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## THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in REPT BATTERO Energy Co., Ltd., you should at once hand this circular and the accompanying proxy form to the purchaser or the transferee or to the registered dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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**REPT BATTERO Energy Co., Ltd.**

**瑞浦蘭鈞能源股份有限公司**

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

**(Stock Code: 0666)**

- I. 2024 ANNUAL REPORT**
- II. 2024 WORK REPORT OF THE BOARD**
- III. 2024 WORK REPORT OF THE SUPERVISORY COMMITTEE**
- IV. 2024 FINAL FINANCIAL ACCOUNTS REPORT**
- V. 2025 ANNUAL FINANCIAL BUDGET PLAN**
- VI. 2024 PROFIT DISTRIBUTION PLAN**
- VII. REMUNERATION OF THE DIRECTORS FOR 2025**
- VIII. REMUNERATION OF THE SUPERVISORS FOR 2025**
- IX. RE-APPOINTMENT OF AUDITORS FOR 2025**
- X. 2025 BUSINESS AND INVESTMENT PLAN**
- XI. LIMIT ON AMOUNTS OF BANK CREDIT LINE AND LOANS FOR 2025**
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SECOND SESSION OF THE BOARD**
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SUPERVISORS FOR THE SECOND SESSION OF THE SUPERVISORS COMMITTEE**
- XIV. PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES  
AND**
- XV. NOTICE OF ANNUAL GENERAL MEETING**

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A notice convening the Annual General Meeting of REPT BATTERO Energy Co., Ltd. to be held at the Conference Room, R&D Building, No. 205, Binhai 6th Road, Wenzhouwan New District, Longwan District, Wenzhou, Zhejiang Province, the PRC on Friday, 27 June 2025 at 10 a.m. is set out on pages III-1 to III-4 of this circular.

Whether or not you are able to attend the Annual General Meeting, you are advised to read the notice of the Annual General Meeting carefully and to complete and return the enclosed proxy form as soon as possible in accordance with the instructions printed thereon. For H Shareholders, the proxy form should be returned to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited in person or by post but in any event not less than 24 hours before the time stipulated for convening the Annual General Meeting or any adjourned meeting thereof (i.e. before 10 a.m. on Thursday, 26 June 2025). Completion and return of the proxy form will not preclude you from attending and voting at the Annual General Meeting or at any adjourned meeting if you so wish.

6 June 2025

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## DEFINITIONS

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*In this circular the following expressions shall have the following meanings unless the context otherwise requires:*

“Annual General Meeting”	the annual general meeting of the Company to be held at the Conference Room, R&D Building, No. 205, Binhai 6th Road, Wenzhouwan New District, Longwan District, Wenzhou, Zhejiang Province, the PRC on Friday, 27 June 2025 at 10 a.m., the notice of which is set out in Appendix III to this circular or, where the context so requires, any adjournment thereof
“Articles of Association”	the articles of association of the Company
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Board”	the board of Directors of the Company
“Company” or “REPT BATTERO”	REPT BATTERO Energy Co., Ltd.
“Company Law”	the Company Law of the People’s Republic of China (《中華人民共和國公司法》), as amended, supplemented or otherwise modified from time to time
“Director(s)”	the director(s) of the Company
“Domestic Unlisted Share(s)”	ordinary share(s) with a nominal value of RMB1.00 each in the share capital of the Company, which is/are not listed on any stock exchange
“EV”	new energy vehicles, mainly comprising of battery electric vehicles and plug-in hybrid electric vehicles
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	Hong Kong Special Administration Region of the People’s Republic of China
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“H Share(s)”	overseas listed foreign share(s) with a nominal value of RMB1.00 each in the share capital of the Company

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## DEFINITIONS

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“Latest Practicable Date”	5 June 2025, being the latest practicable date for the purpose of ascertaining certain information contained in this circular;
“Listing Date”	18 December 2023, the date on which dealings in H Shares first commence on the Hong Kong Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Issue Mandate”	a general mandate proposed to be granted to the Board at the Annual General Meeting to allot, issue and/or deal with Shares not exceeding 20% of the number of issued Shares as at the date of passing of the relevant resolution granting the Issue Mandate
“Notice”	the notice convening the Annual General Meeting, a copy of which is set out in Appendix III to this circular
“PRC” or “China”	the People’s Republic of China
“Prospectus”	the Company’s prospectus dated 8 December 2023
“R&D”	Research and development
“RMB”	Renminbi, the lawful currency of the People’s Republic of China
“SFO”	the Securities and Futures Ordinance
“Share(s)”	ordinary share(s) of the Company with a nominal value of RMB1.00 each, comprising H Share(s) and Domestic Unlisted Share(s)
“Shareholders”	holder(s) of the Shares in the Company
“Supervisor(s)”	the supervisor(s) of the Company
“Supervisory Committee”	the supervisory committee of the Company

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## DEFINITIONS

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“Tsingshan Group”	Tsingshan Holding Group Company Limited (青山控股集團有限公司), a limited liability company established under the laws of the PRC on 12 June 2003, which is a controlling shareholder of the Company
“Yongqing Technology”	Yongqing Technology Group Co., Ltd. (永青科技集團有限公司), a limited liability company established under the laws of the PRC on 24 January 2018, which is a controlling shareholder of the Company and a non-wholly-owned subsidiary of Tsingshan Group
“%”	per cent

*In this circular, the terms “connected person”, “connected transaction”, “continuing connected transaction”, “controlling shareholder” and “subsidiary” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.*

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## LETTER FROM THE BOARD

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### REPT BATTERO Energy Co., Ltd.

### 瑞浦蘭鈞能源股份有限公司

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

(Stock Code: 0666)

*Directors:*

**Executive Directors:**

Dr. Cao Hui  
Mr. Hu Xiaodong  
Dr. Wu Yanjun  
Ms. Huang Jiehua

**Non-executive Directors:**

Mr. Wang Haijun  
Ms. Xiang Yangyang  
Mr. Wei Yong  
Mr. Yu Xinhua

**Independent non-executive Directors:**

Ms. Wong Sze Wing  
Dr. Wang Zhenbo  
Dr. Ren Shenggang  
Dr. Simon Chen

*Registered Address:*

No. 205, Binhai 6th Road  
Wenzhouwan New District, Longwan District  
Wenzhou, Zhejiang Province  
PRC

*Head Office and Principal Place  
of Business in the PRC:*

No. 205, Binhai 6th Road  
Wenzhouwan New District, Longwan District  
Wenzhou, Zhejiang Province  
PRC

*Place of Business in Hong Kong:*

40th Floor, Dah Sing Financial Centre  
No. 248 Queen's Road East  
Wanchai  
Hong Kong

6 June 2025

*To the Shareholders,*

Dear Sir or Madam,

- I. 2024 ANNUAL REPORT**  
**II. 2024 WORK REPORT OF THE BOARD**  
**III. 2024 WORK REPORT OF THE SUPERVISORY COMMITTEE**  
**IV. 2024 FINAL FINANCIAL ACCOUNTS REPORT**  
**V. 2025 ANNUAL FINANCIAL BUDGET PLAN**  
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**VIII. REMUNERATION OF THE SUPERVISORS FOR 2025**  
**IX. RE-APPOINTMENT OF AUDITORS FOR 2025**  
**X. 2025 BUSINESS AND INVESTMENT PLAN**  
**XI. LIMIT ON AMOUNTS OF BANK CREDIT LINE AND LOANS FOR 2025**  
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SECOND SESSION OF THE BOARD**  
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SUPERVISORS FOR THE SECOND SESSION OF THE SUPERVISORS COMMITTEE**  
**XIV. PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES  
AND**  
**XV. NOTICE OF ANNUAL GENERAL MEETING**

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## LETTER FROM THE BOARD

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### 1. INTRODUCTION

The purpose of this circular is to provide you with the notice and the information in connection with the proposals at the Annual General Meeting to consider, among other things, (i) 2024 annual report; (ii) 2024 work report of the Board; (iii) 2024 work report of the Supervisory Committee; (iv) 2024 final financial accounts report; (v) 2025 annual financial budget plan; (vi) 2024 profit distribution plan; (vii) remuneration of the Directors for 2025; (viii) remuneration of the Supervisors for 2025; (ix) re-appointment of auditors for 2025; (x) 2025 business and investment plan; (xi) limit on amounts of bank credit line and loans for 2025; (xii) proposed re-election and election of Directors for the second session of the Board; (xiii) proposed re-election of shareholder representative Supervisors for the second session of the Supervisory Committee; and (xiv) proposed grant of general mandate to issue Shares.

