

浙江三花智能控制股份有限公司

浙江三花智能控制股份有限公司

(A股上市)

# CON EN

C	1	G P	1
C	2	B O	2
C	3		2
	1	L f	2
	2	I f	3
	3		5
C	4	G M	6
	1		6
	2	G P G M	9
	3	C fG M	12
	4	P N fG M	13
	5	H fG M	15
	6		19
C	5	B fD	26
	1	D	26
	2	B fD	31
C	6	C fE O ff O M	36
C	7	B f	38
	1		38
	2	B f	38
C	8	F A P f D A E	40
	1	F A	40
	2	I A	44
	3	A fA F	45
C	9	N A	45
	1	N	45
	2	A	47
C	10	M D C I C D	47
	1	M D C I C	47
	2	D L	48
C	11	A A fA	50
C	12	P	51

# CHAPTER 1 GENERAL PROVISIONS

Article 1 This Company (浙江三花智能控制股份有限公司) (Zhejiang Sanhua Intelligent Control Co., Ltd.) is a public company established in accordance with the provisions of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, and the Measures for the Implementation of the Company Law of the People's Republic of China, and other relevant laws and regulations. The Company is established in Hangzhou, Zhejiang Province, China.

Article 2 The Company is established on October 19, 2001, under the name of Sanhua Er Ni Gong Ji You Xian Gong Si (三花不二工機有限公司) (Sanhua Er Ni Gong Ji Co., Ltd.). The Company was later renamed to Zhejiang Sanhua Intelligent Control Co., Ltd. (浙江三花智能控制股份有限公司) (Zhejiang Sanhua Intelligent Control Co., Ltd.) in accordance with the provisions of the Company Law of the People's Republic of China and the Measures for the Implementation of the Company Law of the People's Republic of China.

Article 3 On March 24, 2005, the Company (Zhejiang Sanhua Intelligent Control Co., Ltd.) issued a total of 30,000,000 shares of ordinary shares (RMB) at a price of RMB 24,000,000. The shares were issued in accordance with the provisions of the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, and the Measures for the Implementation of the Company Law of the People's Republic of China. The shares were issued on July 7, 2005.

Article 4 The Company's name in Chinese is: 浙江三花智能控制股份有限公司  
The Company's name in English is: ZHEJIANG ANHAI INTELLIGENT CONTROL CO., LTD.

Article 5 The Company's legal representative is: N. 219  
The Company's registration number is: 312530.

Article 6 The Company's registered capital is: RMB 300,000,000.

Article 7 The Company's office is located at: [Address]

Article 8 The Company's fiscal year is: [Fiscal Year]

**Ex. 9**

**Ex. 10**

**Ex. 11**

## CHAPTER 2 BINE OBJECTIVE AND COPE

**Ex. 12**

**Ex. 13**

## CHAPTER 3 HAE

### Section 1

**Ex. 14**

**Ex. 15**

**Ex. 16**

**Ex. 17**

**Ar. i 17**

A.  $\frac{C}{D}$   $\frac{C}{H}$   $\frac{C}{K}$

B.  $\frac{C}{L}$   $\frac{C}{H}$   $\frac{C}{K}$

C.  $\frac{C}{L}$   $\frac{C}{H}$   $\frac{C}{K}$

D.  $\frac{C}{L}$   $\frac{C}{H}$   $\frac{C}{K}$

**Ar. i 18**

C. 83,000,000

73.45%

41,500,000

H. G. C., L., 20,750,000

O. C., L., 8,300,000

J. C., L., 2,490,000

J. C., L., 2,490,000

A. P. C. P. A. L. (浙江天健會計師事務所有限公司)

N. 7, 2001.

N. 6, 2001.

**Ar. i 19**

H. A. %

H. A. %

**Ar. i 20**

C. ( )

C. ( )


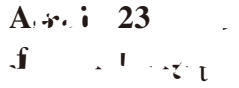
2 I. I. I.

**Ar. i 21**

B. C.


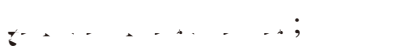
- (I) P. ff. f.
- (II) N. ff. f.
- (III) L. f.
- (I) C. f.
- ( ) O. C. C.

**A. 22** C    
 A.    
 C    
 A. 

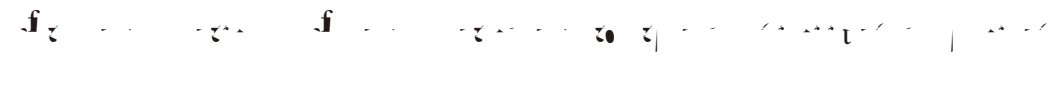
**A. 23** C    
 f 

(I) 

