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Haier Smart Home Co., Ltd.*

海爾智家股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

Stock Code: 6690

**ANNOUNCEMENT OF RESOLUTIONS PASSED AT
THE 27TH MEETING OF THE TENTH SESSION OF THE BOARD**

The 27th meeting (the “**Meeting**”) of the tenth session of the board of directors (the “**Board**”) of Haier Smart Home Co., Ltd. (the “**Company**”) was held in the morning on 30 March 2022 at South 301A Conference Room, Ecosystem Brand Building, Haier Information Industry Park. All of the 11 eligible directors attended the Meeting (among which, Mr. Wu Changqi, Mr. Lin Sui, Mr. Yu Hon To, David, Ms. Eva Li Kam Fun, Mr. Chien Da-Chun, Mr. Wong Hak Kun, Mr. Li Shipeng and Mr. Wu Qi, directors, attended by way of teleconference), which is in accordance with the quorum required by the laws and regulations and the Articles of Association of Haier Smart Home Co., Ltd. (the “**Articles**”). The notice of the Meeting was dispatched on 14 March 2022 by way of e-mail. The supervisor and senior management were present at the Meeting. The notice and convening of the Meeting are in compliance with the Company Law of the People’s Republic of China (the “**Company Law**”) and the requirement of the Articles. The Meeting was chaired by Mr. Liang Haishan, the chairman. After due consideration by the directors present, resolutions set out below were passed at the meeting:

- 1. 2021 Financial Statements of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

The Company has engaged audit firms Hexin Certified Public Accountants LLP and HLB Hodgson Impey Cheng Limited to issue the audit report under the PRC Accounting Standards and audit report under the International Accounting Standards, respectively, where no difference is found in the important financial information.

For details, please refer to the 2021 Annual Report of Haier Smart Home Co., Ltd. (A Share annual report) published on the website of the Shanghai Stock Exchange dated the same as this announcement, 2021 Annual Results Announcement published on the website of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”), and the H Share Annual Report to be disclosed by 30 April 2022 by the Company.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 2. 2021 Annual Report and Annual Report Summary** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

According to the Securities Law of the People’s Republic of China (the “**Securities Law**”), the Standards for Content and Format of Information Disclosure by Public Issuers No. 2 — Content and Format of Annual Report (2021 Amended), and relevant requirements of laws in Hong Kong and Germany, the directors and senior management of the Company, after due understanding and review of the 2021 Annual Report of the Company, are of the view that the information disclosure in the 2021 Annual Report of the Company is true, accurate and complete and there is no misrepresentation, misleading statement or material omission.

For details, please refer to the 2021 Annual Report of Haier Smart Home Co., Ltd. and 2021 Annual Report Summary of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement, 2021 Annual Results Announcement published on the website of the Hong Kong Stock Exchange, and the H Share Annual Report to be disclosed by 30 April 2022 by the Company. (The Chairman/Secretary of the Board had been authorized to make adjustments and improvements to the information of the annual report in accordance with the requirement of the Listing Rules, and requirement of the Hong Kong Stock Exchange or other regulatory bodies.)

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 3. 2021 Report on the Work of the Board of Directors of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

For details, please refer to the 2021 Report on the Work of the Board of Directors of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement, 2021 Annual Results Announcement published on the website of the Hong Kong Stock Exchange, and relevant information set out in the H Share Annual Report to be disclosed by 30 April 2022 by the Company.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 4. 2021 Report on Internal Control Assessment of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

For details, please refer to the 2021 Report on Internal Control Assessment of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 5. Report on Internal Control Audit of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

For details, please refer to the Report on Internal Control Audit of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 6. 2021 Profit Distribution Plan of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

The 2021 Profit Distribution Plan contemplated by the Company is as follows: based on the total share capital after deducting the repurchased Shares on the special account for repurchase registered on equity record date for the future implementation of the distribution plan, the Company distributes cash dividends of RMB4.60 per 10 Shares (tax inclusive) to all Shareholders. The total profit distributed amounts to RMB4,320,413,011.54 (including tax) and represents a percentage of cash dividend of the Company for the year to net profit attributable to shareholders of the parent company of 33.1%. In the event of change in the total equity of the Company before the equity registration date of the implementation of the distribution, the contemplated total amount of distribution shall remain unchanged and corresponding adjustment will be made to the distribution percentage per Share. The undistributed profits retained by the Company will be primarily used for project construction, foreign investment, R&D investment and daily operations related to the primary business of the Company, so as to maintain sustainable and stable development for the Company, and maximize the returns for investors.

For details, please refer to the Announcement of the 2021 Profit Distribution Plan of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement (Announcement no.: Lin 2022-012).

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

7. Resolution on the Re-appointment of PRC Accounting Standards Auditing Firm of Haier Smart Home Co., Ltd. (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In 2021, the auditing personnel of Hexin Certified Public Accountants LLP (“**Hexin CPA**”) completed the audit work on the annual report of the Company prepared in accordance with the PRC Accounting Standards and ensured the accuracy and reliability of the public disclosure of financial information by the Company. The Company agreed to pay Hexin CPA an audit fee of RMB10 million (including the audit fee of RMB7.15 million for financial report and audit fee of RMB2.85 million for internal control report) in accordance with the voting results at the 2020 Annual General Meeting.

In order to ensure the smooth progress of the Company’s audit work on finance and internal control under the PRC Accounting Standards in 2022 and the continuity of the audit work, and considering that Hexin CPA has the qualifications required for business audit in respect of securities and futures and the service team has many years of experience and ability in providing audit services for listed companies and can adhere to the principle of independent audit during the practice process and can satisfy the Company’s work requirements on annual financial and internal control audit, the Company intends to renew the engagement of Hexin CPA as the Company’s audit agency on financial statement and internal control report under the PRC Accounting Standards in 2022. The audit service fee for 2022 is RMB8.78 million (including the audit fee of RMB6.55 million for annual report and audit fee of RMB2.23 million for internal control), representing an improvement of RMB1.22 million over the audit service fee for 2021.

For details, please refer to the Announcement on the Re-appointment of Auditing Firm of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement (Announcement no.: Lin 2022-013).

