

Stock code: 002032

Short form: Supor

Announcement No.:2024-050

Announcement of Grant of Stock Options to Incentive Employees

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 granting conditions of the Stock Option stipulated in the 2024 Stock Option Incentive Plan (Draft) (hereinafter referred to as “the Incentive Plan” or “this Incentive Plan”) of Zhejiang Supor Co., Ltd. (hereinafter referred to as “Company”, “the Company” or “Supor”) are satisfied. The Proposal on Grant of Stock Options to Incentive Employees was reviewed and adopted at the 10th Session of the Eighth Board of Directors on September 27, 2024. The Board of Directors agreed to grant 1,131,000 Stock Options to totally 57 Incentive Employees on September 27, 2024, with the detailed contents disclosed as follows:

I. Brief of the Stock Option Incentive Plan and Relevant Approval Procedures already completed

(I) Brief of the Incentive Plan

The Incentive Plan was reviewed and adopted at the Third Interim General Meetings of Shareholders 2024, details are as follows:

1. Mode of the Incentive Plan

The execution mode of this Incentive Plan is Stock Option.

2. Source of the Incentive Plan

The source of the underlying stocks under this incentive plan is the targeted issuance of A-share common shares of the Company to incentive employees.

3. Exercise price, quantity and number of incentive employees under the Incentive Plan

The Exercise Price of the Stock Option is CNY 37.89 per share, meaning when the exercise conditions are satisfied, the incentive employees can purchase the Company’s stock at CNY 37.89 per share. There are totally 57 incentive employees involved in Grant of this Incentive Plan, including middle and senior management personnel, core technical (business) personnel, and other employees identified by the Board of Directors to be motivated.

4. Waiting period and Exercise arrangements for stock options

The stock option granted by this Incentive Plan has waiting periods of 24 months and 36 months. Stock option granted by this Incentive Plan shall not be transferred, and used for security or debt repayment before the exercise by incentive employees. The Company will deal with all issues related to the exercising the stock when the incentive employees are satisfies with the exercise conditions.

Stock option shall be exercised in two exercise periods after 24 months from the transaction date. The timetable for exercise periods is shown in the table below:

Exercise Arrangement	Stock Option Exercise Periods	Proportion of Exercisable Option
First exercise period	From the first transaction date after 24 months from the completion of registration of the stock option to the last transaction date within 36 months from the completion of the registration of the stock option	50%
Second exercise period	From the first transaction date after 36 months from the completion of registration of the stock option to the last transaction date within 48 months from the completion of the registration of the stock option	50%

5. Exercise assessment indicators of stock options

(1) Assessment requirements for the Company's performance

Under this Stock Option Incentive Plan, the performance of the Company will be assessed in two fiscal years from 2024 to 2025 annually, so as to achieve the objective of performance assessment as one of the preconditions for the incentive employee to exercise in the phase wholly or partially. The annual objectives of performance assessment are shown in the table below:

Exercise period	Year of assessment	Conditions of company-level performance assessment
First exercise period	2024	Return on net assets in 2024 shall not be less than 26%.
Second exercise period	2025	Return on net assets in 2025 shall not be less than 26%.

Notes: The above "return on net assets" is the weighted average return on net assets, and the net profit is calculated based on the net profit attributable to shareholders of listed company and excluding the share payment expenses.

If any of the above conditions of the Company's performances are not met, the Company will cancel the stock options that incentive employees can exercise during the current year in accordance with the provisions of this Plan.

(2) Assessment requirements for performance at the business unit level

Under this Incentive Plan, the Company is required to assess the performance of the business unit where the incentive employee serves. It is one of the preconditions that the incentive employee can exercise the option in the period wholly or partially if the relevant performance of the foregoing business unit reaches the basic goals or above; and if the relevant performance of the business unit fails to reach the basic goal, the

Company will cancel the stock option for the incentive goal in the current period in accordance with the provisions of the Plan.

