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LEAPMOTOR

ZHEJIANG LEAPMOTOR TECHNOLOGY CO., LTD.
浙江零跑科技股份有限公司

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

(Stock Code: 9863)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The board of directors (the "**Board**") of Zhejiang Leapmotor Technology Co., Ltd. (the "**Company**") wishes to announce that, in order to align the articles of association of the Company (the "**Articles of Association**") with the latest requirements of the Company Law of the People's Republic of China and the regulatory rules applicable in the place where the Company's securities are listed, and to cater for practical needs such as paperless issuance and remote attendance at meetings, the Board proposes to make corresponding amendments to the relevant provisions of the Articles of Association. Details are as follows:

No.	Original Provision	Amended Provision
1	**Article 32** Where the Directors, Supervisors and senior management personnel of the Company and any shareholders who hold more than 5% of the Company's Shares, sell his/her Shares in the Company or other securities with equity nature within six months of his/her purchase, or purchase the Shares again within six months of the sale, the profits thus made shall accrue to the Company and the Board shall collect all such profits. Where such transfer restriction involves H Shares, it is subject to the approval of the Hong Kong Stock Exchange. If a securities company, however, as the underwriter, purchases all the unsold Shares and therefore holds more than 5% of the Shares, it is not subject to the six months restriction for selling such Shares. Shares or other securities with equity nature held by Directors, Supervisors, senior management personnel and natural person Shareholders in the preceding paragraph include shares or other securities with equity nature held by their spouses, parents, children and under accounts of other persons.	*[Deleted in its entirety]*

No.	Original Provision	Amended Provision
	If the Board of the Company fails to comply with the requirements under the paragraph 1 in this Article, a Shareholder shall have the rights to request the Board to do so within 30 days. In failure of the Board of the Company to comply with the same within the aforesaid period, such Shareholder shall have the rights to institute a legal proceeding directly with the court in its own name for the benefit of the Company. If the Board of the Company fails to comply with the requirements under the first paragraph, the Director(s) liable shall assume joint and several responsibilities pursuant to laws.	
2	**Article 33** The H Shares of the Company shall contain the following items: (I) the name of the Company; (II) the date of establishment of the Company; (III) the type and par value of Shares and the number of Shares represented; (IV) the serial number of the share certificate; (V) other items required by applicable laws and regulations and the stock exchange where the Company's Shares are listed.	*[Deleted in its entirety]*
3	**Article 34** The Company's H Shares shall be signed by the legal representative. If the securities regulatory authority or the stock exchange of the place where the Company's H Shares are listed requires the signature of other senior management personnel of the Company, it shall also be signed by other relevant senior management personnel. The H Shares shall become effective after the Company's seal is affixed or stamped in printed form. The affixing of the Company's seal on the H Shares shall be authorized by the Board. The signature of the legal representative or other relevant senior management personnel on the H Shares may also be in printed form. Under the conditions of paperless issuance and trading of the Company's Shares, separate regulations of the securities regulatory authority and the stock exchange of the place where the Company's Shares are listed shall apply.	*[Deleted in its entirety]*