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

8. Resolution on the Re-appointment of International Accounting Standards Auditing Firm of Haier Smart Home Co., Ltd. (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In 2021, the auditing personnel of HLB Hodgson Impey Cheng Limited (“**HLB**”) completed the audit work on the annual report for 2021 of the Company prepared in accordance with the International Accounting Standards and ensured the accuracy and reliability of the public disclosure of financial information by the Company. The Company agreed to pay HLB an audit fee of RMB3.89 million (including the audit fee of RMB3.74 million for financial report and audit fee of RMB0.15 million for continuous connected transaction review) in accordance with the voting results at the 2020 Annual General Meeting.

In order to ensure the smooth progress of the Company’s audit work on finance under the International Accounting Standards in 2022 and the continuity of the audit work, and considering that HLB meets the relevant qualification requirements and the service team has profound experience and ability in providing audit services for listed companies and can adhere to the principle of independent audit during the practice process and can satisfy the Company’s work requirements on annual financial audit, the Company intends to renew the engagement of HLB as the Company’s audit agency under the International Accounting Standards in 2022. The audit service fee is RMB3.89 million (including the audit fee of RMB3.74 million for financial report and audit fee of RMB0.15 million for continuous connected transaction review), which remains consistent with last year.

For details, please refer to the Announcement on the Re-appointment of Auditing Firm of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement (Announcement no.: Lin 2022-013).

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

9. **2021 Risk Assessment Report on Haier Group Finance Co., Ltd. of Haier Smart Home Co., Ltd.** (Voting results: 8 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting) (Three directors, namely Mr. Liang Haishan, Mr. Li Huagang and Mr. Xie Juzhi, were related directors and did not vote on the resolution)

According to the Guidelines of the Shanghai Stock Exchange for Self-governance of Listed Companies No.5 — Transaction and Connected Transaction and Risk Control System on the Connected Transaction between Haier Smart Home Co., Ltd. and Haier Group Finance Co., Ltd. and other requirements, through inspection of information on the qualifications, certifications and permits of Haier Group Finance Co., Ltd. (“**Haier Finance Company**”), the Company obtained and reviewed its financial statements such as balance sheet, statement of profit, statement of cash flow for 2021. The Company conducted an assessment on the establishment and implementation of risk management systems in respect of funds, credit, investments, audit and information management in relation to the financial statements of Haier Finance Company. At the same time, Hexin Certified Public Accountants LLP, an audit firm, and Zheshang Securities Co., Ltd., an independent financial advisor which provides continuous supervision, had issued special explanation and audit opinion, respectively, and were of the view that Haier Finance Company had established a relatively complete and reasonable internal control system, closely complied with the “Management Measures on Corporate Group Finance Company” promulgated by the China Banking and Insurance Regulatory Commission, maintained a gearing ratio in compliance with the requirement of Section 34 of the Measures. During the reporting period, there was no material deficiency in the risk control system. During the reporting period, there was no risk issue in relation to the connected deposits, loans and other financial business between the Company and Haier Finance Company.

For details, please refer to the 2021 Risk Assessment Report on Haier Group Finance Co., Ltd. of Haier Smart Home Co., Ltd., Special Explanation on Deposits and Loans and Other Financing Business in Connected Transactions with Financial Companies of Haier Smart Home Co., Ltd. issued by Hexin Certified Public Accountants LLP, and Examination Opinion of Zheshang Securities Co., Ltd. on Relevant Matters in relation to the Execution of the Financial Service Framework Agreement by Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement.

10. **Resolution on the Anticipated Provision of Guarantees for its Subsidiaries in 2022 of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

For details, please refer to the Announcement on the Anticipated Provision of Guarantees for its Subsidiaries in 2022 of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement (Announcement no.: Lin 2022-014).

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

11. Resolution on Conduct of Foreign Exchange Fund Derivatives Business of Haier Smart Home Co., Ltd. (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

For details, please refer to the Announcement on Conduct of Foreign Exchange Fund Derivatives Business of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement (Announcement no.: Lin 2022-015).

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

12. Resolution on the 2021 Special Report Regarding the Deposit and Actual Use of Raised Funds of Haier Smart Home Co., Ltd. (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

For details, please refer to the 2021 Special Report Regarding the Deposit and Actual Use of Raised Funds of the Board of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement, the 2021 Special Audit Report Regarding the Deposit and Actual Use of Raised Funds of Haier Smart Home Co., Ltd. issued by Hexin Certified Public Accountants LLP and the Special Inspection Report from China International Capital Corporation Limited Regarding the Deposit and Actual Use of Raised Funds of Haier Smart Home Co., Ltd. in 2021.

13. Resolution on Adjustment of Allowances of Directors of Haier Smart Home Co., Ltd. (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In light of the contribution from each Director to corporate governance and the development of the Company, with reference to the level of allowances of directors of major listed companies in the A Share and H Share markets and industry peers, and considering the current business development of the Company, it is contemplated that the Director's allowance shall be adjusted from RMB260,000 before tax per year to RMB320,000 before tax per year. The travelling expenses for attending the meetings of the Board and general meetings and expenses necessary for performing their duties pursuant to the Articles shall be reimbursed by the Company according to the actual expenses.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

14. 2021 Report on Environmental, Social and Governance of Haier Smart Home Co., Ltd.
(Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

For details, please refer to the 2021 Report on Environmental, Social and Governance of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement.

15. Resolution on Contemplated Registration and Issuance of Debt Financing Instruments of Haier Smart Home Co., Ltd. (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In order to expand the financing channels of the Company, improve finance structure, enhance the liquidity management capability of the Company, and satisfy the fund requirement for strategic development of the Company, the Company intends to apply to the National Association of Financial Market Institutional Investors for the registration of debt financial instruments of no more than RMB15 billion (inclusive) in aggregate. Among which, the scale of ultra-short term financial notes to be registered shall not exceed RMB5 billion (inclusive) and mid term notes to be registered and issued shall not exceed RMB10 billion (inclusive). At the same time, the Board of the Company proposes to the general meeting to authorize the Board and its delegates to determine, in sole discretion within the scope of authorization by the general meeting, all specific matters related to the issuance of debt financing instruments.

For details, please refer to the Announcement on Contemplated Registration and Issuance of Debt Financing Instruments of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement (Announcement no.: Lin 2022-016).

