

DEFINITIONS

In this document, unless the context otherwise requires, the following expressions shall have the following meanings.

“Accountant’s Report”	the report from the Reporting Accountant on the Group’s consolidated financial statements for the years ended December 31, 2019, 2020 and 2021 and the six months ended June 30, 2022, the text of which is set out in Appendix I to this document
“AFRC”	the Accounting and Financial Reporting Council of Hong Kong
“Alitti”	Alitti Limited, a BVI business company incorporated under the laws of the BVI on August 31, 2018 and wholly owned by Mr. Dong Zhenguo (董振國), our executive Director
“Aloe Tower”	Aloe Tower Limited, a BVI business company incorporated under the laws of the BVI on March 10, 2021 and one of our [REDACTED] Investors
“Also Jun”	Also Jun Limited, a BVI business company incorporated under the laws of the BVI on August 31, 2018 and wholly owned by Mr. Wang Weiping (汪衛平), our executive Director
“Anhui Yueyu”	Anhui Yueyu Supply Chain Management Co., Ltd. (安徽省悅語供應鏈管理有限公司), a limited liability company established in the PRC on April 8, 2019 and a subsidiary of our Company
“Anqing Zibuyu”	Anqing Zibuyu Network Technology Co., Ltd. (安慶子不語網絡科技有限公司), a limited liability company established in the PRC on April 24, 2018 and a subsidiary of our Company

[REDACTED]

DEFINITIONS

“Articles” or “Articles of Association”	the amended and restated articles of association of our Company adopted on October 13, 2022 with effect from the [REDACTED] and as amended from time to time, a summary of which is set out in Appendix III to this document
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Audit Committee”	the audit committee of the Board
“Board” or “Board of Directors”	our board of Directors
“Business Day” or “business day”	a day on which banks in Hong Kong are generally open for normal banking business to the public and which is not a Saturday, Sunday, or public holiday in Hong Kong
“BVI”	the British Virgin Islands
“Calor Capital”	Calor Capital (BVI) Limited, a BVI business company incorporated under the laws of the BVI on May 21, 2021 and one of our [REDACTED] Investors
“Capitalization Issue”	the issue of [REDACTED] Shares to be made upon the capitalization of certain sums standing to the credit of the share premium account of our Company, as further described in the section headed “Appendix IV – Statutory and General Information – A. Further Information about Our Company and Our Subsidiaries – 3. Resolutions in writing of our Shareholders passed on October 13, 2022”

[REDACTED]

“Cayman Companies Act” or “Companies Act”	the Companies Act (As Amended) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time
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[REDACTED]

DEFINITIONS

[REDACTED]

“China” or “PRC”	the People’s Republic of China, but for the purpose of this document and for geographical reference only, except where the context requires, references in this document to “China” and the “PRC” do not apply to Hong Kong, Macau and Taiwan
“close associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented, or otherwise modified from time to time
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented, or otherwise modified from time to time
“Company” or “our Company”	Zibuyu Group Limited (子不语集团有限公司), an exempted company incorporated in the Cayman Islands with limited liability on August 6, 2018
“Comprehensively Sanctioned Countries”	Cuba, Iran, North Korea, Syria, the Crimea Region of Russia/Ukraine and the self-proclaimed Luhansk People’s Republic and the self-proclaimed Donetsk People’s Republic regions
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“connected transaction(s)”	has the meaning ascribed thereto under the Listing Rules

DEFINITIONS

“Controlling Shareholder(s)”	has the meaning ascribed thereto under the Listing Rules and, unless the context otherwise requires, refers to Mr. Hua, Ms. Yu, Hone Ru, Wiloru Holdings, Gfxtmyun, Hyufeng and TMY ONE
“core connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Countries subject to International Sanctions”	any country or territory subject either to a general and comprehensive embargo or a more limited set of export, import, financial or investment restrictions under sanctions related laws or regulation of the Relevant Jurisdiction
“Co-Managers”	Futu Securities International (Hong Kong) Limited and Victory Securities Company Limited
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	director(s) of our Company
“Dongguan Zibuyu”	Dongguan Zibuyu Supply Chain Management Co., Ltd. (東莞子不語供應鏈管理有限公司), a limited liability company established in the PRC on April 27, 2021 and a subsidiary of our Company
“EIT”	enterprise income tax in the PRC
“Euro” or “€” or “EUR”	the lawful currency of the member states of the European Union that adopted the single currency in accordance with the Treaty establishing the European Community (signed in Rome on 25 March 1957), as amended by the Treaty on European Union (signed in Maastricht on 7 February 1992)
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., a global market research and consulting company and an Independent Third Party

