

DEFINITIONS

In this Document, unless the context otherwise requires, the following terms shall have the following meanings. Certain technical terms are explained in the section headed “Glossary of Technical Terms” in this Document.

“Accountants’ Report”	the Accountants’ Report for the years ended December 31, 2023, 2024 and 2025, the text of which is set forth in Appendix I to this Document
“affiliate”	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 (香港會計和財務匯報局)
“Articles” or “Articles of Association”	the articles of association of our Company, conditionally adopted on April 24, 2026 with effect from the [REDACTED], and as amended from time to time, a summary of which is set forth in the section headed “Summary of the Articles of Association” in Appendix III to this Document
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
Audit Committee	the audit committee of our Company
Authorized Representative(s)	the authorized representative(s) of our Company
“Board” or “Board of Directors”	the board of directors of our Company
“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
[REDACTED]	
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“China,” “Chinese mainland” or “PRC”	the People’s Republic of China and for the purposes of this Document only, except where the context requires otherwise, excluding the Hong Kong Special Administrative Region, the Macao Special Administrative Region and Taiwan
“Colipu No. 2”	Shanghai Colipu No. 2 Enterprise Management Center (Limited Partnership)* (上海科力普貳號企業管理中心(有限合伙)), a limited partnership established under the laws of the PRC on January 31, 2024, a limited partner of Colipu Venture Capital and an Employees’ Shareholding Platform

DEFINITIONS

“Colipu No. 3”	Shanghai Colipu No. 3 Enterprise Management Center (Limited Partnership)* (上海科力普叁號企業管理中心 (有限合夥)), a limited partnership established under the laws of the PRC on January 31, 2024, a limited partner of Colipu Venture Capital and an Employees’ Shareholding Platform
“Colipu No. 4”	Shanghai Colipu No. 4 Enterprise Management Center (Limited Partnership)* (上海科力普肆號企業管理中心 (有限合夥)), a limited partnership established under the laws of the PRC on January 31, 2024, a limited partner of Colipu Venture Capital and an Employees’ Shareholding Platform
“Colipu No. 5”	Shanghai Colipu No. 5 Enterprise Management Center (Limited Partnership)* (上海科力普伍號企業管理中心 (有限合夥)), a limited partnership established under the laws of the PRC on January 31, 2024, a limited partner of Colipu Venture Capital and an Employees’ Shareholding Platform
“Colipu No. 6”	Shanghai Colipu No. 6 Enterprise Management Center (Limited Partnership)* (上海科力普陸號企業管理中心 (有限合夥)), a limited partnership established under the laws of the PRC on May 23, 2024, a Shareholder and an Employees’ Shareholding Platform
“Colipu No. 7”	Shanghai Colipu No. 7 Enterprise Management Center (Limited Partnership)* (上海科力普柒號企業管理中心 (有限合夥)), a limited partnership established under the laws of the PRC on May 23, 2024, a Shareholder and an Employees’ Shareholding Platform
“Colipu No. 8”	Shanghai Colipu No. 8 Enterprise Management Center (Limited Partnership)* (上海科力普捌號企業管理中心 (有限合夥)), a limited partnership established under the laws of the PRC on May 23, 2024, a Shareholder and an Employees’ Shareholding Platform
“Colipu No. 9”	Shanghai Colipu No. 9 Enterprise Management Center (Limited Partnership)* (上海科力普玖號企業管理中心 (有限合夥)), a limited partnership established under the laws of the PRC on May 22, 2024, a Shareholder and an Employees’ Shareholding Platform
“Colipu Venture Capital”	Shanghai Colipu Venture Capital Center (Limited Partnership)* (上海科力普創業投資中心 (有限合夥)), a limited partnership established under the laws of the PRC on February 21, 2014, a Shareholder and an Employees’ Shareholding Platform
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“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,” or “our Company”	Colipu Technologies Group Co., Ltd. (科力普科技集團股份有限公司) (formerly known as Shanghai M&G Colipu Office Supplies Co., Ltd. (上海晨光科力普辦公用品有限公司)), established as a limited liability company on December 5, 2012 and converted into a joint stock company with limited liability under the laws of PRC on March 28, 2025
“Company Law” or “PRC Company Law”	the Company Law of the PRC (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time
“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 Shareholder(s)” or “Controlling Shareholders’ Group”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to Dr. Chen Huwen, Mr. Chen Huxiong, Ms. Chen Xueling, M&G Group, Keying Investment, Jiekui Investment and M&G Corporation. For further details, see “Relationship with Controlling Shareholders”
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company
“EIT”	the PRC enterprise income tax (企業所得稅)
“EIT Law”	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
“Employees’ Incentive Plan”	our employee incentive plans adopted and/or amended by resolutions of our Board on May 8, 2024, a summary of the principal terms of which is set forth in “Appendix IV — Statutory and General Information — B. Further Information about our Directors and Substantial Shareholders — 4. Employees’ Incentive Plan” to this Document
“Employees’ Shareholding Platform(s)”	Colipu Venture Capital, Colipu No. 2, Colipu No. 3, Colipu No. 4, Colipu No. 5, Colipu No. 6, Colipu No. 7, Colipu No. 8 and Colipu No. 9