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

16. Resolution on the Proposal to the General Meeting to Grant a General Mandate to the Board of Directors on Additional Issuance of A Shares of Haier Smart Home Co., Ltd.
(Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In order to meet the Company's strategic development and operating requirement, in accordance with relevant requirements of the Company Law, and the Articles and on the prerequisite of complying with the A Share regulatory rules, the Board of Directors intends to propose at the general meeting to generally and unconditionally authorize the Board to re-delegate the Chairman and its authorized persons to determine to allot, issue and deal with the A Shares of up to 20% of the number of the A Shares in issue of the Company, or securities, share options, warrants which may be converted into such Shares or the similar rights which could subscribe for the A Shares of the Company (hereinafter referred to as the "**Similar Rights**", and the above-mentioned authorization is hereinafter referred to as the "**General Mandate**"). According to the requirement of relevant laws and regulations in the PRC, notwithstanding the grant of a general mandate, the issuance of A Shares or securities convertible into A Shares by a company is subject to approval at a general meeting. The specific authorization is as follows:

- (I) To generally and unconditionally authorize the Board to re-delegate the Chairman and its authorized persons to determine to allot, issue and deal with the A Shares or Similar Rights, and to determine the terms and conditions for allotment, issuance and disposal of new Shares or issue Similar Rights, including but not limited to:
 - 1. Class and number of new Shares to be issued;
 - 2. Pricing mechanism and/or issue price of the new Shares (including price range);
 - 3. The starting and closing dates of such issue, etc.
- (II) The number of the A Shares (excluding the Shares issued by way of the conversion of public reserve into share capital) to be allotted, issued and dealt with (whether pursuant to a share option or otherwise) determined by the Board or the Chairman and its authorized persons in accordance with the General Mandate referred to in the first paragraph above shall not exceed 20% of the number of the A Shares in issue of the Company at the time when this resolution is considered and passed at the general meeting of the Company.

The issue price of A Shares to be allotted, issued and dealt with, whether pursuant to a share option or otherwise, determined by the Board or the Chairman and its authorized persons pursuant to the general mandate mentioned above shall not represent a discount, if any, of more than 10% to the base price of the securities.

- (III) To authorize the Board or the Chairman and its authorized persons to obtain approvals from all relevant government departments and/or regulatory authorities (if applicable) in accordance with the applicable laws to exercise the General Mandate.
- (IV) To authorize the Board or the Chairman and its authorized persons to approve, execute, modify and do or procure to execute and do, all such documents, deeds and things as it may consider related to the allotment, issuance and disposal of any new Shares under the abovementioned General Mandate, handle the necessary procedures and take other necessary actions.
- (V) Where the Board or the Chairman and its authorized persons have, during the effective period of the General Mandate, determined to allot, issue and deal with the A Shares or Similar Rights, and the Company also has, during the effective period of the General Mandate, obtained the relevant approval, permission from, or registration (if applicable) with the regulatory authorities, the Board of the Company or the Chairman and its authorized persons may, during the effective period of such approval, permission or registration, complete the relevant allotment, issuance and disposal and other works.
- (VI) To authorize the Board or the Chairman and its authorized persons, after the completion of allocation and issuance of the new Shares, to increase the registered capital of the Company and make appropriate and necessary amendments to the Articles of the Company in accordance with the way, type and number of the allotment and issuance of new Shares of the Company and the actual shareholding structure of the Company upon completion of the allotment and issuance of new Shares.
- (VII) The effective period of the General Mandate shall be from the date of passing of this resolution by the general meeting to the following date, whichever is earlier:
 - 1. The date of the conclusion of the 2022 annual general meeting of the Company;
 - 2. At the time of passing a resolution at any general meeting to revoke or vary the mandate under this resolution.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

17. Resolution on the Proposal to the General Meeting to Grant a General Mandate to the Board of Directors on Additional Issuance of H Shares of Haier Smart Home Co., Ltd.
(Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In order to meet the Company's strategic development and operating requirement, in accordance with relevant requirements of the Company Law, the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, and the Articles and on the prerequisite of complying with the H Share regulatory rules, the Board of Directors intends to propose at the general meeting to generally and unconditionally authorize the Board to re-delegate the Chairman and its authorized persons to determine to allot, issue and deal with the H Shares of up to 20% of the number of the H Shares in issue of the Company, or securities, share options, warrants which may be converted into such Shares or the similar rights which could subscribe for the H Shares of the Company (hereinafter referred to as the "**Similar Rights**", and the above-mentioned authorization is hereinafter referred to as the "**General Mandate**"). The specific authorization is as follows:

- (I) To generally and unconditionally authorize the Board to re-delegate the Chairman and its authorized persons to determine to allot, issue and deal with the H Shares or Similar Rights, and to determine the terms and conditions for allotment, issuance and disposal of new Shares or issue Similar Rights, including but not limited to:
 - 1. Class and number of new Shares to be issued;
 - 2. Pricing mechanism and/or issue price of the new Shares (including price range);
 - 3. The starting and closing dates of such issue, etc.
- (II) The number of the H Shares (excluding the Shares issued by way of the conversion of public reserve into share capital) to be allotted, issued and dealt with (whether pursuant to a share option or otherwise) determined by the Board or the Chairman and its authorized persons in accordance with the General Mandate referred to above shall not exceed 20% of the number of the H Shares in issue of the Company at the time when this resolution is considered and passed at the general meeting of the Company.

The issue price of H Shares to be allotted, issued and dealt with, whether pursuant to a share option or otherwise, determined by the Board or the Chairman and its authorized persons pursuant to the general mandate mentioned above shall not represent a discount, if any, of more than 10% to the base price of the securities, instead of the 20% set out in the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

