

## APPENDIX V

## STATUTORY AND GENERAL INFORMATION

### A. FURTHER INFORMATION ABOUT OUR COMPANY

#### 1. Establishment of Our Company

The predecessor of our Company, Chifeng Fulong Thermal Power (赤峰富龍熱力股份有限公司) (“Fulong Thermal Power”), was initially established as a joint stock limited company in the PRC. In October 2011, our business was successfully listed on the Shenzhen Stock Exchange by completing a major asset swap and issuance share arrangement with Fulong Thermal Power through Xingye Group. For further details, see “History, Development and Corporate Structure” in this document.

Our principal place of business in Hong Kong is at Suite 1701B-02A, 17th Floor, International Commerce Centre, 1 Austin Road West, West Kowloon, Hong Kong. Our Company [has been] registered with the Registrar of Companies in Hong Kong as a non-Hong Kong company under Part 16 of the Companies Ordinance on [•]. Ms. Kwok Pui Ki has been appointed as the authorized representative of our Company for the acceptance of service of process and notices on behalf of our Company in Hong Kong. The address for the service of process is the same as our principal place of business in Hong Kong.

As the Company was established in the PRC, its operations are subject to the relevant laws and regulations of Chinese mainland. A summary of the relevant aspects of laws and regulations of the PRC and the Articles of Association is set out in “Regulatory Overview” and Appendix IV to this document, respectively.

#### 2. Changes in the Share Capital of Our Company

The Company was initially established as a joint stock limited company in the PRC. As at the Latest Practicable Date, the total share capital of the Company was 1,775,635,739 shares. For further details, see “History, Development and Corporate Structure” in this document.

On November 26, 2024, the total share capital of our Company decreased from 1,837,192,219 shares to 1,775,635,739 shares upon the completion of repurchase and cancellation of 61,556,480 shares (which were the performance compensation shares from Shareholders).

Save as disclosed above, there has been no alteration in our Company’s total issued share capital within the two years immediately preceding the date of publication of this document.

#### 3. Changes in the Share Capital of Our Subsidiaries

A summary of the corporate information and the particulars of our subsidiaries are set out in Note 1 to the Accountants’ Report as set out in Appendix I to this document.

On April 7, 2025, the share capital of Atlas Tin Limited was increased by an amount of 12,300,000 dirhams through the creation and issuance of 123,000 new shares of 100 dirhams par value each.

On September 11, 2025, the share capital of Hamada Minerals increased by an amount of 5,000,000 dirhams through the creation and issuance of 50,000 new shares of 100 dirhams par value each.

On September 11, 2025, the share capital of Sahara Exploration increased by an amount of 1,578,600 dirhams through the creation and issuance of 15,768 new shares of 100 dirhams par value each.

On December 16, 2024, the registered capital of Ruineng Mining was increased from RMB20,000 to RMB30,000.

On November 14, 2024, the registered capital of Yunnan Xigui was increased from RMB10.0 million to RMB40.0 million.

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Save as disclosed above, there has been no alteration in the share capital of our subsidiaries during the two years immediately preceding the date of this document. For details of our subsidiaries, see “History, Development and Corporate Structure — Our Principal Subsidiaries”.

### 4. Shareholders’ Resolutions

At the general meeting of our Company held on March 30, 2026, the following resolutions, among other things, were passed by the Shareholders:

- (i) the issuance of H Shares with a nominal value of RMB1.00 each by our Company and such H Shares be [REDACTED] on the Hong Kong Stock Exchange;
- (ii) the number of H Shares to be [REDACTED] pursuant to the [REDACTED] before the exercise of the [REDACTED] shall not exceed [REDACTED]% of the enlarged share capital of our Company upon completion of the [REDACTED];
- (iii) subject to the completion of the [REDACTED], the Articles of Association to become effective on the [REDACTED] shall be conditionally adopted, and the Board and its authorized person have been authorized to amend the Articles of Association in accordance with any comments from the relevant regulatory authorities; and
- (iv) authorization of the Board and its authorized person to handle relevant matters relating to, among other things, the [REDACTED], the [REDACTED] and [REDACTED] of the H Shares.

