

Shenzhen Creality 3D Technology Co., Ltd.

Terms of Reference of the Audit Committee of the Board of Directors

Chapter 1 General Provisions

Article 1 In order to standardize the rules of procedure for the Audit Committee of the Board of Directors of Shenzhen Creality 3D Technology Co., Ltd. (hereinafter referred to as the “Company”), and to fully protect the legitimate rights and interests of the Company and its shareholders, these Terms of Reference are hereby formulated in accordance with the Company Law of the People’s Republic of China (hereinafter referred to as the “Company Law”), the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the “Hong Kong Listing Rules”), and other relevant laws, administrative regulations, departmental rules, normative documents, the securities regulatory rules of the place where the Company’s securities are listed, the Articles of Association of Shenzhen Creality 3D Technology Co., Ltd. (hereinafter referred to as the “Articles of Association”), and the Rules of Procedure for the Board of Directors of Shenzhen Creality 3D Technology Co., Ltd., taking into account the actual circumstances of the Company.

Article 2 The Audit Committee is a specialized working body established by the Board of Directors in accordance with the Articles of Association and the Hong Kong Listing Rules. It is primarily responsible for: proposing the appointment or replacement of the external auditor; coordinating the communication between internal and external audits; reviewing the Company’s financial information and its disclosure; supervising and evaluating internal and external audit work, as well as the Company’s internal control and financial reporting processes; and exercising the powers and duties of the board of supervisors as prescribed by the Company Law.

The provisions regarding the duties of directors under the Company Law, the Articles of Association, the Hong Kong Listing Rules, and other securities regulatory rules of the place where the Company’s securities are listed shall apply to the members of the Audit Committee.

Chapter 2 Composition

Article 3 The Audit Committee shall consist of three non-executive directors of the Company, a majority of whom shall be independent non-executive directors. At least one of the independent non-executive directors must be an individual who possesses appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Hong Kong Listing Rules. A former director, partner, or principal of the existing external auditing firm of the Company, its holding company, or any of their respective subsidiaries shall be prohibited from acting as a member of the Audit Committee for a period of two years from the date of his/her ceasing to be a director, partner, or principal of the firm or to have any financial interest in the firm, whichever is later.

Article 4 The Audit Committee shall have one chairman, who must be an independent non-executive director and shall be responsible for presiding over the work of the committee. The chairman of the committee shall be elected by the members of the committee and submitted to the Board for approval.

Article 5 The term of office of the members of the Audit Committee shall be the same as that of the directors. Upon the expiry of their term, members are eligible for re-election. During the term of office, if a member no longer serves as a director of the Company, or if a member who is an independent non-executive director no longer possesses the independence as required by the Articles of Association, such member shall automatically be disqualified as a member, and the Board shall fill the vacancy within three months in accordance with the provisions of Articles 4 to 6 above.

Article 6 A working group shall be established under the Audit Committee to be specifically responsible for daily work of the Audit Committee, such as liaison, meeting organization, preparation of materials, and archive management. Members of the working group do not need to be members of the Audit Committee. When the Audit Committee performs its duties, the management and relevant departments of the Company shall provide cooperation.

Article 7 The provisions regarding the duties of directors under the Company Law, the Articles of Association, the Hong Kong Listing Rules, and other securities regulatory rules of the place where the Company's securities are listed shall apply to the members of the Audit Committee.