- (III) To authorize the Board or the Chairman and its authorized persons to obtain approvals from all relevant government departments and/or regulatory authorities (if applicable) in accordance with the applicable laws to exercise the General Mandate.
- (IV) To authorize the Board or the Chairman and its authorized persons to approve, execute, modify and do or procure to execute and do, all such documents, deeds and things as it may consider related to the allotment, issuance and disposal of any new Shares under the abovementioned General Mandate, handle the necessary procedures and take other necessary actions.
- (V) Where the Board or the Chairman and its authorized persons have, during the effective period of the General Mandate, determined to allot, issue and deal with the H Shares or Similar Rights, and the Company also has, during the effective period of the General Mandate, obtained the relevant approval, permission from, or registration (if applicable) with the regulatory authorities, the Board of the Company or the Chairman and its authorized persons may, during the effective period of such approval, permission or registration, complete the relevant allotment, issuance and disposal and other works.
- (VI) To authorize the Board or the Chairman and its authorized persons, after the completion of allocation and issuance of the new Shares, to increase the registered capital of the Company and make appropriate and necessary amendments to the Articles of the Company in accordance with the way, type and number of the allotment and issuance of new Shares of the Company and the actual shareholding structure of the Company upon completion of the allotment and issuance of new Shares.
- (VII) The effective period of the General Mandate shall be from the date of passing of this resolution by the general meeting to the following date, whichever is earlier:
 - 1. The date of the conclusion of the 2022 annual general meeting of the Company;
 - 2. At the time of passing a resolution at any general meeting to revoke or vary the mandate under this resolution.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

18. Resolution on the Proposal to the General Meeting to Grant a General Mandate to the Board of Directors on Additional Issuance of D Shares of Haier Smart Home Co., Ltd.
(Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In order to meet the Company's strategic development and operating requirement, in accordance with relevant requirements of the Company Law, the Listing Rules of the Frankfurt Stock Exchange, the Market Abuse Regulation of the European Union (the "EU") and relevant requirements on securities issuance and transaction of the EU, and the Articles and on the prerequisite of complying with the D Share regulatory rules, the Board intends to propose at the general meeting to generally and unconditionally authorize the Board to re-delegate the Chairman and its authorized persons to determine to allot, issue and deal with the D Shares of up to 10% of the number of the D Shares in issue of the Company, or securities, share options, warrants which may be converted into such Shares or the similar rights which could subscribe for the D Shares of the Company (hereinafter referred to as the "Similar Rights", and the above-mentioned authorization is hereinafter referred to as the "**General Mandate**"). The specific authorization is as follows:

- (I) To generally and unconditionally authorize the Board to re-delegate the Chairman and its authorized persons to determine to allot, issue and deal with the D Shares or Similar Rights, and to determine the terms and conditions for allotment, issuance and disposal of new Shares or issue Similar Rights, including but not limited to:
 - 1. Class and number of new Shares to be issued;
 - 2. Pricing mechanism and/or issue price of the new Shares (including price range);
 - 3. The starting and closing dates of such issue, etc.
- (II) The number of the D Shares (excluding the Shares issued by way of the conversion of public reserve into share capital) to be allotted, issued and dealt with (whether pursuant to a share option or otherwise) determined by the Board or the Chairman and its authorized persons in accordance with the General Mandate referred to above shall not exceed 10% of the number of the D Shares in issue of the Company at the time when this resolution is considered and passed at the general meeting of the Company.

The issue price of D Shares to be allotted, issued and dealt with, whether pursuant to a share option or otherwise, determined by the Board or the Chairman and its authorized persons pursuant to the general mandate mentioned above shall not represent a discount, if any, of more than 10% to the base price of the securities.

- (III) To authorize the Board or the Chairman and its authorized persons to obtain approvals from all relevant government departments and/or regulatory authorities (if applicable) in accordance with the applicable laws to exercise the General Mandate.
- (IV) To authorize the Board or the Chairman and its authorized persons to approve, execute, modify and do or procure to execute and do, all such documents, deeds and things as it may consider related to the allotment, issuance and disposal of any new Shares under the abovementioned General Mandate, handle the necessary procedures and take other necessary actions.
- (V) Where the Board or the Chairman and its authorized persons have, during the effective period of the General Mandate, determined to allot, issue and deal with the D Shares or Similar Rights, and the Company also has, during the effective period of the General Mandate, obtained the relevant approval, permission from, or registration (if applicable) with the regulatory authorities, the Board of the Company or the Chairman and its authorized persons may, during the effective period of such approval, permission or registration, complete the relevant allotment, issuance and disposal and other works.
- (VI) To authorize the Board or the Chairman and its authorized persons, after the completion of allocation and issuance of the new Shares, to increase the registered capital of the Company and make appropriate and necessary amendments to the Articles of the Company in accordance with the way, type and number of the allotment and issuance of new Shares of the Company and the actual shareholding structure of the Company upon completion of the allotment and issuance of new Shares.
- (VII) The effective period of the General Mandate shall be from the date of passing of this resolution by the general meeting to the following date, whichever is earlier:
 - 1. The date of the conclusion of the 2022 annual general meeting of the Company;
 - 2. At the time of passing a resolution at any general meeting to revoke or vary the mandate under this resolution.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

19. Resolution on the Plan to Repurchase Certain Public Shares of A Shares of Haier Smart Home Co., Ltd. (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In accordance with laws and regulations such as the Company Law of the People's Republic of China, the Securities Law, and the Guidelines of the Shanghai Stock Exchange for Self-governance of Listed Companies No. 7 — Share Repurchase, and the requirement of the Articles, based on the confidence on the future development prospect of the Company and the high recognition of the value of the Company, considering the operating condition of the Company, future prospect of the primary business, financial condition of the Company, future profitability and other factors, the Company intends to utilize RMB1.5 billion to RMB3.0 billion of self-owned funds to repurchase certain public A shares through centralized bidding trading for the implementation of the employee share ownership plan or equity incentives of the Company, thereby further improving the governance structure of the Company, establishing a long-term incentive and restriction mechanism through shareholding by the management team, ensuring the achievement of the long-term operating objectives of the Company, promoting alignment of interests of all shareholders and profit sharing, and increasing the overall value of the Company.

To ensure the smooth implementation of this plan to repurchase shares, the Board authorizes the Company's management to handle in sole discretion matters related to the share repurchase. The content and scope of authorization include but are not limited to:

- (1) To set up a special securities account for repurchase and other related matters;
- (2) To select an opportunity to repurchase the shares within the period of repurchase, including the specific time, price, quantity of repurchase, etc.;
- (3) To adjust the specific scheme of implementation according to relevant regulations and the requirements of the regulatory authorities and deal with the other matters related to share repurchase;
- (4) To prepare, modify, supplement, sign, submit, report and execute all agreements, contracts and documents arising from the process of the repurchase of certain public shares, and conduct relevant reporting;
- (5) In accordance with relevant regulations, to deal with other matters not listed above but necessary for this share repurchase. The above authorization shall be valid from the date on which the Board considered and approved this repurchase plan to the date on which the mentioned authorized matters are completed.