(II) M.  C 

(III) F  f 


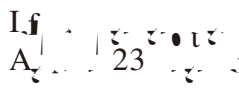
(I)  f 

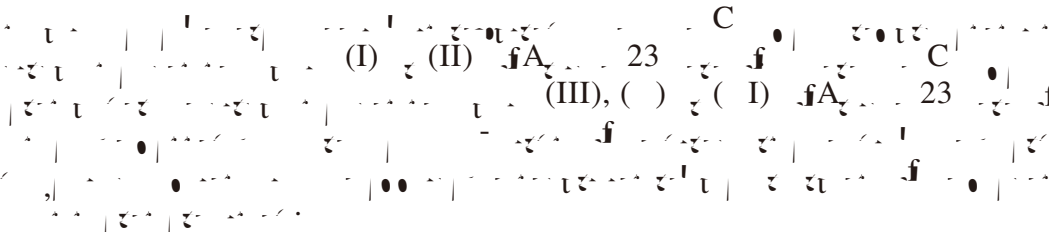
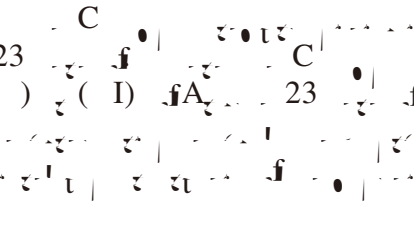
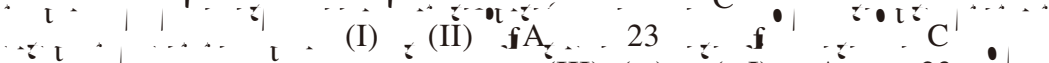

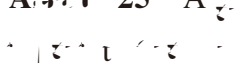

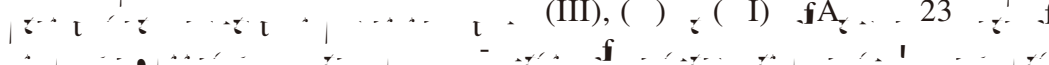


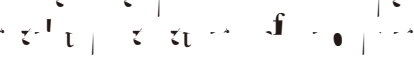

( ) 

(I) N.  f 

O  C 

**A. 24** C    
 C 

If  (III), ( )  (I) f 

**A. 25** A  C    
 (I)  (II) f  23  C    
 (III), ( )  (I) f  A  23    
 C 





$f$

**А. 33**  $C$

**А. 34**  $f - C$

(I)  $a a$

(II)

(III)  $a a$

(I)  $C$

( )  $C$

(I)  $A$

(II)  $C$   $a a$

(III)  $C$

(I)  $C$

**A.ri.i 35**

**A.ri.i 36** *If*

**A.ri.i 37** *I*

*If*

*If*

**A.ri.i 38**

**A.ri.i 39**

(I)

(II)

(III)

(I)

I

I

( )

**Art. 40** 5%

**Art. 41** *de fac*

*de fac*

**Art. 2 G. P. G. M.**

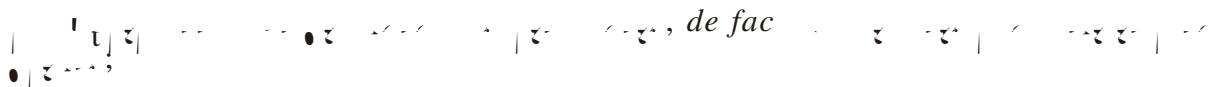
**Art. 42**

(I)


(II)

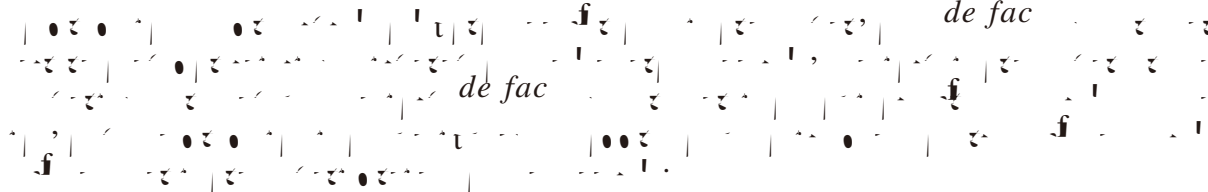
(III)