### 5. Restrictions on Repurchase

See “Appendix IV — Summary of the Articles of Association” for details.

## B. FURTHER INFORMATION ABOUT OUR BUSINESS

### 1. Summary of Material Contracts

The following contracts (not being contract entered into in the ordinary course of business) have been entered into by members of our Group within the two years preceding the date of this document and are or may be material:



- (i) [•]
- (ii) the [REDACTED].

### 2. Intellectual Property Rights

#### *Trademarks*

#### *(i) Registered Trademarks*

As of the Latest Practicable Date, we had registered the following trademarks which we consider to be or may be material to our business:




No.	Trademark	Place of Registration	Registered Owner	Class	Registration Number	Validity Period
1.		PRC	the Company	6	80460348	2025.10.07– 2035.10.06
2.		PRC	the Company	37	72223856	2025.02.21– 2035.02.20

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### (ii) Trademark under Registration Process

As of the Latest Practicable Date, we are registering the following trademarks which we consider to be or may be material to our business:

No.	Trademark	Place of Registration	Applicant	Class	Application Number
1.		Hong Kong	the Company	6,14,37,40,42	307274025
2.		Hong Kong	the Company	6,14,37,40,42	307273990
3.		Hong Kong	the Company	6,14,37,40,42	307274016

### Patents

As of the Latest Practicable Date, we had registered the following patents which we consider to be or may be material to our business:

No.	Patent	Type of patent	Place of Registration	Patent Number	Owner
1.	A cleaning device for ore used in silver-lead-zinc ore dressing	Utility Model Patent	PRC	ZL202221059632.1	Qianjinda Mining
2.	An auxiliary device for charging blast holes at high positions	Utility Model Patent	PRC	ZL202321301418.7	Qianjinda Mining
3.	A pulp sampling device	Utility Model Patent	PRC	ZL202323117131.1	Qianjinda Mining
4.	A mining method based on stope structure for ore body extraction	Invention Patent	PRC	ZL202311727566.X	Qianjinda Mining
5.	A collaborative mining method for waste-ore separation in multi-layer inclined ore bodies	Invention Patent	PRC	ZL201911160243.0	Qianjinda Mining
6.	A flotation process for separation of metal minerals	Invention Patent	PRC	ZL201811350283.7	Qianjinda Mining
7.	A cleaning device for steel wire rope of mine hoist	Utility Model Patent	PRC	ZL202321367401.1	Rongbang Mining
8.	A hydrocyclone device for lead-zinc ore flotation	Utility Model Patent	PRC	ZL202322002697.3	Rongbang Mining
9.	Ball mill ball adding device	Utility Model Patent	PRC	ZL202321924565.X	Rongbang Mining
10.	A drum screening device for ore dressing	Utility Model Patent	PRC	ZL202023268451.3	Rongbang Mining
11.	A cooling device for ball mill	Utility Model Patent	PRC	ZL202422660843.6	Rongbang Mining
12.	A high-efficiency classification ore dressing equipment and method thereof	Invention Patent	PRC	ZL202010792696.1	Rongguan Mining