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“Frost & Sullivan Report”	an independent industry report commissioned by us and prepared by Frost & Sullivan for the purpose of this document
“FSE List”	the list of Foreign Sanctions Evaders maintained by OFAC, which sets forth individuals and entities that are determined to have violated, attempted to violate, conspired to violate, or caused a violation of the U.S. sanctions on Syria or Iran, and are prohibited to transact with the U.S. persons or within the United States but whose assets/property interest are not subject to blocking
“GBP”	Great Britain pound, the lawful currency of the United Kingdom
“GDP”	gross domestic product
“Gfxtmyun”	Gfxtmyun Limited, a BVI business company incorporated under the laws of the BVI on August 31, 2018 and wholly owned by Mr. Hua, one of our Controlling Shareholders
	<p style="text-align: center;">[REDACTED]</p>
“Gpxxxx”	Gpxxxx Limited, a BVI business company incorporated under the laws of the BVI on August 31, 2018 and wholly owned by Mr. Yang Xinmin (楊薪民), a former Director who resigned from office in December 2020
“Greenxin”	Greenxin Limited, a BVI business company incorporated under the laws of the BVI on August 31, 2018 and wholly owned by Mr. Xu Shijian (徐石尖), our executive Director
“Group,” “our Group,” “we,” or “us”	our Company and our subsidiaries from time to time or, where the context so requires, in respect of the period before our Company became the holding company of our present subsidiaries, the business operated by such subsidiaries or their predecessors (as the case may be)

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“Guangzhou Xingzezhi”	Guangzhou Xingzezhi Network Technology Co., Ltd. (廣州行則至網絡科技有限公司), a limited liability company established in the PRC on July 28, 2021 and a subsidiary of our Company
“Guangzhou Zibuyu”	Guangzhou Zibuyu Supply Chain Service Co., Ltd. (廣州子不語供應鏈服務有限公司), a limited liability company established in the PRC on October 16, 2017 and a subsidiary of our Company
“Hangzhou Chengyusi”	Hangzhou Chengyusi Network Technology Co., Ltd. (杭州成於思網絡科技有限公司), formerly known as Hangzhou Yueyu Network Technology Co., Ltd. (杭州悅語網絡科技有限公司), a limited liability company established in the PRC on May 23, 2018 and a subsidiary of our Company
“Hangzhou Junbuqi”	Hangzhou Junbuqi Network Technology Co., Ltd. (杭州君不器網絡科技有限公司), formerly known as Hangzhou Damaimiao Consulting Co., Ltd. (杭州嗶嘜諮詢有限公司) and Hangzhou Damaimiao Network Technology Co., Ltd. (杭州嗶嘜網絡科技有限公司), a limited liability company established in the PRC on August 25, 2017 and a subsidiary of our Company
“Hangzhou Modengxian”	Hangzhou Modengxian Information Technology Co., Ltd. (杭州莫等閒信息技術有限公司), a limited liability company established in the PRC on April 1, 2020 which we disposed of to Mr. Yang Xinmin on February 3, 2021 as described in the section headed “History, Reorganization and Corporate Structure – Reorganization – Onshore Reorganization – (iii) Deregistration or Disposal of Non-operating Subsidiaries and Branch – b. Subsidiaries disposed of”
“Hangzhou Qingruxu”	Hangzhou Qingruxu Network Technology Co., Ltd. (杭州清如許網絡科技有限公司), a limited liability company established in the PRC on March 26, 2020 which we disposed of to Independent Third Parties as described in the section headed “History, Reorganization and Corporate Structure – Reorganization – Onshore Reorganization – (iii) Deregistration or Disposal of Non-operating Subsidiaries and Branch – b. Subsidiaries disposed of”