Chapter 3 Duties of the Audit Committee

Article 8 The primary duties of the Audit Committee include the following:

- (I) to make recommendations to the Board on the appointment, re-appointment, replacement, and removal of the external auditor, to approve the remuneration and terms of engagement of the external auditor, and to handle any issues regarding the resignation or dismissal of that auditor;
- (II) to review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards. The Audit Committee should discuss with the auditor the nature and scope of the audit, the audit methodology, and the relevant reporting obligations before the audit commences;
- (III) to develop and implement policy on engaging an external auditor to supply non-audit services. For this purpose, "external auditor" includes any entity that is under common control, ownership or management with the audit firm or any entity that a reasonable and informed third party knowing all relevant information would reasonably conclude to be part of the audit firm nationally or internationally. The Audit Committee should report to the Board, identifying and making recommendations on any matters where action or improvement is needed;
- (IV) to review and monitor the truthfulness, completeness and accuracy of the Company's financial statements (including their disclosure), and its annual report and accounts, and half-year report, and to review significant financial reporting judgements contained in them. In reviewing these reports before submission to the Board, the committee should focus particularly on: any changes in accounting policies and practices during the reporting period of the Company; major judgmental areas; significant adjustments resulting from the audit; the going concern assumptions and any qualifications; compliance with accounting standards; and compliance with the Hong Kong Listing Rules and legal requirements in relation to financial reporting;

Regarding the aforementioned items requiring key review, members of the Audit Committee shall communicate timely with the Board, senior management, and internal and external auditors, and shall review in a timely manner any Management Letter provided by the external auditor to management or any significant queries raised by the auditor to management regarding accounting records, financial statements and management's response. The committee shall resolve any disputes and differences between management, the internal audit department, and the external auditor regarding the relevant statements and reports. The Audit Committee shall meet with the Company's external auditor at least twice a year. The committee shall consider any significant or unusual items that are, or may need to be, reflected in the reports and accounts, and shall give due consideration to any matters that have been raised by the Company's staff responsible for the accounting and financial reporting function, compliance officer or auditors;

- (V) to discuss matters arising from the external auditor's review of the Company's half-year accounts and the audit of the Company's annual accounts;
- (VI) to review the Company's financial policies, financial controls, internal audit systems, risk management and internal control systems, and to provide comments and recommendations for improvement;
- (VII) to discuss the risk management and internal control systems with management to ensure that management has performed its duty to have effective systems. This discussion should include the adequacy of resources, staff qualifications and experience, training programmes and budget of the Company's accounting and financial reporting function;
- (VIII) to consider major investigation findings on risk management and internal control matters as delegated by the Board or on its own initiative and management's response to these findings;
- (IX) where an internal audit function exists, to ensure co-ordination between the internal and external auditors, and to ensure that the internal audit function is adequately resourced and has appropriate standing within the issuer, and to review and monitor its effectiveness;
- (X) to review the group's financial and accounting policies and practices;
- (XI) to review the external auditor's management letter, any material queries raised by the auditor to management about accounting records, financial accounts or systems of control and management's response;
- (XII) to ensure that the Board will provide a timely response to the issues raised in the external auditor's management letter;
- (XIII) The Audit Committee should establish relevant procedures to ensure the fair and independent investigation and resolution of the following matters:

1. the receipt and treatment of complaints received regarding the Company's accounting, internal control, or auditing matters, and ensuring their confidentiality;
2. the receipt and treatment of complaints or anonymous reports from employees concerning possible improprieties in accounting, auditing, internal control, or other matters, and ensuring their confidentiality;

(XIV) to act as the key representative body for overseeing the Company's relations with the external auditor;

(XV) to report to the Board on the matters set out above and to consider other topics, as defined by the Board;

(XVI) other matters required by applicable laws, regulations, the Articles of Association, the Hong Kong Listing Rules, and other matters authorized by the Board.

Article 9 The primary duties and authorities of the chairman of the Audit Committee include:

- (I) to convene and preside over meetings of the Audit Committee;
- (II) to supervise and inspect the implementation of the resolutions of the Audit Committee;
- (III) to sign important documents of the Audit Committee;
- (IV) to report to the Board of the Company on a regular basis;
- (V) other powers and duties authorized by the Board.

Article 10 The Audit Committee shall report to the Board and make recommendations on any measures or improvements it considers necessary.

