

DEFINITIONS

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

“affiliate(s)”	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”	Accounting and Financial Reporting Council (會計及財務匯報局)
“AirWin HK”	AirWin Group HK Limited, a company incorporated under the laws of Hong Kong with limited liability on 23 August 2018 and a wholly-owned subsidiary of our Company
“Articles” or “Articles of Association”	the articles of association of our Company adopted on [REDACTED] with effect from [REDACTED] and as supplemented, amended or otherwise modified from time to time, a summary of which is set out in Appendix III to this document
“Audit Committee”	the audit committee of our Board
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Bixiao Intelligent”	Foshan Bixiao Intelligent Technology Enterprises (Limited Partnership)* (佛山市必驍智能科技企業(有限合夥)), a limited partnership established under the laws of the PRC on 13 June 2024 and our Employee Shareholding Platform
“Board”	our board of Directors
“business day”	any day on which banks in Hong Kong are generally open for normal banking business and which is not a Saturday, Sunday or public holiday in Hong Kong
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“CIARRA Group”	CIARRA Group Limited (formerly known as CIARRA EU Limited), a company incorporated under the laws of Hong Kong with limited liability on 24 November 2022 and an indirect wholly-owned subsidiary of our Company
“close associate(s)”	has the meaning ascribed thereto under the Listing Rules

DEFINITIONS

“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”, “the Company” or “our Company”	Guangdong Arcair Appliance Co., Ltd. (廣東合捷電器股份有限公司), a company established under the laws of the PRC with limited liability on 30 September 2011 and converted into a joint stock company with limited liability on 27 November 2025
“Company Law” or “PRC Company Law”	Company Law of the People’s Republic of China (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 thereto under the Listing Rules
“connected transaction(s)”	has the meaning ascribed thereto under the Listing Rules
“Controlling Shareholder(s)”	has the meaning ascribed thereto under the Listing Rules and, unless the context requires otherwise, refers to Mr. Kang, Ms. Chen and Foshan Haodaying
“core connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Corporate Governance Code”	the Corporate Governance Code in Appendix C1 to the Listing Rules
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company
“Ecochi”	Ecochi GmbH, a German limited liability company (GmbH) incorporated on 11 May 2023 and an indirect non-wholly-owned subsidiary of our Company
“EcoPure”	EcoPure Limited, a private company limited by shares incorporated under the laws of Hong Kong on 21 October 2024 and an indirect non-wholly-owned subsidiary of our Company
“Employee Shareholding Platform”	Bixiao Intelligent
“€”, “EUR” or “Euro(s)”	the Euro(s), the lawful currency of the European Union
“EIT”	enterprise income tax
“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

DEFINITIONS

“EU”	European Union
“EU Data Compliance Adviser”	CMS Francis Lefebvre Avocats, our legal adviser as to EU data compliance matters
[REDACTED]	[REDACTED]
“Foshan Aisheng”	Foshan Aisheng Technology Co., Ltd.* (佛山市愛盛科技有限公司), a company established under the laws of the PRC with limited liability on 18 April 2016 and a direct wholly-owned subsidiary of our Company
“Foshan Haodaying”	Foshan Haodaying Investment Management Partnership (Limited Partnership)* (佛山市昊達盈投資管理合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on 20 November 2018, and one of our Controlling Shareholders
“Foshan Production Base”	our production base located in Foshan, Guangdong Province, the PRC
“FY2023”	the financial year ended 31 December 2023
“FY2024”	the financial year ended 31 December 2024
“FY2025”	the financial year ended 31 December 2025
“F&S”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research and consulting company
“F&S Report”	an independent market research report commissioned by us and prepared by F&S for the purpose of this document
[REDACTED]	[REDACTED]
“Germany”	the Federal Republic of Germany
“German Legal Adviser”	Avocado Rechtsanwälte, our legal adviser as to German laws
“[REDACTED]”	[REDACTED]
“Group”, “our Group”, “the Group”, “we”, “us” or “our”	our Company and its subsidiaries, or where the context so requires, in respect of the period before our Company became the holding company of our present subsidiaries, the present subsidiaries of our Company and the business carried on by such subsidiaries or (as the case may be) their respective predecessors

