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

"Accountant's Report"	the accountant's report for our Group, the text of which is set out in Appendix I to this [REDACTED]
"ACE Quality"	ACE Quality Capital Limited (佳宏資本有限公司), a business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Zhang Wei (張煒)
"Articles" or "Articles of Association"	the article of association of our Company conditionally adopted on [●] with effect from the [REDACTED] Date, as amended from time to time, a summary of which is set out in "Summary of the constitution of our Company and Cayman Islands Companies Act" in Appendix III to this [REDACTED]
"associate(s)"	has the meaning ascribed to it under the Listing Rules
"Audit Committee"	a committee of the Board established by the Board for the purpose of overseeing the accounting and financial reporting processes of our Company and audits of the financial statements of our Company
"Beijing Xiuwu"	Beijing Xiuwu Wenyu Technology Co., Ltd. (北京秀武文 昱科技有限公司), a limited liability company incorporated in the PRC on 9 May 2008, which is one of our Consolidated Affiliated Entities
"Baoya Group"	Baoya Group Holdings Limited (保雅集團控股有限公司), a business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Song
"Board"	the board of directors of our Company
"Bravo Great"	Bravo Great Capital Limited (博偉資本有限公司), a business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Zhang Boxiao (張博曉)
"Business Day"	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open for normal banking business
"BVI"	the British Virgin Islands

## [REDACTED]

"Cayman Islands the Companies Act, Cap. 22 (Act 3 of 1961, as Companies Act" consolidated and revised) of the Cayman Islands, as

consolidated and revised) of the Cayman Islands, as amended, supplemented or otherwise modified from

time to time

"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

## [REDACTED]

"CCASS Investor Participant" a person a

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 "Champion Team" Champion Team Capital Limited (冠群資本有限公司), a business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Sun Junwen (孫軍文) "Chengda Coastal" Chengda Coastal Industry (Dalian) Fund Phase I (Limited Partnership) (成大沿海產業(大連)基金壹期 (有限合夥)), a limited partnership established on 14 December 2011 in the PRC, one of the [REDACTED] Investors and one of the Registered Shareholders "China" or "the PRC" the People's Republic of China, but for the purpose of this [REDACTED] and for geographical reference only and except where the context requires otherwise, references in this [REDACTED] to "China" and the "PRC" do not apply to Hong Kong, Macau and Taiwan "Circular 37" the Notice on Issues Relating to Foreign Exchange Control on Offshore Investment, Financing and Round-trip Investment by Domestic Residents Through Special Purpose Vehicles (國家外匯管理局關於境內居民 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), published by the SAFE on 4 July 2014 "CITIC Securities" CITIC Securities Company Limited (中信證券股份有限公 司), a joint stock limited company incorporated in the PRC and one of the Registered Shareholders "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 the Companies (Winding Up and Miscellaneous Miscellaneous Provisions) Provisions) Ordinance (Chapter 32 of the Laws of Hong Ordinance" Kong) as amended, supplemented or otherwise modified from time to time "Company", "our Company" or Xuan Wu Cloud Technology Holdings Limited (玄武云科 "the Company", "We" or "Us" 技控股有限公司), an exempted company with limited liability incorporated in the Cayman Islands on 26 April 2021

has the meaning ascribed thereto under the Listing Rules

"connected person(s)"

"connected transaction(s)"

has the meaning ascribed thereto under the Listing Rules

"Consolidated Affiliated Entities"

the entities we control through the Contractual Arrangements, namely, Xuan Wu and its subsidiaries (each a "Consolidated Affiliated Entity"), the financial results of which have been consolidated and accounted for as the subsidiaries of our Group by virtue of the Contractual Arrangements and the details of which are set out in the section headed "History and Reorganisation" in this [REDACTED]

"Contractual Arrangements"

the series of contractual arrangements entered into between Xuantao, Xuan Wu and its subsidiaries and the Registered Shareholders, details of which are described in the section headed "Contractual Arrangements" in this [REDACTED]

