

The information set out in this Appendix does not form part of the Accountant's Report from PricewaterhouseCoopers, Certified Public Accountants, Hong Kong, the reporting accountant of the Company, as set out in Appendix I in this prospectus, and is included herein for illustrative purposes only.

The unaudited pro forma financial information should be read in conjunction with the section headed "Financial Information" in this prospectus and the Accountant's Report set out in Appendix I to this prospectus.

A. UNAUDITED PRO FORMA ADJUSTED CONSOLIDATED NET TANGIBLE ASSETS

The following unaudited pro forma adjusted consolidated net tangible assets prepared in accordance with Rule 4.29 of the Listing Rules are set out below to illustrate the effect of the Global Offering on the consolidated net tangible assets of the Group attributable to the owners of the Company as at December 31, 2022 as if the Global Offering had taken place on that date.

The unaudited pro forma adjusted consolidated net tangible assets 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 had the Global Offering been completed as at December 31, 2022 or at any future dates. The unaudited pro forma statement of adjusted consolidated net tangible assets of the Group is based on the consolidated net tangible assets of the Group attributable to the owners of the Company as at December 31, 2022 as set out in the Accountant's Report of the Company, the text of which is set out in Appendix I to this prospectus, and adjusted as described below.

	Audited consolidated net tangible assets of the Group attributable to owners of the Company as at December 31, 2022 <i>(Note 1)</i> RMB'000	Estimated net proceeds from the Global Offering <i>(Note 2)</i> RMB'000	Estimated impact on the conversion of convertible senior ordinary shares <i>(Note 3)</i> RMB'000	Other adjustments <i>(Note 4)</i> RMB'000	Unaudited pro forma adjusted consolidated net tangible assets attributable to the owners of the Company as at December 31, 2022 RMB'000	Unaudited pro forma adjusted consolidated net tangible assets per Share <i>(Note 5)</i> <i>(Note 6)</i> RMB HK\$	
Based on an Offer price of HK\$41.4 per share, after a Downward Offer Price Adjustment of 10%	(489,274)	413,083	858,894	(12,465)	770,238	6.00	6.95
Based on an Offer Price of HK\$46.0 per share	(489,274)	461,840	858,894	(13,942)	817,518	6.37	7.38
Based on an Offer Price of HK\$55.0 per share	(489,274)	557,232	858,894	(23,624)	903,228	7.03	8.15

Notes:

- (1) The audited consolidated net tangible assets of the Group attributable to the owners of the Company as at December 31, 2022 is extracted from the Accountant's Report set out in Appendix I to this prospectus, which is based on the audited consolidated net assets of the Group attributable to the owners of the Company as at December 31, 2022 of RMB753,125,000 with adjustments for the intangible assets as at December 31, 2022 of RMB1,242,399,000.
- (2) The estimated net proceeds from the Global Offering are based on the indicative Offer Price of HK\$46.0 and HK\$55.0 per share, being the low end and high end of the indicative Offer Price range, respectively, and also based on an Offer Price of HK\$41.4 per share after making a Downward Offer Price Adjustment of 10%, after deduction of the underwriting fees and other related expenses (excluding listing expenses of approximately RMB65,039,000 which have been accounted for during the Track Record Period) paid/payable by the Company and takes no account of any Shares which may fall to be issued upon the exercise of the Over-allotment Option, exercise of options or awards granted under the Share Incentive Plan or any Shares which may be issued or repurchased by the Company pursuant to the general mandates.
- (3) All convertible senior ordinary shares will be automatically converted into fully-paid ordinary shares on a one-for-one basis upon completion of the Global Offering. The convertible senior ordinary shares were accounted for as a liability to the Group. Accordingly, for the purpose of the unaudited pro forma adjusted consolidated net tangible assets, the adjustment represents the impact of the conversion of all convertible senior ordinary shares into ordinary shares. The estimated impact is RMB858,894,000, being the carrying amount of the convertible senior ordinary shares as at December 31, 2022.
- (4) Other adjustments represent the impact of the cash bonus plan and the share appreciation plan approved by the board of the Company on November 15, 2022. These plans are only payable consequent to the Listing and based on the final Offer Price or incremental market value created following the Listing. The estimated additional impact on December 31, 2022 based on the indicative Offer Price of HK\$46.0 and HK\$55.0 per Share, and also based on an Offer Price of HK\$41.4 per share after making a Downward Offer Price Adjustment of 10%, is RMB13,942,000, RMB23,624,000 and RMB12,465,000, respectively.
- (5) The unaudited pro forma adjusted consolidated net tangible assets per Share is arrived at after the adjustments referred to in the preceding paragraphs and on the basis that 128,397,796 Shares were in issue assuming that the Global Offering have been completed on December 31, 2022 (including the shares granted pursuant to the restricted share unit plan (the "RSU plans") prior to December 31, 2022 that are vested prior to or to be vested upon the completion of the Global Offering) but excludes (i) 53,955 shares issued subsequent to December 31, 2022, (ii) 227,038 shares issued subsequent to December 31, 2022 which were vested pursuant to the RSU plans, (iii) any Shares which may fall to be issued upon the exercise of the Over-allotment Option, exercise of options or awards granted under the Share Incentive Plans and (iv) any Shares which may be issued or repurchased by the Company pursuant to the general mandates.

The 280,993 shares mentioned in (i) and (ii) above are excluded since the issuance of these shares is not directly attributable to the Global Offering.

