

DEFINITIONS

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

“Accountants’ Report”	our accountants’ report set out in Appendix I to this Document
“affiliate(s)”	any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“Articles” or “Articles of Association”	the amended and restated articles of association of our Company conditionally adopted on November 11, 2022 which will become effective upon [REDACTED], as amended or supplemented from time to time, a summary of which is set out in “Summary of the Constitution of Our Company and Cayman Companies Act” in Appendix III to this Document
“Audit Committee”	the audit committee of our Board
“BIS”	the U.S. Department of Commerce’s Bureau of Industry and Security
“BIS List”	the Bureau of Industry and Security’s Entity List, Denied Parties List, or the Unverified List maintained by the U.S. Department of Commerce
“Board” or “Board of Directors”	the board of Directors
“business day(s)” or “Business Day(s)”	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open for business to the public
“BVI”	the British Virgin Islands

DEFINITIONS

[REDACTED]

“Cayman Companies Act” or
“Companies Act”

the Companies Act, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands, as amended or supplemented or otherwise modified from time to time

“Cayman Islands Legal Advisors”

Ogier, our legal advisor as to Cayman Islands laws in connection with the [REDACTED]

[REDACTED]

DEFINITIONS

[REDACTED]

“Central to Northwestern China”

For the purpose of this Document, Central to Northwestern China refers to the region spanning Provinces of Gansu, Shaanxi and Qinghai, Ningxia Hui Autonomous Region, and Xinjiang Uygur Autonomous Region

“Central to Southwestern China”

For the purpose of this Document, Central to Southwestern China refers to the region spanning Provinces of Guizhou, Henan, Hubei, Hunan, Sichuan, and Yunan, the Municipality of Chongqing and the Tibet Autonomous Region

DEFINITIONS

“Changshu Wulian”	Changshu M2Micro Electronics Co., Ltd. (物聯微電子(常熟)有限公司), a limited liability company established in the PRC on March 3, 2011, which ceased to be our Group company upon deregistration on October 11, 2019
“China” or “the 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 otherwise, reference in this Document to China and the PRC do not apply to Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended or 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 or supplemented or otherwise modified from time to time
“Company,” “our Company” or “the Company”	Howkingtech International Holding Limited, an exempted company with limited liability incorporated in Cayman Islands on August 25, 2021, and registered as a non-Hong Kong company under Part 16 of the Companies Ordinance on January 13, 2022
“Concert Party Confirmation”	the acting in concert confirmation dated January 6, 2022 entered into between Ms. Wang and Ms. Jin in relation to, among others, the governing of the exercise of their voting rights in our Company
“Controlling Shareholder(s)”	has the meaning ascribed thereto in the Listing Rules, and unless the context otherwise requires, refers to Dr. Chen, Ms. Wang, Ms. Jin and Howking Tech Holding
“Corporate Governance Code”	the Corporate Governance Code as set out in Appendix 14 to the Listing Rules, as amended, supplemented or otherwise modified from time to time

DEFINITIONS

“Countries subject to International Sanctions”	Countries or territories for which Relevant Jurisdictions maintain various forms of sanctions programs in place
[REDACTED]	[REDACTED]
“COVID-19”	a viral respiratory disease caused by the severe acute respiratory syndrome coronavirus 2, believed to have first emerged in late 2019
“Deed of Non-competition”	the deed of non-competition dated November 11, 2022 entered into by our Controlling Shareholders with and in favor of our Company (for itself and as trustee for its subsidiaries), further information of which is set out in “Relationship with Our Controlling Shareholders — Deed of Non-competition” in this Document
“Deed of Indemnity”	the deed of indemnity dated November 11, 2022 and entered into by and among our Controlling Shareholders, in favor of our Company (for itself and as trustee for its subsidiaries), further information of which is set out in “Statutory and General Information — E. Other Information — 1. Estate Duty, Tax and Other Indemnity” in Appendix IV to this Document
“Director(s)”	the director(s) of our Company
“Dongzheng Hande”	Haining Dongzheng Hande Investment Partnership (LLP) (海寧東證漢德投資合夥企業(有限合夥)), a limited partnership established in the PRC on March 22, 2017, the sole general partner of which is Shanghai Orient Securities Capital Investment Co., Ltd. (上海東方證券資本投資有限公司) holding 11.11111% interest, and the remaining ten limited partners of which are Ningbo Oaks Investment Management Co., Ltd. (寧波奧克斯投資管理有限公司) holding 44.44444% interest, and nine other Independent Third Parties holding 44.44445% interest in aggregate, and one of our [REDACTED] Investors

