

DEFINITIONS

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

“2023 Restricted Share Incentive Plan”	the 2023 Restricted Share Incentive Plan of the Company approved by the Shareholders on June 15, 2023
“2025 Stock Ownership Plan”	the 2025 Employee Stock Ownership Plan of the Company approved by the Shareholders on May 15, 2025
“A Share(s)”	ordinary shares issued by the Company, with a nominal value of RMB1.00 each, which are listed on the STAR Market and traded in Renminbi
“Accountants’ Report”	the accountants’ report of the Company, the text of which is set out in Appendix I to this document
“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
“Articles” or “Articles of Association”	the articles of association of the Company with effect upon the [REDACTED] (as amended from time to time), a summary of which is set out in Appendix III to this document
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Audit Committee”	the audit committee of the Board
“Bai Rui Fa Holding”	Bai Rui Fa Holding Co., Limited (百瑞發控股有限公司), a private company limited by shares incorporated in Hong Kong on August 15, 2025 and a member of the Single Largest Group of Shareholders
“Bai Rui Fa Investment”	Bai Rui Fa Investment Co., Limited (百瑞發投資有限公司), a private company limited by shares incorporated in Hong Kong on September 29, 2025 and a member of the Single Largest Group of Shareholders
“Board” or “Board of Directors”	the board of Directors of the Company
“Business Day”	a day on which banks in Hong Kong are generally open for normal business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong

[REDACTED]

“China”, “Chinese mainland” or “the PRC”	the People’s Republic of China, unless the context requires otherwise, excluding, for the purposes of this document only, the regions of Hong Kong, Macau and Taiwan of the People’s Republic of China
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“close associate(s)”	has the meaning ascribed thereto under the Listing Rules
“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” or “CWUMPO”	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”	Union Semiconductor (Hefei) Co., Ltd. (合肥新匯成微電子股份有限公司), a limited liability company established in the PRC on December 18, 2015 which was converted into a joint stock company with limited liability on March 30, 2021, formerly known as Union Semiconductor (Hefei) Company Limited (合肥新匯成微電子有限公司)
“Compliance Advisor”	Somerley Capital Limited
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Converge Achievement”	Converge Achievement Investment Holdings Limited (匯成投資控股有限公司), a private company limited by shares incorporated in Hong Kong on June 11, 2010 and a member of the Single Largest Group of Shareholders
“connected transaction(s)”	has the meaning ascribed thereto under the Listing Rules
“core connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix C1 to the Listing Rules
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of the Company
“EIT”	enterprise income tax
“EIT Law”	the PRC Enterprise Income Tax Law (《中華人民共和國企業所得稅法》)
“ESG”	environmental, social and governance

[REDACTED]

“Extreme Conditions”	extreme conditions as announced by the government of Hong Kong in the case where a super typhoon or other natural disaster of a substantial scale seriously affect the working public’s ability to resume work or brings safety concern for a prolonged period
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DEFINITIONS

[REDACTED]

“Frost & Sullivan”

Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research and consulting company

[REDACTED]

“Group,” “we,” “our” or “us”

the Company and its subsidiaries, or any one of them as the context may require, and where the context requires, the businesses operated by the Company and/or its subsidiaries and their predecessors (if any)

“Guide” or “Guide for New Listing Applicants”

the Guide for New Listing Applicants issued by the Stock Exchange effective from January 1, 2024, as amended, supplemented or otherwise modified from time to time

“H Share(s)”

ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, which are to be subscribed for and traded in Hong Kong dollars and to be [REDACTED] on the Stock Exchange

[REDACTED]

“Hefei Bairuifa”

Hefei Bairuifa Enterprise Management Partnership (Limited Partnership) (合肥百瑞發企業管理合夥企業(有限合夥)), a limited liability partnership established in the PRC on November 13, 2025 and a member of the Single Largest Group of Shareholders

“Hefei Xincheng”

Hefei Xincheng Enterprise Management Consulting Partnership (Limited Partnership) (合肥芯成企業管理諮詢合夥企業(有限合夥)), a limited liability partnership established in the PRC on July 23, 2019 and a member of the Single Largest Group of Shareholders

[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars” or “HK\$”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong

[REDACTED]

“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
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[REDACTED]

“IFRSs”	the International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by IASB and the International Accounting Standards (IAS) and interpretations issued by the International Accounting Standards Committee (IASC)
“Independent Third Party(ies)”	any person(s) or entity(ies) who is not a connected person of the Company within the meaning of the Listing Rules

