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Haier

Haier Smart Home Co., Ltd.*

海爾智家股份有限公司

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

Stock Code: 6690

POSSIBLE VOLUNTARY PUBLIC SHARE BUY-BACK OFFER OF D SHARES

Financial Adviser



The Board is pleased to announce that subject to the obtaining of all necessary legal and regulatory approvals and/or waivers in Hong Kong (including the Hong Kong Share Buy-backs Code) and the Federal Republic of Germany and the then market situation, the Board intends to make the Proposed D Share Buy-back Offer for the acquisition of up to 81,044,512 D Shares representing 30% of the total issued D Shares.

The Board intends that after all the Pre-Conditions have been fulfilled, it will, subject to the then market conditions, market prices of the A Shares, the H Shares and the D Shares, and the financial position of the Company, make the Proposed D Share Buy-back Offer in accordance with the law of the Federal Republic of Germany; the D Share Buy-back Offer Document, if the Company proceeds with the Proposed D Share Buy-back Offer, will be addressed to the D Shareholders only (save for those D Shareholders resident or present in the Restricted Jurisdictions (as defined below)). Upon completion of the Proposed D Share Buy-back Offer, the Buy-back D Shares will be cancelled. The Company reserves the right not to make the Proposed D Share Buy-back D Offer notwithstanding that all the Pre-Conditions have been fulfilled.

IMPLICATIONS UNDER THE HONG KONG SHARE BUY-BACKS CODE

Notwithstanding it being carried out in the form of a partial offer exclusively in accordance with the law of the Federal Republic of Germany, the Proposed D Share Buy-back Offer constitutes a share buy-back by general offer by the Company. The Proposed D Share Buy-back Offer will be carried out exclusively in accordance with the law of the Federal Republic of Germany, and will not be intended for persons resident or present in the Restricted Jurisdictions. It is required to comply with the requirements of Rule 3.4 of the Hong Kong Share Buy-backs Code and will be made subject to, among other things, approval of the H Shareholders in accordance with Rule 3 of the Hong Kong Share Buy-backs Code. The Company will seek such approvals of the Shareholders at the General Meeting, the A Shareholders' Class Meeting, the H Shareholders' Class Meeting and the D Shareholders' Class Meeting.

The Company has established the Independent Committee comprising all the non-executive Directors (namely Mr. GONG Wei, Mr. YU Hon To, David, Mr. CHIEN Da-Chun and Mr. LI Shaohua) and all the independent non-executive Directors (namely Mr. WONG Hak Kun, Mr. LI Shipeng, Mr. WU Qi and Mr. WANG Hua), all of whom do not have any direct or indirect interest in the Proposed D Share Buy-back Offer other than (where applicable) being A or H Shareholders. Since the employee representative Director (namely Ms. SUN Danfeng) is also a senior management of the Group, she is not a member of the Independent Committee. The Independent Committee will advise the Independent Shareholders on the Proposed D Share Buy-back Offer.

Somerley Capital Limited has been appointed as the independent financial adviser with the approval of the Independent Committee to advise the Independent Committee and the Independent Shareholders in this regard and in particular as to whether the Proposed D Share Buy-back Offer is, or is not, fair and reasonable and as to voting.

A circular containing, among other things: (i) details of the Proposed D Share Buy-back Offer; (ii) a letter of recommendation from the Independent Committee to the Independent Shareholders on the Proposed D Share Buy-back Offer; and (iii) a letter of advice from the independent financial adviser to the Independent Committee and the Independent Shareholders on the Proposed D Share Buy-back Offer, will be sent by the Company to the H Shareholders in accordance with the Hong Kong Listing Rules and the Hong Kong Takeovers Code within 21 days from the date of this announcement, namely on or before 18 May 2026.

WARNING: The making and completion of the Proposed D Share Buy-back Offer is subject to (i) the fulfilment of the Pre-Conditions; (ii) the Board finally determines to make the Proposed D Share Buy-back Offer; and (iii) the fulfilment or waiver of any conditions precedents which may be attached to the Proposed D Share Buy-back Offer. Hence, the Proposed D Share Buy-back Offer may or may not be made, and, if made, may or may not be completed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares and the other securities of the Company.

BACKGROUND

As at the date hereof, the registered share capital of the Company amounts to RMB9,275,526,666 (without taking into account the 101,237,386 A Shares held as treasury shares) with a nominal value of RMB1.00 each divided into:

- 2,853,587,266 H Shares, representing approximately 30.765% of the said registered share capital;
- 6,151,791,025 A Shares (without taking into account the 101,237,386 A Shares held as treasury shares), representing approximately 66.323% of the said registered share capital; and
- 270,148,375 D Shares (net of the 865,598 D Shares having been bought back by the Company to be cancelled in due course), representing approximately 2.912% of the said registered share capital.

All the D Shares are listed and traded on the China Europe International Exchange AG D Share Market of the Frankfurt Stock Exchange.

Subject to the obtaining of all necessary legal and regulatory approvals and/or waivers in Hong Kong (including the Hong Kong Share Buy-backs Code) and the Federal Republic of Germany and the then market situation, the Board intends to make the Proposed D Share Buy-back Offer in the form of a partial offer for the acquisition of up to 81,044,512 D Shares representing 30% of the total issued D Shares.

Notwithstanding it being carried out in the form of a partial offer exclusively in accordance with the law of the Federal Republic of Germany, the Proposed D Share Buy-back Offer constitutes a share buy-back by general offer by the Company. The Proposed D Share Buy-back Offer will be carried out exclusively in accordance with the law of the Federal Republic of Germany, and will not be intended for persons resident or present in the Restricted Jurisdictions. It is required to comply with the requirements of Rule 3.4 of the Hong Kong Share Buy-backs Code and will be made subject to, among other things, approval of the H Shareholders in accordance with Rule 3 of the Hong Kong Share Buy-backs Code.

FORM OF THE PROPOSED D SHARE BUY-BACK OFFER

The Proposed D Share Buy-back Offer will be a voluntary public share buy-back offer in the form of a partial offer for the acquisition of up to 81,044,512 D Shares. The Proposed D Share Buy-back Offer will be carried out exclusively in accordance with the law of the Federal Republic of Germany, and will not be intended for or directed at “U.S. Persons” within the meaning of the US Securities Act 1933 (as amended) or for persons resident or present in Australia, Hong Kong, Japan, Canada, New Zealand, Switzerland, South Africa or the United States of America, and cannot be accepted by them. The Proposed D Share Buy-back Offer will also not be directed to D Shareholders in any other jurisdiction in which a release, publication or distribution of a Buy-Back Offer or any related information would be unlawful or would require the preparation of additional offer documents, registration or other measures that go beyond what is required under law of the Federal Republic of German (together with the jurisdictions listed above, the “**Restricted Jurisdictions**”). If made, the Proposed D Share Buy-back Offer will not be made, directly or indirectly, in or into any Restricted Jurisdictions.

