

APPENDIX IV

STATUTORY AND GENERAL INFORMATION

A. FURTHER INFORMATION ABOUT OUR GROUP

1. Incorporation of Our Company

We were a company incorporated in the PRC on March 1, 2012. Our Company was converted from a limited liability company into a joint stock company with limited liability on September 10, 2015 and was listed on the NEEQ on February 24, 2016. We have established a principal place of business in Hong Kong at 5/F, Manulife Place, 348 Kwun Tong Road, Kowloon, Hong Kong and have been registered with the Registrar of Companies in Hong Kong as a non-Hong Kong company under Part 16 of the Companies Ordinance on April 19, 2022. Ms. Hui Yin Shan and Ms. Yuen Wing Yan, Winnie have been appointed as the authorized representatives of our Company for the acceptance of service of process and notices in Hong Kong under Part 16 of the Companies Ordinance.

The Company has applied for the Conversion of Unlisted Shares into H Shares, comprising conversion of [REDACTED] Unlisted Shares into H Shares. The Conversion of Unlisted Shares into H shares has been filed with the CSRC with the notification issued by the CSRC on completion of the filing procedures published on July 3, 2023 and the [REDACTED] of our H Shares is still subject to approval by the Hong Kong Stock Exchange.

As we were incorporated in the PRC, our corporate structure and Articles of Association are subject to the PRC Law. A summary of the relevant PRC Law and of the Articles of Association is set out in “Regulatory Overview” and Appendix III, respectively.

2. Changes in the Share Capital of Our Company

There has been no alteration in the share capital of the Company within two years immediately preceding the date of this document.

3. The Resolutions of the Shareholders of Our Company Passed on April 8, 2022

At the extraordinary general meeting of the Shareholders held on April 8, 2022, the following resolutions, among other things, were duly passed:

- (i) the issue by the Company of H Shares with a nominal value of [REDACTED] each and such H Shares be [REDACTED] on the Hong Kong Stock Exchange;
- (ii) the number of H shares to be issued shall be up to [REDACTED], and the grant of the [REDACTED] in respect of no more than 15% of the number of H Shares issued pursuant to the [REDACTED];

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- (iii) subjects to the CSRC’s filing result, upon completion of the [REDACTED], [REDACTED] Unlisted Shares held by [211] Shareholders will be converted into H Shares on a [REDACTED] basis;
- (iv) authorization of the Board or its authorized individual to handle all matters relating to, among other things, the [REDACTED], the issue and [REDACTED] of H Shares on the Hong Kong Stock Exchange; and
- (v) subject to the completion of the [REDACTED], the conditional adoption of the revised Articles of Association, which shall become effective on the [REDACTED].

4. Changes in the Share Capital of Our Subsidiaries

Our subsidiaries are referred to in the Accountant’s Report, the text of which is set out in Appendix I. Save for the subsidiaries mentioned in the Accountant’s Report, we do not have any other subsidiaries.

The following subsidiaries have been incorporated within two years immediately preceding the date of this document:

Name of Subsidiary	Place of Incorporation	Date of Incorporation
Foshan Youhemei Technology Co., Ltd. (佛山市友和美科技有限公司)	PRC	October 11, 2021
Shenzhen Youbao Creative Technology Co., Ltd. (深圳友寶創新技術有限公司)	PRC	November 12, 2021

The following alterations in the share capital of our subsidiaries have taken place within the two years immediately preceding the date of this document:

Shenzhen Youbakesi

On December 24, 2021, the registered capital of Shenzhen Youbakesi increased from RMB100,000,000 to RMB150,000,000.

Tianjin Youbao

On April 21, 2022, the registered capital of Tianjin Youbao increased from RMB3,000,000 to RMB5,000,000.

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Shenzhen Mibao New Retail Technology Co., Ltd

On January 4, 2022, Shenzhen Youbaokesi disposed 56% equity interest in Shenzhen Mibao New Retail Technology Co., Ltd. to Shenzhen Shengshi Aicai Internet Technology Co., Ltd (深圳市盛世愛彩網路技術有限公司) at an aggregate consideration of RMB250,000.

