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REGULATIONS IN RELATION TO FOREIGN INVESTMENT

The establishment, operation and management of companies in PRC are governed by the Company Law of the PRC (《中華人民共和國公司法》) (the “PRC Company Law”) which was promulgated by the Standing Committee of the National People’s Congress (全國人民代表大會常務委員會) (the “SCNPC”) on December 29, 1993, came into effect on July 1, 1994 and was last revised on October 26, 2018. Under the PRC Company Law, companies are generally classified into two categories, i.e. limited liability companies and companies limited by shares. Each a limited liability company or a company limited by shares is an enterprise legal person, and liable for its debts with all its assets. PRC Company Law is also applicable to foreign-invested companies, except otherwise set out in any other regulations.

Pursuant to the Foreign Investment Law of the PRC (《中華人民共和國外商投資法》) (the “Foreign Investment Law”) promulgated by the National People’s Congress (全國人民代表大會) (the “NPC”) on March 15, 2019 and came into effect on January 1, 2020, the “Foreign Investment” refers to the investment activity directly or indirectly conducted by the foreign natural person, enterprise or other organization (hereinafter referred to as the “foreign investors”), including the following circumstances: (i) A foreign investor establishes a foreign-invested enterprise within the territory of China, independently or jointly with any other investor; (ii) a foreign investor acquires shares, equities, property shares or any other similar rights and interests of an enterprise within the territory of China; (iii) a foreign investor makes investment to initiate a new project within the territory of China, independently or jointly with any other investor; and (iv) a foreign investor makes investment in any other way stipulated by laws, administrative regulations or provisions of the State Council. The state applies the administrative system of pre-establishment national treatment plus Negative List to foreign investment. Foreign Investors shall not invest in any field prohibited by the Negative List and shall meet the investment conditions stipulated for any field restricted by the Negative List, while for foreign investments outside the Negative List, national treatment will be given. The organization forms, structures, and operating rules of foreign-funded enterprises shall be governed by the PRC Company Law, the Partnership Law of the PRC (《中華人民共和國合夥企業法》) and other laws. In conducting production and distribution activities, foreign-funded enterprises shall comply with the provisions of laws and administrative regulations pertaining to labor protection and social insurance, conduct taxation, accounting, foreign exchange, and other affairs according to laws, administrative regulations, and the relevant provisions issued by the state, and accept the supervisory inspection legally conducted by the appropriate departments.

Pursuant to Article 6 of the Special Administrative Measures (Negative List) for Foreign Investment Access (Edition 2021) (《外商投資准入特別管理措施(負面清單)(2021年版)》) (the “2021 Negative List”), which was promulgated by the National Development and Reform Commission of the PRC (中華人民共和國發展和改革委員會) (the “NDRC”) and the Ministry of Commerce of the PRC (中華人民共和國商務部) (the “MOFCOM”) jointly on December 27, 2021 and became effective on January 1, 2022, with respect to the securities offering and listing in an overseas market by a domestic company engaging in the fields prohibited by the 2021 Negative List, the consent of the relevant competent authorities of the State shall be

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required, and overseas investors shall not participate in the operation and management of the enterprise, and overseas investors’ shareholding percentage shall be subject to the relevant provisions on administration of domestic securities investment by overseas investors.

According to the press conference by the relevant officials of the NDRC on January 18, 2022, Article 6 of the 2021 Negative List shall only be applying to the situations where domestic companies in the PRC are seeking a direct overseas issuance and listing; and with respect to an indirect overseas issuance and listing of securities (including through a variable interest entity (the “VIE”) structure) by domestic companies engaging in fields prohibited by the 2021 Negative List, the CSRC is in the process of solicit public opinion and establishing a cross-departmental supervisory coordination mechanism for overseas listings. The current application structure of the Company’s [REDACTED] constitutes an indirect overseas issuance and [REDACTED] of securities by domestic companies.

On December 24, 2021, the CSRC issued the Draft Administration Provisions and the Draft Filing Measures, which were open for public comments until January 23, 2022. As of the Latest Practicable Date, the Draft Administration Provisions and the Draft Filing Measures have not been formally adopted and the relevant applicable PRC laws and regulations have not yet required to obtain the examination and approval from the CSRC and/or the relevant industry authorities for the indirect overseas issuance and listing of securities by domestic enterprises through a VIE structure. Nevertheless, the Draft Administration Provisions and the Draft Filing Measures and other effective PRC laws and regulations do not impose an outright prohibition on indirect overseas issuance and listing of securities of domestic enterprises with a VIE structure.

As such, our PRC Legal Advisers are of the view that a [REDACTED] adopting VIE structure through contractual arrangement, such as ours, does not fall within the scope of Article 6 of 2021 Negative List. As of the Latest Practicable Date, there are no laws, regulations or regulatory documents cited by either the CSRC or other relevant industry authorities in effect that would explicitly require the Company to comply with any approval, verification or filing procedures for the [REDACTED]. Our PRC Legal Advisers advised that the [REDACTED] is not required to obtain the examination and approval from the CSRC and/or the relevant industry authorities in accordance with the relevant laws and regulations currently in effect.

Assuming the Draft Administration Provisions and the Draft Filing Measures are formally implemented in their current form and the Requirement under the 2021 Negative List is applicable to overseas listing of domestic companies with contractual arrangements, as advised by our PRC Legal Advisers, if we have not yet completed our overseas securities [REDACTED] and [REDACTED] by then, we may be required to conduct the filing procedures according to the Draft Administration Provisions and the Draft Filing Measures and to obtain the approval from the relevant regulatory authorities under the 2021 Negative List. For details, see “Risk Factors – Risks relating to the PRC – We may be subject to the approval or other requirements of the CSRC or other PRC governmental authorities in connection with future capital raisings activities”.

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REGULATIONS IN RELATION TO PRODUCTION AND OPERATION OF TELEVISION PROGRAMS

Radio and Television Program Production and Operation Permit

Pursuant to the Regulations on Radio and Television Administration (Revised in 2020) (《廣播電視管理條例》(2020年修訂)) promulgated by the State Council on August 11, 1997 and last revised on November 29, 2020, radio and television programs shall be produced by radio stations, TV stations, radio and television programs production and operation institutions whose establishment has been approved by the radio and television administrative departments at or above the provincial level governments. Radio station or TV station shall not broadcast programs produced by institutions without the licenses for radio and television program production and operation.

Pursuant to the Administrative Provisions on the Production and Operation of Radio and Television Programs (《廣播電視節目製作經營管理規定》), which was promulgated by the NRTA on July 19, 2004 and came into effect on August 20, 2004, and was last revised on October 29, 2020, the National Radio and Television Administration of the PRC (中華人民共和國國家廣播電視總局) (the "NRTA") is responsible for formulating the development plan, layout and structure of the national radio and television programs production industry, administering, guiding and supervising the production and operation activities of national radio and television programs. The radio and television administrative departments under the local governments at or above the county level shall be responsible for administering the production and operation activities of radio and television programs within their respective administrative regions. Establishment of a radio and television programs production and operation institution or entity that produces and operates radio and television programs must first obtain a Radio and Television Program Production and Operation Permit (the "Permit") (《廣播電視節目製作經營許可證》), which is subject to the licensing system applied by the PRC Government. An applicant applying for a Permit to Produce or Operate Radio and Television Programs shall conform to the development plan, layout and structure of the industry of radio and television program production of the State and shall meet the following conditions: (i) it shall have independent corporate capacity and the organization name, organizational structure and articles of association that comply with the provisions of the laws and regulations of the State; (ii) it shall have professionals specialized in radio and television and other relevant fields, funds and workplace that meet the needs of its scope of business, of which the registered capital shall not be less than RMB3,000,000; (iii) its legal representative shall not have any record of violation of laws and regulations or it has no record of revocation of its Permit to Produce or Operate Radio and Television Programs for the last 3 years before the date of application; and (iv) other conditions prescribed by the laws and administrative regulations. Central organizations in Beijing and the agencies directly subordinate thereto shall directly file the application with the NRTA while the other organization shall file an application to the relevant radio and television administrative department at the domicile of the organization. The application shall be verified and approved level by level and finally be submitted to the provincial radio and television administrative department for examination and approval. The approving authority will decide whether to grant the approval or not within 20 working days of its receipt of the complete set

