

DEFINITIONS

In this document, unless the context otherwise requires, the following terms and expressions shall have the meanings set out below. Certain technical terms are explained in the section headed “Glossary of Technical Terms” in this document.

“Accountants’ Report”	the accountants’ report of our Company, the text of which is set out in Appendix I to this document
“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 of Hong Kong
“Articles” or “Articles of Association”	the articles of association of our Company conditionally adopted by a special resolution passed on [●], 2026 with effect from the [REDACTED], and as amended from time to time, a summary of which is set out in “Appendix IV — Summary of the Constitution of the Company and Cayman Islands Company Law” to this document
“Audit Committee”	the audit committee of our Board
“Beijing Yinzhuoyue”	Beijing Yinzhuoyue Biotechnology Co., Ltd. (北京因卓越生物科技有限公司), a limited liability company established under the laws of the PRC on November 23, 2012, and a wholly owned subsidiary of our Company
“Board,” “Board of Directors” or “our Board”	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]

“Cayman Companies Act” or “Companies Act”	the Companies Act, Cap 22 (Act 3 of 1961, as consolidated and revised) of the Cayman Islands as amended, supplemented, or otherwise modified from time to time
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DEFINITIONS

“China,” “the PRC,” or “Chinese Mainland”	the People’s Republic of China, but for the purpose of this document and for geographical reference only and except where the context requires otherwise, references in this document to “China,” “Chinese Mainland” and the “PRC” do not apply to Hong Kong, the Macau Special Administrative Region and Taiwan of the People’s Republic of China
“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,” “our Company,” or “the Company”	Huge Dental Limited, an exempted company incorporated under the laws of the Cayman Islands with limited liability on August 7, 2024
“Compliance Advisor”	Zhongtai International Capital Limited
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to Mr. Song, Huge Vanguard and Huge Star, details of which are set out in the section headed “Relationship with Our Controlling Shareholders” of this document
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company
“DNR”	the self-proclaimed Donetsk People’s Republic in Ukraine
“EAR”	the U.S. Export Administration Regulations, 15 C.F.R. Parts 730-774
“EIT”	the enterprise income tax
“EIT Law”	PRC Enterprise Income Tax Law (中華人民共和國企業所得稅法), as amended, supplemented or otherwise modified from time to time
“ESG”	environmental, social and governance
“EU”	the European Union
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
“F&S Report”	the report prepared by Frost & Sullivan

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“FDA”	the United States Food and Drug Administration
[REDACTED]	
“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., a global market research and consulting company, and an Independent Third Party
“Future HFYJW”	HDMC Future HFYJW Ltd., a company incorporated under the laws of the BVI with limited liability on August 8, 2024, and one of the Offshore Shareholding Entities
“Future LJQYHD”	HDMC Future LJQYHD Ltd., a company incorporated under the laws of the BVI with limited liability on August 13, 2024, and one of the Offshore Shareholding Entities
“Future YPXNS”	HDMC Future YPXNS Ltd., a company incorporated under the laws of the BVI with limited liability on July 22, 2024, and one of the Offshore Shareholding Entities
[REDACTED]	
“GMP Rules for Medical Devices”	The Good Manufacturing Practice Rules for Medical Devices (《醫療器械生產質量管理規範》) are a set of regulations that stipulates the quality management requirements for the production of medical devices. They were promulgated on December 29, 2014 and came into effect on March 1, 2015
“Group,” “our Group,” “the Group,” “we,” “us,” “our,” or “Huge Dental”	our Company and its subsidiaries from time to time, and where the context requires, the businesses operated by our Company and/or its subsidiaries and their predecessors (if any)
“Guide for New Listing Applicants” or “Guide”	the Guide for New Listing Applicants issued by the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“Hengxin Investment”	Rizhao Hengxin Equity Investment Center (Limited Partnership) (日照市恒鑫股權投資中心(有限合夥)), a limited partnership organized under the laws of the PRC on October 16, 2019, and one of the Pre-reorganization Shareholding Entities
“HK” or “Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China

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[REDACTED]

“Hong Kong dollars” or “HK dollars” or “HK\$”

Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

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“Huge Dental BVI”	Huge Dental International Limited, a company incorporated under the laws of the BVI with limited liability on August 20, 2024, and a wholly owned subsidiary of our Company
“Huge Dental HK”	Huge Dental Hong Kong Limited, a company incorporated under the laws of Hong Kong with limited liability on September 5, 2024, and a wholly owned subsidiary of our Company
“Huge Holding”	Shandong Huge Investment Holding Co. Ltd. (山東滬鵠投資控股有限公司), a limited liability company established under the laws of the PRC on September 30, 2024, and a wholly owned subsidiary of our Company
“Huge Indonesia”	PT Huge Dental Indonesia, a company incorporated in Indonesia with limited liability on April 25, 2024, and a wholly owned subsidiary of our Company
“Huge Star”	Huge Star Intl Ltd., a company incorporated under the laws of the BVI with limited liability on July 23, 2024, a wholly-owned subsidiary of Huge Vanguard and one of our Controlling Shareholders
“Huge Vanguard”	Huge Vanguard Intl Ltd., a company incorporated under the laws of the BVI with limited liability on July 17, 2024, which is wholly owned by Mr. Song and is one of our Controlling Shareholders
“IFRS”	the International Financial Reporting Standards as issued by the International Accounting Standards Board, which comprise the IFRS Accounting Standards, International Accounting Standards, and interpretations developed by the IFRS Interpretations Committee or its predecessor body, the Standing Interpretations Committee
“Independent Third Party(ies)”	entity(ies) or person(s) who, to the best of our Directors’ knowledge, information and belief, having made all reasonable enquiries, are not our connected persons

[REDACTED]

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“International Sanctions” or
“International Sanctions Laws” all applicable laws and regulations, as amended and supplemented from time to time, related to economic sanctions, export controls, trade embargoes and wider prohibitions and restrictions on international trade and investment related activities, including those adopted, administered and enforced by the U.S., the EU and its member states, the UK or the UN

“International Sanctions Legal
Advisers” Ashurst Horitsu Jimusho Gaikokuho Kyodo Jigyo, our legal advisers as to International Sanctions Laws in connection with the [REDACTED]

[REDACTED]

“IDR” Indonesian rupiah, the lawful currency of the Republic of Indonesia

[REDACTED]

“Joint Sponsors” China International Capital Corporation Hong Kong Securities Limited and DBS Asia Capital Limited

“Latest Practicable Date” February 24, 2026, being the latest practicable date for ascertaining certain information in this document before its publication

[REDACTED]

“Listing Committee” the listing committee of the Stock Exchange

[REDACTED]

“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

“LNR” the self-proclaimed Luhansk People’s Republic in Ukraine

DEFINITIONS

“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 memorandum of association of our Company conditionally adopted by a special resolution passed on [●] with effect from the [REDACTED], and as amended from time to time, a summary of which is set out in “Appendix IV — Summary of the Constitution of the Company and Cayman Islands Company Law” to this document
“Memorandum and Articles of Association”	the Memorandum of Association and the Articles of Association
“MHRA”	the medicines and healthcare products regulatory agency of the UK
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Song”	Mr. SONG Xin (宋欣), our founder, the chairman of our Board, an executive Director, our chief executive officer and one of our Controlling Shareholders
“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 Quotation (全國中小企業股份轉讓系統), a PRC over-the-counter system for trading shares for public company
“Ningbo Huizhi”	Ningbo Meishan Free Trade Port Zone Huizhi Enterprise Management Partnership (Limited Partnership) (寧波梅山保稅港區惠智企業管理合夥企業(有限合夥)), a limited partnership organized under the laws of the PRC on December 28, 2018, and one of the Pre-reorganization Shareholding Entities
“NMPA”	National Medical Products Administration of the PRC (國家藥品監督管理局), successor to China Food and Drug Administration or CFDA (國家食品藥品監督管理總局)
“Nomination Committee”	the nomination committee of our Board
“ODI Rules”	the Administrative Measures for Overseas Investment (境外投資管理辦法) and other relevant rules
“OFAC”	the United States Treasury Department’s Office of Foreign Assets Control, the principal U.S. regulator implementing and enforcing U.S. international sanctions programmes and policies

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[REDACTED]

“Offshore Shareholding Entity(ies)”

Future LJQYHD, Future HFYJW and Future YPXNS

[REDACTED]

“PRC Legal Advisors”

Commerce & Finance Law Offices, PRC legal advisors to our Company

“Pre-reorganization Shareholding Entity(ies)”

Shanghai Huizhi, Rizhao Jianzhi, Rizhao Lanxin, Shuohe Investment, Ningbo Huizhi, Hengxin Investment and Shanghai Ubi, being the shareholding company(ies) or partnership(s) established during the course of our development and before the Reorganization, the interests of which were subscribed for by our Group’s directors, senior management and employees and/or other individual shareholders

[REDACTED]

“Primary Sanctioned Activity”

has the meaning ascribed to it under Chapter 4.4 of the Guide

“document”

this document being issued in connection with the [REDACTED]

