A. FURTHER INFORMATION ABOUT OUR GROUP

1. Establishment of Our Company

Our Company was established as a limited liability company in the PRC on August 29, 2023. Our registered office is located at Room 2301, 23/F, Tower D, Building 8, No. 1 Yard, Zhongguancun East Road, Haidian District, Beijing, PRC.

Our Company has established a place of business in Hong Kong at Room 1918, 19/F Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong, and has been registered as a non-Hong Kong company under Part 16 of the Companies Ordinance on [●]. Ms. Yeung Lai Shan has been appointed as our authorized representative for acceptance of service of process and notices on behalf of the Company in Hong Kong whose correspondence address is the same as our place of business in Hong Kong.

As our Company is established in the PRC, our corporate structure and Articles of Association are subject to the relevant laws and regulations of the PRC. A summary of the relevant provisions of our Articles of Association is set out in "Appendix III — Summary of Articles of Association."

2. Changes in the Share Capital of Our Company

Save as disclosed below and in "History, Development and Corporate Structure," there has been no change in the share capital of our Company within the two years immediately preceding the date of this document.

(a) On July 17, 2024, the registered capital of our Company increased from RMB1,239,432 to RMB1,375,769.

(b) On October 18, 2024, the registered capital of our Company increased from RMB1,375,769 to RMB13,757,690.

(c) On March 10, 2025, the registered capital of our Company increased from RMB13,757,690 to RMB15,123,893.

(d) On May 20, 2025, the registered capital of our Company increased from RMB15,123,893 to RMB18,913,189.

(e) On July 22, 2025, the registered capital of our Company increased from RMB18,913,189 to RMB19,207,265.

(f) On February 13, 2026, the registered capital of our Company increased from RMB19,207,265 to RMB20,266,977.

(g) On April 1, 2026, the registered capital of our Company increased from RMB20,266,977 to RMB20,664,369.

(h) On June 26, 2026, the registered capital of our Company increased from RMB20,664,369 to RMB25,489,202.

3. Change in the Share Capital of Our Subsidiaries

A summary of the corporate information and the particulars of our subsidiaries are set out in the Accountant's Report.

Save as disclosed below, there has been no change in the share capital of our subsidiaries within the two years preceding the date of this document:

(a) on December 5, 2024, SiliconFlow (Shanghai) Technology Co., Ltd. (硅基流動(上海)科技有限公司) was established in the PRC with a registered capital of RMB1,000,000.

(b) on May 16, 2025, Silicon Cloud (Shanghai) Technology Co., Ltd. (硅基雲聯(上海)科技有限公司) was established in the PRC with a registered capital of RMB1,000,000.

(c) on May 5, 2026, SiliconFlow Labs (HK) Limited (硅基流動實驗室(香港)有限公司) was incorporated in Hong Kong with a share capital of HK$100,000.

(d) on May 7, 2026, SILICONFLOW LABS PTE. LTD. was incorporated in Singapore with a share capital of SGD1,000.

4. Resolutions of Our Shareholders

Pursuant to the resolutions passed at a duly convened general meeting of our Shareholders held on June 26, 2026, our Shareholders resolved that, among others:

(a) the adoption and implementation of the Share Subdivision immediately prior to the [**REDACTED**] and the [**REDACTED**] by our Company of the H Shares of nominal value of RMB[**REDACTED**] each and such H Shares being [**REDACTED**] on the Hong Kong Stock Exchange;

(b) the number of H Shares to be [**REDACTED**] pursuant to the [**REDACTED**] shall not be more than [**REDACTED**]% of the total issued share capital of our Company as enlarged by the [**REDACTED**], and the grant to the [**REDACTED**] (or their representatives) of the [**REDACTED**] of not more than [**REDACTED**]% of the number of H Shares initially available under the [**REDACTED**];

(c) subject to the filing procedure with the CSRC, upon completion of the [**REDACTED**], [**REDACTED**] Unlisted Shares held by existing Shareholders will be converted into H Shares on a one-for-one basis;

(d) subject to completion of the [**REDACTED**], the grant of a general mandate to our Board to allot and issue Shares or sell and/or transfer treasury Shares at any time within a period up to the date of the conclusion of the next annual general meeting of the Shareholders or the date on which the Shareholders pass a special resolution to revoke or change such mandate, whichever is earlier, upon such terms and conditions and for such purposes and to such persons as our Board in their absolute discretion deem fit, and to make necessary amendments to the Articles of Association, provided that, the number of Shares to be issued shall not exceed 20% of the number of the Shares in issue (excluding any Treasury Shares) as at the [**REDACTED**];

