THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **ZCZL Industrial Technology Group Company Limited**, you should at once hand this circular and the enclosed form of proxy to the purchaser or transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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ZCZL Industrial Technology Group Company Limited
中創智領(鄭州)工業技術集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 00564)

AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ITS ANNEXES
EXPECTED DAILY RELATED PARTY TRANSACTIONS IN 2026
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2026
AND
NOTICE OF THE FIRST H SHARE CLASS GENERAL MEETING OF 2026

The Company will convene the EGM, A share class general meeting and H Share Class General Meeting at the Convention Centre of ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone, the PRC at 2:00 p.m. on Friday, 30 January 2026. The notice convening the EGM and H Share Class General Meeting is set out on pages 39 to 42 of this circular.

A form of proxy for use at the EGM and H Share Class General Meeting is enclosed to this circular and published on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company (www.zmj.com). Shareholders who intend to appoint a proxy to attend the EGM shall complete the form of proxy in accordance with the instructions printed thereon and return the same not less than 24 hours before the time appointed for holding the EGM and H Share Class General Meeting or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending the EGM and H Share Class General Meeting and voting in person if you so wish.

12 January 2026

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In this circular, the following expressions shall have the following meanings, unless the context requires otherwise:

"A Share Class General Meeting"	the first A share class general meeting of 2026 of the Company to be convened at the Convention Centre of ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone at 2:00 p.m. on Friday, 30 January 2026 or any adjournment thereof
"Articles of Association"	the Articles of Association of ZCZL Industrial Technology Group Company Limited
"Board"	the board of Directors of the Company
"China" or "PRC"	the People's Republic of China, which for the purposes of this circular, excludes Hong Kong, the Macau Special Administrative Region and Taiwan
"Company"	ZCZL Industrial Technology Group Company Limited (中創智領(鄭州)工業技術集團股份有限公司), a joint stock limited company incorporated in the PRC with limited liability, the Shares of which are listed on the main boards of the Hong Kong Stock Exchange and the Shanghai Stock Exchange (stock codes: 00564 and 601717)
"Company Law"	the Company Law of the People's Republic of China
"Director(s)"	the director(s) of the Company
"EGM"	the first extraordinary general meeting of 2026 of the Company to be convened at the Convention Centre of ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone, the PRC at 2:00 p.m. on Friday, 30 January 2026 or any adjournment thereof

"H Share Class General Meeting"	the first H share class general meeting of 2026 of the Company to be convened at the Convention Centre of ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone, the PRC at 2:00 p.m. on Friday, 30 January 2026 or any adjournment thereof
"H Share(s)"	overseas listed foreign invested Share(s) with a par value of RMB1.00 each in the share capital of the Company, which are listed on the Hong Kong Stock Exchange (stock code: 00564) and are subscribed for in HK dollars
"H Shareholder(s)"	holder(s) of H Share(s)
"HK$"	Hong Kong dollar, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"RMB"	Renminbi, the lawful currency of the PRC
"Share(s)"	the share(s) of RMB1.00 each of the Company
"Shareholder(s)"	holders of the share(s) of the Company
"Shareholders' Meeting Rules"	Rules of Procedure for Shareholders' Meetings of ZCZL Industrial Technology Group Company Limited

ZCZL Industrial Technology Group Company Limited
中創智領(鄭州)工業技術集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 00564)

Members of the Board
Executive Directors:
Mr. JIAO Chengyao
Mr. JIA Hao
Mr. MENG Hechao
Mr. LI Kaishun

Non-executive Director:
Mr. CUI Kai

Independent Non-executive Directors:
Mr. JI Feng
Mr. FANG Yuan
Ms. YAO Yanqiu

Registered Office
No. 167, 9th Street,
Zhengzhou Section
(Econ-Tech Development Zone)
of China (He'nan)
Pilot Free Trade Zone, the PRC

Principal Place of Business in Hong Kong
40/F, Dah Sing Financial Centre,
No. 248 Queen's Road East,
Wanchai, Hong Kong

12 January 2026

To the Shareholders

Dear Sir or Madam,

AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND ITS ANNEXES
EXPECTED DAILY RELATED PARTY TRANSACTIONS IN 2026
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2026
AND
NOTICE OF THE FIRST H SHARE CLASS GENERAL MEETING OF 2026

INTRODUCTION

The purpose of this circular is to provide you with the Notice of EGM and H Share Class General Meeting and, among others, other information, so as to enable you to make an informed decision to vote for or against the resolutions to be proposed at the EGM and H Share Class General Meeting.

Amendments to the Articles of Association and its annexes

Reference is made to the Company's announcement dated 22 December 2025 in relation to the proposed amendments to the Articles of Association and its annexes.

Pursuant to the Trial Measures for the Administration of Securities Issuance and Listing by Domestic Enterprises Overseas (《境內企業境外發行證券和上市管理試行辦法》) issued by the China Securities Regulatory Commission and relevant guidance documents, and in light of the actual circumstances of the Company, the Company proposes to make appropriate amendments to its Articles of Association and its annexes (Shareholders' Meetings Rules). The specific amendments to the Articles of Association and its annexes are detailed in the Appendix I.

EXPECTED DAILY RELATED PARTY TRANSACTIONS IN 2026

An ordinary resolution will be proposed at the EGM to approve the resolution on the Expected Daily Related Party Transactions in 2026.

In the course of its daily production and business operations, the Company expected continuing daily related party transactions involving the procurement and sale of raw materials, components, and goods with relevant related parties throughout 2026, and the amount of such transactions is expected to reach 0.5% of the Company's latest audited net assets. Pursuant to the relevant provisions of Chapter 14A of the Listing Rules, the expected daily related party transactions in 2026 are not subject to Shareholders' approval, but is subject to Shareholders' approval at the EGM in accordance with the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange and the Guideline No. 5 on Self-discipline Supervision of Listed Companies of the Shanghai Stock Exchange Transactions and Related Party Transactions, and other relevant regulations.

Details of the report on expected daily related party transactions in 2026 are set out in the appendix II of this circular.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 27 January 2026 to Friday, 30 January 2026 (both days inclusive), during which period no transfer of Shares will be registered. H Shareholders whose names appear on the register of members of the Company on Friday, 30 January 2026 are entitled to attend the EGM and H Share Class General Meeting. H Shareholders of the Company who intend to attend the EGM and H Share Class General Meeting but have not yet registered are required to deposit the transfer documents together with relevant share certificates at the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on Monday, 26 January 2026.

VOTING AT THE EGM AND H SHARE CLASS GENERAL MEETING

According to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the shareholders' meeting of the Company shall be taken by poll except where the chairman, acting in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. As such, the chairman of the EGM and H Share Class General Meeting will, pursuant to the Articles of Association, demand vote by poll for resolution proposed at the EGM and H Share Class General Meeting.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no shareholders are required to abstain from voting on the resolutions to be proposed at the EGM and H Share Class General Meeting.

During a poll vote, any Shareholder present in person or by proxy (in the case of a Shareholder being a corporation, by its duly authorised representative) shall have one vote for each Share registered in the Shareholder's name in the register of members. According to the Articles of Association, a Shareholder (including proxy) entitled to two or more votes is under no obligation to cast all his/her votes for or against any resolution.

RECOMMENDATIONS

The Board is of the view that the resolutions mentioned above are in the best interests of the Company and its Shareholders. Therefore, the Board recommends the Shareholders to vote for the relevant resolutions to be proposed at the EGM and H Share Class General Meeting as set out in the notice of the EGM and H Share Class General Meeting.