DEFINITIONS

[REDACTED]

“Jiangsu Union”

Jiangsu Union Semiconductor Co., Ltd. (江蘇匯成光電有限公司), a limited liability company established in the PRC on August 29, 2011 and a wholly-owned subsidiary of the Company

[REDACTED]

“Latest Practicable Date”

May 22, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication

[REDACTED]

“Listing Rules” or “Hong Kong 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

“Macau”

the Macau Special Administrative Region of the PRC

DEFINITIONS

“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Mega Rich”	Mega Rich Forever Investment Co., Ltd, a limited liability company incorporated in the British Virgin Islands on May 22, 2025 and a member of the Single Largest Group of Shareholders
“MOF”	Ministry of Finance of the PRC (中華人民共和國財政部)
“Mr. Cheng”	Mr. Cheng Jui-chun (鄭瑞俊), an executive Director, the chairman of the Board and the general manager of the Company, and a member of the Single Largest Group of Shareholders
“Ms. Yang”	Ms. Yang Hui (楊會), the spouse of Mr. Cheng and a member of the Single Largest Group of Shareholders
“Nomination Committee”	the nomination committee of the Board

[REDACTED]

“Overseas Listing Trial Measures”	The Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (境內企業境外發行證券和上市管理試行辦法) promulgated by the CSRC on February 17, 2023 and became effective on March 31, 2023
“Potential International”	Potential International Investment Limited (寶信國際投資有限公司), a private company limited by shares incorporated in Hong Kong on July 10, 2015 and a member of the Single Largest Group of Shareholders
“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

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“PRC GAAP”	generally accepted accounting principles of the PRC
“PRC Legal Advisor”	Anhui Tianhe Law Firm, the PRC legal advisor to the Company
“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]	
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration and Appraisal Committee”	the remuneration and appraisal committee of the 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)
“Securities and Futures Commission” or “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
“Share(s)”	ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, including A Shares and H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Single Largest Group of Shareholders”	Mr. Cheng, Ms. Yang, Yangzhou Xinruilian, Hefei Bairuifa, Bai Rui Fa Investment, Bai Rui Fa Holding, Mega Rich, Converge Achievement, Potential International and Hefei Xincheng
“Sole Sponsor”	the sole sponsor as named in the section headed “Directors and Parties Involved in the [REDACTED]”
“Sole Sponsor-Overall Coordinator”	the sole sponsor-overall coordinator as named in the section headed “Directors and Parties Involved in the [REDACTED]”
“Sole Overall Coordinator”	the overall coordinator as named in the section headed “Directors and Parties Involved in the [REDACTED]”
[REDACTED]	
“STAR Market”	the Science and Technology Innovation Board of the Shanghai Stock Exchange (上海證券交易所科創板)
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Strategy Committee”	the strategy committee of the Board

DEFINITIONS

“subsidiary(ies)”	has the meaning ascribed thereto under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“Suzhou Xipu”	Suzhou Industrial Park Xipu Venture Capital Partnership (Limited Partnership) (蘇州工業園區芯璞創業投資合夥企業(有限合夥)), a limited liability partnership established in the PRC on July 16, 2025 which has been consolidated into the accounts of the Company
“Taiwan”	Taiwan Province of the People’s Republic of China
“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
“treasury shares”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Track Record Period”	the financial years ended December 31, 2023, 2024 and 2025

[REDACTED]

“Unionsemicon Technology”	Unionsemicon Technology (Hong Kong) Company Limited (新匯成科技(香港)有限公司), a private company limited by shares incorporated in Hong Kong on November 7, 2025 and a wholly-owned subsidiary of the Company
“United States” or “U.S.”	the United States of America, its territories and possessions, any State of the United States, and the District of Columbia
“U.S. dollar(s)”, “US\$” or “USD”	United States dollar, the lawful currency of the United States
“U.S. Securities Act”	The U.S. Securities Act of 1933, as amended, supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder
“VAT”	value-added tax

[REDACTED]

“Yangzhou Xinruilian”	Yangzhou Xinruilian Investment Partnership (Limited Partnership) (揚州新瑞連投資合夥企業(有限合夥)), a limited liability partnership established in the PRC on May 13, 2014 and a member of the Single Largest Group of Shareholders
“%”	per cent