

Gotion High-Tech Co., Ltd.
2024 Annual General Meeting of Shareholders

Meeting Materials

May 28, 2025

Notes on 2024 Annual General Meeting of Shareholders

In order to ensure the smooth convening of the Company's annual meeting of shareholders, in accordance with the relevant provisions of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, and the Articles of Association, the following notice of the shareholders' meeting is hereby formulated:

1. A meeting affairs team shall be established for the shareholders' meeting, specifically responsible for matters related to the shareholders' meeting. In order to ensure the seriousness and normal order of the shareholders' meeting, and effectively safeguard the legitimate rights and interests of attending shareholders (or proxies), shareholders and shareholder representatives attending this meeting shall complete the registration procedures by presenting their identity cards or copies of business licenses, authorization letters, and securities account cards and other documents at latest ten minutes before the meeting. Shareholders who have not registered cannot participate in this meeting.

2. In order to ensure the seriousness and normal order of the shareholders' meeting and effectively safeguard the legitimate rights and interests of attending shareholders (or authorized representatives of shareholders), except for shareholders (or authorized representatives of shareholders) attending the meeting, directors, supervisors, senior management personnel of the Company, company-appointed lawyers, and personnel invited by the board of directors, the Company has the right to refuse entry to other individuals in accordance with the law.

3. During the meeting, all attendees should safeguard the legitimate rights and interests of shareholders, ensure the normal order and efficiency of the meeting, and conscientiously fulfill their legal obligations.

4. Shareholders attending the meeting have the rights of speech, questioning, and voting in accordance with the law. Participants shall not engage in loud noise or arbitrary movement at the venue, and shall not engage in behavior that disrupts the order of this meeting and infringes upon

the legitimate rights and interests of other shareholders. The meeting affairs team has the right to take necessary measures to stop such behavior that disrupts the order of the shareholders' meeting and infringes upon the legitimate rights and interests of other shareholders, and promptly report to the relevant departments for investigation and punishment.

5. During the meeting, if shareholders have prepared speeches in advance, they should register with the meeting affairs team and fill out the "Shareholders' Meeting Speech Registration Form" beforehand. If shareholders request to speak or raise inquiries on relevant issues on the spot, they should apply to the meeting affairs team and obtain permission from the chairperson of the meeting before doing so. When shareholders speak, they should first report the number of shares they hold. Each shareholder's speaking time should not exceed 5 minutes. Due to the limited time of this meeting, the Company will arrange the time for answering shareholders' questions according to the registration situation. Shareholders shall not interrupt the reports of meeting presenters or the speeches of other shareholders.

6. The general meeting shall be voted by open ballot, and no statement shall be made at the voting.

7. The witnessing lawyers for this shareholders' meeting are from Shanghai Llink Law Offices. After the on-site voting results are counted, the lawyer will read out the legal opinion and announce the on-site voting results.

Gotion High-Tech Co., Ltd.

May 28, 2025

Gotion High-Tech Co., Ltd.

2024 Annual General Meeting of Shareholders Agenda

I. Meeting time: 2:30 PM, May 28, 2025 (Wednesday)

II. Meeting venue: Global Conference Hall, Gotion High-Tech Co., Ltd., 566 Huayuan Avenue, Baohe District, Hefei City, Anhui Province

III. Convenor: The Board of Directors

IV. Participants:

1. Shareholders and shareholders' representatives of the Company;
2. Directors, supervisors and senior management of the Company;
3. Witness lawyers engaged by the Company.

V. Presiding officer: Mr. Li Zhen, Chairman of the Board of Directors

VI. Agenda:

No.	Proposal
1	Proposal on the 2024 Annual Work Report of Board of Directors
2	Proposal on the 2024 Annual Work Report of Board of Supervisors
3	Proposal on the 2024 Financial Final Accounts Report
4	Proposal on the 2024 Annual Report and its Summary
5	Proposal on the 2024 Special Report on the Deposit and Use of Raised Funds
6	Proposal on the 2024 Profit Distribution Plan
7	Proposal on the 2025 Financial Budget Report
8	Proposal on Applying for the Comprehensive Credit Line from Banks for the Year 2025

9	Proposal on the Estimation of the Guarantee Amount for the Year 2025
10	Proposal on Conducting Foreign Exchange Hedging Business in 2025
11	Proposal on the Estimated Routine Related-Party Transactions for the Year 2025
12	Proposal on the Renewal of the Accounting Firm for the Year 2025
13	Proposal on Remuneration Program for Directors, Supervisors and Senior Management for the Year 2025
14	Proposal on Changing the Use of Raised Funds
15	Proposal on the Completion of Fund-Raising Projects and Permanent Replenishment of Working Capital with Surplus Raised Funds
16	Proposal on the Amendment of Certain Management Systems of the Company
17	Proposal on Financial Assistance to a Participating Company and Related-party Transaction

VII. Shareholders deliberate each matter and fill in the votes, the scrutineers and vote counters count the votes.

VIII. The lawyers read out the legal opinion and the voting results.

IX. The closing of the meeting, the signing of the meeting materials, etc.

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Proposal One

Proposal on the 2024 Annual Work Report of the Board of Directors

Dear Shareholders:

In 2024, the Board of Directors of the Company implemented all resolutions of the General Meeting of Shareholders in strict accordance with laws and regulations, normative documents and *“the Articles of Association”*. All directors are conscientious and diligent, they have done a lot of fruitful work for the scientific decision-making and standardized operation for the Board of Directors, and compiled *“the 2024 Annual Work Report of the Board of Directors of Gotion High-Tech Co.,Ltd.”*. Please see the annex for details.

The Company’s independent directors, Mr. Sun Zhe, Mr. Qiu Xinping, Mr. Wang Feng and Mr. Qiao Yun, submitted the *“2024 Annual Work Report of the Independent Directors of the Company”* to the Board of Directors, and will report their work at the 2023 Annual General Meeting of shareholders of the Company. The details are set out in the Annex.

This proposal has been reviewed and approved during the 12th meeting of the 9th Board of Directors of the Company.

Please review the above proposal.

Annex 1: *2024 Annual Work Report of the Board of Directors of the Company*

Annex 2: *2024 Annual Work Report of Independent Directors of the Company* (Four Copies)

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Two

Proposal on the 2024 Annual Work Report of the Board of Supervisors

Dear Shareholders:

Under the leadership of the Board of Supervisors, the Company has successfully achieved the annual work objectives set at the beginning of 2024. All supervisors have been diligent, responsible, and have prepared the "*Annual Work Report of the Board of Supervisors of Gotion High-Tech Co., Ltd. for 2024.*" Please refer to the attached document for detailed information.

This proposal has been reviewed and approved at the 12th meeting of the 9th Board of Supervisors of the Company.

Please review the above proposal.

Annex 3: 2024 *Annual Work Report of the Board of Supervisors the Company*

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Three**Proposal on the 2023 Financial Final Accounts Report**

Dear Shareholders:

In 2024, the Company achieved revenue of RMB 35,391.82 million, a year-on-year increase of 11.98%; achieved operating profit of RMB 1,283.45 million, a year-on-year increase of 31.58%; achieved total profit of RMB 1,263.11 million, a year-on-year increase of 33.22%; achieved net profit of RMB 1,154.13 million, a year-on-year increase of 19.09%, among which the net profit attributable to the owners of the parent company was 1,206.79 million yuan, a year-on-year increase of 28.56%. The financial closing report for the year 2024 is now presented as follows:

I.Audit of the Company's 2024 Financial Statements

The 2024 financial statements of the Company have been audited by the accounting firm Suyu Jincheng Certified Public Accountants (Special General Partnership), which issued an unqualified audit report (Suyu Audit No. [2025]156) . The auditor's opinion is that Gotion High-Tech's financial statements have been prepared in accordance with the accounting standards for enterprises in all material respects, and fairly reflect the financial position of Gotion High-Tech as of December 31, 2024, as well as the consolidated and parent company's operating results and cash flows for the year 2024.

II.Analysis of the Company's Main Financial Indicators**(1) Overall Financial Status****Table of main financial indicators for 2024**

Unit: RMB 10,000

Item	2023	2022	Rate of Change
Total Asset	10,783,968.51	9,359,265.21	15.22%
Total Owner's Equity	2,989,625.93	2,629,588.10	13.69%
Item	Current Period Amount	Previous Period Amount	Rate of Change
Operating Revenue	3,539,181.71	3,160,549.00	11.98%
Total Profit	126,310.97	94,815.97	33.22%

Net profit attributable to owners of the parent company	120,679.01	93,872.68	28.56%
Weighted average return rate on net assets	4.77%	3.87%	0.90%
Basic earnings per share	0.68	0.53	28.30%
Net cash flows generated from operating activities	270,557.17	241,869.08	11.86%

1. The total assets at the end of 2024 increased by RMB 14,247.03 million, up 15.22% from the beginning of the year. This was mainly due to the continuous expansion of production capacity during the period.
2. The Company's revenue in 2024 increased by RMB 3,786.33 million, up 11.98% from the same period last year. This was mainly due to the increase in sales volume during the year.
3. The net profit attributable to owners of the parent company in 2024 increased by RMB 268.06 million, up 28.56% from the same period last year. This was mainly attributable to the increase in profit as a result of the growth in sales scale during the period.
4. The net cash flow generated from operating activities of the company in 2024 increased by RMB 286.88 million, up 11.86% from the same period last year. This was mainly due to an increase in sales returns.

(2) Major changes in assets and liabilities

Table of Major Changes in Assets and Liabilities

Unit: RMB 10,000

Item	2023	2022	Ratio of Change
Trading Financial Assets	283,205.25	470,705.40	-39.83%
Notes receivable	37,990.23	12,907.84	194.32%
Accounts receivable	1,645,434.33	1,291,089.61	27.45%
Receivables Financing	149,182.90	48,237.60	209.27%
Prepayments	23,343.84	34,907.64	-33.13%
Other receivables	34,739.93	49,987.81	-30.50%
Other current assets	321,849.29	308,977.18	4.17%

Long-term equity investment	147,641.73	150,496.73	-1.90%
Other equity investment	117,533.24	152,533.68	-22.95%
Other non-current financial assets	157,071.20	156,754.10	0.20%
Fixed assets	3,001,759.25	2,185,684.74	37.34%
Construction in progress	1,479,966.30	1,582,062.15	-6.45%
Right-of-use assets	32,218.23	13,393.38	140.55%
Intangible assets	560,317.15	468,409.98	19.62%
Development expenditure	41,964.08	39,637.52	5.87%
Deferred tax assets	129,274.74	105,358.77	22.70%
Other non-current assets	157,307.69	201,321.72	-21.86%
Short-term borrowings	1,750,881.45	1,623,695.87	7.83%
Contract liabilities	52,904.40	102,588.01	-48.43%
Payroll payable	52,745.27	45,668.68	15.50%
Non-current liabilities due within one year	850,193.21	537,752.56	58.10%
Other current liabilities	41,513.37	150,842.72	-72.48%
Long-term borrowings	1,851,011.82	1,815,984.46	1.93%
Lease liabilities	34,966.41	22,909.80	52.63%
Deferred tax liabilities	34,289.52	27,297.67	25.61%

1. By the end of 2024, the trading financial assets decreased by RMB 1,875.00 million , a rise of 39.83% compared to the beginning of the year, mainly due to the recovery of investments during the current period.
2. By the end of 2024, the notes receivable increased by RMB 250.82 million, a rise of 194.32% compared to the beginning of the year, mainly due to the increase in sales scale and the corresponding increase of bill settlement during the current period.
3. By the end of 2024, the accounts receivable increased by RMB 3,543.45 million, a rise of 27.45%, compared to the beginning of the year, mainly due to the increase in revenue during the current period.

4. By the end of 2024, the receivables financing increased by RMB 1,009.45 million, a increase of 209.27% compared to the beginning of the year, mainly due to the increase in sales scale and the corresponding increase in bill settlement during the period.
5. By the end of 2024, the prepayments decreased by RMB 115.64 million , a decrease of 33.13% compared to the beginning of the year, mainly due to the decrease in prepayments during the period.
6. By the end of 2024, the other receivables decreased by RMB 152.48 million, a decrease of 30.50% compared to the beginning of the year, mainly due to the decrease of the other receivables during the current period.
7. By the end of 2024, the other current assets increased by RMB 128.72 million, a rise of 4.17% compared to the beginning of the year, mainly due to the increased in deductible input taxes.
8. By the end of 2024, the long-term equity investment decreased by RMB 28.55 million, a decrease of 1.90% compared to the beginning of the year, mainly due to adjustments to investment gains and losses recognized under the equity method and impairment charges.
9. By the end of 2024, the other equity investment decreased by RMB 350.00 million, a decrease of 22.95% compared to the beginning of the year, mainly due to changes in fair value of investments during the period.
10. By the end of 2024, the fixed assets increased by RMB 8,160.75 million, a rise of 37.34% compared to the beginning of the year, mainly due to the transfer of construction in progress to fixed assets during the current period.
11. By the end of 2024, the construction in progress decreased by RMB 1,020.96 million, a decrease of 6.45% compared to the beginning of the year, mainly due to the transfer of construction in progress to fixed assets during the current period.
12. By the end of 2024, the right-of-use assets increased by RMB 188.25 million, a rise of 140.55% compared to the beginning of the year, mainly due to the increase in lease during the current period.
13. By the end of 2024, the intangible assets increased by RMB 919.07 million, a rise of 19.62% compared to the beginning of the year, mainly due to the transfer of internal research and development during the period.

14. By the end of 2024, the development expenditure increased by RMB 23.27 million, a rise of 5.87% compared to the beginning of the year, mainly due to the increase in investment in research and development during the period.

15. By the end of 2024, the deferred tax assets increased by RMB 239.16 million, a rise of 22.70% compared to the beginning of the year, mainly due to the increase in deductible temporary differences such as bad debt provisions.

16. By the end of 2024, the other non-current assets decreased by RMB 440.14 million, a decrease of 21.86% compared to the beginning of the year, mainly due to the decrease in prepaid equipment and project payments during the current period.

17. By the end of 2024, the short-term borrowings increased by RMB 1,271.86 million, a rise of 7.83% compared to the beginning of the year, mainly due to the increase in borrowing scale during the current period.

18. By the end of 2024, the contract liabilities decreased by RMB 496.84 million, a decrease of 48.43% compared to the beginning of the year, mainly due to the decrease in advance receipts of goods during the period.

19. By the end of 2024, the employee remuneration payable increased by RMB 70.77 million, a rise of 15.50% compared to the beginning of the year, mainly due to the addition of new personnel during the period.

20. By the end of 2024, the non-current liabilities due within one year increased by RMB 3,124.41 million, a rise of 58.10% compared to the beginning of the year, mainly due to the increase in long-term loans and long-term payables due within one year.

21. By the end of 2024, the other current liabilities decreased by RMB 1,093.29 million, a decrease of 72.48% compared to the beginning of the year, mainly due to the decrease in accounts payable not derecognized (partially paid using outstanding commercial paper) and short-term bonds payable.

22. By the end of 2024, the long-term borrowings increased by RMB 350.27 million, a rise of 1.93% compared to the beginning of the year, mainly due to the increase in long-term financing during the current period.

23. By the end of 2024, the lease liabilities increased by RMB 120.57 million, a rise of 52.63%

compared to the beginning of the year, mainly due to the increase in lease during the current period.

24. By the end of 2024, the Deferred tax liabilities increased by RMB 69.92 million, a rise of 25.61% compared to the beginning of the year, mainly due to the increase in taxable temporary differences such as changes in fair value of financial assets for trading.

(3) Changes in Major Operating Indicators

Table of Major Operating Indicators

Unit: RMB 10,000

Item	Current Amount	Previous Amount	Ratio of Change
Operating Income	3,539,181.71	3,160,549.00	11.98%
Operating Cost	2,902,013.14	2,662,063.08	9.01%
Taxes and surcharges	27,556.66	23,400.61	17.76%
Sales expenses	30,438.91	29,245.43	4.08%
Management expenses	192,819.18	173,618.24	11.06%
R&D expenses	214,821.76	206,123.95	4.22%
Financial expenses	84,265.03	54,749.32	53.91%
Other income	134,373.50	127,301.14	5.56%
Investment income	4,719.44	6,868.50	-31.29%
Fair Value Changes Income	19,619.04	10,589.09	85.28%
Impairment losses on credit	-76,630.61	-33,942.79	125.76%
Impairment losses on assets	-39,901.00	-24,436.86	63.28%

1. The company's operating income in 2024 increased by RMB 3,786.33 million compared to the same period last year, up 11.98%, mainly due to the growth in sales during the current period.

2. The company's operating cost in 2024 increased by RMB 2,399.50 million compared to the same period last year, up 9.01%, mainly due to the growth in sales during the current period.

3. The company's taxes and surcharges in 2024 increased by RMB 41.56 million compared to the same period last year, up 17.76%, mainly due to the increase in property taxes and sales-related taxes during the period.
4. The company's sales expenses in 2024 increased by RMB 11.93 million compared to the same period last year, up 4.08%, mainly due to the growth in sales scale and the increase in relevant marketing expenses.
5. The company's management expenses in 2024 increased by RMB 192.00 million compared to the same period last year, up 11.06%, mainly due to the increase in salaries.
6. The company's research and development expenses in 2024 increased by RMB 86.98 million compared to the same period last year, up 4.22%, mainly due to the increase in research and development investment.
7. The company's financial expenses in 2024 increased by RMB 295.15 million compared to the same period last year, up 53.91%, mainly due to the increase in interest expense during the current period.
8. The company's other income in 2024 increased by RMB 70.72 million compared the same period last year, up 5.56%, mainly due to increase in value-added tax (VAT) deduction.
9. The company's investment income in 2024 decreased by RMB 21.49 million compared to the same period last year, down 31.29%, mainly due to the decrease in investment income.
10. The company's fair value changes income in 2024 increased by RMB 90.30 million compared to the same period last year, up 85.28%, mainly due to the increase in fair value changes of financial assets.
11. The company's impairment losses on credit in 2024 increased by RMB 426.88 million compared to the same period last year, down 125.76%, mainly due to an increase in bad debt losses on accounts receivable.
12. The company's impairment losses on assets in 2024 increased by RMB 154.64 million compared to the same period last year, up 63.28%, mainly due to the increase in provision for impairment of goodwill and impairment of long-term equity investments..

(4) Changes in Cash Flow Indicators

Statement of changes in cash flow indicators.

Unit: RMB 10,000

Item	Current Amount	Previous Amount	Ratio of Change
Net cash flows from operating activities	270,557.17	241,869.08	11.86%
Net cash flows from investing activities	-710,737.25	-1,647,455.04	56.86%
Net cash flows from financing activities	547,963.27	1,388,819.98	-60.54%

1. In 2024, the company's net cash flows from operating activities increased by RMB 286.88 million compared to the same period last year, a increase of 11.86%, mainly due to an increase in sales received payments.

2. In 2024, the company's net cash flows from investing activities increased by RMB 9,367.18 million compared to the same period last year, a increase of 56.86%, mainly due to an decrease in investment expenditure in the current period.

3. In 2024, the company's net cash flows from financing activities decreased by RMB 8,408.57 million compared to the same period last year, a decrease of 60.54%, mainly due to the increase in cash paid for debt repayment during the period.

This proposal has been reviewed and approved at the 1st Meeting of 2025 Audit Committee, the 12th Meeting of the 9th Board of Directors and the 12th meeting of the 9th Board of Supervisors of the Company.

Please review the above proposal.

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Four

Proposal on the 2024 Annual Report and its summary

Dear Shareholders:

In accordance with the relevant laws and regulations of the CSRC and Shenzhen Stock Exchange, in combination with the Company's production and operation in 2024, the Company has prepared the *2024 Annual Report of the company*. and its summary. Please check the annex for details.

This proposal has been reviewed and approved at the 1st Meeting of 2025 Audit Committee, the 12th meeting of the 9th Board of Directors and the 12th meeting of the 9th Board of Supervisors of the Company.

Please review the above proposal.

Annex 4: *2024 Annual Report of the Company*

Annex 5: *Summary of the 2024 Annual Report of the Company*

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Five

Proposal on the 2024 Special Report on the Deposit and Use of Raised Funds

Dear Shareholders:

In accordance with the relevant provisions of the “*Securities Law of the People’s Republic of China*”, the “*Shenzhen Stock Exchange Self-disciplinary Supervision Guidelines for Listed Companies No. 1 - Standardized Operation of Listed Companies on the Main Board*” and other laws, regulations and normative documents, in terms of the use of the raised funds in 2024, the Company has prepared the “*2024 Special Report on the Deposit and Use of Raised Funds of the company*”. Please see the annex for details.

This proposal has been reviewed and approved at the 12th meeting of the 9th Board of Directors and the 12th meeting of the 9th Board of Supervisors of the Company.

Please review the above proposal.

Annex 6: *2024 Special Report on the Deposit and Use of Raised Funds of the Company*

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Six**Proposal on the 2024 Profit Distribution Plan**

Dear Shareholders:

I. The basic situation of 2024 Annual Profit Distribution Plan**(I) The 2024 Annual Retained Earnings**

Subject to the audit by Suya Jincheng Certified Public Accountants (Special General Partnership), the Company realized a net profit attributable to shareholders of the listed Company of RMB 1,206.79 million in 2024. As of December 31, 2024, the Company's cumulative available-for-distribution profit on the consolidated and parent company statements were as follows:

Unit: RMB 10,000

Term	Consolidated Statement	Parent Statement
Retained earnings at the beginning of the period	447,300.18	20,056.42
Plus: Net profit attributable to owners of the parent company	120,679.01	22,321.07
Deduct : Withdrawal of statutory surplus reserve	2,232.11	2,232.11
Dividends payable on ordinary shares	17,694.00	17,694.00
Other	990.44	0
Retained earnings at the end of the period	547,062.65	22,451.38

Note: According to the relevant provisions of the *“Listing Rules of Stocks on the Shenzhen Stock Exchange”*, a listed company shall make profit distribution plan on a basis of the available-for-distribution profit on the parent company statement, reasonably taking account into the profit situation in the current period. Meanwhile, in order to avoid over-allocation, the Company shall determine the specific profit distribution ratio on the basis of the lower of the available-for-distribution profit in the consolidated statement and the parent company statement.

(II) The Company's 2024 Annual Profit Distribution Plan

Based on factors such as the Company's profitability in 2024, capital requirements for future development, industry conditions and shareholders' return on investment, on the basis of paying

attention to a reasonable return on investment for investors and taking into account the sustainable development of the Company, in accordance with the CSRC's *"Notice on Further Implementation of Matters Relating to Cash Dividends for Listed Companies"*, *"Supervisory Guideline for Listed Companies No. 3 - Cash Dividends for Listed Companies"* and relevant provisions of the *Articles of Association*, and taking into account the operating conditions of the Company in 2024, and on the premise of conforming to the principle of profit distribution and ensuring the Company's normal operation and long term development on the premise that the Board of Directors of the Company puts forward the following proposal for the 2024 annual profit distribution plan: The Company intends to distribute a cash dividend of RMB 1.00 (inclusive of tax) per ten shares to all shareholders on the basis of the total share capital registered on the date of registration of shareholdings for the implementation of the equity distribution, less the repurchased shares in the Company's special securities account for repurchase, with no bonus shares to be distributed and no capital increase.

As of April 23, 2025, the total share capital of the Company is 1,803,014,187 shares, less the repurchased shares 14,177,539 shares in the Company's special securities account for repurchase, which is calculated as the total proposed cash dividend of RMB 178,883,664.80 (including tax), accounting for 14.82% of the net profit attributable to shareholders of the listed company for the year 2024.

If this proposal is considered and approved by the GMS, the total cash dividend of the Company for the year 2024 is estimated to be RMB178,883,664.80; in the year 2024, the Company repurchased 15,436,229 shares of the Company with cash as consideration and by means of centralized bidding, and the cumulative amount of repurchase was paid to the amount of RMB300,039,302.01 (including transaction fees). The total amount of cash dividend and share repurchase of the Company for 2024 was RMB 478,922,966.81, accounting for 39.69% of the net profit attributable to shareholders of the listed company for the year.

During the period from the date of disclosure of the announcement of the profit distribution proposal to the share registration date for the implementation of the equity distribution, if there is any change in the total share capital of the Company or any change in the shares held in the Company's repurchase account as a result of the completion of share repurchase, cancellation of the repurchased shares, completion of the non-transactional transfer of the repurchased shares

under the Employee Stock Ownership Plan, the Company will adjust the total amount of the distribution accordingly in accordance with the principle of “No change in the distribution per share” and announce the specific adjustment separately.

I. The details of this Annual Profit Distribution Plan

(I) Indicators related to the plan

Item	Y 2024	Y 2023	Y 2022
Total cash dividends (RMB)	178,883,664.80	176,940,046.50	0
Total buyback write-offs (RMB)	0	0	0
Net profit attributable to shareholders of listed companies (RMB)	1,206,790,129.59	938,726,847.76	311,576,431.81
Accumulated retained earnings at the end of the year in the consolidated statements of income (RMB)	5,470,626,456.84		
Accumulated retained earnings at the end of the year in the parent company's statements (RMB)	224,513,788.04		
Whether the listing is for three full fiscal years	Yes		
Total cumulative cash dividends for the last three fiscal years (RMB)	355,823,711.30		
Total cumulative repurchase write-offs for the last three fiscal years (RMB)	0		
Average net profit for the last three fiscal years (RMB)	819,031,136.39		

Total cumulative cash dividends and repurchase write-offs for the last three fiscal years (RMB)	355,823,711.30
Whether other risk warning situations as stipulated in item (ix) of Article 9.8.1 of the <i>Stocks Listing Rules on the Shenzhen Stock Exchange</i> may be implemented	No

According to the relevant indicators in the above table, the cumulative amount of cash dividends of the Company for the last three fiscal years was RMB 355,823,711.30, which was higher than 30% of the average annual net profit for the last three fiscal years, and it did not touch the situation of other risk warnings that may be implemented as stipulated in item (ix) of Article 9.8.1 of the Stocks Listing Rules on Shenzhen Stock Exchange.

(II) Explanation of the reasonableness of the profit distribution plan

The proposed profit distribution plan of the Company for the year 2024 is in compliance with the relevant requirements of laws and regulations such as “*the Supervisory Guidelines for Listed Companies No. 3 - Cash Dividends for Listed Companies*” of the China Securities Regulatory Commission and “*the Self-regulatory Guidelines for Listed Companies of the Shenzhen Stock Exchange No. 1 - Standardized Operation of Main Board Listed Companies*” of the Shenzhen Stock Exchange. It is in compliance with the relevant requirements of laws and regulations, and is in line with the profit distribution policy and profit distribution plan as well as the relevant undertakings made as set out in the *Articles of Association* of the Company and the “*Shareholder Return Plan for the Next Three Years (2023-2025)*”. The Board of Directors of the Company has comprehensively considered the profitability of the Company for the year 2024, the capital requirements for future development, the industry situation and the return on shareholders' investment, and formulated the profit distribution proposal on the basis of emphasizing reasonable return on investment to investors and taking into account the sustainable development of the Company. There is no damage to the interests of the Company and all shareholders, and it is legal, compliant and reasonable.

This proposal has been reviewed and approved at the 12th meeting of the 9th Board of Directors and the 12th meeting of the 9th Board of Supervisors of the Company.

Please review the above proposal.

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Seven

Proposal on the 2024 Financial Budget Report

Dear Shareholders:

On the basis of summarizing the Company's operation in 2024 and analyzing the operating outlook for the year 2025, combined with the market demand, the Company's business expansion plan and the influence of factors such as economic environment, policy changes, industry situation, the Company has formulated the 2025 financial budget report with a cautious principle.

I. Basic assumptions of budget preparation

1. There is no material change in the current laws and regulations applicable to the Company at the national and local levels;
2. There is no material change in the social and economic environment of the Company's main operating location and business-related areas;
3. There is no material change in the industry situation and market conditions of the Company.
4. The Company's production and operation plan, investment plan, and marketing plan can be implemented on schedule without material changes.
5. The current major tax rates, exchange rates, bank loan interest rates, etc. will not experience severe fluctuations.
6. There are no other force majeure or unforeseeable factors that will have a material adverse impact on the Company.

II. Basis and scope of budget preparation

1. Based on the "Enterprise Accounting Standards" and related guidelines, a financial budget is prepared for the Company's business activities.
2. The scope of the financial budget includes Gotion High-Tech Co., Ltd. and its holding subsidiaries.

III. Main budget targets for 2025

1. By continuously advancing materials science and digital science, the Company is accelerating end-to-end innovation across the full value chain from battery cell development to product design, and from manufacturing to application, while continuously upgrading our technologies to maintain industry leadership;
2. The Company will comprehensively advance market structure upgrading through its dual-engine strategy of Power Battery and Energy Storage. By deepening partnerships with strategic clients and securing dominant positions with industry-leading customers, we will prioritize high-quality delivery as the core driver to support rapid business growth objectives.
3. The Company will relentlessly enhance management standards and operational efficiency, focusing on profit and productivity as its core objectives. Internally, it will deepen cost reduction initiatives while boosting operational effectiveness; externally, it will proactively expand market reach to drive revenue and profit growth;
4. The Company will accelerate the implementation of its three-region internationalization strategy, building an integrated global strategic framework encompassing market development, after-sales services, and recycling systems. This will establish a competitive landscape characterized by “localized operation + global collaboration”
5. The Company proactively explore innovative business models and emerging application scenarios to capture new growth opportunities and further expand the operational footprint.

IV. Special note:

The 2025 budget indicators are only reference indicators for the Company’s internal management and performance assessment, and do not represent the Company’s profit forecast or commitment for 2025. Whether the budget can be realized is subject to the influence of various factors such as the economic environment and market demand, and there is uncertainty.

This proposal has been reviewed and approved at the 1st Meeting of 2025 Audit Committee, the 12th meeting of the 9th Board of Directors and the 12th meeting of the 9th Board of Supervisors of the Company.

Please review the above proposal.

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Eight

Proposal on Applying for the Comprehensive Credit Line from Banks for the Year 2025

Dear Shareholders:

According to the Company's 2025 business plan, in order to meet the capital needs for production and operation, the Company and its holding subsidiaries intend to apply to banks and other financial institutions for a comprehensive credit line of no more than RMB 97 billion (or the equivalent in foreign currencies). The form and purpose of the credit include but are not limited to liquidity loans, fixed asset loans, acceptance bills, letter of guarantee, letter of credit, financial leasing, factoring and other comprehensive businesses. On the premise that the general meeting of shareholders approves the above comprehensive credit line, the board of directors of the company authorizes the chairman to adjust the credit line between the holding subsidiaries and the financial institutions within the total amount of credit granted.

The specific credit line is subject to the actual credit line approved by various financial institutions, and the validity period of the credit line is from the date of consideration and approval by the annual general meeting of 2024 to the date of the GMS at which the motion to apply for a consolidated credit line of the Company for the following year will be considered. The consolidated credit line can be used on a revolving basis during the authorization period. The Company will determine the specific financing amount depending on the actual capital requirements for production and operation and investment and construction.

This proposal has been reviewed and approved at the 12th meeting of the 9th Board of Directors and the 12th meeting of the 9th Board of Supervisors of the Company.

Please review the above proposal.

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Nine

Proposal on Estimated Guarantee Amount for the Year 2025

Dear Shareholders:

I. Overview of Guarantees

According to the production and operation plan of the Company, the Company and its subsidiaries intend to apply for a total guarantee amount of not more than RMB 90.00 billion (or equivalent in foreign currency, the same below) in 2025, which will be used for the provision of guarantees by the Company or the Company's controlled subsidiaries to the controlled subsidiaries and the participating companies in their applications for comprehensive credit lines from financial institutions such as banks and other financial institutions in 2025, as well as performance-type guarantees provided by the Company or the Company's controlled subsidiaries to the controlled subsidiaries and the participating companies to carry out business, etc. The above guarantees shall be valid from the date of approval of the 2024 Annual General Meeting of Shareholders to the date of convening of the GMS for consideration of the proposal for estimation of the amount of corporate guarantees for the following year, and may be utilized on a revolving basis. The guarantee amount includes existing guarantees, new guarantees and extension or renewal of the original guarantees, and the forms of guarantees provided include, but are not limited to, the forms of credit guarantees (including general guarantees, joint and several liability guarantees, etc.), mortgage guarantees, pledged guarantees, or a combination of any of the foregoing. Among them:

1. Guarantees provided by the Company for its controlled subsidiaries

The Company intends to provide guarantees to the Company's controlled subsidiaries (including wholly-owned subsidiaries and majority-owned subsidiaries) in respect of their applications to banks and other financial institutions for comprehensive credit lines as well as performance-type guarantees in respect of the conduct of business, and the aggregate amount of the guarantees will be no more than RMB 86.00 billion. Among these, the amount of guarantees provided to controlled subsidiaries with Debt-to-Asset Ratio (hereinafter referred to as "DAR") below 70% (as of Dec. 31, 2024, the same below) is not more than RMB 18.00 billion, and the amount of guarantees provided to controlled subsidiaries with DAR of 70% (inclusive) and above is not more than RMB 68.00 billion.

2.Guarantees provided by the Company's controlled subsidiaries for other controlled subsidiaries

The controlled subsidiaries of the Company intend to provide guarantees to the Company's controlled subsidiaries in respect of their applications to banks and other financial institutions for comprehensive credit lines as well as performance-type guarantees in respect of the conduct of business, and the aggregate amount of the guarantees will be no more than RMB 3.00 billion. Among these, the amount of guarantees provided to other controlled subsidiaries with DAR below 70% is not more than RMB 2.00 billion, and the amount of guarantees provided to other controlled subsidiaries with DAR of 70% (inclusive) and above is not more than RMB 1.00 billion.

3.Guarantees provided by the Company or its controlled subsidiaries for participating companies

The Company or its controlled subsidiaries intend to provide guarantees to the Company's participating companies in respect of their applications to banks and other financial institutions for comprehensive credit lines as well as performance-type guarantees in respect of the conduct of business, and the above guarantees shall be in proportion to their capital contributions, and the aggregate amount of the guarantees shall be no more than RMB 1.00 billion. Among these, the amount of guarantees provided to participating companies with DAR below 70% is not more than RMB 0.40 billion, and the amount of guarantees provided to participating companies with DAR of 70% (inclusive) and above is not more than RMB 0.60 billion. At the same time, the guaranteed parties shall strictly comply with the relevant regulations of the China Securities Regulatory Commission (hereinafter referred to as "CSRC") and the Shenzhen Stock Exchange (hereinafter referred to as "SZSE") and other relevant regulations.

4.Other matters for clarification

The Company will not submit to the BoD or the GMS for consideration separately in respect of each guarantee (unless related-party guarantee matters are involved), provided that the amount of the guarantees mentioned above is not exceeded. In the event of actual occurrence of guarantee liabilities, the Company will strictly comply with the provisions of relevant laws and regulations on information disclosure and fulfill its information disclosure obligations in a timely manner in the designated information disclosure media. For guarantees exceeding the above amount scope,

the Company will fulfill the corresponding approval procedures and information disclosure obligations in a timely manner in accordance with the requirements of relevant laws and regulations.

If the Company's controlled subsidiaries become the Company's participating companies or other third-party companies due to the impact of equity transfer, equity dilution and other factors, the passive formation of the original guarantee to the above companies for external guarantees is not within the scope of the current year's estimated guarantee amount, and the corresponding approval procedures and information disclosure obligations should be timely fulfilled in accordance with the requirements of the relevant laws and regulations.

When the Company provides guarantees to its majority-owned subsidiaries and participating companies, it will adopt risk control measures such as requiring each shareholder of the guaranteed person to provide an equivalent guarantee or counter-guarantee to the guaranteed person in proportion to its capital contribution, or to provide other resource support based on their respective strengths, and requiring the guaranteed person of the participating company to provide a counter-guarantee.

Subject to the approval of the aforesaid guarantees by the GMS, in accordance with the "Supervisory Guidelines for Listed Companies No. 8 - Supervisory Requirements for Capital Transactions and External Guarantees of Listed Companies" and the "External Guarantee Management System" of the Company and other relevant regulations, combined with the Company's actual operational needs, and within the corresponding type of guarantee amount approved by the GMS, the BoD of the Company authorized the Chairman of the Company or his designated authorised person to make specific adjustments to the guarantee amounts between each controlled subsidiaries and each participating companies and enter into specific guarantee agreements and other legal documents. When the adjustment occurs, for guarantee recipients with a DAR of 70% or more, the guarantee amount can only be obtained from the guaranteed party with a DAR of 70% or more. At the same time, when the adjustment of guarantee amount provided by the Company and its subsidiaries for the participating companies occurs, the amount of single adjustment shall not exceed 10% of the Company's latest audited net assets, and the cumulative total amount of adjustment shall not exceed 50% of the estimated total guarantee amount.

