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## APPENDIX VI

## STATUTORY AND GENERAL INFORMATION

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### FURTHER INFORMATION ABOUT OUR COMPANY

#### 1. Incorporation of our Company

Our Company was established as a joint stock company with limited liability in the PRC on December 28, 2011. As of the Latest Practicable Date, the registered share capital of our Company was RMB358,269,000.

Our Company has established a place of business in Hong Kong at Room 504, 5/F, Cheong Tai Commercial Building, 60-66 Wing Lok Street, Sheung Wan, Hong Kong and has registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on August 23, 2024. Mr. Tam Ka Lung, the joint company secretary of our Company, has been appointed as our authorized representative for the acceptance of service of process in Hong Kong whose correspondence address is the same as our place of business in Hong Kong.

#### 2. Changes in Share Capital of our Company

On December 19, 2022, the registered capital of our Company increased from RMB330,000,000 to RMB358,269,000 with the additional registered capital of RMB28,269,000, contributed by Zaoyang Fund, Hengsheng Zizhu and Xiangyang Investment.

For details, see “History, Development and Corporate Structure” in this document. Save as disclosed above, there has been no alteration in our share capital within two years immediately preceding the date of this document.

#### 3. Changes in the Share Capital of our Subsidiaries

##### ***Shoto Energy Pte. Ltd.***

On March 21, 2023, Shoto Energy Pte. Ltd. was incorporated in Singapore with limited liability with the issued share capital of S\$10,000.

##### ***Shoto Singapore Pte. Ltd.***

On January 12, 2023, Shoto Singapore Pte. Ltd. was incorporated in Singapore with limited liability with the issued share capital of S\$10,000.

##### ***Shoto Technology (Malaysia) Sdn Bhd***

On February 7, 2024, Shoto Technology (Malaysia) Sdn Bhd was incorporated in Malaysia as private company limited by shares with the authorized share capital of RM2,500,000 divided into 2,500,000 shares of RM1.00 each.

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

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### 4. Resolutions of the Shareholders

Pursuant to a general meeting of our Shareholders held on July 19, 2024, the following resolutions, among others, were passed by our Shareholders:

- (a) the issue by our Company of H Shares of nominal value of RMB1.00 each and that such H Shares be [REDACTED] on the Hong Kong Stock Exchange;
- (b) that the number of H Shares to be issued shall not be more than [REDACTED]% of the total issued share capital of our Company as enlarged by the [REDACTED], and the grant to the [REDACTED] (or their representatives) of the [REDACTED] of not more than [REDACTED]% of the 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 the 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 to handle all relevant matters relating to, among other things, the [REDACTED] and [REDACTED] of the H Shares.

### FURTHER INFORMATION ABOUT THE BUSINESS OF OUR COMPANY

#### 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 immediately preceding the date of this document that are or may be material:

- (a) the [REDACTED].
















#### 2. Intellectual Property Rights

##### *Trademarks*

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

No.	Trademark	Class	Owner	Place of registration	Registration no.	Expiry date
1		9	Our Company	PRC	5097936	December 27, 2028
2		9	Our Company	PRC	21853796	December 27, 2027
3		9	Our Company	PRC	4901524	September 6, 2028

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No.	Trademark	Class	Owner	Place of registration	Registration no.	Expiry date
4		9	Our Company	PRC	49723315	May 6, 2031
5		9	Our Company	PRC	49738158	July 6, 2031
6		9	Our Company	PRC	49722722	July 6, 2031
7	(A)  (B) 	9	Our Company	Hong Kong	306538861	April 25, 2034
8	(A)  (B) 	9	Our Company	Hong Kong	306538870	April 25, 2034
9	(A)  (B) 	9	Our Company	Hong Kong	306538889	April 25, 2034
10	(A)  (B) 	9	Our Company	Hong Kong	306538898	April 25, 2034
11	(a)  (B) 	9	Our Company	Hong Kong	306538906	April 25, 2034
12	(A)  (B) 	9	Our Company	Hong Kong	306538915	April 25, 2034