(3) Assessment requirements for individual performance

Under this Incentive Plan, the Company is required to conduct individual performance assessment on each incentive employee on a yearly basis. It is one of the preconditions for incentive employees to fully or partially exercise in the current period if their individual performances in the evaluation year is qualified or above. If the individual performance assessment of the incentive employee in the assessment year fails to achieve qualified, the Company will cancel the stock option granted in the current period in accordance with the provisions of the Plan.

In case that the three preconditions of (1) achieving company performance; (2) achieving basic goals and above in relevant performance of the business unit; and (3) achieving qualified and above in individual performance assessment for the incentive employee in the assessment year are met at the same time, the incentive employee can determine the specific proportion of stock option that can be exercised in the current period in accordance with the achievement of the performance of the business unit; and if any of the above preconditions are not met, the Company will cancel the stock option granted in the current period in accordance with the provisions of the Plan.

(II) Relevant Approval Procedures

1. On August 29, 2024, the 9th Session of the Eighth Board of Directors and the 9th Session of the Eighth Board of Supervisors reviewed and adopted the Proposal on 2024 Stock Option Incentive Plan (Draft) and its Abstract. The Board of Supervisors have conducted preliminary verifications on the List of Incentive Employees.

2. On September 14, 2024, the Company disclosed Verification Opinions on List of Incentive Employees for 2024 Stock Option Incentive Plan. The Board of Supervisors has verified the Incentive Employees of 2024 Stock Option Incentive Plan and concluded that the subjective qualifications of the Incentive Employees involved in this plan are legal and valid.

3. On September 20, 2024, the Third Interim General Meeting of Shareholders 2024 reviewed and adopted the Proposal on 2024 Stock Option Incentive Plan (Draft) and its Abstract, Proposal on Assessment Measures for the Implementation of the 2024 Stock Option Incentive Plan and 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.

4. On September 21, 2024, the Company disclosed Self-verification on Buying or Selling the Company's Shares by Insiders and Incentive Employees of 2024 Stock Option Incentive Plan. The Company's insiders did not trade the Company's shares or involved in insider trading during the process of planning. In addition, the Company's insiders and Incentive Employees did not trade the Company's shares or involved in insider trading within six months before the publication of the Incentive Plan.

5. On September 27, 2024, the 10th Session of the Eighth Board of Directors and the 10th Session of the Eighth Board of Supervisors reviewed and adopted the Proposal on Grant of Stock Options to Incentive Employees.

II. Satisfactions of Granting Conditions of Stock Option Incentive Plan

According to the grant condition stipulated in Chapter 5 of the Stock Option Incentive Plan, when the following grant conditions are met simultaneously, the Company shall grant stock options to the incentive employees

1. The Company does not have any of the following circumstances:

(1) The certified public accountant has issued an audit report with negative opinions or unable to express opinions to the financial and accounting report of the latest fiscal year;

(2) The certified public accountant has issued an audit report with negative opinions or unable to express opinions on the internal control of the financial report of the latest fiscal year;

(3) In the last 36 months after listing, the Company has failed to distribute profits in accordance with laws and regulations, the Articles of Association, and public promises;

(4) Circumstances where laws and regulations stipulate that equity incentives shall not be implemented;

(5) Other circumstances recognized by the CSRC.

2. Any of the following circumstances do not happen to the incentive employees:

(1) Being identified as an inappropriate candidate by the Stock Exchange within the last 12 months;

(2) Being identified as an inappropriate candidate by the CSRC and its dispatched agencies within the last 12 months;

(3) Being subject to administrative penalty or banned from entering the market by the CSRC or its dispatched agencies for major violations of laws and regulations within the last 12 months;

(4) Being prohibited to serve as the director or senior executive of the Company as stipulated in the *Company Law*;

(5) Being prohibited to participate in equity incentives of listed companies in line with laws and

regulations;

(6) Other circumstances recognized by the CSRC.

