

Stock code: 002032

Short form: Supor

Announcement No.:2024-041

## **Announcement of Resolutions of the 9<sup>th</sup> Session of the Eighth Board of Directors**

This Company and all members of the Board of Directors hereby warrant that all information disclosed here are true, accurate and complete, and contain no fictitious statement, misleading information or significant omission.

The notice of the 9<sup>th</sup> Session of the Eighth Board of Directors of Zhejiang Supor Co., Ltd. (hereinafter referred to as “the Company”, “this Company” or “Supor”) has been sent to directors via email on August 19, 2024. The Meeting has been held on-site and by communication (written resolutions) on August 29, 2024. Nine (9) directors should attend the meeting and the actual number of directors presented was nine (9); in which eight (8) directors attended the on-site meeting and one (1) director attended the meeting by communication means. The meeting was presided over by Board Chairman Mr. Thierry de LA TOUR D’ARTAISE. Supervisors and top management of the Company attended the meeting. The convening, holding and voting procedures of the meeting are in compliance with relevant laws, regulations and the Articles of Association of the Company.

Following resolutions were made after serious discussion of the directors present at the meeting:

### **I. The Proposal on 2024 Semiannual Report and Abstracts was reviewed and adopted.**

The proposal was adopted with the voting results of 9 in favor, 0 against, 0 abstention and 0 withdrawal.

The full text of the 2024 Semiannual Report was published on [cninfo.com.cn](http://cninfo.com.cn) dated August 30, 2024; the Abstract was published in Securities Times, China Securities Journal, Securities Daily and [cninfo.com.cn](http://cninfo.com.cn) dated August 30, 2024.

### **II. The Proposal on 2024 Stock Option Incentive Plan (Draft) and its Abstract was reviewed and adopted.**

The proposal was adopted with the voting results of 9 in favor, 0 against, 0 abstention and 0 withdrawal.

Details of the 2024 Stock Option Incentive Plan (Draft) and its Abstract can be found on [cninfo.com.cn](http://cninfo.com.cn)

dated August 30, 2024.

This Proposal has been reviewed and adopted by the Compensation and Appraisal Committee of the Board of Directors and the Special Meeting of Independent Directors, and shall be submitted to the Third Interim General Meeting of Shareholders 2024 for review with approval by 2/3 of the valid voting shares attending the meeting.

**III. The Proposal on Assessment Measures for the Implementation of the 2024 Stock Option Incentive Plan was reviewed and adopted.**

The proposal was adopted with the voting results of 9 in favor, 0 against, 0 abstention and 0 withdrawal.

Details of the Assessment Measures for the Implementation of the 2024 Stock Option Incentive Plan can be found on [cninfo.com.cn](http://cninfo.com.cn) dated August 30, 2024.

This Proposal has been reviewed and adopted by the Compensation and Appraisal Committee of the Board of Directors and the Special Meeting of Independent Directors, and shall be submitted to the Third Interim General Meeting of Shareholders 2024 for review and shall be approved by 2/3 of the valid voting shares attending the meeting.

**IV. The Proposal on Requesting the General Meeting of Shareholders to Authorize the Board of Directors to Deal with Issues Related to the Company's 2024 Stock Option Incentive Plan was reviewed and adopted.**

In order to ensure the implementation of the stock option incentive plan of the Company smoothly, the Board of Directors is requesting the General Meeting of Shareholders to authorize the Board of Directors to deal with the issues related to the stock option incentive plan as follows:

1. To authorize the Board of Directors to determine the qualification and conditions for incentive employees of the stock option incentive plan, to determine the list of incentive employees and grant quantity and exercise price of stock option;
2. To authorize the Board of Directors to determine the grant date of the stock option incentive plan;
3. To authorize the Board of Directors to adjust the grant quantity and exercise price of the stock option according to the ways prescribed in the stock option incentive plan;
4. To authorize the Board of Directors to grant stock option to incentive employees when incentive employees comply with the given conditions and deal with all issues required by the grant of stock option;

5. To authorize the Board of Directors to review and confirm the qualification and conditions of incentive employees for exercising the stock options, and agree with the Board of Directors to grant these rights to the Remuneration and Appraisal Committee of Board of Directors of the Company to exercise;
6. To authorize the Board of Directors to determine whether the incentive employees could exercise the stock options;
7. To authorize the Board of Directors to deal with all issues related to the exercising the stock when the incentive employees are satisfies with the exercise conditions in accordance with the rules of the stock option incentive plan;
8. To authorize the Board of Directors to deal with the adjustment or termination of the stock option incentive plan, including but not limited to determine the disqualification of incentive employees, cancel the stock options of incentive employees and terminate the incentive plan;
9. To authorize the Board of Directors to adjust the quantity and exercise price of the stock according to the methods prescribed by the stock option incentive plan when the company issues cash dividends and bonus stocks, converts capital reserves to capital stocks, makes allotment of shares or conducts other things which may affect the total stock capital of the Company or there is need to ex-right or ex-dividend the stock price of the Company;
10. To authorize the Board of Directors to deal with all formalities required by the implementation of stock option incentive plan, including, but not limited to submit application to the Shenzhen Stock Exchange, handle registration and settlement business in CSDCC, modify the Articles of Association, or handle the change registration of the registered capital of the Company.
11. To authorize the Board of Directors to handle the formalities related to verification, registration, file and approval related to the stock option incentive plan in the related governmental institutions, to sign, implement, modify or complete all documents submitted to government, institution, and individual, and others behaviors needed for incentive plan.
12. To authorize the Board of Directors to deal with other issues required by the implementation of stock option incentive plan.
13. The authorization period of Board of Directors shall be as same as that of the effective period of this stock option incentive plan.

The proposal was adopted with the voting results of 9 in favor, 0 against, 0 abstention and 0

withdrawal.

This Proposal shall be submitted to the Third Interim General Meeting of Shareholders 2024 for review and shall be approved by 2/3 of the valid voting shares attending the meeting.

**V. The Proposal on Administration Measures for the Second Performance Incentive Fund was reviewed and adopted.**

The proposal was adopted with the voting results of 9 in favor, 0 against, 0 abstention and 0 withdrawal.

Details of the Administration Measures for the Second Performance Incentive Fund can be found on [cninfo.com.cn](http://cninfo.com.cn) dated August 30, 2024.

This Proposal has been reviewed and adopted by the Compensation and Appraisal Committee of the Board of Directors and the Special Meeting of Independent Directors, and shall be submitted to the Third Interim General Meeting of Shareholders 2024 for review.

**VI. The Proposal on Convening the Third Interim General Meeting of Shareholders 2024 was reviewed and adopted.**

The Third Interim General Meeting of Shareholders 2024 will be held on September 20, 2024.

The proposal was adopted with the voting results of 9 in favor, 0 against, 0 abstention and 0 withdrawal.

Details of the Notice on Convening the Third Interim General Meeting of Shareholders 2024 can be found in Securities Times, China Securities Journal, Securities Daily and [cninfo.com.cn](http://cninfo.com.cn) dated August 30, 2024.

Board of Directors of Zhejiang Supor Co., Ltd.

August 30, 2024