in the schemes.

(ii) Source of shares and participants' interest in the scheme

Our Company will repurchase the A Shares from the open market and such A Shares will be transferred to the accounts of the relevant A Share employee stock ownership plans at the purchase price as set out under each plan. Each participant of the Employee Stock Ownership Plans will be entitled to a corresponding portion of A Shares underlying the A Share Employee Stock Ownership Plans ("**Awards**").

(iii) Term of the scheme

The 2021 Employee Stock Ownership Plan is valid for a period of eight years commencing from date of the Shareholders' approval.

The 2026 Employee Stock Ownership Plan is valid for a period of 120 months commencing from date of the Shareholders' approval and the announcement of the last transfer of the relevant A Shares into the account of the 2026 Employee Stock Ownership Plans (the "**Announcement Date**"). Should the Employee Stock Ownership Plans not be extended upon its expiration, they will automatically terminate.

(iv) Administration of the scheme

The A Share Employee Stock Ownership Plans are subject to the approval of the Shareholders. Each scheme is administered by a committee (the "**ESOP Management Committee**"), the members of which are elected by the participants of the plan. The ESOP Management Committees of each plan oversee the day-to-day management of the Employee Stock Ownership Plan and exercise shareholders' rights on behalf of the participants.

(v) Performance Targets and Lock-up

Under the 2021 Employee Stock Ownership Plan, the Awards held by the participants shall be lock-up for 12 months commencing from the last transfer of the relevant A Shares into the 2021 Employee Stock Ownership Plan. After the lock-up period expires, the ESOP Management Committee will review the unlocking arrangements for participants based on their performance evaluations and other factors.

Under the 2026 Employee Stock Ownership Plan, subject to fulfillment of the performance targets at company level and participant level, the Awards held by the participants shall be lock-up for 12 months, 24 months and 36 months in the proportion of 30%, 30% and 40%, respectively, after the Announcement Date of the Company's transfer of the last tranche of underlying Shares to the account of the 2026 Employee Stock Ownership Plan. The A Shares underlying the unlocked Awards shall be sold by the Management Committee as authorized by the meetings of the participants, with the net proceeds to be distributed to the relevant participants proportionately.

(vi) Total number of shares held by the schemes

As of the Latest Practicable Date, the total number of A Shares held by the 2021 Employee Stock Ownership Plan was 5,600,044, representing approximately [**REDACTED**]% of the issued Shares immediately following the completion of the [**REDACTED**] (assuming no changes to our issued Shares between the Latest Practicable Date and the [**REDACTED**]). The following table set forth the details of the grantees under the 2021 Stock Ownership Plans that are Directors our Company as of the Latest Practicable Date:

Name of grantee	Position in our Company	A Shares held by the scheme as of the Latest Practicable Date	Approximate percentage of issues Shares as of the Latest Practicable Date	Approximate percentage of issues Shares immediately after the [REDACTED][(1)]
2021 Stock Ownership Scheme				
Mr. Wu Changming	Executive Director and vice president	21,383	0.0009%	[**REDACTED**]%
Dr. Luo Chong	Executive Director	9,790	0.0004%	[**REDACTED**]%
Dr. Wang Shuguang	Non-executive Director	9,164	0.0004%	[**REDACTED**]%
Other participants[(2)]	/	5,559,707	0.24%	[**REDACTED**]%

Notes:

(1) The calculation is based on the assumption that the [**REDACTED**] is not exercised, and no other changes are made to the issued share capital of our Company between the Latest Practicable Date and [**REDACTED**].

(2) The remaining two highest paid employees during the period ended May 31, 2026 (excluding three Directors) were not grantees of the 2021 Stock Ownership Scheme.

Under the 2026 Employee Stock Ownership Plan, each participant's entitlement shall be no more than 1% of the total number of A Shares of the Company. As of the Latest Practicable Date, 70,636,089 Shares have been granted and held by under the 2026 Employee Stock Ownership Plan, representing approximately [**REDACTED**]% of the issued Shares immediately following the completion of the [**REDACTED**] (assuming no changes to our issued Shares between the Latest Practicable Date and the [**REDACTED**]). The remaining 10,000,000 Shares shall be reserved for further distribution, before which the voting right attaching to the remaining Shares shall be excluded. The following table set forth the details of the grantees under the 2026 Stock Ownership Plans that are Directors our Company as of the Latest Practicable Date:

Name of grantee	Position in our Company	A Shares held by the scheme as of the Latest Practicable Date	Approximate percentage of issues Shares as of the Latest Practicable Date	Approximate percentage of issues Shares immediately after the [REDACTED][(1)]
2026 Stock Ownership Scheme				
Dr. Wang Shuguang	Non-executive Director	3,600,000	0.16%	[**REDACTED**]%
Mr. Wu Changming	Executive Director and vice president	3,600,000	0.16%	[**REDACTED**]%
Dr. He Wentian	Executive Director	3,000,000	0.13%	[**REDACTED**]%
Dr. Su Hao	Executive Director	3,000,000	0.13%	[**REDACTED**]%
Dr. Luo Chong	Executive Director	3,000,000	0.13%	[**REDACTED**]%
Other participants[(2)]	/	54,436,089	2.38%	[**REDACTED**]%

Notes:

(1) The calculation is based on the assumption that the [**REDACTED**] is not exercised, and no other changes are made to the issued share capital of our Company between the Latest Practicable Date and [**REDACTED**].

