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.

IMPORTANT

IMPORTANT: If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.



VIVA CHINA HOLDINGS LIMITED 非凡中國控股有限公司

(Incorporated in the Cayman Islands with limited liability)

[REDACTED]

[REDACTED] FROM GEM TO THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

Sole Sponsor

NOMURA

Nomura International (Hong Kong) Limited

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.

This document is published in connection with the [REDACTED] and contains particulars given in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Securities and Futures (Stock Market Listing) Rules (Chapter 571V of the Laws of Hong Kong) for the purpose of giving information with regard to our Group and the [REDACTED].

This document does not constitute an [REDACTED] of, nor is it calculated to [REDACTED] for, Shares or other securities of our Company, nor have any such Shares or other securities been allotted or issued with a view to any of them [REDACTED] by the public. No Shares will be allotted or issued in connection with, or pursuant to, this document.

Neither this document nor any copy hereof may be released, forwarded or distributed, directly or indirectly, in or into any jurisdiction where such release or distribution might be unlawful.

The Shares have not been and will not be registered under the US Securities Act or the securities laws of any state in the United States, and may not be [REDACTED] within the United States or to or for the account or benefit of any US persons, absent any registration or except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and applicable state securities laws. Neither the US Securities and Exchange Commission nor any other US federal or state securities commission or regulatory authority has approved or disapproved of the Shares or passed an opinion on the adequacy of this document. Any representation to the contrary is a criminal offence in the United States.

Your attention is drawn to the section headed "Risk Factors" in this document.

Information regarding the proposed arrangements for the [REDACTED] and [REDACTED] in the Shares following completion of the [REDACTED] is set out in the section headed "Information about this document and the [REDACTED]" in this document.