Article 11 The Audit Committee has the power to engage independent consultants, legal counsel, and other advisors as necessary for the performance of its duties. The Company must provide the Audit Committee with such financial and funding assurance as the committee deems appropriate for the payment of remuneration to the accounting firm for financial audit, review, attestation, and other related services, as well as remuneration to any advisors engaged by the Audit Committee.

Chapter 4 Work Procedures for the Annual Report

Article 12 The Audit Committee shall earnestly fulfill its responsibilities and obligations and perform its work with due diligence during the process of preparation and disclosure of the Company's annual report.

Article 13 Within 90 days after the end of each financial year, the management of the Company shall report to the Audit Committee on the Company's production and operation, as well as the progress of major matters such as investment and financing activities. The person in charge of finance of the Company shall report to the Audit Committee on the financial condition and operating results of the current year. The Audit Committee shall conduct on-site investigations into relevant major issues.

Article 14 The finance department is responsible for the preliminary preparation for the decision-making of the Audit Committee and shall provide the following written materials:

- (I) relevant financial reports of the Company;
- (II) work reports of the internal and external audit institutions;
- (III) external audit contracts and relevant work reports;
- (IV) information disclosed by the Company to the public;
- (V) major connected transactions of the Company;
- (VI) other relevant matters.

Article 15 The Audit Committee shall review the reports provided by the finance department and submit the relevant written resolutions to the Board for discussion regarding:

- (I) the evaluation of the work of the external auditor, and the appointment and replacement of the external auditor;
- (II) whether the Company's internal audit system has been effectively implemented, and whether the Company's financial reports are comprehensive and true;
- (III) whether the financial reports and other information disclosed by the Company to the public are objective and true, and whether the Company's major connected transactions comply with the provisions of relevant laws and regulations;
- (IV) the performance evaluation of the finance department, audit department, and their respective persons in charge;
- (V) other relevant matters.

Article 16 During the process of auditing the Company's annual financial report, the Audit Committee shall perform the following duties:

- (I) coordinate the audit work schedule with the accounting firm;
- (II) review the annual financial information and accounting statements of the Company;
- (III) supervise the implementation of the annual audit by the accounting firm;
- (IV) evaluate and summarize the audit work performed by the accounting firm;
- (V) propose the appointment or replacement of the external auditor;
- (VI) other duties required by relevant laws and regulations, etc.

Article 17 The Audit Committee shall, based on the disclosure schedule and the actual circumstances of the Company's annual report, negotiate and determine the schedule for the annual financial report audit with the accounting firm. The commencement of the on-site audit shall be no later than 20 working days prior to the disclosure date of the Company's annual report.

Article 18 Members of the Audit Committee shall have an obligation of confidentiality during the preparation and review period of the annual report. Prior to the disclosure of the annual report, strict measures shall be taken to prevent the leakage of inside information, insider trading, and other illegal or non-compliant acts.

Article 19 The person in charge of finance (Chief Financial Officer) shall submit the annual audit work arrangement and other relevant data, including the financial statements prepared by the Company, to the Audit Committee in writing before the annual auditor commences the on-site audit. The Audit Committee shall review the financial statements prepared by the Company, form a written opinion on the review, and submit it to the annual auditor.

Article 20 The Audit Committee shall strengthen communication with the annual auditor after the commencement of the on-site audit.

Article 21 After the annual auditor issues the preliminary audit opinion and before the Board meeting is convened to consider the annual report, the Company shall arrange a meeting between the Audit Committee and the annual auditor to communicate issues discovered during the audit process. Written records of the meeting shall be kept and signed by the parties involved.

Article 22 The Audit Committee shall urge the annual auditor to submit the audit report within the agreed timeframe, and record the methods, frequency, and results of such urging in the form of written opinions, with signatures of the relevant persons in charge for confirmation.

Article 23 Before the Board meeting is convened to consider the annual report, the Audit Committee shall vote on the Company's annual financial statements and submit the resolutions formed to the Board for review.

