Ad hoc announcement pursuant to Art. 53 LR

Ningbo Shanshan Co., Ltd.
Announcement on Signing of the Reorganization Investment Agreement by Controlling Shareholder and Its Subsidiary

Important Notice:

Recently, Shanshan Group Co., Ltd. (the "Shanshan Group"), the controlling shareholder of Ningbo Shanshan Co., Ltd. (the "Company" or "Shanshan"), together with its wholly-owned subsidiary Ningbo Pengze Trading Co., Ltd. (the "Pengze Trading", collectively referred to as the "Debtors" with Shanshan Group), and the administrator of Shanshan Group (appointed by the Yinzhou District People's Court of Ningbo City, Zhejiang Province (the "Yinzhou Court") as the administrator for the merger and reorganization case of Shanshan Group and Pengze Trading, hereinafter referred to as the "Administrator") entered into the "Reorganization Investment Agreement between Shanshan Group Co., Ltd., Ningbo Pengze Trading Co., Ltd., and the Administrator of Shanshan Group Co., Ltd. With Anhui Wanwei Group Co., Ltd. And Ningbo Financial Asset Management Co., Ltd." (the "Reorganization Investment Agreement") with the Reorganization investors Anhui Wanwei Group Co., Ltd. (the "Wanwei Group") and Ningbo Financial Asset Management Co., Ltd. (the "Ningbo Financial Asset Management").

If the Reorganization is successfully completed, the control of the Company will be changed, with its controlling shareholder becoming Wanwei Group and its actual controller becoming the Anhui Provincial State-owned Assets Supervision and Administration Commission (the "Anhui SASAC").

Following the signing of the Reorganization Investment Agreement, we need to submit the relevant Draft Reorganization Plan to the creditors' meeting and investors' group for voting, obtain the approval from Yinzhou Court and complete the

concentration of undertakings. As the outcomes remain uncertain, and there is still uncertainty regarding whether Shanshan Group and Pengze Trading will ultimately succeed in their Reorganization efforts.

Related parties involved in this Reorganization have complied with the relevant provisions of applicable laws, regulations, and normative documents, including the Securities Law of the People's Republic of China (

) and the Measures for the Administration of Acquisitions of Listed Companies (

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On March 20, 2025, Yinzhou Court ruled that the Company's controlling shareholder, Shanshan Group, and its wholly-owned subsidiary, Pengze Trading, would undergo substantive consolidation and Reorganization. Subsequently, on November 7, 2025, Shanshan Group issued the “Announcement Regarding the Termination of the Reorganization Investment Agreement for the Substantive Consolidation and Reorganization of Shanshan Group Co., Ltd. and Its Wholly-Owned Subsidiary, and the Continued Recruitment of Potential Investors”, continuing the public recruitment of Reorganization investors in accordance with the provisions of applicable laws and regulations.

The Company has received notice from the Administrator that, following selection, the consortium comprising Wanwei Group, Anhui Conch Group Co., Ltd. ("Conch Group") and Ningbo Financial Asset Management has been selected as the successful bidder. Wanwei Group and Ningbo Financial Asset Management have been designated as the Reorganization investors for Shanshan Group and Pengze Trading. As of the date of this announcement, Wanwei Group and Conch Group are proceeding with the Reorganization. Conch Group will become the controlling shareholder of Wanwei Group upon completion of the Reorganization. On February 6, 2026, Shanshan Group, Pengze Trading, the Administrator, and the Reorganization investors (Wanwei Group and Ningbo Financial Asset Management) signed the Reorganization Investment Agreement. The relevant details are hereby announced as follows:

I. Profile of Reorganization investors of the controlling shareholder

(I) Wanwei Group

1. Basic business registration information

by way of free transfer (the “Aforementioned Acquisition”). Upon completion of the above cash capital contribution, the total registered capital of Wanwei Group will be increased to RMB1,472.5416 million.

3. Profile of the actual controller

The People's Government of Anhui Province holds 100.00% equity in Wanwei Group. Anhui SASAC, acting on the authorization of the Anhui Provincial People's Government, exercises the functions as an investor for the local state-owned enterprises. The actual controller of Wanwei Group is the Anhui SASAC.

According to the aforesaid Prompt Announcement, Provincial Investment Group, Provincial State-owned Capital Holding Group and Conch Group constitute concert parties. Upon completion of the Aforementioned Acquisition, Conch Group will become the controlling shareholder of Wanwei Group, while the actual controller of Wanwei Group shall remain the Anhui SASAC.

