

DEFINITIONS

In this [REDACTED], unless the context otherwise requires, the following expressions have the following meanings:

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| <i>"29 May 2009 Agreement"</i> | agreement entered into by SLL to acquire the rights in the patents of the "Tube-in-Tube" Fluorescent Lamp technology from its original inventors and owners, Mr. Chan and Mr. Ng dated 29 May 2009 |
| <i>"32L Notice"</i> | the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| <i>"Abundance"</i> | Abundance Development Limited, a limited liability company incorporated in BVI on 24 August 2009, the issued share capital of which is owned as to 100% by Mr. Mansfield Wong |
| <i>"Articles" or "Articles of Association"</i> | the articles of association of our Company conditionally adopted on 5 March 2015 to take effect on the [REDACTED], a summary of which is set out in Appendix III to this [REDACTED] |
| <i>"associate(s)" or "close associate(s)"</i> | each has the meaning ascribed thereto under the GEM Listing Rules |
| <i>"BEEO"</i> | the Buildings Energy Efficiency Ordinance (Chapter 610 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| <i>"Beneficial Owners"</i> | Miss Cheng, Mr. Cheung, Mr. Lau, Mr. Sun and Mr. Kwan |
| <i>"Board" or "Board of Directors"</i> | the board of Directors of our Company as at the date of this [REDACTED] |
| <i>"Business Day"</i> | a day (other than a Saturday, Sunday or public holiday) on which licensed banks in Hong Kong are generally open for normal banking business |
| <i>"BVI"</i> | the British Virgin Islands |
| [REDACTED] | the Central Clearing and Settlement System established and operated by [REDACTED] |
| <i>"[REDACTED] Clearing Participant"</i> | a person admitted to participate in [REDACTED] as a direct clearing participant or general clearing participant |

DEFINITIONS

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| "[REDACTED] Custodian Participant" | a person admitted to participate in [REDACTED] as a custodian participant |
| "[REDACTED] Investor Participant" | a person admitted to participate in [REDACTED] as an investor participant who may be an individual or joint individuals or a corporation |
| "[REDACTED] Operational Procedures" | the operational procedures of [REDACTED] in relation to [REDACTED], containing the practices, procedures and administrative requirements relating to the operations and functions of [REDACTED], as from time to time in force |
| "[REDACTED] Participant" | a [REDACTED] Clearing Participant, a [REDACTED] Custodian Participant or a [REDACTED] Investor Participant |
| "China" or "PRC" | People's Republic of China which, for the purpose of this [REDACTED] and for geographical reference only, excludes Hong Kong, Macau and Taiwan |
| "China Jingan" | 中國京安信用擔保有限公司 (China Jingan Credit Guarantee Co. Ltd.)*, a state-controlled enterprise in the PRC |
| "Class B Shares Redemption Option" | option to request Synergy Worldwide to redeem the Class B Shares within the period of 60 days after the second anniversary of the date of issue of the Class B Shares at the redemption price per Class B Share equal to its issue price plus an additional amount equal to 10% per annum on the issue price of such Class B Share less the amount of any dividends declared and paid in respect of the Class B Shares during the 2 years |
| "CLC" or "Sponsor" or [REDACTED] | <u>CLC International Limited, a corporation licensed to carry out type 1 (dealing in securities) and type 6 (advising on corporate finance) regulated activities under the SFO</u> |
| "Companies Law" | The Companies Law, Cap 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands |
| "Companies Ordinance" | the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| "Company" or "our Company" | Synergy Group Holdings International Limited (滙能集團控股國際有限公司), a company incorporated under the laws of the Cayman Islands with limited liability on 14 December 2011 |
| "Companies (WUMP) Ordinance" | 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 |

