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佐力科創股份有限公司
(Zuoli Kechuang Company Limited*)

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

(Stock Code: 6866)

INSIDE INFORMATION

SHARE TRANSFER BETWEEN MEMBERS OF CONCERT GROUP WAIVER FROM MANDATORY GENERAL OFFER REQUIREMENT UNDER NOTE 6 TO RULE 26.1 OF THE TAKEOVERS CODE

This announcement is made by Zuoli Kechuang Company Limited (the "**Company**") pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

THE TRANSFER

The Company was informed by Mr. YU Yin ("**Mr. Yu**"), the chairman and an executive director of the Company, that on 11 November 2026, Mr. Yu transferred all of his 88,000,000 domestic shares in the Company ("**Domestic Shares**"), representing approximately 7.46% of the Company's total issued share capital at the time of transfer, to Deqing Puhua Energy Company Limited* (德清普華能源股份有限公司) ("**Puhua Energy**"), a controlling shareholder of the Company (the "**Transfer**").

REASONS FOR AND EFFECT OF THE TRANSFER

The Transfer was made for streamlining the shareholding structure of the Company between members of the Concert Group (as defined below).

The Transfer does not involve any change in the composition of the Board. Mr. Yu will remain as the Chairman and an executive Director of the Company after the Transfer. The Transfer has no effect on the business and operations of the Group.

IMPLICATIONS UNDER THE TAKEOVERS CODE

Prior to the completion of the Transfer, Puhua Energy holds 336,540,960 Domestic Shares, representing approximately 28.52% of the entire issued shares of the Company ("**Shares**"), as beneficial owner.

Pursuant to the Acting in Concert Agreement entered into between Mr. Yu Youqiang (the father of Mr. Yu), Mr. Yu, Mr. Shen Hai Ying, Mr. Zhang Jianming and Puhua Energy (a company in which Mr. Yu Youqiang has statutory control) on 28 April 2014, Mr. Yu Youqiang, Mr. Yu, Mr. Shen Hai Ying, Mr. Zhang Jianming and Puhua Energy (collectively, the "**Concert Group**", and each a member of the Concert Group) currently together control and are therefore deemed to be interested in approximately 37.92% of the entire issued Shares at the time of the Transfer. Prior to the completion of the Transfer, Puhua Energy is the largest shareholder within the Concert Group in terms of beneficial shareholding with approximately 28.52% of the entire issued Shares.

Upon completion of the Transfer, (i) the number of Domestic Shares held by the Concert Group remained unchanged; (ii) the number of Domestic Shares held by Puhua Energy increased from 336,540,960 to 424,540,960, with its percentage shareholding (against the entire issued Shares) increased from approximately 28.52% to approximately 35.98%; and (iii) the number of Domestic Shares held directly by Mr. Yu reduced to nil.

Puhua Energy has applied for, and the Securities and Futures Commission has granted, a waiver pursuant to Note 6(a) to Rule 26.1 under the Code on Takeovers and Mergers (the "**Takeovers Code**") from the obligation of Puhua Energy to make a general offer for the Shares of the Company arising as a result of the Transfer.

Shareholders of the Company and the public are reminded to exercise caution when dealing in the securities of the Company.

By order of the Board
佐力科創股份有限公司
(Zuoli Kechuang Company Limited*)
Yu Yin
Chairman

Hong Kong, 11 November 2026

As at the date of this announcement, the executive Directors are Mr. Yu Yin, Mr. Zheng Xuegen, Mr. Yang Sheng and Ms. Hu Fangfang; the non-executive Director is Mr. Pan Zhongmin; and the independent non-executive Directors are Mr. Pang, Peter Chun Ming, Mr. Zhao Xuqiang and Mr. Shen Wei.

* *For identification purpose only*