
DEFINITIONS

In this prospectus, unless the context otherwise requires, the following terms shall have the meanings set out below. Certain technical terms are explained in the section headed “Glossary of Technical Terms”.

“affiliate(s)”	any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“Application Form(s)”	WHITE Application Form(s), YELLOW Application Form(s) and GREEN Application Form(s) or, where the context so requires, any of them
“Arrangement”	Arrangement between the Mainland of the PRC and Hong Kong Special Administrative Region on the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with respect to Taxes on Income (《內地和香港特別行政區關於對所得避免雙重徵稅和防止偷漏稅的安排》)
“Articles” or “Articles of Association”	the amended and restated articles of association of our Company, adopted on November 26, 2018 which shall become effective upon registration by the Registrar of Corporate Affairs in the BVI prior to the Listing, and as amended from time to time, a summary of which is set out in Appendix III to this prospectus
“AsiaInfo Big Data”	AsiaInfo Big Data Limited, a BVI business company incorporated in the BVI on June 6, 2014, formerly known as AsiaInfo Investment Limited, which is an indirect wholly-owned subsidiary of the Company
“AsiaInfo Big Data HK”	AsiaInfo Big Data (H.K.) Limited (亞信大數據(香港)有限公司), a limited liability company incorporated in Hong Kong on June 20, 2014, formerly known as AsiaInfo Digital (H.K.) Limited (亞信數據(香港)有限公司), which is an indirect wholly-owned subsidiary of the Company
“AsiaInfo China”	AsiaInfo Technologies (China), Inc. (亞信科技(中國)有限公司), formerly known as AsiaInfo Computer Network (Beijing) Co., Ltd. (亞信電腦網絡(北京)有限公司) and AsiaInfo-Linkage Technologies (China), Inc. (亞信聯創科技(中國)有限公司), a wholly foreign-owned enterprise incorporated in the PRC on May 2, 1995, which is an indirect wholly-owned subsidiary of the Company
“AsiaInfo Cayman”	AsiaInfo Cayman Limited, an exempted company with limited liability incorporated in the Cayman Islands on May 5, 2014, which is a direct wholly-owned subsidiary of Parent Cayman

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“AsiaInfo Chengdu”	AsiaInfo Technologies (Chengdu), Inc. (亞信科技 (成都) 有限公司), a limited liability company incorporated in the PRC on December 31, 2001, which is ultimately controlled by Dr. Tian
“AsiaInfo Denmark”	ASIAINFO DENMARK ApS, a limited liability company incorporated in Denmark on October 11, 2013, which is an indirect wholly-owned subsidiary of PacificInfo
“AsiaInfo Guangzhou Technology”	Guangzhou AsiaInfo Technology Co., Ltd (廣州亞信技術有限公司), a limited liability company incorporated in the PRC on August 11, 2017, which is an indirect wholly-owned subsidiary of the Company
“AsiaInfo Hangzhou Cloud”	Hangzhou AsiaInfo Cloud Information Technologies Limited (杭州亞信雲信息科技有限公司), a limited liability company incorporated in the PRC on February 25, 2007, which is an indirect wholly-owned subsidiary of the Company
“AsiaInfo Hangzhou Software”	Hangzhou AsiaInfo Software Co., Ltd. (杭州亞信軟件有限公司), a limited liability company incorporated in the PRC on May 15, 2015, which is an indirect wholly-owned subsidiary of the Company
“AsiaInfo Holdings”	AsiaInfo Holdings, LLC, formerly known as China-U.S. Business Development International, Inc., AsiaInfo Holdings, Inc. and AsiaInfo-Linkage, Inc., a limited liability company incorporated in Dallas, Texas on June 17, 1993, and re-domiciled to Delaware on June 8, 1998, which is the direct subsidiary of Skipper US
“AsiaInfo HK”	AsiaInfo (H.K.) Limited (香港亞信有限公司), formerly known as AsiaInfo-Linkage (H.K.) Limited (亞信聯創科技(香港)有限公司), a limited liability company incorporated in Hong Kong on November 8, 2010, which is an indirect wholly-owned subsidiary of the Company
“AsiaInfo HK Development”	AsiaInfo (H.K.) Development Limited (香港亞信發展有限公司), formerly known as Linkage-AsiaInfo (H.K.) Limited (聯創亞信科技(香港)有限公司), a limited liability company incorporated in Hong Kong on January 20, 2011, which is an indirect wholly-owned subsidiary of the Company
“AsiaInfo Hunan Software”	Hunan AsiaInfo Software Co., Ltd. (湖南亞信軟件有限公司), a limited liability company incorporated in the PRC on April 16, 2015, which is an indirect wholly-owned subsidiary of the Company

