
WAIVERS AND EXEMPTION

In preparation for the [REDACTED], our Company has applied for the following waivers from strict compliance with the relevant provisions of the Listing Rules and exemption from compliance with the Companies (Winding up and Miscellaneous Provisions) Ordinance.

MANAGEMENT PRESENCE IN HONG KONG

Pursuant to Rule 8.12 of the Listing Rules, we must have sufficient management presence in Hong Kong, which normally means that at least two of our executive Directors must be ordinarily resident in Hong Kong. As of the Latest Practicable Date, none of our executive Directors resided in Hong Kong.

Pursuant to Rule 19A.15 of the Listing Rules, the requirement in Rule 8.12 may be waived by having regard to, among other considerations, our arrangements for maintaining regular communication with the Stock Exchange.

Since our principal business and operations are primarily in China, all of our executive Directors are based in China as the Board believes it would be more effective and efficient for its executive Directors to be based in a location where our operations are conducted. It would be practically difficult and commercially unnecessary for us to relocate two of our executive Directors to Hong Kong for the purpose of satisfying the requirements under Rule 8.12 of the Listing Rules. Therefore, we do not and, for the foreseeable future, will not have executive Directors who are ordinarily resident in Hong Kong for the purposes of satisfying the requirements of Rules 8.12 and 19A.15 of the Listing Rules.

Accordingly, pursuant to Rule 19A.15 of the Listing Rules, we have applied to the Stock Exchange for, and the Stock Exchange [has] granted us, a waiver from strict compliance with the requirements under Rule 8.12 of the Listing Rules, subject to the following conditions. We will ensure that there is an effective channel of communication between us and the Stock Exchange by way of the following arrangements:

- (i) **Authorized representatives:** we have appointed Mr. Yang and Ms. Leung Hoi Yang (“**Ms. Leung**”) as the authorized representatives (the “**Authorized Representatives**”) for the purpose of Rule 3.05 of the Listing Rules. Our Authorized Representatives will act as our principal channel of communication with the Stock Exchange and would be readily contactable by phone, facsimile and email to deal promptly with enquiries from the Stock Exchange. Accordingly, our Authorized Representatives will be able to meet with the relevant members of the Stock Exchange to discuss any matters in relation to our Company within a reasonable period of time. Our Company will also inform the Stock Exchange promptly in respect of any change in our Authorized Representatives. Each of the Authorized Representatives is authorized to communicate on behalf of our Company with the Stock Exchange;
- (ii) **Directors:** to facilitate communication with the Stock Exchange, we have provided our Authorized Representatives and the Stock Exchange with the contact details (such as mobile phone numbers, office phone numbers, facsimile number and e-mail addresses, to the extent possible) of each of our Directors such that our Authorized Representatives would have the means to contact all our Directors promptly at all times as and when the Stock Exchange wishes to contact our Directors on any matters. In the event that any Director expects to travel or otherwise be out of office, they will provide their phone number of the place of their accommodation to our Authorized Representatives. To the best of our knowledge and information, each Director who does not ordinarily reside in Hong Kong possesses or can apply for valid travel documents to visit Hong Kong and can meet with the Stock Exchange within a reasonable period upon request of the Stock Exchange;

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- (iii) **Compliance adviser:** we have appointed Altus Capital Limited as our Compliance Adviser (the “**Compliance Adviser**”) upon [REDACTED] pursuant to Rules 3A.19 of the Listing Rules for a period commencing on the [REDACTED] and ending on the date on which we comply with Rule 13.46 of the Listing Rules in respect of our financial results for the first full financial year commencing after the [REDACTED]. Pursuant to Note to Rule 3A.23 of the Listing Rules, our Compliance Adviser will have access at all times to our Authorized Representatives, our Directors and the other senior management and act as the additional channel of communication with the Stock Exchange and answer enquiries from the Stock Exchange. The contact details of our Compliance Adviser have been provided to the Stock Exchange. We will also inform the Stock Exchange promptly in respect of any change in our Compliance Adviser;
- (iv) meetings between the Stock Exchange and our Directors could be arranged through our Authorized Representatives or our Compliance Adviser, or directly with our Directors within a reasonable time frame;
- (v) we will also appoint professional advisers (including legal advisers and accountants) after the [REDACTED], if necessary, to assist us in dealing with any questions or queries raised by our Company and to ensure that there will be efficient communication with the Stock Exchange; and
- (vi) the Compliance Adviser will also advise on the on-going compliance requirements and other issues arising under the Listing Rules and other applicable laws and regulations in Hong Kong after the [REDACTED].

