
DEFINITIONS

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

“2016 Regulations”	the Regulations for the Administration of Foreign-Invested Telecommunications Enterprises (《外商投資電信企業管理規定》) promulgated by the State Council on December 11, 2001 and last amended by the State Council on February 6, 2016
“2022 Decision”	the Decision of the State Council on Revising or Abolishing Some Administrative Regulations (《國務院關於修改和廢止部分行政法規的決定》) promulgated by the State Council on March 29, 2022
“Accountants’ Report”	the accountants’ report of our Group set out in Appendix I to this document
“affiliate(s)”	any person, directly or indirectly, controlling, controlled by or under direct or indirect common control with another person
“Articles” or “Articles of Association”	the amended and restated articles of association of our Company conditionally adopted on September 8, 2022 and will come into effect upon the [REDACTED] (as amended, supplemented or otherwise modified 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
“BCA”	Beijing Communication Administration (北京市通訊管理局)
“Beijing Digital”	Beijing Flowing Cloud Digital Technology Co., Ltd.* (北京飛天雲動數字技術有限公司), a limited company established in the PRC on August 18, 2022 and a wholly-owned subsidiary of Beijing Flowing Cloud

DEFINITIONS

“Beijing Flowing Cloud”	Beijing Flowing Cloud Technology Co., Ltd.* (北京飛天雲動科技有限公司), a limited company established in the PRC on November 17, 2021 and a wholly-owned subsidiary of Ophyer HK
“Beijing Xingshi”	Beijing Xingshi Hudong Media Technology Co., Ltd.* (北京星矢互動傳媒科技有限公司), a limited liability company established under the laws of the PRC on April 10, 2020 and one of our Consolidated Affiliated Entities
“Board”	the board of Directors
“Brainstorming Cafe”	Brainstorming Cafe Limited, a company incorporated in the Cayman Islands, with limited liability on November 5, 2021, which is one of our Controlling Shareholders and owned as to 26.16%, 61.05% and 12.79% by Wang BVI, Cyber Warrior and Li BVI, respectively
“Business Day” or “business day”	a day that is not a Saturday, Sunday or public holiday on which banks in Hong Kong are generally open for normal banking business
“BVI”	the British Virgin Islands
“CAC”	the Cyberspace Administration of China (中國國家互聯網信息辦公室)

[REDACTED]

“Catalog”	the Catalog of Industries Encouraged for Foreign Investment (2020 version) jointly promulgated by the MOFCOM and the NDRC on December 27, 2020 and became effective on January 27, 2021, as amended, supplemented or otherwise modified from time to time
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DEFINITIONS

"Cayman Companies Act" or
"Companies Act"

the Companies Law Cap 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands

[REDACTED]

DEFINITIONS

[REDACTED]

“China” or “the PRC”	the People’s Republic of China excluding, for the purposes of this document, Hong Kong, the Macau Special Administrative Region of the People’s Republic of China 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 Law” or “PRC Company Law”	the Company Law of the People’s Republic of China (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time
“Company”, “our Company”, “us” or “we”	Flowing Cloud Technology Ltd (飛天雲動科技有限公司), an exempted company incorporated in the Cayman Islands with limited liability on June 24, 2021
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“connected transaction(s)”	has the meaning ascribed thereto under the Listing Rules
“Consolidated Affiliated Entities”	the entities we control through the Contractual Arrangements, namely Ophyer Technology, Hupo Jinyuan, Zhongrunxing, Shenzhen Huachuang and Beijing Xingshi, the details of which are set out in the paragraph headed “History, Development and Corporate Structure — Corporate Development” in this document