DEFINITIONS

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| <i>"Confidential Information"</i> | confidential information and information relating to our intellectual property rights that is passed to the OEMs for production of our "Tube-in-Tube" Fluorescent Lamps or high bay lamps, as appropriate |
| <i>"Confidentiality Agreements"</i> | the four agreements entered into by SLL with our four OEMs concerning the Confidential Information |
| <i>"connected person(s)" or "core connected person(s)"</i> | each has the meaning ascribed thereto in the GEM Listing Rules |
| <i>"Consultancy Services"</i> | consultancy services provided by our Group to third parties in assisting them in providing energy saving services in their markets |
| <i>"Controlling Shareholders"</i> | has the meaning ascribed thereto in the GEM Listing Rules and for the purpose of this [REDACTED], unless the context requires otherwise, refers to Mr. Alastair Lam, Mr. Mansfield Wong, Abundance and Mr. Arthur Lam as a group of persons acting in concert who together held approximately [REDACTED] shareholding interest in our Company immediately prior to completion of the [REDACTED] and is deemed as our controlling Shareholders immediately prior to completion of the [REDACTED] |
| <i>"Corporate Governance Code"</i> | the Corporate Governance Code and Corporate Governance Report set out in Appendix 15 to the GEM Listing Rules, as amended, supplemented or otherwise modified from time to time |
| <i>"CS Contract(s)"</i> | the Consultancy Services contract(s) entered into between our Group and our customers |
| <i>"Deed of Indemnity"</i> | the deed of indemnity entered into by Mr. Mansfield Wong, Abundance and Mr. Arthur Lam (each as an indemnifier) in favour of our Group on [REDACTED] |
| <i>"Director(s)"</i> | the director(s) of our Company |
| <i>"EJV Agreement"</i> | sino-foreign equity joint venture agreement entered into by Synergy (China) with China Jingan and Topgal for establishing Jingan Synergy |
| <i>"Electricity Ordinance"</i> | the Electricity Ordinance (Chapter 406 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| <i>"Electrical Products (Safety) Regulation"</i> | the Electrical Products (Safety) Regulation (Chapter 406G of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |

DEFINITIONS

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| "EMSD" | Electrical and Mechanical Services Department of the Government of Hong Kong |
| "Exchangeable Notes" | the two exchangeable notes of HK\$4,000,000 face value each, both dated 31 October 2010 executed between Mr. Alastair Lam and each of Mr. Chow and Mr. Tong respectively |
| "Existing Individual Shareholder(s)" | the existing individual shareholder(s) of Synergy Worldwide prior to the Reorganisation and subsequently our Company (other than Mr. Alastair Lam, Abundance, Mr. Arthur Lam and Fine Sky) |
| "Existing Shareholder(s)" | those person(s) who held shares in Synergy Worldwide immediately prior to completion of the Reorganisation and who then held Shares immediately upon completion of the Reorganisation, consisting of the Existing Individual Shareholders, Mr. Alastair Lam, Abundance, Mr. Arthur Lam and Fine Sky |
| "Faeco" | Faeco International Limited, a limited liability company incorporated in Hong Kong on 4 October 2002, the issued share capital of which is owned as to 98% by Mr. Chan, 1% by Mr. Ng and 1% by Mr. Ng Wai Kee |
| "Fine Sky" | Fine Sky International Enterprise Limited, a limited liability company incorporated in Hong Kong on 6 August 2009, the issued share capital of which is owned as to 50% by Mr. Chan and 50% by Mr. Ng. Fine Sky is a shareholder of Synergy Worldwide immediately prior to completion of the Reorganisation and a Shareholder immediately upon completion of the Reorganisation and a consultant engaged by SLL to provide research and development services to our Group pursuant to a consultancy contract entered into between SLL and Fine Sky on 29 March 2012 and an extension agreement made between the parties on 4 September 2013, details of which are set out in the paragraphs headed "SLL" in the section headed "History and corporate development" in this [REDACTED] |
| "GEM" | the Growth Enterprise Market of the Stock Exchange |
| "GEM Listing Rules" | the Rules Governing the Listing of Securities on GEM as amended, supplemented or otherwise modified from time to time |
| "General Rules of [REDACTED]" | the terms and conditions regulating the use of [REDACTED], as may be amended or modified from time to time and where the context so permits, shall include the [REDACTED] Operational Procedures |