APPOINTMENT OF JOINT COMPANY SECRETARIES

Pursuant to Rule 8.17 of the Listing Rules, we must appoint a company secretary who satisfies the requirements under Rule 3.28 of the Listing Rules. According to Rule 3.28 of the Listing Rules, we must appoint an individual as our company secretary, who, by virtue of his/her academic or professional qualifications or relevant experience, is, in the opinion of the Stock Exchange, capable of discharging the functions of company secretary.

Pursuant to Note 1 to Rule 3.28 of the Listing Rules, the Stock Exchange considers the following academic or professional qualifications to be acceptable:

- (i) a member of The Hong Kong Chartered Governance Institute;
- (ii) a solicitor or barrister (as defined in the Legal Practitioners Ordinance (Chapter 159 of the Laws of Hong Kong)); and
- (iii) a certified public accountant (as defined in the Professional Accountants Ordinance (Chapter 50 of the Laws of Hong Kong)).

In addition, pursuant to Note 2 to Rule 3.28 of the Listing Rules, the Stock Exchange will consider the following factors in assessing the individual’s “relevant experience”:

- (i) length of employment with the issuer and other issuers and the roles he/she played;
- (ii) familiarity with the Listing Rules and other relevant laws and regulations including the SFO, the Companies (Winding Up and Miscellaneous Provisions) Ordinance and the Takeovers Code;
- (iii) relevant training taken and/or to be taken in addition to be the minimum requirement under Rule 3.29 of the Listing Rules; and
- (iv) professional qualifications in other jurisdictions.

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We have appointed Mr. Wan Jianjun (萬建軍) (“**Mr. Wan**”), our executive Director, deputy general manager and secretary to the Board, as one of our joint company secretaries. He has a thorough understanding of the operations of the Board and our Company and has gained experience in handling corporate governance and general administrative matters relating to our Company. Although he presently does not possess the qualifications required under Rules 3.28 and 8.17 of the Listing Rules, we would like to appoint him as our joint company secretary due to his past experience within our Group and his thorough understanding of the internal administration and business operations of our Group. In addition, we have appointed Ms. Leung as the other joint company secretary to assist Mr. Wan in discharging the duties of a company secretary. Ms. Leung is an associate member of the Hong Kong Chartered Governance Institute and the Chartered Governance Institute. Ms. Leung therefore meets the qualification requirements under Note 1 to Rule 3.28 of the Listing Rules and is in compliance with Rule 8.17 of the Listing Rules.

Our joint company secretaries will be jointly discharging the duties and responsibilities of a company secretary. Ms. Leung will be assisting Mr. Wan in gaining the relevant experience required under Rules 3.28 and 8.17 of the Listing Rules. Mr. Wan will also be assisted by (i) our Compliance Adviser for the first full financial year starting from the [REDACTED], particularly in relation to Hong Kong corporate governance practice and compliance matters; and (ii) the Hong Kong legal adviser of our Company, on matters regarding our Company’s ongoing compliance with the Listing Rules and the applicable Hong Kong laws and regulations. In addition, Mr. Wan will endeavor to attend relevant trainings and familiarize himself with the Listing Rules and duties required of a company secretary of an issuer [REDACTED] on the Stock Exchange. We have applied to the Stock Exchange for, and the Stock Exchange [has] granted, a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules such that Mr. Wan may be appointed as a joint company secretary of our Company.

Pursuant to the Chapter 3.10 (Directors, Supervisors and Senior Management) of the Guide, the waiver will be for a fixed period of time not exceeding three years (the “**Waiver Period**”) and on the following conditions: (i) the proposed company secretary must be assisted by a person who possesses the qualifications or experience as required under Rule 3.28 of the Listing Rules and is appointed as a joint company secretary throughout the Waiver Period; and (ii) the waiver will be revoked if there are material breaches of the Listing Rules by the issuer. The waiver is valid for three-year period from the [REDACTED] on the condition that Ms. Leung, as a joint company secretary of our Company, will work closely with, and provide assistance to, Mr. Wan in the discharge of his duties as a joint company secretary and in gaining the relevant experience as required under Rule 3.28 of the Listing Rules and to become familiar with the requirements of the Listing Rules and other applicable Hong Kong laws and regulations. The waiver will be revoked immediately if Ms. Leung ceases to provide assistance to Mr. Wan as the joint company secretary for the three-year period after [REDACTED]. Before the end of the three-year period, we must demonstrate and seek the Stock Exchange’s confirmation that Mr. Wan, having had the benefit of Ms. Leung’s assistance during the three-year period, has attained the relevant experience under note 2 to Rule 3.28 and is capable of discharging the functions of company secretary so that a further waiver would not be necessary.

