
DEFINITIONS

In this Prospectus, unless the context otherwise requires, the following terms shall have the following meanings. Certain technical terms are explained in the section headed “Glossary of Technical Terms”.

“Accountant’s Report”	The Accountant’s Report for our Group for the Track Record Period, as included in Appendix I to this Prospectus
“affiliate(s)”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	the Accounting and Financial Reporting Council (會計及財務匯報局)
“Articles” or “Articles of Association”	the sixth amended and restated articles of association of the Company adopted by a special resolution of the shareholders of the Company on March 23, 2023 and effective from Listing, as amended from time to time, a summary of which is set out in “Summary of the Constitution of the Company and Cayman Islands Company Law” in Appendix III to this Prospectus
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Beijing Black Mirror”	Beijing Black Mirror Co., Ltd (北京黑鏡科技有限公司), a limited liability company established under the laws of the PRC on May 10, 2018, of which our Company holds approximately 10.2% equity interests as of the Latest Practicable Date
“Beijing WFOE”	Beijing Beisen Cloud Technology Co., Ltd. (北京北森雲科技有限公司), a limited liability company established under the laws of the PRC on May 30, 2018 and a wholly-owned subsidiary of our Company
“Beisen Asset”	Beijing Beisen Asset Management Co., Ltd. (北京北森資產管理有限公司), a limited liability company established in the PRC on August 26, 2015, which is owned as to 50% by Mr. Wang and 50% Mr. Ji and acts as the general partner of both Beisen Zongheng and Beisen Investment
“Beisen HK”	Beisen Holding HK Limited, a limited company incorporated in Hong Kong on April 10, 2018 and a wholly-owned subsidiary of our Company
“Beisen Investment”	Beijing Beisen Investment Management Center (Limited Partnership) (北京北森投資管理中心 (有限合夥)), a Registered Shareholder and a limited partnership established in the PRC on April 17, 2015, of which (i) Beisen Asset is the general partner, (ii) Mr. Wang and

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	Mr. Ji are the limited partners holding approximately 98.33% and 1.36% partnership interests respectively, and (iii) Mr. Wang and Mr. Ji are its ultimate beneficial owners
“Beisen Shengya”	Beisen Shengya (Beijing) Education Technology Co., Ltd. (北森生涯 (北京) 教育科技有限公司), a limited liability company established under the laws of the PRC on April 23, 2009, which ceased to be our wholly-owned subsidiary after the relevant share transfer completed on September 6, 2021, as detailed in “History, Reorganization and Corporate Structure—Disposal and Deregistration of Certain Subsidiaries—Beisen Shengya”
“Beisen Zongheng”	Beijing Beisen Zongheng Investment Management Center (Limited Partnership) (北京北森縱橫投資管理中心 (有限合夥)), a Registered Shareholder and a limited partnership established in the PRC on October 10, 2013, of which (i) Beisen Asset is the general partner, (ii) Mr. Wang and Mr. Ji are the limited partners holding approximately 64.07% and 35.92% partnership interests respectively, and (iii) Mr. Wang and Mr. Ji are its ultimate beneficial owners
“Board”	the board of Directors of our Company
“business day”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong or other relevant jurisdictions are generally open for normal banking business
“BVI”	the British Virgin Islands
“Capital Market Intermediaries” or “capital market intermediary(ies)” or “CMI(s)”	the capital market intermediaries participating in the Global Offering and has the meaning ascribed thereto under the Listing Rules
“Cayman Companies Act” or “Companies Act”	the Companies Act, Cap. 22 (Law 3 of 1961) of the Cayman Islands, as amended or supplemented or otherwise modified from time to time
“CAGR”	compound annual growth rate
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Clearing Participant”	a person admitted to participate in CCASS as a direct clearing participant or a general clearing participant

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“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS EIPO”	the application for the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS to be credited to your or a designated CCASS Participant’s stock account through causing HKSCC Nominees to apply on your behalf, including by (i) instructing your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give electronic application instructions via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf, or (ii) if you are an existing CCASS Investor Participant, giving electronic application instructions through the CCASS Internet System (https://ip.ccass.com) or through the CCASS Phone System (using the procedures in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time). HKSCC can also input electronic application instructions for CCASS Investor Participants through HKSCC’s Customer Service Center by completing an input request
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
“CCASS Participant”	a CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant
“Chengdu WFOE”	Beisen Cloud Computing Co., Ltd. (北森雲計算有限公司), a limited liability company established under the laws of the PRC on January 3, 2019 and a wholly-owned subsidiary of our Company
“China” or “PRC”	the People’s Republic of China, and for the purposes of this document only, except where the context requires otherwise, excluding Hong Kong, the Macao Special Administrative Region of the People’s Republic of China and Taiwan
“Co-founder(s)”	individually and collectively, Mr. Wang and Mr. Ji
“Co-manager”	Silverbricks Securities Company Limited
“Companies Ordinance”	Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

