

DEFINITIONS

In this document, unless the context otherwise requires, the following terms and expressions have the meanings set forth below.

“ABC Investment”	Agricultural Bank of China Financial Assets Investment Co., Ltd. (農銀金融資產投資有限公司), a company established in the PRC with limited liability on August 1, 2017 and wholly-owned by Agricultural Bank of China Limited (中國農業銀行股份有限公司), which is one of our [REDACTED] Investors
“Accountants’ Report”	the accountants’ report of our Company prepared by BDO Limited, details of which are set out in Appendix I to this document
“AFRC”	Accounting and Financial Reporting Council
“Articles of Association” or “Articles”	the articles of association of our Company, as amended, which shall become effective on the [REDACTED], a summary of which is set out in Appendix VI to this document
“Audit Committee”	the audit committee of the Board
“Beijing Sidike”	Beijing Sidike Technology Co., Ltd. (北京斯蒂克科技有限公司), a company established in the PRC with limited liability on January 8, 2015 and a subsidiary of our Company
“Board” or “Board of Directors”	the Board of Directors of our Company
“Board Diversity Policy”	the board diversity policy of our Company
“business day”	a day on which banks in Hong Kong are generally open to the public for normal banking business and which is not a Saturday, Sunday or public holiday in Hong Kong
“CAAI”	the Chinese Association for Artificial Intelligence (中國人工智能學會)
“CAC”	Cyberspace Administration of China (國家互聯網信息辦公室)

DEFINITIONS

[REDACTED]

“CCCPC” or “CPC Central Committee”	the Central Committee of the Communist Party of China (中國共產黨中央委員會)
“CCRC”	the China Cybersecurity Review Technology and Certification Center (中國網絡安全審查技術與認證中心)
“China”, “Mainland China” or the “PRC”	the People’s Republic of China, excluding, for the purpose of this document (unless otherwise indicated), the Hong Kong Special Administrative Region, the Macau Special Administrative Region and Taiwan Region
“China-Singapore Ventures”	China-Singapore Suzhou Industrial Park Ventures Co., Ltd. (中新蘇州工業園區創業投資有限公司), a company established in the PRC with limited liability on November 28, 2001 and one of our [REDACTED] Investors
“Companies (Winding up and Miscellaneous Provisions) Ordinance”	the 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
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company Law” or “PRC Company Law”	Company Law of the People’s Republic of China (中華人民共和國公司法), as amended and adopted by the Standing Committee of the Tenth National People’s Congress on October 27, 2005 and effective on January 1, 2006, as amended, supplemented or otherwise modified from time to time, which was further amended on December 29, 2023

DEFINITIONS

“Company” or “our Company”	Tianju Dihe (Suzhou) Technology Co., Ltd. (天聚地合(蘇州)科技股份有限公司), previously named Tianju Dihe (Suzhou) Data Co., Ltd. (天聚地合(蘇州)數據股份有限公司), whose predecessor was named Suzhou ThinkLand Technology Co., Ltd. (蘇州新科蘭德科技有限公司), was established in China on February 25, 2010 and converted into a joint stock company with limited liability on September 20, 2017
“Controlling Shareholder(s)”	Mr. Zuo, Ms. Hua, Liuju Liuhe and Yiju Liuhe
“CPC”	the Communist Party of China
“CSDCC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Culture Fund”	China Culture Industrial Investment Fund (Limited Partnership) (中國文化產業投資基金(有限合夥)), a limited partnership established in the PRC on September 15, 2011, which is an investment fund registered under the Asset Management Association of China and our former Shareholder
“Cybersecurity Review Measures”	Cybersecurity Review Measures (《網絡安全審查辦法》), which took effect on February 15, 2022
“Data Security Law”	Data Security Law of the People’s Republic of China (《中華人民共和國數據安全法》), which took effect on September 1, 2021
“Datong Qikai”	Zhejiang Datong Qikai Investment Management Co., Ltd. (浙江大通騏楷投資管理有限公司), a company established in the PRC with limited liability on February 20, 2017 and one of our [REDACTED] Investors
	[REDACTED]
“Directors”	the directors of our Company, including all executive, non-executive and independent non-executive Directors