DEFINITIONS

“Contractual Arrangements”	the series of contractual arrangements entered into by, among others, Beijing Flowing Cloud, the Consolidated Affiliated Entities and the Registered Shareholders, the details of which are set out in the section headed “Contractual Arrangements” in this document
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and, unless the context requires otherwise, refers to Mr. Wang, Mr. Li, Wang BVI, Li BVI, Cyber Warrior and Brainstorming Cafe (for more details, see the paragraph headed “Relationship with Controlling Shareholders — Overview” in this document); and “Controlling Shareholder” means any one of them
“core connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“COVID-19”	coronavirus disease 2019
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會), a regulatory body responsible for the supervision and regulation of the national securities market in China
“Cyber Warrior”	Cyber Warrior Holdings Limited, a company incorporated in the BVI with limited liability on November 10, 2021 which is wholly-owned by Vistra Trust, and is one of our Controlling Shareholders holding approximately 61.05% of the shareholding in Brainstorming Cafe as of the Latest Practicable Date
“Deed of Indemnity”	the deed of indemnity dated [•] 2022 entered into by Mr. Wang, Mr. Li, Wang BVI, Li BVI and Brainstorming Cafe in favor of our Company, pursuant to which Mr. Wang, Mr. Li, Wang BVI, Li BVI and Brainstorming Cafe have given certain tax and other indemnities in favor of our Company, as further described in the paragraph headed “Statutory and General Information — E. Other Information — 1. Tax and other indemnities” in Appendix IV to this document

DEFINITIONS

“Deed of Non-Competition”	the deed of non-competition dated [•] 2022 entered into by Mr. Wang, Mr. Li, Wang BVI, Li BVI and Brainstorming Cafe in favor of our Company, as further described in the paragraph headed “Relationship with Controlling Shareholders — Deed of Non-Competition” in this document
“Director(s)”	the director(s) of our Company
“Draft Data Security Regulations”	the Regulations on the Administration of Cyber Data Security (Draft for Comments) (《網絡數據安全管理條例(徵求意見稿)》) published by the CAC on November 14, 2021
“EIT”	enterprise income tax
“EIT Law”	the PRC Enterprise Income Tax Law
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
“FVTPL”	fair value through profit or loss

[REDACTED]

“Grand Canal (Nanjing)”	Jiangsu Grand Canal (Nanjing) Culture Tourism Development Fund (Limited Partnership)* (江蘇省大運河(南京)文化旅游發展基金(有限合夥)), a limited partnership established under the laws of the PRC on July 6, 2020, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Grand Canal (Nanjing)” in this document
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[REDACTED]

DEFINITIONS

- “Group”, “our Group”, “our”, “we” or “us” our Company, our subsidiaries and the Consolidated Affiliated Entities at the relevant time or, where the context so requires, in respect of the period before our Company became the holding company of our present subsidiaries and consolidated affiliated entities, such subsidiaries and consolidated affiliated entities of our Company at the relevant time
- “Guochuang Feitian” Guochuang Feitian (Tianjin) Enterprise Management Consultancy Partnership (Limited Partnership)* (國創飛天(天津)企業管理諮詢合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on January 18, 2021, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Guochuang Feitian” in this document
- “Hainan Yilin” Hainan Yilin Investment Partnership (Limited Partnership)* (海南易林投資合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on October 29, 2021, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Hainan Yilin” in this document
- “Hefei Shuimu” Hefei Shuimu Venture Investment Enterprise (Limited Partnership)* (合肥水木創業投資企業(有限合夥)), a limited partnership established under the laws of the PRC on July 19, 2016, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Hefei Shuimu” in this document

DEFINITIONS

“Hefei Xingcheng”

Hefei Xingcheng Zhixiang Technology Co., Ltd.* (合肥星橙智享科技有限公司), a limited liability company established under the laws of the PRC on April 20, 2020, which was a wholly-owned subsidiary of Ophyer Technology before its deregistration on December 21, 2021

[REDACTED]

“Hong Kong”

the Hong Kong Special Administrative Region of the PRC

“Hong Kong dollars” or “HK dollars” or “HK\$” or “HKD”

Hong Kong dollars and cents respectively, the lawful currency of Hong Kong

[REDACTED]

DEFINITIONS

[REDACTED]

“Hupo Jinyuan”	Beijing Hupo Jinyuan Media Co., Ltd.* (北京琥珀金源傳媒有限公司) (formerly known as Beijing Hupo Jinyuan Technology Co., Ltd.* (北京琥珀金源科技有限公司)), a limited liability company established under the laws of the PRC on March 29, 2011 and one of our Consolidated Affiliated Entities
“ICP License”	value-added telecommunications business operating license (within business scope of Internet content provider) issued by competent PRC Government authority
“IFRS”	International Financial Reporting Standards