### 2. MATTERS TO BE RESOLVED AT THE ANNUAL GENERAL MEETING

#### I. 2024 Annual Report

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the 2024 annual report. For the contents of the 2024 annual report of the Company, please refer to the 2024 annual report of the Company published on the website of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.reptbattero.com](http://www.reptbattero.com)) on 17 April 2025.

#### II. 2024 Work Report of the Board

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the 2024 work report of the Board. For the contents of the 2024 work report of the Board, please refer to the section headed “Report of the Directors” in the 2024 annual report of the Company.

#### III. 2024 Work Report of the Supervisory Committee

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the 2024 work report of the Supervisory Committee. For the contents of the 2024 work report of the Supervisory Committee, please refer to the section headed “Report of the Supervisory Committee” in the 2024 annual report of the Company.

#### IV. 2024 Final Financial Accounts Report

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the 2024 final financial accounts report. For the contents of the 2024 final financial accounts report, please refer to the 2024 annual report of the Company.

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## LETTER FROM THE BOARD

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### **V. 2025 Annual Financial Budget Plan**

Based on the strategic development objectives, the needs of the annual marketing plan and the production and operation plan for 2025, etc., the Company plans to allocate approximately RMB0.9 billion for R&D expenses in 2025, which will be used for the R&D of battery cell products, and allocate approximately RMB5.935 billion for capital expenditures in 2025, which will be used for infrastructure investments and the purchase of fixed assets in Wenzhou, Liuzhou, Chongqing, Foshan, Jiashan, Indonesia bases and other bases.

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the above 2025 annual financial budget plan.

### **VI. 2024 Profit Distribution Plan**

As the Company has not yet realized profit in 2024, the Company will not distribute profit for 2024.

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the above 2024 profit distribution plan.

### **VII. Remuneration of the Directors for 2025**

In accordance with the relevant requirements provided in the Company Law and the Articles of Association, and after assessing the work of the Directors in 2024 and based on the actual situation of the Company, it is proposed that the remuneration of the Directors for 2025 shall be determined according to the following plan:

- (1) Applicable targets of this plan: Directors of the Company during their terms of office
- (2) Applicable period of this plan: 1 January 2025 to 31 December 2025
- (3) Remuneration standards and payment methods
  - (i) Non-executive Directors who hold other positions with the Company's Shareholders or their related parties and receive remuneration shall not receive any allowance for Directors or other remuneration from the Company.
  - (ii) Executive Directors shall receive remuneration in accordance with the relevant remuneration and performance appraisal management measures of the Company for their management duties other than being Directors, and shall not receive other remuneration such as allowance for Directors separately.
  - (iii) The allowance for independent non-executive Directors is RMB240,000 per year (before tax), effective from the date of formal appointment.



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## LETTER FROM THE BOARD

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- (4) Other provisions
  - (i) The above remuneration is before tax, and the personal income tax involved shall be withheld and paid by the Company on their behalf;
  - (ii) The Company shall bear the expenses related to the Directors' participation in the meetings of the Board and the Shareholders' general meetings of the Company; and
  - (iii) The above remuneration includes salaries, allowances, contribution to pension schemes, discretionary bonuses, share incentive scheme and other benefits in kind and the annual salary may be appropriately adjusted according to the industry conditions and the actual situation of the Company's production and operation.

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the resolution on the above remuneration of the Directors for 2025.

### **VIII. Remuneration of the Supervisors for 2025**

In accordance with the relevant requirements provided in the Company Law and the Articles of Association, and according to the actual situation of the Company, it is proposed that the remuneration of the Supervisors for 2025 shall be determined according to the following plan:

- (1) Applicable targets of this plan: Supervisors of the Company during their terms of office
- (2) Applicable period of this plan: 1 January 2025 to 31 December 2025
- (3) Remuneration standards and payment methods
  - (i) External Supervisors who hold other positions with the Company's Shareholders or their related parties and receive remuneration shall not receive any allowance for Supervisors or other remuneration from the Company.
  - (ii) Internal Supervisors shall receive remuneration in accordance with the relevant remuneration and performance appraisal management measures of the Company for their duties other than being Supervisors, and shall not receive other remuneration such as allowance for Supervisors separately.

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## LETTER FROM THE BOARD

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(4) Other provisions

- (i) The above remuneration is before tax, and the personal income tax involved shall be withheld and paid by the Company on their behalf;
- (ii) The Company shall bear the expenses related to the Supervisors' participation in the meetings of the Board, the meetings of the Supervisory Committee and the Shareholders' general meetings of the Company; and
- (iii) The above remuneration includes salaries, allowances, contribution to pension schemes, discretionary bonuses, share incentive scheme and other benefits in kind and the annual salary may be appropriately adjusted according to the industry conditions and the actual situation of the Company's production and operation.

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the resolution on the above remuneration of the Supervisors for 2025.

### **IX. Re-appointment of Auditors for 2025**

The Company proposes to re-appoint Ernst & Young Hua Ming LLP as the Company's domestic auditor for 2025 and Ernst & Young as the Company's international auditor for 2025 for a term commencing from the date of approval by the Annual General Meeting to the 2025 annual general meeting.

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the resolution on the above re-appointment of auditors for 2025, and authorize the Board (which may be delegated by the Board to authorized person) to deal with matters including negotiating with the auditors to determine the auditors' fees, and executing relevant contracts.

### **X. 2025 Business and Investment Plan**

In 2024, the Company has substantially completed the layout of the five major manufacture bases in China and overseas manufacture base in Indonesia. Looking ahead to 2025, the Company will strictly comply with relevant laws and regulations, closely align with market demands at home and abroad, and continuously and orderly advance the infrastructure construction and commissioning of each manufacturing base to ensure the smooth implementation of those projects as planned.

On the basis of ensuring the Company's steady operations and continuously enhancing the core competitiveness of its main business, the Company will actively monitor investment opportunities along the upstream and downstream of the industrial chain and further optimize its resource allocation and expand its business areas through precise strategic deployment and investment decisions, to lay a solid foundation for its long-term sustainable development.

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## LETTER FROM THE BOARD

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An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the resolution on the above 2025 business and investment plan.

### **XI. Limit on Amounts of Bank Credit Line and Loans for 2025**

In order to satisfy the capital requirements of the Company and its subsidiaries for daily production and operation and project construction, the Company intends to apply for credit line from banks.

The Company intends to apply to banks and other financial institutions for a credit line of not more than RMB24.8 billion, with the types of credit line including but not limited to domestic and foreign currency borrowings, bank acceptances, letters of credit, letters of guarantee, trade financing, factoring financing, forward foreign exchange settlement and sales, and to provide guarantees accordingly as required by banks and other financial institutions. The types of credit line, credit limit and guarantees are subject to actual approval by the banks and other financial institutions, and the specific amount to be utilized will be determined by the Company in accordance with its actual operational requirements. The credit limit can be utilized on a revolving basis within the credit period. The above credit limit does not equal to the actual amount of financing of the Company and its subsidiaries. The actual amount of financing of the Company and its subsidiaries will be within the total credit limit and subject to the actual amount of financing incurred between each financial institution and the Company and/or its subsidiaries.

The validity period of the resolution on the application for credit line from banks and other financial institutions shall be from the date of passing the resolution at the Annual General Meeting for the consideration of this proposal to the date of the Shareholders' general meeting for the consideration of the annual credit limit in the following year. The specific amount, manner and terms of financing shall be subject to the relevant contracts/agreements to be entered into between the Company and/or its subsidiaries and the financial institutions.