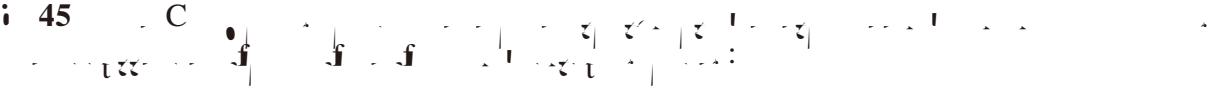
( I )  *de fac*

( II )  C *f* A

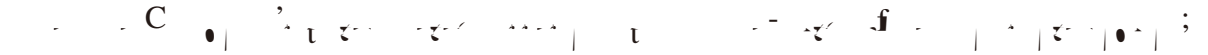
 ( I ) *f*

 *de fac*  
*de fac*


**A. n. i 44** G  A *f*

**A. n. i 45** C  *f*

( I )  C L *f* A

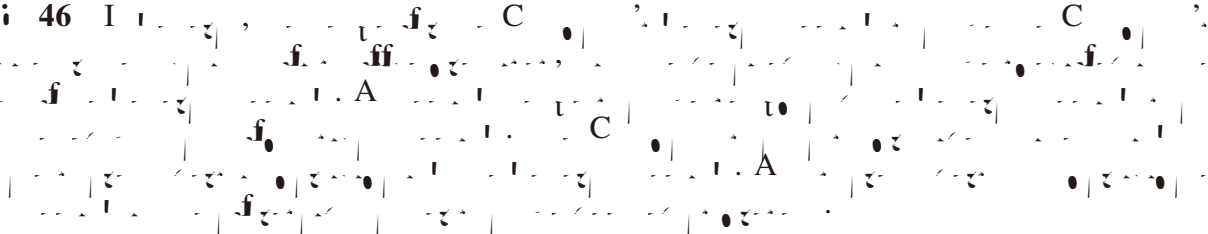
( II )  C *f*

( III )  C *f* 10%

( I )  *f*

( )  *f*

( I )  C *f* A

**A. n. i 46** I  C *f* C *f* A C *f* A

**Аз.и 47** C

(I) A<sub>2</sub>

(II)

(III)

(I ) C

**3 C<sub>2</sub> 1 2 3 G 4 5 6 M 7 8**

**Аз.и 48** I

I

**Аз.и 49**

I

I

**Аз.и 50**

I ... A

I ... 10% ... C

I ... A

F ... 10% ... C ... 90

A. s. i 51 ... (.) ... C

P ... 10%

C ... D247 ... 715.4(F ... 3 ... 95612.5(C ... 5

A. s. i 52 F ... A

$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$

**Ans: i 56**

$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$

**Ans: i 57**

- (I)  $\frac{1}{2} \times 100 = 50\%$
- (II)  $\frac{1}{2} \times 100 = 50\%$
- (III)  $\frac{1}{2} \times 100 = 50\%$

(I)  $\frac{1}{2} \times 100 = 50\%$

( )  $\frac{1}{2} \times 100 = 50\%$


( I )  $\frac{1}{2} \times 100 = 50\%$

O  $\frac{1}{2} \times 100 = 50\%$


$\frac{1}{2} \times 100 = 50\%$

$\frac{1}{2} \times 100 = 50\%$





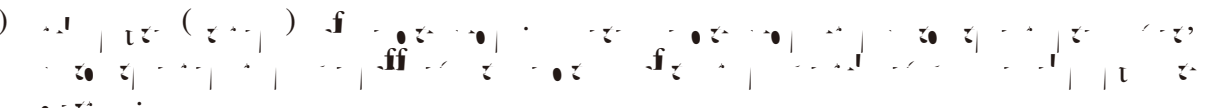



A.  A


A. 62 I  I

 II

A. 63 

- (I) 
- (II) 
- (III) 
- (I) 
- ( ) 

A. 64 

A. 65 



**Lf** **C** **H** ( ) **C** **H** ( )

**A.ri 66 A** **C**

**A.ri 67** **C**

**A.ri 68**

**A.ri 69 A** **C**

**F** **C**

**A**

**A**

**A. 70** C

**A. 71** I

**A. 72** D

**A. 73**

**A. 74**

(I)

(II)

(III)

(I)

( )

( I)

( II)

**A. 75** D





Musical score system 1. The first staff contains notes with dynamic markings **f** and **C**. The second staff is labeled **P** and contains notes with dynamic markings **f** and **H**. The third staff contains notes with dynamic markings **f** and **K**. The fourth staff contains notes with dynamic markings **f** and **L**. The fifth staff contains notes with dynamic markings **f** and **L**. The sixth staff contains notes with dynamic markings **f** and **L**.

Musical score system 2. The first staff contains notes with dynamic markings **f** and **1% f**. The second staff contains notes with dynamic markings **f** and **1% f**. The third staff is labeled **C** and contains notes with dynamic markings **f** and **1% f**. The fourth staff contains notes with dynamic markings **f** and **1% f**. The fifth staff contains notes with dynamic markings **f** and **1% f**. The sixth staff contains notes with dynamic markings **f** and **1% f**.

(II) **f** Musical notation for staff (II) featuring a melody with dynamic markings **f** and **ff**, and articulation marks like slurs and accents. The notation includes various note values and rests.

(III) **f** Musical notation for staff (III) featuring a melody with dynamic markings **f** and **ff**, and articulation marks like slurs and accents. The notation includes various note values and rests.

(I) Musical notation for staff (I) featuring a melody with dynamic markings **f** and **ff**, and articulation marks like slurs and accents. The notation includes various note values and rests.

**And. i** 82 Musical notation for staff (And. i 82) featuring a melody with dynamic markings **f** and **ff**, and articulation marks like slurs and accents. The notation includes various note values and rests.

**And. i** 83 Musical notation for staff (And. i 83) featuring a melody with dynamic markings **f** and **ff**, and articulation marks like slurs and accents. The notation includes various note values and rests.