No.	Original Provision	Amended Provision
4	**Article 65** When the Company convenes a general meeting, the Board of Directors, the Board of Supervisors and the Shareholders individually or in aggregate holding more than 1% of the Company's Shares shall have the right to make proposals to the Company. Shareholders individually or in aggregate holding more than 1% of the Company's Shares may submit an interim proposal to the convener in writing 10 days before the general meeting. The temporary proposal shall have definite subjects and specific matters to be resolved. The convener shall supplement the notice of general meeting in two days after receiving the proposal and publicize the content of the temporary proposal, and submit the temporary proposal to the general meeting for consideration, except where the temporary proposal is in violation of laws, administrative regulations or the Articles of Association, or does not fall into the terms of reference of the general meeting. Except for the circumstances specified in the preceding paragraph, the convener shall not modify the proposals listed in the notice of general meeting or add new proposals after issuing the notice of general meeting. For proposals that are not listed in the notice of general meeting or that do not meet the requirements of **Article 64** of the Articles of Association, the general meeting shall not vote and make resolutions thereon.	**Article 62** When the Company convenes a general meeting, the Board of Directors, the Board of Supervisors and the Shareholders individually or in aggregate holding more than 1% of the Company's Shares shall have the right to make proposals to the Company. Shareholders individually or in aggregate holding more than 1% of the Company's Shares may submit an interim proposal to the convener in writing 10 days before the general meeting. The temporary proposal shall have definite subjects and specific matters to be resolved. The convener shall supplement the notice of general meeting in two days after receiving the proposal and publicize the content of the temporary proposal, and submit the temporary proposal to the general meeting for consideration, except where the temporary proposal is in violation of laws, administrative regulations or the Articles of Association, or does not fall into the terms of reference of the general meeting. **If the general meeting is required to be postponed due to the publication of a supplemental notice of general meeting in accordance with the securities regulatory rules of the place where the Company's Shares are listed, the convening of the general meeting shall be postponed in accordance with the securities regulatory rules of the place where the Company's Shares are listed.** Except for the circumstances specified in the preceding paragraph, the convener shall not modify the proposals listed in the notice of general meeting or add new proposals after issuing the notice of general meeting. For proposals that are not listed in the notice of general meeting or that do not meet the requirements of **Article 61** of the Articles of Association, the general meeting shall not vote and make resolutions thereon.

No.	Original Provision	Amended Provision
5	**Article 103** Shareholders who attend the general meeting shall take one of the following stances when a proposal is put forward for voting: to vote for or against or abstain from voting. Any votes which are uncompleted, erroneously completed or illegible, or uncast votes shall be considered as a waiver of voting rights by the voter, and the outcome of votes carried with the Shares held by such voters shall be counted as "abstain from voting". Where any Shareholder is required to abstain from voting on any resolution or restricted to voting only for or only against it under the Hong Kong Listing Rules, any votes cast by or on behalf of such Shareholder in contravention of such requirement or restriction shall not be counted.	**Article 100** Shareholders who attend the general meeting shall take one of the following stances when a proposal is put forward for voting: to vote for or against or abstain from voting**, except where the securities registration and clearing institution, as the nominal holder of Shares under the stock market trading connectivity mechanism between the Mainland and Hong Kong, makes a declaration in accordance with the intentions of the beneficial holders**. Any votes which are uncompleted, erroneously completed or illegible, or uncast votes shall be considered as a waiver of voting rights by the voter, and the outcome of votes carried with the Shares held by such voters shall be counted as "abstain from voting". Where any Shareholder is required to abstain from voting on any resolution or restricted to voting only for or only against it under the Hong Kong Listing Rules, any votes cast by or on behalf of such Shareholder in contravention of such requirement or restriction shall not be counted.
6	**Article 108** Should a general meeting pass proposals regarding cash distribution, bonus issue or transfer of surplus reserve into share capital, the specific proposals shall be implemented within 2 months after the close of the general meeting.	**Article 105** Should a general meeting pass proposals regarding cash distribution, bonus issue or transfer of surplus reserve into share capital, the specific proposals shall be implemented within 2 months after the close of the general meeting. **If the specific proposals cannot be implemented within 2 months due to the requirements of laws and regulations or the securities regulatory rules of the place where the Company's Shares are listed, the implementation date of the specific proposals may be adjusted accordingly in accordance with such requirements and the actual circumstances.**

