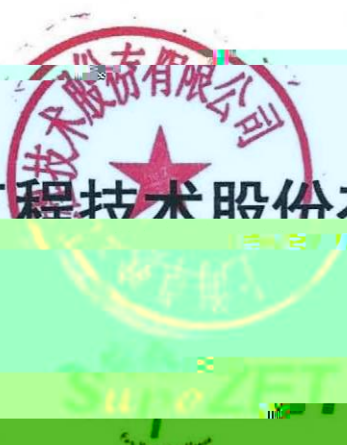


股票简称：卓然股份

股票代码：688121

上海卓然工程技术股份有限公司



安信证券股份有限公司



安信证券股份有限公司
Essence Securities Co., Ltd.

二〇二三年九月

41,252.80

13.57 /

3,040.00

30%

2022	293,572.03	24.74%
2021	7.30%	22.74%
	17,965.62	43.01%
	17,029.65	38.02%

		24,413.63	28,271.75	17,651.50
				14,126.99
-6,997.81	39,094.29		2020	2021

			1,591.97	35,158.23
127,100.81				
		79,272.19	34,107.23	145,365.85

			86.61%	70.37%	71.70%
--	--	--	--------	--------	--------

244,966.47	190,498.52		
	46.99%	37.62%	
1.21	1.46	1.27	

125,850.10	155,995.37
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2022

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[illegible]

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2022

		%
	202,666,667	100.00

	/			%	
1			60,000,000	29.61	60,000,000
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4					-
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6					
7					
8					
9					
10					
					60,000,000

6,000

29.61%

108.80

0.54%

1-1-15

6,108.80

30.14%

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1993 6 1997 5

1997 6 1998 7

1998 8 2003 5

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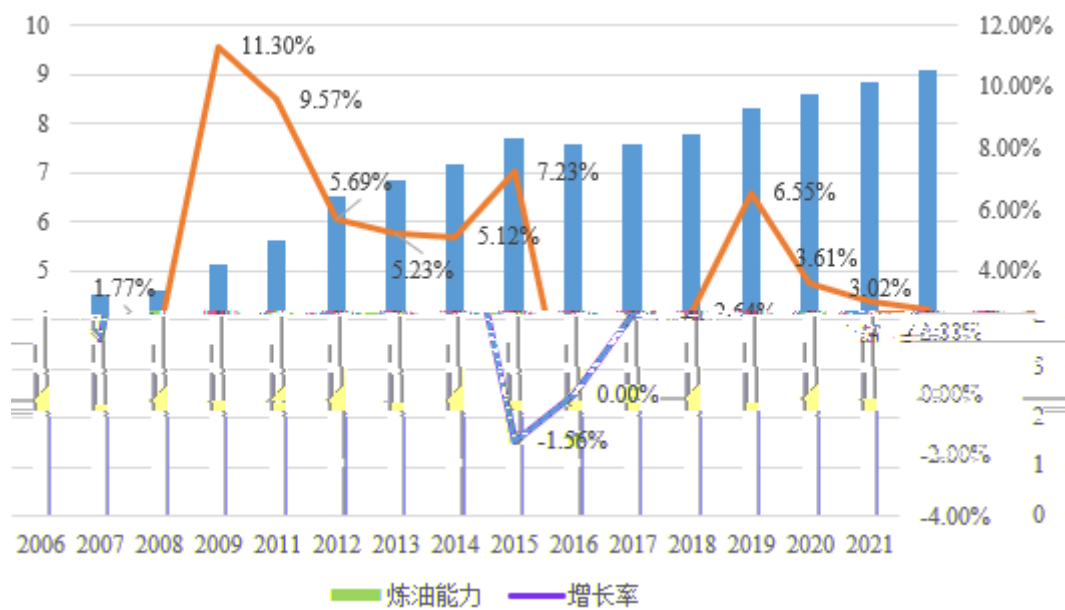
2

2022			
2022			2025
2021			
2021		2035	

2019		2019	DCS FCS
2018			40 4,000 600
2016		2016-2020	
2015		2015 30	
2015		2025	

21 2020 2021 2021 9.1 / 2022

2006-2021



2021

2020 2019 2020 6.57 2016~2020 5% 75.3% 71% 80% 2020 3.38 15.4% 0.8 45.6%

		2020		92		6.25		2019
6.09		2.6%						
2,200	/	220	/					
			60%			2020		
133		2.47						
	1.35					7,600	/	
2								
		1	1,000	/		2	500	/
		20%	1,000	/		500	/	
		15%				21%		

/

1,000 /

2022-2026

/

				2,000	2022	
				2,000	2024	
				1,500	2025	
				1,500	2025	
				1,100	2025	
				8,100	-	-