(e) subject to the completion of the [**REDACTED**], the grant of a general mandate to our Board to repurchase H Shares issued on the Stock Exchange at any time within a period commencing from the [**REDACTED**] and up to the date of the conclusion of the next annual general meeting of the Shareholders to be held after the [**REDACTED**] or the date on which the Shareholders pass a resolution to revoke or change such mandate, whichever is earlier, upon such terms and conditions and for such purposes as the Board in their absolute discretion deem fit, and to make necessary amendments to the Articles of Association, provided that, the number of Shares to be repurchased shall not exceed 10% of the number of the total issued H Shares (excluding any treasury shares) as at the [**REDACTED**];

(f) subject to completion of the [**REDACTED**], the adoption of the Articles of Association which shall become effective on the [**REDACTED**], and authorization to our Board to amend the Articles of Association to the extent necessary for the purpose of the [**REDACTED**]; and

(g) authorization of our Board or its authorized individual(s) to deal with all matters relating to the [**REDACTED**] and the [**REDACTED**].

5. Restriction on Share Repurchase

For details of the restrictions on share repurchase by our Company, see "Appendix III — Summary of Articles of Association."

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contract

We have entered into the following contract (not being a contract entered into in the ordinary course of business) within the two years immediately preceding the date of this document that is or may be material:

(a) [**REDACTED**].

2. Intellectual Property Rights

(a) Trademark

As of the Latest Practicable Date, we had registered the following trademark which we considered to be material to our business.

No.	Trademark	Owner
1.	SiliconFlow	Our Company

(b) Patents

As of the Latest Practicable Date, we had registered the following patents which we considered to be material to our business.

No.	Patent name	Owner	Filing Date	Registration Place
1 . . .	Task Scheduling Method for Large Language Models, Data Processing System and Electronic Device	Our Company	September 11, 2024	China
2 . . .	Token Screening Method and Apparatus Based on Medusa Model	Our Company	January 13, 2025	China
3 . . .	LoRA Weight Fusion Method and Apparatus for Large Language Model Inference System for Text Generation	Our Company	January 17, 2025	China
4 . . .	LoRA Weight Management Method and Apparatus for Large Language Models	Our Company	January 17, 2025	China
5 . . .	Inference System and Method for Large Models	Our Company	March 4, 2025	China
6 . . .	Load Balancing Routing System and Method for Large Models	Our Company	March 4, 2025	China
7 . . .	Static Graph Mode Image Generation System and Method Supporting Dynamic Resolution	Our Company	June 3, 2025	China
8 . . .	Workflow Conversion System and Method for Converting Native Nodes to Cloud Nodes	Our Company	June 3, 2025	China

No.	Patent name	Owner	Filing Date	Registration Place
9 . . .	System and Method for Reducing Latency of Multi-GPU Reduction Summation in Distributed Text Inference	Our Company	April 23, 2025	China
10 . .	Inference Service System and Method Supporting Multi-Model Hybrid Deployment	Our Company	November 4, 2025	China
11 . .	Iterative Task Execution Method and System Based on Dynamic Feedback and Causal Fault Tolerance	Our Company	October 15, 2025	China

(c) Copyrights

As of the Latest Practicable Date, we had registered the following copyrights which we considered to be material to our business.

No.	Copyright Name	Type of Copyright	Registration No.	Date of Registration
1 . .	Low-Bit Quantization Software for Large Language Models V1.0	Software Copyright	2026SR0440119	March 16, 2026
2 . .	SiliconFlow Large Language Model Inference Service Gateway Platform V1.0	Software Copyright	2026SR0131318	January 21, 2026
3 . .	SiliconFlow Large Language Model Inference Service Platform (AI Computing Center Edition) V1.0	Software Copyright	2026SR0095699	January 15, 2026
4 . .	SiliconFlow Large Language Model Inference Service Platform (Enterprise Edition) V1.0	Software Copyright	2026SR0089222	January 15, 2026
5 . .	High-Performance Parallel Inference Software for Multi-Head Latent Attention and Mixture-of-Experts Large Models V1.0	Software Copyright	2025SR0634842	April 17, 2025
6 . .	MoE-Transformer-INT8 Scalable Efficient Large Model Inference Quantization System V1.0	Software Copyright	2025SR0513992	March 25, 2025
7 . .	SiliconLLM-MTP Large Language Model Speculative Sampling Inference System V1.0	Software Copyright	2025SR0504502	March 24, 2025
8 . .	SiliconLLM-PD Disaggregated High-Performance Inference Software V1.0	Software Copyright	2025SR0484941	March 19, 2025