(2) The remaining two highest paid employees during the period ended May 31, 2026 (excluding three Directors) were not grantees of the 2026 Stock Ownership Scheme.

OTHER INFORMATION

Estate Duty

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

Litigation

So far as our Directors are aware, no litigation or claim of material importance is pending or threatened against any member of our Group.

Joint Sponsors

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

The Joint Sponsors satisfy the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules. Pursuant to the engagement letter entered into between the Company and the Joint Sponsors, we have agreed to pay each of the Joint Sponsors a fee of US$400,000 to act as the sponsors of our Company in connection with the proposed [**REDACTED**] on the Hong Kong Stock Exchange.

Qualification and Consents of Experts

The following experts have each given and have not withdrawn their respective written consents to the issue of this document with copies of their reports, letters, opinions or summaries of opinions (as the case may be) and the references to their names included herein in the form and context in which they are respectively included.

Name	Qualification
China International Capital Corporation Hong Kong Securities Limited	Licensed to conduct Type 1 (dealing in securities), Type 2 (dealing in futures contracts), Type 4 (advising on securities), Type 5 (advising on futures contracts) and Type 6 (advising on corporate finance) of regulated activities as defined under the SFO
GF Capital (Hong Kong) Limited	Licensed corporation to conduct Type 6 (advising on corporate finance) of regulated activities as defined under the SFO
Confucius International CPA Limited	Certified Public Accountants (Public Interest Entity Auditors registered in accordance with the Financial Reporting Council Ordinance)
Grandall Law Firm (Hangzhou)	Legal advisors to our Company as to PRC laws
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Independent industry consultant

Name	Qualification
PricewaterhouseCoopers Consultants (Shenzhen) Limited, Shanghai Branch . . .	Transfer pricing consultant
DLA Piper Singapore Pte. Ltd. .	Legal Advisors to our Company as to international sanction laws
Pagel, Davis & Hill, P.C.	Legal Advisors to our Company as to State of Texas law
Potomac Law Group, PLLC . . .	Legal Advisors to our Company as to State of Delaware
BrownWinick Law Firm	Legal Advisors to our Company as to State of Iowa law
Noerr Partnerschaftsgesellschaft mbB	Legal Advisors to our Company as to German law
DFDL (Thailand) Limited	Legal Advisors to our Company as to Thailand Law

Save a disclosed in this document, 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 any member of our Group.

Binding effect

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

Bilingual Document

The English language and Chinese language versions of this document are being published separately, in reliance upon the exemption provided by section 4 of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong). In case of any discrepancies between the English language version and Chinese language version of this document, the English language version shall prevail.

Compliance Advisor

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

Preliminary Expenses

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

No Material Adverse Change

The Directors confirm that there has been no material change in our financial or trading position since May 31, 2026.

Promoters

The promoters of our Company comprised all of the 36 then shareholders of our Company, as of October 29, 2001 before our conversion into a joint stock limited liability company. Save as disclosed in this document, within the two years immediately preceding the date of this document, no cash, securities or benefit has been paid, allotted or given, or is proposed to be paid, allotted or given to the promoters named above in connection with the [**REDACTED**] or the related transactions described in this document.

Taxation of Holders of H Shares

Hong Kong stamp duty, currently charged at the ad valorem rate of 0.10% on the higher of the consideration for or the market value of the H Shares, will be payable by the purchaser on every purchase and by the seller on every sale of any Hong Kong securities, including H Shares (in other words, a total of 0.20% is currently payable on a typical sale and purchase transaction involving H Shares). In addition, a fixed stamp duty of HK$5.00 is currently payable on any instrument of transfer of H Shares. Where one of the parties is a resident outside Hong Kong and does not pay the ad valorem duty due by it, the duty not paid will be assessed on the instrument of transfer (if any) and will be payable by the transferee. If no stamp duty is paid on or before the due date, a penalty of up to 10 times the duty payable may be imposed.

Related Party Transactions

Within the two years immediately preceding the date of this document, we have entered into the related party transactions as described in Note 43 of Appendix I to this document.

Miscellaneous

Save as disclosed in this document:

(a) within the two years preceding the date of this document: (i) we have 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; and (ii) no commissions, discounts, brokerage fee or other special terms have been granted in connection with the issue or sale of any shares of our Company;

(b) no share or loan capital of our Company is under option or is agreed conditionally or unconditionally to be put under option;

(c) we have not issued nor agreed to issue any founder shares, management shares or deferred shares;

(d) there are no arrangements under which future dividends are waived or agreed to be waived;

(e) there are no procedures for the exercise of any right of pre-emption or transferability of subscription rights;

(f) there have been no interruptions in our business which may have or have had a significant effect on our financial position in the last 12 months;

(g) there are no restrictions affecting the remittance of profits or repatriation of capital by us into Hong Kong from outside Hong Kong;

(h) save for the A Shares of our Company that are listed on the Shenzhen Stock Exchange, and save for the H Shares to be [**REDACTED**], none of the equity and debt securities of our Company, if any, is listed or dealt with in any other stock exchange nor is any listing or permission to deal being or proposed to be sought; and

(i) our Company has no outstanding convertible debt securities or debentures.