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“Company”, “our Company”, or “the Company”	Beisen Holding Limited, a company with limited liability incorporated in the Cayman Islands on April 6, 2018
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“Consolidated Affiliated Entity”	entity we control wholly through the Contractual Arrangements, namely Onshore Holdco, as detailed in the section headed “Contractual Arrangements”
“Contractual Arrangement(s)”	the series of contractual arrangements entered into among Beijing WFOE, Onshore Holdco, the Co-founders, and/ or the Registered Shareholders (as applicable), as detailed in the section headed “Contractual Arrangements”
“core connected person(s) ”	has the meaning ascribed thereto under the Listing Rules
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix 14 to the Listing Rules
“Director(s)”	the director(s) of our Company
“Employee Incentive Plan(s)”	individually or collectively, the Pre-IPO Share Option Plan and the RSU Plan
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the Government of Hong Kong
“Employee Shareholding Platform(s)”	Chunsen Holding Limited and Qiusen Holding Limited, each a limited liability companies incorporated under the laws of the BVI
“Global Offering”	the Hong Kong Public Offering and the International Offering
“Governmental Authority”	any governmental, regulatory, or administrative commission, board, body, authority, or agency, or any stock exchange, self-regulatory organization, or other non-governmental regulatory authority, or any court, judicial body, tribunal, or arbitrator, in each case whether national, central, federal, provincial, state, regional, municipal, local, domestic, foreign, or supranational
“ GREEN Application Form(s)” or “Application Form(s)”	the application form(s) to be completed by the White Form eIPO Service Provider designated by our Company, Computershare Hong Kong Investor Services Limited

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“Group”, “our Group”, “the Group”, “we”, “us”, “our”, or “Beisen”	the Company, its subsidiaries and the Consolidated Affiliated Entity from time to time, and where the context requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries and Consolidated Affiliated Entity, such subsidiaries and Consolidated Affiliated Entity as if they were subsidiaries and Consolidated Affiliated Entity of our Company at the relevant time
“Hangzhou Beisen”	Hangzhou Beisen Ceping Technology Co., Ltd. (杭州北森測評技術有限公司), a limited liability company established under the laws of the PRC on July 16, 2014 and which has already been deregistered in December 8, 2021, as detailed in the section headed “History, Reorganization and Corporate Structure—Disposal and Deregistration of Certain Subsidiaries—Hangzhou Beisen”
“HKSCC”	Hong Kong Securities Clearing Company Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“Hong Kong” or “Hong Kong SAR” or “HK”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong dollars” or “HK dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong Offer Shares”	the 804,400 Shares initially being offered for subscription in the Hong Kong Public Offering (subject to reallocation as described in the section headed “Structure of the Global Offering” in this Prospectus)
“Hong Kong Public Offering”	the offer of the Hong Kong Offer Shares for subscription by the public in Hong Kong at the Public Offer Price (plus brokerage of 1%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.00565% and the AFRC Transaction Levy of 0.00015%) on the terms and subject to the conditions described in this Prospectus, as further described in the section headed “Structure of the Global Offering—The Hong Kong Public Offering”
“Hong Kong Share Registrar”	Computershare Hong Kong Investor Services Limited
“Hong Kong Takeovers Code” or “Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time