DEFINITIONS

[REDACTED]

“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
“Filing Rules”	the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (《境內企業境外發行證券和上市管理試行辦法》)

[REDACTED]

“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., our industry consultant, which is an Independent Third Party
“General Rules of HKSCC”	the General Rules of HKSCC as may be amended or modified from time to time and where the context so permits, shall include the HKSCC Operational Procedures

[REDACTED]

“Group,” “our Group,” “we,” or “us”	our Company, subsidiaries and consolidated affiliated entities from time to time
“Guide”	the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange as amended, supplemented or otherwise modified from time to time
“H Share(s)”	shares in the share capital of our Company with a nominal value of RMB1.00 each, to be [REDACTED] and [REDACTED] on the Hong Kong Stock Exchange

[REDACTED]

“HKSCC”	Hong Kong Securities Clearing Company Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited (香港中央結算有限公司)
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DEFINITIONS

[REDACTED]

“Hong Kong,” “Hong Kong SAR” or “HK”

the Hong Kong Special Administrative Region of the PRC

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

Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

“Hong Kong Stock Exchange” or “Stock Exchange”

The Stock Exchange of Hong Kong Limited

[REDACTED]

DEFINITIONS

[REDACTED]

“IFRS Accounting Standards”	IFRS accounting standards approved by the International Accounting Standards Board
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[REDACTED]

“Independent Third Party(ies)”	any entity(ies) or person(s) who is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules
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“Jiekui Investment”	Shanghai Jiekui Investment Management Firm (Limited Partnership)* (上海傑葵投資管理事務所(有限合夥)), a limited liability partnership established under the laws of the PRC on February 18, 2011, and one of our Controlling Shareholders
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“Keying Investment”	Shanghai Keying Investment Management Firm (Limited Partnership)* (上海科迎投資管理事務所(有限合夥)), a limited liability partnership established under the laws of the PRC on February 18, 2011, and one of our Controlling Shareholders
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“Latest Practicable Date”	April 22, 2026, being the latest practicable date for ascertaining certain information in this Document before its publication
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[REDACTED]

DEFINITIONS

“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

“M&G Group” M&G Holdings (Group) Co., Ltd. (晨光控股 (集團) 有限公司), an investment holding company established in the PRC on May 10, 2007, and the controlling shareholder of M&G Corporation and one of our Controlling Shareholders

“M&G Corporation” Shanghai M&G Stationery Inc. (上海晨光文具股份有限公司), a company established in PRC whose shares are listed on the Shanghai Stock Exchange (stock code: 603899.SH), and one of our Controlling Shareholders

“Main Board” the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with GEM of the Stock Exchange

[REDACTED]

“MOFCOM” or “Ministry of Commerce” the Ministry of Commerce of the PRC (中華人民共和國商務部)

[REDACTED]

DEFINITIONS

“PBOC”	People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Legal Advisor”	JunHe LLP, our legal advisor as to PRC laws

[REDACTED]

“Document”	this document being issued in connection with the [REDACTED]
“Regulation S”	Regulation S under the U.S. Securities Act
“Renminbi” or “RMB”	Renminbi, the lawful currency of the PRC
“Reporting Accountants”	Ernst & Young
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAMR”	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)
“SAT”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“Securities and Futures Ordinance” or “SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented, or otherwise modified from time to time
“SFC”	the Securities and Futures Commission of Hong Kong (香港證券期貨監察委員會)
“Share(s)”	ordinary share(s) of our Company with a nominal value of RMB1.00 each
“Shareholder(s)”	holder(s) of our Share(s)

[REDACTED]

“Sole Sponsor”	The Sole Sponsor as named in the section headed “Directors and Parties Involved in the [REDACTED]”
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DEFINITIONS

[REDACTED]

“State Council”	State Council of the PRC (中華人民共和國國務院)
“subsidiary(ies)”	has the meaning ascribed thereto in section 15 of the Companies Ordinance
“substantial shareholders”	has the meaning ascribed to it in the Listing Rules
“Takeovers Code”	the Codes 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 period comprising the three financial years ended December 31, 2023, 2024 and 2025

[REDACTED]

“Unlisted Share(s)”	unlisted ordinary Share(s) issued by our Company, with a nominal value of RMB1.00 each, which is/are not listed on any stock exchange
“United States” or the “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“U.S. dollars” or “US\$”	United States dollars, the lawful currency of the United States

[REDACTED]

“%”	percent
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DEFINITIONS

Unless otherwise specified or the context otherwise requires, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction,” “controlling shareholder” and “substantial shareholder” in this Document shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

Unless otherwise specified, 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 [REDACTED] are due to rounding.

In this Document, “” denotes translation of certain natural persons, legal persons, enterprises, governmental authorities, institutions, entities, organizations, departments, facilities, laws and regulations into Chinese or English (as the case maybe), etc., or another language included in this Document for identification purposes only. In the event of any inconsistency, the Chinese names or the names in their original languages prevail.*