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*Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Hong Kong prospectus dated January 30, 2026 (the “Prospectus”) of Axera Semiconductor Co., Ltd. (愛芯元智半導體股份有限公司) (the “Company”).*

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Offer Shares should be taken solely in reliance on the information provided in the Prospectus.*

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*In connection with the Global Offering, China International Capital Corporation Hong Kong Securities Limited as stabilizing manager (the “Stabilization Manager”) (or its affiliates or any person acting for it), on behalf of the Underwriters, the extent permitted by the applicable laws and regulatory requirements of Hong Kong or elsewhere, may over-allocate or effect transactions with a view to stabilizing or supporting the market price of the H Shares at such price, in such amounts and in such manners as the Stabilization Manager, its affiliates or any person acting for it may determine at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilization Manager (or its affiliates or any person acting for it) to conduct any such stabilizing action. Such stabilizing action, if taken, (a) will be conducted at the absolute discretion of the Stabilization Manager (or its affiliates or any person acting for it) and in what the Stabilization Manager reasonably regards as the best interest of our Company, (b) may be discontinued at any time and (c) is required to be brought to an end within 30 days of the last day for lodging applications under the Hong Kong Public Offering, being Saturday, March 7, 2026. Such Stabilizing action, if taken, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Potential investors should be aware that no stabilizing action can be taken to support the price of the H Shares for longer than the stabilization period, which will begin on the Listing Date, and is expected to expire on the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, when no further stabilizing action may be taken, demand for the H Shares, and therefore the price of the H Shares, could fall.*

*The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to term and conditions set out in the Prospectus. The Hong Kong Offer Shares will not be offered to any person who is outside Hong Kong and/or not resident in Hong Kong. Potential investors of the Offer Shares should note that the Joint Sponsors and Overall Coordinators (for themselves and on behalf of the Hong Kong Underwriters) shall be entitled to terminate the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus at any time prior to 8:00 a.m. on the Listing Date (which is currently expected to be on Tuesday, February 10, 2026).*



**Axera Semiconductor Co., Ltd.**  
**愛芯元智半導體股份有限公司**

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

## GLOBAL OFFERING

<b>Number of Offer Shares in the Global Offering</b>	<b>:</b> 104,915,200 H Shares
<b>Number of Hong Kong Offer Shares</b>	<b>:</b> 10,491,600 H Shares
<b>Number of International Offer Shares</b>	<b>:</b> 94,423,600 H Shares (subject to the Over-allotment Option)
<b>Offer Price</b>	<b>:</b> HK\$28.20 per H Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565% (payable in full on application in Hong Kong dollars and subject to refund)
<b>Nominal Value</b>	<b>:</b> RMB1.00 per H Share
<b>Stock Code</b>	<b>:</b> 600

*Joint Sponsors, Overall Coordinators, Joint Global Coordinators,  
Joint Bookrunners and Joint Lead Managers*

**CICC 中金公司**

國泰君安國際  
GUOTAI JUNAN INTERNATIONAL

交銀國際  
BOCOM International

*Joint Global Coordinators*

广发证券  
GF SECURITIES

PING AN SECURITIES (HK)

淘金者證券(香港)有限公司  
TradeMaster Securities (Hong Kong) Limited

# Axera Semiconductor Co., Ltd.

愛芯元智半導體股份有限公司

## ANNOUNCEMENT OF ALLOTMENT RESULTS

Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the prospectus dated January 30, 2026 (the “Prospectus”) issued by Axera Semiconductor Co., Ltd. (the “Company”).

**Warning: In view of high concentration of shareholding in a small number of Shareholders, H Shareholders and prospective investors should be aware that the price of the H Shares could move substantially even with a small number of H Shares traded and should exercise extreme caution when dealing in the H Shares.**

### SUMMARY

Company information	
Stock code	600
Stock short name	AXERA
Dealings commencement date	February 10, 2026*

\* see note at the end of the announcement

Price Information	
Final Offer Price	HKD28.20
Offer Price Range	N/A
Offer Price Adjustment exercised	N/A
Offer Shares and Share Capital	
Number of Offer Shares (before exercise of the Over-allotment Option)	104,915,200
Final Number of Offer Shares in Hong Kong Public Offering	10,491,600
Final Number of Offer Shares in International Offering (before the exercise of the Over-allotment Option)	94,423,600
Number of issued Shares upon Listing (before exercise of the Over-allotment Option)	587,760,481

Over-allocation	
No. of Offer Shares over-allocated	15,737,200
<i>Such over-allocation may be covered by exercising the Over-allotment Option or by making purchases in the secondary market at prices that do not exceed the Offer Price or through deferred delivery or a combination of these means. In the event the Over-allotment Option is exercised, an announcement will be made on the Stock Exchange's website.</i>	
Proceeds	
Gross proceeds (Note)	HK\$2,958.6 million
Less: Estimated listing expenses payable based on Final Offer Price	HK\$(159.6) million
Net proceeds	HK\$2,799.0 million

*Note: Gross proceeds refers to the amount to which the Company is entitled to receive assuming the Over-allotment Option is not exercised. For details of the use of proceeds, please refer to the section headed "Future Plans and Use of Proceeds" of the Prospectus.*

## ALLOTMENT RESULTS DETAILS

### HONG KONG PUBLIC OFFERING

Hong Kong Public Offering	
No. of valid applications	85,091
No. of successful applications	40,330
Subscription level	104.82 times
Claw-back triggered	N/A
No. of Offer Shares initially available under the Hong Kong Public Offering	10,491,600
Final no. of Offer Shares under the Hong Kong Public Offering	10,491,600
% of Offer Shares under the Hong Kong Public Offering to the Global Offering	10%

Note: For details of the final allocation of Shares to the Hong Kong Public Offering, investors can refer to [www.eipo.com.hk/eIPOAllotment](http://www.eipo.com.hk/eIPOAllotment) to perform a search by identification number or [www.eipo.com.hk/eIPOAllotment](http://www.eipo.com.hk/eIPOAllotment) for the full list of allottees.

### INTERNATIONAL OFFERING

International Offering	
No. of placees	138
Subscription Level	6.8 times
No. of Offer Shares initially available under the International Offering	94,423,600
Final no. of Offer Shares under the International Offering	94,423,600
% of Offer Shares under the International Offering to the Global Offering	90%

The Directors confirm that, to the best of their knowledge, information and belief, save for a consent under Chapter 4.15 of the Guide for New Listing Applicants to permit the Company to, among other things, allocate further H Shares in the International Offering to certain existing Shareholders and/or their close associates and the Cornerstone Investors, (i) none of the Offer Shares subscribed by the placees and the public have been financed directly or indirectly by the Company, any of the Directors, Supervisors, chief executive of the Company, substantial shareholders, existing shareholders of the Company or any of its subsidiaries or their respective close associates; and (ii) none of the placees and the public who have purchased the Offer Shares are accustomed to taking instructions from the Company, any of the Directors, Supervisors, chief executive of the Company, substantial shareholders, existing shareholders of the Company or any of its subsidiaries or their respective close associates in relation to the acquisition, disposal, voting or other disposition of Shares registered in his/her/its name or otherwise held by him/her/it.

