

## APPENDIX V

## STATUTORY AND GENERAL INFORMATION

### FURTHER INFORMATION ABOUT OUR COMPANY

#### Incorporation

Our Company was established as a limited liability company in the PRC on September 13, 2010 and was converted into a joint stock limited company on May 25, 2015 under the laws of the PRC. [Immediately before completion of the [REDACTED]], the registered share capital of our Company was RMB385,311,216.

Our principal place of business in Hong Kong is at 5th Floor, Manulife Plaza, 348 Kwun Tong Road, Hong Kong. We were registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on February 7, 2024. Mr. Li KinWai has been appointed as the authorized representative of our Company for the acceptance of service of process and notices in Hong Kong.

As we are established in the PRC, our corporate structure and Articles of Association are subject to the relevant laws and regulations of the PRC. A summary of the relevant provisions of our Articles of Association is set out in “Appendix IV — Summary of the Articles of Association”.

#### Changes in Share Capital

On September 13, 2010, our Company was incorporated with a registered capital of RMB100,000.

The following sets out the changes in the share capital of our Company during the two years immediately preceding the date of this Document:

On November 27, 2023, the share capital of our Company reduced from RMB390,054,000 to RMB386,865,216.

On May 7, 2024, the share capital of our Company reduced from RMB386,865,216 to RMB385,311,216.

For more details, see “History, Development and Corporate Structure — Corporate Development of Our Company”. Save as aforesaid, as of the Latest Practicable Date, there had been no alterations of our share capital within the two years preceding the date of publication of this Document.

#### Resolutions of our Shareholders

Pursuant to a general meeting held on March 19, 2024, among other things, our Shareholders resolved that:

- (a) [the issuance by our Company of the H Shares of nominal value of RMB1.00 each and such H Shares being [REDACTED] on the Hong Kong Stock Exchange;
- (b) the number of H Shares to be issued shall not be more than [REDACTED] of the total issued share capital of our Company as enlarged by the [REDACTED], and the grant to the [REDACTED] (or their representatives) of the [REDACTED] of not more than [REDACTED] of the number of H Shares issued pursuant to the [REDACTED];

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- (c) subject to the completion of the [REDACTED], the adoption of the Articles of Association which shall become effective on the [REDACTED], and authorization to the Board to amend the Articles of Association for the purpose of the Company's [REDACTED]; and
- (d) authorization of the Board to handle all matters relating to, among other things, the [REDACTED], the issue and [REDACTED] of the H Shares.]

### Changes in Share Capital of our Subsidiary

The following sets forth the changes in the share capital of the subsidiaries of the Company within two years immediately preceding the date of this document:

On October 10, 2022, the registered capital of Shenzhen Fanttik Technology Innovation Co., Ltd. (深圳范泰克科技創新有限公司) increased from RMB4,000,000 to RMB10,000,000.

On October 24, 2023, the registered capital of Shenzhen Allsight E-business Co., Ltd. (深圳市傲視電子商務有限公司) increased from RMB100,000 to RMB10,000,000.

On February 18, 2024, the registered capital of Shenzhen Runhe Trading Co., Ltd. (深圳市閩禾貿易有限公司) increased from RMB10,000 to RMB100,000.

On March 21, 2024, the registered capital of Shenzhen Ruanshiju Trade Co., Ltd. (深圳市軟石居貿易有限公司) increased from RMB10,000 to RMB100,000.

On April 2, 2024, the registered capital of Shenzhen Jianshankanshui Technology Co., Ltd. (深圳市見山看水科技有限公司) increased from RMB10,000 to RMB100,000.

On May 7, 2024, the registered capital of Shenzhen Linen Trading Co., Ltd. (深圳市霖恩貿易有限公司) increased from RMB10,000 to RMB100,000.

On May 8, 2024, the registered capital of Shenzhen Shanning Yide Technology Co., Ltd. (深圳市善甯易得科技有限公司) increased from RMB10,000 to RMB100,000.