II. Basic Information of the Guaranteed Parties

1. Basic information of controlled subsidiaries

Monetary Unit: RMB

No.	Company Name	Legal Representative	Date of Establishment	Registered Capital (in 10,000)	Shareholders	Shareholding Ratio
Controlled subsidiaries with a DAR of 70% or less						
1	Hefei Gotion Battery Technology Co., Ltd	LI, Zhen	July 23, 2021	100,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	95.00%
					Jiangsu Gotion New Energy Technology Co., Ltd	5.00%
2	Gotion New Energy (Lujiang) Co., Ltd.	XU, Xingwu	May 5, 2017	100,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	100.00%
3	Hefei Gotion Battery Material Co., Ltd	RAO, Yuanyuan	April 10, 2015	115,514.71	Hefei Gotion High-Tech Power Energy Co., Ltd.	95.23%
					Anhui Jintong New Energy Automotive Phase I Fund Partnership (Limited Partnership)	4.77%
4	Hefei Gotion Battery Co., Ltd	CHEN, Wei	March 30, 2018	100,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	100.00%
5	Hefei Gotion Precision Coating Material Co., Ltd.	DU, Lin	September 19, 2017	5,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	100.00%

6	Hefei Gotion Runhui New Energy Technology Co.,Ltd	WU, Shengyou	June 29, 2022	5,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	90.00%
					Hefei Yaoke Equity Investment Partnership Enterprise (Limited Partnership)	10.00%
7	Hefei Gotion Yuneng New Energy Technology Co.,Ltd	WANG, Zhiquan	June 29, 2022	5,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	90.00%
					Hefei Yaoke Equity Investment Partnership Enterprise (Limited Partnership)	10.00%
8	Nanjing Gotion Battery Co., Ltd.	SONG, Jinbao	April 1, 2015	50,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	100.00%
9	Jiangsu Dongyuan Electrical Group Co., Ltd	YANG, Kaiyu	June 15, 2015	55,000.00	Gotion High-Tech Co., Ltd	99.82%
					Nantong Gotion New Energy Co., Ltd	0.18%
10	Nantong Gotion New Energy Technology Co.	SUN, Chenggan g	July 10, 2015	57,360.00	Jiangsu Dongyuan Electrical Group Co., Ltd	100.00%
11	Yichun Gotion Battery Co., LTD	ZHANG, Wei	April 23, 2021	219,673.96	Jiangxi Gotion New Energy Technology Co., Ltd.	91.04%
					Baowu Green Carbon	6.40%

					Private Investment Fund (Shanghai) Partnership (Limited Partnership)	
					Jianxin Financial Asset Investment Co., Ltd.	2.56%
12	Yichun Gotion Mining Co., Ltd	GE, Chuanjin	April 22, 2021	30,000.00	Jiangxi Gotion New Energy Co., Ltd	51.00%
					Yichun Mining Co., Ltd.	49.00%
13	Jiangxi Weihong Lithium Industry Co., Ltd	DONG, Jigang	December 17, 2018	14,500.00	Yichun Gotion Lithium Industry Co., Ltd	100.00%
14	Yifeng Gotion Lithium Industry Co., Ltd	ZHAO, Xinliang	June 29, 2021	60,000.00	Yichun Gotion Lithium Industry Co., Ltd.	100.00%
15	Jinzhai Gotion New Energy Co., Ltd.	MENG, Lingkui	March 16, 2023	100,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	100.00%
16	Nanjing Gotion New Energy Co., Ltd.	SONG, Jinbao	February 5, 2018	132,036.11	Nanjing Gotion Battery Co., Ltd.	90.88%
					CICC Zhongxin (Anhui) Emerging Industry Equity Investment Fund Partnership (Limited	9.12%

					Partnership)	
17	Tongcheng Gotion New Energy Co., Ltd.	JIANG, Ping	October 15, 2021	216,111.48	Hefei Gotion High-Tech Power Energy Co., Ltd.	92.54%
					ICBC Financial Assets Investment Co., Ltd.	7.46%
18	Tongcheng Gotion Battery Technology Co., Ltd.	JIANG, Ping	November 9, 2022	200,000.00	Tongcheng Gotion New Energy Co., Ltd.	100.00%
19	Tangshan Gotion Battery Co., Ltd.	GE, Daobing	August 12, 2016	100,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	100.00%
20	Qingdao Gotion Battery Co., Ltd.	WANG, Weidong	January 6, 2016	54,197.60	Hefei Gotion High-Tech Power Energy Co., Ltd.	92.25%
					Hefei Xinzhitong Asset Management Partnership (Limited Partnership)	7.75%
21	Feidong Gotion New Material Co., Ltd	PENG, Lihuang	April 30, 2021	80,000.00	Gotion High-Tech Co., Ltd	62.50%
					Anhui Hefei Cycle Economic Model Garden Construction Investment Co., Ltd.	37.50%
22	Chuzhou Gotion New Energy	FANG, Qing	April 4, 2023	111,111.11	Hefei Gotion High-Tech Power Energy	90.00%

	Power Co., Ltd.				Co., Ltd	
					Hefei Xinzhitong Asset Management Partnership (Limited Partnership)	10.00%
23	Western Gotion (Inner Mongolia) Technology Co., Ltd.	PENG, Lihuang	November 30, 2024	20,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd	100.00%
24	Liuzhou Gotion New Energy Battery Co., Ltd.	CAI, Yannan	January 9, 2025	20,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd	100.00%
Controlled subsidiaries with a DAR of 70% or more						
1	Hefei Gotion High-Tech Power Energy Co., Ltd.	WANG, Qisui	May 9, 2006	1,000,000.00	Gotion High-Tech Co., Ltd	100.00%
2	Hefei Gotion Kehong New Energy Technology Co. LTD	LI, Yonggen	August 19, 2021	100,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	90.00%
					Hefei Yaoke Equity Investment Partnership (Limited partnership)	10.00%
3	Hefei Gotion Battery Technology Co., Ltd.	WANG, Qiang	August 31, 2022	80,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	100.00%
4	Hefei Gotion New Energy	WEI, Jiabing	January 18, 2024	5,000.00	Hefei Gotion High-Tech Power Energy	100.00%

	Technology Co., Ltd.				Co., Ltd.	
5	Anhui Gotion New Energy Co., Ltd.	SUN, Aiming	January 4, 2024	10,000.00	Company	100.00%
6	Tianjin Gotion New Energy Technology Co., LTD	MA, Guifu	March 11, 2022	5,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	100.00%
7	Anhui Gotion New Energy Automobile Technology Co., Ltd.	ZHANG, Hongli	May 6, 2008	20,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd.	100.00%
8	Liuzhou Gotion Battery Co., Ltd.	CAI, Yannan	June 30, 2020	64,806.57	Hefei Gotion High-Tech Power Energy Co., Ltd.	51.00%
					Guangxi Guangtou Dongcheng Lithium Industry Fund Partnership (Limited Partnership)	33.57%
					Guangxi Liuzhou Dongcheng Investment and Development Group Co., Ltd.	15.43%
9	Shanghai Xuanyi New Energy Development Co., Ltd.	QIAN, Kui	October 9, 2014	150,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd	100.00%
10	Shanghai Gotion New Energy Co.,	LI, Chen	December 30, 2015	20,000.00	Hefei Gotion High-Tech Power Energy	100.00%

	Ltd.				Co., Ltd	
11	Nantong Astron Electrical Manufacturing Co., Ltd.	JIANG, Zhirong	December 3, 2004	5,345.98	Jiangsu Dongyuan Electric Appliance Group Co., Ltd.	100.00%
12	Hefei Jiachi Technology Co., Ltd.	ZHOU, Xiang	September 4, 2019	10,000.00	Hefei Gotion High-Tech Power Energy Co., Ltd	90.00%
					Hefei XUANDA Equity Investment Partnership (Limited Partnership)	10.00%
13	Jiangsu Gotion New Energy Technology Co., Ltd	ZHANG, Wei	June 25, 2021	180,000.00	Gotion High-Tech Co., Ltd	100.00%
14	Jiangxi Gotion New Energy Technology Co., Ltd.	HUANG, Zhangxi	April 22, 2021	50,000.00	Gotion High-Tech Co., Ltd	100.00%
15	Yichun Gotion Lithium Industry Co., Ltd	HUANG, Zhangxi	June 28, 2021	28,500.00	Jiangxi Gotion New Energy Technology Co., Ltd.	38.60%
					Other five shareholders	61.40%
16	Hefei Gotion New Material Technology Co., LTD	GAO, Erping	March 9, 2021	5,000.00	Feidong Gotion New Material Co., LTD	100.00%
17	Inner Mongolia Gotion Zero Carbon Technology	GAO, Erping	August 2, 2021	10,000.00	Feidong Gotion Battery Material Co., Ltd	100.00%

	Co., Ltd					
18	Gotion Power Morocco S.A.	Khalid Qalam	July 12, 2024	EUR 30.00 million	Gotion GmbH	100.00%

If any of the Company's controlled subsidiaries shown above is included in the list of Dishonest Parties Subject to Enforcement, the Company will no longer provide any guarantee therefor.

2. Basic information of participating companies

Monetary Unit: RMB

No.	Company Name	Legal Represent ative	Date of Establishme nt	Registered Capital (in 10,000)	Shareholders	Shareho lding Ratio
Participating Company with a DAR of 70% or less						
1	Hefei Xingyuan New Energy Materials Co., LTD.	WU, Zhouji	January 5, 2016	65,000.00	Shenzhen Senior Technology Material Co., Ltd.	41.54%
					Hefei Urban Construction Investment Holding Co. LTD	30.77%
					Hefei Gotion High-Tech Power Energy Co., Ltd.	27.69%
Participating Company with a DAR of 70% or more						
1	Shanghai Electric Gotion New Energy Technology Co. LTD.	NI, Guoping	December 11, 2017	50,000.00	Shanghai Electric Group Co. LTD	47.40%
					Gotion High-Tech Co., Ltd	45.40%
					Shanghai Xuanneng New Energy Technology Partnership (Limited Partnership)	3.60%

					Shanghai Haohao New Energy Technology Partnership (Limited partnership)	3.60%
2	Shanghai Electric Gotion New Energy Technology (Nantong) Co., Ltd.	NI, Guoping	October 16, 2018	30,000.00	Shanghai Electric Gotion New Energy Technology Co. LTD.	100.00%

In addition to the above established controlled subsidiaries and participating companies, the Company will provide guarantees for newly established or acquired controlled subsidiaries which happened from the date of approval of the 2024 Annual General Meeting of Shareholders to the date of convening of the GMS for consideration of the proposal for estimation of the amount of corporate guarantees for the following year.

III. Main Contents of the Guarantee Agreement

Such material terms under the guarantee agreement such as guarantee method, guarantee amount, guarantee period and guarantee fee rate, etc., shall be negotiated by the Company and its controlled subsidiaries and participating companies together with relevant financial institutions within the limit of above guarantees, and the relevant guarantee matters shall be subject to the guarantee documents duly executed.

IV. Accumulative External Guarantees and Overdue Guarantees of the Company

As of April 18, 2025, the actual total amount of external guarantees provided by the Company and its controlled subsidiaries was RMB 78,140.34 million, with a total guarantee balance of RMB 48,932.67 million, accounting for 163.67% of the Company's audited net assets attributable to the parent company in 2024. Among them, the total amount of guarantee provided by the Company and its controlled subsidiaries to entities outside of the consolidated financial statements is RMB 578.88 million, and the total balance of guarantee is RMB 467.20 million, accounting for 1.56% of the Company's audited net assets attributable to the parent company in 2024. The guarantees provided by the Company and its controlled subsidiaries have fulfilled the corresponding approval procedures in accordance with relevant laws and regulations and are in compliance with the

relevant provisions, and there are no overdue guarantees and no guarantees involving litigation or losses to be borne as a result of a judgment against the guarantees.

This proposal has been reviewed and approved at the 12th meeting of the 9th Board of Directors of the Company and the 12th meeting of the 9th Board of Supervisors of the Company.

The above proposal, related shareholders need to avoid voting, please non-affiliated shareholders review.

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Ten

Proposal on Conducting Foreign Exchange Hedging Business in 2025

Dear Shareholders:

I. Overview of Foreign Exchange Hedging Business

(I) Purpose of Foreign Exchange Hedging

As the scale of overseas business of the Company and its subsidiaries, the size of foreign exchange receipts and payments also increases accordingly. In view of the uncertainty of global currency exchange rates and interest rate fluctuations due to factors such as fluctuations in the international economic and financial environment, the Company plan to moderately carry out foreign exchange hedging business through foreign exchange derivative transactions to prevent the fluctuation risks of the foreign exchange and interest rate and enhance financial stability, based on the specific situation of foreign currency assets, liabilities, and foreign exchange receipts and payments.

(II) Basic Information of Foreign Exchange Hedging Business

1. Trading varieties: Currencies that are the same as the main settlement currencies used for the Company's production and operations, including USD, EUR, HKD, JPY, IDR, THB, etc.
2. Trading tools: Including forward foreign exchange transactions, foreign exchange swaps, foreign exchange options, interest rate swaps, currency swaps, interest rate swaps, interest rate options, and other foreign exchange derivatives or combinations of the aforementioned products.
3. Trading places/counterparties: Financial institutions approved by regulatory authorities with business qualifications for foreign exchange derivatives trading.
4. Trading amount: According to the Company's operational and business requirements, the Company plans to conduct foreign exchange hedging for its future foreign exchange needs. The upper limit of the transaction margin required for this business (including the margin for occupying financial institution credit lines) will not exceed RMB 2 billion or the equivalent amount in other foreign currencies. The highest contract value held on any trading day will not exceed RMB 20 billion or the equivalent amount in other foreign currencies.
5. Funding source: Self-owned and self-raised funds, with no public fundraising funds involved.
6. Trading period: The effective period of this trading amount is within 12 months from the date of deliberation and approval of the Company's General Meeting of Shareholders. If the duration of a

single transaction exceeds the authorized period, the authorized period will be automatically extended until the termination of the transaction.

II. Implementation of Foreign Exchange Hedging

According to the relevant provisions of the *“Listing Rules of the Shenzhen Stock Exchange”*, *“Shenzhen Stock Exchange Self-disciplinary Supervision Guidelines for Listed Companies No. 7 - Transactions and Connected Transactions”*, and the company’s *“Management System for Securities Investment and Derivatives Trading”*, the above matters still need to be submitted to the Company’s General Meeting of Shareholders for approval. On the premise of the approval of the General Meeting of Shareholders for this foreign exchange hedging business, the board of directors of the Company will request the General Meeting of Shareholders to authorize the chairman of the board of directors or his authorized persons to be responsible for approving and signing relevant legal documents within the above-mentioned trading amount, and the finance department of the Company will specifically implement the relevant matters and report the implementation and progress of the matter to the board of directors in a timely manner. The authorization period is consistent with the trading limit.

III. Risk Analysis of Foreign Exchange Hedging

The foreign exchange hedging business conducted by the Company follows the principles of legality, prudence, safety, and effectiveness, and is not intended for speculation, and is based on normal production and operation, and seeks to avoid and prevent foreign exchange or interest rate risks. However, there may be certain risks, as follows:

1. Market risk: The difference between the exchange rate, interest rate, and maturity date of the trading contract and the actual exchange rate, interest rate, and maturity date will result in trading gains and losses. During the term of the contract, fair value is used for measurement, and a revaluation gain or loss is generated for each accounting period. The cumulative revaluation gain or loss at maturity equals the trading gain or loss. Therefore, there is a market risk of gains or losses caused by fluctuations in market prices such as the underlying exchange rate and interest rate of foreign exchange hedging products.
2. Liquidity risk: Since all foreign exchange hedging business is conducted through financial institutions, there is a risk of incurring transaction fees to banks due to insufficient liquidity.

3. Technology risk: The abnormal operation of the trading system due to uncontrollable or unpredictable system or network failures may lead to delays, interruptions, or data errors in trading instructions, resulting in corresponding risks.

4. Default risk: If the counterparty defaults, the Company may not be able to hedge actual exchange losses through the profits of the foreign exchange hedging contract as agreed.

5. Other risks: Failure to comply with prescribed procedures for reporting and approval, or inaccurate or untimely identification of relevant business information by personnel may result in losses or missed trading opportunities.

IV. Risk control measures

1. Clarify the principles of foreign exchange hedging business: All foreign exchange hedging business is based on normal cross-border business and foreign currency investment and financing business, with the aim of avoiding and preventing exchange rate and interest rate risks, and not engaging in foreign exchange derivative trading for speculation purposes.

2. Product selection: Select hedging products with simple structures, strong liquidity, and controllable risks for foreign exchange hedging business. The Company will strictly control the scale of hedging funds, plan and use margin rationally, set risk limits, and establish and implement strict stop-loss mechanisms.

3. Counterparties selection: The Company selects large state-owned commercial banks and international banks with good credit, a long history of cooperation with the company, and a good credit record as its counterparties for foreign exchange hedging business.

4. Employ professional staff: The Company has employed personnel with expertise in financial derivatives to be responsible for specific work such as exchange rate risk management, market analysis, and product research. The Company will continue to strengthen the training of business personnel, improve their professional skills and business level, and enhance their risk management and prevention awareness.

5. Establish and improve risk warning and reporting mechanisms: Real-time monitoring of market dynamics, timely monitoring and evaluation of risk exposure, and regular provision of risk analysis reports to management and the board of directors. In the case of significant market volatility or increased risk, increase the frequency of reports and develop response plans in a timely manner.

6. The audit department conducts periodic inspections or audits of the actual operation, use of funds, and profit and loss situation of foreign exchange hedging business according to the situation.

V. Accounting policies and principles

The Company conducts accounting and disclosure for foreign exchange derivative trading business in accordance with relevant regulations and guidelines such as the “*Enterprise Accounting Standards No. 22-Financial Instruments Recognition and Measurement*”, “*Enterprise Accounting Standards No. 24-Hedge Accounting*”, “*Enterprise Accounting Standards No. 37-Financial Instruments Presentation*” and “*Enterprise Accounting Standards No. 39-Fair Value Measurement*” promulgated by the Ministry of Finance.

VI. Impact of the company

Under the premise of normal production and operation, the company's foreign exchange hedging business is conducive to the company to avoid the risks in the foreign exchange market, prevent the adverse effects of large exchange rate fluctuations on the company, improve the efficiency of the use of foreign exchange funds, and is conducive to the long-term steady development of the company.

This proposal has been reviewed and approved at the 12th meeting of the 9th Board of Directors of the Company and the 12th meeting of the 9th Board of Supervisors of the Company.

Please review the above proposal.

Gotion High-Tech Co.,Ltd

May 28, 2025

Proposal Eleven

Proposal on the Estimated Routine Related Transactions in 2025

Dear Shareholders:

I. Basic information about Routine Related Transactions

(1) Overview of Expected Routine Related Party Transactions

In order to regulate the Company's business operations and protect the legitimate interests of the Company and its shareholders in accordance with relevant laws and regulations, the routine related-party transactions in 2025 between the Company and its controlled subsidiaries and related parties have been estimated. The validity period of the expected routine related party transactions shall be from the date of approval of the resolution of the 2024 Annual General Meeting of Shareholders to the date of convening of the GMS for consideration of the proposal on the expected routine related party transactions of the Company for the following year.

In accordance with relevant laws and regulations such as the *“Listing Rules of the Shenzhen Stock Exchange”* and *“Self-disciplinary Supervision Guidelines for Listed Companies of the Shenzhen Stock Exchange No.7 - Trading and Related Party Transactions”*, the expected related party transactions require approval by the GMS. This related party transaction does not constitute a major asset restructuring as defined in the *“Administrative Measures for Major Asset Restructuring of Listed Companies”*. The related-party directors have abstained from voting.

(2) Categories and amounts of the estimated routine related-party transactions.

Unit: RMB 10,000

Categorie s	Related Parties	Contents	Pricing principle	Estimated Amount in 2025	Amount incurred as of Mar. 31, 2025	Amount incurred in 2024
Purchase of goods	Nanjing Shengshi Precision Industry Co., Ltd.	Cell Cases and Accessories	Fair pricing with reference to market prices	100,000.00	40,402.57	106,049.57
	Hefei Qianrui Technology Co., Ltd.	electrolyte		50,000.00	12,640.56	38,267.78
	Anhui Gotion Feidong New Energy Technology Co., Ltd.	Battery Materials and Accessories		50,000.00	0.00	0.00
	Hefei Yuanyuan Technology Co., Ltd.	Aluminum Foil and Conductive Paste		50,000.00	20,572.31	49,646.26
	Anhui Gotion Elephant Aluminum Technology Co., Ltd.	Battery cases and accessories		20,000.00	5,788.89	84,495.45
	MCC Ramu New Energy Technology Co., Ltd.	ternary precursor		20,000.00	3,491.81	4,532.89
	V-G HIGH-TECH ENERGY SOLUTIONS CO., LTD	Battery Cells & Assemblies		20,000.00	896.46	2,167.43
	Sub-total			310,000.00	83,792.60	285,195.36
Sales of goods	Tata AutoComp Gotion Green Energy Solutions Private Limited	Battery Cells	Fair pricing	200,000.00	35,743.68	140,308.70
	Volkswagen (China) Investment Co., Ltd. and its related parties (Note 4)	Energy Storage Systems & Battery	with reference	200,000.00	3,207.06	10,105.38

		Cells	to market prices			
	V-G HIGH-TECH ENERGY SOLUTIONS CO., LTD	Battery Cells and Materials		100,000.00	20,799.07	24,482.94
	Shanghai Gotion Digital Energy Technology Co., Ltd.	Energy Storage Systems & Battery Cells		30,000.00	531.93	17,989.06
	Anhui Gotion Feidong New Energy Technology Co., Ltd.	Energy storage systems and waste		50,000.00	0.00	0.00
	Jiangsu Dianlala New Energy Technology Co., Ltd.	Energy Storage Systems & Battery Cells		20,000.00	2,397.90	19.06
	Sub-total			600,000.00	62,679.64	192,905.14
Acceptance of services/lease-in assets	Volkswagen (China) Investment Co., Ltd. and its related parties	labor cost	Fair pricing with reference to market prices	10,000.00	29.62	420.24
	Anhui Gotion Real Estate Management Co., Ltd.	Energy and property costs		50,000.00	1,451.81	6,141.87
	Gotion Holdings Group Co., Ltd. and its subsidiaries	Factory rental		30,000.00	4,788.70	18,623.23
	Sub-total			90,000.00	6,270.13	25,185.34
Provision of services/lease of assets	Volkswagen (China) Investment Co., Ltd. and its related parties	Development and labor costs, production line rental	Fair pricing with reference to market prices	80,000.00	0.00	53,082.94
	V-G HIGH-TECH ENERGY SOLUTIONS CO., LTD	Development and labor costs		20,000.00	31.58	41.41

	Sub-total	100,000.00	31.58	53,124.35
	Total	1,100,000.00	152,773.95	556,374.19

Note 1: For a single related party that is expected to incur transactions amounting to less than 0.5% of the company's audited net assets for the previous year, the consolidated presentation is based on the caliber of the same actual controller;

Note 2: VW China is the Company's largest shareholder, and in accordance with the principle of prudence, its related parties refer to entities that are identified as related parties of the Company based on the relevant provisions of the *"Stock Listing Rules of Shenzhen Stock Exchange"*;

Note 3: Within the scope of the above estimated total amount of related party transactions, the Company and its subsidiaries may adjust according to the actual situation within the scope of the estimated total amount of various related party transactions of each related party under the same control (including adjustment between different categories of related party transactions), and the specific transaction amount and content shall be subject to the contract signed.

(3) Actual amount of daily related party transactions incurred in the previous year

Unit: RMB 10,000

Categories	Related Parties	Contents of related party transactions	Amount Actual Incurred	Estimated Amount	Percentage of Actual Amount compared to the amount of similar business (%)	Difference between Actual Amount and Estimated Amount (%)
Purchase of goods and	MCC Ramu New Energy Technology Co., Ltd.	Ternary precursor	4,532.89	50,000.00	0.34%	90.93%

raw materials from related parties	Hefei Qianrui Technology Co., Ltd.	Electrolyte	38,267.76	50,000.00	2.83%	23.46%
	Anhui Chiyu New Materials Technology Co., Ltd.	Battery Module Accessories	52,456.87	35,000.00	5.46%	-49.88%
	Hefei Yuanyuan Technology Co., Ltd.	Raw Materials	49,646.26	90,000.00	3.68%	44.84%
	Nanjing Shengshi Precision Industry Co., Ltd.	Battery Module and its Accessories	106,049.57	120,000.00	11.03%	11.63%
	Anhui Gotion Elephant Aluminum Technology Co., Ltd.	Battery Enclosures and Accessories	84,495.45	100,000.00	8.79%	15.50%
	Shanghai Gotion Digital Energy Technology Co., Ltd.	ESS Accessories and Battery Cells	6,889.37	80,000.00	1.24%	91.39%
	Bengbu Jinshi Technology Co., Ltd.	Battery Accessories	12,629.32	20,000.00	1.31%	36.85%
	Gotion Holdings Group Co., Ltd. and its subsidiaries	Raw materials and goods, etc.	0.38	50,000.00	0.00%	100.00%
	Nanjing Gotion Holding Group Co., Ltd. and its subsidiaries	Raw materials and goods, etc.	3,724.58	50,000.00	0.20%	92.55%
	Sub-total		358,692.45	645,000.00	--	--
Sales of goods and raw materials to related parties	Volkswagen (China) Investment Co., Ltd. and its related parties	ESS and Battery Cells	10,105.38	100,000.00	0.39%	89.89%
	Innovative Charging Solutions (Suzhou) New Energy Technology Co., Ltd.	Battery Module	1,606.37	50,000.00	0.06%	96.79%
	Tata AutoComp Gotion Green Energy Solutions Private Limited	Battery Cells and its Accessories	140,308.70	200,000.00	5.40%	29.85%
	Shanghai Gotion Digital Energy Technology Co., Ltd.	ESS and Battery Cells	17,989.06	100,000.00	0.54%	82.01%
	Inner Mongolia Xuanhua New Energy Co.,	Power Transmission	390.80	50,000.00	0.86%	99.22%

	Ltd.	and Distribution Equipment				
	V-G High Tech Energy solutions	Battery Cells Accessories	24,482.94	55,000.00	0.94%	55.49%
	Gotion Holdings Group Co., Ltd. and its subsidiaries	Battery Cells and Modules	136.18	10,000.00	0.01%	98.64%
	Nanjing Gotion Holding Group Co., Ltd. and its subsidiaries	Battery Scrap、Battery Module and etc.	18,677.07	60,000.00	0.69%	68.87%
	Sub-total		213,696.50	625,000.00	--	--
Acceptance of services from related parties	Gotion Holdings Group Co., Ltd. and its subsidiaries	Energy and property costs, etc.	20,131.14	40,000.00	35.75%	49.67%
	Nanjing Gotion Holding Group Co., Ltd. and its subsidiaries	Energy and after-sales service, etc	3,991.89	10,000.00	15.20%	60.08%
	Sub-total		24,123.03	50,000.00	--	--
Provision of services to related parties	Volkswagen (China) Investment Co., Ltd. and its related parties	Development and labor costs	41,652.39	20,000.00	63.56%	-108.26%
	Sub-total		41,652.39	20,000.00	--	--
Lease of assets from related parties	Gotion Holdings Group Co., Ltd. and its subsidiaries	Factory rental, etc.	4,276.16	9,000.00	30.19%	52.49%
	Nanjing Gotion Holding Group Co., Ltd. and its subsidiaries	Factory rental, etc.	2,204.39	3,000.00	15.56%	26.52%
	Sub-total		6,480.55	12,000.00	--	--
Lease of assets to	Volkswagen (China) Investment Co., Ltd. and its related parties	Lease of production lines, etc.	11,430.55	12,000.00	82.37%	4.75%

related parties	Sub-total	11,430.55	12,000.00	--	--
Total		656,075.47	1,364,000.00	--	--
Disclosure Date and Index		For details, please refer to the “Announcement on the Estimation of Routine Related Party Transactions for the Year 2024” (Announcement No. 2024-022), "Announcement on the New Estimation of Routine Related Party Transactions for the Year 2024" (Announcement No. 2024-066) and "Announcement on the New Estimation of Routine Related Party Transactions for the Year 2024" (Announcement No. 2024-095), which were disclosed by the Company on the Cninfo website on April 20, 2024, August 29, 2024 and December 13, 2024 respectively.			
Board of Directors’ Explanation on the Significant Differences Between the Actual and the Estimated Routine Related Party Transactions		Combined with the latest market changes, the Company's business development and customer demand., etc., the pricing of the Company's actual related-party transactions with related parties in FY2024 is fair and there are no circumstances that would jeopardize the interests of the Company and its shareholders. The Company and its subsidiaries can adjust various types of related party transactions with each related parties under the same control within the estimated total amount according to the actual situation.			
Independent Directors’ Explanation on the Significant Differences Between the Actual and the Estimated Routine Related Party Transactions		All routine related party transactions between the Company and its related parties followed the principles of fairness and justice, with market prices used as the basis for pricing. The difference between the actual and estimated amounts of routine related party transactions in 2024 was caused			

	by normal business activities, and the pricing of the transactions was fair and reasonable, without any harm to the Company's interests. It will not have a significant impact on the Company's financial status and operating results for the current and future periods, and will not affect the Company's independence.
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II. Introduction of Related Parties and their Relationships

(1) Basic information on related party relationships

1) Volkswagen (China) Investment Company Limited (referred to as "VW China")

Date of establishment: February 4, 1999

Registered capital: USD 130.41496 million

Legal representative: RALF BRANDSTAETTER

Registered address: 103, 104, 105, 106, 5, 7F, 1F, Building 1, No.12 Courtyard, Qishengzhong Street, Chaoyang District, Beijing, China

Enterprise type: Limited liability companies (wholly owned by foreign legal persons)

Business scope: (i) Investing in areas where the State allows foreign investment in accordance with the law; (ii) To be entrusted by its invested enterprises in writing (unanimously approved by the board of directors) to provide the following services to its invested enterprises: 1. to assist or act as an agent for its invested enterprises in purchasing from domestic and foreign countries the machinery and equipment, office equipment, and raw materials, components and spare parts required for the production of such enterprises for their own use, and to sell the products produced by its invested enterprises (except for complete vehicles) in the domestic and foreign markets in the form of dealerships, and to provide After-sales service; 2. Balancing foreign exchange among its invested enterprises with the consent and supervision of the foreign exchange management department; 3. Providing its invested enterprises with technical support in the process of product production, sales and market development, staff training, internal personnel management and other services; 4. Assisting its invested enterprises in seeking loans and providing guarantees; (iii) Setting up scientific research and development centers or departments in China, engaging in research and development of new products and high technology, transferring the results of its research and development, and providing corresponding technical services; (iv) Providing consulting services for its investors, and providing its affiliates with market information, investment policies and other consulting services related to its investment; (v) Purchasing products produced by the invested enterprise for system integration and selling them at home and abroad; if the products produced by the invested enterprise cannot fully meet the needs of system integration,

it is permitted to purchase supporting products for system integration at home and abroad; however, the value of the purchased supporting products for system integration shall not exceed fifty percent of the value of all the products required for system integration; (vi) providing relevant technical training for domestic distributors and agents of the products of its invested enterprises, as well as domestic companies and enterprises that have signed technology transfer agreements with the invested company, its parent company or its affiliates; (vii) providing operational leasing services for machinery and office equipment for its invested enterprises, or setting up an operational leasing company in accordance with the law; (viii) undertaking outsourcing of services to enterprises both within and outside the country; and (ix) To engage in warehousing and logistics distribution services in accordance with relevant regulations; (x) approved by the China Banking Regulatory Commission, set up finance companies to provide relevant financial services to investment companies and their invested enterprises; (xi) approved by the Ministry of Commerce, engaged in offshore engineering contracting business and offshore investment, set up financial leasing companies and provide related services; (xii) entrusted to other enterprises in the territory of the production/processing of its products (except for the whole vehicle) or its parent company's products (except for the whole vehicle) and sell them at home and abroad; (xiii) distribute spare parts, raw and auxiliary materials, equipment and special tools required for automobile maintenance services by wholesale, retail (without stores) and commission agency (except for auctions) and provide corresponding vehicle display, marketing and after-sales services; wholesale daily necessities, Class II medical devices; (xiv) technology development, technology promotion, technology transfer, technology consulting, technical services. (Market entities independently choose business projects and carry out business activities in accordance with the law; as well as projects subject to approval in accordance with the law, carry out business activities in accordance with the approved content after approval by the relevant departments; shall not engage in business activities of the state and the city's industrial policy prohibitions and restrictions on the type of projects.)

Equity structure: Volkswagen AG holds 100% of the shares.

Relationship with the Company: Volkswagen China is the largest shareholder of the Company, holding 24.45% (as of Feb. 10, 2025) of the Company's equity. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

2) V-G HIGH-TECH ENERGY SOLUTIONS CO., LTD (referred to as "Vietnam Gotion")

Date of establishment: October 10, 2022

Registered capital: USD 104.50 million

Legal representative: Huang Jianxin

Registered address: CN4-CN5 Sub-district, Vinh An Economic Zone, Chi Ly Commune, Chi Anh City, Ha Tinh Province, Vietnam

Major Business Scope: Power Battery Manufacturing and Sales

Equity structure: GOTION, INC., the Company's wholly-owned grandson, holds 51% and VINEG GREEN ENERGY SOLUTIONS JOINT STOCK COMPANY holds 49%.

Relationship with the Company: Vietnam Gotion is a joint venture of the Company, while Mr. Li Chen, one of the controlling shareholders of the Company, serves as a director of Vietnam Gotion. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

3) MCC Ramu New Energy Technology Co., Ltd. (referred to as "MCC New Energy")

Date of establishment: September 6, 2017

Registered capital: RMB 1,656.37 million

Legal representative: Lu Dongyu

Registered address: Caofeidian Industrial Zone Iron and Steel Power Industrial Park

Business Type: Limited liability company (state-controlled)

Major Business Scope: Research and development, production and sales of secondary battery materials, high energy storage and key electronic materials, etc.; industrial solid waste, waste lithium-ion battery recycling and resource utilization (the above projects involve hazardous materials and industrial policy prohibited exceptions); new energy and new materials technology promotion services, etc.

Equity structure: Hefei Gotion High-Tech Power Energy Co., Ltd., a wholly-owned subsidiary of the Company, holds 30%, Metallurgical Corporation of China Limited holds 51%, BYD Company Limited holds 10%, and Tangshan Caofeidian Development and Investment Group Company Limited holds 9%.

Relationship with the Company: Mr. Wang Qiang, the deputy general manager of the Company, serves as a director of MCC New Energy. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

4) Nanjing Shengshi Precision Industry Co., Ltd. (referred to as "Nanjing Shengshi")

Date of establishment: August 10, 2023

Registered capital: RMB 100 million

Legal representative: Liu Chengshi

Registered address: No.8 Huyue East Road, Longchi Street, Liuhe District, Nanjing, Jiangsu Province, China

Enterprise type: Limited liability companies (Investments by non-natural persons or wholly owned by legal persons)

Major Business scope: Manufacture of automobile parts and accessories; manufacture of battery parts and accessories; sale of battery parts and accessories; manufacture of batteries; sale of batteries; technology promotion services; research and development of new material technologies; manufacture of power electronic components; sale of power electronic components; research and development of emerging energy technologies; energy storage technology services, etc.

Equity structure: Nanjing Gotion Holding Group Co., Ltd. holds 100% of the shares..

Relationship with the Company: Mr. Li Zhen, the de facto controller of the Company, indirectly controls Nanjing Shengshi. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the aforesaid company is a related party of the Company.

5) Anhui Gotion Feidong New Energy Technology Co., Ltd. (referred to as "Feidong New

Energy")

Date of establishment: April 30, 2021

Registered capital: RMB 800 million

Legal representative: Wang Dezhao

Registered address: North of Ruquan Road, East of Longxing Avenue, Hefei Circular Economy Demonstration Park, Feidong County, Hefei City, Anhui Province, China

Enterprise type: Other limited liability companies

Major Business Scope: Technical services, technology development, technology consulting, technology exchange, technology transfer, technology promotion; research and development of electronic special materials; research and development of new material technology, etc.

Equity Structure: Nanjing Gotion Holding Group Co., Ltd. holds 62.50% of the shares, and Anhui Hefei Recycling Economy Demonstration Park Construction and Investment Co., Ltd. holds 37.50% of the shares.

Relationship with the Company: Mr. Li Zhen, the de facto controller of the Company, indirectly controls Feidong New Energy. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

6) Hefei Qianrui Technology Co., Ltd.(referred to as "Hefei Qianrui")

Date of establishment: May 17, 2021

Registered capital: RMB 240 million

Legal representative: Liang Dayu

Registered address: Northeast corner of the intersection of Shiquan Road and Niuquan Road, Hefei Recycling Economy Demonstration Park, Feidong County, Hefei City, Anhui Province, China

Enterprise type: Other limited liability companies

Major Business Scope: New material technology promotion service; basic chemical raw material

manufacturing; new material technology research and development; chemical product sales; renewable resource sales; synthetic material sales; battery sales; synthetic material manufacturing, etc.

Equity Structure: Anhui Gotion Feidong New Energy Technology Co., Ltd. holds 79.17% of the shares, and Anhui High-tech Investment New Material Industry Fund Partnership(L.P.) holds 16.67% of the shares, Hefei Jiahuang New Energy Partnership Enterprise (Limited Partnership) holds 4.17% of the shares.

Relationship with the Company: Mr. Li Zhen, the de facto controller of the Company, indirectly controls Hefei Qianrui. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

7) Hefei Yuanyuan Technology Co., Ltd. (referred to as "Yuanyuan Technology")

Date of establishment: July 6, 2022

Registered capital: RMB 50 million

Legal representative: Zhang Jiangwei

Registered address: No.88, Ketan Road, High-tech Zone, Lujiang County, Hefei City, Anhui Province

Business type: Other joint stock companies (unlisted)

Major Business Scope: Battery spare parts manufacturing; Battery spare parts sales; New membrane materials manufacturing; New membrane materials sales; Graphite and carbon products manufacturing; Graphite and carbon products sales; Paint manufacturing; Paint sales, etc.

Equity Structure: Nanjing Gotion Holding Group Co., Ltd. holds 52% of the shares, Hefei Yuanyuan Equity Investment Partnership (Limited Partnership) holds 15% of the shares; Hefei Fumo Equity Investment Partnership (Limited Partnership) holds 13% of the shares, Hefei Xin Zhitong Asset Management Partnership (Limited Partnership) holds 10% of the shares and Ms. Lai Xiaoyan holds 10% of the shares.

Relationship with the Company: Mr. Li Zhen, the de facto controller of the Company, indirectly

controls Yuanyuan Technology. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

8) Anhui Gotion Elephant Aluminum Technology Co., Ltd.(referred to as "Anhui Elephant Aluminum")

Date of establishment: March 26, 2020

Registered capital: RMB 200 million

Legal representative: Du Huo

Registered address: No.36, Yunlong Road, Longhu Industrial Park, Economic Development Zone, Huaibei City, Anhui Province, China

Enterprise type:Limited liability company (invested or controlled by natural persons)

Major Business Scope: General: Manufacture of new energy prime movers; Sales of new energy prime movers; Sales of new energy vehicle electric accessories; Battery manufacturing; Battery sales; Manufacture of electronic components and electromechanical component equipment; Sales of electronic components and electromechanical component equipment; Mold manufacturing; Mold sales, etc.

Equity structure: Gotion Holdings Group Co., Ltd. holds 65% of the shares and Mr. Zhang Hong holds 35% of the shares.

Relationship with the Company: Mr. Li Zhen, the actual controller of the Company, indirectly controls Anhui Xianglv. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

9) Shanghai Gotion Digital Energy Technology Co., Ltd. (referred to as "Shanghai Digital Energy")

Establishment date:January 17, 2022

Registered capital: RMB 100 million

Legal representative: Xu Haochen

Registered address: Room J5227, 1F, No.5358 Huyi Highway, Jiading District, Shanghai, China

Enterprise type: Limited liability companies (wholly owned by legal persons invested or controlled by natural persons)

Major Business Scope: Energy storage technology services; battery sales; intelligent power transmission, distribution and control equipment sales; new material technology research and development; battery leasing; new energy vehicle sales; new energy vehicle electric accessories sales; new energy vehicle power exchange facilities sales; new energy vehicle production and testing equipment sales; new energy prime mover equipment sales; emerging energy technology research and development.

Equity structure: Gotion Holdings Group Co., Ltd. holds 100%.

Relationship with the Company: Mr. Li Zhen, the de facto controller of the Company, indirectly controls Shanghai Digital Energy. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

10) Jiangsu Dianlala New Energy Technology Co., Ltd. (referred to as "Jiangsu Dianlala")

Date of establishment: October 11, 2024

Registered capital: RMB 50 million

Legal representative: Zhang Xiang

Registered address: No.8 Huyue East Road, Longchi Street, Liuhe District, Nanjing, Jiangsu Province, China

Type of enterprise: Limited liability company

Major Business Scope: Research and development of emerging energy technologies; sales of new energy vehicles; sales of electric accessories for new energy vehicles; sales of power exchange facilities for new energy vehicles; sales of motor vehicle charging; centralized fast charging stations; sales of charging piles; leasing of charging control equipment; operation of charging infrastructures for electric vehicles; leasing of storage batteries, etc.

