

DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the meanings set forth below. Certain other terms are explained in “Glossary.”

“2023 Restricted Share Incentive Plan”	our restricted share incentive plan approved by our Shareholders on September 8, 2023
“2025 Employee Shareholding Plan”	our employee shareholding plan approved by our Shareholders on December 24, 2025
“A Share(s)”	ordinary share(s) issued by our Company, with a nominal value of RMB1.00 each, which is/are traded in Renminbi and listed on the ChiNext Market of the Shenzhen Stock Exchange
“A Shareholder(s)”	holder(s) of our A Share(s)
“A-Share Incentive Plans”	our 2023 Restricted Share Incentive Plan and 2025 Employee Shareholding Plan, the principal terms of which are set out in “Statutory and General Information — A-Share Incentive Plans” in Appendix VII to this document
“Accountants’ Report”	the accountants’ report of our Company for the Track Record Period, as included in Appendix I to this document
“AFRC”	Accounting and Financial Reporting Council of Hong Kong
“Articles of Association” or “Articles”	the articles of association of our Company, conditionally adopted on [●] with effect from the [REDACTED], as amended, supplemented, or otherwise modified from time to time, a summary of which is set out in Appendix VI to this document
“Audit Committee”	the audit committee of the Board
“Board”	the board of Directors
	[REDACTED]
“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]

DEFINITIONS

“China”, “Chinese Mainland” or “PRC”	the People’s Republic of China and for the purpose of this document and for geographical reference only, unless the context otherwise requires, excludes Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“ChiNext Market of the Shenzhen Stock Exchange”	ChiNext Market of the Shenzhen Stock Exchange (深圳證券交易所創業板市場)
“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” or “C(WUMP)O”	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,” “we,” “our” or “us”	Guangdong Topstar Technology Co., Ltd. (廣東拓斯達科技股份有限公司), a company established under the laws of the PRC with limited liability on June 1, 2007 and converted into a joint stock company with limited liability on March 24, 2014, whose A Shares have been listed on the ChiNext Market of the Shenzhen Stock Exchange (stock code: 300607.SZ)
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會), a regulatory body responsible for the supervision and regulation of the PRC national securities markets
“Dachen LP”	Yongxin County Dachen Enterprise Management Consultancy Center (Limited Partnership) (永新縣達晨企業管理諮詢中心(有限合夥)), a limited partnership established under the laws of the PRC on October 17, 2013, and our employee shareholding platform
“Director(s)”	the director(s) of our Company
“Dongguan AFMING”	Dongguan AFMING Numerical Control Equipment Technology Co., Ltd. (東莞市埃弗米數控設備科技有限公司), a limited liability company established in the PRC on June 17, 2015, and a non wholly-owned subsidiary of our Company
“Topstar Intelligent Environment (Dongguan)”	Dongguan Topstar Intelligent Environment Technology Co., Ltd. (東莞拓斯達智能環境技術有限公司), a limited liability company established in the PRC on May 21, 2018, and a wholly-owned subsidiary of our Company
“Topstar Intelligent Environment (Jiangsu)”	Jiangsu Topstar Intelligent Environment Technology Co., Ltd. (江蘇拓斯達智能環境科技有限公司, formerly known as Suzhou Meilizhi Electronic Technology Co., Ltd. (蘇州美利智電子科技有限公司)), a limited liability company established in the PRC on June 30, 2021, and a wholly-owned subsidiary of our Company

DEFINITIONS

“EIT”	enterprise income tax
“EIT Law”	the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》), as amended, supplemented or otherwise modified from time to time
“Extreme Conditions”	the occurrence of “extreme conditions” as announced by any government authority of Hong Kong due to serious disruption of public transport services, extensive flooding, major landslides, large-scale power outage or any other adverse conditions before Typhoon Signal No. 8 or above is replaced with Typhoon Signal No. 3 or below

[REDACTED]

“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., our industry consultant
“Frost & Sullivan Report”	the industry report commissioned by us and independently prepared by Frost & Sullivan, a summary of which is set forth in “Industry Overview” in this document

[REDACTED]

“Group,” “our Group,” “we,” “our” or “us”	our Company and our subsidiaries from time to time
“Guide for New Listing Applicants”	the Guide for New Listing Applicants issued by the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“H Share(s)”	the 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
“H Shareholder(s)”	holder(s) of our H Share(s)

[REDACTED]

DEFINITIONS

[REDACTED]

“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“HKFRS”	HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants

[REDACTED]

DEFINITIONS

“Independent Third Party(ies)”	person(s) or company(ies) who/which, to the best of our Directors’ knowledge, information and belief, is/are not a connected person of our Company
“Indonesian Rupiah” or “IDR”	Indonesian Rupiah, the lawful currency of Indonesia
“International Sanctions”	all applicable laws and regulations related to economic sanctions, export controls, trade embargoes, and wider prohibitions and restrictions on international trade and investment related activities, including those adopted, administered, and enforced by the U.S. government, the European Union and its member states, the United Kingdom or government of Australia
“International Sanctions Legal Advisor”	King & Wood, our legal advisors as to International Sanctions laws in connection with the [REDACTED]
“Topstar Intelligent Technology”	Topstar Intelligent Technology (Dongguan) Co., Ltd. (拓斯達智能科技(東莞)有限公司, formerly known as Dongguan Yetian Intelligent Equipment Co., Ltd. (東莞市野田智能裝備有限公司)), a limited liability company established in the PRC on February 27, 2012, and a wholly-owned subsidiary of our Company