No.	Copyright Name	Type of Copyright	Registration No.	Date of Registration
9 . .	SiliconLLM-NPU-Enterprise Large Language Model High-Performance Inference System V1.0	Software Copyright	2025SR0377519	March 4, 2025
10 .	SiliconCloud Generative AI Cloud Service Platform V1.0	Software Copyright	2024SR2053887	December 11, 2024
11 .	SiliconLLM Large Language Model High-Performance Inference System V1.0	Software Copyright	2024SR0959165	July 9, 2024

(d) Domain Name

As of the Latest Practicable Date, we had registered the following internet domain name which we considered to be material to our business:

No.	Domain name	Owner	Expiry date
1. . . .	www.siliconflow.cn	Our Company	September 8, 2031

C. FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Particulars of Directors' Service Contracts

We have entered into a service contract with each of our Directors which contains provisions in relation to, among others, term of service and termination. The service contracts may be renewed in accordance with our Articles of Association and the applicable rules.

Save as disclosed in "Directors and Senior Management" and above, we have not entered into, and do not propose to enter into, any service contracts with any of our Directors in their respective capacities as Directors (excluding agreements expiring or determinable by any member of our Group within one year without payment of compensation other than statutory compensation).

2. Remuneration of Directors

Save as disclosed in "Directors and Senior Management" and "Appendix I — Accountant's Report — Note 32 to the Historical Financial Information — Benefits and Interests of Directors," none of our Directors received other remuneration or benefits in kind from our Company during the three years ended December 31, 2025.

3. Disclosure of Interests

(a) Interests and short positions of our Directors and chief executive in the Shares and underlying Shares of our Company and our associated corporation

Save as disclosed below, so far as our Directors are aware, immediately following completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised) and the conversion of Unlisted Shares to H Shares, none of our Directors or chief executive will have any interest and/or short position in the Shares, underlying Shares or debentures of our Company or any associated corporation (within the meaning of Part XV of the SFO) which (i) will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which he or she is taken or deemed to have under such provisions of the SFO), (ii) will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or (iii) will be required, pursuant to the Model Code, to be notified to our Company and the Stock Exchange.

(i) Interests in the Shares

Name	Position	Nature of interest	Number of Shares interested in immediately following completion of the [REDACTED](1)(2)	Approximate percentage of interest in the Unlisted Shares immediately following completion of the [REDACTED](2)	Approximate percentage of interest in the total share capital of our Company immediately following completion of the [REDACTED](2)
				(%)	*(%)*
Dr. Yuan . . .	Chairman of our Board, executive Director, CEO, general manager and financial controller	Beneficial owner	**[REDACTED]** Unlisted Shares (L)	**[REDACTED]**	**[REDACTED]**
		Interest in controlled corporation(3)	**[REDACTED]** Unlisted Shares (L)	**[REDACTED]**	**[REDACTED]**
Mr. Liu Juncheng .	Executive director and chief technology officer	Interest in controlled corporation(4)	**[REDACTED]** Unlisted Shares (L)	**[REDACTED]**	**[REDACTED]**

Notes:

(1) The letter "L" denotes the person's long position in the Shares.

(2) The calculation is based on the total number of [**REDACTED**] Unlisted Shares and [**REDACTED**] H Shares in issue immediately following completion of the [**REDACTED**], and assuming that the [**REDACTED**] is not exercised.

(3) The general partner of our Employee Incentive Platforms is Dr. Yuan. As such, Dr. Yuan is deemed to be interested in the Shares held by each of our Employee Incentive Platforms under the SFO.

(4) Mr. Liu Juncheng is a limited partner of Silicon Innovation, holding approximately 35.00% of the partnership interest. As such, Mr. Liu is deemed to be interested in the Shares held by Silicon Innovation under the SFO.

