1. FURTHER INFORMATION ABOUT OUR GROUP

Incorporation

Our Company was established as a limited liability company under the laws of the PRC on April 12, 2011 and was converted into a joint stock company with limited liability on March 26, 2015.

Our Company has established a place of business in Hong Kong at Room 1901, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong. Our Company has been registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance, with Ms. Ng Wing Shan (吳詠珊) appointed as the authorized representative of our Company for acceptance of the service of process and any notices required to be served on our Company in Hong Kong.

As we were established in the PRC, our operations are subject to the relevant laws and regulations of the PRC. A summary of the relevant aspects of laws and regulations of the PRC and our Articles of Association is set out in "Taxation and Foreign Exchange," "Summary of Principal Legal and Regulatory Provisions" and "Summary of Articles of Association" in Appendices III, IV and V to this document, respectively.

Changes in the Share Capital of Our Company

There has been no change in the share capital of our Company within the two years immediately preceding the date of this document.

Changes in the Share Capital of Our Subsidiaries

A summary of the corporate information and the particulars of our principal subsidiaries are set out in Note 1 to the Accountants' Report in Appendix I to this document.

The following subsidiaries of our Company were established within the two years immediately preceding the date of this document:

Name of subsidiary	Place of incorporation	Date of incorporation	Registered capital
VISION STAR MEDIA SINGAPORE PTE. LTD.	Singapore	July 1, 2026	SGD100,000

Save as disclosed above, there has been no alteration in the registered capital of our subsidiaries has taken place within the two years preceding the date of this document, and none of our subsidiaries were incorporated within the two years immediately preceding the date of this document.

Resolutions of Our Shareholders

On July 22, 2026, resolutions of our Shareholders were passed pursuant to which, among other things:

(a) the [REDACTED] by our Company of H Shares with a nominal value of RMB1.00 each and such H Shares are to be [REDACTED] on the Stock Exchange;

(b) the number of H shares to be [REDACTED] pursuant to the [REDACTED] shall consist of not more than [REDACTED]% of our Company's total issued share capital immediately following the completion of the [REDACTED] and assuming the [REDACTED] is not exercised, and the grant to the [REDACTED] or other representatives of the [REDACTED] of not more than [REDACTED]% of the aforementioned number of H Shares shall be [REDACTED], subject to market conditions;

(c) subject to the filing procedure with the CSRC, upon completion of the [REDACTED], not more than [REDACTED] Unlisted Shares will be converted into H Shares on a one-to-one basis;

(d) authorization shall be given to our Board or its authorized individual to handle all matters relating to, among other things, the [REDACTED] and [REDACTED] of H Shares on the Stock Exchange, and the conversion of Unlisted Shares into H Shares; and

(e) subject to the completion of the [REDACTED], the revised Articles of Association, which shall become effective on the [REDACTED], shall conditionally be adopted.

2. FURTHER INFORMATION ABOUT OUR BUSINESS

Summary of Material Contracts

Our Group has 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 to us:

(a) the [REDACTED].

Our Intellectual Property Rights

Trademarks

As of the Latest Practicable Date, we had registered the following trademarks, which we consider to be material in relation to our business:

No.	Trademark	Class	Registrant	Place of registration	Registration number	Expiry date
1	Vision Star 剧星传媒	35	Our Company	PRC	31023406	April 27, 2029
2	剧星智库	35	Our Company	PRC	15783244	January 20, 2036
3	剧星智库	35	Our Company	PRC	15783203	January 27, 2036
4		32	Hefei Magic Bee	PRC	67224891	June 20, 2033
5		33	Hefei Magic Bee	PRC	67224891	March 27, 2033

Copyright

As of the Latest Practicable Date, we are the owner of the following material copyright, details of which are as follows:

No.	Copyright Name	Owner	Registration No.	First Published Date	Place of Registration
1	Xingyu Zhixuan Platform (星域智選-平台)	Our Company	2025SR1380264	—	PRC
2	Vision Star Influencer Commission Visualization Platform (劇星達人分佣可視化平台)	Our Company	2025SR1049109	—	PRC
3	Vision Star Cross-border E-commerce API Management Platform (劇星跨境電商API管理平台)	Our Company	2025SR1047978	—	PRC
4	Vision Star Influencer System Platform (劇星達人系統-平台)	Our Company	2025SR0752053	—	PRC
5	Vision Star Jingcheng System Platform (劇星京橙系統-平台)	Our Company	2025SR0753713	—	PRC
6	Vision Star Xingjing Advertising Placement Tool Platform (劇星星鏡廣告投放工具-平台)	Our Company	2024SR0154677	December 1, 2022	PRC
7	Vision Star Short Video Service Supply Platform (劇星短視頻服務供應平台)	Our Company	2019SR0239618	November 22, 2018	PRC
8	Vision Star Short Video Administrator Platform (劇星短視頻管理員平台)	Our Company	2019SR0238025	May 20, 2018	PRC
9	Vision Star Short Video IP Management Platform (劇星短視頻IP管理平台)	Our Company	2019SR0239578	January 4, 2018	PRC
10	Vision Star Short Video Website Software (劇星短視頻網站軟件)	Our Company	2019SR0238034	March 15, 2018	PRC
11	Vision Star Short Video Service Request Platform (劇星短視頻服務需求發送平台)	Our Company	2019SR0239080	September 13, 2018	PRC
12	Vision Star Cross-screen Media Optimization System (劇星跨屏媒體優化系統)	Our Company	2017SR249245	January 5, 2017	PRC
13	Vision Star CSCRS Evaluation System (劇星CSCRS評估系統)	Our Company	2017SR249236	December 28, 2016	PRC
14	Vision Star Real-time Advertising Placement Monitoring Software (劇星廣告投放實時監測軟件)	Our Company	2017SR249260	December 20, 2016	PRC
15	Vision Star Huitou System (劇星慧投系統)	Our Company	2017SR222072	February 14, 2017	PRC
16	Vision Star Advertising Placement Data Mining and Analysis Software (劇星廣告投放數據挖掘分析軟件)	Our Company	2017SR222087	December 8, 2016	PRC
17	Vision Star Advertising Slot Optimization and Analysis Software (劇星廣告位優化分析軟件)	Our Company	2017SR222190	December 15, 2016	PRC
18	Vision Star Hot Content Expectation Index System (劇星熱點內容期待指數系統)	Our Company	2015SR148701	December 2, 2014	PRC
19	Vision Star TV Drama Online Viewership Forecasting System (劇星電視劇網絡播放量預估系統)	Our Company	2015SR148705	March 1, 2015	PRC
20	Vision Star Real-time Correlation Calibration System (劇星實時關係校正系統)	Our Company	2015SR148776	July 3, 2015	PRC
21	Vision Star Content Platform Matching System (劇星內容平台匹配系統)	Our Company	2015SR148801	May 16, 2015	PRC
22	Vision Star Online Viewership Collection System (劇星網絡播放量採集系統)	Our Company	2015SR113325	February 1. 2014	PRC

