

## DEFINITIONS

*In this document, unless the context otherwise requires, the following terms shall have the meanings set out below.*

“1QFY2025”	the three months ended 30 June 2024
“1QFY2026”	the three months ended 30 June 2025
“Accountants’ Report”	the accountants’ report of our Company, details of which are set out in Appendix I to this document
“affiliate(s)”	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 of Hong Kong
“Articles” or “Articles of Association”	the amended and restated articles of association of our Company conditionally, adopted on [●] 2026 effective upon the [REDACTED], a summary of which is set out in “Appendix IV — Summary of the Constitution of our Company and Cayman Islands Company Law”, as amended from time to time
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Audited Financial Statements”	the audited consolidated financial statements of our Company for the Track Record Period, as included in “Accountants’ Report” in Appendix I
“Board” or “Board of Directors”	the board of directors of our Company
“business day” or “Business Day”	any day (other than a Saturday, Sunday, or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
“BVI”	the British Virgin Islands
[REDACTED]	the issue of [REDACTED] Shares to be made upon capitalization of certain sums standing to the credit of the share premium account of our Company as referred to in “Appendix V — Statutory and General Information — A. Further Information About Our Group — 3. Resolutions in writing of the shareholders of our company passed on [●] 2026”
“CAGR”	compound annual growth rate
[REDACTED]	[REDACTED]

## DEFINITIONS

“Cayman Islands Companies Act” or “Companies Act”	the Companies Act (As Revised) of the Cayman Islands
<b>[REDACTED]</b>	<b>[REDACTED]</b>
“China” or “the PRC” or “Chinese Mainland”	People’s Republic of China, and, unless the context requires otherwise and solely for the purpose of this document such as describing legal or tax matters, authorities, entities, or persons, excluding Hong Kong Special Administrative Region, Macao Special Administrative Region, and Taiwan region of the People’s Republic of China
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended or supplemented or otherwise modified from time to time
“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 or supplemented or otherwise modified from time to time
“Company” or “our Company”	Lung Fung Group Holdings Limited (龍豐集團控股有限公司), the holding company of our Group after the Reorganization and the <b>[REDACTED]</b> for the <b>[REDACTED]</b> , which is an exempted company with limited liability incorporated on 3 October 2025 in the Cayman Islands and the Shares of which are to be <b>[REDACTED]</b> on the <b>[REDACTED]</b>
“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
“Controlling Shareholders”	has the meaning ascribed thereto in the Listing Rules, and unless the context otherwise requires, collectively refers to, Mr. Tse, Mrs. Tse, Ms. Tse and TTK Holding (for more details, see the section headed “Relationship with the Controlling Shareholders” in this document); and “Controlling Shareholder” means any one of them
“COVID-19”	a novel strain of coronavirus
“Deed of Indemnity”	the deed of indemnity dated [●] 2026 and entered into by the Controlling Shareholders in favor of our Company (for ourselves and as trustee for our subsidiaries), particulars of which are set out in “Appendix V — Statutory and General Information — D. Other Information — 12. Estate duty, tax and other indemnity”
“Director(s)”	the director(s) of our Company

## DEFINITIONS

“ESG”	environmental, social and governance
“Extreme Conditions”	extreme weather conditions caused by a super typhoon as announced by the Hong Kong government
“F&S” or “Frost & Sullivan”	Frost & Sullivan, our industry consultant and an Independent Third Party
“F&S Report”	an independent market research report commissioned by us and prepared by Frost & Sullivan
<b>[REDACTED]</b>	<b>[REDACTED]</b>
“FY2023”	the financial year ended 31 March 2023
“FY2024”	the financial year ended 31 March 2024
“FY2025”	the financial year ended 31 March 2025
“FY2026”	the financial year ended 31 March 2026
<b>[REDACTED]</b>	<b>[REDACTED]</b>
“Government Authority”	any government, regulatory, or administrative commission, board, body, authority, or agency, or any stock exchange, self-regulatory organization, or other non-government 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
“Group”, “our Group”, “we”, “our” or “us”	our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require)
“Guide”	the Guide for New Listing Applicants published by the Stock Exchange effective from 1 January 2024 (as amended, supplemented or otherwise modified from time to time)
“HK\$”, “Hong Kong dollars”, “HK dollars”, “HKD” or “cents”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong

## DEFINITIONS

“HKFRS” Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants

[REDACTED] [REDACTED]

“Hong Kong” or “HK” the Hong Kong Special Administrative Region of the PRC

“Hong Kong Legal Counsel” Ms. Queenie W.S. Ng, barrister-at-law, our Hong Kong legal advisor with respect to regulatory and compliance matter

