*An **[REDACTED]** in the H Shares involves various risks. You should carefully consider all of the information set out in this document before making an **[REDACTED]** in the H Shares, including the risks and uncertainties described below in respect of our cultural theme park and tourism performance business and industry, conducting business in the PRC and the **[REDACTED]**. Our business, financial condition, results of operations and prospects could be materially and adversely affected by any of these risks, some of which are beyond our control. Other risks and uncertainties that we are not currently aware of or that are not disclosed or implied below, or which we do not currently believe to be material, may also be detrimental to our business, financial condition and results of operations. You should consider our business and prospects in light of the challenges we face, including those discussed in this section. The **[REDACTED]** of our H Shares may decline due to any of these risks, and you may lose all or part of your **[REDACTED]**. This document also contains forward-looking information that involves risks and uncertainties. Our actual results could differ materially from those anticipated in the forward-looking statements as a result of many factors, including the risks described below and elsewhere in this document.*

RISKS RELATING TO OUR CULTURE THEME PARK AND TOURISM PERFORMANCE BUSINESS AND INDUSTRY

Our business is concentrated in the Millennium City Park in Kaifeng City, Henan Province, and our performance depends significantly on both the overall number of visitors to the park.

Our cultural theme park and tourism performance business is concentrated in the Millennium City Park in Kaifeng City, Henan Province, where all of our business operations are conducted. While this geographic and operational concentration allows us to focus on our core business, it also directly exposes us to various region-specific risks associated with this location, including but not limited to fluctuations in the local and surrounding tourism industry The occurrence of any such risks could result in a reduction in the number of visitors to our park or a decrease in tourist spending, which would adversely affect our operating results, revenue, and profitability.

Revenue concentration in park operation exposes us to fluctuations in visitor demand and limits revenue diversification.

A significant portion of our revenue is derived from our park operations. Our park operations business includes sales of admission tickets, lease income, and catering and hotel services. During the Track Record Period, revenue derived from park operations contributed approximately 78.5%, 76.8% and 78.1% of our total revenue for FY2023, FY2024 and FY2025, respectively. This concentration of revenue means that an adverse effect on our park operations would directly reduce on our total revenue. We face a number of risks that could adversely affect such revenue, including, but not limited to, changes in visitor preferences, competition from alternative entertainment options, and operational disruptions resulting from unforeseeable accidents in our park. Should any of these risks materialise, tourist visits to our park could decline, which could in turn affect our financial performance.

Any disruption to the schedule and/or any increase in price of flights and trains to and from Kaifeng could restrain the exposure of our service offerings to the travellers to Kaifeng.

Any disruption to the flight and train schedules, or any increase in their ticket prices, could reduce the visibility of our services among travellers visiting Kaifeng. Such disruptions may discourage potential tourists from travelling, thereby adversely affecting our overall financial conditions. Specifically, higher transportation costs could reduce consumer spending on leisure activities, as travellers may prioritise essential expenses over discretionary tourism-related expenditures. Furthermore, delays or cancellations in transport services could deter tourists from planning visits to Kaifeng. These transportation-related challenges may affect our ability to attract and retain tourists, ultimately impacting our revenue generation.

Any catastrophe, including outbreaks of health pandemics and other extraordinary events such as bad or extreme weather conditions, could severely disrupt our business operations.

Our overall business is exposed to the impact of public health epidemics and other extraordinary events, such as adverse or extreme weather conditions, and fire disaster. Given that our park features an open-air design and most of our performances are also staged outdoors, our operations are vulnerable to interruption and damage from various types of catastrophes. These include natural disasters, severe winter weather, environmental accidents, explosions, man-made events, and other similar events. By their nature, the occurrence, timing and severity of natural disasters are inherently unpredictable. Furthermore, changing climatic conditions, most notably rising global temperatures, may have already increased, and may continue to increase in the future, the frequency and intensity of such events. Our failure to respond effectively to the events described above could have an adverse effect on our business, financial condition and results of operations.

Our business could be adversely affected in the event of any adverse development in tourism-related government policies.

The tourism business is both stimulated by and subject to government policies affecting the tourism industry. Changes in the regulatory framework, including but not limited to travel restrictions arising from public health concerns, modifications to tourism funding, or the introduction of new compliance obligations, may have a direct impact on our business operations and profitability. For example, any reduction in government support for tourism initiatives could adversely affect our marketing capabilities and access to growth-related incentives. As a result, our ability to operate efficiently and achieve projected revenue levels may be compromised should we fail to adapt to changes in the regulatory landscape.

Any failure to maintain our competitiveness in the tourism industry, including not keeping pace with evolving market trends and shifts in visitors' tastes and preferences, could have an adverse effect on our revenue.

