

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

A. FURTHER INFORMATION ABOUT OUR GROUP

1. Establishment of Our Company

Our Company was established as a joint stock company with limited liability in the PRC on November 12, 2025. As of the Latest Practicable Date, the registered capital of our Company was RMB2,000,000,000 divided into 2,000,000,000 Shares with a nominal value of RMB1.00 each.

Our Company has established a principal place of business in 31st Floor, Tower Two Times Square, 1 Matheson Street, Causeway Bay, Hong Kong and has been registered with the Registrar of Companies in Hong Kong as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on February 6, 2026. Ms. Ng Sau Mei (伍秀薇) has been appointed as the authorized representative of our Company for the acceptance of service of process and notices on behalf of our Company in Hong Kong.

As our Company was established in the PRC, our corporate structure and Articles of Association are subject to the relevant laws and regulations of the PRC. A summary of the relevant provisions of our Articles of Association is set out in “Appendix V — Summary of Articles of Association” to this document.

2. Changes in the Share Capital of Our Company

Save as disclosed in “History, Reorganization and Corporate Structure — The Reorganization”, there has been no other alteration in the share capital of our Company during the two years immediately preceding the date of this document.

3. Changes in the Share Capital of Our Subsidiaries

A summary of the corporate information and the particulars of our subsidiaries as of June 30, 2026 are set out in the Accountants’ Report in Appendix I to this document. Save for that (i) the registered capital of Sunny Automotive Optech increased from RMB50.0 million to RMB263.0 million on November 5, 2025 and (ii) the registered capital of Sunny SmartLead decreased from RMB883.5 million to RMB483.5 million on December 8, 2025, there has been no alteration in the share capital of the subsidiaries of our Company within two years immediately preceding the date of this document.

4. Restriction of Share Repurchase

For details of the restrictions on the share repurchase by our Company, see “Appendix V — Summary of Articles of Association”.

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5. Resolutions of Our Shareholders

At the general meeting of our Company held on January 15, 2026, among other things, our Shareholders resolved that:

- (a) the [REDACTED] of H Shares with a nominal value of RMB1.00 each shall be approved and such H Shares shall be [REDACTED] on the Stock Exchange;
- (b) the number of H Shares to be [REDACTED] shall be no more than [REDACTED]% of the total issued share capital of our Company as enlarged by the [REDACTED] before the exercise of the [REDACTED];
- (c) subject to the filing with CSRC is completed, upon completion of the Conversion of Unlisted Shares into H Shares;
- (d) subject to the completion of the [REDACTED], the conditional adoption of the Articles of Association, which shall become effective on the [REDACTED]; and
- (e) our Board and/or its authorized person(s) have been authorized to handle all relevant matters relating to, among other things, the [REDACTED], the [REDACTED] of H Shares and the [REDACTED].

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contracts

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

- (a) [●]; and
- (b) the Hong Kong [REDACTED] Agreement.

2. Intellectual Property Rights

(a) Trademarks

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

No.	Trademark	Class	Licensee	Place of Registration	Registration Number	Expiry of Licensing Period
1.		1	Our Group	PRC	7745888	November 11, 2035

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No.	Trademark	Class	Licensee	Place of Registration	Registration Number	Expiry of Licensing Period
2. .		2	Our Group	PRC	7745899	November 11, 2035
3. .		7	Our Group	PRC	7748073	November 11, 2035
4. .		7	Our Group	PRC	25323798	November 11, 2035
5. .		9	Our Group	PRC	1096677	November 11, 2035
6. .		9	Our Group	PRC	10550187	November 11, 2035
7. .		9	Our Group	PRC	25323799	November 11, 2035
8. .		9	Our Group	PRC	7747676	November 11, 2035
9. .		11	Our Group	PRC	7748086	November 11, 2035
10. .		11	Our Group	PRC	10550594	November 11, 2035
11. .		11	Our Group	PRC	25323800	November 11, 2035
12. .		12	Our Group	PRC	7751027	November 11, 2035
13. .		12	Our Group	PRC	25323801	November 11, 2035
14. .		35	Our Group	PRC	7756360	November 11, 2035
15. .		35	Our Group	PRC	25323803	November 11, 2035
16. .		37	Our Group	PRC	7759400	November 11, 2035
17. .		37	Our Group	PRC	25323804	November 11, 2035
18. .		38	Our Group	PRC	7759409	November 11, 2035
19. .		38	Our Group	PRC	25323805	November 11, 2035
20. .		41	Our Group	PRC	7759443	November 11, 2035