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<b>No.</b>	<b>Patent</b>	<b>Type of patent</b>	<b>Place of Registration</b>	<b>Patent Number</b>	<b>Owner</b>
13.	A forced-air mechanical agitation flotation machine for ore dressing	Invention Patent	PRC	ZL202010717058.3	Rongguan Mining
14.	A recovery device for returned explosive from underground blast holes	Utility Model Patent	PRC	ZL202023237762.3	Rongguan Mining
15.	An automatic starting protection device for mine auxiliary fan	Utility Model Patent	PRC	ZL202023238120.5	Rongguan Mining
16.	An automatic water filling device for underground mine drainage pump	Utility Model Patent	PRC	ZL202023235516.4	Rongguan Mining
17.	Blast hole arrangement structure for medium-deep hole blasting for one-time shaft formation	Utility Model Patent	PRC	ZL202023265023.5	Rongguan Mining
18.	A water interception and drainage system for hidden collapse disaster area in mining area	Utility Model Patent	PRC	ZL202421221760.0	Rongguan Mining
19.	A magnetic iron recovery device	Utility Model Patent	PRC	ZL202421831718.0	Rongguan Mining
20.	Controlled circulating ventilation purification system for long-distance single-heading working face	Utility Model Patent	PRC	ZL202322842008.X	Changsha Institute of Mining Research Co., Ltd.; Rongguan Mining
21.	Ultrasonic echolocation ball sensor	Utility Model Patent	PRC	2024205577936	Changsha Institute of Mining Research Co., Ltd.; Rongguan Mining
22.	A shaking table for tin ore concentration and tin ore dressing method	Invention Patent	PRC	ZL202210681353.7	Yinman Mining
23.	Overflow water drainage system for thickener used in production of silver-lead concentrate	Utility Model Patent	PRC	ZL202221978444.9	Yinman Mining
24.	A uniform feeding device for hydraulic classification box in ore dressing	Utility Model Patent	PRC	ZL202221815345.9	Yinman Mining
25.	A beneficiation method for recovering silver, copper, sulfur, and tin from a polymetallic ore containing symbiotic tin and silver	Invention Patent	PRC	ZL201611110249.3	Yinman Mining
26.	Silver-oriented recovery beneficiation method in process	Invention Patent	PRC	ZL201611169464.0	Yinman Mining
27.	A protection device for level gauge in pulp pump sump	Utility Model Patent	PRC	ZL202222972301.3	Yinman Mining
28.	A wastewater recovery device for belt conveyor in ore dressing	Utility Model Patent	PRC	ZL202320050881.2	Yinman Mining
29.	A method for recovering tin from tin polymetallic ore	Invention Patent	PRC	ZL202410592516.3	Yinman Mining
30.	A method for separating zinc and sulfur in pulp containing high-residue reagents	Invention Patent	PRC	ZL202410592513.X	Yinman Mining
31.	A method for recovering sulfur from tin polymetallic ore	Invention Patent	PRC	ZL202410383632.4	Yinman Mining

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No.	Patent	Type of patent	Place of Registration	Patent Number	Owner
32.	Electric actuating assembly for water injection valve used in milk of lime preparation	Utility Model Patent	PRC	ZL202421176407.5	Yinman Mining
33.	Combined support mining method for sublevel open stoping in hanging wall unstable ore body	Invention Patent	PRC	ZL202510462963.1	Yinman Mining; Changsha Institute of Mining Research Co., Ltd.
34.	A beneficiation method for recovering cassiterite from shaking table tailings	Invention Patent	PRC	ZL202510321210.9	Yinman Mining; Institute of Resource Utilization and Rare Earth Development, Guangdong Academy of Sciences
35.	A conveying mechanism for screening machine	Utility Model Patent	PRC	ZL202222604621.3	Yubang Mining
36.	A tailings collection device for convenient operation in production of silver-lead concentrate	Utility Model Patent	PRC	ZL202221288272.2	Yubang Mining
37.	A feeding mechanism for ball mill used in silver-lead concentrate ore dressing	Utility Model Patent	PRC	ZL202222538862.2	Yubang Mining

**Copyrights**

As of the Latest Practicable Date, we had registered the following copyrights which we consider to be or may be material to our business:

No.	Name of Software	Place of Registration	Registered Owner
1.	Xingye Silver & Tin Task Management System 1.0 . . . . .	PRC	the Company

**Domain Names**

As of the Latest Practicable Date, we owned the following domain name, which we consider to be or may be material to our business:

No.	Domain Name	Registration Owner
1.	xyyxy.com . . . . .	the Company
2.	xyyxmining.com . . . . .	the Company

Save as disclosed above, as of the Latest Practicable Date, there were no other intellectual property rights that were material in relation to our business.