DEFINITIONS

“Guide”	The Guide for New Listing Applicants, as published by the Stock Exchange on 20 November 2023 and effective on 1 January 2024, as amended, supplemented or otherwise modified from time to time
“H Share(s)”	listed ordinary Share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which are to be subscribed for and traded in Hong Kong dollars and are to be listed on the Stock Exchange
[REDACTED]	[REDACTED]
“HK\$”, “HKD”, “Hong Kong dollar(s)” or “Hong Kong cent(s)”	Hong Kong dollar(s) and cent(s), respectively, the lawful currency of Hong Kong

[REDACTED]

“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“[REDACTED]”	[REDACTED]

DEFINITIONS

[REDACTED]

“IFRS Accounting Standards”	IFRS Accounting Standards issued by the International Accounting Standards Board, comprise International Financial Reporting Standards; International Accounting Standards; IFRIC Interpretations; and SIC Interpretations
“Incentive Shares”	Shares granted under the [REDACTED] Share Incentive Plan
“Independent Third Party(ies)”	person(s) or company(ies) which, to the best of our Directors’ knowledge having made all due and careful enquiries, is/are independent of and not connected with any Directors, chief executive and the substantial shareholders of our Company, its subsidiaries or any of their respective associates and not otherwise a connected person of our Company (within the meaning of the Listing Rules)
“India”	the Republic of India
“Indian Legal Adviser”	Inlanding Associates LLP, our legal adviser as to Indian laws
[REDACTED]	[REDACTED]

DEFINITIONS

[REDACTED]

“Latest Practicable Date”	Sunday, 10 May 2026, being the latest practicable date prior to the publication of this document for ascertaining certain information contained in this document
“[REDACTED]”	[REDACTED]
“[REDACTED]”	the [REDACTED] of the Stock Exchange
“[REDACTED]”	[REDACTED]
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, modified and supplemented from time to time
“Main Board”	the stock market (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with GEM of the Stock Exchange
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Masterific Kitchen”	M/S Masterific Kitchen Aid and Appliances India Pvt. Ltd., a private company limited by shares incorporated under the laws of India on 23 May 2019 and deregistered on 1 April 2026
“NEEQ”	the National Equities Exchange and Quotations (全國中小企業股份轉讓系統), a PRC over-the-counter system for trading shares of public companies

DEFINITIONS

“Mr. Kang”	Mr. Kang Zuotian (康作添), our executive Director, the chairman of our Board, general manager and one of our Controlling Shareholders
“Mr. Liu”	Mr. Liu Haitao (劉海濤), our executive Director
“Mr. Xiao”	Mr. Xiao Zhenhua (蕭振華), our executive Director
“Ms. Chen”	Ms. Chen Jianhui (陳劍慧), our executive Director and one of our Controlling Shareholders
“Ms. Kang”	Ms. Kang Quyan (康趣顏), our executive Director
“Nomination Committee”	the nomination committee of our 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]

DEFINITIONS

“Overseas Listing Trial Measures”	The Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies and five supporting guidelines (《境內企業境外發行證券和上市管理試行辦法》及五項配套指引) promulgated by the CSRC on 17 February 2023 and became effective on 31 March 2023
“PRC” or “China”	the People’s Republic of China, which for the purpose of this document, excludes Hong Kong, Macao Special Administrative Region of the PRC and Taiwan
“PRC Company Law”	the Company Law of the People’s Republic of China (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time
“PRC Data Compliance Adviser”	Beijing Dacheng Law Offices, LLP, our legal adviser as to PRC data compliance matters
“PRC GAAP”	Accounting Standards for Business Enterprises issued by the Ministry of Finance of the PRC
“PRC Legal Adviser”	Tian Yuan Law Firm, our legal adviser as to PRC laws
“PRC Securities Law”	the Securities Law of the PRC (中華人民共和國證券法), as amended, supplemented or otherwise modified from time to time
“[REDACTED] Share Incentive Plan”	the [REDACTED] share incentive plan of our Company adopted and approved by our then Shareholders on 29 March 2024 (as amended and supplemented on 25 July 2024), a summary of the principal terms of which is set forth in the section headed Statutory and General Information – D. [REDACTED] Share Incentive Plan” in Appendix IV to this document
“[REDACTED] Investment”	the investment in our Company undertaken by the [REDACTED] Investor prior to the [REDACTED], the details of which are set out in the section headed “History, Development and Corporate Structure – [REDACTED] Investment” in this document
“[REDACTED] Investor”	Skyline Ventures, an investor making investment in our Group prior to the [REDACTED] as set out in the section headed “History, Development and Corporate Structure – [REDACTED] Investment” in this document
[REDACTED]	[REDACTED]

DEFINITIONS

[REDACTED]

[REDACTED]

“Regulation S”

Regulation S under the U.S. Securities Act

“Remuneration Committee”

the remuneration committee of our Board

“RMB” or “Renminbi”

Renminbi, the lawful currency of the PRC

“SAFE”

the State Administration of Foreign Exchange of the PRC (中華人民共和國外匯管理局)

“SCNPC”

the Standing Committee of the NPC (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

“Skyline Ventures”

Skyline Ventures Fund I L.P., a limited partnership registered under the laws of the Cayman Islands on 2 June 2021 and our [REDACTED] Investor

“Share(s)”

ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, comprising Unlisted Shares and H Shares

“Shareholder(s)”

holder(s) of the Share(s)

“Shenzhen-Hong Kong Stock Connect”

a securities trading and clearing links program developed by the Stock Exchange, Shenzhen Stock Exchange, HKSCC and China Securities Depository and Clearing Corporation Limited for mutual market access between Hong Kong and Shenzhen

“Sole Sponsor”

First Shanghai Capital Limited, a licenced corporation under the SFO to carry out type 6 (advising on corporate finance) regulated activities, being the Sole Sponsor of the [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

“State Council”

State Council of the PRC (中華人民共和國國務院)

“Stock Exchange”

The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited

DEFINITIONS

“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules, unless the context otherwise requires
“substantial shareholder(s)”	has the meanings as ascribed to it under 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 31 December 2023, 2024 and 2025
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“United States”, “U.S.” or “USA”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“Unlisted Share(s)”	ordinary share(s) issued by our Company, with a nominal value of RMB1.00 each, which is/are not listed on any stock exchange
“US\$”, “USD” or “US dollar(s)”	United States dollar(s), the lawful currency of United States
“U.S. Securities Act”	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“Vertex Home”	Vertex Home Solutions Inc, a Nevada corporation incorporated under the laws of the State of Nevada of the U.S. on 3 June 2024 and an indirectly wholly-owned subsidiary of our Company
“Veyma”	VEYMA Trading GmbH, a German limited liability company (GmbH) incorporated on 30 August 2019 and an indirect wholly-owned subsidiary of our Company
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Yaixin Lianzhi”	Foshan Yaixin Lianzhi Electronics Co., Ltd.* (佛山市耀芯聯智電子有限公司), a company established under the laws of PRC with limited liability on 22 October 2025 and a direct wholly-owned subsidiary of our Company

DEFINITIONS

“Zhaochuang Intelligent”

Guangzhou Zhaochuang Intelligent Technology Co., Ltd.*
(廣州朝創智能技術有限公司), a company established under the laws of the PRC with limited liability on 2 November 2020 and a direct wholly-owned subsidiary of our Company

“%”

per cent.

Unless otherwise expressly stated or the context otherwise requires, all data in this document are as of the Latest Practicable Date.

Certain amounts and percentage figures included in this document have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.

The English names of the entities, laws or regulations, and the governmental authorities of the PRC referred to in this document are translations from their Chinese names and are for identification purposes. If there is any inconsistency, the Chinese names shall prevail. The English translation of names or any descriptions in Chinese which are marked with “” is for identification purpose only.*