TERMS OF THE PROPOSED D SHARE BUY-BACK OFFER

The principal terms and conditions of the Proposed D Share Buy-back Offer are as follows:

Parties

Seller:	D Shareholders accepting the Proposed D Share Buy-back Offer
Purchaser:	the Company

Buy-back D Shares

The Buy-back D Shares equal to the total number of all the D Shares agreed to be sold to the Company by those D Shareholders accepting the Proposed D Share Buy-back Offer up to a maximum of 81,044,512 D Shares (the “**Maximum Offer Size**”). If the Proposed D Share Buy-Back Offer is accepted for more than the Maximum Offer Size, each accepting D Shareholder will only be allocated a corresponding portion of the D Shares agreed to be sold by such accepting D Shareholder proportionally based on the ratio of the Maximum Offer Size to the total number of D Shares agreed to be sold by all the D Shareholders. The Buy-back D Shares will be cancelled after acquisition by the Company.

Buy-back Price

The Buy-back Price for each Buy-back D Share shall be a price to be specified by the Company in the D Share Buy-back Offer Document provided that the Buy-back Price may not exceed the closing price in Xetra trading on the Frankfurt Stock Exchange on the third (3rd) trading day prior to the date of the public announcement of the actual making of the Proposed D Share Buy-back Offer by more than 5% or fall short of it by more than 5% (excluding incidental acquisition costs) (the “**Buy-back Price Range**”) with reference to the rules of the Frankfurt Stock Exchange for buying back of shares. With reference to the highest and lowest closing prices of D Shares on the Frankfurt Stock Exchange during the six-month period immediately preceding the Frankfurt Last Trading Day, the Company expects that for indicative purposes only, the Buy-back Price Range should be within the range of approximately EUR1.780 (approximately HK\$16.394) to EUR2.159 (approximately HK\$19.884) (the “**Indicative Price Range**”). In the event that there is any change in the Indicative Price Range or the final Buy-back Price is outside the Indicative Price Range as announced by the Company from time to time, the Company will make further announcement and/or comply with all necessary legal and regulatory requirements as and when necessary.

For illustrative purposes, if the Company were to announce the Proposed D Share Buy-Back Offer on the Frankfurt Last Trading Day, the Buy-back Price Range will be from approximately EUR1.894 (approximately HK\$17.447) to EUR2.094 (approximately HK\$19.283).

During the six-month period immediately preceding the Frankfurt Last Trading Day:

- the highest and lowest closing prices of the A Shares as quoted on the Shanghai Stock Exchange were approximately RMB27.930 (approximately HK\$32.120) on 3 December 2025 and approximately RMB20.480 (approximately HK\$23.552) on 24 April 2026 respectively;
- the highest and lowest closing prices of the H Shares as quoted on the Hong Kong Stock Exchange were approximately HK\$27.820 on 23 February 2026 and approximately HK\$20.440 on 2 April 2026 respectively; and

- the highest and lowest closing prices of the D Shares in Xetra trading on the Frankfurt Stock Exchange were approximately EUR2.159 (approximately HK\$19.884) on 27 November 2025 and approximately EUR1.780 (approximately HK\$16.394) on 27 March 2026 respectively.

The final Buy-back Price will be determined by the Board taking into account the then market conditions, the market prices of the A Shares, the H Shares and the D Shares, and the financial position of the Company as at the time of the announcement of the Proposed D Share Buy-back Offer.

The Board has recommended the payment of a final dividend of RMB8.867 per 10 Shares for the year ended 31 December 2025 (the “**Proposed Final Dividend**”) subject to the approval by the Shareholders at the 2025 AGM. If so approved, the Proposed Final Dividend is expected to be paid on or about 21 August 2026. In determining the Buy-back Price, the Company will also take into account whether the Buy-back D Shares will be entitled to the Proposed Final Dividend and/or any other interim dividends which may from time to time be declared by the Board in respect of the D Shares.

The Company expects that it will finance the Proposed D Share Buy-back Offer by its internal resources. For illustration purpose only, based on the maximum price of the Indicative Price Range of EUR2.159 (approximately HK\$19.884) and the Maximum Offer Size of 81,044,512 D Shares, the maximum amount payable under the Proposed D Share Buy-back Offer is approximately EUR175.0 million (approximately HK\$1,611.5 million). The Board intends that there shall not be any material adverse impact on the working capital or on the gearing position of the Company (as compared with the position disclosed in the consolidated audited accounts of the Group for its financial year ended 31 December 2025) in the event that the Proposed D Share Buy-Back Offer is being accepted in full.

Pre-Conditions for the Making of the Proposed D Share Buy-back Offer

Under Rules 3.1, 3.2 and 3.4 of the Hong Kong Share Buy-backs Code and the requirements of the Company’s Articles, the making of the Proposed D Share Buy-back Offer will be subject to and conditional upon the fulfilment of the following Pre-Conditions:

- (a) the passing of the resolution by a majority (1/2) of the votes cast on a poll by the Independent Shareholders present in person or by proxy at the General Meeting;
- (b) the passing of the resolution by a majority (1/2) of the votes cast on a poll by the A Shareholders who are Independent Shareholders present in person or by proxy at the A Shareholders’ Class Meeting;
- (c) the passing of the resolution by a majority (1/2) of the votes cast on a poll by the H Shareholders who are Independent Shareholders present in person or by proxy at the H Shareholders’ Class Meeting;

- (d) the passing of the resolution by a majority (1/2) of the votes cast on a poll by the D Shareholders who are Independent Shareholders (i.e. those D Shareholders not eligible to participate in the Proposed D Shares Buy-back Offer) present in person or by proxy at the D Shareholders' Class Meeting;
- (e) the passing of the special resolution by more than two-thirds (2/3) of the voting rights represented by the A Shareholders present at the A Shareholders' Class Meeting for the approval of the Proposed D Share Buy-back Offer, the related reduction of registered capital and other related matters;
- (f) the passing of the special resolution by more than two-thirds (2/3) of the voting rights represented by the H Shareholders present at the H Shareholders' Class Meeting for the approval of the Proposed D Share Buy-back Offer, the related reduction of registered capital and other related matters;
- (g) the passing of the special resolution by more than two-thirds (2/3) of the voting rights represented by the D Shareholders present at the D Shareholders' Class Meeting for the approval of the Proposed D Share Buy-back Offer, the related reduction of registered capital and other related matters;
- (h) the passing of the special resolution by more than two-thirds (2/3) of the voting rights represented by the Shareholders present at the General Meeting for the approval of the Proposed D Share Buy-back Offer, the related reduction of registered capital and other related matters; and
- (i) the obtaining of all necessary legal and regulatory approvals and/or waivers for the Proposed D Share Buy-back Offer in Hong Kong or the Federal Republic of Germany.