DEFINITIONS

“Independent Third Party” or
“Independent Third Parties”

a person or entity who, so far as our Directors are aware after having made all reasonable enquiries, is not a connected person of our Company under the Listing Rules

[REDACTED]

“iResearch”

Shanghai iResearch Co., Ltd., an independent global market research and consulting company

DEFINITIONS

“Jinan Taiyue”	Jinan Taiyue Equity Investment Fund Partnership (Limited Partnership)* (濟南泰岳股權投資基金合夥企業(有限合夥)) a limited partnership established under the laws of the PRC on August 4, 2021, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Jinan Taiyue” in this document
“Kaiyuan Future”	Tianjin Kaiyuan Future Technology Venture Capital Fund Partnership (Limited Partnership)* (天津開源未來科技創投基金合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on November 30, 2020, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — Per [REDACTED] Investments — Information regarding our [REDACTED] Investors — Kaiyuan Future” in this document
“Kashi Fanxing”	Kashi Fanxing Information Technology Co., Ltd. (喀什繁星信息科技有限公司), a limited company established under the laws of the PRC on May 9, 2018, which was a subsidiary of Ophyer Technology before its deregistration on August 9, 2021
“Latest Practicable Date”	September 20, 2022, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication
“Li BVI”	LYH. Ltd., a company incorporated in the BVI with limited liability on June 8, 2021, which is wholly-owned by Mr. Li and is one of our Controlling Shareholders holding approximately 12.79% of the shareholding in Brainstorming Cafe as of the Latest Practicable Date

[REDACTED]

DEFINITIONS

[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)
“LPR”	loan prime rate of the PRC, the benchmark lending rate a commercial bank charged its prime customers; lending interest rate of a loan can be set by adding or subtracting basis points based on LPR
“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》)
“Memorandum of Association” or “Memorandum”	the amended and restated memorandum of association of our Company, conditionally adopted on September 8, 2022 and will come into effect upon Listing (as amended or supplemented from time to time)
“Metaverse Industry Committee”	the Metaverse Industry Committee of China Mobile Communications Association (中國移動通信聯合會元宇宙產業委員會), an industry committee established by China Mobile Communications Association, a national organization registered with the Ministry of Civil Affairs of the PRC (中華人民共和國民政部)
“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) (formerly known as the Ministry of Information Industry of the PRC (中華人民共和國信息產業部))
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Li”	Mr. Li Yanhao (李艷浩), a Controlling Shareholder, an executive Director and the chief technology officer of our Company

DEFINITIONS

“Mr. Wang”	Mr. Wang Lei (汪磊), a Controlling Shareholder, an executive Director, the chairman of the Board and the chief executive officer of our Company
“Nanchang Xiaolan”	Nanchang Xiaolan Virtual Reality Industry Investment Partnership (Limited Partnership)* (南昌小藍虛擬現實產業投資合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on November 30, 2020, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Nanchang Xiaolan” in this document
“Nanyang Ophyer”	Nanyang Ophyer Technology Co., Ltd.* (南陽掌中飛天科技有限公司), a limited liability company established under the laws of the PRC on September 29, 2017, which was a wholly-owned subsidiary of Ophyer Technology before its deregistration on October 29, 2021
“NDRC”	National Development and Reform Commission (國家發展和改革委員會)
“NEEQ”	National Equities Exchange and Quotations
“Negative List”	the Special Administrative Measures (Negative List) for Foreign Investment Access (2021 version), most recently jointly promulgated by the MOFCOM and the NDRC on December 27, 2021 and became effective on January 1, 2022, as amended, supplemented or otherwise modified from time to time
“Ningbo Midu”	Ningbo Meishan Bonded Port Area Midu Investment Partnership (Limited Partnership)* (寧波梅山保稅港區米度畢方投資合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on 30 May 2018, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — Per [REDACTED] Investments — Information regarding our [REDACTED] Investors — Ningbo Midu” in this document