DEFINITIONS

“Dongzheng Xiade”	Ningbo Meishan Bonded Port Area Dongzheng Xiade Investment Partnership (LLP) (寧波梅山保稅港區東證夏德投資合夥企業(有限合夥)), a limited partnership established in the PRC on February 11, 2018, the sole general partner of which is Shanghai Orient Securities Capital Investment Co., Ltd. (上海東方證券資本投資有限公司) holding 18.88889% interest, and the remaining eight limited partners of which are Independent Third Parties holding 81.11111% interest in aggregate, and one of our [REDACTED] Investors
“Dr. Chen”	Dr. Chen Ping (陳平), our co-founder and chief executive officer, chairman of the Board, an executive Director, the spouse of Ms. Wang and the son-in-law of Ms. Jin, and one of our Controlling Shareholders
“Eastern China”	For the purpose of this Document, Eastern China refers to the region spanning Provinces of Anhui, Fujian, Jiangsu, Jiangxi, Shandong, Taiwan and Zhejiang and the Municipality of Shanghai
“EIT”	the PRC enterprise income tax
“EIT Law”	the PRC Enterprise Income Tax Law (《中華人民共和國企業所得稅法》), enacted on March 16, 2007, effective from January 1, 2008, last amended on December 29, 2018 by the SCNPC and newly effective on the same date
	[REDACTED]
“Etic Industrial”	Etic Industrial Co., Ltd., a limited liability company incorporated in Hong Kong on September 8, 2020, which is ultimately controlled by Dr. Chen
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong

DEFINITIONS

"Frost & Sullivan" Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., a global provider of market research and analysis, growth strategy consulting, and corporate training services, which is an Independent Third Party

"Frost & Sullivan Report" the independent market research for the PRC IoT market, the PRC telecommunication equipment market, IoT antennas market in the U.S. and vehicle mounted antenna market in Russia prepared by Frost & Sullivan and commissioned by us

"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 U.S. sanctions on Syria or Iran, and are prohibited to transact with U.S. persons or within the United States but whose assets/property interest are not subject to blocking

[REDACTED]

"Greater China" the geographical regions including mainland China, Hong Kong, Macau Special Administrative Region of the PRC and Taiwan

[REDACTED]

"Group," "our Group," "we," "our" or "us" the Company and its subsidiaries at the relevant time or, where the context otherwise requires, in respect of the period before the Company became the holding company of its present subsidiaries, such subsidiaries and businesses operated by them or their predecessors (as the case may be)

[REDACTED]

DEFINITIONS

[REDACTED]

“HK\$,” “Hong Kong dollars,” “HK dollars” or “cents”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong
“HKFRS”	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
“HKSCC”	Hong Kong Securities Clearing Company Limited, a wholly owned subsidiary of Hong Kong Exchanges and Clearing Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly owned subsidiary of HKSCC
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC

[REDACTED]

“Hong Kong Howking”	HONGKONG HOWKING TECHNOLOGY LIMITED (香港濠暎通訊科技有限公司), a limited company incorporated in Hong Kong on January 23, 2020 and an indirect wholly-owned subsidiary of our Company
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[REDACTED]