Our Company will further ensure that Mr. Wan has access to the relevant training and support that would enhance his understanding of the Listing Rules and the duties of a company secretary of an issuer [REDACTED] on the Stock Exchange, and to receive updates on the latest changes to the applicable Hong Kong laws, regulations and the Listing Rules. Prior to the end of the three-year period, the qualifications and experience of Mr. Wan and the need for on-going assistance of Ms. Leung will be further evaluated by our Company. We will liaise with the Stock Exchange to enable it to assess whether Mr. Wan, having benefited from the assistance of Ms. Leung for the preceding three years, will have acquired the skills necessary to carry out the duties of company secretary and the “relevant experience” within the meaning of Note 2 to Rule 3.28 of the Listing Rules so that a further waiver will not be necessary.

See “Directors and Senior Management” for further information regarding the qualifications of Mr. Wan and Ms. Leung.

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WAIVER IN RESPECT OF ACQUISITION AFTER THE TRACK RECORD PERIOD

Rules 4.04(2) and 4.04(4) of the Listing Rules require that the new applicant includes in its accountants’ report the results and balance sheet of any business or subsidiary acquired, agreed or proposed to be acquired, since the date to which its latest audited accounts have been made up, in respect of each of the three financial years immediately preceding the issue of the [REDACTED] document.

Pursuant to note (4) of Rule 4.04(4) of the Listing Rules, the Stock Exchange may consider an application for a waiver from strict compliance with Rules 4.04(2) and 4.04(4) of the Listing Rules taking into account the following factors:

- (a) that all the percentage ratios (as defined under Rule 14.04(9) of the Listing Rules) are less than 5% by reference to the most recent audited financial year of the new applicant’s trading record period;
- (b) if the acquisition will be financed by the [REDACTED] raised from a public [REDACTED], the new applicant has obtained a certificate of exemption from the SFC in respect of the relevant requirements under paragraphs 32 and 33 of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance; and
- (c) (i) where a new applicant’s principal activities involve the acquisition of equity securities (the Stock Exchange may require further information where securities acquired are unlisted), the new applicant is not able to exercise any control, and does not have any significant influence over the underlying company or business to which Rules 4.04(2) and 4.04(4) of the Listing Rules relate, and has disclosed in its [REDACTED] document the reasons for the acquisition and a confirmation that the counterparties and their respective ultimate beneficial owners are independent of the new applicant and its connected persons. In this regard, “control” means the ability to exercise or control the exercise of 30% (or any amount specified in the Takeovers Code as the level for triggering a mandatory general offer) or more of the voting power at general meeting, or being in a position to control the composition of a majority of the board of directors of the underlying company or business; or (ii) with respect to an acquisition of a business (including acquisition of an associated company and any equity interest in a company other than in the circumstances covered under sub-paragraph (a) above) or a subsidiary by a new applicant, the historical financial information of such business or subsidiary is unavailable, and it would be unduly burdensome for the new applicant to obtain or prepare such financial information; and the new applicant has disclosed in its listing document information required for the announcement for a discloseable transaction under Rules 14.58 and 14.60 of the Listing Rules on each acquisition. In this regard, “unduly burdensome” will be assessed based on each new applicant’s specific facts and circumstances (e.g. why the financial information of the acquisition target is not available and whether the new applicant or its controlling shareholder has sufficient control or influence over the seller to gain access to the acquisition target’s books and records for the purpose of complying with the disclosure requirements under Rules 4.04(2) and 4.04(4) of the Listing Rules).