No.	Copyright Name	Owner	Registration No.	First Published Date	Place of Registration
23	Vision Star Online Viewership Ranking System (劇星網絡播放量排名系統)	Our Company	2015SR113347	April 5, 2014	PRC
24	Vision Star Online Popularity Collection System (劇星網絡熱度採集系統)	Our Company	2015SR113307	September 6, 2014	PRC
25	Vision Star Online Popularity Ranking System (劇星網絡熱度排名系統)	Our Company	2015SR113322	November 2, 2014	PRC
26	Cartoon Characters (卡通形象)	Our Company	Qianzuodengzi-2025-F-01505150 (黔作登字-2025-F-01505150)	—	PRC
27	E-commerce Retail ERP Customer Information Management System (電商零售ERP客戶資訊管理系統)	Hefei Magic Bee	2022SR1625412	October 9, 2022	PRC
28	E-commerce Inventory and Sales ERP Order Management System (電商進銷存ERP訂單管理系統)	Hefei Magic Bee	2022SR1623494	September 1, 2022	PRC
29	Juxiao Taobao Live Streaming Interface Software (巨效淘寶直播對接軟件)	Shanghai Energy Star	2022SR0960983	—	PRC
30	Energy Star Kuaishou Live Streaming Interface Software (巨效快手直播對接軟件)	Shanghai Energy Star	2022SR0953871	—	PRC
31	Energy Star Douyin Live Streaming Interface Software (巨效抖音直播對接軟件)	Shanghai Energy Star	2022SR0953648	—	PRC
32	Energy Star Guangdiantong Platform Interface Plug-in System (巨效廣點通平台對接插件系統)	Shanghai Energy Star	2020SR1654777	—	PRC
33	Energy Star Great Advertising Festival Works Submission and Distribution Platform (巨效大廣節作品收發平台)	Shanghai Energy Star	2020SR1648728	—	PRC
34	Energy Star Multi-platform Data Monitoring and Management System (巨效多平台數據監測管理系統)	Shanghai Energy Star	2020SR1654776	—	PRC
35	Energy Star Toutiao Conversion Push Platform (巨效頭條轉化推送平台)	Shanghai Energy Star	2020SR1648730	—	PRC
36	Energy Star Toutiao Advertising Placement Platform (巨效頭條廣告投放平台)	Shanghai Energy Star	2020SR1654778	—	PRC
37	Energy Star Kuaishou Platform Interface Plug-in System (巨效快手平台對接插件系統)	Shanghai Energy Star	2020SR1654792	—	PRC
38	Energy Star Toutiao Advertiser Data Management Platform (巨效頭條廣告主數據管理平台)	Shanghai Energy Star	2020SR1654779	—	PRC
39	Energy Star Douyin Platform Interface Plug-in System (巨效抖音平台對接插件系統)	Shanghai Energy Star	2020SR1643747	—	PRC
40	Energy Star Toutiao Batch Report Management System (巨效頭條批量報表管理系統)	Shanghai Energy Star	2020SR1643745	—	PRC
41	Energy Star OKR Office Software Client System (巨效OKR辦公軟件客戶端系統)	Shanghai Energy Star	2020SR1643746	—	PRC
42	Socialstar Qianchuan Data Reporting Management Tool Platform (搜秀千川數報管理工具-平台)	Shanghai Socialstar	2024SR2107340	—	PRC

No.	Copyright Name	Owner	Registration No.	First Published Date	Place of Registration
43	Socialstar Advertising Data Management Tool Platform (搜秀廣告數據管理工具-平台)	Shanghai Socialstar	2024SR1950993	—	PRC
44	Socialstar Brand Advertising Placement Tool Platform (搜秀品牌廣告投放工具-平台)	Shanghai Socialstar	2024SR1916763	—	PRC
45	Socialstar Video Pre-testing Tool Platform (搜秀視頻前測工具-平台)	Shanghai Socialstar	2024SR1204313	—	PRC
46	Socialstar Xingchuang Tool Platform (搜秀星創工具-平台)	Shanghai Socialstar	2024SR1078271	—	PRC
47	Socialstar Desk Intelligent Creative Asset Management Advertising Placement Tool Platform (搜秀Desk智慧效果素材管理廣告投放工具-平台)	Shanghai Socialstar	2022SR1603610	September 1, 2021	PRC
48	Video Material Automatic Collection System (視頻素材自動採集系統)	Vision Star Brilliant	2017SR449046	November 2, 2016	PRC
49	Diversified Advertising Link Publishing System (多元化廣告鏈接呈現發佈系統)	Vision Star Brilliant	2017SR448741	June 1, 2016	PRC
50	Advertising Publishing System Based on Embedded Terminals (基於嵌入式終端的廣告發佈系統)	Vision Star Brilliant	2017SR449712	—	PRC
51	Video and Audio Synchronization Calibration and Control System (視頻音頻同步校準調控系統)	Vision Star Brilliant	2017SR449724	December 8, 2016	PRC
52	Tag-based Targeted Advertising Publishing System for Internet Customer Groups (互聯網客戶群標籤化定向廣告發佈系統)	Vision Star Brilliant	2017SR449717	—	PRC
53	Advertising Publishing CTR Forecasting System (廣告發佈CTR預估計算系統)	Vision Star Brilliant	2017SR447541	July 2, 2016	PRC
54	Online Advertising Publishing Performance Statistical Calculation System (網絡廣告發佈效益統計計算系統)	Vision Star Brilliant	2017SR227094	February 27, 2017	PRC
55	Online Advertising Publishing Customer Group Analysis System (網絡廣告發佈客戶群分析系統)	Vision Star Brilliant	2017SR226248	November 29, 2016	PRC
56	Online Advertising Publishing Time Slot and Duration Analysis System (網絡廣告發佈時段時長分析系統)	Vision Star Brilliant	2017SR226140	March 20, 2017	PRC
57	Online Advertising Publishing Expected Performance Calculation System (網絡廣告發佈預期效益計算系統)	Vision Star Brilliant	2017SR221227	December 21, 2016	PRC
58	Online Advertising Publishing Viewership and Click Data Collection and Analysis System (網絡廣告發佈觀看點擊量數據採集分析系統)	Vision Star Brilliant	2017SR217866	March 13, 2017	PRC
59	Online Advertising Publishing Competitor Data Statistical Analysis System (網絡廣告發佈競爭方數據統計分析系統)	Vision Star Brilliant	2017SR218034	February 6, 2017	PRC

