FURTHER INFORMATION ABOUT OUR COMPANY

1. Incorporation of Our Company

Our Company was established as a limited liability company in the PRC on November 20, 2019 and was converted into a joint stock company with limited liability on December 7, 2021 under the laws of the PRC. As of the Latest Practicable Date, the registered share capital of our Company was RMB50,148,776.

Our Company has established a place of business in Hong Kong at Room 504, 5/F Cheong Tai Commercial Building 60-66 Wing Lok Street Sheung Wan Hong Kong and [has registered] as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance on [•]. Ms. HA Ching Ching (夏正靜), our joint company secretary, has been appointed as our authorized representative for the acceptance of service of process in Hong Kong whose correspondence address is the same as our place of business in Hong Kong.

2. Changes in Share Capital of Our Company

Save as disclosed in "History, Development and Corporate Structure" in this document, there has been no alteration in our share capital within two years immediately preceding the date of this document.

3. Changes in the Share Capital of Our Subsidiaries

Our subsidiaries as of the Latest Practicable Date are set out in note 1 to the Accountants' Report.

On June 21, 2025, the registered capital of BBL HOME NEW MATERIALS CO., LTD increased from USD7,000,000 to USD17,000,000, subscribed for by BBL HOME HOLDING PTE. LTD.

Save as disclosed above, there has been no alteration in the share capital of our subsidiaries within two years immediately preceding the date of this document.

4. Resolutions of the Shareholders

Pursuant to a general meeting of our Company held on May 23, 2026, the following resolutions, among others, were passed by our Shareholders:

(a) the issue by our Company of H Shares of a nominal value of RMB1.00 each and that such H Shares be **[REDACTED]** on the Hong Kong Stock Exchange;

(b) that the number of H Shares to be issued shall not be more than 25% of the total issued share capital of our Company as enlarged by the **[REDACTED]** (before the exercise of the **[REDACTED]**), and the grant to the **[REDACTED]** (or their representatives) of the **[REDACTED]** of not more than 15% of the number of H Shares issued pursuant to the **[REDACTED]**;

(c) subject to the completion of the **[REDACTED]**, the adoption of the Articles of Association which shall become effective on the **[REDACTED]**, and the authorization to the Board to amend the Articles of Association in accordance with the requirements of the relevant laws and regulations and the Listing Rules; and

(d) authorization of our Board to handle all relevant matters relating to, among other things, the issue and listing of the H Shares.

FURTHER INFORMATION ABOUT THE BUSINESS OF OUR COMPANY

1. Summary of Material Contract

We have entered into the following contract (not being a contract entered into in the ordinary course of business) within the two years immediately preceding the date of this document that is or may be material:

(a) **[REDACTED]**.

2. Intellectual Property Rights

Trademarks

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

No.	Owner	Trademark	Registration No.	Place of Registration	Class	Validity Period
1	the Company	BBL	70325290	PRC	19	November 21, 2023 – November 20, 2033
2	the Company	贝尔	70314155	PRC	19	March 20, 2023 – March 19, 2033
3	the Company	贝尔地板 Bring Best Life	32796921	PRC	19	March 14, 2020 – March 13, 2030
4	the Company	贝尔地板 Bring Best Life	24959652A	PRC	19	November 28, 2018 – November 27, 2028
5	the Company	TURKU	18243742	PRC	19	December 14, 2016 – December 13, 2026
6	the Company	IBF全品	18243721	PRC	19	December 14, 2016 – December 13, 2026
7	the Company	Home Touch	15467454	PRC	19	November 21, 2025 – November 20, 2035
8	the Company	全品	14833155	PRC	19	October 28, 2025 – October 27, 2035
9	the Company	IBF	15085883	PRC	19	June 28, 2025 – June 27, 2035
10	the Company	TOUCHSHOW	12832967	PRC	42	December 7, 2024 – December 6, 2034
11	the Company	Home Touch	10279068	PRC	42	February 14, 2023 – February 13, 2033
12	the Company	BBL	5970073	PRC	19	October 28, 2025 – October 27, 2035

