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## DEFINITIONS

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*In this [REDACTED], unless the context otherwise requires, the following terms shall have the meanings set out below. Certain other terms are explained in the section headed "Glossary of Technical Terms" in this [REDACTED].*

**"AFRC"** the Accounting and Financial Reporting Council

[REDACTED]

**"Articles of Association" or "Articles"** the articles of association of our Company, as amended, which shall become effective on the [REDACTED], a summary of which is set out in "Appendix III—Summary of the Constitution of our Company and Cayman Companies Law" to this [REDACTED];

**"ASEAN"** the Association of Southeast Asian Nations;

**"associate(s)"** has the meaning ascribed to it under the Listing Rules;

[REDACTED]

**"Audit Committee"** the audit committee of the Board;

[REDACTED]

## DEFINITIONS

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[REDACTED]

<b>“Board” or “Board of Directors”</b>	the board of Directors of our Company;
<b>“Business Day”</b>	a day on which banks in Hong Kong are generally open for business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong;
<b>“BVI”</b>	the British Virgin Islands;
<b>“Cayman Islands Companies Act” or “Companies Act”</b>	the Companies Act, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands;

[REDACTED]

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## DEFINITIONS

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[REDACTED]

“China” or the “PRC”	the People’s Republic of China, but for the purposes of this [REDACTED] and for geographical reference only (unless otherwise indicated), excluding Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan;
“close associate(s)”	has the meaning ascribed to it 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”, “our Company” or “the Company”	Horizon Construction Development Limited (宏信建設發展有限公司), an exempted company incorporated with limited liability in the Cayman Islands on September 28, 2020;
“connected person(s)”	has the meaning ascribed to it under the Listing Rules;
“Controlling Shareholders”	has the meaning ascribed thereto in the Listing Rules and unless the context requires otherwise, refers to Far East Horizon and Farsighted Wit Limited;
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules;
“Corporate Governance Code”	the Corporate Governance Code as set out in Appendix 14 to the Listing Rules;
“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 Chinese national securities markets;

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## DEFINITIONS

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<b>“Director(s)” or “our Director(s)”</b>	the director(s) of our Company;
<b>“EIT”</b>	the PRC Enterprise Income Tax;
<b>“EIT Law”</b>	the PRC Enterprise Income Tax Law (中華人民共和國企業所得稅法) enacted by the NPC;
<b>“Exchange Participant(s)”</b>	a person: (a) who, in accordance with the Listing Rules, may trade on or through the Stock Exchange; and (b) whose name is entered in a list, register or roll kept by the Stock Exchange as a person who may trade on or through the Stock Exchange;
<b>“Extreme Conditions”</b>	extreme conditions caused by a super typhoon as announced by the government of Hong Kong;
<b>“Far East Horizon”</b>	Far East Horizon Limited (遠東宏信有限公司), a company incorporated in Hong Kong with limited liability on May 15, 2008 and listed on the Main Board of the Stock Exchange (stock code: 3360) since March 2011, one of our Controlling Shareholders;
<b>“Far East Horizon Group”</b>	Far East Horizon and its subsidiaries (excluding our Group);
<b>“Far East Horizon Share(s)”</b>	share(s) of Far East Horizon;
<b>“Far East Horizon Shareholder(s)”</b>	holder(s) of the Far East Horizon Share(s);
<b>“Frost &amp; Sullivan” or “F&amp;S”</b>	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research and consulting company;
<b>“F&amp;S Report”</b>	the independent industry report prepared by Frost & Sullivan;
<b>“GDP”</b>	gross domestic product;

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## DEFINITIONS

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[REDACTED]

**“Group”, “our Group”,  
“the Group”, “we”, “us” or  
“our”** our Company and our subsidiaries at the relevant time, or where the context refers to any time prior to our Company becoming the holding company of its present subsidiaries, the present subsidiaries of our Company and the business carried on by such subsidiaries or, as the case may be, the predecessors;

**“Guangzhou Hongtu  
Equipment & Engineering”** Guangzhou Hongtu Equipment & Engineering Co., Ltd.\* (廣州宏途設備工程有限公司), a company established in the PRC on March 23, 2015 with limited liability and a wholly-owned subsidiary of our Company as of the Latest Practicable Date;

**“HKFRS”** Hong Kong Financial Reporting Standard(s) (including HKASs and Interpretation) issued by the Hong Kong Institute of Certified Public Accountants;

**“HKICPA”** Hong Kong Institute of Certified Public Accountants;

[REDACTED]

**“Hong Kong” or “HK”** the Hong Kong Special Administrative Region of the PRC;

**“Hong Kong dollar(s)”,  
“HK dollars” or “HK\$”** Hong Kong dollars, the lawful currency of Hong Kong;

## DEFINITIONS

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[REDACTED]

<b>“Hong Kong Stock Exchange” or “Stock Exchange”</b>	The Stock Exchange of Hong Kong Limited;
<b>“Hong Kong Takeovers Code” or “Takeovers Code”</b>	The Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time;

[REDACTED]

## DEFINITIONS

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- “Horizon Construction (HK)”** Horizon Construction (Hong Kong) Limited (宏信建設(香港)有限公司, formerly known as Jinsheng Construction (Hong Kong) Limited (晉勝建設(香港)有限公司)), a company established in Hong Kong on December 19, 2014 with limited liability and a wholly-owned subsidiary of our Company as of the Latest Practicable Date;
- “IFEFL”** International Far Eastern Financial Leasing Co., Ltd.\* (遠東國際融資租賃有限公司), a company established in the PRC on September 13, 1991 with limited liability and a wholly-owned subsidiary of Far East Horizon as of the Latest Practicable Date;
- “Independent Third Party(ies)”** any entity or person who is not a connected person of our Company within the meaning ascribed to it under the Listing Rules;

[REDACTED]

## DEFINITIONS

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[REDACTED]

**“Lanjin Stone”**

Shanghai Lanjin Stone Decoration Co., Ltd.\* (上海藍金石材裝飾有限公司), a company established in the PRC on March 25, 1998 with limited liability and wholly-owned by Mr. He Ziming, our non-executive Director, as of the Latest Practicable Date;

**“Latest Practicable Date”**

February 20, 2023, being the latest practicable date for the purpose of ascertaining certain information contained in this [REDACTED] prior to its publication;

[REDACTED]

**“Listing Committee”**

the listing committee of the Stock Exchange;

[REDACTED]



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<b>"Listing Rules"</b>	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;
<b>"M.\$"</b>	Malaysian ringgit, the lawful currency of Malaysia;
<b>"M&amp;A Rules"</b>	Regulations on Mergers and Acquisitions of Domestic Companies by Foreign Investors (關於外國投資者併購境內企業的規定), which were jointly promulgated by MOFCOM, the SASAC, the SAT, the State Administration for Industry and Commerce of the PRC, the CSRC, and the SAFE on August 8, 2006, and came into effect on September 8, 2006 and subsequently amended on June 22, 2009, as amended, supplemented or otherwise modified from time to time;
<b>"Main Board"</b>	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Stock Exchange. For the avoidance of doubt, the Main Board excludes the Growth Enterprise Market;
<b>"MIIT"</b>	the Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部);
<b>"Ministry of Finance"</b>	the Ministry of Finance of the PRC (中華人民共和國財政部);
<b>"MOFCOM"</b>	the Ministry of Commerce of the PRC (中華人民共和國商務部) or its predecessor, the Ministry of Foreign Trade and Economic Cooperation of the PRC (中華人民共和國對外貿易經濟合作部);
<b>"MOHRSS"</b>	the Ministry of Human Resources and Social Security of the PRC (中華人民共和國人力資源和社會保障部);
<b>"NDRC"</b>	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會);
<b>"Nomination Committee"</b>	the nomination committee of the Board;

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[REDACTED]

“NPC”

the National People’s Congress of the PRC (中華人民共和國全國人民代表大會), the national legislative body of the PRC;

[REDACTED]

“PBOC”

the People’s Bank of China (中國人民銀行), the central bank of the PRC;

## DEFINITIONS

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[REDACTED]

“ <b>PRC Company Law</b> ”	Company Law of the PRC (中華人民共和國公司法), as amended and adopted by the Standing Committee of the Tenth National People’s Congress on October 27, 2005 and effective on January 1, 2006 and latest amended on October 26, 2018 and effective on the same date as amended, supplemented and otherwise modified from time to time;
“ <b>PRC Government</b> ”	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;
“ <b>PRC Legal Advisers</b> ”	Tian Yuan Law Firm, our legal advisers as to PRC laws;

[REDACTED]

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## DEFINITIONS

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[REDACTED]

**"Principal Share Registrar"** Maples Fund Services (Cayman) Limited;

[REDACTED]

**"Regulation S"** Regulation S under the U.S. Securities Act;

**"Reorganization"** the corporate reorganization of our Group in preparation for the [REDACTED], particulars of which are set out in "History, Reorganization and Corporate Structure" in this [REDACTED];

**"RMB" or "Renminbi"** the lawful currency of the PRC;

[REDACTED]

**"Remuneration Committee"** the remuneration committee of the Board;

[REDACTED]

**"S\$"** Singapore dollars, the lawful currency of Singapore;

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## DEFINITIONS

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<b>“SAFE”</b>	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局), the PRC governmental agency responsible for matters relating to foreign exchange administration;
<b>“SAMR”</b>	the State Administration for Market Regulation (國家市場監督管理總局), formerly the State Administration for Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局);
<b>“SASAC”</b>	the State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會);
<b>“SAT”</b>	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局);
<b>“SFC”</b>	the Securities and Futures Commission of Hong Kong;
<b>“SFO”</b>	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time;
<b>“Shanghai Donghong Co., Ltd.”</b>	Shanghai Donghong Industrial Development Co., Ltd.* (上海東泓實業發展有限公司), a company established in the PRC on April 28, 2006 with limited liability and an indirectly wholly-owned subsidiary of Far East Horizon as of the Latest Practicable Date, and a connected person of our Company;
<b>“Shanghai Hongjin Equipment &amp; Engineering”</b>	Shanghai Hongjin Equipment & Engineering Co., Ltd.* (上海宏金設備工程有限公司), a company established in the PRC on August 2, 2013 with limited liability and a wholly-owned subsidiary of our Company as of the Latest Practicable Date;
<b>“Shanghai Horizon Construction Development”</b>	Shanghai Horizon Construction Development Co., Ltd.* (上海宏信建設發展有限公司), a company established in the PRC on April 14, 2014 with limited liability and a wholly-owned subsidiary of our Company as of the Latest Practicable Date;

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## DEFINITIONS

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<b>“Shanghai Horizon Equipment &amp; Engineering”</b>	Shanghai Horizon Equipment & Engineering Co., Ltd.* (上海宏信設備工程有限公司), a company established in the PRC on July 13, 2011 with limited liability and a wholly-owned subsidiary of our Company as of the Latest Practicable Date;
<b>“Share(s)”</b>	ordinary share(s) in the share capital of our Company with a par value of US\$0.00002 each;
<b>“Shareholder(s)”</b>	holder(s) of our Share(s);
<b>“SOEs”</b>	state-owned enterprises;
<b>“Specified Territories”</b>	in respect of [REDACTED], such territory or territories which the directors of Far East Horizon and the Company consider it necessary or expedient to exclude from the [REDACTED] on account of legal restrictions under the laws of the relevant jurisdiction or the requirements of the relevant regulatory body or stock exchange in that jurisdiction;

[REDACTED]

<b>“[REDACTED]”</b>	the separate [REDACTED] of our Shares on the Main Board, by way of [REDACTED] (including the [REDACTED]);
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[REDACTED]

<b>“State Council”</b>	the State Council of the PRC (中華人民共和國國務院);
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[REDACTED]

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## DEFINITIONS

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“subsidiary(ies)”	has the meaning ascribed to it under the Listing Rules;
“substantial shareholder(s)”	has the meaning ascribed to it under the Listing Rules;
“Tianjin Horizon Construction Development Leasing”	Tianjin Horizon Construction Development Leasing Co., Ltd.* (天津宏信建發租賃有限公司, formerly known as Tianjin Horizon Construction Development Co., Ltd.* (天津宏信建設發展有限公司)), a company established in the PRC on April 16, 2020 with limited liability and a wholly-owned subsidiary of our Company as of the Latest Practicable Date;
“Tianjin Horizon Equipment Leasing”	Tianjin Horizon Equipment Leasing Co., Ltd.* (天津宏信設備租賃有限公司), a company established in the PRC on July 27, 2012 with limited liability and a wholly-owned subsidiary of our Company as of the Latest Practicable Date;
“Tianjin Horizon Construction Development Investment”	Tianjin Horizon Construction Development Investment Co., Ltd.* (天津宏信建發投資有限公司, formerly known as Tianjin Jinsheng Industrial Investment Co., Ltd.* (天津晉勝實業投資有限公司)), a company established in the PRC on June 20, 2019 with limited liability and a wholly-owned subsidiary of our Company as of the Latest Practicable Date;
“Tianjin Liancheng”	Tianjin Liancheng Enterprise Management Consulting Center (Limited Partnership)* (天津聯程企業管理諮詢中心(有限合夥)), a limited partnership established in the PRC on March 23, 2020;
“Tianjin Lianhong”	Tianjin Lianhong Enterprise Management Consulting Center (Limited Partnership)* (天津聯宏企業管理諮詢中心(有限合夥)), a limited partnership established in the PRC on March 23, 2020;
“Tianjin Lianzhi”	Tianjin Lianzhi Enterprise Management Consulting Center (Limited Partnership)* (天津聯智企業管理諮詢中心(有限合夥)), a limited partnership established in the PRC on March 23, 2020;

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## DEFINITIONS

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**"Track Record Period"** the period comprising the three financial years ended December 31, 2022;

[REDACTED]

**"United States" or "U.S."** the United States of America, its territories, its possessions and all areas subject to its jurisdiction;

**"US\$" or "U.S. dollars"** United States dollars, the lawful currency of the United States;

**"U.S. persons"** U.S. persons as defined in Regulation S;

**"U.S. Securities Act"** the U.S. Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder;

**"VAT"** value added tax;

[REDACTED]

**"%"** per cent.

\* For identification purpose only

*The English translation and/or transliteration of the names of PRC nationals, entities, enterprises, government authorities, departments, facilities, certificates, titles, laws and regulations included in this [REDACTED] is included for identification purposes only. In the event of any inconsistency between the English translation and/or transliteration and the Chinese versions, the Chinese versions shall prevail.*