DEFINITIONS

“Nomination Committee”	the nomination committee of the Board
“NPC”	National People’s Congress of the PRC (全國人民代表大會)

[REDACTED]

“Ophyer BVI”	FTYD Ltd, a company incorporated in the BVI with limited liability on July 19, 2021, a wholly-owned subsidiary of our Company
“Ophyer HK”	Flowing Cloud Technology (HK) Limited (飛天雲動(香港)科技有限公司), a company incorporated in Hong Kong with limited liability on August 10, 2021, a wholly-owned subsidiary of Ophyer BVI
“Ophyer Technology”	Beijing Ophyer Technology Shares Co., Ltd.* (北京掌中飛天科技股份有限公司) (formerly known as Beijing Hengchuang Zhaoye Technology Co., Ltd.* (北京恒創兆業科技有限公司) and Beijing Ophyer Technology Co., Ltd.* (北京掌中飛天科技股份有限公司)), a limited liability company established under the laws of the PRC on March 19, 2008 and one of our Consolidated Affiliated Entities

DEFINITIONS

[REDACTED]

“PBOC”	People’s Bank of China (中國人民銀行)
“PRC Government”	the central government of the PRC and all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities thereof or, where the context requires, any of them
“PRC Legal Advisors”	Hylands Law Firm, our legal advisors as to PRC laws and regulations in connection with the [REDACTED]
“[REDACTED] Investment(s)”	the [REDACTED] investments in our Company undertaken by the [REDACTED] Investors pursuant to the relevant investments agreements. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments” in this document
“[REDACTED] Investor(s)”	certain investors of our Company who/which invested into our Company prior to the [REDACTED] as described in the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors” in this document

[REDACTED]

DEFINITIONS

[REDACTED]

“Registered Shareholders”	direct shareholders of Ophyer Technology, namely Mr. Wang, Mr. Li, Ms. Peng Si (彭思), Ms. Li Shu Lan (李淑蘭), Ms. Song Lifang (宋麗芳), Mr. Wang Chongling (王崇嶺), Ms. Yi Huimin (益惠敏), Ms. Li Xiujie (李秀傑), Mr. Liang Hui (梁輝), Shanghai Wangyue, Xi’an Zhiyao, Xi’an Biyue, Grand Canal (Nanjing), Ningbo Midu, Tongchuang Weiye, SAIF Dynamiques, Hefei Shuimu, Shaanxi Big Data, Guochuang Feitian, Kaiyuan Future, Tianjin Xinghuo, Zhongtong Xinyuan, Nanchang Xiaolan, Shenzhen Chestnut, Shenzhen Linghang, Jinan Taiyue, Hainan Yilin and Shanghai Zheji
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration Committee”	the remuneration committee of the Board
“Reorganization”	the corporate reorganization of our Group in preparation for the [REDACTED], details of which are set out in the paragraph headed “History, Development and Corporate Structure — Reorganization” in this document
“Revised CAC Measures”	the Measures for Cybersecurity Review (2021) (《網絡安全審查辦法(2021)》) jointly promulgated by the CAC and 12 other PRC regulatory authorities on December 28, 2021
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國外匯管理局)
“SAMR”, or formerly known as “SAIC”	the 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), and formerly known as the State Administration of Industry and Commerce of the PRC (中華人民共和國工商行政管理局)

DEFINITIONS

“SAIF Dynamiques”	Shenzhen Futian SAIF Dynamiques Equity Investment Fund Partnership (Limited Partnership)* (深圳市福田賽富動勢股權投資基金合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on December 5, 2016, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — SAIF Dynamiques” in this document
“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council of the PRC (中華人民共和國國務院國有資產監督管理委員會)
“SAT”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“SCNPC”	the Standing Committee of the National People’s Congress of the PRC (全國人民代表大會常務委員會)
“Securities Activities Opinions”	the Opinions on Lawfully and Severely Combating Illegal Securities Activities (《關於依法從嚴打擊證券違法活動的意見》) jointly promulgated by the General Office of the State Council of the PRC together with the General Office of the Communist Party of China Central Committee on July 6, 2021
“Securities and Futures Commission” or “SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (as amended, supplemented or otherwise modified from time to time)
“Shaanxi Big Data”	Shaanxi Big Data Business Incubation Management Center Partnership (Limited Partnership)* (陝西大數據企業孵化管理中心合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on October 23, 2015, a Shareholder. For further details, see the paragraph headed “History, Development and Corporate Structure — Corporate Development — Ophyer Technology — Capital Increases in 2017” in this document