On April 11, 2024, the registered capital of Shenzhen Zimi Trading Co., Ltd. (深圳市梓覓商貿有限公司) reduced from RMB10,000 to RMB1.

On April 11, 2024, the registered capital of Shenzhen Shankui Technology Co., Ltd. (深圳山魁科技有限公司) reduced from RMB10,000 to RMB1.

On April 12, 2024, the registered capital of Shenzhen Jiashiyue Trading Co., Ltd. (深圳市嘉詩悅商貿有限公司) reduced from RMB10,000 to RMB1.

On June 25, 2024, the registered capital of Shenzhen Maoshun reduced from RMB600,000,000 to RMB210,325,349.

On June 26, 2024, the registered capital of Shenzhen Anzhi Technology Co., Ltd. (深圳市岸芷科技有限公司) increased from RMB10,000 to RMB100,000.

On July 18, 2024, the registered capital of Shenzhen Konghui Trading Co., Ltd. (深圳市空惠商貿有限公司) increased from RMB10,000 to RMB100,000.

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### FURTHER INFORMATION ABOUT OUR BUSINESS

#### Summary of Material Contracts

We have entered into the following contracts (not being contracts entered into in the ordinary course of business) within the two years immediately preceding the date of this Document that are or may be material:

- the share repurchase agreement dated March 19, 2024 entered into among the Company, Mr. Lu, Mr. Ze and SilkRoad Industrial Investment, pursuant to which the Company agreed to repurchase 1,554,000 Shares of the Company from SilkRoad Industrial Investment at the consideration of RMB47,136,438.36; and
- [[REDACTED]].



#### Intellectual Property Rights

##### Trademarks

As of the Latest Practicable Date, we had registered the following trademarks which we consider to be or may be material to our business:

No.	Trademark	Place of Registration	Registered Owner	Class	Registered Number	Registration Date	Expire Date
1.	AMEGAT	U.S.	Shenzhen Autral Technology Innovation Co., Ltd. (深圳傲創科技創新有限公司)	9/10/11	7215079/ 7301055/ 7214972	November 7, 2023/February 6, 2024/November 7, 2023	November 6, 2033/February 5, 2034/November 6, 2033
2.	AUKEY	U.S.	The Company	9/11	5401419	February 13, 2018	February 12, 2028
3.	Fanttik	U.S.	METASEE LLC (元見有限責任公司)	7/9/12	6324128/ 6548525/ 6548526	April 13, 2021/November 2, 2021/November 2, 2021	April 12, 2031/November 1, 2031/November 1, 2031
4.	Upstreman	U.S.	Shenzhen Lanbiaoyi Technology Co., Ltd. (深圳市藍標一科技有限公司)	11	6522088	October 12, 2021	October 11, 2031
5.	Bezia	U.S.	Shenzhen Qibei Technology Co., Ltd. (深圳市企北科技有限公司)	11	6881424	October 18, 2022	October 17, 2032
6.	HOSTACK	U.S.	Shenzhen Yiya Technology Co., Ltd. (深圳市宜雅科技有限公司)	20	7001762	March 14, 2023	March 13, 2033
7.	facbotall	U.S.	Shenzhen Fuxiangyi Technology Co., Ltd. (深圳市富相宜科技有限公司)	20	7295656	January 30, 2024	January 29, 2034
8.	Aiheal	U.S.	WOWME LLC	7/11	7088027	June 20, 2023	June 19, 2033
9.	HOUSNAT	U.S.	The Company	7/11	6896857	November 8, 2022	November 7, 2032