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“AsiaInfo Hungary”	AsiaInfo (Hungary) Kft., a limited liability company incorporated in Hungary on November 12, 2013, which is an indirect wholly-owned subsidiary of PacificInfo
“AsiaInfo International”	AsiaInfo International Investment Limited, a BVI business company incorporated in BVI on July 24, 2014, which is a wholly-owned subsidiary of PacificInfo
“AsiaInfo Malaysia”	AsiaInfo (M) SDN. BHD., a limited liability company incorporated in Malaysia on April 11, 2011, formerly known as AsiaInfo Linkage (M) SDN. BHD., which is an indirect wholly-owned subsidiary of PacificInfo
“AsiaInfo Nanjing”	AsiaInfo Technologies (Nanjing) Inc. (亞信科技(南京)有限公司), formerly known as Linkage Technology (Nanjing) Co., Ltd. (聯創科技(南京)有限公司), Linkage AsiaInfo Technologies (Nanjing), Inc. (聯創亞信科技(南京)有限公司), a wholly foreign-owned enterprise incorporated in the PRC on February 16, 2004, which is an indirect wholly-owned subsidiary of the Company
“AsiaInfo Nanjing Software”	Nanjing AsiaInfo Software Co., Ltd. (南京亞信軟件有限公司), a limited liability company incorporated in the PRC on February 6, 2015, which is an indirect wholly-owned subsidiary of the Company
“AsiaInfo Securities”	AsiaInfo Security Limited, a BVI business company incorporated in the BVI on July 11, 2014, which is ultimately controlled by Dr. Tian
“AsiaInfo Services”	AsiaInfo Services Inc., formerly a limited liability company incorporated in Texas on October 21, 1993 as a wholly-owned subsidiary of AsiaInfo Holdings, which was dissolved on May 24, 1999
“AsiaInfo Singapore”	ASIAINFO INTERNATIONAL PTE. LTD., a private company limited by shares incorporated in Singapore on September 11, 2009, which is a direct subsidiary of AsiaInfo International
“AsiaInfo Technologies HK”	AsiaInfo Technologies (H.K.) Limited (香港亞信科技有限公司) (formerly known as RIGHT START DEVELOPMENTS LIMITED (權利發展有限公司), AsiaInfo (H.K.) Systems Co. Limited (香港亞信系統有限公司) and AsiaInfo-Linkage (H.K.) Systems Co., Limited (香港亞信聯創系統有限公司), a company incorporated in Hong Kong with limited liability on January 20, 1997, which is a direct wholly-owned subsidiary of the Company

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“AsiaInfo Thailand”	ASIAINFO (THAILAND) LIMITED, a juristic person incorporated in Thailand on July 19, 2011, which is an indirect non-wholly-owned subsidiary of International HK, held as to 0.0075% by AsiaInfo Malaysia, as to 0.0025% by International HK and as to 99.99% by AsiaInfo Singapore
“AsiaInfo UK”	ASIAINFO (U.K.) LIMITED, a private company limited by shares incorporated in England on September 16, 2013, which is an indirect wholly-owned subsidiary of PacificInfo
“Banking Ordinance”	the Banking Ordinance, Chapter 155 of the Laws of Hong Kong (as amended, supplemented or otherwise modified from time to time)
“Beijing AsiaInfo Smart Big Data”	Beijing AsiaInfo Smart Big Data Co., Ltd. (北京亞信智慧數據科技有限公司), a wholly foreign-owned enterprise incorporated in the PRC on August 21, 2014, which is an indirect wholly-owned subsidiary of the Company
“Beijing Shangxin Yitong”	Beijing Shangxin Yitong Information Technology Co., Ltd. (北京尚信易通信息技術有限公司), a limited liability company incorporated in the PRC on March 25, 2009, which is an indirect wholly-owned subsidiary of the Company
“Board” or “Board of Directors”	the board of directors of our Company
“Bonson BVI”	BONSON INFORMATION TECHNOLOGY LIMITED, an International Business company incorporated in the BVI on September 10, 1999, which is a wholly-owned subsidiary of Innovation HK
“business day”	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open for business
“BVI”	the British Virgin Islands
“BVI Business Companies Act”	the BVI Business Companies Act, 2004, as amended, supplemented or otherwise modified from time to time
“CAGR”	compound annual growth rate
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Clearing Participant”	a person admitted to participate in CCASS as a direct clearing participant or a general clearing participant