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### *Patents*

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

No	Patent description	Owner	Patent number	Place of registration
1	A special vehicle lithium-ion battery electrical control system and its mode of operation (一種特種車鋰電池電氣控制系統及其工作模式)	our Company	2019109380973	PRC
2	A thermal design method for box-type energy storage system (一種箱式儲能系統熱設計方法)	our Company, Huifeng Juneng	2020108159172	PRC
3	Temperature control method and device for decentralized container air-cooled energy storage system (應用於分布式集裝箱風冷儲能系統的溫度控制方法及裝置)	our Company, Huifeng Juneng	2023108717967	PRC
4	A system and method for alarming the failure of monomer battery in an energy storage power station (儲能電站單體電池故障預警系統及方法)	Huifeng Juneng	2022116300138	PRC
5	A lithium-ion battery performance improvement method (一種鋰離子電池性能提升方法)	our Company, Front	2020115975762	PRC
6	A process for preparing acid-free colloidal accumulators (一種免倒酸膠體蓄電池製備工藝)	our Company, Hubei Runyoung	2021100239008	PRC
7	An energy management device and method for energy storage system applied to power unstable loads (一種應用於功率不穩定負載的儲能系統能量管理裝置及方法)	our Company, Huifeng Juneng	2022111409026	PRC

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No	Patent description	Owner	Patent number	Place of registration
8	A method and device for economic evaluation of energy storage system configurations for photovoltaic power plants (一種光伏電站儲能系統配置的經濟性評估方法及裝置)	our Company, Huifeng Juneng	202211250007X	PRC
9	A method of forming a PVC spacer colloidal storage battery (一種PVC隔板膠體蓄電池的化成方法)	Hubei Runyoung	2022103495617	PRC
10	A manufacturing method of lead-acid energy storage battery electrode plate (一種鉛酸蓄電池極板的製作方法)	our Company	2022105260550	PRC
11	A method of forming lead-acid energy storage battery for power system (一種電力系統用鉛酸蓄電池內化成方法)	our Company	2021106137154	PRC
12	An overvoltage detection and energy absorption device (一種過壓檢測與能量吸收裝置)	our Company	2021114114614	PRC
13	A semi-solid state battery with stable interface performance and its method of production (一種具有穩定介面性能的半固態電池及其製作方法)	our Company, Front	2021115300206	PRC
14	A high temperature resistant lithium-ion battery (一種耐高溫鋰離子電池)	Front, our Company	2021100495254	PRC
15	A preparation method of solid state lithium-ion battery electrodes (一種固態鋰離子電池極片的製備方法)	our Company, Front	2021115489222	PRC
16	A preparation method of ultrafine lithium-iron phosphate anode material (一種超細磷酸鐵鋰正極材料的製備方法)	Front	2021115522288	PRC

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No	Patent description	Owner	Patent number	Place of registration
17	A charging and discharging control method of lead-carbon storage battery for power frequency regulation (功率調頻用鉛碳貯能電池充放電控制方法)	our Company	2019109166325	PRC
18	A method of controlling, evaluating, and repairing thermal failure of lead-acid energy storage battery (鉛酸蓄電池熱失控控制、評價與修復方法)	our Company	2019109406564	PRC
19	A method to improve the service life of lead-carbon battery anode ring (一種提高鉛碳電池正極迴圈使用壽命的方法)	our Company	2019112766940	PRC
20	A kind of colloidal storage battery positive plate grid alloy and its corrosion test method (一種膠體蓄電池正極板柵合金及其腐蝕測試方法)	Hubei Runyoung, our Company	2021102170257	PRC
21	A fast curing and drying method for laminated electrode plates (一種疊片式極板快速固化乾燥方法)	our Company	2020111623887	PRC
22	A pre-charging method of lithium-ion battery pack for electric bicycles (一種電動自行車用鋰離子電池組預充方法)	our Company, Front	2020110753436	PRC
23	An activated carbon microporous protection method (一種活性炭微孔保護方法)	our Company	2019108850740	PRC
24	A hybrid power supply method for 5G base stations (用於5G基站的混合供電方法)	Huifeng Juneng	201911372216X	PRC