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No.	Trademark	Place of Registration	Registered Owner	Class	Registered Number	Registration Date	Expire Date
10.	LIFERUN	U.S.	Dorigod Trading Limited (拂盈音貿易有限公司)	28	7081939	June 13, 2023	June 12, 2033
11.	TLGREEN	U.S.	Shenzhen Zhiyunqian Technology Co., Ltd. (深圳市軾云騫科技有限公司)	8	7027339	April 11, 2023	April 10, 2033
12.	<b>Cowiewie</b>	U.S.	Shenzhen Mihai Trading Co., Ltd. (深圳市覓海貿易有限公司)	20/28	7101615	July 4, 2023	July 3, 2033
13.	<b>RichYa</b>	U.S.	Shenzhen Shanchen e-commerce Co., Ltd. (深圳市杉辰電子商務有限公司)	22	7056523	May 16, 2023	May 15, 2033
14.	Careboda	U.S.	Shenzhen Damajia Tech. Co., Ltd. (深圳達脈嘉科技有限公司)	10	6965665	January 24, 2023	January 23, 2033
15.	Curecure	U.S.	Shenzhen Yiyouyi Tech. Co. Ltd. (深圳市毅優易科技有限公司)	11	7063286	May 23, 2023	May 22, 2033
16.		U.S.	The Company	20	5888775	October 22, 2019	October 21, 2029
17.	LIKIMIO	U.S.	The Company	20	5580982	October 9, 2018	October 8, 2028
18.	<b>Allewie</b>	U.S.	Tianjin Heman Technology Co., Ltd. (天津赫曼科技有限公司)	20	6232422	December 29, 2020	December 28, 2030
19.		U.S.	Shenzhen Xinxin Trading Co., Ltd (深圳市信盒貿易有限公司)	20	6227739	December 22, 2020	December 21, 2030

***Copyrights registered***

As at the Latest Practicable Date, we had registered the following copyrights which we consider to be or may be material to our business:

No.	Copyright	Copyright Type	Registered Owner	Registration Number	Registration Date	Place of Registration
1.	Natural Wooden Grain	Artwork	The Company	VA 2-223-331	September 11, 2020	U.S.

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***Software Copyrights registered***

As at the Latest Practicable Date, we had registered the following software copyrights which we consider to be or may be material to our business:

No.	Copyright	Registered Owner	Registration Number	Registration Date
1.	Aulink logistics management system V1.0 (傲基物流管理系統V1.0)	The Company	2017SR082863	November 20, 2016
2.	Overseas allocation management system V1.0 (海外調撥管理系統V1.0)	The Company	2018SR264527	December 20, 2017

***Patents***

As of the Latest Practicable Date, we have registered the following patents which we considered to be or may be material to our business:

No.	Patent	Category	Patentee	Patent Number	Place of Registration	Patent Grant date
1.	Air purifier (BS-13)	Exterior design	The Company	CN306797016S	PRC	August 31, 2021
2.	Air purifier	Exterior design	The Company	USD950034S	United States	April 26, 2022
3.	Air purifier (BS-11)	Exterior design	The Company	CN306664690S	PRC	July 6, 2021
4.	Air purifier	Exterior design	The Company	USD950033S	United States	April 26, 2022
5.	Air purifier (BS-04)	Exterior design	The Company	CN306598521S	PRC	June 8, 2021
6.	Air purifier	Exterior design	The Company	USD946732S	United States	March 22, 2022
7.	Air purifier (BS-01)	Exterior design	The Company	CN306598487S	PRC	June 8, 2021
8.	PORTABLE TIRE INFLATOR	Exterior design	Shenzhen Fanttik Technology Innovation Co., Ltd. (深圳范泰克科技創新有限公司)	USD1012977S	United States	January 30, 2024
9.	Inflator	Exterior design	Shenzhen Fanttik Technology Innovation Co., Ltd. (深圳范泰克科技創新有限公司)	CN307638780S	PRC	November 4, 2022
10.	Vacuum cleaner	Exterior design	Shenzhen Fanttik Technology Innovation Co., Ltd. (深圳范泰克科技創新有限公司)	USD1002132S	United States	October 17, 2023
11.	FOLDABLE SOLAR PANEL	Exterior design	Shenzhen Fanttik Technology Innovation Co., Ltd. (深圳范泰克科技創新有限公司)	USD999156S	United States	September 19, 2023
12.	POWER SUPPLY	Exterior design	Shenzhen Fanttik Technology Innovation Co., Ltd. (深圳范泰克科技創新有限公司)	USD999167S	United States	September 19, 2023