The Company and all Incentive Employees have not or are not involved in one of above circumstances, and the granting conditions of the Stock Option are satisfied. In accordance with the rules stipulated in the Incentive Plan, Incentive Employees can be granted with Stock Option.

III. Discrepancy between the Incentive Plan under Implementation and the Plan already Disclosed

The Third Interim General Meeting of Shareholders 2024 reviewed and adopted 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. The Board of Directors has been authorized to determine the grant date of the stock option incentive plan, and 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.

The Incentive Plan under implementation is in line with the plan that approved by the Third Interim General Meeting of Shareholders 2024.

IV. The Granting Arrangement of Stock Option Incentive Plan

1. The Grant Date of the Stock Option is September 27, 2024.
2. The exercise price of stock options granted by this Incentive Plan is CNY 37.89 per share.
3. The Incentive Employees and amount of Stock Option

This Incentive Plan includes the granting of 1,131,000 Stock Options to totally 57 Incentive Employees.

The stock option will be distributed among the Incentive Employees according to the following table:

Name	Position	Granted Stock Option (shares)	Portion in Stock Option Incentive Plan	Portion in Current Total Capital Stock
Cheung Kwok Wah	General Manger	96,000	8.488%	0.012%
Xu Bo	Chief Financial Officer	68,000	6.012%	0.008%
Ye Jide	Deputy General Manger & Board Secretary	25,000	2.210%	0.003%
Other Incentive Employees		942,000	83.289%	0.118%
Total		1,131,000	100%	0.141%

V. Impact on the Company Financial Conditions

In accordance with the *Accounting Standards for Business Enterprises No.11 - Share-based Payment* and *Accounting Standard for Business Enterprises No.22 - Recognition and Measurement of Financial Instruments*, the Company will revise the number of stock options expected to be exercisable at each balance sheet date of the waiting period based on subsequent information such as changes in the number of newly acquired exercisable options, achievement of performance indicators, etc., and according to the fair value of the stock options on the grant date, the services obtained in the current period shall be included in relevant cost or expense and the capital reserve.

1. Fair value and determination method of stock options

According to the relevant provisions on the determination of fair value in the *Accounting Standards for Business Enterprises No.22 - Recognition and Measurement of Financial Instruments*, the Company chooses the Black-Scholes model to calculate the fair value of options, and uses this model to calculate the 1,131,000 stock options granted on September 27, 2024. The specific parameters are selected as follows:

- (1) The underlying stock price is CNY55.23 per share (the closing price of the Company on the grant date is CNY55.23 per share);
- (2) The validity period is 24 and 36 months respectively (the period from the grant date of stock options to the date of exercise of each period);
- (3) The historical volatility is 24.98% and 30.68% respectively (the volatility of Supor in the last 24 and 36 months respectively);
- (4) The risk-free interest rate is 2.10% and 2.75% respectively (the benchmark interest rates of 2-year and 3-year deposits of financial institutions formulated by the People's Bank of China are adopted respectively);
- (5) The dividend rate is 4.91% (the dividend rate of the Company in last 12 months).

2. Estimated impact of the implementation of stock options on operating performance of each period

The Company uses the Black-Scholes model to calculate the fair value of options, and finally confirms the share-based payment costs of this Incentive Plan, which will be confirmed by stages during the implementation of this Incentive Plan. The incentive cost generated by this Incentive Plan will be included in the recurrent profit and loss. Since the Grant Date is September 27, 2024, the impact of stock options granted by this Incentive Plan on the accounting costs of each period is shown in the following table:

Total amortized costs (CNY10,000)	2024	2025	2026
1,789.24	584.92	1,049.47	154.85

Note 1: The final accounting cost shall not be represented by results above. The actual accounting cost is not only related to the actual grant date, exercise price and grant quantity, but also related to the quantity of actual valid and invalid stocks.

Note 2: Please noted the dilution influence caused by the share-based payment.