However, had such (i) 280,993 shares issued subsequent to December 31, 2022 been taken into account, such that 128,678,789 shares are in issue immediately following the completion of the Global Offering, the unaudited pro forma adjusted net tangible assets per Share would have been RMB6.35 (equivalent to HK\$7.36), RMB7.02 (equivalent to HK\$8.14) and RMB5.99 (equivalent to HK\$6.94) based on the indicative Offer Price of HK\$46.0 per Share and HK\$55.0 per Share, and also based on an Offer Price of HK\$41.4 per share after making a Downward Offer Price Adjustment of 10%, respectively.

- (6) For the purpose of this unaudited pro forma adjusted consolidated net tangible assets per share, the amounts stated in Renminbi are converted into Hong Kong dollars at the rate of RMB0.8627 to HKD1.00. No representation is made that Renminbi has been, could have been or may be converted to Hong Kong dollars, or vice versa, at that rate.
- (7) Except as disclosed above, no adjustment has been made to reflect any trading results or other transactions of the Group entered into subsequent to December 31, 2022.

The following is the text of a report received from PricewaterhouseCoopers, Certified Public Accountants, Hong Kong, for the purpose of incorporation in this prospectus.



羅兵咸永道

INDEPENDENT REPORTING ACCOUNTANT'S ASSURANCE REPORT ON THE COMPILATION OF UNAUDITED PRO FORMA FINANCIAL INFORMATION

To the Directors of DPC Dash Ltd

We have completed our assurance engagement to report on the compilation of unaudited pro forma financial information of DPC Dash Ltd (the "Company") and its subsidiaries (collectively the "Group") by the directors of the Company (the "Directors") for illustrative purposes only. The unaudited pro forma financial information consists of the unaudited pro forma statement of adjusted consolidated net tangible assets of the Group as at December 31, 2022, the unaudited pro forma estimate earnings per share for the year ended December 31, 2022 and related notes (the "Unaudited Pro Forma Financial Information") as set out on pages II-1 to II-2 of the Company's prospectus dated March 16, 2023, in connection with the proposed initial public offering of the shares of the Company (the "Prospectus"). The applicable criteria on the basis of which the Directors have compiled the Unaudited Pro Forma Financial Information are described on pages II-1 to II-2 of the Prospectus.

The Unaudited Pro Forma Financial Information has been compiled by the Directors to illustrate the impact of the proposed initial public offering on the Group's financial position as at December 31, 2022 as if the proposed initial public offering had taken place at December 31, 2022. As part of this process, information about the Group's financial position has been extracted by the Directors from the Group's financial information for the year ended December 31, 2022, on which an accountant's report has been published.

Directors' Responsibility for the Unaudited Pro Forma Financial Information

The Directors are responsible for compiling the Unaudited Pro Forma Financial Information in accordance with paragraph 4.29 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and with reference to Accounting Guideline 7, *Preparation of Pro Forma Financial Information for Inclusion in Investment Circulars* ("AG 7") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

Our Independence and Quality Management

We have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by the HKICPA, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Our firm applies Hong Kong Standard on Quality Control (HKSQC) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, issued by the HKICPA and accordingly, maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Reporting Accountant's Responsibilities

Our responsibility is to express an opinion, as required by paragraph 4.29(7) of the Listing Rules, on the Unaudited Pro Forma Financial Information and to report our opinion to you. We do not accept any responsibility for any reports previously given by us on any financial information used in the compilation of the Unaudited Pro Forma Financial Information beyond that owed to those to whom those reports were addressed by us at the dates of their issue.

We conducted our engagement in accordance with Hong Kong Standard on Assurance Engagements 3420, *Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus*, issued by the HKICPA. This standard requires that the reporting accountant plans and performs procedures to obtain reasonable assurance about whether the Directors have compiled the Unaudited Pro Forma Financial Information in accordance with paragraph 4.29 of the Listing Rules and with reference to AG 7 issued by the HKICPA.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the Unaudited Pro Forma Financial Information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the Unaudited Pro Forma Financial Information.

The purpose of unaudited pro forma financial information included in a prospectus is solely to illustrate the impact of a significant event or transaction on unadjusted financial information of the entity as if the event had occurred or the transaction had been undertaken at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the proposed initial public offering at December 31, 2022 would have been as presented.

A reasonable assurance engagement to report on whether the unaudited pro forma financial information has been properly compiled on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by the directors in the compilation of the unaudited pro forma financial information provide a reasonable basis for presenting the significant effects directly attributable to the event or transaction, and to obtain sufficient appropriate evidence about whether:

- The related pro forma adjustments give appropriate effect to those criteria; and
- The unaudited pro forma financial information reflects the proper application of those adjustments to the unadjusted financial information.

The procedures selected depend on the reporting accountant's judgment, having regard to the reporting accountant's understanding of the nature of the company, the event or transaction in respect of which the unaudited pro forma financial information has been compiled, and other relevant engagement circumstances.

The engagement also involves evaluating the overall presentation of the unaudited pro forma financial information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our work has not been carried out in accordance with auditing standards or other standards and practices generally accepted in the United States of America or auditing standards of the Public Company Accounting Oversight Board (United States) or standards and practices of any professional body in any other overseas jurisdiction and accordingly should not be relied upon as if it had been carried out in accordance with those standards and practices.

Opinion

In our opinion:

- (a) the Unaudited Pro Forma Financial Information has been properly compiled by the Directors on the basis stated;
- (b) such basis is consistent with the accounting policies of the Group; and
- (c) the adjustments are appropriate for the purposes of the Unaudited Pro Forma Financial Information as disclosed pursuant to paragraph 4.29(1) of the Listing Rules.

PricewaterhouseCoopers

Certified Public Accountants

Hong Kong, March 16, 2023