**And. i** 84 Musical notation for staff (And. i 84) featuring a melody with dynamic markings **f** and **ff**, and articulation marks like slurs and accents. The notation includes various note values and rests.

**f** Musical notation for staff (f) featuring a melody with dynamic markings **f** and **ff**, and articulation marks like slurs and accents. The notation includes various note values and rests.

(I) Musical notation for staff (I) featuring a melody with dynamic markings **f** and **ff**, and articulation marks like slurs and accents. The notation includes various note values and rests.

(II) Musical notation for staff (II) featuring a melody with dynamic markings **f** and **ff**, and articulation marks like slurs and accents. The notation includes various note values and rests.

(III) Musical score for section (III) featuring a piano (P) and a cello (C). The score includes dynamic markings such as *f*, *ff*, and *fz*, and a tempo marking of 1%. The piece concludes with a *Crescendo* (C) marking.

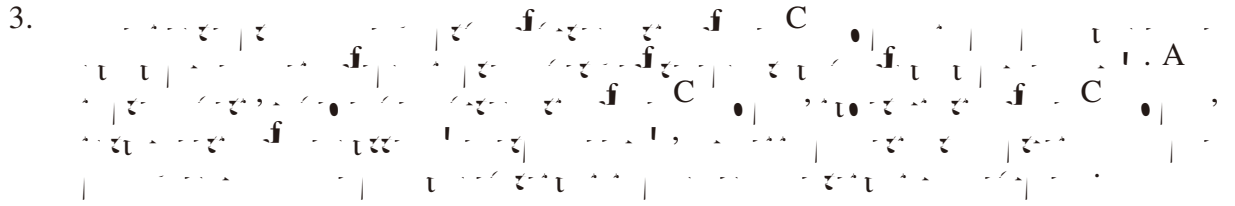
I Musical score for section I featuring a piano (P) and a cello (C). The score includes dynamic markings such as *f*, *ff*, and *fz*, and a tempo marking of 1%. The piece concludes with a *Crescendo* (C) marking.

And. i 85 Musical score for section *And. i 85* featuring a piano (P) and a cello (C). The score includes dynamic markings such as *f*, *ff*, and *fz*, and a tempo marking of 30%. The piece concludes with a *Crescendo* (C) marking.

Musical score for section D featuring a piano (P) and a cello (C). The score includes dynamic markings such as *f*, *ff*, and *fz*.

(I) Musical score for section (I) featuring a piano (P) and a cello (C). The score includes dynamic markings such as *f*, *ff*, and *fz*.

1. Musical score for section 1 featuring a piano (P) and a cello (C). The score includes dynamic markings such as *f*, *ff*, and *fz*.
2. I Musical score for section 2 featuring a piano (P) and a cello (C). The score includes dynamic markings such as *f*, *ff*, and *fz*.


3. 

(II) 

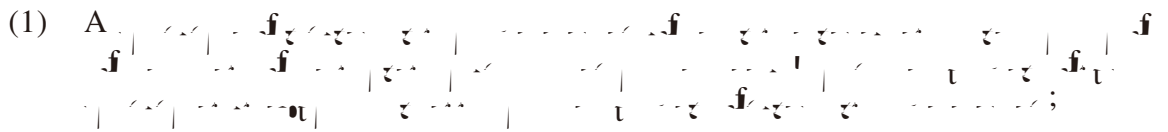
1. 

(1) A 

(2) I f 

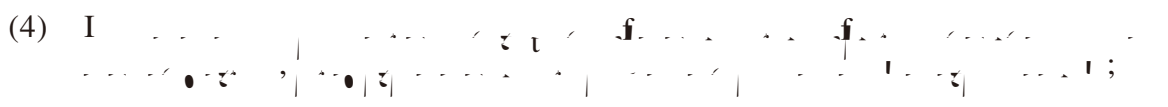
(3) I f 

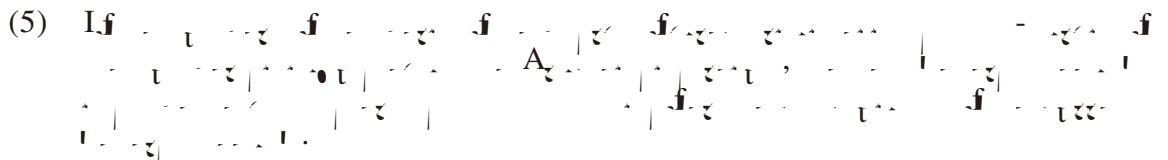
2. C 

(1) A 

(2) I f 

(3) I 

(4) I 

(5) I f 

Musical notation for the first system, featuring a treble clef, a key signature of one flat, and a common time signature. The music consists of a single melodic line with various dynamics including *f* and *C*.

