

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 the section headed “Glossary of Technical Terms” in this document.

“Accountants’ Report”	the accountants’ report of our Company, the text of which is set out in Appendix I to this document
“affiliate”	any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	the Accounting and Financial Reporting Council
“Articles of Association” or “Articles”	the articles of association of our Company, which shall become effective upon [REDACTED], and as amended from time to time, a summary of which is set out in Appendix V to this document
“Board” or “Board of Directors”	the Board of directors of our Company
“Business day” or “business day”	a day on which banks in Hong Kong are generally open for normal banking business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong

[REDACTED]

“China”, “Chinese Mainland” or “PRC”	the People’s Republic of China, but for the purpose of this document and for geographical reference only and except where the context requires, references in this document to “China” and the “PRC” do not apply to Hong Kong, Macau Special Administrative Region and Taiwan, China
“Chongyouxuan”	Chongyouxuan (Shanghai) Pet Products Co., Ltd. (寵優選(上海)寵物用品有限公司), a limited liability company incorporated under the laws of the PRC on October 16, 2023, and one of our subsidiaries

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“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 or otherwise modified from time to time
“Company”, “our Company”, or “the Company”	Fubei (Shanghai) Co., Ltd. (上海福貝寵物用品股份有限公司), a limited liability company established under the laws of the PRC on April 28, 2005 and converted into a joint stock limited liability company in the PRC on December 13, 2019
“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
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to Mr. Wang Yingchun (汪迎春), as further detailed in the section headed “Relationship with Our Controlling Shareholder” in this document
“CSDC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
“CSDC (Hong Kong)”	China Securities Depository and Clearing (Hong Kong) Company Limited
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	director(s) of our Company

[REDACTED]

DEFINITIONS

“Extreme Conditions” the occurrence of “extreme conditions” as announced by any government authority of Hong Kong due to a super typhoon or other natural disaster of a substantial scale seriously affects the working public’s ability to resume work or brings safety concern for a prolonged period

[REDACTED]

“Frost & Sullivan” Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research consultant and an Independent Third Party

“Fujian Fuyuan” Fuyuan (Fujian) Pet Food Co., Ltd. (福源(福建)寵物食品有限公司), a limited liability company incorporated under the laws of the PRC on January 18, 2024, and one of our subsidiaries

[REDACTED]

“Group,” “our Group,” “we” or “us” our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require)

“Guide for New Listing Applicants” the Guide for New Listing Applicants issued by the Hong Kong 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 our Company with a nominal value of RMB1.00 each, which is/are to be subscribed for and [REDACTED] in HK dollars and to be [REDACTED] on the Hong Kong Stock Exchange

[REDACTED]

DEFINITIONS

“HK\$” or “HK dollars”	Hong Kong dollars and cents, respectively, the lawful currency of Hong Kong
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[REDACTED]

“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
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“Hong Kong Listing Rules” or “Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
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[REDACTED]

DEFINITIONS

[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]

“IFRS”	International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board and the International Accounting Standards and interpretation issued by the International Accounting Standards Committee
“Independent Third Party(ies)”	any entity or person who is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules

[REDACTED]

DEFINITIONS

[REDACTED]

“Latest Practicable Date” May 25, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication

[REDACTED]

“Listing Committee” the Listing Committee of the Hong Kong Stock Exchange

[REDACTED]

“Main Board” the stock market (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Stock Exchange

“Ministry of Finance” or “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)

DEFINITIONS

“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國發展和改革委員會)
“Nomination Committee”	nomination committee of our Company, the details of which are described in “Corporate Information” in this document
“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]

“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC GAAP”	generally accepted accounting principles of PRC
“PRC Legal Advisor”	AllBright Law Offices, the PRC legal advisors of our Company

DEFINITIONS

“Pre-[REDACTED] Investor(s)” the investor(s) who participated in our Pre-[REDACTED] Investments, details of which are set out in the section headed “History, Development and Corporate Structure” in this document

[REDACTED]

“document” or “Document” this document being [REDACTED] in connection with the [REDACTED]

“province” a province or, where the context requires, a provincial level autonomous region or municipality, under the direct supervision of the central government of the PRC

