

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

FURTHER INFORMATION ABOUT OUR COMPANY

Incorporation

Our Company was established as a limited liability company in the PRC on July 11, 2019 and was converted into a joint stock limited company on February 23, 2023 under the laws of the PRC. As of the Latest Practicable Date, the registered share capital of our Company was RMB2,670,000,000.

Our principal place of business in Hong Kong is at 40th Floor, Dah Sing Financial Centre, 248 Queen's Road East, Wanchai, Hong Kong. We were registered as a non-Hong Kong Company under Part 16 of the Companies Ordinance on April 4, 2023. Ms. Ho Yin Kwan (何燕群女士) has been appointed as the authorized representative of our Company for the acceptance of service of process and notices in Hong Kong.

As we are established in the PRC, our corporate structure and Articles of Association are subject to the relevant laws and regulations of the PRC. A summary of the relevant provisions of our Articles of Association is set out in "Appendix V — Summary of Articles of Association". A summary of certain relevant aspects of the laws and regulations of the PRC is set out in "Appendix IV — Summary of Principal Legal and Regulatory Provisions".

Changes in Share Capital

On July 11, 2019, our Company was incorporated with a registered capital of RMB10,000,000.

The following sets out the changes in the share capital of our Company during the two years immediately preceding the date of this Document:

On November 28, 2022, the share capital of our Company was increased from RMB20,601,378 to RMB20,992,760.

On February 23, 2023, the share capital of our Company was increased from RMB20,992,760 to RMB2,670,000,000.

For more details, see "History, Development and Corporate Structure — Establishment and Development of Our Company". Save as aforesaid, as of the Latest Practicable Date, there had been no alterations of our share capital within the two years preceding the date of publication of this Document.

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Resolutions of our Shareholders

Pursuant to a general meeting held on March 26, 2023, among other things, our Shareholders resolved that:

- (a) [the issuance by our Company of the H Shares of nominal value of RMB1.00 each and such H Shares being [REDACTED] on the Hong Kong Stock Exchange;
- (b) the number of H Shares to be [REDACTED] shall not be more than [REDACTED]% of the total issued share capital of our Company as enlarged by the [REDACTED], and the grant to the [REDACTED] (or their representatives) of the [REDACTED] of not more than [REDACTED]% of the number of H Shares [REDACTED] pursuant to the [REDACTED];
- (c) subject to the completion of the [REDACTED], the adoption of the Articles of Association which shall become effective on the [REDACTED], and authorization to the Board to amend the Articles of Association for the purpose of the Company’s [REDACTED]; and
- (d) authorization of the Board to handle all matters relating to, among other things, the [REDACTED], the [REDACTED] and [REDACTED] of the H Shares.]

Changes in Share Capital of our Subsidiaries

The following sets forth the changes in the share capital of the subsidiaries of the Company within two years immediately preceding the date of this document:

On October 18, 2021, the registered capital of Guoquan Investment Management (Shanghai) Co. Ltd. (鍋圈投資管理(上海)有限公司) was increased from RMB100,000,000 to RMB200,000,000.

On April 6, 2022, Guoquan Enterprise Management (Shanghai) Co., Ltd. (鍋圈企業管理(上海)有限公司), formerly known as Guoquan Investment (Hainan) Co. Ltd. (鍋圈投資(海南)有限公司), was established with the registered capital of RMB2,000,000.

FURTHER INFORMATION ABOUT OUR BUSINESS

Summary of Material Contracts

We have entered into the following contracts (not being contracts entered into in the ordinary course of business) within the two years immediately preceding the date of this Document that are or may be material:

1. the equity transfer agreement dated 21 November, 2022 entered into between Zhuhai Growth and Win-Win Venture Capital Fund (Limited Partnership) (珠海市成長共贏創業投資基金(有限合夥)) (“**Zhuhai Gongying**”) and the Company, pursuant to which Zhuhai Gongying agreed to transfer to the Company the 0.25% equity interest in Luyi Chengming Food Co., Ltd. (鹿邑縣澄明食品有限公司) (“**Luyi Chengming**”) at the consideration of RMB875,000.

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2. the equity transfer agreement dated 21 November, 2022 entered into between China Merchants Bank Growth No. 3 Investment (Shenzhen) Partnership (Limited Partnership (招銀成長叁號投資(深圳)合夥企業(有限合夥)) (“**CMB Growth**”) and the Company, pursuant to which CMB Growth agreed to transfer to the Company the 2.25% equity interest in Luyi Chengming at the consideration of RMB7,875,000.
3. the equity transfer agreement dated 21 November, 2022 entered into between Wuhan Renzhe Buyou Equity Investment Partnership (Limited Partnership) (武漢仁者不憂股權投資合夥企業(有限合夥)) (“**Renzhe Buyou**”) and the Company, pursuant to which Renzhe Buyou agreed to transfer to the Company the 6.00% equity interest in Luyi Chengming at the consideration of RMB21,000,000.
4. the equity transfer agreement dated 21 November, 2022 entered into between GENERATION PI HK INVESTMENT LIMITED (“**Generation Pi HK**”) and the Company, pursuant to which Generation Pi HK agreed to transfer to the Company the 5.00% equity interest in Luyi Chengming at the consideration of RMB17,500,000.
5. the equity transfer agreement dated 21 November, 2022 entered into between Suzhou Yizhong Venture Capital Partnership (Limited Partnership) (蘇州宜仲創業投資合夥企業(有限合夥)) (“**Suzhou Yizhong**”) and the Company, pursuant to which Suzhou Yizhong agreed to transfer to the Company the 10.00% interest in the Luyi Chengming at the consideration of RMB35,000,003.
6. the equity transfer agreement dated 21 November, 2022 entered into between Ms. Yang Tongyu (楊童雨) and the Company, pursuant to which Ms. Yang Tongyu agreed to transfer to the Company the 51.2974% interest in Luyi Chengming at the consideration of RMB179,540,900.
7. On November 28, 2022, Luyi Chengming, Ms. Yang Tongyu, Suzhou Yizhong, Renzhe Buyou, Generation Pi HK, GMB Growth, Zhuhai Gongying (together, the “**Selling Shareholders**”) entered into a joint venture contract with the Company, pursuant to which the Company agreed to purchase 74.80% of the equity of Luyi Chengming from the Selling Shareholders at a total purchase price of RMB 261,790,903 which was settled by the issue of the registered capital of RMB391,382 of the Company to such shareholders.
8. [REDACTED]

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Intellectual Property Rights