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“Hangzhou Shangzhi”	Hangzhou Shangzhi Network Technology Co., Ltd. (杭州上知網絡科技有限公司), a limited liability company established in the PRC on November 20, 2018 and a subsidiary of our Company
“Hangzhou Xingzezhi”	Hangzhou Xingzezhi Network Technology Co., Ltd. (杭州行則至網絡科技有限公司), a limited liability company established in the PRC on November 20, 2018 and a subsidiary of our Company
“Hangzhou Xingzezhi E-Commerce”	Hangzhou Xingzezhi E-Commerce Co., Ltd. (杭州行則至電子商務有限公司), a limited liability company established in the PRC on March 16, 2022 and a subsidiary of our Company
“Hangzhou Zibuyu”	Hangzhou Zibuyu Supply Chain Management Co., Ltd. (杭州子不語供應鏈管理有限公司), a limited liability company established in the PRC on August 29, 2017 and a subsidiary of our Company
“Hefei Zibuyu”	Hefei Zibuyu Network Technology Co., Ltd. (合肥子不語網絡科技有限公司), formerly known as Hefei Zibuyu Supply Chain Management Co., Ltd. (合肥子不語供應鏈管理有限公司), a limited liability company established in the PRC on August 23, 2017 and a subsidiary of our Company which was deregistered on August 21, 2019
“HK\$” or “HKD” or “Hong Kong Dollars”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong

[REDACTED]

“Hone Ru”	Hone Ru Enterprise Limited, a BVI business company incorporated under the laws of the BVI on January 7, 2020, the holding vehicle set up by Cantrust (Far East) Limited for the administration of Hone Ru Trust, one of our Controlling Shareholders
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DEFINITIONS

“Hong Kong” or “HK” the Hong Kong Special Administrative Region of the PRC

[REDACTED]

“Huzhou Zibuyu” Huzhou Zibuyu Supply Chain Management Co., Ltd. (湖州子不語供應鏈管理有限公司), a limited liability company established in the PRC on December 10, 2020 and a subsidiary of our Company

“Hyufeng” Hyufeng Limited, a BVI business company incorporated under the laws of the BVI on August 31, 2018 and wholly owned by Ms. Yu, one of our Controlling Shareholders

“IFRSs” International Financial Reporting Standards

“IIT” individual income tax

DEFINITIONS

“Independent Third Party(ies)” an individual or a company which, to the best of our Director’s knowledge, information, and belief, having made all reasonable enquiries, is not a connected person of our Company within the meaning of the Listing Rules

[REDACTED]

“International Sanctions” all applicable laws and regulation to economic sanctions, export controls, trade embargoes and wider prohibitions and restrictions on international trade and investment related activities, including those adopted administered and enforced by the U.S. Government, the EU and its member states, UN or Government of Australia

“International Sanctions Legal Advisors” Hogan Lovells, our legal advisors as to International Sanctions laws in connection with the [REDACTED]

[REDACTED]

DEFINITIONS

[REDACTED]

“Joint Sponsors” and
[REDACTED] Huatai Financial Holdings (Hong Kong) Limited and
ABCI Capital Limited

“Latest Practicable Date” October 22, 2022, being the latest practicable date for the
purpose of ascertaining certain information contained in
this document prior to its publication

[REDACTED]

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

“M&A Rules” the Regulations on Merger with and Acquisition of
Domestic Enterprises by Foreign Investors (《關於外國
投資者併購境內企業的規定》) jointly issued by the
MOFCOM, the State-owned Assets Supervision and
Administration Commission of the State Council, the
SAT, the CSRC, SAMR, and the SAFE on August 8,
2006, effective as of September 8, 2006 and amended on
June 22, 2009

“Macau” the Macau Special Administrative Region of the PRC

“Main Board” the stock exchange (excluding the option market)
operated by the Stock Exchange which is independent
from and operates in parallel with the GEM of the Stock
Exchange

DEFINITIONS

“Memorandum” or “Memorandum of Association”	the amended and restated memorandum of association of our Company adopted on October 13, 2022 with effect from the [REDACTED] and as amended from time to time, a summary of which is set out in Appendix III to this document
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Hua”	Mr. Hua Bingru (華丙如), an executive Director, the chairman of the Board, the chief executive officer of our Company and one of our Controlling Shareholders
“Mr. Wang”	Mr. Wang Shijian (王詩劍), an executive Director and the vice president of our Company
“Ms. Yu”	Ms. Yu Feng (余風), the spouse of Mr. Hua and one of our Controlling Shareholders
“Nanchang Zibuyu”	Nanchang Zibuyu Supply Chain Management Co., Ltd. (南昌子不語供應鏈管理有限公司), a limited liability company established in the PRC on October 27, 2020 and a subsidiary of our Company which was deregistered on May 19, 2021
“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)
“Ningbo Bingfeng”	Ningbo Bingfeng Investment Management Partnership (Limited Partnership) (寧波丙風投資管理合夥企業(有限合夥)), a limited partnership established in the PRC on April 20, 2017 which is held by Mr. Hua as the limited partner and Ms. Yu as the general partner as to 99.95% and 0.05%, respectively
“Ningbo Gongqiju”	Ningbo Meishan Free Trade Port Zone Gongqiju Investment Management Partnership (Limited Partnership) (寧波梅山保稅港區共齊聚投資管理合夥企業(有限合夥)), a limited partnership established in the PRC on December 6, 2017 which was deregistered on January 18, 2022

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“Ningbo Ruizhou”	Ningbo Meishan Free Trade Port Zone Ruizhou Enterprise Management Partnership (Limited Partnership) (寧波梅山保稅港區睿舟企業管理合夥企業(有限合夥)), a limited partnership established in the PRC on May 23, 2017 which was deregistered on November 17, 2021
“Ningbo Ruyu”	Ningbo Ruyu Investment Co., Ltd. (寧波如餘投資有限公司), a limited liability company established in the PRC on April 20, 2017 which is held by Mr. Hua and Ms. Yu as to 90% and 10%, respectively
“Ningbo Tongmingyun”	Ningbo Tongmingyun Investment Partnership (Limited Partnership) (寧波同命運投資合夥企業(有限合夥)), a limited partnership established in the PRC on April 25, 2017
“Ningbo Zhongyao”	Ningbo Zhongyao Investment Partnership (Limited Partnership) (寧波中耀投資合夥企業(有限合夥)), a limited partnership established in the PRC on March 9, 2018
“Nomination Committee”	the nomination committee of the Board
“OFAC”	the U.S. Department of Treasury’s Office of Foreign Assets Control

[REDACTED]

“PBOC”	the People’s Bank of China (中國人民銀行)
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DEFINITIONS

“People’s Congress”	the PRC’s legislative apparatus, including the National People’s Congress and all the local people’s congresses (including provincial, municipal, and other regional or local people’s congresses) as the context may require, or any of them
“PRC Company Law”	the Company Law of the PRC (《中華人民共和國公司法》), as amended and adopted by the Standing Committee of National People’s Congress on October 26, 2018 and effective on the same date
“PRC Legal Advisors”	Jingtian & Gongcheng, our legal advisors as to PRC laws
“[REDACTED] Investments”	the [REDACTED] investments in our Company undertaken by the [REDACTED] Investors, details of which are set out in the section headed “History, Reorganization and Corporate Structure – [REDACTED] Investments”
“[REDACTED] Investors”	Ningbo Zhongyao, Calor Capital and Aloe Tower, details of which are set out in the section headed “History, Reorganization and Corporate Structure – [REDACTED] Investments – Information about [REDACTED] Investors”
	<p>[REDACTED]</p>
“Primary Sanctioned Activity”	any activities in a Comprehensively Sanctioned Country or (i) with; or (ii) directly or indirectly benefiting or involving the property or interests in property of, a Sanctioned Target by our Company incorporated or located in a Relevant Jurisdiction or which otherwise has a nexus with such jurisdiction with respect to the relevant activity, such that it is subject to the relevant sanctions law and regulation
“Regulation S”	Regulation S under the U.S. Securities Act

DEFINITIONS

“Relevant Jurisdiction”	any jurisdiction that is relevant to our Company and has sanctions related law or regulation restricting, among other things, its nationals and/or entities which are incorporated or located in that jurisdiction from directly or indirectly making assets or services available to or otherwise dealing in assets or certain countries, governments, person or entities targeted by such law or regulation
“Relevant Persons”	means our Company, together with its investors and shareholders and persons who might directly or indirectly, be involved in permitting the listing, trading, clearing and settlement of its shares including the Stock Exchange and related group companies
“Relevant Regions”	Cuba, the Crimea region, Balkans (Albania, Bosnia and Herzegovina, Northern Macedonia and Serbia), Belarus, Egypt, Ethiopia, Guinea, Guinea-Bissau, Hong Kong, Lebanon, Mali, Myanmar/Burma, Nicaragua, Russia (excluding Crimea region), Somalia, Tunisia, Turkey, Ukraine (excluding Crimea region), Venezuela and Zimbabwe
“Remuneration Committee”	the remuneration committee of the Board
“Reorganization”	the reorganization arrangements undergone by our Group in preparation for the [REDACTED] as described in the section headed “History, Reorganization and Corporate Structure”
“Reporting Accountant”	PricewaterhouseCoopers
“RMB” or “Renminbi”	the lawful currency of the PRC
“Rocubabe”	Rocubabe Limited, a BVI business company incorporated under the laws of the BVI on August 31, 2018 and wholly owned by Mr. Wang Bin (汪賓)
“SAFE”	State Administration of Foreign Exchange of the PRC (國家外匯管理局)

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“SAFE Circular 13”	Notice on Further Simplifying and Improving the Foreign Exchange Administration Policies for Direct Investment (《國家外匯管理局關於進一步簡化和改進直接投資外匯管理政策的通知》) promulgated by SAFE in February 2015
“SAFE Circular 37”	Notice on Issues Relating to Foreign Exchange Control for Overseas Investment and Financing and Round-tripping by Chinese 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》) promulgated by SAFE in July 2014
“SAMR”	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)
“Sanctioned Person”	certain person(s) and identity(ies) listed on OFAC’s Specially Designated Nationals and Blocked Persons List or other restricted parties lists maintained by the U.S., EU, UN or Australia
“Sanctioned Target”	any person or entity (i) designated on any list of targeted persons or entities issued under the sanctions-related law or regulation of a Relevant Jurisdiction; (ii) that is, or is owned or controlled by, a government of a Country subject to International Sanctions; or (iii) that is the target of sanctions under the law or regulation of a Relevant Jurisdiction because of a relationship of ownership, control, or agency with a person or entity described in (i) or (ii)
“SAT”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“SDN”	individuals and entities that are listed on the SDN List
“SDN List”	the list of Specially Designated Nationals, and Blocked Persons maintained by OFAC, which sets forth individuals and entities that are subject to its sanctions and restricted from dealings with the U.S. persons

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“Secondary Sanctionable Activity”	certain activity by our Company that may result in the imposition of sanctions against the Relevant Person(s) by a Relevant Jurisdiction (including designation as a Sanctioned Target or the imposition of penalties), even though our Company is not incorporated or located in that Relevant Jurisdiction and does not otherwise have any nexus with that Relevant Jurisdiction
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Futures Ordinance”	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)”	ordinary share(s) in the share capital of our Company with nominal value of US\$0.01 each before share subdivision and with nominal value of US\$0.00005 each after share subdivision
“Shareholder(s)”	holder(s) of the Shares
“Shenzhen Zibuyu”	Shenzhen Zibuyu Electronic Commerce Co., Ltd. (深圳子不語電子商務有限公司), a limited liability company established in the PRC on December 22, 2021 and a subsidiary of our Company
“SSI List”	the list of the Sectoral Sanctions Identifications parties maintenance by OFAC, which sets forth entities designated by OFAC in Russia’s energy, financial and/or defence sectors that are subject to more limited, sectoral, sanctions imposed under one or more OFAC Directives that prohibit certain (but not all) dealing with the U.S. persons or within the United States
“State Council”	State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed thereto under section 15 of the Companies Ordinance

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“substantial shareholder”	has the meaning ascribed thereto under the Listing Rules
“Super Summer”	Super Summer Inc, formerly known as USA-ZIBUYU INC and USA-ZIBUYU LLC, a company incorporated in the United States with limited liability on September 29, 2016 which we disposed of to an Independent Third Party as described in the section headed “History, Reorganization and Corporate Structure – Reorganization – Offshore Reorganization – (v) Acquisition and Subsequent Disposal of Super Summer”
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time
“TMY ONE”	TONGMINGYUN ONE LIMITED, a BVI business company incorporated under the laws of the BVI on September 10, 2018 and wholly owned by Mr. Hua, one of our Controlling Shareholders
“TMY THREE”	TONGMINGYUN THREE LIMITED, a BVI business company incorporated under the laws of the BVI on August 31, 2018 and owned by certain employees and consultant of our Group
“TMY TWO”	TONGMINGYUN TWO LIMITED, a BVI business company incorporated under the laws of the BVI on September 10, 2018 and owned by certain senior management and consultant of our Group
“Track Record Period”	the three financial years ended December 31, 2019, 2020 and 2021 and the six months ended June 30, 2022