<b>DEFINITIONS</b>
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**[REDACTED]**

“Hong Kong Takeovers Code” or  
“Takeovers Code”

**[REDACTED]**

The Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time

**[REDACTED]**

“Independent Third Party(ies)”

**[REDACTED]**

person(s) or company(ies) and their respective ultimate beneficial owner(s), who/which, to the best of our Directors’ knowledge, information and belief, having made all reasonable enquiries, is/ are not our connected persons or associates of our connected persons as defined under the Listing Rules

**[REDACTED]**

**[REDACTED]**

## DEFINITIONS

<b>[REDACTED]</b>	<b>[REDACTED]</b>
“Latest Practicable Date”	19 November 2025, being the latest practicable date prior to the printing of this document for the purpose of ascertaining certain information contained in this document
“LFP”	Lung Fung Pharmaceutical (Group) Limited (龍豐藥業(集團)有限公司), a company incorporated under the laws of Hong Kong with limited liability on 8 June 2007 and wholly owned by LF Retail Holding Limited, and is therefore an indirect wholly-owned subsidiary of our Company after the Reorganization
<b>[REDACTED]</b>	the <b>[REDACTED]</b> of the Shares on the Main Board of the Stock Exchange
<b>[REDACTED]</b>	<b>[REDACTED]</b>
<b>[REDACTED]</b>	<b>[REDACTED]</b>
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time
“Main Board”	the stock market (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the GEM of the Stock Exchange
“Memorandum” or “Memorandum of Association”	the memorandum of association of our Company adopted on 3 October 2025, a summary of which is set out in “Appendix IV — Summary of the Constitution of Our Company and Cayman Islands Company Law”, as amended from time to time
“MPF”	mandatory provident fund
“Ms. Tse”	Ms. Tse Chui Ying (謝翠瑩), an executive Director, one of our Controlling Shareholders and the daughter of Mr. Tse and Mrs. Tse

## DEFINITIONS

“Mr. Tse”	Mr. Tse Siu Hoi (謝少海), the chairman of our Board, the chief executive officer of our Company, an executive Director, one of our Controlling Shareholders, the spouse of Mrs. Tse and the father of Ms. Tse
“Mrs. Tse”	Ms. Chan Yuen Fong Shirley (陳婉芳), one of our Controlling Shareholders, the spouse of Mr. Tse and the mother of Ms. Tse
[REDACTED]	[REDACTED]
“Official Channel Supplier(s)”	supplier(s) which are the brand owners, manufacturers or their authorised or licensed distributors, dealers or agents in Hong Kong for the relevant product(s)
[REDACTED]	[REDACTED]
“PDPO”	Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong)
[REDACTED]	[REDACTED]

## DEFINITIONS

<b>[REDACTED]</b>	<b>[REDACTED]</b>
“Reorganization”	the reorganization of our Group in preparation of the <b>[REDACTED]</b> . For more details, please see “History, Reorganization and Corporate Structure”
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Future Ordinance”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time
“Shareholder(s)”	holder(s) of Shares
“Shares”	ordinary shares in the capital of our Company with nominal value of HK\$0.0001 each
“Sole Sponsor”	DBS Asia Capital Limited
<b>[REDACTED]</b>	<b>[REDACTED]</b>
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed thereto under the Listing Rules
“Top Harvest”	Top Harvest Pharmaceuticals Company Limited (五豐藥業有限公司), a company incorporated under the laws of Hong Kong with limited liability on 26 April 2022 and wholly owned by TH Wholesale Holding Limited, and is therefore an indirect wholly-owned subsidiary of our Company after the Reorganization
“Track Record Period”	the period comprising FY2023, FY2024, FY2025 and 1QFY2026
“TTK Holding”	TTK Holding Limited, a company incorporated under the laws of the BVI with limited liability on 25 September 2025 and owned as to 97.29%, 2.7% and 0.01% by Mr. Tse, Mrs. Tse and Ms. Tse, respectively, and one of our Controlling Shareholders
<b>[REDACTED]</b>	<b>[REDACTED]</b>

## DEFINITIONS

[REDACTED]

[REDACTED]

“U.S.” or “United States”

the United States of America, its territories, its possessions and all areas subject to its jurisdiction

[REDACTED]

[REDACTED]

“US\$”, “USD” or “U.S. dollars”

United State dollars, the lawful currency for the time being of the United States

*In this document, the terms “associate”, “close associate”, “connected person”, “connected transaction”, “core connected person”, “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.*