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of documents. In the case of approval which is accorded with the Administrative Provisions on the Production and Operation of Radio and Television Programs, the NRTA will issue the Permit; in the case of disapproval, it will state the reasons. The decision of granting the approval or not shall be record-filed with the NRTA by provincial radio and television administrative department within a week after the decisions are made. The Permit uniformly printed by the NRTA has an effective term of two years. Organizations which have obtained the Permit to Produce or Operate Radio and Television Programs, television stations (including radio and television stations and radio, film and television groups) at or above the prefecture level and film producers which have obtained the Permit to Produce Films shall produce television plays, provided that they shall obtain another permit to produce TV series in advance. Permits to produce TV series are divided into two types: TV Series Production Licence (Class A) (《電視劇製作許可證(甲種)》) and TV Series Production Licence (Class B) (《電視劇製作許可證(乙種)》), which shall be uniformly printed by the NRTA. TV Series Production Licence (Class B), issued by the administrative department of radio and television at or above province level, only applies to the television play it indicates with the validity of 180 days and may be extended appropriately when approved by the licence issuing authority under exceptional circumstance. Applicants that have produced six or more single-episode TV shows or three or more TV series (three episodes or more per series) for two consecutive years may apply to the NRTA for TV Series Production Licence (Class A), which has an effective term of two years and may apply to all TV series produced by the holder during the effective term. Radio and television broadcasting institutions shall not broadcast television series produced by institutions without the Permit or the relevant distribution license. For violations against the aforesaid provisions, the penalty provisions of the Administrative Regulations on Radio and Television (《廣播電視管理條例》) shall be applied mutatis mutandis. Where a holder of the TV Series Production Licence (Class A) applies for an extension upon the expiration thereof, if it meets the aforementioned requirements and there is no record of violation, the extension shall be granted; where the aforesaid conditions are not met, the extension shall not be granted.

Record-filing and Announcing System

Pursuant to the Administrative Regulations on Content of Television Series (《電視劇內容管理規定》) which was promulgated by the NRTA on May 14, 2010 and came into effect on July 1, 2010, and was last revised on October 31, 2018, the record-filing and announcing system, and the content examination and distribution licensing system shall be implemented for the domestically produced TV series. NRTA is responsible for announcing the TV series produced in the PRC. The radio and television administrative department of provincial government is responsible for accepting the record-filing of the TV series produced by the production entities within its administrative region, and upon its examination, report them to NRTA. When applying for record-filing of the TV series, the production institutions shall submit, among other materials, a brief introduction which truthfully and accurately describes the theme, main characters, background, stories and other contents of the TV series. If the TV series involves any significant theme or any sensitive content involving politics, military affairs, diplomacy, national security, united front, ethnic issues, religion, judicial issues, public security, etc., the written opinions issued by the relevant competent department of the

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government at or above the level of province shall be provided. The NRTA shall examine the application materials and announce them on its website. The announced contents shall include the name of the TV series, the production entity, the number of episodes, the abstract, etc.

Administrative Measures for the Record-filing and Announcement for Filming and Production of Drama Series (《電視劇拍攝製作備案公示管理辦法》), which was promulgated by The State Administration of Press, Publication, Radio, Film and Television (國家新聞出版廣電總局) (the "SAPPRFT") on September 22, 2013 and came into effect on December 1, 2013, detailed the measures regarding the record-filing and announcing system of the drama series. Drama series shall be produced in accordance with the announced content. If it is necessary to make a substantial adjustment to the theme, main characters and main plot, the producing institution shall go through record-filing and announcing procedure again. The production of drama series shall be completed within two years since the date of announcement.

Content Examination and Distribution Licensing System

The Notice on Further Strengthening the Management of Radio and Television Programs Production and Operation Organizations (《關於進一步加強廣播電視節目製作經營機構管理的通知》), promulgated by the NRTA on March 15, 2005, requires the provincial radio and television administrative departments to establish a review mechanism for the content of programs produced and distributed by production institutions.

Pursuant to the Administrative Regulations on Content of Television Series, upon completion of the production of TV series, the production institutions shall file an application for content examination and apply for the Licence for Distribution of TV Series. The TV series without the Licence for Distribution of TV Series shall not be distributed, broadcast or appraised for awards. The institutions shall apply for the content examination to the radio and television administrative department of provincial government and submit, among other materials, a valid certification of the qualification of the production institution, the printed text of the announcement of the TV series, an abstract for each episode, a complete set of the sample TV series, and written opinions of the competent department and the parties concerned on special themes. Where modification is required upon examination, the institution shall, after modifying the documents for examination, re-submit the documents for examination according to the provisions. The said administrative department shall make a decision of approval or disapproval within fifty days. After making a decision of approval, it shall issue the Licence for Distribution of TV Series. If the submitting institution refuses to accept the decision of disapproval, it may file an application for reexamination with the radio and television administrative department within 60 days from the date of receiving the decision. The radio and television administrative department shall make a review decision within 50 days after receiving the application for review; the review time is 30 days. Those who pass the re-examination shall be issued the Licence for Distribution of TV Series; unqualified, it shall notify the submitting institution and explain the reasons in writing. TV series which has obtained a distribution licence shall be distributed and broadcast based on the contents which passed the examination. If the name, principal characters and stories, length of the episodes or

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any other aspect of the TV series is modified, the original production institution shall reapply for examination. According to the needs of public interests, the radio and television administrative department may make a decision to order the TV series to be modified, stop broadcasting or not to be distributed or awarded.

Pursuant to the Notice on Further Strengthening the Administration of the Creation and Production of TV Series and Web Series (《國家廣播電視總局關於進一步加強電視劇網絡劇創作生產管理有關工作的通知》) promulgated by NRTA on February 6, 2020, during the record-filing period, the production institution shall be committed to the competent radio and television administrative department that the script creation has been basically completed; content involving political, military, diplomatic, national security, the united front, ethnic, religious, judicial, public security, anti-corruption and other sensitive content, the written consent of the competent government departments shall be obtained before applying for filming, production and filing for announcement. The TV and WEB Series are recommended to be limited in 40 episodes, and the creation of short series within 30 episodes is encouraged. Comprehensive measures, collaborative governance shall be taken to the content governance, relevant industry associations shall further work on the industry standards.

According to the Notice on Further Strengthening the Management of Arts and Their Personnel (《關於進一步加強文藝節目及其人員管理的通知》) issued by NRTA on 2 September 2021, radio and television institutions and online audio-visual platforms are required to resolutely resist immoral personnel and personnel involved in illegal activities and avoid incorrect political positions and centrifugal from the Party and the country. In addition, the regulation requires TV drama production units to resolutely resist high film remuneration. TV drama production units are required to strictly implement the provisions on film remuneration for actors and guests, and strictly implement the notification and commitment system of film remuneration management. We will severely punish violations of film pay, duplicate contracts and tax evasion. In practice, if artists exposed to negative news arising from their involvement in illegal activities or behaviors which deviate from societal core value are part of the cast of our drama series, TV channels or online video platform may suspend the broadcasting of such drama series, which may result in us being obligated to repay all the payments we have received to our customers with respect to the relevant drama series and a material adverse change to our business and results of operations. To minimize such risks, our agreements with actors and directors include a negative publicity clause stating that we are entitled to seek repayment of the amount of service fees we paid to them in the event any lawsuits, personal misbehaviors, rumors or negative news related to them affected our distribution of the relevant drama series.