The Board proposes to the Annual General Meeting to authorize the Board or its authorized representatives to enter into contracts, agreements and other various legal documents within the above credit limit of the Company (including but not limited to, credit, loans, guarantee, pledge and financing), and to complete the relevant formalities.

An ordinary resolution will be proposed at the Annual General Meeting to consider and approve the resolution on the above limit on amounts of bank credit line and loans for 2025.

### **XII. Proposed Re-election and Election of Directors for the Second Session of the Board**

According to Article 82 of the Articles of Association of the Company, the term of office of each Director of the Board is three years, and upon expiry of such term, the Directors being eligible, may offer themselves for re-election.

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## LETTER FROM THE BOARD

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Reference is made to the announcement of the Company dated 26 March 2025. The term of office of Directors of the first session of the Board has expired on 31 March 2025. In accordance with the Articles of Association, the Company has completed the nomination procedures for candidates running for Directors of the second session of the Board, and the Board has resolved on 26 March 2025 to nominate:

- (i) Dr. Cao Hui, Mr. Hu Xiaodong, Dr. Wu Yanjun and Ms. Huang Jiehua for re-election as executive Directors;
- (ii) Mr. FENG, TING for election as an executive Director;
- (iii) Mr. Wang Haijun, Ms. Xiang Yangyang and Mr. Wei Yong for re-election as non-executive Directors;
- (iv) Ms. Wong Sze Wing, Dr. Wang Zhenbo, Dr. Ren Shenggang and Dr. Simon Chen for re-election as independent non-executive Directors.

(Each a “**Proposed Director**”, together the “**Proposed Directors**”)

The biographical details of the Proposed Directors are set out in Appendix I to this circular.

The above proposal on re-election and election were made by the nomination committee of the Company (the “**Nomination Committee**”) in accordance with the Board diversity policy and the nomination policy adopted by the Company based on the needs of the Company. It was submitted to the Board for consideration after the Nomination Committee having examined the relevant experience, skill and expertise of the Proposed Directors, and will be submitted by the Board to the Annual General Meeting for final approval.

Ordinary resolutions will be proposed at the Annual General Meeting to consider and approve the resolutions on the above re-election and election of Directors for the second session of the Board.

### **XIII. Proposed Re-election of Shareholder Representative Supervisors for the Second Session of the Supervisory Committee.**

According to Article 123 of the Articles of Association, the term of office of each supervisor (the “**Supervisor(s)**”) of the supervisory committee of the Company (the “**Supervisory Committee**”) is three years, and upon expiry of such term, the Supervisor being eligible, may offer themselves for re-election. According to Article 124 of the Articles of Association, the members of the Supervisory Committee shall comprise by representatives of shareholders and representatives of employees, with the latter accounting for no less than one-third of the total members. The election and dismissal of shareholder representative Supervisors shall be decided by shareholders in the general meeting of shareholders, while the employee representative Supervisors shall be elected by the employee representatives’ meeting, employees’ general meeting or other democratic ways.

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## LETTER FROM THE BOARD

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Reference is made to the announcement of the Company dated 26 March 2025. The term of office of Supervisors of the first session of the Supervisory Committee has expired on 31 March 2025. In accordance with the Articles of Association, the Supervisory Committee has resolved on 26 March 2025 to nominate Mr. Qu Enci and Mr. Fang Yihui for reelection as shareholder representative Supervisors (each a “**Proposed Supervisor**”, together the “**Proposed Supervisors**”).

The biographical details of the Proposed Supervisors are set out in Appendix II to this circular.

The term of office of each Proposed Supervisor is three years, which shall commence from the date of approval by the Shareholders at the Annual General Meeting and shall be eligible for re-election upon the expiry of the term of office. The shareholder representative Supervisors elected at the Annual General Meeting and the employee representative Supervisors democratically elected by the employees of the Company will together constitute the second session of the Supervisory Committee of the Company.

Ms. Jin Shanyan has been re-elected as a member of the Supervisory Committee of the second session at the employee representatives’ meeting of the Company held on 3 June 2025, with a term of three years commencing from the date of Annual General Meeting to the date of expiry of the term of office of the second session of the Supervisory Committee. Please refer to the announcement of the Company dated 3 June 2025 for details.

Ordinary resolutions will be proposed at the Annual General Meeting to consider and approve the resolutions on the above re-election of shareholder representative Supervisors for the second session of the Supervisory Committee.

### **XIV. Proposed Grant of General Mandate to issue Shares**

In accordance with the requirements of relevant laws, regulations, the Listing Rules and other normative documents, it is proposed at the Annual General Meeting to grant the Board a general mandate to allot, issue and/or deal with Shares not exceeding 20% of the number of issued Shares as at the date of passing of the relevant resolution granting the issue mandate, and authorize the Board to make corresponding amendments to the Articles of Association as it deems appropriate to reflect the capital structure of the Company as a result of the additional Shares allotted or issued under such mandate.

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## LETTER FROM THE BOARD

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The details are as follows:

**A. *Subject of the mandate***

The specific scope of the mandate includes but not limited to:

- (a) grant of a general mandate to the Board, subject to market conditions and the needs of the Company, separately or concurrently allot, issue and/or deal with Shares shall not exceed 20% of the total number of Shares in issue on the date of passing such resolution at the Annual General Meeting (including but not limited to ordinary shares, preference shares, securities convertible into Shares, options and warrants or similar right which may subscribe for any Share or above convertible securities), and decide to make or grant offers for sale, offers, agreements, share options, power to exchange for or convert into Shares or other powers as required or may be required to allot Shares and sale. Notwithstanding the Issue Mandate as set out above, provided that the allotment of Shares will effectively alter the control of the Company, the Board is required to obtain prior authorization at a general meeting by way of a special resolution to allot such Shares;

the Board be authorized to formulate and implement detailed issuance or sale and/or transfer plan in the exercise of the above-mentioned Issue and Resale Mandate, including but not limited to the type of new shares to be issued, pricing mechanism and/or issuance/conversion/exercise price (including price range), form of issuance of Shares, number of shares to be issued, allottees and use of proceeds, distribution of retained profit, lock-up period, time of issuance of Shares, period of issuance of Shares and whether to allot shares to existing Shareholders, and other content which shall be contained in the detailed issuance plan in accordance with the requirements of relevant laws, regulations and other normative documents, related regulatory authorities;

- (b) the Board be authorized to engage professional advisers for matters related to the issuance of Shares, and to approve and execute all acts, deeds, documents and other related matters which are necessary, appropriate or advisable for share issuance; to approve and execute, on behalf of the Company, agreements related to the issuance of Shares, including but not limited to underwriting agreements, placing agreements, engagement agreements of professional advisers;

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## LETTER FROM THE BOARD

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- (c) the Board be authorized to approve and execute, on behalf of the Company, documents in connection with the issuance of Shares to be submitted to relevant regulatory authorities, to carry out relevant approval procedures required by regulatory authorities and place where the Company is listed, and to complete all necessary filings, registrations and records procedures with the relevant government authorities of the PRC, Hong Kong and/or any other regions and jurisdictions (if applicable);
- (d) the Board be authorized to amend, as required by regulatory authorities within or outside the PRC, the related agreements and statutory documents; and
- (e) the Board be authorized to increase the registered capital of the Company after the issuance and to make corresponding amendments to the Articles of Association relating to share capital and shareholdings, etc., and to authorize the operating management of the Company to carry out the relevant procedures.

***B. Term of the mandate***

Except that the Board may make or grant offers, agreements, options during the Relevant Period (as defined below) in relation to the issuance of Shares, which might require further promotion or implementation after the end of the Relevant Period, the exercise of the Issue Mandate shall be within the Relevant Period.

“**Relevant Period**” refers to the period from the date of passing of this resolution until whichever is the earliest of:

- (a) the conclusion of the next annual general meeting of the Company;
- (b) the expiration of the 12-month period after the date of passing of this resolution;  
or
- (c) the revocation or variation of the authority granted under this resolution by passing of a special resolution at any general meeting of the Company.