We face intense market competition in the tourism industry. Our competitors may divert potential visitors by offering innovative recreational experiences or more competitive pricing, and the entry of new market participants will further intensify such competition. In light of these external threats, we are required to maintain our market competitiveness. Whether we can successfully do so depends on our ability to keep pace with evolving market trends and adapt to shifts in visitors' tastes and preferences. In particular, we are required to continually meet visitors' rising expectations with respect to our park attractions, events, performances, and ancillary services, and, concurrently, to ensure that any new service offerings effectively attract visitors and drive visitor consumption. According to the CIC Report, our Company recorded approximately 9.6 million tourist visits in 2025. If we fail to keep pace with changes in visitor preferences and consumption habits in a timely manner, or fail to meet visitors' rising expectations regarding our park services, this could in turn result in a decline in tourist visits, which would adversely affect our revenue.

Incidents or adverse publicity concerning our services could threaten our reputation and negatively impact our revenue and profitability.

The established brand recognition is an important factor influencing our existing business performance and also crucial for attracting visitors and generating revenue for our Group. However, as our park operation services also influence other business segments, any incidents or adverse publicity related to our park could significantly threaten our reputation. Specifically, negative media coverage or customer complaints arising from operational failures could lead to diminished public perception of our services. Such reputational damage may result in lower sales volume of our tickets, thereby leading to a decline in our overall profitability. Therefore, maintaining a good reputation is essential for our continuing success and any threats to our brand could have adverse effects on our business operations and financial performance.

The development and continuous expansion of our service offerings within our park, may impose new challenges on us, and we may lack the relevant experience to deal with these new challenges.

As we continue to expand our service offerings, including plans to launch a large-scale indoor theatrical show based on *A Thousand Li of Rivers and Mountains*, and/or within our park, we need to allocate our resources prudently and appropriately across each of our expansion initiatives to unlock the potentials of such businesses and ensure their effective management. Any misallocation of resources may jeopardise our expansion plans and efforts, which may in turn strain our financial condition and affect our ability to adequately address emerging challenges and identify and capitalise on market opportunities. In addition, if we fail to retain or recruit personnel with the requisite expertise for expanding these service offerings in a timely manner, such limited exposure in these specialised areas may hinder our decision-making processes, restrict our strategic options and impede our business expansion.

We are exposed to risks arising from the co-ownership of the copyright in the *Reminiscences of the Eastern Capital* with Yangshuo Shuaiyuan Technology Development Co., Ltd.*

We entered into a contract with Yangshuo Shuaiyuan Technology Development Co., Ltd.* (陽朔帥元科技發展有限公司) (the "**Yangshuo Culture**") on 11 June 2007 for the design and creation of *Reminiscences of the Eastern Capital*. Pursuant to the contract, except for the right of attribution and the right of revision, we co-own all other copyrights in *Reminiscences of the Eastern Capital* together with Yangshuo Culture. The contract also stipulates that any modification or adjustment we make to the show is subject to Yangshuo Culture's prior consent. If Yangshuo Culture refuses to consent to modifications or fails to cooperate in a timely manner, our ability to update and optimise the show's content may be affected, thereby reducing the show's appeal and audience experience. Should the foregoing occur, our normal operations could be disrupted, and our business and financial position could be adversely affected. For further details, please see "Business — The Great Song Dynasty: Reminiscences of the

Eastern Capital (《大宋 • 東京夢華》) — Key Stages of Curation and Performance of Reminiscences of the Eastern Capital — Preparatory Stage — Joint copyright ownership with Yangshuo Culture'' in this document.

Labour shortages or operational disruptions could restrict our ability to operate our business and may result in increased labour costs.

Labour shortages or operational disruptions could impair our ability to conduct our business. While we maintain adequate staffing levels for our daily business operations, challenges may arise during peak travel seasons or in the event of unforeseen emergencies. If visitor flow materially exceeds our expectations, or if other unexpected situations arise, we may be unable to maintain sufficient manpower in positions such as security personnel and specialised performers. Such challenges could limit our ability to deliver high-quality services and thereby adversely affect the quality of the visitor experience. In addition, if we encounter staffing difficulties, we may be compelled to engage temporary workers and incur higher labour costs, resulting in increased operating expenses, which could adversely affect our profitability and overall financial performance.

We may be exposed to the risk that staff assigned by third-party performance companies and art troupes fail to perform in a timely manner or deliver substandard performances.

We typically enter into performance contracts with third-party performance companies and art troupes, under which such parties provide performing staff for our performances. Should such staff be unable to perform as scheduled due to injury, illness, transportation delays or other reasons, or should their performance be substandard (e.g., due to performance errors), we may be required to adjust or cancel our performances. Such circumstances could affect the visitor's experience and lead to complaints or adverse publicity. Accordingly, our reputation and operating results could be adversely affected.

We are exposed to operational risks due to potential malfunctions in the mechanical and hardware components within the park.

The hardware components and facilities within our park, including amusement rides and other equipment, entail inherent operational risks. Certain facilities require skilled personnel to ensure their safe operation. Ensuring the safety of our employees and visitors is of utmost importance to us, and any negligence or failure to comply with safety procedures may result in accidents or personal injuries, thereby giving rise to legal liabilities and reputational damage. Furthermore, a shortage of qualified operational personnel or interruptions to regular maintenance may impede our ability to maintain safe operations, compromise service quality, and weaken our emergency response capabilities, which could in turn adversely affect visitor satisfaction and our overall service reliability. In addition, equipment failures or technical issues may lead to the suspension of amusement rides, interruption of performances, or disruption of other operational activities, resulting in additional maintenance costs, negative publicity, and decreased visitor confidence, and could have an adverse impact on our brand reputation and operating results.

