Ad hoc announcement pursuant to Art. 53 LR

Ningbo Shanshan Co., Ltd.

Announcement on the Resolution of the Tenth Meeting of the Eleventh Session of Board of Directors

I. The Meeting of the Board of Directors

(I) The Tenth Meeting of the Eleventh Session of Board of Directors (the "BOD") of Ningbo Shanshan Co., Ltd. (the "Company") was held in accordance with the Company Law of the People's Republic of China, the Articles of Association of Ningbo Shanshan Co., Ltd. and applicable laws and regulations.

(II) Notice of this meeting of the BOD was given in writing on 31 May 2024. With the unanimous consent of all directors attending the meeting, a notice of change of the meeting has issued in writing on June 4, 2024, and was held by way of communication voting on June 6, 2024.

(III) This meeting of the BOD was chaired by the Chairman of the Company, 11 directors should attend the meeting and 11 directors actually attended the meeting, and there were no absent director.

II. Results of the Meeting of the Board of Directors

The meeting deliberated and approved the following proposals:

(I) Proposal on the Company's 2022 Share Options and Restricted Share Incentive Plan to Adjust the Relevant Equity Price

(Please refer to official website of the Company for details)

(9 voted in favor, 0 voted against, 0 abstained, 2 avoided)

Considering that the Company has implemented the equity distribution for the year 2023 on June 6, 2024, it is agreed to adjust the exercise price of share options granted but not yet exercised under 2022 Share Options and Restricted Share Incentive Plan (the "Incentive Plan") to RMB27.35 per share, and the repurchase price of restricted shares granted but not yet released to RMB13.26 per share or RMB13.26 per share plus bank deposit interest for the same period. The details are as follows:

(1)

On 16 May 2024, the 2023 Annual Shareholders' Meeting of the Company approved the Proposal on the 2023 Annual Profit Distribution Plan, agreeing to distribute a cash dividend of RMB 2.50 (including tax) to all shareholders for every 10 shares based on the number of shares to be distributed on the registration date of equity distribution (total share capital minus the total number of shares in the Company's repurchase special account) in 2023.

The above equity distribution was implemented on June 6, 2024.

(2) Adjustment situation

1) Adjustment of exercise price for share options

According to the provisions of this Incentive Plan, if there are any matters such as dividend distribution, capital reserve conversion to share capital, distribution of stock dividends, stock split, allotment or reduction before exercise, the exercise price shall be adjusted accordingly.

Considering that the equity distribution of the Company for the year 2023 was implemented on June 6, 2024, and in accordance with the relevant provisions of this Incentive Plan and the authorization of the first extraordinary shareholders' meeting in 2022, the Board of Directors of the Company has adjusted the exercise price of the share options in this Incentive Plan as follows:

$P=P_0-V$=RMB 27.55/portion-RMB 0.20/portion=RMB 27.35/portion.

2) The repurchase price adjustment of restricted shares

According to the provisions of this Incentive Plan, after the completion of share registration of restricted stock granted to incentive persons, if the Company has any matters such as capital reserve conversion to share capital, distribution of stock dividends, stock split, allotment, additional issuance or reduction that affect the total amount of share capital or the Company's share price, the Company shall make corresponding adjustments to the repurchase price of restricted stock that have not been lifted.

Whereas the equity distribution of the Company in 2023 was implemented on June 6, 2024, according to the relevant provisions of this Incentive Plan and the authorization of the Company's First Extraordinary General Meeting in 2022, the Board of Directors of the Company agreed to adjust the repurchase price of restricted shares in this Incentive Plan as follows:

1) The repurchase price of restricted shares that need to be repurchased and cancelled due to retirement and failure of performance appraisal indicators is:

P=P0-V= RMB 13.46/share plus sum of bank deposit interest for the same period – RMB 0.20/share=RMB 13.26/share plus sum of bank deposit interest for the same period.

2) The repurchase price of restricted shares that need to be repurchased and cancelled due to resignation is:

P=P0-V=RMB 13.46/share – RMB 0.20/share=RMB 13.26/share.

This proposal has been unanimously considered and approved by all members of the remuneration and assessment committee of the board of directors of the Company, and agreed to submit it to the board of directors of the Company for consideration. Ms. Li Fengfeng and Mr. Zhu Zhiyong, related directors, avoided from voting, and other non-related directors unanimously agreed.

Beijing Tianyuan law firm has issued a legal opinion on this matter.

(II) Proposal on the Scheme of Repurchasing Shares through Centralized Bidding Transactions

(Please refer to official website of the Company for details)

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

It is based on the confidence in the Company's future development and recognition of its long-term value, and considering the current capital market and changes in the Company's stock price, in order to encourage long-term rational value investment by investors, enhance investor confidence, and promote the Company's long-term stable development, following a thorough consideration of its operating results and financial conditions, etc., the Company intends to repurchase shares through centralized bidding transactions. The purpose of this share repurchase is to safeguard the value of the Company and the interests of shareholders. The details are as follows

(1) The Main Contents of This Repurchase Plan are as Follows:

1) Purpose of the proposed share repurchase: the purpose of this share repurchase is to safeguard the value of the Company and the interests of shareholders. The repurchased shares will be used for sale in accordance with relevant regulations, and any portion not sold within the stipulated period will be canceled in accordance with the law.

make appropriate adjustments to the specific plans for the Share Repurchase and other relevant matters;

5) Handling other matters not listed above but necessary for the Share Repurchase in accordance with applicable laws, regulations, and relevant provisions of the regulatory authorities.

The above authorization starts from the date when the Board of Directors of the Company approves the Share Repurchase Scheme to the date when the abovementioned authorization related matters are completed.

It is hereby announced.

The Board of Directors of Ningbo Shanshan Co., Ltd.

6 June 2024