Article 24 The Audit Committee shall submit to the Board a summary report on the audit work performed by the accounting firm for the current financial year, together with a resolution regarding the re-appointment or replacement of the accounting firm for the following year. The aforementioned documents formed by the Audit Committee shall be disclosed in the annual report.

Article 25 The Audit Committee must pay particular attention to any replacement of the accounting firm during the audit period of the annual report. In principle, the Company shall not change the annual auditor during the audit period. If such a change is truly necessary, the Audit Committee shall interview both the outgoing and the proposed accounting firms to conduct a reasonable evaluation of their professional quality. The committee shall provide its opinion based on its judgment of whether the reasons for the replacement are sufficient. Following a resolution by the Board, the matter shall be submitted to a general meeting for a resolution. The outgoing accounting firm shall be notified to attend the general meeting and shall be entitled to state its opinions at the meeting. The Company shall fully disclose the resolution of the general meeting and the statement of opinions by the outgoing accounting firm.

Chapter 5 Rules of Procedure for the Audit Committee

Article 26 Meetings of the Audit Committee consist of regular meetings and extraordinary meetings. Regular meetings shall be held at least once every quarter, and all members shall be notified 5 days prior to the meeting. An extraordinary meeting may be convened upon the proposal of more than half of the members or the convenor, and all members shall be notified 3 days prior to the meeting. Extraordinary meetings are convened based on proposals by members of the Audit Committee. With the written consent of more than half of all members, the aforementioned notice period may be waived.

Article 27 Meetings of the Audit Committee shall be convened and presided over by the convenor. Where the convenor is unable or refuses to perform his/her duties, he/she shall designate or delegate another member who is an independent non-executive director to perform the duties on his/her behalf.

Article 28 A notice of the meeting of the Audit Committee shall at least include the following:

- (I) the time, venue, and manner of the meeting;
- (II) the duration of the meeting;
- (III) the agenda to be discussed at the meeting;
- (IV) the contact person and contact information;
- (V) the date of the notice.

Article 29 A meeting of the Audit Committee shall only be held if more than two-thirds of the members are present. Each member shall have one vote. Resolutions proposed at a meeting must be passed by more than half of all members.

Article 30 Members of the Audit Committee shall attend the meetings in person and express clear opinions on the matters under consideration. Where a member is unable to attend a meeting in person for any reason, he/she may appoint another member as a proxy to attend and express opinions on his/her behalf. An independent non-executive director shall only appoint another independent non-executive director as a proxy to attend the meeting. Each member may accept the proxy of at most one other member.

Article 31 A member who appoints another member to attend the meeting and exercise the voting right on his/her behalf shall submit a power of attorney to the chairman of the meeting. The power of attorney shall be submitted to the chairman of the meeting no later than the time of voting.

Article 32 The power of attorney shall be signed by both the appointor and the proxy, and shall at least include the following:

- (I) the name of the appointor;
- (II) the name of the proxy;
- (III) the scope of the proxy;
- (IV) voting instructions on the meeting agenda (for, against, or abstain);
- (V) the period of validity of the authorization;
- (VI) the date of signing the power of attorney.

Article 33 A member of the Audit Committee who neither attends a meeting in person nor appoints another member as a proxy shall be deemed as absent from such meeting. If a member fails to attend meetings for two consecutive times, he/she shall be deemed as unable to properly perform his/her duties, and the Board of the Company may remove him/her from the position of committee member.

Article 34 Voting at Audit Committee meetings shall be conducted by a show of hands or by way of poll.

Article 35 Meetings of the Audit Committee may be held in the form of physical meetings or meetings by means of communication. Communication methods include telephone conference, video conference, and written resolutions.

Article 36 When a meeting of the Audit Committee is held by way of written resolutions, the written proposals shall be served to all members by fax, express mail, or hand delivery. After voting on the proposals, members shall send the original copies back to the Company for filing. If the number of members signing in favor meets the requirements of these Terms of Reference, such proposals shall become a resolution of the committee.