(b) Interests and short positions of our substantial Shareholders in the Shares and underlying Shares of our Company

For the information on the persons who will, immediately following completion of the [**REDACTED**] (assuming the [**REDACTED**] is not exercised) and the conversion of Unlisted Shares to H Shares, have any interest and/or short position in the Shares or underlying Shares of our Company which will fall to be disclosed to our Company pursuant to the provisions of Divisions 2 and 3 of Part XV of the SFO, see "Substantial Shareholders."

4. Disclaimers

Save as disclosed in "History, Development and Corporate Structure" and "Business" and above:

(a) none of our Directors or experts named in "Qualifications of Experts" in this section is:

(i) interested in our promotion, or in any assets which have been, within the two years immediately preceding the issue of this document, acquired or disposed of by or leased to any member of our Group, or are proposed to be acquired or disposed of by or leased to any member of our Group;

(ii) materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to the business of our Group; and

(b) none of our Directors is a director or employee of a company which has an interest or short position in the Shares or underlying Shares of our Company which would fall to be disclosed to our Company pursuant to Divisions 2 and 3 of Part XV of the SFO.

D. EMPLOYEE INCENTIVE SCHEME

The Employee Incentive Scheme was adopted by the Company in October 2024 (as amended in May 2026).

Silicon Innovation, Silicon Future, Silicon Exploration, and Silicon Excellence are Employee Incentive Platforms of our Company. Given the underlying Shares under the Employee Incentive Scheme had already been issued by the Company to the Employee Incentive Platforms, there will be no dilutive effect to the issued Shares upon the vesting of the awards thereunder.

As of the date of this document, Silicon Innovation, Silicon Future, Silicon Exploration, and Silicon Excellence held [**REDACTED**], [**REDACTED**], [**REDACTED**], and [**REDACTED**] Shares (assuming the Share Subdivision is completed), respectively.

The following is a summary of the principal terms of the Employee Incentive Scheme (the "**Scheme**"):

Purposes

The purpose of the Scheme is to improve the Company's incentive mechanism by granting equity interests to attract, incentivize and retain selected employees and other eligible participants, thereby enhancing their enthusiasm and creativity, encouraging long-term stable contribution to the Company, promoting sustained growth in Company performance and enabling participants to share in the appreciation of the Company's value.

Plan limit

The maximum number of corresponding Shares available for grant under the Scheme shall not exceed [**REDACTED**] Shares.

Administrator

The Plan is administered by the Board. Day-to-day management is delegated to the Compensation Committee established by the Board. The Board shall determine grants to participants whose incentive equity represents 2% or more of the Company's total equity. The Board may authorize the Compensation Committee to make autonomous grant decisions for participants whose incentive equity represents less than 2% of total equity, including the determination of individual allocations, grant prices, and vesting schedules.

Eligibility

Persons eligible to participate in the Plan include the Company's key technical personnel, senior management, other employees, consultants, directors, and such other persons as the Board or the Compensation Committee may approve (each, a "**Participant**"). The Compensation Committee has sole discretion to select Participants from among eligible persons.

Grant price

The grant price of incentive equity is determined by the Board and may be adjusted for individual Participants having regard to the pricing methodologies of comparable companies and the Company's historical financing valuations. Unless otherwise determined by the Board, the grant price is RMB1.00 per Share, as specified in the relevant grant agreement. Different tranches under the Scheme may carry different grant prices.

Vesting

Subject to the terms of individual grant agreements, incentive equity granted under the Plan may vest under one of three schedules as determined by the Board or Compensation Committee: (i) equally over four years at one-quarter per year; (ii) equally over six years at one-sixth per year; or (iii) immediately upon grant, provided that immediately-vesting grants shall not exceed 1% of total incentive equity in aggregate. If a Participant fails to meet applicable annual performance targets, all unvested incentive equity will be forfeited without compensation, and the general partner of the relevant Employee Incentive Platform or its designated entity will have the option (but not the obligation) to repurchase any vested incentive equity held by that Participant.

Non-transferability

The award (whether vested or unvested) is personal in nature and may not be sold, pledged, assigned, transferred, gifted or otherwise disposed of by a Participant except as expressly permitted under the Scheme. In the event of a Participant's death or incapacity, unvested incentive equity will be forfeited without compensation, and vested incentive equity will be transferred to or repurchased by the relevant Employee Incentive Platform's general partner or its designated entity, with any applicable consideration payable to the Participant's heirs or guardians.