“Regulation S” Regulation S under the US Securities Act

“RMB” or “Renminbi” Renminbi, the lawful currency of the PRC

“SAC” the Securities Association of China (中國證券業協會)

“SAFE” the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)

“Securities and Futures Ordinance” or “SFO” the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

“Securities Law” the Securities Law of the People’s Republic of China (中華人民共和國證券法), as amended, supplemented or otherwise modified from time to time

“SFC” the Securities and Futures Commission of Hong Kong

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“Shanghai Fuyi”	Fuyi (Shanghai) Enterprise Management Co., Ltd. (福益(上海)企業管理有限公司), a limited liability company incorporated under the laws of the PRC on March 13, 2012, and one of our subsidiaries
“Shanghai Fuzhi”	Shanghai Fuzhi Pet Food Co., Ltd. (上海福智寵物食品有限公司), a limited liability company incorporated under the laws of the PRC on March 17, 2020, and one of our subsidiaries
“Shanghai Stock Exchange”	the Shanghai Stock Exchange (上海證券交易所)
“Share(s)”	ordinary shares in the capital of our Company with a nominal value of RMB1.00 each
“Shareholders(s)”	holder(s) of the Share(s)
“Shengyuan Investment”	Ningbo Meishan Bonded Port Area Shengyuan Fangyuan Investment Management Center (Limited Partnership) (寧波梅山保稅港區聖元方圓投資管理中心(有限合夥)), a limited partnership incorporated under the laws of the PRC on October 14, 2016, and one of our Pre-[REDACTED] Investors

[REDACTED]

“Sole Sponsor”	Sinolink Securities (Hong Kong) Company Limited
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[REDACTED]

“STA”	the State Taxation Administration of the PRC (中華人民共和國國家稅務總局)
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[REDACTED]

DEFINITIONS

“State Council”	the State Council of the People’s Republic of China (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Strategy Committee”	the strategy committee of the Board
“subsidiary(ies)”	has the meaning ascribed to it in section 15 of the Companies Ordinance
“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 financial years ended December 31, 2023, 2024 and 2025

[REDACTED]

“[REDACTED] Shares”	ordinary shares in the share capital of our Company, with a nominal value of RMB1.00 each, which are not [REDACTED] on any stock exchange
“US”, “U.S.” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US Securities Act”	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“US\$” or “US dollars”	United States dollars, the lawful currency of the United States

[REDACTED]

DEFINITIONS

“Xiyian (Shanghai)”	Xiyian (Shanghai) Pet Food Co., Ltd. (希益安(上海)寵物食品有限公司), a limited liability company incorporated under the laws of the PRC on August 18, 2025, and one of our subsidiaries
“Xuancheng Fubei”	Xuancheng Fubei Pet Food Co., Ltd. (宣城市福貝寵物食品有限公司), a limited liability company incorporated under the laws of the PRC on July 28, 2011, and one of our subsidiaries
“Xuancheng Fuxin”	Xuancheng Fuxin Pet Food Co., Ltd. (宣城福新寵物食品有限公司), a limited liability company incorporated under the laws of the PRC on July 2, 2021, and one of our subsidiaries
“Xuancheng Fuyizhi”	Xuancheng Fuyizhi Enterprise Management Center (Limited Partnership) (宣城福毅志企業管理中心(有限合夥)), a limited partnership incorporated under the laws of the PRC on March 11, 2019, and the employee shareholding platform of our Company
“Yida Investment”	Anhui Gaoxin Yida Wanjiang Industry Development Venture Capital Fund (L.P.) (安徽高新毅達皖江產業發展創業投資基金(有限合夥)), a limited partnership incorporated under the laws of the PRC on January 12, 2016, and one of our Pre-[REDACTED] Investors
“%”	per cent

In this document, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction” and “substantial shareholder” shall have the meanings given to such terms in the Hong Kong Listing Rules, unless the context otherwise requires.

Certain amounts and percentage figures included in this document have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart between the total shown and the sum of the amounts listed are due to rounding.

For ease of reference, the names of the PRC established companies or entities, laws or regulations have been included in this document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail.