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## **Johnson Electric Holdings Limited**

*(Incorporated in Bermuda with limited liability)*

*(Stock Code: 179)*

### **INSIDE INFORMATION**

#### **FORMATION OF JOINT VENTURES IN THE PRC FOR HUMANOID ROBOTICS BUSINESS**

This announcement is made by Johnson Electric Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

#### **FORMATION OF JOINT VENTURES**

The board of directors of the Company (the “**Board**”) is pleased to announce that on 16 July 2025, JEA Limited, a wholly-owned subsidiary of the Company entered into two equity joint venture agreements (the “**JV Agreements**”) with Shanghai Mechanical & Electrical Industry Co., Ltd. (“**SMEIC**”) in relation to the formation of two equity joint ventures (the “**Joint Ventures**” and each the “**Joint Venture**”).

The first joint venture will be incorporated in Shanghai (the “**Shanghai JV**”), and will primarily serve as a sales channel for products manufactured by the second joint venture, as well as support business development, research and development, application engineering, and customer service for humanoid robotic solutions in the People’s Republic of China (“**PRC**”). JEA Limited will hold a 49% equity interest in the Shanghai JV, while SMEIC will hold the remaining 51% equity interest.

The second joint venture will be incorporated in Shenzhen (the “**Shenzhen JV**”), and will serve as the engineering design, research and development, and manufacturing base for humanoid robot hardware modules and hardware system integration solutions. JEA Limited will hold a 51% equity interest in the Shenzhen JV, while SMEIC will hold the remaining 49% equity interest.

Pursuant to the terms and conditions of the JV Agreements, the registered share capital of each Joint Venture is RMB75 million (equivalent to approximately US\$10.5 million). JEA Limited will contribute RMB36.75 million (equivalent to approximately US\$5.1 million) to the Shanghai JV and RMB38.25 million (equivalent to approximately US\$5.4 million) to the Shenzhen JV in cash respectively. SMEIC will contribute RMB38.25 million (equivalent to approximately US\$5.4 million) to the Shanghai JV and

RMB36.75 million (equivalent to approximately US\$5.1 million) to the Shenzhen JV in cash respectively. The Group's total investment amount in the Joint Ventures is RMB75 million (equivalent to approximately US\$10.5 million).

The two Joint Ventures are structured to complement one another - combining sales, business development and customer application support with product design, engineering, and manufacturing expertise. Together, they will enable the end-to-end delivery of high-performance humanoid robotic core components and subsystems to customers across the PRC.

The establishment of the Joint Ventures is subject to completion of the necessary registration and approval procedures with the relevant PRC authorities. Upon the establishment, the Shenzhen JV will become a non-wholly owned subsidiary of the Company and the Shanghai JV will become an associate of the Company.

## **REASONS FOR AND BENEFITS OF THE JOINT VENTURES**

The formation of the Joint Ventures is part of the Group's strategic initiative to expand into the fast-growing humanoid robotics sector. The Joint Ventures will respectively focus on product research and development, commercialization (sales and service), and manufacturing and assembly, enabling a vertically integrated approach to address the emerging demand for advanced robotic solutions for commercial, industrial, and consumer applications.

The Board considers that formation of the Joint Ventures represents a significant milestone in the Group's long-term strategy to expand its presence in the robotics sector and is in the interest of the Company and its shareholders as a whole.

The terms of the JV Agreements and the transactions contemplated thereunder are based on arm's length negotiations. The Directors consider that the JV Agreements are entered into in the ordinary and usual course of business of the Group and on normal commercial terms, and the terms of the JV Agreements are fair and reasonable and in the interests of the Company and its shareholders as a whole.

## **IMPLICATIONS UNDER THE LISTING RULES**

SMEIC is a leading PRC-based electromechanical equipment manufacturing company and is listed on the Shanghai Stock Exchange (A-share code: 600835 and B-share code: 900925).

SMEIC is a substantial shareholder of Shanghai Ri Yong-JEA Gate Electric Company Limited, which is an insignificant subsidiary of the Company under Rule 14A.09(1) of the Listing Rules. Therefore, SMEIC is not regarded as a connected person of the Company under the Listing Rules and the formation of the Joint Ventures contemplated under the JV Agreements does not constitute a connected transaction under Chapter 14A of the Listing Rules.

As all applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the JV Agreements are less than 5% based on the Group's investment amount, formation of the Joint Ventures contemplated under the JV Agreements does not constitute a notifiable transaction and is not subject to any reporting, announcement or shareholders' approval requirements under Chapter 14 of the Listing Rules.

**This announcement contains forward-looking statements regarding the Group's future business plans, including the formation of joint ventures. Such statements are based on current expectations and are subject to risks and uncertainties. Actual results may differ materially from those expressed or implied in such statements. Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.**

## **Board of Directors**

As of the date of this announcement, the Board of the Company comprises Patrick Shui-Chung WANG, Austin Jesse WANG being the Executive Directors and Yik-Chun WANG KOO, Wing-Yee Winnie WANG MAK, Peter Kin-Chung WANG being the Non-Executive Directors, and Catherine Annick Caroline BRADLEY, Michael John ENRIGHT, Michelle Mei-Shuen LOW, Patrick Blackwell PAUL, Christopher Dale PRATT and David Alan ROSENTHAL being the Independent Non-Executive Directors.

By Order of the Board  
**Johnson Electric Holdings Limited**  
**Lai-Chu CHENG**  
*Company Secretary*

Hong Kong, 16 July 2025

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