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“Hong Kong Underwriters”	the underwriters of the Hong Kong Public Offering as listed in the section headed “Underwriting—Hong Kong Underwriters”
“Hong Kong Underwriting Agreement”	the Hong Kong underwriting agreement, dated March 29, 2023, relating to the Hong Kong Public Offering, entered into by, among others, our Company, the Joint Sponsors, the Overall Coordinators, the Joint Global Coordinators and the Hong Kong Underwriters, as further described in the section headed “Underwriting—Underwriting Arrangements and Expenses—Hong Kong Public Offering—Hong Kong Underwriting Agreement”
“IFRS”	International Financial Reporting Standards, as issued from time to time by the International Accounting Standards Board
“Independent Third Party(ies)”	a person or entity which, to the best of our Directors’ knowledge, information, and belief having made all reasonable enquiries, is not a connected person of our Group within the meaning of the Listing Rules
“International Offer Shares”	the 7,239,600 Shares being initially offered for subscription under the International Offering together, where relevant, with any additional Shares that may be allotted and issued by our Company, pursuant to any exercise of the Over-allotment Option, subject to adjustment and reallocation as described in the section headed “Structure of the Global Offering”
“International Offering”	the conditional placing of the International Offer Shares at the Offer Price outside the United States in offshore transactions in accordance with Regulation S and in the United States to QIBs only in reliance on Rule 144A or any other available exemption from the registration requirement under the U.S. Securities Act, as further described in the section headed “Structure of the Global Offering”
“International Underwriters”	the underwriters of the International Offering
“International Underwriting Agreement”	the international underwriting agreement relating to the International Offering and expected to be entered into by, among others, our Company, the Overall Coordinators, the Joint Global Coordinators and the International Underwriters on or about April 4, 2023, as further described in the section headed “Underwriting—Underwriting Arrangements and Expenses—International Offering”

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“Joint Bookrunners”	Morgan Stanley Asia Limited, China International Capital Corporation Hong Kong Securities Limited, Futu Securities International (Hong Kong) Limited and Tiger Brokers (HK) Global Limited
“Joint Global Coordinators”	Morgan Stanley Asia Limited and China International Capital Corporation Hong Kong Securities Limited
“Joint Lead Managers”	Morgan Stanley Asia Limited and China International Capital Corporation Hong Kong Securities Limited
“Joint Sponsors” and “Sponsor-overall Coordinators”	Morgan Stanley Asia Limited and China International Capital Corporation Hong Kong Securities Limited
“Latest Practicable Date”	March 21, 2023, being the latest practicable date for ascertaining certain information in this document before its publication
“Laws”	all laws, statutes, legislation, ordinances, rules, regulations, guidelines, opinions, notices, circulars, orders, judgments, decrees, or rulings of any Governmental Authority (including, without limitation, the Stock Exchange and the SFC) of all relevant jurisdictions
“Listing”	the listing of the Shares on the Main Board of the Stock Exchange
“Listing Committee”	the Listing Committee of the Stock Exchange
“Listing Date”	the date, expected to be on or about Thursday, April 13, 2023, on which the Shares are listed and on which dealings in the Shares are first permitted to take place on the Stock Exchange
“Listing Rules” or “Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Memorandum” or “Memorandum of Association”	the sixth amended and restated memorandum of association of the Company adopted by a special resolution of the shareholders of the Company on March 23, 2023 and effective from Listing, as amended from time to time, a summary of which is set out in “Summary of the Constitution of the Company and Cayman Islands Company Law” in Appendix III to this Prospectus

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“MIIT”	Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部) (formerly known as the Ministry of Information Industry)
“Mr. He”	Mr. He Jiabo (賀佳波), a connected person of our Company, who served as the executive Director and the president of our Company and as a director, chief operating officer and president of the Onshore Holdco, and resigned from such positions with effect from November 30, 2022
“Mr. Ji”	Mr. Ji Weiguo (紀偉國), the Co-founder, executive Director and chief executive officer of our Company
“Ms. Liu”	Ms. Liu Xianna (劉憲娜), the executive Director and chief financial officer of our Company
“Mr. Wang”	Mr. Wang Zhaohui (王朝暉), the Co-founder, chairman of the Board and executive Director of our Company
“Mr. Zhang”	Mr. Zhang Qinghua (張慶化), a former director and former chief technology officer of our Onshore Holdco
“Ms. Zhou”	Ms. Zhou Dan (周丹), an employee of our Company and spouse of Mr. Wang and a connected person of our Company
“MOF”	the Ministry of Finance of the PRC (中華人民共和國財政部)
“MOFCOM”	the Ministry of Commerce of the PRC (中華人民共和國商務部)
“NDRC”	National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“NEEQ”	the National Equities Exchange and Quotations, a national securities trading market in the PRC for trading the shares of public companies that are not listed on either the Shenzhen or Shanghai stock exchange
“Nomination Committee”	the nomination committee of the Board
“Offer Price”	HK\$29.70 per Offer Share (exclusive of brokerage, SFC transaction levy, Stock Exchange trading fee and the AFRC Transaction Levy)
“Offer Share(s)”	the Hong Kong Offer Shares and the International Offer Shares together, where relevant, with any additional Shares to be issued by our Company pursuant to the exercise of the Over-allotment Option

