

DEFINITIONS

In this [REDACTED], unless the context otherwise requires, the following words and expressions shall have the following meanings. Certain technical terms are set out in the section headed “Glossary of Technical Terms” in this [REDACTED].

“Acme Innovation”	Acme Innovation Limited, a company incorporated under the laws of the BVI on 28 May 2018 with limited liability, a wholly-owned subsidiary of our Company
“ADSs”	American depositary shares of Ossen Innovation which are listed on NASDAQ
“Anhui High-Technology”	Anhui Province High-Technology Limited Liability Company* (安徽省高新創業投資有限責任公司), a company incorporated in the PRC and a minority shareholder of Ossen Innovation Materials
[REDACTED]	[REDACTED]
“Articles” or “Articles of Association”	the articles of association of our Company conditionally adopted on [●] with effect from the [REDACTED], as amended, supplemented or otherwise modified from time to time, a summary of which is set out in Appendix IV of this [REDACTED]
“associate(s)”	has the meaning ascribed to it in the Listing Rules
“Board” or “Board of Directors”	the board of Directors of our Company
“Brilliance Benefit”	Brilliance Benefit Holding Limited, a company incorporated under the laws of the BVI on 11 May 2017 with limited liability, a Shareholder
“business day(s)”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
“BVI”	the British Virgin Islands
“Cable Business”	means the business operations focusing on the manufacture and supply of bridge cables carried out by Shanghai Pujiang and Zhejiang Pujiang

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“CAGR”	compound annual growth rate, a measurement to assess the growth rate of value over time
“Capitalisation Issue”	the capitalisation of an amount of [REDACTED] standing to the credit of a share premium account of our Company by applying such sum towards the paying up in full at par of [REDACTED] Shares for allotment and issue to the Shareholders as resolved by the Shareholders on [●]
“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
“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 “the PRC”	the People’s Republic of China, except where the context requires otherwise, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan in this [REDACTED]
“Companies Law”	Companies Law (2018 Revision) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“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, supplemented or otherwise modified from time to time

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“Company”, “our Company” or “the Company”	Pujiang International Group Limited 浦江國際集團有限公司, an exempted company incorporated in the Cayman Islands with limited liability on 26 April 2017
“connected person”	has the meaning ascribed to it in the Listing Rules
“connected transaction”	has the meaning ascribed to it in the Listing Rules
“Controlling Shareholder(s)”	has the meaning ascribed to it in the Listing Rules and for the purpose of this [REDACTED], refers to any of Dr. Tang and Elegant Kindness
“core connected person”	has the meaning ascribed to it in the Listing Rules
“Deed of Indemnity”	the deed of indemnity dated [●] entered into by our Controlling Shareholders in favour of our Company (for ourselves and as trustee for and on behalf of our subsidiaries)
“Deed of Non-Competition”	the deed of non-competition dated [●] entered into by our Controlling Shareholders in favour of our Company (for ourselves and as trustee for and on behalf of our subsidiaries)
“Director(s)”	the director(s) of our Company
“Dr. Tang”	Dr. Tang Liang (湯亮), our executive Director and a Controlling Shareholder
“Effectual Strength”	Effectual Strength Enterprises Limited, a company incorporated under the laws of the BVI on 22 June 2009 with limited liability, which is wholly owned by Dr. Tang
“EIT” or “Enterprise Income Tax”	the PRC enterprise income tax
“EIT Law”	the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》)
“Elegant Kindness”	Elegant Kindness Limited, a company incorporated under the laws of the BVI on 6 January 2017 with limited liability, which is wholly-owned by Dr. Tang and is a Controlling Shareholder

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“Fascinating Acme”	Fascinating Acme Development Limited, a company incorporated under the laws of the BVI on 16 March 2010 with limited liability, which is wholly owned by Ms. Gu Xiamin (顧霞敏), the spouse of Mr. Hua Wei (華偉) who is the director of Ossen Innovation
“Five Standers”	Five Standers Holding Limited, a company incorporated under the laws of the BVI on 29 May 2017 with limited liability, and is a Shareholder
“Frost & Sullivan”	an independent market research and consulting company which prepared the Frost & Sullivan Report
“GFA”	gross floor area
[REDACTED]	[REDACTED]
“Gross Inspiration”	Gross Inspiration Development Limited, a company incorporated under the laws of the BVI on 16 March 2010 with limited liability, which is wholly owned by Ms. Chen Yan (陳彥), the spouse of Mr. Zhou Xufeng (周旭峰), an executive director of our Company
“Group”, “our Group”, “the Group”, “we” or “us”	our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require) 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 subsidiaries of our Company at the relevant time
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

DEFINITIONS

“HKFRS”	Hong Kong Financial Reporting Standards, which includes all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards, Interpretations, and Accounting Guidelines, issued by the Hong Kong Institute of Certified Public Accountants and accounting principles generally accepted in Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
[REDACTED]	[REDACTED]
“Hong Kong dollar(s)” or “HK dollar(s)” or “HK\$” or “HKD”	Hong Kong dollars, the lawful currency of Hong Kong
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Hong Kong Takeovers Code” or “Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time

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[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

“Independent Third Party(ies)”

any entity or person who is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

“Kunshan Zhongke”

Kunshan Zhongke Kunkai Investment Co., Ltd.* (昆山中科昆開創業投資有限公司), a company incorporated under the laws of PRC on 5 May 2011 with limited liability, a former shareholder of Shanghai Pujiang and which was owned by Independent Third Parties

“Latest Practicable Date”

3 December 2018, being the latest practicable date for ascertaining certain information in this [REDACTED] before its publication

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[REDACTED]

“Listing Committee”

[REDACTED]

the listing committee of the board of directors of the Stock Exchange

[REDACTED]

“Listing Rules”

[REDACTED]

The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended, supplemented or otherwise modified from time to time)

“m.”

metre

“Maanshan Cihu”

Maanshan Cihu High-Technology Industrial Development Zone Investment Development Limited Company* (馬鞍山慈湖高新技術產業開發區投資發展有限公司), a company incorporated in the PRC and a minority shareholder of Ossen Innovation Materials

“Maanshan Huishen”

Maanshan Huishen Agriculture Development Limited Company* (馬鞍山匯申農業發展有限公司), a company incorporated in the PRC and a minority shareholder of Ossen Innovation Materials

“Main Board”

the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Stock Exchange

“Memorandum” or “Memorandum of Association”

the memorandum of association of our Company conditionally adopted on [●] with effect from [REDACTED], as amended, supplemented or otherwise modified from time to time

“MOFCOM”

the Ministry of Commerce of the PRC (中華人民共和國商務部)

“Mr. Lu”

Mr. Lu Lin (路林), a PRC national and an indirect shareholder of our Company

“Mr. Wang”

Mr. Wang Jianhua (王建華), a PRC national and an indirect shareholder of our Company

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“Mr. Yat”	Mr. Yat Man Man, an Australian national and an indirect shareholder of our Company
“NASDAQ”	the NASDAQ Stock Market in the United States
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Ossen Group (Asia)”	Ossen Group (Asia) Co., Limited* (奧盛集團(亞洲)有限公司), a company incorporated under the laws of the BVI on 2 February 2002 with limited liability, a wholly-owned subsidiary of our Company
“Ossen Group HK”	Ossen Group Co., Limited (奧盛集團有限公司), a company incorporated under the laws of Hong Kong on 21 September 2016 with limited liability, a wholly-owned subsidiary of our Company
“Ossen Group PRC”	Ossen Group Co., Ltd.* (奧盛集團有限公司), previously known as Shanghai Ossen Investment Holding (Group) Co., Ltd.* (上海奧盛投資控股(集團)有限公司), a company incorporated under the laws of the PRC on 1 April 2004, which is ultimately controlled by Dr. Tang
“Ossen Innovation”	Ossen Innovation Co., Ltd., a company incorporated under the laws of the BVI on 21 January 2010 with limited liability and listed on NASDAQ Capital Market in the United States, a subsidiary of our Company
“Ossen Innovation Materials”	Ossen Innovation Materials Co., Ltd.* (奧盛新材料股份有限公司), previously known as Ossen (Maanshan) Steel Wire & Cable Co., Ltd.* (奧盛(馬鞍山)鋼綫鋼纜有限公司), a company incorporated under the laws of the PRC on 27 October 2004 with limited liability, a subsidiary of our Company

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“Ossen Innovation Materials Group”	Ossen Innovation Materials Group Co., Ltd., a company incorporated under the laws of the BVI on 30 April 2010, a wholly-owned subsidiary of our Company
“Ossen (Jiujiang)”	Ossen (Jiujiang) Innovation Materials Co., Ltd. (奧盛(九江)新材料有限公司), previously known as Ossen (Jiujiang) Steel Wire & Cable Co., Ltd.* (奧盛(九江)鋼綫鋼纜有限公司), a company incorporated under the laws of the PRC on 13 April 2005, a wholly-owned subsidiary of our Company
“Ossen Material Research Institute”	Shanghai Ossen Material Research Institute Limited Company* (上海奧盛材料研究所有限公司), a company incorporated under the laws of the PRC on 12 May 1997, which is ultimately controlled by Dr. Tang
[REDACTED]	[REDACTED]
“PRC government”	the government of the PRC, including all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities thereof, or where the context requires, any of them
“PRC Legal Advisers”	Grandall Law Firm (Shanghai), the legal adviser to our Company as to the laws of the PRC
“Prestressed Materials Business”	means the business operations focusing on the manufacture of prestressed materials carried out by Ossen Innovation Materials and Ossen (Jiujiang)
[REDACTED]	[REDACTED]

DEFINITIONS

[REDACTED]

[REDACTED]

“Regulation S”

Regulation S under the U.S. Securities Act

“Reorganisation”

the corporate reorganisation of our Group for the purposes of the [REDACTED], details of which are set out in the section headed “History, Reorganisation and Group Structure — Reorganisation” in this [REDACTED]

“RMB” or “Renminbi”

Renminbi yuan, the lawful currency of China

“SAFE”

the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)

“SAIC”

the 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)

“SAT”

the State Administration of Taxation (中華人民共和國國家稅務總局)

“SFC”

the Securities and Futures Commission of Hong Kong

“SFO”

the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time

“Shanghai Ossen Investment”

Shanghai Ossen Investment Co., Ltd.* (上海奧盛投資有限公司), a company incorporated under the laws of the PRC on 28 November 2001 with limited liability, which is ultimately controlled by Dr. Tang

“Shanghai Pujiang”

Shanghai Pujiang Cable Co., Ltd.* (上海浦江纜索股份有限公司), a company incorporated under the laws of the PRC on 16 August 1994 with limited liability, a subsidiary of our Company

“Shanghai Pujiang Cable Installation Engineering”

Shanghai Pujiang Cable Installation Engineering Co., Ltd.* (上海浦江纜索安裝工程有限公司), a company incorporated under the laws of the PRC on 28 July 2011 with limited liability, a wholly-owned subsidiary of our Company

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“Shanghai Xiong Ao”	Shanghai Xiong Ao Enterprise Management Co., Ltd.* (上海雄傲企業管理有限公司), a company incorporated under the laws of the PRC on 5 June 2018 with limited liability, a subsidiary of our Company
“Share Option Scheme”	the share option scheme conditionally adopted by our Company on [●] and effective upon the [REDACTED], the principal terms of which are set out in the section headed “Statutory and General Information — D. Share Option Scheme” in Appendix V to this [REDACTED]
“Shareholder(s)”	holder(s) of the Share(s)
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of our Company
[REDACTED]	[REDACTED]
“Sole Sponsor”	Haitong International Capital Limited, acting as the sole sponsor of the [REDACTED], a licenced corporation to conduct Type 6 (advising on corporate finance) of the regulated activities for the purpose of the SFO
“sq. m.”	square metre(s)
“State Council”	State Council of the PRC (中華人民共和國國務院)
[REDACTED]	[REDACTED]
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“tonne”	the metric ton
“Top Innovation”	Top Innovation Enterprises Limited, a company incorporated under the laws of the BVI on 28 May 2018 with limited liability, a wholly-owned subsidiary of our Company

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“Topchina”	Topchina Development Group Limited, a company incorporated under the laws of the BVI on 3 November 2004 with limited liability, a wholly-owned subsidiary of our Company
“Track Record Period”	the three financial years ended 31 December 2017, and the six months ended 30 June 2018
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“United States” or “U.S.” or “USA”	the United States of America
“U.S. dollar(s)” or “US\$” or “USD”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“we”, “us” or “our”	our Company and, except where the context so requires in respect of the period before our Company became the holding company of our present subsidiaries, the present subsidiaries of our Company and the businesses carried on by such subsidiaries
[REDACTED]	[REDACTED]
“Xinland Investment”	Xinland Investment Limited, a company incorporated under the laws of the BVI on 19 May 2017 with limited liability, a Shareholder
[REDACTED]	[REDACTED]

DEFINITIONS

“Zhejiang Pujiang”

Zhejiang Pujiang Cable Co., Ltd.* (浙江浦江纜索有限公司), a company incorporated under the laws of the PRC on 13 April 2006 with limited liability, a wholly-owned subsidiary of our Company

“%”

per cent

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.

- * *The English translation of the PRC entities, enterprises, nationals, facilities, regulations in Chinese or another language included in this [REDACTED] is for identification purposes only. To the extent there is any inconsistency between the Chinese names of the PRC entities, enterprises, nationals, facilities, regulations and their English translations, the Chinese names shall prevail.*