*The placees in the International Offering include the following:*

### **Cornerstone Investors**

<b>Investor</b>	<b>No. of Offer Shares allocated</b>	<b>Approximate % of Offer Shares<sup>Note 1</sup></b>	<b>Approximate % of total issued share capital after the Global Offering<sup>Note 1</sup></b>	<b>Existing Shareholders or their close associates</b>
WILL semiconductor Limited (“OmniVision HK”) <sup>Note 2 and Note 3</sup>	9,678,300	9.22%	1.65%	Yes
Xin Ma Apparel International Limited Note 2	9,678,300	9.22%	1.65%	No
JSC International Investment Fund SPC (“JSC Investment”) <sup>Note 3</sup>	7,466,100	7.12%	1.27%	Yes
NGS Super Pty Limited	5,530,400	5.27%	0.94%	No
Desay SV Automotive Singapore Pte. Ltd. <sup>Note 2</sup>	2,765,200	2.64%	0.47%	No
Factorial Master Fund <sup>Note 2</sup>	1,935,600	1.84%	0.33%	No
Hel Ved Master Fund <sup>Note 2</sup>	1,935,600	1.84%	0.33%	No
Valliance Asset Management Limited Note 2	1,935,600	1.84%	0.33%	No
Alphahill Capital Limited <sup>Note 2</sup>	1,382,600	1.32%	0.24%	No
Joyson Electronics Holdings Hong Kong Limited	1,382,600	1.32%	0.24%	No
Jupiter Global Master Fund Ltd. <sup>Note 2</sup>	1,382,600	1.32%	0.24%	No
GRANITE ASIA IX VCC (for the account of and on behalf of GX ACCESS) <sup>Note 2</sup>	1,382,600	1.32%	0.24%	No
Longhorn <sup>Note 2</sup> and CICC Financial Trading Limited (in connection with Longhorn OTC Swaps) <sup>Note 4</sup>	1,382,600	1.32%	0.24%	No
NonaVerse (Hong Kong) Limited <sup>Note 2</sup>	1,382,600	1.32%	0.24%	No
Qingdao Guanlan <sup>Note 2</sup> and Guotai Junan Investments (Hong Kong) Limited (in connection with Guanlan OTC Swaps) <sup>Note 5</sup>	1,382,600	1.32%	0.24%	No
Jinyi Capital Multi-Strategy Fund SPC Ltd.	553,000	0.53%	0.09%	No
<b>Total</b>	<b>51,156,300</b>	<b>48.76%</b>	<b>8.70%</b>	

*Note:*

1. Before any exercise of the Over-allotment Option.
2. Only taking into account the Offer Shares allocated to the relevant investors as cornerstone investors under the Global Offering. In addition to the Offer Shares subscribed for as Cornerstone Investors, each of such investors was allocated further Offer Shares as a placee in the International Offering. Please refer to the section headed “Allotment Results Details – International Offering – Allotees with Waivers/Consents Obtained” in this announcement for details. Only the Offer Shares subscribed for as Cornerstone

Investors are subject to lock-up as indicated below. For details, please refer to the section headed "Lock-up Undertakings – Cornerstone Investors" in this announcement.

3. WILL semiconductor Limited a close associate of Mr. YU Renrong (虞仁榮) ("Mr. Yu"), an existing Shareholder holding approximately 1.12% in the total issued share capital of the Company as of the date of this Announcement. JSC International Investment Fund SPC is a close associate of certain shareholders which are ultimately controlled by government or state-owned authorities within Zhejiang Province (each not a substantial shareholder of the Company), comprising, collectively, the Zhejiang GP Shareholders as defined in the Prospectus. For the waiver under Rule 10.04 of the Listing Rules and a consent under paragraph 1C(2) of Appendix F1 to the Listing Rules granted by the Hong Kong Stock Exchange to permit WILL semiconductor Limited and JSC International Investment Fund SPC to participate as Cornerstone Investors in the Global Offering to subscribe for the Offer Shares to be issued by the Company under the International Offering, see section headed "Waivers and Exemption" of the Prospectus.
4. CICC Financial Trading Limited ("CICC FT") has entered into cornerstone investment agreements with, among others, the Company, China International Capital Corporation Hong Kong Securities Limited ("CICCHKS"), Guotai Junan Capital Limited, BOCOM International (Asia) Limited, Guotai Junan Securities (Hong Kong) Limited ("GTJA Securities") and BOCOM International Securities Limited. CICC FT and China International Capital Corporation Limited will enter into a series of cross-border over-the-counter swap transactions (collectively, the "Longhorn OTC Swaps") with each other and the ultimate client, namely Shenzhen Longhorn Technology Co., Ltd. (深圳市豪恩科技集團股份有限公司), (the "TRS Ultimate Client (Longhorn)"), pursuant to which CICC FT will hold the Offer Shares on a non-discretionary basis to hedge the Longhorn OTC Swaps while the economic risks and returns of the underlying Offer Shares are passed to the TRS Ultimate Client (Longhorn), subject to customary fees and commissions. For the consent under paragraph 1C of Appendix F1 to the Listing Rules granted by the Hong Kong Stock Exchange, see "Waiver and Exemption - Consent in respect of the Proposed Subscription of H Shares by Certain Cornerstone Investors Who Are Connected Clients" for details.
5. Guotai Junan Investments (Hong Kong) Limited ("GTJA Investment") has entered into cornerstone investment agreements with, among others, the Company, CICCHKS, Guotai Junan Capital Limited, BOCOM International (Asia) Limited, GTJA Securities and BOCOM International Securities Limited. Guotai Junan Investment and Guotai Haitong Securities Co., Ltd. (國泰海通證券股份有限公司) ("GTHT Onshore Parent") has entered into a series of cross border over-the-counter swap transactions (the "Guanlan OTC Swaps") with each other and the ultimate clients, which include Guanlan Investment Flexible Allocation No. 5 Private Equity Investment Fund (觀瀾投資靈活配置5號私募證券投資基金) (the "Guanlan Ultimate Clients") managed by Qingdao Guanlan Investment Management Co., Ltd. (青島觀瀾投資管理有限公司) ("Qingdao Guanlan"), pursuant to which GTJA Investment will hold the Offer Shares on a non-discretionary basis to hedge the Guanlan OTC Swaps while the economic risks and returns of the underlying Offer Shares are passed to the Guanlan Ultimate Clients, subject to customary fees and commissions. For the consent under paragraph 1C of Appendix F1 to the Listing Rules granted by the Hong Kong Stock Exchange, see "Waiver and Exemption - Consent in respect of the Proposed Subscription of H Shares by Certain Cornerstone Investors Who Are Connected Clients" for details.

### Allotees with Waivers/Consents Obtained

Investor	No. of Offer Shares allocated	% of total issued H Shares after the Global Offering (assuming the Over-allotment Option is not exercised)	% of total issued share capital in the Company after the Global Offering (assuming the Over-allotment Option is not exercised)	Relationship

**Allotees with consent under paragraph 18 of Chapter 4.15 of the Guide for New Listing Applicants in relation to allocations of further H Shares to Cornerstone Investors**<sup>Note 1 - 2</sup>

OmniVision HK <sup>Note 3</sup>	4,147,800	0.71%	0.71%	A close associate of an existing Shareholder and a Cornerstone Investor
Xin Ma Apparel International Limited	6,913,000	1.18%	1.18%	A Cornerstone Investor and an Independent Third Party
Desay SV Automotive Singapore Pte. Ltd.	1,106,000	0.19%	0.19%	A Cornerstone Investor and an Independent Third Party
Factorial Master Fund	802,000	0.14%	0.14%	A Cornerstone Investor and an Independent Third Party
Hel Ved Master Fund	885,000	0.15%	0.15%	A Cornerstone Investor and an Independent Third Party
Valliance Asset Management Limited	885,000	0.15%	0.15%	A Cornerstone Investor and an Independent Third Party
Alphahill Capital Limited	553,000	0.09%	0.09%	A Cornerstone Investor and an Independent Third Party
Jupiter Global Master Fund Ltd.	553,000	0.09%	0.09%	A Cornerstone Investor and an Independent Third Party
GRANITE ASIA IX VCC (for the account of and on behalf of GX ACCESS)	553,000	0.09%	0.09%	A Cornerstone Investor and an Independent Third Party
Longhorn and CICC Financial Trading Limited (in connection with CICC Longhorn OTC swaps) <sup>Note 4</sup>	553,000	0.09%	0.09%	A Cornerstone Investor and an Independent Third Party
NonaVerse (Hong Kong) Limited	670,500	0.11%	0.11%	A Cornerstone Investor and an Independent Third Party
Qingdao Guanlan and GF Global Capital Limited ("GFGC") (in connection with GF Guanlan OTC Swaps) <sup>Note 5</sup>	276,000	0.05%	0.05%	A Cornerstone Investor and an Independent Third Party

**Allotees with consent under paragraph 1C of the Placing Guidelines and Chapter 4.15 of the Guide for New Listing Applicants in relation to allocations to connected clients**<sup>Note 6</sup>

CICC FT <sup>Note 6</sup>	857,200	0.15%	0.15%	Connected client
GTJA Investment <sup>Note 7</sup>	3,236,900	0.55%	0.55%	Connected client
GFGC <sup>Note 8</sup>	276,000	0.05%	0.05%	Connected client
Huatai Capital Investment Limited ("HTCI") <sup>Note 9</sup>	28,000	0.00%	0.00%	Connected client
Fullgoal Fund Management Co., Ltd. ("Fullgoal Fund") <sup>Note 10</sup>	276,000	0.05%	0.05%	Connected client

Note:

1. The number of Offer Shares allocated to the relevant investors listed in this subsection only represents the number of Offer Shares allocated to the investors as placees in the International Offering. For allocations of Offer Shares to the relevant investors as Cornerstone Investors, please refer to the section headed "Allotment Results Details – International Offering – Cornerstone Investors" in this announcement. For details of the consent under Chapter 4.15 of the Guide for New Listing Applicants in relation to allocations of further H Shares to the existing Shareholders and/or their close associates and Cornerstone Investors, please refer to the section

headed "Others/Additional Information – Allocations of Offer Shares to the Cornerstone Investors with a consent under paragraph 18 of Chapter 4.15 of the Guide for New Listing Applicants" in this announcement.