**And. i 86** E *f* *Lf* *ff* *f*

**And. i 87** O *f* *ff*

**And. i 88** I *f* *f* *ff*

**And. i 89** *f* *ff*

**And. i 90** B *f* *f* *ff*

*f* *ff*



(II)

Musical notation for system (II) featuring a treble clef, a key signature of one flat, and a 4/4 time signature. The system contains two staves of music. The first staff begins with a forte (**f**) dynamic and includes a fermata over a half note. The second staff starts with a fortissimo (**ff**) dynamic. The notation includes various note values, rests, and articulation marks.

(III)

Musical notation for system (III) featuring a treble clef, a key signature of one flat, and a 4/4 time signature. The system contains two staves of music. The first staff begins with a forte (**f**) dynamic and includes a fermata over a half note. The second staff starts with a forte (**f**) dynamic. The notation includes various note values, rests, and articulation marks.

(I)

Musical notation for system (I) featuring a treble clef, a key signature of one flat, and a 4/4 time signature. The system contains two staves of music. The first staff begins with a forte (**f**) dynamic and includes a fermata over a half note. The second staff starts with a forte (**f**) dynamic. The notation includes various note values, rests, and articulation marks.

( )

Musical notation for system ( ) featuring a treble clef, a key signature of one flat, and a 4/4 time signature. The system contains two staves of music. The first staff begins with a forte (**f**) dynamic and includes a fermata over a half note. The second staff starts with a forte (**f**) dynamic. The notation includes various note values, rests, and articulation marks.

( I )

Musical notation for system ( I ) featuring a treble clef, a key signature of one flat, and a 4/4 time signature. The system contains two staves of music. The first staff begins with a forte (**f**) dynamic and includes a fermata over a half note. The second staff starts with a forte (**f**) dynamic. The notation includes various note values, rests, and articulation marks.

( II )

Musical notation for system ( II ) featuring a treble clef, a key signature of one flat, and a 4/4 time signature. The system contains two staves of music. The first staff begins with a forte (**f**) dynamic and includes a fermata over a half note. The second staff starts with a forte (**f**) dynamic. The notation includes various note values, rests, and articulation marks.

( III )

Musical notation for system ( III ) featuring a treble clef, a key signature of one flat, and a 4/4 time signature. The system contains two staves of music. The first staff begins with a forte (**f**) dynamic and includes a fermata over a half note. The second staff starts with a forte (**f**) dynamic. The notation includes various note values, rests, and articulation marks.

**ff**

Musical notation for system starting with **ff** dynamic, featuring a treble clef, a key signature of one flat, and a 4/4 time signature. The system contains two staves of music. The first staff begins with a fortissimo (**ff**) dynamic and includes a fermata over a half note. The second staff starts with a fortissimo (**ff**) dynamic. The notation includes various note values, rests, and articulation marks.

**A. r. i 99**

Musical notation for system starting with **A. r. i 99**, featuring a treble clef, a key signature of one flat, and a 4/4 time signature. The system contains two staves of music. The first staff begins with a fortissimo (**ff**) dynamic and includes a fermata over a half note. The second staff starts with a fortissimo (**ff**) dynamic. The notation includes various note values, rests, and articulation marks. Chordal markings **A<sub>2</sub>**, **E**, and **A** are present. Measure numbers 84, 85, and 86 are indicated.



( II ) . ;

( III ) . ;

( I ) . ;

( ) . ;

I . ;

**Ar. i 101** D. ;

( I ) . ;

( II ) . ;

( III ) . ;

( I ) . ;



A

2 B D

A. i 108 C

A. i 109

A. i 110

- (I) ...
- (II) ...
- (III) ...
- (I) ...
- ( ) ...
- ( I ) ...
- ( II ) ...
- ( III ) ...
- ( I ) ...



**Ar. i 113**

(I)

(II)

(III)

(I)

( )

( I )

**Ar. i 114**

**Ar. i 115**

(I)

(II)

(III)

(I )





D. Answer 125

CHAPTER 6 CHIEF EXECUTIVE OFFICE AND  
OPERATIONAL MANAGEMENT

Answer 126 Answer 126

Answer 126

Answer 127 Answer 127

Answer 127

Answer 128 Answer 128

Answer 129 Answer 129

Answer 130 Answer 130

(I) Answer 130 (I)

(II) Answer 130 (II)

(III) Answer 130 (III)

(I) Answer 130 (I)

( ) Answer 130 ( )

( I ) Answer 130 ( I )

( II )  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

( III )  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

**A.3. i 131**  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

**A.3. i 132**  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

( I )  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

( II )  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

( III )  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

( I )  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

**A.3. i 133**  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

**A.3. i 134**  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

**A.3. i 135**  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

$\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

**A.3. i 136**  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;  $\int_{-\infty}^{\infty} f(x) \delta(x-a) dx = f(a)$  ;

CHAP E 7 BOA D OF PE IQ

1

A. i 137

D. i 137

A. i 138

A. i 139

A. i 140

A. i 141

A. i 142

A. i 143

A. i 144

2

A. i 145

**А.Ф.И. 146**

(I)

(II)

(III)

(I)

( )

( I )

( II )


( III )

**А.Ф.И. 147**






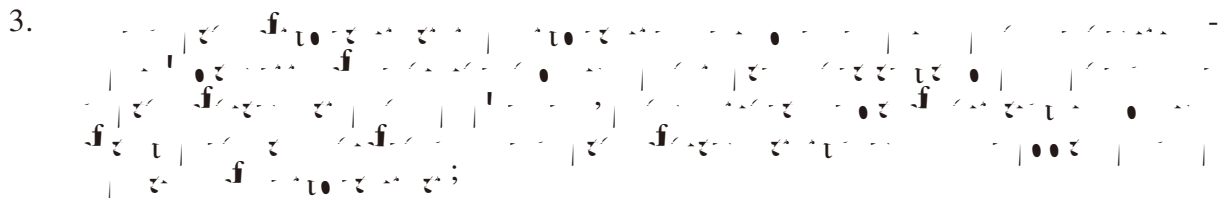


( I ) I 

( II ) D. 

1. 

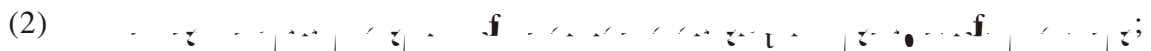
2. 

3. 

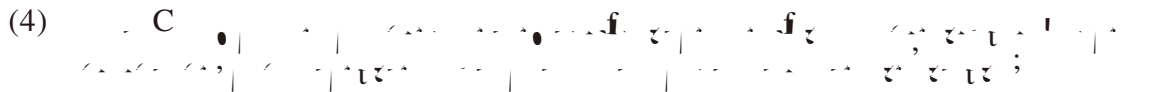
4. B. 

5. 

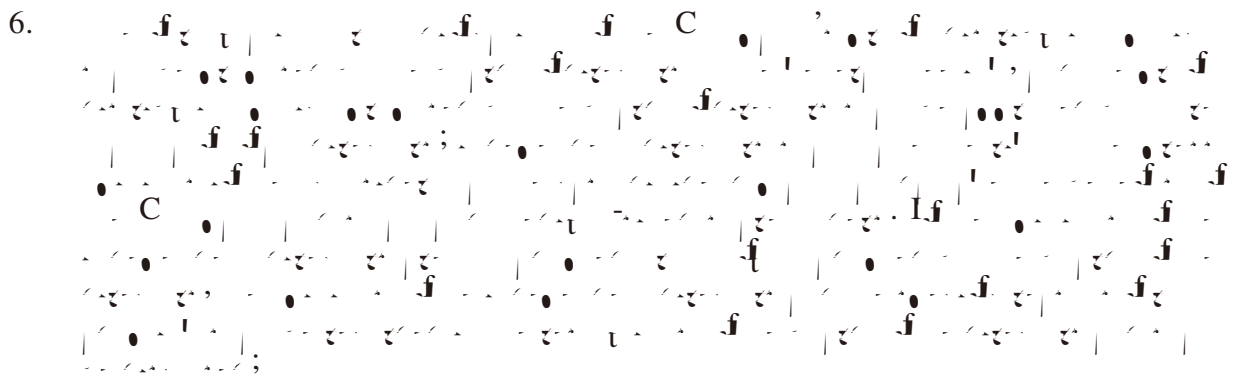
(1) 

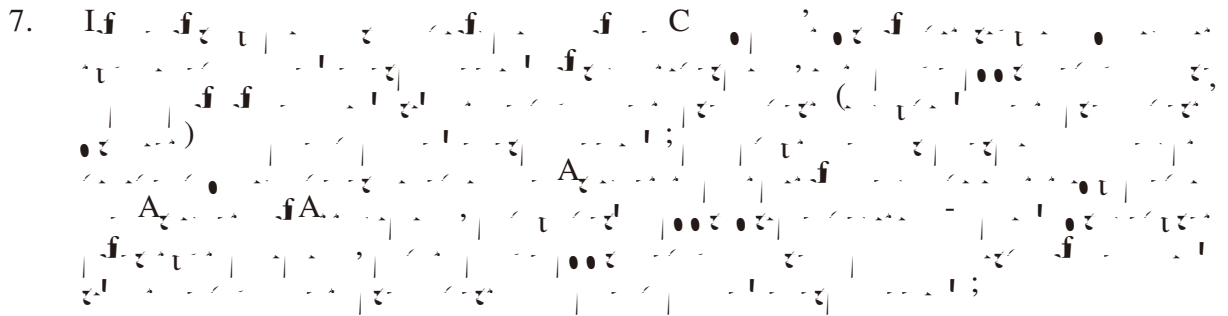
(2) 

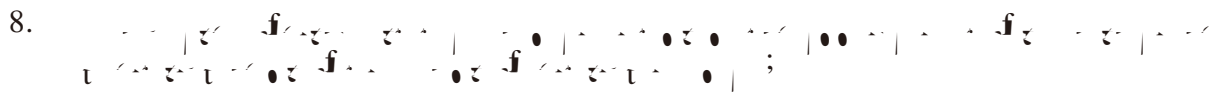
(3) 

(4) 

(5) 

6. 