By Order of the Board
ZCZL Industrial Technology Group Company Limited
JIAO Chengyao
Chairman

Comparison Table of Amendments to the Company's Articles of Association and Its Annexes

Amendments to the Articles of Association

Original Articles	Amended Articles
Chapter 2 Objectives and Scope of Business	**Chapter 2 Objectives and Scope of Business**
Article 14 Subject to registration in accordance with laws, the Company's scope of business includes: general items: manufacturing of mining machinery; sales of mining machinery; manufacturing of environmental protection special equipment; manufacturing of general equipment (excluding manufacturing of special equipment); manufacturing of mechanical and electrical equipment; research and development of mechanical equipment; sales of mechanical equipment; mechanical parts, processing of parts; mechanical parts, sales of parts; manufacturing of mold; sale of mold; sale of metal material; sales of coal and coal products; software development; sales of software; operation and maintenance of information system services; technical services, technology development, technical consultation, technical exchange, technology transfer, promotion of technology; enterprise management consulting; business training (excluding education training, vocational skills training, etc. that require a license); import and export of cargo; import and export of technology; import and export agency; leasing of machinery and equipment; housing leasing; non – residential real estate leasing; land use right leasing.	**Article 14** Subject to registration in accordance with laws, the Company's scope of business includes: general items: manufacturing of mining machinery; sales of mining machinery; manufacturing of environmental protection special equipment; manufacturing of general equipment (excluding manufacturing of special equipment); manufacturing of mechanical and electrical equipment; research and development of machinery and equipment; sales of machinery and equipment; processing of mechanical parts and components; sales of mechanical parts and components; manufacturing of molds; sales of molds; sales of metal materials; sales of coal and coal products **(within prohibited combustion zones, excluding raw coal, bulk coal, coal gangue, coal slurry, coal powder, coal-water slurry, briquette, coke, semi-coke, etc.)**; software development; sales of software; operation and maintenance services of information systems; technical services, technology development, technical consultation, technical exchange, technology transfer and technology promotion; enterprise management consulting; business training (excluding education training, vocational skills training and other training requiring permits); import and export of goods; import and export of technology; import and export agency; leasing of machinery and equipment; leasing of residential properties; leasing of non-residential real estate; leasing of land use rights.
Chapter 3 Shares	**Chapter 3 Shares**
Section 1 Issuance of Shares	**Section 1 Issuance of Shares**
Article 15 The Company shall have ordinary shares; it may have other kinds of shares according to its needs, upon approval of the company examination and approval authorities authorized by the State Council, and still subject to provisions of applicable laws, regulations and rules.	**Article 15** The Company shall have ordinary shares; subject to its needs, **other classes of shares may be established in accordance with the provisions of laws, administrative regulations and the regulatory rules of the place where the Company is listed**.

Original Articles	Amended Articles
Article 18 Shares issued by the Company to domestic investors for subscription in Renminbi shall be referred to as domestic shares. Shares issued by the Company to overseas investors for subscription in foreign currency shall be referred to as overseas listed foreign shares (the "H shares"). ~~Both the holders of the domestic shares and H shares are holders of the ordinary shares and shall have the same obligations and rights.~~ ~~The Company's holders of domestic-invested shares shall transfer their shares to overseas investors for overseas listing and trade upon approval of the China Securities Regulatory Commission. Listing and trade of transferred shares in overseas stock exchange(s) shall comply with the supervision procedures, provisions and requirements of overseas securities market(s). Such circumstance does not need to hold a class meeting for voting.~~	**Article 18** Shares issued by the Company to domestic investors for subscription in Renminbi shall be referred to as domestic shares. Shares issued by the Company to overseas investors for subscription in foreign currency shall be referred to as overseas listed foreign shares (the "H shares"). **Unless otherwise provided by applicable laws, regulations and the securities regulatory rules of the place where the Company's shares are listed, domestic shares and foreign shares shall not be regarded as different classes of shares.**
Chapter 6 Shareholders and Shareholders' General Meeting	**Chapter 6 Shareholders and Shareholders' General Meeting**
Section 4 Convening of Shareholders' General Meeting	**Section 4 Convening of Shareholders' General Meeting**
~~**Article 76** When shareholders request the convening of class meeting(s), of an extraordinary general meeting or any class meeting, the following procedures shall be followed:~~ ~~(I) Two or more shareholders together holding more than 10% (inclusive) or more of the shares carrying the right to vote at such proposed meeting can request the Board to convene a class meeting by signing one or several copies of written request(s) in the same form and content requesting the Board to convene class meeting, and stating the motions and resolutions proposed. The Board shall proceed as soon as possible to convene a class meeting after receipt of such requisitions. The number of shareholders referred to above shall be calculated as of the date of the requisitions.~~	**Deleted**

Original Articles	Amended Articles
~~(II) If the Board fails to issue a notice of such a meeting within thirty (30) days from the date of the receipt of the requisitions, the requisitionists may themselves convene such a meeting in a manner as similar as possible to the manner in which shareholders' general meetings are convened by the Board within four (4) months from the date of the receipt of the requisitions by the Board.~~ ~~The requisitionists shall be compensated by the Company for any reasonable expenses incurred by the requisitionists by reason of failure by the Board to duly convene a meeting, and any sum so compensated shall be set-off against sums owed by the Company to the defaulting Directors.~~	
Section 5 Proposal and Notice at Shareholders' General Meeting	**Section 5 Proposal and Notice at Shareholders' General Meeting**
Article 84 The notice of the general meeting shall ~~meet the following requirements:~~ (1) ~~be in writing;~~ ~~(2)~~ ~~specify~~ the date, place and period of the meeting; ~~(3)~~ ~~state~~ the matters and proposals to be discussed at the meeting; ~~(4) provide such information and explanation as are necessary for the shareholders to make an informed decision on the proposals put before them. Without limiting the generality of the foregoing, where a proposal is made to amalgamate the Company with another, to repurchase the shares of the Company, to reorganize its share capital, or to restructure the Company in any other way, the terms of the proposed transaction must be provided in detail together with copies of the proposed contract, if any, and the cause and effect of such proposal must be properly explained;~~	**Article 83** The notice of the general meeting shall **include the following contents:** (1) the date, place and period of the meeting; **(2)** the matters and proposals to be discussed at the meeting;

Original Articles	Amended Articles
~~(5) contain a disclosure of the nature and extent, if any, of the material interests of any Director, general manager and other senior management in the proposed transaction and the effect which the proposed transaction will have on them in their capacity as shareholders in so far as it is different from the effect on the interests of shareholders of the same class;~~ ~~(6) contain the full text of any special resolution to be proposed at the meeting;~~ ~~(7)~~ contain a conspicuous statement: that a shareholder ~~entitled to attend and vote at such meeting is entitled to appoint one or more proxies to attend and vote at such meeting on his behalf and that a proxy~~ does not need to be a shareholder of the Company; ~~(8) specify the time and place for lodging proxy forms for the relevant meeting;~~ ~~(9)~~ the date of registration of equity entitlements for shareholders having the right to attend the general meeting; ~~(10)~~ the names and contact telephone numbers of the contact persons in connection with the meeting; ~~(11) specify~~ the time and procedures for internet voting or other voting method. All details of all proposals shall be disclosed in the Notice of General Meeting of Stockholders and the Supplementary Notice fully and completely.....	**(3)** contain a conspicuous statement: **all shareholders shall have the right to attend the meetings of shareholders and may appoint a proxy in writing to attend the meetings and vote on their behalf, and such proxy need not** be a shareholder of the Company. **(4)** the date of registration of equity entitlements for shareholders having the right to attend the general meeting; **(5)** the names and contact telephone numbers of the contact persons in connection with the meeting; **(6)** the time and procedures for internet voting or other voting method. All details of all proposals shall be disclosed in the Notice of General Meeting of Stockholders and the Supplementary Notice fully and completely.....
Section 8 Special Procedures for Voting by Class Shareholders	**Delete the whole section**