[REDACTED]

“U.K.” or “United Kingdom”	the United Kingdom of Great Britain and Northern Ireland
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DEFINITIONS

“U.S.” or “United States”	the United States of America, its territories, possessions, and all areas subject to its jurisdiction
“U.S. Securities Act”	the U.S. Securities Act of 1933, as amended, supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder
“US\$,” “USD” or “U.S. dollars”	United States dollars, the lawful currency of the United States
“VAT”	value-added tax
“Virtual Particle”	Virtual Particle Limited, a BVI business company incorporated under the laws of the BVI on August 31, 2018 and wholly owned by Ms. Hua Hui (華慧), the sister of Mr. Hua

[REDACTED]

“Wiloru Holdings”	Wiloru Holdings Limited, a BVI business company incorporated under the laws of the BVI on April 22, 2020, the holding vehicle set up by Cantrust (Far East) Limited for the administration of Wiloru Trust, one of our Controlling Shareholders
“Wuxi Zibuyu”	Wuxi Zibuyu Supply Chain Management Co., Ltd. (無錫子不語供應鏈管理有限公司), a limited liability company established in the PRC on June 28, 2017 and a subsidiary of our Company which was deregistered on May 31, 2021
“Xiamen Zibuyu”	Xiamen Zibuyu Electronic Commerce Co., Ltd. (廈門子不語電子商務有限公司), a limited liability company established in the PRC on May 17, 2022 and a subsidiary of our Company

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“Xingzezhi BVI”	Xingzezhi (BVI) Limited (formerly known as Chellysun (BVI) Limited), a BVI business company incorporated under the laws of the BVI on October 16, 2018 and a subsidiary of our Company
“Xingzezhi Cayman”	Xingzezhi (Cayman) Limited (formerly known as Chellysun Limited), a company incorporated in the Cayman Islands with limited liability on September 26, 2018 and the former shareholder of Xingzezhi BVI
“Xingzezhi HK”	Xingzezhi HK Limited (行則至香港有限公司) (formerly known as Chellysun HK Limited), a company incorporated in Hong Kong with limited liability on November 1, 2018 and a subsidiary of our Company
“Xingzezhi Subsidiaries”	Xingzezhi BVI, Xingzezhi HK and Hangzhou Xingzezhi
“Xringirl”	Xringirl Limited, a BVI business company incorporated under the laws of the BVI on August 31, 2018 and owned by Mr. Wang and Ms. Rao Xingxing (饒興星), the spouse of Mr. Wang, as to 74.36% and 25.64%, respectively
“Zhejiang Zibuyu”	Zhejiang Zibuyu Electronic Commerce Co., Ltd. (浙江子不語電子商務有限公司), formerly known as Hangzhou Zibuyu Network Technology Co., Ltd. (杭州子不語網絡科技有限公司) and Hangzhou Zibuyu Trading Co., Ltd. (杭州子不語貿易有限公司), a limited liability company established in the PRC on April 20, 2011 and a subsidiary of our Company
“Zhongyao BVI”	Zhongyao Limited, a BVI business company incorporated under the laws of the BVI on September 3, 2018, and ultimately owned by Mr. Chen Yong (陳勇) and Mr. Fang Rongyue (方榮躍) through their respective family trust as to 40% and 60%, respectively, and one of our [REDACTED] Investors
“Zibuyu BVI”	ZIBUYU BVI LIMITED, a BVI business company incorporated under the laws of the BVI on August 21, 2018 and a subsidiary of our Company

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“Zibuyu HK”	ZIBUYU INTERNATIONAL LIMITED (子不語國際有限公司), a company incorporated in Hong Kong with limited liability on September 19, 2016 and a subsidiary of our Company
“Zijin HK”	Hong Kong Zijin Limited (香港子衿有限公司), a company incorporated in Hong Kong with limited liability on November 26, 2018 and a subsidiary of our Company

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