Trademarks
















As of the Latest Practicable Date, we had registered the following trademarks which we consider to be or may be material to our business:

| <u>No.</u> | <u>Trademark</u> | <u>Place of Registration</u> | <u>Class</u> | <u>Registered Number</u> | <u>Expiry Date</u> |
|------------|---|------------------------------|--------------|--------------------------|--------------------|
| 1. |  | PRC | 43 | 58877849 | May 6, 2032 |
| 2. |  | PRC | 35 | 17964787 | November 6, 2026 |
| 3. |  | PRC | 30 | 16208866 | March 20, 2026 |
| 4. |  | PRC | 32 | 16209653 | April 13, 2026 |
| 5. |  | PRC | 31 | 16209458 | April 13, 2026 |
| 6. |  | PRC | 29 | 16208672 | March 20, 2026 |
| 7. |  | PRC | 33 | 16209801 | March 20, 2026 |
| 8. |  | PRC | 43 | 15087828 | September 20, 2025 |
| 9. |  | PRC | 30 | 63221275 | October 27, 2032 |
| 10. |  | PRC | 30 | 63223607 | September 6, 2032 |
| 11. |  | PRC | 30 | 63218381 | September 6, 2032 |
| 12. |  | PRC | 29 | 63221917 | September 6, 2032 |
| 13. |  | PRC | 31 | 63218384 | September 6, 2032 |
| 14. |  | PRC | 29 | 63220231 | August 27, 2032 |
| 15. |  | PRC | 32 | 63221277 | September 6, 2032 |
| 16. |  | PRC | 33 | 63220150 | September 6, 2032 |

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| <u>No.</u> | <u>Trademark</u> | <u>Place of Registration</u> | <u>Class</u> | <u>Registered Number</u> | <u>Expiry Date</u> |
|------------|---|------------------------------|--------------|--------------------------|--------------------|
| 17. |  | PRC | 29 | 63221847 | August 27, 2032 |
| 18. |  | PRC | 29 | 63219230 | August 27, 2032 |
| 19. |  | PRC | 29 | 63221908 | August 27, 2032 |
| 20. |  | PRC | 29 | 63223631 | August 27, 2032 |
| 21. |  | PRC | 29 | 63215965 | August 27, 2032 |
| 22. |  | PRC | 43 | 58880088 | April 27, 2032 |
| 23. |  | PRC | 29 | 56128942 | December 27, 2031 |
| 24. |  | PRC | 30 | 56090005 | December 20, 2031 |
| 25. |  | PRC | 32 | 56124513 | December 20, 2031 |
| 26. |  | PRC | 29 | 56121398 | December 27, 2031 |
| 27. |  | PRC | 9 | 46879979 | April 20, 2031 |
| 28. |  | PRC | 43 | 40778548 | August 27, 2030 |
| 29. |  | PRC | 30 | 40615682 | July 6, 2030 |
| 30. |  | PRC | 32 | 40612633 | April 13, 2030 |
| 31. |  | PRC | 29 | 40593242 | September 6, 2030 |
| 32. |  | PRC | 31 | 40617957 | September 6, 2030 |
| 33. |  | PRC | 33 | 40612642 | April 13, 2030 |
| 34. |  | PRC | 35 | 40605179 | July 6, 2030 |
| 35. |  | PRC | 9 | 39650761 | May 13, 2030 |
| 36. |  | PRC | 30 | 36300732 | November 13, 2030 |

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| <u>No.</u> | <u>Trademark</u> | <u>Place of Registration</u> | <u>Class</u> | <u>Registered Number</u> | <u>Expiry Date</u> |
|------------|---|------------------------------|--------------|--------------------------|--------------------|
| 37. |  | PRC | 9 | 36300688 | January 6, 2031 |
| 38. |  | PRC | 29 | 36298575 | November 13, 2030 |
| 39. |  | PRC | 35 | 36300741 | November 13, 2030 |
| 40. |  | PRC | 31 | 36299037 | November 13, 2030 |
| 41. |  | PRC | 30 | 23080782 | March 6, 2028 |
| 42. |  | PRC | 32 | 23081615 | March 6, 2028 |
| 43. |  | PRC | 33 | 23081169 | March 6, 2028 |
| 44. |  | PRC | 31 | 23081256 | March 6, 2028 |
| 45. |  | PRC | 29 | 23080648 | March 6, 2028 |
| 46. |  | PRC | 29 | 63221369 | September 6, 2032 |
| 47. |  | PRC | 29 | 63221697 | August 27, 2032 |
| 48. |  | PRC | 30 | 63217896 | November 6, 2032 |
| 49. |  | PRC | 29 | 63221691 | August 27, 2032 |
| 50. |  | PRC | 29 | 63214375 | August 27, 2032 |
| 51. |  | PRC | 31 | 63221364 | September 6, 2032 |
| 52. |  | PRC | 33 | 63221378 | September 20, 2032 |
| 53. |  | PRC | 29 | 63215672 | September 6, 2032 |
| 54. |  | PRC | 29 | 63222317 | August 27, 2032 |
| 55. |  | PRC | 29 | 63222301 | August 27, 2032 |

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| No. | Trademark | Place of Registration | Class | Registered Number | Expiry Date |
|-----|---|-----------------------|-------|-------------------|-------------------|
| 56. |  | PRC | 30 | 63214389 | November 6, 2032 |
| 57. |  | PRC | 32 | 63219343 | September 6, 2032 |
| 58. |  | PRC | 29 | 58116074 | February 27, 2032 |
| 59. |  | PRC | 35 | 58099638 | November 6, 2032 |
| 60. |  | PRC | 29 | 56121730 | January 27, 2032 |
| 61. |  | PRC | 29 | 56106798 | January 27, 2032 |
| 62. |  | PRC | 30 | 56092340 | November 6, 2032 |
| 63. |  | PRC | 32 | 56086562 | December 27, 2031 |
| 64. |  | PRC | 9 | 51998064 | October 6, 2031 |
| 65. |  | PRC | 33 | 52026423 | August 20, 2031 |
| 66. |  | PRC | 31 | 52021630 | August 13, 2031 |
| 67. |  | PRC | 29 | 51997121 | October 20, 2031 |
| 68. |  | PRC | 39 | 52001621 | August 27, 2031 |
| 69. |  | PRC | 20 | 52016768 | August 27, 2031 |
| 70. |  | PRC | 30 | 52003277 | October 13, 2031 |
| 71. |  | PRC | 32 | 52003307 | August 20, 2031 |
| 72. |  | PRC | 9 | 40720959 | May 13, 2030 |
| 73. | 四块砖 | PRC | 29 | 38580416 | February 6, 2030 |