We may face potential complaints or claims related to food quality and safety issues arising from the operations of our catering and hotel business as well as the commercial tenants who providing catering services within our park. Any complaints or claims of food quality and safety issues may adversely affect our reputation.

We may encounter potential complaints or claims regarding food quality and safety issues arising from the operations of our catering and hotel business as well as the commercial tenants providing catering services within our park. Such incidents could pose risks to our reputation and brand integrity.

For our self-operated catering and hotel businesses, food quality faces risks at multiple stages, including procurement, transportation, storage, processing and service. We depend on ingredient quality from suppliers and may not identify all defects. Undetected contamination during transport or storage may harm food safety. Inadequate temperature control, cross-contamination, poor hygiene or failure to follow proper procedures may also lead to food safety incidents. We also bear certain responsibilities for the food quality and safety provided by catering tenants in our park. If visitors suffer health problems or are dissatisfied with these tenants' food or services, we may face adverse publicity, financial loss and a loss of visitors' trust in our Group. Moreover, regulatory scrutiny and legal proceedings relating to quality and safety may give rise to financial liabilities and higher operating costs. Resolving potential complaints and managing regulatory and legal matters may divert resources and management attention from our core operations, which could further impair our operational efficiency.

During the Track Record Period and up to the Latest Practicable Date, we have not experienced any material incidents of non-compliance relating to food and health-related matters. However, there can be no assurance that we will not receive any food contamination claims or defective products from our suppliers in the future.

If we fail to conduct branding and marketing activities cost-effectively, our business, financial condition and results of operations may be adversely affected.

Effective branding and marketing are a crucial component of our strategy to attract tourists and maintain a strong market presence in the competitive tourism industry. If our marketing campaigns do not resonate with our target tourist, or if we misallocate resources towards ineffective marketing channels, we may not be able to attract potential travellers to our park, leading to decreased awareness of our service offerings and diminished interest in our park. Marketing costs without corresponding returns can strain our financial resources and impacting profitability and cash flows. If we allocate heavily in promotional activities that do not yield the expected results, it could limit our ability to allocate funds to other critical areas of our business, such as enhancing tourist experiences and/or improving operational efficiencies.

Our park involve large gatherings of visitors, creating potential risks related to traffic safety and crowd management.

The concentration of visitors within our park, may lead to congestion, making it challenging to ensure safe movement and access for all attendees. Our park attracts substantial tourist visit. According to the CIC Report, our park received a total of approximately 9.6 million tourist visits in 2025. During peak seasons or holidays, the influx of large crowds of sightseeing visitors and audience members within a short period may further exacerbate congestion. Inadequate crowd control measures may result in accidents, injuries or other emergencies, which may compromise the safety of our visitors, audience and staff. Moreover, traffic congestion in the surrounding areas may impede emergency response times and exacerbate risks associated with any unforeseen incidents. Occurrences of traffic or safety issues may generate adverse publicity, give rise to liability claims and damage the reputation of our park as a safe and attractive tourist destination in Kaifeng.

Power shortage or disruptions may result in disruption to our business operations.

Our business operations depend on a continuous and adequate supply of utilities, principally electricity and water, with electricity being the primary utility supporting our daily operations. During the Track Record Period, we did not experience any material disruptions to our operations as a result of power shortages or outages. In the event of power shortages or power rationing imposed under government policies, the relevant local authorities may require us to suspend our operations from time to time. Any disruption to power supply may adversely affect our daily operations. We cannot assure you that power outages will not occur in the future. Should we experience power outages or prolonged power shortages in the future, our business operations would inevitably be disrupted, and our financial condition and results of operations could be adversely affected.

We may be subject to fines for our failure to contribute to social insurance fund and housing provident fund on behalf of some of our employees as required by laws and regulations.

As of 31 December 2025, we failed to pay social insurance and housing provident fund contributions for certain of our employees. In addition, we failed to make social insurance and housing provident fund contributions based on the actual salary level of our employees. The total shortfall in social insurance and housing provident fund contributions for 2023, 2024 and 2025 was approximately RMB0.8 million, RMB1.8 million and RMB3.7 million, respectively. We recorded net profit of RMB285.3 million, RMB278.0 million and RMB212.4 million for the same years. The shortfall as a percentage of our net profit was 0.3%, 0.7% and 1.7%, respectively. As advised by our PRC Legal Adviser, under relevant PRC laws and regulations, if we fail to make full social insurance contributions as required, the relevant PRC authorities may order us to make up the overdue amounts within a specified period and impose a late payment surcharge of 0.05% per day. If the required overdue payments are not made within the prescribed period, we may be subject to a fine ranging from one to three times the amount in arrears. In addition, we may be ordered to make up the overdue housing provident fund contributions within a stipulated period, and failure to do so may result in an application to the PRC courts for enforcement against us. Our maximum potential penalty, calculated on the basis of the minimum contribution base for social insurance and housing provident funds during the Track Record Period and inclusive of all possible penalties for failure to rectify as requested, is approximately RMB18.9 million.

