

DEFINITIONS

In this document, unless the context otherwise requires, the following terms and expressions shall have the meanings set out below. Certain technical terms are explained in the section headed “Glossary of Technical Terms” in this document.

“2018 Incentive Scheme”	the equity incentive scheme adopted by the Company on March 1, 2018, the details of which are set out in “Appendix VI — Statutory and General Information — D. Equity Incentive Scheme — 1. 2018 Incentive Scheme” to this document
“Accountant’s Report”	the accountant’s report of our Company, the text of which is set out in Appendix I to this document
“affiliate(s)”	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”	Accounting and Financial Reporting Council
“Articles” or “Articles of Association”	the articles of association of the Company conditionally adopted by a special resolution of the Shareholders passed on June 17, 2026 with effect from the [REDACTED] and as amended from time to time, a summary of which is set out in Appendix V to this document
“Audit Committee”	the audit committee of our Board
“Board”, “Board of Directors” or “our Board”	the board of Directors of our Company
“business day” or “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]

“China,” “PRC,” or “Chinese Mainland”	the People’s Republic of China, but for the purpose of this document and for geographical reference only and except where the context requires otherwise, excluding, references in this document to “China” and the “PRC” do not apply to Hong Kong, the Macau Special Administrative Region and Taiwan of the People’s Republic of China
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DEFINITIONS

“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“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,” “our Company,” or “the Company”	Zixun Technology (Fujian) Co., Ltd. (紫訊技術(福建)股份有限公司), a limited liability company established in the PRC on May 25, 2015 and converted into a joint stock company with limited liability on June 8, 2026, formerly known as Fujian Zixun Information Technology Co., Ltd. (福建紫訊信息科技有限公司)
“Compliance Advisor”	Guotai Junan Capital Limited
“Controlling Shareholder(s)”	refers to Mr. Yang and Fuzhou Zixun LP, details of which are set out in the section headed “Relationship with our Controlling Shareholders” in this document
“Conversion of Unlisted Shares into H Shares”	the conversion of 271,208,380 Unlisted Shares into H Shares on a one-for-one basis upon completion of the Share Subdivision and the [REDACTED]
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix C1 to the Listing Rules
“CSDC”	China Securities Depository and Clearing Co., Ltd. (中國證券登記結算有限責任公司)
“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 enterprise income tax
“EIT Law”	PRC Enterprise Income Tax Law (中華人民共和國企業所得稅法)
“Equity Incentive Schemes”	the 2018 Incentive Scheme and the Pre-[REDACTED] Share Option Scheme
“ESG”	environmental, social and governance
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong

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[REDACTED]

“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., a market research and consulting company and Independent Third Party, which prepared the Frost & Sullivan Report
“Frost & Sullivan Report”	an independent market research report commissioned by us and prepared by Frost & Sullivan for the purpose of this document
“Fuzhou Zixun LP” or “Equity Incentive Platform”	Fuzhou Gulou Zixun Investment Partnership (Limited Partnership) (福州市鼓樓區紫訊投資合夥企業(有限合夥)), a limited partnership established in the PRC on November 21, 2017, and a shareholding platform holding the incentive shares underlying the incentives granted under the 2018 Incentive Scheme
“Fujian Meiyuan”	Fujian Meiyuan Qiyue Technology Co., Ltd. (福建美源企悅科技有限公司), a limited liability company established in the PRC on May 22, 2026 and a wholly-owned subsidiary of our Company

[REDACTED]

“Group,” “our Group,” “the Group,” “we,” “us,” or “our”	our Company and its subsidiaries, and where the context requires, the businesses operated by our Company and/or its subsidiaries and their predecessors (if any)
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[REDACTED]

“HK” or “Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
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[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong dollars” or
“HK dollars” or “HK\$”

Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

DEFINITIONS

“Independent Third Party(ies)” any entity or person, who, to the best of our Directors’ knowledge, information and belief, having made all reasonable enquiries, is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules

[REDACTED]

“Latest Practicable Date” June 20, 2026, being the latest practicable date for ascertaining certain information in this document before its publication

[REDACTED]

“Listing Committee” the listing committee of the Stock Exchange

[REDACTED]