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No.	Trademark	Class	Licensee	Place of Registration	Registration Number	Expiry of Licensing Period
21.		41	Our Group	PRC	25323808	November 11, 2035
22.		42	Our Group	PRC	7748125	November 11, 2035
23.		42	Our Group	PRC	25323809	November 11, 2035
24.		9	Our Group	Hong Kong	301465056	November 11, 2035
25.		9	Our Group	Vietnam	4-2023-35483	November 11, 2035
26.		9, 42	Our Group	European Union	008671471	November 11, 2035

(b) 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	Type	Registered Owner	Place of Registration	Patent Number	Date of Registration	Date of Expiry
1.	A Wide-angle Lens	Invention	Sunny Automotive Optech	PRC	201110241178.1	August 22, 2011	August 22, 2031
2.	An Optical Lens with Back Focus Compensation	Invention	Sunny Automotive Optech	PRC	201210512768.8	December 3, 2012	December 3, 2032
3.	A Wide-angle Lens	Invention	Sunny Automotive Optech	PRC	201310528701.8	October 30, 2013	October 30, 2033
4.	An Optical Lens	Invention	Sunny Automotive Optech	PRC	201310528363.8	October 30, 2013	October 30, 2033
5.	A High-resolution Optical Lens	Invention	Sunny Automotive Optech	PRC	201310530219.8	October 30, 2013	October 30, 2033
6.	Wide-angle Lens	Invention	Sunny Automotive Optech	PRC	201410558001.8	October 20, 2014	October 20, 2034
7.	Optical Lens	Invention	Sunny Automotive Optech	PRC	201510679740.7	October 19, 2015	October 19, 2035
8.	Optical Lens	Invention	Sunny Automotive Optech	United States	US 15/520,413	September 18, 2017	September 18, 2037
9.	Optical Lens Assembly for Vehicular optical imaging system	Invention	Sunny Automotive Optech	United States	US 15/384,276	December 19, 2016	December 19, 2036

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No.	Patent	Type	Registered Owner	Place of Registration	Patent Number	Date of Registration	Date of Expiry
10. . . .	Optical Lens System Comprising Two Lens Groups of -+ Refractive Powers Having Six Lenses of —+—+, —+—+—+, —+—+—+ or —+—+— Refractive Powers	Invention	Sunny Automotive Optech	United States	US 16/349,891	May 14, 2019	May 14, 2039
11. . . .	Optical Lens System Comprising Two Lens Groups of -+ Refractive Powers Having Six Lenses of —+—+, —+—+—+, —+—+—+ or —+—+— Refractive Powers	Invention	Sunny Automotive Optech	United States	US 17/580,188	January 20, 2022	January 20, 2042
12. . . .	Optical Lens and Imaging Device	Invention	Sunny Automotive Optech	PRC	202110206200.2	March 1, 2017	March 1, 2037
13. . . .	Optical Lens Assembly and Imaging Device	Invention	Sunny Automotive Optech	United States	US 16/498,247	September 26, 2019	September 26, 2039
14. . . .	Optical Lens	Invention	Sunny Automotive Optech	PRC	201810519842.6	May 28, 2018	May 28, 2038
15. . . .	Optical Lens and Imaging Device	Invention	Sunny Automotive Optech	PRC	201811431084.9	November 28, 2018	November 28, 2038
16. . . .	Optical Lens Assembly and Imaging Device	Invention	Sunny Automotive Optech	United States	US 16/730,241	December 30, 2019	December 30, 2039
17. . . .	LiDAR System and Off- Axis Scanning Device	Invention	Sunny Automotive Optech	PRC	201910520732.6	June 17, 2019	June 17, 2039
18. . . .	Optical Device and Application	Invention	Sunny Automotive Optech	PRC	201910699837.2	July 31, 2019	July 31, 2039
19. . . .	Panoramic Lens and Optical Imaging and Image Processing Method	Invention	Sunny Automotive Optech	PRC	201911140052.8	November 20, 2019	November 20, 2039
20. . . .	Lens Assembly, Camera Module and Imaging System	Invention	Sunny Automotive Optech	PRC	201911086821.0	November 8, 2019	November 8, 2039
21. . . .	Directional Projection Device and Directional Projection Method	Invention	Sunny Automotive Optech	PRC	201910939441.0	September 30, 2019	September 30, 2039
22. . . .	Display System	Invention	Sunny Automotive Optech	PRC	201911105684.0	November 11, 2019	November 11, 2039