In March 2026, our Group, through our wholly-owned subsidiary Jiangyin Xincheng Electronic Technology Co., Ltd (江陰芯誠電子科技有限公司), entered into an investment agreement in respect of our strategic investment into Moxin (Hangzhou) Technology Co., Ltd. (魔芯(杭州)科技有限公司) (the “**Target**”). The Target is a technology company focusing on physical AI and spatial intelligence, with specialized technologies in 3D spatial reconstruction and physical environment simulation. Pursuant to the agreement, our Group agreed to subscribe for the increased registered capital of the Target for a consideration of RMB20,000,000 (the “**Investment**”). Upon completion of the investment, our Group will hold 2.3781% equity interest in the Target and the Target will not become a subsidiary of our Group. Save that our related party, Jiangyin Hanlian Zhixin Equity Investment Partnership (Limited Partnership) (江陰瀚聯智芯股權投資合夥企業(有限

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合夥)), agreed to subscribe for 1.1891% of the increased registered capital of the Target for a consideration of RMB10,000,000, to the best of our Directors’ knowledge, information and belief having made all reasonable enquiries, the Target is an Independent Third Party.

The consideration for the investment was determined based on market-based valuation, taking into account the Target’s industry standing, core technology value, and future market prospects. Our Company believes that the investment into the Target will facilitate our Group’s further diversification of its industrial layout and aligns with our long-term development strategy. Our Directors considered that the Investment is on a normal commercial term, fair and reasonable and in the interest of our Company and the Shareholders as a whole.

Our Company has applied to the Stock Exchange for, and the Stock Exchange [has granted], a waiver from strict compliance with Rules 4.04(2) and 4.04(4)(a) of the Listing Rules in respect of the Investment on the following grounds:

- (i) Under Rule 14.04(9) of the Listing Rules, all the applicable percentage ratios in relation to the Investment are below 5% by reference to the most recent audited financial year of the Track Record Period. Therefore, we consider the Investment to be immaterial in the context of our Company’s operations as a whole and will not result in any significant change to our financial position since December 31, 2025. All information that is reasonably necessary for the potential investors to make an informed assessment of our Company’s activities or financial position has been included in this document. As such, a waiver from strict compliance with Rules 4.04(2) and 4.04(4) of the Listing Rules would not prejudice the interests of the investing public.
- (ii) It would require considerable time and resources for our Company and its reporting accountants to fully familiarize themselves with the management accounting policies of the Target and compile the necessary financial information and supporting documents for disclosure in this document. In addition, having considered the Investment to be immaterial and that our Company does not expect the Investment to have any material effect on its business, financial condition or operations, we believe that it would not be meaningful and would be impractical for us to disclose the audited financial information of the Target as required under Rules 4.04(2) and 4.04(4)(a) of the Listing Rules and include the financial information of the Target during the Track Record Period in this document.

Our Company has provided alternative information about the Investment in this document. Such information includes that which would be required for a discloseable transaction under Chapter 14 of the Listing Rules that our Directors consider to be material, including, for example, descriptions of the Target’s principal business activities, the consideration for the Investment, and a statement whether each counterparty is an Independent Third Party. Since the relevant percentage ratios of the Investment is less than 5% by reference to the most recent fiscal year of our Track Record Period, the current disclosure is adequate for potential investors to form an informed assessment of our Company. Our Company will not use any [REDACTED] from the [REDACTED] to fund the Investment.

WAIVER AND EXEMPTION IN RELATION TO THE 2021 STOCK OPTION INCENTIVE PLAN AND THE 2022 STOCK OPTION INCENTIVE PLAN

The Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance prescribes certain disclosure requirements in relation to the share options granted by our Company:

- (a) Rule 17.02(1)(b) of the Listing Rules requires a listing applicant to, *inter alia*, disclose in this document full details of all outstanding options and awards and their potential dilution effect on the shareholdings upon listing as well as the impact on the earnings per share arising from the exercise of such outstanding options or awards.

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- (b) Paragraph 27 of Appendix D1A to the Listing Rules requires a listing applicant to disclose, *inter alia*, particulars of any capital of any member of the group which is under option, or agreed conditionally or unconditionally to be put under option, including the consideration for which the option was or will be granted and the price and duration of the option, and the name and address of the grantee, or an appropriate negative statement, provided that where options have been granted or agreed to be granted to all the members or debenture holders or to any class thereof, or to employees under a Share(s) option scheme, it shall be sufficient, so far as the names and addresses are concerned, to record that fact without giving the names and addresses of the grantees.
- (c) Under section 342(1)(b) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance, this document must state the matters specified in Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance.
- (d) Under paragraph 10 of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance, the number, description and amount of any shares in or debentures of the company which any person has, or is entitled to be given, an option to subscribe for, together with the particulars of the option, that is to say, (i) the period during which it is exercisable; (ii) the price to be paid for shares or debentures subscribed for under it; (iii) the consideration (if any) given or to be given for it or for the right to it; and (iv) the names and addresses of the persons to whom it or the right to it was given or, if given to existing shareholders or debenture holders as such, the relevant shares or debentures must be specified in this document.
- (e) Pursuant to paragraphs 6 to 7 of Chapter 3.6 of the Guide for New Listing Applicants, the Stock Exchange would normally grant waivers from disclosing the names and addresses of certain grantees if the applicant could demonstrate that such disclosures would be irrelevant or unduly burdensome, subject to certain conditions specified therein.