As at the Latest Practicable Date, the Company has issued 2,276,874,050 Shares. The Company did not hold any treasury shares as at the Latest Practicable Date. Subject to the passing of the special resolution granting the general mandate to allot, issue and/or deal with Shares to the Board of Directors and based on the assumption that the issued share capital of the Company remains unchanged between the Latest Practicable Date and the Annual General Meeting, the Board of Directors may, individually or simultaneously, allot, issue and/or deal with Shares up to 455,374,810 Shares pursuant to the general mandate to allot, issue and/or deal with Shares to be granted by the Shareholders. The Board of Directors may

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## LETTER FROM THE BOARD

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only prudently exercise the powers under the above general mandate in compliance with the Company Law of the People's Republic of China (《中華人民共和國公司法》), the Listing Rules, relevant laws and regulations and regulatory requirements, and after obtaining all necessary approvals from relevant government authorities.

A special resolution will be proposed at the Annual General Meeting to consider and approve the resolution on the above grant of general mandate to issue Shares.

### 3. ANNUAL GENERAL MEETING

Pursuant to the Listing Rules, voting by poll is mandatory at all general meetings (except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted by a show of hands). The chairman of the Annual General Meeting will exercise his power under Article 70 of the Articles of Association to put each of the resolutions to be proposed at the Annual General Meeting to be voted by way of a poll. The results of the poll will be published on the respective websites of the Company and Hong Kong Exchanges and Clearing Limited following the conclusion of the Annual General Meeting.

A proxy form for use at the Annual General Meeting is enclosed. The proxy form can also be downloaded from the websites of the Company at <https://www.reptbattero.com> and Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk). If you wish to attend the Annual General Meeting by proxy, you are requested to complete and return the proxy form as soon as possible in accordance with the instructions printed thereon. For H Shareholders, the proxy form should be returned to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, in person or by post but in any event not less than 24 hours before the time stipulated for convening the Annual General Meeting or any adjourned meeting thereof (i.e. before 10 a.m. on Thursday, 26 June 2025), in order to be valid. Completion and return of the proxy form will not preclude you from attending and voting at the Annual General Meeting or at any adjourned meeting if you so wish.

### 4. RECOMMENDATION

The Directors believe that all the resolutions to be proposed at the Annual General Meeting are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favor of all the resolutions to be proposed at the Annual General Meeting.

By Order of the Board  
**REPT BATTERO Energy Co., Ltd.**  
**Dr. Cao Hui**  
*Chairman and Executive Director*



The biographical details of each of the Proposed Directors are as follows:

**Proposed executive Directors**

**Dr. Cao Hui (曹輝, “Dr. Cao”)**

Dr. Cao Hui, aged 47, was appointed as the chairman of the Board and the president of the Company on 25 October 2017, as a Director on 31 March 2022, and was re-designated as an executive Director on 11 November 2022. Dr. Cao resigned as the president of our Company on 29 October 2024. Dr. Cao is responsible for the formulation of the strategic direction of the Group and the day-to-day management of the Company. He has also served as a director of Guangdong REPT BATTERO since October 2017, a director of REPT SAIC since April 2022, a director of Chongqing REPT BATTERO since March 2023, and the general partner of Wenzhou Ruili since August 2021.

Dr. Cao has over 20 years of experience in lithium-ion battery industry. Prior to joining the Company in October 2017, Dr. Cao successively served as a senior engineer at Shanghai Institute of Space Power-Sources (上海空間電源研究所) from March 2006 to February 2009, and a vice general manager of Shanghai Aerospace Power Technology Co., Ltd. (上海航天電源技術有限責任公司) from February 2009 to October 2017.

Dr. Cao obtained a bachelor’s degree and a master’s degree in metallurgy of non-ferrous metals from Central South University (中南大學) in July 2000 and June 2003, respectively, and a doctoral degree in materials physics and chemistry from the Shanghai Institute of Microsystem and Information Technology, Chinese Academy of Sciences (中國科學院上海微系統與信息技術研究所) in March 2006. He was recognized as a researcher (研究員) by the Professional and Technical Position Evaluation Committee of Shanghai Aerospace Bureau (上海航天局專業技術職務評審委員會) in August 2014.

Dr. Cao has received multiple awards for his achievements, including the third prize of the “Shanghai Science and Technology Award” (上海市科學技術獎) by the People’s Government of Shanghai in November 2015; “Shanghai Youth May Fourth Medal” (上海市青年五四獎章) by the Shanghai Committee of the Communist Youth League and the Shanghai Municipal Human Resources and Social Security Bureau in April 2016; “Shanghai Pioneer in Outstanding Technologies” (上海市優秀技術帶頭人) by the Shanghai Science and Technology Committee in April 2017; and an “Outstanding Talent in Special Support Plan for High-level Talents of Wenzhou City” (溫州市“高層次人才特殊支持計劃”傑出人才) by the Office of the Leading Group for Talent Work, Wenzhou City Committee of the Communist Party of China in December 2019.

**Mr. Hu Xiaodong (胡曉東, “Mr. Hu”)**

Mr. Hu Xiaodong (with former name as Hu Dong (胡冬)), aged 52, was appointed as a Director on 12 June 2020 and re-designated as a non-executive Director on 11 November 2022. He has also served as a director and vice chairman of the board of BatteroTech Shanghai since July 2020 and July 2022, respectively, a director of BatteroTech Jiashan since December 2020, a director of BatteroTech Wuhan since January 2021, a director of Zhejiang Ruiyuan since June 2022, a director of Guangdong REPT BATTERO since July 2021, and a director of BatteroTech Jiaying since April 2023.

Mr. Hu has served as the chairman of the board of Yongqing Technology since September 2019. He has served as a director of Ruitu Energy since November 2022. He has also served as a director of Zhejiang Yongtuo New Material Technology Co., Ltd. (浙江永拓新材料科技有限公司) since September 2021, a director of Zhejiang Qingmowan Energy Technology Co., Ltd. (浙江青墨灣能源科技有限公司) since October 2021, a director of Ruizhou Energy Co., Ltd. (瑞洲能源有限公司) since June 2020, a director of Wenzhou Xinyongtuo New Materials Co., Ltd. (溫州新永拓新材料有限公司) since January 2022, and a director of Zhejiang Weiming Shengqing Energy New Materials Co., Ltd. (浙江偉明盛青能源新材料有限公司) since August 2022.

Mr. Hu served in various positions as the deputy secretary of the Communist Party of China committee of Taishun County of Wenzhou City and the district mayor of Lucheng District of Wenzhou City from September 1997 to April 2019; and the general manager of Wenzhou Mingcheng Construction Investment Group Co., Ltd. (溫州市名城建設投資集團有限公司) from April 2019 to September 2019.

Mr. Hu obtained an associate degree in Chinese secretary of the department of administration from Wenzhou University (溫州大學) in July 1994; a bachelor's degree in law, through long-distance education, from Peking University (北京大學) in July 2005; and a master's degree in economics and management, through long-distance education, from the Central Party School of the Communist Party of China (中共中央黨校) in July 2012.

**Dr. Wu Yanjun (吳艷軍, “Dr. Wu”)**

Dr. Wu Yanjun, aged 51, was appointed as a Director and the Board secretary on 31 March 2022, and was re-designated as an executive Director and appointed as one of the joint company secretaries on 11 November 2022. Dr. Wu is responsible for the formulation of corporate development strategies as well as the external cooperation, financing and investment of the Group. He has served as a director of REPT SAIC since April 2022, and a director of Chongqing REPT BATTERO since March 2023. He has also served as a director of XCMG Tsingshan (Xuzhou) New Energy Vehicle Co., Ltd. (徐工青山(徐州)新能源汽車股份有限公司), an associate of Mr. Xiang, since May 2021.

