

Hangzhou Turbine Power Group Co., Ltd.

Announcement on Repurchase Cancellation of Some Restricted Stocks

The members of the Board and the Company acknowledge being responsible for the truthfulness, accuracy, and completeness of the announcement. There are no false records, misleading statements, or significant omissions carried in this announcement.

On January 17, 2025, Hangzhou Turbine Power Group Co., Ltd (hereinafter referred to as the Company) held the 11th meeting of the 9th term of the board of directors and the 8th Meeting of the 9th term of the board of supervisors, in which it deliberated and passed the " Proposal on Repurchase and Cancellation of Some Restricted Shares". Hereby the relevant matters are explained as follows:

I. Relevant approval procedures and information disclosure that have been performed

1. On July 11, 2021, the 14th meeting of the Eighth Board of Directors reviewed and approved the *Proposal on the Company's Restricted Stock Incentive Plan (Draft) in 2021 and its Summary*, the *Proposal on the Company's Implementation Assessment Management Measures for the Restricted Stock Incentive Plan in 2021*, and the *Proposal on Requesting the General Meeting of Shareholders to Authorize the Board of Directors to Handle Matters Related to the Restricted Stock Incentive Plan in 2021*, and the 9th Meeting of the Eighth Supervisors of the Company reviewed and approved the above related proposals. The Company disclosed related announcements such as the Restricted Stock Incentive Plan (Draft) and its Summary in 2021, the Implementation Assessment Management Measures for the Restricted Stock Incentive Plan in 2021, the Incentive Object List of the Restricted Stock Incentive Plan in 2021, the Self-inspection Form of Equity Incentive Plan, and the Legal Opinions of Shanghai Jintiancheng Law Firm on the 2021 Restricted Stock Incentive Plan of Turbine Co., Ltd.

Independent directors of the Company expressed their independent opinions on whether the equity incentive plan is conducive to the sustainable development of the Company and whether there is any harm to the interests of the Company and all shareholders. The Board of Supervisors of the Company issued the Verification Opinions on the Company's Restricted Stock Incentive Plan (Draft) in 2021.

2. On August 12, 2021, the Company disclosed the *Announcement on the Approval of Equity*

Incentive Plan by Hangzhou SASAC. The Company received the Reply of Hangzhou Turbine Co., Ltd. on Implementing the Restricted Stock Incentive Plan in 2021 (HGZK [2021] No.45), and Hangzhou SASAC agreed in principle that the Company should implement the restricted stock incentive plan in 2021.

3. From July 12, 2021 to July 21, 2021, the Company publicized the names and positions of the incentive objects by posting the *Publicity of the Company's Restricted Stock Incentive Objects in 2021* on the Company's business premises, specifying the circumstances that forbids to be equity incentive objects, and the ways and means of feedback during the publicity period. As of the expiration of the publicity period, the Company has not received any objection from any organization or individual to the incentive object of this incentive plan.

On August 23, 2021, the Company disclosed the Publicity and Verification Opinions of the Board of Supervisors of the Company on the List of Incentive Objects of Restricted Stock Incentive Plan. The Board of Supervisors of the Company believes that the incentive objects listed in this incentive plan comply with the Administrative Measures, Trial Measures, Notice and other laws, regulations, normative documents and the scope and conditions of incentive objects stipulated in the Incentive Plan (Draft), and there is no circumstances that forbids to be incentive objects, and its qualification as the incentive objects of this incentive plan is legal and effective.

On August 23, 2021, the Company disclosed the Independent Financial Advisor's Report of CITIC Securities Co., Ltd. on the Restricted Stock Incentive Plan (Draft) in 2021 of Hangzhou Turbine Co., Ltd.

4. On August 27, 2021, the Company held the Second Provisional General Meeting of Shareholders in 2021, which reviewed and approved the *Proposal on the Company's Restricted Stock Incentive Plan in 2021 and its Summary*, the *Proposal on the Company's Implementation Assessment Management Measures for the Restricted Stock Incentive Plan in 2021*, and the *Proposal on Requesting the General Meeting of Shareholders to Authorize the Board of Directors to Handle Matters Related to the Restricted Stock Incentive Plan in 2021*.