Amendments to the Shareholder's Meeting Rules

Original Articles	Amended Articles
Article 16 Notice by the Company shall be dispatched twenty (20) days prior to the date of the meeting and notice of an extraordinary meeting by the Company shall be dispatched fifteen (15) days prior to the date of the meeting to all shareholders of such class whose names appeared on the register of members, specifying the matters to be considered and the date and place of the meeting. ~~When the Company calculates the period of the meeting, the date of the meeting shall not be included. A business day in the Articles of Association shall mean a day on which the Hong Kong Stock Exchange is open for business for dealing in securities.~~	**Article 16** Notice by the Company shall be dispatched twenty (20) days prior to the date of the meeting and notice of an extraordinary meeting by the Company shall be dispatched fifteen (15) days prior to the date of the meeting to all shareholders of such class whose names appeared on the register of members, specifying the matters to be considered and the date and place of the meeting.
Article 18 The notice and supplementary notice of the shareholders' meeting shall meet the following requirements: (1) ~~made in writing;~~ ~~(2)~~ ~~specify~~ the time, place and duration of the meeting; ~~(3)~~ ~~set out~~ the matters and proposals to be submitted for consideration at the meeting; ~~(4)~~ ~~provide shareholders with the information and explanations necessary to enable them to make informed decisions on the matters to be discussed; this principle includes (but is not limited to) where the Company proposes a merger, share repurchase, capital restructuring or other reorganization, the specific terms and contracts (if any) of the proposed transaction shall be provided, together with a serious explanation of its causes and consequences.~~	**Article 18** The notice and supplementary notice of the shareholders' meeting shall meet the following requirements: (1) the time, place and duration of the meeting; **(2)** the matters and proposals to be submitted for consideration at the meeting;

Original Articles	Amended Articles
~~(5) contain a disclosure of the nature and extent of the material interests of any director, manager and senior management in the proposed transaction and the effect which the proposed transaction will have on them in their capacity as shareholders insofar as it is different from the effect on interests of shareholders of the same class;~~	**(3)** contain a conspicuous statement: **all shareholders shall have the right to attend the general meetings of shareholders and may appoint a proxy in writing to attend the meetings and vote on their behalf, and such proxy need not** be a shareholder of the Company.
~~(6) contain the full text of any special resolution to be proposed at the meeting;~~	**(4)** the date of registration of equity entitlements for shareholders having the right to attend the general meeting;
~~(7)~~ contain a conspicuous statement: that a shareholder ~~entitled to attend and vote at such meeting is entitled to appoint one or more proxies to attend and vote at such meeting on his behalf and that a proxy~~ does not need to be a shareholder of the Company;	**(5)** the names and contact telephone numbers of the contact persons in connection with the meeting;
~~(8) specify the time and place for lodging proxy forms for the relevant meeting;~~	**(6) specify the time and procedures for internet voting or other voting method**
~~(9)~~ the date of registration of equity entitlements for shareholders having the right to attend the general meeting;	The notice convening shareholders' meeting and its supplementary notice shall fully and completely disclose the specific contents of all motions, and provide all data or explanation necessary for the shareholders to make reasonable judgment towards the matters to be discussed.
~~(10)~~ the names and contact telephone numbers of the contact persons in connection with the meeting;	The interval between the deadline for registration of shareholding and the date of the meeting shall not be over 7 working days. Once such deadline is confirmed, it shall not be changed.
The notice convening shareholders' meeting and its supplementary notice shall fully and completely disclose the specific contents of all motions, and provide all data or explanation necessary for the shareholders to make reasonable judgment towards the matters to be discussed.	
The interval between the deadline for registration of shareholding and the date of the meeting shall not be over 7 working days. Once such deadline is confirmed, it shall not be changed.	

Original Articles	Amended Articles
New added	**Article 48** Where the Company repurchases ordinary shares for the purpose of reducing registered capital by issuing preference shares to non-specific investors, or repurchases ordinary shares from specific shareholders of the Company by issuing preference shares to specific investors as a means of payment, the resolution on the repurchase of ordinary shares shall be passed at the general meeting by not less than two-thirds of the voting rights held by the shareholders present at the meeting. The Company shall publish an announcement of such resolution on the day following the general meeting at which the resolution on the repurchase of ordinary shares is passed.
Article 49 Shareholders holding different classes of shares shall be class shareholders. Class shareholders shall enjoy rights and assume obligations in accordance with laws, administrative regulations and the Articles of Association of the Company.	**Deleted**
Article 50 Where the Company proposes to vary or abrogate the rights of class shareholders, such proposal shall be subject to approval by way of a special resolution at the general meeting and by the affected class shareholders at the class shareholders' meeting convened respectively pursuant to Articles 52 to 56 of these Rules.	**Deleted**
Article 51 The following circumstances shall be deemed to constitute a variation or abrogation of the rights of class shareholders: (1) to increase or reduce the number of shares of such class, or to increase or reduce the number of shares of another class having the same or more voting rights, distribution rights or other privileges as those enjoyed by such class of shares; (2) to convert all or part of the shares of such class into another class, or to convert all or part of the shares of another class into such class of shares, or to grant such conversion rights;	**Deleted**

Original Articles	Amended Articles
(3) to cancel or reduce the rights of such class of shares to receive accrued dividends or cumulative dividends; (4) to reduce or cancel the rights of such class of shares to receive preferential dividends or to receive preferential distribution of property upon liquidation of the Company; (5) to increase, cancel or reduce the rights of such class of shares to convert into shares, options, voting rights, transfer rights, pre-emptive rights, or rights to acquire securities of the Company; (6) to cancel or reduce the rights of such class of shares to receive payments from the Company in a specific currency; (7) to create a new class of shares having the same or more voting rights, distribution rights or other privileges as those enjoyed by such class of shares; (8) to impose restrictions on the transfer or ownership of such class of shares or to increase such restrictions; (9) to issue subscription rights or conversion rights in respect of such class of shares or another class of shares; (10) to increase the rights and privileges of other classes of shares; (11) where a reorganization plan of the Company would result in class shareholders bearing liabilities disproportionately in the reorganization; (12) to amend or abrogate the provisions stipulated in this Chapter.	

Original Articles	Amended Articles
Article 52 Affected class shareholders, whether or not they originally had voting rights at the general meeting, shall have voting rights at the class shareholders' meeting in respect of matters referred to in items (2) to (8) and (11) to (12) of Article 51, provided that interested shareholders shall not have voting rights at the class shareholders' meeting. The term "interested shareholders" referred to in the preceding paragraph shall have the following meanings: (1) where the Company makes a repurchase offer to all shareholders on a pro rata basis in accordance with Article 31 of the Articles of Association, or repurchases its own shares through public trading on a stock exchange, "interested shareholders" shall mean the controlling shareholder as defined in the Articles of Association; (2) where the Company repurchases its own shares by agreement outside a stock exchange in accordance with Article 31 of the Articles of Association, "interested shareholders" shall mean the shareholders involved in such agreement; (3) in the case of a reorganization plan of the Company, "interested shareholders" shall mean shareholders who bear liabilities at a lower proportion than other shareholders of such class, or shareholders who have different interests from other shareholders of such class.	**Deleted**
Article 53 Resolutions of a class shareholders' meeting shall be passed only if approved by not less than two-thirds of the voting rights held by the shareholders present at the class shareholders' meeting who are entitled to vote pursuant to Article 52.	**Deleted**