"Controlling Shareholder(s)"

has the meaning ascribed thereto under the Listing Rules, which collectively refers to Mr. Chen, Mr. Huang, Mr. Li, Zhenghao Global, Honghan Worldwide, Double Winner, Guangzhou Xuannan, Guangzhou Xuanxi and Guangzhou Xuanbei as further detailed in the section headed "Relationship with our Controlling Shareholders" in this [REDACTED]

"core connected person(s)"

has the meaning ascribed to it under the Listing Rules

"COVID-19"

Novel Coronavirus (COVID-19) or Novel Coronavirus Pneumonia, a respiratory illness caused by a new strain of coronavirus and characterised especially by fever, cough, and shortness of breath and may progress to pneumonia and respiratory failure

"CSRC"

China Securities Regulatory Commission (中國證券監督管理委員會)

"Deed of Indemnity"

the deed of indemnity dated [●] 2022 entered into by our Controlling Shareholders in favour of our Company (for itself and as trustee for each of the subsidiaries), details of which are set out in the paragraph headed "Statutory and General Information — E. Other information — 10. Tax and other indemnity" set out in Appendix IV to this [REDACTED]

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"Dejiu" Guangzhou Dejiu Information Technology Co., Ltd. (廣州

德久信息科技有限公司), a limited liability company incorporated in the PRC on 4 January 2017, which is our

Consolidated Affiliated Entity

"Director(s)" director(s) of our Company

"Double Winner" Double Winner Worldwide Limited (商盈環球有限公司),

a business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Li, one of our

Controlling Shareholders

"East Pride Development" East Pride Development Limited (東豪發展有限公司), a

business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Guo Haiqiu

(郭海球)

"East Pride Industrial" East Pride Industrial Limited (東敖實業有限公司), a

business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Xie Lejun (謝樂軍)

"EIT" the PRC enterprise income tax

Negative List"

"EIT Law" the PRC Enterprise Income Tax Law (中華人民共和國企

業所得税法), promulgated on 16 March 2007 and effective on 1 January 2008, and the Regulation on the Implementation of the PRC Enterprise Income Tax Law

(中華人民共和國企業所得税法實施條例)

"ESOP Platform(s)" Guangzhou Xuandong, Guangzhou Xuanxi, Guangzhou

Xuannan and Guangzhou Xuanbei or any one or more of

them as the context requires

"Extreme Conditions" any extreme conditions or events, the occurrence of

which will cause interruption to the ordinary course of business operations in Hong Kong and/or that may

affect the [REDACTED] or the [REDACTED] Date

"Foreign Investment the Special Administrative Measures on Access to

Foreign Investment (Negative List) (2021 Edition) (外商 投資准入特別管理措施(負面清單) (2021年版) which was promulgated jointly by the MOFCOM and the NDRC on

27 December 2021 and became effective on 1 January 2022

"Fortune Global 500" an annual ranking of the top 500 corporation worldwide

as measured by revenue, complied and published

annually by Fortune magazine

"FRC" Financial Reporting Council

"Frost & Sullivan" Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., a

global market research and consulting company, which is

an Independent Third Party

"Frost & Sullivan Report" an independent market research report commissioned by

us and prepared by Frost & Sullivan for the purpose of

this [REDACTED]

"Genius Professional" Genius Professional Asia Pacific Limited (智專亞太集團

有限公司), a business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Tang Bin

(唐斌)

"GF Qianhe" GF Qianhe Investment Co., Ltd. (廣發乾和投資有限公司),

a limited liability company incorporated on 11 May 2012 in the PRC, one of our [REDACTED] Investors and one

of the Registered Shareholders

"GF Securities" GF Securities Co., Ltd. (廣發證券股份有限公司), a joint

stock limited company incorporated on 21 January 1994

in the PRC and one of the Registered Shareholders

"GL Venture Capital" Gongqing City Blue Stone Investment Partnership

(Limited Partnership) (共青城蘭石創業投資合夥企業(有限合夥)), a limited partnership established on 20 August 2020 in the PRC, one of our [REDACTED] Investors and

one of the Registered Shareholders

[REDACTED]