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“Offshore AIC Parties”	Mr. Wang, Mr. Ji, Zhaosen, Weisen and Senyan
“Onshore Holdco”	Beijing Beisen Cloud Computing Co., Ltd. (北京北森雲計算股份有限公司), a company established under the laws of the PRC on May 17, 2005 and the Consolidated Affiliated Entity of our Company
“Over-allotment Option”	the option expected to be granted by the Company to the International Underwriters, exercisable by the Overall Coordinators and the Joint Global Coordinators (for themselves and on behalf of the International Underwriters) for up to 30 days from the day following the last day for the lodging of applications under the Hong Kong Public Offering, to require our Company to allot and issue up to 1,206,600 additional Shares (representing in aggregate 15% of the initial Offer Shares) to the International Underwriters to cover over-allocations in the International Offering, if any, details of which are described in the section headed “Structure of the Global Offering—Over-allotment Option”
“Overall Coordinators”	the overall coordinators as named in the section headed “Directors and Parties Involved in the Global Offering”
“PBOC”	the People’s Bank of China
“PRC Legal Advisor”	Han Kun Law Offices, our legal advisor on PRC law
“Pre-IPO Investment(s)”	the investment(s) in our Company undertaken by the Pre-IPO Investors prior to the Global Offering, as detailed in the section headed “History, Reorganization and Corporate Structure—Pre-IPO Investments”
“Pre-IPO Investor(s)”	the investors set out in the section headed “History, Reorganization and Corporate Structure—Pre-IPO Investments”
“Pre-IPO Share Option Plan”	the Pre-IPO share option plan of our Company adopted by the Board on July 15, 2019, and amended on April 23, 2020, September 26, 2021 and December 31, 2021, the principal terms of which are set out in the section headed Appendix IV “Statutory and General Information—D. Pre-IPO Share Option Plan”
“Preferred Shares”	the Series A Preferred Shares, the Series B Preferred Shares, the Series B-1 Preferred Shares, the Series C Preferred Shares, the Series D Preferred Shares, the Series E Preferred Shares and the Series F Preferred Shares details of which are described in the section headed “History, Reorganization and Corporate Structure—Pre-IPO Investments”

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“Prospectus”	this Prospectus being issued in connection with the Hong Kong Public Offering
“Qingdao Beisen”	Qingdao Beisen Cloud Computing Co., Ltd. (青島北森雲計算有限公司), a limited liability company established under the laws of the PRC on March 28, 2016 which has already been deregistered in December 23, 2021, as detailed in the section headed “History, Reorganization and Corporate Structure—Disposal and Deregistration of Certain Subsidiaries—Qingdao Beisen”
“Qualified IPO”	A public offering of Shares with valuation thresholds as stipulated by the Company’s agreement with its Pre-IPO Investors (as amended from time to time or otherwise waived). The threshold applicable to the Global Offering is an offering with an implied pre-money valuation of US\$3 billion or more
“Registered Shareholders”	the registered shareholders of Onshore Holdco, namely Mr. Wang, Mr. Ji, Beijing Beisen Zongheng Investment Management Center (Limited Partnership) (北京北森縱橫投資管理中心(有限合夥)), Beijing Beisen Investment Management Center (Limited Partnership) (北京北森投資管理中心(有限合夥)), and Shenzhen Capital Group Co., Ltd. (深圳市創新投資集團有限公司), as detailed in the section headed “Contractual Arrangements”
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration Committee”	the remuneration committee of the Board
“Reorganization”	the reorganization arrangements undertaken by our Group in preparation for the Listing, as detailed in the section headed “History, Reorganization and Corporate Structure—Reorganization”
“RMB” or “Renminbi”	Renminbi, the lawful currency of China
“RSU(s)”	restricted share unit award(s) to be granted to participants under the RSU Plan
“RSU Plan”	the restricted share unit plan of our Company adopted by the Board on December 31, 2021, and subsequently amended by the Board on March 23, 2023, the principal terms of which are set out in the section headed Appendix IV “Statutory and General Information—E. RSU Plan”
“Ruizheng HR Management”	Beijing Ruizheng Human Resources Management & Consulting Co., Ltd. (北京睿正人才管理諮詢有限公司), a