DEFINITIONS

- “Shandong Dingshang” Shandong Dingshang Enterprise Management Co., Ltd.* (山東鼎商企業管理有限公司), a limited liability company established under the laws of PRC on April 5, 2016, was a Shareholder of Ophyer Technology. For further details, see the paragraph headed “History, Development and Corporate Structure — Corporate Development — Ophyer Technology — Delisting from the NEEQ” in this document
- “Shanghai Chengxiang” Shanghai Chengxiang Xingshi Information Technology Co., Ltd* (上海橙享星視信息科技有限公司), a limited liability company established under the laws of PRC on February 14, 2020, which was a subsidiary of Ophyer Technology before its deregistration on July 29, 2021
- “Shanghai Shiao” Shanghai Shiao Enterprise Management Consultancy Partnership (Limited Partnership)* (上海仕傲企業管理諮詢合夥企業(有限合夥)) (formerly known as Tianjin Zhangzhong Xinlan Enterprise Management Consultancy Partnership (Limited Partnership)* (天津掌中鑫瀾企業管理諮詢合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on June 14, 2016, a former shareholder of Ophyer Technology, which is ultimately held as to 85% by Mr. Wang (the general partner) and 15% by Mr. Li (the limited partner). For further details, see the paragraph headed “History, Development and Corporate Structure — Corporate Development — Ophyer Technology — Early Development” in this document
- “Shanghai Wangyue” Shanghai Wangyue Enterprise Management Consultancy Partnership (Limited Partnership)* (上海旺躍企業管理諮詢合夥企業(有限合夥)) (formerly known as Tianjin Baoding Enterprise Management Consultancy Partnership (Limited Partnership)* (天津寶鼎企業管理諮詢合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on June 14, 2016, a Shareholder. For further details, see the paragraph headed “History, Development and Corporate Structure — Corporate Development — Ophyer Technology — Early Development” in this document

DEFINITIONS

“Shanghai Zheji”	Shanghai Zheji Enterprise Management Partnership (Limited Partnership)* (上海蟄紀企業管理合夥企業(有限合夥)), a limited partnership established under the laws of PRC on July 1, 2021, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Shanghai Zheji” in this document
“Share(s)”	ordinary share(s) with nominal value of US\$0.00001 each in the share capital of our Company
“Shareholder(s)”	holder(s) of the Share(s)
“Shenzhen Chestnut”	Shenzhen Chestnut Investment Enterprise (Limited Partnership)* (深圳栗子投資企業 (有限合夥)), a limited partnership established under the laws of the PRC on August 19, 2021, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Shenzhen Chestnut” in this document
“Shenzhen Huachuang”	Shenzhen Huachuang Yunjing Technology Co., Ltd.* (深圳市華創雲景科技有限公司), a limited liability company established under the laws of the PRC on January 12, 2021 and one of our Consolidated Affiliated Entities
“Shenzhen Linghang”	Shenzhen Futian District Linghang Intelligent Manufacturing Equity Investment Fund Partnership (Limited Partnership)* (深圳福田區領航智能製造股權投資基金合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on June 20, 2018, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Shenzhen Linghang” in this document

DEFINITIONS

“Shixin Network”	Horgos Core Network Technology Co., Ltd.* (霍爾果斯石心網絡科技有限公司), a limited liability company established under the laws of the PRC on February 9, 2017, which was a wholly-owned subsidiary of Ophyer Technology before its deregistration on September 16, 2021
“SP License”	value-added telecommunications business operating license (within the business scope of information services other than Internet content provider) issued by competent PRC Government authority
“Weifang Weiting”	Weifang Weiting Anyi Enterprise Management Service Partnership (Limited Partnership)* (濰坊市威霆安奕企業管理服務合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on September 4, 2019, holding 30% of the shareholding in Beijing Xingshi as of the Latest Practicable Date. For further details, see the paragraph headed “History, Development and Corporate Structure — Corporate Development — Beijing Xingshi” in this document

