
DEFINITIONS

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

“Accountants’ Report”	the accountants’ report of our Company for the Track Record Period, as included in Appendix I to this document
“AFRC”	the Accounting and Financial Reporting Council of Hong Kong
“Anhui Green Plum”	Qingmei Town Development Co., Ltd.* (青梅小鎮發展有限公司), a company established in the PRC with limited liability on December 29, 2016 and one of our direct wholly-owned subsidiaries
“Anhui Liuliu”	Anhui Liuliumei Food Co., Ltd. (安徽溜溜梅食品有限公司), (formerly known as Anhui Liuliu Orchard Ecommerce Co., Ltd.* (安徽溜溜果園電子商務有限公司)), a company established in the PRC with limited liability on April 18, 1999 and one of our direct wholly-owned subsidiaries
“Anhui LIUM”	Anhui Liuliumei Agriculture Co., Ltd. (安徽溜溜梅農業有限公司), (formerly known as Anhui Liuliumei Agricultural Technology Co., Ltd.* (安徽溜溜梅農業科技有限公司)), a company established in the PRC with limited liability on March 11, 2015 and one of our direct wholly-owned subsidiaries
“Anhui Plum”	Anhui Plum Natural Food Co., Ltd.* (安徽西梅織生天然食品有限公司) (formerly known as Anhui Liuliumei Biotechnology Co., Ltd.* (安徽溜溜梅生物科技有限公司)), a company established in the PRC with limited liability on May 16, 2024 and one of our direct wholly-owned subsidiaries
“Articles of Association” or “Articles”	the articles of associations of our Company, as amended from time to time, which shall become effective on the [REDACTED], a summary of which is set out in Appendix V to this document
“Audit Committee”	the audit committee of the Board
“Beijing Sequoia”	Beijing Sequoia Xinyuan Equity Investment Centre (Limited Partnership)* (北京紅杉信遠股權投資中心(有限合夥)), a limited partnership established in the PRC on June 14, 2012
“Board” or “Board of Directors”	the board of directors of our Company
“business day(s)”	any day(s) (other than Saturday(s), Sunday(s) or public holiday(s) in Hong Kong) on which licensed banks in Hong Kong are generally open for general banking business throughout their normal business hours
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

DEFINITIONS

“China” or “PRC”	the People’s Republic of China and, except where the context otherwise requires and only for the purpose of this document, references in this document to China or the PRC exclude Hong Kong, the Macao Special Administrative Region and Taiwan Region
“Chinese government” or “PRC government”	the central people’s government of the PRC, including all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities thereof or, where the context requires, any of them
“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
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented and otherwise modified from time to time
“Company” or “our Company”	Liuliumei Co., Ltd. (溜溜梅股份有限公司) (formerly known as Liuliu Orchard Group Co., Ltd. (溜溜果園集團股份有限公司, 溜溜果園集團有限公司, 安徽溜溜果園集團有限公司, 安徽溜溜果園科技有限公司, 安徽凱旋農業科技有限公司)), a company established in the PRC with limited liability on September 4, 2009 and subsequently converted into a joint stock company with limited liability on April 21, 2016
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and unless the context requires otherwise, refers to Mr. Yang, Ms. Li, Jurun Investment, Kaixuan Star, Kailai Star and Liuliu Star
“Corporate Governance Code” or “CG Code”	the Corporate Governance Code as set out in Appendix C1 to the Listing Rules
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
[REDACTED]	[REDACTED]
“Director(s)”	the director(s) of our Company
“Domestic Share(s)” or “Domestic Unlisted Share(s)”	ordinary share in our capital, with a nominal value of RMB1.0 each, which are subscribed for and paid up in Renminbi, which are not listed on any stock exchange
“EIT”	the PRC enterprise income tax
“EIT Law”	the PRC Enterprise Income Tax Law (《中華人民共和國企業所得稅法》), as amended, supplemented or otherwise modified from time to time
“Extreme Conditions”	the occurrence of “extreme conditions” as announced by any government authority of Hong Kong due to serious disruption of public transport services, extensive flooding, major landslides, large-scale power outage or any other adverse conditions before Typhoon Signal No. 8 or above is replaced with Typhoon Signal No. 3 or below