2. In respect of the allocations in above table, the Stock Exchange has granted (i) consent under paragraph 18 of Chapter 4.15 of the Guide for New Listing Applicants in relation to allocations of further H Shares to Cornerstone Investors and (ii) consent under paragraph 1C of the Placing Guidelines and Chapter 4.15 of the Guide for New Listing Applicants in relation to allocations to connected clients. For details of such waiver and consent, please refer to the section headed "Others / Additional Information" in this announcement.
3. The Stock Exchange has granted a waiver from strict compliance with the requirements under Rule 10.04 of the Listing Rules and consent under paragraph 1C(2) of the Placing Guidelines with respect to allocations to OmniVision HK as a close associate of an existing minority shareholder of the Company and a Cornerstone Investor. See the section headed "Waivers and Exemption" in the Prospectus for details. Except for OmniVision HK, none of the allottees with consent under paragraph 18 of Chapter 4.15 of the Guide for New Listing Applicants in relation to allocations of further H Shares to Cornerstone Investors is an existing Shareholder of the Company or their close associates. The H Shares to be allocated to OmniVision HK as permitted under the size-based exemption as provided in paragraph 18 of Chapter 4.15 of the Guide is expected to be approximately 3.95% of the total number of Offer Shares under the Global Offering.
4. In connection with the further subscription of the Offer Shares, CICC FT, and China International Capital Corporation Limited will enter into a series of cross border over-the-counter swap transactions (collectively, the "**CICC Longhorn OTC Swaps**") with, among others, each other and the ultimate client, namely Longhorn, pursuant to which CICC FT will hold the Offer Shares (as further allocated) on a non-discretionary basis to hedge the CICC Longhorn OTC Swaps while the economic risks and returns of the underlying Offer Shares are passed to Longhorn, subject to customary fees and commissions. See note 6 below for details.
5. In connection with the further subscription of the Offer Shares, GF Global Capital Limited (the "**GFGC**") and GF Securities Co., Ltd. will enter into a series of cross border delta one OTC swap transactions (the "**GF OTC Swaps**") with each other and the ultimate client, Qingdao Guanlan, (the "**GFGC Ultimate Client**"), pursuant to which GFGC will hold the Offer Shares on a non-discretionary basis to hedge the GF OTC Swaps while the economic risks and returns of the underlying Offer Shares are passed to the GFGC Ultimate Client, subject to customary fees and commissions. See note 8 below for details.
6. CICC FT and CICCHKS, one of the Overall Coordinators and Underwriters of the Global Offering, are members of the same group of companies. Accordingly, CICC FT is a connected client of CICCHKS. Through the CICC OTC Swaps as disclosed in this announcement, CICC FT holds 553,000 Offer Shares and 304,200 Offer Shares for Longhorn and Hengde Jinze No. E49, respectively. See note 1 under the section headed "Others / Additional Information – Placing to connected clients with a prior consent under paragraph 1C(1) of the Placing Guidelines" in this announcement for more details.
7. GTJA Investment and GTJA Securities, one of the Overall Coordinators and Underwriters of the Global Offering, are members of the same group of companies. Accordingly, GTJA Investment is a connected client of GTJA Securities. See note 2 under the section headed "Others / Additional Information – Placing to connected clients with a prior consent under paragraph 1C(1) of the Placing Guidelines" in this announcement for more details.
8. GFGC and GF Securities (Hong Kong) Brokerage Limited, one of the Underwriters of the Global Offering, are member of the same group of companies. Accordingly, GFGC is a connected client of GF Securities (Hong Kong) Brokerage Limited. See note 3 under the section headed "Others / Additional Information – Placing to connected clients with a prior consent under paragraph 1C(1) of the Placing Guidelines" in this announcement for more details.
9. Huatai Financial Holdings (Hong Kong) Limited is a non-syndicate distributor in connection with the Global Offering. Huatai Financial Holdings (Hong Kong) Limited and HTCI are members of the same group of companies. Accordingly, HTCI is a connected client of Huatai Financial Holdings (Hong Kong) Limited. See note 4 under the section headed "Others / Additional Information – Placing to connected clients with a prior consent under paragraph 1C(1) of the Placing Guidelines" in this announcement for more details. Such number of Offer Shares allocated represents approximately 0.005% of the total issued H Shares after the Global Offering (assuming the Over-allotment Option is not exercised, and 0.005% of total issued share capital in the Company after the Global Offering (assuming the Over-allotment Option is not exercised).
10. Fullgoal Fund and GTJA Securities, one of the Overall Coordinators and Underwriters of the Global Offering, are members of the same group of companies. Accordingly, Fullgoal Fund is a connected client of GTJA Securities. See note 5 under the section headed "Others / Additional Information – Placing to connected clients with a prior consent under paragraph 1C(1) of the Placing Guidelines" in this announcement for more details.

## **LOCK-UP UNDERTAKINGS**

### **Single Largest Group of Shareholders**

Name	Number of shares held in the Company subject to lock-up undertakings upon Listing	% of shareholding in the Company subject to lock-up undertakings upon Listing <sup>Note 1</sup>	Last day subject to the lock-up undertakings
Jiaxing Zhixin <sup>Note 2</sup>	43,104,726	7.33%	February 9, 2027 <sup>Note 3</sup>
Jiaxing Aixin <sup>Note 2</sup>	36,165,580	6.15%	February 9, 2027 <sup>Note 3</sup>
Shanghai Bonasi <sup>Note 2</sup>	22,906,278	3.90%	February 9, 2027 <sup>Note 3</sup>
Xinsheng Bicheng No.1 <sup>Note 2</sup>	2,978,077	0.51%	February 9, 2027 <sup>Note 3</sup>
Xinsheng Bicheng No.2 <sup>Note 2</sup>	1,786,846	0.30%	February 9, 2027 <sup>Note 3</sup>
Xinsheng Bicheng No.3 <sup>Note 2</sup>	1,786,846	0.30%	February 9, 2027 <sup>Note 3</sup>
Xinsheng Bicheng No.4 <sup>Note 2</sup>	1,191,231	0.20%	February 9, 2027 <sup>Note 3</sup>
<b>Subtotal</b>	<b>109,919,584</b>	<b>18.70%</b>	/
<i>Notes:</i>			
(1) Before any exercise of the Over-allotment Option.			
(2) Upon completion of the Global Offering, as a result of the termination of the special rights and the changes in the Board composition, Dr. QIU will no longer be able to control the majority of the Board seats of our Company. Additionally, assuming the Over-allotment Option is not exercised, Dr. QIU, Shanghai Jinling, Jiaxing Zhixin, Jiaxing Aixin, Shanghai Bonasi and Xinsheng Bicheng Platforms will collectively be entitled to exercise voting rights attaching to 18.70% of the total issued Shares of our Company. Accordingly, our Company will no longer have any controlling shareholder. Instead, Dr. QIU, Shanghai Jinling, Jiaxing Zhixin, Jiaxing Aixin, Shanghai Bonasi and Xinsheng Bicheng Platforms will constitute the Single Largest Group of Shareholders upon completion of the Global Offering.			