Taking into account relevant regulatory policies and the following factors: (i) the credit reports issued by the relevant competent authorities state that as at the date of such confirmations, throughout the Track Record Period, neither our Company nor our major subsidiaries in the PRC had been subject to any relevant administrative penalties or compulsory enforcement relating to social security and housing provident fund contributions; and (ii) the compliance certificates issued by the social security and housing provident fund authorities in jurisdictions where our Company and our major subsidiaries in the PRC operate indicate that such authorities generally do not proactively initiate supplemental payment requests or centralised collection procedures unless prompted by employee complaints; furthermore, if the authorities issue a notice, typically no penalty will be imposed on the relevant enterprises provided that they promptly take remedial measures after receiving such notice, our PRC Legal Adviser is of the opinion that, under the premise that there have been no significant changes in the policies on social insurance contributions and enforcement and supervision requirements by the relevant government authorities, and no material complaints from employees, the likelihood that we would be required by relevant authorities to make a centralised supplementary payment for any historical shortfalls for social insurance and housing provident fund contributions and/or be subject to material administrative penalties due to failure to make full contributions is remote. Accordingly, as confirmed by our PRC Legal Adviser, our Directors are of the view that such non-compliance will not have a material adverse effect on our business operations or financial condition. However, we cannot assure you that the relevant local government authorities will not require us to pay the outstanding amount within a specific time limit or impose late or additional fees or fines on us.

We are required to obtain and/or renew certain approvals, licences, permits and certificates for our operations. Failure to obtain and/or renew such approvals, licences, permits or certificates may have a material and adverse effect on our business and operations.

We are subject to various laws and regulations of the PRC in connection with our business operations and are required to obtain and maintain certain approvals, licences, permits and certificates from relevant administrative authorities, including but not limited to business licences, commercial performance licences, special industry licences, land use right certificates and property ownership certificates. Each such approval is conditional upon the satisfaction of specific requirements, and any failure to obtain the requisite governmental approvals may adversely affect our operations. As confirmed by our PRC Legal Adviser, as at the Latest Practicable Date, we held effective land use right certificates and properties ownership certificates as to all the land and properties through which we conduct our businesses, and we have obtained all material approvals, licences, permits and certificates required for our current operations.

Under relevant laws and regulations, our land use rights are subject to statutory term limits, and we are required to apply for renewal at least one year prior to expiry. Should we fail to apply for renewal upon expiry, or should our renewal application be disapproved for statutory reasons, including the state's expropriation of the land for public interest, the state may reclaim such land use rights, and the relevant land use right certificates may become invalid upon completion of deregistration. In the event of the foregoing, we may be unable to continue using such land lawfully, which could adversely affect our business sustainability.

No assurance can be given that we will be able to adapt to any new laws, regulations or policies that may from time to time be introduced and affect our operations. In addition, delays may occur on the part of relevant administrative bodies in reviewing our applications and granting such approvals. Therefore, no assurance can be given that we will be able to obtain or renew approvals, licences, permits and certificates for our current or future operations in a timely manner. Furthermore, as part of the procedures for maintaining or renewing our approvals, licences, permits or certificates, we may be subject to inspections, examinations, inquiries and audits by competent governmental authorities. During such inspections, the relevant authorities will assess whether our business or operational activities in prior years have complied with applicable laws and regulations. The outcomes of such inspections are uncertain and may have an adverse effect on our operations.

Our insurance coverage may not adequately cover the risks related to our business and operations.

We carry various types of insurance for our business operations, including liability insurance (e.g., public liability insurance, parking lot liability insurance and work safety liability insurance) and property insurance, as well as personal injury insurance for our employees. We do not maintain business interruption insurance or key-man insurance. No assurance can be given that our insurance coverage would be sufficient to cover all losses arising from a major accident. Certain risks, including but not limited to customer concentration, our ability to execute new tourism projects, our ability to retain and attract personnel, project and cost management, our ability to maintain and renew our registrations, are generally not covered by insurance, either because they are uninsurable or because obtaining insurance coverage therefor would not be cost-justifiable. Insurance coverage for losses resulting from acts of war, terrorism or natural catastrophes is either unavailable or commercially unviable. In addition, we may face liabilities for which we have no insurance coverage or for which our existing coverage is inadequate. Should any significant liability arise as a result of accidents, natural disasters, or other events that are not covered or are inadequately covered by our insurance policies, our business may be adversely affected, potentially leading to lawsuits, employee compensation obligations, loss of assets or other forms of economic loss. We are unable to provide any assurance that our presently maintained insurance coverage will prove sufficient to cover all potential risks and losses, whether known or unknown. In addition, we cannot guarantee that we will be able to renew our policies, or that such renewals will be on similar or otherwise acceptable terms. If we suffer from severe unexpected losses, or losses that substantially exceed the limits of our insurance policies, our business, financial position, results of operations and prospects could be adversely affected.