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“Qingdao Dental”	Qingdao Da Vinci Dental Medical Co., Ltd. (青島達芬奇口腔醫療有限公司), a limited liability company established under the laws of the PRC on January 28, 2019, and a subsidiary of our Company
“Qingdao Technology”	Qingdao Da Vinci Technology Co., Ltd. (青島達芬奇科技有限公司), a limited liability company established under the laws of the PRC on July 21, 2015, and a subsidiary of our Company
“Qingdao Huge”	Qingdao Huge Dental Medical Technology Co., Ltd. (青島滬鵠口腔醫療科技有限公司), a limited liability company established under the laws of the PRC on June 5, 2019, and a wholly owned subsidiary of our Company
“R&D”	research and development
“Regulation S”	Regulation S under the U.S. Securities Act
“Relevant Jurisdiction(s)”	has the meaning ascribed to it under Chapter 4.4 of the Guide
“Relevant Sanctions Authorities”	the relevant governmental authorities in the Relevant Jurisdictions that administer their respective sanctions related laws or regulations, such as OFAC
“Remuneration Committee”	the remuneration committee of our Board
“Reorganization”	the corporate reorganization of our Group in preparation for the [REDACTED], particulars of which are set out in the section headed “History, Reorganization and Corporate Structure” of this document
“Rizhao Huge”	Rizhao HuGe Biomaterials Company, Ltd. (日照滬鵠生物材料有限公司), a limited liability company established under the laws of the PRC on April 22, 2016, and a wholly owned subsidiary of our Company
“Rizhao Jianzhi”	Rizhao Jianzhi Economic & Trade Co., Ltd. (日照健智經貿有限公司), a limited liability company established under the laws of the PRC on November 24, 2005, and one of the Pre-reorganization Shareholding Entities
“Rizhao Lanxin”	Rizhao Lanxin Enterprise Management Co., Ltd. (日照蘭信企業管理有限公司), a limited liability company established under the laws of the PRC on December 28, 2018, and one of the Pre-reorganization Shareholding Entities
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“Sanctioned Country”	has the meaning ascribed to it under Chapter 4.4 of the Guide

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“Sanctioned Target”	has the meaning ascribed to it under Chapter 4.4 of the Guide
“Sanctioned Trader”	has the meaning ascribed to under Chapter 4.4 of the Guide
“SDN”	specially designated nationals and blocked persons
“SDN List”	the list of Specially Designated Nationals and Blocked Persons maintained by OFAC, which sets forth individuals and entities that are subject to its blocking sanctions
“SFC”	the Securities and Futures Commission of Hong Kong
“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
“Shandong Huge”	Shandong Huge Dental Medical Group Co., Ltd. (山東滬鵠口腔醫療集團有限公司) (previously known as Shandong Huge Dental Materials Co., Ltd. (山東滬鵠口腔材料股份有限公司) and Rizhao Huge Dental Industry Co., Ltd. (日照滬鵠齒科工業有限公司)), a limited liability company established under the laws of the PRC on November 24, 2006, and a wholly owned subsidiary of our Company
“Shanghai Huge Medical Devices”	Shanghai Huge Medical Devices Co., Ltd. (上海滬鵠醫療器械有限公司), a limited liability company established under the laws of the PRC on August 28, 2013, and a wholly owned subsidiary of our Company
“Shanghai Huge Technology”	Shanghai Huge Technology Co., Ltd. (上海滬鵠科技有限公司), a limited liability company established under the laws of the PRC on June 10, 2021, and a wholly owned subsidiary of our Company
“Shanghai Huizhi”	Shanghai Huizhi Industrial Co., Ltd. (上海惠致實業有限公司), a limited liability company established under the laws of the PRC on March 31, 2005, and one of the Pre-reorganization Shareholding Entities
“Shanghai Ubi”	Shanghai Ubi Industrial Co., Ltd. (上海優比實業有限公司), a limited liability company established under the laws of the PRC on September 30, 2010, and one of the Pre-reorganization Shareholding Entities
“Shanghai Xinkangze”	Shanghai Xinkangze Industrial Co., Ltd. (上海欣康澤實業有限公司), a limited liability company established under the laws of the PRC on September 11, 2012, and a wholly owned subsidiary of our Company
“Share(s)”	ordinary share(s) in the share capital of our Company with a par value of US\$0.000001 each prior to the Share Subdivision and US\$0.00000025 each upon completion of the Share Subdivision

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“Share Subdivision”	the subdivision of each of the authorized issued and unissued ordinary shares in the share capital of our Company with a par value of US\$0.000001 each into four Shares with a par value of US\$0.00000025 each. For details, see “Appendix V — Statutory and General Information — A. Further Information about Our Group — 4. Resolutions of Shareholders of Our Company Passed on [●]” to this document
“Shareholder(s)”	holder(s) of our Share(s)
“Shuohe Investment”	Rizhao Shuohe Equity Investment Center (Limited Partnership) (日照市碩和股權投資中心(有限合夥)), a limited partnership organized under the laws of the PRC on July 25, 2019, and one of the Pre-reorganization Shareholding Entities
“STA”	State Taxation Administration (國家稅務總局) [REDACTED]
“State Council”	State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it in section 15 of the Companies Ordinance
“Suzhou Huge”	Suzhou Huge Digital Technology Co., Ltd. (蘇州滬鵠數字科技有限公司), a limited liability company established under the laws of the PRC on May 27, 2024, a subsidiary of our Company
“Takeovers Code”	Code on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the years ended December 31, 2023, 2024 and 2025
“Treasury Share(s)”	the Shares repurchased and held by our Company in treasury, if any
“UK”	the United Kingdom
“UN”	the United Nations
“U.S.” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“U.S. dollars,” “US\$” or “USD”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder

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[REDACTED]

“VAT” value-added tax

“%” per cent

For the purpose of this document, references to “provinces” of Chinese Mainland include provinces, municipalities under direct administration of the central government and provincial-level autonomous regions.

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