[REDACTED]

“Latest Practicable Date”	July 12, 2026, being the latest practicable date for the purpose of ascertaining certain information in this document prior to its publication
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[REDACTED]

DEFINITIONS

“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

“Mr. Wu” Wu Fengli (吳豐禮), our key founder, Single Largest Shareholder, chairperson of our Board, executive Director and president

“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

“NEEQ” the National Equities Exchange and Quotations (全國中小企業股份轉讓系統)

“Nomination Committee” the nomination committee of the Board

[REDACTED]

DEFINITIONS

“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC 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
“PRC Data Compliance Legal Advisor”	China Commercial Law Firm, our legal advisor as to PRC data and cybersecurity laws
“PRC Legal Advisor”	Jia Yuan Law Offices, our legal advisor as to PRC laws
“PRC Securities Law”	the Securities Law of the PRC (中華人民共和國證券法), as amended, supplemented or otherwise modified from time to time
[REDACTED]	
“Primary Sanction”	U.S. sanctions applicable to U.S. persons or activities involving a U.S. nexus (e.g., funds transfers in U.S. currency or activities involving goods subject to the United States Export Administration Regulations (“EAR”), even if performed by non-U.S. persons). Definitions of primary sanctions and secondary sanctions under the laws and regulations of the U.S. are basically consistent with the Guide for New Listing Applicants
“Property Valuation Report”	the text of a letter, summary of values and valuation particulars from Colliers Appraisal & Advisory Services (Shanghai) Co., Ltd., as set out in Appendix III to this document
“Regulation S”	Regulation S under the U.S. Securities Act
“Relevant Persons”	Our Company, together with our Single Largest Shareholder and Shareholders and persons who might, directly or indirectly, be involved in permitting the [REDACTED], [REDACTED], clearing and settlement of our Shares, including the Stock Exchange and related group companies
“Relevant Countries”	Afghanistan, Belarus, Russia, Serbia, Tunisia, Turkey and Ukraine
“Remuneration and Appraisal Committee”	the remuneration and appraisal committee of the Board
“Renminbi” or “RMB”	Renminbi, the lawful currency of China
“SAFE”	the State Administration for Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)

DEFINITIONS

“SAMR”	the 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)
“Sanctioned Target”	any person or entity (i) designated on any list of targeted persons or entities issued under the sanctions-related law or regulation of a Relevant Jurisdiction; (ii) that is, or is owned or controlled by, a government of a Sanctioned Country; or (iii) that is the target of sanctions under the law or regulation of a Relevant Jurisdiction because of a relationship of ownership, control, or agency with a person or entity described in (i) or (ii)
“Sanctioned Country”	any country or territory subject to a general and comprehensive export, import, financial or investment embargo under sanctions-related law or regulation of the Relevant Jurisdiction
“SASAC”	the State-owned Assets Supervision and Administration Commission of the State Council of the PRC (中華人民共和國國務院國有資產監督管理委員會)
“SAT”	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“Secondary Sanction”	U.S. sanctions that may be imposed on non-U.S. persons for engaging in specified sanctionable activities, even in the absence of a U.S. jurisdictional nexus
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) in the capital of our Company with a nominal value of RMB1.00 each, comprising A Shares and H Shares
“Shareholder(s)”	holder(s) of our Share(s)
“Single Largest Shareholder”	the person as named in “Relationship with our Single Largest Shareholder” in this document and unless the context requires otherwise, refers to Mr. Wu
“Sole Sponsor”	the sole sponsor as named in “Directors and Parties Involved in the [REDACTED]” in this document
	[REDACTED]
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

DEFINITIONS

“Strategy Committee”	the strategy committee of the Board
“Takeovers Code”	the Code on Takeovers and Mergers issued by the SFC
“Topstar (HK)”	Topstar Worldwide Group Limited (拓斯達環球集團有限公司), a limited liability company incorporated in Hong Kong on November 13, 2017, and a wholly-owned subsidiary of our Company
“Topstar (Vietnam)”	Topstar (Vietnam) Technology Company, a company incorporated in Vietnam on November 29, 2019, and a wholly-owned subsidiary of our Company
“Track Record Period”	the years ended December 31, 2023, 2024 and 2025 and the three months ended March 31, 2026
“Treasury Share(s)”	the Share(s) our Company repurchased and holds in treasury; unless otherwise specified, Treasury Shares are excluded when calculating the percentage of shareholding or voting power of our Company in this document
“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 and the rules and regulations promulgated thereunder

[REDACTED]

“United States” or “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“VAT”	value-added tax

[REDACTED]

“%”	percent
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In this document, the terms “associate(s),” “close associate(s),” “connected person(s),” “connected transaction(s),” “core connected person(s),” “controlling shareholder(s),” “subsidiary(ies)” and “substantial shareholder(s)” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

For ease of reference, the names of the PRC established companies or entities, laws or regulations have been included in this document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail.