

DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the meanings set out below.

“Articles of Association” or “Articles”	our articles of association conditionally adopted on April 12, 2011 to take effect on the [●]
“Associate”	has the meaning ascribed to it under [●]
“Best Outlook”	Best Outlook Limited, a company incorporated in the BVI, a Controlling Shareholder and a company wholly owned by Mr. Kang
“Board” or “Board of Directors”	the board of Directors from time to time
“Brilliant Elevator”	Shenyang Brilliant Elevator Co., Ltd. (瀋陽博林特電梯有限公司), a company incorporated in the PRC and a subsidiary of Yuanda Group
“business day”	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open for business
“BVI”	British Virgin Islands
“CAGR”	compound annual growth rate
“China” or the “PRC”	the People’s Republic of China and, except where the context otherwise requires and only for the purpose of this document, references in this document to China or the PRC exclude Hong Kong, Macau and Taiwan
“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 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company”	Yuanda China Holdings Limited, a company incorporated as an exempted company with limited liability in the Cayman Islands on February 26, 2010
“connected person(s)”	has the meaning ascribed to it under [●]
“Controlling Shareholder(s)”	Mr. Kang, Best Outlook, Neo Pioneer, Long Thrive and the Transferees (as a group), our controlling shareholders (as defined in [●])
“Deed of Non-competition”	a deed of non-competition dated April 12, 2011, given by each of the Controlling Shareholders in favor of us

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“Director(s)”	the director(s) of our Company
“East China”	the region of China comprising Shanghai, Jiangsu, Zhejiang, Anhui and Jiangxi provinces
“EUR” or “Euro”	the euro, the lawful currency of the euro zone
“FAI”	fixed assets investment
“GDP”	gross domestic product, with all references to GDP growth rates to real, as opposed to nominal, rates of GDP growth
“GFA”	gross floor area
“Group”	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, such subsidiaries as if they were the subsidiaries of our Company at the time
“HK\$” or “Hong Kong dollars” or “HK dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of China
“IFRSs”	International Financial Reporting Standards
“independent third party/parties”	person(s) or company/companies which is(are) not a connected person of our Company
“INR” or “Indian Rupee”	the Indian Rupee, the lawful currency of India
“KWD” or “Kuwaiti dinar”	the Kuwaiti dinar, the lawful currency of Kuwait
“Long Thrive”	Long Thrive Limited, a company incorporated in the BVI which is owned by certain of our management personnel and Ms. Kang
“Macau”	the Macau Special Administrative Region of China
“Memorandum” or “Memorandum of Association”	our memorandum of association of the Company, as supplemented, amended or otherwise modified from time to time
“Ministry of Finance”	The Ministry of Finance of the People’s Republic of China (中華人民共和國財政部)
“MOFCOM”	The Ministry of Commerce of the People’s Republic of China (中華人民共和國商務部)
“Mr. Kang”	Mr. Kang Baohua, our chairman, executive Director and Controlling Shareholder
“Ms. Kang”	Ms. Kang Fengxian, the sister of Mr. Kang

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“Neo Pioneer”	Neo Pioneer Limited, a company incorporated in the BVI, which is wholly owned by Mr. Kang to hold Shares set aside by Mr. Kang for our planned share award scheme
“North China”	the region of China comprising Beijing, Tianjin, Hebei and Shanxi provinces
“Northeast China”	the region of China comprising Liaoning, Jilin, Heilongjiang, Shandong, Henan and Inner Mongolia provinces or autonomous region
“NPC” or “National People’s Congress”	PRC National People’s Congress of the PRC (中華人民共和國全國人民代表大會) and its Standing Committee
“PBOC”	People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Company Law”	PRC Company Law (中華人民共和國公司法), as enacted by the NPC on December 29, 1993 and effective on July 1, 1994, as amended, supplemented or otherwise modified from time to time
“PRC Government”	the central government of China and its political subdivisions, (including provincial, municipal and other regional or local government entities) and instrumentalities thereof or, where the context requires, any of them
“Reorganization”	the reorganization arrangements we have undergone, as described in the sections entitled “History and Reorganization” in this document and “Statutory and General Information — Further information about our company and our subsidiaries — Corporate Reorganization” in Appendix VII attached to this document
“RMB” or “Renminbi”	Renminbi yuan, the lawful currency of China
“SAFE”	PRC State Administration of Foreign Exchange (中華人民共和國國家外匯管理局)
“SAIC”	PRC State Administration for Industry and Commerce (中華人民共和國國家工商行政管理總局)
“Shareholders”	holders of Shares
“Shares”	ordinary shares in our share capital with a nominal value of HK\$0.10 each
“Shenyang Yuanda”	Shenyang Yuanda Aluminium Industry Engineering Co., Ltd. (瀋陽遠大鋁業工程有限公司), a company incorporated in China, our wholly owned subsidiary

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“South China”	the region of China comprising Guangdong, Hunan, Fujian, Hainan and Guangxi provinces
“sq.m.”	square meter
“State Council”	State Council of China (中華人民共和國國務院)
“State Administration of Taxation”	State Administration of Taxation of China (中華人民共和國稅務總局)
“subsidiary”	has the meaning ascribed to it under [●]
“Synovate Report”	a report prepared by Synovate Ltd. on the global curtain wall market in general, and the curtain wall market of China, the United States, the United Kingdom, the United Arab Emirates, Australia and Russia in particular, which was commissioned by us
“Track Record Period”	the period comprising our three financial years ended December 31, 2010
“Transferees (as a group)”	Tian Shouliang, Guo Zhongshan, Wu Qingguo, Si Zuobao, Wang Yijun, Wang Lihui, Zhuang Yugang, Yan Lianxue, Li Qi, Xiong Yudi, Li Dawei, Geng Bin and Ms. Kang
“UAE”	the United Arab Emirates
“UK”	the United Kingdom
“U.S.” or “United States”	the United States of America, its territories and possessions and all areas subject to its jurisdiction
“US\$” or “U.S. dollars”	U.S. dollars, the lawful currency of the United States
“we,” “us” or “our”	Yuanda China Holdings Limited, a company incorporated as an exempted company with limited liability in the Cayman Islands on February 26, 2010 and, unless the context otherwise requires, all of its subsidiaries, or where the context refers to any time prior to its incorporation, the business in which the predecessors of its present subsidiaries were engaged and which were subsequently assumed by such subsidiaries pursuant to the Reorganization
“Well Galaxy”	Well Galaxy Limited, a company incorporated in the BVI, our wholly owned subsidiary
“West China”	the region of China comprising Chongqing, Sichuan, Yunnan, Guizhou, Hubei, Shaanxi, Ningxia, Gansu, Qinghai and Xinjiang provinces or autonomous regions

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“Yuanda Group”	Shenyang Yuanda Aluminium Industry Group Ltd. (瀋陽遠大鋁業集團有限公司), a company incorporated in China and owned by Mr. Kang
“Yuanda Hong Kong”	Yuanda (Hong Kong) Holdings Limited, a company incorporated in Hong Kong, our wholly owned subsidiary
“Yuanda Singapore”	Yuanda Aluminium Industry Engineering (Singapore) Pte. Ltd., a company incorporated in Singapore, a wholly owned subsidiary of Yuanda Group

Unless expressly stated or the context otherwise requires, all data in this document are as of the date of this document.

If there is any inconsistency between the official Chinese names of the PRC laws or regulations or the PRC government authorities or the PRC entities mentioned in this document and their English translations, the Chinese version shall prevail. English translations of official Chinese names are for identification purposes only.