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No	Patent description	Owner	Patent number	Place of registration
25	Energy control system and control method for hybrid power supply system for communication base station (用於通信基站混合供電系統的能量控制系統及控制方法)	Huifeng Juneng	2020102108730	PRC
26	Battery rack with lifting function and its lifting method (帶提升功能的電池架及其提升方法)	Huifeng Juneng	2018109874413	PRC
27	Grid-connected energy storage control system and control method (儲能並網控制系統及控制方法)	Huifeng Juneng	2020102108764	PRC
28	Demand Response Control System and Control Method for Grid Load Storage (網荷儲需求響應控制系統及控制方法)	Huifeng Juneng	2020102109381	PRC
29	Control system and control method for island wind and light diesel storage microgrids (用於海島風光柴儲微電網的控制系統及控制方法)	Huifeng Juneng	2020102108603	PRC
30	Activation method for lead-acid energy storage battery with insufficient capacity (用於容量不足的鉛酸蓄電池活化方法)	our Company	2018109860849	PRC
31	Polyethylene oxide solution injection process for all-solid-state lithium battery (用於全固態鋰電池的聚氧化乙烯溶液注裝工藝)	our Company, Tongji University, Front	2018109866239	PRC
32	Development and testing of microgrid energy management algorithm and development and testing system (微電網能量管理演算法的開發與測試方法及開發與測試系統)	Huifeng Juneng	2019108349808	PRC

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No	Patent description	Owner	Patent number	Place of registration
33	Thermal management system for energy storage containers in alpine areas (高寒地區儲能集裝箱熱管理系統)	Huifeng Juneng	201811567634X	PRC
34	Battery storage container environmental control system (電池儲能集裝箱環境控制系統)	Huifeng Juneng	2018115676354	PRC
35	A modified cyclic phosphoronitrile flame retardant additive and preparation method for lithium battery electrolyte (一種鋰電池電解液用改性環狀磷腈阻燃添加劑及製備方法)	our Company	2020100945891	PRC
36	An overcharge prevention safety electrolyte for lithium battery (一種用於鋰電池的防過充安全電解液)	our Company	2020100945660	PRC
37	A lithium-ion battery electrode processing method (一種鋰離子電池極片加工方法)	our Company	2019109551106	PRC
38	A constant power recirculation mode for lead-acid energy storage battery (儲能用鉛酸蓄電池恒功率迴圈模式)	our Company	2017113657867	PRC
39	Lead-carbon colloid battery polar plate lead paste and its preparation methods (鉛碳膠體電池極板鉛膏及其製備方法)	Hubei Runyoung	2016106286675	PRC
40	Evaluation method of abusive over-discharge performance of lead-acid energy storage battery and capacity restoration method (鉛酸蓄電池濫用過放電性能評價方法及容量恢復方法)	our Company	2018107952795	PRC
41	A mould release agent for casting plate and its preparation method (一種鑄板脫模劑及其製備方法)	Hubei Runyoung	2017103615868	PRC



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No	Patent description	Owner	Patent number	Place of registration
42	Battery rack for energy storage containers (儲能集裝箱用電池架)	Huifeng Juneng	2018109885210	PRC
43	Method for retarding the corrosion rate of lead-acid energy storage battery anode grids (延緩鉛酸蓄電池正極板柵腐蝕速率的方法)	our Company	2017106519097	PRC
44	Connection method for energy storage battery in container (集裝箱儲能電池的連線方法)	Huifeng Juneng, our Company	2016110054897	PRC
45	Lead-carbon colloidal battery colloidal electrolyte formula and its preparation method (鉛碳膠體電池膠體電解質配方及其製備方法)	Hubei Runyoung	2016106287165	PRC
46	Method of compounding electrode grating for lead-acid energy storage battery grating (鉛酸蓄電池板柵的極耳複合成型方法)	our Company	2016112331235	PRC
47	Undercharge loop formulation for matching lead carbon battery in energy storage scenarios (適用於儲能場景匹配鉛炭電池的欠充迴圈制式)	our Company	2016110055688	PRC
48	Multi-stage recirculation activation process for lead-acid energy storage battery for energy storage applications (貯能用鉛酸蓄電池多階段迴圈化成活化工藝)	our Company	2016110056089	PRC
49	Accelerated test method for sealing performance of lead-acid energy storage battery terminals (鉛酸蓄電池端子密封性能加速測試方法)	Hubei Runyoung	2016106301779	PRC
50	Fuel cell rechargeable gas supply conveying system (燃料電池可充裝式供氣匯流系統)	our Company	2016108093234	PRC