Domain Name

As of the Latest Practicable Date, we have registered the following domain names, which we consider to be material in relation to our business:

No.	Domain name	Registrant	Expiry date
1	visionstar.cn	Our Company	April 24, 2030
2	souxiu.cn	Shanghai Socialstar	April 7, 2027
3	7mm.cn	Shanghai Socialstar	February 22, 2028
4	socialstar.cn	Shanghai Socialstar	September 10, 2027

Save as aforesaid, as of the Latest Practicable Date, there were no other trademarks or other intellectual or industrial property rights which we consider to be material in relation to our business.

3. DISCLOSURE OF INTERESTS

Disclosure of interests of our Directors and Chief Executive

Save as disclosed below, immediately following the completion of the [REDACTED], and Conversion of Unlisted Shares into H Shares, assuming that the [REDACTED] is not exercised, the interests and/or short positions of the Directors and the chief executive of our Company in the Shares, underlying Shares and debentures of our Company and any interests and/or short positions in shares, underlying shares or debentures of any of our Company's associated corporations (within the meaning of Part XV of the SFO) which 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 and/or short positions which they have taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules, to be notified to our Company, once the H Shares are [REDACTED] on the Stock Exchange:

Interests in our Company

Name of Director, chief executive	Position	Nature of interest[1]	Number and description of Shares held	Approximate percentage of shareholding in the relevant type of Shares[2]	Approximate percentage of shareholding in the total share capital of our Company[2]
Mr. Zha Daocun (查道存)[3]	Chairman of the Board, executive Director and president	Beneficial owner	[REDACTED] H Shares	[REDACTED]%	[REDACTED]%
		Interest of spouse	[REDACTED] Unlisted Shares	[REDACTED]%	[REDACTED]%
Ms. Chang Qing (常青)	Executive Director and senior vice president	Beneficial owner	[REDACTED] H Shares	[REDACTED]%	[REDACTED]%
			[REDACTED] Unlisted Shares	[REDACTED]%	[REDACTED]%
Mr. Gao Zhiyong (高志勇)	Executive Director and senior vice president	Beneficial owner	[REDACTED] H Shares	[REDACTED]%	[REDACTED]%
			[REDACTED] Unlisted Shares	[REDACTED]%	[REDACTED]%
Mr. Yu Xianghua (俞湘華)	Executive Director and executive president	Beneficial owner	[REDACTED] H Shares	[REDACTED]%	[REDACTED]%
			[REDACTED] Unlisted Shares	[REDACTED]%	[REDACTED]%
Ms. Liu Yingying (劉瀅瀅)	Executive Director and vice president	Beneficial owner	[REDACTED] H Shares	[REDACTED]%	[REDACTED]%
			[REDACTED] Unlisted Shares	[REDACTED]	[REDACTED]

Notes:

(1) All interests stated are long positions.