No.	Owner	Trademark	Registration No.	Place of Registration	Class	Validity Period
13	the Company	贝尔 BeiEr	3019610	PRC	19	February 7, 2024 – February 6, 2034
14	the Company	Space Walk	83972333	PRC	19	September 14, 2025 – September 13, 2035
15	the Company	Space Walk Lite	83973468	PRC	19	September 28, 2025 – September 27, 2035

Patents

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

No.	Owner	Patent	Type	Patent No.	Publication Date	Place of Registration
1	the Company . . .	A Paint and Its Preparation Method and Application; A Flooring Board and Its Processing Method	Invention	CN202011259338.0	August 23, 2022	PRC
2	the Company . . .	An SPC Stone Plastic Board, Preparation Method and Application	Invention	CN202011249920.9	September 15, 2023	PRC
3	the Company . . .	A Polypropylene Board and Its Preparation Method	Invention	CN202011259327.2	January 20, 2023	PRC
4	the Company . . .	A Magnesium Sulfate Engineered Silent Flooring	Invention	CN201910271984.X	October 25, 2019	PRC
5	the Company . . .	A Stone Plastic Flooring and Its Preparation Method	Invention	CN201611099662.4	October 15, 2019	PRC
6	the Company . . .	PVC Self-Adhesive Flooring with Waterproof Adhesive	Invention	CN201310699234.5	July 13, 2016	PRC
7	the Company . . .	Glue-Free Anti-Slip Plastic Flooring and Its Manufacturing Method	Invention	CN201310699337.1	August 24, 2016	PRC
8	the Company . . .	Manufacturing Method of Composite Flooring with Low-Gloss Highly Simulated Surface Layer	Invention	CN201110331556.5	November 26, 2014	PRC
9	Changzhou Bemate HOME Technology Co., Ltd.	A Wall Panel Coating, Skin-Touch Stain-Resistant Wall Panel and Its Processing Method	Invention	CN202211722863.0	February 23, 2024	PRC
10	Changzhou Bemate HOME Technology Co., Ltd.	A PVC Flooring and Its Preparation Method	Invention	CN202211136472.0	November 28, 2023	PRC
11	Changzhou Bemate HOME Technology Co., Ltd.	A Wall Panel and Its Preparation Process	Invention	CN202210599424.9	June 9, 2023	PRC

No.	Owner	Patent	Type	Patent No.	Publication Date	Place of Registration
12	Changzhou Bemate HOME Technology Co., Ltd.	A Flooring Board and Its Preparation Process	Invention	CN202210445328.9	June 9, 2023	PRC
13	Changzhou Bemate HOME Technology Co., Ltd.	A Flooring Board and Its Preparation Method	Invention	CN202111598328.4	September 19, 2023	PRC
14	Changzhou Bemate HOME Technology Co., Ltd.	A Multifunctional Formaldehyde-Free Flooring and Its Preparation Method	Invention	CN202110294736.4	October 13, 2023	PRC
15	Changzhou Bemate HOME Technology Co., Ltd.	Additive for PVC Board, PVC Board and Its Preparation Method, and PVC Composite Board	Invention	CN202011259344.6	June 13, 2023	PRC
16	Changzhou Bemate HOME Technology Co., Ltd.	A Soft SPC Online Extrusion Device	Invention	CN202223517042.1	June 20, 2023	PRC
17	Changzhou Bemate HOME Technology Co., Ltd.	A Method for Manufacturing Flooring Based on Magnesium Adhesive	Invention	CN202111622453.4	September 9, 2022	PRC
18	Changzhou Bemate HOME Technology Co., Ltd.	A Hot Melt Adhesive, Hot Melt Adhesive Film and Its Preparation Method and Application	Invention	CN202110294732.6	November 1, 2022	PRC
19	Changzhou Bemate HOME Technology Co., Ltd.	A Hot Pressing Method for PVC Composite Flooring and PVC Composite Flooring	Invention	CN202011259346.5	November 29, 2022	PRC
20	Changzhou Bemate HOME Technology Co., Ltd.	A Flooring Substrate, Flooring and Their Preparation Method and Application	Invention	CN202011256263.0	November 1, 2022	PRC
21	Changzhou Bemate HOME Technology Co., Ltd.	A Waterproof Wax, Waterproof Treatment Method for Flooring Joints and Spliced Flooring	Invention	CN202011173219.3	November 26, 2021	PRC
22	Changzhou Bemate HOME Technology Co., Ltd.	An Environmentally Friendly Polypropylene Flooring and Its Manufacturing Method	Invention	CN202010281383.X	December 1, 2020	PRC
23	Changzhou Bemate HOME Technology Co., Ltd.	Composite Board Manufacturing Device, Stone Plastic Board Manufacturing Method and Stone Plastic Board	Invention	CN201911362893.3	March 22, 2022	PRC