4. Principal business and key financial data in the past three years

Wanwei Group is a major integrated manufacturer of chemicals, chemical fibers, building materials, and new materials in Anhui Province. Its core subsidiaries primarily engage in the research, development, production, and sales of polyvinyl alcohol (PVA) and its derivative products, with production facilities located in Chaohu, Anhui (headquarters), Guangxi, Inner Mongolia, Shandong, and otheion1(c)1, ic, Shhui Í0ney-1(ubo)2(n1(m)55

and authorized by the former China Banking Regulatory Commission to conduct bulk acquisition and disposal of non-performing assets from financial institutions within its jurisdiction. Ningbo Financial Asset Management primarily engages in the bulk acquisition and disposal of non-performing assets from financial institutions within Ningbo City. It is the sole asset management company in Ningbo approved by the municipal government and authorized by the China Banking and Insurance Regulatory Commission to conduct bulk acquisition and disposal of non-performing assets from

shares for immediate capital contribution), Wanwei Group shall provide a forward purchase option. The debtor after the Reorganization shall have the right, within 12 months following the expiration of the lock-up period, to demand in writing that Wanwei Group purchase such shares at a price equal to RMB11.50 per share plus interest calculated for three years at the annualized yield of the 5-year LPR prevailing at the signing of the Reorganization Investment Agreement. Such purchase price shall be calculated on an “interest first, principal thereafter” basis, net of after-tax proceeds (including but not limited to dividends and distributions) generated by the shares for future acquisition prior to the acquisition.

2. Bankruptcy service trust

After the implementation of this reorganization investment, a bankruptcy service trust will be established according to the reorganization plan. The beneficiaries of the trust are Wanwei Group, creditors and original investors. The underlying assets of the trust include the stocks that continue to be kept in the debtor's name, and all other assets except Shanshan shares. Ningbo Jinzi will serve as the first disposal agency, formulate a disposal plan and dispose of it according to the instructions given by creditors through the bankruptcy service trust deliberation mechanism.

(IV) Signing the Concerted Action Agreement

To maintain the stability of control over Shanshan and ensure its steady development, Wanwei Group and the debtor voluntarily agree to act in concert regarding the exercise of their shareholder rights in Shanshan and enter into a Concerted Action Agreement.

(V) Reorganization Investment Amount Payment and Closing

1. Investment Deposit: Within 7 working days after signing the Reorganization Investment Agreement, Wanwei Group shall pay 20% of the total investment cap, amounting to RMB 1.431 billion, into the Administrator's designated account. Excluding the previously paid investment deposit of RMB 50 million, the remaining payable amount is RMB 1.381 billion.

2. Payment of First Installment and Provision of Guarantee Letter: Within 7 working days after all of the following conditions are met, Wanwei Group shall pay the first installment. The amount plus the paid investment deposit shall reach 60% of the actual total investment for this transaction (which means the entire immediate cash consideration actually paid by Wanwei Group (excluding the amount to purchase shares for future acquisition and the immediate capital contribution demanded by creditors

whose claims are deferred), calculated based on the directly acquired shares and priority beneficiary rights in the bankruptcy service trust obtained for the shares of the creditors whose claims have been adjudicated by the People's Court as uncontested and who demand immediate capital contribution). In addition, Wanwei Group shall provide a demand bank guarantee in the amount of 40% of the actual total investment for this transaction, guaranteeing the timely and full payment of the second installment under the Reorganization Investment Agreement:

(1) It has been approved in the review for concentration of undertakings;

(2) The Reorganization Plan has been approved by Yinzhou Court, and the approved Reorganization Plan is substantially consistent with the contents of the Reorganization Investment Agreement;

(3) The relevant agreements under the Reorganization Investment Agreement pertaining to the Bankruptcy Service Trust have been finalized in writing by all parties, and the Bankruptcy Service Trust has been established;

(4) From the date of signing the Reorganization Investment Agreement to the date of payment of the first installment of investment funds, Shanshan is not subject to any material adverse impact;

(5) The statements and warranties made by the Debtor and the Administrator under the Reorganization Investment Agreement are true and accurate, and there are no circumstances that constitute a breach of the obligations under the Reorganization Investment Agreement.

