DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the following meanings:

"Accountants' Report"	the accountants' report of our Company for the Track Record Period set out in Appendix I to this document
"affiliate(s)"	any other person(s), 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
"Ample Chain"	AMPLE CHAIN LIMITED (環豐有限公司), a BVI business company incorporated in the BVI with limited liability on 2 January 2024, which is wholly owned by Mr. XM Kong and is one of our Controlling Shareholders
"Articles of Association" or "Articles"	the amended and restated articles of association of our Company conditionally adopted on [●] and which will take effect from the **[REDACTED]**, a summary of which is set out in Appendix III to this document, and as amended, supplemented or otherwise modified from time to time
"Audit Committee"	the audit committee of the Board
"Board", "Board of Directors" or "our Board"	the board of Directors
"Business Day" or "business day"	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which licensed banks in Hong Kong are generally open for normal banking business
"BVI"	British Virgin Islands
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
"CIC"	China Insights Industry Consultancy Limited, an independent market industry consultant engaged by our Company to prepare the CIC Report

"CIC Report"	the industry report prepared by CIC and commissioned by our Company, the content of which is set out in "Industry Overview" in this document
"Civil Code"	Civil Code of the PRC (《中華人民共和國民法典》)
"Companies Act"	the Companies Act (as revised) of the Cayman Islands
"Companies Ordinance"	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) as amended, 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, supplemented or otherwise modified from time to time
"Company", "our Company", "us" or "we"	Easylive Group Inc. 隨手播集團公司, an exempted company incorporated in the Cayman Islands with limited liability on 20 March 2024
"Controlling Shareholder(s)"	has the same meaning ascribed thereto under the Listing Rules, and, in the context of this document, means Mr. XM Kong and Ample Chain
"Creativity Corporation"	CREATIVITY CORPORATION LIMITED (創造力有限公司), a company incorporated in Hong Kong with limited liability on 20 April 2024, and a direct wholly-owned subsidiary of our Company upon completion of the Reorganisation
"CSRC"	the China Securities Regulatory Commission (中國證券監督管理委員會)
"Dawei Technology"	Guangdong Dawei Technology Co., Ltd. (廣東大為科技有限公司), formerly known as Huizhou City Sanlian Technology Co., Ltd. (惠州市三聯科技有限公司), a company established in the PRC with limited liability on 21 April 1999, and a company directly held as to approximately 91.30% and 8.70% by Mr. HM Kong and Mr. Wu Shuangyu (吳雙瑜) respectively as at the Latest Practicable Date
"Deed of Indemnity"	the deed of indemnity dated [●] executed by our Controlling Shareholders (as indemnifier) in favour of our Company (for ourselves and as trustee for and on behalf of our subsidiaries), particulars of which are set out in "Statutory and General Information — E. Other information — 1. Tax and other indemnities" in Appendix IV to this document

"Deed of Non-Competition"	the deed of non-competition dated [●] executed by our Controlling Shareholders in favour of our Company (for ourselves and as trustee for and on behalf of our subsidiaries), particulars of which are set out in "Relationship with Controlling Shareholders — Deed of Non-Competition" in this document
"Director(s)" or "our Director(s)"	the director(s) of our Company
"Easylive HK"	Easylive (HK) Limited (隨手播(香港)有限公司), a company incorporated in Hong Kong with limited liability on 23 April 2024, and a direct wholly-owned subsidiary of our Company upon completion of the Reorganisation
[REDACTED]	**[REDACTED]**
"EIT"	the enterprise income tax of the PRC
"EIT Law"	the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》), as amended, supplemented or otherwise modified from time to time
"EIT Regulation"	the Regulation on the Implementation of the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法實施條例》), as amended, supplemented or otherwise modified from time to time
"Extreme Conditions"	extreme conditions, including but not limited to serious disruption of public transport services, extensive flooding, major landslides or large-scale power outage, caused by a super typhoon as announced by the Government of Hong Kong
[REDACTED]	**[REDACTED]**
"FY2023"	the financial year ended 31 December 2023
"FY2024"	the financial year ended 31 December 2024
"FY2025"	the financial year ended 31 December 2025
"FY2026"	the financial year ending 31 December 2026
"GD Suishoubo"	Guangdong Suishoubo Digital Technology Co., Ltd. (廣東隨手播數字科技有限公司), a company established in the PRC with limited liability on 28 May 2024, and an indirect wholly-owned subsidiary of our Company upon completion of the Reorganisation