Original Articles	Amended Articles
Article 54 When convening a class shareholders' meeting, the Company shall issue a notice twenty days before the annual general meeting or fifteen days before an extraordinary general meeting, informing all registered shareholders of such class of the matters proposed to be considered at the meeting as well as the date and place of the meeting.	**Deleted**
Article 55 The notice of a class shareholders' meeting need only be delivered to shareholders entitled to vote at such meeting. Class shareholders' meetings shall be conducted in procedures as similar as possible to those of general meetings of shareholders, and the provisions of the Articles of Association relating to the procedures for holding general meetings shall apply to class shareholders' meetings.	**Deleted**
Article 56 Except for shareholders of other classes of shares, holders of domestic shares and holders of overseas listed foreign shares shall be deemed to be shareholders of different classes. The following circumstances shall not be subject to the special procedures for class shareholders' voting: (1) where, upon approval by way of special resolution at the general meeting, the Company issues domestic shares and overseas listed foreign shares separately or concurrently once every twelve months, provided that the number of domestic shares and overseas listed foreign shares proposed to be issued does not exceed twenty percent of the respective number of shares of such class already issued and outstanding; (2) where the plan for issuing domestic shares and overseas listed foreign shares at the time of the establishment of the Company is completed within fifteen months from the date of approval by the China Securities Regulatory Commission; (3) where, as referred to in Article 18 of the Articles of Association, and upon approval by the China Securities Regulatory Commission, shareholders of domestic shares transfer their shares to overseas investors and such shares are listed and traded on an overseas stock exchange.	**Deleted**

As certain chapters and articles have been deleted, resulting in changes to the numbering of chapters and articles, the relevant chapters and articles of the amended Articles of Association and the Rules of Procedure for Shareholders' Meetings shall be adjusted accordingly. Where articles make cross-references to one another, the numbering of such articles shall be correspondingly changed and will not be set out one by one.

Report on Expected Daily Related Party Transactions in 2026

In accordance with the relevant requirements of the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange and the Guideline No. 5 on Self-discipline Supervision of Listed Companies of the Shanghai Stock Exchange – Transactions and Related Party Transactions, the estimated daily related party transactions of the Company in 2026 are reported as follows:

I. BASIC INFORMATION ON DAILY RELATED PARTY TRANSACTIONS

(I) Procedures of Consideration for Performance of Daily Related Party Transactions

The Company held the 12th meeting of the sixth session of the board of directors on 22 December 2025, at which the "Resolution on the Expected Daily Related Party Transactions in 2026" was considered and approved with the voting results of 8 votes in favor, 0 votes against and 0 abstentions.

The above resolution was considered and approved at the fifth meeting of 2025 of the special meeting of independent directors of the sixth session of the board of directors of the Company, and all independent directors unanimously agreed to submit the above proposal to the board of directors of the Company for consideration.

In accordance with the relevant requirements of the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange and the Guideline No. 5 on Self-discipline Supervision of Listed Companies of the Shanghai Stock Exchange – Transactions and Related Party Transactions, the matter for the estimated daily related party transactions of the Company in 2026 shall be submitted to the general meeting for consideration and approval.

(II) Forecast and Implementation Status of Previous Daily Related Party Transactions

The Company convened its 11th meeting of the sixth session of the board of directors on 8 January 2025 and its 2025 first EGM on 17 April 2025, at which the "Resolution on the Expected Daily Related Party Transactions in 2025" was considered and approved; On 28 August 2025, the Company convened the 16th meeting of the sixth board of directors, at which the "Resolution on Increasing the Expected Daily Related Party Transactions in 2025". Pursuant to the aforementioned resolutions, the Company's expected daily related party transactions in aggregate in 2025 is RMB3,853.6 million.

From January to October 2025, the actual daily related party transactions of the Company amounted to RMB2,447.3692 million, which is detailed as bellow:

Unit: RMB'0,000

Type of related party transaction	Related parties	Estimated amount for 2025	Actual amount incurred in 2025 (January to October)	Reasons for the large difference between the estimated amount and the actual amount in the previous year
Purchase of goods and receipt of services from related parties	Zhengzhou Suda Industrial Machinery Service Co., Ltd. (including subsidiaries, the same below)	23,865.00	10,453.82	Changes in the market, executing transactions based on actual demand
	Nanjing Bestway Intelligent Control Technology Co., Ltd. (including subsidiaries, the same below)	10,000.00	6,055.43	
	Anyang Iron & Steel Group Co., Ltd. (including subsidiaries, the same below)	240,000.00	148,899.86	Changes in the market, executing transactions based on actual demand
	Yizheng Nahuan Technology Co., Ltd.	8,000.00	6,280.23	
	NPR ASIMCO Powdered Metals Manufacturing (Yizheng) Co., Ltd.		1,637.52	
	Jiangsu Province Yizheng Piston Ring Co., Ltd.	8,400.00	234.92	
	ZMJ Tezhong Duanya Manufacturing Co., Ltd.		1,010.13	
	Others		2,943.69	
	Subtotal	**290,265.00**	**177,515.59**	
Sales of goods and rendering of services to related parties	Zhengzhou Suda Industrial Machinery Service Co., Ltd.	11,900.00	9,972.77	
	Anyang Iron & Steel Group Co., Ltd.	55,000.00	48,613.71	
	Other related parties	5,500.00	3,016.79	
	Subtotal	**72,400.00**	**61,603.27**	
Other related party transactions (leasing)	Other related parties	695.00	618.06	
	Subtotal	**695.00**	**618.06**	
Total		**363,360.00**	**239,736.92**	

Type of related party transaction	Related parties	Estimated factoring amount for 2025	Estimated interest income for 2025	Actual factoring amount incurred in 2025	Actual interest income in 2025	Reasons for the large difference between the estimated amount and the actual amount
Commercial factoring business	Zhengzhou Suda Industrial Machinery Service Co., Ltd.	10,000.00	300	0	0	Due to market changes, there is no business requirement for this year
	Other related parties	12,000.00	360	5,000.00	70.35	Changes in the market, executing transactions based on actual demand
Total		**22,000.00**	**660.00**	**5,000.00**	**70.35**	

(III) Estimated Amount and Category of the Current Daily Related Party Transactions

The breakdown of the daily related party transactions of the Company in 2026 is as follows:

Unit: RMB'0,000

Type of related party transaction	Related parties	Estimated amount for 2026	Percentage of similar business (%)	Actual amount incurred in 2025 (January to October)	Percentage of similar business (%)	Reasons for the large difference between the estimated amount in 2026 and the actual amount in the previous year
Purchase of goods and receipt of services from related parties	Zhengzhou Suda Industrial Machinery Service Co., Ltd.	35,754.00	0.99	10,453.82	0.40	Expected increase in business demand
	Nanjing Bestway Intelligent Control Technology Co., Ltd.	8,000.00	0.22	6,055.43	0.23	
	Anyang Iron & Steel Group Co., Ltd.	300,000.00	8.32	148,899.86	5.73	Note 1
	NPR ASIMCO Powdered Metals Manufacturing (Yizheng) Co., Ltd.	2,000.00	0.06	1,637.52	0.06	
	Yizheng Nahuan Technology Co., Ltd.	7,500.00	0.21	6,280.23	0.24	
	Jiangsu Province Yizheng Piston Ring Co., Ltd.	400.00	0.01	234.92	0.01	
	ZMJ Tezhong Duanya Manufacturing Co., Ltd.	3,500.00	0.10	1,010.13	0.04	Expected increase in business demand
	Jiyuan Fengze Precision Manufacturing Co., Ltd.	10,000.00	0.28	2,205.90	0.08	Expected increase in business demand
	Other related parties	1,000.00	0.03	737.79	0.03	
	Subtotal	**368,154.00**	**10.22**	**177,515.59**	**6.83**	