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“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
“CCASS Participant”	a CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant
“China” or “PRC”	the People’s Republic of China excluding, for the purpose of this prospectus, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“China Cloud Tech”	China Cloud Tech Partnership S, L.P., a limited partnership incorporated in the Cayman Islands on February 9, 2017, which is ultimately controlled by Dr. Tian
“China Mobile”	China Mobile Communications Corporation and its subsidiaries and branches
“China Telecom”	China Telecommunications Corporation and its subsidiaries and branches
“China Tower”	China Tower Corporation Limited and its branches
“China Unicom”	China United Network Communications Group Co., Ltd. and its subsidiaries and branches
“CITIC Capital Entities”	Skipper Investment Limited, Power Joy, CITIC Capital China Partners II, L.P., CCP II GP, Ltd., CCP LTD, CITIC Capital Partners Limited and CITIC Capital Holdings Limited
“Circular 698”	Notice on Strengthening the Administration of Enterprise Income Tax Concerning Proceeds from Equity Transfers by Non-Resident Enterprises (《國家稅務總局關於加強非居民企業股權轉讓所得企業所得稅管理的通知》)
“Circular 7”	Announcement on Several Issues Concerning Enterprise Income Tax for Indirect Transfer of Assets by Non-Resident Enterprises (《國家稅務總局關於非居民企業間接轉讓財產企業所得稅若干問題的公告》)
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended or supplemented or otherwise modified from time to time

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“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended or supplemented or otherwise modified from time to time
“Company” or “our Company”	AsiaInfo Technologies Limited (亞信科技控股有限公司), formerly known as Linkage Technologies Investment Limited, AsiaInfo-Linkage Technologies Investment Limited, AsiaInfo Technologies Investment Limited, AsiaInfo Technologies Limited (亞信科技有限公司), and AsiaInfo Technologies Limited (亞信科技控股有限公司), an international business company incorporated in the BVI on July 15, 2003
“Controlling Shareholders”	has the meaning ascribed thereto in the Listing Rules and, unless the context otherwise requires, refers to the CITIC Capital Entities, which will no longer be our controlling shareholder immediately after the Listing
“CSRC”	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 national securities market in China
“Deed of Non-competition”	the deed of non-compete undertaking entered into by Skipper Investment Limited on July 5, 2018 in favor of the Group, as described more particularly in the section headed “Relationship with the Controlling Shareholders”
“Director(s)”	the director(s) of our Company
“Downward Offer Price Adjustment”	an adjustment that has the effect of setting the final Offer Price up to 10% below the bottom end of the indicative Offer Price range
“Dr. Tian”	Dr. TIAN Suning (田溯寧博士), founder, chairman and an executive Director of our Company
“E-public Service Business”	refers to the business of providing software products and services that enable governmental bodies and public institutions to provide e-public services such as smart city and e-government services, which form part of our discontinued operations during the Track Record Period
“EIT”	enterprise income tax
“EIT Law”	the PRC Enterprise Income Tax Law (《中華人民共和國企業所得稅法》)

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“EITIR”	Enterprise Income Tax Implementation Regulations of the PRC (《中華人民共和國企業所得稅法實施條例》)
“Excluded Group”	Guangzhou AsiaInfo Cloud and its subsidiaries
“Global Offering”	the Hong Kong Public Offering and the International Offering
“GREEN Application Form(s)”	the application form(s) to be completed by the White Form eIPO Service Provider, Computershare Hong Kong Investor Services Limited
“Group”, “our Group”, “we”, “our” or “us”	our Company and our subsidiaries or, where the context so requires, in respect of the period before our Company became the holding company of our present subsidiaries (or before such associated companies of our Company), the business operated by such subsidiaries or their predecessors (as the case may be)
“Guangzhou AsiaInfo Cloud”	Guangzhou AsiaInfo Cloud Bigdata Co., Ltd (廣州亞信雲數據有限公司), a limited liability company incorporated in the PRC on November 1, 2017
“Guangzhou Zhihui Online”	Guangzhou Zhihui Online Technology Co., Ltd (廣州智匯在線科技有限公司), formerly known as Guangzhou AsiaInfo Big Data Co., Ltd. (廣州亞信數據有限公司), a limited liability company incorporated in the PRC on October 19, 2016, which is an indirect wholly-owned subsidiary of the Company
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“HK AsiaInfo Technologies”	Hong Kong AsiaInfo Technologies Limited (香港亞信技術有限公司), formerly known as Hong Kong Linkage Technology Limited (香港聯創科技有限公司) and Hong Kong AsiaInfo-Linkage Technology Limited (香港亞信聯創科技有限公司), a limited liability company incorporated in Hong Kong on November 25, 1998, which is an indirect wholly-owned subsidiary of the Company
“HKFRS”	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“Holdco Cayman”	Skipper Holdings Limited, an exempted company with limited liability incorporated in the Cayman Islands on

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	August 24, 2012, and was an indirect holding company of our Company prior to the commencement of the Reorganization
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Offer Shares”	the 8,565,600 Shares being initially offered by our Company for subscription pursuant to the Hong Kong Public Offering (subject to adjustments as described in the section headed “Structure of the Global Offering” in this prospectus)
“Hong Kong Public Offering”	the offer of the Hong Kong Offer Shares for subscription by the public in Hong Kong at the Offer Price on the terms and conditions described in this prospectus and the Application Forms
“Hong Kong Share Registrar”	Computershare Hong Kong Investor Services Limited
“Hong Kong Underwriters”	the underwriters of the Hong Kong Public Offering listed in the section headed “Underwriting—Hong Kong Underwriters” in this prospectus
“Hong Kong Underwriting Agreement”	the underwriting agreement dated Wednesday, December 5, 2018, relating to the Hong Kong Public Offering and entered into by CLSA Capital Markets Limited, Citigroup Global Markets Asia Limited, CLSA Limited, The Hongkong and Shanghai Banking Corporation Limited, the Hong Kong Underwriters and our Company, as further described in the section headed “Underwriting” in this prospectus
“independent third party(ies)”	person(s) or company(ies) and their respective ultimate beneficial owner(s), who/which, to the best of our Directors’ knowledge, information and belief, having made all reasonable enquiries, is/are not connected with our Company or our connected persons as defined under the Listing Rules
“Innovation BVI”	AsiaInfo Innovation Limited, formerly known as BIZ Century Holdings Limited, a BVI business company incorporated in the BVI on May 8, 2015, which is a direct wholly-owned subsidiary of AsiaInfo Cayman
“Innovation HK”	AsiaInfo Innovation (H.K.) Limited (亞信創新(香港)有限公司), a limited liability company incorporated in Hong Kong on September 7, 2015, which is an indirect wholly-owned subsidiary of AsiaInfo Cayman

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“International Business”	refers to the Group’s software business serving telecom operators headquartered in Southeast Asia, Europe and other countries outside the PRC during the Track Record Period
“International HK”	AsiaInfo International (H.K.) Limited (亞信科技國際(香港)有限公司), a limited liability company incorporated in Hong Kong on August 5, 2014 which is an indirect wholly-owned subsidiary of PacificInfo
“International Offer Shares”	the 77,086,400 Shares being initially offered by our Company pursuant to the International Offering for subscription at the Offer Price together with, where relevant, any additional Shares which may be issued by our Company pursuant to the exercise of the Over-allotment Option, subject to adjustments as described in the section headed “Structure of the Global Offering” in this prospectus
“International Offering”	the offer of the International Offer Shares by the International Underwriters at the Offer Price outside the United States in offshore transactions in accordance with Regulation S and in the United States to QIBs only in reliance on Rule 144A or any other available exemption from registration under the U.S. Securities Act, as further described in the section headed “Structure of the Global Offering” in this prospectus
“International Underwriters”	the group of international underwriters that is expected to enter into the International Underwriting Agreement to underwrite the International Offering
“International Underwriting Agreement”	the international underwriting agreement relating to the International Offering, which is expected to be entered into by, among others, the Joint Global Coordinators, the International Underwriters and our Company on or about Tuesday, December 11, 2018, as further described in the section headed “Underwriting” in this prospectus
“Joint Bookrunners”	CLSA Limited, Citigroup Global Markets Asia Limited (in relation to the Hong Kong Public Offering only), Citigroup Global Markets Limited (in relation to the International Offering only), The Hongkong and Shanghai Banking Corporation Limited, Nomura International (Hong Kong) Limited and CMB International Capital Limited
“Joint Global Coordinators”	CLSA Limited and Citigroup Global Markets Asia Limited

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“Joint Lead Managers”	CLSA Limited, Citigroup Global Markets Asia Limited (in relation to the Hong Kong Public Offering only), Citigroup Global Markets Limited (in relation to the International Offering only), The Hongkong and Shanghai Banking Corporation Limited, Nomura International (Hong Kong) Limited and CMB International Capital Limited
“Joint Sponsors”	CLSA Capital Markets Limited and Citigroup Global Markets Asia Limited
“Latest Practicable Date”	November 27, 2018, being the latest practicable date prior to the printing of this prospectus for the purpose of ascertaining certain information contained in this prospectus
“Linkage”	Linkage Technologies International Holdings Limited, an exempted company with limited liability incorporated in the Cayman Islands on February 24, 2004
“Linkage Merger”	the acquisition of 100% shareholding in the Company by AsiaInfo Holdings, directly or through its subsidiaries, from Linkage pursuant to the Linkage Merger Agreement
“Linkage Merger Agreement”	the business combination agreement entered into by AsiaInfo Holdings and Linkage on December 4, 2009
“Listing”	the listing of the Shares on the Main Board of the Stock Exchange
“Listing Committee”	the listing committee of the Stock Exchange
“Listing Date”	the date, expected to be on or about Wednesday, December 19, 2018, on which the Shares are listed on the Stock Exchange and from which dealings in the Shares are permitted to commence on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time
“M&A Rules”	the Provisions on Mergers and Acquisitions of Domestic Enterprises by Foreign Investors (《關於外國投資者併購境內企業的規定》) jointly promulgated by MOFCOM, SAT, SAIC, CSRC, SAFE and SASAC on August 8, 2006 and became effective on September 8, 2006 and was amended on June 22, 2009
“Memorandum” or “Memorandum of Association”	the amended and restated memorandum of association of our Company, adopted on November 26, 2018 which shall

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	become effective upon registration by the Registrar of Corporate Affairs in the BVI prior to the Listing and as amended from time to time, a summary of which is set out in Appendix III to this prospectus
“Merger”	the merger between AsiaInfo Holdings and Merger Sub
“Merger Agreement”	the agreement and plan of merger entered into by and among AsiaInfo Holdings, Merger Sub, Parent Cayman and Holdco Cayman on May 12, 2013
“Merger Consideration”	the consideration of the Merger, being US\$12.00 per share of the common stock of AsiaInfo Holdings
“Merger Sub”	Skipper Acquisition Corporation, a limited liability company incorporated in Delaware on February 7, 2013, which was merged with and into AsiaInfo Holdings on January 15, 2014 and dissolved
“MIIT”	Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部)
“MOF”	Ministry of Finance of the PRC (中華人民共和國財政部)
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“MST”	Ministry of Science and Technology of the People’s Republic of China (中華人民共和國科學技術部)
“municipal companies”	municipal-level subsidiaries and/or branches of China Mobile, China Unicom, China Telecom and China Tower
“Mr. Ding”	Mr. Ding Jian (丁健先生), an executive Director of our Company
“NASDAQ”	National Association of Securities Dealers Automated Quotations Global Market of the United States of America
“NCA”	National Copyright Administration of the PRC (中華人民共和國國家版權局)
“NCA No. 1 Order”	Computer Software Copyright Registration Measures (Order of the National Copyright Administration of the PRC (No. 1)) (《計算機軟件著作權登記辦法》(國家版權局令第1號))
“NDRC”	National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)

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“Network Security Business”	refers to the Group’s business of providing network security related products and services, which the Group conducted in-house primarily through AsiaInfo Chengdu before late 2015, and outsourced to AsiaInfo Chengdu after late 2015
“Network Security Transitional Arrangement”	refers to the Group’s transitional arrangement of entering into project development contracts for the provision of network security software products and services with customers and outsourcing all tasks under these contracts to AsiaInfo Chengdu since late 2015
“New Media”	New Media China Investment I Limited, an international business company incorporated in the BVI on January 4, 2005, which is a direct wholly-owned subsidiary of Mr. Ding
“No.18 Policy”	Several Policies on Encouraging the Development of Software and Integrated Circuit (IC) Industries (《鼓勵軟件產業和集成電路產業發展的若干政策》)
“No. 2413 Measure”	Trial Measures for the Administration over the Certification of Key Software Enterprises and Integrated Circuit (IC) Design Enterprises under State Planned Layout (《國家規劃佈局內重點軟件企業和集成電路設計企業認定管理試行辦法》)
“No. 27 Decision”	Decision of the State Council on Canceling Non-administrative Licensing Examination and Approval Items (Guo Fa [2015] No. 27) (《國務院關於取消非行政許可審批事項的決定》(國發[2015]27號))
“No. 32 Measure”	Recognition of High and New Technology Enterprises (《高新技術企業認定管理辦法》)
“No.4 Policy”	Several Policies on Further Encouraging the Development of the Software and Integrated Circular (IC) Industries (《進一步鼓勵軟件產業和集成電路產業發展的若干政策》)
“NPC”	National People’s Congress of the PRC (中華人民共和國全國人民代表大會)
“Offer Price”	the final offer price per Offer Share in Hong Kong dollars (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) to be determined in the manner further described in the section headed “Structure of the Global Offering—Pricing and Allocation” in this prospectus, subject to any Downward Offer Price Adjustment

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“Offer Shares”	the Hong Kong Offer Shares and the International Offer Shares together with, where relevant, any additional Shares which may be issued by our Company pursuant to the exercise of the Over-allotment Option
“Over-allotment Option”	the option expected to be granted by our Company to the International Underwriters, exercisable by the Joint Global Coordinators (on behalf of the International Underwriters), pursuant to which our Company may be required to allot and issue up to an aggregate of 12,847,600 Shares at the Offer Price to cover over-allocations in the International Offering, if any
“PacificInfo”	PACIFICINFO LIMITED, a BVI business company incorporated in the BVI on September 21, 2006, which is a direct wholly-owned subsidiary of Dr. Tian
“Parent Cayman”	Skipper Limited, an exempted company with limited liability incorporated in the Cayman Islands on August 27, 2012, which is a wholly-owned subsidiary of Holdco Cayman, the sole shareholder of AsiaInfo Cayman
“PBOC”	People’s Bank of China (中國人民銀行)
“Power Joy”	Power Joy (Cayman) Limited, an exempted company with limited liability incorporated in the Cayman Islands on January 4, 2011, which is a direct wholly-owned subsidiary of CITIC Capital China Partners II, L.P.
“PRC Government” or “State”	the central government of the PRC, including all political subdivisions (including provincial, municipal and other regional or local government entities) and its organs or, as the context requires, any of them
“PRC Legal Advisor”	Han Kun Law Offices
“Pre-IPO RSA Scheme”	the pre-IPO restricted share award scheme for the grant of RSAs to eligible participants approved and adopted pursuant to an unanimous written resolutions of the Shareholders passed by our Shareholders on June 26, 2018
“Pre-IPO Share Option Scheme”	the pre-IPO share option scheme for the grant of share options to eligible participants approved and adopted pursuant to an unanimous written resolutions of the Shareholders passed by our Shareholders on June 26, 2018
“Price Determination Agreement”	the agreement to be entered into by the Joint Global Coordinators (on behalf of the Hong Kong Underwriters) and our Company on the Price Determination Date to record and fix the Offer Price

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“Price Determination Date”	the date, expected to be on or about Tuesday, December 11, 2018, on which the Offer Price will be determined and, in any event, not later than Monday, December 17, 2018
“Privatization”	the delisting of AsiaInfo Holdings from NASDAQ upon completion of the Merger
“Privatization Sponsors”	CITIC Capital (Tianjin) Investment Management Limited Partnership (中信資本(天津)股權投資合夥企業(有限合夥)), CPEChina Fund, L.P., Al Gharrafa Investment Company, Ellington Investments Pte. Ltd., AlpInvest Partners Co-Investments 2011 II C.V., AlpInvest Partners Co-Investments 2012 I C.V., AlpInvest Partners Co-Investments 2012 II C.V., CBC TMT III Limited and InnoValue Capital Ltd.
“Privatization Syndicated Loan”	refers to the loan borrowed in connection with the Privatization, which was transferred to our Group in December 2015 and refinanced in 2018
“Province”	includes provinces, provincial-level municipalities and autonomous regions of China
“Provincial companies”	Provincial and special administrative region-level subsidiaries and/or branches of China Mobile, China Unicom, China Telecom and China Tower
“Pushdown Allotment”	the allotment of Shares in our Company to all of the then shareholders of Holdco Cayman as part of the Reorganization, details of which are set out in the section headed “History, Development and Reorganization—Reorganization”
“QIB”	a qualified institutional buyer within the meaning of Rule 144A
“Regulation S”	Regulation S under the U.S. Securities Act
“Relevant Shareholders”	the Shareholders of the Company immediately after Pushdown Allotment (with the exception of Mr. Wu Jun), who entered into a shareholders’ agreement dated June 26, 2018
“Reorganization”	the reorganization arrangements undertaken by the Group in preparation for the Listing, details of which are set out in the section headed “History, Development and Reorganization—Reorganization” in this prospectus
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC

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“Rollover Agreement”	the rollover agreement entered into by, among others, the Rollover Stockholders, Holdco Cayman and Parent Cayman on May 12, 2013
“Rollover Stockholders”	Dr. Tian, Ms. Jean Qin Kong, PacificInfo, Mr. Ding, New Media and Mr. Steve Zhang
“RSA”	restricted share award
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAFE Circular 37”	Circular on Relevant Issues concerning Foreign Exchange Administration of Overseas Investment and Financing and Return Investments Conducted by Domestic Residents through Overseas Special Purpose Vehicles (《關於境內居民通過特殊目的公司境外投融資及返程投資外匯管理有關問題的通知》)
“SAFE Circular 75”	Notice of the State Administration of Foreign Exchange on the Administration of Foreign Exchange Involved in the Financing and Return on Investment Conducted by PRC Residents via Special Purpose Vehicles outside the PRC (《國家外匯管理局關於境內居民通過境外特殊目的公司融資及返程投資外匯管理有關問題的通知》)
“SAIC”	State Administration of Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局)
“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council of the PRC (國務院國有資產監督管理委員會)
“SAT”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“SAT Circular 37”	Announcement on Matters Concerning Withholding and Payment of Income Tax of Non-resident Enterprises from Source (《國家稅務總局關於非居民企業所得稅源泉扣繳有關問題的公告》)
“SCNPC”	Standing Committee of the National People’s Congress of the PRC (中華人民共和國全國人民代表大會常務委員會)
“SEC”	the U.S. Securities Exchange Commission
“SFC”	the Securities and Futures Commission of Hong Kong

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“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented or otherwise modified from time to time
“Shanghai AsiaInfo Online”	Shanghai AsiaInfo Online Technology Limited (上海亞信在線科技有限公司), formerly known as Shanghai Xinjia Information Technology Co., Ltd. (上海信迦信息科技有限公司), a limited liability company incorporated in the PRC on September 25, 2008, which is an indirect wholly-owned subsidiary of our Company
“Shareholder(s)”	holder(s) of Share(s)
“Share(s)”	ordinary share(s) of our Company
“Share Subdivision”	the share subdivision referred to in the paragraph headed “A. Further Information About Our Group—3. Resolutions of our Shareholders” in Appendix IV to this prospectus
“Shareholders’ Agreement”	the shareholders’ agreement entered into between the Company and Relevant Shareholders on June 26, 2018
“Skipper US”	Skipper Parent (US), LLC, a limited liability company incorporated in State of Delaware on April 29, 2015, which is a wholly-owned subsidiary of Parent Cayman
“Software BVI”	AsiaInfo Software Limited, a BVI business company incorporated in the BVI on August 28, 2014, which is an indirect non-wholly-owned subsidiary of AsiaInfo Cayman, held as to 88% by Innovation BVI and as to 12% by Excellent Universal Limited
“Software Enterprise”	has the meaning ascribed to it under <i>Several Policies on Further Encouraging the Development of the Software and Integrated Circuit Industries</i> (《進一步鼓勵軟件產業和集成電路產業發展的若干政策》) promulgated by the State Council and other relevant PRC rules and regulations and is subject to preferential tax treatment of PRC enterprise income tax and value-added tax
“Specialized companies”	subsidiaries and/or branches of China Mobile, China Unicom, China Telecom and China Tower focusing on specific operational aspects or customer groups
“SPV I”	AsiaInfo Resolute Limited I, an exempted company with limited liability incorporated in the Cayman Islands on April 13, 2018, being the special purpose vehicle of Trust I
“SPV II”	AsiaInfo Resolute Limited II, an exempted company with limited liability incorporated in the Cayman Islands on April 18, 2018, being the special purpose vehicle of Trust II

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“Stabilizing Manager”	CLSA Limited
“State Council”	the PRC State Council (中華人民共和國國務院)
“Stock Borrowing Agreement”	the stock borrowing agreement expected to be entered into on or about the Price Determination Date between the Stabilization Manager and Skipper Investment Limited, pursuant to which Skipper Investment Limited will agree to lend up to 12,847,600 Shares to the Stabilization Manager on terms set forth therein
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Stock Option Rules”	Circular of the SAFE on Issues Concerning the Foreign Exchange Administration for Domestic Individuals Participating in Stock Incentive Plans of Overseas Publicly-listed Companies (《國家外匯管理局關於境內個人參與境外上市公司股權激勵計劃外匯管理有關問題的通知》)
“Takeovers Code”	the Code on Takeovers and Mergers and Share Buy-backs, as published by the SFC (as amended, supplemented or otherwise modified from time to time)
“telecom operators”	China Mobile, China Unicom and China Telecom’s (i) headquarters, (ii) provincial subsidiaries or branches, (iii) municipal subsidiaries or branches, (iv) specialized subsidiaries or branches, and (v) joint venture, China Tower, and its provincial or municipal branches, which have autonomy to make their own operational and financial decisions and contract with us directly
“Thailand”	Kingdom of Thailand
“THB”	Thai Baht, the lawful currency of Thailand
“Track Record Period”	the three financial years of our Company ended December 31, 2015, 2016 and 2017 and the six months ended June 30, 2018
“Trust I”	the Asiainfo Technologies Trust I, established pursuant to a trust deed dated April 9, 2018 executed by Maples Trustee Services (Cayman) Limited as the trustee and the Company as the settlor, which holds certain Shares on behalf of and on trust for certain employees, ex-employees, consultants or ex-consultants of the Group
“Trust II”	the Asiainfo Technologies Trust II, established pursuant to a trust deed dated May 11, 2018 executed by Maples Trustee Services (Cayman) Limited as the trustee and the

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	Company as the settlor, which holds certain Shares, share options and RSAs on behalf of and on trust for certain members of the management team of the Group
“Underwriters”	the Hong Kong Underwriters and the International Underwriters
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
“U.S.”, “USA” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US\$”, “USD” or “U.S. dollars”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the United States Securities Act of 1933, as amended and supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder
“VAT Pilot Program”	Pilot Plan for Imposition of Value-Added Tax to Replace Business Tax (《營業稅改徵增值稅試點方案》)
“ White Form eIPO ”	the application for Hong Kong Offer Shares to be issued in the applicant’s own name by submitting applications online through the designated website of White Form eIPO at www.eipo.com.hk
“ White Form eIPO Service Provider”	Computershare Hong Kong Investor Services Limited
“Withdrawal Mechanism”	a mechanism which requires the Company, among other things, to (a) issue a supplemental prospectus as a result of material changes in the information (e.g., the Offer Price) in the prospectus; (b) extend the offer period and allow potential investors, if they so desire, to confirm their applications using an opt-in approach (i.e., requiring investors to positively confirm their applications for shares despite the changes)

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

If there is any inconsistency between the Chinese names of the entities or enterprises established in the PRC mentioned in this prospectus and their English translations, the Chinese names shall prevail. The English translations of the Chinese names of such PRC entities are provided for identification purposes only.