

☑ (Hong Kong Stock Exchange) ☑

13, 2025 (Prospectus) (浙江三花智能控制股份有限公司) (Company).

9(2) 571 ☑

1933 (U.S. Securities Act) (1) 144 (2)



ZHEJIANG SANHUA INTELLIGENT CONTROLS CO., LTD.

浙江三花智能控制股份有限公司

(Incorporated in the People's Republic of China)

(Stock Code: 2050)

FULL EXERCISE OF THE OVER-ALLOTMENT OPTION, STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

FULL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Company announces that the Over-allotment Option described in the Prospectus has been fully exercised by the Overall Coordinators (for themselves and on behalf of the International Underwriters) on Friday, July 18, 2025 in respect of an aggregate of 62,156,900 H Shares, representing approximately 15.0% of the total number of Offer Shares available under the Global Offering (after taking into account the full exercise of the Offer Size Adjustment Option but before any exercise of the Over-allotment Option).

The Over-Allotment Shares will be allotted and issued by the Company at HK\$22.53 per H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027%, Hong Kong Stock Exchange trading fee of 0.00565% and AFRC transaction levy of 0.00015%), being the Offer Price per H Share under the Global Offering. The Over-allotment Shares will be used to facilitate the delivery of part of H Shares to the placees who have agreed to delayed delivery of the relevant H Shares subscribed by them under the Global Offering.

STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

Pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), the Company further announces that the stabilization period in connection with the Global Offering ended on Friday, July 18, 2025, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering.

The stabilizing actions undertaken by China International Capital Corporation Hong Kong Securities Limited, the Stabilizing Manager, or its affiliates or any person acting for it, during the stabilization period are set out in this announcement.

FULL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Company announces that the Over-Allotment Option described in the Prospectus has been fully exercised by the Overall Coordinators (for themselves and on behalf of the International Underwriters), on Friday, July 18, 2025, in respect of an aggregate of 62,156,900 H Shares (the “**Over-allotment Shares**”), representing approximately 15.0% of the total number of the Offer Shares available under the Global Offering (after taking into account the full exercise of the Offer Size Adjustment Option but before any exercise of the Over-Allotment Option).

The Over-Allotment Shares will be allotted and issued by the Company at HK\$22.53 per H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027%, Hong Kong Stock Exchange trading fee of 0.00565% and AFRC transaction levy of 0.00015%), being the Offer Price per H Share under the Global Offering. The Over-Allotment Shares will be used to facilitate the delivery of part of H Shares to the places who have agreed to delayed delivery of the relevant Offer Shares subscribed by them under the Global Offering.

APPROVAL FOR LISTING

Approval for the listing of and permission to deal in the Over-Allotment Shares has already been granted by the Hong Kong Stock Exchange. Listing of and dealings in the Over-Allotment Shares are expected to commence on the Main Board of the Hong Kong Stock Exchange at 9:00 a.m. on Wednesday, July 23, 2025.

SHAREHOLDING STRUCTURE OF THE COMPANY UPON THE COMPLETION OF THE EXERCISE OF THE OVER-ALLOTMENT OPTION

The shareholding structure of the Company immediately before and immediately after the completion of the issue and allotment of the Over-Allotment Shares pursuant to the full exercise of the Over-Allotment Option is as follows:

Description of Shares	Immediately before completion of the allotment and issue of the Over-Allotment Shares		Immediately after completion of the allotment and issue of the Over-Allotment Shares	
	Number of Shares	%	Number of Shares	%
A Shares in issue ⁽¹⁾	3,732,389,535	90.0%	3,732,389,535	88.7%
H Shares issued pursuant to the Global Offering	414,379,500	10.0%	476,536,400	11.3%
Total	4,146,769,035	100.0%	4,208,925,935	100.0%

(1) including 2,707,721 A Shares being held as treasury Shares repurchased by the Company pursuant to the repurchase mandates approved by Shareholders.

USE OF PROCEEDS

The additional net proceeds of approximately HK\$1,390 million to be received by the Company from the issue of the Over-allotment Shares after deduction of the underwriting fees and commissions and other estimated expenses payable by the Company in connection with the full exercise of the Over-allotment Option, will be used by the Company on a pro rata basis for the purposes as set out in the section headed “Future Plans and Use of Proceeds – Use of Proceeds” in the Prospectus.

STABILIZING ACTIONS AND END OF STABILIZATION PERIOD

Pursuant to Section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the

- (4) the full exercise of the Over-Allotment Option by the Overall Coordinators (for themselves and on behalf of the International Underwriters), on Friday, July 18, 2025, in respect of an aggregate of 62,156,900 H Shares, representing approximately 15.0% of the total number of the Offer Shares available under the Global Offering (after taking into account the full exercise of the Offer Size Adjustment Option but before any exercise of the Over-Allotment Option), at the price of HK\$22.53 per H Share (exclusive of brokerage, SFC transaction levy, Hong Kong Stock Exchange trading fee and AFRC transaction levy), being the Offer Price per H Share under the Global Offering, to facilitate the delivery of part of H Shares to the placees who have agreed to delayed delivery of the relevant Offer Shares subscribed by them under the Global Offering.

PUBLIC FLOAT

The Company has applied to the Hong Kong Stock Exchange, and the Hong Kong Stock Exchange has granted the Company a waiver from strict compliance with the requirements of Rules 8.08(1)(b) and 19A.13A of the Hong Kong Listing Rules. Therefore, the minimum percentage of H Shares of the Company to be held by the public upon Listing and from time to time following Listing shall be no less than 6.67% of the Company's total issued share capital (excluding treasury shares).

Immediately after the completion of the full exercise of the Over-allotment Option, the number of H Shares held in public hands represents approximately 11.3% of the total issued share capital of the Company.

Immediately after the end of the stabilization period, the Company will continue to comply with the minimum public float requirement as prescribed in the waiver granted by the Hong Kong Stock Exchange from strict compliance with the requirements of Rule 8.08(1)(b) and 19A.13A of the Hong Kong Listing Rules.

By order of the Board
Zhejiang Sanhua Intelligent Controls Co., Ltd.
Zhang Yabo

[Handwritten signature]

Hong Kong, July 18, 2025

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