Type of related party transaction	Related parties	Estimated amount for 2026	Percentage of similar business (%)	Actual amount incurred in 2025 (January to October)	Percentage of similar business (%)	Reasons for the large difference between the estimated amount in 2026 and the actual amount in the previous year
Sales of goods and rendering of services to related parties	Zhengzhou Suda Industrial Machinery Service Co., Ltd.	17,200.00	0.37	9,972.77	0.38	Expected increase in business demand
	Anyang Iron & Steel Group Co., Ltd.	65,000.00	1.40	48,613.71	1.87	Expected increase in business demand
	Taiyuan Hengda Intelligent Control Technology Co., Ltd.	3,000.00	0.06	2,281.25	0.09	
	Shaanxi Shaanmei Zhongchuang Intelligent Control Technology Co., Ltd.	32,000.00	0.69	–	–	Expected increase in business demand
	Other related parties	2,500.00	0.05	735.53	0.03	
	Subtotal	**119,700.00**	**2.58**	**61,603.27**	**2.37**	
Other related party transactions (leasing)	Zhengzhou Suda Industrial Machinery Service Co., Ltd.	205.00	–	190.48	–	
	ZMJ Tezhong Duanya Manufacturing Co., Ltd.	60.00	–	51.24	–	
	Yizheng Nahuan Technology Co., Ltd.	200.00	–	131.24	–	
	Jiangsu Province Yizheng Piston Ring Co., Ltd.	80.00	–	140.68	–	
	Subtotal	**545.00**	**0.01**	**618.06**	**0.01**	
Total		**488,399.00**	**12.81**	**239,736.92**	**9.20**	

The expected daily related party transactions of commercial factoring business in 2026 is as follows:

Type of related party transaction	Related parties	Estimated factoring amount for 2026	Estimated interest income for 2026	Actual factoring amount incurred in 2025 (January to October)	Actual interest income in 2025 (January to October)	Reasons for the large difference between the estimated amount and the actual amount
Commercial factoring business	Zhengzhou Suda Industrial Machinery Service Co., Ltd.	10,000.00	300	0	0	Expected increase in business demand
	Other related parties	12,000.00	360	5,000.00	70.35	
Total		**22,000.00**	**660.00**	**5,000.00**	**70.35**	

Note 1: The Company convened its 12th meeting of the sixth session of the board of directors on 12 March 2025 and its 2025 second EGM on 17 June 2025, at which the following resolutions were considered and approved: Resolution on Ratification of Daily Related Party Transactions for 2022-2024, Entering Into the 2025-2027 Framework Agreement for Continuing Related Party Transactions, and Approval of the Agreed Maximum Amount. It was agreed to sign the Commodities and Services Framework Agreement with Ansteel Group and to approve the annual caps for daily related party transactions with Ansteel Group from 2025 to 2027, in which, the expected amount for purchasing goods and receiving services from Ansteel Group in 2026 will amount to RMB3,000 million, while the expected amount for selling goods to Ansteel Group will amount to RMB500 million. Within the expected daily related party transaction caps in 2026, the expected amount for sale of goods to Ansteel Group is RMB650 million, representing an increase by RMB150 million as compared to the expected amount approved at the 2025 second EGM, which is primarily attributable to the increase in the sales to Ansteel Group resulting from the recent increase of Zhengzhou Coal Mining Machinery Group Material Trading Co., Ltd., a wholly-owned subsidiary of the Company, in the trade of steel billets (primarily continuous cast billets, i.e., products obtained by casting molten steel through continuous casting machines, serving as intermediate products in steel production and fundamental materials for manufacturing steel plates and other steel products). Excluding the 2026 daily related party transaction cap with Ansteel Group which was approved at the 2025 second EGM of the Company, the expected cap for the 2026 daily related party transaction is estimated to increase by RMB1,603.990 million.

II. INTRODUCTION AND RELATIONSHIP WITH RELATED PARTIES

1. Zhengzhou Suda Industrial Machinery Service Co., Ltd. ("Suda")

Name of the enterprise	Zhengzhou Suda Industrial Machinery Service Co., Ltd.
Unified social credit identifier	91410100692197704R
Type	Joint stock limited company (listed, invested or controlled by natural person)
Legal representative	Li Xiyuan
Registered capital	RMB76,000,000
Date of establishment	7 July 2009
Term of business	7 July 2009 to indefinite
Domicile	West of the intersection of Huanghai Road and Planned Gongye No. 5 Street, Zhengzhou Airport Economic Comprehensive Experimental Zone, Henan Province
Scope of business	Sales of special machinery accessories for coal mine, engineering and tunnel construction; production, repair and maintenance of special machinery and equipment for coal mine, engineering and tunnel construction; leasing and sales of coal mining equipment; technical services for complete set of coal mining equipment; hydraulic hose assembly buckling installation; sales of hydraulic hoses, connectors and other hydraulic components; technology development and technical services for fluid connection safety protection products; sales of liquid connection safety protection products; recycling and reuse of waste materials; recycling and reuse of recycled materials; being engaged in import and export of goods and technology.

Related party relationship with the Company	The Company holds a 14.87% of shares in Suda. The Company nominated Zhang Yichen, the secretary to the Board, to serve as a director of Suda, and Sudar holds a 16.79% equity interest in ZMJ Intelligent Mining Face Technology Co., Ltd., an indirect holding subsidiary of the Company. Suda is an related legal person of the Company.

2. Nanjing Bestway Intelligent Control Technology Co., Ltd. ("Bestway Intelligent Control")

Name of the enterprise	Nanjing Bestway Intelligent Control Technology Co., Ltd.
Unified social credit identifier	91320115663777275W
Type	Joint stock limited company (listed)
Legal representative	Yu Shengli
Registered capital	RMB132,069,840
Date of establishment	13 August 2007
Term of business	13 August 2007 to indefinite
Domicile	No. 50 Baoxiang Road, Jiangning Binjiang Economic Development Zone, Nanjing

Scope of business	Development, production, sales and technical services of network equipment, communication equipment, mining communication equipment and electronic products; design, construction and system integration of communication engineering, computer network, mechanical and electrical engineering, coal mine automation engineering; software development; security engineering design and construction; general instrument manufacturing. (For items subject to approval in accordance with the law, business activities can only be carried out after approval by relevant authorities.) General items: intelligent control system integration; manufacture of intelligent vehicle equipment; sales of intelligent vehicle equipment; research and development of intelligent robots; sales of intelligent robots; manufacture of intelligent instruments and gauges; sales of intelligent instruments and gauges; artificial intelligence industry application system integration services; manufacture of mining machinery; sales of mining machinery; manufacture of general equipment (excluding special equipment manufacturing); sales of motor vehicles; retail of motor vehicle parts and accessories (except for items subject to approval according to law, business activities shall be carried out independently according to law with business license)
Related party relationship with the Company	The Company holds approximately 5.98% of the shares of Bestway Intelligent Control, and the Company nominated Wang Yongqiang, deputy general manager of the Company, to serves as a director of Bestway Intelligent Control. Therefore, Bestway Intelligent Control is a related legal person of the Company.