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No	Patent description	Owner	Patent number	Place of registration
51	Proton exchange membrane fuel cell modular cartridge integration system (質子交換膜燃料電池模組化插箱集成系統)	our Company	2016103063834	PRC
52	Lead-acid energy storage battery internal double buffer heat seal structure (鉛酸蓄電池內置雙緩衝熱封結構)	our Company	201610809322X	PRC
53	Lead-acid energy storage battery busbar soldering methods (鉛酸蓄電池匯流排焊接方法)	Hubei Runyoung	2016106286694	PRC
54	Connection method of conductive carbon felt and lead electrodes (導電碳氈與鉛質極耳的連接方法)	our Company	2016112332295	PRC
55	Preparation method of positive activator for lead-carbon battery for energy storage purposes (貯能用鉛碳電池正極活化物質的製備方法)	our Company	2016103072509	PRC
56	Lead-carbon coil battery for automotive start-stop applications (汽車起停用鉛碳捲繞蓄電池)	our Company	2016103070429	PRC
57	A high specific energy lead-acid battery production method (一種高比能量鉛酸電池製作方法)	our Company	2015106309723	PRC
58	Three-dimensional adjustable rechargeable pile coil inspection stand (三維可調式充電樁線圈檢測台基架)	Huifeng Juneng, our Company	2016101746282	PRC
59	Lead-acid energy storage battery negative plate production method (鉛酸蓄電池負極板製作方法)	our Company	2015105888220	PRC
60	Pneumatic lead pumping device for lead-acid energy storage battery production (鉛酸蓄電池製作用氣動泵鉛裝置)	our Company	2016100956762	PRC

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No	Patent description	Owner	Patent number	Place of registration
61	Preparation method of ultra capacitive graphene for lead-carbon battery (用於鉛炭電池的超電容石墨烯的製備方法)	our Company	2014102692929	PRC
62	Lead-acid energy storage battery for micro-hybrid automotive start-stop system (微混汽車起停系統用鉛酸蓄電池)	our Company	2014106671387	PRC
63	Lead-acid energy storage battery y lifting handle (鉛酸蓄電池托起提手)	our Company	2014102023883	PRC
64	Long life depleted liquid lead-acid energy storage battery production method (長壽命貧液式鉛酸蓄電池製作方法)	our Company	2014102121477	PRC
65	Humidification and anode exhaust gas treatment device for proton exchange membrane fuel cells (質子交換膜燃料電池增濕及陽極尾氣處理裝置)	our Company	2013107021911	PRC
66	Portable proton exchangeable membrane fuel cell power system (便攜式質子交換膜燃料電池電源系統)	our Company	2013105290059	PRC
67	A method of forming a gel battery (一種膠體電池配組方法)	our Company	2013102619312	PRC
68	A fuel cell backup power system for telecommunication application (一種基於通信用燃料電池備用電源系統)	Huifeng Juneng	2012105381937	PRC
69	Humidification device for proton exchange membrane fuel cell (質子交換膜燃料電池的增濕裝置)	Huifeng Juneng	2012104706575	PRC
70	Electrolyte dosing device (電解液定量注液裝置)	our Company	2012103957877	PRC

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### *Domain Names*

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

<u>No.</u>	<u>Owner</u>	<u>Domain name</u>	<u>Registration date</u>	<u>Expiry date</u>
1	Our Company	shuangdeng.com.cn	March 21, 2000	March 21, 2030
2	Our Company	chinashoto.com	January 28, 2005	January 28, 2027
3	Our Company	shotomall.com	March 2, 2017	March 2, 2028
4	Our Company	chinashoto.cn	January 28, 2005	January 28, 2027
5	Huifeng Juneng	shotsolar.com	February 10, 2014	February 10, 2030

Save as disclosed above, as of the Latest Practicable Date, there was no other trade or service mark, patent, intellectual or industrial property right which was material in relation to our business.

