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Legal Opinion

On 19 October 2022, we were engaged with a legal opinion regarding Robert Bosch Gesellschaft mit beschränkter Haftung (“**Robert Bosch GmbH**”) and a multi-annual contract with Shenzhen Longli Technology Co., Ltd (“**Contract**”).

In order to carry out this legal opinion, we assessed the current information of the commercial register (*Handelsregister*) of the local court of Stuttgart (*Amtsgericht Stuttgart*) regarding Robert Bosch GmbH of 20 October 2022, attached as [Annex 1](#), the Contract, attached as [Annex 2](#), a Corporate Agreement between Robert Bosch GmbH and Shenzhen Longli Technology Co., Ltd (“**Corporate Agreement**”), attached as [Annex 3](#), and a “Confirmation of power of attorney” of 11 November 2022, attached as [Annex 4](#).

Our legal opinion covers the laws of the Federal Republic of Germany, in particular its corporate law, contract and commercial law.

1. Basic information of Robert Bosch GmbH

According to the commercial register, the basic information is as follows:

- Name: Robert Bosch Gesellschaft mit beschränkter Haftung
- Place of registration: Stuttgart, Germany
- Registration number: HRB 14000
- Domicile: Robert-Bosch-Platz 1, 70839 Gerlingen, Germany

法律意见书

2022年10月19日，我们受委托就 Robert Bosch Gesellschaft mit beschränkter Haftung (“**罗伯特博世有限公司**”)与 Shenzhen Longli Technology Co., Ltd (“**深圳市隆利科技股份有限公司**”)的长期合同 (“**合同**”)出具法律意见书。

为了出具该法律意见，我们评估了2022年10月20日罗伯特博世有限公司在斯图加特地方法院 (*Amtsgericht Stuttgart*) 商业登记簿 (*Handelsregister*) 中的登记信息，见附件 1；合同，见附件 2；罗伯特博世有限公司与深圳市隆利科技股份有限公司签订的公司协议 (“**公司协议**”)，见附件 3；以及2022年11月11日出具的“授权确认函”，见附件 4。

我们的法律意见涵盖德意志联邦共和国的法律，尤其是其公司法、合同法和商法。

1. 罗伯特博世有限公司基本信息

根据商业登记，基本信息如下：

- 名称： Robert Bosch Gesellschaft mit beschränkter Haftung
- 注册地： 德国斯图加特
- 注册号： HRB 14000
- 住所： Robert-Bosch-Platz 1, 70839 Gerlingen, Germany

- Scope of business: the development, manufacture and distribution of products, technologies, systems, and solutions, and the provision of services, in particular in the areas of mobility, electrical engineering, electronics, mechanical engineering, mechanics, metals and other materials, medicine, logistics, communications and information technology, including data-based solutions, and in related areas. The object of the company is also the provision of location-related and business-related services.

Robert Bosch GmbH is a legally constituted and validly existing company under the laws in force in Germany and the above information relating to Robert Bosch GmbH is true and valid.

2. Legal qualification to sign the contract

Robert Bosch GmbH is a separate legal entity validly existing in Germany and has full capacity, power, and authority to enter into legally binding and enforceable contracts. Therefore, Robert Bosch GmbH has the subjective capacity to enter into the Contract.

3. Legality, authenticity and validity of contract signature and contract content

3.1 Authenticity of the signing of the Contract

The Contract was signed by Jan David and Barbara Kutscher.

According to the commercial register neither Jan David nor Barbara Kutscher is registered as managing director or otherwise publicly authorized representative of Robert Bosch GmbH.

After communication with Robert Bosch GmbH, the Company provided us with the attached confirmation of power of attorney. This letter is signed by Mr Dr Erik Rein and Mr Udo Breitwieser. Both, Mr Rein and Mr Breitwieser are proxy holders of Robert Bosch GmbH.

According to the commercial register, Robert Bosch GmbH can be legally represented by two managing directors or one managing director plus one proxy holder. In this letter, Mr Rein and Mr Breitwieser are both proxy holders of Robert Bosch

- 业务范围：产品、技术、系统和解决方案的开发、生产和分销，以及提供服务，特别是在移动、电气工程、电子、机械工程、机械、金属和其他材料，医药、物流、通信和信息技术，包括基于数据的解决方案以及相关领域。该公司的设立目的也包括提供与场地和经营相关的服务。

罗伯特博世有限公司是根据德国现行法律合法成立且有效存续的公司，上述与罗伯特博世有限公司有关的信息真实有效。

2. 签订合同的合法资格

罗伯特博世有限公司是在德国有效存续的独立法人实体，具有签订有法律约束力和可执行性合同的全部能力、权力和权限。因此，罗伯特博世有限公司具有签订合同的主体能力。

3. 合同签署和合同内容的合法性、真实性和有效性

3.1 合同签订的真实性

合同由 Jan David 和 Barbara Kutscher 签署。

根据商业登记，Jan David 和 Barbara Kutscher 不是注册为罗伯特博世有限公司的执行董事或其他公开的授权代表人。

经与罗伯特博世有限公司沟通后，该公司向我方提供了随附的“授权确认函”。这个信函由 Erik Rein 博士先生和 Udo Breitwieser 先生签署。Rein 先生和 Breitwieser 先生都是罗伯特博世有限公司的授权代表人。

根据商业登记簿，罗伯特博世有限公司可以由两名执行董事或一名执行董事加一名授权代表人合法代表。在这个信函中，Rein 先生和 Breitwieser 先生都是罗伯特

GmbH. The fact that two registered proxy holders of Robert Bosch GmbH signed a confirmation of power of attorney prima facie shows us that the signing of the Contract is approved by the management of Robert Bosch GmbH.