The Pre-Conditions set out above cannot be waived by the Company. The Company will not make the Proposed D Share Buy-back Offer before all the Pre-Conditions have been fulfilled. If the Company is unable to complete the acquisition of the Buy-back D Shares under the Proposed D Share Buy-back Offer on or before the Longstop Date, the approvals of the Shareholders as mentioned above shall lapse, whereupon the Proposed D Share Buy-back Offer will not be made.

The D Share Buy-back Offer Document, if the Company proceeds with the Proposed D Share Buy-back Offer, will be addressed to the D Shareholders only (save for those D Shareholders resident or present in the Restricted Jurisdictions). Hence, the Company will make an application to the Executive for a waiver for the compliance with the content requirement under Rule 4 of the Hong Kong Share Buy-backs Code in respect of the D Share Buy-back Offer Document.

Other Conditions for the Completion of the Proposed D Share Buy-back Offer

At present, no regulatory approvals or clearances for the publication or settlement of the Proposed D Share Buy-Back Offer are required under the Federal Republic of German law. The Board may or may not impose a condition precedent for the completion of the Proposed D Share Buy-back Offer of achieving such minimum number of D Shares accepting the Proposed D Share Buy-back Offer as to be specified in the D Share Buy-back Offer Document (the “**Acceptance Condition**”), and the Company may or may not reserve the right to waive the Acceptance Condition. If the Acceptance Condition is not satisfied (or waived if applicable) by the end of the offer period specified in the D Share Buy-back Offer Document, the Proposed D Share Buy-back Offer will lapse, and no D Shares will be acquired thereunder.

Completion

The Board intends that after all the Pre-Conditions have been fulfilled, it will, subject to the then market conditions, market prices of the A Shares, the H Shares and the D Shares, and the financial position of the Company, make the Proposed D Share Buy-back Offer and publish the D Share Buy-back Offer Document provided that the D Share Buy-back Offer Document will not be for release, publication or distribution, directly or indirectly, in whole or in part, in or into any Restricted Jurisdictions.

The D Share Buy-back Offer Document shall set out the period within which a D Shareholder may accept the Proposed D Share Buy-back Offer (being a period of expectedly around four (4) weeks from the date of publication of the D Share Buy-back Offer Document), and the period (the “**Settlement Period**”) within which the acquisition of the D Shares under the Proposed D Share Buy-back Offer will be settled and completed (being a period of expectedly around ten (10) business days in Frankfurt am Main, Germany). The last day of the Settlement Period shall be on or before the Longstop Date.

REASONS FOR AND BENEFITS OF THE PROPOSED D SHARE BUY-BACK OFFER

The Directors believe that the flexibility offered by the Proposed D Share Buy-Back Offer would be beneficial to the Company and the Shareholders as a whole, in particularly the historical prices and liquidity of D Shares were lower than that of A Shares and H Shares. At any time in the future when the D Shares are trading at a discount to the prevailing market value of A Shares and H Shares, the ability of the Company to buy back the D Shares by way of the Proposed D Share Buy-Back Offer will provide a valuable exit opportunity for D Shareholders to realise their investment by accepting such offer and the said buy-backs will also be beneficial to the Shareholders who retain their shares in the Company as their proportionate interest in the Company would increase in proportion to the number of D Shares bought back by the Company and thereby resulting in an increase in earnings per Share. Considering the thin liquidity of D Shares, the Company will prioritise using the Proposed D Share Buy-Back Offer to buy

back D Shares given it is a more efficient method to acquire D Shares in material amount as compared to on-market buy-backs by the general mandate obtaining in annual general meeting each year. The Company intends that until the completion or termination of the Proposed D Share Buy-Back Offer, the Company will not carry out any on-market buy-backs of D Shares. The Proposed D Share Buy-Back Offer will only be made when the Directors believe that the related buy-backs will benefit the Company and the Shareholders as a whole.

No Director has any material interest in the Proposed D Share Buy-back Offer other than (where applicable) being A or H Shareholders. Accordingly, no Directors were required to abstain from voting at the Board meeting approving the Proposed D Share Buy-back Offer and the transactions contemplated thereunder.

The Directors (excluding members of the Independent Committee whose views will be given and set out in the circular to be sent to the Shareholders in accordance with the applicable rules of the stock exchanges on which the Shares are listed after taking into account the independent financial adviser's opinion) consider that taking into account the reasons and benefits as set out above in this paragraph, it would be in the interest of the Company and the Shareholders as a whole to have the ability to make the Proposed D Share Buy-back Offer as and when appropriate.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

After the completion of the Proposed D Share Buy-back Offer, the Buy-back D Shares will be cancelled. The percentage interest of all the Shareholders in the issued share capital of the Company will be proportionally increased following the cancellation of the Buy-back D Shares. Set out below for illustrative purposes is the shareholding structure of the Company as at the Frankfurt Last Trading Day and immediately after the completion of the Proposed D Share Buy-back Offer and the cancellation of the Buy-back D Shares assuming that (i) there is no other change in the shareholdings of the Company before completion of the Proposed D Share Buy-back Offer and the cancellation of the Buy-back D Shares; and (ii) the actual number of the Buy-back D Shares equals to its maximum number of 81,044,512 D Shares:

Name of Shareholders	Class of Shares	As at the Frankfurt Last Trading Day			Immediately after the completion of the Proposed D Share Buy-back Offer and the cancellation of the Buy-back D Shares	
		No. of Shares	Approx. % of the relevant class of the share capital of the Company (note 1)	Approx. % in the total share capital of the Company (note 1)	No. of Shares	Approx. % in the total share capital of the Company (note 1)
Company Concert Group:						
Mr. LI Huagang	A Share	1,156,699	0.019%	0.012%	1,156,699	0.013%
Mr. GONG Wei	A Share	2,124,906	0.035%	0.023%	2,124,906	0.023%
Mr. LI Shaohua	A Share	102,633	0.002%	0.001%	102,633	0.001%
Ms. SUN Danfeng	A Share	42,563	0.001%	0.000%	42,563	0.000%
Custodian and Trustee ^(note 2)	A Share	82,383,240	1.339%	0.888%	82,383,240	0.896%
Haier Group ^(notes 3,4,5,6 and 7)	A Share	1,072,610,764	17.436%	11.564%	1,072,610,764	11.666%
Haier COSMO Co., Ltd. (海爾卡奧斯股份有限公司) ^(note 3)	A Share	1,258,684,824	20.460%	13.570%	1,258,684,824	13.690%
Qingdao Haier Venture & Investment Information Co., Ltd. (青島海爾創業投資諮詢有限公司) ^(note 4)	A Share	172,252,560	2.800%	1.857%	172,252,560	1.873%
Qingdao Haichuangzhi Management Consulting Enterprise (Limited Partnership) (青島海創智管理諮詢企業(有限合夥)) ^(note 5)	A Share	<u>133,791,058</u>	<u>2.175%</u>	<u>1.442%</u>	<u>133,791,058</u>	<u>1.455%</u>
Sub-total of Company Concert Group:	A Share	<u>2,723,149,247</u>	<u>44.266%</u>	<u>29.358%</u>	<u>2,723,149,247</u>	<u>29.617%</u>
Public Shareholders	A Share	<u>3,428,641,778</u>	<u>55.734%</u>	<u>36.964%</u>	<u>3,428,641,788</u>	<u>37.290%</u>
A Shares Sub-total^(note 1):	A Share	<u><u>6,151,791,025</u></u>	<u><u>100.000%</u></u>	<u><u>66.323%</u></u>	<u><u>6,151,791,025</u></u>	<u><u>66.907%</u></u>

Name of Shareholders	Class of Shares	As at the Frankfurt Last Trading Day			Immediately after the completion of the Proposed D Share Buy-back Offer and the cancellation of the Buy-back D Shares	
		No. of Shares	Approx. % of the relevant class of the share capital of the Company	Approx. % in the total share capital of the Company (note 1)	No. of Shares	Approx. % in the total share capital of the Company (note 1)
Company Concert Group:						
Mr. LI Huagang	H Share	1,049,745	0.037%	0.011%	1,049,745	0.011%
Mr. Kevin Nolan	H Share	675,807	0.024%	0.007%	675,807	0.007%
Mr. GONG Wei	H Share	142,600	0.005%	0.002%	142,600	0.002%
Mr. YU Hon To, David	H Share	810,000	0.028%	0.009%	810,000	0.009%
Mr. LI Shaohua	H Share	401,577	0.014%	0.004%	401,577	0.004%
Ms. SUN Danfeng	H Share	154,921	0.005%	0.002%	154,921	0.002%
Custodian and Trustee ^(Note 2)	H Share	28,084,232	0.984%	0.303%	28,084,232	0.305%
HCH (HK) Investment Management Co., Limited ^(note 6)	H Share	<u>538,560,000</u>	<u>18.873%</u>	<u>5.806%</u>	<u>538,560,000</u>	<u>5.857%</u>
Sub-total of Company Concert Group:	H Share	569,878,882	19.971%	6.144%	569,878,882	6.198%
Public Shareholders	H Share	<u>2,283,708,384</u>	<u>24.621%</u>	<u>24.621%</u>	<u>2,283,708,384</u>	<u>24.838%</u>
H Shares Sub-total:	H Share	<u><u>2,853,587,266</u></u>	<u><u>100.000%</u></u>	<u><u>30.765%</u></u>	<u><u>2,853,587,266</u></u>	<u><u>31.036%</u></u>
Company Concert Group:						
Haier International Co., Ltd. ^(note 7)	D Share	<u>57,142,857</u>	<u>21.152%</u>	<u>0.616%</u>	<u>57,142,857</u>	<u>0.621%</u>
Sub-total of Company Concert Group:		57,142,857	21.152%	0.616%	57,142,857	0.621%
Silk Road Fund Co., Ltd. (絲路基金有限責任公司) ^(note 8)	D Share	54,007,663	19.992%	0.582%	54,007,663 ^(note 8)	0.587%
Public Shareholders		<u>158,997,855</u>	<u>58.856%</u>	<u>1.714%</u>	<u>77,953,343</u>	<u>0.848%</u>
D Shares Sub-total:	D Share	<u><u>270,148,375</u></u>	<u><u>100.000%</u></u>	<u><u>2.912%</u></u>	<u><u>189,103,863</u></u>	<u><u>2.057%</u></u>
All Shares Total:		<u><u>9,275,526,666</u></u>	<u><u>N.A.</u></u>	<u><u>100.000%</u></u>	<u><u>9,194,482,154</u></u>	<u><u>100.000%</u></u>

Notes:

- (1) As at the Frankfurt Last Trading Day, the Company held 101,237,386 A Shares as treasury shares, all the voting right attached to which shall not be exercisable until they cease to be treasury shares. For the purposes of the above table, the above figures are determined on the assumption that all the treasury shares had been cancelled.
- (2) The Company has granted Award Shares under the Share Award Schemes to officers and employees of the Group (including the Directors). All the Award Shares (save for those Award Shares already vested and transferred to the grantees thereof) are held by the Custodian and Trustee, comprising 82,383,240 A Shares and 28,084,232 H Shares. Under the Share Award Schemes, the Custodian and Trustee shall not exercise the voting rights in respect of any Award Shares held by it.
- (3) As at the date of this announcement, Haier Group holds 51.20% of the issued shares in Haier COSMO Co. Ltd. (海爾卡奧斯股份有限公司), and is also entitled to exercise the remaining 48.80% voting rights in Haier COSMO Co., Ltd. through an irrevocable voting rights entrustment arrangement. Hence, Haier COSMO Co. Ltd. (海爾卡奧斯股份有限公司) is deemed to be acting in concert with Haier Group under the Hong Kong Takeovers Code. According to the Articles of Association of Haier Group, the nature of Haier Group is an urban collectively-owned enterprise; according to a statement issued by Qingdao State-owned Assets Management Office and Qingdao Administration for Industry and Commerce in June 2002, the nature of Haier Group is a collectively-owned enterprise. In accordance with the Articles of Association of Haier Group and the Regulation of the People's Republic of China on Urban Collectively-Owned Enterprises (2016 Revision), Haier Group's property is collectively owned by the working masses, subject to joint work, with distribution according to work as the principal distribution method. In light of its enterprise nature, Haier Group has no shareholders.
- (4) As at the date of this announcement, Qingdao Haier Venture & Investment Information Co., Ltd. (青島海爾創業投資諮詢有限公司) is a wholly-owned subsidiary of Haier Group, and is thus deemed to be acting in concert with Haier Group under the Hong Kong Takeovers Code.
- (5) As at the date of this announcement, Qingdao Haichuangzhi Management Consulting Enterprise (Limited Partnership) (青島海創智管理諮詢企業(有限合夥)) is a party acting in concert with Haier Group under the Hong Kong Takeovers Code.
- (6) As at the date of this announcement, Haier Group controls 100% voting rights in HCH (HK) Investment Management Co., Limited, which is thus deemed to be acting in concert with Haier Group under the Hong Kong Takeovers Code.
- (7) As at the date of this announcement, Haier International Co., Ltd. is a wholly-owned subsidiary of Haier Group, which is thus deemed to be acting in concert with Haier Group under the Hong Kong Takeovers Code.