**C. FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS**

**1. Disclosure of Interests**

**(a) Interests of the Directors and Chief Executive of our Company and our associated corporations**

To the best knowledge of our Directors, saved as disclosed below, immediately following the completion of the [REDACTED] (assuming (i) the [REDACTED] is not exercised and (ii) no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the [REDACTED]), none of our Directors or chief executive has any interests or short positions in the Shares, underlying Shares and debentures of our Company or any associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of the SFO) or which will be required,

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pursuant to Section 352 of the SFO, to be recorded in the register referred to therein or which will be required to be notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in the Listing Rules.

<u>Name</u>	<u>Nature of Interest<sup>(1)</sup></u>	<u>Number and class of Shares</u>	<u>Approximate % of interest in our Company as of the Latest Practicable Date</u>	<u>Approximate % of the total issued Shares immediately after the [REDACTED]<sup>(2)</sup></u>
Mr. Ji . . . . .	Interest through voting rights entrustment arrangement <sup>(3)</sup>	363,320,020 A Shares	20.46%	[REDACTED]%
Mr. Ji Xiang . . . . .	Beneficial owner	225,000 A Shares	0.01%	[REDACTED]%
Mr. Zhang Shucheng . . . . .	Beneficial owner	108,700 A Shares	0.01%	[REDACTED]%
Mr. Dong Yong . . . . .	Beneficial owner	40,000 A Shares	0.002%	[REDACTED]%
Mr. Sun Kai . . . . .	Beneficial owner	200,000 A Shares	0.01%	[REDACTED]%

Notes:

- (1) All interests stated are long positions.
- (2) Assuming (i) the [REDACTED] is not exercised and (ii) no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the [REDACTED].
- (3) Mr. Ji has the voting rights of the Shares held by the substantial shareholders, Xingye Group and Yunnan International Trust. As such, Mr. Ji is deemed to be interested in all the Shares held by Xingye Group and Yunnan International Trust for the purpose of the SFO. For details of the interest held by Mr. Ji, see “Substantial Shareholders” in this document.

**(b) Interests of the Substantial Shareholders**

Save as disclosed in “Substantial Shareholders” in this document and the table below, as of the Latest Practicable Date, our Directors were not aware of any persons who would, immediately following the completion of the [REDACTED] (assuming (i) the [REDACTED] is not exercised and (ii) no other changes are made to the issued share capital of our Company between the Latest Practicable Date and the [REDACTED]), having or be deemed or taken to the beneficial interests or short position in our Shares or underlying Shares which would fall to be disclosed to our Company under the provisions of 2 and 3 of Part XV of the SFO, or directly or indirectly be interested in 10% or more of the issued voting shares of our Company or member of our Group.

*Interests of the Substantial Shareholders of any Member of our Group (other than Our Company)*

<u>Member of our Group</u>	<u>Name of substantial shareholder</u>	<u>Approximate percentage of equity interests held by the substantial shareholder</u>
Yubang Mining . . . . .	Li Zhenshui (李振水) <sup>(1)</sup>	15.0%
Bosheng Mining . . . . .	Xizang Geological and Mineral Resources Group Co., Ltd. (西藏地質礦產集團有限公司) <sup>(2)</sup>	30.0%
Yitong Mining . . . . .	Yang Bao (楊寶) <sup>(3)</sup>	49.0%
Atlas Tin . . . . .	Toyota Tsusho Corporation (豐田通商株式会社) <sup>(4)</sup>	20.0%
	Nittetsu Mining Co. Ltd (日鐵礦業株式会社) <sup>(5)</sup>	5.0%
Xingye Gold (Tanzania) Investment Company Limited . . . . .	Jinfeng Power (Beijing) Mining Engineering Co., Ltd. (金鋒動力(北京)礦山工程有限公司) <sup>(6)</sup>	49%

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<b>Member of our Group</b>	<b>Name of substantial shareholder</b>	<b>Approximate percentage of equity interests held by the substantial shareholder</b>
Xingye Silver & Tin (Hainan) Private Equity Fund Management Co., Ltd. (興業銀錫(海南)私募股權投資基金管理有限公司). . . . .	Chu Yanchun (褚艷春) <sup>(7)</sup>  Yu Zihuan (于子桓) <sup>(7)</sup>	10%  10%

