

DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the following meanings. Certain technical terms are explained in the section headed “Glossary of Technical Terms” in this document.

“Accountants’ Report”	the accountant’s report of our Company, the text of which is set out in Appendix I to this document
“affiliate”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	The Accounting and Financial Reporting Council of Hong Kong
“Articles of Association” or “Articles”	the amended and restated articles of association of the Company, conditionally adopted on September 27, 2022 and will come into effect upon [REDACTED], as amended, supplemented or otherwise modified from time to time, a summary of which is set out in the Appendix III in this document
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Beauty Bear”	Beauty Bear Technology Limited, a company incorporated in the BVI with limited liability on October 29, 2021 and one of our Controlling Shareholders
“Beauty Bear Employee Incentive Plan”	the employee incentive plan consisting of the share option scheme and the restricted share award scheme adopted by our Company pursuant to a resolution of our Board passed on April 1, 2022 and October 17, 2022. The principal terms of the plan are summarized in “Statutory and General Information – D. Employee Incentive Plans – 2. Beauty Bear Employee Incentive Plan” in Appendix IV to this document
“Bear Family”	Bear Family Technology Limited, a company incorporated in the BVI with limited liability on October 29, 2021 and one of our Controlling Shareholders
“Board” or “Board of Directors”	the board of directors of the Company

DEFINITIONS

“Business Day” or “business day”	a day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
“BVI”	the British Virgin Islands
“CAC”	the Cyberspace Administration of China (國家互聯網信息辦公室)
“CAGR”	compound annual growth rate

[REDACTED]

“Cayman Companies Act” or “Companies Act”	the Companies Act (As Revised) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time
“Capitalization Issue”	the issue of [REDACTED] Shares to be made upon capitalization of certain sums standing to the credit of the share premium account of our Company referred to in the section headed “Statutory and General Information – A. Further Information about Our Group – 5. Written Resolutions Passed by Our Shareholders on September 27, 2022” in Appendix IV to this document
“CBD”	central business district of a city

[REDACTED]

DEFINITIONS

[REDACTED]

“China” or “PRC”	the People’s Republic of China, but for the purpose of this document and for geographical reference only and except where the context requires, references in this document to “China” and the “PRC” do not apply to Taiwan, the Macau Special Administrative Region or Hong Kong
“CIC” or “Industry Consultant”	China Insights Industry Consultancy Limited, an Independent Third Party, and a market research firm engaged by the Company to prepare an industry report, the details of which are set out in the section headed “Industry Overview” in this document
“CIC Report”	an industry report dated in 2021 commissioned by us and issued by CIC containing an analysis of DLM market in the PRC and other relevant economic data, as referred to in the section headed “Industry Overview” in this document
“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”, “our Company” or “the Company”	LX Technology Group Limited 凌雄科技集團有限公司, an exempted company incorporated in the Cayman Islands with limited liability on January 10, 2022
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules, and unless the context requires otherwise, refers to Mr. Hu, Bear Family, Little Bear, LX Brothers and Beauty Bear

DEFINITIONS

“core connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)” or “our Directors”	director(s) of the Company
“EIT”	the PRC enterprise income tax
“EIT Law”	Enterprise Income Tax Law of the PRC (中華人民共和國企業所得稅法), enacted on March 16, 2007, effective from January 1, 2008 and latest amended on December 29, 2018 by the NPC
“Extreme Conditions”	extreme condition(s) including but not limited to serious disruption of public transport services, extensive flooding, major landslides and large-scale power outage caused by a super typhoon according to the revised “Code of Practice in Times of Typhoons and Rainstorms” issued by the Labour Department of the government of Hong Kong in June 2019, as announced by the government of Hong Kong
“GDP”	gross domestic product
“GFA”	gross floor area

[REDACTED]

“Group”, “our Group”, “we”, “our” or “us”	the Company and its subsidiaries or, where the context so requires, in respect of the period before the Company became the holding company of its present subsidiaries, the business operated by such subsidiaries or their predecessors (as the case may be)
“HKAS(s)”	Hong Kong Accounting Standards

DEFINITIONS

[REDACTED]

“HKFRS(s)” Hong Kong Financial Reporting Standard(s) (including HKASs and Interpretations issued by the HKICPA)

“HKICPA” Hong Kong Institute of Certified Public Accountants

[REDACTED]