Equity structure: Hefei Aole New Energy Vehicle Sales Limited Liability Company holds 60.00% of the shares; Jiangsu Diantou Yi Chong New Energy Technology Co., Ltd. Holds 40.00%

Relationship with the Company: Mr. Li Zhen, the de facto controller of the Company, indirectly controls Jiangsu Dianlala. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

11) Anhui Gotion Real Estate Management Co., Ltd. (referred to as "Gotion Real Estate")

Date of establishment: October 14, 2003

Registered capital: RMB 5 million

Legal representative: Han Xuewen

Registered address: Room 1-204, 3#1, Huajian Apartment (Guoxuanyuan), Intersection of Fei Xi Road and Qing Xi Road, Shushan District, Hefei City

Type of enterprise: Other limited liability companies

Major Business Scope: Property management; real estate brokerage; real estate consulting; sales of daily necessities; sales of household electrical appliances; land use right leasing; housing leasing; non-residential real estate leasing; parking lot services; automobile leasing; urban distribution and transportation services; lodging services; food and beverage services, etc.

Equity structure: Jiangsu Nanshi New Energy Investment Co., Ltd. holds 83.33% of the shares; Anhui Gotion Real Estate Co., Ltd. holds 16.50% of the shares; Chen Xihuai holds 0.17% of the shares.

Relationship with the Company: Mr. Li Zhen, the de facto controller of the Company, indirectly controls Gotion New Energy in the past twelve monthes. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

12) Gotion Holdings Group Co., Ltd. (referred to as "Gotion Group")

Date of establishment: 31 July 2002

Registered capital: RMB 200 million

Legal representative: Li Zhen

Registered address: 5/F, Tai'an Mansion, East Fengyang Road, Yaohai District, Hefei City, Anhui Province, China

Type of enterprise: Limited liability company (invested or controlled by natural persons)

Major Business Scope: Real estate development and operation, sales; property management, housing rental; hotel project development and operation management, tourist attraction development; new energy, new materials, new technology field investment, consulting; decoration engineering, etc.

Equity structure: Mr. Li Zhen holds 92% of the shares and other natural person shareholders hold 8% of the shares.

Relationship with the Company: Mr. Li Zhen, the de facto controller of the Company, directly controls Gotion Group. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

13)Tata AutoComp Gotion Green Energy Solutions Private Limited (referred to as "Tata Gotion").

Date of establishment: March 28, 2020

Registered capital: Rs. 200 million

Registration No.: U29304PN2020PTC190510

Registered address: TACO House, Plot No 20/B FPNO 85 V G DamlePath Off Law College Road Erandwane Pune Pune MH 411004 IN

Major Business Scope: This includes the design, development, validation and manufacturing of battery modules and packs, as well as battery management systems, for all types of passenger cars and commercial vehicles on a regional scale.

Equity structure: Hefei Gotion High-Tech Power Energy Company Co., Ltd. holds 40% and Tata AutoComp Systems Limited holds 60%.

Relationship with the company: Mr. Li Chen, one of the controlling shareholders of the Company, serves as a director of Tata Gotion. Pursuant to Rule 6.3.3 of the *Stocks Listing Rules on the Shenzhen Stock Exchange*, the said company is a related party of the Company.

(2) 2024 Annual Financial Data of Related Parties

Unit: RMB 10,000

No.	Company Name	Total Asset	Net Asset	Revenue	Net Profit
1	VW China	6,510,677.26	5,575,092.14	327,598.48	-101,292.14
2	Vietnam Gotion	197,445.90	67,498.14	0.00	-924.02
3	MCC New Energy	342,610.21	172,728.10	290,892.60	2,655.35
4	Nanjing Shengshi	93,929.73	6,318.93	121,344.27	203.07
5	Feidong New Energy	68,237.26	58,675.38	0	-34.68
6	Hefei Qianrui	141,918.31	43,542.72	44,697.74	-642.79
7	Yuanyuan Technology	78,522.00	7,968.5	48,231.00	2,285.00
8	Anhui Elephant Aluminum	50,393.05	15,156.63	154,717.22	352.7
9	Shanghai Digital Energy	38,174.51	11,950.73	43,724.73	3,152.92
10	Jiangsu Dianlala	—	—	—	—
11	Gotion Real Estate	10,429.00	4,305.00	8,823.00	1,733.00
12	Gotion Group	357,723.37	-7,123.22	20,759.11	6,084.44
13	Tata Gotion	—	—	—	—

Note 1: The above financial data of Volkswagen China, Vietnam Gotion, Feidong New Energy, Hefei Qianrui, Yuanyuan Technology, Anhui Elephant Aluminum, and Shanghai Digital Energy have been audited, and the others are unaudited.

(3) Analysis of the Performance Capability of Related Parties

The above-mentioned related parties are not dishonest judgment debtors subject to enforcement, and their production and operation are normal, their financial and credit status are good, and they

have good performance capability. They can fulfill the contents of the contract normally in daily transactions, and their performance capability does not have significant uncertainties.

III. Main Content of Related Party Transactions

(1) Pricing Policy and Basis

Transactions between the Company and related party units were conducted in accordance with the pricing principles of independent entities, fairness and reasonableness, and were based on market prices or prices stipulated by the state and local governments, with no price premiums or price discounts. The transaction prices were calculated based on the agreed prices and actual transaction quantities, and the payment arrangements and settlement methods were carried out with reference to the contractual agreements.

(2) Main Content of Related Transactions and Agreement Execution Status

1. Purchase of goods and raw materials or acceptance of services from related parties: Related parties have strong industrial scale and rich production experience in such aspects as raw materials and accessories for electric cores, etc., which provide reliable channels and safeguard the stability of the supply chain of the Company under the premise of fair pricing and ensuring the interests of the Company. At the same time, Gotion Group has greater advantages in property management and other aspects as well as the related party relationship formed by objective factors, and the occurrence of the above related transactions is both in line with the actual situation of the Company and conducive to the Company's cost saving and efficiency improvement.

2. Sales of goods and raw materials or provision of services to related parties: the Company shall ensure that the sales price of the relevant goods and raw materials is not lower than the market price of similar products provided by the Company to unrelated third parties.

3. Lease transactions: the Company shall negotiate and sign relevant contracts based on the market price of the same or similar land and housing leases of the subject of the lease, based on the fair market price, and the relevant lease contracts shall be signed for a period of not more than three years.

The Company's management is authorized to sign related transaction agreements with related parties according to actual production and operation. The transaction parties may adjust or increase or decrease the above transaction items based on actual needs, changes in market conditions, or other reasonable reasons. When the cumulative transaction amount exceeds the expected amount, the Company will fulfill the corresponding approval procedures and information disclosure obligations, and disclose the execution status in regular reports.

IV. Purpose of the Transactions and their Impact on the Company

The related transactions that the Company expects to occur in its daily operations are necessary for the Company's daily business, and the transaction prices are based on fair market prices, without harming the interests of the Company and its shareholders. These transactions will not affect the independence of the Company, and the Company's main business will not become dependent on related parties because of such transactions.

This proposal has been considered and approved during the 1st specialized meeting of the independent Directors in 2025, the 12th meeting of the 9th Board of Directors of the Company and the 12th meeting of the 9th Board of Supervisors of the Company.

The above proposal, related shareholders need to avoid voting, please non-affiliated shareholders review.

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Twelve

Proposal on the Renewal of the Accounting Firm for the Year 2025

Dear Shareholders:

Suya Jincheng Certified Public Accountants (Special General Partnership) (hereinafter referred to as “*Suya Jincheng*”) has provided audit services for the Company for 4 consecutive years. Since Suya Jincheng was engaged as the Company’s accounting firm, it has completed various audit work of the Company with due care and diligence by conducting independent audits in accordance with the practicing standards of independence, fairness and objectivity. As proposed by the Audit Committee of the Board of Directors of the Company, the Company intends to retain Suya Jincheng as the Company’s accounting firm for the year of 2025 to carry out the financial report auditing and internal control auditing. The details are set out below:

I. Basic information about the proposed renewal of the accounting firm

1. Organizational information

(1) Basic information

Name of the organization: Suya Jincheng Certified Public Accountants (special general partnership)

Type of organization: Special general partnership enterprise

Date of establishment: December 2, 2013

Registered address: Floors 14-16, Block A, Zhengtai Center Building, No. 159 Taishan Road, Jianye District, Nanjing City

Chief partner: Zhan Congcai

Historical development: Suya Jincheng Certified Public Accountants (special general partnership) was formerly known as Jiangsu Suya Audit Firm (formerly affiliated with the Jiangsu Provincial Audit Department), founded in May 1996. In October 1999, it was restructured as Jiangsu Suya Certified Public Accountants Co., Ltd. In July 2000, it was reorganized and established as Jiangsu Suya Jincheng Certified Public Accountants Co., Ltd. with the approval of the Jiangsu Provincial Department of Finance. On December 2, 2013, it was approved for conversion into a special general partnership enterprise.

Business qualifications: Suyu Jincheng has obtained the CPA firm practice certificate, and has the qualifications of bankruptcy case administrator designated by the people's court, judicial appraisal, and consultation services for military-related confidential business.

Personnel information: As of December 31, 2024, Suyu Jincheng has 621 employees, including 42 partners. It has 254 registered accountants, of which 161 have experience in securities-related business services.

Business information: Suyu Jincheng's total business income (unaudit) in 2024 was RMB 353 million, including RMB 300 million in audit business income and RMB 111 million in securities business income. In 2024, a total of 38 listed companies were provided with financial report auditing services, with total auditing fees totaling RMB 67 million, involving major industries such as: electrical machinery and equipment manufacturing, special equipment manufacturing, chemical raw materials and chemical products manufacturing, metal products industry, general equipment manufacturing, and so on. In 2024, it had 8 audit clients in the same industry as the Company, and Suyu Jincheng has practice experience in the Company's industry.

(2) Investor protection capability:

Suyu Jincheng has purchased professional liability insurance for registered accountants, and the purchase of professional insurance complies with relevant regulations. As of the end of 2024, the cumulative compensation limit for the professional insurance purchased by Suyu Jincheng is RMB 100 million, and the relevant professional insurance can cover civil compensation liability caused by audit failures.

Suyu Jincheng has 2 civil lawsuit pending trial in the past three years due to its practice behavior, and there may be a chance of assuming civil liability.

(3)Independence and integrity record:

Suyu Jincheng has not violated the requirements of independence in the "Code of Ethics for Chinese Certified Public Accountants" in the past three years.

Suyu Jincheng has not been criminally punished for its practice in the past three years (2022 to date), and has been administratively punished for its practice 2 times, supervisory and management measures 4 times, and disciplinary action once; the practitioners have been

administratively punished for their practice 2 times, supervisory and management measures 8 times, and disciplinary action once in the past three years (2022 to date), which involves 17 personnel

2. Project information

(1) Personnel information:

Proposed Project Partner: Luo Zhenxiong has been engaged in audit services for listed companies since 2005. He obtained his Chinese Certified Public Accountant qualification in 2007 and has been practicing at Suyu Jincheng since May 2010. He began providing audit services to the Company in 2020 and has signed audit reports for several listed companies including Yawei Co. Ltd. (002559) and Tunan Co. Ltd. (300855) in the past three years.

Proposed Signing Certified Public Accountant: Chen Qian, began practicing in Suyu Jinxin in July 2016, started to engage in the audit of listed companies in January 2017, obtained the qualification of Certified Public Accountant of the PRC in December 2020, and began to provide audit services for the Company in 2023;

Proposed Project Quality Control Reviewer: Wu Meihong, engaged in the audit of listed companies since 2011, obtained the qualification of Chinese Certified Public Accountant (CPA) in August 2009, and has been practicing in Suyu Jincheng Accounting Firm (Special Ordinary Partnership) since November 2010; in the past three years, she has reviewed 11 listed companies, 4 IPO companies and 17 listed companies.

(2) Independence and Integrity Records

The proposed accounting firm, project partner, signing certified public accountant, and project quality control reviewer have no relationship with the Company, actual controller, controlling shareholder, directors, supervisors, or senior management that may affect their independence.

The proposed project partner Chen Qian, proposed signing certified public accountant Li Zhenzhen, and proposed project quality control reviewer Wu Meihong have not been subject to criminal penalties, administrative penalties or supervision measures by the China Securities Regulatory Commission or its dispatched agencies, industry regulatory authorities, and

disciplinary actions by industry associations and other self-regulatory organizations in the past three years.

(3) Audit Fees

The audit fees for the Company's 2025 financial report is RMB 2.1 million, which are determined based on various factors, including the Company's business scale, industry, accounting complexity, and the number of audit personnel required for the annual report audit, as well as the workload and fee standards of the accounting firm.

This proposal has been reviewed and approved at the 1st Meeting of 2025 Audit Committee, the 12th meeting of the 9th Board of Directors and the 12th meeting of the 9th Board of Supervisors of the Company.

Please review the above proposal.

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Thirteen**Proposal on Remuneration Program for Directors, Supervisors and Senior Management for the Year 2025**

Dear Shareholders:

In order to further improve the Company's incentive and restraint mechanism, effectively mobilize the enthusiasm and creativity of the Company's directors, supervisors and senior management, and enhance the work efficiency and the Company's operating efficiency, the 2025 remuneration appraisal plan for directors, supervisors and senior management has been formulated in accordance with the *Articles of Association* of the Company and other relevant regulations, in conjunction with the Company's actual operation and development situation, with reference to the industry, the regional remuneration level and so on. The details are as follows:

I. Remuneration of Directors, Supervisors and Senior Management for the Year 2024

Based on the scale of the Company's operations and with reference to the industry remuneration level and other actual circumstances, the remuneration of directors, supervisors and senior management of the Company for the year 2024 is set out below:

Name	Job Title	Compensation before tax (RMB 10,000)
Li Zhen	Chairman, General Manager	185.68
Steven Cai	Director, Deputy General Manager	207.15
Olaf Korzinovski	Director	0.00
Rainer Ernst Seidl	Director	0.00
Zhang Hongli	Director	175.57
Sun Zhe	Independent Director	30.00
Qiao Yun	Independent Director	30.00
Qiu Xinping	Independent Director	30.00
Wang Feng	Independent Director	30.00
Wang Qisui	Deputy General Manager	166.98

Sun Aiming	Deputy General Manager	132.82
Wang Qiang	Deputy General Manager	171.14
Zhang Wei	Deputy General Manager	144.99
Wang Quan	Board Secretary	95.48
Zhang Yifei	Chief Financial Officer	127.61
Yang Dafa	Chairman of the Board of Supervisors	71.83
Li Yan	Supervisor	8.00
Wu Yibing	Supervisor of Employee Representatives	49.63

Note: 1. Excluding directors, supervisors and senior management who have left office during the reporting period.

2.Total remuneration before tax includes basic salaries, bonuses, allowances, subsidies, employee benefits and various insurance premiums, accumulation funds, annuities and other forms of remuneration received from the Company, excluding income from equity incentives and employee stock ownership plans.

II. 2025 Annual Remuneration Assessment Program

1.Applicable objects

This remuneration program applies to the Directors, Supervisors and Senior Management of the Company.

2.Applicable period

The remuneration program of the Directors, Supervisors and Senior management shall become effective upon consideration and approval by the GMS of the Company until the new remuneration packages are adopted, at which time they shall automatically become invalid.

3.Remuneration Standard

(1).Directors' Remuneration Program

A) Allowance for independent directors and chairman of the Company is RMB 300,000 per year (before tax);

B) Allowance for other directors of the Company (except independent directors and the Chairman) is RMB 160,000 per year (before tax);

C) Non-independent directors who hold managerial positions in the Company shall, in addition to receiving director's allowance, receive remuneration in accordance with the Company's relevant remuneration and performance appraisal management system according to the managerial positions they hold.

(2) Remuneration Program for Supervisors

A) Allowance for Supervisors of Company is RMB 80,000 per year (before tax);

B) The Supervisors who hold managerial positions in the Company shall, in addition to receiving supervisor's allowance, receive remuneration in accordance with the Company's relevant remuneration and performance appraisal management system according to the managerial positions they hold.

(3) Remuneration Program for senior management

The annual remuneration standard consists of "basic salary + performance salary + seniority allowance + annual business performance bonus".

A) Basic salary: The starting point and coefficients are determined in accordance with the positions and division of responsibilities of the above-mentioned personnel, including technical confidentiality allowances and various social insurances, in conjunction with the work objectives and assumption of responsibilities, etc., and are paid on a monthly basis;

B) Performance salary: The amount of performance salary is linked to the completion ratio of the Company's quarterly production and operation targets, as well as the advancement of the key and special work tasks in their respective areas of responsibility, and is issued on the basis of work performance assessment by the relevant assessment departments of the Company on the basis of their respective performance;

C) Seniority allowance: In order to reflect the share of years of service in the remuneration, according to the starting point and coefficient, the annual seniority allowance is determined based on the number of years of service for the Company, and is paid monthly together with the basic remuneration;

D)Annual business performance bonus: Based on the completion of the company's annual operation objectives as the basis for formulation and the "Organizational Performance Target Responsibility Letter" signed by the above personnel at the beginning of the year as the basis for assessment, focusing on the combination of annual performance and breakthroughs to carry out the comprehensive assessment, reflecting principles of the equal importance of incentives and penalties, co-undertake of risk and responsibility and closely links between personal and company' interests, the annual business performance bonus are assessed, appraised and issued at the end of the year.

4.Other Description

(1)Directors' and supervisors' allowances are paid quarterly;

(2)The basic salary and seniority allowance of directors, supervisors and senior management serving as specific management positions in the Company are paid on a monthly basis, the performance salary is paid on a quarter/annual basis, and the annual operation performance bonus is paid on the basis of the results of the annual performance appraisal, which is assessed and evaluated by the Remuneration and Evaluation Committee of the Board of Directors and reported to the Board of Directors or the General Meeting of Shareholders for approval at the end of the year.

(3)The above remuneration is pre-tax income, and the part of personal income tax involved will be uniformly withheld and paid by the Company. The Company may adjust the remuneration program according to the industry conditions and actual operation.

(4)If a director, supervisor and senior management member of the Company leaves his/her position due to a change of session, re-election or resignation during his/her term of office, his/her remuneration shall be calculated and paid according to his/her actual term of office. If they still work for the Company after leaving office, their remuneration shall be paid according to their positions.

(5)Matters not covered in this remuneration program shall be implemented in accordance with relevant laws, regulations, normative documents and the "Articles of Association" of the Company; if this remuneration program contradicts with relevant laws, regulations, normative documents and the "Articles of Association" of the Company amended through legal procedures to be

implemented in the future, it shall be implemented in accordance with relevant laws, regulations, normative documents and the “Articles of Association” of the Company amended through legal procedures.

The proposal has been submitted to the first meeting of the Remuneration and Evaluation Committee of the Company in 2025, the 12th meeting of the 9th Board of Directors and the 12th meeting of the 9th Board of Supervisors for consideration, respectively, and all the Directors and Supervisors have disqualified themselves from voting.

Related shareholders of the Company shall recuse themselves from voting on the above proposal, and other non-related shareholders are requested to consider the proposal.

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Fourteen

Proposal on Changing the Use of Raised Funds

Dear Shareholders :

I. Overview of funds raised by non-public offering of shares

(I) Basic situation

Approved by China Securities Regulatory Commission's CSRC License [2021] No. 1421"Approval of the Non-public Offering of Shares by Gotion High-Tech Co., Ltd.", the Company made a non-public offering of 384,163,346 new shares to a specific target, Volkswagen (China) Investment Co., Ltd. at an offering price of RMB 19.01 per share. As at November 5, 2021, the total funds raised by the Company from the non-public issue of A shares amounted to RMB 7,302,945,207.46, and after deducting various issuance expenses totaling RMB 72,090,121.84 (excluding tax), the actual net funds raised amounted to RMB 7,230,855,085.62. The availability of the aforesaid raised funds has been audited by KPMG Huazhen Certified Public Accountants (Special Ordinary Partnership), which has issued the Capital Verification Report (KPMG Huazhen Verification No. 2101182). The Company has adopted special account storage management for the raised funds.

All of the aforesaid proceeds have been deposited in the special account for management of raised funds, and the Company and the relevant subsidiaries have entered into agreements on the supervision of raised funds with the commercial banks and sponsors where the raised funds are deposited.

(II) Changes of the fund-raising project

On April 27, 2022, Company held the 16th Meeting of the 8th Board of Directors and the 16th Meeting of the 8th Board of Supervisors, reviewed and passed the Proposal on Changing the Use of Raised Funds, and agreed to change the "Gotion Battery Industrialization Project with Annual Output of 16GWh High-Specific Power Lithium Battery" to "Volkswagen Unified Cell Project with Annual Output of 20GWh", the implementation subject was changed from the wholly-owned subsidiary Hefei Gotion Battery Co., Ltd. to the wholly-owned subsidiary Hefei Gotion Battery

Technology Co., Ltd. (hereinafter referred to as "Gotion Battery Technology"), the implementation location was changed from Hefei Economic and Technological Development Zone to Hefei Xinzhan High-tech Industrial Development Zone. The above matters have been approved by the 2021 annual general meeting of shareholders of the Company. For details, please refer to the relevant announcement disclosed by the Company in the designated information disclosure media (Announcement No. : 2022-029).

On December 4, 2023, the Company held the 5th meeting of the 9th Board of Directors and the 5th meeting of the 9th Board of Supervisors, deliberated and approved the Proposal on Adjusting the Implementation Schedule of Some Raised Projects, and agreed that under the condition that the total amount of investment, implementation subjects and implementation contents of the raised projects remain unchanged, the time for the project "Annual Output of 20GWh Volkswagen Standard Cell Project" to reach the expected state of use will be adjusted from September 2023 to December 2024. For details, please refer to the relevant announcement disclosed by the Company in the designated information disclosure media (Announcement No. : 2023-096).

After the change, the funds raised by this non-public offering will be used to invest in the following projects:

Unit: RMB 10,000

No.	Name	Investment amount of raised funds after adjustment	Subject of implementation	The project reaches a predetermined serviceable state date
1	Annual Output of 20GWh VW Unified Cell Project	532,278.38	Hefei Gotion Battery Technology Co. LTD	December 2024
2	Gotion Material Annual Output of 30,000 Tons of High Nickel Ternary Cathode Material Project	100,000.00	Hefei Gotion Battery Material Co. LTD	December 2024
3	Replenishment of working capital	90,620.73	—	NA
Total		722,899.11	—	—

II. Use of funds raised by non-public issuance of shares

As of March 31, 2025, the use of funds raised by each project raised by this issue is as follows:

Unit: RMB 10,000

No.	Name	Total amount of planned investment of raised funds (adjusted) (1)	Actual accumulated investment amount (2)	Surplus raised funds (Note 1)	Percentage of funds used (3) = (2) / (1)
1	Annual Output of 20GWh VW Unified Cell Project	532,278.38	340,797.30	208,377.54	64.03%
2	Gotion Material Annual Output of 30,000 Tons of High Nickel Ternary Cathode Material Project	100,000.00	88,086.63	15,001.30	88.09%
3	Replenishment of working capital	90,620.73	90,650.00	304.70	100.03%
Total		722,899.11	519,533.93	223,683.54	—

Note 1: The surplus raised funds includes the accumulated amount of bank interest minus bank fees, etc., and the relevant issuance fees that have not been replaced and have been paid to the third party.

III. Details of the change in the use of the raised funds

In order to further improve the Company's production capacity layout, combined with the needs of project production and operation, upgrading the level of manufacturing process of battery cell, to meet the demand for high-performance lithium batteries for strategic customers, after careful study, under the circumstance that the implementation subject, location and total investment of the original project remain unchanged, the Company intends to change the original name of the project from “Annual Output of 20GWh VW Unified Cell Project” to “Volkswagen Unified Cell Production Line Project”, and to change the implementation content of the project from the “annual output of 20GWh power lithium-ion batteries, of which 10GWh ternary power batteries, 10GWh lithium iron phosphate power batteries” to “Annual output of 28GWh power lithium-ion batteries, of which 12GWh of ternary power batteries, 16GWh of lithium iron phosphate power batteries and supporting PACK production project” and adjust its time of the expected available usable state from December 2024 to December 2026. With the change of the implementation content of this project, the Company is still required to fulfill the approval and filing procedures for the change of the project construction, environmental protection and other aspects in

accordance with the requirements of the relevant laws and regulations. The company will actively strive to complete the governmental approval procedures related to the change of the project as soon as possible.

According to the relevant provisions of the *Stock Listing Rules on Shenzhen Stock Exchange* and the *Articles of Association* of the Company, this matter of change in the use of raised funds does not constitute a related party transaction, nor does it constitute a major asset reorganization as stipulated in the *Administrative Measures for Major Asset Reorganization of Listed Companies*.

IV. Main reasons for changing the use of the raised funds

(I) Original project plan and actual investment situation

The Company's originally raised project "Annual Output of 20GWh VW Unified Cell Project" is planned to be implemented by Hefei Gotion Battery Technology Co., LTD., a wholly-owned subsidiary of the Company, in Hefei New Station High-Tech Industrial Development Zone. The total investment of the project is RMB 10,005.15 million, and the intended utilization of the raised funds is RMB 5,322.7838 million. The project is scheduled to reach an expected available usable state in December 2024.

As of March 31, 2025, the project has invested a total of RMB 3,407.9730 million of raised funds, and the unused balance of raised funds is RMB 2,083.7754 million (Including handling fee deduction and bank interest income and fees paid to third parties that have not been replaced).

(II) Reasons for changing the original raised project

With the impetus of the rapid growth of new energy vehicles, in 2024, China's power battery installed capacity achieved 548.4 GWh, a cumulative year-on-year growth of 41.5%, of which lithium iron phosphate accounted for more than 74%, the global power battery installed capacity achieved 894.4 GWh, a year-on-year growth of 27.2%, of which lithium iron phosphate accounted for more than 74.6%. In order to improve the efficiency of the use of raised funds, meet the demand of strategic customers for high-performance lithium batteries, achieve the Company's overall business development planning and other objective needs, the Company intends to change the use of funds raised, the original investment project changed to "Volkswagen Unified Cell Production Line Project". In response to the rapid growth of the new energy vehicle industry,

China's cumulative battery pack installation volume reached 54.84 GWh in 2024, marking a yoy increase of 41.5%. Among these, lithium iron phosphate (LFP) batteries accounted for over 74% of the total installation. From global perspective, the cumulative battery installation volume stood at 89.44 GWh, representing a 27.2% yoy growth, with LFP batteries constituting 74.6% of the global market share. To enhance the efficiency of capital utilization from fundraising, while meeting the demand for high-performance power lithium-ion batteries from strategic clients, and achieving the company's overall operational development, strategy, the Company plans to reallocate the fundraising capital and change the original project to the "Volkswagen Unified Cell Project" ("VW UC Project"). In response to demand for high-performance power lithium-ion batteries from strategic customers, and to full utilization of fundraising, the Company plans to upgrade and optimize the existing production facility, further expanding the production capacity of power battery. Meanwhile, considering that the original design performance indicators of the battery cells can no longer meet the strategic customers' latest technical requirements, the expansion of production capacity will be accompanied by a comprehensive revamp of the battery cell design to ensure that the product performance reaches the leading level in the industry and effectively meet the customers' requirements for high-performance and high-reliability power batteries. The capacity expansion will deeply integrate the company's self-developed high-density cathode materials and high-rate cell technology, through optimizing the formulation of cathode/anode materials, improving cell structural design and manufacturing processes, to produce next-generation high-performance power lithium-ion cells featuring high energy density, high charge-discharge efficiency and long cycle life.

In order to ensure the smooth implementation of the fund-raising project after the change, the time of expected available use state will be adjusted from December 2024 to December 2026, and the implementation subject, implementation location and total investment will remain unchanged. The completion of the above change will accelerate the investment and construction of the project, enhance the use efficiency of raised funds, and further meet the market demand of the Company's customers.

V. Basic information of newly raised projects after the change

(I) Basic information and investment plan of the project

1. Project name: Volkswagen Unified Cell Production Line Project

2. Implementation subject: Hefei Gotion Battery Technology Co., LTD

The Company indirectly holds 100% equity of Gotion Battery Technology. Among them, its wholly-owned subsidiary Hefei Gotion High-Tech Power Energy Co., Ltd. holds 95% of its equity, and its wholly-owned subsidiary Jiangsu Gotion New Energy Technology Co., Ltd. holds 5% of its equity.

3. Implementation place: southwest of the intersection of Weiwu Road and New Bengbu Road, High-tech Industrial Development Zone, New Station, Hefei

4. Construction period: 54 months

5. Project construction content: Annual output of 12GWh ternary battery cells, 16GWh lithium iron phosphate battery cells and supporting PACK production project

6. The project covers an area of approximately 307,901.61 Sqm

7. The total investment of the project is RMB 10,005.15 million, including RMB 8,452.03 million of fixed asset investment, RMB 390.97 million of base working capital, RMB 5,322.7838 million of net amount of raised funds to be used, and the rest is self-financing, funds of the Company. When the Company solves the project fund needs through self-financing, it will perform the corresponding decision-making procedures of the Company in accordance with the “*Listing Rules of Shenzhen Stock Exchange*”, the “*Articles of Association*” and other relevant systems. The specific investment content is as follows:

Unit: RMB 10,000

No.	Item	Total amount of investment	Percentage
1	Engineering and equipment purchase costs	770,229.50	76.98%
1.1	Construction project	77,400.00	7.74%
1.2	Purchase of equipment	627,501.10	62.72%
1.3	Project of installation	65,328.40	6.53%
2	Other expenses for project construction	34,725.70	3.47%
3	Reserve fund	40,247.80	4.02%

4	Interest during construction period	24,990.00	2.50%
5	Annual working capital	130,322.00	13.03%
5-1	Base working capital	39,096.60	3.91%
Total		1,000,515.00	100.00%

(II) Project feasibility analysis

Compared with the original raised project, the changed raised project is mainly the expansion of production scale, the feasibility of project implementation is unchanged from the original project, the project construction is in line with the national industrial policy, the Company has profound customer resources and the talent advantage of project implementation.

(III) Project economic benefit analysis

After comprehensive calculation, the after-tax financial internal rate of return is 15.9 %, and the static investment payback period is 9.5 years (including the construction period), which has good economic benefits.

VI. The impact of this change in the use of raised funds on the Company

This change in the use of the raised funds is a reasonable adjustment made by the Company based on the current market environment and future strategic development plan and careful consideration of the economy and effectiveness of the implementation of the raised projects. The changed raised projects meet the actual business needs of the Company, and the construction background and technical scheme of the raised projects have not changed significantly. This change does not change the direction of the raised funds in a disguised way or damage the interests of shareholders, and will not have a significant adverse impact on the normal production and operation of the Company. Meanwhile, it is conducive to meeting the needs of customers, perfecting the layout of production capacity, and optimizing the allocation of funds and resources. It complies with relevant provisions such as “Regulatory Guidelines for Listed Companies No. 2 - Regulatory Requirements for Management and Use of Raised Funds by Listed Companies”, “Shenzhen Stock Exchange Self-disciplinary Supervision Guidelines for Listed Companies No.1 - Standard Operation of Listed Companies on the Main Board”, and “Management Measures for Raised Funds of the Company”.

This proposal has been considered and approved by the Company's 12th meeting of the 9th Board of Directors and 12th meeting of the 9th Board of Supervisors.

Please review the above proposal.

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Fifteen**Proposal on the Completion of Part of Fund-Raising Projects and Permanent Replenishment of Working Capital with Surplus Raised Funds**

Dear Shareholders:

In view of the fact that part of the fund-raising investment projects of the Company's non-public offering in 2021 has reached the intended state of use, the Company intends to complete the fund-raising project "Gotion Materials Annual Production Capacity of 30,000 Tons of High-Nickel Ternary Cathode Materials Project", and the total amount of the remaining fund-raising funds of RMB150.013 million will be used to supplement the liquidity of the Company permanently for the daily production and operation activities of the Company. Details are as follows:

I. Overview of investment projects with raised funds**(I) Basic situation**

On April 27, 2021, Gotion received the Reply on the Approval of the Non-public Offering of Shares of Gotion High-tech Co., LTD. (CSRC License [2021] No. 1421) issued by China Securities Regulatory Commission, which approved the non-public offering of no more than 384,163,346 new shares of the Company. Company's non-public offering of shares (hereinafter referred to as the "Offering") actually issued 384,163,346 shares at an issue price of RMB 19.01 per share, the total amount of funds raised was RMB 7,302,945,207.46. After deducting the issuance expenses related to the raised funds, the total amount is RMB 72,090,121.84 (excluding tax), and the actual net raised funds is RMB 7,230,855,085.62. The funds allocation has been examined by KPMG Huazhen Accounting Firm (Special General partnership) with the Capital Verification Report (KPMG Huazhen Verification No. 2101182). The Company has adopted a special account to store and manage the raised funds.

All of the aforesaid raised funds have been deposited in the special account for management of raised funds, and the Company and the relevant subsidiaries have entered into agreements on the supervision of raised funds with the commercial banks and sponsors where the raised funds are deposited.

(II) Changes of the raised project

On April 27, 2022, Company held the 16th Meeting of the 8th Board of Directors and the 16th Meeting of the 8th Board of Supervisors, reviewed and passed the Proposal on Changing the Use of Raised Funds, and agreed to change the “Gotion Battery Industrialization Project with Annual Output of 16GWh High-Specific Power Lithium Battery” to “Annual Output of 20GWh VW Unified Cell Project”, the implementation subject was changed from the wholly-owned subsidiary Hefei Gotion Battery Co., Ltd. to the wholly-owned subsidiary Hefei Gotion Battery Technology Co., Ltd. (hereinafter referred to as "Gotion Battery Technology"), the implementation location was changed from Hefei Economic and Technological Development Zone to Hefei Xinzhan High-Tech Industrial Development Zone. The above matters have been approved by the 2021 annual general meeting of shareholders of the Company. For details, please refer to the relevant announcement disclosed by the Company in the designated information disclosure media (Announcement No. : 2022-029).

On December 4, 2023, the Company held the 5th meeting of the 9th Board of Directors and the 5th meeting of the 9th Board of Supervisors, deliberated and approved the Proposal on Adjusting the Implementation Schedule of Some Raised Projects, and agreed that under the condition that the total amount of investment, implementation subjects and implementation contents of the raised projects remain unchanged, the time for the project “Annual Output of 20GWh VW Unified Cell Project” to reach the expected state of use will be adjusted from September 2023 to December 2024. For details, please refer to the relevant announcement disclosed by the Company in the designated information disclosure media (Announcement No. : 2023-096).

After the change, the funds raised by this non-public offering will be used to invest in the following projects:

Unit: RMB T10,000

No.	Name	Investment amount of raised funds after adjustment	Subject of implementation	The project reaches a predetermined serviceable state date
1	Annual Output of 20GWh VW Unified Cell Project	532,278.38	Hefei Gotion Battery Technology Co. LTD	December 2024
2	Gotion Material Annual Output of 30,000 Tons of	100,000.00	Hefei Gotion Battery Material	December 2024

	High Nickel Ternary Cathode Material Project		Co. LTD	
3	Replenishment of working capital	90,620.73	—	NA
Total		722,899.11	—	—

II. Deposit and management of the funds raised by the closing project

In accordance with relevant laws and regulations and the “*Shenzhen Stock Exchange Self-disciplinary Supervision Guidelines for Listed Companies No.1 - Standard Operation of Listed Companies on the Main Board*”, and in accordance with the principles of standardization, safety, efficiency and transparency, the Company has formulated the “*Management Measures for Raised Funds*”, which makes clear provisions on the storage, approval, use, management and supervision of raised funds. to ensure the standardized use of raised funds in the system.

As at March 31, 2025, part of the fund-raising project of the Company's 2021 non-public offering, “Gotion Materials with an annual output of 30,000 tons of high Nickel ternary cathode Material Project” has been completed and is to be closed, and its fund-raising account is as follows:

Unit: RMB 10,000

Name of account	Name of bank	Bank account number	Type of account	Balance of payments	Note
Hefei Gotion Battery Material Co., Ltd	1302015419200380883	ICBC Hefei Shushan Sub-branch	Special account for raised funds	1.30	Current account balances

Note 1: As of March 31, 2025, the Company used the temporarily idle raised funds from the above special account for raised funds to temporarily supplement working capital in the amount of RMB 150.00 million in total, which was returned on April 10, 2025 as scheduled.

III. Use of funds raised and savings of the closing project

As of March 31, 2025, the use and savings of raised funds of the Company's 2021 non-public offering part of the project “Gotion Materials annual output of 30,000 tons of high nickel ternary cathode material project” are as follows:

Unit: RMB 10,000

No.	Name of investment project	The amount of raised funds to be invested	Actual amount of raised funds invested	Interest income and other income after deducting fees	Surplus funds raised
1	Annual output of 30,000 tons of high nickel ternary cathode material project	100,000.00	88,086.63	3,087.92	15,001.30

The net fund raised by the Company through non-public offering of shares is RMB 7,230.8551 million, and the “Gotion Material annual output of 30,000 tons of high Nickel ternary cathode material Project” plans to use the raised fund of RMB 1 billion. As of March 31, 2025, the accumulative actual investment of the above fundraising project is RMB 880.8663 million (excluding supplementary working capital), the accumulative amount of bank interest generated by the special account for the raised fund minus bank fees is RMB 30.8792 million, and the balance of the special account for the raised fund is RMB 150.0130 million.

IV. The main reason for the surplus of raised funds

1. In the process of project implementation, the Company strictly follows the relevant provisions on the use of raised funds, according to the project planning combined with the actual situation, on the premise of ensuring the quality of the project, in line with the principle of economy, rationality and effectiveness, strengthens the supervision and control of project costs, and effectively reduces the project construction costs and expenses through strict control of project management and rational allocation of resources, which saved part of the raised funds.
2. In order to improve the efficiency of the use of raised funds and reasonably reduce financial expenses, according to the progress of the company's fundraising projects, under the premise of not affecting the development of the fundraising projects, the company will use part of the idle funds raised to purchase bank financial products to generate income, at the same time, the funds raised during the period of deposit in the bank generated interest income.
3. As part of the balance payment of the contract is still pending, the Company will continue to make relevant payments in accordance with the relevant transaction contract.

V. Plan for the use of the surplus raised funds and its impact on the company

In order to use the raised funds more reasonably and improve the use efficiency of the raised funds, the Company intends to use the surplus raised funds RMB 150.0130 million after the completion of the above raised funds investment project (Statistics as of March 31, 2025, including the

outstanding contract balance and the interest income after deducting the handling fee, the actual amount shall be subject to the balance of the special account on the day when the funds are transferred) to permanently supplement the working capital of the Company. Used for the daily business activities of the company. After the implementation of the permanent replenishment of working capital of the surplus raised funds, the company will cancel the special account of raised funds in due course. After the cancellation of the special account, the supervision agreement signed by the company, the sponsor institution and the account opening bank related to the raised funds of the project shall terminate accordingly.