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|------------|---|------------------------------|--------------|--------------------------|--------------------|
| 74. | 四块砖 | PRC | 30 | 33100213 | May 13, 2029 |
| 75. | 大酱出川 | PRC | 30 | 29780507 | January 20, 2029 |
| 76. |  | PRC | 30 | 64123612 | October 27, 2032 |
| 77. | 大酱出川 | PRC | 30 | 64105669 | October 27, 2032 |
| 78. | 澄明七个番茄 | PRC | 29 | 39350260 | April 20, 2031 |
| 79. | 澄明七个番茄 | PRC | 29 | 51384805 | September 6, 2031 |
| 80. | 澄明七个番茄 | PRC | 30 | 44711769 | October 27, 2031 |
| 81. | 澄明七个番茄 | PRC | 30 | 51366019 | August 27, 2031 |
| 82. | 澄明要得 | PRC | 29 | 55391961 | November 13, 2031 |
| 83. |  | PRC | 29 | 57207246 | December 27, 2031 |
| 84. | 澄明要得 | PRC | 30 | 55410342 | November 13, 2031 |
| 85. |  | PRC | 30 | 57209029 | December 27, 2031 |
| 86. | 澄明要得 | PRC | 32 | 55404665 | November 13, 2031 |
| 87. | 澄明 | PRC | 9 | 56122277 | December 20, 2031 |
| 88. | 澄明 | PRC | 29 | 60140259 | October 6, 2032 |
| 89. | 澄明 | PRC | 29 | 44707625 | August 6, 2031 |
| 90. | 澄明 | PRC | 29 | 51377413 | August 27, 2031 |
| 91. | 澄明 | PRC | 30 | 51364659 | August 27, 2031 |
| 92. | 澄明 | PRC | 30 | 60140643 | October 6, 2032 |
| 93. | 澄明 | PRC | 35 | 56126875 | February 20, 2032 |

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|------------|---|------------------------------|--------------|--------------------------|--------------------|
| 94. | 澄明要得七个番茄 | PRC | 29 | 45468438 | January 13, 2031 |
| 95. | 澄明要得七个番茄 | PRC | 30 | 45476595 | February 20, 2032 |
| 96. | 澄明要得烧菜香 | PRC | 29 | 46674421 | February 13, 2032 |
| 97. | 澄明要得烧菜香 | PRC | 30 | 46674439 | February 13, 2032 |
| 98. |  | PRC | 30 | 59825723 | November 13, 2032 |
| 99. |  | PRC | 29 | 59812264 | November 13, 2032 |
| 100. | 和一永鲜 | PRC | 29 | 55674123 | January 27, 2032 |
| 101. | 卜加水 | PRC | 29 | 54922181 | October 20, 2031 |
| 102. | 咏鲜 | PRC | 30 | 54117523 | December 20, 2031 |
| 103. | 和一户晓 | PRC | 35 | 51455175 | August 6, 2031 |
| 104. | 和一户晓 | PRC | 29 | 51442022 | July 20, 2031 |
| 105. |  | PRC | 29 | 51009431 | June 27, 2031 |
| 106. |  | PRC | 30 | 51024010 | August 13, 2031 |
| 107. | 吉鲜 | PRC | 29 | 45529054 | January 6, 2031 |
| 108. | 咏鲜 | PRC | 29 | 38726473 | May 6, 2030 |
| 109. | 丸吉弹 | PRC | 29 | 62280014 | July 13, 2032 |
| 110. | 滑吉鲜 | PRC | 29 | 62274546 | July 13, 2032 |
| 111. | 丸术 | PRC | 29 | 59293638 | March 6, 2032 |
| 112. | 丸大胖 | PRC | 29 | 59027374 | March 6, 2032 |
| 113. | 天天丸 | PRC | 29 | 59037520 | June 6, 2032 |

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| <u>No.</u> | <u>Trademark</u> | <u>Place of Registration</u> | <u>Class</u> | <u>Registered Number</u> | <u>Expiry Date</u> |
|------------|---|------------------------------|--------------|--------------------------|--------------------|
| 114. | 滚来滚趣 | PRC | 29 | 53831640 | September 27, 2031 |
| 115. | 丸来丸去 | PRC | 29 | 10812422 | July 20, 2033 |
| 116. | 锅圈 | PRC | 39 | 63794501 | June 13, 2033 |
| 117. |  | PRC | 30 | 65650954 | July 27, 2033 |
| 118. |  | PRC | 29 | 65665436 | July 27, 2033 |
| 119. |  | PRC | 21 | 65655278 | July 27, 2033 |
| 120. |  | PRC | 18 | 65665448 | July 27, 2033 |
| 121. |  | PRC | 11 | 65674690 | July 27, 2033 |
| 122. |  | PRC | 29 | 65668631 | July 27, 2033 |
| 123. |  | PRC | 25 | 65655260 | July 27, 2033 |
| 124. |  | PRC | 21 | 65654852 | July 27, 2033 |
| 125. |  | PRC | 18 | 65674680 | July 27, 2033 |


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| <u>No.</u> | <u>Trademark</u> | <u>Place of Registration</u> | <u>Class</u> | <u>Registered Number</u> | <u>Expiry Date</u> |
|------------|---|------------------------------|--------------|--------------------------|--------------------|
| 126. |  | PRC | 16 | 65668642 | July 27, 2033 |
| 127. |  | PRC | 25 | 65654863 | July 27, 2033 |
| 128. |  | PRC | 11 | 65650938 | July 27, 2033 |
| 129. |  | PRC | 16 | 65670490 | July 27, 2033 |
| 130. |  | PRC | 43 | N/203649 | April 25, 2030 |
| 131. |  | PRC | 35 | N/203648 | April 25, 2030 |
| 132. |  | PRC | 31 | N/203647 | April 25, 2030 |
| 133. |  | PRC | 30 | N/203646 | April 25, 2030 |
| 134. |  | PRC | 29 | N/203645 | April 25, 2030 |
| 135. | 锅圈517 | PRC | 35 | 64722645 | January 27, 2033 |
| 136. | 锅圈517 | PRC | 39 | 64702269 | January 27, 2033 |
| 137. | 和一黄白花 | PRC | 29 | 65704019 | February 20, 2033 |

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| <u>No.</u> | <u>Trademark</u> | <u>Place of Registration</u> | <u>Class</u> | <u>Registered Number</u> | <u>Expiry Date</u> |
|------------|------------------|------------------------------|--------------|--------------------------|--------------------|
| 138. | 锅圈快手菜 | PRC | 29 | 57799911 | January 27, 2032 |
| 139. | 锅圈快手菜 | PRC | 35 | 57829191 | January 27, 2032 |
| 140. | 锅圈快手菜 | PRC | 30 | 57805997 | January 27, 2032 |

As of the Latest Practicable Date, we have registered the following trademarks, which we consider to be material to our business:

| <u>No.</u> | <u>Trademark Applied</u> | <u>Place of Registration</u> | <u>Class</u> | <u>Registration Number</u> | <u>Period of Validity</u> |
|------------|--|------------------------------|-------------------------------------|----------------------------|------------------------------------|
| 1. |  | Hong Kong (China) | 11, 29, 30, 32, 33, 35, 43 | 306151842 | May 24, 2023 to May 23, 2033 |