- (3) *The expiry day of the lock-up period shown in the table above is pursuant to the PRC Company Law. In accordance with the relevant Listing Rule/guidance materials, the required lock-up for the first six-month period ends on August 9, 2026.*

*Pre-IPO Investors*

<i>Name</i>	<i>Number of shares held in the Company subject to lock-up undertakings upon Listing</i>	<i>% of shareholding in the Company subject to lock-up undertakings upon Listing<sup>Note 1</sup></i>	<i>Last day subject to the lock-up undertakings</i>
Weihao Phase III	31,424,017	5.35%	February 9, 2027 <sup>Note 2</sup>
Tianjin Weihao	23,113,306	3.93%	February 9, 2027 <sup>Note 2</sup>
Weihao Phase IV	9,083,133	1.55%	February 9, 2027 <sup>Note 2</sup>
Yiwu Weihao	5,948,758	1.01%	February 9, 2027 <sup>Note 2</sup>
Weihao Yunxuan	4,117,683	0.70%	February 9, 2027 <sup>Note 2</sup>
Shanghai Ganzhong	1,191,231	0.20%	February 9, 2027 <sup>Note 2</sup>
Wuhu Kuangyun	31,081,389	5.29%	February 9, 2027 <sup>Note 2</sup>
Qiming Rongxin	9,212,656	1.57%	February 9, 2027 <sup>Note 2</sup>
Qiming Rongying	8,333,333	1.42%	February 9, 2027 <sup>Note 2</sup>
Qiming Rongke	6,818,182	1.16%	February 9, 2027 <sup>Note 2</sup>
Suzhou Qihua	5,948,758	1.01%	February 9, 2027 <sup>Note 2</sup>
Beijing Kuxun Technology	20,188,655	3.43%	February 9, 2027 <sup>Note 2</sup>
Guangdong Yuntai	5,985,784	1.02%	February 9, 2027 <sup>Note 2</sup>
Heju Minghong	4,000,000	0.68%	February 9, 2027 <sup>Note 2</sup>
Heju Chongyue	3,826,453	0.65%	February 9, 2027 <sup>Note 2</sup>

Guangdong Wenquan	2,478,649	0.42%	February 9, 2027 <small>Note 2</small>
Guangdong Wenjia	1,560,752	0.27%	February 9, 2027 <small>Note 2</small>
Guangdong Yunqi	1,400,806	0.24%	February 9, 2027 <small>Note 2</small>
Ningbo Hualing	17,891,729	3.04%	February 9, 2027 <small>Note 2</small>
Hangzhou Gancheng	17,298,064	2.94%	February 9, 2027 <small>Note 2</small>
Chongqing Liangjiang Investment	15,895,484	2.70%	February 9, 2027 <small>Note 2</small>
Chongqing Industrial Investment Parent Fund	15,895,483	2.70%	February 9, 2027 <small>Note 2</small>
Ningbo Zhenhai	15,313,614	2.61%	February 9, 2027 <small>Note 2</small>
Tencent Investment	14,376,165	2.45%	February 9, 2027 <small>Note 2</small>
Shaoxing Gansheng	9,496,664	1.62%	February 9, 2027 <small>Note 2</small>
Suzhou Xingfan	7,407,407	1.26%	February 9, 2027 <small>Note 2</small>
Beijing Xingfan	1,487,189	0.25%	February 9, 2027 <small>Note 2</small>
Jiyuan Haoyue	4,875,659	0.83%	February 9, 2027 <small>Note 2</small>
Jiyuan Haoyuan	3,615,562	0.62%	February 9, 2027 <small>Note 2</small>
Suzhou Yuanhe Puhua	4,541,567	0.77%	February 9, 2027 <small>Note 2</small>
Jiangsu Yuanhe Puhua	3,197,109	0.54%	February 9, 2027 <small>Note 2</small>
Hangzhou Yunsheng	5,479,497	0.93%	February 9, 2027 <small>Note 2</small>
Hangzhou Yunhua	1,643,849	0.28%	February 9, 2027 <small>Note 2</small>
Ningbo Fengyuan	3,835,648	0.65%	February 9, 2027 <small>Note 2</small>
Jinjiang Fengyuan	2,568,145	0.44%	February 9, 2027 <small>Note 2</small>

Tongshang Venture Investment	5,676,958	0.97%	February 9, 2027 <small>Note 2</small>
Yu Renrong	5,387,205	0.92%	February 9, 2027 <small>Note 2</small>
Shenzhen Longzhu	4,613,401	0.78%	February 9, 2027 <small>Note 2</small>
Zhoushan Weixin	4,008,237	0.68%	February 9, 2027 <small>Note 2</small>
Suzhou Yaotu	3,189,333	0.54%	February 9, 2027 <small>Note 2</small>
Ningbo Yaotu	700,403	0.12%	February 9, 2027 <small>Note 2</small>
Tianjin Yuzhi	3,502,016	0.60%	February 9, 2027 <small>Note 2</small>
Zhoushan Zhixin	3,422,330	0.58%	February 9, 2027 <small>Note 2</small>
Shanghai Xinju	3,367,004	0.57%	February 9, 2027 <small>Note 2</small>
Chen Heyu	2,739,748	0.47%	February 9, 2027 <small>Note 2</small>
Ningbo Huayan	2,451,411	0.42%	February 9, 2027 <small>Note 2</small>
Yangming Zhixing	2,191,799	0.37%	February 9, 2027 <small>Note 2</small>
Wanwu Xiamen	1,885,522	0.32%	February 9, 2027 <small>Note 2</small>
Qingdao Minxin	1,643,849	0.28%	February 9, 2027 <small>Note 2</small>
Suzhou Juyuan Zhuxin	1,643,849	0.28%	February 9, 2027 <small>Note 2</small>
Beijing Anrong	1,400,806	0.24%	February 9, 2027 <small>Note 2</small>
Hefei Shixi	1,400,806	0.24%	February 9, 2027 <small>Note 2</small>
Yu Jiangyong	1,116,779	0.19%	February 9, 2027 <small>Note 2</small>
Hangzhou Caitong Hengxin	1,095,899	0.19%	February 9, 2027 <small>Note 2</small>
Hangzhou Dayu	670,067	0.11%	February 9, 2027 <small>Note 2</small>
Qianhai Zhiyu	285,895	0.05%	February 9, 2027 <small>Note 2</small>
<b>Subtotal</b>	<b>372,925,697</b>	<b>63.45%</b>	

Notes:

(1) Before any exercise of the Over-allotment Option.

(2) The expiry day of the lock-up period shown in the table above is pursuant to the PRC Company Law.

**Cornerstone Investors**

Name	Number of shares held in the Company subject to lock-up undertakings upon Listing	% of total Offer Shares	% of shareholding in the Company subject to lock-up undertakings upon Listing <sup>Note1</sup>	Last day subject to the lock-up undertakings <sup>Note1</sup>
WILL semiconductor Limited	9,678,300	9.22%	1.65%	August 9, 2026
Xin Ma Apparel International Limited	9,678,300	9.22%	1.65%	August 9, 2026
JSC International Investment Fund SPC	7,466,100	7.12%	1.27%	August 9, 2026
NGS Super Pty Limited	5,530,400	5.27%	0.94%	August 9, 2026
Desay SV Automotive Singapore Pte. Ltd.	2,765,200	2.64%	0.47%	August 9, 2026
Factorial Master Fund	1,935,600	1.84%	0.33%	August 9, 2026
Hel Ved Master Fund	1,935,600	1.84%	0.33%	August 9, 2026
Valliance Asset Management Limited	1,935,600	1.84%	0.33%	August 9, 2026
Alphahill Capital Limited	1,382,600	1.32%	0.24%	August 9, 2026
Joyson Electronics Holdings Hong Kong Limited	1,382,600	1.32%	0.24%	August 9, 2026
Jupiter Global Master Fund Ltd.	1,382,600	1.32%	0.24%	August 9, 2026
GRANITE ASIA IX VCC (for the account of and on behalf of GX ACCESS)	1,382,600	1.32%	0.24%	August 9, 2026
Longhorn and CICC Financial Trading Limited (in	1,382,600	1.32%	0.24%	August 9, 2026

connection with Longhorn OTC Swaps)				
NonaVerse (Hong Kong) Limited	1,382,600	1.32%	0.24%	August 9, 2026
Qingdao Guanlan and Guotai Junan Investments (Hong Kong) Limited (in connection with Guanlan OTC Swaps)	1,382,600	1.32%	0.24%	August 9, 2026
Jinyi Capital Multi-Strategy Fund SPC Ltd.	553,000	0.53%	0.09%	August 9, 2026
<b>Total</b>	<b>51,156,300</b>	<b>48.76%</b>	<b>8.70%</b>	/

*Note:*

(1) In accordance with the relevant cornerstone investment agreements, the required lock-up period ends on August 9, 2026. The Cornerstone Investors will cease to be prohibited from disposing of or transferring H Shares subscribed pursuant to the relevant cornerstone investment agreements after the indicated date.