DEFINITIONS

“Donghe Huaming”	Suzhou Donghe Huaming Investment Partnership Enterprise (Limited Partnership) (蘇州東合華明投資合夥企業(有限合夥)), a limited partnership established in the PRC on May 25, 2016 and subsequently revoked on July 28, 2022, which is our former Shareholder
“ECLs”	expected credit losses
“EIT”	enterprise income tax
“EIT Law”	Enterprise Income Tax Law of the People’s Republic of China (中華人民共和國企業所得稅法), as amended, supplemented or otherwise modified from time to time
“Entrusted personal information processor”	An entity that is entrusted to process personal information. It has the same meaning set forth in the PRC Personal Information Protection Law

[REDACTED]

“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
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[REDACTED]

“F&S”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., our industry consultant and an Independent Third Party
“F&S Report”	an independent market research report prepared by F&S, which was commissioned by our Company for the purpose of this document
“GDP”	gross domestic product

[REDACTED]

DEFINITIONS

“Group,” “our Group,” “we”, “Juhe Data” or “us”	our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require)
“Guide”	Guide for New Listing Applicants issued by the Stock Exchange (as amended, supplemented or otherwise modified from time to time)
“H Share(s)”	shares in the share capital of our Company with nominal value of RMB1.0 each, which is/are to be [REDACTED] and [REDACTED] in HK dollars and to be [REDACTED] on the Stock Exchange

[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars” or “HK\$”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong

[REDACTED]

“IFRSs”	International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board and the International Accounting Standards and interpretation issued by the International Accounting Standards Committee
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DEFINITIONS

“Independent Third Party(ies)” any entity(ies) or person(s) who, to the best of our Directors’ knowledge, information and belief, having made all reasonable enquiries, is not a connected person of our Company within the meaning of the Listing Rules

[REDACTED]

“JD Technology” JD Technology Holding Co., Ltd. (京東科技控股股份有限公司) (formerly known as (i) JD Digits Technology Holding Company Limited (京東數字科技控股股份有限公司), (ii) JD Digits Technology Company Limited (京東數字科技控股有限公司); (iii) Beijing JD Fintech Company Limited (北京京東金融科技控股有限公司); (iv) Beijing JD Shangbo Guangyi Investment Management Co., Ltd. (北京京東尚博廣益投資管理有限公司); and (v) Beijing Shangbo Guangyi Investment Management Co., Ltd. (北京尚博廣益投資管理有限公司)), a limited liability company established in the PRC on September 5, 2012 and one of our substantial Shareholders and [REDACTED] Investors, details of which are set out in “History, Development and Corporate Structure – [REDACTED] Investors”

[REDACTED]

DEFINITIONS

[REDACTED]

“JuheData HK”	JuheData HK Limited, a company incorporated in Hong Kong with limited liability on January 7, 2016 and a wholly-owned subsidiary of our Company
“Juli Wanhe”	Beijing Juli Wanhe Management Consulting Co., Ltd. (北京聚力萬合管理諮詢有限公司), a company established in the PRC with limited liability on April 22, 2015 and a wholly-owned subsidiary of our Company
“Latest Practicable Date”	February 21, 2024, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication

[REDACTED]

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“Liuju Liuhe”	Suzhou Liuju Liuhe Investment Consulting Enterprise (Limited Partnership) (蘇州六聚六合投資諮詢企業(有限合夥)) (formerly known as Suzhou Juhe Cloud Data Technology Enterprise (Limited Partnership) (蘇州聚合雲數據技術企業(有限合夥)), a limited partnership established in the PRC on September 12, 2016 and one of our employee shareholding platforms
“Macau”	the Macau Special Administrative Region of the PRC
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange, which is independent from and operated in parallel with the GEM of the Stock Exchange
“MIIT”	the Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部)

DEFINITIONS

“MOFCOM”	the Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Qiu”	Mr. QIU Jianqiang (邱堅強), a non-executive Director of our Company and one of our [REDACTED] Investors
“Mr. Zuo”	Mr. ZUO Lei (左磊), the founder, chairman, chief executive officer and executive Director of our Company
“Ms. Hua”	Ms. HUA Huan (華洵), the spouse of Mr. Zuo
“Ms. Ren”	Ms. REN Yuan (任園), a Supervisor of our Company and one of our [REDACTED] Investors
“Ms. Yang”	Ms. YANG Yanjun (楊彥君), an executive Director, deputy general manager, secretary to our Board and one of our joint company secretaries
“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國發展和改革委員會)

[REDACTED]

“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“People’s Congress”	the PRC’s legislative apparatus, including the National People’s Congress and all the local people’s congresses (including provincial, municipal and other regional or local people’s congresses) as the context may require, or any of them
“PRC GAAP”	generally accepted accounting principles of the PRC