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No.	Patent	Type	Registered Owner	Place of Registration	Patent Number	Date of Registration	Date of Expiry
23. . . .	Projection Device and Method	Invention	Sunny Automotive Optech	PRC	201911140676.X	November 20, 2019	November 20, 2039
24. . . .	Display Device	Invention	Sunny Automotive Optech	PRC	202010195488.3	March 19, 2020	March 19, 2040
25. . . .	Optical Lens and Electronic Device	Invention	Sunny Automotive Optech	PRC	202010429590.5	May 20, 2020	May 20, 2040
26. . . .	Optical Lens Assembly and Imaging Device	Invention	Sunny Automotive Optech	United States	US 17/323,535	May 18, 2021	May 18, 2041
27. . . .	Optical Lens and Electronic Device	Invention	Sunny Automotive Optech	PRC	202011194544.8	October 30, 2020	October 30, 2040
28. . . .	Optical Lens and Electronic Device	Invention	Sunny Automotive Optech	PRC	202011560293.0	December 25, 2020	December 25, 2040
29. . . .	Optical Lens and Electronic Device	Invention	Sunny Automotive Optech	PRC	202110270238.6	March 12, 2021	March 12, 2041
30. . . .	Optical Lens and Electronic Device	Invention	Sunny Automotive Optech	PRC	202111199927.9	October 14, 2021	October 14, 2041
31. . . .	Optical Lens and Electronic Device	Invention	Sunny Automotive Optech	PRC	202310758732.6	June 25, 2023	June 25, 2043
32. . . .	Optical Lens and Electronic Device	Invention	Sunny Automotive Optech	PRC	202411955692.5	December 27, 2024	December 27, 2044
33. . . .	LiDAR and Device Incorporating LiDAR	Invention	Sunny Automotive Optech	PRC	202511130423.X	August 13, 2025	August 13, 2045
34. . . .	A Diffuser Device, Optical System and Electronic Device	Invention	Sunny Automotive Optech	PRC	202511387956.6	September 26, 2025	September 26, 2045
35. . . .	Camera Module and Assembly Process	Invention	Sunny SmartLead	PRC	201811209465.2	October 17, 2018	October 17, 2038
36. . . .	Camera Module	Invention	Sunny SmartLead	PRC	201910768885.2	August 20, 2019	August 20, 2039
37. . . .	An Automotive Camera Module	Invention	Sunny SmartLead	PRC	201911143113.6	November 20, 2019	November 20, 2039
38. . . .	A Camera Module Structure	Invention	Sunny SmartLead	PRC	202010634529.4	July 2, 2020	July 2, 2040
39. . . .	At Least a Dual-camera Device	Invention	Sunny SmartLead	PRC	202110326094.1	March 26, 2021	March 26, 2041
40. . . .	Camera Module	Invention	Sunny SmartLead	PRC	202111598890.7	December 24, 2021	December 24, 2041
41. . . .	Waterproof Camera Module	Invention	Sunny SmartLead	PRC	202210486441.1	May 6, 2022	May 6, 2042
42. . . .	A Camera Module	Utility Model	Sunny SmartLead	PRC	202223343391.6	December 12, 2022	December 12, 2042

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No.	Patent	Type	Registered Owner	Place of Registration	Patent Number	Date of Registration	Date of Expiry
43. . . .	Lens Module Riveting Device, Lens Module Riveting Method and Lens Module	Invention	Sunny SmartLead	PRC	202411614873.1	November 12, 2024	November 12, 2044