3. Anyang Iron & Steel Group Co., Ltd. ("Anyang Iron & Steel Group")

Name of the enterprise	Anyang Iron & Steel Group Co., Ltd.
Unified social credit identifier	91410000706780942L
Type	Limited liability company (sole proprietorship invested or controlled by non-natural person)
Legal representative	Bo Xuebin
Registered capital	RMB3,771,936,400
Date of establishment	27 December 1995
Term of business	27 December 1995 to indefinite
Domicile	Meiyuanzhuang, Yindu District, Anyang Municipality

Scope of business	Export of self-produced products and related technologies of the Company; import of raw and auxiliary materials, machinery and equipment, instruments and meters, spare parts and related technologies required for production and scientific research of the Company itself; processing of imported materials and "Three Import and One Compensation Trading" business of the Company itself. Production and sales of beverage, purified water, frozen beverage and house leasing (operation of the above shall be limited to branches with a valid license). Operation of state-owned assets authorized by the government, production and operation of metallurgical products and by-products, steel extension products, chemical products (excluding flammable, explosive and dangerous goods), metallurgical auxiliary materials, machining products, agricultural and sideline products (excluding cotton, tobacco, cocoon and grain); design, manufacture and operation of metallurgical electromechanical equipment, technical services, collaboration and consulting services; leveraging its own television stations, publication of domestic television advertisements and undertaking classified television advertising business. Sales of home appliances and accessories, cultural and sports goods, broadcasting and television equipment; accommodation, catering, tourism management, software and information technology services; bidding agent.
Related party relationship with the Company	Anyang Iron & Steel Group is a subsidiary actually controlled by Henan State-owned Capital Operation Group Co., Ltd. (河南國有資本運營集團有限公司) ("Henan Capital Group"), a shareholder holding more than 5% of the Company's shares, through Henan Iron and Steel Group Co., Ltd. (河南鋼鐵集團有限公司), and is a related legal person of the Company.

4. NPR ASIMCO Powdered Metals Manufacturing (Yizheng) Co., Ltd. ("Yizheng NPR")

Name of the enterprise	NPR ASIMCO Powdered Metals Manufacturing (Yizheng) Co., Ltd.
Unified social credit identifier	91321081058652714C
Type	Limited liability company (foreign investment, non-sole proprietorship)
Legal representative	Liu Qianxi
Registered capital	US$8,800,000
Date of establishment	13 December 2012
Term of business	13 December 2012 to 12 December 2062
Domicile	18 Kangmin Road, Automobile Industrial Park, Yizheng City, Jiangsu Province
Scope of business	Manufacture of powder metallurgy valve seat rings and their parts for automobiles, motorcycles and general-purpose engines; wholesale of valve guides and tooling jigs for the production of valve seat rings, grinding wheels (for commodities not subject to state trading management, those subject to quota and license management shall be applied in accordance with relevant regulations of the State), and provision of relevant technical services and after-sales services. (For items subject to approval in accordance with the law, business activities can only be carried out after approval by relevant authorities.) General item: Sales of novel metal-based functional materials (except for items subject to approval according to law, business activities shall be carried out independently according to law with business license).
Related party relationship with the Company	The Company's indirect holding subsidiary, ASIMCO Shuanghuan Piston Ring (Yizheng) Co., Ltd. ("ASIMCO Shuanghuan"), holds 50% equity interest in Yizheng NPR. Yizheng NPR is a joint venture of the Company and is therefore a related legal person of the Company under Article 4 of Accounting Standards for Enterprises No.36 – Disclosure of Related Parties

5. Yizheng Nahuan Technology Co., Ltd. ("Yizheng Nahuan")

Name of the enterprise	Yizheng Nahuan Technology Co., Ltd.
Unified social credit identifier	91321081MA1XD0L46P
Type	Limited liability company
Legal representative	SHI XU
Registered capital	RMB60,000,000
Date of establishment	29 October 2018
Term of business	29 October 2018 to 28 October 2038
Domicile	No. 8 Lianzhong Road, Yizheng Automobile Industrial Park
Scope of business	Surface treatment of piston rings, surface treatment of auto parts, surface treatment of relevant parts of other mechanical products, sales of piston rings and other auto parts and components, after-sales service, self-operated and agency import and export business of various commodities and technologies (except for commodities and technologies that are restricted by the State or prohibited from import and export). (For items subject to approval in accordance with the law, business activities can only be carried out after approval by relevant authorities)
Related party relationship with the Company	The Company's indirect holding subsidiary, ASIMCO Shuanghuan, holds 49% equity interest in Yizheng Nahuan. Yizheng Nahuan is an associate of the Company and is therefore a related legal person of the Company under Article 4 of Accounting Standards for Enterprises No.36 – Disclosure of Related Parties

6. Jiangsu Province Yizheng Piston Ring Co., Ltd. ("Yizheng Piston Ring")

Name of the enterprise	Jiangsu Province Yizheng Piston Ring Co., Ltd.
Unified social credit identifier	91321081141950886N
Type	Limited liability company (sole proprietorship invested or controlled by non-natural person)
Legal representative	Li Gongwei
Registered capital	RMB72,270,000
Date of establishment	28 March 1990
Term of business	28 March 1990 to indefinite
Domicile	No. 1, Keyan 2nd Road, Yizheng Economic Development Zone
Scope of business	Manufacturing, processing and sales of piston rings, pistons, piston pins, cylinder liners, camshafts and valve seats; leasing of houses and their supporting facilities, equipment leasing, and enterprise management services; general road cargo transportation. (For items subject to approval in accordance with the law, business activities can only be carried out after approval by relevant authorities.) General items: Manufacture of metal cutting machine tools; processing of mechanical parts and components (except for items subject to approval according to law, business activities shall be carried out independently according to law with business license)
Related party relationship with the Company	Yizheng Piston Ring holds 19.90% of the equity interests in ASIMCO Shuanghuan and ASIMCO Camshaft (Yizheng) Co., Ltd., respectively, which are indirect subsidiaries of the Company. According to Accounting Standards for Enterprises No.36 – Disclosure of Related Parties, the Company identify Yizheng Piston Ring as a related legal person of the Company based on the principle of substance over form

7. ZMJ Tezhong Duanya Manufacturing Co., Ltd. ("Tezhong Duanya")

Name of the enterprise	ZMJ Tezhong Duanya Manufacturing Co., Ltd.
Unified social credit identifier	914101000533659002
Type	Other limited liability company
Legal representative	Gan Wei
Registered capital	RMB12,938,000
Date of establishment	17 August 2012
Term of business	17 August 2012 to 16 August 2062
Domicile	No. 167, 9th Street, Zhengzhou Economic and Technological Development Zone
Scope of business	Processing and sales of mining machinery parts, processing and sales of auto parts and petroleum drilling tools, processing and sales of railway machinery parts. (In the above scope, items that are prohibited by national laws and regulations and that require approval before operation but have not been approved shall not be operated)
Related party relationship with the Company	Zhengzhou Coal Mining Machinery Group Company Limited ("ZMJ Limited"), a wholly-owned subsidiary of the Company, holds 49% equity interest in Tezhong Duanya. Tezhong Duanya is an associate of the Company and is therefore a related legal person of the Company under Article 4 of Accounting Standards for Enterprises No.36 – Disclosure of Related Parties

8. Jiyuan Fengze Precision Manufacturing Co., Ltd. ("Fengze Precision")

Name of the enterprise	Jiyuan Fengze Precision Manufacturing Co., Ltd.
Unified social credit identifier	91419001MADC75H604
Type	Other limited liability company
Legal representative	Guan Lei
Registered capital	RMB50,000,000
Date of establishment	22 February 2024
Term of business	22 February 2024 to indefinite
Domicile	Unit 001, North-West Corner of Zone B, Circular Economy Industrial Park, Sili Town, Jiyuan City, Henan Province
Scope of business	General items: manufacture of metalworking machinery; machining of mechanical parts and components; electroplating services; sale of metallic materials; metal surface treatment and heat treatment processing (except for items requiring prior approval as stipulated by law, business operations may be conducted independently in accordance with the business license)
Related party relationship with the Company	ZMJ Limited, a wholly-owned subsidiary of the Company, holds 15% equity interest in Fengze Precision. Fengze Precision is an associate of the Company and is therefore a related legal person of the Company under Article 4 of Accounting Standards for Enterprises No.36 – Disclosure of Related Parties