Copyrights registered

As at the Latest Practicable Date, we had registered the following copyrights which we consider to be or may be material to our business:

| <u>No.</u> | <u>Copyright</u> | <u>Copyright Type</u> | <u>Registered Owner</u> | <u>Registration Number</u> | <u>Registration Date</u> |
|------------|---------------------------------------|-----------------------|---|--|--------------------------|
| 1. | Guoquan Shihui (锅圈食匯) | Artwork | Zhengzhou Guoquan Shihui Network Technology Co., Ltd. (鄭州鍋圈食匯網絡科技 有限公司) | Guozuodengzi (國 作登字) -2017- F-00379333 | April 10, 2017 |
| 2. | Guoquan Shihui LOGO (鍋圈食 匯LOGO) | Artwork | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供 應鏈管理有限公司) | Guozuodengzi (國 作登字) -2021- F-00160870 | July 16, 2021 |

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| <u>No.</u> | <u>Copyright</u> | <u>Copyright Type</u> | <u>Registered Owner</u> | <u>Registration Number</u> | <u>Registration Date</u> |
|------------|---|-----------------------|---|--------------------------------------|--------------------------|
| 3. | Guoquan Shihui, tasty and value-for-money (鍋圈食匯,好吃不貴) | Artwork | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | Guozuodengzi (國作登字) -2019-F-00879772 | September 9, 2019 |
| 4. | Guoquan Shihui 3D Image (鍋圈食匯3D形象) | Artwork | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | Guozuodengzi (國作登字) -2022-F-10127908 | June 28, 2022 |
| 5. | Chengming Food LOGO (澄明食品LOGO) | Artwork | Sichuan Chengming Food Co., Ltd. (四川澄明食品有限公司) | Guozuodengzi (國作登字) -2020-F-01043803 | July 8, 2020 |
| 6. | Packaging with seven tomato and one pot of soup (七個番茄一鍋湯包裝) | Artwork | Luyi Chengming Food Co., Ltd. (鹿邑縣澄明食品有限公司) | Guozuodengzi (國作登字)-2020-F-01212504 | December 25, 2020 |
| 7. | Trademark of Chengmingyaode (澄明要得商標) | Artwork | Luyi Chengming Food Co., Ltd. (鹿邑縣澄明食品有限公司) | Guozuodengzi (國作登字)-2020-F-00014964 | December 8, 2020 |

Software Copyrights registered

As at the Latest Practicable Date, we had registered the following software copyrights which we consider to be or may be material to our business:

| <u>No.</u> | <u>Copyright</u> | <u>Registered Owner</u> | <u>Registration Number</u> | <u>Registration Date</u> |
|------------|---|---|----------------------------|--------------------------|
| 1. | Chengming declaration system | Sichuan Chengming Food Co., Ltd. (四川澄明食品有限公司) | 2022SR0456558 | April 12, 2022 |
| 2. | Guoquan Cloud office oa management system (鍋圈雲辦公oa管理系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0221109 | March 6, 2019 |
| 3. | Guoquan Cloud Supplier Management System (鍋圈雲供應商管理系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0170087 | February 22, 2019 |

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| No. | Copyright | Registered Owner | Registration Number | Registration Date |
|------------|---|---|----------------------------|--------------------------|
| 4. | Guoquan Cloud Supplier Management System (鍋圈雲供應鏈管理系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0170096 | February 22, 2019 |
| 5. | Guoquan Cloud B2B Mall System (鍋圈雲B2B商城系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0173817 | February 22, 2019 |
| 6. | Guoquan Cloud cms customer management system (鍋圈雲cms客戶管理系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0174458 | February 22, 2019 |
| 7. | Guoquan Cloud tms management system (鍋圈雲tms管理系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0174456 | February 22, 2019 |
| 8. | Guoquan Cloud Fixed Assets Management System (鍋圈雲固定資產管理系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0170236 | February 22, 2019 |
| 9. | Guoquan Cloud oms management system (鍋圈雲oms管理系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0168310 | February 21, 2019 |
| 10. | Guoquan Cloud EPR management system (鍋圈雲EPR管理系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0168316 | February 21, 2019 |
| 11. | Guoquan Cloud wms management system (鍋圈雲wms管理系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0162510 | February 20, 2019 |
| 12. | Guoquan Cloud Food Traceability Management System (鍋圈雲食品溯源管理系統) | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | 2019SR0158110 | February 20, 2019 |
| 13. | Guoquan Shihui APP Mall System (鍋圈食匯APP商城系統) | Our Company | 2020SR0499620 | May 22, 2020 |

APPENDIX VI STATUTORY AND GENERAL INFORMATION

| <u>No.</u> | <u>Copyright</u> | <u>Registered Owner</u> | <u>Registration Number</u> | <u>Registration Date</u> |
|------------|---|-------------------------|----------------------------|--------------------------|
| 14. | Guoquan Cloud Fixed Assets Management Software (鍋圈雲固定資產管理軟件) | Our Company | 2019SR1444525 | December 27, 2019 |
| 15. | Guoquan Cloud Supplier Management Software (鍋圈雲供應商管理軟件) | Our Company | 2019SR1443331 | December 27, 2019 |
| 16. | Guoquan Cloud B2B Mall Software (鍋圈雲B2B商城軟件) | Our Company | 2019SR1443324 | December 27, 2019 |
| 17. | Guoquan Cloud EPR management system (鍋圈雲EPR管理系統) | Our Company | 2019SR1444511 | December 27, 2019 |
| 18. | Guoquan Cloud cms customer management system (鍋圈雲cms客戶管理軟件) | Our Company | 2019SR1442285 | December 27, 2019 |
| 19. | Guoquan Cloud office oa management system (鍋圈雲辦公oa管理軟件) | Our Company | 2019SR1444520 | December 27, 2019 |
| 20. | Guoquan Cloud tms management system (鍋圈雲tms管理軟件) | Our Company | 2019SR1442276 | December 27, 2019 |
| 21. | Guoquan Cloud wms management system (鍋圈雲wms管理軟件) | Our Company | 2019SR1444314 | December 27, 2019 |
| 22. | Guoquan Yunpu delivery management software (鍋圈雲鋪報貨管理軟件) | Our Company | 2019SR1443308 | December 27, 2019 |
| 23. | Guoquan Cloud contract management platform software (鍋圈雲合同管理平臺軟件) | Our Company | 2019SR1442290 | December 27, 2019 |

APPENDIX VI STATUTORY AND GENERAL INFORMATION

| <u>No.</u> | <u>Copyright</u> | <u>Registered Owner</u> | <u>Registration Number</u> | <u>Registration Date</u> |
|------------|---|-------------------------|----------------------------|--------------------------|
| 24. | Guoquan Cloud oms management system (鍋圈雲oms管理軟件) | Our Company | 2019SR1443318 | December 27, 2019 |
| 25. | Guoquan Cloud Food Traceability Management Software (鍋圈雲食品溯源管理軟件) | Our Company | 2019SR1444320 | December 27, 2019 |
| 26. | Guoquan food safety management software (鍋圈食品安全管理軟件) | Our Company | 2019SR1442281 | December 27, 2019 |
| 27. | Guoquan Shihui APP Mall System (鍋圈食匯APP商城系統) | Our Company | 2021SR1118080 | July 29, 2021 |