(c) *Copyrights*

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

No.	Copyright	Registered Owner	Type	Copyright Number
1. . .	Weisen Surround View Lane Departure Warning Software	Sunny SmartLead	Software copyrights	2025SR1248401
2. . .	Weisen Forward Vehicle Detection and Tracking System	Sunny SmartLead	Software copyrights	2025SR1248374
3. . .	Weisen Forward Vehicle Lane Departure Warning System	Sunny SmartLead	Software copyright	2025SR1248341
4. . .	Weisen Surround View Parking Space Detection System	Sunny SmartLead	Software copyright	2025SR1248395
5. . .	Weisen Mobile Object Detection (MOD) System	Sunny SmartLead	Software copyright	2025SR1248380
6. . .	Weisen Static Obstacle Detection (SOD) System	Sunny SmartLead	Software copyright	2025SR1248355
7. . .	Weisen Binocular Dual-Focus Driver Assistance System	Sunny SmartLead	Software copyright	2025SR1248386
8. . .	Weisen Forward Obstacle Detection and Collision Warning System	Sunny SmartLead	Software copyright	2025SR1248366
9. . .	Weisen 2D/3D Guided Parking Assistance System	Sunny SmartLead	Software copyright	2025SR1248330
10. .	W2 Active Safety Warning System	Sunny SmartLead	Software copyright	2025SR1248315
11. .	Sunny Intelligent Active Safety Cloud Platform	Sunny SmartLead	Software copyright	2019SR1106886
12. .	Domain Controller Core Board Module	Sunny SmartLead	Work copyright	2023-J-00212322

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(d) Domain names

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

No.	Domain name	Registered Owner	Date of Registration
1. . . .	www.sunny-autotech.com	Our Company	December 9, 2025

C. FURTHER INFORMATION ABOUT DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Disclosure of Interests

(a) Directors and the chief executive of our Company

Interest in our Company

Save as disclosed below, immediately following the completion of the [REDACTED] and conversion of Unlisted Shares into H Shares, so far as our Directors are aware, none of our Directors or chief executive of our Company has any interests or short positions 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 Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO) or which will be required, under section 352 of the SFO, to be entered in the register referred to in that section, or which will be required, under the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules (the “**Model Code**”), to be notified to our Company and the Stock Exchange once the H Shares are listed.

Name	Nature of interest	Description of Shares	Number of Shares	Approximate percentage of shareholding in the relevant type of Shares immediately after completion of the [REDACTED] (assuming the [REDACTED] is not exercised)	Approximate percentage of shareholding in the total Share capital immediately after completion of the [REDACTED] (assuming the [REDACTED] is not exercised)
Mr. Shao Yang Dong (邵仰東) . . .	Interest in controlled corporation ⁽¹⁾	Unlisted Shares	–	[REDACTED]	[REDACTED]
		H Shares	[70,000,000]	[REDACTED]%	[REDACTED]%

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Note:

- (1) As of the Latest Practicable Date, Smart Vista was controlled by Mr. Shao Yang Dong, one of our non-executive Directors. Accordingly, Mr. Shao Yang Dong is deemed to be interested in Shares held by Smart Vista under the SFO.

Interest in Sunny Optical Technology

Name of director/chief executive	Capacity/nature of interest	Long position/short position	Number of Shares	Approximate percentage of shareholding ⁽¹⁾
Mr. Xie Qiansen	Beneficiary of a trust ⁽²⁾	Long position	379,907,737	35.2%
	Beneficiary of a trust ⁽³⁾	Short position	34,664,671	3.2%
	Beneficial Owner ⁽⁴⁾	Long position	137,976	0.01%
Mr. Zhang Kouwen	Beneficiary of a trust ⁽²⁾	Long position	379,907,737	35.2%
	Beneficiary of a trust ⁽³⁾	Short position	34,664,671	3.2%
	Beneficial Owner ⁽⁴⁾	Long position	132,431	0.01%
Mr. Wang Wenjie	Beneficiary of a trust ⁽²⁾	Long position	379,907,737	35.2%
	Beneficiary of a trust ⁽³⁾	Short position	34,664,671	3.2%
	Beneficial Owner ⁽⁴⁾	Long position	1,779,864	0.2%
Mr. Ni Wenjun	Beneficial Owner ⁽⁴⁾	Long position	36,944	0.003%
	Interest of spouse ⁽⁵⁾	Long position	380,141,113	35.2%
	Interest of spouse ⁽⁵⁾	Short position	34,664,671	3.2%