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

“Hong Kong dollars” or “HK\$” Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

“Hong Kong Stock Exchange” or “Stock Exchange” The Stock Exchange of Hong Kong Limited

DEFINITIONS

[REDACTED]

“IAS”	International Accounting Standards
“IFRS”	International Financial Reporting Standards
“Independent Third Party” or “Independent Third Parties”	individual(s) or company(ies) who or which, to the best of our Director’s knowledge having made all due and careful enquiries, is/are not a connected person(s) of our Company under the Listing Rules

[REDACTED]

DEFINITIONS

[REDACTED]

“JD” or “JD.com”	JD.com, Inc., a pre-eminent e-commerce platform in China, the shares of which are listed on the Stock Exchange (stock code: 9618) and the American depositary shares of which are listed on NASDAQ (ticker symbol: JD)
“JD Group”	JD.com and its subsidiaries and consolidated affiliated entities
“Latest Practicable Date”	October 17, 2022, being the latest practicable date for the purpose of ascertaining certain information 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)
“Little Bear”	Little Bear Technology Limited, a company incorporated in the BVI with limited liability on November 5, 2021 and one of our Controlling Shareholders
“LX Brothers”	LX Brothers Technology Limited, a company incorporated in the BVI with limited liability on October 29, 2021 and one of our Controlling Shareholders
“LX Brothers Employee Incentive Plan”	the employee incentive plan adopted by our Company pursuant to the written resolutions of our Board passed on March 23, 2022. The principal terms of the plan are summarized in “Statutory and General Information – D. Employee Incentive Plans – 1. LX Brothers Employee Incentive Plan” in Appendix IV to this document

DEFINITIONS

“LX Technology”	LX Technology (Shenzhen) Co., Ltd. (凌雄技術(深圳)有限公司) (previously known as Shenzhen LX Rental Service Co., Ltd. (深圳市凌雄租賃服務有限公司)), a limited liability company established in the PRC on May 3, 2013 and an indirect wholly-owned subsidiary of our Company
“M&A Rules”	the Rules on the Merger and Acquisition of Domestic Enterprises by Foreign Investors (《關於外國投資者併購境內企業的規定》)
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Stock Exchange
“Memorandum” or “Memorandum of Association”	the amended and restated memorandum of association of the Company, adopted on September 27, 2022, and as amended, supplemented or otherwise modified from time to time, a summary of which is set out in the Appendix III in this document
“MIIT”	the Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部)
“MOF”	the Ministry of Finance of the PRC (中華人民共和國財政部)
“MOFCOM”	the Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Hu”	Mr. Hu Zuoxiong (胡祚雄), our founder, chairman of the Board, chief executive officer of our Group, executive Director and one of our Controlling Shareholders
“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“NEEQ”	the National Equities Exchange and Quotations, a national securities trading market in the PRC for trading of the shares of public companies that are not listed on either the Shenzhen Stock Exchange or the Shanghai Stock Exchange
“ODI”	overseas direct investments conducted by PRC entities

DEFINITIONS

[REDACTED]

“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Company Law”	Company Law of the PRC (中國人民共和國公司法) enacted by the Standing Committee of the Eighth National People’s Congress on December 29, 1993 and effective on July 1, 1994, and latest amended on October 26, 2018, as amended, supplemented or otherwise modified from time to time
“PRC GAAP”	the PRC Accounting Standards and Accounting Regulations for Business Enterprises (《中國企業會計準則》) promulgated by the MOF on February 15, 2006 and its supplementary regulations, as amended, supplemented or otherwise modified from time to time
“PRC Government”	the central government of the PRC and all governmental subdivisions (including provincial, municipal and other regional or local government entities) and organizations of such government or, as the context requires, any of them