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*Domain Name*

As of the Latest Practicable Date, we had registered the following internet domain names which we consider to be or may be material to our business:

<u>No.</u>	<u>Domain Name</u>	<u>Owner</u>	<u>Registration Date</u>
1	au-key.com	Our Company	October 23, 2013
2	xenkee.com	Our Company	August 20, 2018
3	aukeyit.com	Our Company	August 9, 2016
4	aukeys.com	Our Company	March 9, 2011
5	aukeyis.com	Our Company	March 4, 2020

**FURTHER INFORMATION ABOUT OUR DIRECTORS, SUPERVISORS, MANAGEMENT AND SUBSTANTIAL SHAREHOLDERS**

**1. Disclosure of Interests of Directors, Supervisors and Chief Executive of the Company**

Immediately following the completion of the [REDACTED] and Conversion of Domestic [REDACTED] Shares into H Shares, assuming that the [REDACTED] is not exercised, the interest and short position of each of our Directors, Supervisors and Chief Executive Officer in the Shares, underlying Shares and debentures of the Company or our associated corporations (within the meaning of Part XV of the SFO) which will be required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short position which they were taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers to be notified to the Company and the Hong Kong Stock Exchange (for this purpose, the relevant provisions of the SFO will be interpreted as if they applied to the Supervisors) will be as follows:

*Interests in our Company*

<u>Name</u>	<u>Position</u>	<u>Nature of Interest</u>	<u>Number and class of Shares<sup>(1)</sup></u>	<u>Approximate Percentage of Shareholding in the Relevant Class of Shares shortly after the [REDACTED]</u> (%)	<u>Approximate Percentage of Shareholding in the Total Issued Share Capital of our Company immediately after the [REDACTED]</u> (%)
Mr. Lu <sup>2</sup>	Founder, chairperson of the Board, executive Director and chief executive officer	Interest held jointly with other persons Interest held jointly with other persons	[REDACTED] H Shares [REDACTED] Domestic Shares [REDACTED] Shares	[REDACTED] [REDACTED]	[REDACTED] [REDACTED]

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Name	Position	Nature of Interest	Number and class of Shares <sup>(1)</sup>	Approximate Percentage of Shareholding in the Relevant Class of Shares shortly after the	Approximate Percentage of Shareholding in the Total Issued Share Capital of our Company immediately after the
				[REDACTED] (%)	[REDACTED] (%)
Mr. Ze <sup>2</sup>	Co-founder, vice chairperson of the Board, executive Director and chief financial officer	Interest held jointly with other persons	[REDACTED] H Shares	[REDACTED]	[REDACTED]
		Interest held jointly with other persons	[REDACTED] Domestic Shares	[REDACTED]	[REDACTED]
Ms. Zhuang Liyan	Executive Director, secretary of the Board, deputy general manager and joint company secretary	Beneficial owner	[REDACTED] H Shares	[REDACTED]	[REDACTED]
		Beneficial owner	[REDACTED] Domestic Shares	[REDACTED]	[REDACTED]
		Interest in a controlled corporation	[REDACTED] H Shares	[REDACTED]	[REDACTED]
		Interest in a controlled corporation	[REDACTED] Domestic Shares	[REDACTED]	[REDACTED]
Mr. Lu Songdu	Non-executive Director	Beneficial owner	[REDACTED] H Shares	[REDACTED]	[REDACTED]
		Beneficial owner	[REDACTED] Domestic Shares	[REDACTED]	[REDACTED]
Ms. Zhang Li	Supervisor and vice president	Beneficial owner	[REDACTED] H Shares	[REDACTED]	[REDACTED]

*Notes:*

- (1) All interests stated are long position.
- (2) On March 6, 2015, Mr. Lu and Mr. Ze entered into a concert party agreement, which was later renewed on March 1, 2019, pursuant to which Mr. Lu and Mr. Ze have agreed to, and shall procure those corporations under their control which directly hold Shares in our Company, to act in concert in respect of the management and operations of our Company by aligning their votes at the general meetings of our Company.