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### FURTHER INFORMATION ABOUT OUR DIRECTORS, SUPERVISORS AND SUBSTANTIAL SHAREHOLDERS

#### 1. Disclosure of Interests

Immediately following completion of the [REDACTED] (assuming that all the [REDACTED] is not exercised and no options are granted or exercised under the Employee Incentive Schemes), so far as our Directors are aware, none of our Directors, Supervisors and chief executive has any interest or short positions in our Shares, underlying Shares or debentures of our Company or any associated corporations (within the meaning of Part XV 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 (including interests and short positions which they are taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required to be notified to our Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of [REDACTED] Issuers contained in the Listing Rules.

#### 2. Substantial Shareholders

For the 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, see “Substantial Shareholders” in this document.

#### 3. Service Contracts

Each of our Directors and Supervisors has entered into a service contract with our Company. The principal particulars of these service contracts comprise (a) a term of three years commencing from the date of appointment; and (b) termination provisions in accordance with their respective terms. Our Directors may be re-appointed subject to Shareholders’ approval.

Save as disclosed above, none of our Directors and Supervisors has or is proposed to have entered into any service contract with any member of our Group (excluding contracts expiring or determinable by any member of our Group within one year without payment of compensation other than statutory compensation).

#### 4. Remuneration of Directors and Supervisors

Save as disclosed in the section headed “Directors, Supervisors and Senior Management” in this document and note 8 to the Accountants’ Report for the years ended December 31, 2022, 2023 and 2024, none of our Directors or Supervisors received other remunerations of benefits in kind from us.

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### 5. Employee Incentive Schemes

The following is a summary of the principal terms of the Employee Incentive Schemes approved and adopted by our Shareholders’ meeting in June 2019 and in December 2022, respectively and as amend from time to time (collectively, the “**Schemes**”). The terms of the Schemes are not subject to the provisions of Chapter 17 of the Listing Rules as the Schemes does not involve the grant of options by our Company after the [REDACTED]. Given the underlying Shares under the Employee Incentive Schemes had already been issued, there will not be any dilution effect to the issued Shares upon the vesting of the awards under the Employee Incentive Schemes.

As of the Latest Practicable Date, the Company had established three Employee Incentive Platforms, namely Taizhou Heying and Taizhou Hexin. Each of Taizhou Heying and Taizhou Hexin holds 19,000,000 Shares and 13,600,000 Shares directly, respectively. For the details of the Employee Incentive Platforms, please see “History, Development and Corporate Structure – Employee Incentive Schemes” in this document.

#### ***Objectives***

The purpose of the Schemes is to build an incentive mechanism for the employees of our Company, raising the competitiveness of our Company in the labour market. The Schemes also serve the purpose of attracting, stabilizing and recruiting future senior management and professionals.

#### ***Eligibility***

Pursuant to the scheme documents (the “**Scheme Documents**”) and the award offers (the “**Award Offers**”), participants of the Schemes include our Directors, Group’s core employees, senior management members and employees who had great contribution to the development of our Company. The Scheme Documents provided that the following employees may not be selected as participants to the Schemes (as applicable):

- Employees have terminated the employment relationship with the Group prior to expiration of service period (60 months from the respective grant date);
- Employees who have convicted of crime;
- Employees who have misconducted or commit damage to our Company’s interest;
- Employees who have misappropriated, stole and revealed our Company’s technology and secrets or made investment in competitors; and
- Employees who are otherwise not eligible according to the discretionary decision by the Board.