Notes:

- (1) Excluding any treasury shares.
- (2) Each of Mr. Xie Qiansen, Mr. Zhang Kouwen and Mr. Wang Wenjie is a beneficiary of the Sunny Group Employee Offshore Trust, entitled to 0.08%, 0.16% and 3.54% of the beneficial interests therein respectively and deemed to be interested in all the shares Sunny Group Employee Offshore Trust holds under the SFO. The Sunny Group Employee Offshore Trust owns the entire issued share capital of Sun Ji Limited (“**Sun Ji**”), and Sun Ji owns 100.00% equity interest in Sun Xu Limited (“**Sun Xu**”), which in turn owns 379,907,737 shares in Sunny Optical Technology. Accordingly, each of Mr. Xie Qiansen, Mr. Zhang Kouwen and Mr. Wang Wenjie is deemed to be interested in the interest in Sunny Optical Technology held by Sun Xu under the SFO.
- (3) Sun Xu entered into an equity collar option transaction with UBS AG London Branch (“**UBS**”) in respect of which Sun Xu (i) entered into certain call and put options referencing 34,664,671 shares and (ii) has delivered 34,664,671 shares to UBS under a credit support annex with a return obligation to Sun Xu.
- (4) Beneficial ownership in shares granted pursuant to Sunny Optical Technology’s restricted share award scheme.
- (5) Mr. Ni Wenjun’s spouse, Ms. Gu Jianying, is entitled to 2.82% of the beneficial interests in Sunny Group Employee Offshore Trust and therefore deemed to be interested in the interest in Sunny Optical Technology held by Sun Xu under the SFO. In addition, Ms. Gu Jianying is interested in 233,376 shares as beneficial owner pursuant to Sunny Optical Technology’s restricted share award scheme. Mr. Ni Wenjun is deemed to be interested in the shares held by Ms. Gu Jianying under the SFO.

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(b) Substantial Shareholders

For information on the persons who will, immediately following the completion of the [REDACTED], have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to our Company and the Hong Kong 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 voting rights in all circumstances at general meetings of our Company, see “Substantial Shareholders”.

Save as disclosed in the section headed “Substantial Shareholders” in this document, our Directors are not aware of any persons (other than our Directors and chief executive) who will, immediately following the completion of the [REDACTED], have or be deemed or taken to have interests and/or short position in our Shares or underlying Shares which would be required to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who is, directly or indirectly, interested in 10% or more of the nominal value of any types of the issued voting shares of any member of our Group.

2. Service Contracts

Each of our Directors [has entered] into a service contract with our Company. The principal particulars of these service contracts comprise (a) a term of three years which is equivalent to the term of the Board; and (b) termination provisions in accordance with their respective terms. Our Directors may be re-appointed subject to Shareholders’ approval. The service contracts can be renewed pursuant to our Articles of Association and applicable rules.

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 capacity as Directors (other than contracts expiring or determinable by the employer within one year without any payment of compensation (other than statutory compensation)).

3. Directors’ Remuneration

Save as disclosed in “Directors and Senior Management” and Note 12 to “Appendix I — Accountant’s Report” for the three financial years ended June 30, 2026, none of our Directors received other remunerations or benefits in kind from us.

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4. Disclaimers

Save as disclosed in this document:

- (a) none of our Directors or any of the parties listed in “— D. Other Information — 4. Qualification and Consents of Experts” of this Appendix 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; or
 - (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 Hong Kong [REDACTED] Agreement and the International [REDACTED] Agreement, none of our Directors or any of the parties listed in “— D. Other Information — 4. Qualification and Consents of Experts” of this Appendix:
 - (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; and
- (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.