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**2. Disclosure of Interests of Substantial Shareholders**

*(a) Interest in the Shares of Our Company*

For information on the persons who will, immediately following the completion of the [REDACTED] and Conversion of Domestic [REDACTED] Shares into H Shares, have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to us and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, who will directly or indirectly, be interested in 10% or more of the nominal value of any class of share capital carrying the rights to vote in all circumstances at general meetings of the Company, see “Substantial Shareholders”.

*(b) Interests of the Substantial Shareholders of Other Members of Our Group*

As of the Latest Practicable Date, so far as our Directors are aware, the following persons (other than our Directors or chief executive of our Company) were interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of other member of our Group:

	<b>Name of Members of our Group</b>	<b>Name of Shareholder</b>	<b>Percentage of Shareholding</b>
1.	Shenzhen Fanttik	Du Bo (杜波)	30.00%
2.	WESTERN POST (SG) PTE. LTD	Shenzhen Leyou Technology Co., Ltd. (深圳市樂郵科技有限公司)	18.00%
		Shenzhen Ruisi Enterprise Management Partnership (Limited Partnership) (深圳市睿思企業管理合夥企業(有限合伙))	18.00%
		Shenzhen Xiyou Zhicang Management & Consulting Partnership (Limited Partnership) (深圳市西郵智倉管理諮詢合夥企業(有限合伙))	16.00%
3.	Xiamen Blue Whale Wave Enterprise Management Partnership (Limited Partnership) 廈門藍鯨破浪企業管理合夥企業(有限合伙)	Li Guangyu (黎光宇)	11.91%
4.	Andey International Limited	Shenzhen Chenyu Zhizao Partnership (Limited Partnership) 深圳辰宇智造合夥企業(有限合伙)	29.00%
		Hongkong ilex-rotunda Technology Co., Limited (香港鐵冬青科技有限公司)	20.00%



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	<u>Name of Members of our Group</u>	<u>Name of Shareholder</u>	<u>Percentage of Shareholding</u>
5.	Shenzhen Aosen Automotive Technology Co., Ltd. (深圳市傲森汽車科技有限公司)	Shen Mingyu (沈名宇)	49.00%
6.	Shenzhen Aoxi Technology Co., Ltd. (深圳市傲憩科技有限公司)	Yotrio Group Co., Ltd. (浙江永強集團股份有限公司)	25.00%
7.	Shenzhen Aojia Technology Co., Ltd. (深圳市傲家科技有限公司)	Li Hao (李浩) Zhang Zhixun (張志勛)	35.00% 14.00%

So far as set out above, our Directors are not aware of any persons (other than our Directors, Supervisors or chief executive) will, immediately following the completion of the [REDACTED], directly or indirectly, be interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of our Group.

### 3. Service Contracts

Each of our Directors has entered into service contracts with our Company. The principal particulars of these service contracts comprise (a) a term of three years which is equivalent to the term of the Board; and (b) termination provisions in accordance with their respective terms. Our Directors may be re-appointed subject to Shareholders’ approval. The service contracts can be renewed pursuant to our Articles of Association and applicable rules.

Each of our Supervisors has entered into a contract with our Company. Each contract contains provisions relating to compliance with relevant laws and regulations, observation of our Articles of Association and resolution of disputes by means of arbitration.

Save as disclosed above, we have not entered, and do not propose to enter, into any service contracts with any of our Directors or Supervisors in their respective capacities as Directors or Supervisors (other than contracts expiring or determinable by the employer within one year without any payment of compensation (other than statutory compensation)).