[REDACTED]

“Sole Sponsor” or “Shenwan Hongyuan”	Shenwan Hongyuan Capital (H.K.) Limited, a licensed corporation under the SFO permitted to carry on Type 1 (dealing in securities), Type 4 (advising on securities) and Type 6 (advising on corporate finance) regulated activities (as defined under the SFO)
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[REDACTED]

DEFINITIONS

[REDACTED]

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed thereto under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Buy-backs published by the SFC (as amended, supplemented or otherwise modified from time to time)
“Tianjin Xinghuo”	Tianjin Xinghuo Yongsheng Enterprise Management Partnership (Limited Partnership)* (天津星火永盛企業管理合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on 18 March 2021, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Tianjin Xinghuo” in this document
“Tongchuang Weiye”	Shandong Tongchuang Xinxing Zhilian Venture Investment Partnership (Limited Partnership)* (山東同創新興智聯創業投資合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on January 4, 2021, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Tongchuang Weiye” in this document
“Track Record Period”	the period comprising the three years ended December 31, 2021 and the three months ended March 31, 2022

DEFINITIONS

[REDACTED]

“United States” or “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“U.S. dollars”, “US\$” or “USD”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the U.S. Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“VAT”	value-added tax
“VATS”	value-added telecommunication services
“VATS Qualification Requirements”	has the meaning ascribed thereto in the paragraph headed “Regulatory Overview — Laws and Regulations Relating to VATS” in this document
“Vistra Trust”	Vistra Trust (Singapore) Pte. Limited, an Independent Third Party professional trust company established in Singapore
“Wang BVI”	Wanglei Co., Ltd., a company incorporated in the BVI with limited liability on June 8, 2021, which is wholly owned by Mr. Wang and is one of our Controlling Shareholders holding approximately 26.16% of the shareholding in Brainstorming Cafe as of the Latest Practicable Date
“Wang Family Trust”	the trust established by Mr. Wang as the settlor and protector, with Vistra Trust as the trustee, details of which are set out in the paragraph headed “History, Development and Corporate Structure — Reorganization — Offshore Reorganization — Establishment of the Wang Family Trust” in this document

DEFINITIONS

“Wanjie Smart Marketing Platform”	Wanjie Smart Marketing Platform (萬界智慧營銷平台), our current version of AR/VR SaaS platform, which was launched in 2019
“Xi’an Biyue”	Xi’an Biyue Changxin Enterprise Management Partnership (Limited Partnership)* (西安碧悅昌鑫企業管理合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on February 23, 2021, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Xi’an Biyue” in this document
“Xi’an Zhiyao”	Xi’an Zhiyaoxiangde Enterprise Management Partnership (Limited Partnership)* (西安智耀祥德企業管理合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on February 24, 2021, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Xi’an Zhiyao” in this document
“Zhongrunxing”	Zhongrunxing (Beijing) Culture Media Co., Ltd.* (中潤星(北京)文化傳媒有限公司), a limited liability company established under the laws of the PRC on November 13, 2017 and one of our Consolidated Affiliated Entities
“Zhongtong Xinyuan”	Zhongtong Xinyuan Investment Management (Zibo) Partnership (Limited Partnership)* (中桐芯源投資管理(淄博)合夥企業(有限合夥)), a limited partnership established under the laws of the PRC on November 10, 2020, a Shareholder and a [REDACTED] Investor. For further details, see the paragraph headed “History, Development and Corporate Structure — [REDACTED] Investments — Information regarding our [REDACTED] Investors — Zhongtong Xinyuan” in this document
“%”	per cent.

DEFINITIONS

The English names of PRC laws, regulations, governmental authorities, institutions, and of companies or entities established in the PRC included in this document are translations of their Chinese names or vice versa and are included for identification purposes only. In the event of inconsistency, the Chinese versions shall prevail.

The English names of the PRC entities mentioned in this document which are marked with “*” are translated, or transliterated from the Chinese name and are for identification purposes only.