Foshan Youhemei Technology Co., Ltd.

On April 26, 2022, Zhou Qinghua (周慶華) transferred 19% equity interest in Foshan Youhemei Technology Co., Ltd. (佛山市友和美科技有限公司) to Shao Lin (邵林) at a consideration of RMB380,000.

Save as disclosed above, there have been no alterations in the share capital of our subsidiaries within the two years immediately preceding the date of this document.

So far as is known to any Director or chief executive of the Company, save as disclosed in “C. Further Information about our Directors, Supervisors and Substantial Shareholders – 1. Disclosure of Interests – (c) Interests in Other Members of our Group” of this Appendix IV of this document, as at the Latest Practicable Date, no person is directly or indirectly interested in 10% or more of the issued voting shares of the subsidiaries of the Company.

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of Material Contracts

The following contracts (not being contracts entered into in the ordinary course of business) were entered into by our Company or its subsidiaries within the two years preceding the date of this document and are or may be material:

- (a) the [REDACTED]; and
- (b) the equity transfer agreement dated December 29, 2021 entered into between Shenzhen Youbaokesi Technology Co., Ltd. (深圳友寶科斯科技有限公司) as transferor and Shenzhen Shengshi Aicai Network Technology Co., Ltd. (深圳市盛世愛彩網絡技術有限公司) as transferee in relation to the transfer of 56% equity interest in Shenzhen Mibao New Retail Technology Co., Ltd. (深圳蜜寶新零售科技有限公司) at a consideration of RMB250,000.

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2. Our Material Intellectual Property Rights

As of the Latest Practicable Date, we have registered the following intellectual property rights which are material in relation to our business.

(a) Trademarks

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

No.	Trademark	Class	Registered owner	Place of registration	Registration number	Expiry date
1.	友宝	9	Our Company	PRC	9165111	March 6, 2032
2.	友宝	42	Our Company	PRC	9165148	March 6, 2032
3.	友宝	30	Our Company	PRC	9772350	November 27, 2032
4.	友宝	32	Our Company	PRC	9772446	September 20, 2032
5.	UBOX	30	Our Company	PRC	11588085	April 13, 2024
6.	UBOX	29	Our Company	PRC	11588086	April 13, 2024
7.	UBOX	9	Our Company	PRC	11588087	April 13, 2024
8.	UBOX	7	Our Company	PRC	11588088	March 13, 2024
9.	友宝	41	Our Company	PRC	11588089	March 13, 2024
10.	友宝	38	Our Company	PRC	11588090	March 13, 2024
11.	友宝	36	Our Company	PRC	11588091	July 13, 2024
12.	友宝	35	Our Company	PRC	11588092	April 13, 2025
13.	友宝	9	Our Company	PRC	11588093	May 20, 2024
14.		42	Our Company	PRC	11588094	March 13, 2024
15.		41	Our Company	PRC	11588095	March 13, 2024

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No.	Trademark	Class	Registered owner	Place of registration	Registration number	Expiry date
16.		38	Our Company	PRC	11588096	March 13, 2024
17.		36	Our Company	PRC	11588097	March 13, 2024
18.		35	Our Company	PRC	11588098	March 13, 2024
19.		30	Our Company	PRC	11588176	March 13, 2024
20.		29	Our Company	PRC	11588177	March 13, 2024
21.		9	Our Company	PRC	11588178	April 27, 2024
22.		7	Our Company	PRC	11588179	April 27, 2024
23.	UBOX	41	Our Company	PRC	11588180	August 20, 2024
24.	UBOX	36	Our Company	PRC	11588182	July 13, 2024
25.	UBOX	35	Our Company	PRC	11588183	September 6, 2025
26.		43	Our Company	PRC	12269700	March 20, 2025
27.		39	Our Company	PRC	12269701	August 20, 2024
28.		34	Our Company	PRC	12269702	March 20, 2025
29.		28	Our Company	PRC	12269703	August 20, 2024
30.		27	Our Company	PRC	12269704	August 20, 2024