## PLACEE CONCENTRATION ANALYSIS

Placees*	Number of H Shares allotted	Allotment as % of International Offering (assuming no exercise of the Over-allotment Option)	Allotment as % of International Offering (assuming the Over-allotment Option is fully exercised and new H Shares are issued)	Allotment as % of total Offer Shares (assuming no exercise of the Over-allotment Option)	Allotment as % of total Offer Shares (assuming the Over-allotment Option is fully exercised and new H Shares are issued)	Number of H Shares held upon Listing	Number of H Shares held upon Listing as % of total issued share capital upon Listing (assuming no exercise of the Over-allotment Option)	Number of H Shares held upon Listing as % of total issued share capital upon Listing (assuming the Over-allotment Option is fully exercised and new H Shares are issued)
Top 1	16,591,300	17.57%	15.06%	15.81%	13.75%	16,591,300	2.82%	2.75%
Top 5	54,345,900	57.56%	49.33%	51.80%	45.04%	81,819,576	13.92%	13.56%
Top 10	72,625,200	76.91%	65.93%	69.22%	60.19%	100,098,876	17.03%	16.59%
Top 25	94,368,500	99.94%	85.66%	89.95%	78.22%	121,842,176	20.73%	20.19%

Note:

\* Ranking of placees is based on the number of Shares allotted to the placees.

## H SHAREHOLDER CONCENTRATION ANALYSIS

H Shareholders*	Number of H Shares allotted	Allotment as % of International Offering (assuming no exercise of the Over-allotment Option)	Allotment as % of International Offering (assuming the Over-allotment Option is fully exercised and new H Shares are issued)	Allotment as % of total Offer Shares (assuming no exercise of the Over-allotment Option)	Allotment as % of total Offer Shares (assuming the Over-allotment Option is fully exercised and new H Shares are issued)	Number of H Shares held upon Listing	Number of H Shares held upon Listing as % of total issued share capital upon Listing (assuming no exercise of the Over-allotment Option)	Number of H Shares held upon Listing as % of total issued share capital upon Listing (assuming the Over-allotment Option is fully exercised and new H Shares are issued)	Number of H Shares held upon Listing
Top 1	-	0.00%	0.00%	0.00%	0.00%	109,919,584	18.70%	18.21%	109,919,584
Top 5	-	0.00%	0.00%	0.00%	0.00%	277,982,997	47.30%	46.06%	277,982,997
Top 10	21,292,200	22.55%	19.33%	20.29%	17.65%	384,081,701	65.35%	63.64%	384,081,701
Top 25	59,875,900	63.41%	54.35%	57.07%	49.63%	514,999,300	87.62%	85.34%	514,999,300

Note:

\* Ranking of H Shareholders is based on the number of H Shares held by the H Shareholder upon Listing.

## SHAREHOLDER CONCENTRATION ANALYSIS

Shareholders*	Number of Shares allotted	Allotment as % of International Offering (assuming no exercise of the Over-allotment Option)	Allotment as % of International Offering (assuming the Over-allotment Option is fully exercised and new Shares are issued)	Allotment as % of total Offer Shares (assuming no exercise of the Over-allotment Option)	Allotment as % of total Offer Shares (assuming the Over-allotment Option is fully exercised and new Shares are issued)	Number of Shares held upon Listing	Number of Shares held upon Listing as % of total issued share capital upon Listing (assuming no exercise of the Over-allotment Option)	Number of Shares held upon Listing as % of total issued share capital upon Listing (assuming the Over-allotment Option is fully exercised and new Shares are issued)
Top 1	-	0.00%	0.00%	0.00%	0.00%	109,919,584	18.70%	18.21%
Top 5	-	0.00%	0.00%	0.00%	0.00%	277,982,997	47.30%	46.06%
Top 10	21,292,200	22.55%	19.33%	20.29%	17.65%	384,081,701	65.35%	63.64%
Top 25	59,875,900	63.41%	54.35%	57.07%	49.63%	514,999,300	87.62%	85.34%

Note:

\* Ranking of Shareholders is based on the number of Shares (of all classes) held by the Shareholder upon Listing

## **BASIS OF ALLOCATION UNDER THE HONG KONG PUBLIC OFFERING**

Subject to the satisfaction of the conditions set out in the Prospectus, a total of 85,091 valid applications made by the public will be conditionally allocated on the basis set out below:

<b>Number of H Shares applied for</b>	<b>Number of valid applications</b>	<b>Basis of allocation/ballot</b>	<b>Approximate % allotted of the total no. of H Shares applied for</b>
<b><u>POOL A</u></b>			
100	32,414	5,835 out of 32,414 to receive 100 Shares	18.00%
200	6,251	1,875 out of 6,251 to receive 100 Shares	15.00%
300	11,011	4,574 out of 11,011 to receive 100 Shares	13.85%
400	2,084	1,000 out of 2,084 to receive 100 Shares	12.00%
500	2,672	1,336 out of 2,672 to receive 100 Shares	10.00%
600	1,037	560 out of 1,037 to receive 100 Shares	9.00%
700	1,270	711 out of 1,270 to receive 100 Shares	8.00%
800	937	562 out of 937 to receive 100 Shares	7.50%
900	531	344 out of 531 to receive 100 Shares	7.20%
1,000	8,596	6,017 out of 8,596 to receive 100 Shares	7.00%
2,000	2,597	2,078 out of 2,597 to receive 100 Shares	4.00%
3,000	2,097	1,887 out of 2,097 to receive 100 Shares	3.00%
4,000	1,067	1,024 out of 1,067 to receive 100 Shares	2.40%
5,000	1,025	100 Shares	2.00%
6,000	530	100 Shares plus 74 out of 530 to receive additional 100 Shares	1.90%
7,000	414	100 Shares plus 108 out of 414 to receive additional 100 Shares	1.80%
8,000	408	100 Shares plus 147 out of 408 to receive additional 100 Shares	1.70%
9,000	311	100 Shares plus 137 out of 311 to receive additional 100 Shares	1.60%
10,000	2,525	100 Shares plus 1,263 out of 2,525 to receive additional 100 Shares	1.50%
20,000	1,576	200 Shares	1.00%
30,000	1,029	200 Shares plus 257 out of 1,029 to receive additional 100 Shares	0.75%
40,000	561	200 Shares plus 337 out of 561 to receive additional 100 Shares	0.65%
50,000	450	300 Shares	0.60%
60,000	291	300 Shares plus 87 out of 291 to receive additional 100 Shares	0.55%
70,000	273	300 Shares plus 137 out of 273 to receive additional 100 Shares	0.50%
80,000	197	400 Shares	0.50%
90,000	125	400 Shares plus 63 out of 125 to receive additional 100 Shares	0.50%
100,000	1,234	500 Shares	0.50%
<hr/>		<b>83,513      Total number of Pool A successful applicants: 38,752</b>	<hr/>

<b>Number of H Shares applied for</b>	<b>Number of valid applications</b>	<b>Basis of allocation/ballot</b>	<b>Approximate % allotted of the total no. of H Shares applied for</b>
<b><u>POOL B</u></b>			
200,000	938	2,300 Shares	1.15%
300,000	230	2,800 Shares	0.93%
400,000	108	3,300 Shares	0.83%
500,000	69	3,600 Shares	0.72%
600,000	32	4,000 Shares	0.67%
700,000	31	4,300 Shares	0.61%
800,000	26	4,700 Shares	0.59%
900,000	8	5,100 Shares	0.57%
1,000,000	66	5,400 Shares	0.54%
2,000,000	23	9,100 Shares	0.46%
3,000,000	16	12,800 Shares	0.43%
5,245,800	31	20,800 Shares	0.40%
<hr/>			
1,578	Total number of Pool B successful applicants: <b>1,578</b>		
<hr/>			

As of the date of this announcement, the relevant subscription monies previously deposited in the designated nominee accounts have been remitted back to the accounts of all HKSAC participants. Investors should contact their relevant brokers for any inquiries.