### 4. Director’s and Supervisors’ Remuneration

Save as disclosed in “Directors, Supervisors and Senior Management” and “Appendix I — Accountants’ Report — Notes to The Historical Financial Information — Directors’, Chief Executives’ and Supervisors’ emoluments” for the financial years ended 31 December 2021, 2022, 2023 and the four months ended April 30, 2024, none of our Directors or Supervisors received other remunerations of benefits in kind from us.

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### 5. Disclaimers

Saved as disclosed in this Document:

- (a) none of our Directors, Supervisors or any of the parties listed in "Qualification of Experts" of this Appendix is:
  - (i) interested in our promotion, or in any assets which, within the two years immediately preceding the date of this Document, have been acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to our Company;
  - (ii) materially interested in any contract or arrangement subsisting at the date of this Document which is significant in relation to our business;
- (b) save in connection with the [REDACTED] and the [REDACTED], none of the parties listed in "Qualification of Experts" of this Appendix:
  - (i) is interested legally or beneficially in any shares in any member of our Group; or
  - (ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any securities in any member of our Group;
- (c) none of our Directors or Supervisors or their close associates or any shareholders of our Company who to the knowledge of our Directors owns more than 5% of our issued share capital has any interest in our top five customers or suppliers; and
- (d) none of our Directors or Supervisors is a director or employee of a company that has an interest in the share capital of our Company which, once the H Shares are [REDACTED] on the Hong Kong Stock Exchange, would have to be disclosed pursuant to Divisions 2 and 3 of Part XV of the SFO.

### OTHER INFORMATION

#### Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to impose on our Company or our subsidiary.

#### Litigation

As of the Latest Practicable Date, no member of our Group was involved in any litigation, arbitration, administrative proceedings or claims of material importance, and, so far as we are aware, no litigation, arbitration, administrative proceedings or claims of material importance are pending or threatened against any member of our Group.

#### Sole Sponsor

The Sole Sponsor has made an [REDACTED] on our behalf to the [REDACTED] for the [REDACTED] of, and permission to deal in, our H Shares. All necessary arrangements have been made to enable the securities to be admitted into [REDACTED].

The Sole Sponsor satisfies the independence criteria applicable to the sponsor set out in Rule 3A.07 of the Listing Rules. The Sole Sponsors will receive a fee of US\$500,000 for acting as a sponsor for the [REDACTED].

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### Preliminary Expenses

Our Company did not incur any material preliminary expenses.

### Qualification of Experts

The qualifications of the experts who have given opinions or advice in this Document are as follows:

<u>Name</u>	<u>Qualification</u>
Huatai Financial Holdings (Hong Kong) Limited	A licensed corporation under the SFO for Type 1 (dealing in securities), Type 2 (dealing in futures contracts), Type 4 (advising on securities), Type 6 (advising on corporate finance), Type 7 (providing automated trading services) and Type 9 (asset management) of the regulated activities as defined under the SFO
Deloitte Touche Tohmatsu	Certified public accountants and registered public interest entity auditors
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Independent industry consultant
King & Wood Mallesons	PRC legal advisor to our Company
Nixon Peabody LLP	U.S. legal advisors to our Company
Luther Rechtsanwaltsgesellschaft mbH	German legal advisor to our Company
FIDAL	French legal advisor to our Company
Pirola Pennuto Zei & Associati	Italian legal advisor to our Company
Cruickshanks	U.K. legal advisor to our Company

### Consents of Experts

Each of the experts referred to in “Qualification of Experts” in this Appendix has given and has not withdrawn its respective written consents to the issue of this Document with the inclusion of certificates, letters, opinions or reports and the references to its names included herein in the form and context in which it is respectively included.

None of the experts named above has any of our shareholding interests in any member of our Group or rights (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for our securities in any member of our Group.

### Compliance Advisor

We have appointed Red Solar Capital Limited as our Compliance Advisor upon the [REDACTED] in compliance with Rule 3A.19 of the Hong Kong Listing Rules.

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### Taxation of Holders of H Shares

The sale, purchase and transfer of H Shares registered with our Hong Kong branch register of members will be subject to Hong Kong stamp duty. The current rate charged on each of the purchaser and seller is 0.1% of the consideration of or, if higher, of the fair value of our Shares being sold or transferred.

