

APPENDIX II UNAUDITED PRO FORMA FINANCIAL INFORMATION

The following information does not form part of the Accountants’ Report prepared by Ernst & Young, Certified Public Accountants, Hong Kong, the reporting accountants of the Company, as set forth in Appendix IA to this document, and is included herein for information only.

The unaudited pro forma financial information should be read in conjunction with the section headed “Financial Information” in this document and the Accountants’ Report set forth in Appendix IA and the unaudited interim condensed consolidated financial information set forth in Appendix IB to the document.

A. UNAUDITED PRO FORMA ADJUSTED CONSOLIDATED NET TANGIBLE ASSETS

The following statement of unaudited pro forma adjusted consolidated net tangible assets attributable to the shareholders of the Company has been prepared in accordance with rule 4.29 of the Listing Rules and with reference to Accounting Guideline 7 *Preparation of Pro Forma Financial Information for Inclusion in Investment Circulars* issued by the Hong Kong Institute of Certified Public Accountants for illustration purpose only, and is set out below to illustrate the effect of the [REDACTED] on the consolidated net tangible assets attributable to the shareholders of the Company as at March 31, 2022 as if the [REDACTED] had taken place on March 31, 2022.

The unaudited pro forma adjusted consolidated net tangible assets attributable to the shareholders 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 shareholders of the Company had the [REDACTED] been completed as at March 31, 2022 or any future date. It is prepared based on the consolidated net tangible assets attributable to the shareholders of the Company as at March 31, 2022 as set out in the unaudited interim condensed consolidated financial information as set out in Appendix IB to the document, and adjusted as described below.

Consolidated net tangible assets attributable to the shareholders of the Company as at March 31, 2022 RMB’000 (Note 1)	Estimated net [REDACTED] from the [REDACTED] RMB’000 (Notes 2, 5)	Unaudited pro forma adjusted consolidated net tangible assets attributable to the shareholders of the Company RMB’000	Unaudited pro forma adjusted consolidated net tangible assets attributable to the shareholders of the Company per Share RMB HK\$ (Note 3) (Note 5)	Unaudited pro forma adjusted net tangible assets attributable to shareholders of the Company per ADS RMB HK\$ (Note 4) (Note 5)
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Based on the
indicative
[REDACTED] of
[REDACTED]

	4,402,839	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
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Notes:

- (1) The consolidated net tangible assets attributable to the shareholders of the Company as at March 31, 2022 is extracted from the unaudited interim condensed consolidated financial information set out in Appendix IB to this document, which is based on the unaudited consolidated net assets attributable to the shareholders of the Company of RMB10,134,504,000 after deducting the goodwill of RMB4,609,847,000 and intangible assets, net of RMB1,121,818,000 as at March 31, 2022.
- (2) The estimated net [REDACTED] from the [REDACTED] are based on the indicative [REDACTED] of [REDACTED], after deduction of the [REDACTED] fees and other related expenses to be incurred by the Group and does not take into account of any shares which may be issued upon the exercise of the [REDACTED].
- (3) The unaudited pro forma adjusted consolidated net tangible assets attributable to the shareholders of the Company per Share is arrived at after the adjustments referred to in the preceding paragraphs and on the basis that [REDACTED] in issue immediately upon the completion of the [REDACTED], assuming that the [REDACTED] has been completed on March 31, 2022 for the purpose of the pro forma financial information, and does not take into account of any shares which may be issued upon the exercise of the [REDACTED], the Shares to be issued pursuant to the share-based compensation plans including pursuant to the exercise of options or the vesting of restricted shares or other awards that have been or may be granted from time to time, and any issuance or repurchase of Shares by the Company.
- (4) The unaudited pro forma adjusted net tangible assets per ADS is arrived at after the adjustments referred to in the preceding paragraphs and on the basis that one ADS represents 15 shares.
- (5) For the purpose of this unaudited pro forma adjusted consolidated net tangible assets, the estimated net [REDACTED] from the [REDACTED] are converted from Hong Kong dollars into Renminbi (“RMB”) at an exchange rate of HK\$1.00 to RMB0.8593 and the unaudited pro forma adjusted consolidated net tangible assets attributable to the shareholders of the Company per Share is converted from RMB to Hong Kong dollars at the same exchange rate. No representation is made that Renminbi amounts have been, could have been or may be converted to Hong Kong dollars, or vice versa, at that rate.
- (6) No adjustment has been made to reflect any trading result or other transactions of the Group entered into subsequent to March 31, 2022.

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[REDACTED]

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[REDACTED]

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