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### *Grant of Awards*

The general partner of each of Taizhou Heying and Taizhou Hexin is Taizhou Hechuang, the general partner of which is Taizhou Hanfu (wholly owned by Mr. Yang). Thus, in effect, all management powers and voting rights of the Employee Incentive Platforms reside with Taizhou Hechuang, indirectly, Mr. Yang.

All selected participants do not have any voting rights in our Company. The selected participants will be granted awards in the form of economic interest in the Employee Incentive Platforms conditional upon certain conditions as specified in Scheme Documents and the Award Offers and upon completion of payment with respective amount of exercise price, such selected participants will become a limited partner of Taizhou Heying or Taizhou Hexin.

Having comprehensively considered various factors such as position, number of years employed at our Company, salary and contribution to our Company, the Board determines the identities of the participants (the “**Participants**”), the amount of awards and subscription price of the awards. The Participants then sign an equity incentive agreement with the Company (if any), contribute the corresponding subscription price to the relevant Employee Incentive Platforms as capital contributions, and sign a partnership agreement with the other partners of the relevant Employee Incentive Platforms.

### *Administration of the Schemes*

Pursuant to the Schemes, Shareholders are responsible for approving the implementation, alteration and termination of the Schemes. Our Board is responsible for daily management of the Schemes, including, selection of Participants, number of awards to be granted, exercise price, and the execution and interpretation of the Schemes.

### *Disposals*

Pursuant to the terms of the Scheme Documents, unless otherwise required by the CSRC or the Stock Exchange, the selected participants shall be subject to a lock-up period of 36 months.

After the Company is listed and the lock-up period of the awards expires with more than two third partnership interest of the Employee Incentive Platforms mutually agreed, the Employee Incentive Platforms will reduce its equity interests in our Company. The Participants may request to reduce their shareholdings according to the relative shareholding ratio, and the consideration (after deduction of costs, transaction fees and taxes) from such sales of equity interest in our Company will be distributed to the Participants.

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### 6. Disclaimers

Save as disclosed in this document:

- (a) none of our Directors, Supervisors or any of the parties listed in the paragraph headed “— Other Information — 5. Qualifications 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 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 [REDACTED] and the [REDACTED], none of the parties listed in the paragraph headed “— Other Information — 5. Qualification of Experts” in 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;
- (c) none of our Directors or Supervisors 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; and
- (d) so far as is known to our Directors, none of our Directors or Supervisors or their respective close associates (as defined under the Listing Rules) or Shareholders who owns more than 5% of the issued shares of our Company has any interests in the five largest customers or the five largest suppliers of our Group.

### 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 any of our subsidiaries under the laws of the PRC.



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## STATUTORY AND GENERAL INFORMATION

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### 2. Litigation

As of the Latest Practicable Date, no member of our Group was involved in any litigation, arbitration or claim of material importance, and, so far as we are aware, no litigation, arbitration or claim of material importance is pending or threatened against any member of our Group, which would have a material adverse effect on our financial condition or results of operations, taken as a whole.

### 3. Joint Sponsors

The Joint Sponsors has made an application on behalf of our Company to the Hong Kong Stock Exchange for the [REDACTED] of, and permission to [REDACTED], our H Shares.

The each of the Joint Sponsors satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules. Each of the Joint Sponsors will receive a fee of US\$350,000 for acting as the sponsor for the [REDACTED].

### 4. Preliminary expenses

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

### 5. Qualifications of Experts

The qualifications of the experts (as defined under the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance) who have given opinions and/or advice in this document are as follows:

<u>Name</u>	<u>Qualifications</u>
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
Huatai Financial Holdings (Hong Kong) Limited	Licensed corporation under the SFO to conduct type 1 (dealing in securities), type 2 (dealing in futures contracts), type 3 (leveraged foreign exchange trading), type 4 (advising on securities), type 6 (advising on corporate finance), type 7 (providing automated trading services) and type 9 (asset management) regulated activities

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<b>Name</b>	<b>Qualifications</b>
CCB International Capital Limited	Licensed to conduct Type 1 (dealing in securities), Type 4 (advising on securities) and Type 6 (advising on corporate finance) of regulated activities as defined under the SFO
Ernst & Young	Certified Public Accountants and Registered Public Interest Entity Auditor
JC Master Law Offices	Company’s PRC legal advisor
Hogan Lovells	Company’s International Sanctions Legal Advisor
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Industry consultant

**6. Consents**

Each of the experts as referred to in the paragraph headed “— Other Information — 5. Qualifications of Experts” in this Appendix has given and has not withdrawn its respective written consents to the issue of this document with the inclusion of certificates, letters, opinions or reports and the references to its name included herein in the form and context in which it respectively included.