"Group", "our Group", "the Group", "we", "us", or "our" our Company, its subsidiaries and Consolidated Affiliated Entities from time to time or, where the context so requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries and Consolidated Affiliated Entities, such subsidiaries and Consolidated Affiliated Entities as if they were subsidiaries and Consolidated Affiliated Entities of our Company at the relevant time

"Guangzhou Guanghan"

Guangzhou Guanghan Information Technology Co., Ltd. (廣州市廣瀚信息科技有限公司), a limited liability company incorporated in the PRC on 21 October 2011, which is one of our Consolidated Affiliated Entities

"Guangzhou Jixin"

Guangzhou Jixin Communication Technology Co., Ltd. (廣州市即信通信科技有限公司), a limited liability company incorporated in the PRC on 5 May 2017, which is one of our Consolidated Affiliated Entities

"Guangzhou Shangyu"

Guangzhou Shangyu Wireless Technology Co., Ltd. (廣州 市商域無線科技有限公司), a limited liability company incorporated in the PRC on 4 June 2007, which is one of our Consolidated Affiliated Entities

"Guangzhou Xingjian"

Guangzhou Xingjian Xintong Technology Co., Ltd. (廣州 行健信通科技有限公司), a limited liability company incorporated in the PRC on 10 March 2020, which is one of our Consolidated Affiliated Entities

"Guangzhou Xuanbei"

Guangzhou Xuanbei Investment Co., Ltd. (Limited Partnership) (廣州玄北投資有限合夥企業(有限合夥)), a limited partnership established in the PRC on 21 May 2015, one of the Registered Shareholders, and one of our Controlling Shareholders

"Guangzhou Xuandong"

Guangzhou Xuandong Investment Co., Ltd. (Limited Partnership) (廣州玄東投資有限合夥企業(有限合夥)), a limited partnership established in the PRC on 20 May 2015 and one of the Registered Shareholders

"Guangzhou Xuannan"

Guangzhou Xuannan Investment Co., Ltd. (Limited Partnership) (廣州玄南投資有限合夥企業(有限合夥)), a limited partnership established in the PRC on 20 May 2015, one of the Registered Shareholders, and one of our Controlling Shareholders

"Guangzhou Xuanxi"

Guangzhou Xuanxi Investment Co., Ltd. (Limited Partnership) (廣州玄西投資有限合夥企業(有限合夥)), a limited partnership established in the PRC on 20 May 2015, one of the Registered Shareholders, and one of our Controlling Shareholders

"Guangzhou Xuanxun"

Guangzhou Xuanxun Information Technology Co., Ltd. (廣州市玄訊信息技術有限公司), a limited liability company incorporated in the PRC on 20 May 2014, which is one of our Consolidated Affiliated Entities

"Guangzhou Xuxin"

Guangzhou Xuxin Information Technology Co., Ltd. (廣州市煦鑫信息科技有限公司), a limited liability company incorporated in the PRC on 18 February 2013, which is one of our Consolidated Affiliated Entities

"Guangzhou Zhengjun"

Guangzhou Zhengjun Information Technology Co., Ltd. (廣州市正君信息科技有限公司), a limited liability company incorporated in the PRC on 28 January 2013, which is one of our Consolidated Affiliated Entities

"Guangzhou Zhengxin"

Guangzhou Zhengxin Investment Partnership (Limited Partnership) (廣州正信投資合夥企業(有限合夥)), a limited partnership established on 4 July 2019 in the PRC, one of our [REDACTED] Investors and one of the Registered Shareholders

"Guangzhou Zhongmai"

Guangzhou Zhongmai Guangwei Information Technology Co., Ltd. (廣州中邁廣維信息科技有限公司), a limited liability company incorporated in the PRC on 26 September 2012, which is one of our Consolidated Affiliated Entities