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

“Hong Kong Takeovers Code” or “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
	[REDACTED]
“Howking Tech BVI”	Howkingtech (BVI) Limited, a company incorporated in BVI with limited liability on September 3, 2021 and a direct wholly-owned subsidiary of our Company
“Howking Tech HK”	HowKingTech Hong Kong Limited, a limited company incorporated in Hong Kong on September 17, 2021 and an indirect wholly-owned subsidiary of our Company
“Howking Tech Holding”	Howkingtech Holding Limited, a limited liability company incorporated in the BVI on August 11, 2021, which is owned as to 56.7980% by Ms. Wang and 43.2020% by Ms. Jin, and one of our Controlling Shareholders
“Huixin Qianhai”	Shenzhen Huixin Qianhai Equity Investment Enterprise (LLP) (深圳匯信前海股權投資企業(有限合夥)), a limited partnership enterprise established in the PRC on March 30, 2016, the sole general partner of which is Ningbo Huixin Zhiyuan Investment Management Partnership (LLP) (寧波匯信致遠投資管理合夥企業(有限合夥)) holding 1.0417% interest, and the remaining seven limited partners of which are Ms. Xie Xiongqing (謝雄清) holding 34.7222% interest, and six other Independent Third Parties holding 64.2361% interest in aggregate, and one of our [REDACTED] Investors

DEFINITIONS

“Huizhou Wulian”	Huizhou M2Micro Electronics Co., Ltd. (惠州市物聯微電子有限公司), a limited liability company established in the PRC on August 28, 2015, which was owned as to 81%, 10% and 9% by M2Micro Group (Seychelles), Shanghai Yingqi and Zunyi Anzhilian, respectively, and was deregistered on April 13, 2022
“IAS”	International Accounting Standards
“INRM”	intelligent network resource management
“Independent Third Party(ies)”	third party(ies) who is, to the best knowledge of our Directors having made due and reasonable enquiries, not a connected person of the Company (having the meaning ascribed to it under 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 Advisor”	Hogan Lovells, our legal advisor as to International Sanctions laws in connection with the [REDACTED]

DEFINITIONS

[REDACTED]

“Latest Practicable Date”

November 18, 2022, being the latest practicable date prior to the printing of this Document for the purpose of ascertaining certain information contained in this Document prior to its publication

[REDACTED]

“Listing Committee”

the Listing Committee of the Stock Exchange

[REDACTED]

“Listing Rules”

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

DEFINITIONS

“M2Micro Group (Brunei)”	M2Micro Group Co., Ltd., a limited liability company incorporated in Brunei on December 10, 2010, which was ultimately controlled by Dr. Chen and wound up as of the Latest Practicable Date
“M2Micro Group (Seychelles)”	M2Micro Group Co., Ltd., a limited liability company incorporated in Seychelles on February 13, 2015, which was ultimately controlled by Ms. Wang
“Main Board”	the stock market (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with GEM of the Stock Exchange
“Memorandum” or “Memorandum of Association”	the amended and restated memorandum of association of our Company, a summary of which is set out in Appendix III to this Document, and as amended from time to time
“MIIT”	Ministry of Industry and Information Technology (中華人民共和國工業和信息化部)
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Ms. Jin”	Ms. Jin Yan (金豔), the mother of Ms. Wang, the mother-in-law of Dr. Chen and one of our Controlling Shareholders
“Ms. Wang”	Ms. Wang Zheshi (王者師), co-founder and chief administrative and human resources officer, an executive Director, the spouse of Dr. Chen and the daughter of Ms. Jin, and one of our Controlling Shareholders
“Nanjing Haoxin”	Nanjing Haoxin Microelectronics Partnership (LLP) (南京毫芯微電子合夥企業(有限合夥)), a limited partnership enterprise established in the PRC on June 10, 2019, the sole general partner of which is Ms. Wang holding 74.337% interest and the remaining limited partners of which are Independent Third Parties holding 25.663% interest in aggregate

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“Nanjing Howking”	Nanjing Howking Technology Co., Ltd. (南京濠暉通訊科技有限公司), a limited liability company established in the PRC on September 29, 2013 and an indirect wholly-owned subsidiary of our Company
“Nanjing Maitumai”	Nanjing Maitumai Intelligent Technology Co., Ltd. (南京邁途邁智能科技有限公司), a limited liability company established in the PRC on September 1, 2016, which ceased to be our Group company upon deregistration on March 20, 2019
“Nanjing Yitaike”	Nanjing ETIC Communication Technology Co., Ltd. (南京易太可通信技術有限公司), a limited liability company established in the PRC on January 21, 2021, which is owned as to 65.95% by Etic Industrial and 34.05% in aggregate by two Independent Third Parties
“Nanjing Zeputuo”	Nanjing Zeputuo Information Technology Co., Ltd. (南京仄普托信息科技有限公司), a limited liability company established in the PRC on December 24, 2013, which is held as to 58.4501% by Nanjing Haoxin, 12.4999% by Ms. Wang and 29.0500% by an Independent Third Party
“Ningbo Qipu”	Ningbo Qipu Growth Ruiying Investment Management Partnership (LLP) (寧波啟浦成長睿贏投資管理合夥企業(有限合夥)), a limited partnership enterprise established in the PRC on May 26, 2017, the sole general partner of which is Shanghai Qipu Investment Management Co., Ltd. (上海啟浦投資管理有限公司) holding 0.1664% interest, and the remaining five limited partners of which are Mr. Xing Wenlong (邢文龍) holding 33.2779% interest and four other Independent Third Parties holding 66.5557% interest in aggregate, and one of our [REDACTED] Investors
“Nomination Committee”	the nomination committee of the Board established by the Board

DEFINITIONS

“Northern to Northeastern China”	For the purpose of this Document, Northern to Northeastern China refers to the region spanning Provinces of Hebei, Heilongjiang, Jilin, Liaoning, and Shanxi (山西), the Municipalities of Beijing and Tianjin, and the Inner Mongolia Autonomous Region
“OFAC”	the U.S. Department of Treasury’s Office of Foreign Assets Control

[REDACTED]

“Parka Aragon”	Parka Aragon Hong Kong Limited (香港派克阿拉貢有限公司), a limited liability company incorporated in Hong Kong on October 27, 2021, which is wholly owned by Parka Aragon BVI, and the then investment vehicle ultimately owned by Mr. Wu Chak Man (胡澤民) which is an indirect wholly-owned subsidiary of our Company upon completion of the Reorganization
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DEFINITIONS

“Parka Aragon BVI”	Parka Aragon Holding Limited, a limited liability company incorporated in the BVI on October 13, 2021, which was the then investment vehicle directly wholly owned by Mr. Wu Chak Man (胡澤民), and a direct wholly-owned subsidiary of our Company upon completion of the Reorganization
“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Government” or “State”	the central government of the PRC and all governmental subdivisions (including provincial, municipal and other regional or local government entities) and its organizations of such government or, as the context requires, any of them
“PRC laws and regulations”	any and all laws, regulations, statutes, rules, orders, decrees, notices, and supreme court’s judicial interpretations and other legislation currently in force and publicly available in the PRC as of the date hereof
“PRC Legal Advisors”	Jingtian & Gongcheng, a qualified PRC law firm as the PRC legal advisors to our Company for the [REDACTED]

[REDACTED]

DEFINITIONS

“Primary Sanctioned Activity”	any activities in a Sanctioned Country or (i) with; or (ii) directly or indirectly benefiting or involving the property or interests in property of, a Sanctioned Target by the 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
	[REDACTED]
“Qianhai Sitong”	Shenzhen Qianhai Sitong Jiade Industry Merger and Acquisition Fund (LLP) (深圳前海四通嘉得產業併購基金(有限合夥)), a limited partnership enterprise established in the PRC on February 2, 2016 which was subsequently deregistered on June 15, 2020, the sole general partner of which was JADE TEAMS Asset Management Co., Ltd. (深圳嘉得天晟資產管理有限公司), holding 10% interest, and the remaining limited partner of which was Guangdong Sitong Group Co., Ltd (廣東四通集團股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 603838), holding 90% interest
“Regulation S”	Regulation S under the U.S. Securities Act
“Relevant Jurisdiction”	any jurisdiction that is relevant to the 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 assess or certain countries, governments, person or entities targeted by such law or regulation
“Relevant Persons”	means the Company, together with its investors and shareholders and persons who might directly or indirectly, be involved in permitting the [REDACTED] , trading clearing and settlement of its shares including the Stock Exchange and related group companies
“Remuneration Committee”	the remuneration committee of the Board

DEFINITIONS

“Reorganization”	the reorganization of our Group in preparation for the [REDACTED], details of which are set forth in “History, Reorganization and Corporate Structure” in this Document
“Reorganization Agreement”	the reorganization agreement dated October 8, 2021 among Ms. Wang, Ms. Jin, Huixin Qianhai, Dongzheng Hande, Dongzheng Xiade, Mr. Li Zhangpeng, Shenzhen Zhichen, Zhangzhou Heze, Ningbo Qipu, Ms. Ding Di, Nanjing Howking and our Company in relation to the Reorganization
“RMB” or “Renminbi”	the lawful currency of the PRC
“Russian distributor”	our overseas distributor who distributed our vehicle mounted antennas in Russia during the Track Record Period
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAIC” or “SAMR”	State Administration for Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局), now known as State Administration for Market Regulation (國家市場監督管理總局)
“Sanctioned Countries”	countries or territories subject to a general and comprehensive export, import, financial or investment embargo under sanctions related law or regulation of the Relevant Jurisdiction, currently Cuba, Iran, North Korea, Syria, the Crimea Region of Russia/Ukraine, self-proclaimed Donetsk People’s Republic and self-proclaimed Luhansk People’s Republic regions
“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, UK, UN or Australia

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“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 U.S. persons
“Secondary Sanctionable Activity”	certain activity by the 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 the 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 or supplemented from time to time
“Shanghai Jinyuan”	Shanghai Jinyuan Changfu Enterprise Management Partnership (LLP) (上海進源長富企業管理合夥企業(有限合夥)), a limited partnership enterprise established in the PRC on September 16, 2021 and an investment vehicle controlled by Huixin Qianhai as the sole general partner holding 99.99% interest, the limited partner of which is Mr. Ye Xiang (葉翔) holding 0.01% interest

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“Shanghai Juyi”	Shanghai Juyi Enterprise Management Center (LLP) (上海炬懿企業管理中心(有限合夥)), a limited partnership enterprise established in the PRC on August 6, 2019 which was deregistered on April 29, 2020, the sole general partner of which was Ms. Jin holding approximately 55.56% interest and the remaining limited partner of which was Ms. Wang holding approximately 44.44% interest
“Shanghai Yingqi”	Shanghai Yingqi Enterprise Management Center (LLP) (上海贏元企業管理中心(有限合夥)), a limited partnership enterprise established in the PRC on August 6, 2019, the sole general partner of which is Ms. Jin holding approximately 55.56% interest and the remaining limited partner of which was Ms. Wang holding approximately 44.44% interest
“Share(s)”	the ordinary share(s) of nominal value of US\$0.01 each in the share capital of our Company
“Shareholder(s)”	holder(s) of Shares
“Share Option Scheme”	the share option scheme conditionally adopted by our Shareholders on November 11, 2022, the principal terms of which are summarized in “Statutory and General Information — D. Share Option Scheme” in Appendix IV to this Document
“Shenzhen Howking”	Howking Technology (Shenzhen) Co., Ltd. (濠曝科技(深圳)有限公司), a limited liability company established in the PRC on September 5, 2012, which ceased to be our Group company upon deregistration on April 2, 2022
“Shenzhen Brightmin”	Shenzhen Brightmin Management Consulting Partnership (LLP) (深圳市亮敏管理諮詢合夥企業(有限合夥)), a limited partnership enterprise established in the PRC on September 1, 2021 and an investment vehicle controlled by Ms. Sun Shaomin (孫少敏) as the sole general partner holding 99.9% interest, and the limited partner of which is an Independent Third Party holding 0.1% interest