Prior to joining the Group in February 2022, Dr. Wu successively served as a marketing manager at Canadian Inco Metals (Shanghai) Co., Ltd. (加商英可金屬(上海)有限公司) from April 2005 to July 2009, a marketing manager for Vale Minerals China Co., Ltd. (淡水河谷英可金屬(上海)有限公司) from March 2009 to February 2010, and a nickel and stainless steel industry consultant for Shanghai Jinyan Business Consulting Firm (General Partnership) (上海金研商務諮詢事務所(普通合夥)) from February 2010 to October 2010. Dr. Wu then served as a deputy general manager of Shanghai Dingtang Metals Co., Ltd. (上海鼎唐金屬材料有限公司) from October 2010 to June 2011, a deputy general manager of Yangjiang Century Tsingshan Nickel Industry Co., Ltd. (陽江世紀青山鎳業有限公司) (currently known as Guangdong Century Tsingshan Nickel Industry Co., Ltd. (廣東世紀青山鎳業有限公司)) from June 2011 to March 2013, vice president of Tsingtuo Industrial Group Co., Ltd. (青拓實業集團有限公司) (currently known as Tsingtuo Group Co., Ltd. (青拓集團有限公司)) from March 2013 to February 2014, and the general manager of Shanghai Tsingshan Trading Co., Ltd. (上海青山貿易有限公司) from March 2014 to February 2022.

Dr. Wu obtained a bachelor's degree in metal materials and heat treatment from Central South University of Technology (中南工業大學) (now known as Central South University (中南大學)) in July 1998, a master's degree in materials science from Central South University in June 2001, and a doctoral degree in microelectronics and solid state electronics from Shanghai Jiao Tong University (上海交通大學) in March 2005. Dr. Wu obtained the qualification of intermediate economist (中級經濟師) issued by the Ministry of Human Resources and Social Security of the PRC (中國人力資源和社會保障部) in November 2022.

**Ms. Huang Jiehua (黃潔華, “Ms. Huang”)**

Ms. Huang Jiehua, aged 44, was appointed as the chief financial officer of the Company on 1 August 2021, as a Director on 4 August 2022, and was re-designated as an executive Director on 11 November 2022. Ms. Huang is responsible for the accounting and financial management of the Group. She has served as a supervisor of Zhejiang Ruiyuan since May 2022, and a supervisor of REPT SAIC since April 2022. Ms. Huang Jiehua also serves as a director of our company’s subsidiaries, Infinitude Holding Limited, Infinitude International Trading Limited, and Infinitude International Investment Limited.

Prior to joining the Group in August 2021, Ms. Huang served in REPT Technology Group Co., Ltd. (瑞浦科技集團有限公司) consecutively as a deputy general manager of finance department from August 2011 to April 2016, and the general manager of finance department from May 2016 to July 2021.

Ms. Huang obtained an associate degree in accounting, through long-distance education, from Zhejiang Institute of Economics and Trade (浙江經貿職業技術學院) in February 2008.

**Mr. FENG, TING (“Mr. FENG”)**

Mr. FENG, TING, aged 36, was appointed as the president of our Company on 29 October 2024. He is responsible for formulating and implementing the strategic plans of the Group, and overall management of daily operation affairs. Mr. FENG, TING also serves as the chairman of BatteroTech Jiashan, a subsidiary of our Company, the chairman of BatteroTech Jiaxing, a subsidiary of our Company, and a director of PT REPT BATTERO INDONESIA.

Mr. FENG, TING worked at Cinda Securities Co., Ltd. (信達證券股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 601059) from 2015 to 2020, where he successively served as a project specialist and a manager in the asset management department and the investment banking department. From 2021 to 2023, he worked at Shanghai SIGMA Hightech Co., Ltd. (上海希格瑪高技術有限公司) as a deputy general manager, and is responsible for marketing and investment. Since 2024, Mr. FENG, TING worked at BatteroTech Co., Ltd (蘭鈞新能源科技有限公司) as the chairman and worked at Jiaxing BatteroTech Corporation Limited (嘉興蘭鈞科技有限公司) as the chairman. Mr. FENG, TING obtained a bachelor’s degree in economics from the University of British Columbia in Canada in 2011. He received a master of science degree from Northwestern University in the United States in 2012 and a master of science degree from Columbia University in the United States in 2013. He is currently a doctoral candidate at Johns Hopkins University in the United States.

Mr. FENG, TING is the spouse of Ms. Xiang Yangyang, a non-executive Director of the Company, and the son-in-law of Mr. Xiang Guangda, the Controlling Shareholder of the Company.

**Proposed non-executive Directors****Mr. Wang Haijun (王海軍, “Mr. Wang”)**

Mr. Wang Haijun, aged 57, was appointed as a Director on 31 March 2022 and re-designated as a non-executive Director on 11 November 2022.

Mr. Wang has served as a director and the president of Shanghai Decent since February 2007 and April 2007, respectively, and has served as the chairman of the board and president of Shanghai Decent since January 2024. Prior to that, he served as the general manager of Zhejiang Tsingshan Iron & Steel Co., Ltd. (浙江青山鋼鐵有限公司) from March 2004 to March 2005, and the chairman of the board of Tsingshan Holding Group Shanghai International Trading Co., Ltd. (青山控股集團上海國際貿易有限公司) from January 2005 to March 2007. From June 1992 to August 1995, Mr. Wang served as a deputy director of the liquid hydrogen and liquid oxygen rocket engine research laboratory at Beijing Aerospace Propulsion Institute (北京航天動力研究所). From August 1995 to March 2004, he served in multiple positions in Danieli Beijing Representative Office (意大利達涅利公司北京代表處), with his last positions as a deputy chief representative of Beijing Representative Office, and simultaneously, the chief representative of Shanghai Representative Office.

Mr. Wang obtained a master’s degree in aerospace propulsion from the First Research Institute of the Ministry of Astronautics Industry (航空航天工業部第一研究院, currently known as China Academy of Launch Vehicle Technology (中國運載火箭技術研究院)) in August 1992.

**Ms. Xiang Yangyang (項陽陽, “Ms. Xiang”)**

Ms. Xiang Yangyang, aged 36, was appointed as a Director on 31 March 2022 and re – designated as a non-executive Director on 11 November 2022. Ms. Xiang Yangyang also serves as a director of PT REPT BATTERO INDONESIA, a subsidiary of our Company.

Ms. Xiang has served as the general manager of the strategic investment department of Shanghai Decent since July 2018. She served in multiple positions in Citibank N.A., Singapore, including a management associate from July 2013 to August 2016. From December 2016 to July 2018, Ms. Xiang served in Golden Harbor International Pte Ltd as a deputy general manager.

Ms. Xiang obtained a bachelor’s degree in economics and business from Brandeis University in May 2013. Ms. Xiang has been a candidate of the Finance CEOs Program of PBC School of Finance, Tsinghua University since 2019.

Ms. Xiang Yangyang is the spouse of Mr. FENG, TING, a proposed executive Director of the Company, and the daughter of Mr. Xiang Guangda, the Controlling Shareholder of the Company.

**Mr. Wei Yong (衛勇, “Mr. Wei”)**

Mr. Wei Yong, aged 53, was appointed as a Director on 11 April 2022 and re-designated as a non-executive Director on 11 November 2022.

Mr. Wei has served as the acting chief financial officer and vice president of SAIC Motor (上汽集團) (a company listed on the Shanghai Stock Exchange, stock code: 600104) since September 2016 and July 2019, respectively. He has also served as the general manager of SAIC HK Investment Co., Ltd. (上海汽車香港投資有限公司) since September 2016. Prior to that, Mr. Wei served as a special officer of the strategic committee of the board of Shanghai Automotive Industry Corporation (Group) (上海汽車工業(集團)總公司) (currently known as Shanghai Automotive Industry Corporation (Group) (上海汽車工業(集團)有限公司)) from October 2003 to December 2004. Mr. Wei held various positions in SAIC Motor (上汽集團), including (i) the deputy head of the president office from December 2004 to April 2011; (ii) an executive director of capital operation department from April 2011 to August 2015; (iii) a securities business representative from March 2012 to July 2019; (iv) the head of office of the board from June 2014 to March 2017; (v) an executive director of securities business department from August 2015 to September 2016; (vi) the general manager of both securities business department and financial business department from September 2016 to August 2019; and (vii) the board secretary from May 2018 to July 2019. From September 2016 to September 2021, he served as the general manager of SAIC Investment Management Co., Ltd. (上海汽車集團投資管理有限公司).