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[REDACTED]	[REDACTED]
“Fujian Green Plum”	Fujian Qingmei Town Co., Ltd.* (福建青梅小鎮有限公司), a company established in the PRC with limited liability on September 26, 2016 and one of our direct wholly-owned subsidiaries
“Fujian Liuliu”	Fujian Liuliu Orchard Food Co., Ltd.* (福建溜溜果園食品有限公司), a company established in the PRC with limited liability on May 25, 2009 and one of our direct wholly-owned subsidiaries
“Fujian LIUM”	Fujian Liuliumei Agricultural Technology Co., Ltd.* (福建溜溜梅農業科技有限公司), a company established in the PRC with limited liability on December 17, 2014 and one of our direct wholly-owned subsidiaries
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Group”, “our Group”, “we”, “us”, or “our”	our Company and our subsidiaries, or any one of them as the context may require or, where the context refers to any time prior to its incorporation, the business which its predecessors or the predecessors of its present subsidiaries, or any one of them as the context may require, were or was engaged in and which were subsequently assumed by it
“Guangxi Liuliu”	Guangxi Liuliu Orchard Industrial Park Co., Ltd.* (廣西溜溜果園產業園有限公司), a company established in the PRC with limited liability on April 22, 2019 and one of our direct wholly-owned subsidiaries
“Guangxi LIUM”	Guangxi Liuliumei Agricultural Technology Co., Ltd.* (廣西溜溜梅農業科技有限公司), a company established in the PRC with limited liability on June 5, 2020 and one of our direct wholly-owned subsidiaries
“Guide”	the Guide for New Listing Applicants published by the Stock Exchange
[REDACTED]	[REDACTED]
“H Share(s)”	ordinary share(s) in the share capital of our Company with nominal value of RMB1.0 each, which are to be [REDACTED] for and [REDACTED] in Hong Kong dollars and are to be [REDACTED] on the Stock Exchange
“HK\$” or “Hong Kong dollars” or “HK dollars”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong
[REDACTED]	[REDACTED]

THIS DOCUMENT IS IN DRAFT FORM, INCOMPLETE AND SUBJECT TO CHANGE AND THAT THE INFORMATION MUST BE READ IN CONJUNCTION WITH THE SECTION HEADED “WARNING” ON THE COVER OF THIS DOCUMENT.

DEFINITIONS

[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the People’s Republic of China
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Huaan Fund”	Wuhu Huaan Zhanxin Equity Investment Fund Partnership (Limited Partnership)* (蕪湖華安戰新股權投資基金合夥企業(有限合夥)), a limited partnership established in the PRC on July 29, 2023
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Independent Third Party(ies)”	an individual(s) or a company(ies) who or which, as far as our Directors are aware after having made all reasonable enquiries, is/are not a connected person of our Company

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[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Joint Sponsors”	CITIC Securities (Hong Kong) Limited and Guoyuan Capital (Hong Kong) Limited
“Jurun Investment”	Anhui Jurun Investment Company Limited* (安徽聚潤投資有限公司), a company established in the PRC with limited liability on January 6, 2015 and one of our Controlling Shareholders
“Kailai Star”	Wuhu Kailai Star Investment Partnership Enterprise (Limited Partnership)* (蕪湖凱萊之星投資合夥企業(有限合夥)), a limited partnership established in the PRC with limited liability on June 18, 2015 and one of our Controlling Shareholders
“Kaixuan Star”	Wuhu Kaixuan Star Investment Partnership Enterprise (Limited Partnership)* (蕪湖凱旋之星投資合夥企業(有限合夥)), a limited partnership established in the PRC with limited liability on June 18, 2015 and one of our Controlling Shareholders

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“Latest Practicable Date”	May 18, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication
[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
“Liuliu LIUM”	Wuhu Liuliu LIUM Enterprise Management Partnership (Limited Partnership)* (蕪湖溜溜梅企業管理合夥企業(有限合夥)), a limited partnership established in the PRC with limited liability on November 25, 2025
“Liuliu Orchard”	Wuhu Liuliu Orchard Enterprise Management Partnership (Limited Partnership)* (蕪湖溜溜果園企業管理合夥企業(有限合夥)), a limited partnership established in the PRC with limited liability on November 25, 2025
“Liuliu Ren”	Wuhu Liuliu Ren Enterprise Management Partnership (Limited Partnership)* (蕪湖溜溜人企業管理合夥企業(有限合夥)), a limited partnership established in the PRC with limited liability on November 24, 2025
“Liuliu Research Institute”	Anhui Liuliu Plum Research Institute Co., Ltd.* (安徽溜溜梅研究院有限公司), a company established in the PRC with limited liability on November 28, 2016 and one of our direct wholly-owned subsidiaries
“Liuliu New Retail”	Anhui Liuliumei New Retail Co., Ltd.* (安徽溜溜梅新零售有限公司) (formerly known as Anhui Liuliu Orchard New Retail Marketing Co., Ltd.* (安徽溜溜果園新零售營銷有限公司)), a company established in the PRC with limited liability on August 23, 2018 and one of our direct wholly-owned subsidiaries
“Liuliu Sales”	Anhui Liuliumei Sales Co., Ltd.* (安徽溜溜梅銷售有限公司) (formerly known as Anhui Liuliu Orchard Sales Co., Ltd.* (安徽溜溜果園銷售有限公司)), a company established in the PRC with limited liability on July 2, 2018 and one of our direct wholly-owned subsidiaries
“Liuliu Star”	Wuhu Liuliu Star Enterprise Management Partnership (Limited Partnership)* (蕪湖溜溜之星企業管理合夥企業(有限合夥)), a limited partnership established in the PRC with limited liability on January 20, 2025 and one of our Controlling Shareholders
“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