**7. Taxation of Holders of H Shares**

**(1) Hong Kong**

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty. The current rate charged on each of the purchaser and seller is 0.1% of the consideration or, if higher, the fair value of the H Shares being sold or transferred. For details, see “Appendix IV — Summary of Principal Legal and Regulatory Provisions” in this document.

**(2) Consultation with professional advisors**

Potential investors in the [REDACTED] are urged to consult their professional tax advisors if they are in any doubt as to the taxation implications of subscribing for, purchasing, holding or disposing of or dealing in our H Shares (or exercising rights attached to them). None of our Company, our Directors, the Joint Sponsors, the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], the [REDACTED], or any other person or party involved in the [REDACTED] accept responsibility for any tax effects on, or liabilities of, any person, resulting from the subscription, purchase, holding or disposal of, dealing in or the exercise of any rights in relation to our H Shares.

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### 8. No Material Adverse Change

Our Directors confirm that, as of the date of this document, there has been no material adverse change in the financial or [REDACTED] position of our Company since December 31, 2024.

### 9. Promoters

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

### 10. Restrictions on Repurchase

For details, see Appendices IV and V to this document.

### 11. Binding Effect

This document shall have the effect, if an application is made in pursuance of it, 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.

### 12. Bilingual Document

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

### 13. Miscellaneous

Save as otherwise disclosed in this document:

- (a) within the two years preceding the date of this document, (i) 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; and (ii) no commission, discount, brokerage or other special term has been granted in connection with the [REDACTED] or [REDACTED] of any shares of our Company;
- (b) no Share or loan capital of our Company, if any, is under option or is agreed conditionally or unconditionally to be put under option;
- (c) our Company has not issued nor agreed to issue any founder shares, management shares or deferred shares;

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- (d) our Company has no outstanding convertible debt securities or debentures;
- (e) there is no arrangement under which future dividends are waived or agreed to be waived;
- (f) there has been no interruption in our business which may have or have had a significant effect on the financial position in the last 12 months;
- (g) our Company is not presently [REDACTED] on any stock exchange or traded on any trading system; and
- (h) our Company is a joint stock limited company and is subject to the PRC Company Law.

**14. Resignation of Directors and Supervisors during the Track Record Period**

Mr. Yang and Mr. Zhou Ping (周平) resigned as Directors and Mr. Huang Xiaomin (黃曉敏) and Mr. Wang Zhaobin (王兆斌) resigned as Supervisors during the Track Record Period for the following reasons:

**(a) Mr. Yang**

Mr. Yang, aged 71, was appointed as a Director in December 2011. He voluntarily resigned in May 2021 due to his willing to transition to his retirement life. Mr. Yang has confirmed that he has no disputes with the Group.

**(b) Mr. Zhou Ping**

Mr. Zhou Ping, aged 52, was appointed as a Director in December 2011. He voluntarily resigned in January 2022 due to the need to devote more time for his other commitments and family. Mr. Zhou Ping has confirmed that he has no disputes with the Group.

**(c) Mr. Huang Xiaomin and Mr. Wang Zhaobin**

Each of Mr. Huang Xiaomin, aged 42, and Mr. Wang Zhaobin, aged 61, was appointed as a Supervisor in April 2018 and June 2020, respectively. Mr. Huang Xiaomin resigned in May 2021 due to the Expiration of the service term and Mr. Wang Zhaobin resigned in April 2023 due to his willing to transition to his retirement life. Each of Mr. Huang Xiaomin and Mr. Wang Zhaobin has confirmed that he has no disputes with the Group.