ROBOSENSE TECHNOLOGY CO., LTD
速 騰 聚 創 科 技 有 限 公 司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 2498)

CONNECTED TRANSACTION IN RELATION TO THE PROPOSED DISPOSAL

THE TRANSFER AGREEMENT

The Company hereby announces that on September 10, 2026, the Company and the Purchaser entered into the Transfer Agreement, pursuant to which Shenzhen Suteng agreed to sell, and the Purchaser agreed to purchase, the Target Business and Asset for a total cash Consideration of RMB59,878,000.

LISTING RULES IMPLICATIONS

Dr. Qiu Chunxin is an executive Director, the chairman of the Board and chief scientist of the Company and a substantial shareholder holding approximately 10.47% interest in the total issued Shares (excluding treasury shares) as at the date of this announcement. As the Purchaser is controlled as to 35% by Dr. Qiu Chunxin, the Purchaser is a connected person of the Company. Accordingly, the Proposed Disposal contemplated under the Transfer Agreement constitutes a connected transaction under Chapter 14A of the Listing Rules.

As one or more applicable percentage ratios for the Proposed Disposal contemplated under the Transfer Agreement are higher than 0.1% but all applicable percentage ratios are lower than 5%, the Proposed Disposal contemplated under the Transfer Agreement is subject to the reporting and announcement requirements under Chapter 14A of the Listing Rules, but is exempt from the circular and the independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

INTRODUCTION

The Company hereby announces that on September 10, 2026, the Company and the Purchaser entered into the Transfer Agreement, pursuant to which Shenzhen Suteng agreed to sell, and the Purchaser agreed to purchase, the Target Business and Asset for a total cash Consideration of RMB59,878,000.

THE TRANSFER AGREEMENT

Date	:	September 10, 2026
Parties	:	(a) Shenzhen Suteng (as the vendor)
		(b) The Purchaser (as the purchaser)

The Target Business and Asset to be Disposed

Pursuant to the Transfer Agreement, Shenzhen Suteng agreed to sell, and the Purchaser agreed to purchase, the Target Business and Asset for a total Consideration of RMB59,878,000.

For details of the scope of the business and assets to be disposed of pursuant to the Transfer Agreement, please refer to the section headed "Information about the Target Business and Asset" below.

Pursuant to the Transfer Agreement, certain personnel who have been involved in operating the Target Business and Asset will be transferred to the Purchaser, provided that such transfer of personnel shall at all times be on voluntary basis and based on mutual agreement with the relevant personnel.

Consideration and Payment Terms

The total Consideration for the Proposed Disposal shall be RMB59,878,000. The Consideration was determined after arm's length negotiation between the Company and the Purchaser having considered various factors, including (i) the appraised value of the Valuation Subjects (as defined below) forming part of the Target Business and Asset as detailed in the section headed "Information about the Target Business and Assets—The Valuation Report" below; (ii) the scope of the Target Business and Asset and the overall business strategies of the Group; and (iii) the reasons and benefits of the Proposed Disposal as detailed in the section headed "Reasons for and Benefits of the Proposed Disposal" below.

The Consideration shall be settled in full in cash by the Purchaser within 60 days after the execution of the Transfer Agreement.

Completion

Completion of the Proposed Disposal is conditional upon satisfaction or waiver (as appropriate) of certain conditions precedent set out in the Transfer Agreement, including:

(i) each of the Vendor and the Purchaser having obtained the requisite internal approvals for the Proposed Disposal;

(ii) the Company having complied with the requirements under the Listing Rules applicable to the Proposed Disposal;

(iii) verification of the scope of business, assets, intellectual property, personnel and data to be transferred pursuant to the Transfer Agreement having been confirmed by both parties;

(iv) the requisite third party consent for the proposed transfer of contracts pursuant to the Transfer Agreement having been obtained;

(v) the relevant employment relationship and arrangement of the personnel to be transferred pursuant to the Transfer Agreement having been agreed and confirmed; and

(vi) from the date of the Transfer Agreement to the date of completion of the Proposed Disposal, no event having occurred that has a material adverse impact on the overall operation of the Target Business and Asset and cannot be remedied by reasonable measures.

Completion of the Proposed Disposal shall take place after the last condition precedent being satisfied (or if applicable, waived) (the "**Completion Date**") and, in any event, by no later than September 30, 2026.

Upon completion of the Proposed Disposal taking place on the Completion Date, all the assets and liabilities, rights and obligations and risks arising in connection with the Target Business and Asset will be transferred to the Purchaser, and the Target Business and Asset will no longer be consolidated in the Company's consolidated financial statements.