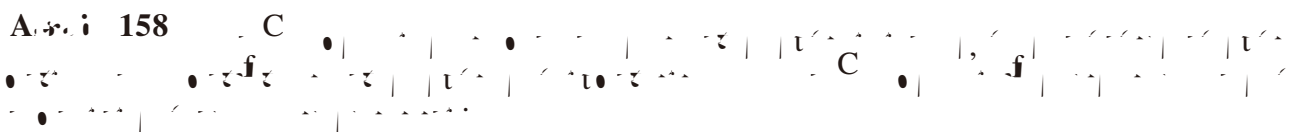
7. 

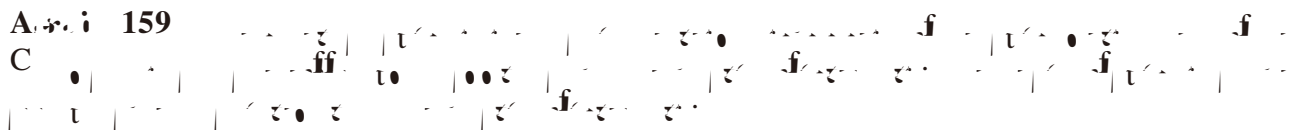
8. 

9. 


10. 

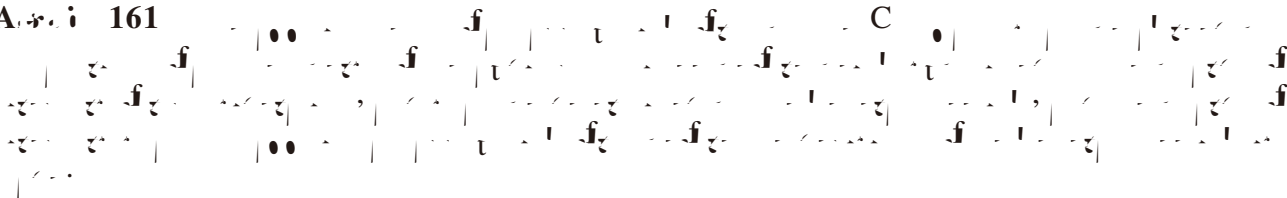
2. I n t e r A .

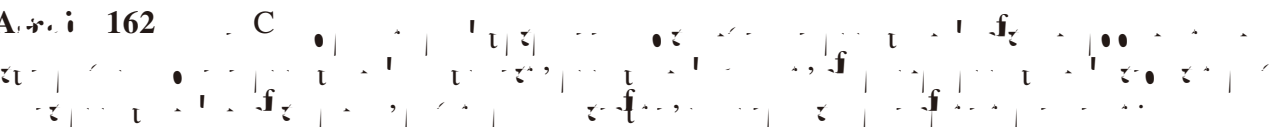
A. n. i 158 

A. n. i 159 

3 A d o s A s o F f

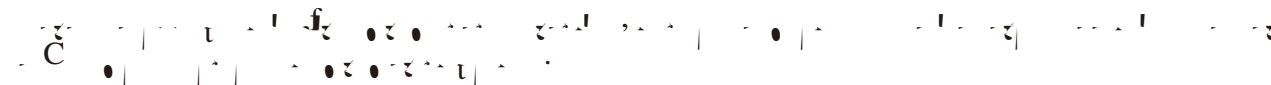
A. s. i 160 C  Musical notation for A. s. i 160, starting with a treble clef, a common time signature (C), and a dynamic marking of *f*. The notation includes various note values and rests.

A. s. i 161  Musical notation for A. s. i 161, starting with a treble clef, a common time signature (C), and a dynamic marking of *f*. The notation includes various note values and rests.

A. s. i 162 C  Musical notation for A. s. i 162, starting with a treble clef, a common time signature (C), and a dynamic marking of *f*. The notation includes various note values and rests.

A. s. i 163  Musical notation for A. s. i 163, starting with a treble clef, a common time signature (C), and a dynamic marking of *f*. The notation includes various note values and rests.

A. s. i 164 C  Musical notation for A. s. i 164, starting with a treble clef, a common time signature (C), and a dynamic marking of *f*. The notation includes various note values and rests.

 Continuation of musical notation for A. s. i 164, starting with a treble clef, a common time signature (C), and a dynamic marking of *f*.

CHAP E 9 NO ICE AND ANNO NCEMEN

1 N s o

A. s. i 165 N  Musical notation for A. s. i 165, starting with a treble clef, a common time signature (C), and a dynamic marking of *f*.

(I) ;

(II) ;

(III) ;

(I ) *f* ;

( ) C  Continuation of musical notation for A. s. i 165, starting with a treble clef, a common time signature (C), and a dynamic marking of *f*.



Art. 172 ... C ... HKE ... C ...