DEFINITIONS

“PRC government” or “Central Government” or “State”	the central government of the PRC, including all governmental subdivisions (including provincial, municipal and other regional or local government entities) and their instrumentalities or, where the context requires, any of them
“PRC Legal Advisors”	King & Wood Mallesons, our legal advisors as to PRC laws
“PRC Personal Information Protection Law”	Personal Information Protection Law of the People’s Republic of China (《中華人民共和國個人信息保護法》), which entered into effect on November 1, 2021
“PRC Securities Law”	the Securities Law of the PRC (《中華人民共和國證券法》), as amended, supplemented or otherwise modified from time to time
“[REDACTED] Investment(s)”	the pre-[REDACTED] investments in our Company undertaken by our [REDACTED] Investors, details of which are set out in “History, Development and Corporate Structure – [REDACTED] Investments”
“[REDACTED] Investor(s)”	Ms. Ren, JD Technology, Mr. Zhou Lijun, Tahoe Growth, Mr. Hua Yong, Mr. Qiu, Shanghai Keluopu, Mr. Wang Bin, Ms. Hua, Tahoe Growth II, Tahoe Lande, Mr. Cai Yitao, Mr. Chen Zhixin, Mr. Chu Xiaogang, Datong Qikai, Mr. Fan Shebin, Ms. Gong Juhui, Mr. Gu Guomin, Suzhou Guofa No. 8, Mr. Li Zhicong, Ms. Lu Fen, Ms. Mao Sipian, Mr. Shao Zhenkai, Ms. Wang Liping, Mr. Yang Xiaoning, Mr. Yu Fangbiao, Mr. Zhong Weiwei, ABC Investment and China-Singapore Ventures, details of our principal [REDACTED] Investors are set out in “History, Development and Corporate Structure – [REDACTED] Investors”
“Project 985 universities”	universities that belong to Project 985, a terminated project that was first announced at the 100th anniversary of Peking University on May 4, 1998, to promote the development and reputation of the Chinese higher education system by founding world-class universities in the 21st century. In 2019, the Ministry of Education of China reconfirmed that the Project 985 had been repealed and replaced by the Double First-Class University Plan

DEFINITIONS

“province”	a province or, where the context requires, a provincial level autonomous region or municipality, under the direct supervision of the central government of the PRC
	[REDACTED]
“Relevant Persons”	the Sole Sponsor, the [REDACTED] , the [REDACTED] , the [REDACTED] , the [REDACTED] , the [REDACTED] , any of their or the Company’s respective directors, officers or representatives or any other parties involved in the [REDACTED]
“Remuneration and Assessment Committee”	the remuneration and assessment committee of the Board
“R&D”	research and development
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	the State Administration of Foreign Exchange of the PRC (中國國家外匯管理局)
“SAIC”	the State Administration for Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局), which was merged into the State Administration for Market Regulation (國家市場監督管理總局)
“SAMR”	State Administration for Market Regulation of the PRC (國家市場監督管理總局)
“SAT”	the State Administration of Taxation of the PRC (國家稅務總局)
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“Shanghai Keluopu”	Shanghai Keluopu Asset Management Center (Limited Partnership) (上海科珞普資產管理中心(有限合夥)), a limited partnership established in the PRC on July 8, 2014, which is an investment fund registered under the Asset Management Association of China and one of our [REDACTED] Investors
“Share(s)”	ordinary shares in the capital of our Company with a nominal value of RMB1.0 each
“Shareholders(s)”	holder(s) of the Share(s)
“SOE(s)”	state-owned enterprise(s)
	[REDACTED]
“Sole Sponsor”	CITIC Securities (Hong Kong) Limited
	[REDACTED]
“sq.m.”	square meters
“State Council”	State Council of the People’s Republic of China (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“Supervisor(s)”	the supervisors of our Company
“Supervisory Committee”	the supervisory committee of our Company
“Suzhou Guofa No. 8”	Suzhou Guofa No. 8 Industrial Investment and Development Partnership (Limited Partnership) (蘇州國發捌號產業投資發展合夥企業(有限合夥)), a limited partnership established in the PRC on July 23, 2019, which is an investment fund registered under the Asset Management Association of China and one of our [REDACTED] Investors