### ***COMPLIANCE WITH LISTING RULES AND GUIDANCE***

The Directors confirm that, except for the Listing Rules that have been waived and/or in respect of which consent has been obtained, the Company has complied with the Listing Rules and guidance materials in relation to the placing, allotment and listing of the H Shares.

The Directors confirm that, to the best of their knowledge, the consideration paid by the placees or the public (as the case may be) directly or indirectly for each Offer Share subscribed for or purchased by them was the same as the Offer Price in addition to any brokerage, AFRC transaction levy, SFC transaction levy and Stock Exchange trading fee payable.

### ***OTHERS / ADDITIONAL INFORMATION***

#### **Allocations of Offer Shares to the Cornerstone Investors with a consent under paragraph 18 of Chapter 4.15 of the Guide for New Listing Applicants**

The Company has applied to, and the Stock Exchange has granted, a consent under paragraph 18 of Chapter 4.15 of the Guide for New Listing Applicants to permit the Company to allocate further Offer Shares in the International Offering to certain Cornerstone Investors as placees, subject to the following conditions:

- (a) the final offering size of the Global Offering, excluding any over-allocation, will be of a total value of at least HK\$1 billion;
- (b) the Offer Shares allocated to all existing Shareholders and their close associates (whether as cornerstone investors and/or as placees) as permitted under the Size-based Exemption (as defined in the Guide for New Listing Applicants) do not exceed 30% of the total number of the H Shares offered under the Global Offering;
- (c) the allocation to the Size-based Exemption Participants will not affect the Company's ability to satisfy the public float requirement as prescribed by the Stock Exchange under Rule 8.08 (as amended and replaced by Rule 19A.13A) of the Listing Rules;
- (d) each Director, chief executive and Supervisor of the Company confirms that no securities have been allocated to them or their respective close associates under the Size-based Exemption;
- (e) details of the allocation to the Size-based Exemption Participants under the Size-based Exemption will be disclosed in this announcement; and

Such allocations of Offer Shares are in compliance with all the conditions under the consent granted by the Stock Exchange.

For details of the allocations of Offer Shares to existing Shareholders and/or their close associates and Cornerstone Investors, please refer to the section headed "Allotment Results Details – International Offering – Allotees with Waivers/Consents Obtained" in this announcement.

#### **Placing to connected clients with prior consents under paragraph 1C of the Placing Guidelines**

The Company has applied to the Stock Exchange for, and the Stock Exchange has granted, consent under paragraph 1C of the Placing Guidelines to permit allocation to connected clients pursuant to the Placing Guidelines. The allocation of Offer Shares to such connected clients is in compliance with all the conditions under the consents granted by the Stock Exchange. Details of the placement to connected clients in placing tranche are set out below.

No.	Connected Distributor	Connected Client	Relationship	Discretionary or nondiscretionary	Whether the Connected Client is a collective investment scheme which is not authorised by the SFC or is expected to hold the Offer Shares on behalf of such scheme	Number of Offer Shares to be allocated to the Connected Client	Approximate percentage of total number of Offer Shares under the Global Offering (assuming no exercise of the Over-allotment Option)
1.	CICCHKS <i>Note 1</i>	CICC FT	CICC FT is a member of the same group of CICCHKS.	Non-discretionary	No	Longhorn: 553,000	0.53%
						Hengde Jinze No. E49: 304,200	0.29%
2.	GTJA Securities <i>Note 2</i>	GTJA Investment	GTJA Investment is a member of the same group of GTJA Securities.	Non-discretionary	No	3,236,900	3.09%
3.	GF Securities (Hong Kong) Brokerage	GFGC	GFGC is a member of the same group of GF Securities	Non-discretionary	No	276,000	0.26%

No.	Connected Distributor	Connected Client	Relationship	Discretionary or nondiscretionary	Whether the Connected Client is a collective investment scheme which is not authorised by the SFC or is expected to hold the Offer Shares on behalf of such scheme	Number of Offer Shares to be allocated to the Connected Client	Approximate percentage of total number of Offer Shares under the Global Offering (assuming no exercise of the Over-allotment Option)
	Limited <sup>Note 3</sup>		(Hong Kong) Brokerage.				
4.	HTFH <sup>Note 4</sup>	HTCI	HTCI is a member of the same group of HTFH.	Non-discretionary	No	28,000	0.03%
5.	GTJA Securities <sup>Note 5</sup>	Fullgoal Fund Management Co., Ltd. ("Fullgoal Fund")	Fullgoal Fund is owned by Guotai Haitong Securities Co., Ltd. (SEHK: 2611) ("Guotai Haitong") as to 27.775%. GTJA Securities is a subsidiary of Guotai Haitong. Therefore, Fullgoal Fund is a member of the same group of companies as	Discretionary	No	276,000	0.26%

No.	Connected Distributor	Connected Client	Relationship	Discretionary or nondiscretionary	Whether the Connected Client is a collective investment scheme which is not authorised by the SFC or is expected to hold the Offer Shares on behalf of such scheme	Number of Offer Shares to be allocated to the Connected Client	Approximate percentage of total number of Offer Shares under the Global Offering (assuming no exercise of the Over-allotment Option)
			GTJA Securities.				

Notes:

(1) CICC FT and China International Capital Corporation Limited will enter into a series of cross-border over-the-counter swap transactions (collectively, the “**CICC OTC Swaps**”) with each other and the ultimate clients, comprising Shenzhen Longhorn Technology Co., Ltd. (深圳市豪恩科技集团股份有限公司) (“**Longhorn**”) and Hengde Jinze No. E49 Private Securities Investment Fund (恆德金澤 E49 號私募證券投資基金) (“**Hengde Jinze No. E49**”) (the “**CICC TRS Ultimate Clients**”), pursuant to which CICC FT will hold the Offer Shares on a non-discretionary basis to hedge the CICC OTC Swaps while the economic risks and returns of the underlying Offer Shares are passed to the CICC TRS Ultimate Clients, subject to customary fees and commissions. The CICC OTC Swaps will be fully funded by the CICC TRS Ultimate Clients. During the terms of the CICC OTC Swaps, all economic returns of the Offer Shares subscribed by CICC FT will be passed to the CICC TRS Ultimate Clients and all economic loss shall be borne by the CICC TRS Ultimate Clients through the CICC OTC Swaps, and CICC FT will not take part in any economic return or bear any economic loss in relation to the Offer Shares. The CICC OTC Swaps are linked to the Offer Shares and the CICC TRS Ultimate Clients may request to early terminate the CICC OTC Swaps at their own discretion, upon which CICC FT may dispose of the Offer Shares and settle the CICC OTC Swaps in cash in accordance with the terms and conditions of the CICC OTC Swaps. Despite that CICC FT will hold the legal title of the Offer Shares by itself, it will not exercise the voting rights attaching to the relevant Offer Shares during the terms of the CICC OTC Swaps according to its internal policy.

Longhorn was founded in 1995. It is a technology group company committed to providing comprehensive solutions for global top-tier customers through innovative technology, intelligent products, and high-quality services. Longhorn is held as to approximately 99.026% and 0.974% by CHEN Qingfeng and ZHU Zhengchang, each an Independent Third Party.

There is no ultimate beneficial owners holding 30% or more interest in Hengde Jinze No. E49.

To the best of CICC FT’s knowledge having made all reasonable inquiries, each of the CICC TRS Ultimate Clients is an Independent Third Party of CICC FT, CICCHKS and the companies which are members of the same group of CICCHKS.