INFORMATION ABOUT THE TARGET BUSINESS AND ASSET

Scope of the Target Business and Asset

The Target Business and Asset comprise of (i) the Group's benefit of business in the research and development, manufacturing and sales of embodied robots; and (ii) the assets involved in such business, which are mainly composed of the intellectual properties (such as patents and copyrights) associated with embodied robots development; inventories; computers and servers; production equipment and tools and consumable raw materials for the relevant design and development.

Set forth below are the unaudited financial information attributable to the Target Business and Asset to be disposed of pursuant to the terms and conditions of the Transfer Agreement for the two financial years ended December 31, 2024, and 2025 and for the six months ended June 30, 2026:

	For the year ended December 31, 2024	**For the year ended December 31, 2025**	**For the six months ended June 30, 2026**
		(Unaudited)	
Net loss before taxation	N/A	RMB11,195,000	RMB15,584,000
Net loss after taxation	N/A	RMB11,195,000	RMB15,584,000

The Company expects that an aggregate amount of approximately RMB9.1 million in additional expenditures related to the Target Business and Asset will be incurred for the period from July 1, 2026 to the Completion Date.

The unaudited net book value of the Target Business and Asset as of June 30, 2026 was RMB2,384,000.

The Valuation Report

According to the valuation report (the "**Valuation Report**") prepared by PG Advisory Group, an independent valuer appointed by the Company (the "**Valuer**"), the appraised value of the in-process research and development assets specifically relating to the embodied robot manipulation solutions owned by the Group (the "**Valuation Subjects**"), which form part of the Target Business and Asset, as at May 31, 2026 (the "**Valuation Date**") was RMB45,420,000.

Valuation Methodologies and Reasons for Selection

The Valuer adopted the asset-based approach (cost approach) as the sole valuation approach for the Target Business and Asset. The Valuer considered the income approach and market approach were not appropriate having considered that (i) the income approach was not selected because the technology underlying the Target Business and Asset is still at an early stage of development, which require further substantial capital investment and additional R&D effort before commercialisation can be realised, resulting in significant uncertainty as to whether, and to what extent and the timeframe when, future economic benefits can be generated; and (ii) the market approach was not selected because the lack of identifiable comparable companies or comparable transactions due to the highly specialised and proprietary nature of the technology underlying the Target Business and Asset.

Therefore, the asset-based approach (cost approach) was selected to estimate the value of the valuation subjects by reference to the cost that would be required to recreate or replace the technology underlying the Target Business and Asset with one of equivalent utility, which is considered to be able to provide a more objective and reliable basis for valuation given the early stage of development, the significant uncertainties surrounding the future income-generating capability of the technology and the absence of comparable market transactions.

Key Inputs

According to the asset-based approach (cost approach) adopted in the Valuation Report, the Valuer determined the appraised value of the Valuation Subjects, by adding up:

(i) replacement cost of approximately RMB38.54 million, which comprises human labour cost based on market-equivalent labour expenses required for the R&D process, other direct R&D expenses (such as travelling expenses, technical service fees, processing fees, asset depreciation and equipment consumption cost, etc.), and public support expenses that cannot be directly attributed to a single project (such as shared testing facilities, computing resources, etc.);

(ii) opportunity cost of approximately RMB3.13 million, which represents the return forfeited on alternative investment opportunities as a result of the commitment of R&D funds over an assumed average recreation period. This was calculated based on the replacement cost and an adopted discount rate, which reflects the required rate of return commensurate with the early-stage nature and systematic risk of the underlying technology; and

(iii) developer's profit of approximately RMB3.75 million, which represents a reasonable profit margin for the development of the intangible assets compensating a market participant for its entrepreneurial effort and the risks assumed. With reference to the historical EBIT/operating margins of comparable listed companies in the high-precision hardware engineering and advanced robotics component sector, the developer's profit margin of 9.0% was adopted and applied to the aggregate of the estimated replacement cost and opportunity cost.

Principal Assumptions

According to the Valuation Report, the valuation was subject to the following principal assumptions, including:

(a) there will not be significant changes in the relevant laws and regulations, industrial policies, fiscal and monetary policies and economic environment during the current and foreseeable future in which the Company and the Valuation Subjects exist;

(b) there will be no significant change in the tax policies applicable to the Company's operations;

(c) there will be no major changes in the prevailing interest rates or exchange rates as at the Valuation Date;

(d) for the purpose of assessing the replacement cost, it is assumed that a market participant would maintain continuous operations and have sufficient working capital, human resources and technical capabilities to complete the recreation of the Valuation Subjects;

(e) all related party transactions, if any, are conducted on an arm's length basis;

(f) the Company holds all necessary licenses and permits required for its operations, and that all relevant legal and administrative approvals have been, or can be, obtained or renewed as and when required;

