

IMPORTANT

If you are in any doubt about any of the contents in this document, you should obtain independent professional advice.



Transwarp Technology (Shanghai) Co., Ltd. 星環信息科技(上海)股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

[REDACTED]

- Number of [REDACTED] under : [REDACTED] H Shares (subject to the [REDACTED] the [REDACTED])
- Number of [REDACTED] : [REDACTED] H Shares (subject to reallocation)
- Number of [REDACTED] : [REDACTED] H Shares (subject to reallocation and the [REDACTED])
- Maximum [REDACTED] : HK\$[REDACTED] per [REDACTED], plus brokerage of 1.0%, SFC transaction levy of 0.0027%, Stock Exchange trading fee of 0.00565% and AFRC transaction levy of 0.00015% (payable in full on application in Hong Kong Dollars and subject to refund)
- Nominal Value : RMB1.00 per H Share
- [REDACTED] : [REDACTED]

Sole Sponsor, [REDACTED]



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A copy of this document, having attached thereto the documents specified in “Appendix VII — Documents Delivered to the Registrar of Companies in Hong Kong and Available on Display,” has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this document or any other document referred to above.

The [REDACTED] is expected to be fixed by agreement between the [REDACTED] (for themselves and on behalf of the other [REDACTED]) and us on or before [REDACTED] (Hong Kong time). The [REDACTED] will be no more than HK\$[REDACTED] per [REDACTED], unless otherwise announced. If, for any reason, the [REDACTED] is not agreed by [REDACTED] (Hong Kong time) between the [REDACTED] (for themselves and on behalf of the other [REDACTED]) and us, the [REDACTED] will not proceed and will lapse.

The obligations of the [REDACTED] under the [REDACTED] are subject to termination by the [REDACTED] (for itself and on behalf of the [REDACTED]) if certain grounds arise prior to 8:00 a.m. on the [REDACTED]. See “[REDACTED]” for further details.

Prior to making an [REDACTED] decision, [REDACTED] should consider carefully all of the information set out in this document, including the risk factors set out in the section headed “Risk Factors.”

The [REDACTED] have not been and will not be registered under the U.S. Securities Act or any state securities laws of the United States and may not be [REDACTED] or sold within or to the United States, or to or for the account or benefit of any U.S. person (as defined in Regulation S), except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. The [REDACTED] are being [REDACTED] and sold outside the United States in offshore transactions in accordance with Regulation S.

Our Company is a Specialist Technology Company (as defined in Chapter 18C of the Listing Rules). The securities of Specialist Technology Companies carry high [REDACTED] risks including risks of [REDACTED] volatility and inflated valuation due to the difficulty in valuing such companies. [REDACTED] should fully understand the [REDACTED] risks of a Specialist Technology Company and the risks disclosed by our Company before making their [REDACTED] decisions.

[REDACTED]

[REDACTED]

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[REDACTED]

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[REDACTED]