

Company Information Sheet

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Company Name (stock code): Cloud Village Inc. (stock code: 9899)

Stock Short Name: CLOUD VILLAGE

This information sheet is provided for the purpose of giving information to the public about Cloud Village Inc. (the “**Company**”) as at the dates specified. The information does not purport to be a complete summary of information about the Company and/or its securities.

Unless otherwise defined or the context suggests otherwise, capitalised terms shall have the meanings as those in the Company’s prospectus dated 23 November 2021 (the “**Prospectus**”) and references to sections of the Prospectus shall be construed accordingly.

Responsibility Statement

The directors of the Company as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any information inaccurate or misleading.

The directors of the Company also collectively and individually undertake to publish a revised Company Information Sheet when there are changes to the information since the last publication.

Summary Content

Document Type	Date
A. Novel Waivers and Exemptions	
A1. Latest version	23 November 2021

Date of this information sheet: 30 June 2022

A1. NOVEL WAIVERS AND EXEMPTIONS

NOVEL WAIVERS AND EXEMPTIONS

The following novel waiver and exemption has been applied for and granted by the Hong Kong Stock Exchange and/or the SFC. For other waivers and exemptions applied for and granted by the Hong Kong Stock Exchange and/or the SFC, please refer to the section headed “Waivers and Exemptions” in the Prospectus.

No.	Rules	Subject matter
1.	Paragraphs 41(4) and 45 of Appendix 1A to and Practice Note 5 of the Listing Rules and Part XV of the SFO	Disclosure of Interests Information

WAIVER AND EXEMPTION IN RELATION TO DISCLOSURE OF INTERESTS INFORMATION

As disclosed in the prospectus of NetEase dated 2 June 2020, NetEase is subject to the U.S. Exchange Act, which requires any person (including directors and officers of the company concerned) who acquires beneficial ownership, as determined in accordance with the rules and regulations of the U.S. SEC, of more than 5% of a class of equity securities registered under Section 12 of the U.S. Exchange Act, to file beneficial ownership reports with the U.S. SEC. These persons must also promptly report any material change in the information provided (including any acquisition or disposition of 1% or more of the class of equity securities concerned), unless exceptions apply.

NetEase applied for, and was granted, (a) a partial exemption by the SFC under section 309(2) of the SFO from the provisions of Part XV of the SFO (other than Divisions 5, 11 and 12 of Part XV of the SFO); and (b) a waiver by the Stock Exchange from strict compliance with Practice Note 5 and paragraphs 41(4) and 45 of Part A of Appendix 1 to the Listing Rules (the “**NetEase Disclosure Exemption and Waiver**”) subject to the conditions that:

- (a) the bulk of trading in the shares of NetEase is not considered to have migrated to Hong Kong on a permanent basis in accordance with Rule 19C.13 of the Listing Rules;
- (b) all disclosures of interests filed with the SEC are also filed with the Hong Kong Stock Exchange as soon as practicable, which will then publish such disclosures in the same manner as disclosures made under Part XV of the SFO; and
- (c) NetEase shall advise the SFC if there is any material change to any of the information which has been provided to the SFC, including any significant changes to the disclosure requirements in the United States and any significant changes in the volume of NetEase’s worldwide share turnover that takes place on the Hong Kong Stock Exchange.

We have applied for, and the SFC has granted a certificate of exemption from strict compliance with Part XV of the SFO (other than Divisions 5, 11 and 12 of Part XV of the SFO) to the directors or chief executives of the Company who is/are also a director or chief executive of NetEase from time to time (the “**Common Director(s)/Chief Executive(s)**”) with respect to their disclosure of interest, and short positions, in any shares in NetEase and associated corporations of the Company which are subsidiaries of NetEase (“**Associated Corporations**”), subject to the conditions that:

- (i) NetEase maintains its secondary listing on the Stock Exchange pursuant to Chapter 19C of the Listing Rules;
- (ii) the Company continues to be a subsidiary of NetEase;
- (iii) the Common Director(s)/Chief Executive(s) must file with the Hong Kong Stock Exchange all disclosure of interests notices filed with the SEC in respect of interests in NetEase and the Associated Corporations as soon as practicable on the basis that the Hong Kong Stock Exchange will publish these disclosures in the same way as those it receives from other listed corporations pursuant to Part XV;
- (iv) the Company shall advise the SFC if there is any change to the Common Director(s)/Chief Executive(s) set out in the Company’s Part XV exemption application to the SFC; and
- (v) the Company shall advise the SFC if there is any material change to any of the information which has been provided to the SFC, including any significant changes to the disclosure requirements in the United States or any material change to the facts set out in the Company’s Part XV exemption application to the SFC.

For the avoidance of doubt, this exemption does not apply to disclosure obligations of: (i) the Company’s directors or chief executives in respect of their interests, and short positions, in any shares in the Company (or any of its subsidiaries or 20%-owned corporations) and their interests in any debentures of the Company (or any of its subsidiaries or 20%-owned corporations); and (ii) the Common Director(s)/Chief Executive(s) who are already subject to disclosure requirements under Part XV of the SFO in relation to their respective interest in the Associated Corporations, which are or become “listed corporations” as defined under Part XV of the SFO, and the disclosure obligations of which have not been waived by the SFC.

The exemption is given based on the particular circumstances of the Company and should not be regarded as a precedent for other applications. This exemption may be reconsidered by the SFC in the event there is any material change in the information provided to the SFC.

We have also applied for, and the Stock Exchange has granted, a waiver from strict compliance with Practice Note 5 and paragraphs 41(4) and 45 of Part A of Appendix 1 to the Listing Rules such that the Common Director(s)/Chief Executive(s) will not be required to disclose their interests and short positions in any shares or underlying shares in the Associated Corporations in accordance with Part XV of the SFO, subject to the conditions that: (i) the SFC granting the Common Director(s)/Chief Executive(s) a partial exemption from strict compliance with Part XV of the SFO; and (ii) NetEase maintains its secondary listing on the Stock Exchange under Chapter 19C of the Listing Rules.