

**[REDACTED]**

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**[REDACTED]**

**[REDACTED]**

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**[REDACTED]**

**[REDACTED]**

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**[REDACTED]**

**[REDACTED]**

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**[REDACTED]**

Pursuant to Rule 17.29 of the GEM Listing Rules, except as otherwise provided for in that rule, no further shares or securities convertible into equity securities of our Company (whether or not of a class already listed) may be issued or form the subject of any agreement to such an issue within six months from the **[REDACTED]** (whether or not such issue of shares or securities will be completed within six months from the **[REDACTED]**).

**[REDACTED]**

**[REDACTED]**

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**[REDACTED]**

[REDACTED]

## COMMISSION AND EXPENSES

The [REDACTED] (for itself and on behalf of the [REDACTED]) will receive an [REDACTED] at the rate of [REDACTED]% of the aggregate [REDACTED] payable for the [REDACTED] in accordance with the terms of the [REDACTED], out of which the [REDACTED] will pay all (if any) [REDACTED], and the Sponsor will, in addition, receive a sponsorship fee. Such fee and commission, together with the [REDACTED], the Stock Exchange trading fee, the SFC transaction levy, legal and other professional fees, printing, translation and other expenses relating to the [REDACTED], amount to approximately HK\$[REDACTED] million (based on the [REDACTED] of HK\$[REDACTED] per [REDACTED], being the mid-point of our indicative [REDACTED] range of [REDACTED]), of which approximately [REDACTED] million is to be borne by our Group and approximately HK\$[REDACTED] million is to be borne by the [REDACTED]. The [REDACTED] shall be solely responsible (in proportion to the number of [REDACTED]) for any fixed transfer duty, ad valorem stamp duty and taxes in respect of the sale and transfer of the [REDACTED], the Stock Exchange trading fee and the SFC transaction levy in respect of the transfer of the [REDACTED], where applicable.

## SPONSOR'S, LEAD MANAGER'S AND [REDACTED] INTERESTS IN OUR COMPANY

The Sponsor will receive a sponsorship fee. The [REDACTED] (for itself and on behalf of the [REDACTED]) will receive an [REDACTED] commission. Particulars of these underwriting commission and expenses are set forth under the sub-paragraph headed "Commission and expenses" of this section.

Our Company has appointed the Sponsor as its compliance adviser pursuant to Rule 6A.19 of the GEM Listing Rules for the period commencing on the [REDACTED] and ending on the date on which our Company complies with Rule 18.03 of the GEM Listing Rules in respect of its financial results for the second full financial year commencing after the [REDACTED], or until the compliance adviser agreement is otherwise terminated in accordance with its terms and conditions.

Save as disclosed above, none of the Sponsor, the [REDACTED] nor the [REDACTED] is interested legally or beneficially in shares of any members of our Group or has any right or option (whether legally enforceable or not) to subscribe for or purchase or to nominate persons to subscribe for or purchase securities in any of the members of our Group nor any interest in the [REDACTED].