

## **Bingshan Refrigeration & Heat Transfer Technologies Co., Ltd.**

### **Public Notice on Resolution of the 3<sup>rd</sup> Meeting of the 10<sup>th</sup> Board of Directors**

***Important:***

The directors and the Board of Directors of Bingshan Refrigeration & Heat Transfer Technologies Co., Ltd. hereby confirm that there are no any important omissions, fictitious statements or serious misleading carried in this report.

#### **I. Calling of the Board Meeting**

1. The Notice on holding of the Board Meeting was served by written form on April 10, 2025.
2. The Board Meeting held in the form of live and video dated April 22, 2025.
3. Nine Directors should present for voting and all of them are present actually.
4. The Meeting was presided over by Mr. Ji Zhijian, Chairman of the Board of the Company.
5. The Meeting was regarded as abiding the relevant laws, administrative regulation, department rules, normative documents as well as the Article of Association.

#### **II. Deliberation of the Board Meeting**

1. 2024 Work Report of the General Manager of the Company;  
With 9 votes for, 0 vote against and 0 vote as abstention.
2. 2024 Work Report of the Board of Directors of the Company;  
With 9 votes for, 0 vote against and 0 vote as abstention.
3. 2024 Financial Settlement Report of the Company;  
The Audit Committee of the Board of Directors of the Company has reviewed and approved and agreed to submit this matter to the Board of Directors for consideration.  
With 9 votes for, 0 vote against and 0 vote as abstention.
4. 2024 Profit Distribution Preplan of the Company;  
Based on the total capital stock of 843,212,507 shares, the dividend of RMB 0.5 in cash (including tax) will be distributed for every 10 shares, the total cash dividend is RMB 42.161 million, and the cash dividend for B share is converted and paid in Hong Kong dollars.  
The above preplan shall be submitted to the 2024 shareholders' general meeting for review and approval.  
With 9 votes for, 0 vote against and 0 vote as abstention.
5. Annual Report for the year 2024;  
The Audit Committee of the Board of Directors of the Company has reviewed and approved and agreed to submit this matter to the Board of Directors for consideration.  
With 9 votes for, 0 vote against and 0 vote as abstention.
6. Quarterly Report for First Quarter of 2025;  
The Audit Committee of the Board of Directors of the Company has reviewed and approved and agreed to submit this matter to the Board of Directors for consideration.  
With 9 votes for, 0 vote against and 0 vote as abstention.
7. Report of evaluation on internal control of the Company for the year 2024;

The Audit Committee of the Board of Directors of the Company has reviewed and approved and agreed to submit this matter to the Board of Directors for consideration.

(For details, see <http://www.cninfo.com.cn>)

With 9 votes for, 0 vote against and 0 vote as abstention.

8. Report of social responsibility of the Company for the year 2024;

(For details, see <http://www.cninfo.com.cn>)

With 9 votes for, 0 vote against and 0 vote as abstention.

9. The independent directors' report on their work for the year 2024;

(For details, see <http://www.cninfo.com.cn>)

With 9 votes for, 0 vote against and 0 vote as abstention.

10. Report on withdrawing provisions for devaluation of assets;

(For details, see <http://www.cninfo.com.cn>)

With 9 votes for, 0 vote against and 0 vote as abstention.

11. Report on authorizing the Company's Chairman of the Board and management to apply for the bank line of credit and bank line of loan in 2025;

In order to meet the need of the Company's normal production and operation, the General Manager and Financial Majordomo of the Company are authorized to apply for the comprehensive bank line of credit not more than 1,400 million yuan, and Chairman of the Board of Directors of the Company is authorized to apply for the bank line of loan not more than 800 million yuan (not including merger and acquisition loans). The authorization runs from April 1, 2025 to September 30, 2026.

With 9 votes for, 0 vote against and 0 vote as abstention.

12. Report on Estimated Associated Transactions for the year 2025;

The independent directors of the Company held a special meeting of independent directors on April 10, 2025 for consideration and approval, and agreed to submit it to the Board of Directors for consideration.

It is predicted that the total amount of routine associate transactions of the Company in the whole year of 2025 will be around RMB 973 million yuan, consisting of around RMB 313 million yuan for purchasing auxiliary products for package projects from associate parties and around RMB 660 million yuan for selling auxiliary spare parts to associate parties.

Correlative directors were avoided from voting this proposal respectively.

(For details, see <http://www.cninfo.com.cn>)

With 4 or 7 votes for, 0 vote against and 0 vote as abstention.

13. Report on Engaging Auditors for the Company in 2025;

The Company planned to reengage ShineWing CPAs (Special General Partnership) as its auditors for 2025 to integrate and audit the financial statements and internal control of the company. Based on the actual situation of the auditing task, the Company planned to pay ShineWing CPAs (Special General Partnership) RMB 770,000 as the annual financial statements auditing fee (RMB 770,000 for year 2024), and RMB 300,000 as the annual internal control auditing fee. And the corresponding expenditures arising from the auditing shall be born by itself.

The Audit Committee of the Board of Directors of the Company has reviewed and approved and agreed to submit this matter to the Board of Directors for consideration.

With 9 votes for, 0 vote against and 0 vote as abstention.

14. Report on the amendment of the relevant management system;

(For details, see <http://www.cninfo.com.cn>)

With 9 votes for, 0 vote against and 0 vote as abstention.

15. Report on the assessment of the performance of public accounting firms in 2024 and the report

of the Audit Committee on the performance of supervision duties to public accounting firms;

(For details, see <http://www.cninfo.com.cn>)

With 9 votes for, 0 vote against and 0 vote as abstention.

16. Report on changes in Accounting Policies

(For details, see <http://www.cninfo.com.cn>)

With 9 votes for, 0 vote against and 0 vote as abstention.

17. Report on the termination of the issuance of A-Shares to specific parties by summary procedure for 2024;

(For details, see <http://www.cninfo.com.cn>)

With 9 votes for, 0 vote against and 0 vote as abstention.

18. Report on the absorption and consolidation of wholly-owned subsidiaries;

With 9 votes for, 0 vote against and 0 vote as abstention.

19. Report on Wuxin refrigeration absorption and merger of Wuhan Lanning;

With 9 votes for, 0 vote against and 0 vote as abstention.

20. Report on the basic matters concerning the holding of the 2024 Annual General Meeting;

With 9 votes for, 0 vote against and 0 vote as abstention.

Among the above resolutions, resolution 2、3、4、5、11、12、13、18 shall be submitted to 2024 shareholders' general meeting for review and approval.

III. Documents available for reference

1. Proposal of the Meeting with signature of attended directors and seal of the Board;

2. Minutes of meetings of special committees of independent directors;

3. Minutes of Board audit committee meeting.

Board of Bingshan Refrigeration & Heat Transfer Technologies Co., Ltd.

April 24, 2025