*Notes:*

- Li Zhenshui is a substantial shareholder of Yubang Mining. Save as mentioned, he has no other relationship with the Group and its Directors and senior management.
- Xizang Geological and Mineral Resources Group Co., Ltd. is a limited liability company established in the PRC and wholly-owned by the State-owned Assets Supervision and Administration Commission of the People’s Government of Xizang Autonomous Region. Save for being a substantial shareholder of Bosheng Mining, Xizang Geological and Mineral Resources Group Co., Ltd. has no other relationship with the Group and its Directors and senior management.
- Yang Bao is a substantial shareholder of Yitong Mining. Save as mentioned, he has no other relationship with the Group and its Directors and senior management.
- Toyota Tsusho Corporation is a trading company incorporated in Japan and a member of the Toyota Group. It is listed on the Prime Market of the Tokyo Stock Exchange and Nagoya Stock Exchange. Save for being a substantial shareholder of Atlas Tin, Tokyo Tsusho Corporation has no other relationship with the Group and its Directors and senior management.
- Nittetsu Mining Co. Ltd is a company incorporated in Japan and primarily engaged in mining activities in Japan and internationally. It is listed on the Prime Market of the Tokyo Stock Exchange. Save for being a substantial shareholder of Atlas Tin, Nittetsu Mining Co. Ltd has no other relationship with the Group and its Directors and senior management.
- Jinfeng Power (Beijing) Mining Engineering Co., Ltd. is a company incorporated in the PRC and ultimately controlled by Mr. Li Wubo, who was previously an independent Director of our Company.
- Chu Yanchun and Yu Zihuan are both employees of the Group.

**2. Particulars of Service Contracts**

Each of our Directors has entered into a service contract with our Company. The principal particulars of these service contracts comprise (a) a term of office commencing on the date of the approval at the relevant Company’s general meeting and ending on the expiration of the term of office of the prevailing session of the Board; and (b) termination provisions in accordance with their respective terms. The service contracts may be renewed in accordance with our Articles of Association and the applicable laws, rules and regulations from time to time.

Save as disclosed above, none of our Directors has or is proposed to have entered into any service contract with any member of our Group (excluding contracts expiring or determinable by any member of our Group within one year without payment of compensation other than statutory compensation).

**3. Directors’ remuneration**

For details of the Directors’ remuneration, see “Directors and Senior Management — Remuneration of Directors and Senior Management” and Note 8 to the Accountants’ Report as set out in Appendix I.

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### 4. Disclaimers

Save as disclosed in this document,

- (a) none of our Directors or any of the parties listed in “— Other Information — 8. Consents of Experts” below:
  - (i) has any direct or indirect interest in the promotion of our Company, or in any assets which have within the two years immediately preceding the date of this document been acquired or disposed of by or leased to any member of our Group, or are proposed to be acquired or disposed of by or leased to any member of our Group;
  - (ii) is materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to the business of our Group taken as a whole;
- (b) none of our Directors has any existing or proposed service contracts with any member of our Group (excluding contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation));
- (c) so far as is known to our Directors, no person (not being a Director or chief executive of our Company or any member of our Group) will, immediately following the completion of the [REDACTED], have an interest or short position in the Shares or underlying Shares of our Company which would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of SFO or be interested, directly or indirectly, in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of our Group; and
- (d) none of our Directors or their respective close associates (as defined under the Listing Rules) or our Shareholders who are interested in more than 5% of the issued share capital of our Company has any interest in the five largest customers or the five largest suppliers of our Group.

## D. OTHER INFORMATION

### 1. Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Company or any of our subsidiaries.

### 2. Litigation

As of the Latest Practicable Date, save as disclosed in this document, we were not aware of any litigation or arbitration proceedings of material importance pending or threatened against any member of our Group that could have a material adverse effect on our financial condition or results of operations.

### 3. Sole Sponsor’s Independence

The Sole Sponsor, on behalf of the Company, has applied to the Stock Exchange for the [REDACTED] of, and permission to [REDACTED], our H Shares to be [REDACTED] pursuant to the [REDACTED]. All necessary arrangements have been made enabling the H Shares to be admitted into [REDACTED].