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	limited liability company established under the laws of the PRC on October 12, 2009, which ceased to be our wholly-owned subsidiary after the relevant share transfer completed on July 20, 2020, as detailed in the section headed “History, Reorganization and Corporate Structure—Disposal and Deregistration of Certain Subsidiaries—Ruizheng HR Management”
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAIC”	the State Administration of Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局), which has now been merged into the SAMR
“SAMR”	the State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局)
“SAT”	State Administration of Taxation (國家稅務總局)
“SCNPC”	Standing Committee of National People’s Congress of the PRC (中華人民共和國全國人民代表大會常務委員會)
“SEC”	the U.S. Securities and Exchange Commission
“Sendou Shanghai”	Sendou Shanghai Technology Co., Ltd. (森豆(上海)科技有限公司), a limited liability company established under the laws of the PRC on July 10, 2019 and a wholly-owned subsidiary of our Company
“Senyan”	Senyan International L.P., a limited partnership incorporated under the laws of the BVI on July 16, 2019 with Xiasen Limited, which is wholly owned by Mr. Wang, acting as its general partner and controlling all of its voting rights, our employee shareholding platform, one of the Offshore AIC Parties and one of our Single Largest Group of Shareholders
“Sen Yun Technology”	Sen Yun (Tianjin) Technology Co., Ltd. (森雲(天津)科技有限公司), a limited liability company established under the laws of the PRC on May 25, 2017, which ceased to be our wholly-owned subsidiary after the relevant share transfer completed on July 19, 2018, as detailed in the section headed “History, Reorganization and Corporate Structure—Disposal and Deregistration of Certain Subsidiaries—Sen Yun Technology”
“SFC”	Securities and Futures Commission of Hong Kong

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“SFO” or “Securities and Futures Ordinance”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) in the share capital our Company, with a nominal value of US\$0.0001 each prior to the Share Subdivision or US\$0.00001 each upon the completion of the Share Subdivision
“Share Subdivision”	the subdivision of each share in the Company’s issued and unissued share capital with par value of US\$0.0001 each into 10 shares of the corresponding class with nominal value of US\$0.00001 each
“Shareholder(s)”	holder(s) of our Share(s)
“Single Largest Group of Shareholders”	the single largest group of Shareholders which comprise Mr. Wang, Mr. Ji, Zhaosen, Weisen, Senyan, Ms. Zhou, Huisen Holding Limited, Guosen Holding Limited, Sen Talent Holdings Limited, Sen Platform Holdings Limited, Ark Trust (Singapore) Ltd. and Xiasen Limited
“Stabilizing Manager”	Morgan Stanley Asia Limited
“State Council”	State Council of the PRC (中華人民共和國國務院)
“Stock Borrowing Agreement”	the stock borrowing agreement expected to be entered into between Zhaosen and the Stabilizing Manager, pursuant to which the Stabilizing Manager may borrow up to an aggregate of 1,206,600 Shares to cover any over-allocations in the International Offering
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary” or “subsidiaries”	has the meaning ascribed to it in section 15 of the Companies Ordinance
“substantial shareholder(s)”	has the meaning ascribed to it in the Listing Rules
“Track Record Period”	the four fiscal years ended March 31, 2022 and the six months ended September 30, 2022
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“Underwriters”	the Hong Kong Underwriters and the International Underwriters

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“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
“United States”, “U.S.” or “US”	United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US dollars”, “U.S. dollars”, “US\$” or “USD”	United States dollars, the lawful currency of the United States
“VAT”	value-added tax
“Weisen”	Weisen Holding Limited, one of our Single Largest Group of Shareholders, which is a company incorporated in the BVI on July 19, 2021 and indirectly controlled by Mr. Ji through his family trust where Mr. Wang served as the sole director
“WFOE(s)”	individually or collectively, Beijing WFOE and Chengdu WFOE
“ White Form eIPO ”	the application for Hong Kong Offer Shares to be issued in the applicant’s own name, submitted online through the designated website of the White Form eIPO Service Provider, at www.eipo.com.hk
“ White Form eIPO Service Provider”	Computershare Hong Kong Investor Services Limited
“Zhaosen”	Zhaosen Holding Limited, one of our Single Largest Group of Shareholders, which is a company incorporated in the BVI on July 9, 2021 and indirectly controlled by Mr. Wang through his family trust where Mr. Wang served as the sole director
“%”	per cent

In this Prospectus:

- *Unless otherwise expressly stated or the context otherwise requires, all data in this Prospectus is as of the date of this Prospectus.*
- *Unless otherwise specified, all references to any shareholdings in our Company assume that the Over-allotment Option has not been exercised.*
- *The English names of the PRC entities, PRC laws or regulations, and the PRC governmental authorities referred to in this Prospectus are translations from their Chinese names and are for identification purposes only. If there is any inconsistency, the Chinese names shall prevail.*