2022

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PVA	PVC			
75%				
		2005-2006	2009-2010	
	2017-2021			
			15%	2019
	2021		4,000	/

2015 407

3,832 /

2021

2022

4,000

2021-2025

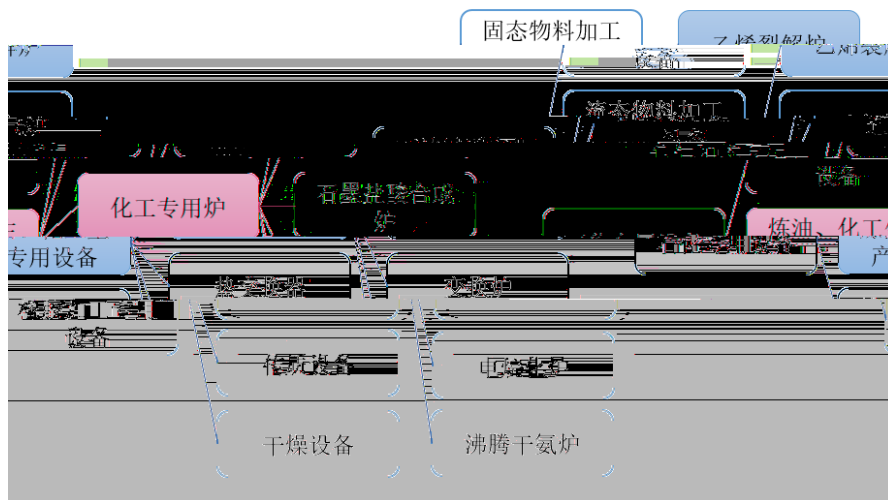
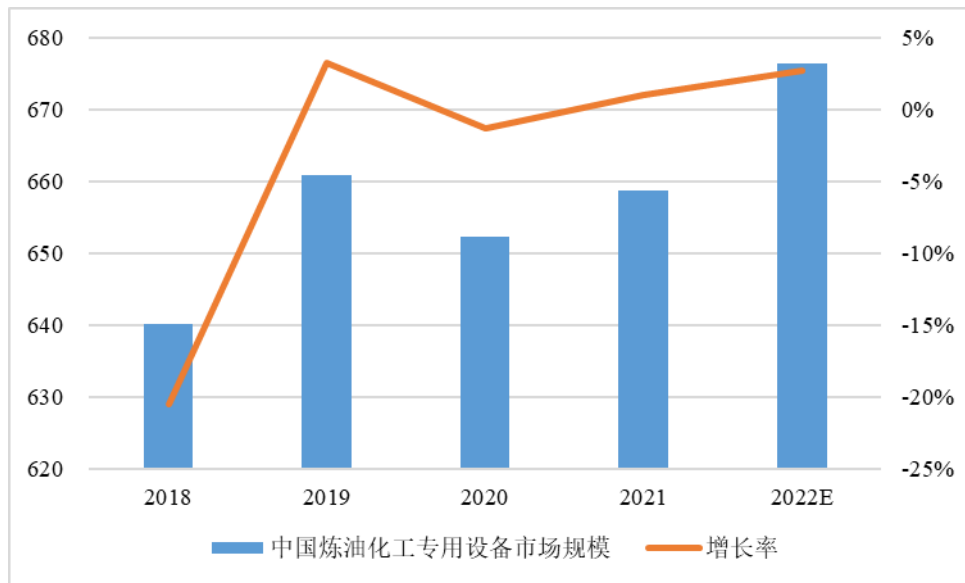
/

/					
				2021	140
				2021	125
				2021	110
				2021	100
				2021	80
				2021	60
				2021	60
				2021	30
	SK)			2021	30

Sl. No.	Particulars	Debit	Credit
1	By Balance b/d		
2	To Balance b/d		
3	By Balance b/d		
4	To Balance b/d		
5	By Balance b/d		
6	To Balance b/d		
7	By Balance b/d		
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99	By Balance b/d		
100	To Balance b/d		