9. Taiyuan Hengda Intelligent Control Technology Co., Ltd. ("Taiyuan Intelligent Control")

Name of the enterprise	Taiyuan Hengda Intelligent Control Technology Co., Ltd.
Unified social credit identifier	91149900MADPBBGH45
Type	Limited liability company
Legal representative	Dong Zhiwei
Registered capital	RMB10,000,000
Date of establishment	10 July 2024
Term of business	10 July 2024 to indefinite
Domicile	Workplace No. 3051, Xiaomanjia Science and Technology Makerspace, 3rd Floor and 16th Floor, No. 3, Zhichuang City, No. 1 Qimao Road, Xuefu Industrial Park, Shanxi Transformation Comprehensive Reform Demonstration Zone

Scope of business	General items: Technical services, technical development, technical consulting, technical exchanges, technology transfer and technology promotion; sales of mechanical equipment; sales of mechanical parts and components; sales of mining machinery; sales of special equipment for oil refining and chemical production; sales of industrial automated control system devices; sales of industrial control computers and systems; intelligent control system integration; sales of liquid and gas-tight components and systems; sales of industrial robots; professional design services; sales of intelligent robots; installation and maintenance of industrial robots; retail of computer hardware and software and auxiliary equipment; computer system services; information technology consulting services; sales of metal materials; sales of steel bars for construction; rental services (excluding licensed rental services); import and export of goods; import and export of technology; research and development of emerging energy technologies; energy storage technology services; enterprise management consulting; rental and operation services of small and micro-sized passenger cars; marketing planning; brand management; sales of communication equipment; general mechanical equipment installation services; sales of refrigeration and air-conditioning equipment; sales of rubber products; sales of chemical products (excluding licensed chemical products); retail of clothing and costumes; retail of shoes and hats; sales of building materials; sales of hydraulic power machinery and components; sales of mechanical and electrical equipment; wire and cable business; sales of electronic products; sales of office supplies; sales of instrument and meters; retail of hardware products; sales of coal and its products; coking; repair of general equipment; repair of special equipment; repair of instrument and meters; repair of electrical equipment. (except for items subject to approval according to law, business activities shall be carried out independently according to law with business license) Licensed items: Sales of special products for computer information system security; construction project construction; construction labor subcontracting; residential interior decoration and renovation; road transportation of dangerous goods. (For items subject to approval in accordance with the law, business activities can only be carried out after approval by relevant authorities, the specific business items shall be subject to the approval documents or permits issued by the relevant authorities)

Related party relationship with the Company	Zhengzhou Hengda Intelligent Control Technology Co., Ltd. ("Hengda Intelligent Control"), a subsidiary controlled by the Company, holds 20% of the equity of Taiyuan Intelligent Control. Taiyuan Intelligent Control is an associate of the Company and a related legal person of the Company under Article 4 of Accounting Standards for Enterprises No.36 – Disclosure of Related Parties

10. Shaanxi Shaanmei Zhongchuang Intelligent Control Technology Co., Ltd. ("Shaanmei Intelligent Control")

Name of the enterprise	Shaanxi Shaanmei Zhongchuang Intelligent Control Technology Co., Ltd.
Unified social credit identifier	91610132MAEWQC2D5B
Type	Other limited liability company
Legal representative	Wang Junfu
Registered capital	RMB100 million
Date of establishment	5 September 2025
Term of business	5 September 2025 to indefinite
Domicile	No. 11 Jingpu Road, Jingwei New City, Xi'an Economic and Technological Development Zone, Shaanxi Province

Scope of business	General items: manufacture of instruments and meters; manufacture of hydraulic power machinery and components; manufacture of intelligent instruments and meters; manufacture of other general-purpose instruments; manufacture of mining machinery; manufacture of industrial robots; manufacture of intelligent basic manufacturing equipment; manufacture of electronic special-purpose equipment; manufacture of electronic components and electromechanical component equipment; manufacture of pumps and vacuum equipment; manufacture of industrial automatic control system devices; manufacture of communication equipment; manufacture of general-purpose equipment (excluding special equipment); manufacture of specialised equipment (excluding licensed professional equipment); sales of intelligent material handling equipment; sales of mechanical and electrical equipment; sales of mechanical parts and components; sales of metal materials; intelligent control system integration; information system integration services; Internet security services; import and export of technology; import and export of goods; import and export agency services; computer system services; information technology consulting services; technical services, technical development, technical consultancy, technical exchange, technology transfer, technology promotion; mechanical equipment leasing; manufacture of electrical instruments and apparatus; manufacture of drawing, calculating and measuring instruments; manufacture of utility instruments and apparatus; industrial engineering design services; manufacture of fluid sealing components and systems; sale of gas and liquid separation and purification equipment; electrical equipment repair; manufacture of industrial control computers and systems; manufacture of digital video surveillance systems; sale of digital video surveillance systems; artificial intelligence industry application system integration services; artificial intelligence application software development; general mechanical equipment installation services; general equipment repair; manufacture of electrical facility equipment; sales of electrical facility equipment; sales of distribution switchgear and control equipment; R&D of distribution switchgear and control equipment; manufacture of transmission, distribution and control equipment; manufacture of distribution switchgear and control equipment; sales of smart transmission, distribution and control equipment; manufacture of transmission, transformation and distribution monitoring and control equipment; sales of transmission, transformation and distribution monitoring and control equipment; labour services (excluding labour dispatch). (Except for items subject to approval in accordance with the law, business activities may be conducted independently in accordance with the law based on the business license)

Related party relationship with the Company	Hengda Intelligent Control, a subsidiary controlled by the Company, holds 49% of the equity in Shaanmei Intelligent Control. Shaanmei Intelligent Control is an associate of the Company and a related legal person of the Company under Article 4 of Accounting Standards for Enterprises No.36 – Disclosure of Related Parties

The above-mentioned related parties have stable operating conditions, there are no major contingencies that may affect their debt repayment ability, and they have the corresponding ability to perform their obligations.

III. MAIN CONTENTS AND PRICING POLICIES OF RELATED PARTY TRANSACTIONS

The Company and its subsidiaries are principally engaged in the research and development, production and sales of coal mining machinery and auto parts. ZMJ Commercial Factoring Co., Ltd., a wholly-owned subsidiary of the Company, is principally engaged in the provision of trade financing by way of transfer of accounts receivable, settlement, management and collection of accounts receivable and management of sales ledger.

According to the business characteristics and business development needs of the Company and its relevant subsidiaries, the Company and the above-mentioned related parties will continue to conduct daily related party transactions in the ordinary course of business in the purchase of raw materials, auxiliary parts, sales of products, receipt of labor services, building leasing and commercial factoring business.

The pricing policies for the transactions between the Company and its controlling subsidiaries and the above related parties are: based on the principles of openness, fairness and justice, refer to the state-prescribed prices or implement the state requirements where available; Where there is no state-prescribed price or state requirement, the fair market price of the most comparable product and production collaboration shall apply; If no fair market price is available, the price will be negotiated and determined by both parties based on the principles of mutual benefit and fairness. If any third party's transaction terms are better than those offered by the above-mentioned related parties, the Company and its subsidiaries have the right to trade with third parties. The Company will strictly abide by the relevant regulations such as the Articles of Association and the "Decision-making System for Related Party Transactions" to ensure the fairness of related party transactions.

IV. PURPOSE OF THE RELATED PARTY TRANSACTIONS AND THEIR IMPACT ON THE LISTED COMPANY

The above-mentioned related party transactions are necessary for the normal business operations of the Company. The pricing policies of each daily related party transaction shall strictly follow the general commercial principles of openness, fairness, justice and compensation of equal value, which are conducive to the business development of the Company, and are expected to play a positive supporting role in the daily business operations of the Company, without prejudice to the overall interests and long-term interests of the Company, and without prejudice to the interests of all shareholders of the Company, especially minority shareholders. The above-mentioned related party transactions did not form a significant reliance on related parties.