No.	Owner	Patent	Type	Patent No.	Publication Date	Place of Registration
24	Changzhou Bemate HOME Technology Co., Ltd.	Electric Heating Flooring System	Invention	CN201110331470.2	December 31, 2014	PRC
25	Changzhou Bemate HOME Technology Co., Ltd.	Heating Flooring and Flooring Heating System	Invention	CN201110331543.8	October 1, 2014	PRC
26	Changzhou Bemate HOME Technology Co., Ltd.	Heating Flooring and Its Manufacturing Method	Invention	CN201110331550.8	November 13, 2013	PRC
27	Changzhou Bemate HOME Technology Co., Ltd.	Cover-Type Decorative Panel	Invention	CN201010255774.0	September 11, 2013	PRC

Copyrights

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

No.	Owner	Copyright	Registration No.	Registration Date
1	the Company	Flooring Decorative Film Pattern – 18-Degree Grey	國作登字-2022-F-10216597	January 29, 2018
2	the Company	Flooring Decorative Film Pattern – Colored Inlay Strips	國作登字-2022-F-10216603	August 1, 2017
3	the Company	Flooring Decorative Film Pattern – Vintage Style	國作登字-2022-F-10217563	January 29, 2018
4	the Company	Flooring Decorative Film Pattern – Vintage Mystic Green	國作登字-2022-F-10217562	January 29, 2018
5	the Company	Flooring Decorative Film Pattern – Steel Plate Inlay Strips	國作登字-2022-F-10216591	June 1, 2017
6	the Company	Flooring Decorative Film Pattern – Shades of Grey Living	國作登字-2022-F-10216590	January 29, 2018
7	the Company	Flooring Decorative Film Pattern – Grey Romance	國作登字-2022-F-10216602	January 29, 2018
8	the Company	Flooring Decorative Film Pattern – Gradient Colors	國作登字-2022-F-10217560	June 1, 2017
9	the Company	Flooring Decorative Film Pattern – Rich Coffee Essence	國作登字-2022-F-10217574	January 29, 2018
10	the Company	Flooring Decorative Film Pattern – Withered Wood Impression	國作登字-2022-F-10217577	January 29, 2018

No.	Owner	Copyright	Registration No.	Registration Date
11	the Company	Flooring Decorative Film Pattern – Las Vegas Oak	國作登字-2022-F-10217569	August 1, 2017
12	the Company	Flooring Decorative Film Pattern – Threaded Contrast	國作登字-2022-F-10217578	January 29, 2018
13	the Company	Flooring Decorative Film Pattern – Lush Greenery	國作登字-2022-F-10217568	January 29, 2018
14	the Company	Flooring Decorative Film Pattern – Linen Grey Shadow	國作登字-2022-F-10217567	January 29, 2018
15	the Company	Flooring Decorative Film Pattern – Misty Multicolor	國作登字-2022-F-10217575	January 29, 2018
16	the Company	Flooring Decorative Film Pattern – Dark Green Rendering	國作登字-2022-F-10217581	January 29, 2018
17	the Company	Flooring Decorative Film Pattern – Hibiscus Promise	國作登字-2022-F-10217576	January 29, 2018
18	the Company	Flooring Decorative Film Pattern – Warm Sunlight	國作登字-2022-F-10216596	January 29, 2018
19	the Company	Flooring Decorative Film Pattern – Warm-Tone Infusion	國作登字-2022-F-10216599	January 29, 2018
20	the Company	Flooring Decorative Film Pattern – European Oak	國作登字-2022-F-10217580	June 1, 2017
21	the Company	Flooring Decorative Film Pattern – Light Coffee Original Tone	國作登字-2022-F-10217558	January 29, 2018
22	the Company	Flooring Decorative Film Pattern – Light Wood Vitality	國作登字-2022-F-10216595	January 29, 2018
23	the Company	Flooring Decorative Film Pattern – Cyan Dreamlight	國作登字-2022-F-10217566	January 29, 2018
24	the Company	Flooring Decorative Film Pattern – Deep Haze	國作登字-2022-F-10216589	January 29, 2018
25	the Company	Flooring Decorative Film Pattern – Deep Grey Natural Tone	國作登字-2022-F-10217559	January 29, 2018
26	the Company	Flooring Decorative Film Pattern – Ink-Wash Flourish	國作登字-2022-F-10217582	January 29, 2018
27	the Company	Flooring Decorative Film Pattern – Ink-Wash Clouds and Mist	國作登字-2022-F-10217565	January 29, 2018
28	the Company	Flooring Decorative Film Pattern – Ink-Wash Multicolor	國作登字-2022-F-10217564	January 29, 2018
29	the Company	Flooring Decorative Film Pattern – Melody of Water	國作登字-2022-F-10217579	January 29, 2018
30	the Company	Flooring Decorative Film Pattern – Water Rhythm Years	國作登字-2022-F-10216588	January 29, 2018