As of the Latest Practicable Date, we have granted outstanding options to 30 grantees under the 2021 Stock Option Incentive Plan and 174 grantees under the 2022 Stock Option Incentive Plan to subscribe for an aggregate of 150,956 A Shares and 219,935 A Shares, respectively, representing approximately [REDACTED] and [REDACTED] of the total number of issued Shares immediately after completion of the [REDACTED] (assuming the [REDACTED] is not exercised, and no other changes are made to the total issued share capital of our Company between the Latest Practicable Date and the [REDACTED]).

Among the outstanding options granted pursuant to the 2021 Stock Option Incentive Plan, all 30 grantees are employees of our Group and are not Directors, members of senior management, consultants or connected persons of our Company, and they were granted options to subscribe for 150,956 A Shares.

Among the outstanding options granted pursuant to the 2022 Stock Option Incentive Plan, all 174 grantees are employees of our Group and are not Directors, members of senior management, consultants or connected persons of our Company, and they were granted options to subscribe for 219,935 A Shares.

No options under the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan will be further granted after [REDACTED] and all granted options have been granted to specific individuals under the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan.

We have applied to (i) the Stock Exchange for a waiver from strict compliance with the requirements under Rule 17.02(1)(b) of the Listing Rules and paragraph 27 of Appendix D1A to the Listing Rules and (ii) the SFC for an exemption from strict compliance with paragraph 10(d) of Part I of the Third Schedule pursuant to section 342A of the Companies (Winding Up and Miscellaneous

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Provisions) Ordinance in connection with the disclosure of certain details relating to the options and certain grantees in this document on the ground that the waiver and the exemption will not prejudice the interest of the investing public and strict compliance with the above requirements would be unduly burdensome for our Company for the following reasons:

- (a) given that 30 grantees and 174 grantees are involved for the grant of outstanding options under the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan respectively, our Directors consider that it would be unduly burdensome to disclose in this document full details of all the options granted by us to each of the grantees, which would significantly increase the cost and time required for information compilation and document preparation for strict compliance with such disclosure requirements as our Company would need to collect and verify the addresses of a large number of the grantees to meet the disclosure requirement;
- (b) the disclosure of the personal details of each grantee, including their names, addresses of the grantees and the number of options granted, may require obtaining consent from all the grantees in order to comply with personal data privacy laws and principles and it would be unduly burdensome for our Company to obtain such consents given the number of the grantees;
- (c) the grant and exercise in full of the options under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan will not cause any material adverse impact to the financial position of our Group;
- (d) there will not be any new H Shares issued under the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan as the foregoing plan is an A-share incentive scheme;
- (e) our Directors consider that non-compliance with the above disclosure requirements would not prevent our Company from providing potential investors with sufficient information for an informed assessment of the activities, assets, liabilities, financial position, management and prospects of our Group;
- (f) material information on the outstanding options under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan has been disclosed in “Appendix IV — Statutory and General Information — C. Further Information about Our Directors and Substantial Shareholders — 6. Share Incentive Plans” to provide prospective investors with sufficient information to make an informed assessment of the potential dilutive effect and impact on earnings per Share of the options in making their investment decision, and such information includes:
 - (i) a summary of the terms of each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan;
 - (ii) the aggregate number of A Shares subject to the outstanding options and the percentage in our total issued Shares of which such number represents;
 - (iii) the potential dilutive effect and the impact on earnings per Share upon full exercise of the outstanding options and the issue of new A Shares in respect of the outstanding options immediately following completion of the [REDACTED] (assuming the [REDACTED] is not exercised and no other changes are made to the total issued share capital of our Company between the Latest Practicable Date and the [REDACTED]); and

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- (iv) the details of the outstanding options granted under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan by the range of underlying A Shares, including date of grant, vesting period, exercise price and the percentage of our Company's total issued share capital represented upon completion of the [REDACTED].