- (8) As at the date of this announcement and insofar as the Company is aware, Silk Road Fund Co., Ltd. (絲路基金有限責任公司) is not a person acting in concert with the Company nor with Haier Group. For the purposes of this table, it is assumed that Silk Road Fund Co., Ltd. (絲路基金有限責任公司) has not accepted the Proposed D Share Buy-back Offer.
- (9) Certain percentage figures included in the above table have been subject to rounding adjustment so that figures shown as totals in the above tables may not be an arithmetic aggregation of the figures above or preceding them.

ARRANGEMENTS RELATING TO SHARES

As at the date of this announcement, save as disclosed in the paragraphs headed “Effect on the Shareholding Structure of the Company” and “Undertakings from Haier Group” in this announcement, none of the Company Concert Group:

- (a) holds, owns, controls or directs any Shares, outstanding warrants, options, derivatives or securities convertible into Shares save for:
- (i) the Award Shares granted to the Directors but not yet vested, and the outstanding share options granted to the Directors under any of the A Share Option Schemes but not yet exercised; and
 - (ii) 262,122 H Shares and 131,061 H Shares deemed to be interested by Mr. LI Huagang and Mr. GONG Wei respectively under Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) arising from their indirect investment in the structured notes issued by Golden Sunflower through the trusts and asset management scheme. None of Mr. LI Huang and Mr. GONG Wei is the legal or beneficial owner of or control the voting rights vested with the underlying Shares attributable to the structured notes. Details of the above are disclosed in the paragraph headed of “Interests and Short Positions of Directors and CEO in Shares and Underlying Shares — Long positions in shares of the Company” in the section headed “Report of the Directors” of the 2025 annual report of the Company and the announcement of the Company dated 11 January 2022;
- (b) has secured any irrevocable commitment to vote in favour of or against the Proposed D Share Buy-back Offer at the General Meeting;
- (c) has any arrangement (whether by way of option, indemnity or otherwise) or contract under Note 8 to Rule 22 of the Hong Kong Takeovers Code in relation to the Shares which might be material to the Proposed D Share Buy-back Offer;

- (d) has any agreement or arrangement to which any member of the Company Concert Group is a party which relates to the circumstances in which it may or may not invoke or seek to invoke any pre-condition or condition to the Proposed D Share Buy-back Offer;
- (e) has borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Hong Kong Takeovers Code) in the Company; and
- (f) has acquired or disposed of any voting rights of the Company or has dealt for value in any shares, convertible securities, warrants, options or derivatives in respect of the securities in the Company in the six-month period prior to and including the date of this announcement save as disclosed below.

Undertakings from Haier Group

Haier Group has irrevocably undertaken to the Company that:

- (a) if the Proposed D Share Buy-back Offer is made, it shall not, and shall procure all other relevant members of the Haier Concert Group holding D Shares not to, accept the Proposed D Share Buy-back Offer; and
- (b) it shall exercise, and shall procure all other members of the Haier Concert Group to exercise, all the voting powers attached to Shares held by it to vote in favour of all the resolutions to be proposed at the General Meeting, the A Shareholders' Class Meeting, the H Shareholders' Class Meeting and the D Shareholders' Class Meeting for the approval of the Proposed D Share Buy-back Offer.

In view of the above undertaking, each member of Haier Concert Group does not have any material interests in the Proposed D Share Buy-back Offer which is different from the interests of all other Shareholders, and, thus, constitutes an Independent Shareholder and is not required to abstain from voting in respect of all the resolutions to be proposed at the above meetings for the approval of the Proposed D Share Buy-back Offer by the Independent Shareholders.

SHARES DEALINGS IN THE PAST SIX MONTHS

In the six-month period prior to and including the date of this announcement, the Company bought back Shares on the market as set out below:

Date of Buy-back	Class of Shares	No. of Shares	Highest Price per Share		Average Price per Share	
			(EUR)	(approx. HK\$)	(EUR)	(approx. HK\$)
13 February 2026	D	45,000	2.0405	18.7930	2.0385	18.7750
12 February 2026	D	45,000	2.0800	19.1568	2.0556	18.9322
11 February 2026	D	45,000	2.0600	18.9726	2.0573	18.9479
10 February 2026	D	45,000	2.0500	18.8805	2.0482	18.8643
9 February 2026	D	40,000	2.0635	19.0048	2.0514	18.8935
6 February 2026	D	40,000	2.0625	18.9956	2.0252	18.6519
5 February 2026	D	40,000	2.0305	18.7009	2.0298	18.6949
4 February 2026	D	50,000	2.0450	18.8345	2.0327	18.7212
3 February 2026	D	50,000	2.0615	18.9864	2.0547	18.9235
2 February 2026	D	43,598	2.0400	18.7884	2.0338	18.7314
30 January 2026	D	59,000	2.0840	19.1936	2.0767	19.1268
29 January 2026	D	57,000	2.0900	19.2489	2.0882	19.2322
28 January 2026	D	56,000	2.0950	19.2950	2.0904	19.2522
27 January 2026	D	54,000	2.0935	19.2811	2.0905	19.2533
26 January 2026	D	50,000	2.1000	19.3410	2.0981	19.3236
23 January 2026	D	53,000	2.1015	19.3548	2.0950	19.2949
22 January 2026	D	49,000	2.1090	19.4239	2.0982	19.3241
21 January 2026	D	44,000	2.1025	19.3640	2.0929	19.2759