No shareholder's right

The rights conferred on Participants by the awards are limited to economic rights only, comprising the right to receive dividends, profit distributions and capital gains attributable to the incentive equity. All other rights of a shareholder or partner (including, without limitation, voting rights and proposal rights) vest in the executive partner of the relevant Employee Incentive Platform.

Amendment, cancellation and termination

The Board shall be entitled to approve, amend and interpret the Scheme at any time. The Board of Directors may terminate the Scheme at any time, and shall endeavour to protect the existing rights of Participants in respect of vested awards at the time of termination.

Term of the Scheme

The Plan shall continue in effect for a term of ten (10) years from its adoption date. No awards shall be granted under the Scheme after the tenth anniversary of the adoption date. Awards previously granted may extend beyond that date and shall remain subject to the terms and conditions of the Scheme. Any vested awards that is repurchased during the term may be recycled and re-granted within the Grant Period, following the completion of all primary grants.

Details of the Awards Granted

Details of the awards granted to the relevant grantees are set out below:

Name	Positions	Relevant Employee Incentive Platform(s)	Approximate partnership interests in the relevant Employee Incentive Platform(s)	Approximate number of Shares corresponding to awards granted to the grantees[(1)]	Approximate percentage in the issued Shares immediately after the completion of the [REDACTED]
			(%)		(%)
Directors					
Dr. Yuan	Chairman of our Board, executive Director, CEO, general manager and financial controller	Silicon Future[(2)]	0.00005	[**REDACTED**]	[**REDACTED**]
		Silicon Innovation[(3)]	0.00005	[**REDACTED**]	[**REDACTED**]
		Silicon Exploration[(4)]	0.00005	[**REDACTED**]	[**REDACTED**]
		Silicon Excellence[(5)]	0.00006	[**REDACTED**]	[**REDACTED**]
Mr. Liu Juncheng .	Executive Director and chief technology officer	Silicon Innovation	35.00	[**REDACTED**]	[**REDACTED**]

Name	Positions	Relevant Employee Incentive Platform(s)	Approximate partnership interests in the relevant Employee Incentive Platform(s)	Approximate number of Shares corresponding to awards granted to the grantees[1]	Approximate percentage in the issued Shares immediately after the completion of the [REDACTED]
Mr. Zeng Hua	Executive Director and deputy general manager	Silicon Innovation	25.00	[**REDACTED**]	[**REDACTED**]
Senior Management					
Ms. Zhao Zhen . . .	Chief operating officer	Silicon Innovation	15.00	[**REDACTED**]	[**REDACTED**]
		Silicon Excellence	3.57	[**REDACTED**]	[**REDACTED**]
		Silicon Future	1.00	[**REDACTED**]	[**REDACTED**]
		Silicon Exploration	1.00	[**REDACTED**]	[**REDACTED**]
Mr. Hu Jian	Deputy general manager	Silicon Innovation	15.00	[**REDACTED**]	[**REDACTED**]
		Silicon Excellence	5.95	[**REDACTED**]	[**REDACTED**]

Notes:

(1) For illustrating the indirect interests of grantees in the Shares, the number of Shares is presented and calculated by multiplying their respective percentage of partnership interests in the relevant Employee Incentive Platforms by the total number of Shares (assuming that the [**REDACTED**] is not exercised and taking into account the Share Subdivision) held by the relevant Employee Incentive Platforms.

(2) Silicon Future is a limited partnership established in the PRC. Its general partner is Dr. Yuan, holding approximately 0.00005% of the partnership interest. Save as disclosed above and as of the Latest Practicable Date, the remaining partnership interests of Silicon Future were held by 31 employees and one former director of our Group, none of which held 30% or more of the partnership interests.

(3) Silicon Innovation is a limited partnership established in the PRC. Its general partner is Dr. Yuan, holding approximately 0.00005% of the partnership interest. Save as disclosed above and as of the Latest Practicable Date, the remaining partnership interests of Silicon Innovation were held by one former director of our Group, holding approximately 10.00% of the partnership interest.

(4) Silicon Exploration is a limited partnership established in the PRC. Its general partner is Dr. Yuan, holding approximately 0.00005% of the partnership interest. Save as disclosed above and as of the Latest Practicable Date, the remaining partnership interests of Silicon Exploration were held by 42 employees and one external consultant of our Group, none of which held 30% or more of the partnership interest.