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“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. Yang”	Mr. Yang Fan (楊帆), spouse of Ms. Li, one of our Controlling Shareholders, our executive Director, chairman of the Board and chief executive officer
“Ms. Li”	Ms. Li Huimin (李慧敏), spouse of Mr. Yang, one of our Controlling Shareholders
“Nomination Committee”	the nomination committee of our Board
“NPC” or “National People’s Congress”	the National People’s Congress of the PRC (中華人民共和國全國人民代表大會)
“NPC Standing Committee”	the Standing Committee of National People’s Congress (全國人民代表大會常務委員會)
“Nuoxiang Dongchen”	Changsha Nuoxiang Dongchen Equity Investment Partnership Enterprise (Limited Partnership)* (長沙諾享東辰股權投資合夥企業(有限合夥)), a limited partnership established in the PRC on October 13, 2020
“Nuoxiang Jinhong”	Changsha Nuoxiang Jinhong Equity Investment Partnership Enterprise (Limited Partnership)* (長沙諾享瑾鴻股權投資合夥企業(有限合夥)), a limited partnership established in the PRC on May 25, 2020
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

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“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“Plum Jelly Tech”	Wuhu Plum Jelly Natural Food Technology Co., Ltd.* (蕪湖梅凍天然食品科技有限公司), a company established in the PRC with limited liability on February 24, 2022 and one of our direct wholly-owned subsidiaries
“PRC Company Law” or “Company Law”	the Company Law of the PRC 《中華人民共和國公司法》, as enacted by the Standing Committee of the Eighth National People’s Congress on December 29, 1993 and effective on July 1, 1994, as amended, supplemented or otherwise modified from time to time
“PRC Legal Advisors”	AllBright Law Offices, legal Advisors to our Company as to PRC Law
“Pre-[REDACTED] Investment(s)”	the investment(s) in our Company undertaken by the Pre-[REDACTED] Investors, as set out in “History, Development and Corporate Structure — Pre-[REDACTED] Investments”
“Pre-[REDACTED] Investors”	our pre-[REDACTED] investors in relation to Pre-[REDACTED] Investments received by our Group. For details, see “History, Development and Corporate Structure — Pre-[REDACTED] Investments”
[REDACTED]	[REDACTED]
“Pre-[REDACTED] Share Incentive Plan”	the share incentive plan adopted by our Company on December 17, 2025, the principal terms of which are summarized in “Appendix VI — Statutory and General Information — D. Pre-[REDACTED] Share Incentive Plan”
“Pre-[REDACTED] Share Incentive Platform(s)”	our employee share incentive platform(s) including Kailai Star, Liuliu Star, Liuliu LIUM, Liuliu Orchard and Liuliu Ren
“document”	this document being issued in connection with the [REDACTED]
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration and Appraisal Committee”	the remuneration and appraisal 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)
“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)
“SFC”	the Securities and Futures Commission of Hong Kong

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“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented and modified from time to time
“Share(s)”	ordinary share(s) with nominal value RMB1.0 each in the share capital of our Company, comprising Domestic Shares and H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Shenzhen Junrong”	Shenzhen Junrong Partnership (Limited Partnership)* (深圳君榮實業合夥企業(有限合夥)), a limited partnership established in the PRC on September 8, 2015
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	member(s) of our Supervisory Committee
“Supervisory Committee”	the Supervisory Committee of our Company
“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 periods comprising the three years ended December 31, 2023, 2024 and 2025
“United States” or “U.S.”	the United States of America
“U.S. dollars”, “US\$” or “USD”	United States dollars, the lawful currency of the United States
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“U.S. Securities Act”	the United States Securities Act of 1933, as amended and supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Xingnong Fund”	Wuhu Fanchang District Xingnong Industrial Investment Fund Co., Ltd.* (蕪湖市繁昌區興農產業投資基金有限公司), a company established in the PRC with limited liability on December 21, 2021

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“Zhangzhou Nida”	Zhangzhou Nida Agricultural Technology Co., Ltd.* (漳州市尼塔農業科技有限公司), a company established in the PRC with limited liability on April 1, 2026 and one of our direct wholly-owned subsidiaries
“Zhaoan Liuliu”	Zhaoan Liuliu Orchard Food Co., Ltd.* (詔安溜溜果園食品有限公司), a company established in the PRC with limited liability on September 27, 2010 and one of our direct wholly-owned subsidiaries
“Zhongnongan Testing”	Anhui Zhongnongan Inspection and Testing Center Co., Ltd.* (安徽中農安檢驗檢測中心有限公司), a company established in the PRC with limited liability on December 26, 2016 and one of our indirect wholly-owned subsidiaries

Unless otherwise expressly stated or the content otherwise requires, in this document:

- *all times refer to Hong Kong time and references to years in this document are to calendar years;*
- *the terms “associate(s)”, “close associate(s)”, “connected person(s)”, “core connected person(s)”, “connected transaction(s)”, “subsidiary(ies)” and “substantial shareholder(s)” shall have the meanings ascribed to such terms in the Listing Rules; and*
- *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 figures preceding them.*