(2) GTJA Investment and Guotai Haitong Securities Co., Ltd. (國泰海通證券股份有限公司) (“**GTHT Onshore Parent**”) will enter into a series of cross border over-the-counter swap transactions (the “**GTHT OTC Swaps**”) with each other and the ultimate clients, respectively (together, the “**GTHT Ultimate Clients**”),

pursuant to which GTJA Investment will hold the Offer Shares on a non-discretionary basis to hedge the GTHT OTC Swaps while the economic risks and returns of the underlying Offer Shares are passed to the GTHT Ultimate Clients, subject to customary fees and commissions. The GTHT OTC Swaps will be fully funded by the GTHT Ultimate Clients, respectively. During the terms of the GTHT OTC Swaps, all economic returns of the Offer Shares subscribed by GTJA Investment will be passed to the respective GTHT Ultimate Clients and all economic loss shall be borne by the respective GTHT Ultimate Clients through the GTHT OTC Swaps. GTJA Investment will not take part in any economic return or bear any economic loss in relation to the Offer Shares. The GTHT OTC Swaps are linked to the Offer Shares. The GTHT Ultimate Clients may request to early terminate the GTHT OTC Swaps at their own discretion, upon which GTJA Investment may dispose of the Offer Shares and settle the GTHT OTC Swaps in cash in accordance with the terms and conditions of the GTHT OTC Swaps. Despite that GTJA Investment will hold the legal title of the Offer Shares by itself, it will not exercise the voting rights attaching to the relevant Offer Shares during the terms of the GTHT OTC Swaps according to its internal policy.

Details of the GTHT Ultimate Clients are set out as follows:

<b>GTHT Onshore Ultimate Clients</b>	<b>Ultimate Beneficial Owners (“UBO”)</b>	<b>Remarks</b>
<b><i>Commando</i></b>		
Commando Youyou Enjoyment Private Securities Investment Fund	N/A	N/A
Commando No. 110 Private Securities Investment Fund	GUO Hongqi (郭紅奇)	UBO with over 30% interest
Commando No. 108 Private Securities Investment Fund	HUANG Xiaolei (黃曉蕾)	UBO with over 30% interest
Commando Kangding No. 2 Active Management Private Securities Investment Fund	N/A	N/A
Commando HENIU No.1 Private Securities Investment Fund	N/A	N/A
Xinhong Commando Ying Active Management Private Securities Investment Fund	DING Ying (丁楹)	UBO with over 30% interest
Commando No. 105 Investment Fund	DING Ying (丁楹)	UBO with over 30% interest
Commando No. 003 Active Management Private Securities Investment Fund	N/A	N/A
Commando No. 106 Active Management Private Securities Investment Fund	N/A	N/A
Commando No. 111 Private Securities Investment Fund	FEI Zhenying (費振英) and ZHOU Kun (周琨)	UBO with over 30% interest
<b><i>Other GTHT Onshore Ultimate Clients</i></b>		

Yinwan Quanying No.82 Private Securities Investment Fund	N/A	N/A
Zhonghe Capital Cultivation 810 Private Securities Investment Fund	N/A	N/A
Binghao Selected Multi-Strategy Private Securities Investment Fund	ZHAO Bainian (趙柏年)	UBO with over 30% interest

To the best of GTJA Investment's knowledge, each of the GTHT Ultimate Clients is an Independent Third Party of GTJA Investment, GTHT Onshore Parent and the companies which are members of the same group of GTHT Onshore Parent.

- (3) GFGC is to invest on non-discretionary basis. GFGC and GF Securities Co., Ltd. will enter into a series of cross border delta one OTC swap transactions (the “OTC Swaps”) with each other and the ultimate client, Qingdao Guanlan Investment Management Co., Ltd. (青島觀瀾投資管理有限公司) (“Qingdao Guanlan” or the “GFGC Ultimate Client”), pursuant to which GFGC will hold the Offer Shares on a non-discretionary basis to hedge the OTC Swaps while the economic risks and returns of the underlying Offer Shares are passed to the GFGC Ultimate Client, subject to customary fees and commissions. The OTC swaps will be fully funded by the GFGC Ultimate Client. During the terms of the OTC Swaps, all economic returns of the Offer Shares subscribed by GFGC will be passed to the GFGC Ultimate Client and all economic loss shall be borne by the GFGC Ultimate Client through the OTC Swaps, and GFGC will not take part in any economic return or bear any economic loss in relation to the Offer Shares. The OTC Swaps are linked to the Offer Shares and the GFGC Ultimate Clients may request GFGC to redeem it at its own discretion, upon which GFGC shall dispose of the Offer Shares and settle OTC Swaps in cash in accordance with the terms and conditions of the OTC Swap. Despite that GFGC will hold the legal title of the Offer Shares by itself, it will not exercise the voting rights attaching to the relevant Offer Shares during the terms of the OTC Swaps according to its internal policy.

GFGC will hold the Offer Shares for and on behalf of one ultimate client on non-discretionary basis, namely Qingdao Guanlan Investment Management Co., Ltd. (青島觀瀾投資管理有限公司), where except for ZHANG Yanfeng (張延豐), no ultimate beneficial owners hold 30% or more interest.

To the best of GFGC's knowledge, the GFGC Ultimate Client is an Independent Third Party of GFGC, GF Securities (Hong Kong) Brokerage Limited and the companies which are members of the same group of GFGC and GF Securities (Hong Kong) Brokerage.

- (4) PRC investors are currently not permitted under applicable PRC laws to participate directly in initial public offerings (“IPOs”) in Hong Kong. However, PRC investors are permitted to invest in products issued by appropriate domestic securities firms licensed to undertake cross-border derivatives trading activities. In connection with such products, the licensed domestic securities firms, through their Hong Kong affiliates, may participate in Hong Kong IPOs either as placees or cornerstone investors (the “Cross-border Derivatives Trading Regime”).

Huatai Securities Co., Ltd. (“Huatai Securities”), the shares of which are listed on both the Shanghai Stock Exchange (stock code: 601688) and the Stock Exchange (stock code: 6886), is one of the domestic securities firms licensed to undertake cross-border derivatives trading activities. Huatai Securities entered into an ISDA agreement (the “ISDA Agreement”) with its indirectly wholly-owned subsidiary, HTCI, to set out the principal terms of any future total return swap between Huatai Securities and HTCI.

HTFH is a non-syndicate distributor in connection with the Global Offering. Pursuant to an ISDA agreement entered into between Huatai Securities and HTCI, HTCI, which intends to participate in the Global Offering as a placee, will hold the beneficial interest of the Offer Shares on a non-discretionary basis as the single underlying holding under a back-to-back total return swap (“Huatai Back-to-back TRS”) to be entered by HTCI in connection with a Client TRS (as defined below) placed by and fully funded (i.e., with no financing provided by HTCI) by Huatai Onshore Ultimate Clients (as defined below), by which, HTCI

will, subject to customary fees and commissions, pass the full economic exposure of the Offer Shares ultimately to the Huatai Onshore Ultimate Clients, which in effect, HTCI will hold the beneficial interest of the Offer Shares on behalf of the Huatai Onshore Ultimate Clients.

HTCI and HTFH are both indirectly wholly-owned subsidiaries of Huatai Securities. Accordingly, HTCI is considered as a “connected client” of HTFH pursuant to paragraph 1B(7) of the Placing Guidelines.

Pursuant to the Cross-border Derivatives Trading Regime, the onshore investors (the “**Huatai Onshore Ultimate Clients**”) cannot directly subscribe for the Offer Shares but may invest in derivative products issued by domestic securities firms licenced to undertake cross-border derivatives trading activities, such as Huatai Securities, with the Offer Shares as the underlying assets. Instead of directly subscribing for the Offer Shares, the Huatai Onshore Ultimate Clients, through their investment managers, will place a total return swap order (the “**Client TRS**”) with Huatai Securities in connection with the Global Offering and Huatai Securities will place a Huatai Back-to-back TRS order to HTCI on the terms of the ISDA Agreement. In order to hedge its exposure under the Huatai Back-to-back TRS, HTCI participates in the Global Offering and subscribes the Offer Shares through placing order with HTFH during the International Offering.

To the best of HTCI’s knowledge and after making all reasonable enquiries, each of the Huatai Onshore Ultimate Clients is an independent third party of (i) the Company, the connected person and/or their respective associates thereof, and (ii) HTCI, HTFH and the companies which are members of the same group of HTCI.