No.	Owner	Copyright	Registration No.	Registration Date
31	the Company	Flooring Decorative Film Pattern – Countryside Scenery	國作登字-2022-F-10216594	January 29, 2018
32	the Company	Flooring Decorative Film Pattern – Graceful Dusk	國作登字-2022-F-10216598	January 29, 2018
33	the Company	Flooring Decorative Film Pattern – Dazzling Diagonal Grey	國作登字-2022-F-10216593	January 29, 2018
34	the Company	Flooring Decorative Film Pattern – Whirling Color Breeze	國作登字-2022-F-10216592	January 29, 2018
35	the Company	Flooring Decorative Film Pattern – Elegant Pine Orchid	國作登字-2022-F-10216601	August 1, 2017
36	the Company	Flooring Decorative Film Pattern – Linen Space	國作登字-2022-F-10216600	January 29, 2018
37	the Company	Flooring Decorative Film Pattern – Rain-Swept Shadows	國作登字-2022-F-10217570	January 29, 2018
38	the Company	Flooring Decorative Film Pattern – Natural Wood Rings	國作登字-2022-F-10217571	January 29, 2018
39	the Company	Flooring Decorative Film Pattern – Original Twilight Tone	國作登字-2022-F-10217572	January 29, 2018
40	the Company	Flooring Decorative Film Pattern – Heavy Grey Camouflage	國作登字-2022-F-10217573	January 29, 2018
41	the Company	Flooring Decorative Film Pattern – Brown-Green Dynamics	國作登字-2022-F-10217561	January 29, 2018

Domain Names

As of the Latest Practicable Date, we have registered the following domain names, which we consider to be material to our business:

No.	Owner	Domain Name	Expiry Date
1	the Company . . .	bblflooring.com	June 28, 2027
2	the Company . . .	bblfloor.com	March 10, 2027
3	the Company . . .	bblfloor.cn	November 5, 2027

Save as disclosed above, as of the Latest Practicable Date, there was no other trade or service mark, patent, intellectual or industrial property right which was material in relation to our business.

FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Disclosure of Interests

Save as disclosed in the section headed "Substantial Shareholders", immediately following completion of the **[REDACTED]** (without taking into account the H Shares which may be allotted and issued pursuant to the exercise of the **[REDACTED]**), so far as our Directors are aware, none of our Directors and chief executive has any interest or short positions in our Shares, underlying Shares or 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 Hong Kong 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, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required to be notified to our Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of **[REDACTED]** Issuers contained in the Listing Rules.