DEFINITIONS

“PRC Legal Advisor”	Jingtian & Gongcheng, legal advisor to the Company on PRC laws in connection with the [REDACTED]
“Pre-[REDACTED] Investments”	the pre-[REDACTED] investments in our Group undertaken by the Pre-[REDACTED] Investors, details of which are set out in “History, Reorganization and Corporate Structure” in this document
“Pre-[REDACTED] Investors”	the investor(s) of the Pre-[REDACTED] Investments, details of which are set out in “History, Reorganization and Corporate Structure” in this document
“Preferred Share(s)”	the Series A Preferred Shares, the Series B Preferred Shares, the Series C Preferred Shares, the Series D-1 Preferred Shares, the Series D-2 Preferred Shares and the Series D-3 Preferred Shares
	[REDACTED]
“Province” or “province”	each being a province or, where the context requires, a provincial level autonomous region or municipality under the direct supervision of the PRC Government
“Qualified Institutional Buyer” or “QIB”	a qualified institutional buyer within the meaning of Rule 144A
“Regulation S”	Regulation S under the U.S. Securities Act
“Renminbi” or “RMB”	the lawful currency of the PRC
“Reorganization”	the reorganization of the Group in preparation of the [REDACTED], details of which are set out in the section headed “History, Reorganization and Corporate Structure – Reorganization” in this document
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAIC”	State Administration for Industry and Commerce (國家工商行政管理總局)

DEFINITIONS

“SAMR”	the State Administration for Market Regulation (國家市場監督管理總局)
“SAT”	the State Taxation Administration (國家稅務總局)
“SCNPC”	the Standing Committee of the National People’s Congress (全國人民代表大會常務委員會)
“Securities and Futures Commission” or “SFC”	the Securities and Futures Commission of Hong Kong
“Series A Preferred Share(s)”	the series A preferred share(s) of par value HK\$0.01 per share in the authorized share capital of our Company, of which 15,091,329 shares are in issue as of the Latest Practicable Date
“Series B Preferred Share(s)”	the series B preferred share(s) of par value HK\$0.01 per share in the authorized share capital of our Company, of which 14,593,840 shares are in issue as of the Latest Practicable Date
“Series C Preferred Share(s)”	the series C preferred share(s) of par value HK\$0.01 per share in the authorized share capital of our Company, of which 2,084,011 shares are in issue as of the Latest Practicable Date
“Series D-1 Preferred Share(s)”	the series D-1 preferred share(s) of par value HK\$0.01 per share in the authorized share capital of our Company, of which 12,824,688 shares are in issue as of the Latest Practicable Date
“Series D-2 Preferred Share(s)”	the series D-2 preferred share(s) of par value HK\$0.01 per share in the authorized share capital of our Company, of which 3,606,944 shares are in issue as of the Latest Practicable Date
“Series D-3 Preferred Share(s)”	the series D-3 preferred share(s) of par value HK\$0.01 per share in the authorized share capital of our Company, of which 1,000,000 shares are in issue as of the Latest Practicable Date
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“Share(s)”	ordinary share(s) with nominal value of HK\$0.01 each in the share capital of the Company, which are to be traded in Hong Kong dollars and [REDACTED] on the Main Board
“Shareholder(s)”	holder(s) of the Share(s)
“Shenzhen Lingrui”	Shenzhen Lingrui Internet Information Technology Co., Ltd. (深圳凌瑞網絡信息技術有限公司), a limited liability company established in the PRC on April 17, 2017 and an indirect wholly-owned subsidiary of our Company
“Shenzhen LX”	Shenzhen LX Technology Limited (深圳市凌雄科技有限公司), a limited liability company established in the PRC on November 1, 2004 and an indirect wholly-owned subsidiary of our Company
	[REDACTED]
“Sole Sponsor”	Haitong International Capital Limited
“sq.m.”	square meter(s)
“SSE STAR Market”	Shanghai Stock Exchange Science and Technology Innovation Board
	[REDACTED]
“State Council”	the State Council of the People’s Republic of China (中華人民共和國國務院)
“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Takeovers Code”	the Code on Takeovers and Mergers and Share Buy-backs issued by the SFC
“Track Record Period”	the period comprising the three years ended December 31, 2019, 2020 and 2021 and the six months ended June 30, 2022

DEFINITIONS

“U.S. Government”	the federal government of the United States, including its executive, legislative and judicial branches
“U.S. Securities Act”	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“Ultimate Controlling Shareholder”	Mr. Hu

[REDACTED]

“United States”, “USA” or “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US\$” or “USD”	U.S. dollars, the lawful currency of the United States
“VAT”	the PRC value-added tax

Unless the content otherwise requires, references to “2019,” “2020” and “2021” in this document refer to our financial year ended December 31 of such year.

Certain amounts and percentage figures included in this document were subjected to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.

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