Patents

As of the Latest Practicable Date, we have registered the following patents which we considered to be or may be material to our business:

| <u>No.</u> | <u>Patent Name</u> | <u>Application No.</u> | <u>Application Type</u> | <u>Patent Owner</u> | <u>Place of Registration</u> | <u>Application Acceptance Date</u> | <u>Patent Grant Date</u> |
|------------|---|------------------------|-------------------------|---------------------|------------------------------|------------------------------------|--------------------------|
| 1. | A screening device for preparing beef pellets (一種牛丸製備用篩選裝置) | ZL202123390024.7 | Utility model | Wanlai Wanqu | PRC | December 31, 2021 | July 5, 2022 |
| 2. | A flower cutting machine for beef ball processing (一種牛丸加工用切花機) | ZL202123400727.3 | Utility model | Wanlai Wanqu | PRC | December 31, 2021 | July 5, 2022 |
| 3. | Unqualified product rejection mechanism for beef ball packaging line (牛肉丸包裝線用不合格產品剔除機構) | ZL202123369389.1 | Utility model | Wanlai Wanqu | PRC | December 30, 2021 | July 5, 2022 |

APPENDIX VI STATUTORY AND GENERAL INFORMATION

| No. | Patent Name | Application No. | Application Type | Patent Owner | Place of Registration | Application Acceptance Date | Patent Grant Date |
|-----|--|------------------|------------------|--------------|-----------------------|-----------------------------|-------------------|
| 4. | Inner packaging line screening mechanism for beef ball production (牛肉丸生產用內包裝線篩選機構) | ZL202123374507.8 | Utility model | Wanlai Wanqu | PRC | December 30, 2021 | July 5, 2022 |
| 5. | A beating system for preparing beef balls (一種牛肉丸製備用打漿系統) | ZL202122226085.3 | Utility model | Wanlai Wanqu | PRC | September 15, 2021 | August 5, 2022 |
| 6. | Beef pellet extrusion molding equipment (牛肉擠出成型設備) | ZL202122226187.5 | Utility model | Wanlai Wanqu | PRC | September 15, 2021 | August 5, 2022 |
| 7. | Beef ball meat paste processing device (牛肉肉泥加工裝置) | ZL202122219064.9 | Utility model | Wanlai Wanqu | PRC | September 14, 2021 | August 5, 2022 |
| 8. | Beef ball aging and sorting mechanism (牛肉丸熟化分揀機構) | ZL202122218564.0 | Utility model | Wanlai Wanqu | PRC | September 14, 2021 | April 5, 2022 |
| 9. | A cycle time-controlled equipment for meatball cooking (一種循環控時式肉丸熟化設備) | ZL202320054913.6 | Utility model | Wanlai Wanqu | PRC | January 9, 2023 | June 27, 2023 |
| 10. | A device for beef pellet screening (一種牛肉丸篩選裝置) | ZL202223557907.7 | Utility model | Wanlai Wanqu | PRC | December 30, 2022 | August 8, 2023 |
| 11. | A meat grinder discharging tray with adjustable discharging granularity (一種可調節出料粒度的絞肉機出料盤) | ZL202320127766.0 | Utility model | Wanlai Wanqu | PRC | January 12, 2023 | June 27, 2023 |
| 12. | A multi-portion automatic dispensing equipment (一種多份等量自動分裝設備) | ZL202320222103.7 | Utility model | Wanlai Wanqu | PRC | February 15, 2023 | August 8, 2023 |

APPENDIX VI STATUTORY AND GENERAL INFORMATION

| No. | Patent Name | Application No. | Application Type | Patent Owner | Place of Registration | Application Acceptance Date | Patent Grant Date |
|-----|---|------------------|------------------|----------------|-----------------------|-----------------------------|-------------------|
| 13. | An easy-to-clean meat puree beater (一種便於清洗的肉泥打漿機) | ZL202320120224.0 | Utility model | Wanlai Wanqu | PRC | January 17, 2023 | June 27, 2023 |
| 14. | Beef ball and meat grinder (牛丸肉泥研磨機) | ZL202320167867.0 | Utility model | Wanlai Wanqu | PRC | February 9, 2023 | August 8, 2023 |
| 15. | A conveying mechanism for hot pot bottom material with inner packaging (一種帶有內包裝的火鍋底料輸送機構) | ZL202123126425.1 | Utility model | Luyi Chengming | PRC | December 14, 2021 | May 6, 2022 |
| 16. | A kind of beef oil tank for hot pot bottom material production (一種火鍋底料生產用牛油化油池) | ZL202123126424.7 | Utility model | Luyi Chengming | PRC | December 14, 2021 | May 6, 2022 |
| 17. | An anti-blocking pipeline component for filling hot pot bottom material (一種火鍋底料灌裝用防阻管路組件) | ZL202123126380.8 | Utility model | Luyi Chengming | PRC | December 14, 2021 | May 6, 2022 |
| 18. | A conveying system for conveying hot pot bottom material (一種用於火鍋底料輸送的輸送系統) | ZL202122967939.3 | Utility model | Luyi Chengming | PRC | November 30, 2021 | May 6, 2022 |
| 19. | A production line for hot pot bottom material (一種火鍋底料生產線) | ZL202122970711.X | Utility model | Luyi Chengming | PRC | November 30, 2021 | May 6, 2022 |
| 20. | A pot for hot pot bottom material frying device (一種火鍋底料炒料裝置用鍋具) | ZL202122968335.0 | Utility model | Luyi Chengming | PRC | November 30, 2021 | May 6, 2022 |

APPENDIX VI STATUTORY AND GENERAL INFORMATION

| No. | Patent Name | Application No. | Application Type | Patent Owner | Place of Registration | Application Acceptance Date | Patent Grant Date |
|-----|---|------------------|------------------|----------------|-----------------------|-----------------------------|-------------------|
| 21. | A pasteurization equipment for the production of tomato hot pot bottom material (一種用於番茄火鍋底料生產的巴氏消毒設備) | ZL202121572408.8 | Utility model | Luyi Chengming | PRC | July 12, 2021 | December 24, 2021 |
| 22. | A water-cooling and air-drying device for tomato hot pot base material pasteurization production line (一種用於番茄火鍋底料巴氏消毒生產線水冷風乾裝置) | ZL202121563873.5 | Utility model | Luyi Chengming | PRC | July 11, 2021 | November 30, 2021 |
| 23. | An adjustable extraction bracket (一種可調節的萃取支架) | ZL202121497956.9 | Utility model | Luyi Chengming | PRC | July 2, 2021 | January 25, 2022 |
| 24. | A constant temperature food extraction device (一種恒溫的食品萃取裝置) | ZL202121472103.X | Utility model | Luyi Chengming | PRC | June 30, 2021 | January 25, 2022 |
| 25. | A food grade extraction device (一種食品分級萃取裝置) | ZL202023264035.6 | Utility model | Luyi Chengming | PRC | December 30, 2020 | October 19, 2021 |
| 26. | A test tube fixing device for sample extraction (一種樣品萃取用試管固定裝置) | ZL202023247325.X | Utility model | Luyi Chengming | PRC | December 29, 2020 | October 22, 2021 |
| 27. | A food extract quantitative device (一種食品萃取液定量裝置) | ZL202023234250.1 | Utility model | Luyi Chengming | PRC | December 29, 2020 | October 22, 2021 |
| 28. | A food extraction device with stirring function (一種帶有攪拌功能的食品萃取裝置) | ZL202023229139.3 | Utility model | Luyi Chengming | PRC | December 29, 2020 | October 22, 2021 |

APPENDIX VI STATUTORY AND GENERAL INFORMATION

| No. | Patent Name | Application No. | Application Type | Patent Owner | Place of Registration | Application Acceptance Date | Patent Grant Date |
|-----|--|------------------|------------------|----------------|-----------------------|-----------------------------|-------------------|
| 29. | A hanging basket unloading mechanism for beef processing (一種牛肉加工用吊籃卸料機構) | ZL202221241132.X | Utility model | Luyi Heyi | PRC | May 23, 2022 | November 15, 2022 |
| 30. | A storage and storage hanging basket for frozen beef (一種牛肉冷凍用出入庫吊籃) | ZL202221242598.1 | Utility model | Luyi Heyi | PRC | May 23, 2022 | October 14, 2022 |
| 31. | Transit double deck conveyor for beef processing (牛肉加工用中轉雙層輸送機) | ZL202221051238.3 | Utility model | Luyi Heyi | PRC | May 5, 2022 | October 14, 2022 |
| 32. | Beef processing and meat transfer vehicle (牛肉加工送肉轉運車) | ZL202221051239.8 | Utility model | Luyi Heyi | PRC | May 5, 2022 | October 14, 2022 |
| 33. | Wave self-cleaning gutter for food processing workshop (食品加工車間用波形自清潔水溝) | ZL202221022607.6 | Utility model | Luyi Heyi | PRC | April 29, 2022 | October 14, 2022 |
| 34. | Frozen meat slicer (凍肉塊切片機) | ZL202122973961.9 | Utility model | Luyi Heyi | PRC | November 30, 2021 | April 29, 2022 |
| 35. | Protective gear storage cabinets for meat processing plants (肉製品加工廠用護具儲存櫃) | ZL202122971612.3 | Utility model | Luyi Heyi | PRC | November 30, 2021 | April 29, 2022 |
| 36. | Beef block cutting and transfer equipment (牛肉塊切割轉運設備) | ZL202122831338.X | Utility model | Luyi Heyi | PRC | November 18, 2021 | June 10, 2022 |
| 37. | Tumbling Systems for Beef Processing (牛肉加工用滾揉系統) | ZL202122819638.6 | Utility model | Luyi Heyi | PRC | November 17, 2021 | April 29, 2022 |
| 38. | An equipment for material package packaging auxiliary (一種料包封裝輔助設備) | ZL202320054907.0 | Utility model | Luyi Chengming | PRC | January 9, 2023 | July 7, 2023 |

APPENDIX VI STATUTORY AND GENERAL INFORMATION

| No. | Patent Name | Application No. | Application Type | Patent Owner | Place of Registration | Application Acceptance Date | Patent Grant Date |
|-----|--|------------------|------------------|----------------|-----------------------|-----------------------------|--------------------|
| 39. | A self-heating hotpot packaging box (一種自熱火鍋包裝盒) | ZL202320310772.X | Utility model | Luyi Chengming | PRC | February 24, 2023 | August 4, 2023 |
| 40. | A leak-proof hotpot base material package and its packaging equipment (一種防洩漏的火鍋底料包裝及其封裝設備) | ZL202320310775.3 | Utility model | Luyi Chengming | PRC | February 24, 2023 | August 4, 2023 |
| 41. | A tomato paste pulping and filtering device (一種番茄醬打漿過濾裝置) | ZL202320449819.0 | Utility model | Luyi Chengming | PRC | March 10, 2023 | September 15, 2023 |
| 42. | An anti-drip device for hot pot base filling (一種火鍋底料灌裝防滴裝置) | ZL202320553021.0 | Utility model | Luyi Chengming | PRC | March 21, 2023 | September 15, 2023 |

Domain Name

As of the Latest Practicable Date, we had registered the following internet domain names which we consider to be or may be material to our business:

| No. | Domain Name | Owner | Registration Date |
|-----|-----------------|---|-------------------|
| 1. | cmspcn.com | Sichuan Chengming Food Co., Ltd. (四川澄明食品有限公司) | June 20, 2018 |
| 2. | gqgyl.net | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | September 4, 2018 |
| 3. | guoquanwang.com | Henan Guoquan Supply Chain Management Co., Ltd. (河南鍋圈供應鏈管理有限公司) | February 25, 2015 |
| 4. | guoquan.cn | Our Company | May 27, 2016 |
| 5. | guoquan.wang | Our Company | October 18, 2021 |
| 6. | gqsh.cc | Our Company | October 13, 2021 |
| 7. | gqsh.vip | Our Company | October 13, 2021 |
| 8. | guoquanwx.com | Our Company | August 11, 2021 |
| 9. | guoquan.com | Our Company | December 16, 2002 |
| 10. | guoquancdn.com | Our Company | July 13, 2021 |
| 11. | zzgqsh.com | Our Company | August 14, 2017 |

APPENDIX VI STATUTORY AND GENERAL INFORMATION

FURTHER INFORMATION ABOUT OUR DIRECTORS, SUPERVISORS, MANAGEMENT AND SUBSTANTIAL SHAREHOLDERS

1. Disclosure of Interests of Directors, Supervisors and Chief Executive of the Company

Immediately following the completion of the [REDACTED] and Conversion of Domestic [REDACTED] Shares into H Shares, assuming that the [REDACTED] is not exercised, the interest and short position of each of our Directors, Supervisors and Chief Executive Officer in the Shares, underlying Shares and debentures of the Company or our associated corporations (within the meaning of Part XV of the SFO) which will be required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short position which they were taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers to be notified to the Company and the Hong Kong Stock Exchange (for this purpose, the relevant provisions of the SFO will be interpreted as if they applied to the Supervisors) will be as follows:

Interests in our Company

| Shareholder | Position | Nature of Interest | Number and Class of Shares ⁽¹⁾ | Approximate | Approximate |
|----------------------------|---|--|---|--|--|
| | | | | Percentage of Shareholding in the Total Issued Share Capital of our Company immediately after the [REDACTED] | Percentage of Shareholding in the Total Issued Share Capital of our Company immediately after the [REDACTED] |
| | | | | (%) | (%) |
| Mr. Yang ⁽²⁾⁽³⁾ | Founder, Chairperson of the Board, executive | Interest held jointly with other persons | [REDACTED] | [REDACTED] | [REDACTED] |
| | Director and chief executive officer | Interest held jointly with other persons | [REDACTED] | [REDACTED] | [REDACTED] |
| Mr. Meng ⁽³⁾ | Co-founder, executive Director and executive vice president | Interest held jointly with other persons | [REDACTED] | [REDACTED] | [REDACTED] |

Notes:

(1) All interests are long positions.