The independent directors have expressed their independent opinion on this resolution.

For details, please refer to the Announcement on the Plan to Repurchase Certain Public Shares of A Shares of Haier Smart Home Co., Ltd. disclosed and dated the same as this announcement (Announcement no.: Lin 2022-017).

20. Resolution on the Proposal to the General Meeting to Grant a General Mandate to the Board of Directors on the Repurchase of no more than 10% of the total H Shares issued of Haier Smart Home Co., Ltd. (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In order to meet the Company's strategic development and operating requirement, in accordance with relevant requirements of the Company Law, the Securities Law, the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, and the Articles, considering the current operating condition, financial condition and future development prospect of the Company, the Board intends to propose to the general meeting and class meeting to grant a general mandate to the Board on the repurchase of certain H shares issued. The specific authorization is as follows:

- (I) To approve the exercise by the Board during the valid term of the general mandate of powers of the Company to repurchase H shares issued and listed on the Hong Kong Stock Exchange, subject to and in accordance with all applicable laws, regulations and/or requirements of the competent authority or regulatory body of securities in the PRC, the Hong Kong Stock Exchange and the Shanghai Stock Exchange, and other laws, regulations and relevant requirements applicable to the Company;
- (II) To authorize the Board to repurchase pursuant to the approval mentioned above during the valid term of the general mandate no more than 10% of the total H Shares of the Company in issue as at the date of the passing of this resolution at the general meeting, the A Shareholders' Class Meeting, the D Shareholders' Class Meeting and the H Shareholders' Class Meeting, respectively;

The general mandate for the repurchase of H Shares mentioned above will be effective upon the approval of this resolution by the general meeting and each of the Class Meetings and until the earlier of:

- 1. the conclusion of the 2022 annual general meeting of the Company;
- 2. the date on which the mandate referred in this resolution is revoked or varied by resolution at any general meeting of the Company.

Meanwhile, the Board proposes to authorize the Board or the Chairman and its authorized persons at the general meeting to take all actions, and sign, complete and submit all documents as it reasonably considers necessary to give effect to the mandate mentioned in this resolution, including but not limited to:

1. Formulate and implement the specific repurchase plans, including but not limited to repurchase price and number of repurchased shares, and determine the time and duration of repurchase;
2. Notify creditors and issue announcements in accordance with the requirements of the relevant laws and regulations such as the Company Law, normative documents and the Articles, if necessary;
3. Open overseas share accounts and carry out the related changes of foreign exchange registration procedures, if necessary;
4. Carry out the relevant approval and filing procedures as required by regulatory authorities and the stock exchanges in the place where the shares of the Company are listed, if necessary;
5. Carry out, execute and implement all such documents, do all such acts and things or take any steps as they consider desirable, necessary or expedient in connection with and to give effect to the repurchase of shares in accordance with the requirements of relevant laws and regulations and the listing rules of the stock exchanges in the place where the shares of the Company are listed;
6. Carry out the cancellation procedures for repurchased shares, reduce the registered capital, and make amendments to the Articles in relation to the relevant provisions such as the total share capital and shareholding structure of the Company, and carry out the relevant statutory registrations and filings procedures at home and abroad;
7. Execute and handle other documents and matters related to the repurchase of shares.

This resolution shall be submitted to the 2021 Annual General Meeting, 2022 1st A/D/H Shareholders' Class Meeting for consideration and approval.

21. Resolution on the Proposal to the General Meeting to Grant a General Mandate to the Board of Directors on the Repurchase of no more than 10% of the total D Shares issued of Haier Smart Home Co., Ltd. (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In order to meet the Company's strategic development and operating requirement, in accordance with relevant requirements of the Company Law, the Securities Law, the Market Abuse Regulation of EU, the relevant EU regulations on the issuance and trading of securities (hereafter, the **"Relevant Listing Requirements"**) and the Articles, considering the current operating condition, financial condition and future development prospect of the Company, the Board intends to propose to the general meeting and class meeting to grant a general mandate to the Board on the repurchase of certain D shares issued. The specific authorization is as follows:

- (I) To approve the repurchase by the Board during the valid term of the general mandate of certain D shares issued and listed on the Frankfurt Stock Exchange, subject to and in accordance with relevant requirements at the place of listing of the competent authority or regulatory body of securities in the PRC;
- (II) To authorize the Board to repurchase pursuant to the approval mentioned above during the valid term of the general mandate no more than 10% of the total D Shares of the Company in issue as at the date of the passing of this resolution at the general meeting, the A Shareholders' Class Meeting, the D Shareholders' Class Meeting and the D Shareholders' Class Meeting, respectively;

The general mandate for the repurchase of D Shares mentioned above will be effective upon the approval of this resolution by the general meeting and each of the Class Meetings and until the earlier of:

- 1. the conclusion of the 2022 annual general meeting of the Company;
- 2. the date on which the mandate referred in this resolution is revoked or varied by resolution at any general meeting of the Company.

Meanwhile, the Board proposes to authorize the Board or the Chairman and its authorized persons at the general meeting to take all actions, and sign, complete and submit all documents as it reasonably considers necessary to give effect to the mandate mentioned in this resolution, including but not limited to:

- 1. Formulate and implement the specific repurchase plans, including but not limited to repurchase price and number of repurchased shares, and determine the time and duration of repurchase;

2. Notify creditors and issue announcements in accordance with the requirements of the relevant laws and regulations such as the Company Law of the People's Republic of China, normative documents and the Articles, if necessary;
3. Open overseas share accounts and carry out the related changes of foreign exchange registration procedures, if necessary;
4. Carry out the relevant approval and filing procedures as required by regulatory authorities and the stock exchanges in the place where the shares of the Company are listed, if necessary;
5. Carry out, execute and implement all such documents, do all such acts and things or take any steps as they consider desirable, necessary or expedient in connection with and to give effect to the repurchase of shares in accordance with the requirements of relevant laws and regulations and the listing rules of the stock exchanges in the place where the shares of the Company are listed;
6. Carry out the cancellation procedures for repurchased shares, reduce the registered capital, and make amendments which it deems appropriate to the Articles of the Company to reflect the relevant provisions such as the total share capital and shareholding structure of the Company, and carry out the relevant statutory registrations and filings procedures at home and abroad;
7. Execute and handle other documents and matters related to the repurchase of shares.