Mr. Wei successively served various positions in the comprehensive affairs division of the research office of Shanghai Committee of the Communist Party of China including (i) a senior staff member from December 1996 to April 2000; (ii) a principal staff member from April 2000 to February 2001; and (iii) deputy division researcher from February 2001 to January 2002, and in the economy division of the research office of Shanghai Committee of the Communist Party of China as a deputy division director from January 2002 to October 2003.

Mr. Wei obtained a bachelor’s degree in economics from School of Finance majoring in insurance, and a master’s degree in economics majoring in monetary banking from Shanghai University of Finance and Economics (上海財經大學) in June 1993 and December 1995, respectively.

**Proposed independent non-executive Directors****Ms. Wong Sze Wing (黃斯穎, “Ms. Wong”)**

Ms. Wong Sze Wing, aged 47, was appointed as our independent non-executive Director on 11 November 2022 with effect from the Listing Date.

Ms. Wong served as a manager at PricewaterhouseCoopers from September 2001 to October 2006. She then successively served as the chief financial officer of Orange Sky Entertainment Group (International) Holding Company Limited (橙天娛樂集團(國際)控股有限公司) from August 2007 to July 2008. She served as the joint company secretary of Yingde Gases Group Company Limited (盈德氣體集團有限公司) from February 2009 to March 2017 and has served as its chief financial officer since July 2010. She has been an independent non-executive director of Orange Sky Golden Harvest Entertainment (Holdings) Limited (a company listed on the Hong Kong Stock Exchange, stock code: 1132) since April 2010, an independent non-executive director of Rici Healthcare Holdings Limited (a company listed on the Hong Kong Stock Exchange, stock code: 1526) since June 2016, an independent non-executive director of Wangsu Science and Technology Co., Ltd. (網宿科技股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 300017) from April 2017 to June 2023, an independent non-executive director of Ganfeng Lithium Co., Ltd. (江西贛鋒鋰業股份有限公司, a company listed on the Hong Kong Stock Exchange, stock code: 1772, and listed on the Shenzhen Stock Exchange, stock code: 002460) from July 2018 to May 2024, and an independent non-executive director of Giant Biogene Holding Co., Ltd (a company listed on the Hong Kong Stock Exchange, stock code: 2367) since April 2022. She also served as an independent director of Zhejiang Dahua Technology Co., Ltd. (浙江大華技術股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code: 002236) from May 2017 to August 2020 and an independent non-executive director of Xinjiang La Chapelle Fashion Co., Ltd. (新疆拉夏貝爾服飾股份有限公司, a company listed on the Hong Kong Stock Exchange, stock code: 06116) from January 2021 to June 2021.

Ms. Wong obtained a bachelor’s degree in business administration from University of Hong Kong in November 2001. She also obtained an executive master of business administration degree from China Europe International Business School in July 2012. Ms. Wong became a chartered member and then a fellow of the Hong Kong Institute of Certified Public Accountants.



**Dr. Wang Zhenbo (王振波, “Dr. Wang”)**

Dr. Wang Zhenbo, aged 52, was appointed as our independent non-executive Director on 11 November 2022 with effect from the Listing Date.

Dr. Wang has served in Harbin Institute of Technology (哈爾濱工業大學) since July 1998, consecutively held positions as a lecturer, and an associate researcher, and currently serves as a professor and doctoral supervisor since December 2013 and April 2011, respectively, with his researches mainly focusing on advanced chemical power supplies, hydrogen fuel cells, electrocatalysis, and nanoelectrode materials. He served as the head of department of electrochemical engineering of Harbin Institute of Technology from May 2019 to May 2021. He has also served as a distinguished professor at Shenzhen University (深圳大學) since September 2020.

Dr. Wang obtained a bachelor’s degree in electrochemical production process in July 1998, a master’s degree in applied chemistry in January 2003, and a doctoral degree in applied chemistry in December 2005 from Harbin Institute of Technology. Dr. Wang was selected as a member of Young and Middle-Aged Industrial Leaders of Science and Technology by Ministry of Science and Technology of the PRC (科技部中青年科技創新領軍人才) in October 2018, as a member of National High-Level Personnel (國家級高層次人才) in February 2019, as a member of Industry Leading Talent of Taishan, Shandong Province (山東省泰山產業領軍人才) in December 2017, as a member of Program of Innovative and Entrepreneurial Talent of Jiangsu Province (江蘇省“雙創人才”) in July 2019, and was elected in the Longjiang Scholars Program of Heilongjiang Province (黑龍江省“龍江學者”) as a distinguished professor in October 2017. He was awarded the Highly Cited Chinese Researchers by Elsevier for eight consecutive years from 2014 to 2021. He won the First Prize of Natural Science in Heilongjiang Province (黑龍江省自然科學一等獎) twice in July 2008 and December 2018, respectively, the Second Prize of Zhejiang Province Achievement Transformation Award (浙江省科技成果轉化二等獎) in 2012, and the First Prize of Harbin Institute of Technology Teaching Achievement Award (哈爾濱工業大學教學成果一等獎) in December 2019.



**Dr. Ren Shenggang (任勝綱, “Dr. Ren”)**

Dr. Ren Shenggang, aged 50, was appointed as our independent non-executive Director on 11 November 2022 with effect from the Listing Date.

Dr. Ren has served in Central South University (中南大學) since July 2004, and is currently serving as a professor since October 2010, the secretary of Party Committee from January 2019 to November 2023 and a doctoral supervisor since July 2012 at business school, the director of the center for research on national governance policy and business organization since December 2019, and the deputy executive director of the collaborative innovation center of building a resource-conserving, environment-friendly society and ecological civilization, which was approved as a “2011 Collaborative Innovation Center” of Hunan Province, since September 2018.

Dr. Ren obtained a doctoral degree in management in June 2004 from Fudan University. He was selected into the “Program for New Century Excellent Talents in University” of the Ministry of Education (教育部新世紀優秀人才支持計劃) in December 2012.

**Dr. Simon Chen (“Dr. Chen”)**

Dr. Simon Chen, aged 66, was appointed as our independent non-executive Director on 11 November 2022 with effect from the Listing Date.

Dr. Chen has served as an independent director in TSP Canada Towers Inc. since November 2014 and as the R&D director of Wenzhou Zhenzhong Foundation Construction Machinery Technology Co.,Ltd. (溫州振中基礎工程機械科技有限公司) since 2022. Prior to that, he served in the faculty of civil engineering (currently known as the college of civil engineering and architecture) of Zhejiang University (浙江大學) as a lecturer from August 1985 to December 1988. After that, he served as a postdoctoral researcher in the University of Alberta from August 1993 to October 1994, and the chief engineer in Waiward Construction Management Inc. from October 1994 to March 1997. He then served in Atomic Energy of Canada Ltd from May 1997 to July 2006. He then served as the SCM strategic manager in Suncor Energy Inc. from 2007 to 2008, an onshore manager in Westinghouse-Shaw Consortium from 2008 to 2011, a technical advisor in China General Nuclear Power Corporation (中國廣核集團有限公司) in April 2014, and a senior manager in TC Energy Corporation from April 2014 to October 2020.

Dr. Chen obtained a bachelor’s degree in civil engineering and a master’s degree in structural engineering from the faculty of civil engineering of Zhejiang University in July 1982 and July 1985, respectively. He then obtained a doctoral degree in structural engineering from the University of Alberta in November 1993.

As at the Latest Practicable Date, each of Ms. Wong, Dr. Wang, Dr. Ren and Dr. Chen has confirmed (i) his/her independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) that he/she has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) that there are no other factors that may affect his/her independence at the time of his/her appointment.

When considering the proposed independent non-executive Directors for the second session of the Board, the Nomination Committee has considered the independence confirmation of Ms. Wong, Dr. Wang, Dr. Ren and Dr. Chen as well as their skills, background, knowledge and experience. In particular, Ms. Wong has extensive experience in the field of accounting, Dr. Wang has extensive experience in the field of applied chemistry, Dr. Ren has extensive experience in the field of corporate management, and Dr. Chen has extensive experience in the field of civil engineering. Their different education, background, professional experience and practices enable them to provide relevant valuable insights and make contributions to the diversity of the Board.