APPENDIX VI STATUTORY AND GENERAL INFORMATION

- (2) Guoquan Industry has been owned to 55.61%, 37.07% and 7.32% by Mr. Yang, Mr. Meng and Mr. Li, respectively since its establishment. Mr. Yang is therefore deemed to be interested in the [REDACTED] Domestic [REDACTED] Shares held through Guoquan Industry. Guoxiaoquan EM is owned as to i) 80% by Mr. Yang as its general partner and ii) 20% by Mr. An as its limited partner, each an executive Director of our Company. Guoxiaoquan Tech is owned as to i) 44.09% by Mr. Yang as its general partner; ii) 0.6% by Mr. Li as its limited partner and iii) 55.31% by three Independent Third Parties as its limited partners. Therefore Mr. Yang is deemed to be interested in [REDACTED] H Shares and [REDACTED] H Shares converted from Domestic [REDACTED] Shares held through Guoxiaoquan EM and Guoxiaoquan Tech, respectively.
- (3) On July 16, 2019, Mr. Yang, Mr. Meng and Mr. Li entered into a concert party agreement which was supplemented on March 1, 2023, pursuant to which Mr. Meng and Mr. Li have agreed and confirmed that during the period starting from July 16, 2019 to the date when they cease to be our direct or indirect Shareholder, they have acted and will continue to act in concert in respect of the management and operations of our Company by aligning their votes in accordance with Mr. Yang’s decisions when exercising their rights as Shareholders of the Company prior to December 2021 and as shareholders of Guoquan Industry since December 2021 when their direct interests in the Company were reflected at the level of Guoquan Industry. Therefore, under the SFO, Mr. Meng and Mr. Li is deemed to be jointly interested in the Shares held by Mr. Yang in Guoquan Industry.

2. Disclosure of Interests of Substantial Shareholders

(a) Interest in the Shares of Our Company

For information on the persons who will, immediately following the completion of the [REDACTED] and Conversion of Domestic [REDACTED] Shares into H Shares, have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to us and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, who will directly or indirectly, be interested in 10% or more of the nominal value of any class of share capital carrying the rights to vote in all circumstances at general meetings of the Company, see “Substantial Shareholders”.

(b) Interests of the Substantial Shareholders of Other Members of Our Group

As of the Latest Practicable Date, so far as our Directors are aware, the following persons (other than our Directors or chief executive of our Company) were interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of other member of our Group:

| | <u>Name of Members of our Group</u> | <u>Name of Shareholder</u> | <u>Percentage of Shareholding</u> |
|---|---|--|-----------------------------------|
| 1 | Luyi Heyi Meat industry Co., Ltd. (鹿邑縣和一肉業有限公司) | Shanghai Niuxian Roupin Partnership (Limited Partnership) (上海牛鮮肉品合伙企業(有限合夥)) | 49.00% |
| 2 | Luyi Chengming Food Co., Ltd. (鹿邑縣澄明食品有限公司) | Henan Chengming Management Service Center (Limited Partnership) (河南澄明管理服務中心(有限合夥)) | 11.70% |
| | | Henan Yixiang Management Service Center (Limited Partnership) (河南溢香管理服務中心(有限合夥)) | 11.00% |
| 3 | Luyi County Wanlai Wanqu Food Co., Ltd. (鹿邑縣丸來丸去食品有限公司) | Hainan Jiumu Enterprise Management Center (Limited Partnership) (海南久木企業管理中心(有限合夥)) | 49.00% |

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STATUTORY AND GENERAL INFORMATION

So far as set out above, our Directors are not aware of any persons (other than our Directors, Supervisors or chief executive) will, immediately following the completion of the [REDACTED], directly or indirectly, be interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of our Group.

3. Service Contracts

[Pursuant to Rules 19A.54 and 19A.55 of the Listing Rules, we have entered into a contract with each of our Directors and Supervisors in respect of, among other things, compliance with the relevant laws and regulations, the Articles of Association and applicable provisions on arbitration.]

[Each of our Directors has entered into service contracts with our Company. The principal particulars of these service contracts comprise (a) a term of three years which is equivalent to the term of the Board; and (b) termination provisions in accordance with their respective terms. Our Directors may be re-appointed subject to Shareholders' approval. The service contracts can be renewed pursuant to our Articles of Association and applicable rules.]

[Each of our Supervisors has entered into a contract with our Company. Each contract contains provisions relating to compliance with relevant laws and regulations, observation of our Articles of Association and resolution of disputes by means of arbitration.]

Save as disclosed above, we have not entered, and do not propose to enter, into any service contracts with any of our Directors or Supervisors in their respective capacities as Directors or Supervisors (other than contracts expiring or determinable by the employer within one year without any payment of compensation (other than statutory compensation)).

4. Director's and Supervisors' Remuneration

Save as disclosed in "*Directors, Supervisors and Senior Management*" and "Appendix I — Accountants' Report — II Notes to The Historical Financial Information — Directors' and Chief Executive's Remuneration" for the three financial years ended December 31, 2020, 2021, 2022 and the four months ended April 30, 2023, none of our Directors or Supervisors received other remunerations of benefits in kind from us.

5. Disclaimers

Saved as disclosed in this Document:

- (a) none of our Directors, Supervisors or any of the parties listed in "*Qualification of Experts*" of this Appendix is:
 - (i) interested in our promotion, or in any assets which, within the two years immediately preceding the date of this Document, have been acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to our Company;
 - (ii) materially interested in any contract or arrangement subsisting at the date of this Document which is significant in relation to our business;

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

- (b) save in connection with the [REDACTED] and the [REDACTED], none of the parties listed in "*Qualification of Experts*" of this Appendix:
 - (i) is interested legally or beneficially in any shares in any member of our Group;
or
 - (ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any securities in any member of our Group;
- (c) none of our Directors or Supervisors or their close associates or any shareholders of our Company who to the knowledge of our Directors owns more than 5% of our issued share capital has any interest in our top five customers or suppliers; and
- (d) none of our Directors or Supervisors is a director or employee of a company that has an interest in the share capital of our Company which, once the H Shares are listed on the Hong Kong Stock Exchange, would have to be disclosed pursuant to Divisions 2 and 3 of Part XV of the SFO.

OTHER INFORMATION

Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to impose on our Company or our subsidiary.

Litigation

As of the Latest Practicable Date, no member of our Group was involved in any litigation, arbitration, administrative proceedings or claims of material importance, and, so far as we are aware, no litigation, arbitration, administrative proceedings or claims of material importance are pending or threatened against any member of our Group.

Joint Sponsors

[The Joint Sponsors have made an application on our behalf to the Listing Committee for the [REDACTED] of, and permission to [REDACTED], our H Shares. All necessary arrangements have been made to enable the securities to be admitted into CCASS.]

The Joint Sponsors satisfy the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules. Each of the Joint Sponsors will receive a fee of US\$800,000 for acting as a sponsor for the [REDACTED].

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

Preliminary Expenses

Our Company did not incur any material preliminary expenses.

Qualification of Experts

The qualifications of the experts who have given opinions or advice in this Document are as follows:

| <u>Name</u> | <u>Qualification</u> |
|--|---|
| Huatai Financial Holdings (Hong Kong) Limited | A licensed corporation under the SFO for Type 1 (dealing in securities), Type 2 (dealing in futures contracts), Type 4 (advising on securities), Type 6 (advising on corporate finance), Type 7 (providing automated trading services) and Type 9 (asset management) of the regulated activities as defined under the SFO |
| China International Capital Corporation Hong Kong Securities Limited | A licensed corporation under the SFO for Type 1 (dealing in securities), Type 2 (dealing in futures contracts), Type 4 (advising on securities), Type 5 (advising on futures contracts) and Type 6 (advising on corporate finance) of the regulated activities as defined under the SFO |
| CM Law Firm | PRC legal advisor |
| Ernst & Young | Certified Public Accountants and Registered Public Interest Entity Auditor |
| Frost & Sullivan (Beijing) Inc., Shanghai Branch Co. | Independent industry consultant |

Consents of Experts

Each of the experts referred to in “*Qualification of Experts*” in this Appendix has given and has not withdrawn its respective written consents to the issue of this Document with the inclusion of certificates, letters, opinions or reports and the references to its names included herein in the form and context in which it is respectively included.

None of the experts named above has any of our shareholding interests in any member of our Group or rights (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for our securities in any member of our Group.

APPENDIX VI

STATUTORY AND GENERAL INFORMATION

Compliance Advisor

We have appointed Somerley Capital Limited as our Compliance Advisor upon the [REDACTED] in compliance with Rule 3A.19 of the Hong Kong Listing Rules.

Taxation of Holders of H Shares

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty. Hong Kong stamp duty will apply at the current standard rate of 0.26% on the higher of the consideration paid for, or the market value of the Shares being sold, purchased or transferred, whether or not the sale or purchase is effected on or off the Stock Exchange. For further information in relation to taxation, see "Appendix III — Taxation and Foreign Exchange — Hong Kong Taxation".

No Material Adverse Change

Our Directors confirm that, as of the date of this document, there has been no material adverse change in our financial position or prospects since April 30, 2023.

Binding Effect

This Document shall have the effect, if any application is made pursuant hereto, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance so far as applicable.

Miscellaneous

Save as disclosed in this Document:

- (a) within the two years preceding the date of this Document: (i) we have not issued nor agreed to issue any share or loan capital fully or partly paid either for cash or for a consideration other than cash; and (ii) no commissions, discounts, brokerage fee or other special terms have been granted in connection with the issue or sale of any shares of our Company;
- (b) no share or loan capital of our Company is under option or is agreed conditionally or unconditionally to be put under option;
- (c) we have not issued nor agreed to issue any founder shares, management shares or deferred shares;
- (d) there are no arrangements under which future dividends are waived or agreed to be waived;

APPENDIX VI STATUTORY AND GENERAL INFORMATION

- (e) there are no procedures for the exercise of any right of pre-emption or transferability of subscription rights;
- (f) there are no contracts for hire or hire purchase of plant to or by us for a period of over one year which are substantial in relation to our business;
- (g) there have been no interruptions in our business which may have or have had a significant effect on our financial position in the last 12 months;
- (h) there are no restrictions affecting the remittance of profits or repatriation of capital by us into Hong Kong from outside Hong Kong;
- (i) no part of the equity or debt securities of our Company, if any, is currently listed on or dealt in on any stock exchange or trading system, and no such [REDACTED] or permission to list on any stock exchange other than the Hong Kong Stock Exchange is currently being or agreed to be sought;
- (j) our Company has no outstanding convertible debt securities or debentures;
- (k) our Company is a joint stock limited company and is subject to the PRC Company Law; and
- (l) [our Company has adopted a code of conduct regarding Directors' and Supervisors' securities transactions on terms as required under the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Hong Kong Listing Rules.]

Restrictions on Share Repurchases

For details, see the sections headed "Appendix IV — Summary of Principal Legal and Regulatory Provisions" and "Appendix V — Summary of the Articles of Association" in this Document.

Bilingual Prospectus

The English language and Chinese language versions of this Document are being published separately, in reliance upon the exemption provided by section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

APPENDIX VI STATUTORY AND GENERAL INFORMATION

Promoters

The promoters of our Company comprised all of the 25 then shareholders of our Company as at February 20, 2023 before our conversion into a joint stock limited liability company:

| <u>No.</u> | <u>Name</u> |
|------------|-----------------------------|
| 1. | Guoquan Industry |
| 2. | Guoxiaoquan EM |
| 3. | Famous Wealthy Limited |
| 4. | Chongqing Langyao |
| 5. | Chengdu Quanyi |
| 6. | Generation One |
| 7. | Buyue Ertong |
| 8. | Generation Pi HK |
| 9. | Guoxiaoquan Tech |
| 10. | Titanium |
| 11. | Buhuove Platinum |
| 12. | Suzhou Yizhong |
| 13. | Tiantu Fund |
| 14. | Chunyu Feifei |
| 15. | Shenzhen Xintonglu |
| 16. | Shenzhen Tongfu |
| 17. | Top New Development Limited |
| 18. | Buqi Zhiqi |
| 19. | Lighthouse |
| 20. | Oakwise |
| 21. | Mr. Wang Hongbo |
| 22. | Moutai Fund |
| 23. | Renzhe Buyou |
| 24. | CMB Growth |
| 25. | Zhuhai Gongying |

Save as disclosed in this Document, within the two years immediately preceding the date of this Document, no cash, securities or benefit has been paid, allotted or given, or is proposed to be paid, allotted or given to the promoters named above in connection with the [REDACTED] or the related transactions described in this Document.