We have pledged right to collect admission fees to secure our borrowings and our inability to service our debt may result in foreclosure of the pledged right and disrupt our operations.

During the Track Record Period, we have pledged collection rights from ticket sales of our park to secure certain bank borrowings. As at 31 December 2023, 2024 and 2025, the outstanding amount of such secured bank borrowings was approximately RMB377.0 million, RMB489.6 million and RMB520.9 million, respectively. We did not record any default on our borrowings under the pledge arrangements during the Track Record Period. In the event that we fail to repay the secured indebtedness when due or otherwise comply with the terms of the relevant financing agreements, the secured lenders may initiate enforcement proceedings over the pledged ticket sales collection rights. Any such enforcement action could materially restrict our cash inflows, impair our liquidity position and disrupt our day-to-day operations, which in turn may have a material adverse effect on our business, financial condition and results of operations.

Our net current liabilities may expose us to certain liquidity risks, constrain our operational flexibility and adversely affect our ability to expand our business.

As at 31 December 2023, 2024, 2025 and 30 April 2026, we recorded net current liabilities of approximately RMB157.9 million, RMB287.3 million, RMB353.2 million and RMB238.6 million, respectively, primarily due to dividends declared to our then shareholders. For a detailed analysis of our net current liabilities position, see "Financial Information — Net Current Liabilities".

Net current liabilities may expose us to certain liquidity risks, constrain our operational flexibility, and adversely affect our ability to expand our business. Our future liquidity, as well as our ability to pay trade and other payables when they become due, will primarily depend on maintaining sufficient cash inflows from operating activities and securing adequate external financing. These factors will be influenced by our future operating performance, prevailing economic conditions and other financial and business considerations, many of which are beyond our control.

If we do not have sufficient working capital to meet future financial needs, we may need to rely on external funding. Failure to secure additional financing on a timely basis, on acceptable terms, or at all, could force us to abandon our development and expansion plans. Such circumstances would materially and adversely affect our business, financial condition and results of operations.

Our business depends on our ability to protect our intellectual property rights, and we may be exposed to intellectual property infringement and other claims by third parties, which could cause us to suffer adverse effects.

The success of our business depends on our continued ability to protect and enforce the intellectual property rights owned by us. Any failure to effectively protect such intellectual property rights may cause us to suffer adverse effects. We currently rely on a combination of registered trademarks, domain names, internal confidentiality measures and contractual arrangements to protect our intellectual property rights. Nonetheless, such measures can only provide limited protection, and monitoring and enforcing against unauthorised use of our proprietary information may involve substantial costs and practical difficulties. Furthermore, the laws and regulations governing intellectual property rights in the PRC and other relevant jurisdictions are still developing and subject to interpretation and change, which may expose us to material uncertainties and risks. Accordingly, our efforts to safeguard our intellectual property rights may not be effective, which could adversely affect our business, results of operations, reputation and future prospects.

We are dependent on our key management team and professional personnel.

Our continued success depends to a significant extent on our ability to retain the services of these key management personnel. The loss of their services without timely and suitable replacement could materially and adversely affect our operations, and consequently, our revenue and profit.

Our continued success and the execution of our expansion plans depend substantially on our ability to attract and retain high-quality personnel, including performers and business development professionals, who possess the necessary experience and expertise to conduct our business. If we fail to attract and retain a sufficient number of appropriately skilled and qualified specialists, our business, financial condition, results of operations, and prospects could be materially and adversely affected.

Our business, financial condition and results of operations are subject to seasonal fluctuations.

Our business operations are subject to seasonal fluctuations. During the Track Record Period, major public holidays and school vacations generally represent the peak operating periods for our Company. As a result, our sales for any interim period may not be indicative of our full-year or future results, and our interim financial results may not necessarily reflect our annual results on a proportional basis. See "Business — Seasonality" in this document for a detailed illustration of seasonality implications, including a revenue breakdown by month during the Track Record Period for a quantitative analysis in terms of seasonality.

Adverse weather conditions during peak seasons, such as the National Day holiday, could reduce the number of tourist visits to our park and consequently have an adverse effect on our revenue.

As our park features an open-air design and most of our performances are staged outdoors, our operations are highly susceptible to adverse weather conditions. Such effect is particularly pronounced during peak tourist seasons. During the Track Record Period, the peak seasons of our business generally coincided with major public holidays, such as the National Day holiday and the Spring Festival. Consequently, adverse weather conditions (including rainfall, snowfall and severe gales) during such peak seasons would adversely affect public willingness to visit our parks and attend our live performances. This would directly lead to a decline in tourist visits and live performance attendance during our peak seasons. A decrease in tourist visits and visitor spending would, in turn, reduce multiple revenue streams, including ancillary consumption within our parks. Any such decline could have an adverse effect on our business and financial condition.

Any failure or perceived failure to comply with data privacy and security laws could expose us to potential liabilities.