"Glitten Day"	GLITTEN DAY GROUP LIMITED, a BVI business company incorporated in the BVI with limited liability on 2 January 2024, which is wholly owned by Mr. Wu
[REDACTED]	**[REDACTED]**
"Group", "our Group", "we", "our" or "us"	our Company and our subsidiaries at the relevant time, or, where the context otherwise requires, in respect of the period before our Company became the holding company of our present subsidiaries, such subsidiaries as if they were our subsidiaries at the relevant time
"GZ Mengya"	Guangzhou Mengya Network Technology Co., Ltd. (廣州萼牙網絡科技有限公司), a company established in the PRC with limited liability on 14 March 2025, and an indirect wholly-owned subsidiary of our Company upon completion of the Reorganisation
"GZ Suishoubo"	Guangzhou Suishoubo Network Technology Co., Ltd. (廣州隨手播網絡科技有限公司), a company established in the PRC with limited liability on 27 November 2017, and an indirect wholly-owned subsidiary of our Company upon completion of the Reorganisation
"GZ Tuoke"	Guangzhou Tuoke E-commerce Co., Ltd. (廣州拓客電子商務有限公司), a company established in the PRC with limited liability on 11 April 2022, and a company directly held as to 70.8%, 19.2% and 10% by Mr. Ma Zhenghao (馬正浩), Guangzhou Milanduo E-commerce Co., Ltd. (廣州米藍朵電子商務有限公司) and Mr. Liu Lin (劉麟) respectively as at the Latest Practicable Date
"GZ Yiqixue"	Guangzhou Yiqixue Digital Technology Co., Ltd. (廣州一起學數字科技有限公司), formerly known as Guangzhou Shixiyi Education Consulting Co., Ltd. (廣州師習易教育諮詢有限公司), a company established in the PRC with limited liability on 30 December 2016, and a company directly held as to 51% and 49% by Ms. Li Yun (李韞) and Guangzhou Lingxiu Cultural Media Co., Ltd. (廣州領秀文化傳媒有限公司) respectively as at the Latest Practicable Date
"Hainan Lingyu"	Hainan Lingyu Culture Media Co., Ltd. (海南領娛文化傳媒有限公司), a company established in the PRC with limited liability on 10 August 2020, which was wholly owned by Mr. Liu Xinxin (劉鑫鑫) as at the Latest Practicable Date
"HKAS(s)"	Hong Kong Accounting Standard(s) issued by the Hong Kong Institute of Certified Public Accountants, as amended, supplemented or otherwise modified from time to time

DEFINITIONS

"HEGS Suishoubo"	Huoerguosi Suishoubo Network Technology Co., Ltd. (霍爾果斯隨手播網絡科技有限公司), a company established in the PRC with limited liability on 29 March 2024, and an indirect wholly-owned subsidiary of our Company upon completion of the Reorganisation
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
"HKFRS(s)"	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants, as amended, supplemented or otherwise modified from time to time
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong dollar(s)" or "HK$"	Hong Kong dollar(s), the lawful currency of Hong Kong

[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
"Independent Third Party(ies)"	individual(s) or company(ies) who or which, as far as our Directors are aware after having made all reasonable enquiries, is or are not a connected person of our Company within the meaning of the Listing Rules
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**

[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
"Latest Practicable Date"	23 March 2026, being the latest practicable date prior to the printing of this document for the purpose of ascertaining certain information contained in this document
[REDACTED]	**[REDACTED]**
"Listing Committee"	the Listing Committee of the Stock Exchange
[REDACTED]	**[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
"M&A Rules"	the Rules on the Merger and Acquisition of Domestic Enterprises by Foreign Investors (關於外國投資者併購境內企業的規定), as amended, supplemented or otherwise modified 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 GEM of the Stock Exchange
"Memorandum" or "Memorandum of Association"	the amended and restated memorandum of association of our Company conditionally approved and adopted on [●] and which will take effect from the **[REDACTED]**, a summary of which is set out in Appendix III to this document, and as amended, supplemented or otherwise modified from time to time
"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)
"MOF"	the Ministry of Finance of the PRC (中華人民共和國財政部)

"MOFCOM"	the Ministry of Commerce of the PRC (中華人民共和國商務部)
"Mr. HM Kong"	Mr. Kong Huiming (孔慧明), the brother of Mr. XM Kong
"Mr. Li"	Mr. Li Li (黎藜), an executive Director and the chief executive officer of our Group
"Mr. Wu"	Mr. Wu Shubin (吳樹鑌), an executive Director
"Mr. XM Kong"	Mr. Kong Xiaoming (孔曉明), the chairman of our Board, an executive Director and one of our Controlling Shareholders. Mr. XM Kong is the brother of Mr. HM Kong
"Ms. Luo"	Ms. Luo Caifeng (羅彩鳳), the **[REDACTED]** Investor
"NDRC"	the 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 Quotations (全國中小企業股份轉讓系統)
"Nomination Committee"	the nomination committee of the Board
"NPC"	the National People's Congress of the PRC (中華人民共和國全國人民代表大會)
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
"OTC"	over-the-counter
[REDACTED]	**[REDACTED]**

[REDACTED]	**[REDACTED]**
"PBOC"	the People's Bank of China (中國人民銀行), the central bank of the PRC
"**[REDACTED]** Investment"	the **[REDACTED]** investment in our Company undertaken by the **[REDACTED]** Investor, details of which are set out in "History, Development and Reorganisation — **[REDACTED]** Investment" in this document
"**[REDACTED]** Investor"	Ms. Luo
"PRC", "China" or "Chinese Mainland"	the People's Republic of China, and for the purpose of this document, and unless otherwise indicated, shall exclude Hong Kong, the Macao Special Administrative Region of the PRC and Taiwan
"PRC Government" or "State"	the central government of the PRC, including all governmental sub-divisions (such as provincial, municipal and other regional or local government entities) and instrumentalities thereof or, where the context requires, any of them
"PRC Legal Advisers"	CM Law Firm (上海澄明則正律師事務所), being the legal advisers to our Company as to PRC laws
[REDACTED]	**[REDACTED]**
"Rainbow Capital"	Rainbow Capital (HK) Limited
"Regulation S"	Regulation S under the U.S. Securities Act
"Remuneration Committee"	the remuneration committee of the Board
"Reorganisation"	the corporate reorganisation arrangement undergone by our Group in preparation for the **[REDACTED]**, details of which are set out in "History, Development and Reorganisation" in this document

"RMB"	Renminbi, the lawful currency of the PRC
[REDACTED]	**[REDACTED]**
"SAFE"	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
"SAMR"	the State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局), the successor of the former 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)
"SAT"	the State Taxation Administration of the PRC (中華人民共和國國家稅務總局)
"SCNPC"	the Standing Committee of the National People's Congress of the PRC (中華人民共和國全國人民代表大會常務委員會)
"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
"Share(s)"	ordinary share(s) with a nominal value of HK$0.01 each in the share capital of our Company
"Share Option Scheme"	the share option scheme conditionally approved and adopted by our Company on [●], the principal terms of which are summarised in "Statutory and General Information — D. Share Option Scheme — 1. Summary of terms of the Share Option Scheme" in Appendix IV to this document
"Shareholder(s)"	holder(s) of the Share(s) from time to time
"Sole Sponsor"	Ping An of China Capital (Hong Kong) Company Limited, a corporation licensed to carry out Type 6 (advising on corporate finance) regulated activity under the SFO, appointed as the sole sponsor to the **[REDACTED]**
[REDACTED]	**[REDACTED]**
"State Council"	the State Council of the PRC (中華人民共和國國務院)
[REDACTED]	**[REDACTED]**
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"SZ Bullet Screen"	Shenzhen Bullet Screen Digital Technology Co., Ltd. (深圳彈幕數字科技有限公司), a company established in the PRC with limited liability on 14 July 2023, and an indirect subsidiary of our Company upon completion of the Reorganisation. As at the Latest Practicable Date, SZ Bullet Screen was owned as to 60% by GZ Suishoubo and 40% by SZ Xingzhiyuan

"SZ Xingzhiyuan"	Shenzhen Xingzhiyuan Network Technology Co., Ltd. (深圳星之源網絡科技有限公司), a company established in the PRC with limited liability on 29 September 2021. As at the Latest Practicable Date, SZ Xingzhiyuan was owned as to 50%, 30% and 20%, by Mr. Shen Hua (申華), Mr. Chen Xi (陳曦) and Mr. Liang Xingcai (梁興財), respectively
"Takeovers Code"	the Code on Takeovers and Mergers issued by the SFC, as amended, supplemented or otherwise modified from time to time
"Track Record Period"	the three years ended 31 December 2025
"trading day"	a day on which trading of the Shares takes place on the Stock Exchange
"treasury shares"	has the meaning ascribed to it under the Listing Rules
[REDACTED]	**[REDACTED]**
[REDACTED]	**[REDACTED]**
"United States" or "U.S."	the United States of America, its territories and possessions, any state of the United States, and the District of Columbia
"U.S. dollar(s)", "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
"%"	per cent.

In this document, unless the context otherwise requires:

- *the English names of the PRC nationals, companies, associations, entities, departments, certificates and titles, and the English titles of the PRC laws, rules and regulations, are directly translated from their Chinese names and titles, and are furnished for identification purposes only. Should there be any inconsistency, the Chinese names and titles shall prevail;*
- *the terms "associate", "close associate", "connected person", "connected transaction", "controlling shareholder", "core connected person", "subsidiary" and "substantial shareholder" shall have the meanings given to such terms in the Listing Rules;*
- *amounts and percentage figures, including share ownership and operating data, may have been subject to rounding adjustments. Where information is presented in thousands or millions, amounts of less than one thousand or one million, as the case may be, have been rounded to the nearest hundred or hundred thousand, respectively, and amounts presented as percentages have been rounded to the nearest tenth of a percent. Accordingly, totals of rows or columns of numbers in tables may not be equal to the apparent total of the individual items;*
- *all information is as at the Latest Practicable Date; and*
- *all times and dates refer to Hong Kong local time and dates.*