#### **Further details on the proposed re-election and election of Directors**

The proposed appointments of the Proposed Directors will be subject to approval by the Shareholders at the Annual General Meeting. A service contract is proposed to be entered into between each of the proposed independent non-executive Directors and the Company, with a term of service commencing from the date of passing of the relevant resolutions at the Annual General Meeting, and ending on the expiration of the term of the second session of the Board. There will be no service contracts between the Company and each of the proposed executive Directors and proposed non-executive Directors for their appointments of the second session of the Board.

Upon the appointments of the Proposed Directors being approved by the Shareholders at the Annual General Meeting, those Proposed Directors who are being re-elected or elected will continue to carry out their previous roles and functions, while Mr. Wang, Ms. Xiang and Mr. Wei as proposed non-executive Directors will be mainly responsible for providing supervision of matters relating to compliance, corporate governance and business development of the Company, and Ms. Wong, Dr. Wang, Dr. Ren and Dr. Chen as proposed independent non-executive Directors will be mainly responsible for providing independent advice to the Board.

The emoluments of the Directors are determined based on the industry conditions and the scale and actual conditions of the Company. Dr. Cao Hui, Mr. Hu Xiaodong, Dr. Wu Yanjun, Ms. Huang Jiehua, Mr. FENG, TING, Mr. Wang Haijun, Ms. Xiang Yangyang and Mr. Wei Yong will not receive any remuneration for their serving as executive Directors or non-executive Directors. Dr. Cao, Dr. Wu, Ms. Huang and Mr. FENG, who are all currently holding other positions in the Company, will receive remuneration according to their other positions in the Company. The remuneration of each of Dr. Cao Hui, Dr. Wu Yanjun, Ms. Huang Jiehua and Mr. FENG, TING will be determined according to their specific roles in the Company, in line with the Company's relevant remuneration and assessment system. The Company will disclose the specific details of their annual remuneration in its annual report published each year. Ms. Wong Sze Wing, Dr. Wang Zhenbo, Dr. Ren Shenggang and Dr. Simon Chen as independent non-executive Directors will receive a remuneration of RMB240,000 per year (before tax).

As at the Latest Practicable Date, Dr. Cao Hui is the general partner of Wenzhou Ruili, and held approximately 41.1% limited partnership interests in Shanghai Fuqin Enterprise Development Partnership (Limited Partnership) (上海孚勤企業發展合夥企業(有限合夥), “**Shanghai Fuqin**”), which held approximately 72.7% limited partnership interests in Wenzhou Jingli. By virtue of the SFO, Dr. Cao Hui is deemed to be interested in the Shares held by Wenzhou Ruili and Wenzhou Jingli. Therefore, Dr. Cao is deemed to be interested in the 360,000,000 H Shares of the Company (representing approximately 15.81% of the issued share capital of the Company, and approximately 41.17% of the H Shares of the Company). Dr. Cao Hui directly holds the registered capital of RMB580,000,000 of Yongqing Technology (representing 1% of the total registered capital of Yongqing Technology), an associated corporation (within the meaning of Par XV of the SFO) of the Company.

As at the Latest Practicable Date, Dr. Wu Yanjun directly holds the registered capital of RMB4,400,000 of Qingtuo Group Co., Ltd. (青拓集團有限公司) (representing 0.5% of the total registered capital of Qingtuo Group Co., Ltd.), an associated corporation of the Company.

As at the Latest Practicable Date, Mr. Hu Xiaodong directly holds the registered capital of RMB8,700,000 of Yongqing Technology (representing 1.5% of the total registered capital of Yongqing Technology), an associated corporation of the Company.

As at the Latest Practicable Date, Mr. Wang Haijun directly holds the registered capital of RMB1,600,000 of Zhejiang Yongtuo New Material Technology Co., Ltd. (浙江永拓新材料科技有限公司) (representing 2% of the total registered capital of Zhejiang Yongtuo New Material Technology Co., Ltd.), an associated corporation of the Company.

As at the Latest Practicable Date, Wenzhou Qingshan Metal Materials Partnership (Limited Partnership) (溫州青衫金屬材料合夥企業(有限合夥), “**Wenzhou Qingshan**”), one of the employee shareholding platforms of the Company, directly holds 24,000,000 H Shares of the Company. Mr. FENG, TING is the general partner of Wenzhou Qingshan. Therefore, pursuant to Part XV of the SFO, Mr. FENG, TING is deemed to be interested in the 24,000,000 H Shares of the Company (representing approximately 1.1% of the issued share capital of the Company, and approximately 2.74% of the H Shares of the Company) held by Wenzhou Qingshan. By virtue of the SFO, Ms. Xiang Yangyang is deemed or taken to be interested in the Shares held by her spouse, Mr. FENG, TING.

As at the Latest Practicable Date, Wenzhou Chenshan Enterprise Management Partnership (Limited Partnership) (溫州辰杉企業管理合夥企業(有限合夥), “**Wenzhou Chenshan**”) and Wenzhou Futang Enterprise Management Partnership (Limited Partnership) (溫州富堂企業管理合夥企業(有限合夥), “**Wenzhou Futang**”) directly hold the registered capital of RMB143,000,000 and RMB57,000,000 of BatteroTech Corporation Limited (上海蘭鈞新能源科技有限公司, “**BatteroTech Shanghai**”), respectively, an associated corporation (within the meaning of Par XV of the SFO) of the Company. Mr. FENG, TING is the general partner of Wenzhou Chenshan and Wenzhou Futang. Therefore, pursuant to Part XV of the SFO, Mr. FENG, TING is deemed to be interested in the aggregated registered capital of RMB200,000,000 of BatteroTech Shanghai (representing 20% of the total registered capital of BatteroTech Shanghai), an associated corporation of the Company, held by Wenzhou Chenshan and Wenzhou Futang. By virtue of the SFO, Ms. Xiang Yangyang is deemed or taken to be interested in the Shares held by her spouse, Mr. FENG, TING.

As at the Latest Practicable Date, save as disclosed above, each of the Proposed Directors (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, Supervisors, senior management or substantial or controlling Shareholders of the Company; (iii) has not held any directorship in any other listed companies in the past three years; and (iv) does not have or is not deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporation within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571) (the “SFO”) of the Laws of Hong Kong.

As at the Latest Practicable Date, save as disclosed above, the Board is not aware of any other matters in relation to the appointments of Proposed Directors that need to be brought to the attention of the Shareholders or any information that need to be disclosed pursuant to the requirement of Rules 13.51(2)(h) to (v) of the Listing Rules.

The biographical details of each of the Proposed shareholder representative Supervisors are as follows:

**Mr. Qu Enci (瞿恩慈, “Mr. Qu”)**

Mr. Qu Enci, aged 42, was appointed as a shareholder representative Supervisor and the chairman of the Supervisory Committee of the Company on 31 March 2022. He has also served as a supervisor of Guangdong REPT BATTERO since January 2022, and a supervisor of BatteroTech Jiaxing since April 2023.

Mr. Qu has held various positions in relation to financial management in subsidiaries of Tsingshan Group since February 2011. He has served as the deputy general manager of finance from November 2019 to January 2022, the general manager of finance of Yongqing Technology from January 2022 to January 2025, and the chief financial officer of Yongqing Technology since January 2025. Mr. Qu used to serve as the accountant in charge of Zhejiang Tsingshan Iron & Steel Co., Ltd. (浙江青山鋼鐵有限公司) from February 2006 to April 2007, and the financial director of Gihooo Group Industry Co., Ltd. (傑豪集團有限公司) from April 2007 to January 2011.

Mr. Qu obtained an associate degree in financial accounting from Zhejiang Forestry Institution (浙江林學院) (now known as Zhejiang A&F University (浙江農林大學)) in June 2004 and a bachelor’s degree, through long-distance education, in business administration from Shanghai Jiao Tong University in January 2007. He obtained the senior accountant qualification from the Human Resources and Social Security Department of Fujian Province in September 2019.

