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AUNTEA JENNY
沪上阿姨

Auntea Jenny (Shanghai) Industrial Co., Ltd.
滬上阿姨(上海)實業股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 02589)

INSIDE INFORMATION
PROPOSED PARTICIPATION IN THE PLAN OF H SHARE FULL
CIRCULATION BY THE COMPANY
AND PROPOSED AMENDMENTS TO THE ARTICLES OF
ASSOCIATION

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Auntea Jenny (Shanghai) Industrial Co., Ltd. (the “**Company**”) in accordance with Rule 13.09(2) and Rule 13.51(1) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the “Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies” (《境內企業境外發行證券和上市管理試行辦法》) (the “**Administrative Measures**”) issued by the China Securities Regulatory Commission (the “**CSRC**”) on February 17, 2023 and the “Guidelines on Application for ‘Full Circulation’ of Domestic Unlisted Shares of H-share Companies” (《H股公司境內未上市股份申請“全流通”業務指引》) issued by the CSRC on November 14, 2019 and further amended on August 10, 2023 (the “**Guidelines**”) regarding the procedures of application by companies whose H shares are listed on the Stock Exchange for circulation of domestic unlisted shares (as defined under the Guidelines) on the Stock Exchange.

In view of the Administrative Measures, the Guidelines and considering the intention received by the Company from its shareholders to participate in the H Share Full Circulation (as defined below), the Board has considered and approved the proposed implementation of conversion of no more than 35,255,992 domestic unlisted shares of the Company held by certain shareholders of the Company into H shares of the Company (the “**H Share Full Circulation**”) on July 4, 2025, representing approximately 33.51% of the total issued share capital of the Company as at the date of this announcement. The final number of the Company’s domestic unlisted shares to be converted into H shares shall be subject to the filing with the CSRC and approvals from the Stock Exchange.

In addition, the Board has considered and approved certain proposed amendments to the Articles of Association of the Company (the “**Articles of Association**”) (the “**Proposed Amendments to the Articles of Association**”) to reflect the share capital structure of the Company upon the completion of the H Share Full Circulation in the future, as follows:

Before the amendment:

“Article 21 The Company completed the filing procedures with the CSRC on 10 January 2025, and was approved by SEHK on 7 May 2025, and initially issued 2,411,340 overseas listed foreign shares to investors (before the full exercise of the over-allotment option). After the completion of initial public offering of H shares and the full exercise of the over-allotment option, the Company’s capital structure will be: The total number of shares of the Company would be 105,203,020, all of which are ordinary shares, including 45,776,294 unlisted shares and 59,426,726 H shares.”

After the amendment:

“Article 21 The Company completed the filing procedures with the CSRC on 10 January 2025, and was approved by SEHK on 7 May 2025, and initially issued 2,411,340 overseas listed foreign shares to investors (before the full exercise of the over-allotment option). After the completion of initial public offering of H shares and the full exercise of the over-allotment option, the total number of shares of the Company would be 105,203,020.

Currently, the share capital of the Company comprises 105,203,020 ordinary shares, including 10,520,302 unlisted shares and 94,682,718 H shares.”

Save for the above Proposed Amendments to the Articles of Association, the other provisions of the Articles of Association remain unchanged.

The above Proposed Amendments to the Articles of Association are subject to the approval of the shareholders of the Company by way of a special resolution, and the Company will convene and hold a general meeting for the purpose of proposing, among other things, the special resolution for the shareholders of the Company to consider and, if thought fit, approve the Proposed Amendments to the Articles of Association. The amended Articles of Association applicable after the circulation of domestic unlisted shares shall take effect upon approval by special resolution of the general meeting, and by the Board and/or its delegated authorised persons pursuant to the authorization of the general meeting. The existing Articles of Association will continue to be in force until then. It is also proposed that the general meeting authorize the Board and the persons authorized by the Board to make adjustments and modifications (including but not limited to adjustments and modifications to the wordings, chapters, terms, effective conditions, etc.) from time to time to the aforesaid Proposed Amendments to the Articles of Association considered and approved at the general meeting for the purpose of the circulation of the domestic unlisted shares in accordance with the changes in domestic and overseas laws, regulations and regulatory documents, the requirements and recommendations of domestic and overseas government agencies and regulatory authorities, as well as the actual situation of the issue and the listing, and to handle matters such as change approval or filing with the company registration authority and other relevant government authorities. A circular containing, among others, detailed information of the Proposed Amendments to the Articles of Association together with the notice of the general meeting will be published in due course.

As at the date of this announcement, the Company has not yet submitted the filing application to the CSRC for the H Share Full Circulation. The number of domestic unlisted shares to be applied for the H Share Full Circulation will be subject to the filing with the CSRC and approvals from the Stock Exchange. Pursuant to the Articles of Association and the applicable PRC laws, general meeting is not required to be convened by the Company for approving the H Share Full Circulation and the Conversion and Listing (as defined below).

Upon obtaining all relevant approvals (including the filing with the CSRC and approvals from the Stock Exchange) and having complied with all applicable laws, rules and regulations, such domestic unlisted shares will be converted into H shares of the Company (“**H Shares**”) and the Company will apply to the Stock Exchange for the listing of, and permission to deal in, such H Shares on the Main Board of the Stock Exchange (the “**Conversion and Listing**”).

The Company will make further announcement(s) on the progress of the H Share Full Circulation and the Conversion and Listing in accordance with the requirements of the Listing Rules.

The H Share Full Circulation and the Conversion and Listing are subject to other relevant procedures as required by the CSRC, the Stock Exchange and other domestic and overseas regulatory authorities. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
Auntea Jenny (Shanghai) Industrial Co., Ltd.
Mr. Shan Weijun
Chairperson of the Board and Executive Director

Hong Kong, July 4, 2025

As at the date of this announcement, the Board comprises: (i) Mr. Shan Weijun, Ms. Zhou Rongrong, Mr. Zhou Tianmu and Mr. Wang Jiaying as executive Directors and (ii) Mr. Han Ding-Gwo, Mr. Chung Chong Sun and Ms. Yu Fang Jing as independent non-executive Directors.