This resolution shall be submitted to the 2021 Annual General Meeting, 2022 1st A/D/H Shareholders' Class Meeting for consideration and approval.

22. Resolution on Amendment of the Articles of Association of Haier Smart Home Co., Ltd. (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

In order to further improve corporate governance, promote compliant practice and sound operation of the Company, pursuant to the related requirements of relevant laws, regulations and regulatory documents such as the Company Law of the People's Republic of China, the Securities Law, the Guidelines for Articles of Association of Listed Companies, Rules Governing the Listing of Securities of the Shanghai Stock Exchange, Guidelines of the Shanghai Stock Exchange for Self-governance of Listed Companies No. 1 — Standard Operation, Guidelines of the Shanghai Stock Exchange for Self-governance of Listed Companies No.5 — Transaction and Connected Transaction, and considering the actual condition of the Company, the Company proposes to amend the Articles.

For details, please refer to the Announcement on Amendment of the Articles of Association of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement (Announcement no.: Lin 2022-018).

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 23. Resolution on Amendment of the Rules of Procedure of General Meeting of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

Pursuant to the related requirements of laws and regulations, and considering the amendments to the Articles, the Company proposes to amend the Rules of Procedure of General Meeting of Haier Smart Home Co., Ltd.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 24. Resolution on Amendment of the Rules of Procedure of the Board of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

Pursuant to the related requirements of laws and regulations, and considering the amendments to the Articles, the Company proposes to amend the Rules of Procedure of the Board of Haier Smart Home Co., Ltd.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 25. Resolution on Amendment of the Investment Management System of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

Pursuant to the related requirements of laws and regulations, and considering the amendments to the Articles, the Company proposes to amend the Investment Management System of Haier Smart Home Co., Ltd.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 26. Resolution on Amendment of the Raised Fund Management Measures of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

Pursuant to the related requirements of laws and regulations, the Company proposes to amend the Raised Fund Management Measures of Haier Smart Home Co., Ltd.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 27. Resolution on Amendment of the Fair Decision-making System for Connected Transactions of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

Pursuant to the related requirements of laws and regulations, the Company proposes to amend the Fair Decision-making System for Connected Transactions of Haier Smart Home Co., Ltd.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 28. Resolution on Amendment of the Independent Director System of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

Pursuant to the related requirements of laws and regulations, the Company proposes to amend the Independent Director System of Haier Smart Home Co., Ltd.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 29. Resolution on Amendment of the External Guarantee Management System of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

Pursuant to the related requirements of laws and regulations, the Company proposes to amend the External Guarantee Management System of Haier Smart Home Co., Ltd.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 30. Resolution on Amendment of the Management System on Foreign Exchange Derivatives Trading Business of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

Pursuant to the related requirements of laws and regulations, the Company proposes to amend the Management System on Foreign Exchange Derivatives Trading Business of Haier Smart Home Co., Ltd.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 31. Resolution on Amendment of the Management System on Entrusted Wealth Management of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

Pursuant to the related requirements of laws and regulations, the Company proposes to amend the Management System on Entrusted Wealth Management of Haier Smart Home Co., Ltd.

This resolution shall be submitted to the 2021 Annual General Meeting for consideration and approval.

- 32. Resolution on Amendment of Registration System of Person with Inside Information, Investor Relation Management System, etc., of Haier Smart Home Co., Ltd.** (Voting results: 11 affirmative votes, 0 dissenting vote and 0 vote abstaining from voting)

Pursuant to the related requirements of laws and regulations, the Company proposes to amend systems such as the Registration System of Person with Inside Information of Haier Smart Home Co., Ltd.. Details on the amendments of the Implementation Rules of the Audit Committee of the Board of Haier Smart Home Co., Ltd., Implementation Rules of the Remuneration and Assessment Committee of the Board of Haier Smart Home Co., Ltd. and Implementation Rules of the Nomination Committee of the Board of Haier Smart Home Co., Ltd. are set out in Appendix 1, Appendix 2 and Appendix 3 of the announcement, respectively. For details, please refer to the full text of each amended system disclosed and dated the same as this announcement.

33. Resolution on Convening the 2021 Annual General Meeting, 2022 1st A/D/H Shareholders' Class Meeting of Haier Smart Home Co., Ltd.

The Company proposes to convene the 2021 Annual General Meeting, 2022 1st A/D/H Shareholders' Class Meeting (four meetings convened in succession) at 14:00, 28 June 2022 to consider relevant resolutions approved on this Board meeting and to be submitted to the Shareholders' meeting.

For details, please refer to Notice on Convening the 2021 Annual General Meeting, 2022 1st A Shareholders' Class Meeting of Haier Smart Home Co., Ltd. published on the website of the Shanghai Stock Exchange dated the same as this announcement (Announcement no.: Lin 2022-019), and the recent circular on the 2021 Annual General Meeting separately dispatched to the D Shareholders and H Shareholders by the Company on its foreign information disclosure platform (information disclosure platform in Germany (<https://www.dgap.de/>) and the website of the Hong Kong Stock Exchange (<https://www.hkexnews.hk>)), the German Federal Gazette and the website of the Company (<http://smart-home.haier.com/en/ggyxw/>).

By order of the Board
Haier Smart Home Co., Ltd.*
LIANG Haishan
Chairman

Qingdao, the PRC
30 March 2022

As at the date of this announcement, the executive Directors of the Company are Mr. LIANG Haishan, Mr. LI Huagang and Mr. XIE Juzhi; the non-executive Directors are Mr. WU Changqi, Mr. LIN Sui, Mr. YU Hon To, David and Ms. Eva LI Kam Fun; and the independent non-executive Directors are Mr. CHIEN Da-Chun, Mr. WONG Hak Kun, Mr. LI Shipeng and Mr. WU Qi.

