

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.

“Accountants’ Report”	the Accountant’s report for the three years ended 31 December 2023, 2024, and 2025 and the five months ended 31 May 2026, 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
“Articles” or “Articles of Association”	the amended and restated articles of association of our Company, which shall become effective on 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 V 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
“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
“BVI”	the British Virgin Islands
“CAGR”	compound annual growth rate
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“China” 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, Macau Special Administrative Region of the PRC 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
“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”	Jinan Janbon Metallic Materials Co., Ltd. (濟南建邦金屬材料股份有限公司), a limited liability company established in the PRC on 25 February 2025 and converted into a joint stock company with limited liability on 9 June 2026
“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

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“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“Controlling Shareholder”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to Mr. Chen. For further details, see “Relationship with our Controlling Shareholder”
“Conversion of [REDACTED] Shares into H Shares”	the conversion of [REDACTED] Shares into H Shares on a one-for-one basis upon completion of the [REDACTED]
“CSDC”	China Securities Depository and Clearing Corporation Limited (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 PRC enterprise income tax
“EIT Law”	Enterprise Income Tax Law of the PRC
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
[REDACTED]	[REDACTED]
“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent global market research and consulting company
“Frost & Sullivan Report”	the independent industry report prepared by Frost & Sullivan as commissioned by us
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Group”, “our Group”, “we”, or “us”	the Company and its subsidiary(ies) 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 subsidiary, such subsidiary as if it was the subsidiary of our Company at the relevant time
“Guide”	the Guide for New Listing Applicants, 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 will be [REDACTED] for and [REDACTED] in Hong Kong dollars and [REDACTED] on the Stock Exchange
[REDACTED]	[REDACTED]

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DEFINITIONS

[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“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
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“IFRS” or “IFRSs”	IFRS Accounting Standards, as issued from time to time by the International Accounting Standards Board

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“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]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Janbon BVI”	Janbon High Tech (BVI) Limited, a company incorporated in the BVI with limited liability on 23 December 2024
“Janbon Cayman”	Janbon Materials Co., Ltd. (建邦材料有限公司) (formerly known as Janbon High Tech Co., Ltd. (建邦高科有限公司)), an exempted company incorporated in the Cayman Islands with limited liability on 12 December 2024
“Janbon Colloidal Materials”	Shandong Janbon Colloidal Materials Co., Ltd.* (山東建邦膠體材料有限公司), a limited liability company established under the laws of the PRC on 26 March 2010 and a wholly-owned subsidiary of our Company
“Janbon HK”	Janbon High Tech HK Limited, a company incorporated under the laws of Hong Kong on 21 January 2025
“Jinan Weilanwan Limited Partnership Agreement”	the limited partnership agreement dated 10 March 2023 and entered into between 32 employees of our Group
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Latest Practicable Date”	10 July 2026, being the latest practicable date for ascertaining certain information in this Document before its publication
[REDACTED]	[REDACTED]

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[REDACTED]	[REDACTED]
[REDACTED]	[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 GEM of the Stock Exchange
[REDACTED]	[REDACTED]
“MOFCOM” or “Ministry of Commerce”	the Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Chen”	Mr. Chen Zichun (陳子淳), an executive Director, the Chairman of our Board and our Controlling Shareholder
“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)
“NEA”	the National Energy Administration of the PRC (中華人民共和國國家能源局)
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“PBOC”	People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Legal Adviser”	DeHeng Law Offices, our legal adviser as to PRC laws

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“[REDACTED] Investments”	the [REDACTED] investments in our Company undertaken by the [REDACTED] Investors, details of which are set out in the section headed “History, Development and Corporate Structure” in this Document
“[REDACTED] Investors”	the [REDACTED] investors, namely Xincheng Huizhi, AV China Holdings PCC Limited, Emerald Investment Limited, Capital Ally Holdings Limited and Prospect Investment (BVI) Limited, details of which are set out in the section headed “History, Development and Corporate Structure” in this Document
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Document”	this document being issued in connection with the [REDACTED]
“Regulation S”	Regulation S under the U.S. Securities Act
“Renminbi” or “RMB”	Renminbi, the lawful currency of the PRC
“Reorganisation”	the reorganisation arrangement undertaken by our Group, which is described in details in the section headed “History, Development and Corporate Structure” in this Document
“Reporting Accountants”	Ernst & Young
“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
“Share(s)”	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each
“Shareholder(s)”	holder(s) of our Share(s)
“Sole Sponsor” or “Sponsor”	China Securities (International) Corporate Finance Company Limited
[REDACTED]	[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
“subsidiary(ies)”	has the meaning ascribed thereto in section 15 of the Companies Ordinance
“substantial shareholder”	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
“Track Record Period”	the three years ended 31 December 2023, 2024, and 2025 and the five months ended 31 May 2026
“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
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“United States” or the “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“[REDACTED] Share(s)”	ordinary Share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which is/are not [REDACTED] or [REDACTED] on any stock exchange
“VAT”	value-added tax
“2023 Employee Shareholding Incentive Plan”	the employee shareholding incentive plan adopted by Janbon Colloidal Materials on 2 March 2023, which grants the equity interest of Janbon Colloidal Materials through Jinan Weilanwan Commercial Service, LP* (濟南蔚藍灣商務合夥企業(有限合夥)) to 32 employees of Janbon Colloidal Materials
“%”	percent

Unless otherwise specified or the context otherwise requires: (i) statements contained in this Document assume no exercise of the [REDACTED]; (ii) all times refer to Hong Kong time; (iii) references to years, months and days in this Document are to calendar years, calendar months and calendar days, respectively; and (iv) all data in this Document is as of the date of this Document.

In this Document, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction,” “controlling shareholder” and “substantial shareholder” 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 listed are due to rounding.

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In this Document, “” denotes translation of certain natural persons, legal persons, enterprises, governmental authorities, institutions, entities, organisations, 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.*