2022

	SABIC				
				2025	300
				2025	120
				2025	120

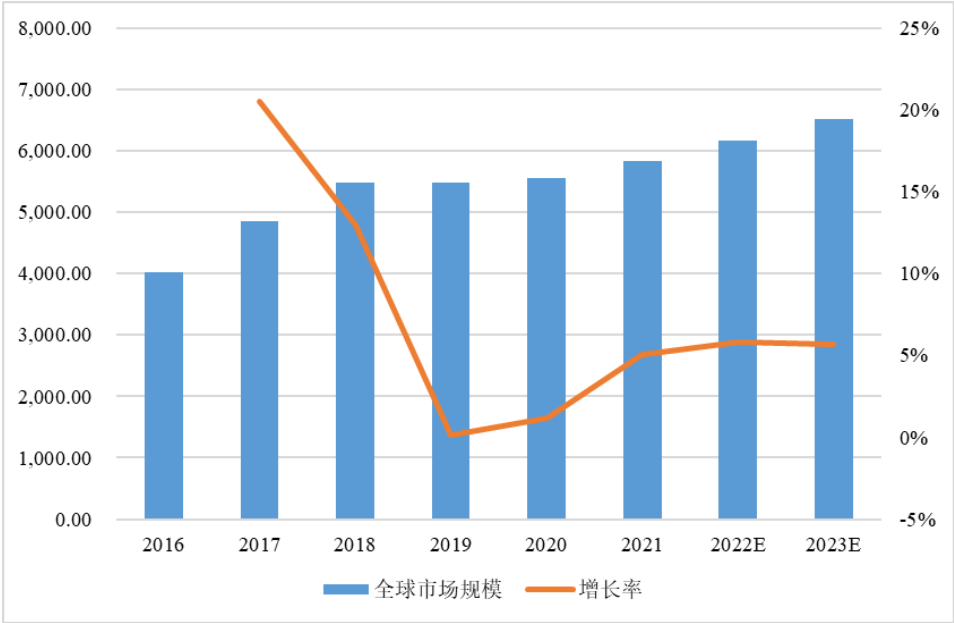


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C. Barnes & Co.		2016			
2016	4,025.80	2021	5,836.60		
7.71%	2022	2023			
6,176.40	6,526.10				