Article 37 The Audit Committee may, if necessary, invite other directors and senior management of the Company to attend its meetings as non-voting attendees. If necessary, the Audit Committee may engage professional institutions to provide professional advice for its decision-making at the cost of the Company. The Board shall ensure that the Audit Committee is provided with sufficient resources to perform its duties.

Article 38 Minutes shall be kept for the meetings of the Audit Committee. Draft and final versions of the minutes shall be sent to all attending members within a reasonable period of time after the meeting – the draft for their comments and the final version for their records. Thereafter, the summary of the meeting and the meeting resolutions shall be prepared and reported to the Board (unless there is a legal or regulatory restriction on their ability to do so). All attending members shall sign the meeting summary and resolutions. If any attending member has a dissenting opinion on a resolution, such dissent shall be noted in the minutes or the meeting summary. The minutes shall be kept by the Secretary to the Board of the Company for a period of not less than 10 years during the duration of the Company’s existence.

Article 39 The minutes of the meeting shall at least include the following:

- (I) the date, venue, manner of the meeting, and the name of the convenor;
- (II) the names of the attendees, with special notes for those attending by proxy;
- (III) the agenda of the meeting;
- (IV) the method of voting and the voting results for each resolution or proposal, stating the number of votes cast as “for”, “against”, and “abstain”;
- (V) other matters that should be stated or recorded in the minutes.

Article 40 The proposals passed and the voting results of the meetings of the Audit Committee shall be reported to the Board by the committee members or the Secretary to the Board no later than the day following the effective date of the resolution (unless there is a legal or regulatory restriction on their ability to do so).

Article 41 If any member of the Audit Committee has an interest in the matters discussed at a meeting, such member shall recuse himself/herself from the consideration and voting.

Article 42 All persons attending the meeting shall have an obligation of confidentiality regarding the matters discussed at the meeting and shall not disclose relevant information without authorization.

Article 43 The Audit Committee shall report to the Board on any actions or improvements it considers necessary and make recommendations as to the steps to be taken.

Chapter 6 Annual General Meeting

Article 44 The chairman of the committee shall attend the Company's annual general meeting and be prepared to answer any shareholder's questions on matters relating to the duties of the Audit Committee.

Article 45 If the chairman of the committee is unable to attend the Company's annual general meeting, he/she shall arrange for another member of the committee to attend the meeting. Such person shall be prepared to answer shareholders' questions on the work of the committee at the annual general meeting.

Chapter 7 Supplementary Provisions

Article 46 Unless otherwise specified, the terms used in these Terms of Reference shall have the same meanings as those in the Articles of Association.

Article 47 The terms "above" and "within" as used in these Terms of Reference include the figure itself; while "more than" and "less than" do not include the figure itself.

Article 48 For matters not covered by these Terms of Reference, the Company shall implement them in accordance with relevant laws, regulations, or normative documents, as well as the Hong Kong Listing Rules, the securities regulatory rules of the place where the Company's securities are listed, the Articles of Association, the resolutions of the Company's general meetings, or other relevant rules and regulations. In the event that these Terms of Reference conflict with relevant laws, regulations, normative documents, the Hong Kong Listing Rules, the securities regulatory rules of the place where the Company's securities are listed, or the Articles of Association, the relevant provisions shall prevail.

Article 49 The shareholders' general meeting shall be responsible for the formulation and amendment of these Terms of Reference, and shall be responsible for the interpretation of these Terms of Reference.

Article 50 These Terms of Reference shall come into effect and be implemented from the date on which the overseas listed foreign shares (H shares) initially issued by the Company are listed and traded on The Stock Exchange of Hong Kong Limited, following the consideration and approval by the shareholders' general meeting of the Company.

Shenzhen Creality 3D Technology Co., Ltd.

May 28, 2026