Meanwhile, the Company disclosed the Self-inspection Report on Insider Information of Restricted Stock Incentive Plan in 2021 and Stock Trading of Incentive Objects.

5. On August 30, 2021, the Company convened the 16th Meeting of the Eighth Board of Directors and the 11th Meeting of the Eighth Board of Supervisors, and respectively reviewed and approved the *Proposal on Granting Restricted Stocks to Incentive Objects for the First Time*. The Board of Directors of the Company considered that the granting conditions of restricted stocks stipulated in this incentive plan had been fulfilled, and agreed to grant 18.17 million restricted stocks to 457

incentive objects who meet the granting conditions on September 1, 2021 for the first time, at a price of HKD 6.825 per share. The Board of Supervisors of the Company verified the list of incentive objectives again and issued a clear consent opinion. Independent directors of the Company expressed their agreed independent opinions on this.

6. On October 22, 2021, the Company completed the registration of granting restricted shares for the first time, with 455 people registered for the first time and 18,060,000 shares registered.

7. On December 16, 2021, the 20th Meeting of the 8th Board of Directors and the 13th Meeting of 8th Board of Supervisors of the Company reviewed and approved the Proposal on Granting Reserved Restricted Shares to Incentive Objects, It's agreed to grant 1,380,000 restricted shares to 37 incentive objects who meet granting conditions on December 16,2021-which is the pre-reserved stock grant date, with a grant price of HKD 6.825 per share. The Supervisory Committee of the Company verified the list of incentive objects and issued a clear consent opinion. Independent directors of the Company expressed in dependent opinions on relevant proposal of the Board of Directors.

8. On January 14, 2022, the Company completed the registration of the reserved restricted shares for the grant of 37 persons and the number of registered shares of 1,380,000.

9. On December 21, 2022, the Company held the 30th meeting of the Eighth Board of Directors and the 19th meeting of the Eighth Board of Supervisors, and deliberated and passed the *Proposal on Repurchase Cancellation of Some Restricted Stocks* and the *Proposal on Adjusting the Repurchase Quantity and Repurchase Price of the Restricted Stock Incentive Plan in 2021*, agreeing to repurchase and cancel a total of 531,180 restricted stocks held by 9 retirees and 1 resigned employee, which have been granted but have not been lifted for sales restriction. Meanwhile, because the Company has completed the profit distribution plan for 2021, according to the provisions of the *Restricted Stock Incentive Plan (Draft) in 2021*, the repurchase price of restricted stocks was adjusted from RMB 5.6764 per share (HK\$ 6.825 per share) to RMB 4.06 per share. On March 27, 2023, the Company completed the repurchase and cancellation of 531,180 shares of restricted incentive shares of 10 incentive objects, and issued the announcement -"Announcement on the Completion of Partial Restricted Shares Repurchase and Cancellation".

10. On October 30, 2023, the Company convened the Third Session of the Ninth Board of Directors and the Third Session of the Ninth Board of Supervisors, and reviewed and approved the *Proposal on Adjusting the Repurchase Quantity and Repurchase Price of the Restricted Stock Incentive Plan in*

2021 and the *Proposal on Repurchase and Cancellation of Some Restricted Stocks*. In view of the fact that 14 of the incentive objects are no longer qualified for the incentive objects due to retirement and 3 of them are no longer qualified due to personal reasons, according to the *Incentive Plan*, it is agreed to repurchase and cancel 422,448 restricted stocks held by them which have been granted but have not been lifted for sales restriction. As two people failed to achieve good or above performance assessment results, according to the *Incentive Plan*, it is agreed to repurchase and cancel their 12,355 restricted stocks that fail to meet the conditions for lifting the restricted sales in the first lifting period, in the meantime, as the Company has implemented the profit distribution plan for 2021, according to the provisions of the Incentive Plan, the repurchase price and repurchase quantity of restricted stocks will be adjusted accordingly.