The Sole Sponsor satisfies the independence criteria applicable to sponsors as set out in Rule 3A.07 of the Listing Rules. The sponsor fee payable to the Sole Sponsor in connection with the [REDACTED] is US\$750,000.

### 4. Compliance Advisor

Our Company has appointed Somerley Capital Limited as our Compliance Advisor in compliance with Rule 3A.19 of the Listing Rules.

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### 5. Preliminary Expenses

As of the Latest Practicable Date, we have not incurred any material preliminary expenses in relation to the incorporation of our Company.

### 6. Taxation of Holder of H Shares

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty if such sale, purchase and transfer are effected on the H Share register of members of our Company, including in circumstances where such transaction is effected on the Stock Exchange. The current rate of Hong Kong stamp duty for such sale, purchase and transfer is a 0.1% of the consideration or, if higher, the fair value of the H Shares being sold or transferred.

### 7. Promoters

Within two years immediately preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given nor is any proposed to be paid, allotted or given to any promoters in connection with the [REDACTED] and the related transactions described in this document.

### 8. Consents of Experts

The following experts have each given and have not withdrawn their respective written consents to the issue of this document with copies of their reports, letters, opinions or summaries of opinions (as the case may be) and the references to their names included herein in the form and context in which they are respectively included.

<u>Name</u>	<u>Qualification</u>
China International Capital Corporation Hong Kong Securities Limited . . . . .	Licensed to conduct type 1 (dealing in securities), type 2 (dealing in futures contracts), type 4 (advising on securities), type 5 (advising on futures contracts) and type 6 (advising on corporate finance) regulated activities as defined under the SFO
Ernst & Young . . . . .	Certified Public Accountants under Professional Accountants Ordinance (Chapter 50 of the Laws of Hong Kong) and Registered Public Interest Entity Auditor under Accounting and Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong Kong)
King & Wood . . . . .	PRC Legal Advisors to our Company
Filali Kadiri & Associates . . . . .	Morocco Legal Advisors to our Company
Frost & Sullivan . . . . .	Independent industry consultant
SRK Consulting China Ltd. . . . .	Competent person (within the meaning of Chapter 18 of the Hong Kong Listing Rules)

As of the Latest Practicable Date, none of the experts named above had any shareholding interest in our Company or any of our subsidiaries or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

### 9. Bilingual Document

The English language and Chinese language versions of this document are being published separately in reliance upon the exemption provided by section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

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### 10. Binding Effect

This document shall have the effect, if an application is made in pursuance of this document, of rendering all persons concerned bound by all of the provisions (other than the penal provisions) of Sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance in so far as applicable.

### 11. No Material Adverse Change

Our Directors confirm that there has been no material adverse change in our financial, business position or prospects since December 31, 2025, being the end date of the periods reported on our consolidated financial statements as set out in the Accountants' Report as set out in Appendix I to this document, and up to the date of this document.

#### *Miscellaneous*

Save as disclosed in this document:

- (i) within the two years immediately preceding the date of this document, to the best of our knowledge,
  - (a) neither our Company nor any of our subsidiaries has issued or agreed to issue any share or loan capital fully or partly paid up either for cash or for a consideration other than cash; and
  - (b) no commissions, discounts, brokerage fee or other special terms have been granted in connection with the issue or sale of any share or loan capital of our Company or any of our subsidiaries;
- (ii) there are no founder, management or deferred shares nor any debentures in our Company or any of our subsidiaries;
- (iii) no share or loan capital or debenture of our Company or any of the subsidiaries has been issued or agreed to be issued or is proposed to be issued for cash or as fully or partly paid otherwise than in cash;
- (iv) no share or loan capital or debenture of our Company or any of the subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;
- (v) there are no arrangements under which future dividends are waived or agreed to be waived;
- (vi) there have been no interruptions in our business which may have or have had a significant effect on our financial position in the 12 months proceeding the date of this document; and
- (vii) our Company has no outstanding convertible debt securities or debentures.