The purpose of HTCI to subscribe for the Offer Shares is for hedging the Huatai Back-to-back TRS in connection with the Client TRS order placed by the Huatai Onshore Ultimate Clients. Pursuant to the terms of the contracts of the Huatai Back-to-back TRS and the Client TRS, during the tenor of the Huatai Back-to-back TRS and the Client TRS, subject to customary fees and commissions, all economic returns of the Offer Shares will be ultimately passed to the Huatai Onshore Ultimate Clients through the Huatai Back-to-back TRS and the Client TRS and all economic loss shall be ultimately borne by the Huatai Onshore Ultimate Clients. HTCI will not take any economic return or bear any economic loss in relation to the Offer Shares.

Investment in the Huatai Back-to-back TRS and the Client TRS is similar to the investment in a qualified domestic institutional investor fund (“**QDII**”) in the way that the Huatai Onshore Ultimate Clients would reap all the economic benefits of the underlying Offer Shares, except that a QDII fund would pass through the exchange rate exposure on both the notional value of the investment and the profit and loss of the investment. In contrast, the profit and loss of the Huatai Back-to-back TRS and the Client TRS factor into account the fluctuation in RMB exchange rate upon termination of the Client TRS by converting the profit and loss using the current exchange rate at the time of termination. As such, the Huatai Onshore Ultimate Clients would bear the exchange rate exposure of the profit and loss on settlement date.

The Huatai Onshore Ultimate Clients may exercise an early termination right to terminate the Client TRS at any time from the issue date of the Client TRS which should be on or after the date on which the Offer Shares are listed on the Stock Exchange at their own discretions. Upon the termination upon maturity or early termination of the Client TRS by the Huatai Onshore Ultimate Clients, HTCI will dispose the Offer Shares on the secondary market and the Huatai Onshore Ultimate Clients will receive a final settlement amount in cash in accordance with the terms and conditions of the Huatai Back-to-back TRS and the Client TRS which should have taken into account all the economic returns or economic loss in relation to the Offer Shares. If upon the maturity of the Client TRS, the Huatai Onshore Ultimate Clients intend to extend the investment period, subject to further agreement between Huatai Securities and the relevant Huatai Onshore Ultimate Clients, the term of the Client TRS could be extended by way of a new issuance or a tenor extension. Accordingly, Huatai Securities will extend the term of the Huatai Back-to-back TRS by way of a new issuance or a tenor extension.

It is proposed that HTCI will hold the legal title and the voting right of the Offer Shares by itself, and pass through the economic exposure to the Huatai Onshore Ultimate Clients, each being an onshore client who places a Client TRS order with Huatai Securities in connection with the Global Offering. HTCI will not exercise the voting right of the Offer Shares during the tenor of the Huatai Back-to-back TRS.

During the life of the Client TRS and Huatai Back-to-back TRS, HTCI may continue to hold the Offer Shares in its custodian account, or to hold some or all of the Offer Shares in a prime brokerage account for stock borrowing purposes, HTCI will lend out its holding of underlying Offer Shares in the form of stock

borrowing loans consistent with market practice to lower its finance costs, provided that HTCI has the ability to call back the Offer Shares on loan at any time in order to satisfy its obligations under the Huatai Back-to-back TRS to ensure the economic interests are ultimately passed to the Huatai Onshore Ultimate Clients.

Details of the Huatai Onshore Ultimate Clients are set out as follows:

Huatai Onshore Ultimate Clients	Ultimate Beneficial Owners (“UBO”)	Remarks
Shanghai Weining Private Fund Management Co., Ltd. – Weining Qihang No. 1 Private Securities Investment Fund* (上海衛寧私募基金管理有限公司—衛甯啟航1號私募證券投資基金) (“Weining Qihang No. 1”)	Liu Yutao (劉育濤)	UBO with over 30% interest
Shanghai Weining Private Fund Management Co., Ltd. – Weining Focus Private Securities Investment Fund* (上海衛寧私募基金管理有限公司—衛寧聚焦私募證券投資基金) (“Weining Focus”)	N/A	N/A

- (5) Fullgoal Fund will hold the Offer Shares in its capacity as the discretionary fund manager on behalf of its investors, each of which is an independent third party of the Company, its subsidiaries, its Controlling Shareholders, its substantial shareholders, Fullgoal Fund and GTJA Securities and the companies which are members of the same group of GTJA Securities. No ultimate beneficial owner holds 30% or more interest in the underlying investors.

## **DISCLAIMERS**

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

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*The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.*

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the Prospectus dated January 30, 2026 issued by Axera Semiconductor Co., Ltd. for detailed information about the Global Offering described below before deciding whether or not to invest in the H Shares thereby being offered.*

*\* Potential investors of the Offer Shares should note that the Joint Sponsors and the Overall Coordinators (for themselves and on behalf of the Hong Kong Underwriters) shall be entitled to terminate their obligations under the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the section headed “Underwriting – Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on Tuesday, February 10, 2026).*

## **PUBLIC FLOAT AND FREE FLOAT**

Immediately after the completion of the Global Offering, 354,583,316 H Shares, representing approximately 60.33% of the issued share capital of our Company (before any exercise of the Over-allotment Option) will count towards the public float. Therefore, the number of H shares held in public hands is higher than the prescribed percentage of H Shares required to be held in public hands of 15% under Rule 19A.13A(1) of the Listing Rules, satisfying the minimum percentage requirement in compliance with Rule 19A.13A(1) of the Listing Rules.

Each of the Cornerstone Investors has agreed to a lock-up period of six months following the Listing Date. As such, H Shares held by the Cornerstone Investors upon the Listing shall not be counted towards the free float of the H Shares of the Company at the time of Listing. Based on the Offer Price of HK\$28.20 per H Share, the Company satisfies the free float requirement under Rule 19A.13C(1)(b) of the Listing Rules.

The Directors confirm that, immediately following completion of the Global Offering: (i) the Shares will be held by at least 300 Shareholders at the time of Listing, in compliance with Rule 8.08(2) of the Listing Rules; (ii) the three largest public Shareholders will not hold more than 50% of the H Shares held in public hands at the time of Listing, in compliance with Rules 8.08(3) and 8.24 of the Listing Rules; (iii) no placee will, individually, be placed more than 10% of the enlarged issued share capital of the Company immediately after the Global Offering; and (iv) there will not be any new substantial Shareholder (as defined in the Listing Rules) immediately after the Global Offering.

## COMMENCEMENT OF DEALINGS

The H Share certificates will only become valid evidence of title at 8:00 a.m. (Hong Kong time) on Tuesday, February 10, 2026, provided that (i) the Global Offering has become unconditional in all respects, and (ii) the right of termination described in the section headed “Underwriting – Underwriting Arrangements and Expenses – Hong Kong Public Offering – Hong Kong Underwriting Agreement – Grounds for termination” in the Prospectus has not been exercised. Investors who trade H Shares prior to the receipt of H Share certificates or the H Share certificates becoming valid evidence of title do so entirely at their own risk.

Assuming that the Global Offering becomes unconditional at or before 8:00 a.m. (Hong Kong time) on Tuesday, February 10, 2026, it is expected that dealings in the H Shares on the Stock Exchange will commence at 9:00 a.m. on Tuesday, February 10, 2026. The H Shares will be traded in board lots of 100 H Shares each and the stock code of the H Shares will be 600.

By order of the Board  
**Axera Semiconductor Co., Ltd.**  
(愛芯元智半導體股份有限公司)  
**Dr. QIU Xiaoxin**  
*Chairman of the Board and Executive Director*

Zhejiang, China, February 9, 2026

*As at the date of this announcement, the Board comprises: (i) Dr. QIU Xiaoxin, Mr. SUN Weifeng, Mr. SHI Xiaoye, Mr. WANG Yuan, Mr. ZHAO Changhua\* and Mr. LIU Jianwei\* as executive Directors; (ii) Mr. ZHOU Siyuan, Mr. GU Kaining, Ms. BAI Ting, Mr. WANG Chen and Mr. ZHOU Zhifeng\* as non-executive Directors and (iii) Ms. TAN Ren, Mr. LI Jun, Dr. WANG Xin and Prof. CHEN Xin as proposed independent non-executive Directors.*

*\*Note: Mr. ZHAO Changhua, Mr. LIU Jianwei and Mr. ZHOU Zhifeng have tendered their resignations from the directorships of the Company on June 23, 2025 which will take effect upon Listing.*