DEFINITIONS

“Shenzhen Tim Win”	Shenzhen Tim Win Investment Partnership (LLP) (深圳市添運投資合夥企業(有限合夥)), a limited partnership enterprise established in the PRC on September 7, 2021 and an investment vehicle controlled by Mr. Li Zhangpeng (李章鵬) as the sole general partner holding 99% interest, the limited partner of which is an Independent Third Party holding 1% interest
“Shenzhen Wulian”	Shenzhen M2Micro Electronics Co., Ltd. (深圳市物聯微電子有限公司), a limited liability company established in the PRC on April 17, 2012 and an indirect wholly-owned subsidiary of our Company
“Shenzhen Zhichen”	Shenzhen Zhichen Wuqi Venture Investment Partnership (LLP) (深圳智宸五期創業投資合夥企業(有限合夥)), a limited partnership enterprise established in the PRC on July 5, 2018, the sole general partner of which is Shenzhen Zhichen Private Equity Fund Management Co., Ltd. (深圳智宸私募股權基金管理有限公司), which is controlled by Mr. Chen Ning (陳寧), holding 1% interest, and the remaining three limited partners of which are Mr. Chen Ning and Mr. Huang Zebin (黃澤斌), each holding 45% interest, and another Independent Third Party holding 9% interest, and one of our [REDACTED] Investors
	[REDACTED]
“Sole Sponsor”	Ping An of China Capital (Hong Kong) Company Limited
“Southern China”	For the purpose of this Document, Southern China refers to the region spanning Provinces of Guangdong and Hainan, the Guangxi Zhuang Autonomous Region, the Hong Kong Special Administrative Region and the Macao Special Administrative Region

DEFINITIONS

“SSI List”	the list of the Sectoral Sanctions Identifications parties maintenance boy OFAC, which sets forth entities designated by OFAC in Russia’s energy, financial and/or defense sectors that are subject to more limited, sectoral, sanctions imposed under one or more OFAC Directives that prohibit certain (but not all) dealing with U.S. persons or within the United States
	[REDACTED]
“Track Record Period”	the years ended December 31, 2019, 2020 and 2021 and the five months ended May 31, 2022
“U.S. and Russian Legal Advisor”	Winston & Strawn LLP, our legal advisor as to U.S and Russian import and export laws in connection with the [REDACTED]
“U.S.” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“U.S. Securities Act”	the United States Securities Act of 1933, as amended and supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder
	[REDACTED]
“Universal IoT Platform”	our self-developed centralized data platform of IoT solutions, which provides the infrastructural functions for upper applications
“US\$,” “USD” or “U.S. dollars”	United States dollars, the lawful currency of the United States
“VAT”	value added tax

DEFINITIONS

“Zhangzhou Heze”	Zhangzhou Merchants Economic Development District HeZe Limited Partnership (LLP) (漳州招商局經濟技術開發區合澤股權投資合夥企業(有限合夥)), a limited partnership enterprise established in the PRC on December 6, 2018, the sole general partner of which is Ningbo Meishan Bonded Port Mofan Investment Management Co., Ltd. (寧波梅山保稅港區魔範投資管理有限責任公司), which is in turn controlled by Ms. Ding Di (丁迪), one of our [REDACTED] Investors, holding 0.5882% interest, and the remaining 12 limited partners of which include Ms. Ding Di holding 10.0000% interest who together with eleven Independent Third Parties holding 99.4118% interest in aggregate, and one of our [REDACTED] Investors
“Zibo Puhao”	Zibo Puhao Equity Investment Partnership (LLP) (淄博浦濠股權投資合夥企業(有限合夥)), a limited partnership enterprise established in the PRC on January 7, 2021, the sole general partner of which is Shanghai Puchang Equity Investment Fund Management Co., Ltd. (上海浦昌股權投資基金管理有限公司) holding 50% interest, and the remaining eight limited partners of which are Independent Third Parties holding 50% interest in aggregate, and one of our [REDACTED] Investors
“Zunyi Anzhilian”	Zunyi Anzhilian Enterprise Consulting Service Center (LLP) (遵義安智聯企業諮詢服務中心(有限合夥)), a limited partnership enterprise established in the PRC on December 12, 2017, the sole general partner of which is Ms. Wang holding 99% interest and the remaining limited partner of which is Ms. Jin holding 1% interest

% per cent.

In this Document, the terms “associate,” “close associate,” “connected person,” “connected transaction,” “core connected person,” “subsidiary” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

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