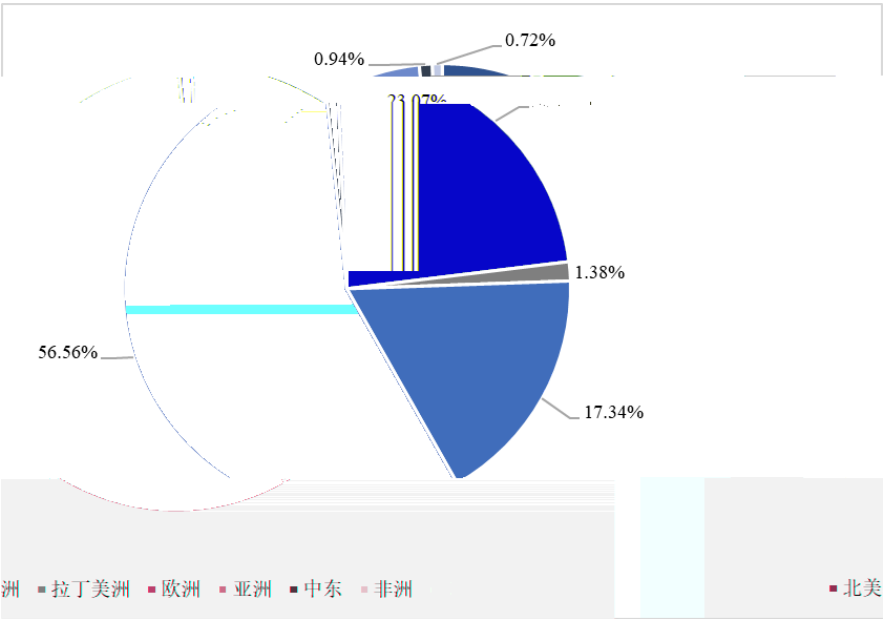
2016-2023



Barnes Reports

ABB

2023

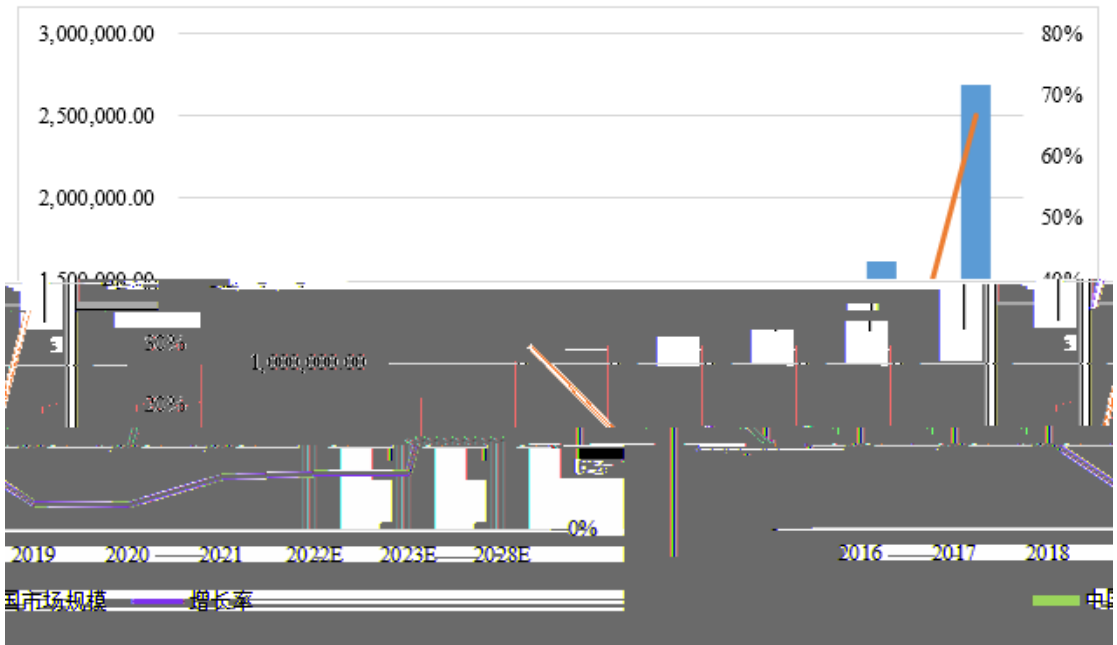


Barnes Reports

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2021		3,600	/	
2,000	/	1,600	/	500

2016-2028



Barnes Reports

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2012

101.92	58.27	43.65
14.63	2018	116.02
48.25	67.77	19.52
	63.52	16.92
		2020

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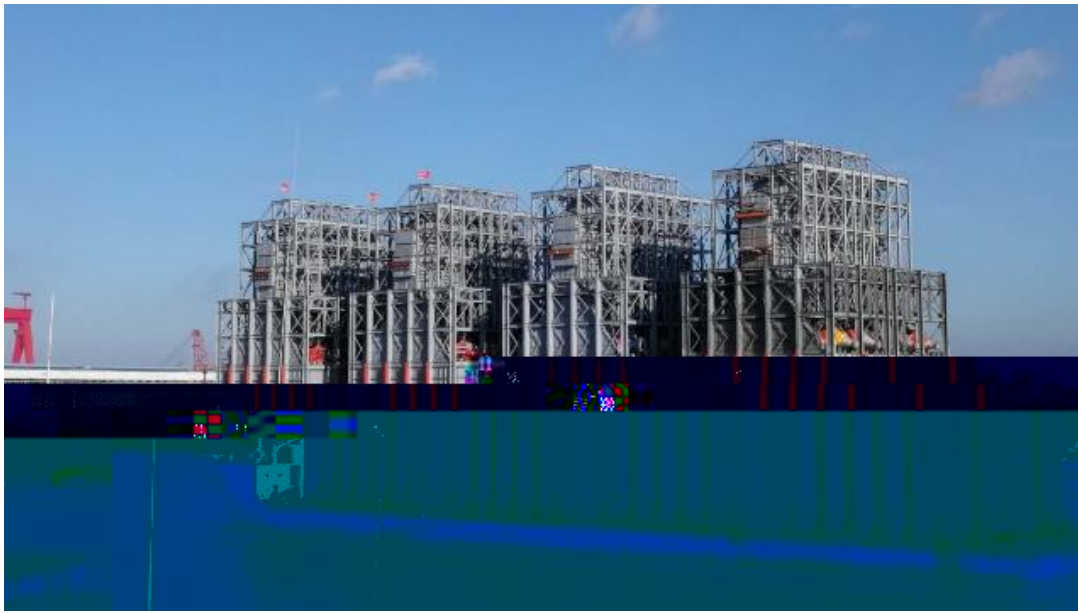
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20%