D. OTHER INFORMATION

1. Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to impose on our Company or our subsidiary.

2. Litigation

Saved as disclosed in this document, to the knowledge of our Directors, no member of our Group has significant litigation or claims pending or threatened against any member of our Group.

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3. Joint Sponsors

The Joint Sponsors satisfy the independence criteria applicable to sponsors as set out in Rule 3A.07 of the Listing Rules. The Joint Sponsors will receive an aggregate fee of US\$600,000 to act as the sponsors to the Company in connection with the [REDACTED].

4. Qualification and Consents of Experts

The qualifications of the experts who have given opinions or advice in this document are as follows:

Name	Qualification
China International Capital Corporation Hong Kong Securities Limited	A licensed corporation under the SFO for 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) regulated activities as defined under the SFO
CITIC Securities (Hong Kong) Limited	A licensed corporation under the SFO to conduct Type 4 (advising on securities) and Type 6 (advising on corporate finance) regulated activities as defined under the SFO
Deloitte Touche Tohmatsu	Certified Public Accountants and Registered Public Interest Entity Auditor
Jingtian & Gongcheng	Legal advisor to our Company as to the PRC law
Frost & Sullivan Limited	Independent industry consultant
Ashurst Perkins Coie Tokyo	Legal advisor to our Company as to International Sanctions, U.S. outbound investment laws and U.S. tariffs

Each of the experts has given and has not withdrawn its written consents to the [REDACTED] of this document with the inclusion of its reports, letters, opinions or summaries of opinions (as the case may be) and the references to its names and logos included herein in the form and context in which it is respectively included.

As of the Latest Practicable Date, none of the experts named above has any of our shareholding interests in any member of our Group or rights (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for our securities in any member of our Group.

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5. Compliance Advisor

Our Company has appointed Asian Capital Limited as its Compliance Advisor in compliance with Rule 3A.19 of the Listing Rules.

6. 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 ten times the duty payable may be imposed.

7. Binding Effect

This document shall have the effect, if any application is made pursuant hereto, 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.

8. 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).

9. Promoters

The promoter of our Company is Sunny Zhejiang Optics, the sole shareholder of our Company upon incorporation on November 12, 2025. Within the two years immediately preceding the date of this Document, no cash, securities or other benefit has been paid, allotted or given nor are any proposed to be paid, allotted or given to any promoters in connection with the [REDACTED] and the related transactions described in this Document.

10. Preliminary Expenses

Our Company did not incur any material preliminary expenses.

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11. No Material Adverse Change

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

12. Miscellaneous

- (a) within the two years immediately preceding the date of this document:
 - (i) save as disclosed in “History, Reorganization and Corporate Structure”, no share or loan capital of our Company or our subsidiary had been issued or agreed to be issued or proposed to be fully or partly paid either for cash or for a consideration other than cash;
 - (ii) no share or loan capital of our Company or our subsidiary is under option or is agreed conditionally or unconditionally to be put under option;
 - (iii) save as disclosed in [REDACTED], no commissions, discounts, brokerages or other special terms have been granted or agreed to be granted in connection with the issue or sale of any share or loan capital of our Company or our subsidiary; and
 - (iv) save as disclosed in [REDACTED], no commission has been paid or is payable for subscription, agreeing to subscribe, procuring subscription or agreeing to procure subscription of any share in our Company or our subsidiary;
- (b) there are no founder, management or deferred shares nor any debentures in our Company or our subsidiary;
- (c) there has not been any interruption in the business of our Group which may have or has had a significant effect on the financial position of our Group in the 12 months preceding the date of this document;
- (d) no company within our Group is presently listed on any stock exchange or traded on any trading system;
- (e) all necessary arrangements have been made to enable our H Shares to be admitted into [REDACTED] for clearing and settlement;
- (f) our Company has no outstanding convertible debt securities or debentures;

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STATUTORY AND GENERAL INFORMATION

- (g) there is no arrangement under which future dividends are waived or agreed to be waived, and there is no restriction affecting the remittance of profits or repatriation of capital by us into Hong Kong from outside Hong Kong; and
- (h) 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.