In the ordinary course of our business, we collect and process customers' personal data through our online service portals as well as offline channels. See "Business — Data Security and Personal Information Protection" in this document for further details. The secure maintenance of such data is critical. We process data in compliance with the applicable legal requirements to ensure data security. Our operations are subject to a variety of laws and regulations relating to data privacy and security, including but not limited to the Personal Information Protection Law of the PRC (《中華人民共和國個人信息保護法》), the Cybersecurity Review Measures (《網絡安全審查辦法》), and the Administration Regulations on Cyber Data Security (《網絡數據安全管理條例》). For further details regarding applicable laws and regulations, please see "Regulatory Overview — Laws and Regulations on Cybersecurity, Personal Information Protection And Data Security" in this document. Failure to comply with data protection laws could result in reputational damage and adversely affect our business performance.

We face risk regarding the recoverability of deferred tax assets.

The Group has recognised deferred tax assets arising from deductible temporary differences, which amounted to approximately RMB28.8 million, RMB27.8 million and RMB26.9 million as at 31 December 2023, 2024 and 2025, respectively. The recognition of deferred tax assets is predicated on the expectation that sufficient taxable profits will be generated in the future to realise the related tax benefits.

Given the Group's consistent profit track record, with profit before tax of approximately RMB380.2 million, RMB370.4 million and RMB283.2 million for FY2023, FY2024 and FY2025, the Directors consider that it is probable that sufficient taxable profits will be available to utilise the deferred tax assets. Nevertheless, there can be no assurance that the Group will maintain its historical profitability. If the Group fails to generate sufficient taxable profits in the future, part or all of the deferred tax assets may not be realisable, which may adversely affect the Group's results of operations.

A severe or prolonged downturn in the global economy could adversely affect our business and financial condition.

In light of the decelerating growth of the global economy in recent years, it remains uncertain whether, and for how long, the ongoing economic downturn will persist. Significant uncertainties exist regarding the long-term effects of the monetary and fiscal policies adopted by the central banks and financial authorities of certain major global economies. It is unclear whether such challenges and uncertainties will be effectively managed or resolved, and what long-term impact they may have on global economic conditions.

A slowdown in global economic growth could adversely affect China's tourism industry, in which we operate. Lower consumer income expectations may reduce travel frequency and per-visit spending as consumers cut back on discretionary expenses. This, in turn, could lead to fewer visitors and lower ticket sales and related revenue. Concurrently, weak global growth and currency fluctuations could dampen foreign tourists' willingness and budgets to travel to China. Moreover, shrinking demand for cultural tourism could intensify competition among tourist attractions for a limited pool of visitors, increasing the competitive pressure on us.

If we fail to maintain an effective internal control system, we may not be able to accurately report our financial results or prevent fraud.

As part of our ongoing efforts to strengthen our internal controls and enhance our risk management capabilities, we have established risk management and internal control policies and systems. However, we cannot provide any assurance that these policies and procedures will fully control or protect us against all credit risks or other types of risks. Some of these risks may be unforeseeable or unidentifiable and could prove more severe than we currently anticipate. In addition, our ability to manage risks and effectively monitor credit and other risks is limited by the information, tools, models, and technologies available to us.

If our risk management and internal control policies, procedures, and systems are not effectively implemented, including our ability to maintain an effective internal control system to monitor our financial obligations as they become due, then our business, financial condition, results of operations, and reputation could be adversely affected.

Our businesses are subject to operational risks.

Operational risks principally arise from deficiencies or failures in internal controls and systems, human errors, information technology system malfunctions or external events. Such risks are inherent to our business activities, and we believe they may be controlled or mitigated through the implementation of adequate operational policies and procedures. See "Business — Risk Management and Internal Control" in this document for details. The operational risks associated with our business include, but are not limited to: (i) operating constrains arising from environmental or other regulatory requirements; (ii) social, political, or labour unrest; and (iii) environmental accidents. In the event that any of the foregoing risks materialise and we fail to take necessary remedial measures in a timely manner, our business may be temporarily interrupted or suspended, which could in turn result in increased labour costs, reputational damage and financial losses. Moreover, any mismanagement, improper conduct or departure from our operational procedures in the provision of services may lead to accidents resulting in harm to our employees or loss of our property. Should we fail to exercise sufficient care in safety-related matters, our business operations and financial position could be materially and adversely impacted.

RISKS RELATING TO CONDUCTING BUSINESS IN THE PRC

Any deterioration in China's political, economic and social conditions could materially harm our business and prospects.

We are headquartered in Kaifeng City, Henan Province, China and substantially all of our revenue during the Track Record Period is derived from our businesses within the Chinese mainland. As a result, our business operations, financial performance and prospects are subject to the influence of domestic policies, economic and social conditions. By way of example, domestic macroeconomic factors such as GDP growth, disposable income levels and consumer sentiment, as well as government policies relating to tourism promotion, visa facilitation and cultural heritage site management, may significantly affect the tourism industry in which we are engaged. Regulatory measures such as restrictions on group travel, changes in approval requirements for scenic area operations or adjustments to public holiday schedules could also impact the overall operating environment for companies in the sector. Consequently, any deterioration in these factors could have a material adverse effect on our business and prospects.