CHAP E 10 ME GE , DI I ION, CAPI ALINÇ EA E, CAPI AL ED C ION, DI OL ION AND LIQ IDA ION

1 M ... D ... C ... I ... C ...

Art. 173 A ... f ... f ...

I ... M ...

Art. 174 I ... C ... HKE ... H ... K ... E ... C ... 30 ... 30 ... 45 ...

Art. 175 ...

Art. 176 I ... C ...

I ... C ... HKE ... H ... K ... E ... C ... 30 ...

Art. 177 ... C ... C ...

Art. 178 I f ... C ...



**A. 182** C (I), (II), (I ) ( ) f  
**A. 180** A 15 f  
 f  
 f  
 P C f f

**A. 183** f

(I) C f

(II) f

(III) f C

(I ) f

( ) f

( I ) f C f ff

( II ) f f C

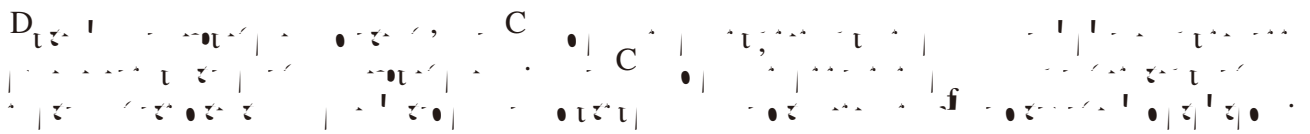
**A. 184** f  
**HKE** f H K E ( ) ( ) ( )  
 60  
 30 45

C f

D f

**A. 185** f C  
 P C f f

C f  
 C f

D. i. 185  C

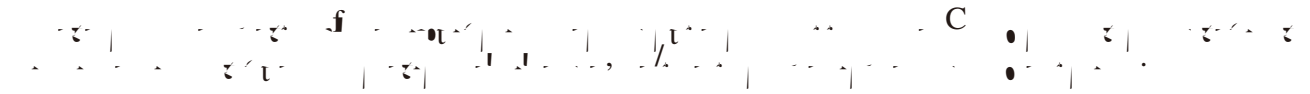
A. i. 186  C P. C

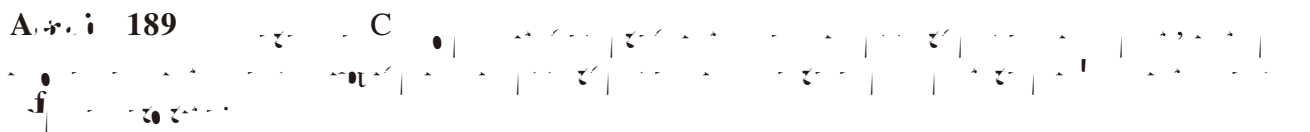
 C P. C

A. i. 187  P. C

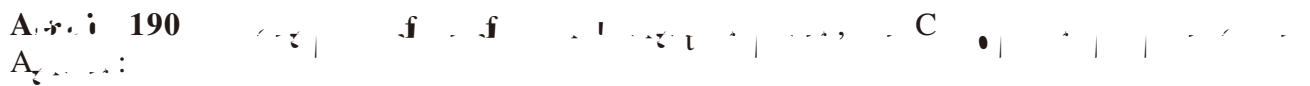
A. i. 188 

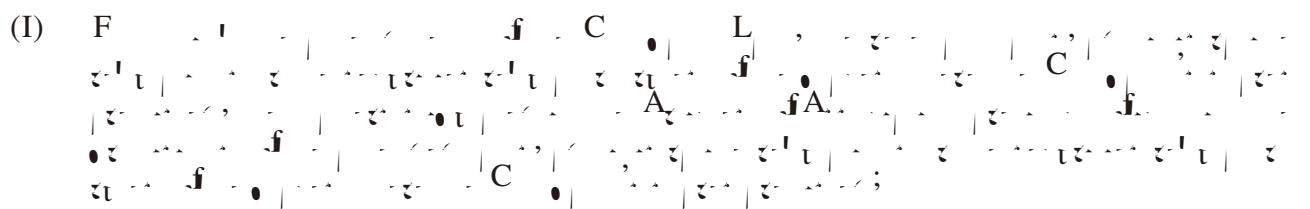
 C

 C

A. i. 189  C

### CHAP E 11 AMENDMEN O A ICLE OF A OCIA ION

A. i. 190  C

(I) F  C L A. fA.

(II)  C A. fA.

(III) A  A. fA.

**Art. 191**

**Art. 192**

**Art. 193**

**CHAP. 12. PPLEMENTAION**

**Art. 194** *D. f.*

(I)

(II) *A de fac*

(III)

(I) *A*

( ) *A*

**Art. 195**

**Art. 196**

**Art. 197**

And. i 198  $f$   $C$   $A_2$

And. i 199  $A_2$   $A_2$   $I$   $A_2$   $C$   $C$   $f$   $ff$

And. i 200  $A_2$   $H$   $H$   $K$   $E$   $ff$

$I$   $C$   $C$   $L$   $M$  2025