* For identification purpose only

**APPENDIX 1: AMENDMENT OF THE IMPLEMENTATION RULES OF THE
AUDIT COMMITTEE OF THE BOARD OF HAIER SMART HOME
CO., LTD.**

No.	Original provisions	Amended provisions	Basis or reason of amendment
1	<p>Article 1 In order to strengthen the decision-making function of the Board, audit in advance, audit professionally, ensure effective supervision over the senior management by the Board, and perfect its corporate governance structure, the Company has set up the Audit Committee under the Board and formulated the implementation rules in accordance with the Company Law of the People’s Republic of China, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the “Hong Kong Listing Rules”), the Code of Corporate Governance for Listed Companies, the Guidelines of the Shanghai Stock Exchange for the Operation of the Audit Committee of the Board of Listed Companies (《上海證券交易所上市公司董事會審計委員會運作指引》), the Articles of Association of Haier Smart Home Co., Ltd. (hereinafter referred to as the “Articles of Association”) and other relevant requirements.</p>	<p>Article 1 In order to strengthen the decision-making function of the Board, audit in advance, audit professionally, ensure effective supervision over the senior management by the Board, and perfect its corporate governance structure, the Company has set up the Audit Committee under the Board and formulated the implementation rules in accordance with the Company Law of the People’s Republic of China, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the “Hong Kong Listing Rules”), the Code of Corporate Governance for Listed Companies, the Guidelines of the Shanghai Stock Exchange for the Operation of the Audit Committee of the Board of Listed Companies (《上海證券交易所上市公司董事會審計委員會運作指引》)the Guidelines of the Shanghai Stock Exchange for Self-governance of Listed Companies No. 1 — Standard Operation (《上海證券交易所上市公司自律監管指引第1號 — 規範運作》), the Articles of Association of Haier Smart Home Co., Ltd. (hereinafter referred to as the “Articles of Association”) and other relevant requirements.</p>	<p>The original “Operation Guideline of the Shanghai Stock Exchange for Audit Committee of Board of Directors of Listed Company” was abolished on 7 January 2022 and was replaced by the “Guidelines of the Shanghai Stock Exchange for Self-governance of Listed Companies No. 1 — Standard Operation (《上海證券交易所上市公司自律監管指引第1號 — 規範運作》)”.</p>

No.	Original provisions	Amended provisions	Basis or reason of amendment
2	Article 4 The Audit Committee shall consist of five to seven directors, all of whom shall be non-executive directors, with independent directors as the majority. At least one of the independent directors among the Committee members shall be an accounting professional or a person with appropriate accounting or relevant financial management expertise as required under the Hong Kong Listing Rules (hereinafter referred to as “Professional Accountants”). A former partner of the external existing auditing firm of the Company should be prohibited from acting as a member of the Audit Committee for a period of two years from the date of his ceasing to be the partner of the firm or to have any financial interest in the firm (whichever is later).	Article 4 The Audit Committee shall consist of five three to seven five directors, all of whom shall be non-executive directors, with independent directors as the majority. At least one of the independent directors among the Committee members shall be an accounting professional or a person with appropriate professional qualification, or accounting or relevant financial management expertise as required under the Hong Kong Listing Rules (hereinafter referred to as “Professional Accountants”). A former partner of the external existing auditing firm of the Company should be prohibited from acting as a member of the Audit Committee for a period of two years from the date of his ceasing to be the partner of the firm or to have any financial interest in the firm (whichever is later).	Adjusted in accordance with the actual situation; the amendment is based on Rule 3.10 of the Hong Kong Listing Rules and based on the explanation of frequent questions of the Hong Kong Stock Exchange, it also refers to professional accounting qualification.
3	Article 6 The Audit Committee shall have a chairman (convener) who shall be an independent director and shall be responsible for.....	Article 6 The Audit Committee shall have a chairman (convener) who shall be an accounting professional or an independent director and shall be responsible for.....	“Guidelines of the Shanghai Stock Exchange for Self-governance of Listed Companies No. 1 — Standard Operation” 2.2.5

No.	Original provisions	Amended provisions	Basis or reason of amendment
4	<p>Article 9 The primary responsibilities and authorities of the Audit Committee include:.....</p> <p>(I) to supervise and assess the external audit works, to propose the engagement, re-appoint, remove or replacement of the external auditing firms, and to make recommendations on the remuneration and employment terms of the external auditing firms, and to deal with any issues related to the resignation or dismissal of the auditing firms;</p> <p>(II) to formulate and implement policy on engaging an external auditor to supply non-audit services. The Audit Committee should report to the Board and make recommendations on any matters where action or improvement is needed;</p> <p>(III) to review and supervise whether the external auditing firms are independent and objective and whether the audit procedures are effective according to applicable standards; the Audit Committee shall discuss the nature and scope of audit and related reporting responsibilities with the external auditing firms before they start their audit works;</p> <p>(IV) to supervise and assess the external audit works, and to be responsible for the coordination between internal and external auditing;</p> <p>(VI) to review the financial information of the Company and its disclosures;</p> <p>(VIII) to review the issuer's financial control and the Company's internal control system and to conduct audit on the material related-party transactions;</p> <p>(XVII) to handle other matters as required by laws, regulations and listing rules of the place where the Company's securities are listed and as authorized by the Board of the Company.</p>	<p>Article 9 The primary responsibilities and authorities of the Audit Committee include:</p> <p>(I) to supervise and assess the external audit works, to propose the engagement, re-appoint, remove or replacement of the external auditing firms, and to make recommendations on the remuneration and employment terms of the external auditing firms, and to deal with any issues related to the resignation or dismissal of the auditing firms;</p> <p>(II) to formulate and implement policy on engaging an external auditor to supply non-audit services. The Audit Committee should report to the Board and make recommendations on any matters where action or improvement is needed;</p> <p>(III) to review and supervise whether the external auditing firms are independent and objective and whether the audit procedures are effective according to applicable standards; the Audit Committee shall discuss the nature and scope of audit and related reporting responsibilities with the external auditing firms before they start their audit works;</p> <p>(IV) to supervise and assess the external audit works, and to be responsible for the coordination between internal and external auditing the management, internal auditor and relevant departments, and the external auditor;</p> <p>(VI) to review the financial information of the Company and its disclosures and review the financial report of the Company and express its opinion thereon;.....</p> <p>(VIII) to review the issuer's Company's financial control and the Company's internal control system and to conduct audit on the material related-party transactions;</p> <p>(XVII) to monitor the actual management and utilization of funds raised on an ongoing basis;</p> <p>(XVIII) to handle other matters as required by laws, regulations and listing rules of the place where the Company's securities are listed and as authorized by the Board of the Company.</p>	<p>“Guidelines of the Shanghai Stock Exchange for Self-governance of Listed Companies No. 1 — Standard Operation” 2.2.8, 2.2.10, 6.3.27; statement improvements</p>

No.	Original provisions	Amended provisions	Basis or reason of amendment
5	Article 11 The Audit Committee shall be accountable to the Board and submit proposals to the Board for consideration and approval. The Audit Committee shall cooperate with the Board of Supervisors to supervise audit activities.	Article 11 The Audit Committee shall be accountable to the Board and submit proposals to the Board for consideration and approval. The Audit Committee shall put forward its deliberation opinions to the Board in respect of matters within the scope of its terms of reference. The Company shall disclose matters in relation to opinions not adopted by the Board with proper explanation and reason. The Audit Committee shall cooperate with the Board of Supervisors to supervise audit activities.	“Guidelines of the Shanghai Stock Exchange for Self-governance of Listed Companies No. 1 — Standard Operation” 2.2.12

No.	Original provisions	Amended provisions	Basis or reason of amendment
6	Newly added	<p>Article 12 Unless otherwise specified in laws and regulations, the Audit Committee of the Board shall supervise the internal audit department to review the following matters, prepare a review report and submit it to the Board at least once every half year. The Audit Committee shall timely report to the Shanghai Stock Exchange any non-compliant or non-standard operation as it identified:</p> <p>(1) implementation of significant matters including use of raised proceeds, provision of guarantees, connected transactions, securities investment and derivative transaction, financial assistance, purchase or sale of assets and external investment; and</p> <p>(2) large-value transactions of the Company and the transactions with Directors, supervisors, senior management members, controlling shareholder and de facto controller and their respective associates.</p> <p>The Audit Committee shall issue assessment opinions in writing in respect of the effectiveness of the internal control of the Company based on the internal audit report and relevant information submitted by the internal audit department, and report to the Board. In the event that the Board or the Audit Committee considers that there is a material weakness or material risk in the internal control of the Company, or that the sponsor or audit firm identifies a material weakness in respect of the effectiveness of the internal control of the Company, the Board shall report to the Shanghai Stock Exchange and make disclosure in a timely manner. The Company shall disclose in an announcement the material weakness or material risk identified in the internal control, consequences which have been or may be caused, as well as measures which have been or are intended to be taken.</p>	<p>“Guidelines of the Shanghai Stock Exchange for Self-governance of Listed Companies No. 1 — Standard Operation” 5.12</p>

No.	Original provisions	Amended provisions	Basis or reason of amendment
7	<p>Article 14 Meetings of the Audit Committee are classified into regular meetings and extraordinary meetings. Regular meetings shall be held at least four times a year. The extraordinary meeting would be proposed by the member of the Audit Committee. The Audit Committee shall hold separated communication meeting with the external auditing firms, at least annually, in the absence of management, to discuss matters relating to its audit fees, any issues arising from the audit and any other matters the external auditors may raise. The notice of the regular meeting of the Audit Committee shall be made at least ten days in advance while the notice of the temporary meeting of the Audit Committee shall be made two days before the meeting; however, the temporary meeting held under special or emergency circumstances may be exempted from the above notification time limit. The meeting of Audit Committee shall be presided over by the chairman of the Audit Committee. When the chairman is unable to attend the meeting, he/she may appoint the vice chairman or another member of the Audit Committee (an independent director) to preside over the meeting on his/her behalf.</p>	<p>Article 145 Meetings of the Audit Committee are classified into regular meetings and extraordinary meetings. Regular meetings shall be held at least four times a year. The extraordinary meeting would be proposed by the member of the Audit Committee. The Audit Committee shall hold separated communication meeting with the external auditing firms, at least annually, in the absence of management, to discuss matters relating to its audit fees, any issues arising from the audit and any other matters the external auditors may raise. The notice of the regular meeting of the Audit Committee shall be made at least ten days in advance while the notice of the temporary meeting of the Audit Committee shall be made two days before the meeting; however, the temporary meeting held under special or emergency circumstances may be exempted from the above notification time limit. The meeting of Audit Committee shall be presided over by the chairman of the Audit Committee. When the chairman is unable to attend the meeting, he/she may appoint the vice chairman or another member of the Audit Committee (an independent director) to preside over the meeting on his/her behalf.</p>	Statement improvements
8	<p>Article 15 The meeting of Audit Committee may only be convened with the presence of more than two-third of the members. Each member has one vote. Resolutions of the Meeting shall only be passed by more than half of all the members of the Audit Committee voting in favor of such resolutions.</p>	<p>Article 156 The meeting of Audit Committee may only be convened with the presence of more than two-thirdone-half (inclusive) of the members. Each member has one vote. Resolutions of the Meeting shall only be passed by more than half of all the members of the Audit Committee voting in favor of such resolutions.</p>	Adjusted in accordance with the actual situation

No.	Original provisions	Amended provisions	Basis or reason of amendment
9	Article 19 The convening of the meeting of Audit Committee, its voting methods and the resolutions to be passed at such meeting must comply with the provisions of relevant laws, regulations, the Articles of Association and the implementation rules.	Article 1920 The convening of the meeting of Audit Committee, its voting methods and the resolutions to be passed at such meeting must comply with the provisions of relevant laws, regulations, the Articles of Association and the implementation rules.	Statement improvements
10	Amendments to the number of Articles	/	/

**APPENDIX 2: AMENDMENT OF THE IMPLEMENTATION RULES OF THE
REMUNERATION AND ASSESSMENT COMMITTEE OF THE
BOARD OF HAIER SMART HOME CO., LTD.**

No.	Original provisions	Amended provisions	Basis or reason of amendment
1	Article 4 The Remuneration and Appraisal Committee shall consist of five to seven directors with independent directors as the majority.	Article 4 The Remuneration and Appraisal Committee shall consist of five three to seven five directors with independent directors as the majority.	Flexible adjustment in accordance with the actual situation

**APPENDIX 3: AMENDMENT OF THE IMPLEMENTATION RULES OF THE
NOMINATION COMMITTEE OF THE BOARD OF HAIER SMART
HOME CO., LTD.**

No.	Original provisions	Amended provisions	Basis or reason of amendment
1	Article 3 The Nomination Committee shall comprise five to seven directors with independent directors as the majority.	Article 3 The Nomination Committee shall comprise five three to seven directors with independent directors as the majority.	Flexible adjustment in accordance with the actual situation