

DEFINITIONS

In this Document, unless the context otherwise requires, the following terms shall have the following meanings. Certain technical terms are explained in the section headed “Glossary of Technical Terms” in this Document.

“Accountant’s Report”	the Accountant’s Report for the years ended December 31, 2023, 2024 and 2025, the text of which is set out in Appendix I to this Document
“affiliate”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	the Accounting and Financial Reporting Council of Hong Kong (香港會計和財務匯報局)
“Articles” or “Articles of Association”	the articles of association of our Company, conditionally adopted on December 15, 2025 with effect from the [REDACTED], and as amended from time to time, a summary of which is set out in the section headed “Summary of the Articles of Association” in Appendix III to this Document
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Board” or “Board of Directors”	the board of directors of our Company
“Board of Supervisors”	the board of Supervisors of our Company
[REDACTED]	the [REDACTED] as named in “Directors and Parties Involved in the [REDACTED]” in this Document
“business day”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
[REDACTED]	the [REDACTED] as named in the section headed “Directors and Parties Involved in the [REDACTED]” in this Document
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC (中央結算系統)
“China”, “Chinese Mainland” or “PRC”	the People’s Republic of China and for the purposes of this Document only, except where the context requires otherwise, excluding Hong Kong Special Administrative Region, Macau Special Administrative Region and Taiwan
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“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
“Company” or “our Company”	Beijing RC Tech Co., Ltd. (北京雲中融信網絡科技股份有限公司), incorporated as a limited liability company on March 18, 2015, converted into a joint stock company with limited liability on October 27, 2025
“Company Law”	the Company Law of the PRC (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time
“Compliance Adviser”	has the meaning ascribed thereto under the Listing Rules
“Controlling Shareholders”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to Mr. Wang Cheng, Tianjin Rongyun and Tianjin Yunchuang. For further details, see “Relationship with Controlling Shareholders”
“Conversion of Unlisted Shares into H Shares”	the conversion of [REDACTED] Unlisted Shares in aggregate held by 14 existing Shareholders into H Shares upon completion of [REDACTED]. Such conversion of Unlisted Shares into H Shares and an application for H Shares to be [REDACTED] on the Stock Exchange has been filed with the CSRC on [●]. The CSRC issued the filing notice on [●] in respect of the [REDACTED] and the application for [REDACTED] of our H Shares on the Stock Exchange
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company
“EIT”	the PRC enterprise income tax (企業所得稅)
“EIT Law”	Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》)
“Employee Incentive Platform(s)”	Beijing Rongyao and Tianjin Yunchuang, the platforms established for the purpose of our Share Incentive Plans
“ESG”	Environment, social, and governance
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong

[REDACTED]

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

DEFINITIONS

“Frost & Sullivan Report”	the independent industry report prepared by Frost & Sullivan as commissioned by us
“General Rules of HKSCC”	the General Rules of HKSCC as may be amended or modified from time to time and where the context so permits, shall include the HKSCC Operational Procedures
[REDACTED]	the [REDACTED] as named in the section headed “Directors and Parties Involved in the [REDACTED]” in this Document
[REDACTED]	the [REDACTED] and the [REDACTED]
“Group”, “our Group”, “we” or “us”	the Company and its subsidiaries from time to time or, where the context so requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time
“Guide for New Listing Applicants”	the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange 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 are to be [REDACTED] for and [REDACTED] in HK dollars, and for which an application has been made for [REDACTED] and permission to [REDACTED] on the Stock Exchange
“HKSCC”	Hong Kong Securities Clearing Company Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited (香港中央結算有限公司)
	[REDACTED]
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC (香港中央結算(代理人)有限公司)
“HKSCC Operational Procedures”	the operational procedures of HKSCC, containing the practices, procedures and administrative or other requirements relating to HKSCC’s services and the operations and functions of CCASS, FINI or any other platform, facility or system established, operated and/or otherwise provided by or through HKSCC, as from time to time in force
“HKSCC Participants”	a participant admitted to participate in CCASS as a direct clearing participant, a general clearing participant or a custodian participant
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong dollars” or “HK dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

DEFINITIONS

[REDACTED]

“IFRS Accounting Standards”	IFRS Accounting Standards as issued by the International Accounting Standards Board
“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]

“MIIT”	the Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部)
“MOFCOM” or “Ministry of Commerce”	the Ministry of Commerce of the PRC (中華人民共和國商務部)
“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)

[REDACTED]

DEFINITIONS

[REDACTED]

“PRC Legal Advisor” JunHe LLP, our legal advisor as to PRC laws

[REDACTED]

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

“R&D” research and development

“Regulation S” Regulation S under the U.S. Securities Act

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

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

“SAMR” State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局)

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

“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

“SFC” the Securities and Futures Commission of Hong Kong (香港證券期貨監察委員會)

DEFINITIONS

“Share Incentive Plan(s)”	the two share incentive plans of our Company adopted in 2017 (amended in 2019 and 2025) and in 2024, a summary of the terms of which is set out in “Appendix IV — Statutory and General Information — 5. Share Incentive Plans”
“Share(s)”	ordinary share(s) in the capital of our Company with a nominal value of RMB1.00 each, comprising Unlisted Shares and H Shares
“Shareholder(s)”	holder(s) of our Share(s)
“Sole Sponsor”	The sole sponsor as named in the section headed “Directors and Parties Involved in the [REDACTED]” in this Document

[REDACTED]

“State Council”	State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed thereto in section 15 of the Companies Ordinance
“substantial shareholders”	has the meaning ascribed to it in the Listing Rules
“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
“Tianjin Rongyun”	Tianjin Yunzhong Rongxin Network Technology Partnership (Limited Partnership) (天津雲中融信網絡科技合夥企業(有限合夥)), a limited partnership established in the PRC on January 20, 2015, one of our Controlling Shareholders
“Tianjin Yunchuang”	Tianjin Yunchuang Rongxin Network Technology Partnership (Limited Partnership) (天津雲創融信網絡科技合夥企業(有限合夥)), a limited partnership established in the PRC on November 27, 2017, one of our Employee Incentive Platforms and one of our Controlling Shareholders
“Track Record Period”	the period comprising the three financial years ended December 31, 2023, 2024 and 2025

[REDACTED]

“United States” or the “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“Unlisted Share(s)”	ordinary share(s) issued by our Company with a nominal value of RMB1.00 each which is/are not listed on any stock exchange

DEFINITIONS

“U.S. dollars” or “US\$”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“VAT”	value-added tax

[REDACTED]

“%”	percent
-----	---------

Unless otherwise specified or the context otherwise requires, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction,” “controlling shareholder” and “substantial shareholder” in this Document shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

Unless otherwise specified, 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 [REDACTED] are due to rounding.

In this Document, “” denotes translation of certain natural persons, legal persons, enterprises, governmental authorities, institutions, entities, organizations, departments, facilities, laws and regulations into Chinese or English (as the case maybe), etc., or another language included in this Document for identification purposes only. In the event of any inconsistency, the Chinese names or the names in their original languages prevail.*