(5) Silicon Excellence is a limited partnership established in the PRC. Its general partner is Dr. Yuan, holding approximately 0.00006% of the partnership interest. Save as disclosed above and as of the Latest Practicable Date, the remaining partnership interests of Silicon Excellence were held by six employees and one former director of our Group, none of which held 30% or more of the partnership interest.

E. OTHER INFORMATION

1. Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Company or our subsidiaries.

2. Joint Sponsors

The Joint Sponsors have made an [**REDACTED**] on behalf of our Company to the Stock Exchange for the [**REDACTED**] of, and permission to [**REDACTED**], the H Shares to be [**REDACTED**] pursuant to the [**REDACTED**] and the H Shares to be converted from Unlisted Shares, on the Main Board of the Stock Exchange. The Joint Sponsors will receive an aggregate fee of [**REDACTED**] for acting as joint sponsors for the [**REDACTED**]. Each of the Joint Sponsors satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules.

3. Preliminary Expense

As of the Latest Practicable Date, our Company did not incur any material preliminary expense.

4. Promoters

The promoters of our Company are all the then registered Shareholders as of June 17, 2026. Save as otherwise disclosed in this document, within the two years immediately preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given nor are any proposed to be paid, allotted or given to any promoters of our Company in connection with the [**REDACTED**] or the related transactions described in this document.

5. Qualifications of Experts

The qualifications of the experts who have given opinions or advice in this document are as follows:

Name	Qualification
Huatai Financial Holdings (Hong Kong) Limited	A licensed corporation under the SFO for type 1 (dealing in securities), type 2 (dealing in futures contracts), type 3 (leveraged foreign exchange trading), type 4 (advising on securities), type 6 (advising on corporate finance), type 7 (providing automated trading services) and type 9 (asset management) of the regulated activities as defined under the SFO
Haitong International Capital Limited	A licensed corporation to conduct for type 6 (advising on corporate finance) of the regulated activities as defined under the SFO
PricewaterhouseCoopers	Certified Public Accountants under Professional Accountants Ordinance (Cap. 50) and Registered Public Interest Entity Auditor under Accounting and Financial Reporting Council Ordinance (Cap. 588)
Commerce & Finance Law Offices	Legal advisor to our Company as to PRC law
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Industry consultant

6. Consent of Experts

Each of the experts named above has given and has not withdrawn its written consent to the issue of this document with the inclusion of its reports, letters or opinions (as the case may be) and the references to its name included herein in the form and context in which they are included.

As of the Latest Practicable Date, none of the experts named above had any shareholding in any member of our Group or right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

7. Binding Effect

This document shall have the effect, if any application is made pursuant hereto, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance as far as applicable.

8. Bilingual Document

The English language and Chinese language versions of this document are being published separately in reliance upon the exemption provided by section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

9. Miscellaneous

(a) Save as otherwise disclosed in "Financial Information," "History, Development and Corporate Structure" and [**REDACTED**] within the two years immediately preceding the issue of this document:

(i) no share or debenture of any member of our Group has been issued or agreed to be issued or is proposed to be issued for cash or as fully or partly paid up otherwise than in cash;

(ii) no share or debenture of any member of our Group is under option or agreed conditionally or unconditionally to be put under option;

(iii) no commissions, discounts, brokerages or other special terms have been granted in connection with the issue or sale of any capital of any member of our Group; and

(iv) no commission has been paid or is payable for subscribing, agreeing to subscribe, procuring or agreeing to procure subscriptions for any shares in or debentures of our Company.

(b) There are no founder or management or deferred shares in our Company.

(c) There is no arrangement under which future dividends are waived or agreed to be waived.

(d) There are no contracts for the hire or hire purchase of plant to or by our Group for a period of over one year which are substantial in relation to our Group's business.

(e) There have been no interruptions in our business which may have or have had a significant effect on our financial position in the last 12 months.

(f) No part of the equity or debt securities of our Company is [**REDACTED**] or [**REDACTED**] in on any stock exchange, and no such [**REDACTED**] or permission to [**REDACTED**] on any stock exchange other than the Stock Exchange is being or is proposed to be sought.

(g) Our Company has no outstanding convertible debt securities or debentures.