No.	Original Provision	Amended Provision
7	**Article 141** Directors shall attend the meetings of the Board in person. Directors shall attend the Board meeting in a careful and responsible manner, and express clear opinions on the matters considered. Where a Director is unable to attend a meeting for any reason, he/she may, by a written power of attorney, appoint another Director to attend the meeting on his/her behalf. The power of attorney shall set out the name of the attorney, issues under authorization, scope of authorization and valid period, which will be signed or sealed with the chop by the appointing Director. A Director who attends the meeting on behalf of appointed Director shall exercise the rights of a Director within the scope of authority. Where a Director is unable to attend a meeting of the Board of Directors and has not appointed a proxy to attend the meeting on his/her behalf, he/she shall be deemed to have waived his/her right to vote at the meeting.	**Article 138** Directors shall attend the meetings of the Board in person (**attendance at meetings by means of video or telephone shall be deemed attendance in person**). Directors shall attend the Board meeting in a careful and responsible manner, and express clear opinions on the matters considered. Where a Director is unable to attend a meeting for any reason, he/she may, by a written power of attorney, appoint another Director to attend the meeting on his/her behalf. The power of attorney shall set out the name of the attorney, issues under authorization, scope of authorization and valid period, which will be signed or sealed with the chop by the appointing Director. A Director who attends the meeting on behalf of appointed Director shall exercise the rights of a Director within the scope of authority. Where a Director is unable to attend a meeting of the Board of Directors and has not appointed a proxy to attend the meeting on his/her behalf, he/she shall be deemed to have waived his/her right to vote at the meeting.
8	**Article 189** After the resolution on the profit distribution plan has been adopted at the general meeting of the Company, the Board of Directors of the Company shall complete the distribution of dividends (or Shares) within two months from the convening of the general meeting.	**Article 186** After the resolution on the profit distribution plan has been adopted at the general meeting of the Company, the Board of Directors of the Company shall complete the distribution of dividends (or Shares) within two months from the convening of the general meeting. **If the specific proposals cannot be implemented within 2 months due to the requirements of laws and regulations or the securities regulatory rules of the place where the Company's Shares are listed, the implementation date of the specific proposals may be adjusted accordingly in accordance with such requirements and the actual circumstances.**
9	**Article 215** Where the Company is required to reduce its registered capital, it shall prepare a balance sheet and an inventory of assets.	**Article 212** Where the Company is required to reduce its registered capital, it shall prepare a balance sheet and an inventory of assets.

No.	Original Provision	Amended Provision
	The Company shall notify its creditors within 10 days from the date of the Company's resolution on reduction of registered capital and shall publish an announcement on the information disclosure media designated by the Company within 30 days from the date of such resolution. The creditors may, within 30 days after receiving such notice or, for those who do not receive the notice, within 45 days from the date of the announcement, demand the Company to settle their debts or provide corresponding guarantees for such debts. The registered capital of the Company after reduction shall not be less than the statutory minimum amount. **Unless otherwise provided by law or the Articles of Association, any reduction of the Company's registered capital shall reduce each Shareholder's capital contribution or shares proportionally based on their respective contribution or ownership percentages.**	The Company shall notify its creditors within 10 days from the date of the Company's resolution on reduction of registered capital and shall publish an announcement on the information disclosure media designated by the Company within 30 days from the date of such resolution. The creditors may, within 30 days after receiving such notice or, for those who do not receive the notice, within 45 days from the date of the announcement, demand the Company to settle their debts or provide corresponding guarantees for such debts. The registered capital of the Company after reduction shall not be less than the statutory minimum amount.

Save for the above amendments, all other provisions of the Articles of Association shall remain unchanged. The chapter numbers and article numbers involved shall be correspondingly renumbered, and any cross-references in the text shall be correspondingly adjusted.

Pursuant to the Articles of Association and the relevant laws and regulations, the above amendments to the Articles of Association shall take effect only after being approved by the shareholders of the Company by way of a special resolution at the general meeting. The Articles of Association are prepared in Chinese and do not have an official English version. Any English translation is for reference only. In the event of any inconsistency, the Chinese version shall prevail.

The Company will publish a circular and a notice of general meeting containing details of the above resolution in due course.

By order of the Board
Zhejiang Leapmotor Technology Co., Ltd.
Mr. Zhu Jiangming
Founder, Chairperson of the Board and
Chief Executive Officer

Hong Kong, June 2, 2026

As at the date of this announcement, the Board comprises Mr. Zhu Jiangming, Mr. Cao Li and Mr. Zhou Hongtao as executive directors; Mr. Grégoire Olivier, Mr. Davide Mele and Mr. Jin Yufeng as non-executive directors; and Mr. Fu Yuwu, Ms. Drina C Yue and Mr. Shen Linhua as independent non-executive directors.