DEFINITIONS

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| <i>"Group" or "our Group"</i> | our Company and its subsidiaries or, where the context so requires, in respect of the period before our Company became the holding company of its present subsidiaries, the present subsidiaries of our Company |
| <i>"HKFRS(s)"</i> | Hong Kong Financial Reporting Standard(s) |
| <i>"HKICPA"</i> | the Hong Kong Institute of Certified Public Accountants (formerly known as the Hong Kong Society of Accountants) |
| [REDACTED] | Hong Kong Securities Clearing Company Limited |
| "[REDACTED] Nominees" | [REDACTED] Nominees Limited, a wholly-owned subsidiary of [REDACTED] |
| <i>"Hong Kong" or "HK"</i> | the Hong Kong Special Administrative Region of the PRC |
| <i>"Hong Kong Share Registrar"</i> | [REDACTED] |
| <i>"Incorporate Agreement"</i> | the Original Incorporate Agreement and the Supplemental Deed |
| <i>"Independent Third Party(ies)"</i> | party(ies) which is/are not connected with (within the meaning of the GEM Listing Rules) any of our Directors, chief executive of our Company, our substantial Shareholders and the directors, chief executive(s) and substantial shareholders of any other members of our Group and their respective associates |
| <i>"Ipsos"</i> | Ipsos Hong Kong Ltd., the industry expert engaged by our Company to prepare the Ipsos Report |
| <i>"Ipsos Report"</i> | an industry report dated 19 December 2014 prepared by Ipsos which was commissioned by us in relation to, among other things, the energy saving industry |
| <i>"IRD"</i> | Inland Revenue Department of Hong Kong |
| <i>"IRO"</i> | the Inland Revenue Ordinance (Chapter 112 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| <i>"Jingan Synergy"</i> | Jingan Synergy Energy Management Company Limited* (京安滙能能源管理有限公司), a sino-foreign equity joint venture company established in the PRC on 23 September 2013, a former subsidiary of our Group, of which its 72% shareholding was owned by Synergy (China), 20% shareholding was owned by China Jingan, and 8% shareholding was owned by Topgal |

DEFINITIONS

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| <i>"Latest Practicable Date"</i> | [REDACTED], being the latest practicable date prior to the publication of this [REDACTED] for ascertaining certain information referred to in this [REDACTED] |
| <i>"Lead Manager"</i> | [REDACTED] |
| [REDACTED] | the [REDACTED] of the Shares on GEM [REDACTED] |
| <i>"[REDACTED] Division"</i> | the [REDACTED] Division of the Stock Exchange |
| <i>"LNG"</i> | La Nao Green Limited, a limited liability company incorporated in Hong Kong on 19 May 2010, being our joint venture partner which held 45% of the entire issued share capital of SLM prior to the disposal of the 55% issued share capital of SLM from Synergy Worldwide to LNG on 17 October 2014 |
| <i>"Macau"</i> | the Macau Special Administrative Region of the PRC |
| <i>"Macau Joint Venture Agreement"</i> | the joint venture agreement dated 17 November 2011 entered into between Synergy Worldwide and SIEPS in relation to the partnership in Macau (as supplemented and amended by the two supplemental agreements both dated 21 August 2012 entered into by the parties to the Macau Joint Venture Agreement to amend certain terms of the Macau Joint Venture Agreement) |
| <i>"Main Board"</i> | the securities market operated by the Stock Exchange under the Rules Governing [REDACTED] of Securities on the Stock Exchange prior to the establishment of GEM (excluding the options market) and which continues to be operated by the Stock Exchange in parallel with GEM and which, for the avoidance of doubt, excludes GEM |
| <i>"Memorandum" or "Memorandum of Association"</i> | the memorandum of association of our Company as amended, supplemented or otherwise modified from time to time |
| <i>"Miss Cheng"</i> | Miss Cheng Wan Gi, one of the Existing Individual Shareholders |
| <i>"Miss HY Tsang"</i> | Miss Tsang Hui Yan, one of the Existing Individual Shareholders |
| <i>"Miss Liu"</i> | Miss Liu Ai Mei, one of the Existing Individual Shareholders |
| <i>"Mpplication"</i> | Mpplication Group Limited, a limited liability company incorporated in Hong Kong on 16 February 2009, the issued share capital of which is owned as to 100% by Mr. Mansfield Wong |

DEFINITIONS

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| <i>"Mr. Alastair Lam"</i> | Mr. Lam Chung Ho Alastair, our founder, a non-executive Director and one of the Controlling Shareholders |
| <i>"Mr. Arthur Lam"</i> | Mr. Lam Arthur, an executive Director and one of the Controlling Shareholders |
| <i>"Mr. Chan"</i> | Mr. Chan Kam Kwan, one of the original inventors and owners of our "Tube-in-Tube" Fluorescent Lamp technology and one of the shareholders of Fine Sky |
| <i>"Mr. Cheung"</i> | Mr. Cheung Tsun Yung Thomas, one of the Existing Individual Shareholders |
| <i>"Mr. Chow"</i> | Mr. Chow Tze Wah, one of the Existing Individual Shareholders |
| <i>"Mr. Chu"</i> | Mr. Chu Kwok Hung Micky, one of the Existing Individual Shareholders |
| <i>"Mr. Derek Yeung"</i> | Mr. Yeung Ting Lap Derek Emory, an ex-director and ex-shareholder of Synergy Worldwide |
| <i>"Mr. HK Tsang"</i> | Mr. Tsang Ho Kwan, one of the Existing Individual Shareholders |
| <i>"Mr. HK Tsang Option Period"</i> | a period of 60 days from 15 January 2012 |
| <i>"Mr. James Lam"</i> | Mr. Lam Ka Yuk, also known as Mr. Lam Ka Yuk James, the sole shareholder of Well Spread and the spouse of Mrs. Angela Lam |
| <i>"Mr. Kwan"</i> | Mr. Kwan Ka Hing, one of the Existing Individual Shareholders |
| <i>"Mr. Lau"</i> | Mr. Lau Wai Yan, one of the Existing Individual Shareholders |
| <i>"Mr. Ng"</i> | Mr. Ng Wai Kuen, one of the original inventors and owners of our "Tube-in-Tube" Fluorescent Lamp technology and one of the shareholders of Fine Sky |
| <i>"Mr. Paul Lam Jr"</i> | Mr. Lam Sze Chung Paul Jr, one of the Existing Individual Shareholders |
| <i>"Mr. Reinig"</i> | Mr. Werner Reinig, our research and development consultant |
| <i>"Mr. Sun"</i> | Mr. Sun Jianji, one of the Existing Individual Shareholders |
| <i>"Mr. Tong"</i> | Mr. Tong Chi Fung, one of the Existing Individual Shareholders |
| <i>"Mr. Mansfield Wong"</i> | Mr. Wong Man Fai Mansfield, our Chairman, Chief Executive Officer of our Group, an executive Director and one of the Controlling Shareholders |

DEFINITIONS

"Mrs. Angela Lam" Miss Liu Yu Yan Angela, the sole shareholder of Topgal and the spouse of Mr. James Lam

"Mrs. Fiona Lam" Miss Liang Wai Yun Fiona, spouse of Mr. Arthur Lam

"Mrs. Linda Wong" Miss Cai, Linda Xin Xin, spouse of Mr. Mansfield Wong

[REDACTED]

"Note Subscribers" Mr. Chow and Mr. Tong

"Opinions" 《關於加快推行合同能源管理促進節能服務產業發展的意見》
(Opinions on accelerating the implementation of energy management contract to promote the development of energy saving service industry)

"Option" option to request Mr. Alastair Lam to purchase the Class B Shares at the price equal to the redemption price for the Class B Shares Redemption Option set out in the articles of association of Synergy Worldwide

"Option Period" a period of 60 days from the second anniversary of the date of issue of the Class B Shares

"Original Incorporate Agreement" agreement entered into by Synergy Worldwide to further our Group's investments into the energy saving air conditioning and cooling management business dated 21 April 2011

"Patents Ordinance" the Patents Ordinance (Chapter 514 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

[REDACTED] the conditional [REDACTED] of the [REDACTED] by the [REDACTED] for and on behalf of our Company and the [REDACTED] for cash at the [REDACTED] as described in this [REDACTED]

[REDACTED] the final price for each [REDACTED] (excluding brokerage, Stock Exchange trading fee and SFC transaction levy), which will not be more than [REDACTED] per [REDACTED] and is expected to be not less than [REDACTED], such price to be fixed on the Price Determination Date

[REDACTED]

DEFINITIONS

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| <i>"PRC Enterprise Income Tax Law"</i> | 中華人民共和國企業所得稅法 (Enterprise Income Tax Law of the PRC) |
| <i>"Price Determination Agreement"</i> | the agreement to be entered into between our Company (for itself and on behalf of the [REDACTED]) and the Lead Manager (for itself and on behalf of the [REDACTED]) on the Price Determination Date to record and fix the [REDACTED] |
| <i>"[REDACTED]"</i> | the date on which the [REDACTED] is determined, which is expected to be on or around [REDACTED], or such other date as may be agreed between our Company (for itself and on behalf of the [REDACTED]) and the Lead Manager (for itself and on behalf of [REDACTED]) |
| <i>"Reorganisation"</i> | the reorganisation of the group of companies comprising our Group completed on 5 March 2015, which is more particularly described under the section headed "History and corporate development – Group reorganisation" in this [REDACTED] |
| <i>"Reorganisation Agreement"</i> | an agreement entered into between our Company, Synergy Worldwide, Mr. Mansfield Wong and the Existing Shareholders pursuant to which our Company acquired from the Existing Shareholders the entire issued shares of Synergy Worldwide at the consideration of [REDACTED] being issued and allotted to the Existing Shareholders and the 10,000 nil-paid Shares held by Mr. Alastair Lam being credited as fully-paid at par |
| <i>"Return for Profits Tax"</i> | return for profits tax purposes for final assessment for the year 2009/10 and provisional payment for the year 2010/11 in relation to SLL |
| | [REDACTED] |
| <i>"SCM (BVI)"</i> | Synergy Cooling Management Limited, a limited liability company incorporated in BVI on 1 April 2011, and approximately 27.2% issued share capital of which is owned by Synergy Worldwide |
| <i>"SCM (HK)"</i> | Synergy Cooling Management (H.K.) Limited (滙能空調管理(香港)有限公司), a limited liability company incorporated in Hong Kong on 21 April 2011 and wholly-owned by SCM (BVI) |
| <i>"SCMM (BVI)"</i> | Synergy Cooling Management (Malaysia) Limited, a limited liability company incorporated under the laws of BVI on 11 November 2013 and wholly-owned by SCM (BVI) |

DEFINITIONS

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| "SEM (Malaysia)" | Synergy ESCO (Malaysia) Sdn. Bhd., a limited company incorporated in Malaysia on 17 April 2014 and indirectly wholly-owned by SCM (BVI) |
| "SDC" | Council for Sustainable Development of Hong Kong |
| "Second IP Rights Agreement" | the second agreement entered into by SLL, Synergy Worldwide, Mr. Chan, Mr. Ng, Faeco and Fine Sky to transfer the rights in the patents to our Group dated 23 December 2009 |
| "SE (HK)" | Synergy Cooling ESCO (HK) Limited (滙能空調節能服務(香港)有限公司), a limited liability company incorporated in Hong Kong on 11 June 2014 and wholly-owned by SCM (BVI) |
| [REDACTED] | those Shareholders set out under the section headed "Controlling and [REDACTED] Shareholders – [REDACTED]" in this [REDACTED] |
| "SFC" | The Securities and Futures Commission in Hong Kong |
| "SFO" | Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| "SGT" | Synergy Green Technology Limited, a limited liability company incorporated in Hong Kong on 9 June 2010, the issued share capital of which is owned as to approximately 95.9% by Mr. Cheung Wai Man Stephen, approximately 4.0% by Mr. Cheng Chi Kuen and approximately 0.1% by IS Point Refrigeration International Holding Limited |
| "Share Option Scheme" | the share option scheme conditionally approved and adopted by our Company on 5 March 2015, the principal terms of which are summarised in the paragraph headed "Share Option Scheme" in Appendix IV to this [REDACTED] |
| "Shareholder(s)" | holder(s) of the Share(s) |
| "Shares" | shares of HK\$0.01 each in the share capital of our Company |
| "SIEPS" | Synergy International Environmental And Power Saving (Macao) Co. Ltd., a limited liability company incorporated in Macao on 27 February 2012, the issued share capital of which is owned as to 60% by Lei Seong Property Management Company Limited, 30% by Mr. Lam In Wai and 10% by Mr. Leong Kuan Weng, each an Independent Third Party (including its ultimate beneficial owners where applicable) |

DEFINITIONS

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| <i>"Sinochief"</i> | Sinochief Development Limited, a limited liability company incorporated in Hong Kong on 13 June 1997, the issued share capital of which is owned as to 50% by Mr. Tang Kwok Cheung and 50% by Miss Zee Margaret, each an Independent Third Party |
| <i>"SLL"</i> | Synergy Lighting Limited (匯能燈光有限公司), a limited liability company incorporated in Hong Kong on 3 December 2008 and wholly-owned by Synergy Worldwide |
| <i>"SLM"</i> | Synergy Lighting (Mexico) Limited (formerly known as Wise Champ Corporation Limited), a limited liability company incorporated in Hong Kong on 2 December 2010, and previously owned as to 55% by Synergy Worldwide prior to the disposal to LNG on 17 October 2014 |
| <i>"Stock Exchange"</i> | The Stock Exchange of Hong Kong Limited |
| <i>"Supplemental Deed"</i> | the supplemental deed dated 15 February 2013 entered into between Synergy Worldwide (formerly known as Synergy Group Holdings International Limited), SGT, Gain Best Group Limited, Fuqi Holdings Limited, Great Prime Group Limited, Mr. Fok Yin Pong, Sinochief, Mr. HK Tsang, Mr. Cheung Wai Man Stephen and SCM (BVI) to clarify and amend certain terms of the Original Incorporate Agreement |
| <i>"substantial Shareholder(s)"</i> | has the meaning ascribed thereto under the GEM Listing Rules |
| <i>"Success Gold"</i> | Success Gold Investment Ltd., a company incorporated under the laws of BVI, its entire issued share capital is legally and ultimately beneficially owned by Miss Chan Yuk. Each of Success Gold and Miss Chan Yuk is an Independent Third Party |
| <i>"Synergy (China)"</i> | Synergy Lighting (China) Limited, a limited liability company incorporated in Hong Kong on 6 June 2012, and was wholly-owned by Synergy Worldwide prior to the disposal to Mr. Alastair Lam on 10 March 2014 |

DEFINITIONS

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| <i>"Synergy Worldwide"</i> | Synergy Group Worldwide Limited (滙能集團環球有限公司) (formerly known as Synergy Group Holdings International Limited, Synergy Lighting Group Limited, Synergy Group Services Limited and Oriental Champ Investments Limited), a limited liability company incorporated in BVI on 8 August 2008, the issued share capital of which is owned as to approximately [REDACTED], 8.6%, 11.4%, 4.0%, 4.8%, 3.1%, 1.1%, 3.3%, 3.4%, 4.6%, 4.8%, 4.8%, 4.8%, 5.0%, 1.8%, 6.2%, 6.2% and [REDACTED] by Mr. Alastair Lam, Mr. Arthur Lam, Abundance, Fine Sky, Mr. Chu, Mr. Paul Lam Jr, Miss HY Tsang, Sinochief, Mr. HK Tsang, Miss Liu, Mr. Cheung, Miss Cheng, Mr. Sun, Mr. Lau, Mr. Kwan, Mr. Chow, Mr. Tong and Success Gold respectively prior to completion of the Reorganisation and it became a direct wholly-owned subsidiary of our Company immediately upon completion of the Reorganisation |
| <i>"Takeovers Codes"</i> | the Codes on Takeovers and Mergers and Share Buybacks, issued by the SFC, as amended, supplemented or otherwise modified from time to time |
| <i>"Third IP Rights Agreement"</i> | the third agreement entered into by SLL, Synergy Worldwide, Mr. Chan, Mr. Ng, Faeco and Fine Sky to transfer the rights in the patents to our Group dated 30 November 2011 |
| <i>"TMO"</i> | the Trade Marks Ordinance (Chapter 559 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| <i>"Topgal"</i> | Topgal Investment Limited, a limited liability company incorporated in Seychelles on 15 January 2010, the issued share capital of which is owned as to 100% by Mrs. Angela Lam |
| <i>"Track Record Period"</i> | the two financial years ended 31 March 2014 and the six months ended 30 September 2014 |
| [REDACTED] | the [REDACTED] of the [REDACTED] whose name(s) are set out under the section headed "[REDACTED] – [REDACTED]" in this [REDACTED] |
| <i>"[REDACTED] Agreement"</i> | the conditional [REDACTED] agreement dated 12 March 2015 made between, among others, our Company, the executive Directors, the [REDACTED], the Sponsor, the Lead Manager and the [REDACTED] relating to the [REDACTED], particulars of which are summarised in the section headed "[REDACTED]" in this [REDACTED] |
| <i>"United States" or "US"</i> | the United States of America |

DEFINITIONS

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| "Waste Disposal Ordinance" | the Waste Disposal Ordinance (Chapter 354 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| "Waste Disposal Regulation" | the Waste Disposal (Chemical Waste) (General) Regulation (Chapter 354C of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time |
| "we", "us" or "our" | our Company or our Group (as the context may require) |
| "Well Spread" | Well Spread Group Limited, a limited liability company incorporated in BVI on 27 January 2010, the issued share capital is owned as to 100% by Mr. James Lam, a Consultancy Services customer of our Group |
| "Width" | Width International Holdings Limited, a limited liability company incorporated in Hong Kong on 7 September 2006 and dissolved on 9 January 2015, the issued share capital of which was owned as to 50% by Mr. Chan Siu Hong and 50% by Mr. Chan Tsz Ying, each an Independent Third Party |
| "HK\$" and "HK cents" | Hong Kong dollars and cents, respectively, the lawful currency of Hong Kong |
| "RM" | Malaysian Ringgit, the lawful currency of Malaysia |
| "RMB" | Renminbi, the lawful currency of the PRC |
| "US\$", "USD" or "US dollars" | the US dollars, the lawful currency of the US |
| "sq. m." and "sq. ft." | square metre and square feet |
| "%" | per cent. |

For the purposes of this [REDACTED], unless otherwise indicated, the following exchange rates have been used, where applicable, for the purposes of illustration only and do not constitute a representation that any amounts have been, could have been or may be exchanged, at these or any other rates or at all:

HK\$7.78 = US\$1
HK\$100 = RMB81
HK\$2.13 = RM1

Certain amounts and percentage figures included in this [REDACTED] have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.

English translation of the names of non-Hong Kong companies, entities, locations, arrangements or regulations are provided for identification purpose only.