According to the Notice on Launching the Creation, Exhibition and Broadcasting of the Theme "Our New Era" (《關於開展“我們的新時代”主題作品創作展播活動的通知》) issued by the NRTA on October 25, 2021, the "Our New Era" theme works should strengthen control and guidance in all aspects such as the management of actors and guests, pay attention to the selection of actors and guests with positive social images, personal temperament and role adaptation, and excellent acting skills, resolutely resist illegal and unethical personnel, resolutely oppose the flow theory, strictly implement the remuneration regulations, and strictly

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control performance style, costume makeup, among others. According to the Opinions on Promoting the Improvement of Radio and TV Broadcasting Institutions in the New Era (《關於推動新時代廣播電視播出機構做強做優的意見》) promulgated by the NRTA on October 15, 2020. The circular calls for firmly grasping the correct guidance for the creation, production and broadcasting of literature and arts, strengthening guidance, improving the working mechanism for advocating taste and style and responsibility, resisting vulgarity and vulgarity, and resolutely preventing undesirable tendencies such as star-chasing, over-entertainment, high-priced film pay, and listening and viewing rates only. According to the Properly Handling the Exhibition and Broadcasting of TV dramas in relation to celebrating the 70th anniversary of the founding of China (《關於做好慶祝新中國成立70周年電視劇展播工作的通知》), promulgated by the NRTA on July 29, 2019. The notice requires that costume drama series and idol programs with strong entertainment shall not be broadcasted during the "100 days' exhibition and broadcasting" activity of key TV drama series since August 2019. To the best knowledge of our Directors, none of our drama series was directly affected by such notices during the Track Record Period and up to the Latest Practicable Date. Based on the foregoing, our Directors, as advised by our PRC Legal Advisor, confirm that such notices did not have a material adverse impact on our Group during the Track Record Period and up to the Latest Practicable Date.

Examination of Actor's Remuneration of TV Series and Web Series

The China Federation of Radio, Film and Television Associations, the China Netcasting Services Association and the China Television Drama Production Industry Association jointly issued the Opinions on the Allocation of Production Costs of TV Series and Web Series (《關於電視劇網絡劇製作成本配置比例的意見》) (the "Opinion") on September 22, 2017. Pursuant to the Opinion, the TV series production institutions shall limit the payment for the artists to a reasonable allocation of overall production costs. The total actor's remuneration of a TV series shall not exceed 40% of the total production costs, and the principal actor's remuneration shall not exceed 70% of the total actor's remuneration, the production institution shall file an explanation with the relevant associations. The payment involved in the contract signed with the actor's personal studios or other entities controlled by it should also be taken into account for the purpose of compliance with the notice.

The NRTA issued the Notice for Further Strengthening the Administration on Radio or Television Programs and Online Audio-visual Entertainment Programs (《關於進一步加強廣播電視和網絡視聽文藝節目管理的通知》) on October 31, 2018. For the purpose of ensuring the sound and orderly development of radio, television and network audio visual entertainment programs, the NRTA requires that, among other things, the total actor's remuneration of a TV series shall not exceed 40% of the total production costs, and the principal actor's remuneration shall not exceed 70% of the total actor's remuneration. If the aforesaid allocation is violated with no justification or concealment is conducted, the NRTA shall, according to the circumstances, adopt punitive measures according to the regulation such as suspension and cancellation of broadcast of the series or production qualifications of production entities. TV series and web series of which the artists' payment exceeds the required cap shall not participate in the election or awards, nor be entitled to government funding or subsidies.

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Furthermore, broadcasting institutions are strictly prohibited from requesting a audience rating covenant from production institutions, and the signing of a valuation adjustment mechanism agreement shall be strictly prohibited. Institutions or individuals shall be strictly prohibited from disrupting or falsifying audience rating (click-through rate) data. As confirmed by our Directors and advised by our PRC Legal Advisor, we had been in compliance with the 2018 NRTA Notice since its issuance and had not been the subject of any review, enquiry or investigation by any PRC regulatory authorities in relation to such notice during the Track Record Period and up to the Latest Practicable Date. In addition, we have formulated our budget plan in accordance with the requirements of the notice. Specifically, we estimate the total budget for our drama series projects and determine the maximum amount of payments we can pay to actors and principal actors in accordance with the requirements of the notice, taking into consideration the transactions with entities controlled by, or other close associates of, each actor. In addition, we also submit reports disclosing the payments to actors and principal actors for the local competent authorities' review and approval and obtain Television Drama Distribution License (國產電視劇發行許可證) only after the completion of their review and approval. Based on the foregoing, our Directors, as advised by our PRC Legal Advisor, confirm that we have been in compliance with such notice since its issuance and such notice does not have a material adverse impact on our Company. Our Directors also confirm that the cost to comply with such notice is minimal. Based on (i) the discussions with us, the PRC Legal Advisor, the Joint Sponsors' PRC legal advisor, through which the Joint Sponsors noted the relevant requirements under the PRC regulations and how compliance with such notice can be assessed from the PRC law perspective, and with Frost & Sullivan, through which the Joint Sponsors noted the impact of such notice on the industry as a whole, (ii) the review of relevant materials provided by us with respect to our compliance with the aforementioned notice issued by the NRTA, including material contracts we entered into to engage the principal actors for our drama series, reports submitted to the NRTA with respect to the production cost of our drama series and the Television Drama Distribution Licenses subsequently issued by the NRTA with respect to our drama series, and (iii) the aforementioned Directors' views on the basis of the views of the PRC Legal Advisor that such notice did not have a material adverse impact on our Company and the aforementioned Directors' view that the cost to comply with such notice is minimal, nothing material has come to the Joint Sponsors' attention to cast doubt on the reasonableness of our view that such notice will not have any material adverse impact on our Group.

Pursuant to the Notice on Further Strengthening the Administration of the Creation and Production of TV Series and Web Series (《國家廣播電視總局關於進一步加強電視劇網絡劇創作生產管理有關工作的通知》) promulgated by NRTA on February 6, 2020, at the stage of examination of a TV series and web series after completion, the production institution shall submit the report on the final allocation proportion of production costs and the copy of artists' remuneration contract to the competent radio and television administrative department for the record. The total actor's remuneration of a TV series shall not exceed 40% of the total production costs, and the principal actor's remuneration shall not exceed 70% of the total actor's remuneration.

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Tax-related Regulations

On September 22, 2021, the State Taxation Administration (國家稅務總局) issued the Strengthen the Tax Management of Practitioners in the Field of Cultural and Entertainment (《加強文娛領域從業人員稅收管理》). It requires the strengthening of the tax management of actors, online anchors agency companies, artistic managers and the relevant producers, urges them to fulfill the individual income tax withholding obligations in accordance with the applicable PRC law and provide relevant information and cooperate with tax authorities to implement tax management work for actors and online anchors in accordance with the applicable PRC law. During the Track Record Period, we withheld individual income tax for the actors who entered into contracts directly with our Group for our drama series. We and our PRC Legal Advisor confirm that no agreement other than the acting service agreements (or acting and planning service agreements or other agreements with the substance of acting services) were signed with the principal actors or their studios/enterprises to pay the actors in disguise for other services, and there were no illegal “yin-yang contracts” (陰陽合同) entered into by our Group. However, such regulation does not prohibit actors and producers to enter into agreements for non-acting services which the actors actually provide

Other TV Program Production Regulations or Notice

On December 31, 2021, the NRTA issued the Specification of Teleplay Mastering (電視劇母版製作規範), which has become effective since April 1, 2022. It quantifies and standardizes the technical aspects of the duration, signature, images, sound, subtitles, packaging format and production quality of teleplay mastering, and provides recommendations on the subjective evaluation methods for the sound and picture quality of teleplay mastering, ensures that TV production institutions, copyright holders and content broadcasting platforms shall adopt uniform parameters and packaging formats during the production and exchange of teleplay mastering, reduces conversion processing, improves production efficiency and guides the improvement of the standardization of drama series. Based our review of the specifications in the document, our Directors are of the view that our production of teleplay mastering has complied with such specification during the Track Record Period and up to the Latest Practicable Date.

On May 7, 2022 the China Federation of Radio and Television Associations and the China Netcasting Services Association published the Sample Text of Engagement Contract of Actors (for Trial Implementation) (《演員聘用合同示範文本(試行)》) (the “Engagement Contract”). The Engagement Contract is a sample engagement contract for actors (including any agency or studio authorized by such actors) who participate in drama series and web series to enter into with producers or contractors of the drama series. The Engagement Contract requires that service contracts such as contracts for an actor’s remuneration shall be signed in written form in the name of the actor and shall not be after-tax income contracts. It also prohibits actors (including any agency or studio authorized by such actors) from signing consulting, planning or other contracts in the name of the actor’s close relatives or other related parties irrelevant to the acting activities to split remuneration. Remuneration for acting and other services shall not be paid in cash, nor shall the income be concealed in the form of disguised remuneration

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such as equity, real estate, jewelry, calligraphy and paintings and collections. Strict distinction shall be made between personal income, income from studio operation and enterprise income. The Engagement Contract shall specify the remuneration allocation between the agency or studio and the actors as well as the corresponding contractual obligations. All parties to the Engagement Contract shall strictly perform tax payment and withholding obligations and other legal obligations in accordance with PRC tax laws and regulations, and actors shall file tax returns by themselves in accordance with relevant regulations. As the Engagement Contract is formulated by the China Federation of Radio and Television Associations and the China Netcasting Services Association, as advised by our PRC Legal Advisers, the nature of such action was a self-regulatory measure by the industry and is not legally mandatory. During the Track Record Period, we confirm that there is no payment in non-monetary form for the acting services contracts of principal actors.

Our drama series production business is required to follow such evolving regulatory and policies from time to time. We have dedicated legal personnel who closely monitor the latest development in the industry on an on-going basis. In the case of any major regulatory updates relevant to our business operations, our dedicated legal personnel will report to our management and provide trainings to our departments to ensure ongoing compliance. Our Directors, as advised by our PRC Legal Advisors, are of the view that the new regulatory updates in the industry did not have any material adverse impact on the Group's business operations and financial performance as of the Latest Practicable Date considering that (i) we had been in compliance with the latest PRC laws and regulations in all material aspects; and (ii) we had dedicated legal personnel to track regulatory updates and report to managements and provide trainings to ensure ongoing compliance.

Our PRC Legal Advisor is of the view that, (i) the Specification of Teleplay Mastering and the Sample Text of Engagement Contract of Actors (for Trial Implementation) are industrial regulations and not legally mandatory, and there is no practical difficulty for our Group to refer to and apply such regulations and these regulations will not have any material adverse effect on the business operation and financial affairs of our Group; (ii) The Strengthen the Tax Management of Practitioners in the Field of Cultural and Entertainment emphasizes the requirements of withholding individual income tax by producers, and our Company had been in compliance with during the Track Record Period and up to the Latest Practicable Date. Therefore, the Strengthen the Tax Management of Practitioners in the Field of Cultural and Entertainment does not materially and adversely affect our business operations and financial performance; and (iii) we had been in compliance with all the latest PRC laws and regulations and therefore the latest regulatory updates did not have any material adverse effect on our business operations and financial performance.

With respect to the recent regulatory updates and developments in the Strengthen the Tax Management of Practitioners in the Field of Cultural and Entertainment (《加強文娛領域從業人員稅收管理》) issued by the State Tax Administration, the Specification of Teleplay Mastering (《電視劇母版製作規範》) issued by the NRTA and the Engagement Contract published by the industry association, based on (i) the discussions with us, the PRC Legal Advisors and the Joint Sponsors' PRC legal advisors in respect of the impact of each such

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regulatory requirements on our business operations, including any risk that we may fail to comply with the evolving laws, regulations and policies in the future, as set out below; (ii) the discussions with our PRC Legal Advisors, through which it was understood that (1) the Strengthen the Tax Management of Practitioners in the Field of Cultural and Entertainment simply emphasizes the pre-existing requirements on the withholding of individual income tax by producers, and (2) both the Specification of Teleplay Mastering and the Engagement Contract are industrial regulations and not legally mandatory, and there is no practical difficulty for our Group to refer to and apply such regulations and these regulations will not have any material adverse effect on our business operation and financial affairs; (iii) the review of relevant materials with respect to the sampled contracts entered into with our acting services suppliers and our procurement costs with respect to acting services providers, the conduct of third party due diligence work with respect to our suppliers (in particular, suppliers involved in providing acting services during the Track Record Period), and the conduct of due diligence work with respect to our procurement costs and cash outflows; (iv) the confirmations of our Directors and our PRC Legal Advisors that, with respect to the acting services provided by the principal actors, no agreement other than the acting service agreements (or acting and planning service contracts or other contract with the substance of acting services) were entered into with principal actors or their studios/controlled enterprises to pay the actors in disguise for other services, and that there were no illegal "yin-yang contracts" entered into by our Group; (v) the discussions with us to understand our original drama series pipeline and the potential impact (if any) of certain regulatory developments on the length and contents of such drama series; and (vi) the view of the Directors and the PRC Legal Advisors that regulatory updates in the industry (including the aforementioned updates) did not have a material adverse impact on the Group's business operations and financial performance as of the Latest Practicable Date, nothing material has come to the Joint Sponsors' attention to cast doubt on the reasonableness of our view that the new regulatory updates in the industry did not have any material adverse impact on the Group's business operations and financial performance as of the Latest Practicable Date.

However, if we fail to comply with the evolving laws, regulations and policies in the future, our drama series may not be broadcast as scheduled and we may be required to repay all the prepayments we have received to our customers, which may materially and adversely affect our business, financial condition and results of operations. See "Risk Factors – The production and distribution of drama series are extensively regulated in the PRC. Our failure to comply with evolving laws, regulations and policies could materially and adversely affect our business, financial condition and results of operations".

REGULATIONS IN RELATION TO PRODUCTION OF WEB SERIES

Pursuant to Circular on Further Strengthening the Administration of Online Audio-visual Programs Including Web Series and Micro Films (《關於進一步加強網絡劇、微電影等網絡視聽節目管理的通知》) promulgated by the NRTA jointly on July 6, 2012, Internet audio-visual program service institutions shall report the information on examined and approved web series, micro films and other online audio-visual programs to the provincial radio, film and television administration for record-filing. Pursuant to the Notice about Upgrading the Information

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Recording Filing System of the Internet Audio-visual Program (《關於網絡視聽節目信息備案系統升級的通知》) promulgated by NRTA on December 27, 2018, the producing institutions shall, before the production of major web series (including online series, films and cartoons), which includes web series (cartoons), the investment amount of which exceeds RMB5 million, and major online films, the investment amounts of which exceeds RMB1 million, register the program information through the information recording filing system. After review by the radio and television administrative departments, the major web series will automatically obtain the planning filing number generated by the filing system. Upon the completion of production, the producing institutions shall register through the system as well and submit the completed dramas to NRTA or its provincial counterpart. The major web series that have been reviewed by the administrative department of radio and television will automatically get the online record number generated by the filing system. The major web series with online record numbers can be played and promoted on the homepage of each audio-visual program website (client), or used for investment promotion, member recommendation, online recommendation and program promotion of audio-visual program websites.

Pursuant to the Notice on Further Strengthening the Creation and Broadcasting Management of Network Audio Visual Programs (《關於進一步加強網絡視聽節目創作播出管理的通知》), promulgated by the NRTA on May 16, 2017, radio and television programs with incorrect guidance and values shall not be broadcast on the Internet, IPTV or Internet TV.

Pursuant to the General Rules for Content Auditing of Network Audio Visual Programs (《網絡視聽節目內容審核通則》), promulgated by China Network Audio Visual Program Service Association on June 30, 2017, radio and television broadcasting institutions should establish the content pre broadcast audit system, audit opinion retention system and working procedures, and network audio visual programs must be verified by the auditors before broadcasting.

Pursuant to Supplemental Notice of Circular on Further Strengthening the Administration of Online Audio-visual Programs Including Web Series and Micro Films (《關於進一步完善網絡劇、微電影等網絡視聽節目管理的補充通知》) promulgated by the SAPPRFT on January 2, 2014, enterprise engaged in production of web series and micro films shall obtain the Licence for Produce and Distribute Radio or Television Programs. Internet audio-visual program service institutions shall not broadcast web series and micro films produced by enterprise without the above Licence.

The distribution license refers to the Television Drama Distribution License (《國產電視劇發行許可證》) which is issued by NRTA according to the Administrative Regulations on Content of Television Series. Pursuant to the Administrative Regulations on Content of Television Series, upon completion of the production of TV series, the production institutions shall file an application for content examination and apply for the distribution license from the NRTA. The TV series without the distribution license shall not be distributed, broadcast or appraised for awards.

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“TV series” means a series of scripted episodes aiming to be broadcast on TV channels which is required to obtain the distribution license from the NRTA. TV series may be broadcast on TV channels and also on new media channels such as online video platforms. “Web series” means a series of scripted episodes which can only be broadcast on new media channels such as online video platforms in the Document.

In conclusion, web series is different from TV series and shall only be broadcast online instead of on TV channels. Thus, production institution of web series is not required to apply for or obtain any distribution license from the NRTA prior to the distribution and broadcast of web series.