“Listing Rules” the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time

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

DEFINITIONS

“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Liu”	Mr. LIU Zhihai (劉志海), our founder, an executive Director and our chief technology officer
“Mr. Yang”	Mr. YANG Jinhe (楊金河), our founder, the chairman of our Board, an executive Director, our chief executive officer and Controlling Shareholder
“NDRC”	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)
“Nomination Committee”	the nomination committee of our Board

[REDACTED]

“Option(s)”	options available to be granted to the eligible participant(s) under the Pre-[REDACTED] Share Option Scheme
“Ordinary Share(s)” or “Share(s)”	ordinary share(s) in the share capital of our Company, with a nominal value of RMB1.00 each prior to the Share Subdivision and RMB0.05 each upon completion of the Share Subdivision

[REDACTED]

“PBOC”	People’s Bank of China (中國人民銀行)
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DEFINITIONS

“PRC Data Compliance Legal Advisor”	Jingtian & Gongcheng, legal advisor of our Company as to PRC data compliance laws
“PRC Legal Advisor”	Jingtian & Gongcheng, the PRC legal advisor to our Company
“Pre-[REDACTED] Investment(s)”	the pre-[REDACTED] investment(s) in our Company undertaken by the Pre-[REDACTED] Investors, details of which are set out in the section headed “History, Development and Corporate Structure — Pre-[REDACTED] Investments” in this document
“Pre-[REDACTED] Investor(s)”	the investor(s) who participated in the Pre-[REDACTED] Investments
“Pre-[REDACTED] Share Option Scheme”	the pre-[REDACTED] share option scheme adopted by the Company on June 17, 2026, the details of which are set out in “Appendix VI — Statutory and General Information — D. Equity Incentive Schemes — 2. Pre-[REDACTED] Share Option Scheme” to this document
[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
“Remuneration and Appraisal Committee”	the remuneration and appraisal committee of our Board
“RMB” or “Renminbi”	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)
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Futures Ordinance”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

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“Share Subdivision”	the subdivision of each of the total issued Shares of our Company with a par value of RMB1.00 each into 20 Shares with a par value of RMB0.05 each, details of which are set out in the section headed “History, Development and Corporate Structure — Major Corporate Developments and Shareholding Changes — Share Subdivision” in this document
“Shareholder(s)”	holder(s) of our Share(s)
“Shenzhen Meiyuan”	Shenzhen Meiyuan Qiyue Technology Co., Ltd. (深圳市美源企悅科技有限公司), a limited liability company incorporated in PRC on July 7, 2022 and a wholly-owned subsidiary of our Company
“Shenzhen Zixun”	Shenzhen Zixun Information Technology Co., Ltd. (深圳紫訊信息科技有限公司), a limited liability company incorporated in PRC on January 4, 2026 and a wholly-owned subsidiary of our Company

[REDACTED]

“Sole Sponsor”	Guotai Junan Capital Limited
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[REDACTED]

“STA”	State Taxation Administration (國家稅務總局)
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[REDACTED]

“State Council”	State Council of the PRC (中華人民共和國國務院)
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“Stock Exchange”	The Stock Exchange of Hong Kong Limited
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“subsidiary(ies)”	has the meaning ascribed thereto in section 15 of the Companies Ordinance
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DEFINITIONS

“Takeovers Code”	Code 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 years ended December 31, 2023, 2024 and 2025
“Treasury Share(s)”	the Shares repurchased and held by our Company in treasury, if any
“U.S.” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“U.S. dollars,” “US\$” or “USD”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder

[REDACTED]

“Unlisted Share(s)”	ordinary share(s) issued by our Company, with a nominal value of RMB1.00 each prior to the Share Subdivision and RMB0.05 each upon completion of the Share Subdivision, which is/are not listed on any stock exchange
“VAT”	value-added tax
“Xiamen Zixun”	Xiamen Zixun Information Technology Co., Ltd. (廈門紫訊信息科技有限公司), a limited liability company incorporated in PRC on April 21, 2021 and a wholly-owned subsidiary of our Company
“Zixun International”	Hongkong Zixun International Co., Limited, a limited liability company incorporated in Hong Kong on May 25, 2021 and a wholly-owned subsidiary of our Company
“%”	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 Listing Rules, unless the context otherwise requires.