Fluctuations in the value of the Renminbi may have an effect on our business.

During the Track Record Period, substantially all of our revenue and expenditures are denominated in Renminbi, while the **[REDACTED]** from the **[REDACTED]** will be in Hong Kong dollars. Fluctuations in the exchange rates between the Renminbi and the Hong Kong dollar may have a material impact on the purchasing power in Renminbi in terms of the **[REDACTED]** from the **[REDACTED]**. Fluctuations in the exchange rate may also cause us to incur foreign exchange losses and affect the relative value of any dividend issued by our PRC subsidiaries.

It may be difficult to effect service of process, enforce foreign judgments and arbitral awards against us or our Directors and senior management located in the PRC.

The substantial presence of our operations, assets, and personnel within the PRC jurisdiction has significant implications for our legal and regulatory landscape. Most of our Directors and senior management team are residents of the PRC, and their assets are predominantly located within the PRC. As a result, it presents a challenge in effecting service of process outside of the PRC, including but not limited to jurisdictions such as the United States or Hong Kong. Consequently, shareholders may encounter difficulties in enforcing judgments against our Company or our Directors and senior management team if such judgments originate from courts outside of the PRC.

Holders of our H Shares are subject to the PRC income tax.

Holders of our H Shares who are non-PRC resident individuals and enterprises are subject to PRC tax laws and regulations, which impose different tax obligations on the receipt of dividends and the gains realised from the sale or other disposition of H Shares. Therefore, holders of our H Shares should consider the potential impact of PRC tax laws on their **[REDACTED]** and the possibility of future changes that could affect the tax treatment of their holdings. As the actual tax liability depends on individual circumstances and the determinations of tax authorities, such differences could adversely affect **[REDACTED]** returns. For further details regarding applicable laws and regulations, please refer to "PRC Laws and Regulations Relating to Taxation" set out in Appendix III of this document.

Payment of dividends is subject to conditions under the PRC law.

As stipulated under PRC laws, dividends may be paid only out of distributable profits. Distributable profits refer to net profit as determined under PRC GAAP or HKFRSs accounting standards, whichever is lower, less any recovery of accumulated losses and appropriations to statutory and other reserves that we are required to make. It may become possible that we may not have sufficient, if any, distributable profits to enable us to make dividend distributions to our Shareholders in the future, including periods for which our financial statements indicate that our operations have been profitable. Any distributable profits that are not distributed in a given year are retained and available for distribution in subsequent years.

In addition, because the calculation of distributable profits under PRC GAAP is different from the calculation under HKFRSs accounting standards in certain respects, our subsidiaries may not have distributable profits as determined under PRC GAAP, even if they have profits for that year as determined under HKFRSs accounting standards, or vice versa. Accordingly, we may not receive sufficient distributions from our subsidiaries. In an unlikely event that our subsidiaries fail to pay dividends to us, it may have a negative impact on our cash flow and our ability to make dividend distributions to our Shareholders in the future, including those periods in which our financial statements indicate that our operations have been profitable.

RISKS RELATING TO THE [REDACTED]

There has been no prior public market for our H Shares, and their liquidity and market price may be volatile.

Prior to the completion of the **[REDACTED]**, there has been no public **[REDACTED]** market for our H Shares. There can be no guarantee that an active and liquid **[REDACTED]** market for our H Shares will develop or be sustained after the completion of the **[REDACTED]**. The **[REDACTED]** is the result of negotiations between our Company and the **[REDACTED]** (for itself and on behalf of the **[REDACTED]**), which may not be indicative of the market price at which our H Shares will trade following the completion of the **[REDACTED]**. We have applied for **[REDACTED]** of, and permission to deal in, our H Shares on the Stock Exchange. However, there is no assurance that an active and liquid trading market for our H Shares will develop or be sustained after the completion of the **[REDACTED]**. The market price of our H Shares may drop below the **[REDACTED]** at any time after completion of the **[REDACTED]**. Furthermore, the market price and trading volume of our H Shares may be highly volatile. Factors including but not limited to our financial condition, actual or anticipated fluctuations in our operating performance, announcements of competitive developments, acquisitions or strategic alliances in our industry and general political, financial, social and economic conditions may have a material adverse effect on the market price and trading volume of our H Shares.

Holders of our H Shares are subject to the risk that the price of our H Shares could fall during the period before [REDACTED] of our H Shares begins.

The price of our H Shares offered to **[REDACTED]** under the **[REDACTED]** will be determined on the pricing date. However, our H Shares will not commence **[REDACTED]** on the Stock Exchange until they are delivered, which is expected to be several business days after the pricing date. As a result, purchasers of our H Shares may not be able to sell or otherwise dispose of our H Shares during that period. Accordingly, holders of our H Shares may be subject to the risk that the market price of our H Shares could fall during the period before trading begins as a result of adverse market conditions or other unfavourable developments arising between the pricing date and the date trading begins.