REGULATIONS IN RELATION TO ADVERTISING BUSINESS

The Advertisement Law of the PRC (《中華人民共和國廣告法》), which was promulgated by the SCNPC on October 27, 1994, came into effect on February 1, 1995 and last amended on April 29, 2021, requires advertisers to ensure that the content of the advertisements are true. The content of advertisements shall not contain prohibited information, including but not limited to: (i) information that harms the dignity or interests of the State or divulges the secrets of the State, (ii) information that contains wordings such as “national level”, “highest level” and “best” and (iii) information that contains ethnic, racial, religious or sexual discrimination. Where the matters involved in advertisement contents require administrative licensing, such matters shall be consistent with the contents of the licence.

The Interim Measures for Administration of Internet Advertising (《互聯網廣告管理暫行辦法》), which were promulgated by the State Administration for Industry and Commerce (the “SAIC”) on July 4, 2016, and became effective on September 1, 2016, regulate any advertisement published on the Internet, including but not limited to, those on websites, webpage and apps, those in the forms of word, picture, audio, video and others. No entities or individuals are allowed to design, produce, act as agents for, or publish on the internet any advertisements for goods or services, the production, sales or provision of which are prohibited by laws and administrative regulations, or any advertisements for goods and services which are prohibited from publishing. Internet advertisers shall be responsible for the authenticity of the contents of advertisements.

According to the Administrative Measures for Online Live-Streaming Marketing (for Trial Implementation) (《網絡直播營銷管理辦法(試行)》) promulgated by the Ministry of Public Security, CAC, MOFCOM, Ministry of Culture and Tourism, SAT, SAMR, NRTA on April 23, 2021, and became effective on May 25, 2021, operators of live studios and live-streaming marketing personnel engaging in online live-streaming marketing activities shall comply with laws, regulations and the relevant provisions of the State, follow public order and good customs, and truthfully, accurately and comprehensively release information on goods or services, and shall not commit any of the following acts: (i) violating Articles 6 and 7 of the Provisions on the Ecological Governance of Network Information Contents (《網絡信息內容生態治理規定》); (ii) publicizing false or misleading information to cheat or mislead

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users; (iii) marketing counterfeit or shoddy goods or goods that infringe upon intellectual property rights, or goods that fail to meet the requirements for personal and property safety; (iv) fabricating or tampering with data traffic such as transactions, attention, number of views, number of comments, etc.; (v) still making promotion or diversion for a person even the existence of any illegal or irregular act or act with high risk committed by the person is known or should have been known; (vi) harassing, slandering, vilifying or intimidating others, or infringing upon the legitimate rights and interests of others; (vii) pyramid marketing, fraud, gambling, or selling prohibited or controlled goods, etc.; and (viii) other acts in violation of the laws, regulations and relevant provisions of the State. Operators of live-streaming studios and live-streaming marketing personnel shall perform their responsibilities and obligations of protecting consumers' rights and interests in accordance with laws and regulations, and shall not deliberately delay or refuse without justifiable reasons the legitimate and reasonable requests put forward by consumers.

REGULATIONS IN RELATION TO PRODUCTION AND DISTRIBUTION OF FILMS

Pursuant to Film Industry Promotion Law of the PRC (《中華人民共和國電影產業促進法》), which was promulgated by the SCNPC on November 7, 2016, and came into effect on March 1, 2017, a legal person or any other organization that intends to produce a film shall file the synopsis of the film script for the record with the film authority under the State Council or the film department of the provincial level government, and the script of a film involving any major theme or any materials relating to national security, diplomacy, ethnicity, religion, military, and other matters shall be submitted for review and approval as required by relevant regulations of the PRC. Once finished producing, the film shall be submitted to the abovementioned film administration for examination and apply for the Licence for Public Screening of Films (電影片公映許可證). A film without the Licence for Public Screening of Films shall not be distributed, projected, spread through information networks such as the Internet, telecom networks and broadcast networks or produced as any audio-visual product.

Pursuant to the Regulations on the Administration of Films (2001) (《電影管理條例(2001)》), which was promulgated by the State Council on December 25, 2001, and came into effect on February 1, 2002, the PRC applies a film examination system. Films which have not been examined by the competent examination agency of the administrative department for radio, film and television under the State Council shall not be distributed, projected, imported or exported. A Licence for Public Screening of Films (電影片公映許可證) shall be issued by the administrative department for radio, film and television after a film is examined and qualified.

Pursuant to Regulations for Administration of the Record-filing Script (Outline) and Films (《電影劇本(梗概)備案、電影片管理規定》), which was promulgated by the NRTA on May 22, 2006 and came into effect on June 22, 2006, and was revised on December 11, 2017, the PRC applies the system of script (outline) record-filing and films examination. A script (outline) that has not been put into records shall not be shot into a film, and a film that has not passed the examination shall not be released, shown, imported and exported.

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In addition, foreign investment in film production companies, distribution companies are prohibited pursuant to the Negative List.

REGULATIONS ON INTERNET INFORMATION SECURITY

On 7 November 2016, the SCNPC promulgated the Cybersecurity Law of PRC (《中華人民共和國網絡安全法》), or the Cybersecurity Law, effective as of 1 June 2017, which applies to the construction, operation, maintenance and use of networks as well as the supervision and administration of cybersecurity in the PRC. The Cybersecurity Law defines “network” as a system comprising computers or other information terminals and relevant facilities used for the purpose of collecting, storing, transmitting, exchanging and processing information in accordance with specific rules and procedures. No individual or organization may engage in activities that threaten cybersecurity such as unlawful intrusion into others’ networks, interfering with the normal functions of others’ network and stealing network data, provide programs or tools for such intrusions, interference or stealing, or provide any assistance such as technical support, advertisement, payment or settlement for any other person if the individual or organization is fully aware that such person engages in an activity endangering cybersecurity.

On 10 June 2021, SCNPC promulgated the Data Security Law of PRC (《中華人民共和國數據安全法》), effective as of 1 September 2021, which mainly sets forth specific provisions regarding establishing basic systems for data security management, including hierarchical data classification management system, risk assessment system, monitoring and early warning system, and emergency disposal system. In addition, it clarifies the data security protection obligations of organisations and individuals carrying out data activities and implementing data security protection responsibility.

On 28 December 2021, the CAC and other twelve PRC regulatory authorities jointly revised and promulgated the Measures for Cybersecurity Review (《網絡安全審查辦法》), or the Cybersecurity Review Measures, which will come into effect on 15 February 2022, and the Measures for Cybersecurity Review (《網絡安全審查辦法》) which took effect on 1 June 2020 will be abolished at the same time. The Cybersecurity Review Measures provides that, among others, (i) the purchase of cyber products and services by critical information infrastructure operators (the “CIIOs”) and the network platform operators (the “Network Platform Operators”) which engage in data processing activities that affects or may affect national security shall be subject to the cybersecurity review by the Cybersecurity Review Office (網絡安全審查辦公室), the department which is responsible for the implementation of cybersecurity review under the CAC; and (ii) the Network Platform Operators with personal information data of more than one million users that seek for listing in a foreign country are obliged to apply for a cybersecurity review by the Cybersecurity Review Office.

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As advised by our PRC Legal Adviser, the term “listing abroad (國外上市)” under the Cybersecurity Review Measures exempts listing in Hong Kong from the mandatory obligation of ex-ante declaration of cybersecurity review. Based on the foregoing and as advised by our PRC Legal Adviser, we are of the view that the Cybersecurity Review Measures will not have a material adverse effect on our business operations or our proposed [REDACTED] in Hong Kong.

On 30 July 2021, the State Council promulgated the Regulations on Protection of Critical Information Infrastructure (《關鍵信息基礎設施安全保護條例》), which became effective on 1 September 2021. Pursuant to the Regulations on Protection of Critical Information Infrastructure, critical information infrastructure refer to the important network facilities and information systems in important industries and fields such as public telecommunications, information services, energy, transportation, water conservancy, finance, public services, e-government and national defense science, technology and industry, as well as other important network facilities and information systems which, in case of destruction, loss of function or leak of data, may result in serious damage to national security, the national economy and the people’s livelihood and public interests. In addition, competent departments and administration departments of each important industry and field, or the Protection Departments, shall be responsible to formulate determination rules and determine the critical information infrastructure operator in the respective important industry or field. As of the Latest Practicable Date, we have not been informed as a critical information infrastructure operator by any competent departments or administration departments.

On 14 November 2021, the CAC published the Regulations on Network Data Security Management (Draft for Comments) (《網絡數據安全管理條例(徵求意見稿)》) (the “Draft Regulations on Cyber Data Security Management”), which specified that when data processors engage the following activities, they should apply for cybersecurity review in accordance with the relevant national regulations: (i) Network Platform Operators which gather and control a large amount of data resources related to national security, economic development and public interests carrying out merger, reorganization or division, which affects or may affect national security; (ii) data processors having access to personal information data of more than one million users seeking for public listing abroad; (iii) data processors seeking for public listing in Hong Kong which affects or may affect national security; or (iv) other data processing activities that affect or may affect national security.

The Company is not a Network Platform Operator. During the production of drama series business, the Company does not control data relating to national security. Furthermore, the Company’s plan to seek public [REDACTED] in Hong Kong will not affect national security, and it is considered that the possibility of the Company’s [REDACTED] being deemed as affecting national security to be extremely low. Therefore, the PRC Legal Adviser is of the view that if the Draft Regulations on Cyber Data Security Management is implemented according to the existing form, it is highly unlikely for the CAC to deem that the Cybersecurity Review Measures to be applicable to the Company, which is engaging in drama series production business and thereby require the Company to apply for cybersecurity review according to the Draft Regulations on Cyber Data Security Management.

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REGULATIONS IN RELATION TO OFFSHORE INVESTMENT

On July 4, 2014, the SAFE promulgated the Circular Concerning Relevant Issues on the Foreign Exchange Administration of Overseas Investing and Financing and Round-Tripping Investing Made by Domestic Residents through 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》) (the “SAFE Circular 37”), which supersedes the Circular Concerning Relevant Issues on the Foreign Exchange Administration of the Financing and the Round-Tripping Investment Made by Domestic Residents through Overseas Special-Purposes Companies by Domestic Residents (《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》) (the “SAFA Circular 75”). Under the SAFE Circular 37, a domestic resident must register with the local SAFE branch before he or she contributes assets or equity interests in an overseas special purpose vehicle (the “SPV”). The SPV refers to the overseas enterprises that are directly established or indirectly controlled for the purpose of investment and financing by Mainland residents (including Mainland institutions and resident individuals) with their legitimate holdings of the assets or interests in Mainland enterprises, or their legitimate holdings of overseas assets or interests. In addition, in the event of any change of basic information of the overseas SPV, such as the individual shareholder, name and operation term, among other things, or if there is a capital increase, decrease, equity transfer or swap, merge, spin-off or other amendment of the material items, the domestic resident shall complete the change of foreign exchange registration procedures for offshore investment. Failure to comply with the registration procedures set forth in the SAFE Circular 37 may result in restrictions being imposed on the foreign exchange activities of the relevant onshore company, including the payment of dividends and other distributions to its offshore parent or affiliate, and acceptance of loans from domestic resident shareholders, or may also effect the ownership structure as well as limit cross-border investment activities. The Circular of SAFE on Further Simplifying and Improving Policies for the Foreign Exchange Administration of Direct Investment (關於進一步簡化和改進直接投資外匯管理政策的通知) (the “SAFA Circular 13”) has further revised SAFE Circular 37 by requiring domestic residents to register with qualified banks rather than the SAFE or its local counterparts in connection with their establishment or control of an offshore entity established for the purpose of overseas investment or financing.

REGULATIONS IN RELATION TO FOREIGN EXCHANGE

General Administration of Foreign Exchange

According to the Regulations on Foreign Exchange Administration of the PRC (Revised in 2008) (《中華人民共和國外匯管理條例》(2008年修訂)) which was promulgated by the State Council on January 29, 1996, came into effect on April 1, 1996, and was last revised on August 5, 2008, and the Regulations on the Administration of Foreign Exchange Settlement, Sale and Payment (《結匯、售匯及付匯管理規定》), which was promulgated by the People’s Bank of China (中國人民銀行) on June 20, 1996 and became effective on July 1, 1996, RMB is convertible into other currencies for the purpose of current account items, such as trade related receipts and payments, payment of interests and dividends. Current account foreign exchange income may, in accordance with relevant provisions of the PRC, be retained or sold

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to any financial institution engaged in foreign exchange settlement and sales business. The conversion of RMB into other currencies and remittance of the converted foreign currency outside the PRC for the purpose of capital account items, such as direct equity investments, loans and repatriation of investment, require the prior approval from the SAFE or its local branches. Payments for transactions that take place within the PRC must be made in RMB. Unless otherwise approved, PRC companies may repatriate foreign currency payments received from abroad or retain the same abroad.

According to SAFE Circular 13, to improve the efficiency on foreign exchange management, the SAFE has cancelled the administrative approvals of foreign exchange registration of direct domestic investment and direct overseas investment. In addition, SAFE Circular 13 simplifies the procedure of registration of foreign exchange and investors shall register with banks to have the registration of foreign exchange for the direct domestic investment and direct overseas investment.

The Notice of the State Administration of Foreign Exchange on Reforming and Standardizing the Foreign Exchange Settlement Management Policy of Capital Account (《國家外匯管理局關於改革和規範資本項目結匯管理政策的通知》) (the "SAFE Circular 16") was promulgated and became effective on June 9, 2016 by the SAFE. According to the SAFE Circular 16, enterprises registered in China may also convert their foreign debts from foreign currency into Renminbi on self-discretionary basis. The SAFE Circular 16 provides an integrated standard for conversion of foreign exchange under capital account items (including but not limited to foreign currency capital and foreign debts, funds recovered from overseas listing, etc.) on self-discretionary basis, which applies to all enterprises registered in China. The SAFE Circular 16 reiterates the principle that Renminbi converted from foreign currency-denominated capital of a company may not be directly or indirectly used for purposes beyond its business scope and may not be used for investments in securities or other investment with the exception of bank financial products that can guarantee the principal within China unless otherwise specifically provided. In addition, the converted Renminbi may not be used to make loans for non-affiliated enterprises unless it is within the business scope or to build or to purchase any real estate that is not for the enterprise own use with the exception for the real estate enterprise.

Foreign-invested enterprises may retain foreign exchange in accounts with designated foreign exchange banks under the current account items subject to a cap set by the SAFE or its local branches. Pursuant to the Notice of the SAFE on Further Improving and Adjusting Foreign Exchange Administration Policies for Direct Investment (《國家外匯管理局關於進一步改進和調整直接投資外匯管理政策的通知》) (the "SAFE Circular No. 59") which was promulgated by the SAFE on November 19, 2012, and became effective on December 17, 2012, and was last revised on December 30, 2019, the approval is not required for the opening of an account entry in foreign exchange accounts under direct investment or for domestic transfer of the foreign exchange under direct investment or for domestic transfer of the foreign exchange under direct investment. SAFE Circular No. 59 also simplifies the capital verification and confirmation formalities for foreign invested enterprises, the foreign capital and foreign exchange registration formalities required for the foreign investors to acquire the equity

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interests and foreign exchange registration formalities required for the foreign investors to acquire the equity interests of Chinese party, and further improves the administration on exchange settlement of foreign exchange capital of foreign invested enterprises.

The Notice of the State Administration of Foreign Exchange on Reforming the Management Mode of Foreign Exchange Capital Settlement of Foreign Investment Enterprises (《國家外匯管理局關於改革外商投資企業外匯資本金結匯管理方式的通知》) (the “SAFE Circular No. 19”), which was promulgated by the SAFE on March 30, 2015, came into effect as of June 1, 2015, and was last revised on December 30, 2019, adopts the approach of discretionary foreign exchange settlement. The discretionary settlement of the foreign exchange capital of foreign-invested enterprises refers to that the settlement of foreign exchange capital in the capital accounts of foreign-funded enterprises that have been subject to the confirmation of cash capital contribution at foreign exchange authorities (or the entry registration of cash contribution at banks) may be handled at banks based on the enterprises’ actual requirements for business operation. The proportion of discretionary settlement of foreign exchange capital of foreign-funded enterprises is temporarily determined as 100%. The SAFE may, based on the international balance of payments, adjust the aforesaid proportion at appropriate times.

REGULATIONS IN RELATION TO OFFSHORE INVESTMENT

Pursuant to SAFE Circular 37, a domestic resident shall, before contributing the domestic and overseas lawful assets or interests to a special purpose vehicle (the “SPV”), apply to the foreign exchange office for foreign exchange registration of overseas investments. In addition, in the event of any change of basic information of the overseas SPV such as the individual shareholder, name, operation term, etc., or if there is a capital increase, decrease, equity transfer or swap, merge, spin-off or other amendment of the material items, the domestic resident shall complete the modification of foreign exchange registration procedures for offshore investment. After the completion of the overseas financing, the SPV shall comply with the related provisions on Chinese foreign investment and foreign debt administration if the capital financed is repatriated for use within the territory of China. Failure to comply with the registration procedures as set out in SAFE Circular 37 may result in penalties. SAFE Circular 13 has further revised SAFE Circular 37 by requiring domestic residents to register with qualified banks rather than the SAFE or its local counterparts in connection with their establishment or control of an offshore entity established for the purpose of overseas investment or financing.

On December 25, 2006, the People’s Bank of China promulgated the Administrative Measures for Individual Foreign Exchange (《個人外匯管理辦法》), which became effective on February 1, 2007. On February 15, 2012, the SAFE issued the Circular of the State Administration of Foreign Exchange on Issues concerning the Administration of Foreign Exchange Used for Domestic Individuals’ Participation in Equity Incentive Plans of Companies Listed Overseas (《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》) (“the SAFE Circular 7”) which became effective on the date of issuance. PRC residents who are granted shares or stock options by companies listed on overseas stock exchanges according to the stock incentive plans are required to register with SAFE or its local branches,

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and PRC residents participating in the stock incentive plans of overseas listed companies shall retain a qualified PRC agent, which could be a PRC subsidiary of such overseas publicly-listed company or another qualified institution selected by such PRC subsidiary, to conduct SAFE registration and other procedures with respect to the stock incentive plans on behalf of these participants. Such participants must also retain an overseas entrusted institution to handle matters in connection with their exercise of stock options, purchase and sale of corresponding stocks or interests, and fund transfer. In addition, the PRC agents are required to amend SAFE registration with respect to the stock incentive plan if there is any material change to the stock incentive plan, or the PRC agents or the overseas entrusted institution or other material changes. The PRC agents shall, on behalf of the PRC residents who have the right to exercise the employee share awards, apply to SAFE or its local branches for an annual quota for the payment of foreign currencies in connection with the PRC residents' exercise of the employee share awards. The foreign exchange proceeds received by the PRC residents from the sale of shares under the stock incentive plans granted and dividends distributed by the overseas listed companies must be remitted into the bank accounts in the PRC opened by the PRC agents before distribution to such PRC residents. In addition, the PRC agents shall file each quarter the form for record-filing of information of the Domestic Individuals Participating in the Stock Incentive Plans of Overseas Listed Companies with SAFE or its local branches.

TAXATION LAWS

Enterprise Income Tax

According to the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》) (the "EIT Law"), which was promulgated by the NPC on March 16, 2007 and came into effect on January 1, 2008, and was last revised by SCNPC on December 29, 2018, and the Implementation Regulations of the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法實施條例》) (the "Implementation Rules") which were promulgated by the State Council on December 6, 2007 and came into effect as of January 1, 2008 and was last revised on April 23, 2019, taxpayers consist of resident enterprises and non-resident enterprises. Resident enterprises are defined as enterprises that are established in China in accordance with PRC laws, or that are established in accordance with the laws of foreign countries but whose actual or de facto control is administered from within China. Non-resident enterprises are defined as enterprises that are set up in accordance with the laws of foreign countries and whose actual administration is conducted outside China, but have established institutions or premises in China, or have no such established institutions or premises but have income generated from inside China. Under the EIT Laws and relevant implementing regulations, a uniform corporate income tax rate of 25% is applicable.

However, if non-resident enterprises have not formed permanent establishments or premises in China, or if they have formed permanent establishment institutions or premises in China but there is no actual relationship between the relevant income derived in China and the established institutions or premises set up by them, the enterprise income tax is, in that case, set at the rate of 10% for their income sourced from inside China. Pursuant to an Arrangement Between the Mainland of China and the Hong Kong Special Administrative Region for the

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Avoidance of Double Taxation and the Prevention of Fiscal Evasion With Respect to Tax 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》) (the "Double Tax Avoidance Arrangement"), and other applicable PRC laws, if a Hong Kong resident enterprise is determined by the competent PRC tax authority to have satisfied the relevant conditions and requirements under such Double Tax Avoidance Arrangement and other applicable laws, the 10% withholding tax on the dividends the Hong Kong resident enterprise receives from a PRC resident enterprise may be reduced to 5% upon receiving approval from competent tax authority. However, based on the Notice on Certain Issues with Respect to the Enforcement of Dividend Provisions in Tax Treaties (《關於執行稅收協定股息條款有關問題的通知》) (the "Notice No. 81") issued by the SAT on February 20, 2009, if the relevant PRC tax authorities determine, in their discretion, that a company benefits from such reduced income tax rate due to a structure or arrangement that is primarily tax-driven, such PRC tax authorities may adjust the preferential tax treatment.

According to the Several Opinions of the State Council on Supporting the Construction of Kashgar and Horgos Economic Development Zones (《國務院關於支持喀什霍爾果斯經濟開發區建設的若干意見》), which was promulgated by the State Council on September 30, 2011, and the Notice of the Preferential Policies of Enterprise Income Tax in the Two Special Economic Development Zones of Kashgar and Horgos in Xinjiang (《財政部、國家稅務總局關於新疆喀什霍爾果斯兩個特殊經濟開發區企業所得稅優惠政策的通知》), which was promulgated by MOF and the SAT on November 29, 2011, from the year 2010 to 2020, the enterprises newly established in the Kashgar and Horgos within the Catalogue of Income Tax Preferences for Enterprises of Materially Encouraged Industries in Difficult Areas of Xinjiang (《新疆困難地區重點鼓勵發展產業企業所得稅優惠目錄》) (the "Catalogue of Income Tax Preferences") shall be granted the preferential treatment of five-year enterprise income tax exemption since the taxable year when the first business income is obtained. Radio, film and television production, distribution, transaction, projection, publication and creation of derivative production are included in Catalogue of Income Tax Preferences.

VALUE ADDED TAX

Pursuant to the Interim Regulations of the PRC on Value-added Tax (Revised in 2017) (《中華人民共和國增值稅暫行條例(2017年修訂)》) (the "VAT Regulations") which was promulgated by the State Council on December 13, 1993 and was last revised on November 19, 2017, all entities and individuals engaging in the sale of goods, provision of processing, repair and fitting services, and importation of goods within the territory of the PRC are taxpayers of VAT, and shall pay VAT in accordance with the VAT Regulations. According to the VAT Regulations, a VAT tax rate at 6%, 11% or 17% applies to the PRC enterprises unless otherwise exempted or reduced according to the VAT Regulations and other relevant regulations.

According to the Notice of the MOF and the SAT on Adjusting the Value-added Tax Rates (《財政部、國家稅務總局關於調整增值稅稅率的通知》), which was promulgated on April 4, 2018 and became effective on May 1, 2018, where a taxpayer engages in a taxable sales activity for the VAT purpose or imports goods, the previous applicable 17% and 11% tax rates are adjusted to 16% and 10% respectively.

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According to the Announcement of the Finance, the State Taxation Administration and the General Administration of Customs on Relevant Policies for Deepening the Value-Added Tax Reform (《財政部、稅務總局、海關總署關於深化增值稅改革有關政策的公告》), which was promulgated on March 20, 2019 and became effective on April 1, 2019, the VAT rate was further adjusted as follows: (1) VAT rate of 16% applicable to the VAT taxable sale or import of goods by a general VAT taxpayer shall be adjusted to 13%, and the tax rate of 10% applicable thereto shall be adjusted to 9%. (2) The deduction rate of 10% applicable to any taxpayer's purchase of agricultural products shall be adjusted to 9%.