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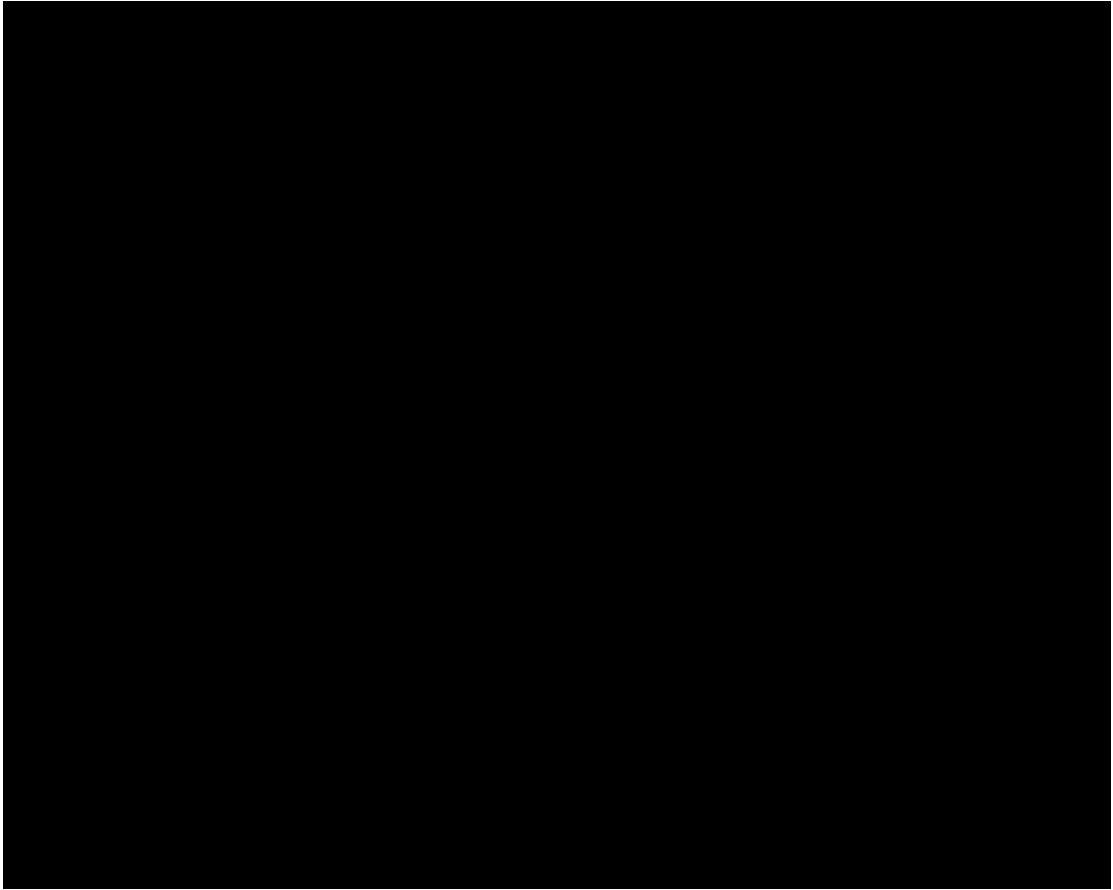
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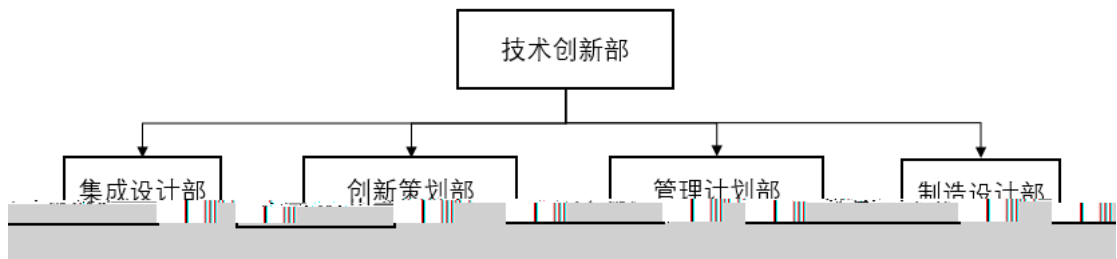




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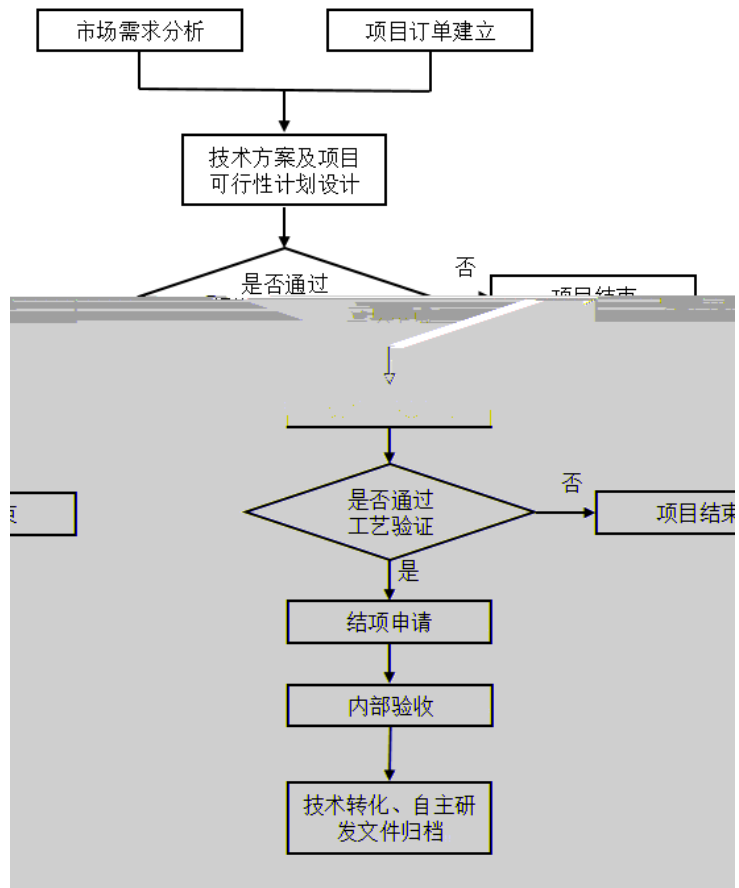
								%
			2022		2021		2020	
			-	-	9,374.77	2.40	185,941.69	68.17
			293,572.03	100.00	380,713.89	97.60	86,808.99	31.83
			293,572.03	100.00	390,088.66	100.00	272,750.68	100.00

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40%-50%

3/4 2019

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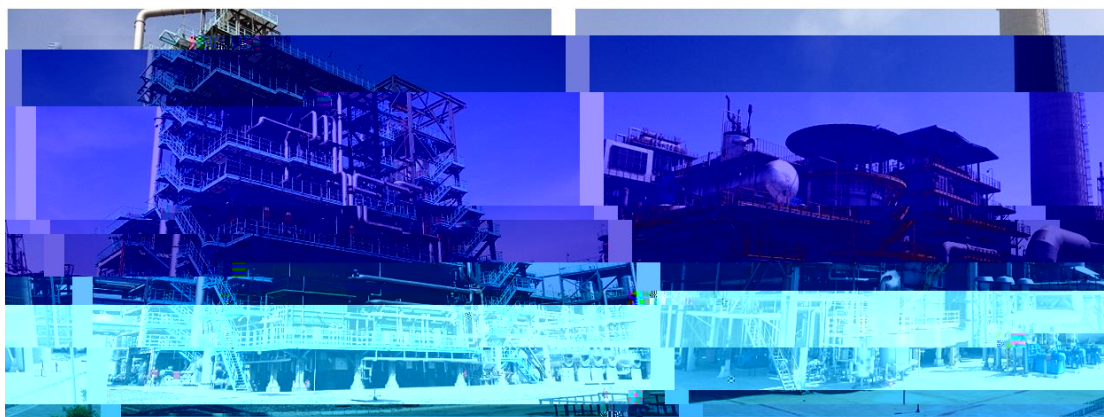
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CO

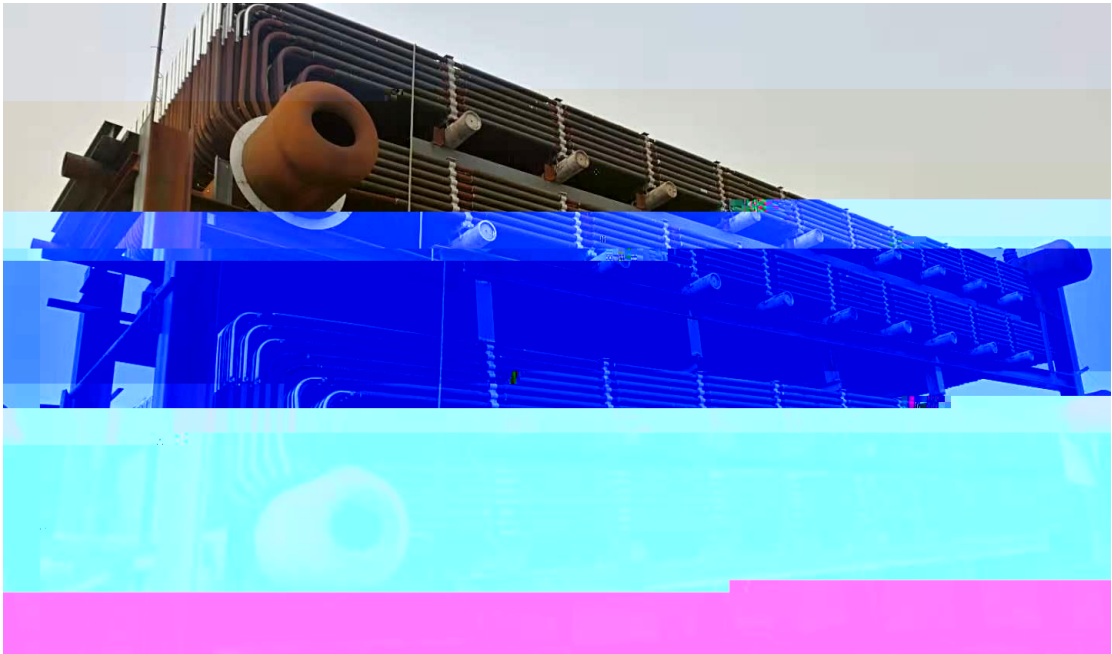


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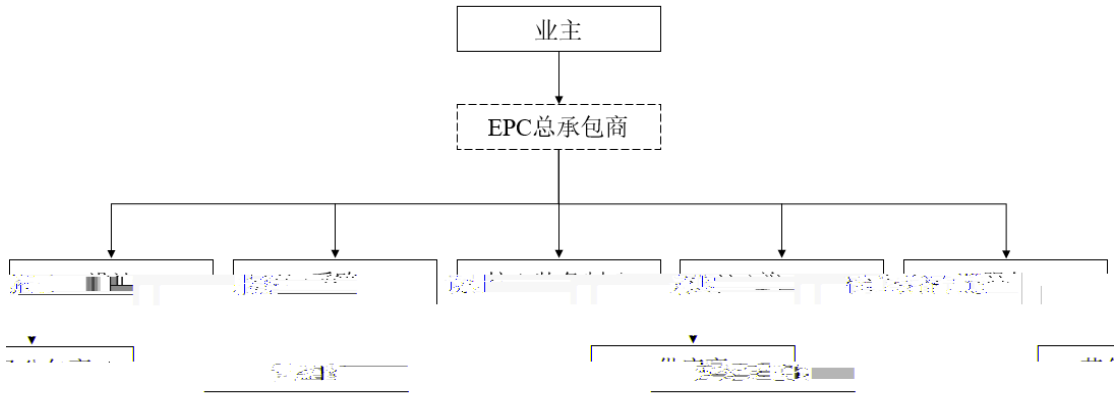


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2022		
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Response	Percentage
0	40%
2020	21%

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			2022	2021	2020
			564.85	1,138.97	1,565.62
	/ /		3,743.36	6.64	1,580.79
	/		4,308.21	1,145.61	3,146.41

2022 11 7

2022 5 7

29.61%

5

			/
	95.00%	3,000	

	97.50%	4,000	
Emsdom Limited	100.00%	100	Innovare Engineering Holding Limited
Innovare Engineering Holding Limited	100.00%	500	Innovare KTI-Fired Heaters Co., Ltd.
Innovare KTI-Fired Heaters Co., Ltd.	100.00%	224,971,500	

1 INNOVARE KTI

INNOVARE KTI

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INNOVARE KTI

INNOVARE 2016 6 15

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INNOVARE KTI

INNOVARE KTI

SK Energy SK GLOBAL CHEMICAL SK LUBRICANT GS

Caltex

INNOVARE KTI

JOHN ZINK ASIA-PACIFIC YUHANTECH

HANYANG INDUSTRY DAESHIN PLANT CONSTRUCTION

INNOVARE KTI

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2021 2 4

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3				1
			5%	
2				
4			1	50%
	50%		2	
50%	3			
5				
6				
2				Innovare
KTI-Fired Heaters Co., Ltd.				
	INNOVARE KTI			
				Innovare
KTI-Fired Heaters Co., Ltd.				
	2023		Innovare KTI-Fired Heaters	
Co., Ltd.	INNOVARE KTI			
	INNOVARE KTI			

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41,252.80

30%

41,252.80

20,266.6667

6,108.80

30.14%

2022 11 7

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41,252.80

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2018

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[2021]2498

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92,010.67

85,671.31

24,721.31

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2021 9 1

[2021]

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85,671.31											
--						2021			16,640.00		
--						2022			22,784.18		
											/
										%	
1			50,150.00	50,150.00		50,150.00	50,150.00				2024 3
2			10,800.00	10,800.00		10,800.00	10,800.00				2024 9
3			/	7,400.00	7,400.00	/	7,400.00	7,400.00	/	100.00	

4			/	15,527.92		/	15,527.92				2025 3
5			/	1,793.39	1,854.53	/	1,793.39	1,854.53	61.14 ¹	100.00	
				60,950.00	85,671.31		60,950.00	85,671.31		²	/

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2022 9 12

20,266.6667

6,108.80

30.14%

		252,007.45	361,980.63
279,463.18			92.37%
92.79%	95.19%		

2022		293,572.03		24.74%
	2021	7.30%	22.74%	
			17,965.62	43.01%
		17,029.65		38.02%