Future [REDACTED] or perceived dispositions of substantial amounts of our H Shares in the open market could have a material adverse effect on the [REDACTED] of our H Shares and our ability to raise additional capital in the future.

Future sales, or the perceived likelihood of such sales, of a substantial number of our H Shares in the public market could materially affect the **[REDACTED]** price of our H Shares and impair our ability to raise capital on favourable terms at subsequent times. In addition, any future issuance of new shares or equity-linked securities by us could result in dilution of our existing shareholders' shareholding. If such newly issued securities carry rights or preferences senior to those of our H Shares, this may further exert downward pressure on the **[REDACTED]** of our H Shares.

You will incur immediate and substantial dilution and may experience further dilution should we issue further Shares in the future.

The **[REDACTED]** per H Share in this **[REDACTED]** is higher than the net asset value per Share immediately prior to the **[REDACTED]**. Accordingly, **[REDACTED]** subscribing for H Shares in this **[REDACTED]** will face immediate dilution. If we issue additional new shares in the future at a price lower than the net asset value per share at that time to raise further capital, the equity interests of existing shareholders will be further diluted.

Our Controlling Shareholders have significant influence over our Company, and their interests may not be aligned with the interests of our other Shareholders.

Prior to and immediately upon the completion of our public **[REDACTED]**, without taking into account any Shares that could be issued pursuant to the exercise of the **[REDACTED]**, each of our two groups of Controlling Shareholders will retain control over our Company, which enables them to significantly influence our business and affairs, including decisions in respect of mergers or other business combinations, acquisition or disposition of assets, issuance of additional Shares or other equity securities, the timing and amount of dividend payments, and our management. See "Relationship with our Controlling Shareholders" for details of our Controlling Shareholders.

The interests of our Controlling Shareholders may not always coincide with those of our other Shareholders. While they can exercise their voting rights in alignment with their preferences, this may not always benefit our Company or its minority Shareholders. Such conflicts of interests could potentially lead to decisions that are detrimental to the value of our Company or for our other Shareholders.

Uncertainty remains regarding the declaration and payment of future dividends, including their timing, form, and amount.

Any declaration of dividends on our H Shares is subject to the discretion of our Board of Directors, a comprehensive assessment of our financial condition, results of operations, cash requirements and other factors deemed relevant, as well as Shareholders' approval. There can be no assurance that we will pay any dividends in any form or amount following the **[REDACTED]**, nor that we will declare or distribute any dividends at all in the future. Our historical dividends are not indicative of our future dividend policy.

Certain facts, forecast and statistical data included in this document are obtained from third-party research reports and publicly available official governmental publications and they may not be reliable.

This document contains certain facts, forecasts, and statistics derived from various official government sources, publicly available publications and third-party reports. While we consider such sources to be reliable and they are generally regarded as trustworthy, the information extracted therefrom has not been independently verified by us, the Sole Sponsor, the parties involved in the **[REDACTED]**, or their respective directors, officers, representatives, or any other related parties. We make no representation or warranty as to the accuracy, completeness, or timeliness of such information. Furthermore, these government and third-party sources may differ from similar statistics presented elsewhere in terms of basis of compilation, statistical methodology, or level of update. **[REDACTED]** should carefully evaluate the weight and significance they assign to such facts, forecasts, and statistics contained in this document, and should refrain from placing undue reliance thereon.

You should read the entire document carefully and should not rely on any information contained in press articles or other media regarding our Company and the [REDACTED].

We strongly advise you not to rely on any information published in newspapers or other media regarding our company, our business, our industry, and this **[REDACTED]**. Relevant press and media coverage may exist or appear prior to the publication of this document, as well as after the date of this document but before the completion of the **[REDACTED]**. Such information may include operating and financial data, forecasts, valuations, and other content not contained in this document, and has never been authorised for disclosure by us or any party involved in this **[REDACTED]**. We make no representation and assume no responsibility as to the appropriateness, accuracy, completeness, fairness, or reliability of any such information. To the extent that such information is inconsistent with or conflicts with the information contained in this document, we disclaim any liability, and you should not rely on it.

Forward-looking statements contained in this document are subject to risks and uncertainties.

This document contains forward-looking statements relating to us and our operations and strategies made based on our current beliefs, assumptions and information currently available to us.

When used in this document, the words "anticipate," "believe," "estimate", "plan," "could," "potential," "continue," "expect," "intend," "may," "seek," "will," "would," "should", "going forward" and any similar terms, as they relate to us or our business, are intended to identify these forward-looking statements. Such statements are necessary estimates that reflect the current views of our Directors and management and subject to risks and uncertainties that may cause actual results to differ materially from those suggested by the forward-looking statements in this document. Whether the actual results of such statements will conform to our predictions is beyond our actual control. As a result, **[REDACTED]** should not regard these forward-looking statements as a guarantee of future performance, and you should not place undue reliance on any forward-looking information. All forward-looking statements in this document are qualified by reference to this cautionary statement. We do not intend to update these forward-looking statements in addition to our ongoing disclosure obligations pursuant to the Listing Rules or other requirements of the Stock Exchange.