

THIS DOCUMENT IS IN DRAFT FORM, INCOMPLETE AND SUBJECT TO CHANGE AND THAT THE INFORMATION MUST BE READ IN CONJUNCTION WITH THE SECTION HEADED “WARNING” ON THE COVER OF THIS DOCUMENT.

APPENDIX II

UNAUDITED PRO FORMA INFORMATION

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 document, 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 document and the Accountant’s Report set out in Appendix I to this document.

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 [REDACTED] and the [REDACTED] on the consolidated net tangible assets of the Group attributable to the shareholders of the Company as at 31 May 2022 as if the [REDACTED] and the [REDACTED] had taken place on 31 May 2022, assuming the [REDACTED] is not exercised.

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 [REDACTED] and the [REDACTED] been completed as at 31 May 2022 or at any future dates.

	Audited consolidated net tangible assets of the Group attributable to owners of the Company as at 31 May 2022 <i>(Note 1)</i> USD'000	Estimated [REDACTED] from the [REDACTED] <i>(Note 2)</i> USD'000	Unaudited pro forma adjusted consolidated net tangible assets attributable to the owners of the Company as at 31 May 2022 USD'000	Unaudited pro forma adjusted consolidated net tangible assets per Share as at 31 May 2022 <i>(Note 3)</i> <i>(Note 4)</i> USD HK\$	
Based on an [REDACTED] of HK\$[REDACTED] per share	<u>79,101</u>	<u>[REDACTED]</u>	<u>[REDACTED]</u>	<u>[REDACTED]</u>	<u>[REDACTED]</u>
Based on an [REDACTED] of HK\$[REDACTED] per share	<u>79,101</u>	<u>[REDACTED]</u>	<u>[REDACTED]</u>	<u>[REDACTED]</u>	<u>[REDACTED]</u>

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Notes:

- (1) The audited consolidated net tangible assets of the Group attributable to the shareholders of the Company as at 31 May 2022 is extracted from the Accountant’s Report set out in Appendix I to this document, which is based on the audited consolidated net assets of the Group attributable to the shareholders of the Company as at 31 May 2022 of USD79,203,000 with adjustments for the intangible assets of USD102,000.
- (2) The estimated [REDACTED] from the [REDACTED] are based on [REDACTED] Shares at the indicative [REDACTED] of HK\$[REDACTED] and HK\$[REDACTED] per share, respectively, after deduction of the [REDACTED] fees and other related expenses (excluding [REDACTED] expenses of approximately USD[REDACTED] which have been charged to the consolidated statements of comprehensive income up to 31 May 2022) payable by the Company and takes no account of any Shares which may fall to be issued upon the exercise of the [REDACTED] or any Shares which may be issued or repurchased by the Company pursuant to the general mandates.
- (3) The unaudited pro forma net tangible assets per Share is arrived at after the adjustments referred to in the preceding paragraphs and on the basis that [REDACTED] Shares were in issue assuming that the [REDACTED] and the [REDACTED] have been completed on 31 May 2022 but takes no account of any Shares which may be issued upon the exercise of the [REDACTED] or any Shares which may be issued or repurchased by the Company pursuant to the general mandates.
- (4) For the purpose of this unaudited pro forma adjusted consolidated net tangible assets per Share, the amounts stated in United States dollars are converted into Hong Kong dollars at the rate of HK\$1.00 to USD0.1274. No representation is made that USD has been, could have been or may be converted to Hong Kong dollars, or vice versa, at that rate.
- (5) Except as disclosed above, no adjustment has been made to reflect any trading results or other transactions of the Group entered into subsequent to 31 May 2022.

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[REDACTED]

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[REDACTED]

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[REDACTED]