(2) The calculation is based on the total number of [REDACTED] H Shares [REDACTED] upon [REDACTED] comprising (i) an aggregate of [REDACTED] H Shares to be [REDACTED] from the Unlisted Shares and (ii) [REDACTED] H Shares to be [REDACTED] pursuant to the [REDACTED] (without taking into account the H Shares which may be [REDACTED] upon the exercise of the [REDACTED]).

(3) As of the Latest Practicable Date, Mr. Zha Daocun and Ms. Jiang Hong, being spouses, directly held 55,478,260 and 354,312 Shares of our Company, respectively. Mr. Zha Daocun was deemed to be interested in the Shares held by Ms. Jiang Hong for purposes of Part XV of the SFO.

Interest in our associated corporations

So far as our Directors are aware, immediately following the completion of the [REDACTED], no Directors or the chief executive will, directly or indirectly, be interested in the shares or underlying shares of the associated corporations of our Company.

Disclosure of Interests of Substantial Shareholders

Save as disclosed in the section headed "Substantial Shareholders" in this document, immediately following the completion of the [REDACTED] and the Conversion of Unlisted Shares into H Shares and without taking into account any Shares which may be [REDACTED] pursuant to the exercise of the [REDACTED], our Directors are not aware of any other person (other than our Directors or chief executive) who will have an interest or short position in our Shares or the underlying Shares which would fall to be disclosed to us and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who is, directly or indirectly, interested in 10% or more of the nominal value of any class of our share capital carrying rights to vote in all circumstances at general meetings of our Company or any other members of our Group. Our Directors are not aware of any arrangement which may at a subsequent date result in a change of control of our Company or any other member of our Group.

Directors' Service Contracts and Letters of Appointment

We [have entered] into a service contract or appointment letter with each of our Directors. The principal particulars of these service contracts and appointment letters comprise (a) the term of the service, (b) termination provisions, and (c) dispute resolution provisions. The service contracts and appointment letters may be renewed in accordance with our Articles of Association and the applicable laws, rules and regulations from time to time.

Save as disclosed above, none of our Directors have entered, or have proposed to enter, a service contract with any member of our Group (other than contracts expiring or determinable by the employer within one year without the payment of compensation (other than statutory compensation)).

Directors' Remuneration

For details of the remuneration of Directors, see "Directors and Senior Management — Remuneration of Directors and Senior Management" and Note 8 to the Accountants' Report in Appendix I to this document.

Disclaimers

(a) None of the Directors nor any of the experts referred to in "Qualifications and Consents of Experts" below has any direct or indirect interest in the promotion of, or in any assets which have been, within two years immediately preceding the date 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.

(b) Save in connection with the [REDACTED], none of the Directors nor any of the experts referred to "Qualifications and Consents of Experts" below is (i) materially interested in any contract or arrangement subsisting at the date of this document which is interested legally or beneficially in any shares in any member of our Group; or (ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any securities in any member of our Group.

(c) No cash, securities or other benefit has been paid, allotted or given within the two years preceding the date of this document to any promoter of our Company, nor is any such cash, securities or benefit intended to be paid, allotted or given on the basis of the [REDACTED] or related transactions as mentioned.

(d) So far as is known to our Directors, none of our Directors or their associates or any Shareholders who are expected to be interested in 5% or more of the issued share capital of our Company has any interest in the five largest customers or the five largest suppliers of our Group.

4. OTHER INFORMATION

Estate Duty

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

Litigation

Save as disclosed in this document and so far as our Directors are aware, no litigation or claim of material importance is pending or threatened against any member of our Group.

Sole Sponsor

The Sole Sponsor has made an [REDACTED] on our behalf to the [REDACTED] for the [REDACTED], and permission to [REDACTED], the H Shares in [REDACTED] and to be [REDACTED] pursuant to the [REDACTED] (including any additional H Shares which may be [REDACTED] pursuant to the exercise of the [REDACTED]).

The Sole Sponsor satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules. The Sole Sponsor will receive a fee of HK$6.0 million for acting as a sponsor for the [REDACTED].

No Material Adverse Change

Save as disclosed in this document, our Directors confirm that there has been no material adverse change in the financial or trading position of our Group since March 31, 2026, being the end of the period reported on in the Accountants' Report set out in Appendix I to this document.