19.25% 18.51% 18.38%

		24,413.63	28,271.75	17,651.50
				14,126.99
-6,997.81	39,094.29		2020	2021

86.61% 70.37% 71.70%

	125,850.10	155,995.37
177,933.87		

2022

第六章 与本次发行相关的声明

一、发行人及全体董事、监事、高级管理人员声明

本公司不存在因本次发行而需要披露的承诺事项。

出 席

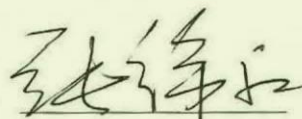


11-2

二、发行人控股股东声明

本人承诺本募集说明书内容真实、准确、完整，不存在虚假记载、误导性陈述或重大遗漏，按照诚信原则履行承诺，并承担相应的法律责任。

控股股东：


张锦红

上海卓然工程技术股份有限公司

2023年 9月 13日

三、发行人实际控制人声明

本人承诺本募集说明书内容真实、准确、完整，不存在虚假记载、误导性陈述或重大遗漏，按照诚信原则履行承诺，并承担相应的法律责任。

实际控制人：

21.4.12
张锦红

76312
张新市



2023年9月13日

四、保荐机构（主承销商）声明

（一）保荐机构及其保荐代表人声明

本公司已对上海卓然工程技术股份有限公司 2022 年度科创板向特定对象发行股票募集说明书进行了核查，确认上述募集说明书不存在虚假记载、误导性陈述或者重大遗漏，并对其真实性、准确性及完整性承担个别和连带的法律责任。

XX

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二

8

四、保荐机构（主承销商）声明

（一）保荐机构及其保荐代表人声明

本公司已对上海卓然工程技术股份有限公司2022年度科创板特定对象发行股票募集说明书进行了核查，确认本募集说明书内容真实、准确、完整，不存

10/10

2022.11.08



（二）保荐机构总经理声明

本人已认真阅读并审阅了南京卓然工程技术有限公司2022年度拟向特定对象发行股票募集说明书的全部内容，确认本募集说明书不存在虚假记载、误导性陈述或者重大遗漏，并对募集说明书真实性、准确性和完整性承担相应法律责任。

保荐机构总经理：

王连志

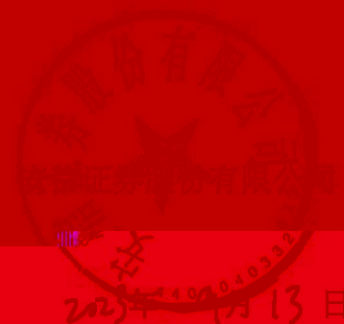


（三）保荐机构董事长声明

本人已认真阅读上海卓然工程技术股份有限公司2022年度科创板首次公开发行股票募集说明书的全部内容，确认本募集说明书不存在虚假记载、误导性陈述或者重大遗漏，并对募集说明书内容的真实性、准确性和完整性承担个别和连带的法律责任。

保荐机构董事长：

黄炎勋



五、发行人律师声明

本所及经办律师已阅读上海卓然工程技术股份有限公司 2022 年度向特定对象发行“A”股股票募集说明书，确认募集说明书内容与本所出具的法律意见书不存在矛盾。本所及经办律师对发行人在募集说明书中引用的法律意见书的内容无异议，确认募集说明书内容与本所出具的法律意见书不存在矛盾。



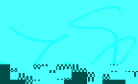
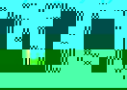
六、对本次发行承担审计业务的会计师事务所声明

本所及签字注册会计师已阅读招股说明书，确认招股说明书内容与本所出具
的审计报告（报告编号：京会师审字（2022）第01001号、京会师审字（2022）第
01002号、京会师审字（2022）第01003号）相符，不存在任何虚假记载、误导性陈述

本所及签字注册会计师已发表独立和公正的审计意见，不存在任何虚假记载、误导性陈述

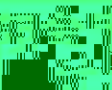
本所及签字注册会计师已发表独立和公正的审计意见，确认招股说明书不致因引用本
所也且的大体内容而构成虚假记载、误导性陈述或重大遗漏，并承担相应的法律
责任。

签字注册会计师：








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(7) 自本承诺出具日至公司本次发行 A 股股票实施完毕前,若中国证监会作出关于填补回报措施及其承诺的其他新的监管规定的,且上述承诺不能满足中国证监会该等规定时,本人承诺届时将按照中国证监会的最新规定出具补充承诺;

(8) 本人承诺切实履行本承诺,若违反该