3.2 Legality and validity of the contents of the Contract

The subjects of the Contract are Robert Bosch GmbH and Shenzhen Longli Technology Co., LTD. Robert Bosch GmbH is a legal person established and validly existing under the laws of Germany and is qualified to sign the Contract.

According to the terms and conditions of the Contract Shenzhen Longli Technology Co., LTD shall supply BMW PHUD backlight units to Robert Bosch GmbH in accordance with an attached milestone plan (Annex 1 of the Contract) and cost break down list (Annex 2 of the Contract). The Contract also refers to a “Corporate Agreement” between the parties and a specification “Detailed_RFQ_ID-8600HD4508-02_Project-BMW Panorama HUD Backlight__V5.0_.xlsx”.

The Contract provides for quantities, capacities, prices, provisions for packaging, delivery, payment, price adjustments, technical issues, responsibility for quality, material and production releases, competitiveness, contract term, premature termination, end-of-lifetime stocks, and offset. The content of the Contract does not violate the mandatory provisions of the laws of the Federal Republic of Germany.

With regard to the jurisdiction and venue/applicable law the Contract refers to the Corporate Agreement. According to the Corporate Agreement any disputes between the parties shall be settled by arbitration in Stuttgart, Germany. Hence, the Contract can also be effectively implemented and enforced in Germany.

In summary, we are of the opinion that the content of the Contract signed between Robert Bosch GmbH and Shenzhen Longli Technology Co., LTD does not violate mandatory provisions of laws and administrative regulations of Germany. The Contract can be effectively implemented and enforced in Germany.

4. **Concluding Opinions**

In summary, we are of the opinion that Robert Bosch GmbH is a company legally

博世有限公司的授权代表人。罗伯特博世有限公司两名注册的授权代表人签署了一份授权确认书，这在表象上显示，合同的签署是经过罗伯特博世有限公司管理层批准的。

3.2 合同内容的合法性和有效性

合同主体为罗伯特博世有限公司和深圳市隆利科技股份有限公司。罗伯特博世有限公司是根据德国法律成立并有效存续的法人，具有签订合同的资格。

根据合同条款和条件，深圳市隆利科技股份有限公司应按照随附的里程碑计划（合同附件 1）和成本明细表（合同附件 2）向罗伯特博世有限公司供应 BMW PHUD 背光单元）。该合同还提到了双方签订的“公司协议”和规格文件“Detailed_RFQ_ID-8600HD4508-02_Project-BMW Panorama HUD Backlight__V5.0_.xlsx”。

合同规定了数量、产能、价格、包装规定、交付、付款、价格调整、技术问题、质量责任、材料和生产放行、竞争力、合同期限、提前终止、库存周期结束和抵销权。合同内容不违反德意志联邦共和国法律的强制性规定。

关于管辖权和地点/适用法律，合同指向公司协议。根据公司协议，双方之间的任何争议应在德国斯图加特通过仲裁解决。因此，该合同也可以在德国得到有效实施和执行。

综上所述，我们认为罗伯特博世有限公司与深圳市隆利科技股份有限公司签订的合同内容不违反德国法律、行政法规的强制性规定。合同可以在德国得到有效履行和执行。

4. **结论性意见**

综上所述，我们认为罗伯特博世有限公司

established and validly existing under the current laws of Germany; Robert Bosch GmbH is qualified to sign the Contract; the signing of the Contract is confirmed by two proxy holders of Robert Bosch GmbH with a prima facie power of attorney; and the content of the Contract does not violate the laws and administrative regulations of Germany. Therefore, Robert Bosch GmbH is qualified as a civil subject; the content of the contract does not violate the mandatory provisions of laws and administrative regulations,

是一家根据德国现行法律合法成立并有效存续的公司；罗伯特博世有限公司有资格签署合同；合同的签署经由罗伯特博世有限公司的两名授权代表人确认，作为授权代表人的表象授权；合同内容不违反德国法律和行政法规。因此罗伯特博世有限公司具有民事主体资格；合同内容未违反法律、行政法规的强制性规定。

In case of any doubts, the English version of this legal opinion is decisive.

如有任何疑问，本法律意见的英文版本具有决定性。

Yours sincerely,



Tim A. Fongern

– Rechtsanwalt / German practising lawyer –



Attachment