Name	Position	Capacity/nature of interest	Class and Number of Shares held	Approximate percentage of shareholding in the relevant class of Shares immediately upon completion of the [REDACTED] (assuming the [REDACTED] is not exercised)(1)	Approximate percentage of shareholding in the total issued share capital of our Company immediately upon completion of the [REDACTED] (assuming the [REDACTED] is not exercised) (1)
				(%)	(%)
Ms. Zhang	Founder, chairwoman of the Board, executive Director and chief executive officer	Beneficial owner	**[REDACTED]**	**[REDACTED]**	**[REDACTED]**
		Interest in controlled Corporation	**[REDACTED]**	**[REDACTED]**	**[REDACTED]**
Mr. Zhang Guohong .	Executive Director and deputy general manager	Interest jointly held with another person(2)	**[REDACTED]**	**[REDACTED]**	**[REDACTED]**

Notes:

(1) The calculation is based on the total number of **[REDACTED]** in issue and **[REDACTED]** H Shares in issue immediately after completion of the **[REDACTED]** (assuming the **[REDACTED]** is not exercised).

(2) Ms. Zhang and Mr. ZHANG Guohong (collectively, the "**Concert Parties**") enter into an acting-in-concert agreement dated November 22, 2022 (the "**AIC Agreement**"), pursuant to which the Concert Parties had confirmed and agreed that they would (i) act in concert in exercising their shareholder rights and partner rights at BBL Holdings and the share employee shareholding platforms, as well as their director voting rights in the Company; (ii) reach consensus on all matters requiring

approval by the board and/or shareholders; and (iii) to vote in the same manner on such matters in meetings of the board and shareholders. As such, each of the Concert Parties is deemed to be interested in the Shares each other is interested in under the SFO. See "History, Development and Corporate Structure – Acting In Concert Agreement" for details.

2. Substantial Shareholders

For the information on the persons who will, immediately following the completion of the **[REDACTED]**, have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to our Company and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, see "Substantial Shareholders" in this document.

Save as set out below, our Directors are not aware of any other person (other than our Directors or chief executive) who will, immediately following completion of the **[REDACTED]**, directly or indirectly, be interested 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 other than our Company.

Our subsidiary	Total registered capital	Person with 10% or more interest	Approximate percentage of the interest in the subsidiary
	(RMB)		*(%)*
BBL Floor (MYANMAR) Company Limited	42 million	YIN LYNN	15

3. 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 commencing on the date of the approval at the 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. Our Directors may be re-appointed subject to Shareholders' approval.

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).

4. Remuneration of Directors

Save as disclosed in the section headed "Directors and Senior Management" in this document and note 9 and 10 to the Accountants' Report in Appendix I to this document, for the three financial years ended December 31, 2023, 2024 and 2025, none of our Directors received other remunerations of benefits in kind from us.

5. Disclaimers

(a) Save as disclosed in this section and the section headed "History, Development and Corporate Structure" in this document, none of our Directors and the parties listed in the paragraph headed "— Other Information — 5. Qualifications of Experts" in this Appendix is:

(i) interested in our promotion, or in any assets which have been, within two years immediately preceding the date of this document, acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to any member of our Company; or

(ii) materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to our business.

(b) Save in connection with the **[REDACTED]** and the **[REDACTED]**, none of the parties listed in the paragraph headed "— Other Information — 5. Qualification of Experts" in this Appendix:

(i) is interested legally or beneficially in any shares in any member of our Group; or

(ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any securities in any member of our Group.

(c) Save as disclosed in this section and the section headed "Directors and Senior Management" in this document, none of our Directors is a director or employee of a company that has an interest in the share capital of our Company which, once the H Shares are **[REDACTED]** on the Hong Kong Stock Exchange, would have to be disclosed pursuant to Divisions 2 and 3 of Part XV of the SFO.

(d) So far as is known to our Directors, none of our Directors or their respective close associates (as defined under the Listing Rules) or Shareholders who owns more than 5% of the issued Shares of our Company has any interests in the five largest customers or the five largest suppliers of our Group.

OTHER INFORMATION

1. Estate duty

Our Directors have been advised that no material liability for estate duty is likely to impose on our Company or any of our subsidiaries under the laws of the PRC.

2. Litigation

As of the Latest Practicable Date, no member of our Group was involved in any litigation, arbitration or claim of material importance, and, so far as we are aware, no litigation, arbitration or claim of material importance is pending or threatened against any member of our Group, which would have a material adverse effect on our financial condition or results of operations, taken as a whole.