(g) the cost and financial information used in this valuation is based on the purchasing power of the Company's functional currency as at the Valuation Date;

(h) the Company has no undisclosed contingent assets or liabilities, unusual obligations or substantive commitments, and no pending or threatened litigation, that would have a material impact on the value of the Valuation Subjects;

(i) the Valuation Subjects are legally and beneficially owned by the Company, free from any liens, charges, encumbrances or third-party rights that would materially affect their value, and that the ownership status is as represented in the patent ownership documents provided by the management of the Company;

(j) the cost information (including working hours, R&D expenditures and related costs) provided by the management of the Company reasonably reflects the cost that would currently be required to recreate the Valuation Subjects, and that no material technical defects or limitations exist in the Valuation Subjects other than as disclosed by the management of the Company; and

(k) there is no other material information (other than those provided by the Company) that would affect the valuation of the Valuation Subjects.

The Directors (including the independent non-executive Directors) have reviewed the Valuation Report, among other things, the valuation methodology and basis of preparation of the valuation of the Target Business and Asset, the assumptions adopted in the valuation, and the professional qualification and experience of the Valuer. The Board had also undertaken various steps to ascertain the fairness, reasonableness and appropriateness of the valuation, including but not limited to (i) considering the financial information of the Target Business and Asset to understand their financial contribution to the Group; and (ii) considering the business nature and business model of the Group as a whole.

FINANCIAL IMPACT OF THE PROPOSED DISPOSAL AND THE PROPOSED USE OF PROCEEDS FROM THE PROPOSED DISPOSAL

Based on the unaudited net book value of the Target Business and Asset as of June 30, 2026 and the Consideration for the Proposed Disposal, it is expected that the Company will record a net gain of approximately RMB37.9 million from the Proposed Disposal. Shareholders should note that the financial effect shown above is for reference only and is unaudited by the Company's auditors. The actual gain or loss to be recorded by the Group from the Proposed Disposal is subject to review and final audit by the Company's auditors and may differ from the estimated amount as it will depend on a number of factors, including but not limited to the actual amount of the Target Company's assets and liabilities as at the date of completion of the Proposed Disposal and the transaction costs incurred in the Proposed Disposal.

The Group intends to use the net proceeds from the Proposed Disposal (after deducting relevant fees and expenses) for replenishment of general working capital of the Group.

INFORMATION ON THE PARTIES

Shenzhen Suteng

Shenzhen Suteng is principally engaged in research and development, manufacturing and sales of LiDAR products and robotic components in China. It is an indirect wholly-owned subsidiary of the Company.

The Purchaser

The Purchaser is an OEM for embodied robots and is principally engaged in research and development, manufacturing and sales of embodied robots.

As at the date of this announcement, the Purchaser is controlled by Dr. Qiu Chunxin (an executive Director, the chairman of the Board and chief scientist of the Company) as to 35%. Therefore, the Purchaser is a connected person of the Company.

REASONS FOR AND BENEFITS OF THE PROPOSED DISPOSAL

After completion of the Proposed Disposal, the Group will focus on pursuing, beyond its core LiDAR portfolio, its long-term strategic plan of developing major and critical incremental components built for embodied robots manufacturers.

The Company also expects that the Group will become one of the component suppliers of the Purchaser after the Proposed Disposal. All the transactions between the Group and the Purchaser or its subsidiaries in the future shall be negotiated in ordinary course of business and on arm's length basis. These transactions will constitute continuing connected transactions of the Company, and the Company will comply with the applicable requirements Chapter 14 and/or Chapter 14A of the Listing Rules as and if required.

The terms of the Transfer Agreement were negotiated on an arm's length basis between the Vendor and the Purchaser. The Board (including the independent non-executive Directors) considered that the terms of the Transfer Agreement and the transactions contemplated thereunder are on normal commercial terms after arm's length negotiation, fair and reasonable, and in the interest of the Company and its Shareholders as a whole.

Dr. Qiu Chunxin has abstained from voting on the Board resolutions in respect of the Transfer Agreement and the transaction contemplated thereunder. Save as disclosed above, none of the other Directors has material interest in the Proposed Disposal and is required to abstain, or has abstained from voting on the relevant Board resolutions in respect of the Transfer Agreement and the transaction contemplated thereunder.

LISTING RULES IMPLICATIONS

Dr. Qiu Chunxin is an executive Director, the chairman of the Board and chief scientist of the Company and a substantial shareholder holding approximately 10.47% interest in the total issued Shares (excluding treasury shares) as at the date of this announcement. As the Purchaser is controlled as to 35% by Dr. Qiu Chunxin, the Purchaser is a connected person of the Company. Accordingly, the Proposed Disposal contemplated under the Transfer Agreement constitutes a connected transaction under Chapter 14A of the Listing Rules.