Date of Buy-back	Class of Shares	No. of Shares	Highest Price per Share (HK\$)	Average Price per Share (HK\$)
8 December 2025	H	511,000	26.7600	26.6657
5 December 2025	H	450,000	27.2600	27.1091
4 December 2025	H	400,000	27.3000	27.2081

Date of Buy-back	Class of Shares	No. of Shares	Highest Price per Share		Average Price per Share	
			(RMB)	(approx. HK\$)	(RMB)	(approx. HK\$)
21 April 2026	A	1,130,000	20.8600	23.9890	20.7892	23.9076
17 April 2026	A	1,290,000	20.8600	23.9890	20.8267	23.9507
10 April 2026	A	1,500,000	20.9700	24.1155	20.9308	24.0704
9 April 2026	A	50,000	20.7300	23.8395	20.7300	23.8395
7 April 2026	A	6,275,900	20.8000	23.9200	20.6893	23.7927
3 April 2026	A	300,000	21.2160	24.3984	21.1571	24.3307
2 April 2026	A	800,000	21.4500	24.6675	21.4132	24.6251
31 March 2026	A	5,000,000	21.9300	25.2195	21.6131	24.8550
30 March 2026	A	2,700,000	21.6000	24.8400	21.5531	24.7861
27 March 2026	A	7,650,000	22.4000	25.7600	21.9279	25.2171
30 January 2026	A	1,790,000	25.5400	29.3710	25.2646	29.0543
29 January 2026	A	807,000	25.5800	29.4170	25.5281	29.3573
28 January 2026	A	260,000	25.2000	28.9800	25.1526	28.9255
27 January 2026	A	60,000	25.5900	29.4285	25.5900	29.4285
23 January 2026	A	75,000	25.8100	29.6815	25.7431	29.6046
22 January 2026	A	102,000	25.9300	29.8195	25.8908	29.7744
21 January 2026	A	340,000	26.2200	30.1530	25.9953	29.8946
16 January 2026	A	100,000	25.7700	29.6355	25.7141	29.5712
15 January 2026	A	181,000	25.8700	29.7505	25.8275	29.7016
14 January 2026	A	250,000	25.8800	29.7620	25.8588	29.7376
13 January 2026	A	430,000	26.2200	30.1530	26.1706	30.0962
9 January 2026	A	160,000	26.1900	30.1185	26.0995	30.0144
8 January 2026	A	95,000	26.1100	30.0265	26.0601	29.9691
7 January 2026	A	100,000	26.2900	30.2335	26.2430	30.1795
31 December 2025	A	500,000	26.1000	30.0150	26.0575	29.9661
30 December 2025	A	55,000	26.4600	30.4290	26.4418	30.4081
29 December 2025	A	67,000	26.6900	30.6935	26.6810	30.6832
26 December 2025	A	72,200	26.9000	30.9350	26.8189	30.8418
24 December 2025	A	102,000	27.1400	31.2110	27.0124	31.0642
23 December 2025	A	100,000	27.2600	31.3490	27.2290	31.3134
22 December 2025	A	60,000	27.4900	31.6135	27.3712	31.4768
19 December 2025	A	20,000	27.5400	31.6710	27.5050	31.6308
18 December 2025	A	70,000	27.4300	31.5445	27.3214	31.4196
17 December 2025	A	40,000	27.2700	31.3605	27.2550	31.3433
16 December 2025	A	260,000	27.3000	31.3950	27.2350	31.3202
10 December 2025	A	170,000	26.7900	30.8085	26.7071	30.7132
9 December 2025	A	12,000	27.0700	31.1305	27.0200	31.0730
8 December 2025	A	95,000	27.3700	31.4755	27.3115	31.4083
5 December 2025	A	300,000	27.4500	31.5675	27.3933	31.5023
28 November 2025	A	150,000	27.3900	31.4985	27.3633	31.4678
27 November 2025	A	270,000	27.5300	31.6595	26.8885	30.9217

In the past years, the Company granted the Award Shares to the Directors at nil consideration under the Share Award Schemes. In the six-month period prior to and including the date of this announcement, the following Award Shares were vested and acquired by a Director:

Name of Director	Date	Number of Award Shares Vested	Consideration per Award Share Vested
Mr. Kevin Nolan	27 March 2026	360,261	Nil

All the unvested Award Shares are held by the Custodian and Trustee. Under the Share Award Schemes, the Custodian and Trustee shall not exercise the voting rights in respect of any Award Shares held by it.

Save as disclosed above, the Company and parties acting in concert with it had not dealt in any Shares or any options, warrants, derivatives or securities convertible into Shares or other derivatives in respect of securities in the Company during the six-month period immediately prior to the publication of this announcement.

OTHER ARRANGEMENTS

As at the date of this announcement:

- (a) there is no understanding, arrangement or agreement or special deal (as defined under Rule 25 of the Hong Kong Takeovers Code) between any Shareholders and any member of the Company Concert Group;
- (b) there is no understanding, arrangement or agreement or special deal (as defined under Rule 25 of the Hong Kong Takeovers Code) between (i) any Shareholder; and (ii) any member of the Company, its subsidiaries or associated companies; and
- (c) other than the Buy-back Price, no consideration, compensation or benefit in any form has been or will be paid by any member of the Company Concert Group to D Shareholders in connection with the Proposed D Share Buy-back Offer.

GENERAL INFORMATION ON THE COMPANY

The Company is a joint stock company incorporated in the PRC with limited liability, whose A Shares are listed on the Shanghai Stock Exchange, whose D Shares are listed on the Frankfurt Stock Exchange and whose H Shares are listed on the Main Board of the Hong Kong Stock Exchange. The Company is the leading provider of home appliances and smart home solutions in the world. The Company's main businesses include the R&D, production and sales of smart home appliances such as refrigerators/freezers, washing machines, air conditioners, water heaters, kitchen appliances, small home appliances, and smart home scenario solutions. It creates whole scenario smart life experience with its rich product, brand and solution package to meet the needs of users for a better life.

IMPLICATIONS UNDER THE HONG KONG SHARE BUY-BACKS CODE

Notwithstanding it being carried out in the form of a partial offer exclusively in accordance with the law of the Federal Republic of Germany, the Proposed D Share Buy-back Offer constitutes a share buy-back by general offer by the Company. The Proposed D Share Buy-back Offer will be carried out exclusively in accordance with the law of the Federal Republic of Germany, and will not be intended for persons resident or present in the Restricted Jurisdictions. It is required to comply with the requirements of Rule 3.4 of the Hong Kong Share Buy-backs Code and will be made subject to, among other things, approval of the H Shareholders in accordance with Rule 3 of the Hong Kong Share Buy-backs Code. The Company will seek such approvals of the Shareholders at the General Meeting, the A Shareholders' Class Meeting, the H Shareholders' Class Meeting and the D Shareholders' Class Meeting.