### No Material Adverse Change

Our Directors confirm that, as of the date of this Document, there has been no material adverse change in our financial position or Prospects since December 31, 2023.

### Binding Effect

This Document shall have the effect, if any application is made pursuant hereto, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance so far as applicable.

### Miscellaneous

Save as disclosed in this Document:

- (a) within the two years preceding the date of this Document: (i) we have not issued nor agreed to issue any share or loan capital fully or partly paid either for cash or for a consideration other than cash; and (ii) no commissions, discounts, brokerage fee or other special terms have been granted in connection with the issue or sale of any shares of our Company;
- (b) no share or loan capital of our Company is under option or is agreed conditionally or unconditionally to be put under option;
- (c) we have not issued nor agreed to issue any founder shares, management shares or deferred shares;
- (d) there are no arrangements under which future dividends are waived or agreed to be waived;
- (e) there are no procedures for the exercise of any right of pre-emption or transferability of subscription rights;
- (f) there are no contracts for hire or hire purchase of plant to or by us for a period of over one year which are substantial in relation to our business;
- (g) there have been no interruptions in our business which may have or have had a significant effect on our financial position in the last 12 months;
- (h) there are no restrictions affecting the remittance of profits or repatriation of capital by us into Hong Kong from outside Hong Kong;
- (i) no part of the equity or debt securities of our Company, if any, is currently [REDACTED] on or dealt in on any stock exchange or trading system, and no such [REDACTED] or permission to [REDACTED] on any stock exchange other than the Hong Kong Stock Exchange is currently being or agreed to be sought;
- (j) our Company has no outstanding convertible debt securities or debentures;

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- (k) our Company is a joint stock limited company and is subject to the PRC Company Law; and
- (l) our Company has adopted a code of conduct regarding Directors’ and Supervisors’ securities transactions on terms as required under the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Hong Kong Listing Rules.

### Restrictions on Share Repurchases

For details, see the sections headed “Appendix IV — Summary of the Articles of Association” in this Document.

### Bilingual Document

The English language and Chinese language versions of this Document are being published separately, in reliance upon the exemption provided by section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

### Promoters

The promoters of our Company comprised all of the 13 then shareholders of our Company as of May 25, 2015 before our conversion into a joint stock limited liability company.

No.	Name
1.	Mr. Lu Haizhuan
2.	Mr. Ze Kuaiyue
3.	Mr. Lu Songdu
4.	Shenzhen Capital Group
5.	Shenzhen Changguo
6.	Shenzhen Redland
7.	Suzhou Times Bole Venture Capital Partnership (L.P.) (蘇州時代伯樂創業投資合夥企業(有限合夥))
8.	Suzhou Times Bole Equity Investment Partnership (L.P.) (蘇州時代伯樂股權投資合夥企業(有限合夥))
9.	Nantong Times Bole Phase I Equity Investment Partnership (L.P.) (南通時代伯樂一期股權投資合夥企業(有限合夥))
10.	Huizhou Times Bole Medical Consumption Industry M&A Investment Partnership (L.P.) (惠州時代伯樂醫藥消費產業併購投資合夥企業(有限合夥))
11.	Suzhou Fuhua Times Bole Equity Investment Partnership (L.P.) (蘇州福華時代伯樂股權投資合夥企業(有限合夥))
12.	Huizhou Times Bole Capital Protected Equity Investment Partnership (L.P.) (惠州時代伯樂護本股權投資合夥企業(有限合夥))
13.	Shenzhen Times Bole Capital Protected Equity Investment Partnership (L.P.) (深圳時代伯樂護本股權投資合夥企業(有限合夥))

Save as disclosed in this Document, within the two years immediately preceding the date of this Document, no cash, securities or benefit has been paid, allotted or given, or is proposed to be paid, allotted or given to the promoters named above in connection with the [REDACTED] or the related transactions described in this Document.