The Company's use of the surplus raised funds to permanently supplement working capital is conducive to improving the use efficiency of the raised funds, reducing financial costs, improving the Company's operating benefits, and maximizing the interests of the Company and shareholders. It does not violate the relevant provisions of China Securities Regulatory Commission and Shenzhen Stock Exchange on the use of the raised funds of listed companies.

According to the *"Shenzhen Stock Exchange Self-disciplinary Supervision Guidelines for Listed Companies No.1 - Standard Operation of Listed Companies on the Main Board"* and other relevant provisions on the management of raised funds, the Company has completed the above investment projects of the raised funds, which meets the conditions of using the surplus raised funds for permanent replenishment of working capital.

This proposal has been considered and approved by the Company's 12th meeting of the 9th Board of Directors and 12th meeting of the 9th Board of Supervisors.

Please review the above proposal.

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Sixteen**Proposal on Amending Certain Management Systems of the Company**

Dear Shareholders:

I.Reasons and bases for this revision of the Company’s management system

To further improve the company’s internal control system and ensure lawful and compliant operations, the Company has revised several management regulations in accordance with the latest provisions of the following laws, regulations, and normative documents: “*Stocks Listing Rules on the Shenzhen Stock Exchange (Revised in 2024)*”, “*Shenzhen Stock Exchange Self-disciplinary Supervision Guidelines for Listed Companies No.1 - Standard Operation of Listed Companies on the Main Board (Revised in December 2023)*”, “*Shenzhen Stock Exchange Self-disciplinary Supervision Guidelines for Listed Companies No.7-Transactions and Related-Party Transactions (Revised in 2025)*”.

II. Status of the current revision of the Company’s management system

No.	System Name	Deliberation Procedure
1	Management System for External Guarantees	General Meeting of Shareholders
2	Management System for the Related Party Transactions	General Meeting of Shareholders
3	Management System for the Securities Investment and Derivatives Trading	General Meeting of Shareholders
4	Management System for Delegated Financial	General Meeting of Shareholders

The details of this revised system are set out in the annex.

This proposal has been considered and approved by the 12th meeting of the 9th Board of Directors of the Company.

Please review the above proposal.

Annex 7:Part of the Company’s Management System (April 2025)

Gotion High-Tech Co., Ltd.

May 28, 2025

Proposal Seventeen

Proposal on Financial Assistance to a Participating Company and Related-Party Transaction

Dear Shareholders:

I. Overview of the Financial Assistance

(I) Summary of matters

In order to meet the capital requirements for the project construction and daily operation of V-G HIGH-TECH ENERGY SOLUTIONS CO., LTD (hereinafter referred to as “Vietnam Gotion”, a Participating Company), the grandson company of the Gotion High-Tech Co., Ltd., GOTION INC. , intends to provide financial assistance to Vietnam Gotion with its own and self-financing funds, the financial assistance will not affect the Company’s normal business operation and use of funds, and does not fall into the circumstances specified in the “*Stocks Listing Rules on the Shenzhen Stock Exchange*” and the “*Self-disciplinary Supervisory Guidelines for Listed Companies on the Shenzhen Stock Exchange No. 1 - Standardized Operation of Listed Companies on the Main Board*”, which stipulate that the provision of financial assistance is prohibited.

Mr. Li Chen, one of the controlling shareholders of the Company, serves as a director of Vietnam Gotion. Pursuant to the relevant provisions of the “*Stocks Listing Rules on Shenzhen Stock Exchange*”, Vietnam Gotion is a related-party legal person of the Company, and this financial assistance matter constitutes a related-party transaction.

(II) Basic situation of the financial assistance

The amount of the financial assistance shall not exceed (inclusive) 71.66 million US dollars, the term of the financial assistance shall not exceed 7 years, and GOTION, INC. shall receive interest on the financial assistance at a rate of not less than 5% per annum. VINEG GREEN ENERGY SOLUTIONS JOINT STOCK COMPANY (hereinafter referred to as “VINEG”), the other shareholders of Vietnam NGotion, will provide financial support in proportion to their capital contribution.

II. Basic Situation on the Subsidized Recipients

1. Company name: V-G HIGH-TECH ENERGY SOLUTIONS CO., LTD

2. Date of establishment: October 10, 2022
3. Registered capital: \$104.50 million
4. Legal representative: Huang Jianxin
5. Registered address: Lot CN4, CN5, Vung Ang Economic Zone, Ky Loi Community, Ky Anh Town, Ha Tinh Province, Vietnam
6. Major Business scope: Manufacture and sale of power batteries.
7. Equity structure: The Company's wholly-owned grandson, GOTION, INC. holds 51% shares and VINEG GREEN ENERGY SOLUTIONS JOINT STOCK COMPANY holds 49% shares.
8. Main financial data:

Unit: VND 0.1 billion

Item	As of December 31, 2023	As of September 30, 2024
Total Asset	32,487.86	50,971.21
Total debt	7,447.54	26,283.95
Total Asset	26,840.31	24,687.26
Item	FY 2023	January-September 2024
Total Asset	0.00	0.00
Total Asset	798.73	-353.05

Note: FY 2023 financials have been audited and January-September 2024 data is unaudited.

9. The Company did not provide financial assistance to Vietnam Gotion in previous fiscal years.
10. Vietnam Gotion is a non-default executor with good credit standing and no obstacles to its ability to perform.

III. Basic situation on the other shareholder

1. Company name: VINEG GREEN ENERGY SOLUTIONS JOINT STOCK COMPANY

2. Date of establishment: May 23, 2024
3. Registered capital: VND 6.48 trillion
4. Legal representative: Mei Xiangnei
5. Registered address: Jihai Island, Jihai Township, Jihai District, Haifang City, Vietnam, Tingyu - Jihai Economic Zone
6. Business scope: Battery production and manufacturing; production of basic chemicals; installation of industrial equipment and machinery; retail sales of automotive parts; real estate business and sales; technical inspections and analyses, etc.
7. Equity structure: VINFAST AUTO LTD. (hereinafter referred to as “VINFAST”), a listed company in Vietnam, owns 99.8% of shares of VINFAST TRADING AND PRODUCTION JOINT STOCK COMPANY through its controlling subsidiary, and 0.2% of its shares are owned by other minority shareholders.
8. Description of related-party relationship: The VINEG is not affiliated with the Company.

IV. Main Content of Assistance Agreement

Vietnam Gotion, a affiliated participating Company, intends to borrow from GOTION, INC., a grandson company of the Company, up to and including 71.66 million US dollars for the purpose of purchasing equipment and assets as well as for daily operation, with a term of the loan not exceeding and including 7 years, and interest shall be paid to GOTION, INC. at a rate of not less than 5% per annum, payable semiannually.

GOTION, INC. will sign a funding agreement with Vietnam Gotion according to its actual operational needs, agreeing on the funding period, default liability, etc., and the final total amount of the actual funding will not exceed the amount of this grant. Meanwhile, the Company requests the General Meeting of Shareholders to authorize the Board of Directors of the Company and its authorized body to specifically handle the relevant matters. The Company will continue to track the subsequent progress and fulfill the corresponding information disclosure obligations in a timely manner in accordance with the requirements of relevant regulations.

V. Financial Assistance Risk Analysis and Risk Control Measures

1.The Company has assigned directors, general managers, financial officers and other personnel to Vietnam Gotion, and the Company will closely monitor the operation and management of Vietnam Gotion to control risks.

2.In order to reduce the risk of this financial assistance, VINEG, the other shareholders of Vietnam Gotion, will provide financial assistance to Vietnam Gotion in accordance with the proportion of their capital contribution.

The proposal has been considered and approved at the 3rd Specialized Meeting of Independent Directors of the Company in 2024, the 11th Meeting of the 9th Board of Directors and the 11th Meeting of the 9th Board of Supervisors. The connected directors have recused themselves from voting.

The connected shareholders are required to disqualify themselves from voting on the above proposals, and the non-connected shareholders are requested to consider the proposals.

Gotion High-Tech Co., Ltd.

May 28, 2025

Annex 1**Gotion High-Tech Co., Ltd.****2024 Annual Work Report of the Board of Directors**

In 2024, in strict accordance with the *Company Law of the People's Republic of China* (the “**Company Law**”), the *Securities Law of the People's Republic of China* (the “**Securities Law**”), and the *Rules Governing the Listing of Shares on Shenzhen Stock Exchange* (the “**Listing Rules**”) and other relevant laws, regulations and regulatory documents, as well as the *Articles of Association* and the *Working Rules of the Board of Directors* and other regulations of the Company, the Board of Directors of Gotion High-Tech Co., Ltd. (the “**Company**”) practically performed and/or exercised the duties and powers conferred on it by the General Meeting of Shareholders (the “**GMS**”), strictly implemented various resolutions of the GMS, proactively promoted the implementation of various resolutions of the Board of Directors, and constantly standardized the corporate governance structure of the Company, aiming to ensure the scientificity of the decision-making of the Board and its standardized operation, promote the healthy and stable development of the Company on a continuous basis, and safeguard the legitimate rights and interests of the Company and its shareholders. The work of the Board of Directors of the Company in 2024 is hereby reported as follows:

I. Overview of the Company's Operation during the Reporting Period

Amid the accelerating energy revolution, the power and transportation sectors have become pivotal in reducing carbon emissions. The global new energy vehicle industry continues its rapid growth, with the power battery sector experiencing accelerated integration driven by technological innovation and scale effect. Benefiting from the global energy transition and the growing demand for grid stability, the energy storage battery industry is entering a phase of large-scale expansion, with increased cell capacity and extended cycle life emerging as key trends, alongside the growing adoption of commercial, industrial, and residential energy storage applications. In 2024, the Company achieved operating income of RMB 35,391.8171 million, up 11.98% year on year; operating profit RMB 1283.4497 million, up 31.58% year on year; total profit RMB 1263.1097 million, up 33.22% year on year; net profit RMB 1154.1342 million, up 19.09%, including net profit attributable to the owner of the parent company RMB 1206.7901 million, up 28.56%.

During the reporting period, with a close view to achieving the established strategic and business objectives, the Company firmly promoted the implementation of the strategy, and maintained steady growth in operating performance under the situation of continuous decline in market prices. The primary operating results of the Company involve the following four aspects: **Firstly, leading with advanced technologies and an evolving product matrix.** The Company has continued to launch next-generation cell products, reinforcing its foundation for sustainable growth and further consolidating market share. **Secondly, dual-track progress in domestic and international markets, alongside enhanced manufacturing capabilities.** The capacity and utilization of domestic bases continued to rise, with monthly deliveries reaching new highs. The construction of multiple overseas manufacturing bases progressed in an orderly manner, and the realization of localized production accelerated. Meanwhile, the Company has been dedicated to advancing the integration of extreme manufacturing, AI-driven control, and other digital technologies into new production lines, consistently improving their intelligence and operational efficiency. **Thirdly, power and energy storage serving as two growth drivers supported by an upgraded marketing structure.** In the domestic market, the Company deeply cultivated high-end fields, some high-end models were fixed and mass-produced successively, the heavy truck market grew rapidly and achieved delivery, and a number of new leading strategic customers emerged in energy storage applications. In the Americas, Asia Pacific, Europe and Africa and other places, the Company comprehensively expanded its business, obtained a number of fixed new international strategic customers, and continuously improved its business layout. **Fourthly, execution of global strategy and accelerated overseas expansion.** As the Company's global footprint continued to mature, the marketing, operations, and management teams across three regions gradually took shape, while local construction progressed steadily, expanding regional market coverage. The international after-sales service network also grew, with a rising number of customer service outlets established in an orderly manner. In 2024, overseas business revenue increased by over 70% year-on-year, with total sales reaching a record high of over RMB ten billion.

II. Main Work of the Board of Directors during the Reporting Period

(I) Meetings of Board of Directors

During the reporting period, the Company held 6 meetings of the Board of Directors in total, and the following proposals were discussed at such meetings and resolutions were made accordingly:

No.	Meeting Name	Meeting Date	Meeting Form	Proposals Reviewed and Passed
1	The 6th meeting of the 9th Board of Directors	April 18, 2024	On-site and via means of communication	<p><i>Proposal on the 2023 Work Report of the General Manager</i></p> <p><i>Proposal on the 2023 Work Report of the Board of Directors</i></p> <p><i>Proposal on the 2023 Final Financial Accounts Report</i></p> <p><i>Proposal on the 2023 Annual Report and its Summary</i></p> <p><i>Proposal on the 2023 ESG (Environment, Social and Corporate Governance) Report</i></p> <p><i>Proposal on the 2023 Self-evaluation Report on Internal Control</i></p> <p><i>Proposal on the 2023 Special Report on Deposit and Use of Raised Funds</i></p> <p><i>Proposal on the 2023 Profit Distribution Plan</i></p> <p><i>Proposal on the 2024 Financial Budget Report</i></p> <p><i>Proposal on the 2024 Application for the Comprehensive Credit Line</i></p>

				<p><i>Proposal on the 2024 Prediction of the Guarantee Amount</i></p> <p><i>Proposal on the 2024 Use of Own Idle Funds for Entrusted Financial Management</i></p> <p><i>Proposal on the 2024 Business of Foreign Exchange Hedging</i></p> <p><i>Proposal on the 2024 Prediction of Daily Related-party Transactions</i></p> <p><i>Proposal on the 2024 Renewal of Accounting Firm</i></p> <p><i>Proposal on Compensation Plan for Directors and Senior Executives in 2024</i></p> <p><i>Proposal on Changes in Accounting Policies</i></p> <p><i>Proposal on the 2024 First Quarter Report</i></p> <p><i>Proposal on the Adjustment of the Members of the Audit Committee of the Board of Directors</i></p> <p><i>Proposal on the Fulfillment of the Conditions for the Second Unlock Period of the Third Employee Stock Ownership Plan</i></p> <p><i>Proposal on Requesting the Convening of the 2023 Annual General Meeting of Shareholders</i></p>
2	The 7th	April 30, 2024	Via means of	<i>Proposal on the “Fourth Employee</i>

	meeting of the 9th Board of Directors		communication	<p><i>Stock Ownership Plan of the Company (Draft)” and Its Summary Proposal on the “Measures for the Management of the Fourth Employee Stock Ownership Plan of the Company”</i></p> <p><i>Proposal on Requesting the General Meeting of Shareholders to Authorize the Board of Directors to Handle Matters Related to the Fourth Employee Stock Ownership Plan</i></p> <p><i>Proposal on Formulating an “Independent Director Work System”</i></p> <p><i>Proposal on Amending Part of the Company’s Management System</i></p>
3	The 8th meeting of the 9th Board of Directors	June 21, 2024	Via means of communication	<p><i>Proposal on the Adjustment of the Exercise Price under the 2021 Share Option Incentive Plan</i></p> <p><i>Proposal on the Adjustment of the Exercise Price under the 2022 Share Option Incentive Plan</i></p> <p><i>Proposal on the Adjustment of the Transfer Price under the Fourth Employee Stock Ownership Plan</i></p>
4	The 9th meeting of the 9th	August 27, 2024	On-site and via means of communication	<p><i>Proposal on the 2024 Semi Annual Report of the Company and Its Summary,</i></p>

	Board of Directors			<p><i>Proposal on the Special Report on the Deposit and Use of the Raised Funds in the Half Year of 2024</i></p> <p><i>Proposal on the Use of Part of the Idle Raised Funds for Cash Management</i></p> <p><i>Proposal on the Fulfillment of the Exercise Conditions for the Second Exercise Period of the 2021 Share Option Incentive Plan</i></p> <p><i>Proposal on Cancelling Part of the Share Options under the 2021 Share Option Incentive Plan</i></p> <p><i>Proposal on the Fulfillment of the Exercise Conditions for the Second Exercise Period of the First Grant of the 2022 Share Option Incentive Plan</i></p> <p><i>Proposal on Cancelling Part of the Share Options under the First Grant of the 2022 Share Option Incentive Plan</i></p> <p><i>Proposal on the Proposed Registration and Issuance of Medium-term Notes and Ultra-short-term Financing Bonds</i></p> <p><i>Proposal on the 2024 Prediction of New Daily Related-party Transactions</i></p>
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5	The 10th meeting of the 9th Board of Directors	October 28, 2024	On-site and via means of communication	<p><i>Proposal on By-elections for the Non-Independent Directors for the Ninth Board of Directors</i></p> <p><i>Proposal on the Company's 2024 Third Quarter Report</i></p> <p><i>Proposal on Requesting the Convening of the First Extraordinary General Meeting of Shareholders in 2024</i></p>
6	The 11th meeting of the 9th Board of Directors	December 11, 2024	On-site and via means of communication	<p><i>Proposal on the Use of Idle Raised Funds to Temporarily Replenish Working Capital</i></p> <p><i>Proposal on the Investment in the Construction of Morocco New Energy Battery Production Base</i></p> <p><i>Proposal on the Investment in the Construction of Slovakia New Energy Battery Production Base</i></p> <p><i>Proposal on the 2024 Prediction of New Daily Related-party Transactions</i></p> <p><i>Proposal on Providing Financial Assistance to Participating Companies and Related-party Transactions</i></p> <p><i>Proposal on Cancelling Part of the Share Options under the 2021 Share Option Incentive Plan</i></p> <p><i>Proposal on Amending the</i></p>

				<i>“Investor Relations Management System”</i> <i>Proposal on Formulating a “Market Value Management System”</i>
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For the 6 meetings of the Board of Directors held in 2024, the convening and holding procedures, the qualifications of the attendees thereof, the voting procedures and results, and the resolutions are all in line with the requirements of the *Company Law*, the *Articles of Association* and the *Working Rules of the Board of Directors*.

(II) The GMSs Organized by the Board of Directors

In 2024, the Board of Directors of the Company convened and organized two GMSs, including one annual GMS and one extraordinary GMS. The following proposals were discussed at such meetings and resolutions were made accordingly:

No.	Meeting Name	Meeting Date	Proposals Reviewed and Passed
1	The annual GMS in 2023	May 21, 2024	<i>Proposal on the 2023 Work Report of the Board of Directors</i> <i>Proposal on the 2023 Work Report of the Board of Supervisors</i> <i>Proposal on the 2023 Report on Final Financial Accounts</i> <i>Proposal on the 2023 Annual Report and its Summary</i> <i>Proposal on the 2023 Special Report on the Deposit and Use of Raised Funds</i> <i>Proposal on the 2023 Profit Distribution Plan</i> <i>Proposal on the 2024 Financial Budget Report</i> <i>Proposal on the 2024 Application for the</i>

			<p><i>Comprehensive Credit Line</i></p> <p><i>Proposal on the 2024 Prediction of the Guarantee Amount</i></p> <p><i>Proposal on the 2024 Use of Own Idle Funds for Entrusted Financial Management</i></p> <p><i>Proposal on the 2024 Business of Foreign Exchange Hedging</i></p> <p><i>Proposal on the 2024 Prediction of Daily Related-party Transactions</i></p> <p><i>Proposal on the 2024 Renewal of Accounting Firm</i></p> <p><i>Proposal on Compensation Plan for Directors and Supervisors in 2024</i></p> <p><i>Proposal on the “Fourth Employee Stock Ownership Plan of the Company (Draft)” and Its Summary</i></p> <p><i>Proposal on the “Measures for the Management of the Fourth Employee Stock Ownership Plan of the Company”</i></p> <p><i>Proposal on Requesting the General Meeting of Shareholders to Authorize the Board of Directors to Handle Matters Related to the Fourth Employee Stock Ownership Plan</i></p> <p><i>Proposal on Formulating an “Independent Director Work System”</i></p>
2	2024 first extrao rdinar y	November 20, 2024	<p><i>Proposal on the Proposed Registration and Issuance of Medium-term Notes and Ultra-short-term Financing Bonds</i></p> <p><i>Proposal on By-elections for the Non-Independent Directors for the Ninth Board of Directors</i></p>

	GMS		
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Both of the two GMSs held by the Company in 2024 adopted the method combining on-site and online voting, and the votes of minority investors were counted separately for major matters affecting the interests of minority investors, so as to facilitate the investors to participate in the GMSs to vote, and effectively protect the right of participation and the right of supervision of minority investors.

The Company strictly followed the laws and regulations, and relevant provisions of the *Articles of Association* and the *Working Rules of the General Meeting of Shareholders*, seriously implemented the decision-making procedures for major issues, carried out the decision-making principle of “first deliberation and review, and then implementation”, and conscientiously implemented various resolutions passed by the GMSs in strict accordance with the resolutions and authorizations of the GMSs; meanwhile, there were no such circumstances where major issues were not subject to the approval of the GMS, or any implementation was carried out without first being deliberated and reviewed.

(III) Performance of the Board of Directors and the Special Committees

The Company's Board of Directors is composed of nine directors, including four independent directors. During the reporting period, in accordance with the relevant provisions of the *Measures for the Administration of Independent Directors of Listed Companies*, the Company adjusted some members of the Audit Committee of the ninth Board of Directors. Mr. Li Zhen, Chairman of the Company, was succeeded by Mr. Zhang Hongli, a non-independent director, as a member of the Audit Committee of the Company. In addition, Ms. Andrea Nahmer, a director of the Company, resigned as a director due to personal work adjustment. After the qualification examination of the Nomination Committee of the Board of Directors of the Company, at the tenth meeting of the ninth Board of Directors of the Company and the first extraordinary general meeting of shareholders in 2024, Mr. Rainer Ernst Seidl was by-elected as a non-independent director of the ninth Board of Directors of the Company, with the term of office commenced from the date of approval by the general meetings of shareholders of the Company to the expiration date of the term of office of the ninth Board of Directors.

1. Performance of the Board of Directors

All directors of the Company worked scrupulously to fulfill duties in a diligent and responsible manner. They were able to proactively pay attention to the operating management information, financial status, major issues and other related information of the Company, conduct in-depth discussions on various proposals submitted to the Board for review and deliberation, offer advice and suggestions for the operation and development of the Company, and take the interests and demands of the minority shareholders fully into account when making decisions, thereby actually enhancing the scientificity of the decision-making of the Board of Directors and promoting the continuous, stable and healthy development of various work in the production and operation of the Company.

2. Performance of the Independent Directors

The independent directors of the Company earnestly performed their duties as independent directors in strict accordance with the Company Law, the *Measures for the Administration of Independent Directors of Listed Companies*, and the *Working Rules of the Board of Directors* and the *Independent Director Work System* of the Company, actively attended relevant meetings, carefully reviewed relevant proposals and made independent, objective and fair judgments, which played a positive role in the standardized operation of the Company and effectively safeguarded the interests of the Company and minority shareholders. During the reporting period, three special meetings of independent directors were held. On the one hand, the Company's related-party transactions and other related matters were reviewed and opinions were actively put forward. On the other hand, independent directors gave full play to their professional advantages, actively paid attention to the development of the Company, and put forward valuable opinions and suggestions for the Company's internal control construction and strategic planning.

3. Performance of the Special Committees

There are four special committees under the Board of Directors of the Company, i.e., the Strategy Committee, the Nomination Committee, the Audit Committee, and the Remuneration and Evaluation Committee. All special committees were responsible to the Board of Directors. In 2024, with adherence to the principle of diligence and responsibility, the special committees had carried out relevant work in accordance with the relevant laws and regulations, normative documents, and the rules of procedures of the respective special committees of the Company, and conducted

research on various specialized matters and put forward opinions and suggestions. During the reporting period, the performance of the special committees was as follows:

(1) Strategy Committee

The main responsibility of the Strategy Committee is to study and make suggestions on the long-term development strategy and major investment decisions of the Company. During the reporting period, the Strategy Committee kept up with the strategic development requirements of the Company, carried out studies on the development trends of the industry and the strategic planning for the future development of the Company and, in combination with the economic situations at home and abroad and the characteristics of the industry segment that the Company belonged to, conducted an in-depth analysis of the operating status and development prospects of the Company and timely put forward suggestions on capital operation, long-term development planning and other matters of the Company to the Board of Directors of the Company. During the reporting period, the Company's Strategy Committee held one meeting. Certain independent directors of the Company attended the meeting and made use of their professional advantages to offer suggestions on related topics:

Meeting Name	Meeting Date	Topics
The first meeting of the Strategy Committee in 2024	December 11, 2024	Three topics were reported and discussed: 1, <i>2024-2028 Strategic Planning Report of Gotion High-Tech</i> ; 2. <i>2024-2028 ESG Strategic Planning Report</i> ; 3. Progress of the Company's investment projects

(2) Nomination Committee

The main responsibility of the nomination committee is to formulate the criteria and procedures for the selection of directors and senior executives, and to select and examine the candidates for directors and senior executives and their qualifications. During the reporting period, the Company's Nomination Committee held one meeting, at which the qualifications of the

Company's candidates for directors were carefully reviewed to ensure their professional quality and performance ability.

Meeting Name	Meeting Date	Proposals Reviewed and Passed
The first meeting of the Nomination Committee in 2024	October 28, 2024	<i>Proposal on Nomination of Candidates for Non-independent Directors of the Ninth Board of Directors</i>

(3) Audit Committee

During the reporting period, the Audit Committee reviewed, on a regular basis, the periodic reports provided by the Company and the work reports submitted by the internal audit department, reviewed the internal control system of the Company and its implementation, and supervised and guided the internal audit department of the Company to inspect and evaluate the financial management operations of the Company on a regular and ad-hoc basis, thereby implementing effective guidance and supervision on the financial status and operating conditions of the Company. During the reporting period, the Audit Committee held four meetings in total. In addition to reviewing the following in the table below, the Company also made a periodic special report on the progress of major matters such as the use of raised funds, external guarantees, related-party transactions, and foreign exchange hedging:

Meeting Name	Meeting Date	Proposals Reviewed and Passed
The first meeting of the Audit Committee in 2024	March 6, 2024	One topic was reported and discussed: the audit plan and specific arrangements for the 2023 Annual Report
The second meeting of the Audit Committee in 2024	April 17, 2024	<i>Proposal on the 2023 Self-Evaluation Report on Internal Control</i> <i>Proposal on the 2023 Internal Audit Report and 2024 Internal Audit Plan</i> <i>Proposal on the Internal Audit Report for the First Quarter of 2024 and Internal Audit Plan for the Second Quarter of 2024</i> <i>Proposal on the 2023 Report on Final Financial Accounts</i>

		<i>Proposal on the 2023 Annual Financial Report</i> <i>Proposal on the 2024 Financial Budget Report</i> <i>Proposal on the Report for the First Quarter of 2024</i> <i>Proposal on the 2024 Renewal of Accounting Firm</i>
The third meeting of the Audit Committee in 2024	August 26, 2024	<i>Proposal on the Internal Audit Report for the First Half of 2024 and Internal Audit Plan for the Second Half of 2024</i> <i>Proposal on the 2024 Semi-annual Financial Report</i>
The fourth meeting of the Audit Committee in 2024	October 28, 2024	<i>Proposal on the Internal Audit Report for the Third Quarter of 2024 and Internal Audit Plan for the Fourth Quarter of 2024</i> <i>Proposal on the Financial Report for the Third Quarter of 2024</i>

(4) Remuneration and Evaluation Committee

The main responsibilities of the Remuneration and Evaluation Committee are to formulate the standards for evaluating the Company's directors and senior executives and conduct evaluation accordingly, and formulate and review the Company's policies and plans on the remuneration of directors and senior executives. During the reporting period, the Remuneration and Evaluation Committee carefully reviewed the performance of, and audited the payment and implementation of the remuneration for, the directors and senior executives of the Company, thereby performing the duties of the committee. It played an important role in strengthening the Company's management responsibility system and assessment management and improving the incentive and restraint mechanism. During the reporting period, the Company's Remuneration and Evaluation Committee held three meetings:

Meeting Name	Meeting Date	Proposals Reviewed and Passed
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The first meeting of the Remuneration and Evaluation Committee in 2024	April 17, 2024	<i>Proposal on Compensation Plan for Directors and Senior Executives in 2024</i> <i>Proposal on the Fulfillment of the Conditions for the Second Unlock Period of the Third Employee Stock Ownership Plan</i>
The second meeting of the Remuneration and Evaluation Committee in 2024	April 30, 2024	<i>Proposal on the “Fourth Employee Stock Ownership Plan of the Company (Draft)” and Its Summary</i> <i>Proposal on the “Measures for the Management of the Fourth Employee Stock Ownership Plan of the Company”</i>
The third meeting of the Remuneration and Evaluation Committee in 2024	August 26, 2024	<i>Proposal on the Fulfillment of the Exercise Conditions for the Second Exercise Period of the 2021 Share Option Incentive Plan</i> <i>Proposal on the Fulfillment of the Exercise Conditions for the Second Exercise Period of the First Grant of the 2022 Share Option Incentive Plan</i>

During the reporting period, the foregoing special committees had performed their duties in accordance with the law, and improved the scientificity of the decision-making of the Board of Directors; moreover, with the expertise and experience, the committee members have provided many feasible and effective solutions for the production, operation and management of the Company.

(IV) Information Disclosure of the Company

The Board of Directors conscientiously and consciously performed its obligations for information disclosure and strictly controlled the disclosure of information in accordance with the *Company Law*, the *Securities Law*, the *Administrative Measures on Information Disclosure of Listed Companies*, the *Listing Rules* and other laws, regulations, rules, regulatory documents, and

the Articles of Association, thereby effectively improving the standardized operation level and transparency of the Company.

During the reporting period, the Company submitted and disclosed relevant documents on the designated newspapers and websites in a timely manner and within the time limit as prescribed by the laws, regulations and the *Listing Rules*, with a total of 148 announcements disclosed on Shenzhen Stock Exchange and 19 documents disclosed on SIX Swiss Exchange. The information disclosure made by the Company is true, accurate and complete, which can objectively reflect the corresponding matters occurred in the Company and is free from false records, fraudulent statements or major omissions, thereby ensuring the accuracy, reliability and usefulness of the information disclosure.

(V) Management of Investor Relations

The Company has established a specialized agency and assigned corresponding personnel to take charge of the management of investor relations, so as to actively interact with investors through diversified communication channels, maintain information communication with investors and research institutions, and listen to the opinions and suggestions of investors on the operation and development of the Company, as well as strive to promote the awareness and recognition of investors for the operations and future development strategies of the Company and build and maintain good investor relations.

The Company ensures that investors fully exercise their rights and safeguard the legitimate rights and interests of them. During the reporting period, the Company: reasonably and properly conducted the reception work, such as arranging for institutional investors, analysts, news media and other specific objects to participate in the on-site visits, seminars and researches in the Company, and practically kept the confidentiality of undisclosed information; held GMSs in a way combining on-site meeting and online voting to facilitate the active participation of investors; received various types of investors through investor telephone calls, investor interactive platform and other methods in 2024, and replied to the questions raised by investors in a timely, patient and meticulous manner; took opportunity of the online conference for introducing the business performance of 2023 to arrange the direct communication between the directors and senior executives of the Company, and the investors and research institutions, and make exchanges and

interactions with respect to the production and operation conditions, future development plans and other issues relating to Company.

(VI) Standardized Governance of the Company

The Company has been standardizing the governance structure in strict accordance with the *Company Law*, the *Securities Law*, the *Standardized Operation*, the *Listing Rules* and other laws and regulations, as well as the requirements of the China Securities Regulatory Commission, the stock exchange, China Securities Regulatory Bureau and other regulatory authorities, and in combination with the actual conditions of its own, so as to achieve true and complete information disclosure, maintain good and interactive investor relations, establish strict and effective internal control and risk control systems, guarantee honest operation and transparent management, continuously improve the corporate governance structure, standardize the operations of the Company, and practically protect the interests of all shareholders and the Company to the greatest extent.

During the reporting period, the Company was actively committed to the optimization and upgrading of the corporate governance structure, revised the *Working Rules of the Strategy Committee of the Board of Directors*, the *Working Rules of the Audit Committee of the Board of Directors*, the *Working Rules of the Nomination Committee of the Board of Directors*, the *Working Rules of the Remuneration and Evaluation Committee of the Board of Directors* and the *Investor Relations Management System* of the Company, and formulated an *Independent Director Work System* and a *Market Value Management System*. These measures not only further refined and improved all levels of the corporate governance system, ensured that the operation of the special committees of the Board of Directors is rule-based and well-documented, but also strengthened the independence and supervisory role of independent directors, improved the efficiency of the Company's market value management and the level of investor relations management, and enhanced the standardization and systemization of the corporate governance system, laying a solid foundation for the steady development and long-term value creation of the Company.

During the reporting period, the actual controllers, controlling shareholders, directors, supervisors, senior executives and the relevant personnel of the Company diligently studied the laws, administrative regulations, rules and related cases issued by the China Securities Regulatory Commission, Shenzhen Stock Exchange, SIX Exchange Regulation AG and other regulatory

authorities, cultivated a strong sense of compliance, reinforced their awareness of responsibility and risk, and implemented the internal control policies of the Company in strict accordance with relevant laws and regulations.

During the reporting period, all directors, supervisors, senior executives and other relevant insiders were able to strictly perform the confidentiality obligations during the window periods and sensitive periods for periodic reports and major issues, and there were no circumstances where insiders bought or sold the stocks of the Company in violation of relevant regulations.

III. Key Tasks and Work Plan of the Board of Directors in 2025

In 2025, the Board of Directors will continue to uphold the core concept of being loyal and responsible to all shareholders, give full play to its leading role in corporate governance, steadily promote its daily operation, make major decisions in a scientific and efficient manner, and strive to maximize the interests of all shareholders and the Company.

1. The Board of Directors will closely follow the latest laws and regulations, deepen the reform of the corporate governance structure, strengthen the internal control framework and process, continuously upgrade the risk prevention and control system, continuously standardize and optimize the Company's rules and regulations, and supervise the management to strictly follow them, so as to ensure standardized, healthy, stable and long-term sustainable operation of the Company, and lay a solid foundation for the Company's future development.

2. In order to improve the decision quality and efficiency, the Board of Directors will strengthen the training of directors, supervisors, senior executives and personnel in key positions, focusing on strengthening their understanding and ability to apply the latest regulations, policies and corporate management systems of listed companies. Through continuous learning and capacity improvement, the Board of Directors will be more accurate and efficient in leading the process of making decisions on the Company's major issues.

3. In terms of information transparency and investor relations management, the Board of Directors will continue to strictly abide by relevant laws and regulations such as the *Company Law*, the *Securities Law* and the *Listing Rules*, and complete daily tasks such as information disclosure with high quality. The Board of Directors will further strengthen the communication mechanism with investors, deeply understand the Company's operating data via regular reports, investor exchange meetings, etc., actively respond to investor concerns, effectively protect the

legitimate rights and interests of investors, especially medium and small investors, and create a fair and transparent market environment.

4. The Board of Directors will continue to efficiently organize the preparation and convening of the GMSs to ensure the effective implementation of the resolutions of the GMSs. The Board of Directors will put forward forward-looking suggestions on key issues in the Company's operation, closely supervise the operation management to implement the operating target responsibility system, adhere to the development principle of equal emphasis on social benefits and economic benefits, deepen the competitiveness of the main business, strive to achieve a significant improvement in the operating indicators by 2025, and ultimately achieve the goal of maximizing benefits for all shareholders and the Company.

Board of Directors of Gotion High-Tech Co., Ltd.

April 24, 2025

Annex 2-1

Gotion High-Tech Co., Ltd.

2024 Work Report of Independent Directors

To all shareholders and shareholders' representatives,

As an independent director of Gotion High-Tech Co., Ltd. (the "Company"), I have been honestly, diligently and independently performing my duties and fully playing the role of an independent director, and safeguarding the interests of the Company and the legitimate rights and interests of all shareholders, especially minority shareholders during my term of office, in strict accordance with the *Company Law of the People's Republic of China*, the *Measures for the Administration of Independent Directors of Listed Companies*, the *Rules Governing the Listing of Shares on the Shenzhen Stock Exchange*, the *Self-regulatory Guidelines for the Companies Listed on Shenzhen Stock Exchange No. 1 - Standardized Operation of Companies Listed on the Main Board* and other laws and regulations as well as the provisions of the *Articles of Association* and the *Work System for Independent Directors* of the Company.

I hereby make a report on my fulfillment of duties during my tenure in 2024 as follows:

I. Personal information of independent director

Born in July 1966, I am Qiu Xinping, a Chinese national with a doctoral degree. Since May 1996, I have been working in the Department of Chemistry at Tsinghua University, mainly responsible for the research on advanced chemical power sources such as lithium-ion batteries, fuel cells and flow batteries. I have published over 200 scientific papers, applied for more than 30 patents, and won one Price for Natural Science from the Ministry of Education and two Science and Technology Awards from the Beijing Municipal Government. I previously served as an independent director of Wuxi Jinyang New Material Co., Ltd. Currently, I am an independent director of the Company.

As an independent director of the Company, I have conducted an annual self-assessment of my independence as an independent director and submitted the self-assessment report to the Company's Board of Directors. I find after self-inspection that I meet the requirements for the independence of independent directors as stipulated in the *Measures for the Management of*

Independent Directors of Listed Companies, and related laws and regulations, and there is no circumstance that will affect my independence as an independent director.

II. Fulfillment of duties during the year

(I) Attendance at the board meetings and the shareholders' meetings

The Company held a total of 6 board meetings and 2 shareholders' meetings in year 2024. I have personally attended all meetings on time and have not been absent or failed to attend meetings for successive two times. Attendance at meetings is as follows:

Name of independent director	Number of board meetings I should attend as an independent director this year	Number of board meetings I attended in person	Number of board meetings I attended by proxy	Number of board meetings I attended	Number of shareholders' meetings I should attend as an independent director this year	Number of shareholders' meetings I attended
Qiu Xinping	6	6	0	0	2	2

In 2024, the convening and holding of the board meetings and shareholders' meetings by the Company complied with relevant legal and regulatory requirements. All significant business matters requiring board decisions were notified in advance, accompanied by sufficient materials for thorough review, and underwent appropriate approval procedures, ensuring legality and effectiveness. I voted in favor of all proposals reviewed at each board meeting and did not raise any objections.

(II) My participation in the meetings of specialized committees under the Board of Directors and Special meetings of independent directors:

In 2024, the Company held a total of 3 Remuneration and Appraisal Committee meetings, 1 Nomination Committee meeting, and 3 special meetings of independent directors, all of which I personally attended.

As a member of the Remuneration and Appraisal Committee of the Company's ninth Board of Directors, as well as a member of the Nomination Committee, I actively participated in and organized meetings in accordance with the relevant requirements set forth in the *Rules of Procedure for the Remuneration and Appraisal Committee*, *Rules of Procedure for the Nomination Committee*, and *Work System for Independent Directors*. I have used my professional knowledge and experience to contribute ideas for the Company's development and assisted the Board in making professional decisions. During the reporting period, I actively participated in the deliberation of the Company's compensation plans for directors and senior management, as well as in the evaluation of director candidates' qualifications. I also reviewed and assessed the vesting conditions under the grant scheme of the Phase IV Employee Stock Ownership Plan, as well as those under existing employee stock ownership and stock option incentive plans. Additionally, I gained a deep understanding of the Company's related party transactions and expressed my opinions.