This resolution was approved at the 20th meeting of the sixth session of the board of directors on 22 December 2025. For further details, please refer to the Announcement of ZCZL Industrial Technology Group Company Limited in relation to the Expected Daily Related Party Transactions in 2026 (Announcement No.: 2025-071), which is published by the Company on the website of Shanghai Stock Exchange (www.sse.com.cn) and other designated information disclosure media on 23 December 2025.

This resolution is hereby submitted to the extraordinary general meeting of the Company for consideration. Henan Capital Group, the related shareholder, and its subsidiaries, shall abstain from voting at the shareholders' meeting.

ZCZL Industrial Technology Group Company Limited
中創智領(鄭州)工業技術集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 00564)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2026

NOTICE IS HEREBY GIVEN THAT the first extraordinary general meeting of 2026 (the "**EGM**") of ZCZL Industrial Technology Group Company Limited (the "**Company**") will be convened at the Convention Centre of ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone, the PRC at 2:00 p.m. on Friday, 30 January 2026 for the following purposes:

SPECIAL RESOLUTION

1. Resolution on Amendments to Articles of Association and its Annexes

ORDINARY RESOLUTION

2. Resolution on the Expected Daily Related Party Transactions in 2026

CLOSURE OF REGISTER OF MEMBERS

In order to determine the list of Shareholders who are eligible to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, 27 January 2026 to Friday, 30 January 2026 (both days inclusive), during which period no transfer of Shares will be registered. H Shareholders whose names appear on the register of members of the Company on Friday, 30 January 2026 are entitled to attend the EGM. H Shareholders of the Company who intend to attend the EGM but have not yet registered are required to deposit the transfer documents together with relevant share certificates at the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on Monday, 26 January 2026.

By Order of the Board
ZCZL Industrial Technology Group Company Limited
JIAO Chengyao
Chairman

Zhengzhou, PRC, 12 January 2026

As at the date of this notice, the executive Directors of the Company are Mr. JIAO Chengyao, Mr. JIA Hao, Mr. MENG Hechao and Mr. LI Kaishun, the non-executive Director is Mr. CUI Kai and the independent non-executive Directors are Mr. JI Feng, Mr. FANG Yuan and Ms. YAO Yanqiu.

Notes:

(1) All votes of resolutions at the EGM will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.zmj.com) in accordance with the Listing Rules.

(2) Any Shareholders entitled to attend and vote at the EGM can appoint one or more proxies to attend and vote at the meeting on his/her behalf. A proxy need not be a Shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each proxy is so appointed.

(3) Shareholders shall appoint their proxies in writing. The form of proxy shall be signed by the Shareholder or his/her/its attorney who has been duly authorised in writing. If the Shareholder is a corporation, the form of proxy shall be affixed with the corporation's seal or signed by its Director, or its attorney duly authorised in writing. If the form of proxy is signed by the attorney of the Shareholder, the power of attorney or other authorisation document shall be notarised. For H Shareholders, the aforementioned documents must be lodged with the H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof in order for such documents to be valid. Completion and delivery of the form of proxy shall not preclude a Shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument for appointing a proxy shall be deemed to be revoked.

(4) Shareholders shall present their identification documents when attending the EGM.

(5) If a proxy attends the EGM on behalf of a Shareholder, he/she should produce his/her identification document as well as the power of attorney or other documents signed by the appointer or his/her attorney with a specific date of issuance. If a representative of a corporate Shareholder attends the EGM, such representative shall produce his/her identification document and the notarised copy of the resolution passed by the Board or other authority or other notarised copies of any authorization documents issued by such corporate Shareholder.

(6) The EGM is expected to last for half a day. Shareholders who attend the EGM (in person or by proxy) shall bear their own travelling, accommodation and other expenses.

(7) Contact information of the Company:

Address:	ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone, the PRC
Postal Code:	450016
Telephone:	86-371-67891199
Contact Person:	Mr. XI Zhipeng
Facsimile:	86-371-67891000

ZCZL Industrial Technology Group Company Limited
中創智領(鄭州)工業技術集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 00564)

NOTICE OF THE FIRST H SHARE CLASS GENERAL MEETING OF 2026

NOTICE IS HEREBY GIVEN THAT the first H class general meeting of 2026 (the "**H Share Class General Meeting**") of ZCZL Industrial Technology Group Company Limited (the "**Company**") will be convened at the Convention Centre of ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone, the PRC at 2:00 p.m. on Friday, 30 January 2026 for the following purpose:

SPECIAL RESOLUTION

1. Resolution on Amendments to Articles of Association and its Annexes

CLOSURE OF REGISTER OF MEMBERS

In order to determine the list of Shareholders who are eligible to attend and vote at the H Share Class General Meeting, the register of members of the Company will be closed from Tuesday, 27 January 2026 to Friday, 30 January 2026 (both days inclusive), during which period no transfer of Shares will be registered. H Shareholders whose names appear on the register of members of the Company on Friday, 30 January 2026 are entitled to attend the H Share Class General Meeting. H Shareholders of the Company who intend to attend the H Share Class General Meeting but have not yet registered are required to deposit the transfer documents together with relevant share certificates at the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on Monday, 26 January 2026.

By Order of the Board
ZCZL Industrial Technology Group Company Limited
JIAO Chengyao
Chairman

Zhengzhou, PRC, 12 January 2026

As at the date of this notice, the executive Directors of the Company are Mr. JIAO Chengyao, Mr. JIA Hao, Mr. MENG Hechao and Mr. LI Kaishun, the non-executive Director is Mr. CUI Kai and the independent non-executive Directors are Mr. JI Feng, Mr. FANG Yuan and Ms. YAO Yanqiu.

Notes:

(1) All votes of resolutions at the H Share Class General Meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.zmj.com) in accordance with the Listing Rules.

(2) Any Shareholders entitled to attend and vote at the H Share Class General Meeting can appoint one or more proxies to attend and vote at the meeting on his/her behalf. A proxy need not be a Shareholder of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of Shares in respect of which each proxy is so appointed.

(3) Shareholders shall appoint their proxies in writing. The form of proxy shall be signed by the Shareholder or his/her/its attorney who has been duly authorised in writing. If the Shareholder is a corporation, the form of proxy shall be affixed with the corporation's seal or signed by its Director, or its attorney duly authorised in writing. If the form of proxy is signed by the attorney of the Shareholder, the power of attorney or other authorisation document shall be notarised. For H Shareholders, the aforementioned documents must be lodged with the H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the H Share Class General Meeting or any adjournment thereof in order for such documents to be valid. Completion and delivery of the form of proxy shall not preclude a Shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument for appointing a proxy shall be deemed to be revoked.

(4) Shareholders shall present their identification documents when attending the H Share Class General Meeting.

(5) If a proxy attends the H Share Class General Meeting on behalf of a Shareholder, he/she should produce his/her identification document as well as the power of attorney or other documents signed by the appointer or his/her attorney with a specific date of issuance. If a representative of a corporate Shareholder attends the H Share Class General Meeting, such representative shall produce his/her identification document and the notarised copy of the resolution passed by the Board or other authority or other notarised copies of any authorization documents issued by such corporate Shareholder.

(6) The H Share Class General Meeting is expected to last for half a day. Shareholders who attend the H Share Class General Meeting (in person or by proxy) shall bear their own travelling, accommodation and other expenses.

(7) Contact information of the Company:

Address:	ZCZL Industrial Technology Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He'nan) Pilot Free Trade Zone, the PRC
Postal Code:	450016
Telephone:	86-371-67891199
Contact Person:	Mr. XI Zhipeng
Facsimile:	86-371-67891000