"Guidance Catalogue"

the Catalogue of Industries for Encouraging Foreign Investment (2020 Version) (鼓勵外商投資產業目錄 (2020 年版)), was promulgated jointly by the MOFCOM and the NDRC on 27 December 2020 and became effective on 27 January 2021

"Henan Shangfang"

Henan Shangfang Communication Technology Co., Ltd. (河南上方通信技術有限公司), a limited liability company incorporated in the PRC on 14 June 2011, which is one of our Consolidated Affiliated Entities

"HKFRS" Hong Kong Financial Reporting Standards, amendments

and the related interpretations issued by the Hong Kong

Institute of Certified Public Accountants

"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

"Hong Kong dollars" or "HK dollars" or "HK\$"

Hong Kong dollars, the lawful currency of Hong Kong

# [REDACTED]

"Hong Kong Stock Exchange" or "Stock Exchange" The Stock Exchange of Hong Kong Limited, a wholly owned subsidiary of Hong Kong Exchange and Clearing Limited

## [REDACTED]

## [REDACTED]

"Honghan Worldwide" Honghan Worldwide Limited (宏漢環球有限公司), a

business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Huang, one of our

**Controlling Shareholders** 

"Horizon Worldwide" Horizon Worldwide Holding Group Incorporated (鵬際

集團有限公司), a business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Wu

Fugui (吳富貴)

"Independent Third Party(ies)" any individual(s) or entity(ies) who, as far as our

Directors are aware, is/are not connected with our Company or our connected persons within the meaning

ascribed under the Listing Rules

[REDACTED]

## [REDACTED]

"Labour Contract Law" the Labour Contract Law of the PRC (中華人民共和國勞

動合同法), first issued by the NPC on 29 June 2007, effective on 1 January 2008, as amended, supplemented

or otherwise modified from time to time

"Latest Practicable Date" 7 March 2022, being the latest practicable date for the

purpose of ascertaining certain information contained in

this [REDACTED] prior to its publication

## [REDACTED]

"Listing Committee" the listing committee of the Hong Kong Stock Exchange

## [REDACTED]

"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

"Main Board" the stock exchange (excluding the option markets)

operated by the Stock Exchange which is independent from and operated in parallel with the GEM of the Stock

Exchange

"M&A Rules" the Regulations 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》)

"Memorandum" or the memorandum of association of the Company (as "Memorandum of Association" amended from time to time), adopted on [●], a summary of which is set out in the section headed "Summary of the constitution of our Company and Cayman Island Companies Act" in Appendix III to this [REDACTED] "MIIT" the Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部) "MOF" the Ministry of Finance of the PRC (中華人民共和國財政 部) "MOFCOM" or "Ministry of the Ministry of Commerce of the PRC (中華人民共和國商 Commerce" 務部) "Mr. Chen" Mr. Chen Yonghui (陳永輝), a Director and a Controlling Shareholder of our Company and one of the Registered Shareholders "Mr. Huang" Mr. Huang Fangjie (黃仿傑), a Director and a Controlling Shareholder of our Company and one of the Registered Shareholders "Mr. Li" Mr. Li Hairong (李海榮), a Director and a Controlling Shareholder of our Company and one of the Registered Shareholders "Mr. Song" Mr. Song Xiaohu (宋小虎), a Substantial Shareholder and one of the Registered Shareholders "Mr. Xie" Mr. Xie Lejun (謝樂軍), one of the Registered Shareholders "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) "NEEQ" the National Equities Exchange and Quotations Co., Ltd. (全國中小企業股份轉讓系統), a Chinese over-the-counter system for trading the Shares of a public limited company "NPC" National People's Congress of the PRC (全國人民代表大 會)

THIS DOCUMENT IS IN DRAFT FORM, INCOMPLETE AND SUBJECT TO CHANGE AND THAT THE INFORMATION MUST BE READ IN CONJUNCTION WITH THE SECTION HEADED "WARNING" ON THE COVER OF THIS DOCUMENT.