3. Sole Sponsor

The Sole Sponsor has made an **[REDACTED]** on behalf of our Company to the Hong Kong Stock Exchange for the **[REDACTED]** of, and permission to **[REDACTED]**, our H Shares. All necessary arrangements have been made to enable the securities to be admitted into **[REDACTED]**.

The Sole Sponsor satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules. The Sole Sponsor will receive a fee of US$700,000 to act as a sponsor to our Company in connection with the **[REDACTED]**.

4. Preliminary expenses

As of the Latest Practicable Date, our Company has not incurred material preliminary expenses.

5. Qualifications of Experts

The qualifications of the experts (as defined under the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance) who have given opinions and/or advice in this document are as follows:

Name	Qualifications
DBS Asia Capital Limited	Licensed to conduct Type 1 (dealing in securities), Type 4 (advising on securities) and Type 6 (advising on corporate finance) regulated activities under the SFO
Ernst & Young	Certified Public Accountants, and Public Interest Entity Auditor registered under the Accounting and Financial Reporting Council Ordinance
Grandway Law Offices	Company's PRC legal adviser
Frost & Sullivan Limited	Independent industry consultant

6. Consents

Each of the experts as referred to in the paragraph headed "— Other Information — 5. Qualifications of Experts" in this Appendix has given and has not withdrawn its respective written consents to the issue of this document with the inclusion of certificates, letters, opinions or reports and the references to its name included herein in the form and context in which it respectively included.

7. Taxation of Holders of H Shares

(1) Hong Kong

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty. The current rate charged on each of the purchaser and seller is 0.1% of the consideration or, if higher, the fair value of the H Shares being sold or transferred. For further details in relation to taxation, see Appendix III to this document.

(2) Consultation with professional advisers

Potential investors in the **[REDACTED]** are urged to consult their professional tax advisers if they are in any doubt as to the taxation implications of subscribing for, purchasing, holding or disposing of or **[REDACTED]** in our H Shares (or exercising rights attached to them). None of our Company, our Directors, the Sole Sponsor, the **[REDACTED]**, the Joint Overall **[REDACTED]**, the Joint **[REDACTED]**, **[REDACTED]**, the Joint **[REDACTED]**, the **[REDACTED]**, the **[REDACTED]**, or any other person or party involved in the **[REDACTED]** accept responsibility for any tax effects on, or liabilities of, any person, resulting from the **[REDACTED]**, purchase, holding or disposal of, **[REDACTED]** in or the exercise of any rights in relation to our H Shares.

8. No Material Adverse Change

Our Directors confirm that, as of the date of this document, there has been no material adverse change in the financial or trading position of our Company since December 31, 2025 (being the latest balance sheet date of our consolidated financial statements as set out in the Accountants' Report).

9. Promoters

The promoters of our Company are the then two shareholders of our Company as of December 7, 2021 before our conversion into a joint stock company with limited liability, namely Jiangsu BBL Holdings and Ningbo Sichang. Save as disclosed in the section headed "History, Development and Corporate Structure" in this document, within the two years preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given or is proposed to be paid, allotted or given to any promoter in connection with the **[REDACTED]** and the related transactions described in this document.

10. Restrictions on Repurchase

For details, see Appendices IV and V to this document.

11. Binding Effect

This document shall have the effect, if an application is made in pursuance of it, 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 so far as applicable.

12. Bilingual Document

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

13. Miscellaneous

Save as otherwise disclosed in this document:

(a) within the two years preceding the date of this document, (i) our Company has not issued nor agreed to issue any share or loan capital fully or partly paid either for cash or for a consideration other than cash; and (ii) no commission, discount, brokerage or other special term has been granted in connection with the issue or sale of any shares of our Company;

(b) no Share or loan capital of our Company, if any, is under option or is agreed conditionally or unconditionally to be put under option;

(c) our Company has not issued nor agreed to issue any founder shares, management shares or deferred shares;

(d) our Company has no outstanding convertible debt securities or debentures;

(e) there is no arrangement under which future dividends are waived or agreed to be waived;

(f) there has been no interruption in our business which may have or have had a significant effect on the financial position in the last 12 months;

(g) our Company is not presently listed on any stock exchange or traded on any trading system; and

(h) our Company is a joint stock limited company and is subject to the PRC Company Law.