

APPENDIX II UNAUDITED PRO FORMA FINANCIAL INFORMATION

The information set out in this appendix does not form part of the accountants’ report on the historical financial information of the Group for each of the three years ended December 31, 2021 and the six months ended June 30, 2022 (the “Accountants’ Report”) prepared by Deloitte Touche Tohmatsu, Certified Public Accountants, Hong Kong, the Company’s reporting accountants, as set out in Appendix I to this listing document and is included in this listing document for information only. The unaudited pro forma financial information should be read in conjunction with the section headed “Financial information” in this listing document and the Accountants’ Report as set out in Appendix I to this listing document.

A. UNAUDITED PRO FORMA STATEMENT OF ADJUSTED CONSOLIDATED NET TANGIBLE ASSETS OF THE GROUP ATTRIBUTABLE TO OWNERS OF THE COMPANY

The following unaudited pro forma statement of adjusted consolidated net tangible assets of the Group attributable to the owners of the Company prepared in accordance with Rule 4.29 of the Listing Rules is for illustrative purpose only, and is set out below to illustrate the effect of the Listing on the consolidated net tangible assets of the Group attributable to the owners of the Company as of June 30, 2022, as if the Listing had taken place on such date.

The unaudited pro forma statement of adjusted consolidated net tangible assets of the Group attributable to the owners of the Company has been prepared for illustrative purposes only and because of its hypothetical nature, it may not give a true picture of the consolidated net tangible assets of the Group attributable to the owners of the Company as of June 30, 2022 or at any future dates. It is prepared based on the audited consolidated net tangible assets of the Group attributable to the owners of the Company as of June 30, 2022 as derived from the Accountants’ Report set out in Appendix I to this listing document and adjusted as described below.

Audited consolidated net tangible assets of the Group attributable to the owners of the Company as of June 30, 2022 USD’000 (Note 1)	Estimated listing expenses USD’000 (Note 2)	Unaudited pro forma adjusted consolidated net tangible assets of the Group attributable to the owners of the Company as of June 30, 2022 USD’000	Unaudited pro forma adjusted consolidated net tangible assets of the Group attributable to the owners of the Company as of June 30, 2022 per Share USD HKD (Note 3) (Note 4)
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Based on [REDACTED] Shares
assumed to be in issue
immediately prior to
the Listing

233,459	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
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Notes:

1. The audited consolidated net tangible assets of the Group attributable to the owners of the Company as of June 30, 2022 is derived from the Accountant’s Report set out in Appendix I to this listing document, which is based on the audited consolidated net assets of the Group attributable to the owners of the Company as of June 30, 2022 of USD233,861,000 with adjustments for other intangible assets of the Group attributable to the owners of the Company as of June 30, 2022 of USD402,000.
2. The estimated listing expenses mainly include professional fees payable to the Joint Sponsors, the Legal Advisors and Reporting Accountants and other listing related expenses, which are expected to be incurred by the Group subsequent to June 30, 2022.
3. The unaudited pro forma adjusted consolidated net tangible assets per Share is arrived at after the adjustments as described in Note 2 above and is based on [REDACTED] Shares which consists of 3 Shares that were issued to the immediate holding company of the Company as at June 30, 2022 and [REDACTED] new Shares assumed to be allotted and issued at par value to the immediate holding company of the Company immediately prior to the Listing, not taking into account any Shares which may be issued to the ESOP Platforms under the Share Award Scheme or Shares which may be issued or repurchased by the Company pursuant to the general mandates granted to the Directors to issue or repurchase Shares.
4. For the purpose of this pro forma adjusted consolidated net tangible assets attributable to the owners of the Company, the balances stated in USD are converted into HKD at a rate of USD1 to HKD[7.8474]. No representation is made that the USD amounts have been, could have been or may be converted into HKD, or vice versa, at that rate or at any other rates or at all.
5. No adjustment has been made to the unaudited pro forma adjusted consolidated net tangible assets of the Group attributable to the owners of the Company as at June 30, 2022 to reflect any trading result or other transactions of the Group entered into subsequent to June 30, 2022.

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B. ASSURANCE REPORT ON UNAUDITED PRO FORMA FINANCIAL INFORMATION

The following is the text of the independent reporting accountants’ assurance report received from Deloitte Touche Tohmatsu, Certified Public Accountants, Hong Kong, the reporting accountants of the Company, in respect of the Group’s unaudited pro forma financial information prepared for the purpose of incorporation in this listing document.

INDEPENDENT REPORTING ACCOUNTANTS’ ASSURANCE REPORT ON THE COMPILATION OF UNAUDITED PRO FORMA FINANCIAL INFORMATION

[REDACTED]

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[REDACTED]

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[REDACTED]