IMPORTANT

IMPORTANT: *If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.*

Kaifeng Millennium City Park Inc.
開封清明上河園股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

[REDACTED]

Number of [REDACTED] under the [REDACTED]	**:**	**[REDACTED] H Shares [(subject to the [REDACTED])]**
Number of [REDACTED]	**:**	**[REDACTED] H Shares [(subject to [REDACTED])]**
Number of [REDACTED]	**:**	**[REDACTED] H Shares [(subject to [REDACTED] and the [REDACTED])]**
Maximum [REDACTED]	**:**	**HK$[REDACTED] per H Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Hong Kong Stock Exchange trading fee of 0.00565% (payable in full on application in Hong Kong dollars and subject to refund)**
Nominal value	**:**	**RMB[0.25] per H Share**
[REDACTED]	**:**	**[●]**

Sole Sponsor, Sponsor-[REDACTED], [REDACTED], [REDACTED] and [REDACTED]

CMS 招商證券國際

[REDACTED] and [REDACTED]

[●]

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A copy of this document, having attached thereto the documents specified in "Documents Delivered to the Registrar of Companies and Available on Display" in Appendix VIII, [has been] registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance, Chapter 32 of the Laws of Hong Kong. The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this document or any other documents referred to above.

The **[REDACTED]** is expected to be determined by agreement between the **[REDACTED]** ([for themselves and] on behalf of the **[REDACTED]**) and our Company on the **[REDACTED]**. The **[REDACTED]** is expected to be on or before **[REDACTED]** 2026 (Hong Kong time) and, in any event, not later than [12:00 noon] on **[REDACTED]** 2026 (Hong Kong time). The **[REDACTED]** will not be more than HK$**[REDACTED]** per **[REDACTED]** and is currently expected to be not less than HK$**[REDACTED]** per **[REDACTED]** unless otherwise announced. If, for any reason, the **[REDACTED]** is not agreed by [12:00 noon] on **[REDACTED]** 2026 (Hong Kong time) between the **[REDACTED]** ([for themselves and] on behalf of the **[REDACTED]**) and our Company, the **[REDACTED]** will not proceed and will lapse.

Applicants for the **[REDACTED]** must pay, on application, the **[REDACTED]** of HK$**[REDACTED]** for each **[REDACTED]** together with brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Hong Kong Stock Exchange trading fee of 0.00565%. The **[REDACTED]**, for themselves and on behalf of the **[REDACTED]**, may, with the consent of our Company, reduce the number of **[REDACTED]** being **[REDACTED]** under the **[REDACTED]** and/or the **[REDACTED]** range that is stated in this document (which is HK$**[REDACTED]** to HK$**[REDACTED]**) at any time prior to the morning of the last day for lodging applications under the **[REDACTED]**. In such a case, notices of such reduction will be published on the websites of the Hong Kong Stock Exchange at **www.hkexnews.hk** and the Company at **https://www.qingmings.com/** as soon as practicable but in any event not later than the morning of the last day for lodging applications under the **[REDACTED]**. Further details are set out in the section headed "Structure of the **[REDACTED]**" and "**[REDACTED]**" in this document.

Prior to making an investment decision, **[REDACTED]** should carefully consider all of the information set out in this document, in particular, the risk factors set out in the section headed "Risk Factors." Pursuant to the termination provisions contained in the Hong Kong **[REDACTED]** in respect of the **[REDACTED]**, the **[REDACTED]**, for themselves and on behalf of the Hong Kong **[REDACTED]**, have the right in certain circumstances, to terminate the obligations of the Hong Kong **[REDACTED]** pursuant to the Hong Kong **[REDACTED]** at any time prior to [8:00] a.m. on the **[REDACTED]**. Further details of the terms of the termination provisions are set out in the section headed "**[REDACTED]** — **[REDACTED]** — **[REDACTED]**". It is important that you refer to that section for further details.

The **[REDACTED]** have not been and will not be registered under the U.S. Securities Act or any state securities law in the **[REDACTED]** States and may not be **[REDACTED]**, sold, pledged or transferred within the **[REDACTED]** States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. The **[REDACTED]** are being **[REDACTED]** and sold outside the **[REDACTED]** States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.

[REDACTED]

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[REDACTED]

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[REDACTED]