In addition, I attended meetings of the Strategy Committee and Audit Committee of the Board of Directors, providing advice on the Company's future development strategy and understanding the key audit focus areas of the Company's 2023 annual report.

(III) Communication with Internal Audit Institutions and Accounting Firms

During the preparation of the Company's 2023 annual report and related materials, I carefully listened to reports from the Company's management and relevant personnel regarding the Company's production, operations, finance, and internal controls; I also communicated thoroughly with the annual audit accountants regarding the key audit focus areas of the annual report, and provided opinions and suggestions.

(IV) My on-site work and the Company's support for my work

In 2024, I actively participated in board meetings, shareholders' meetings, and other meetings through a combination of on-site and telecommunication methods, and conducted multiple on-site research and participated in technical workshops at the Company's park, attended the Company's technology conference, and engaged in the in-depth exchanges with the management team. Through these efforts, I proactively gained insights into the Company's

operations, technological development, corporate governance, and progress on key matters, effectively fulfilling my duties as an independent director.

To ensure that independent directors can effectively exercise their powers, the Company has provided me with the necessary working conditions. When I sought information about the Company via phone, email or otherwise, the Company ensured thorough communication on matters of concern and promptly provided supplementary materials or clarifications upon my request. Additionally, during my on-site research at the Company and participation in workshops, the Company arranged for dedicated personnel to assist and support me, facilitating the effective performance of my responsibilities.

(V) Efforts to protect the rights and interests of public shareholders

1. In terms of management, during the reporting period, I continued to focus on enhancing and implementing the Company's management and internal control systems. I also carefully listened to the management's reports on operational status and standardized operations, and reviewed the materials for matters to be decided by the Board of Directors in advance. Furthermore, I consulted with relevant departments and personnel when necessary and closely monitored the execution of resolutions from shareholders' meetings and board meetings.

2. In terms of information disclosure, I have been paying attention to the information disclosure work of the Company, urging the Company to strictly comply with relevant laws and regulations, as well as relevant provisions of the *Information Disclosure Affairs Management System of the Company*, supervising and inspecting the information disclosure work of the Company, so as to ensure the authenticity, accuracy, completeness, timeliness, and fairness of the Company's information disclosure and effectively safeguard the interests of the public shareholders.

3. As for my own learning, as an independent director of the Company's ninth Board of Directors, I have obtained an independent director qualification certificate. Additionally, I have timely and diligently studied the latest relevant laws, regulations, and rules from the China Securities Regulatory Commission and the stock exchange, as well as the Company's basic management systems, to continuously improve my ability to perform my duties.

III. Key issues of concern in my fulfillment of duties

During the reporting period, I fulfilled my duties diligently and faithfully, gave full play to my role of an independent director, and made independent judgments and decisions on major issues in strict accordance with relevant laws and regulations, and the provisions of the *Articles of Association* of the Company, and the *Work System for Independent Directors*. Details are as follows:

1. Related-party transactions that should be disclosed

During the reporting period, the Company deliberated and approved the *Proposal Regarding the Expected Daily Related Party Transactions for 2024* and the *Proposal for the Addition of Expected Daily Related Party Transactions for 2024*. The Company's related party transactions were conducted in strict accordance with the relevant laws and regulations, fulfilled the necessary decision-making and procedural requirements, and adhered to the principles of voluntariness, equality, fairness, and justice, with no harm to the interests of the Company and its shareholders, especially minority shareholders. After a thorough review of the relevant materials regarding the Company's related party transactions, I have come to an independent judgment that approves the transactions.

2. Regularly reports

During the reporting period, the Company disclosed the *2023 Annual Report*, the *2024 First Quarter Report*, the *2024 Half-Year Report*, and the *2024 Third Quarter Report* on time. The review and disclosure procedures of the Company for regular reports are legal and compliant, and the financial data is complete and detailed and truly reflects the actual situation of the Company.

3. Hiring of the accounting firm

During the reporting period, the Company continued to retain SuyaJincheng CPA LLP as the audit agency for its financial reports and internal control audit for the year 2024. In providing audit services to the Company, SuyaJincheng CPA LLP has conscientiously performed its duties by following the practice guidelines of independence, objectivity and impartiality, and has diligently performed the audit tasks and issued audit reports that fairly and objectively evaluated the financial status and operating results of the Company.

4. Guarantees provided and fund occupation

During the reporting period, the Company deliberated and approved the *Proposal Regarding the Expected Guarantee Limit for 2024*, and regularly published monthly progress reports on external guarantees. In strict accordance with relevant laws and regulations, the Company has fulfilled the necessary deliberation and decision-making procedures in respect of external guarantees, and has conscientiously fulfilled the relevant information disclosure obligations. The Company has not experienced any instances of its funds being appropriated by controlling shareholders or other related parties. The Company's external guarantee actions are essential for the maintenance of normal production and operations, thus ensuring the continuous and stable development of the guarantee targets. These measures are taken with the greatest consideration for the interests of the Company and its shareholders, especially minority shareholders.

5. Internal control

During the reporting period, the Company continued the construction of internal control system and risk management according to the requirements of its internal control rules, and revised and improved its internal control rules. I conducted a detailed review of the Company's 2023 internal control self-evaluation report. The Company's internal control system is operating efficiently, effectively preventing enterprise risks and promoting standardized operations. There are no significant omissions in the design or execution of internal controls.

6. Compensation of Directors and Senior Management

During the reporting period, the Company deliberated and approved the *2024 Proposal on The Compensation Plan for Directors and Senior Management for The Year*, and conducted performance evaluations for the directors and senior management based on their performance in 2023, which were then used to finalize their compensation in conjunction with the compensation plan. The compensation for the Company's directors and senior management complies with the management regulations of the Company's performance evaluation and compensation system, strictly adhering to the evaluation results. The compensation plan is scientific and reasonable, in line with industry compensation levels and the Company's actual situation, and does not harm the interests of the company or its shareholders, especially minority shareholders.

7. Stock Option Incentive Plan and Employee Stock Ownership Plan

During the reporting period, the Company deliberated and approved several proposals, including the *Proposal on Fulfillment of Unlocking Conditions for the Second Unlocking Period of the Third Phase Employee Stock Ownership Plan*, the *Proposal on the Draft and Summary of the Fourth Phase Employee Stock Ownership Plan*, the *Proposal on Adjustments to the Exercise Price of the 2021 and the 2022 Stock Option Incentive Plans*, and the *Proposal on Adjustments to the Transfer Price of the Fourth Phase Employee Stock Ownership Plan*.

I believe that the stock option incentive plan and employee stock ownership plan implemented by the Company play a positive role in improving the corporate governance structure and stimulating a sense of responsibility and mission among the management team to promote the Company's sustainable and healthy development, which is beneficial for the Company's long-term development. Moreover, all these proposals comply with relevant laws and regulations, and the review and voting processes are legal and compliant, without any findings of harm to the interests of the Company or its shareholders, especially minority shareholders.

IV. Overall evaluation and suggestions

In 2024, as an independent director, I strictly adhered to the requirements of various laws and regulations, faithfully and diligently fulfilling my responsibilities. Maintaining an independent and objective stance, I engaged in good and effective communication with the Board of Directors, the Board of Supervisors, and the management team, closely monitored the Company's compliance operations and promoted scientific decision-making for the Company, contributing to the Company's sustainable and stable development.

Here I'd like to express my heartfelt gratitude to the Board of Directors, the Board of Supervisors, the management and relevant personnel of the Company for their great cooperation and support in my performance of my duties.

Gotion High-Tech Co., Ltd.

Name of independent director: Qiu Xinping

April 24, 2025

Annex 2-2

Gotion High-Tech Co., Ltd.

2024 Work Report of Independent Directors

To all shareholders and shareholders' representatives,

As an independent director of Gotion High-Tech Co., Ltd. (the "Company"), I have been honestly, diligently and independently performing my duties and fully playing the role of an independent director, and safeguarding the interests of the Company and the legitimate rights and interests of all shareholders, especially minority shareholders during my term of office, in strict accordance with the *Company Law of the People's Republic of China*, the *Measures for the Administration of Independent Directors of Listed Companies*, the *Rules Governing the Listing of Shares on the Shenzhen Stock Exchange*, the *Self-regulatory Guidelines for the Companies Listed on Shenzhen Stock Exchange No. 1 - Standardized Operation of Companies Listed on the Main Board* and other laws and regulations as well as the provisions of the *Articles of Association* and the *Work System for Independent Directors* of the Company.

I hereby make a report on my fulfillment of duties during my tenure in 2024 as follows:

I. Personal information

Born in January 1966, I am Sun Zhe, a Chinese national with a doctor's degree. I successively served as the deputy director, professor and doctoral supervisor of the Center for American Studies of Fudan University in Shanghai, the director and professor of the Center for Sino-U.S. Relations of Tsinghua University, and served as the independent director of MGM China Holdings Limited (2282.HK) for 10 consecutive years. Currently, I am an independent director of the Company, the co-director of the China Project of Columbia University, a researcher of the Institute of Government Governance Innovation of Beijing University, an independent non-executive director of China Resources Land Co., Ltd. (1109.HK), and an independent non-executive director of JS Global Lifestyle Company Limited (1691.HK).

As an independent director of the Company, I have conducted an annual self-assessment of my independence as an independent director and submitted the self-assessment report to the Company's Board of Directors. I find after self-inspection that I meet the requirements for the

independence of independent directors as stipulated in the *Measures for the Management of Independent Directors of Listed Companies*, and related laws and regulations, and there is no circumstance that will affect my independence as an independent director.

II. Fulfillment of duties during the year

(I) Attendance at the board meetings and the shareholders' meetings

The Company held a total of 6 board meetings and 2 shareholders' meetings in year 2024. I have personally attended all meetings on time and have not been absent or failed to attend meetings for successive two times. Attendance at meetings is as follows:

Name of independent director	Number of board meetings I should attend as an independent director this year	Number of board meetings I attended in person	Number of board meetings I attended by proxy	Number of board meetings I attended	Number of shareholders' meetings I should attend as an independent director this year	Number of shareholders' meetings I attended
Sun Zhe	6	6	0	0	2	2

In 2024, the convening and holding of the board meetings and shareholders' meetings by the Company complied with relevant legal and regulatory requirements. All significant business matters requiring board decisions were notified in advance, accompanied by sufficient materials for thorough review, and underwent appropriate approval procedures, ensuring legality and effectiveness. I voted in favor of all proposals reviewed at each board meeting and did not raise any objections.

(II) My participation in the meetings of specialized committees under the Board of Directors and Special meetings of independent directors:

In 2024, the Company held a total of 1 Nomination Committee meeting, 4 Audit Committee meetings, and 3 special meetings of independent directors, all of which I personally attended.

As the chairperson of the Nomination Committee of the Company's ninth Board of Directors,

as well as a member of the Audit Committee, I actively participated in and organized meetings in accordance with the relevant requirements set forth in , the *Rules of Procedure for the Nomination Committee*, the *Rules of Procedure for the Audit Committee*, and the *Work System for Independent Directors*. I have used my professional knowledge and experience to contribute ideas for the Company's development and assisted the Board in making professional decisions. During the reporting period, I reviewed the qualifications of board candidate nominees, listened to reports from the internal audit department, supervised the execution of internal audit work, and monitored and evaluated the operation and improvement of the Company's internal control systems. I paid attention to the preparation and audit progress of the Company's periodic reports and changes in financial data, made suggestions regarding the reappointment of the accounting firm, and gained a deep understanding of the Company's related party transactions and expressed my opinions accordingly.

(III) Communication with Internal Audit Institutions and Accounting Firms

During the preparation of the Company's 2023 annual report and related materials, I carefully listened to reports from the Company's management and relevant personnel regarding the Company's production, operations, finance, and internal controls; I also communicated thoroughly with the annual audit accountants regarding the key audit focus areas of the annual report, and provided opinions and suggestions. I urged the auditors to complete the audit work on time. In daily work, I also supervised and urged the improvement and effective implementation of the internal audit rules of the Company.

(IV) My on-site work and the Company's support for my work

In 2024, I maintained close contact with other directors and senior management through various communication methods such as on-site exchanges, phone calls, and emails, keeping abreast of company and industry dynamics. Leveraging opportunities presented by board meetings and shareholders' meetings, I conducted on-site inspections, regularly received relevant company materials, and listened to management reports. This enabled me to stay informed about the company's operational and financial status, the execution of board resolutions, and compliance practices. Utilizing my professional knowledge and management experience, I provided constructive opinions and suggestions on proposals brought before the board, effectively fulfilling supervisory and advisory roles.

Prior to convening independent director meetings, board committee sessions, board meetings, and shareholders' meetings, the Company meticulously prepared and timely delivered meeting materials to me. Regular communications ensured that I, as an independent director, enjoyed the same level of information access as other directors. The provision of company materials and regulatory training resources supported my duties effectively.

(V) Efforts to protect the rights and interests of public shareholders

1. In terms of management, during the reporting period, I continued to focus on enhancing and implementing the Company's management and internal control systems. I also carefully listened to the management's reports on operational status and standardized operations, and reviewed the materials for matters to be decided by the Board of Directors in advance. Furthermore, I consulted with relevant departments and personnel when necessary and closely monitored the execution of resolutions from shareholders' meetings and board meetings.

2. In terms of information disclosure, I have been paying attention to the information disclosure work of the Company, urging the Company to strictly comply with relevant laws and regulations, as well as relevant provisions of the *Information Disclosure Affairs Management System of the Company*, supervising and inspecting the information disclosure work of the Company, so as to ensure the authenticity, accuracy, completeness, timeliness, and fairness of the Company's information disclosure and effectively safeguard the interests of the public shareholders.

3. As for my own learning, as an independent director of the Company's ninth Board of Directors, I have obtained an independent director qualification certificate. Additionally, I have timely and diligently studied the latest relevant laws, regulations, and rules from the China Securities Regulatory Commission and the stock exchange, as well as the Company's basic management systems, to continuously improve my ability to perform my duties.

III. Key issues of concern in my fulfillment of duties

During the reporting period, I fulfilled my duties diligently and faithfully, gave full play to my role of an independent director, and made independent judgments and decisions on major issues in strict accordance with relevant laws and regulations, and the provisions of the *Articles of Association* of the Company, and the *Work System for Independent Directors*. Details are as

follows:

1. Related-party transactions that should be disclosed

During the reporting period, the Company deliberated and approved the *Proposal Regarding the Expected Daily Related Party Transactions for 2024* and the *Proposal for the Addition of Expected Daily Related Party Transactions for 2024*. The Company's related party transactions were conducted in strict accordance with the relevant laws and regulations, fulfilled the necessary decision-making and procedural requirements, and adhered to the principles of voluntariness, equality, fairness, and justice, with no harm to the interests of the Company and its shareholders, especially minority shareholders. After a thorough review of the relevant materials regarding the Company's related party transactions, I have come to an independent judgment that approves the transactions.

2. Regularly reports

During the reporting period, the Company disclosed the *2023 Annual Report*, the *2024 First Quarter Report*, the *2024 Half-Year Report*, and the *2024 Third Quarter Report* on time. The review and disclosure procedures of the Company for regular reports are legal and compliant, and the financial data is complete and detailed and truly reflects the actual situation of the Company.

3. Hiring of the accounting firm

During the reporting period, the Company continued to retain SuyaJincheng CPA LLP as the audit agency for its financial reports and internal control audit for the year 2024. In providing audit services to the Company, SuyaJincheng CPA LLP has conscientiously performed its duties by following the practice guidelines of independence, objectivity and impartiality, and has diligently performed the audit tasks and issued audit reports that fairly and objectively evaluated the financial status and operating results of the Company.

4. Guarantees provided and fund occupation

During the reporting period, the Company deliberated and approved the *Proposal Regarding the Expected Guarantee Limit for 2024*, and regularly published monthly progress reports on external guarantees. In strict accordance with relevant laws and regulations, the Company has fulfilled the necessary deliberation and decision-making procedures in respect of external

guarantees, and has conscientiously fulfilled the relevant information disclosure obligations. The Company has not experienced any instances of its funds being appropriated by controlling shareholders or other related parties. The Company's external guarantee actions are essential for the maintenance of normal production and operations, thus ensuring the continuous and stable development of the guarantee targets. These measures are taken with the greatest consideration for the interests of the Company and its shareholders, especially minority shareholders.

5. Internal control

During the reporting period, the Company continued the construction of internal control system and risk management according to the requirements of its internal control rules, and revised and improved its internal control rules. I conducted a detailed review of the Company's 2023 internal control self-evaluation report. The Company's internal control system is operating efficiently, effectively preventing operational risks and promoting standardized operations. There are no significant omissions in the design or execution of internal controls.

6. Compensation of Directors and Senior Management

During the reporting period, the Company deliberated and approved the *2024 Proposal on The Compensation Plan for Directors and Senior Management for The Year*. The compensation for the Company's directors and senior management complies with the management regulations of the Company's performance evaluation and compensation system, strictly adhering to the evaluation results. The compensation plan is scientific and reasonable, in line with industry compensation levels and the Company's actual situation, and does not harm the interests of the company or its shareholders, especially minority shareholders.

7. Stock Option Incentive Plan and Employee Stock Ownership Plan

During the reporting period, the Company deliberated and approved several proposals, including the *Proposal on Fulfillment of Unlocking Conditions for the Second Unlocking Period of the Third Phase Employee Stock Ownership Plan*, the *Proposal on the Draft and Summary of the Fourth Phase Employee Stock Ownership Plan*, the *Proposal on Adjustments to the Exercise Price of the 2021 and the 2022 Stock Option Incentive Plans*, and the *Proposal on Adjustments to the Transfer Price of the Fourth Phase Employee Stock Ownership Plan*.

I believe that the stock option incentive plan and employee stock ownership plan

implemented by the Company play a positive role in improving the corporate governance structure and stimulating a sense of responsibility and mission among the management team to promote the Company's sustainable and healthy development, which is beneficial for the Company's long-term development. Moreover, all these proposals comply with relevant laws and regulations, and the review and voting processes are legal and compliant, without any findings of harm to the interests of the Company or its shareholders, especially minority shareholders.

IV. Overall evaluation and suggestions

In 2024, as an independent director of the Company, I faithfully and diligently fulfilled my responsibilities, maintaining efficient communication with the Board of Directors, the Board of Supervisors, and the management team. I played a positive role in improving and optimizing the corporate governance structure and safeguarding the overall interests of the Company and the legitimate rights and interests of minority shareholders.

Here I'd like to express my heartfelt gratitude to the Board of Directors, the Board of Supervisors, the management and relevant personnel of the Company for their great cooperation and support in my performance of my duties.

Gotion High-Tech Co., Ltd.

Name of independent director: Sun Zhe

April 24, 2025

Annex 2-3**Gotion High-Tech Co., Ltd.****2024 Work Report of Independent Directors**

To all shareholders and shareholders' representatives,

As an independent director of Gotion High-Tech Co., Ltd. (the "Company"), I have been honestly, diligently and independently performing my duties and fully playing the role of an independent director, and safeguarding the interests of the Company and the legitimate rights and interests of all shareholders, especially minority shareholders during my term of office, in strict accordance with the *Company Law of the People's Republic of China*, the *Measures for the Administration of Independent Directors of Listed Companies*, the *Rules Governing the Listing of Shares on the Shenzhen Stock Exchange*, the *Self-regulatory Guidelines for the Companies Listed on Shenzhen Stock Exchange No. 1 - Standardized Operation of Companies Listed on the Main Board* and other laws and regulations as well as the provisions of the *Articles of Association* and the *Work System for Independent Directors* of the Company.

I hereby make a report on my fulfillment of duties during my tenure in 2024 as follows:

I. Personal information

Born in February 1975, I am Wang Feng, a Chinese national with a bachelor's degree from Beijing University of Technology, an MBA from China Europe International Business School and a certified public accountant. I served successively as the CFO of Henan Zhongpin Food Co., Ltd., Beijing Shenyan Intelligent Technology Co., Ltd., Tujia Network Technology (Beijing) Co., Ltd., RISE Education Cayman Ltd. (NASDAQ: REDU) and Flash Express (Beijing) Co., Ltd. and other companies. Currently, I am an independent director of the Company.

As an independent director of the Company, I have conducted an annual self-assessment of my independence as an independent director and submitted the self-assessment report to the Company's Board of Directors. I find after self-inspection that I meet the requirements for the independence of independent directors as stipulated in the *Measures for the Management of Independent Directors of Listed Companies*, and related laws and regulations, and there is no circumstance that will affect my independence as an independent director.

II. Fulfillment of duties during the year

(I) Attendance at the board meetings and the shareholders' meetings

The Company held a total of 6 board meetings and 2 shareholders' meetings in year 2024. I have personally attended all meetings on time and have not been absent or failed to attend meetings for successive two times. Attendance at meetings is as follows:

Name of independent director	Number of board meetings I should attend as an independent director this year	Number of board meetings I attended in person	Number of board meetings I attended by proxy	Number of board meetings I attended absent	Number of shareholders' meetings I should attend as an independent director this year	Number of shareholders' meetings I attended
Wang Feng	6	6	0	0	2	2

In 2024, the convening and holding of the board meetings and shareholders' meetings by the Company complied with relevant legal and regulatory requirements. All significant business matters requiring board decisions were notified in advance, accompanied by sufficient materials for thorough review, and underwent appropriate approval procedures, ensuring legality and effectiveness. I voted in favor of all proposals reviewed at each board meeting and did not raise any objections.

(II) My participation in the meetings of specialized committees under the Board of Directors and Special meetings of independent directors:

In 2024, the Company held a total of 4 Audit Committee meetings, 3 Remuneration and Appraisal Committee meetings, and 3 special meetings of independent directors, all of which I personally attended.

As the chairperson of the Audit Committee of the Company's ninth Board of Directors, as well as a member of the Remuneration and Appraisal Committee, I actively participated in and organized meetings in accordance with the relevant requirements set forth in the *Rules of*

Procedure for the Audit Committee, the Rules of Procedure for the Remuneration and Appraisal Committee, and the Work System for Independent Directors. I have used my professional knowledge and experience to contribute ideas for the Company's development and assisted the Board in making professional decisions. During the reporting period, I regularly listened to reports from the internal audit department, supervised the execution of internal audit work, and monitored and evaluated the operation and improvement of the Company's internal control system. I paid attention to the preparation and audit progress of the Company's periodic reports and changes in financial data, made suggestions regarding the reappointment of the accounting firm, and gained a deep understanding of the Company's related party transactions and expressed my opinions. Additionally, I prudently participated in the formulation of the compensation plan for directors and senior management, and provided suggestions for the granting plan of the fourth employee stock ownership plan and the conditions for exercising rights in the existing employee stock ownership plan and stock option incentive plan.

In addition, I attended meetings of the Strategy Committee of the Board of Directors, providing advice on the Company's future development strategy.

(III) Communication with Internal Audit Institutions and Accounting Firms

During the preparation of the Company's annual report and related materials, I carefully listened to reports from the Company's management and relevant personnel regarding the Company's production, operations, finance, and internal controls; I also communicated effectively with the annual audit accountants regarding the audit areas of the annual report, and provided opinions and suggestions regarding audit work. I urged the auditors to complete the audit work on time. In daily work, I also supervised and urged the improvement and effective implementation of the internal audit rules of the Company.

(IV) My on-site work and the Company's support for my work

In 2024, I actively participated in board meetings, shareholders' meetings, and other meetings through a combination of on-site and telecommunication methods, and attended the company's performance briefing to address investor inquiries and concerns. As the Chairman of the Audit Committee, I organized and participated in financial thematic meetings multiple times to fully understand the Company's operational and financial conditions. I exchanged views extensively

with the management team on economic environments, industry trends, corporate development plans, and internal control enhancements, thereby fulfilling my duties as an independent director proactively and effectively.

To ensure that independent directors can effectively exercise their powers, the Company has provided me with the necessary working conditions. When I sought information about the Company via phone or email, the Company ensured thorough communication on matters of concern and promptly provided supplementary materials or clarifications upon my request. The Company provided significant support and importance to site visits and thematic meeting exchanges, providing necessary conditions for me to fulfill my duties as an independent director.

(V) Efforts to protect the rights and interests of public shareholders

1. In terms of management, during the reporting period, I continued to focus on enhancing and implementing the Company's management and internal control systems. I also carefully listened to the management's reports on operational status and standardized operations, and reviewed the materials for matters to be decided by the Board of Directors in advance. Furthermore, I consulted with relevant departments and personnel when necessary and closely monitored the execution of resolutions from shareholders' meetings and board meetings. Additionally, I attended the meetings of the Strategic Committee of the Company's Board of Directors during the reporting period and used my professional knowledge to provide suggestions on the Company's future development strategy. I effectively fulfilled my duties as an independent director and faithfully served all shareholders.

2. In terms of information disclosure, I have been paying attention to the information disclosure work of the Company, urging the Company to strictly comply with the provisions of applicable laws and regulations, as well as the *Information Disclosure Affairs Management System* of the Company, supervising and inspecting the information disclosure work of the Company, so as to ensure the authenticity, accuracy, completeness, timeliness, and fairness of the Company's information disclosure and effectively safeguard the interests of the public shareholders.

3. As for my own learning, as an independent director of the Company's ninth Board of Directors, I have obtained an independent director qualification certificate. Additionally, I have timely and diligently studied the latest relevant laws, regulations, and rules from the China

Securities Regulatory Commission and the stock exchange, as well as the Company's basic management systems, to continuously improve my ability to perform my duties.

III. Key issues of concern in my fulfillment of duties

During the reporting period, I fulfilled my duties diligently and faithfully, gave full play to my role of an independent director, and made independent judgments and decisions on major issues in strict accordance with relevant laws and regulations, and the provisions of the *Articles of Association* of the Company, and the *Work System for Independent Directors*. Details are as follows:

1. Related-party transactions that should be disclosed

During the reporting period, the Company deliberated and approved the *Proposal Regarding the Expected Daily Related Party Transactions for 2024* and the *Proposal for the Addition of Expected Daily Related Party Transactions for 2024*. The Company's related party transactions were conducted in strict accordance with the relevant laws and regulations, fulfilled the necessary decision-making and procedural requirements, and adhered to the principles of voluntariness, equality, fairness, and justice, with no harm to the interests of the Company and its shareholders, especially minority shareholders. After a thorough review of the relevant materials regarding related party transactions, I have come to an independent judgment that approves the transactions.

2. Regularly reports

During the reporting period, the Company disclosed the *2023 Annual Report*, the *2024 First Quarter Report*, the *2024 Half-Year Report*, and the *2024 Third Quarter Report* on time. The review and disclosure procedures of the Company for regular reports are legal and compliant, and the financial data is complete and detailed and truly reflects the actual situation of the Company.

3. Hiring of the accounting firm

During the reporting period, the Company continued to retain SuyaJincheng CPA LLP as the audit agency for its financial reports and internal control audit for the year 2024. In providing audit services to the Company, SuyaJincheng CPA LLP has conscientiously performed its duties by following the practice guidelines of independence, objectivity and impartiality, and has diligently performed the audit tasks and issued audit reports that fairly and objectively evaluated

the financial status and operating results of the Company.

4. Guarantees provided and fund occupation

During the reporting period, the Company deliberated and approved the *Proposal Regarding the Expected Guarantee Limit for 2024*, and regularly published monthly progress reports on external guarantees. In strict accordance with relevant laws and regulations, the Company has fulfilled the necessary deliberation and decision-making procedures in respect of external guarantees, and has conscientiously fulfilled the relevant information disclosure obligations. The Company has not experienced any instances of its funds being appropriated by controlling shareholders or other related parties. The Company's external guarantee actions are essential for the maintenance of normal production and operations, thus ensuring the continuous and stable development of the guarantee targets. These measures are taken with the greatest consideration for the interests of the Company and its shareholders, especially minority shareholders.

5. Internal control

During the reporting period, the Company continued the construction of internal control system and risk management according to the requirements of its internal control rules, and revised and improved its internal control rules. I conducted a detailed review of the Company's 2023 internal control self-evaluation report. The Company's internal control system is operating efficiently, effectively preventing enterprise risks and promoting standardized operations. There are no significant omissions in the design or execution of internal controls.

6. Compensation of Directors and Senior Management

During the reporting period, the Company deliberated and approved the *2024 Proposal on The Compensation Plan for Directors and Senior Management for The Year*, and conducted performance evaluations for the directors and senior management based on their performance in 2023, which were then used to finalize their compensation in conjunction with the compensation plan. The compensation for the Company's directors and senior management complies with the management regulations of the Company's performance evaluation and compensation system, strictly adhering to the evaluation results. The compensation plan is scientific and reasonable, in line with industry compensation levels and the Company's actual situation, and does not harm the interests of the company or its shareholders, especially minority shareholders.

7. Stock Option Incentive Plan and Employee Stock Ownership Plan

During the reporting period, the Company deliberated and approved several proposals, including the *Proposal on Fulfillment of Unlocking Conditions for the Second Unlocking Period of the Third Phase Employee Stock Ownership Plan*, the *Proposal on the Draft and Summary of the Fourth Phase Employee Stock Ownership Plan*, the *Proposal on Adjustments to the Exercise Price of the 2021 and the 2022 Stock Option Incentive Plans*, and the *Proposal on Adjustments to the Transfer Price of the Fourth Phase Employee Stock Ownership Plan*.

I believe that the stock option incentive plan and employee stock ownership plan implemented by the Company play a positive role in improving the corporate governance structure and stimulating a sense of responsibility and mission among the management team to promote the Company's sustainable and healthy development, which is beneficial for the Company's long-term development. Moreover, all these proposals comply with relevant laws and regulations, and the review and voting processes are legal and compliant, without any findings of harm to the interests of the Company or its shareholders, especially minority shareholders.

IV. Overall evaluation and suggestions

In 2024, as an independent director, I diligently fulfilled my responsibilities as stipulated by laws, regulations, and the Company's *Articles of Association*. I actively participated in various meetings, carefully reviewed and discussed proposals, made objective professional judgments, voted prudently, and fully exerted the role of an independent director to safeguard the overall interests of the Company and the legitimate rights and interests of all shareholders, especially minority shareholders.

Here I'd like to express my heartfelt gratitude to the Board of Directors, the Board of Supervisors, the management and relevant personnel of the Company for their great cooperation and support in my performance of my duties.

Gotion High-Tech Co., Ltd.

Name of independent director: Wang Feng

April 24, 2025

Annex 2-4

Gotion High-Tech Co., Ltd.

2024 Work Report of Independent Directors

To all shareholders and shareholders' representatives,

As an independent director of Gotion High-Tech Co., Ltd. (the "Company"), I have been honestly, diligently and independently performing my duties and fully playing the role of an independent director, and safeguarding the interests of the Company and the legitimate rights and interests of all shareholders, especially minority shareholders during my term of office, in strict accordance with the *Company Law of the People's Republic of China*, the *Measures for the Administration of Independent Directors of Listed Companies*, the *Rules Governing the Listing of Shares on the Shenzhen Stock Exchange*, the *Self-regulatory Guidelines for the Companies Listed on Shenzhen Stock Exchange No. 1 - Standardized Operation of Companies Listed on the Main Board* and other laws and regulations as well as the provisions of the *Articles of Association* and the *Work System for Independent Directors* of the Company.

I hereby make a report on my fulfillment of duties during my tenure in 2024 as follows:

I. Personal information

Born in October 1974, I am Qiao Yun, a Chinese national with a master's degree. I once served as a member of the Information Technology Division of the Science and Technology Commission of Shanghai Municipality, the General Manager of Shanghai Yahuan Information Technology Co., Ltd., the Deputy General Manager of CETC Digital Technology Co., Ltd., the President of CETC-MOTOR Co., Ltd., an independent director of Chongqing Dima Industry Co., Ltd., the General Manager of Nanjing Tianqing Automobile Electronics Co., Ltd., the General Manager of Shanghai O-Film Tech. Co., Ltd., the Vice President of Shanghai Sansheng Hongye Investment (Group) Co., Ltd. Currently, I am an independent director of the Company, and the President of Shanghai Qingjian Automobile Technology Co., Ltd.

As an independent director of the Company, I have conducted an annual self-assessment of my independence as an independent director and submitted the self-assessment report to the Company's Board of Directors. I find after self-inspection that I meet the requirements for the

independence of independent directors as stipulated in the *Measures for the Management of Independent Directors of Listed Companies*, and related laws and regulations, and there is no circumstance that will affect my independence as an independent director.

II. Fulfillment of duties during the year

(I) Attendance at the board meetings and the shareholders' meetings

The Company held a total of 6 board meetings and 2 shareholders' meetings in year 2024. I have personally attended all meetings on time and have not been absent or failed to attend meetings for successive two times. Attendance at meetings is as follows:

Name of independent director	Number of board meetings I should attend as an independent director this year	Number of board meetings I attended in person	Number of board meetings I attended by proxy	Number of board meetings I attended	Number of shareholders' meetings I should attend as an independent director this year	Number of shareholders' meetings I attended
Qiao Yun	6	6	0	0	2	2

In 2024, the convening and holding of the board meetings and shareholders' meetings by the Company complied with relevant legal and regulatory requirements. All significant business matters requiring board decisions were notified in advance, accompanied by sufficient materials for thorough review, and underwent appropriate approval procedures, ensuring legality and effectiveness. I voted in favor of all proposals reviewed at each board meeting and did not raise any objections.

(II) My participation in the meetings of specialized committees under the Board of Directors and Special meetings of independent directors:

In 2024, the Company held a total of 4 Audit Committee meetings, 3 Remuneration and Appraisal Committee meetings, 1 Nomination Committee meeting, and 3 special meetings of independent directors, all of which I personally attended.

As the chairperson of the Remuneration and Appraisal Committee of the Company's ninth Board of Directors, as well as a member of the Audit Committee and the Nomination Committee, I actively participated in and organized meetings in accordance with the relevant requirements set forth in the *Rules of Procedure for the Remuneration and Appraisal Committee*, *Rules of Procedure for the Audit Committee*, *Rules of Procedure for the Nomination Committee*, and *"Work System for Independent Directors"*. I have used my professional knowledge and experience to contribute ideas for the Company's development and assisted the Board in making professional decisions. During the reporting period, I actively participated in the review of the compensation plans for the Company's directors and senior executives, the qualifications of candidates for directors, and the review and evaluation of the grant plan for the fourth employee stock ownership plan, as well as the unlocking conditions for the existing employee stock ownership plan and stock option incentive plan. In addition, I regularly listened to reports from the internal audit department, strictly supervised the implementation of internal audits, and conducted a comprehensive assessment of the operation and improvement of the Company's internal control system. When reviewing the Company's periodic reports, I focused on the changes in the Company's financial data and the progress of significant matters. I made suggestions regarding the reappointment of the accounting firm, and gained a deep understanding of the Company's related party transactions and expressed my opinions accordingly.

In addition, I attended meetings of the Strategy Committee of the Board of Directors, providing advice on the Company's future development strategy.

(III) Communication with Internal Audit Institutions and Accounting Firms

During the preparation of the Company's 2023 annual report and related materials, I carefully listened to reports from the Company's management and relevant personnel regarding the Company's production, operations, finance, and internal controls; I also communicated thoroughly with the annual audit accountants regarding the key audit focus areas of the annual report, and provided opinions and suggestions. I urged the auditors to complete the audit work on time. In daily work, I also supervised and urged the improvement and effective implementation of the internal audit rules of the Company.

(IV) My on-site work and the Company's support for my work

In 2024, I strictly adhered to the relevant laws, regulations, and the Articles of Association of the Company regarding the duties of an independent director, and actively participated in meetings of specialized committees under the Board of Directors, the Board of Directors, and the shareholders' meetings. In addition, I maintained close contact with other directors, senior officers, internal audit department and relevant staff through telephone, WeChat, email, video conferencing, etc., to listen to the management's reports on the operation condition and standardized operation of the Company, fully understand the business, internal control, financial situation, progress of important matters and implementation of board resolutions of the Company. In addition, I paid attention to any change in the external environment and industry market as well as the public opinion on the Company, timely understood the progress of production & operation as well as major issues of the Company, put forward professional opinions and suggestions, supervised the standardized operation of the Company, effectively fulfilled the responsibilities of independent directors, and fully played the role of guidance and supervision.

To ensure that independent directors can effectively exercise their powers, the Company has provided me with the necessary working conditions and personnel support to ensure that I enjoy the same right to information as other directors, and that there is smooth communication of information between me and other directors, senior executives, and other relevant personnel, allowing me to obtain sufficient resources and necessary professional opinions in the performance of my duties. The Company promptly sent me meeting notices, proposals and other materials, responded to my inquiries in a timely manner, and did not restrict or impede my normal performance of duties.

(V) Efforts to protect the rights and interests of public shareholders

1. In terms of management, during the reporting period, I continued to focus on enhancing and implementing the Company's management and internal control systems. I also carefully listened to the management's reports on operational status and standardized operations, and reviewed the materials for matters to be decided by the Board of Directors in advance. Furthermore, I consulted with relevant departments and personnel when necessary and closely monitored the execution of resolutions from shareholders' meetings and board meetings. Additionally, I attended the meetings of the Strategic Committee of the Company's Board of Directors during the reporting period and used my professional knowledge to provide suggestions

on the Company's future development strategy. I effectively fulfilled my duties as an independent director and faithfully served all shareholders.

2. In terms of information disclosure, I have been paying attention to the information disclosure work of the Company, urging the Company to strictly comply with laws and regulations such as the *Listing Rules* and the *Self-regulatory Guidelines*, as well as relevant provisions of the *Information Disclosure Affairs Management System* of the Company, supervising and inspecting the information disclosure work of the Company, so as to ensure the authenticity, accuracy, completeness, timeliness, and fairness of the Company's information disclosure and effectively safeguard the interests of the public shareholders.

3. As for my own learning, as an independent director of the Company's ninth Board of Directors, I have obtained an independent director qualification certificate. Additionally, I have timely and diligently studied the latest relevant laws, regulations, and rules from the China Securities Regulatory Commission and the stock exchange, as well as the Company's basic management systems, to continuously improve my ability to perform my duties.

III. Key issues of concern in my fulfillment of duties

During the reporting period, I fulfilled my duties diligently and faithfully, gave full play to my role of an independent director, and made independent judgments and decisions on major issues in strict accordance with relevant laws and regulations, and the provisions of the *Articles of Association* of the Company, and the *Work System for Independent Directors*. Details are as follows:

1. Related-party transactions that should be disclosed

During the reporting period, the Company deliberated and approved the *Proposal Regarding the Expected Daily Related Party Transactions for 2024* and the *Proposal for the Addition of Expected Daily Related Party Transactions for 2024*. The Company's related party transactions were conducted in strict accordance with the relevant laws and regulations, fulfilled the necessary decision-making and procedural requirements, and adhered to the principles of voluntariness, equality, fairness, and justice, with no harm to the interests of the Company and its shareholders, especially minority shareholders. After a thorough review of the relevant materials regarding related party transactions, I have come to an independent judgment that approves the transactions.

2. Regularly reports

During the reporting period, the Company disclosed the *2023 Annual Report*, the *2024 First Quarter Report*, the *2024 Half-Year Report*, and the *2024 Third Quarter Report* on time. The review and disclosure procedures of the Company for regular reports are legal and compliant, and the financial data is complete and detailed and truly reflects the actual situation of the Company.

3. Hiring of the accounting firm

During the reporting period, the Company continued to retain Suyajincheng CPA LLP as the audit agency for its financial reports and internal control audit for the year 2024. In providing audit services to the Company, Suyajincheng CPA LLP has conscientiously performed its duties by following the practice guidelines of independence, objectivity and impartiality, and has diligently performed the audit tasks and issued audit reports that fairly and objectively evaluated the financial status and operating results of the Company.

4. Guarantees provided and fund occupation

During the reporting period, the Company deliberated and approved the *Proposal Regarding the Expected Guarantee Limit for 2024*, and regularly published monthly progress reports on external guarantees. In strict accordance with relevant laws and regulations, the Company has fulfilled the necessary deliberation and decision-making procedures in respect of external guarantees, and has conscientiously fulfilled the relevant information disclosure obligations. The Company has not experienced any instances of its funds being appropriated by controlling shareholders or other related parties. The Company's external guarantee actions are essential for the maintenance of normal production and operations, thus ensuring the continuous and stable development of the guarantee targets. These measures are taken with the greatest consideration for the interests of the Company and its shareholders, especially minority shareholders.

5. Internal control

During the reporting period, the Company continued the construction of internal control system and risk management according to the requirements of its internal control rules, and revised and improved its internal control rules. I conducted a detailed review of the Company's 2023 internal control self-evaluation report. The Company's internal control system is operating efficiently, effectively preventing enterprise risks and promoting standardized operations. There

are no significant omissions in the design or execution of internal controls.

6. Compensation of Directors and Senior Management

During the reporting period, the Company deliberated and approved the *2024 Proposal on The Compensation Plan for Directors and Senior Management for The Year*, and conducted performance evaluations for the directors and senior management based on their performance in 2023, which were then used to finalize their compensation in conjunction with the compensation plan. The compensation for the Company's directors and senior management complies with the management regulations of the Company's performance evaluation and compensation system, strictly adhering to the evaluation results. The compensation plan is scientific and reasonable, in line with industry compensation levels and the Company's actual situation, and does not harm the interests of the company or its shareholders, especially minority shareholders.

7. Stock Option Incentive Plan and Employee Stock Ownership Plan

During the reporting period, the Company deliberated and approved several proposals, including the *Proposal on Fulfillment of Unlocking Conditions for the Second Unlocking Period of the Third Phase Employee Stock Ownership Plan*, the *Proposal on the Draft and Summary of the Fourth Phase Employee Stock Ownership Plan*, the *Proposal on Adjustments to the Exercise Price of the 2021 and the 2022 Stock Option Incentive Plans*, and the *Proposal on Adjustments to the Transfer Price of the Fourth Phase Employee Stock Ownership Plan*.

I believe that the stock option incentive plan and employee stock ownership plan implemented by the Company play a positive role in improving the corporate governance structure and stimulating a sense of responsibility and mission among the management team to promote the Company's sustainable and healthy development, which is beneficial for the Company's long-term development. Moreover, all these proposals comply with relevant laws and regulations, and the review and voting processes are legal and compliant, without any findings of harm to the interests of the Company or its shareholders, especially minority shareholders.

IV. Overall evaluation and suggestions

In 2024, as an independent director, I diligently fulfilled my responsibilities as stipulated by laws, regulations, and the Company's *Articles of Association*. I actively participated in various meetings, carefully reviewed and discussed proposals, made objective professional judgments,

voted prudently, and fully exerted the role of an independent director to safeguard the overall interests of the Company and the legitimate rights and interests of all shareholders, especially minority shareholders.

Here I'd like to express my heartfelt gratitude to the Board of Directors, the Board of Supervisors, the management and relevant personnel of the Company for their great cooperation and support in my performance of my duties.

Gotion High-Tech Co., Ltd.

Name of independent director: Qiao Yun

April 24, 2025

Annex 3**Gotion High-Tech Co., Ltd.****2024 Annual Work Report of the Board of Supervisors**

In 2024, in strict accordance with the *Company Law of the People's Republic of China* (the “**Company Law**”), the *Securities Law of the People's Republic of China* (the “**Securities Law**”), and the *Rules Governing the Listing of Shares on Shenzhen Stock Exchange* (the “**Listing Rules**”) and other laws and regulations, as well as the *Articles of Association* and the *Working Rules of the Board of Supervisors*, all the members of the Board of Supervisors of Gotion High-Tech Co., Ltd. (the “**Company**”) exercised their functions and powers independently with dedication and diligence, carried out their work actively and effectively, and effectively supervised the Company's production and business activities, related-party transactions, financial status, and the legality and compliance of the Board of Directors and senior executives in performing their duties, which promoted the standardized operation of the Company and better safeguarded the legitimate rights and interests of the shareholders and the Company. The performance of duties by the Board of Supervisors in 2024 is hereby reported as follows:

I. Meetings of the Board of Supervisors during the Reporting Period

During the reporting period, the Company held 6 meetings of the Board of Supervisors in total, and the following proposals were discussed at such meetings and resolutions were made accordingly:

No.	Meeting Name	Meeting Date	Meeting Form	Proposals Reviewed and Passed
1	The 6th meeting of the 9th Board of Supervisors	April 18, 2024	On-site	<i>Proposal on the 2023 Work Report of the Board of Supervisors</i> <i>Proposal on the 2023 Final Financial Accounts Report</i> <i>Proposal on the 2023 Annual Report and its Summary</i> <i>Proposal on the 2023 Self-evaluation Report on</i>

				<p><i>Internal Control</i></p> <p><i>Proposal on the 2023 Special Report on Deposit and Use of Raised Funds</i></p> <p><i>Proposal on the 2023 Profit Distribution Plan</i></p> <p><i>Proposal on the 2024 Financial Budget Report</i></p> <p><i>Proposal on the 2024 Application for the Comprehensive Credit Line</i></p> <p><i>Proposal on the 2024 Prediction of the Guarantee Amount</i></p> <p><i>Proposal on the 2024 Use of Own Idle Funds for Entrusted Financial Management</i></p> <p><i>Proposal on the 2024 Business of Foreign Exchange Hedging</i></p> <p><i>Proposal on the 2024 Prediction of Daily Related-party Transactions</i></p> <p><i>Proposal on the 2024 Renewal of Accounting Firm</i></p> <p><i>Proposal on the Remuneration Plan for Supervisors in 2024</i></p> <p><i>Proposal on Changes in Accounting Policies</i></p> <p><i>Proposal on the 2024 First Quarter Report</i></p>
2	The 7th meeting of the 9th Board of Supervisors	April 30, 2024	Via means of communication	<p><i>Proposal on the “Fourth Employee Stock Ownership Plan of the Company (Draft)” and its Summary</i></p> <p><i>Proposal on the “Management Measures for the Fourth Employee Stock Ownership Plan of the Company”</i></p>
3	The 8th	June 21,	Via	<p><i>Proposal on Adjusting the Exercise Price of the</i></p>

	meeting of the 9th Board of Supervisors	2024	means of communi cation	<i>2021 Share Option Incentive Plan</i> <i>Proposal on Adjusting the Exercise Price of the 2022 Share Option Incentive Plan</i>
4	The 9th meeting of the 9th Board of Supervisors	August 27, 2024	On-site	<i>Proposal on the 2024 Semi-annual Report and its Summary</i> <i>Proposal on the Special Report on the Deposit and Use of Raised Funds in the Half Year of 2024</i> <i>Proposal on the Use of Part of the Idle Raised Funds for Cash Management</i> <i>Proposal on the Achievement of the Exercise Conditions for the Second Exercise Period of the 2021 Share Option Incentive Plan</i> <i>Proposal on Cancelling Part of the Share Options Granted under the 2021 Share Option Incentive Plan</i> <i>Proposal on the Achievement of the Exercise Conditions for the Second Exercise Period of the First Grant under the 2022 Share Option Incentive Plan</i> <i>Proposal on Cancelling Part of the Share Options First Granted under the 2022 Share Option Incentive Plan</i> <i>Proposal on the Proposed Registration and Issuance of Medium-term Notes and Ultra-short-term Financing Bonds</i> <i>Proposal on the 2024 Prediction of New Daily Related-party Transactions</i>

5	The 10th meeting of the 9th Board of Supervisors	October 28, 2024	On-site	<i>Proposal on the 2024 Third Quarter Report of the Company</i>
6	The 11th meeting of the 9th Board of Supervisors	December 11, 2024	On-site	<i>Proposal on the Use of Idle Raised Funds to Temporarily Replenish the Working Capital</i> <i>Proposal on Investing in the Construction of a New Energy Battery Production Base in Morocco</i> <i>Proposal on Investing in the Construction of a New Energy Battery Production Base in Slovakia</i> <i>Proposal on the 2024 Prediction of New Daily Related-party Transactions</i> <i>Proposal on Providing Financial Assistance to Joint Stock Companies & Related-party Transactions</i> <i>Proposal on Cancelling Part of the Share Options Granted under the 2021 Share Option Incentive Plan</i>

For the 6 meetings of the Board of Supervisors held in 2024, the convening and holding procedures, the qualifications of the attendees thereof, the voting procedures and results, and the resolutions are all in line with the requirements of the *Company Law*, the *Articles of Association* and the *Working Rules of the Board of Supervisors*.

II. Review Opinions of the Board of Supervisors on Related Matters of the Company during the Reporting Period

During the reporting period, members of the Board of Supervisors of the Company attended the meetings of the Board of Directors and the general meetings of shareholders as required, and

supervised and issued audit opinions on the Company's operation according to law, financial situation, use and management of raised funds, related-party transactions, external guarantees, internal control, equity incentive, and other important matters.

(I) Operation according to law

In 2024, members of the Company's Board of Supervisors attended the meetings of the Board of Directors and the general meetings of shareholders as non-voting participants. They supervised and inspected the convening procedures of the meetings of the Board of Directors and the general meetings of shareholders, the matters to be resolved, and the implementation of the resolutions of the general meeting of shareholders by the Board of Directors, and found no illegal or non-compliant behaviors of the Company. The Company's decision-making procedures were legal and compliant, and the resolutions of the Board of Directors and the general meeting of shareholders could also be well implemented. The internal control system of the Company is sound and complete, the corporate governance structure is intact, and a relatively complete check and balance mechanism among the business institutions, decision-making institutions and supervisory institutions has been formed. The directors and senior executives of the Company strictly abide by relevant laws, regulations and various rules and regulations of the Company, strive to fulfill their duties for the development of the Company, and have not engaged in any behavior that violates laws, regulations or rules and regulations of the Company, or harms the interests of the Company.

(II) Financial situation of the Company

The Board of Supervisors inspected and reviewed the Company's financial system and financial status, and believed that the Company's financial system was complete, the system was sound, the financial status was good, the financial operation was stable, and the asset quality was excellent. The Company's regular financial reports have truly, accurately and completely reflected the Company's financial position, operating results and cash flow situation without any false record, misleading statement or material omission.

(III) Use and management of raised funds

After effective supervision of the Company's use and management of raised funds in 2024, the Board of Supervisors believed that the Company could use the raised funds in strict

accordance with relevant laws, regulations and the Company's *Measures for the Administration of Raised Funds* and has carried out necessary decision-making procedures, and the Company has used raised funds in a legal and compliant manner without any disguised change of the use of raised funds or harm to the interests of shareholders, especially minority shareholders.

(IV) Related-party transactions

After supervision and audit of the Company's related-party transactions in 2024, the Board of Supervisors believed that during the reporting period, the Company's related-party transactions were in line with its actual needs, both related directors and related shareholders recused themselves from the vote, the decision-making procedures were legal and valid, the transaction price was fair and reasonable on the principle of openness, fairness and justice, and there was no harm to the interests of the Company and other non-related shareholders, neither was there any occupation of the Company's funds by related parties or other harm to the interests of the Company. The related-party transactions conform to relevant laws, regulations and the *Articles of Association*.

(V) External guarantees

After audit of the Company's external guarantees in 2024, the Board of Supervisors believed that the Company has fulfilled the approval procedures and information disclosure obligations in accordance with the Listing Rules and the *Articles of Association*, the actual amount of the Company's guarantees to its holding subsidiaries and joint stock companies has been within the predicted range of the annual guarantee amount, and the Company has timely disclosed progress announcements when there was actually a guarantee, without any external guarantee in violation of the specified procedures.

(VI) Internal control

After audit of the Company's internal control in 2024, the Board of Supervisors believed that the existing internal control system of the Company is in line with national laws and regulations, meets actual business needs of the Company at present, and has been better implemented in operation and management of the Company, which ensures orderly progress of the Company's business activities and plays a better role in control and prevention. The *2024 Self-evaluation Report on Internal Control* of the Company reflects the current internal control system

construction, the implementation and supervision of internal control system of the Company objectively and comprehensively.

(VII) Management of insiders

After supervision of the Company's management of insiders during the reporting period, the Board of Supervisors believed that the Company has strictly followed relevant laws, regulations and the Company's *Regulations on Registration and Management of Insiders*, the information has been transferred in a standardized manner, the insiders have been registered and filed timely and accurately, and no insider has been found to have traded in the Company's shares using insider information.

(VIII) Implementation of the Company's equity incentive plan and employee stock ownership plan

During the reporting period, after audit of the Company's achievement of the exercise conditions for the second exercise period of the 2021 share option incentive plan and the 2022 share option incentive plan, cancellation of part of the share options and adjustment of the exercise price, the Board of Supervisors believed that the relevant review procedures are legal and compliant, and in line with the relevant laws, regulations, normative documents and the provisions of the incentive plan. There has been no harm to the interests of all shareholders, especially minority shareholders, in the implementation of the Company's share option incentive plans. In addition, the Company has newly implemented the fourth employee stock ownership plan. After audit of the relevant matters, the Board of Supervisors believed that the contents of the Fourth Employee Stock Ownership Plan of the Company comply with the relevant laws, regulations and the relevant provisions of the Articles of Association. The Company has fully solicited the opinions of its employees on the proposed implementation of the fourth employee stock ownership plan. The review and decision-making procedures are legal and valid, there is no harm to the interests of the Company and all shareholders, and no employee has been forced to participate in the fourth employee stock ownership plan through means such as levies or forced distribution. It is conducive to the sustainable development of the Company.

III. Work Plan of the Board of Supervisors for 2025

Members of the Board of Supervisors of the Company will closely focus on the Company's

annual business goals and development strategies in 2025, further deepen their supervision functions, and ensure that the Company's operational activities will proceed steadily on an efficient and compliant track. We will insist on comprehensively understanding the dynamic changes of the Company's major decisions, strengthen the supervision of the legality of the decision-making process, adhere to the principle of loyalty and diligence, and continuously improve the supervision efficiency, so as to drive the continuous optimization of the corporate governance structure, and resolutely safeguard the core interests of the Company and all shareholders. The Board of Supervisors will focus on promoting the following core tasks:

1. Deepen the supervision of compliance operation and improve the internal control system. The Board of Supervisors will further improve the supervision mechanism for the Company's daily operations, and promote a sound internal control system that can efficiently adapt to changes in the external environment. By strengthening communication and collaboration with the Board of Directors and management, it will establish a closer feedback and response mechanism, and improve the efficiency and accuracy of supervision to provide a solid guarantee for the sustainable development of the Company.

2. Strengthen daily supervision of the Company's financial situation. Check the Company's finances, supervise the financial operation of the Company by understanding and reviewing financial reports on a regular basis, and keep communication with external audit agencies to control the operating risks in each business line. Strengthen supervision of the Company's external guarantees, related-party transactions, and other major matters, and continuously promote standardized operation of the Company.

3. Strengthen the capacity building of supervisors and enhance their professional capabilities. In 2025, the Board of Supervisors will be committed to comprehensively enhancing its own capacity building. It will participate in professional training, conduct cross-industry exchanges and adopt other means to continuously absorb the latest advanced concepts and practices in the fields of laws and regulations, financial management, internal control and corporate governance. With more scientific, precise and forward-looking supervision methods, it will improve its supervision function according to law, promote the continuous improvement of the quality and level of its work, enhance the effectiveness of its supervision, and drive the improvement of corporate governance level.

Board of Supervisors of Gotion High-Tech Co., Ltd.

April 24, 2025

Annex 4

2024 Annual Report of Gotion High-Tech

Please see the announcement for the details of “*2024 Annual Report of Gotion High-Tech* (Annex 4)”.

Annex 5

Summary of 2024 Annual Report of Gotion High-Tech

The details of “*Summary of 2024 Annual Report (Annex 5)*” can see the Annex 4.

Annex 6**Gotion High-Tech Co., Ltd.****2024 Special Report on the Deposit and Use of Raised Funds**

This *2024 Special Report on the Deposit and Use of Raised Funds* is prepared by the Board of Directors of Gotion High-Tech Co., Ltd. (the “Company”) in accordance with the *Regulatory Guidelines for Listed Companies No. 2 - Regulatory Requirements for the Management and Use of Raised Funds by Listed Companies*, the *Self-regulatory Guidelines for Listed Companies No. 1 - Standardized Operation of Companies Listed on the Main Board* and the *Self-regulatory Guidelines for Listed Companies No. 2 - Announcement Format*, the *Measures for the Management of Raised Funds* of the Company and other related laws and regulations. Details are as follows:

I. Basic information about the funds raised by non-public issuance of shares in 2021**(I) Amount of raised funds and the time when the funds are in place**

Approved by the CSRC through the *Reply on Approving the Non-public Issuance of Shares by Gotion High-Tech Co., Ltd.* (Zheng Jian Xu Ke [2021] No. 1421), the Company has issued 384,163,346 new shares to Volkswagen (China) Investment Co., Ltd. in a non-public manner, with an issue price of RMB 19.01 per share. As of November 5, 2021, the total amount of funds raised by the Company’s non-public issuance of A-shares was RMB 7,302,945,207.46. After deducting various issuance costs of RMB 72,090,121.84 (excluding tax), the actual net amount of raised funds was RMB 7,230,855,085.62. The availability of the above raised funds has been verified by KPMG Huazhen Certified Public Accountants (Special General Partnership), which issued the *Capital Verification Report* (Bi Ma Wei Hua Zhen Yan Zi No. 2101182). The Company has adopted a special account storage system for the raised funds.

(II) Use and balance of the raised funds**1. Amount used in previous years**

As of December 31, 2023, the Company has used a total of RMB 4,097,004,400 of raised funds (including the portion used to replenish the working capital), the net amount of accumulated interest and financial product income received in the raised funds account after deducting bank charges was RMB 194,048,800, and the balance of raised funds was RMB 3,341,499,100, which

includes the issuance fees of RMB 13,599,600 that the Company has already paid to third parties and has not debited the raised funds.

2. Amount used and closing balance in 2024

In 2024, the Company directly invested RMB 1,011,921,500 of the raised funds. As of December 31, 2024, the Company has used a total of RMB 5,108,925,900 of the raised funds (including the portion used to permanently replenish the working capital) and used RMB 1,000,000,000 of the idle raised funds to temporarily replenish working capital, the net amount of accumulated interest and financial product income received in the raised funds account after deducting bank charges was RMB 248,072,300, and the balance of raised funds was RMB 1,383,601,100, which includes the issuance fees of RMB 13,599,600 that have been paid to third parties and has not debited the raised funds.

II. Management of raised funds

In accordance with the relevant laws and regulations, following the principles of standardization, safety, efficiency and transparency, the Company has formulated the *Measures for the Management of Raised Funds*, which has made clear provisions on the storage, approval, use, management and supervision of the raised funds, so as to ensure the standardized use of the raised funds in the system.

In October 2020, the Company and Haitong Securities Co., Ltd. (now known as “Guotai Haitong Securities Co., Ltd.”, hereinafter referred to as “Guotai Haitong”) concluded the *Sponsor Agreement Between Gotion High-Tech Co., Ltd. and Guotai Haitong Securities Co., Ltd. for the Non-public Issuance of Shares*, hiring Guotai Haitong to act as the sponsor for the non-public issuance and to perform continuous supervision duties.

In December 2021, the Company, the sponsor Guotai Haitong, and Hefei Shushan Sub-branch of the Bank of China concluded the *Three-party Supervision Agreement on Raised Funds*, clarifying the rights and obligations of all parties. There is no major difference between the three-party supervision agreement and the template of the three-party supervision agreement issued by SZSE, and there is no problem for the performance of the three-party supervision agreement.

In January 2022, the Company, the sponsor Guotai Haitong, the entities implementing the

projects invested with raised funds (including the portion used to replenish working capital) (i.e., the Company's holding subsidiaries Hefei Gotion Battery Co., Ltd. ("Gotion Battery"), Hefei Gotion Battery Materials Co., Ltd. ("Gotion Battery Material"), Hefei Gotion High-Tech Power Energy Co., Ltd. ("Hefei Gotion")), and the banks with which the special accounts for raised funds were opened (i.e., Hefei Shushan Sub-branch of China Construction Bank, Hefei Xinzhan High-Tech Zone Sub-branch of Agricultural Bank of China, Hefei Shushan Sub-branch of the Bank of China, Hefei Baohe Sub-branch of the Bank of Hangzhou, Hefei Yinhe Sub-branch of the Industrial and Commercial Bank of China (renamed as "Hefei Shushan Sub-branch of the Industrial and Commercial Bank of China"), Hefei Huangshan West Road Sub-branch of China Construction Bank, and High-Tech Zone Sub-branch of Hefei Science and Technology Rural Commercial Bank) respectively, signed the *Four-party Supervision Agreement on Raising Funds*, clarifying the rights and obligations of all parties. There is no major difference between the four-party supervision agreement and the template of the three-party supervision agreement issued by SZSE, and there is no problem for the performance of the four-party supervision agreement.

The Company has convened the 16th meeting of the eighth Board of Directors and the 16th meeting of the eighth Board of Supervisors and the 2021 annual general meeting of shareholders respectively on April 27, 2022 and May 23, 2022, and deliberated and approved the *Proposal on Changing the Purpose of Raised Funds*, agreeing to change "Gotion's high specific energy lithium battery industrialization project with an annual output of 16GWh" into "Volkswagen standard battery cell project with an annual output of 20GWh", with the entity implementing the project changed from Gotion Battery, a wholly-owned subsidiary of the Company, to Hefei Gotion Battery Technology Co., Ltd. ("Gotion Battery Technology"), a wholly-owned subsidiary of the Company, and the place for implementing the project changed from Hefei Economic and Technological Development Zone to Hefei Xinzhan High-Tech Industry Development Zone.

In June 2022, the Company re-entered into the *Four-party Supervision Agreement on Raised Funds* with Gotion Battery Technology (the entity implementing the changed project), Guotai Haitong (the sponsor), Hefei Shushan Sub-branch of China Construction Bank, Hefei Xinzhan High-Tech Zone Sub-branch of Agricultural Bank of China, Hefei Shushan Sub-branch of Bank of China and Hefei Baohe Sub-branch of Bank of Hangzhou, clarifying the rights and obligations of the parties. There is no major difference between the four-party supervision agreement and the template of the three-party supervision agreement issued by SZSE, and there is

no problem for the performance of the four-party supervision agreement.

As of December 31, 2024, the deposit of funds raised from non-public issuance of shares in 2021 is as follows:

Monetary unit: RMB '0,000

Bank name	Bank Account No.	Balance	Remarks
Hefei Shushan Sub-branch of Bank of	188763859109	0.00	Account
Hefei Shushan Sub-branch of Bank of	185765054466	0.00	Account
Hefei Xinzhan High-Tech Zone	12081101040057182	0.00	Account
Hefei Baohe Sub-branch of Hangzhou Bank	3401040160001091868	0.00	Account
Hefei Shushan Sub-branch of China	3405014986080000306	0.00	Account
Hefei Huangshan West Road Sub-branch of	3405014888080000248	2.21	Special
High-Tech Zone Sub-branch of Hefei	2000026817616660000	254.98	Special
Hefei Shushan Sub-branch of Industrial and	1302015419200380085	47.17	Special
Hefei Shushan Sub-branch of Industrial and	1302015419200380883	3,980.04	Special
Hefei Shushan Sub-branch of Bank of	176766944401	833.19	Special
Hefei Xinzhan High-Tech Zone Sub-branch	12081101040058479	21,978.23	Special
Hefei Baohe Sub-branch of Bank of	3401040160001148668	3,251.42	Special
Hefei Shushan Sub-branch of China	3405014986080000329	28,012.87	Special
Hefei Baohe Sub-branch of Hangzhou Bank	3401040160001349845	25,000.00	Structured
Hefei Shushan Sub-branch of Bank of	182779641326	35,000.00	Structured
Hefei Shushan Sub-branch of Bank of	182779251733	20,000.00	Structured
Total		138,360.1	

Note: As of December 31, 2024, the Company has used RMB 1,000,000,000 of the temporarily idle raised funds to temporarily replenish working capital, which will be refunded prior to the expiration date. The balance of the special account for raised funds was RMB [1,383,601,100], which includes the issuance fees of RMB 13,599,600 that the Company has already paid to third parties and has not debited the raised funds. The idle raised funds used by the Company to purchase structured deposits was RMB [800,000,000].

III. Use of raised funds in this year

1. In 2024, the Company had directly invested a total of RMB [1,011,921,500] of the raised funds. The details are shown in Schedule 1 “*Comparison Table of the Use of the Funds Raised in Non-Public Issuance of Shares in 2021*”.

2. Cash management related to idle raised funds

On October 25, 2022, the Board of Directors of the Company deliberated and approved the *Proposal on the Use of Some Idle Raised Funds for Cash Management* at the 20th meeting of the eighth Board of Directors, agreeing that the Company may use a portion of the idle funds raised from non-public issuance of shares up to RMB 2 billion (in a revolving and rolling manner) for cash management, to invest in safe and liquid financial products with a term no more than 12 months. With respect to the said matter, the Board of Supervisors expressed its opinion of consent, the independent directors expressed their independent opinions of consent, and Guotai Haitong expressed a verification opinion without objection.

On August 28, 2023, the Board of Directors of the Company deliberated and approved the *Proposal on the Use of Some Idle Raised Funds for Cash Management* at the 3rd meeting of the ninth Board of Directors, agreeing that the Company may use a portion of the idle funds raised from non-public issuance of shares up to RMB 2 billion (in a revolving and rolling manner) for cash management, to invest in safe and liquid financial products with a term no more than 12 months. With respect to the said matter, the Board of Supervisors expressed its opinion of consent, the independent directors expressed their independent opinions of consent, and Guotai Haitong expressed a verification opinion without objection.

On August 27, 2024, the Board of Directors of the Company deliberated and approved the *Proposal on the Use of Some Idle Raised Funds for Cash Management* at the 9th meeting of the ninth Board of Directors, agreeing that the Company may use a portion of the idle funds raised from non-public issuance of shares up to RMB 2 billion (in a revolving and rolling manner) for cash management, to invest in safe and liquid financial products with a term no more than 6 months. With respect to the said matter, the Board of Supervisors expressed its opinion of consent, and Guotai Haitong expressed a verification opinion without objection. As of December 31, 2024, the balance of the idle raised funds used by the Company for cash management was RMB [800,000,000].

Details of the Company's use of the temporary idle raised funds for cash management during the reporting period are as follows:

Monetary unit: RMB '0,000

S/N	Cooperative bank	Any related relation ship	Product name	Product type	Subscription amount	Start date	Maturity date	Actual investment return	Matured or not
1	Hefei Shushan Sub-branch, Industrial and Commercial Bank of China	No	Accumulated corporate RMB structured deposits pegged to exchange rate range	Principal guaranteed with floating income	20,000.00	2023/10/19	2024/1/19	129.20	Yes
2	Hefei Shushan Sub-branch, Industrial and Commercial Bank of China	No	Accumulated corporate RMB structured deposits pegged to exchange rate range	Principal guaranteed with floating income	10,000.00	2023/12/13	2024/3/14	70.32	Yes
3	Hefei Shushan Sub-branch, Industrial and Commercial Bank of China	No	Accumulated corporate RMB structured deposits pegged to exchange rate range	Principal guaranteed with floating income	26,000.00	2024/2/8	2024/5/10	154.06	Yes

4	Hefei Shushan Sub-branch, Industrial and Commercial Bank of China	No	Accumulated corporate RMB structured deposits pegged to exchange rate range	Principal guaranteed with floating income	14,000.00	2024/3/12	2024/6/12	65.25	Yes
5	Hefei Shushan Sub-branch, Industrial and Commercial Bank of China	No	Accumulated corporate RMB structured deposits pegged to exchange rate range	Principal guaranteed with floating income	36,000.00	2024/6/5	2024/6/28	47.80	Yes
6	Hefei Baohe Sub-branch, Bank of Hangzhou	No	“Tianlibao” structured deposit product of the Bank of Hangzhou TLBB202308316	Principal guaranteed with floating income	15,000.00	2023/10/25	2024/4/25	210.58	Yes
7	Hefei Baohe Sub-branch, Bank of Hangzhou	No	“Tianlibao” structured deposit product of the Bank of Hangzhou TLBB202308319	Principal guaranteed with floating income	15,000.00	2023/10/25	2024/4/25	184.25	Yes
8	Hefei Shushan Sub-branch, China Construction Bank	No	Corporate RMB Customized and	Principal guaranteed	80,000.00	2023/10/24	2024/1/24	460.33	Yes

				Structured Hefei Sub-branch, Construction Bank	Deposit of Shushan China	with floating income					
9	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202340219	Corporate deposits	Principal and minimum income guaranteed	60,000.00	2023/10/30	2024/4/18	815.18	Yes	
10	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202406223	Corporate deposits	Principal and minimum income guaranteed	20,000.00	2024/4/19	2024/7/8	105.64	Yes	
11	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202406395	Corporate deposits	Principal and minimum income guaranteed	30,000.00	2024/4/24	2024/6/17	53.26	Yes	
12	Hefei Baohe Sub-branch, Bank of Hangzhou	No	“Tianlibao” deposit product	structured of the	Principal guaranteed	30,000.00	2024/4/29	2024/8/20	236.84	Yes	

			Bank of Hangzhou	with floating						
			TLBB202403910	income						
13	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202406747	Corporate deposits	Principal and minimum income guaranteed	30,000.00	2024/4/30	2024/6/21	99.16	Yes
14	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202409577	Corporate deposits	Principal and minimum income guaranteed	30,000.00	2024/6/18	2024/8/23	117.17	Yes
15	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202409801	Corporate deposits	Principal and minimum income guaranteed	30,000.00	2024/6/24	2024/8/23	107.01	Yes
16	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202410910	Corporate deposits	Principal and minimum income guaranteed	20,000.00	2024/7/10	2024/8/23	52.08	Yes

17	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202413642	Corporate deposits	Principal and minimum income guaranteed	20,000.00	2024/9/4	2024/12/2	108.69	Yes
18	Hefei Baohe Sub-branch, Bank of Hangzhou	No	“Tianlibao” deposit product of the Bank of Hangzhou TLBB202410824	structured	Principal guaranteed with floating income	15,000.00	2024/9/6	2024/12/6	69.18	Yes
19	Hefei Baohe Sub-branch, Bank of Hangzhou	No	“Tianlibao” deposit product of the Bank of Hangzhou TLBB202410795	structured	Principal guaranteed with floating income	15,000.00	2024/9/6	2024/12/6	95.36	Yes
20	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202414331	Corporate deposits	Principal and minimum income guaranteed	50,000.00	2024/9/13	2024/12/12	273.70	Yes
21	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured	Corporate deposits	Principal and minimum	20,000.00	2024/9/13	2024/12/12	109.48	Yes

			202414331		income guaranteed					
22	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202418106	Corporate deposits	Principal and minimum income guaranteed	20,000.00	2024/12/4	2025/2/24	Not matured yet	No
23	Hefei Shushan Sub-branch, Bank of China	No	(Anhui) structured 202418600	Corporate deposits	Principal and minimum income guaranteed	35,000.00	2024/12/16	2025/2/28	Not matured yet	No
24	Hefei Baohe Sub-branch, Bank of Hangzhou	No	“Tianlibao” deposit product of the Bank of Hangzhou TLBB202416550	structured	Principal guaranteed with floating income	25,000.00	2024/12/30	2025/2/28	Not matured yet	No

3. Idle raised funds used to temporarily replenish working capital

On December 11, 2024, the Board of Directors of the Company deliberated and approved the *Proposal on the Use of Idle Raised Funds to Temporarily Replenish Working Capital* at the 11th meeting of the ninth Board of Directors, agreeing that the Company may use a portion of the idle funds raised from non-public issuance of shares up to RMB 1 billion to temporarily replenish working capital with a term no more than 4 months. As of December 31, 2024, the amount of the idle raised funds used by the Company to temporarily replenish working capital was RMB [1,000,000,000].

IV. Use of the funds for the changed invested projects

1. Changes and reasons

(1) The Company changed the invested project “Gotion’s high specific energy lithium battery industrialization project with an annual output of 16GWh” into “Volkswagen standard battery cell project with an annual output of 20GWh”, with the entity implementing the project changed from Gotion Batteries, a wholly-owned subsidiary of the Company, to Gotion Battery Technology, a wholly-owned subsidiary of the Company, and the place for implementing the project changed from Hefei Economic and Technological Development Zone to Hefei Xinzhan High-Tech Industry Development Zone.

In 2021, driven by the rapid growth of new energy vehicles, China installed 154.5 GWh of power batteries, up 142.8% year-on-year, of which lithium iron phosphate accounted for more than 51%. In order to meet the rapidly increasing market demand for new energy vehicles, in line with the Company’s future strategic development planning, and in view of the fact that the scale of land to be used for the original project invested with the raised funds could meet the need of the project construction, it is likely to increase the costs of construction, energy consumption, labor and site maintenance and it will be difficult to implement the project if the project continues to be implemented according to the original plan. Therefore, the Company changed the use of the raised funds, from the original project to the “Volkswagen standard battery cell project with an annual output of 20Gwh”, which was implemented in Hefei Xinzhan High-Tech Industry Development Zone by Gotion Battery Technology. Upon the completion of the above change, the investment and construction of the project will be accelerated, the utilization efficiency of the raised funds will be improved and the market share of the Company’s products will be further enlarged.

(2) For the “Volkswagen standard battery cell project with an annual output of 20GWh”, the Company adjusted the date when the project is planned to reach the expected serviceable state from September 2023 to December 2024, while the implementing entity, investment content and investment scale remained unchanged.

In order to adapt to the changing the market economy environment, Hefei Gotion Battery Technology Co., Ltd., the entity implementing the invested project, has continuously upgraded some of its production lines based on customers feedback. In this process, the company used some imported or customized equipment, which required a long procurement period and thus affected the construction progress of the project and the commissioning progress of some equipment. Therefore, the company adopted a gradual input approach for the purpose of controlling project input risks and avoiding hidden dangers in production and operation after the project is put into operation, which resulted in the project not reaching the expected serviceable state within the planned time. In order to better improve the construction quality of the project, allocate resources reasonably and effectively, and match the current production and operation status of the company, the company carefully studied and decided to follow the principle of balance between production and use to gradually promote the construction process of the project, and thus adjusted the date when the project is planned to reach the expected serviceable state.

2. Decision-making procedures

(1) On April 27, 2022, the 16th meeting of the eighth Board of Directors deliberated and approved the *Proposal on Changing the Purpose of Raised Funds*. At the same time, the Board of Supervisors clearly expressed its consent, independent directors issued independent opinions on their consents, and Guotai Haitong issued a non-objectionable verification opinion on it. On May 23, 2022, the said proposal was adopted by the 2021 general meeting of shareholders of the Company.

(2) On December 4, 2023, the 5th meeting of the ninth Board of Directors deliberated adopted the *Proposal on Adjusting the Implementation Progress of Some Projects Invested with Raised Funds*. At the same time, the Board of Supervisors clearly expressed its consent, independent directors issued independent opinions on their consents, and Guotai Haitong issued a non-objection verification opinion on it.

3. Except for the said changes, as of December 31, 2024, there were no other changes in the

Company's projects invested with raised funds, and there was no external transfer or replacement of the Company's projects invested with raised funds. Please refer to Schedule 2 "*Change of Projects Invested with Raised Funds*" for details of the use of funds for the Company's changed invested projects.

V. Problems in the use and disclosure of raised funds

During the reporting period, the Company deposited and used the raised funds in strict accordance with the *Regulatory Guidelines for Listed Companies No. 2 - Regulatory Requirements for the Management and Use of Raised Funds by Listed Companies*, the *Self-regulatory Guidelines for Listed Companies No. 1 - Standardized Operation of Companies Listed on the Main Board*, the *Measures for the Management of Raised Funds* of the Company and other relevant regulations, disclosed relevant information in a timely, true, accurate and complete manner, and there was no violation in the management of raised funds.

VI. Other issuance-related matters

(I) Approval procedures for the issuance of GDRs and listing on the Swiss Stock Exchange and results of the issuance

On May 5, 2022, the Company held the 17th meeting of the eighth Board of Directors and the 17th meeting of the eighth Board of Supervisors, at which the *Proposal on the Company's Issuance of GDRs and Listing on the Swiss Stock Exchange and Change to an Overseas Offering Company Limited*, the *Proposal on the Company's Issuance of GDRs and Listing on the Swiss Stock Exchange* and other proposals related to the issuance and listing were reviewed and approved.

On May 23, 2022, the Company held the 2021 annual general meeting of shareholders, at which the *Proposal on the Company's Issuance of GDRs and Listing on the Swiss Stock Exchange and Change to an Overseas Offering Company Limited*, the *Proposal on the Company's Issuance of GDRs and Listing on the Swiss Stock Exchange* and other proposals related to the issuance and listing were reviewed and approved.

On July 23, 2022, through the *Reply on Approving the Initial Public Offering of GDRs and Listing on the Swiss Stock Exchange by Gotion High-Tech Co., Ltd.*(Zheng Jian Xu Ke [2022] No.1610), the CSRC approved Gotion High-Tech Co., Ltd. to issue no more than 249,706,175

underlying A-shares corresponding to the GDRs, and the corresponding GDRs shall be no more than 49,941,235 calculated at the conversion ratio determined by the Company.

On July 28, 2022, the actual number of GDRs issued by the Company was 22,833,400 at a final issuance price of US \$30.00 per GDR, representing 114,167,000 A-shares and raised a total amount of US\$ 685,002,000.00. According to the mid exchange rate of RMB published by the China Foreign Exchange Trading Center as authorized by the People's Bank of China on July 29, 2022, which is US\$ 1 to RMB 6.7437, the total amount was equivalent to RMB 4,619,447,987.40. After deducting the issuance costs (excluding value-added tax), the total amount was equivalent to RMB 79,973,055.29, and the net amount of the actual raised funds was equivalent to RMB 4,539,474,932.11, of which the newly increased share capital was RMB 114,167,000 and the share capital premium was RMB 4,425,307,932.11.

(II) Deposit and use of the funds raised in the issuance of GDRs and listing on the Swiss Stock Exchange

1. Purpose of the funds raised in GDRs issuance

According to the prospectus of the GDRs offering, the Company intends to use the net proceeds of the issuance for the following purposes:

About 85% of the net proceeds will be used to support business expansion, particularly expansion of the Company's overseas capacity for battery products and raw materials through investment in fixed assets, acquisition of equity interests or otherwise, so as to expand the Company's international footprint. About 15% of the net proceeds will be used to supplement working capital and other general corporate purposes.

The Company will have broad discretion as to the application of the net proceeds from the offering. The intended use of proceeds described above is an intent of the Company based on its current plans and business conditions, and is subject to change in a manner consistent with our business strategy and applicable law based on our business plan, circumstances, regulatory requirements and then market conditions.

2. Credit of the funds raised in GDRs issuance

Monetary unit: USD

Bank name	Bank account number	Date of credit	Amount of credit
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ICBC Zurich Branch, Switzerland	190001252021	July 29, 2022	685,001,980.00
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Note: Before remittance is credited to the account, the handling fee of US\$20 shall be deducted from the account.

3. Use of the funds raised in GDRs offering

As of December 31, 2024, the net amount raised in the GDRs issuance after deducting issuance costs amounted to USD 673,143,100. Among them, the Company has used USD 356,447,100, of which USD 253,447,100 was used to supplement working capital, USD [226,546,400] was used for the construction of the projects in the United States, Germany, Vietnam, etc. The remaining amount of USD 316,696,000 (excluding interest income) was deposited in domestic and overseas bank accounts of the Company.

In summary, the funds raised in GDRs issuance were used in accordance with the prospectus.

Schedule 1: Comparison Table of the Use of the Funds Raised in Non-Public Offering of Shares in 2024

Schedule 2: Change of Projects Invested with Raised Funds

Board of Directors of Gotion High-Tech Co., Ltd.

April 24, 2025

Schedule 1: Comparison Table of the Use of the Funds Raised in Non-Public Offering of Shares in 2023**Comparison Table of the Use of the Funds Raised in 2024**

Unit: RMB 0,000

Total raised funds	723,085.51	The total amount of raised funds invested in the reporting period	101,192.15
Total raised funds with purpose changed during the reporting period	532,278.38	Cumulative raised funds that have been invested	510,892.59
Cumulative raised funds with purpose changed	532,278.38		

Proportion of the cumulative raised funds with purpose changed			73.61%							
Committed investment projects and over-raised funds	Whether the project has been changed (including partial changes)	Total committed investment amount of raised funds	Total investment amount after adjustment (1)	Amount invested this year	Cumulative investment amount as at the end of the period (2)	Investment progress as at the end of the period (3) = (2)/ (1)	Date when reaches its usable status	Benefits realized during the reporting period	Whether to achieve the expected benefits	Whether the project feasibility has changed significantly
Commitment to investment projects										

1. Gotion Battery's high specific energy lithium battery industrialization project with an annual output of 16GWh	Yes	532,464.78	3,462.56	0.00	3,462.56	Not applicable, this project was terminated in May 2022	N/A	—	—	No
2. Gotion Material's high nickel ternary cathode material project with an annual output of 30,000 tons	No	100,000.00	100,000.00	57,059.48	84,107.35	84.11%	December 2024	—	—	No
3.Replenishment of working capital	No	90,620.73	90,620.73	0.00	90,650.00	100.03%	N/A	—	—	—

4. Volkswagen standard battery cell project with an annual output of 20GWh	No	N/A	532,278.38	44,132.67	332,672.68	62.50%	December 2024	—	—	No
Subtotal of investment of over-raised funds		723,085.51	726,361.67	101,192.15	510,892.59	—	—	—	—	—
Investment of over-raised funds										
Subtotal of investment of over-raised funds		—	—	—	—	—	—	—	—	—
Total		723,085.51	726,361.67	101,192.15	510,892.59	—	—	—	—	—

Circumstances and reasons for not reaching the planned progress or expected benefits (based on specific projects)	<p>“Volkswagen standard battery cell project with an annual output of 20GWh”: In order to maximize the benefits of the project invested with raised funds, the Company thoroughly considered changes in market demand and its strategic direction, and implemented the project prudently based on its production and operational needs. On April 24, 2025, the Company held the 12th meeting of the ninth Board of Members and the 12th meeting of the ninth Board of Supervisors, deliberating and approving the <i>Proposal on Changing the Purpose of Raised Funds</i>, which changed the project into the “Volkswagen standard battery cell project”. Such change is required to be submitted to the Company’s 2024 Annual Shareholders’ Meeting for deliberation and approval.</p>
Description of major changes in the project feasibility	<p>N/A</p>

Amount, purpose and use progress of over-raised funds	N/A
Changes in the implementation place of projects invested by raised funds	The Company change “Gotion Battery’s high specific energy lithium battery industrialization project with an annual output of 16GWh” into “Volkswagen standard battery cell project with an annual output of 20GWh”, with the implementation entity changed from Gotion Battery, a wholly-owned subsidiary of the Company, to Gotion Battery Technology, a wholly-owned subsidiary of the Company, and the implementation location changed from Hefei Economic and Technological Development Zone to Hefei Xinzhan Hi-tech Industry Development Zone.
Adjustments to the implementation method of projects invested by raised funds	None

Preliminary investment and replacement of projects invested by raised funds	None
Temporary supplement of working capital with idle raised funds	<p>The <i>Proposal on the Use of Idle Raised Funds to Temporarily Replenish Working Capital</i> was reviewed and approved at the 11th meeting of the ninth Board of Directors and the 11th meeting of the ninth Board of Supervisors held by the Company on December 11, 2024. It was approved that the Company may use a portion of the idle funds raised from non-public issuance of shares up to RMB 1 billion to temporarily replenish working capital with a term no more than 4 months. As of December 31, 2024, the amount of the idle raised funds used by the Company to temporarily replenish working capital was RMB 1,000,000,000.</p>

Cash management with idle raised funds	The <i>Proposal on the Use of Part of Idle Raised Proceeds for Cash Management</i> was reviewed and approved at the 9th meeting of the ninth Board of Directors and the 9th meeting of the ninth Board of Supervisors held by the Company on August 27, 2024. It was approved that the Company may use idle raised funds of no more than RMB 2 billion for cash management to invest in financial products with high safety and good liquidity for a period of not more than 6 months, and the above amount can be used on a revolving basis. As of December 31, 2024, the balance of the Company's cash management using idle proceeds was RMB [800,000,000].
Amount and reason of the raised funds balance in the implementation of the project	N/A
Purpose and destination of unused raised funds	All the raised funds not yet used by the Company are deposited in the special account for raised capital, and are put to use according to the plan.

Problems or other circumstances in the use or disclosure of raised funds	None
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Schedule 2: Change of Projects Invested with Raised Funds**Change of Projects Invested with Raised Funds**

Unit: RMB 0,000

Changed projects	Corresponding original commitment project	The total amount of funds to be invested in the project after the change (1)	Actual investment amount as at the end of the reporting period	Actual cumulative investment amount as at the end of the period (2)	Investment progress as at the end of the period (3) = (2)/(1)	Date when the item reaches its intended usable status	Benefits realized during the reporting period	Whether to achieve the expected benefits	Whether the feasibility of the project after the change has changed significantly
Volkswagen standard battery cell project with an annual output of 20GWh	Gotion Battery's high specific energy lithium battery industrialization project with an	532,278.38	44,132.67	332,672.68	62.50%	December 2024	—	—	No

	annual output of 16GWh								
Total	-	532,278 .38	44,13 2.67	332,672. 68	—	—	—	—	—
Descriptions of reasons for changes, decision-making procedures and information disclosure (based on specific projects)					Please refer to “Changes and reasons” and “Decision-making procedures” under “IV. Use of the funds for the changed invested projects”				
Circumstances and reasons for not reaching the planned progress or expected benefits (based on specific projects)					Please refer to the description of the relevant content in the above table “Comparison Table of the Use of the Funds Raised in 2024”				
Explanation of major changes in the project feasibility after the change					None				

Annex 7-1

Gotion High-Tech Co., Ltd

Management System for External Guarantees

Chapter I. General Provisions

Article 1 In order to regulate the guarantee behavior of Gotion High-Tech Co., Ltd. (hereinafter referred to as the "The Company"), to safeguard the interests of the investors, control the operational risk of the company's assets, to ensure the safety of the company's assets. According to the Company Law of the People's Republic of China (hereinafter referred to as the "the company law"), the Civil Code of the People's Republic of China (hereinafter referred to as the "civil code"), Supervisory Guidelines for Listed Companies No.8-Suervisory Requirements on Fund Transactions and External Guarantees of Listed Compines, the Stock Listing Rule of Shenzhen Stock Exchange (hereinafter referred to as" listing rules "), Shenzhen Stock Exchange Self-disciplinary Supervision Guideline for Listed Companies No. 1 - Standardised Operation of Listed Companies on the Main Board and other relevant laws, regulations and relevant provisions of the Articles of Association of Gotion High-Tech Co.,Ltd (hereinafter referred to as the "Articles of Association"), the Company has formulated these system.

Article 2 The term "external guarantee" as used in this system refers to the act of the company acting as a third party to provide guarantee for the debt of the debtor to the creditor, and when the debtor fails to perform the debt when it is due, the company shall perform the debt or assume the responsibility in accordance with the agreement, including the company's guarantees to subsidiaries at all levels within the scope of consolidated statement of income.

The "security methods" referred to in this system refer to the security methods stipulated in the Civil Code and relevant judicial interpretations, including mortgage, pledge, lien and guarantee. The provision of mortgages, pledges or other forms of guarantees by the Company for its own debts with its own assets does not fall into the abovementioned external guarantees and shall be implemented with reference to the relevant laws and regulations.

For the purpose of this system, "the total amount of external guarantees of the Company and its controlled subsidiaries" means the sum of the total amount of external guarantees of the Company (including of the Company to its controlled subsidiariesthe guarantees) and the total

amount of external guarantees of the Company's controlled subsidiaries.

Article 3 The board of directors and the shareholders' meeting of the Company shall be the decision-making bodies for external guarantees, and all external guarantees of the Company shall be approved by the board of directors or the shareholders' meeting of the Company in accordance with the procedures . Where a controlling subsidiary of the Company provides guarantees for legal persons or other organisations within the scope of the Company's consolidated statements, the Company shall disclose such guarantees in a timely manner after the controlling subsidiary has fulfilled the deliberation procedures, except for those guarantees that are required to be submitted to the shareholders' meeting of the Company for deliberation in accordance with the relevant provisions of this system.

Where a controlling subsidiary of the Company provides guarantees for subjects other than those specified in the preceding paragraph, it shall be deemed to be a guarantee provided by the Company to the outside world and shall comply with the relevant provisions of this system.

Article 4 The provision of counter-guarantees by the Company and its controlling subsidiaries shall be implemented in accordance with the relevant provisions of the Guarantee, and the corresponding deliberation procedures and information disclosure obligations shall be performed on the basis of the amount of counter-guarantees provided by the Company, except that the Company and its controlling subsidiaries shall provide counter-guarantees for guarantees based on their own debts.

Article 5 The Company shall implement unified management of external guarantees. The Company and its controlling subsidiaries shall not provide guarantees without the approval of the Company's deliberative body with corresponding approval authority as determined in accordance with the Articles of Association and this system. No one shall have the right to sign contracts, agreements or other similar legal documents for external guarantees in the name of the Company.

Article 6 The directors, supervisors and senior management of the Company shall make prudent judgement on the compliance and reasonableness of the Company's external guarantees, the ability of the guaranteed party to repay the debts and the effectiveness of the counter-guarantee measures, and shall bear joint and several liability for the losses arising from illegal or improper external guarantees in accordance with the law.

Article 7 The Company shall follow the principles of lawfulness, prudence, mutual benefit and safety in providing external guarantees and strictly control the risks of guarantees. The company shall abide by the principles of equality, voluntariness, fairness, good faith and mutual benefit in providing guarantees for others. No unit or individual shall force the Company to provide guarantees for others, and the Company shall have the right to refuse any act of forcing it to provide guarantees for others.

Chapter II. Review of the object of the External Guarantee

Article 8 The Company may provide guarantees for units with independent legal personality and with one of the following conditions:

1. Controlled subsidiaries of the Company and other units in which the Company has a controlling relationship;
2. Corporate joint ventures or associates and units controlled by them;
3. Other cases where guarantees are required by law or business needs.

The above units must also have strong solvency and good credit standing and comply with the relevant provisions of this system.

Article 9 The company's management of external guarantees is based on a multi-layer review system, and the relevant departments of the company involved include:

1. The finance department is the preliminary examination department and daily management department of the Company's external guarantees and is responsible for accepting and examining the guarantee applications submitted by all guaranteed persons; it is also responsible for the daily management of external guarantees and continuous risk control;
2. The Securities Affairs Centre and the Legal Department are responsible for reviewing the compliance of the Company's external guarantees, organising the implementation of the approval procedures of the Board of Directors or the Shareholders' Meeting as well as the disclosure of relevant information.

Article 10 The Company shall require the counterparty to provide counter-guarantees for external guarantees, and prudently judge the actual guarantee capacity of the counter-guarantee provider and the enforceability of the counter-guarantees.

The counter-guarantee or other effective risk prevention measures provided by the guaranteed person shall correspond to the amount of the guarantee. The property for which a counter-guarantee is created by the guarantor shall not be property whose circulation is prohibited by laws and regulations or which is non-transferable.

Article 11 When the Company provides guarantees to its controlling subsidiaries or equity participation companies, it shall focus on whether the shareholders of the controlling subsidiaries or equity participation companies provide equal guarantees or counter-guarantees and other risk control measures in accordance with the proportion of their capital contributions. If the shareholder fails to provide equal guarantee or counter-guarantee and other risk control measures in accordance with the ratio of capital contribution, the Board of Directors of the Company shall disclose the main reasons and, on the basis of analysing the operating conditions and debt-servicing ability of the guaranteed party, fully explain whether the risk of the guarantee is controllable, and whether it is detrimental to the interests of the Company.

Article 12 All external guarantee matters of the Company shall be submitted to the Board of Directors for consideration, and in addition to being considered and passed by a majority of all directors, they shall be considered and agreed upon by more than two-thirds of the directors present at the meeting of the Board of Directors and a resolution shall be made, and disclosed to the public in a timely manner.

Article 13 If the guarantee provided by the Company falls under one of the following circumstances, it shall be submitted to the shareholders' meeting for deliberation after being considered and approved by the board of directors:

1. The amount of a single guarantee exceeds 10 per cent of the company's latest audited net assets;
2. The total amount of external guarantees provided by the Company and its controlled subsidiaries exceeds any guarantee provided after 50% of the Company's latest audited net assets;
3. The total amount of external guarantees provided by the Company and its controlled subsidiaries exceeds any guarantees provided after 30% of the total audited assets of the Company in the latest period;

4. The data in the most recent financial statements of the guaranteed object show a gearing ratio of more than 70 per cent;
5. The cumulative amount of guarantees within the last 12 months is calculated to exceed 30% of the company's audited total assets for the most recent period;
6. Guarantees provided to shareholders, de facto controllers and their related parties;
7. Other guarantees stipulated by the Stock Exchange or the Articles of Association.

When the shareholders' meeting of the Company considers the guarantee matters in paragraph (5) of the preceding paragraph, it shall be approved by more than two-thirds of the votes held by the shareholders present at the meeting.

When a shareholders' meeting considers a proposal to provide guarantees to a shareholder, a de facto controller and its associates, such shareholder or shareholders at the disposal of such de facto controller shall not participate in such vote, which shall be approved by more than half of the votes held by other shareholders present at the shareholders' meeting.

Article 14 Where a company provides a guarantee for a connected person, in addition to being considered and approved by a majority of all non-connected directors, it shall also be considered and approved and a resolution shall be made by more than two-thirds of the non-connected directors present at the meeting of the board of directors and submitted to the shareholders' meeting for consideration. Where the Company provides guarantees for controlling shareholders, de facto controllers and their connected persons, the controlling shareholders, de facto controllers and their connected persons shall provide counter-guarantees.

Article 15 External guarantees incurred by the Company shall be calculated on the basis of the amount incurred, and the provisions of this system shall be applied in accordance with the principle of cumulative calculation within a consecutive 12-month period.

Those who have fulfilled their relevant obligations in accordance with the relevant provisions of this system are no longer included in the relevant cumulative calculations.

Article 16 If the Company provides guarantees to its controlling subsidiaries, and if a large number of such guarantees occur each year and require the conclusion of guarantee agreements on a regular basis and it is difficult to submit each agreement to the Board of Directors or the

shareholders' meeting for consideration, the Company may anticipate the total amount of new guarantees to be provided for the next 12 months for the two types of subsidiaries whose gearing ratios in the most recent financial statements are 70% or more and 70% or less, respectively, and submit them for consideration at the shareholders' meeting.

When the aforesaid guarantees actually occur, the Company shall disclose them in a timely manner, and the balance of the guarantees at any point in time shall not exceed the amount of the guarantees considered and approved by the shareholders at the shareholders' meeting.

Article 17 Where a company provides guarantees to its joint venture or associated enterprises and the following conditions are simultaneously met, and where a large number of guarantees occur each year, requiring the conclusion of guarantee agreements on a regular basis and it is difficult to submit each agreement to the board of directors or shareholders' meeting for deliberation, the company may reasonably anticipate the specific targets of the guarantees to be provided within the next twelve months and their corresponding new guarantee amounts and submit the same for consideration by the shareholders' meeting:

1. The guaranteed person is not a director, supervisor, senior management, shareholder holding more than 5% of the shares, de facto controller and legal persons or other organisations under its control;
2. Risk control measures such as the provision of an equivalent guarantee or counter-guarantee by each shareholder of the guaranteed person in proportion to its capital contribution.

When the aforesaid guarantees actually occur, the Company shall disclose them in a timely manner, and the balance of the guarantees at any point in time shall not exceed the amount of the guarantees considered and approved by the shareholders at the shareholders' meeting.

Article 18 Where a company anticipates the amount of guarantee to its joint venture or associated enterprise and at the same time meets the following conditions, it may transfer the amount of guarantee between its joint venture or associated enterprises, provided that the cumulative total amount of transfer shall not exceed 50 per cent of the total amount of guarantee anticipated.

1. The amount of a single transfer from the transferee shall not exceed 10% of the Company's latest audited net assets;

2. Guarantee recipients with a gearing ratio of more than 70 per cent at the time the transfer occurs can only obtain guarantee lines from guarantee recipients with a gearing ratio of more than 70 per cent (at the time of the shareholders' meeting to consider the guarantee line);
3. At the time the transfer occurs, there are no overdue liabilities, etc., on the part of the transferee;
4. Each shareholder of the transferee provides risk control measures such as equivalent guarantees or counter-guarantees to the transferee in proportion to its capital contribution.

The Company shall disclose the foregoing transfers in a timely manner when they actually occur.

Article 19 Where a company becomes a connected person of the company as a result of a transaction in which the guaranteed party becomes a connected person of the company, the company shall, at the same time as it implements the transaction or the connected transaction, fulfil the corresponding deliberation procedures and information disclosure obligations in respect of the subsisting connected guarantee. If the Board of Directors or the shareholders' meeting fails to consider and approve such connected guarantee, the parties to the transaction shall take effective measures such as early termination of the guarantee.

Chapter III. Examination and Approval Procedures for External Guarantee

Article 20 The application for external guarantee shall be accepted by the finance department. The guaranteed person shall submit to the financial department the application for guarantee and attachments, and the application for guarantee shall include at least the following contents:

1. Basic information about the guaranteed person;
2. A description of the principal obligation secured;
3. Type and duration of guarantee;
4. The main terms of the security agreement;
5. A statement of the guaranteed person's plans and sources of repayment of the secured obligation;
6. Counter-guarantee programmes.

Article 21 Before deciding to provide a guarantee, the company shall grasp the business and creditworthiness of the guaranteed person applying for the guarantee. The guaranteed person applying for the guarantee shall submit an application for the guarantee together with information related to the guarantee:

1. Basic information of the enterprise, including but not limited to business licence, articles of association, proof of identity of the legal representative, relevant information reflecting affiliation and other relationships with the Company;
2. Recent audited financial reports and analyses of repayment capacity, the quality of assets, financial condition, operation, industry outlook and credit standing of the entity applying for the guarantee;
3. Copies of contracts relating to loans and guarantees;
4. A statement of the absence of potential and ongoing material litigation, arbitration or administrative penalties;
5. Other important information, etc.

Article 22 The financial department of the Company shall promptly investigate the creditworthiness of the guaranteed person and conduct risk assessment after accepting the application of the guaranteed person. The legal department of the Company shall conduct compliance review of the guarantee application information. It shall be submitted to the Securities Affairs Centre after being examined and approved by the person in charge of finance and the general manager.

Article 23 The Securities Affairs Centre shall, after the guarantee application has passed its compliance review, organise and perform the approval procedures of the Board of Directors or the shareholders' meeting in accordance with the relevant provisions of the Articles of Association.

Article 24 The Board of Directors of the Company shall exercise prudence and strict control over the debt risks arising from external guarantees when examining and approving the guarantee application of the guaranteed person. When the Board of Directors or the shareholders' meeting of the Company makes a resolution on a guarantee matter, a director or shareholder who has an interest in the guarantee matter shall abstain from voting.

Article 25 The board of directors or shareholders' meeting of a company shall consider and vote on the materials submitted and shall record the results of the vote. Guarantees shall not be provided to any person under any of the following circumstances or if the information provided is insufficient:

1. Where the investment of funds does not comply with national laws and regulations or national industrial policies;
2. False entries in financial and accounting documents or provision of false information within the last three years;
3. The Company has guaranteed a bank loan that has been overdue, defaulted on interest payments, etc., and has not yet been repaid or has been unable to implement effective measures to deal with the situation by the time of this guarantee application;
4. The business condition has deteriorated and the creditworthiness is poor, and there is no sign of improvement ;
5. Failure to realise valid property for use as a counter-guarantee;
6. Other circumstances in which the Board of Directors considers that the guarantee cannot be provided.

No guarantees of any kind shall be provided to non-operational entities, institutions, bodies and individuals.

Article 26 The Company must enter into a written guarantee contract or counter-guarantee contract for external guarantees, and the relevant guarantee contract shall comply with the requirements of the Civil Code and other laws and regulations.

Article 27 Upon the conclusion of a guarantee contract, the financial department of the Company must comprehensively and carefully examine the subject and relevant contents of the main contract, the guarantee contract and the counter-guarantee contract. For clauses that violate laws and regulations, the Articles of Association, relevant resolutions of the Board of Directors or the shareholders' meeting of the Company, as well as those that impose unreasonable obligations on the Company or unpredictable risks, the counterparty shall be requested to revise them. If the counterparty refuses to amend them, the Company shall refuse to provide guarantees for them and

report to the Board of Directors or the shareholders' meeting of the Company.

Article 28 The chairman of the board of directors of a company or other persons legally authorised by the board of directors shall enter into a guarantee contract on behalf of the company in accordance with a resolution passed by the board of directors or the shareholders' meeting of the company. No person may enter into a guarantee contract on behalf of the Company without a resolution passed and authorised by the shareholders' meeting or the Board of Directors of the Company.

Article 29 When accepting counter-guarantee mortgages or counter-guarantee pledges, the Company's financial department shall, in conjunction with the Company's legal department, improve the relevant legal formalities, in particular the timely registration of mortgages or pledges and other formalities.

Chapter IV. Management of External Guarantee

Article 30 The main duties of the financial department of the Company are as follows:

1. Conducting credit checks and evaluating the creditworthiness of the guaranteed entity;
2. Specify the procedures for guaranteeing;
3. After the effective date of the external guarantee, the tracking, inspection and supervision of the guaranteed unit shall be properly carried out;
4. Carefully managing the archiving of documents relating to the guaranteed enterprises;
5. Provide all external guarantees of the Company to the Company's auditor in a timely and truthful manner as required;
6. To deal with other matters relating to guarantees.

Article 31 The financial department of the Company shall properly manage the guarantee contract and relevant original information (including but not limited to the guarantee application and its attachments, the review opinions of other departments of the Company as well as the Board of Directors and the shareholders' meeting, the signed guarantee contract, etc.), and shall fill in the Company's external guarantee form and other files on a monthly basis and provide them to the Securities Affairs Centre of the Company. It should also carry out timely clean-up and

inspection, regularly check with banks and other relevant institutions to ensure the completeness, accuracy and validity of the information on file and pay attention to the limitation period of the guarantees. In the course of contract management, once abnormal contracts not approved by the board of directors or shareholders' meeting deliberation procedures are found, they should be reported to the board of directors in a timely manner.

Article 32 The financial department of the Company shall pay continuous attention to the financial status and debt repayment ability of the guaranteed person, collect the financial information and audit report of the guaranteed person on a regular basis, and pay attention to its production and operation, assets and liabilities, external guarantees, as well as its separation and merger, and changes in its legal representatives. In the event that the guaranteed party experiences any significant adverse changes in its debt repayment ability during the guarantee period, it shall promptly report to the general manager and the board of directors of the Company.

Article 33 If it is found that the business condition of the guaranteed person has seriously deteriorated or a major event such as the dissolution or separation of the company has occurred, the Board of Directors of the Company shall take effective measures in a timely manner to reduce the loss to a minimum.

Upon the maturity of a guaranteed obligation, the Company shall urge the guaranteed person to fulfil the obligation to repay the debt within a limited period of time. If the guaranteed person fails to fulfil its obligations on time, the company shall take necessary remedial measures in a timely manner.

Article 34 The internal audit department of the Company shall regularly check whether the guarantee business control system is sound and whether the provisions are effectively implemented. The contents of the supervision and inspection of guarantee business control mainly include:

1. The establishment of posts and personnel related to the guarantee business. Focus on checking whether there is any mixing of positions that are incompatible with the guarantee business;
2. Implementation of the authorisation and approval system for guarantee operations. It focuses on checking whether the objects of guarantee are in compliance with the regulations, whether

the assessment of the guarantee business is scientific and reasonable, whether the procedures for approving the guarantee business are in compliance with the regulations, and whether there is any act of overstepping the authority to approve;

3. Implementation of the monitoring and reporting system for guaranteed operations. It focuses on checking whether it conducts daily monitoring of the guaranteed units and the flow of funds of the guaranteed projects, and whether it regularly understands the operation and management of the guaranteed units and forms reports;
4. Implementation of the system of custody of secured property and records of secured operations. Focus on checking whether the relevant property and proof of rights are properly kept, and whether the records and archival documents of security operations are complete.

The company shall take timely measures to correct and improve the weaknesses in internal control over guarantees identified during the supervision and inspection process.

Article 35 If a company needs to extend and continue to be guaranteed by the company after the expiry of the debt it guarantees, it shall perform the deliberation procedures and information disclosure obligations afresh as a new external guarantee.

Article 36 The board of directors of a company shall establish a regular verification system to verify the guarantee behaviour of the company. In the event that the company incurs irregular guarantee behaviour, it shall disclose it in a timely manner, and the board of directors shall take reasonable and effective measures to lift or correct the irregular guarantee behaviour, reduce the losses of the company, and safeguard the interests of the company and the small and medium-sized shareholders.

Article 37 In the event that the Company is liable for guarantee due to the failure of controlling shareholders, actual controllers and their associates to repay debts in a timely manner, the Board of Directors of the Company shall promptly take protective measures such as recovery, litigation, preservation of property, and ordering the provision of guarantee, etc., to avoid or reduce the loss.

Chapter V. Disclosure of External Guarantee Information

Article 38 The Company shall conscientiously fulfil its obligation to disclose information on

external guarantees in accordance with the relevant provisions of the Listing Rules, the Articles of Association of the Company and the Management System for Information Disclosure Affairs of the Company.

Article 39 Any department and responsible person involved in matters relating to the Company's external guarantees shall have the responsibility to report the situation of external guarantees to the secretary of the Board of Directors of the Company in a timely manner and provide the documents and information required for information disclosure.

Article 40 External guarantees considered and approved by the board of directors or shareholders' meeting of the Company must be disclosed in a timely manner in a media that meets the conditions prescribed by CSRC, and the disclosure shall include, but not be limited to, the resolution of the board of directors or shareholders' meeting, the total amount of external guarantees of the Company and its controlling subsidiaries as at the date of disclosure, the total amount of guarantees provided by the Company to its controlling subsidiaries, and the ratio of the above amounts to the Company's latest audited net assets, respectively.

Article 41 With respect to disclosed guarantees, a company shall disclose in a timely manner when one of the following circumstances occurs.

1. If the guaranteed person fails to fulfil the repayment obligation within 15 trading days after the debt becomes due;
2. If the guaranteed person is in bankruptcy, liquidation and other circumstances that seriously affect its ability to repay.

Article 42 The relevant departments of the Company shall take the necessary measures to control those who are informed of the information to a minimum extent before the guarantee information is publicly disclosed in accordance with the law.

Any person who is legally or illegally aware of the Company's warranty information is under an ex-officio obligation of confidentiality until the date of public disclosure of such information in accordance with the law, or else he/she will be liable for any legal responsibility arising therefrom.

Chapter VI. Responsibility and Punishment

Article 43 The company shall provide external guarantees in strict accordance with this

system. The Company shall decide to give administrative sanctions or financial penalties and bear the liability for compensation to the responsible personnel at fault, depending on the loss of the Company, the magnitude of the risk and the severity of the circumstances. If the above personnel are involved in violating the relevant provisions of the criminal law, the Company shall transfer them to the judicial organs for investigation of criminal liability in accordance with the law.

Article 44 If a director, general manager or other senior management personnel of the Company fails to sign a guarantee contract without authority in accordance with the procedures stipulated in this system, the Company shall pursue the responsibility of the relevant personnel.

Article 45 If the personnel of the Company's handling department or other responsible persons violate the provisions of the law or the provisions of this system, ignore the risks and provide guarantees without authorisation and cause losses to the Company, or neglect to exercise their duties and cause losses to the Company, the Company shall pursue the responsibilities of the relevant persons.

Chapter VII. Supplementary Provisions

Article 46 The term "more than" in this system includes the present number and the term "exceeds" does not include the present number.

Article 47 Matters not covered in this system shall be implemented in accordance with the relevant national laws, administrative regulations, normative documents and the relevant provisions of the Articles of Association.

Article 48 In the event that this system conflicts with relevant national laws, administrative regulations, normative documents and the relevant provisions of the Articles of Association, it shall prevail in accordance with the relevant laws, administrative regulations, normative documents and the provisions of the Articles of Association, and this system shall be revised as soon as possible.

Article 49 The Board of Directors of the Company shall be responsible for the interpretation and amendment of this system.

Article 50 This system shall become effective and enforceable on the date when it is considered and approved by the shareholders' at meeting of the Company and , and the same shall

apply when it is amended.

Board of Directors of Gotion High-Tech Co., Ltd

April 24, 2025

Annex 7-2**Gotion High-Tech Co., Ltd****Management System for the Related Party Transactions****Chapter I. General Provisions**

Article 1 In order to regulate the connected transactions of Gotion High-tech Co., Ltd. (hereinafter referred to as the "The company") connected transactions, clear related transaction decision-making procedures and management responsibilities and division of labor, maintain the legitimate rights and interests of shareholders and creditors, especially the legitimate rights and interests of small and medium-sized investors, improve the level of the company. According to the Company Law of the People's Republic of China, Securities Law of the People's Republic of China, the Stock Listing Rule of Shenzhen Stock Exchange and other relevant laws, regulations and relevant provisions of the Articles of Association of Gotion High-Tech Co., Ltd (hereinafter referred to as the "Articles of Association"), the Company has formulated these System.

Article 2 The Company shall follow and implement the following principles in confirming the connected relationship and handling connected transactions:

1. To avoid or reduce as far as possible connected transactions with connected persons;

2. The Company's conduct of connected transactions shall be lawful and compliant, and shall not conceal the connected relationship or de-correlate connected transactions;

3. The relevant connected transactions shall not result in, or be likely to result in, the Company's non-operational funds being appropriated by connected persons, providing guarantees for connected persons in violation of the law, or other situations where the interests of connected persons are misappropriated by connected persons;

4. When determining the price of connected transactions, the principles of "fairness, impartiality, openness and equal pay for equal value" shall be followed, and

in principle, the price shall not deviate from the standards of independent third parties in the market, and the price of connected transactions shall be determined on the basis of cost plus reasonable profit for those connected transactions for which it is difficult to compare the market price or for those connected transactions for which pricing is subject to limitations;

5. The connected directors and connected shareholders shall recuse themselves from voting;

6. Independent financial advisers or professional appraisal institutions may be engaged to issue opinions and reports when necessary;

7. For connected transactions that must occur, the relevant provisions on information disclosure shall be effectively fulfilled.

Chapter II Price of connected transactions

Article 3 The price of a connected transaction refers to the transaction price of the goods or services involved in a connected transaction between the Company and a connected person.

Article 4 Pricing principles and pricing methods for connected transactions of the Company:

1. The pricing of connected transactions shall mainly follow the principle of market price; if there is no market price, pricing shall be in accordance with cost-plus pricing; if there is neither a market price nor it is appropriate to adopt cost-plus pricing, pricing shall be in accordance with the agreed price;
2. The parties to a transaction determine the pricing method based on the specific circumstances of the connected transaction matter and specify it in the relevant connected transaction agreement;
3. Market price: The market price shall be used to determine the price and rate of goods or services;
4. Cost-plus price: The price and rate of the transaction shall be determined on the basis of the cost of the goods or services transacted plus a reasonable profit;

5. Agreed price: the price and rates are determined by negotiation between the two parties to the transaction;
6. National pricing: national pricing is adopted if there is national pricing, while other pricing methods are adopted if there is no national pricing.

Article 5 Execution of Related Transaction Prices:

1. The parties to the transaction calculate the transaction price based on the price and actual transaction quantity agreed in the connected transaction agreement, and make payment in accordance with the payment method and payment time agreed in the connected transaction agreement;
2. If there is a need to adjust the price of the connected transaction, the parties shall agree on the principle of equal and friendly consultation.

Chapter III - Connected Transactions and Connected Persons

Article 6 Connected Transaction refers to the transfer of resources or obligations between the Company or its controlling subsidiaries and the Company's connected persons, including:

1. Purchase of assets;
2. Sale of assets;
3. External investment (including entrusted financial management, investment in subsidiaries, etc.);
4. Provision of financial assistance (including entrusted loans, etc.);
5. Provision of guarantees (including guarantees to controlling subsidiaries, etc.);
6. Leasing in or leasing out assets;
7. Entrusting or being entrusted with the management of assets and business;
8. Giving or receiving assets;
9. Debt or debt restructuring;
10. Transferring or assigning research and development projects;

11. Signing of licence agreements;
12. Waiver of rights (including waiver of the right of first refusal, the right to preferential contribution, etc.);
13. Purchase of raw materials, fuel and power;
14. Sales of products and commodities;
15. Provide or accept labour services;
16. commissioned or entrusted sales;
17. Deposit and loan business;
18. Co-investment with related parties;
19. Other matters that may result in the transfer of resources or obligations by agreement;
20. Other transactions as determined by the stock exchange.

Article 7 Affiliated persons of the Company include affiliated legal persons (or other organisations) and affiliated natural persons.

Article 8 A legal person or other organisation is an affiliated legal person (or other organisation) of the Company if it has one of the following circumstances:

1. A legal person (or other organisation) that directly or indirectly controls the Company;
2. A legal person (or other organisation) other than the Company and its controlling subsidiaries that is directly or indirectly controlled by the legal person (or other organisation) referred to in the preceding paragraph;
3. Legal persons or other organisations holding more than 5% of the Company's shares and persons acting in concert with them;
4. Legal persons (or other organisations) other than the Company and its controlling subsidiaries that are directly or indirectly controlled by associated natural persons

of the Company, or that serve as directors (excluding independent directors of the same parties) or senior management.

Article 9 A natural person with one of the following circumstances is a connected natural person of the Company:

1. A natural person who directly or indirectly holds more than 5% of the Company's shares;
2. Directors and senior management of the Company;
3. Directors, supervisors and senior management of a legal person (or other organisation) that directly or indirectly controls the Company;
4. Close family members of the persons referred to in items 1 and 2 of this Article, including spouses, parents, children over 18 years of age and their spouses, siblings and their spouses, parents of spouses, siblings of spouses, and parents of spouses of children.

Article 10 Legal persons (or other organisations) or natural persons who, within the past 12 months or within the next 12 months pursuant to relevant agreement arrangements, have one of the circumstances described in Articles 8 and 9 of this system, are connected persons of the Company.

Other natural persons, legal persons (or other organisations) that the CSRC, the Stock Exchange or the Company determines, on the basis of the principle of substance over form, to have a special relationship with the Company that may result in, or has resulted in, the Company tilting its interests in favour of them, shall be connected persons of the Company.

Article 11 Directors, senior management, shareholders holding more than 5% of the shares of the Company and their concert parties and de facto controllers shall promptly submit to the Board of Directors of the Company a list of the Company's connected persons and a description of their connected relationships, and the Company shall do a proper job of registering and managing such persons.

The Company shall promptly report the aforementioned related persons to the Stock Exchange for the record.

Chapter IV Decision-making Authority for Connected Transactions

Article 12 The Company shall judge and identify connected transactions in accordance with the provisions of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange, the Articles of Association of the Company and other laws, regulations and regulatory documents, and submit the authority for consideration and approval of connected transactions to the Company's operating management, the Board of Directors or the shareholders' meeting for deliberation respectively.

Article 13 Except for the guarantee provided by the Company for connected persons, the following connected transactions shall be approved and implemented by the management of the :Company

1. Connected transactions with connected natural persons with a transaction amount of less than 300,000 RMB;
2. Connected transactions with connected legal persons (or other organisations) with a transaction amount of less than RMB3 million or accounting for less than 0.5% of the absolute value of the Company's latest audited net assets.

Article 14 Except for the guarantee provided by the Company for connected persons, the following connected transactions shall be implemented after consideration and approval by the Board of Directors of the Company:

1. Connected transactions with connected natural persons with a transaction amount exceeding RMB300,000 yuan;
2. Connected transactions with connected legal persons (or other organisations) with a transaction amount exceeding RMB 3 million and accounting for more than 0.5% of the absolute value of the Company's latest audited net assets.

Article 15 Except for the guarantee provided by the Company for a connected person, the following connected transactions shall be implemented after consideration and approval by the shareholders' meeting of the Company: Connected transactions with

connected persons with a transaction amount exceeding RMB 30 million and accounting for more than 5% of the absolute value of the Company's audited net assets for the most recent period.