DEFINITIONS

“Tahoe Growth”	Suzhou Tahoe Growth Venture Capital Partnership (Limited Partnership) (蘇州太浩成長創業投資合夥企業(有限合夥)), a limited partnership established in the PRC on November 5, 2014, which is an investment fund registered under the Asset Management Association of China and one of our [REDACTED] Investors
“Tahoe Growth II”	Suzhou Industrial Park Tahoe Growth Phase II Venture Capital Investment Partnership (Limited Partnership) (蘇州工業園區太浩成長二期創業投資合夥企業(有限合夥)), a limited partnership established in the PRC on January 22, 2016, which is an investment fund registered under the Asset Management Association of China and one of our [REDACTED] Investors
“Tahoe Lande”	Suzhou Tahoe Lande Venture Capital Investment Partnership (Limited Partnership) (蘇州太浩蘭德創業投資合夥企業(有限合夥)), a limited partnership established in the PRC on December 21, 2016, which is an investment fund registered under the Asset Management Association of China and one of our [REDACTED] Investors
“Tahoe Venture Capital”	Suzhou Tahoe Venture Capital Investment Management Partnership (General Partnership) (蘇州太浩創業投資管理合夥企業(普通合夥)), a general partnership established in the PRC on June 6, 2014, which is an investment fund registered under the Asset Management Association of China and one of our [REDACTED] Investors
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-back issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Tianju Renhe”	Suzhou Tianju Renhe Technology Co., Ltd. (蘇州天聚人合科技有限公司) (formerly known as Zhuhai Alitaoka Network Technology Co., Ltd. (珠海阿里淘卡網絡技術有限公司)), a company established in the PRC with limited liability on September 7, 2009 and a wholly-owned subsidiary of our Company

DEFINITIONS

“Tianju Xinghe” Suzhou Tianju Xinghe Technology Co., Ltd. (蘇州天聚星合科技有限公司), a company established in the PRC with limited liability on December 3, 2019 and a wholly-owned subsidiary of our Company

“Track Record Period” the period comprising the years ended December 31, 2021, 2022 and 2023

[REDACTED]

“Unlisted Share(s)” ordinary shares in the capital of our Company with a nominal value of RMB1.0 each, which is/are not [REDACTED] on any stock exchange

“U.S.” or “United States” the United States of America, its territories, its possessions and all areas subject to its jurisdiction

[REDACTED]

“VAT” value-added tax, which is an indirect tax levied on the value added at each stage in selling goods or labor services of processing, repair or replacement, selling services, intangible assets, or immovables, or importing goods within the territory of the PRC

[REDACTED]

“Wuhan Jushunhe” Wuhan Jushunhe Technology Co., Ltd. (武漢聚順合科技有限公司), a company established in the PRC with limited liability on August 9, 2021 and a subsidiary of our Company

DEFINITIONS

“Yiju Liuhe”	Suzhou Yiju Liuhe Investment Consulting Enterprise (Limited Partnership) (蘇州一聚六合投資諮詢企業(有限合夥)) (formerly known as Suzhou Yiju Liuhe Data Technology Partnership (Limited Partnership) (蘇州一聚六合數據科技合夥企業(有限合夥)), a limited partnership established in the PRC on September 6, 2016 and one of our employee shareholding platforms
“Zhonghui Juhe”	Suzhou Zhonghui Juhe Information Technology Co., Ltd. (蘇州眾匯聚合信息科技有限公司), a company established in the PRC with limited liability on November 16, 2016 and a subsidiary of our Company
“%”	per cent
“14th Five-Year Plan”	The “14th Five-Year Plan for National Economic and Social Development and the Long-Range Objectives Through the Year 2035” (中華人民共和國國民經濟和社會發展第十四個五年規劃和2035年遠景目標綱要) of the People’s Republic of China issued by the CPC Central Committee and State Council in March 2021

Unless expressly stated or the context otherwise requires, all information and data in this document is as of the Latest Practicable Date.

In this document, the terms “associate”, “close associate”, “connected person”, “core connected person”, “connected transaction”, “controlling shareholder”, “subsidiary” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

Certain amounts and percentage figures included in this document have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart between the total shown and the sum of the amounts listed are due to rounding.

For ease of reference, the names of Chinese laws and regulations, governmental authorities, institutions, natural persons or other entities (including certain of our subsidiaries) have been included in the document in both the Chinese and English languages and in the event of any inconsistency, the Chinese version shall prevail. English translations of company names and other terms from the Chinese language are provided for identification purposes only.