

APPENDIX II UNAUDITED PRO FORMA FINANCIAL 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 [REDACTED], and is included herein for illustrative purposes only.

The unaudited pro forma financial information should be read in conjunction with “Financial information” in this [REDACTED] and the Accountant’s Report set out in Appendix I to this [REDACTED].

A. UNAUDITED PRO FORMA STATEMENT OF ADJUSTED NET TANGIBLE ASSETS

The following unaudited pro forma statement of adjusted net tangible assets of the Group prepared in accordance with Rule 4.29 of the Listing Rules is set out below to illustrate the effect of the [REDACTED] on the consolidated net tangible assets of the Group attributable to the equity holders of the Company as of December 31, 2022 as if the [REDACTED] had taken place on that date.

The unaudited pro forma adjusted net tangible assets of the Group 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] been completed as at December 31, 2022 or at any future dates following the completion of the [REDACTED].

	Audited consolidated net tangible liabilities of the Group attributable to equity holders of the Company as at December 31, 2022 <i>(Note 1)</i>	[Estimated impact to the net tangible liabilities upon conversion of the Series A Preferred Shares, Series B Preferred Shares, Series C Preferred Shares, Series C-1 Preferred Shares, Series D Preferred Shares, Series E Preferred Shares, Series F Preferred Shares, and Series F-1 Preferred Shares] <i>(Note 2)</i>	Estimated net [REDACTED] from the [REDACTED] <i>(Note 3)</i>	Unaudited pro forma adjusted net tangible assets of the Group attributable to the equity holders of the Company as at December 31, 2022	Unaudited pro forma adjusted net tangible assets per Share <i>(Note 4)</i>	
	RMB’000	RMB’000	RMB’000	RMB’000	RMB	HKS
Based on an [REDACTED] of HK\$[REDACTED] per Share	(7,519,479)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Based on an [REDACTED] of HK\$[REDACTED] per Share	(7,519,479)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

Notes:

- (1) The audited consolidated net tangible liabilities of the Group attributable to the equity holders of the Company as at December 31, 2022 is extracted from the Accountant’s Report set out in Appendix I to this [REDACTED], which is based on the audited consolidated net liabilities of the Group attributable to the equity holders of the Company as at December 31, 2022 of RMB7,510,163,000 with adjustments for the intangible assets as at December 31, 2022 of RMB9,316,000.
- (2) All Series A Preferred Shares, Series B Preferred Shares, Series C Preferred Shares, Series C-1 Preferred Shares, Series D Preferred Shares, Series E Preferred Shares, Series F Preferred Shares and Series F-1 Preferred Shares (“**Series Preferred Shares**”) will be automatically converted to Shares upon the [REDACTED]. The Series Preferred Shares were accounted for as a liability to the Company. Accordingly, for the purpose of the unaudited pro forma adjusted net tangible assets, the unaudited pro forma adjusted consolidated net tangible liabilities of the Group attributable to the equity holders of the Company will be increased by [REDACTED], being the carrying amount of the Series Preferred Shares as of December 31, 2022.
- (3) The estimated net [REDACTED] from the [REDACTED] are based on the indicative [REDACTED] of HK\$[REDACTED] and HK\$[REDACTED] per share, respectively, after deduction of the [REDACTED] fees and other related expenses and takes no account of any Shares which may be allotted and issued upon the exercise of the [REDACTED] or any Shares or any Shares which may be granted, issued or repurchased by the Company pursuant to the general mandates.
- (4) 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 conversion of Series Preferred Shares to Shares had been completed on December 31, 2022, excluding the 60,635,300 restricted shares that were accounted for as treasury shares, but takes no account of any Shares which may be allotted and issued upon the exercise of the [REDACTED] or any Shares which may be granted, issued or repurchased by the Company pursuant to the general mandates.
- (5) For the purpose of this unaudited pro forma adjusted net tangible assets per Share, the amounts stated in Renminbi are converted into Hong Kong dollars at the rate of HK\$1.00 to RMB[0.9161]. No representation is made that Renminbi amounts have been, could have been or may be converted to Hong Kong dollars, or vice versa, at that rate.
- (6) 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.

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 FINANCIAL INFORMATION

[REDACTED]

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APPENDIX II

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[REDACTED]

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APPENDIX II **UNAUDITED PRO FORMA FINANCIAL INFORMATION**

[REDACTED]