Where a taxpayer purchases agricultural products used for the production or consigned processing of goods to which the tax rate of 13% applies, the amount of import tax shall be calculated at the deduction rate of 10%. (3) As for exported goods and labor services to which the tax rate of 16% applies and whose export tax refund rate is 16%, the export tax refund rate shall be adjusted to 13%. As for exported goods and cross-border taxable acts to which the tax rate of 10% applies and whose export tax refund rate is 10%, the export tax refund rate shall be adjusted to 9%.

REGULATIONS IN RELATION TO EMPLOYMENT AND SOCIAL WELFARE

Labor

The Labor Law and the Labor Contract Law

According to the Labor Law of the PRC (Revised in 2018) (《中華人民共和國勞動法(2018年修訂)》) which was promulgated by the SCNPC on July 5, 1994 and came into effect on January 1, 1995, and was last revised on December 29, 2018, enterprises and institutions shall establish and improve their system of workplace safety and sanitation, strictly abide by state rules and standards on workplace safety, educate laborers in labor safety and sanitation in China. Labor safety and sanitation facilities shall comply with state-fixed standards. Enterprises and institutions shall provide laborers with a safe workplace and sanitation conditions which are in compliance with state stipulations and the relevant articles of labor protection.

The principal regulations governing the employment contract is the PRC Labor Contracts Law (《中華人民共和國勞動合同法》), which was promulgated by the SCNPC on June 29, 2007 and was revised on December 28, 2012. Pursuant to the PRC Labor Contracts Law, employers shall establish employment relationship with employees on the date that they start employing the employees. To establish employment, a written employment contract shall be concluded, or employers will be liable for the illegal actions. Furthermore, the probation period and liquidated damages shall be restricted by the law to safeguard employees' rights and interests.

REGULATORY OVERVIEW

Social Insurance and Housing Fund Regulations

According to the Social Insurance Law of the PRC (Revised in 2018) (《中華人民共和國社會保險法(2018年修訂)》) which was promulgated by the SCNPC on October 28, 2010 and came into effect on July 1, 2011, and was revised on December 29, 2018, employers are required to provide their employees in the PRC with welfare schemes covering pension insurance, basic medical insurance, unemployment insurance, work-related injury insurance and maternity insurance. If an employer does not pay the full amount of social insurance premiums as required by law, the social insurance premium collection institution shall order the employer to make the payment or make up the difference within the stipulated period and impose a daily surcharge equivalent to 0.05% of the overdue payment from the date on which the payment is overdue. If such overdue payment is not made within the stipulated period, the relevant administration government department shall impose a fine from one to three times the amount of overdue payment. Pursuant to the Regulations of Housing Fund (《住房公積金管理條例》), which was promulgated by State Council and came into force in April 3, 1999, and was last revised on March 24, 2019, enterprises must complete registration at the competent administrative center of housing fund and go through the procedures of opening the account of housing fund for their employees at the relevant bank upon the examination by such administrative center of housing fund. Enterprises as employers are also obliged to timely pay and deposit housing fund for their employees in full amount.

REGULATIONS IN RELATION TO INTELLECTUAL PROPERTY

Copyright

According to Copyright Law of the PRC (Revised in 2020) (《中華人民共和國著作權法(2020年修訂)》) (the "Copyright Law") which was promulgated by SCNPC on November 11, 2020 and came into effect on June 1, 2021, works of Chinese citizens, legal persons or other organizations, whether published or not, enjoy copyright protection under Copyright Law. Works of non-Chinese nationals or stateless persons which were first published in the territory of China enjoy copyright protection under Copyright Law. The term "copyright" shall include the following personal rights and property rights: (1) the right of publication; (2) the right of authorship; (3) the right of modification; (4) the right of integrity; (5) the right of reproduction; (6) the right of distribution; (7) the right of rent; (8) the right of exhibition; (9) the right of performance; (10) the right of projection; (11) the right of broadcasting; (12) the right of communication of information via network; (13) the right of cinematization; (14) the right of adaptation; (15) the right of translation; (16) the right of compilation; and (17) the other rights to which a copyright owner is entitled. The right stipulated above in items (1) and (5) to (17) of the Copyright in respect of a cinematographic work, a work created by a process analogous to cinematography or a photographic work shall be protected for a period of 50 years, ending on December 31st of the 50th year after the date on which the work is first published, but if such work is not published within 50 years after its completion, it shall no longer be protected under Copyright Law. An author's rights of authorship, revision and integrity shall continue in perpetuity.

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The copyright of cinematographic works and drama series works in audio visual works shall be enjoyed by the producers. However, the scriptwriter, director, cinematographer, lyricist, composer, and other authors also enjoy the right of authorship in the work, and have the right to receive remuneration pursuant to the contract entered into with the producer. The authors of the script, musical work and other works that form part of a cinematographic work or a work created by a process analogous to cinematography and can be used separately have the right to exercise their copyright independently.

Pursuant to Implementation Regulations of the Copyright Law of the PRC (Revised in 2013) (《中華人民共和國著作權法實施條例(2013年修訂)》) which was promulgated by State Council on August 2, 2002, and came into effect on September 15, 2002, and was revised on January 30, 2013, copyright shall be generated on the date when the creation of a work is completed. Where a joint work cannot be used separately, the copyright shall be jointly enjoyed by, and exercised through consultation between or among, the co-authors. Where they fail to reach an agreement and have no justified reasons for the failure, no party may hinder any of the other parties from exercising all the rights, except the right of assignment. However, the income generated from the joint work shall be fairly distributed between or among the co-authors.

Trademarks

Both Trademark Law of the PRC (Revised in 2019) (《中華人民共和國商標法(2019年修訂)》), which was promulgated by the SCNPC on August 23, 1982, and was last revised on April 23, 2019, and the Implementation Regulations of Trademark Law (Revised in 2014) of the PRC (《中華人民共和國商標法實施條例(2014年修訂)》) which was promulgated by the State Council on August 3, 2002, and was revised on April 29, 2014, and became effective on May 1, 2014, provide protection to the holders of registered trademarks. In the PRC, registered trademarks include commodity trademarks, service trademarks, collective trademarks and certificate trademarks.

A registered trademark is valid for ten years and is renewable every ten years where a registered trademark needs to be used after the expiration of its validity term. A registration renewal application shall be filed within twelve months prior to the expiration of the term. A trademark registrant may licence its registered trademark to another party by entering into a trademark licence contract. Trademark licence agreements must be filed with the Trademark Office for record.

Domain Name

The MIIT promulgated the Administrative Measures for Internet Domain Names (《互聯網域名管理辦法》) (the "Domain Name Measures") on August 24, 2017, which became effective on November 1, 2017. According to the Domain Name Measures, domain name owners are required to register their domain names and the MIIT is in charge of the administration of PRC Internet domain names. The domain name services follow a "first apply, first register" principle. Applicants for registration of domain names shall provide their true,

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accurate and complete information of such domain names to and enter into registration agreements with domain name registration service institutions. The applicants will become the holders of such domain names upon the completion of the registration procedure.

REGULATIONS IN RELATION TO LEASE

Pursuant to the Law of the People's Republic of China on the Administration of the Urban Real Estate (《中華人民共和國城市房地產管理法》), promulgated by the SCNPC on July 5, 1994, and last amended on August 26, 2019 and effective on January 1, 2020, in the lease of a house, the leaser and the lessee shall conclude a written lease contract defining such matters as the term, purpose and price of the lease, liability for repair, as well as other rights and obligations of both parties, and shall register the lease contract with the department of housing administration for the record. Pursuant to the Administrative Measures on Commodity Housing Leasing (《商品房屋租賃管理辦法》), issued by Ministry of Housing and Urban-Rural Development on December 1, 2010 and became effective in February 1, 2011, without the mentioned registration above, the leaser and the lessee may be imposed a fine by the development (real estate) department.

In accordance with the Contract Law of PRC (《中華人民共和國民法典》), which was promulgated on May 28, 2020, and effective on January 1, 2021, the lessee may, with consent of the lessor, sub-let the leased item to a third party. The leasing contract between the lessee and the lessor shall continue to be valid if the lessee sub-lets the leased item. In the event that the lessee sub-lets the leased item without consent of the lessor, the lessor may terminate the lease contract. In addition, any change of ownership to the lease item does not affect the validity of the lease contract.