In light of the above, our Directors believe that the grant of the waiver and exemption sought under this application and the non-disclosure of the required information will not hinder potential investors from making an informed assessment of the activities, assets and liabilities, financial position, management and prospects of our Group and will not prejudice the interest of the public investors.

The Stock Exchange [has granted] to us a waiver from strict compliance with the disclosure requirements under Rule 17.02(1)(b) of the Listing Rules and paragraph 27 of Appendix D1A to the Listing Rules with respect to the options granted under the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan, subject to the conditions that:

- (a) the grant of a certificate of exemption from strict compliance with the relevant Companies (Winding Up and Miscellaneous Provisions) Ordinance requirements by the SFC;
- (b) on an individual basis, full details of the outstanding options granted by our Company under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan to (i) each of the Directors, members of the senior management and other connected persons of our Company and (ii) other grantees who were granted options to subscribe for an aggregate number of 20,000 or more A Shares, including all the particulars required under Rule 17.02(1)(b) of the Listing Rules, paragraph 27 of Appendix D1A to the Listing Rules and paragraph 10 of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance, will be disclosed in this document;
- (c) in respect of the outstanding options granted by our Company under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan to grantees other than those referred to in sub-paragraph (b) above, disclosure will be made on an aggregate basis, categorized into a lot based on the number of A Shares underlying each individual grantee, being less than 10,000 A Shares. The following details are disclosed in this document, including (1) the aggregate number of the grantees and the number of A Shares subject to the outstanding options granted to them under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan, (2) the consideration paid for the grant of the options granted under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan, and (3) the exercise period and the exercise price for the options granted under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan;
- (d) the aggregate number of A Shares underlying the outstanding options and the percentage of our Company's total issued share capital represented by such number of A Shares as of the Latest Practicable Date will be disclosed in this document;
- (e) the potential dilutive effect and the impact on earnings per Share upon full exercise of the options and the issue of new A Shares in respect of the options will be disclosed in this document;
- (f) a summary of the principal terms of each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan will be disclosed in the section headed "Statutory and General Information — C. Further Information about Our Directors and Substantial Shareholders — 6. Share Incentive Plans" in Appendix IV to document;

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- (g) the particulars of this waiver are set out in this document; and
- (h) a full list of all the grantees with outstanding options over A Shares under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan, containing all details as required under Rule 17.02(1)(b) of and paragraph 27 of Appendix D1A to the Listing Rules and paragraph 10 of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance be made available for public inspection in accordance with “Documents Delivered to the Registrar of Companies and Available on Display — C. Document Available for Inspection” in Appendix V to this document.

The SFC [has granted] us a certificate of exemption under section 342A of the Companies (Winding Up and Miscellaneous Provisions) Ordinance exempting our Company from strict compliance with paragraph 10(d) of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance with respect to the outstanding options granted under, the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan, subject to the conditions that:

- (a) on an individual basis, full details of the outstanding options granted by our Company under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan to (i) each of the Directors, members of the senior management and other connected persons of our Company and (ii) other grantees who were granted options to subscribe for an aggregate number of 20,000 or more A Shares, will be disclosed in the section headed “Statutory and General Information — C. Further Information about our Directors and Substantial Shareholders — 6. Share Incentive Plans” in Appendix IV to this document as required by paragraph 10 of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance;
- (b) in respect of the options granted under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan to grantees other than those referred to in sub-paragraph (a) above, disclosure will be made on an aggregate basis, categorized into a lot based on the number of A Shares underlying each individual grantee, being less than 10,000 A Shares. The following details are disclosed in this document, including (1) the aggregate number of the grantees and the number of A Shares subject to the options granted to them under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan, (2) the consideration paid for the grant of the outstanding options granted under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan, and (3) the exercise period and the exercise price for the options granted under each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan;
- (c) a full list of all the grantees of each of the 2021 Stock Option Incentive Plan and the 2022 Stock Option Incentive Plan, containing all the particulars as required under paragraph 10 of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance, be made available for physical public inspection in accordance with “Documents Delivered to the Registrar of Companies and Available on Display — C. Document Available for Inspection” in Appendix V to this document; and
- (d) the particulars of this exemption will be disclosed in this document and that this document will be issued on or before [REDACTED].