Qualifications and Consents of Experts

This document contains statements made by the following experts:

Name of Expert	Qualifications
SPDB International Capital Limited	A licensed corporation to conduct Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO
Jingtian & Gongcheng	Legal advisor as to PRC laws
KPMG	Certified Public Accountants, Public Interest Entity Auditor registered in accordance with the Accounting and Financial Reporting Council Ordinance
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Independent industry consultant

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

The experts named above have each given and have not withdrawn their respective written consents to the issuance of this document with copies of their reports, letters, opinions or summaries of opinions (as the case may be) and references to their names included in the form and context in which they are respectively included.

Compliance Advisor

We have appointed SPDB International Capital Ltd. as our Compliance Advisor upon the [REDACTED] in compliance with Rule 3A.19 of the Listing Rules.

Promoters

Our Company was converted into a joint stock limited company on March 26, 2015. Information about our promoters upon the conversion of our Company into a joint stock limited company is as follows:

Name of Shareholder	Number of Shares held upon our conversion	Shareholding percentage upon our conversion *(Approximately)*
Mr. Zha Daocun (查道存)	18,000,000	60.00%
Mr. Yu Xianghua (俞湘華)	3,000,000	10.00%
Ms. Wu Jingxuan (吳景璇)	3,000,000	10.00%
Mr. Gao Zhiyong (高志勇)	3,000,000	10.00%
Ms. Chang Qing (常青)	3,000,000	10.00%
Total	30,000,000	100%

Note: All of our promoters were founders of our Group and were involved in the management and operation of our Group at the time of our conversion into a joint stock limited company.

Within the two years immediately preceding the date of this document, no cash, securities, amount or other benefit has been paid, allotted or given nor has been proposed to be paid, allotted or given to any of the promoters named above in connection with the [REDACTED] or the related transactions described in this document.

Preliminary Expenses

We have not incurred any material preliminary expenses.

Taxation of Holders of H Shares

Hong Kong stamp duty, currently charged at the ad valorem rate of 0.10% on the higher of the consideration for, or the market value of, the H Shares, will be payable by the purchaser on every purchase and by the seller on every sale of any Hong Kong securities, including H Shares (in other words, a total of 0.20% is currently payable on a typical sale and purchase transaction involving H Shares). In addition, a fixed stamp duty of HK$5.00 is currently payable on any instrument of transfer of H Shares. Where one of the parties is a resident outside Hong Kong and does not pay the ad valorem duty due by it, the duty not paid will be assessed on the instrument of transfer (if any) and will be payable by the transferee. If no stamp duty is paid on or before the due date, a penalty of up to 10 times the duty payable may be imposed.

Binding Effect

This document shall have the effect, where an [REDACTED] is made in pursuance hereof, of rendering all persons concerned bound by all of the provisions (other than the penal provisions) of sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance insofar as applicable.

Bilingual Document

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

Miscellaneous

(a) Save as disclosed in this document, within the two years immediately preceding the date of this document:

(i) 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 no Directors, promoters or experts named in "— 4. Other Information — Qualifications and Consents of Experts" in this section have received any such payment or benefit;

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

(iii) none of our Directors or the experts named in "— 4. Other Information — Qualifications and Consents of Experts" in this section have any interest, direct or indirect, in any assets, or the promotion thereof, which have been 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; and

(iv) no commissions (but not including commissions to [REDACTED]) have been paid or payable for subscribing or agreeing to subscribe, or procuring or agreeing to procure subscriptions, for any Shares or debentures of our Company.

(b) Save as disclosed in this document:

(i) there is no arrangement under which future dividends are waived or agreed to be waived;

(ii) our Company has no outstanding convertible debt securities or debentures;

(iii) there are no founder, management or deferred shares in our Company or any of our subsidiaries;

(iv) no capital of any member of our Group is under option, or is agreed conditionally or unconditionally to be put under option;

(v) there has not been any interruption in the business of our Group which may have or have had a significant effect on our financial position in the 12 months immediately preceding the date of this document; and

(vi) none of our Directors are 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.