### **DEFINITIONS**

"Nomination Committee"

a committee of the Board established by the Board to make recommendations to our Board in relation to the appointment and removal of Directors and senior management, and on matters of succession planning

# [REDACTED]

"OPCOs"

the operating companies established in the PRC, including Xuan Wu, Guangzhou Guanghan, Guangzhou Shangyu, Beijing Xiuwu, Guangzhou Zhengjun, Henan Shangfang, Guangzhou Xuxin, Guangzhou Zhongmai, Guangzhou Xuanxun, Guangzhou Jixin, Dejiu, Tianjin Xingjian and Guangzhou Xingjian

## [REDACTED]

"PBOC"

People's Bank of China (中國人民銀行), the central bank of the PRC

"Pluto Connection"

Pluto Connection Limited, a business company incorporated in the BVI on 2 April 2015, which is indirectly wholly-owned by CITIC Securities

"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" Zhong Lun Law Firm, the PRC legal advisor of our

Company

"[REDACTED] Investment(s)" for details of the transactions, please refer to the

paragraph headed "History and Reorganisation — The

[REDACTED] Investments" in this [REDACTED]

"[REDACTED] Investor(s)"

GF Qianhe, GL Venture Capital, Chengda Coastal, Zhuhai Qingshi and Guangzhou Zhengxin, who invested in Xuan Wu in September 2020 or October 2020, and "[REDACTED] Investor" means any one of them. For details, please refer to the paragraph headed "History and Reorganisation — The [REDACTED] Investments — Information regarding the [REDACTED] Investors" in this [REDACTED]

## [REDACTED]

"Registered Shareholders" the registered shareholders of Xuan Wu, collectively, Mr.

Chen, Mr. Song, Mr. Huang, Mr. Li, the ESOP Platforms, Shanghai Fosun, Mr. Xie, GF Qianhe, Mr. Guo Haiqiu, Guangzhou Zhengxin, GL Venture Capital, SZR Investment, Mr. Chen Zhengxu, Mr. Wu Fugui, GF Securities, Chengda Coastal, Mr. Zhang Wei, CITIC Securities, Zhuhai Qingshi, Mr. Zhang Boxiao, Mr. Tang

Bin and Mr. Sun Junwen

"Regulation S" Regulation S under the U.S. Securities Act

"Remuneration Committee" a committee of the Board established by the Board to

discharge the Board's responsibilities relating to the remuneration of Directors and executive officers of our

Company

"Reorganisation" the reorganisation of our Group in preparation

for the [REDACTED], details of which are set out in the paragraph headed "History and Reorganisation — Our

Reorganisation" in this [REDACTED]

"Reporting Accountant" PricewaterhouseCoopers, Certified Public Accountants

under the Professional Accountant Ordinance (Chapter 50 of the Laws of Hong Kong) and Registered Public Interest Entity Auditor under the Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong

Kong)

"RMB" or "Renminbi" Renminbi, the lawful currency of the PRC

"SAFE" the State Administration of Foreign Exchange of the PRC

(中華人民共和國外匯管理局)

"SAIC" the State Administration for Industry and Commerce

of the PRC (中華人民共和國國家工商行政管理總局),

currently known as SAMR

"SAMR" the State Administration for Market Regulation of the

PRC (中華人民共和國國家市場監督管理總局), formerly

known as the SAIC

"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

"Share(s)" or "Ordinary Share(s)" ordinary share(s) in the capital of our Company with

nominal value of US\$0.0001 each

"Shanghai Fosun" Shanghai Fosun Weishi Fund (上海復星惟實一期股權投

資基金合夥企業(有限合夥), a limited partnership established on 23 April 2012 in the PRC and one of the

Registered Shareholders

"Shareholder(s)" holder(s) of Share(s)

"SZR Investment" Shenzhen Zhongou Runlong Investment Management

Co., Ltd. (深圳市中歐潤隆投資管理有限公司), a limited liability company incorporated on 13 May 2015 in the PRC and a private equity manager registered with the Asset Management Association of China and one of the

Registered Shareholders

"Sole Sponsor" CMB International Capital Limited

"STA" the State Taxation Administration of the PRC (中華人民共

和國國家税務總局)

[REDACTED]

"State Council" the State Council of the PRC (中華人民共和國國務院)

[REDACTED]

"subsidiary(ies)" has the meaning ascribed to it in section 15 of the

Companies Ordinance, and shall also include our Consolidated Affiliated Entities unless the context

requires otherwise

"Substantial Shareholder(s)" has the meaning ascribed thereto in the Listing Rules

"Takeovers Code" or "Hong Kong

Takeover Code"

the Code on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or

otherwise modified from time to time

"Tianjin Xingjian" Tianjin Xingjian Xintong Technology Co., Ltd. (天津

行健信通科技有限公司), a limited liability company incorporated in the PRC on 9 May 2017, which is one of

our Consolidated Affiliated Entities

"Top Lux" Top Lux Industrial Limited (富豐實業有限公司), a

business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Chen Zhengxu (陳正

旭)

"Track Record Period" the three financial years of the Company ended 31

December 2021

## [REDACTED]

"U.S." or "United States" the United States of America, its territories, its

possessions and all areas subject to its jurisdiction

"U.S. dollars" or "US\$"

U.S. dollars, the lawful currency of the United States of

America

"U.S. Securities Act" the United States Securities Act of 1933, as amended from

time to time, and the rules and regulations promulgated

thereunder

"VAT" value-added tax

Technology"

"VIE(s)" variable interest entity(ies)

### [REDACTED]

"Xuantao" Guangzhou Xuantao Intelligent Cloud Technology Co.,

Ltd. (廣州市玄韜智慧雲科技有限公司), a limited liability company incorporated in the PRC on 6 August 2021,

which is our indirect wholly-owned subsidiary

"Xuanwu Information and Guangzhou Jiemiao Trade Limited (廣州市捷妙貿易有限

公司), formerly known as Guangzhou Xuanwu Information and Technology Limited (廣州市玄武資訊科技有限公司), a limited liability company incorporated in the PRC on 22 June 2000 and deregistered on 12

December 2017

"Xuan Wu" Guangzhou Xuan Wu Wireless Technology Co., Ltd. (廣

州市玄武無線科技股份有限公司), a joint stock limited company incorporated in the PRC on 2 November 2010,

which is one of our Consolidated Affiliated Entities

"Xuan Wu BVI" Xuan Wu Cloud (BVI) Limited (玄武雲維爾京有限公司), a

limited liability company incorporated under the laws of the BVI on 28 May 2021, which is our direct

wholly-owned subsidiary

"Xuan Wu HK" Xuan Wu Cloud HK Limited (玄武雲香港有限公司), a

private company limited by shares incorporated under the laws of Hong Kong on 17 June 2021, which is our

indirect wholly-owned subsidiary

"Zhenghao Global" Zhenghao Global Holding Limited (正浩環球控股有限公

 $_{\overline{1}}),$  a business company incorporated in the BVI on 7 April 2021, which is wholly-owned by Mr. Chen and a

Controlling Shareholder of our Company

"Zhuhai Qingshi" Zhuhai Qingshi Investment Partnership (Limited

Partnership) (珠海擎石投資合夥企業(有限合夥)), a limited partnership established on 27 November 2018 in the PRC, one of our [REDACTED] Investors and the

Registered Shareholders

"Zhuhai Qianheng" Zhuhai Qianheng Investment Management Co., Ltd. (珠

海乾亨投資管理有限公司), a limited liability company

incorporated on 26 March 2015 in the PRC

Words importing the singular include, where applicable, the plural and vice versa. Words importing the masculine gender include, where applicable, the feminine and neuter genders.

All dates and times refer to Hong Kong dates and times unless otherwise stated.

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, laws or regulations from 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, laws or regulations and their English translations, the Chinese names shall prevail.