**Mr. Fang Yihui (房熠暉, “Mr. Fang”)**

Mr. Fang Yihui, aged 37, was appointed as a shareholder representative Supervisor of the Company on 4 August 2022. Mr. Fang has served as a deputy general manager of Beijing Wenming Investment Fund Management Co., Ltd. (北京聞名投資基金管理有限公司) since September 2019. Prior to that, he served as a manager of institutions department of China Securities Co., Ltd. Beijing Anli Road Business Department (中信建投證券股份有限公司北京安立路證券營業部) (currently known as China Securities Co., Ltd. Beijing Chaoyang Branch, 中信建投證券股份有限公司北京朝陽分公司) from September 2015 to July 2018.

Mr. Fang obtained a master of business administration degree from Oklahoma City University in July 2015. He obtained securities practice qualification from the Securities Association of China in March 2016, and fund practice qualification from the Asset Management Association of China in November 2021.

**Further details on the proposed re-election of shareholder representative Supervisors**

The proposed appointments of the Proposed Supervisors will be subject to approval by the Shareholders at the Annual General Meeting. There will be no service contracts between the Company and the Proposed Supervisors for their appointments of the second session of the Supervisory Committee. The Supervisors will be subject to retirement and re-election at the general meetings of the Company in accordance with the Articles.

Upon the appointments of the Proposed Supervisors being approved by the Shareholders at the Annual General Meeting, the Proposed Supervisors being re-elected will continue to carry out their previous roles and functions. All shareholder representative Supervisors will not be receiving emoluments for their serving as Supervisors.

As at the Latest Practicable Date, save as disclosed above, each of the Proposed Supervisors (i) does not hold any position with any other member of the Group; (ii) does not have any relationship with any Directors, Supervisors, senior management or substantial or controlling Shareholders of the Company; (iii) has not held any directorship in any other public listed companies in the past three years; and (iv) does not have or is deemed to have any interests or short positions in the shares, underlying shares or debenture of the Company or any of its associated corporation within the meaning of Part XV of the SFO.

As at the Latest Practicable Date, save as disclosed above, the Board is not aware of any other matters in relation to the appointments of Proposed Supervisors that need to be brought to the attention of the Shareholders or any information that need to be disclosed pursuant to the requirement of Rules 13.51(2)(h) to (v) of the Listing Rules.

**REPT BATTERO Energy Co., Ltd.****瑞浦蘭鈞能源股份有限公司**

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

**(Stock Code: 0666)**

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of REPT BATTERO Energy Co., Ltd. (the “**Company**”) will be held at the Conference Room, R&D Building, No. 205, Binhai 6th Road, Wenzhouwan New District, Longwan District, Wenzhou, Zhejiang Province, the PRC on Friday, 27 June 2025 at 10 a.m. to consider and, if thought fit, pass the following resolutions. Unless the context otherwise requires, the terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 6 June 2025.

**ORDINARY RESOLUTIONS**

1. To consider and approve the resolution on the 2024 annual report of the Company.
2. To consider and approve the resolution on the 2024 work report of the Board of the Company.
3. To consider and approve the resolution on the 2024 work report of the Supervisory Committee of the Company.
4. To consider and approve the resolution on the 2024 final financial accounts report of the Company.
5. To consider and approve the resolution on the 2025 annual financial budget plan of the Company.
6. To consider and approve the resolution on the 2024 profit distribution plan.
7. To consider and approve the resolution on the remuneration of the Directors for 2025 of the Company.

8. To consider and approve the resolution on the remuneration of the Supervisors for 2025 of the Company.
9. To consider and approve the resolution on the re-appointment of auditors of the Company for 2025.
10. To consider and approve the resolution on the 2025 business and investment plan of the Company.
11. To consider and approve the resolution on the limit on amounts of bank credit line and loans for 2025.
12. To consider and approve the resolution on the re-election and election of Directors for the second session of the Board:
  - (a) To re-elect Dr. Cao Hui (曹輝) as an executive Director
  - (b) To re-elect Mr. Hu Xiaodong (胡曉東) as an executive Director
  - (c) To re-elect Dr. Wu Yanjun (吳艷軍) as an executive Director
  - (d) To re-elect Ms. Huang Jiehua (黃潔華) as an executive Director
  - (e) To elect Mr. FENG, TING as an executive Director
  - (f) To re-elect Mr. Wang Haijun (王海軍) as a non-executive Director
  - (g) To re-elect Ms. Xiang Yangyang (項陽陽) as a non-executive Director
  - (h) To re-elect Mr. Wei Yong (衛勇) as a non-executive Director
  - (i) To re-elect Ms. Wong Sze Wing (黃斯穎) as an independent non-executive Director
  - (j) To re-elect Dr. Wang Zhenbo (王振波) as an independent non-executive Director
  - (k) To re-elect Dr. Ren Shenggang (任勝鋼) as an independent non-executive Director
  - (l) To re-elect Dr. Simon Chen as an independent non-executive Director



13. To consider and approve the resolution on the re-election of shareholder representative Supervisors for the second session of the Supervisory Committee:
- (a) To re-elect Mr. Qu Enci (瞿恩慈) as a shareholder representative Supervisor
- (b) To re-elect Mr. Fang Yihui (房熠暉) as a shareholder representative Supervisor

### SPECIAL RESOLUTION

14. To consider and approve the resolution on the grant of general mandate to issue Shares.

By Order of the Board  
**REPT BATTERO Energy Co., Ltd.**  
**Dr. Cao Hui**  
*Chairman and Executive Director*

Hong Kong, 6 June 2025

*Directors of the Company as of the date of this Notice are: Dr. Cao Hui, Mr. Hu Xiaodong, Dr. Wu Yanjun and Ms. Huang Jiehua as executive Directors; Mr. Wang Haijun, Ms. Xiang Yangyang, Mr. Wei Yong and Mr. Yu Xinhua as non-executive Directors; and Ms. Wong Sze Wing, Dr. Wang Zhenbo, Dr. Ren Shenggang and Dr. Simon Chen as independent non-executive Directors.*

*Notes:*

- (1) Individual Shareholders who wish to attend the meeting in person shall produce their identity cards or other effective document or proof of identity. Proxies of individual Shareholders shall produce their effective proof of identity and proxy form. A corporate Shareholder should attend the meeting by its legal representative or a person authorized by its board of directors or other decision-making body upon resolution. A legal representative or an authorized person who wishes to attend the meeting should produce his/her identity card or other effective document or proof of identity. If appointed to attend the meeting, the proxy should produce his/her identity card and the proxy form which bears the corporate Shareholder's seal or is signed by its director or a proxy duly appointed.
- (2) Any Shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more persons (whether such person is a Shareholder or not) as his/her proxy or proxies to attend and vote on his/her behalf.
- (3) The instrument appointing a proxy must be in writing under the hand of the Shareholder or his/her attorney duly authorized in writing. For a corporate Shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorized in writing.
- (4) For H Shareholders who wish to attend the Annual General Meeting, the proxy form (together with a notarized copy of the power of attorney or other authority (if any) if the proxy form is signed by a person on behalf of the H Shareholder) must be delivered to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time stipulated for convening the Annual General Meeting (i.e. before 10 a.m. on Thursday, 26 June 2025) or any adjournment thereof in order to be valid. If no direction is given, the proxy will be entitled to vote or abstain as he/she thinks fit. The proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Annual General Meeting other than those referred to in the notice of the Annual General Meeting.

- (5) The H Shares register of members of the Company will be closed from Tuesday, 24 June 2025 to Friday, 27 June 2025 (both days inclusive), during which period no transfer of H Shares of the Company will be effected. For unregistered H Shareholders who intend to attend the Annual General Meeting, all share certificates and the transfer documents must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712 – 1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Monday, 23 June 2025. The holders of H Shares whose names appear on the register of members of the Company on Friday, 27 June 2025 will be entitled to attend and vote at the Annual General Meeting.
- (6) Pursuant to the Hong Kong Listing Rules, each of the resolutions set out in the notice of the Annual General Meeting will be voted by poll. Results of the poll will be published on the Company's website at [www.reptbattero.com](http://www.reptbattero.com) and the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) after the Annual General Meeting.
- (7) Shareholders who attend the Annual General Meeting in person or by proxy shall bear their own traveling, dining and other accommodation expenses.