WAIVER FROM STRICT COMPLIANCE WITH THE REQUIREMENTS UNDER THE LISTING RULES

In preparation for the **[REDACTED]**, our Company [has sought] the following waiver from strict compliance with the requirements under Rule 8.12 of the Listing Rules.

MANAGEMENT PRESENCE IN HONG KONG

Pursuant to Rule 8.12 of the Listing Rules, we must have a sufficient management presence in Hong Kong. This normally means that at least two of our executive Directors must be ordinarily resident in Hong Kong. However, (a) our core business operations are primarily located, managed and conducted in the PRC under the supervision of our executive Directors and members of our senior management; and (b) our executive Directors and members of our senior management principally reside in the PRC. As each of our executive Directors and members of our senior management has a vital role in our business and operations, it is of paramount importance for them to remain to be based in the PRC and physically close to our operations. Our Directors consider that the appointment of additional executive Directors who are ordinarily resident in Hong Kong would not be beneficial to, or appropriate for, our Group and therefore would not be in the best interests of our Company and our Shareholders as a whole. Our Company does not, and for the foreseeable future will not, have a sufficient management presence in Hong Kong for the purpose of satisfying the requirements under Rule 8.12 of the Listing Rules.

Accordingly, we [have applied] to the Stock Exchange for, and the Stock Exchange [has granted], a waiver from strict compliance with the requirements under Rule 8.12 of the Listing Rules on the following conditions to ensure that regular communication is maintained between the Stock Exchange and our Company:

(a) Our Company [has appointed] two authorised representatives pursuant to Rule 3.05 of the Listing Rules, who will act as our Company's principal channel of communication with the Stock Exchange and ensure that our Group complies with the Listing Rules at all times. The authorised representatives appointed are Mr. XM Kong, the chairman of our Board and an executive Director, and Ms. Wong Ka Yan (黃嘉茵) ("**Ms. Wong**"), our company secretary. Ms. Wong is a Hong Kong permanent resident. Although Mr. XM Kong resides in the PRC, he possesses valid travel documents to visit Hong Kong and will be available to meet with the Stock Exchange within a reasonable time frame upon the request of the Stock Exchange and will be readily contactable by telephone or email. Each of our authorised representatives has been duly authorised to communicate on our Company's behalf with the Stock Exchange. Our Company has been registered as a non-Hong Kong company under Part 16 of the Companies Ordinance, and Ms. Wong has been authorised to accept service of legal process and notices in Hong Kong on behalf of our Company. Each of our Directors and Ms. Wong [has provided] to the Stock Exchange their mobile and/or office telephone numbers.

(b) Each of the authorised representatives has means to contact all members of our Board (including the independent non-executive Directors) promptly at all times as and when the Stock Exchange wishes to contact our Directors for any matter. To enhance the communication between the Stock Exchange, the authorised representatives and our Directors, our Company will implement a policy that (a) each of our Directors will provide his/her mobile phone number, office phone number and email address to the authorised representatives; (b) in the event that a Director expects to travel and be out of the office, he/she will provide the phone number of the place of his/her accommodation to the authorised representatives; and (c) all of our Directors will provide their mobile phone numbers, office phone numbers and/or email addresses to the Stock Exchange.

(c) Our Company has appointed Rainbow Capital as its compliance adviser pursuant to Rule 3A.19 of the Listing Rules for a period commencing on the **[REDACTED]** and ending on the date on which our Company complies with Rule 13.46 of the Listing Rules in respect of its financial results for the first full financial year commencing after the date of the **[REDACTED]**. The Company's compliance adviser will act as the alternate channel of communication with the Stock Exchange when the authorised representatives are not available. Our Company will ensure that there are adequate and efficient means of communication among itself, its authorised representatives, our Directors, other officers of our Group and the compliance adviser.

(d) Meetings between the Stock Exchange and all of our Directors could be arranged through our authorised representatives or the compliance adviser, or directly with our Directors within a reasonable time frame. Our Company will inform the Stock Exchange promptly in respect of any change in its authorised representatives and the compliance adviser.

(e) In addition, all of our Directors who are not ordinarily resident in Hong Kong have confirmed that they possess or can apply for valid travel documents to visit Hong Kong and would be able to meet with the Stock Exchange within a reasonable period of time, if required.