INDEPENDENT COMMITTEE AND INDEPENDENT FINANCIAL ADVISER

The Company has established the Independent Committee comprising all the non-executive Directors (namely Mr. GONG Wei, Mr. YU Hon To, David, Mr. CHIEN Da-Chun and Mr. LI Shaohua) and all the independent non-executive Directors (namely Mr. WONG Hak Kun, Mr. LI Shipeng, Mr. WU Qi and Mr. WANG Hua), all of whom do not have any direct or indirect interest in the Proposed D Share Buy-back Offer other than (where applicable) being A or H Shareholders. Since the employee representative Director (namely Ms. SUN Danfeng) is also a senior management of the Group, she is not a member of the Independent Committee. The Independent Committee will advise the Independent Shareholders on the Proposed D Share Buy-back Offer.

Somerley Capital Limited has been appointed as the independent financial adviser with the approval of the Independent Committee to advise the Independent Committee and the Independent Shareholders in this regard and in particular as to whether the Proposed D Share Buy-back Offer is fair and reasonable or not, and as to voting.

GENERAL MEETING, CLASS MEETINGS AND DESPATCH OF CIRCULAR

The General Meeting, the A Shareholders' Class Meeting, the H Shareholders' Class Meeting and the D Shareholders' Class Meeting will be held to consider and approve the Proposed D Share Buy-back Offer. As required by the Hong Kong Share Buy-backs Code, if a Shareholder has a material interest in the Proposed D Share Buy-back Offer which is different from all other Shareholders, such Shareholder will be required to abstain from voting on those resolutions to be proposed at the said meetings to approve the Proposed D Share Buy-back Offer by the Independent Shareholders. The Haier Concert Group have undertaken to the Company that they shall not accept the Proposed D Share Buy-back Offer. Furthermore, the Proposed D Share Buy-back Offer will not be made, directly or indirectly, in or into any Restricted Jurisdictions. As a results, all the D Shareholders (except those D Shareholders in the Restricted Jurisdictions) and holders of A Shares or H Shares which are holding D Shares (except the Haier Concert Group) will be required to abstain from voting on all those resolutions to be proposed at the said meetings to approve the Proposed D Share Buy-back Offer by the Independent Shareholders.

A circular containing, among other things: (i) details of the Proposed D Share Buy-back Offer; (ii) a letter of recommendation from the Independent Committee to the Independent Shareholders on the Proposed D Share Buy-back Offer; and (iii) a letter of advice from the independent financial adviser to the Independent Committee and the Independent Shareholders on the Proposed D Share Buy-back Offer, will be sent by the Company to the H Shareholders in accordance with the Hong Kong Listing Rules and the Hong Kong Takeovers Code within 21 days from the date of this announcement, namely on or before 18 May 2026.

WARNING: The making and completion of the Proposed D Share Buy-back Offer is subject to (i) the fulfilment of the Pre-Conditions; (ii) the Board finally determines to make the Proposed D Share Buy-back Offer; and (iii) the fulfilment or waiver of any conditions precedents which may be attached to the Proposed D Share Buy-back Offer. Hence, the Proposed D Share Buy-back Offer may or may not be made, and, if made, may or may not be completed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares and the other securities of the Company.

DEFINITIONS

Unless the context otherwise requires, the following expressions have the following meanings in this announcement:

“2025 AGM”	2025 annual general meeting of the Company scheduled to be held on 24 June 2026;
“A Share(s)”	the A Shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are listed and traded on the Shanghai Stock Exchange (stock code: 600690);

“A Share ESOP”	the A Share Core Employee Stock Ownership Plan (ESOP) (2021–2025) adopted by the Company;
“A Share Option Schemes”	the 2021 A Share Option Incentive Scheme and the 2022 A Share Option Incentive Scheme adopted by the Company in 2021 and 2022 respectively, pursuant to which the Company may grant share options to core management staff and core staff of the Group to incentivize to them to contribute to the success of the Group, details of which are set out in the paragraph headed “A-Share Option Scheme” in the section headed “Report of the Directors” in the 2025 annual report of the Company;
“A Shareholder(s)”	holder(s) of A Shares;
“A Shareholders’ Class Meeting”	the Company’s class meeting to be convened for A Shareholders, or any adjournment thereof, for the purposes of approving the Proposed D Share Buy-back Offer and the related matters as set out in the paragraph headed “Terms of the Proposed D Share Buy-back Offer — Pre-Conditions for the Making of the Proposed D Share Buy-back Offer” in this announcement;
“Award Shares”	existing A Shares and H Shares which are the subject of any of the Share Award Schemes;
“Board”	the board of Directors;
“Buy-back D Shares”	the D Shares actually acquired by the Company from those D Shareholders accepting the Proposed D Share Buy-back Offer up to a maximum of 81,044,512 D Shares;
“Buy-back Price”	the purchase price to be paid by the Company for the acquisition of the Buy-back D Shares, details of which are set out in the paragraph headed “Terms of the Proposed D Share Buy-back Offer — Buy-back Price” in this announcement;
“China” or “PRC”	People’s Republic of China, which, for the purpose of this circular, excludes Hong Kong, Macau Special Administrative Region and Taiwan, except where the context indicates or requires otherwise;

“Company”	Haier Smart Home Co., Ltd.* (海爾智家股份有限公司), a joint stock company incorporated in the PRC with limited liability, whose A Shares are listed on the Shanghai Stock Exchange (stock code: 600690), whose D Shares are listed on the China Europe International Exchange AG D Share Market and quoted on the Frankfurt Stock Exchange (stock code: 690D), and whose H Shares are listed on the Main Board of the Hong Kong Stock Exchange (stock code: 6690);
“Company Concert Group”	refers to, collectively, (i) the Company, (ii) the Directors who hold Shares (comprising Messrs. LI Huagang, Kevin Nolan, GONG Wei, YU Hon To, David, LI Shaohua and SUN Danfeng as at the date of this announcement), (iii) the Custodian and Trustee for the Award Shares held by them under the Share Award Schemes prior to their vesting unto the grantees thereof, and (iv) the Haier Concert Group, details of their holding in Shares are set out in the paragraph headed “Effect on the Shareholding Structure of the Company” in this announcement, and “ a member of the Company Concert Group ” means any one of them;
“Company’s Articles”	the articles of association of the Company as amended from time to time;
“Custodian and Trustee”	the persons holding the Award Shares pending the vesting of such Award Shares unto the grantees thereof under the Share Award Schemes, comprising the Company holding those unvested A Shares under the A Share ESPO, an independent asset management company (being a third party independent of the Company) holding those unvested H Shares under the H Share ESPO, and an independent trust agency (being a third party independent of the Company) holding those unvested H Shares under the H Share RSU Scheme;
“D Share(s)”	the D shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are listed and traded on the China Europe International Exchange AG D Share Market of the Frankfurt Stock Exchange (stock code: 690D);
“D Share Buy-back Offer Document”	the offer document to be issued to the D Shareholders if the Board finally determines to make the Proposed D Share Buy-back Offer;
“D Shareholder(s)”	holder(s) of D Shares of the Company;