3. Closing: Within 7 working days of the first installment payment and the provision of the demand bank guarantee: The Administrator applied to Yinzhou Court, which shall then issue judicial documents to China Securities Depository and Clearing Corporation Limited for enforcement assistance regarding the transfer of shares. China Securities Depository and Clearing Corporation Limited shall accordingly transfer the 13.50% shares of Shanshan held by the debtor to WanlA%(ha)scr-2(n w)2oup,or and e -2(h T* [nct)-2

pay 40% of the determined total investment amount.

5. Payment of the Third Installment: Within 12 months after the expiration of the lock-up period, the debtor shall notify Wanwei Group in writing of the number of shares for future acquisitions, at the option of the creditors. Within 30 working days of receiving the written notice from the debtor, Wanwei Group shall pay the full amount for purchasing the shares for future acquisitions as stipulated in the Reorganization Investment Agreement to the reorganized debtor or its designated entity. Within 30 working days of receiving the payment for the shares for future acquisitions, the transfer of the shares for future acquisition shall be completed in accordance with the Securities Law, stock exchange rules, and other relevant laws and regulations.

(VI) Approval Procedures to Be Completed

1. Review of the Draft Reorganization Plan: Within 10 working days after signing the Reorganization Investment Agreement, the Administrator shall prepare a Draft Reorganization Plan consistent with the terms and conditions of the Reorganization Investment Agreement and submit it to the creditors' meeting for review. Upon the approval of the Draft Reorganization Plan by a vote at the creditors' meeting and the investors' group or by a ruling of Yinzhou Court, all parties shall execute or cooperate in the execution of the plan in accordance with its provisions.

2. Review of Concentration of Undertakings: Within 20 working days after signing the Reorganization Investment Agreement, and subject to the debtor and administrator actively cooperating to provide complete documentation, Wanwei Group shall submit the filing materials for concentration of undertakings to the State Administration for Market Regulation in accordance with the Anti-Monopoly Law of the People's Republic of China and the Regulations of the State Council on the Standards for Reporting Business Concentrations. The debtor and administrator shall make every effort to secure the cooperation of Shanshan. During the business concentration review period, the performance of the Reorganization Investment Agreement by all parties shall remain unaffected.

(VII) Transitional Period Arrangements and Undertakings

During the transition period from the date of execution of the Reorganization Investment Agreement to the completion of the equity transfer for the direct acquisition by Shanshan and Wanwei Group's receipt of the preferential beneficial interest share corresponding to the immediate capital contribution (whichever is the later): 1) On the premise that the investment deposit has been paid in full, the debtor shall, at the written

comprehensive business operations and autonomous management capabilities. The Company maintains independence from its controlling shareholder in terms of assets, business operations, and finances. The Company's production and operations are currently proceeding normally. This matter has not caused any significant substantive impact on the Company's daily production and operations. In the future, the Company will continue to enhance all aspects of its operational management to ensure the stable operation of the listed company.

V. Commitment Regarding the Share Lock-up Period

As the reorganization investor of Shanshan Group, the controlling shareholder of Shanshan, and its wholly-owned subsidiary Pengze Trading, Wanwei Group intends to acquire 303,670,737 shares of Shanshan through this reorganization, representing 13.50% of the total share capital of Shanshan, and obtain the priority beneficial interests in the bankruptcy

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VI. Risk Warning

Following the signing of the Reorganization Investment Agreement, we need to submit the relevant Reorganization Plan (Draft) to the creditors' meeting and the investors' group for voting, obtain the approval from the Yinzhou Court, and complete the business concentration filing. The outcomes remain uncertain, and there is still uncertainty regarding whether Shanshan Group and Pengze Trading will ultimately succeed in their Reorganization efforts.

The Company will pay close attention to the developments regarding the aforementioned matters and fulfill its information disclosure obligations in a timely manner pursuant to the requirements of relevant laws, regulations, and normative documents.

The Company solemnly reminds all investors that its designated information disclosure media are China Securities Journal, Shanghai Securities News, Securities Daily, Securities Times, and the website of Shanghai Stock Exchange (www.sse.com.cn). All the information of the Company shall be subject to the relevant announcements published in the aforementioned designated media. Investors are advised to exercise rational investment practices and remain mindful of investment risks.

This announcement is hereby made.

Board of Directors of Ningbo Shanshan Co., Ltd.

9 February 2026