At the same time, the Third Session of the Ninth Board of Directors and the Third Session of the Ninth Board of Supervisors of the Company reviewed and approved the *Proposal on Achievement of Partial First-phase Lifting of Restricted Sale of the First Grant Part of the Restricted Stock Incentive Plan in 2021*, and the Board of Directors of the Company agreed to handle the lifting of the restricted sales for 451 incentive objects who met the conditions for lifting the restricted sales in the first lifting period of the first grant. The total number of restricted stocks lifted this time was 9,254,045. The independent directors of the Company expressed their independent opinions on this matter, and the Board of Supervisors expressed their opinions on this matter.

11. On January 16, 2024, the Fourth Session of the Ninth Board of Directors and the Fourth Session of the Ninth Board of Supervisors of the Company reviewed and approved the *Proposal on Achievement of Partial First-phase Lifting of Restricted Sale of the Reserved Grant Part of Restricted Stock Incentive Plan in 2021*, and the Board of Directors of the Company agreed to handle the lifting of the restricted sales for 36 incentive objects who met the conditions for lifting the restricted sales in the first lifting period of the reserved grant part. The total number of restricted stocks lifted this time was 700,128. The Board of Supervisors issued a clearly agreed opinion on this matter.

12. On October 28, 2024, the Company held the ninth meeting of the ninth board of directors and the eighth meeting of the ninth session board of supervisors, in which the "Proposal on Adjusting the Repurchase Price of the 2021 Restricted Stock Incentive Plan" and the "Proposal on Repurchasing and Canceling Part of the Restricted Shares" were deliberated and passed. In view of the fact that 3 of the incentive recipients resigned due to personal reasons and no longer qualified as incentive

recipients, according to the Incentive Plan, it was agreed to repurchase and cancel a total of 62,712 restricted shares held by them that had been granted but have not yet been released. Meanwhile, since the Company has completed the implementation of the 2023 profit distribution plan, the repurchase price of restricted shares will be adjusted accordingly in accordance with the provisions of the incentive plan.

Meanwhile, the "Proposal on the Achievement of the Lifting of the Second Phase of the Restricted Stock for the First Grant of the 2021 Restricted Stock Incentive Plan" was passed in the ninth meeting of the ninth session board of directors and the eighth meeting of the ninth session board of supervisors, and agreed to handle the lifting of the restriction on the sale of 440 incentive recipients who meet the conditions for the second release of the restricted stock during the first grant period, and the total number of restricted shares released this time is 8,936,928 shares. The Supervisory Board issued an unequivocal opinion on the matter.

II. Reasons, quantity, price and sources of funds for the repurchase cancellation of some restricted stocks

1. Repurchase cancellation reason

According to the provisions of the Company's 2021 Restricted Stock Incentive Plan (Draft) (hereinafter referred to as the "Incentive Plan" or the "Plan"), "if the incentive recipients resign due to personal reasons such as resignation, layoffs of the company, or expiration of the contract, and do not cause the negative impact mentioned in Article 2 (4) of Chapter 13 of the Plan, the restricted shares that have been granted to the incentive recipients according to the plan but have not yet been released from the restricted sale shall be repurchased by the Company at the grant price."

Among the incentive objects of the Company's incentive plan, 3 no longer has the incentive object qualification due to personal reasons. The board considered and decided that, The above-mentioned restricted stocks that have been granted but have not been released from the restricted sale of the former employees shall be subject to repurchase cancellation by the Company according to the granted price.

2. Repurchase quantity and price

According to the provisions of Chapter 14 of the *Incentive Plan*, after the restricted stock granted to the incentive object has completed the share registration, if the Company has any matters that affect

the total share capital or the share price of the Company, such as capital reserve conversion to share capital, share dividend distribution, share allotment or share reduction, and dividend payment, the Company shall make corresponding adjustments to the repurchase quantity and price of the restricted stock whose restricted sale has not been lifted.

For details of the quantity and price adjustment of this repurchase of restricted stock, please refer to the Company's *Announcement on Adjusting the Quantity and Price of the Restricted Stock Incentive Plan in 2021*.(2024-62)

This repurchase is for 42,120 restricted shares of three resignation incentive recipients, with a total repurchase price of 109,312.32 yuan.

