
WAIVER FROM STRICT COMPLIANCE WITH THE LISTING RULES

In preparation for the Listing, our Company has obtained the following waiver from strict compliance with the relevant provisions of the Listing Rules:

MANAGEMENT PRESENCE IN HONG KONG

Rule 8.12 of the Listing Rules provides that a new applicant applying for a primary listing on the Stock Exchange must have a sufficient management presence in Hong Kong, which normally means that at least two of its executive directors must be ordinarily resident in Hong Kong. The core business and operations of our Group are primarily located, managed and conducted in the PRC. We are headquartered and all of our assets are located in Guangdong province of the PRC. All of our executive Directors are ordinarily based in the PRC and our Company does not and, in the foreseeable future, will not have any management presence in Hong Kong for the purpose of satisfying the requirements under Rule 8.12 of the Listing Rules.

Accordingly, we have applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with Rule 8.12 of the Listing Rules on the following conditions:

- (i) we have appointed two authorised representatives, namely Mr. Li (our executive Director) and Ms. Law Kwok Wing (our company secretary who is ordinary resident in Hong Kong) pursuant to Rule 3.05 of the Listing Rules, who will act as our principal channel of communication with the Stock Exchange and ensure that our Group complies with the Listing Rules at all times. Although Mr. Li does not ordinarily reside in Hong Kong, he possesses or is eligible to apply for valid travel documents to visit Hong Kong and he has never been rejected for application for such travel documents. Each of our authorised representatives will be available to meet with the Stock Exchange in Hong Kong within a reasonable time frame upon the request of the Stock Exchange and will be readily contactable by telephone, facsimile and email. Each of our authorised representatives is authorised to communicate on behalf of our Company with the Stock Exchange. We will inform the Stock Exchange promptly in respect of any change in our authorised representatives or any of their contact details. Our Company has also been registered as a non-Hong Kong company under Part 16 of the Companies Ordinance with our authorised representatives to accept service of legal process and notices in Hong Kong on behalf of our Company;

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- (ii) each of our authorised representatives has the means to contact all members of our Board (including our independent non-executive Directors) and our senior management team promptly at all times as and when the Stock Exchange wishes to contact them or any of them for any matter. To enhance the communication between the Stock Exchange, our authorised representatives and our Directors, we will implement a policy whereby (a) each Director will provide his/her respective office phone number(s), mobile phone number(s), fax number(s) and email address(es) (if applicable) to our authorised representatives; and (b) in the event that our Director expects to travel and be out of office, he/she will endeavour to provide the phone number of the place of his/her accommodation to our authorised representatives or maintain an open line of communication via his/her telephone;
- (iii) all Directors will provide their mobile phone numbers, office phone numbers, fax numbers and email addresses (if applicable) to the Stock Exchange to ensure that they will be readily contactable when necessary to deal promptly with enquiries from the Stock Exchange. Each of our Directors is authorised to communicate on our Company's behalf with the Stock Exchange;
- (iv) all Directors (except for the independent non-executive Directors who are all ordinarily resident in Hong Kong) have confirmed that they possess or are eligible to apply for valid travel documents to visit Hong Kong for business purposes and they have never been rejected for application for such travel documents, and they would be able to come to Hong Kong and meet with the Stock Exchange in Hong Kong upon reasonable notice, when required;
- (v) we have appointed Cinda International to act as our compliance adviser pursuant to Rule 3A.19 of the Listing Rules for the period commencing on the [REDACTED] and ending on the date on which our Company complies with Rule 13.46 of the Listing Rules in respect of our financial results for the first full financial year commencing after the [REDACTED]. Cinda International will provide professional advice on matters relating to the compliance with the Listing Rules and other obligations for companies listed in Hong Kong. Cinda International, in addition to our authorised representatives, will act as an additional channel of communication with the Stock Exchange; and
- (vi) meetings between the Stock Exchange and our Directors can be arranged through our authorised representatives or the compliance adviser, or directly with our Directors within a reasonable time frame. We will inform the Stock Exchange as soon as practicable in respect of any change in our authorised representatives and/or our compliance adviser in accordance with the Listing Rules.