

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2402)

**PROFIT DISTRIBUTION AND
CAPITAL RESERVE CAPITALIZATION PLAN FOR 2023 AND
PROPOSED CHANGE OF REGISTERED
CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

**PROFIT DISTRIBUTION AND CAPITAL RESERVE CAPITALIZATION PLAN FOR
2023**

The board (the “**Board**”) of director (the “**Directors**”) of Beijing SinoHytec Co., Ltd. (the “**Company**”) hereby announces that on April 26, 2024, the Board resolved to propose a profit distribution and capital reserve capitalization plan for the year ended December 31, 2023, with issuance of 4 new shares of the Company (the “**Shares**”) for every 10 existing Shares to all shareholders of the Company (the “**Shareholders**”) by way of capitalization of capital reserve (the “**Capitalization Issue**”), representing a total increase of 66,186,309 Shares, comprising of 55,939,177 A shares of the Company (the “**A Shares**”) and 10,247,132 H shares of the Company (the “**H Shares**”), based on the total share capital of the Company of 165,465,772 as of the date of this announcement. Upon completion of the Capitalization Issue, the total issued Shares will increase from 165,465,772 Shares to 231,652,081 Shares, comprising 195,787,119 A Shares and 35,864,962 H Shares. In the event of change in the total issued share capital of the Company before the record date for profit distribution, the total number of new Shares to be issued out of capital reserve to all Shareholders will be adjusted accordingly.

The Capitalization Issue is subject to, amongst others, the following conditions:

1. approval by Shareholders by way of a special resolution at the forthcoming annual general meeting of the Company (the “**AGM**”) and by way of special resolution(s) at class meetings of the Company, all to be held on Friday, June 14, 2024;
2. The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the new H Shares; and
3. compliance with the relevant legal procedures and requirements under the Company Law of The People’s Republic of China to effect the Capitalization Issue.

PROPOSED CHANGE OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Given that the total share capital of the Company will increase from 165,465,772 Shares to 231,652,081 Shares and the registered capital will increase from RMB165,465,772 to RMB231,652,081 upon completion of the Capitalization Issue, the Board proposed to increase the registered capital of the Company from RMB165,465,772 to RMB231,652,081 and make corresponding amendments to the Articles of Association of the Company (the “**Article of Association**”).

Particulars of the proposed amendments to the Articles of Association are as follows:

Existing Articles	Revised Articles
Article 6 The registered capital of the Company is RMB165,465,772. The Company is a joint stock limited company with perpetual existence.	Article 6 The registered capital of the Company is RMB231,652,081. The Company is a joint stock limited company with perpetual existence.

Existing Articles	Revised Articles
<p>Article 22</p> <p>Before the issuance of H Shares, the total number of shares of the Company was 99,891,387, all being RMB ordinary shares.</p> <p>The Company issued 18,298,450 H shares upon approval of CSRC in 2023. After the abovementioned issuance, the total number of shares of the Company is 118,189,837, all being ordinary shares, including 99,891,387 shares of domestically listed domestic shares (A shares), accounting for 84.52% of the total share capital of the Company; 18,298,450 shares are overseas-listed foreign shares (H shares), accounting for 15.48% of the total share capital of the Company.</p> <p>The Company issued 39,956,555 A Shares and 7,319,380 H Shares upon approval at the annual general meeting of the Company for 2022. After the abovementioned issuance, the total number of shares of the Company is 165,465,772, all being ordinary shares, including 139,847,942 shares of domestically listed domestic shares (A shares), accounting for 84.52% of the total share capital of the Company; 25,617,830 shares are overseas-listed foreign shares (H shares), accounting for 15.48% of the total share capital of the Company.</p>	<p>Article 22</p> <p>Before the issuance of H Shares, the total number of shares of the Company was 99,891,387, all being RMB ordinary shares.</p> <p>The Company issued 18,298,450 H shares upon approval of CSRC in 2023. After the abovementioned issuance, the total number of shares of the Company is 118,189,837, all being ordinary shares, including 99,891,387 shares of domestically listed domestic shares (A shares), accounting for 84.52% of the total share capital of the Company; 18,298,450 shares are overseas-listed foreign shares (H shares), accounting for 15.48% of the total share capital of the Company.</p> <p>The Company issued 39,956,555 A Shares and 7,319,380 H Shares upon approval at the annual general meeting of the Company for 2022. After the abovementioned issuance, the total number of shares of the Company is 165,465,772, all being ordinary shares, including 139,847,942 shares of domestically listed domestic shares (A shares), accounting for 84.52% of the total share capital of the Company; 25,617,830 shares are overseas-listed foreign shares (H shares), accounting for 15.48% of the total share capital of the Company. The Company issued 55,939,177 A Shares and 10,247,132 H Shares upon approval at the annual general meeting of the Company for 2023. After the abovementioned issuance, the total number of shares of the Company is 231,652,081, all being ordinary shares, including 195,787,119 shares of domestically listed domestic shares (A shares), accounting for 84.52% of the total share capital of the Company; 35,864,962 shares are overseas-listed foreign shares (H shares), accounting for 15.48% of the total share capital of the Company.</p>

Except for the abovementioned, other provisions of the Articles of Association remain unchanged. The English version of the proposed amendments to the Articles of Association is an unofficial translation of its Chinese version. In case of any discrepancies, the Chinese version shall prevail. The Capitalization Issue, proposed change of registered capital and amendments to the Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the AGM.

AGM AND CLASS MEETINGS

The record date for determining the entitlement of the Shareholders to attend and vote at the AGM will be the close of business on Friday, June 7, 2024. For the purpose of determining the entitlement of the Shareholders to attend and vote at the AGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the H Share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders), no later than 4:30 p.m. on Friday, June 7, 2024.

The record date for determining the entitlement of the shareholders of H Shares (the “**H Shareholders**”) to attend and vote at the H Shareholders class meeting will be the close of business on Friday, June 7, 2024. For the purpose of determining the entitlement of the H Shareholders to attend and vote at the H Shareholders class meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the H Share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders), no later than 4:30 p.m. on Friday, June 7, 2024.

A circular containing, among other things, details of the profit distribution and capital reserve capitalization plan for 2023 and the proposed change of registered capital and amendments to the Articles of Association, together with the notices of the AGM and H Shareholders class meeting will be despatched in due course.

By order of the Board
Beijing SinoHytec Co., Ltd.
ZHANG Guoqiang
Chairman of the Board

Beijing, the PRC
April 26, 2024

As of the date of this announcement, the Board comprises Mr. Zhang Guoqiang, Ms. Song Haiying and Ms. Dai Dongzhe as executive directors, Ms. Teng Renjie and Mr. Song Feng as non-executive directors, Mr. Liu Xiaoshi, Mr. Ji Xuehong, Mr. Chan So Kuen and Mr. Li Zhijie as independent non-executive directors.