3. Total funds and sources

The repurchase price payable by the Company for this restricted stock repurchase is RMB 109,312.32, all of which are the Company's own funds.

III. Changes of share capital structure after this repurchase cancellation

After the repurchase cancellation is completed, the total number of shares of the Company will be changed from 1,174,946,885 shares to 1,174,904,765 shares. The changes of the Company's share capital structure are as follows:

Nature of shares	Before the changes		Increase or decrease in	After the changes	
	Quantity (shares)	Proportion		Quantity (shares)	Proportion
I. Unlisted tradable shares	748,526,688	63.71%		748,526,688	63.71%
II. Listed tradable shares	426,420,197	36.29%	-42,120	426,378,077	36.29%
In which: 1. Restricted tradable shares	11,954,601	1.02%	-42,120	11,912,481	1.01%
2. Non-restricted tradable shares	414,465,596	35.28%		414,465,596	35.28%
III. Total share capital	1,174,946,885	100.00%	-42,120	1,174,904,765	100.00%

Note: On October 29, 2024, the Company issued the "Announcement on the Repurchase and Cancellation of Part of the Restricted Shares", and the share repurchase and cancellation has not yet been completed. The total share capital of 1,174,946,885 shares before this change is the total share capital after the completion of the repurchase and cancellation.

After the repurchase cancellation is completed, the controlling shareholder and actual controller of the Company will not change, and the Company's equity distribution still meets the listing

conditions. Meanwhile, this Incentive Plan will continue to be implemented in accordance with the requirements of laws and regulations.

IV. Impact of this repurchase cancellation of some restricted stocks on the Company

The repurchase cancellation of some restricted stocks will not have a substantial impact on the Company's financial status and operating results, and will not lead to the change of the Company's control rights, nor will it change the Company's status as a listed company, and there will be no harm to the interests of shareholders, especially minority shareholders.

V. Opinions of the Board of Supervisors

The Board of Supervisors believes that this repurchase cancellation of some restricted stocks by the Company complies with the *Administrative Measures* and other laws and regulations as well as the relevant provisions of the *Incentive Plan*, and conforms to the unanimous interests of all shareholders and incentive objects of the Company. The deliberation procedure of the Board of Directors on the repurchase cancellation of restricted stocks is in compliance with relevant regulations and is legal and effective. The Company's share repurchase funds are all its own funds, which will not have a substantial impact on the Company's financial position and operating results, nor will it affect the diligence of the Company's management team and core backbone, nor will it harm the interests of the Company and all of its shareholders. To sum up, the Board of Supervisors agreed to repurchase cancellation of some restricted stocks.

VI. Conclusive comments of legal opinions

The Company's repurchase and cancellation matter has fulfilled the necessary approvals and authorizations at this stage, and complies with the relevant laws, regulations, and normative documents such as the *Administrative Measures* and complies with relevant provisions of the "Incentive Plan". The reason, number, price and source of funds for the repurchase and cancellation of some restricted shares comply with the relevant laws, regulations, normative documents such as the *Administrative Measures* and relevant provisions of the *Incentive Plan*, which is legal and valid. The Company still needs to handle the procedures such as reducing the registered capital and deregistering the shares in accordance with the provisions of The Company Law and other laws and regulations, and perform the corresponding information disclosure obligations in accordance with the law.

VII. Verification opinion of independent financial consultant

After verification, the independent financial adviser considered that the necessary approvals and authorizations have been obtained for the repurchase and cancellation of some restricted shares by the Company, which complies with the provisions of The Company Law, The Securities Law, the Administrative Measures and this incentive plan. The above matter is still subject to the relevant procedures for the repurchase and cancellation of restricted stock in accordance with relevant regulations, and it shall fulfill information disclosure obligations in accordance with relevant regulations.

VIII. Documents for reference

1. Resolution of the 11th meeting of the 9th term Board of Directors;
2. Resolution of the 10th meeting of the 9th term Board of Supervisors;
3. Legal opinion;
4. Independent Financial Advisor Report.

This announcement is hereby made.

The Board of Directors of Hangzhou Turbine Power Group Co., Ltd.

January 18, 2025