Note 3: The final result of the above-mentioned impact on the Company's operating results will be subject to the audit report issued by the accounting firm.

The performance of relevant accounting periods is influenced by the share-based payment costs generated by the incentive plan, but the degree of such influence is controllable. In addition, the implementation of this Incentive Plan will effectively unlock the passion of the core team, upgrade operating efficiency and reduce operating costs. Therefore, although certain costs has been generated in implementation of this Incentive Plan, it has effectively promoted the continuing operation capacity of the Company.

VI. The Individual Income Tax Payment of Incentive Employees

The capital source for acquiring the Stock Option and individual income tax shall be self-raised by the Incentive Employees. The Company warrants it does not provide loan and financial aid in any form for the Incentive Employees to acquire the Stock Option as per the Plan, including providing guarantee for their loan.

VII. Verifying Opinions of the Board of Supervisors

The Board of Supervisors of the Company has verified the granting conditions of 2024 Stock Option Incentive Plan and concluded that:

The Company has not or is not involved in one of the following circumstances: (1) The certified public accountant has issued an audit report with negative opinions or unable to express opinions to the financial and accounting report of the latest fiscal year; (2) The certified public accountant has issued an audit report with negative opinions or unable to express opinions on the internal control of the financial report of the latest fiscal year; (3) In the last 36 months after listing, the Company has failed to distribute profits in accordance with laws and regulations, the Articles of Association, and public promises; (4) Circumstances where laws and regulations stipulate that equity incentives shall not be implemented; (5) Other circumstances recognized by the CSRC.

The Incentive Employee has not or is not involved in one of the following circumstances: (1) Being identified as an inappropriate candidate by the Stock Exchange within the last 12 months; (2) Being identified as an inappropriate candidate by the CSRC and its dispatched agencies within the last 12 months; (3) Being subject to administrative penalty or banned from entering the market by the CSRC or its dispatched agencies for major violations of laws and regulations within the last 12 months; (4) Being prohibited to serve as the

director or senior executive of the Company as stipulated in the Company Law; (5) Being prohibited to participate in equity incentives of listed companies in line with laws and regulations; (6) Other circumstances recognized by the CSRC.

The Incentive Employees involved are all employees of the Company including top management and core staff. The Incentive Employees involved in this Incentive Plan do not include any independent director, supervisor or shareholder who holds 5% or more shares of the listed company independently or jointly or actual controller and their spouses, parents and children. The subjective qualifications of the Incentive Employees involved in this plan are legal and valid.

The Board of Supervisors agrees to grant 1,131,000 Stock Options to totally 57 Incentive Employees on September 27, 2024.

VIII. Legal Statement of Grandall Legal Group (Hangzhou)

Attorneys from Grandall Legal Group (Hangzhou) conclude following conclusive opinions: the Company has obtained authorization and approval related to granting matters of Incentive Plan. The decision-making process of Grant Date of Stock Option granted are in compliance with *the Administration Measures and the Incentive Plan*. The granting conditions of Stock Option regulated in the Incentive Plan are satisfied, the Company shall continue with relevant procedures such as information disclosure, registration and public announcements regarding implementation of the Incentive Plan.

IX. Verifying Opinions of Independent Financial Consultant

The Independent Financial Consultant concludes following conclusive opinions: the Company has obtained imperative authorization and approval related to granting matters of Incentive Plan. The approval procedures already completed are strictly in line with the Incentive Plan. The decision-making process of Grant Date, Exercise Price, Grant Quantity, and Incentive Employees are in compliance with *the Company Law, the Securities Law, the Administration Measures, the Rules Governing the Listing of Stocks on Shenzhen Stock Exchange, Shenzhen Stock Exchange Self-Regulatory Guidance for Listed Companies No.1- Business Handling* and other relevant laws, regulations and regulatory documents. The Company has not or are not involved in one of those circumstances which Stock Option is prohibited to be granted.

Board of Directors of Zhejiang Supor Co., Ltd.

September 28, 2024