As one or more applicable percentage ratios for the Proposed Disposal contemplated under the Transfer Agreement are higher than 0.1% but all applicable percentage ratios are lower than 5%, the Proposed Disposal contemplated under the Transfer Agreement is subject to the reporting and announcement requirements under Chapter 14A of the Listing Rules, but is exempt from the circular and the independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

As the completion of each Proposed Disposal is subject to the satisfaction (or, if applicable, waiver) of the conditions precedent stated in the respective Transfer Agreement, the Proposed Disposal and the transactions contemplated under the Transfer Agreement may or may not proceed to completion. Accordingly, Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context otherwise requires:

"associate(s)"	has the meanings ascribed to it under the Listing Rules
"Board"	the board of Directors
"Company" or "our Company" or "the Company"	RoboSense Technology Co., Ltd（速騰聚創科技有限公司）, an exempted company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 2498)
"connected person(s)"	has the meanings ascribed to it under the Listing Rules
"Consideration"	the total amount of consideration payable by the Purchaser in respect of the Target Business and Asset pursuant to the terms and conditions of the Transfer Agreement
"Director(s)"	director(s) of the Company

"embodied AI"	artificial intelligence embedded in a physical body (such as a robot), enabling it to perceive, act and learn through interaction with the physical world, rather than operating solely in digital or text only environments
"Group" or "our Group" or "us" or "RoboSense"	the Company and its subsidiaries from time to time
"Hong Kong"	Hong Kong Special Administrative Region of the PRC
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"OEM"	original equipment manufacturer
"PRC" or "China"	the People's Republic of China, which, for the purpose of this announcement and for geographical reference only, excludes Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
"Proposed Disposal"	the proposed disposal of the Target Business and Asset by the Vendor to the Purchase pursuant to the terms and conditions of the Transfer Agreement
"Purchaser"	Shenzhen Xiyuan Robotics Co., Ltd.(深圳市曦元機器人有限公司), a limited liability company established under law of the PRC
"RMB"	Renminbi, the lawful currency of the PRC
"R&D"	research and development
"Shenzhen Suteng" or the "Vendor"	Suteng Innovation Technology Co., Ltd.(深圳市速騰聚創科技有限公司), a limited liability company established under the laws of PRC, and an indirect wholly-owned subsidiary of the Company
"Share(s)"	the ordinary shares in the share capital of the Company
"Shareholder(s)"	the holder(s) of Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"substantial shareholder(s)"	has the meanings ascribed to it under the Listing Rules
"subsidiary(ies)"	has the meanings ascribed to it under the Listing Rules

"Target Business and Asset"	all businesses, assets and rights owned by the Group in connection with the embodied robots of the Group, including, without limitation, (i) the benefit of the businesses in the research and development, manufacturing and sales of embodied robots; and (ii) the assets involved in such business, which are mainly composed of the intellectual properties (such as patents and copyrights) associated with embodied robots development; inventories; computers and servers; production equipment and tools and consumable raw materials for the relevant design and development, details of which are described under the section headed "Information about the Target Business and Asset" in this announcement
"Transfer Agreement"	the transfer agreement dated September 10, 2026 entered into between the Vendor and the Purchase in respect of the Proposed Disposal
"%"	per cent

For ease of reference, the names of PRC established companies and entities have been included in this announcement in both the Chinese and English languages, and in the event of any inconsistency, the Chinese versions shall prevail. Certain amounts and percentage figures included in this announcement have been subject to rounding adjustments.

By order of the Board
RoboSense Technology Co., Ltd
Dr. Qiu Chunxin
Chairman of the Board, Executive Director and Chief Scientist

Shenzhen, September 10, 2026

As at the date of this announcement, the executive Directors are Dr. Qiu Chunxin, Mr. Liu Letian and Mr. Qiu Chunchao; the non-executive Director is Dr. Zhu Xiaorui; and the independent non-executive Directors are Mr. Liu Ming, Mr. Ng Yuk Keung and Ms. Yang Rixin.

This announcement contains certain forward-looking statements. These forward-looking statements are based on information currently available to the Group or the current belief, expectations and assumptions of the Board. These forward-looking statements are subject to risks, uncertainties and other factors beyond the Company's control which may cause actual results or performance to differ materially from those expressed or implied in such forward-looking statements. In light of the risks and uncertainties, the inclusion of forward-looking statements in this announcement should not be regarded as representations by the Board or the Company that the plans and objectives will be achieved, and Shareholders and investors of the Company should not place undue reliance on such statements.