Where a transaction incurred by the Company meets the criteria for consideration by the shareholders' meeting in the preceding paragraph, the subject matter of the transaction shall be evaluated or audited. If the subject of the transaction is equity, the audited financial and accounting report of the latest year and period of the subject assets shall be issued, and the audit opinion issued by the accounting firm shall be unqualified, and the audit base date shall not exceed six months from the date of the shareholders' meeting for consideration of the relevant transaction. Where the subject matter of the transaction is an asset other than the equity of the Company, an appraisal report on the subject matter of the asset issued by an asset appraisal institution shall be issued. The appraisal base date shall not exceed 1 year from the date of the shareholders' meeting at which the relevant transaction matter is to be considered.

Where a connected transaction matter of the Company does not meet the criteria for consideration at a shareholders' meeting as set out in paragraph 1 of this Article, but is required by the China Securities Regulatory Commission or the Stock Exchange on the basis of the principle of prudence, or is submitted by the Company for consideration at a shareholders' meeting in accordance with the Articles of Association or otherwise, as well as on a voluntary basis, the Company shall perform the procedures for deliberation in accordance with the provisions of this Article, and the requirements relating to auditing or appraisal shall apply.

Where the Company engages in daily connected transactions with connected persons as provided for in Article 26 of this system or where all parties, including connected persons, make cash contributions and the proportion of each party's interest in the invested entity is determined in accordance with the proportion of the amount of the contributions, the Company may be exempted from auditing or appraisal.

Article 16 Where the Company provides guarantees for connected persons, regardless of the amount, in addition to being considered and approved by a majority

of all non-connected directors, it shall also be considered and approved and resolved by more than two-thirds of the non-connected directors present at the board of directors' meeting and submitted to the shareholders' meeting for consideration. Where the Company provides guarantees for controlling shareholders, de facto controllers and their affiliates, the controlling shareholders, de facto controllers and their affiliates shall provide counter-guarantees.

Where the Company becomes a connected person of the Company as a result of a transaction in which the guaranteed party becomes a connected person of the Company, the Company shall, at the same time as it implements the transaction or the connected transaction, fulfil the corresponding deliberation procedures and information disclosure obligations in respect of the surviving connected guarantees.

If the Board of Directors or the shareholders' meeting fails to consider and approve the related guarantees stipulated in the preceding paragraph, the parties to the transaction shall take effective measures such as terminating the guarantees in advance.

Article 17 The Company shall not provide financial assistance to connected persons, except for the provision of financial assistance to a connected equity participation company (excluding those controlled by the controlling shareholders or controlling shareholders or de facto controllers of the Company), and the other shareholders of such equity participation company shall provide financial assistance on the same terms and conditions in proportion to their capital contributions.

In the event that the Company provides financial assistance to a related equity participation company as stipulated in the preceding paragraph, in addition to being considered and approved by a majority of all non-related directors, it shall also be considered and approved by more than two-thirds of the non-related directors present at the Board of Directors' meeting and submitted to the shareholders' meeting for deliberation.

Affiliated participating companies as referred to in this Article refer to affiliated legal persons (or other organisations) which are participated by the Company and are affiliated with the Company.

Article 18 The Company shall apply the provisions of Articles 13, 14 and 15 of this system in accordance with the principle of cumulative calculation in respect of the following connected transactions occurring within a consecutive 12-month period:

1. Transactions with the same connected person;
2. Transactions with different connected persons relating to the same subject matter of the transaction.

The same connected person mentioned above includes other connected persons who are controlled by the same entity as the connected person or have equity control relationship with each other.

Those who have already fulfilled the relevant obligations in accordance with the regulations are no longer included in the relevant cumulative calculation.

Article 19 In the event that the Company enters into or makes relevant arrangements with a connected person that involve the possibility of paying or receiving contingent consideration in the future, the expected maximum amount shall be the transaction amount, and the provisions of Articles 13, 14 and 15 of this system shall apply.

Article 20 Where the Company enters into transactions with connected persons involving related businesses and standards for the calculation of relevant indicators, etc., which are not provided for in this system, the relevant provisions of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange and other relevant provisions shall apply.

Chapter V. Review Procedures and Disclosure of Connected Transactions

Article 21 In the event that the Company incurs any connected transaction matters that shall be disclosed under Articles 14 and 15 of this system, such matters shall be submitted to the Board of Directors or the shareholders' meeting for consideration

after being considered at a special meeting of the independent directors of the Company and agreed by a majority of all the independent directors.

Article 22 When the Board of Directors of the Company considers matters of connected transactions, the connected directors shall recuse themselves from voting and shall not exercise their voting rights on behalf of other directors. Such Board of Directors meeting shall be held with the attendance of a majority of the non-connected directors, and the resolutions made at the Board of Directors meeting shall be passed by a majority of the non-connected directors. If the number of non-connected directors present at a board meeting is less than three, the Company shall submit the transaction to the shareholders' meeting for consideration.

The connected directors referred to in the preceding paragraph include directors with one of the following circumstances:

1. The counterparty to the transaction;
2. Serving in the counterparty to the transaction, or serving in a legal person (or other organisation) that can directly or indirectly control the counterparty to the transaction, or a legal person (or other organisation) that is directly or indirectly controlled by the counterparty to the transaction;
3. Having direct or indirect control over the counterparty;
4. Close family members of the counterparty or its direct or indirect controllers;
5. Close family members of directors, supervisors or senior management of the counterparty or its direct or indirect controllers;
6. Directors whose independent business judgement may be affected for other reasons as determined by the CSRC, the Stock Exchange or the Company.

Article 23 When the shareholders' meeting of the Company considers matters relating to connected transactions, connected shareholders shall refrain from voting and shall not exercise their voting rights on behalf of other shareholders.

The connected shareholders referred to in the preceding paragraph include shareholders with one of the following circumstances:

1. The counterparty to the transaction;
2. Having direct or indirect control over the counterparty;
3. Being directly or indirectly controlled by the counterparty;
4. Being directly or indirectly controlled by the same legal person (or other organisation) or natural person as the counterparty;
5. Holding an office in a counterparty, or holding an office in a legal person (or other organisation) that can directly or indirectly control the counterparty, or a legal person (or other organisation) that is directly or indirectly controlled by the counterparty;
6. Close family members of the counterparty and its direct and indirect controllers;
7. Restriction or influence on voting rights due to the existence of outstanding equity transfer agreements or other agreements with the counterparty or its connected persons;
8. Shareholders who may cause the Company to tilt its interests in their favour, as determined by the CSRC or the Stock Exchange.

Article 24 Consideration of connected transaction matters at a shareholders' meeting shall be approved by more than 1/2 of the voting rights held by the non-connected shareholders present at the shareholders' meeting, provided that if such connected transaction matter involves a special resolution as provided for in the Articles of Association, it shall be approved by more than 2/3 of the voting rights held by the non-connected shareholders present at the shareholders' meeting.

Article 25 The Company shall not provide funds directly or indirectly to controlling shareholders, de facto controllers and other related parties for their use in the following manner:

1. Advancement of salaries, benefits, insurance, advertising and other expenses, assumption of costs and other expenses for controlling shareholders, de facto controllers and other related parties;

2. Lending the Company's funds (including entrusted loans) to controlling shareholders, de facto controllers and other related parties for use with or without compensation, except when other shareholders of the Company's participating companies provide funds in the same proportion. The "participating companies" referred to above do not include companies controlled by controlling shareholders or actual controllers;
3. Entrusting controlling shareholders, de facto controllers and other related parties with investment activities;
4. Issuance of commercial promissory notes for controlling shareholders, de facto controllers and other related parties without a real transaction background, as well as the provision of funds in the form of procurement payments, asset transfers and prepayments in the absence of consideration for goods and services, or in a manner that is clearly contrary to commercial logic;
5. Repayment of debts on behalf of controlling shareholders, de facto controllers and other related parties;
6. Other means as determined by the CSRC.

Article 26 The Company shall disclose and fulfil the corresponding deliberation procedures in accordance with the following provisions in respect of connected transactions between the Company and connected persons relating to its daily operations as set out in items (13) to (17) of Article 6 of this System:

1. The Company may reasonably anticipate the annual amount of daily connected transactions by category, fulfil the deliberation procedures and disclose them in a timely manner; if the actual implementation exceeds the anticipated amount, it shall fulfil the deliberation procedures and disclose them in a timely manner, subject to the exceeding amount;
2. The Company discloses the actual performance of daily connected transactions in annual and semi-annual reports in a categorised summary;

3. Where the term of an agreement on daily connected transactions entered into between the Company and a connected person exceeds three years, the Company shall re-execute the relevant deliberation procedures and make disclosure every three years.

Article 27 Daily connected transaction agreements should at least include major terms such as the transaction price, pricing principles and basis, the total amount of the transaction or the method of its determination, and the payment method.

Article 28 The Company may apply to the Stock Exchange for exemption from submitting to the shareholders' meeting for deliberation in accordance with Article 15 of this System for the following transactions between the Company and connected persons:

1. Public tenders, public auctions or listings (excluding restricted methods such as invitations to tender) for unspecified objects, except where it is difficult to form a fair price in tenders or auctions;
2. Transactions in which the company receives a benefit unilaterally and for which no consideration is paid and no obligation is attached, including the gift of cash assets, obtaining debt relief, etc;
3. Pricing of connected transactions is regulated by the State;
4. Related parties provide funds to the Company at an interest rate not higher than the quoted market rate for loans, and the Company does not have a corresponding guarantee.

Article 29 When the Company enters into the following connected transactions with connected persons, it shall be exempted from fulfilling the obligations related to connected transactions in accordance with this system:

1. One party subscribes in cash to a public offering of shares and their derivatives, corporate bonds or enterprise bonds by the other party, unless the target of the offering, determined in advance, includes a related person;

2. One party underwrites, as a member of an underwriting syndicate, the public offering of shares and their derivatives, corporate bonds or enterprise bonds of the other party;
3. One party receives dividends, bonuses or remuneration pursuant to a resolution of the shareholders' meeting of the other party;
4. The Company shall provide products and services to the affiliated natural persons specified in items (b) to (d) of Article 9 of this System on the same trading terms as those for unaffiliated persons;
5. Other circumstances as determined by the stock exchange.

Article 30 When the Company discloses matters of connected transactions, it shall submit documents and make announcements to the Stock Exchange in accordance with the relevant provisions of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange and other relevant regulations.

Chapter VI. Management of connected transactions

Article 31 The Company's Securities Affairs Centre is responsible for identifying and confirming the scope of the Company's connected persons and reporting them to the Stock Exchange for the record; it is also responsible for organising and implementing the disclosure of information on connected transactions.

Article 32 The financial department of the Company is responsible for conducting summary statistics based on the projections of annual daily connected transactions by each department and each (sub)subsidiary, and fulfilling the corresponding approval procedures; it is responsible for supervising each department and each (sub)subsidiary to carry out connected transaction matters in strict accordance with this system; and it is responsible for the management of the Company's fund exchanges, connected transactions and connected guarantees with connected parties.

Article 33 The internal audit department of the Company is responsible for verifying the Company's connected transactions and the Company's fund transactions with

connected parties at least once every six months and issuing inspection reports for submission to the Audit Committee.

Article 34 If the implementation of connected transactions by the Company's departments, subsidiaries and relevant personnel results in the failure to report, omission to report, late reporting or misreporting of connected transactions, resulting in the Company's connected transactions not fulfilling the deliberation and disclosure procedures in a timely manner, inaccurate disclosure of information, resulting in the Company's unlawful fund exchanges with and occupation of connected parties, or assisting or condoning the controlling shareholders, the de facto controllers and other connected parties to misappropriate the Company's assets, etc., the Company will, in accordance with the circumstances of each case, give the The relevant responsible persons will be subject to appropriate internal sanctions; if the company is seriously affected or suffers losses, the company has the right to request it to bear the compensation responsibility. Suspected of committing a crime, the company will be transferred to the judicial authorities to pursue criminal responsibility.

Chapter VII. Supplementary Provisions

Article 35 For the purposes of this system, "above" and "below" are inclusive of the present number and "above" is exclusive of the present number.

Article 36 Matters not covered in this system shall be carried out in accordance with relevant national laws, administrative regulations, normative documents and the relevant provisions of the Articles of Association of the Company.

Article 37 In the event that this system conflicts with relevant national laws, administrative regulations, normative documents and relevant provisions of the Articles of Association, relevant laws, administrative regulations, normative documents and relevant provisions of the Articles of Association shall prevail, and this system shall be revised in a timely manner.

Article 38 The Board of Directors of the Company shall be responsible for the interpretation and amendment of this system.

Article 39 This system shall come into effect and be implemented from the date of its consideration and adoption by the Board of Directors, and the same shall apply when it is amended.

Board of Directors of Gotion High-Tech Co., Ltd

April 24, 2024

Annex 7-3

Gotion High-Tech Co., Ltd

Management System for the Securities investment and Derivatives Trading

Chapter I. General Provisions

Article 1 In order to regulate the securities investment and derivatives trading activities of Gotion High-Tech Co., Ltd. (hereinafter referred to as the "The Company") and its holding subsidiaries, to prevent investment risks and strengthen risk control, to ensure the safety of the company's capital and property, to safeguard the legitimate rights and interests of the company and its shareholders. According to the Securities Law of the People's Republic of China, the Stock Listing Rule of Shenzhen Stock Exchange, the Shenzhen Stock Exchange Self-disciplinary Supervision Guideline for Listed Companies No. 1 - Standardised Operation of Listed Companies on the Main Board, the Shenzhen Stock Exchange Self-disciplinary Supervision Guidelines for Listed Companies No. 7-Transactions and Connected Transactions, and other relevant laws, regulations and relevant provisions of the Articles of Association of Gotion High-Tech Co., Ltd (hereinafter referred to as the "Articles of Association"), the Company has formulated these System.

Article 2 Securities investment referred to in this system includes placement or subscription of new shares, securities repurchase, investment in shares and depository receipts, investment in bonds and other investment behaviours determined by the stock exchange.

Derivatives transactions mentioned in this system refer to transactions in products such as forwards, futures, swaps (swaps) and options, or financial instruments that mix the characteristics of the above products. The underlying assets of derivatives can be either securities, indices, interest rates, exchange rates, currencies, commodities or a combination of the above.

The following circumstances are not applicable to the scope of securities investment and derivatives transactions under this system:

1. Securities investment and derivatives transactions that are the main business of the Company or the Company's controlled subsidiaries;
2. Acts of investment in fixed income or commitment to capital preservation;
3. Participation in share allotment of other listed companies or exercise of preferential subscription rights;
4. Purchase of shares of other listed companies exceeding 10 per cent of the total share capital, and the securities investment to be held for more than three years;
5. Investments made before the company's initial public offering and listing.

Article 3 The basic principles for the Company to engage in securities investment and derivatives transactions:

1. The Company shall follow the principles of legality, prudence, safety and effectiveness in engaging in securities investment and derivatives transactions, establish and improve the internal control system, control the investment risks and focus on the investment benefits. It shall analyse the feasibility and necessity of investment, formulate strict decision-making procedures, reporting system, and monitoring measures, specify the scope of authorisation, operation points, accounting and information disclosure and other specific requirements, and reasonably determine the scale and duration of the investment according to the risk-bearing capacity.
2. The Company may use the futures market and derivatives market to engage in risk management activities such as hedging, and the investment varieties shall be limited to products, raw materials and foreign exchange related to the Company's production and operation, and shall not engage in derivatives trading for speculative purposes.
3. The source of funds for the Company to carry out securities investment and derivatives transactions shall be the Company's own idle funds. The scale of the Company's transactions must be compatible with its asset structure and must not affect the normal operation of its own main business.

4. The Company shall reasonably arrange and use the funds and endeavour to develop the Company's main business, and shall not use the proceeds to engage in securities investment and derivatives transactions.
5. The company shall not engage in high-risk investment such as securities investment and derivatives trading within 12 months after using the over-provided funds to permanently supplement the liquidity.
6. When the Company engages in derivative transactions, it shall reasonably equip professional personnel for investment decision-making, business operation and risk control, and designate the Audit Committee of the Board of Directors to review the necessity, feasibility and risk control of derivative transactions. If necessary, professional institutions may be engaged to issue feasibility analysis reports on derivative transactions.
7. When the Company engages in derivatives transactions, it shall, in principle, control the futures and derivatives to match the risk exposure to be managed in terms of type, size and duration. The Company shall also formulate practical contingency plans in response to the characteristics of the derivatives business and respond in a timely manner to major emergencies that may occur in the course of the transactions.

Article 4 The company must conduct securities investment and derivatives transactions in the name of the company and in the company's account, and may not use other people's accounts or lend the company's account to others.

Article 5 This system applies to the Company and its subsidiaries (including wholly-owned subsidiaries and holding subsidiaries). Without the consent of the Company, the subsidiaries shall not carry out securities investment and derivatives transactions.

Chapter II Decision-making Authority and Approval Procedures

Article 6 The decision-making authority of securities investment is as follows:

1. If the amount of investment in securities investment accounts for less than 10% of the Company's latest audited net assets or the absolute amount does not exceed RMB 10 million, it shall be approved by the general manager;
2. Where the amount of investment in securities accounts for more than 10% of the Company's latest audited net assets or the absolute amount exceeds RMB10 million, it shall be considered and approved by the Board of Directors prior to the investment and the information disclosure obligations shall be fulfilled in a timely manner;
3. Where the total amount of securities investment accounts for more than 50% of the Company's latest audited net assets and the absolute amount exceeds RMB50 million, after the Board of Directors has considered and approved the investment, it shall also be submitted to the shareholders' meeting for consideration and approval;
4. In the case of securities investment between the Company and its connected persons, the corresponding approval procedures for connected transactions shall be performed using the amount of securities investment as the calculation standard.

Article 7 The decision-making authority for derivative transactions is as follows:

1. When the Company engages in derivative transactions, the management shall issue a feasibility analysis report on the derivative transactions and submit it to the Board of Directors, which shall consider and approve the report and disclose it in a timely manner before implementation.

2. If the Company engages in derivative transactions and one of the following circumstances occurs, it shall be executed only after the Board of Directors has considered and approved the transaction and submitted it to the shareholders' meeting for consideration and approval:

(1) It is expected that the maximum amount of transaction margin and power to be utilised (including the value of collaterals provided for the transaction, the expected amount of credit facilities from financial institutions to be occupied, and the margin reserved for contingency measures, etc., hereinafter referred to as the same) will account for more than 50% of the Company's latest audited net profit and the absolute amount of which will be in excess of RMB5,000,000 yuan;

(2) It is expected that the value of the highest contract held on any one trading day will account for more than 50% of the company's latest audited net assets, and the absolute amount will exceed RMB 50 million;

(3) The Company engages in derivative transactions not for hedging purposes.

3. Where the Company enters into derivative related transactions with connected persons, such transactions shall be submitted to the shareholders' meeting for consideration and approval, in addition to consideration and approval by the Board of Directors.

Article 8 Where the Company enters into securities investment and derivatives transactions, and where it is difficult to fulfil the deliberation procedures and disclosure obligations in respect of each transaction due to reasons such as the frequency of the transactions and the time limit requirements, the Company may reasonably anticipate the scope of the transactions, the amount and the period of time for the aforesaid matters for the next 12 months, and apply the relevant provisions on deliberation procedures and disclosure obligations under Article 6 and Article 7 of the present system on the basis of the amount of the quota. The term of use of the relevant quota shall not exceed 12 months, and the amount of securities investment or derivatives transactions (including the relevant amount of reinvestment of the proceeds of the aforesaid investment) at any point in time during the term shall not exceed the approved transaction quota.

Chapter III Transaction Management and Risk Control

Article 9 The Board of Directors and the shareholders' meeting of the Company are the main decision-making bodies for the Company's securities investment and

derivatives transactions. The management of the Company shall sign agreements and contracts related to securities investment and derivatives transactions within the scope of authorisation by the Board of Directors or the shareholders' meeting.

Article 10 The investment department of the Company is the executive department for securities investment and derivatives transactions of the Company and its subsidiaries. In accordance with the principle of centralised management and unified implementation, it is responsible for formulating the business process of securities investment and derivatives transactions; establishing a risk management system to monitor and control market risk and operational risk; preparing and executing the implementation of securities investment and derivatives transaction plans; tracking the trading quota and overseeing the implementation and management of the projects; and filing and storing the trading materials, trading agreements, etc..

Article 11 The Audit Committee of the Board of Directors organises the Internal Audit Department to conduct prior review of the securities investment and derivatives trading projects, issue review opinions and provide feedback to the Chairman and the Secretary of the Board of Directors. Based on the review opinion of the Audit Committee of the Board of Directors, the Chairman of the Board of Directors shall, in accordance with the decision-making authority stipulated in this system, make approval for the implementation or suspension of the proposed investment projects or submit them to the Board of Directors or shareholders' meeting for consideration.

Article 12 The secretary of the Board of Directors is responsible for the public announcement of information on securities investment and derivatives transactions of the Company. Other directors, senior management and relevant persons in the know are not allowed to release any information on securities investment and derivatives transactions of the Company that has not been disclosed to the public unless authorised in writing by the Board of Directors.

Article 13 The financial department of the Company is responsible for raising, allocating and managing the funds required for securities investment and derivatives transactions; responsible for accounting for the relevant projects, checking and supervising their legality and authenticity, and preventing the loss of the Company's

assets; responsible for the management of the security deposit of the relevant projects; responsible for the timely handling of the accounts of the business related to securities investment and derivatives transactions, and the filing and safekeeping of the relevant archives.

Article 14 The legal department of the Company is responsible for drafting, reviewing and dealing with disputes and litigations arising from the risky investment matters, preventing the legal risks arising from the securities investment and derivatives transactions, ensuring that the securities investment and derivatives transactions are in compliance with the laws, regulations and the Company's system, and safeguarding the Company's legitimate rights and interests as required.

Article 15 The internal audit department of the Company is responsible for auditing and supervising the standardisation of high-risk investment matters such as securities investment and derivatives transactions and the effectiveness of the internal control mechanism, etc. It shall carry out inspections of the implementation of the transactions every six months, issue an inspection report and submit it to the Audit Committee of the Board of Directors; and at the end of each fiscal year, it shall carry out a comprehensive inspection of derivatives transaction projects and report to the Secretary of the Board of Directors and the Audit Committee of the Board of Directors. Projects that fail to achieve the expected benefits shall be reported to the Board of Directors of the Company in a timely manner.

Article 16 The independent directors may inspect the use of funds for securities investment and derivatives transactions. If necessary, with the consent of a majority of all independent directors, they have the right to appoint an independent external auditor to conduct special audits on the use of funds for securities investment and derivatives transactions.

Article 17 The Company shall set appropriate stop-loss limits for various types of derivatives transactions or different counterparties, specify the business process of stop-loss handling and strictly implement it. The Investment Management Department shall track the changes in the open market price or fair value of derivatives, assess the changes in the risk exposure of the traded derivatives in a timely manner, and submit

a risk analysis report to the management and the Board of Directors, including the implementation of the authorisation for derivatives transactions, the trading position, the results of the risk assessment, the status of the trading profit and loss, and the implementation of the stop-loss limit.

Article 18 All relevant departments of the Company shall establish and improve relevant business processes to ensure the separation of duties in terms of personnel, information, accounts, funds, accounting and filing of information. Ensure that the relevant personnel are familiar with the relevant laws, regulations and normative documents relating to various types of securities investment and derivatives transactions, comply with the Company's confidentiality system, and shall not leak relevant transaction information without permission, or engage in illegal and illicit transactions. Any violation of relevant laws and regulations, this system and other provisions of the Company, resulting in losses suffered by the Company, shall, depending on the specific circumstances, be given to the relevant responsible person with sanctions, and the relevant responsible person shall bear the corresponding responsibility in accordance with the law.

Chapter IV Information Disclosure

Article 19 The Board of Directors of the Company continuously tracks the progress of the execution of securities investment and derivatives transactions and the status of investment security. The Company shall disclose in the regular report the securities investment and derivative transactions that have been carried out during the reporting period and the corresponding profit and loss. In the event of abnormal situations such as large losses in investments, immediate measures shall be taken and disclosure obligations shall be fulfilled in accordance with the regulations.

Article 20 The Company shall disclose in a timely manner the amount of recognised gain or loss and floating loss on derivative transactions for every 10% of the Company's audited net profit attributable to shareholders of the Company for the most recent year and where the absolute amount exceeds RMB10 million. Where a company carries out hedging business, it may apply the foregoing provisions after adding up the changes in the value of the hedging instrument and the hedged item.

Article 21 In the event that the company carries out hedging business with a loss as provided for in the preceding paragraph, the company shall also reassess the effectiveness of the hedging relationship, disclose the reasons why the changes in the fair value or cash flow of the hedging instrument and the hedged item have not been offset as expected, and disclose the changes in the value of the hedging instrument and the hedged item separately, etc.

Article 22 The board of directors of the Company shall submit the following documents and announcements to the stock exchange within 2 trading days after making a resolution on securities investment and derivatives transactions.

1. Board of Directors' resolution and announcement;
2. Verification by the sponsor on the compliance of the securities investment and derivatives transactions, the impact on the company, the possible risks, the adequacy and effectiveness of the risk control measures adopted by the company, etc., and the issuance of an explicitly concurring opinion (if any);
3. Other documents required by the Stock Exchange.

Article 23 The announcement on securities investment and derivatives transactions disclosed by the company shall at least include the following contents:

1. An overview of the investment, including the purpose of the investment, the amount of the investment, the method of investment, the duration of the investment, and the source of funds;
2. The approval procedures to be performed for the investment;
3. Risk analysis of the investment and the risk monitoring and management measures to be taken by the company;
4. The impact of the investment on the company;
5. Accounting policies and accounting principles to be adopted for the transaction (if any);
6. Opinions of intermediaries (if any);

7. Other contents required by the stock exchange.

Article 24 The company shall disclose in its regular report the securities investments and derivatives transactions carried out during the reporting period.

When the company carries out derivative transactions for hedging purposes, it may simultaneously make a full disclosure of the hedging effect in conjunction with the situation of the hedged item when disclosing the regular report. If the hedging business does not meet the applicable conditions stipulated in the accounting standards or does not use hedge accounting, but is able to achieve the risk management objectives through derivatives transactions, the relationship between the hedging instruments and the hedged items shall be combined to explain whether the expected risk management objectives are effectively achieved.

Chapter V. Supplementary Provisions

Article 25 For the purposes of this system, the word "above" is inclusive of the present number and the word "exceeds" is exclusive of the present number.

Article 26 Matters not covered in this system shall be carried out in accordance with relevant national laws, administrative regulations, regulatory documents and the Articles of Association and other relevant provisions;

Article 27 In the event that this system conflicts with the relevant laws, administrative regulations, normative documents promulgated by the State and the relevant provisions of the Company's Articles of Association, it shall be implemented in accordance with the relevant laws, administrative regulations, normative documents and the relevant provisions of the Company's Articles of Association and the system shall be revised in a timely manner.

Article 28 The Board of Directors of the Company shall be responsible for the interpretation and amendment of this system.

Article 29 This system shall be effective and implemented from the date of its adoption by the Board of Directors of the Company, and the same shall apply to the revision of .

Board of Directors of Gotion High-Tech Co., Ltd

April 24, 2025

Annex 7-4

Gotion High-Tech Co., Ltd

Management System for Delegated Financial

Chapter I General Provisions

Article 1 In order to standardize the management of the entrusted financial management services of Gotion High-Tech Co., Ltd. (hereinafter referred to as the "The Company") and its holding subsidiaries, to effectively control the risks in the decision-making and execution process, to increase in investment income, to safeguard the interests of the company and its shareholders,.According to the Securities Law of the People's Republic of China, the Stock Listing Rule of Shenzhen Stock Exchange, the Shenzhen Stock Exchange Self-disciplinary Supervision Guideline for Listed Companies No. 1 - Standardised Operation of Listed Companies on the Main Board, the Shenzhen Stock Exchange Self-disciplinary Supervision Guidelines for Listed Companies No. 7-Transactions and Connected Transactions and other relevant laws, regulations and relevant provisions of the Articles of Association of Gotion High-Tech Co.,Ltd (hereinafter referred to as the "Articles of Association"), the Company has formulated these System..

Article 2 “Delegated financial management” mentioned in this system refers to the company entrusting banks, trusts, securities, funds, futures, insurance asset management institutions, financial asset investment companies, private equity fund managers and other professional financial institutions to invest and manage their property or purchase related financial products.

Article 3 Basic principles for the company to carry out entrusted financial management business:

1.The Company shall select a qualified professional financial management institution with good credit standing and financial status, no bad credit record and strong profitability as the entrusted party and sign a written contract with the entrusted party to specify the amount of entrusted financial management, the term, the investment varieties, the rights and obligations of both parties and their legal

liabilities;

2. The company shall carry out entrusted financial management in accordance with the company's demand for funds for production and operation and the actual situation of the company's cash flow and money fund holdings, and the term of the financial product project shall be matched with the company's fund use plan, with the prerequisite that it does not affect the company's normal operation and the development of its main business;

3. Funds used for entrusted wealth management shall be idle funds of the company (including idle own funds or self-financing funds), and shall not crowd out the normal operation and project construction funds of the company, and shall not affect the company's production and operation fund demand due to entrusted wealth management;

4. When the company carries out entrusted wealth management, it must open a wealth management product account in the name of the company, and shall not use other people or personal accounts to operate the entrustment;

5. The use of idle proceeds (including over-provisioned funds) for cash management shall also be carried out in accordance with relevant laws and regulations and the relevant provisions of the Company's "Measures for the Management of Proceeds".

Article 4 Where the Company carries out entrusted wealth management, it shall perform in strict accordance with the decision-making procedures, reporting system and monitoring measures of this system, and determine the scale of investment in accordance with the Company's risk-bearing capacity.

Article 5 The provisions of this system shall apply to the entrusted financial management of the Company's holding subsidiaries. The entrusted financial management of the company's holding subsidiaries shall be reported to the company for consent, and no financial management activities shall be carried out without approval.

Chapter II. Decision-making Authority and Examination and Approval Procedures

Article 6 If the amount of entrusted wealth management accounts for more than 10% of the Company's latest audited net assets and the absolute amount exceeds RMB 10 million, it shall be considered and approved by the Board of Directors before the investment is made and the information disclosure obligation shall be fulfilled in a timely manner. Where the amount of entrusted wealth management accounts for more than 50% of the Company's latest audited net assets and the absolute amount exceeds RMB50 million, it shall also be submitted to the shareholders' meeting for consideration.

In the case of entrusted wealth management between the Company and a connected person, the corresponding approval procedures for connected transactions shall also be performed using the entrusted wealth management amount as the calculation standard before implementation.

Article 7 Where it is difficult to perform the deliberation procedures and disclosure obligations in respect of each entrusted financial management due to reasons such as transaction frequency and time limit requirements, the scope, amount and duration of the entrusted financial management within the next 12 months may be reasonably projected, and the relevant provisions of the deliberation procedures and disclosure obligations shall be applied using the amount of the quota as the standard. The period of use of the relevant quota shall not exceed 12 months, and the amount of transactions at any point in time during the period (including the relevant amount of reinvestment of the proceeds of the aforementioned investments) shall not exceed the amount of entrusted wealth management.

Article 8 The amount of entrusted financial management shall be calculated on the basis of the amount incurred and shall be calculated cumulatively over a period of 12 consecutive months, and shall no longer be included in the cumulative calculation if the Company has fulfilled the relevant obligations in accordance with the provisions of Article 6 or Article 7 of this system. Transactions that have been disclosed by the Company but have not fulfilled the procedures for deliberation by the Board of Directors or the shareholders' meeting shall still be included in the scope of

cumulative calculation in order to determine the deliberation procedures that should be fulfilled.

Article 9 When the Board of Directors considers matters of entrusted financial management, the Directors shall pay due attention to whether the approval authority of entrusted financial management is delegated to the individual directors or senior management to exercise, whether the relevant risk control system and measures are sound and effective, and whether the trustee's record of good faith, operational status and financial status are good.

Chapter III. Operation Control and Decision-making Procedure

Article 10 The finance department of the Company is the daily management department of the entrusted financial management of the Company and its holding subsidiaries, and its main responsibilities include:

1. Being responsible for the preliminary demonstration and research of the entrusted financial management scheme, risk assessment and feasibility analysis of the entrusted financial management in respect of the source of funds, scale of investment, expected return, creditworthiness of the entrusted party, investment varieties, investment period, etc., and hiring external professional institutions to provide consulting services when necessary;
2. It is responsible for selecting qualified professional financial institutions with good credit and financial status and no bad credit record as well as strong profitability as the trustee, and organising the launch of the internal contract approval process of the Company by signing the entrustment agreement with the trustee and the copy of the business licence of the trustee;
3. The finance department of the Company shall provide the Securities Affairs Centre with the signed financial management agreement, business licence of the trustee and other documents after signing the entrusted financial management agreement with the trustee each time;
4. Handling of fund payment requisition procedures based on the wealth management agreement, and transfer of funds after reporting for approval in

accordance with the approval process;

5. During the continuation period of the wealth management business, within 10 days after the end of each month, the finance department is responsible for reporting the investment scale, investment distribution, profit and loss, and risk monitoring of the investment and wealth management business to the head of finance, the general manager, the internal audit department and the Securities Affairs Centre. Pay close attention to the significant movements of the trustee, and report the financial responsible person, general manager and, if necessary, the general manager of the Company to the Board of Directors in a timely manner in case of abnormalities (e.g., involving the safety of the principal amount, signs of losses, etc.) so that the Company can take effective measures to recover the funds and avoid or reduce the Company's losses;
6. On the maturity date of the financial management business, be responsible for timely collection of financial management principal and interest from the trustee;
7. Responsible for timely filing and preserving documents such as financial management agreement, product prospectus, original financial management income measurement form, bank business licence, etc., as well as conducting daily accounting and related account processing for entrusted financial management business in accordance with the relevant provisions of the Accounting Standards for Business Enterprises and other relevant regulations;
8. It is responsible for registering accounts in respect of each wealth management product pen by pen and paying close attention to the cumulative turnover amount of entrusted wealth management in the past 12 months to ensure that the Company's entrusted wealth management complies with the provisions of this system.

Article 11 The decision-making procedures for entrusted wealth management

are as follows:

1. The financial department of the Company shall examine the financial status and cash flow status of the Company, review the content and risk assessment of the financial management business, analyse the feasibility of the entrusted financial management in respect of the source of funds, scale of investment and expected returns, and assess the riskiness of the trustee's creditworthiness and investment varieties;
2. After the argumentation is passed, the person in charge of finance of the Company shall report the entrusted financial management plan, assessment and recommendation to the general manager of the Company and copy to the Securities Affairs Centre at the same time. The Securities Affairs Centre shall give its opinion on whether the risk level of the products involved in this wealth management is in compliance with the relevant regulations;
3. After approval by the general manager, the approval procedure shall be performed according to the size of the amount and the authority of the board of directors and shareholders' meeting to approve the entrusted financial management business, and the financial department shall be responsible for the implementation after approval.

Chapter IV Risk Control and Information Disclosure

Article 12 The information confidentiality measures for the entrusted financial management business of the Company are:

1. The applicant, approver and operator of entrusted financial management business are independent of each other and are supervised by the internal audit department;
2. The relevant staff of the Company and the relevant personnel of the entrusted financial management business shall abide by the confidentiality system and shall not disclose the Company's financial management plan, transaction situation, settlement situation, fund status and other information related to the Company's financial management business without permission.

Article 13 The internal audit department of the Company is responsible for auditing and supervising the entrusted financial management programme, including reviewing the approval of the financial management business, the actual handling, the use of funds, the profit and loss, and the handling of accounts, etc. The internal audit department shall report to the Audit Committee of the Board of Directors at the end of each quarter. It reports to the Audit Committee of the Board of Directors on the entrusted financial management business at the end of each quarter.

Article 14 The independent directors have the right to verify the Company's financial management business and, if necessary, with the consent of more than half of all independent directors, have the right to engage an independent external auditor to conduct a special audit of the entrusted financial management funds.

Article 15 Before carrying out entrusted financial management investment business, the Company shall be aware of the relevant laws, regulations and normative documents related to the relevant provisions, and shall not carry out transactions in violation of laws and regulations.

Article 16 Any person who violates the relevant laws and regulations, this system and other provisions of the Company, fails to conduct transactions in accordance with the Company's established investment programme, resulting in losses suffered by the Company, or causes the Company to suffer losses or lower-than-expected returns due to the lack of due diligence in its work, will be held accountable for the responsibilities of the relevant personnel depending on the specific circumstances.

Article 17 The Board of Directors of the Company shall submit the following documents and announcements to the Stock Exchange within 2 trading days after making the resolution on entrusted financial management:

1. Board of Directors' resolution and announcement;
2. Verification and issuance of conclusive opinions by the sponsor on the compliance of the entrusted wealth management, the impact on the Company,

the possible risks and the adequacy and effectiveness of the risk control measures adopted by the Company (if applicable);

3. Other documents as required by the Stock Exchange.

Article 18 The disclosure of the Company's announcement on entrusted finance management shall at least include the following:

1. An overview of the investment, including the purpose of the investment, the amount of the investment, the manner of the investment, the duration of the investment and the source of funds;
2. Deliberation procedures to be performed for this investment;
3. Investment risk analysis and wind control measures;
4. The impact of the investment on the Company;
5. Opinions of intermediaries (if any);
6. Other contents required by the Stock Exchange.

Article 19 The Company shall not circumvent the deliberation procedures and information disclosure obligations that should be fulfilled for the purchase of assets or foreign investment or provide financial assistance to others in disguise through the name of entrusting financial management and other investments.

Where the company can exercise control or significant influence over the investment of funds of wealth management products, it shall fully disclose the final investment of funds, the details of the counterparties involved or the underlying assets, and fully reveal the investment risks and the company's countermeasures.

Article 20 If one of the following situations occurs when the company engages in entrusted financial management, it shall promptly disclose the relevant progress and countermeasures to be taken:

1. The collection of financial products fails, fails to complete the filing and registration, terminates early, or cannot be recovered at maturity;
2. Changes in the main terms of the financial product agreement or relevant

guarantee contract;

3. Significant risk events in the operation or financial status of the trustee or the user of funds;
4. Other circumstances that may harm the interests of the company or have significant impact.

Article 21 If the company carries out entrusted financial management business, it shall disclose matters relating to entrusted financial management in its regular report.

Chapter V. Supplementary Provisions

Article 22 For the purposes of this system, the word "above" is inclusive of the present number and the word "exceeds" is exclusive of the present number.

Article 23 Matters not covered in this system shall be carried out in accordance with the relevant national laws, administrative regulations, regulatory documents and the relevant provisions of the Articles of Association of the Company;

Article 24 In the event that this system conflicts with relevant national laws, administrative regulations, normative documents and relevant provisions of the Articles of Association, it shall be implemented in accordance with relevant laws, administrative regulations, normative documents and relevant provisions of the Articles of Association, and this system shall be revised in a timely manner.

Article 25 The Board of Directors of the Company shall be responsible for the interpretation and amendment of this system.

Article 26 This system shall be effective and enforceable from the date of its adoption by the Board of Directors of the Company, and the same shall apply in case of amendment

Board of Directors of Gotion High-Tech Co., Ltd

April 24, 2025