“D Shareholders’ Class Meeting”	the Company’s class meeting to be convened for D Shareholders, or any adjournment thereof, for the purposes of approving the Proposed D Share Buy-back Offer and the related matters as set out in the paragraph headed “Terms of the Proposed D Share Buy-back Offer — Pre-Conditions for the Making of the Proposed D Share Buy-back Offer” in this announcement;
“Director(s)”	the director(s) of the Company;
“EUR”	Euro, the lawful currency of the European Union;
“Executive”	the Executive Director of the Corporate Finance Division of the SFC or any of its delegates;
“Frankfurt Last Trading Day”	24 April, 2026, being the last trading day on which the D Shares were traded on the China Europe International Exchange AG D Share Market of the Frankfurt Stock Exchange;
“General Meeting”	the 2025 AGM or, if later, the extraordinary general meeting of the Company to be convened for the approvals by the Shareholders and the Independent Shareholders respectively for the Proposed D Share Buy-back Offer;
“Golden Sunflower”	an exempted company incorporated with limited liability pursuant to the laws of the Cayman Islands, which is a third party independent of the Company;
“Group”	the Company and its subsidiaries;
“H Share(s)”	the H shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange (stock code: 6690);
“H Share ESOP”	the H Share Core Employee Stock Ownership Plan (ESOP) (2021–2025) adopted by the Company, details of which are set out in the paragraph headed “Share Award Schemes” in the section headed “Report of the Directors” in the 2025 annual report of the Company;
“H Share RSU Scheme”	the H Share Restricted Share Unit Scheme adopted by the Company, details of which are set out in the paragraph headed “Share Award Schemes” in the section headed “Report of the Directors” in the 2025 annual report of the Company;
“H Shareholder(s)”	holder(s) of H Shares of the Company;

“H Shareholders’ Class Meeting”	the Company’s class meeting to be convened for H Shareholders, or any adjournment thereof, for the purposes of approving the Proposed D Share Buy-back Offer and the related matters as set out in the paragraph headed “Terms of the Proposed D Share Buy-back Offer — Pre-Conditions for the Making of the Proposed D Share Buy-back Offer” in this announcement;
“Haier Concert Group”	refers to, collectively, Haier Group Corporation and parties acting in concert with it, and “ a member of the Haier Concert Group ” means any one of them;
“Haier Group”	Haier Group Corporation, a company incorporated under the laws of the PRC and a controlling Shareholder of the Company;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Hong Kong Listing Rules”	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“Hong Kong Share Buy-backs Code”	The Code on Share Buy-backs issued by the SFC;
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Hong Kong Takeovers Code”	The Code on Takeovers and Mergers issued by the SFC;
“Independent Committee”	the independent committee of the Board comprising all the non-executive Directors (namely Mr. GONG Wei, Mr. YU Hon To, David, Mr. CHIEN Da-Chun and Mr. LI Shaohua) and all the independent non-executive Directors (namely Mr. WONG Hak Kun, Mr. LI Shipeng, Mr. WU Qi and Mr. WANG Hua);
“Independent Shareholders”	Shareholders other than Shareholders who has a material interest in the Proposed D Share Buy-back Offer which is different from the interests of all other Shareholders;
“Longstop Date”	the last day of the 9-month period commencing immediately from the date of fulfilment of all the Pre-Conditions;

“Pre-Conditions”	the conditions precedent to be fulfilled before the Company can make the Proposed D Share Buy-back Offer, details of which are set out in the paragraph headed “Terms of the Proposed D Share Buy-back Offer — Pre-Conditions for the Making of the Proposed D Share Buy-back Offer” in this announcement;
“Proposed D Share Buy-back Offer”	the proposed voluntary public share buy-back offer which may be made by the Company to the D Shareholders, details of which are mentioned in the paragraph headed “Form of the Proposed D Share Buy-back Offer” of this announcement;
“Restricted Jurisdictions”	as defined in the paragraph headed “Form of the Proposed D Share Buy-Back Offer” in this announcement;
“RMB”	Renminbi, the lawful currency of the PRC;
“SFC”	the Securities and Futures Commission of Hong Kong;
“Share(s)”	the ordinary shares of the Company, including A Share(s), D Share(s) and H Share(s);
“Share Award Schemes”	the share award schemes adopted by the Company (comprising the A Share ESOP, the H Share ESOP and the H Share RSU Scheme), pursuant to which the Company may grant Share Awards to directors, supervisors, senior management and other staff of any member of the Group to incentivize them to contribute to the success of the Group, details of which are set out in the paragraph headed “Share Award Schemes” in the section headed “Report of the Directors” in the 2025 annual report of the Company;
“Shareholder(s)”	the shareholder(s) of the Company; and
“%”	per cent.

For the purposes of this announcement, exchange rates of EUR1.00 = HK\$9.21 and RMB1.00 = HK\$1.15 have been used for currency translation, where applicable. Such exchange rates are for illustration purposes only and does not constitute any representations that any amount in EUR, RMB or HK\$ has been, could have been or may be converted at such rates.

By order of the Board
Haier Smart Home Co., Ltd.*
LI Huagang
Chairman

Qingdao, the PRC
27 April 2026

As at the date of this announcement, the executive Directors of the Company are Mr. LI Huagang and Mr. Kevin Nolan; the non-executive Directors are Mr. GONG Wei, Mr. YU Hon To, David, Mr. CHIEN Da-Chun and Mr. LI Shaohua; the independent non-executive Directors are Mr. WONG Hak Kun, Mr. LI Shipeng, Mr. WU Qi and Mr. WANG Hua; and employee representative Director is Ms. SUN Danfeng.

All the Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

* *For identification purposes only*