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No.	Trademark	Class	Registered owner	Place of registration	Registration number	Expiry date
31.		26	Our Company	PRC	12269705	March 20, 2025
32.		25	Our Company	PRC	12269706	March 20, 2025
33.		24	Our Company	PRC	12269707	March 20, 2025
34.		23	Our Company	PRC	12269708	August 20, 2024
35.		22	Our Company	PRC	12269709	August 20, 2024
36.		21	Our Company	PRC	12269710	March 20, 2025
37.		20	Our Company	PRC	12269711	August 20, 2024
38.		18	Our Company	PRC	12269712	August 27, 2024
39.		16	Our Company	PRC	12269713	March 20, 2025
40.		3	Our Company	PRC	12269715	August 20, 2024
41.	UBOX	43	Our Company	PRC	12269716	August 20, 2024
42.	UBOX	39	Our Company	PRC	12269717	August 20, 2024
43.	UBOX	34	Our Company	PRC	12269718	August 20, 2024
44.	UBOX	28	Our Company	PRC	12269719	March 20, 2025
45.	UBOX	27	Our Company	PRC	12269720	August 20, 2024
46.	UBOX	26	Our Company	PRC	12269721	August 20, 2024
47.	UBOX	25	Our Company	PRC	12269722	March 20, 2025

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No.	Trademark	Class	Registered owner	Place of registration	Registration number	Expiry date
48.	UBOX	24	Our Company	PRC	12269723	August 20, 2024
49.	UBOX	23	Our Company	PRC	12269724	August 20, 2024
50.	UBOX	22	Our Company	PRC	12269725	August 20, 2024
51.	UBOX	21	Our Company	PRC	12269726	March 20, 2025
52.	UBOX	20	Our Company	PRC	12269727	March 20, 2025
53.	UBOX	16	Our Company	PRC	12269728	August 20, 2024
54.	UBOX	3	Our Company	PRC	12269729	August 20, 2024
55.	UBOX	14	Our Company	PRC	12269730	August 20, 2024
56.	友宝	43	Our Company	PRC	12269731	August 20, 2024
57.	友宝	39	Our Company	PRC	12269732	August 20, 2024
58.	友宝	34	Our Company	PRC	12269733	August 20, 2024
59.	友宝	27	Our Company	PRC	12269734	August 20, 2024
60.	友宝	26	Our Company	PRC	12269735	August 20, 2024
61.	友宝	24	Our Company	PRC	12269736	August 20, 2024
62.	友宝	23	Our Company	PRC	12269737	August 20, 2024
63.	友宝	22	Our Company	PRC	12269738	August 20, 2024
64.	友宝	14	Our Company	PRC	12269739	August 20, 2024
65.	友宝	9	Our Company	PRC	26563773	September 6, 2028
66.	友宝	11	Our Company	PRC	29038378	January 6, 2029
67.	友咖	43	Our Company	PRC	32302200	April 6, 2029


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No.	Trademark	Class	Registered owner	Place of registration	Registration number	Expiry date
68.		40	Our Company	PRC	32617014	June 13, 2029
69.	友宝	40	Our Company	PRC	32622608	April 6, 2029
70.	UBOX	40	Our Company	PRC	32625784	April 6, 2029
71.	友咖	40	Our Company	PRC	32637194	April 6, 2029
72.	友宝	33	Our Company	PRC	37195636	November 20, 2029
73.		9	Our Company	PRC	39611489	November 6, 2030
74.		38	Our Company	PRC	39626799	February 27, 2030
75.		41	Our Company	PRC	39633359	May 6, 2030
76.	友宝友客云	9	Our Company	PRC	40887664	July 6, 2030
77.	友宝友客云	42	Our Company	PRC	40896429	July 6, 2030
78.	UBOX	35	Our Company	PRC	45000614	January 27, 2031
79.		35	Our Company	PRC	45000630	January 27, 2031
80.	UBOX	7	Our Company	PRC	45009102	January 27, 2031
81.	友宝	7	Our Company	PRC	45013931	November 27, 2030
82.	UBOX	9	Our Company	PRC	45014277	January 27, 2031
83.	友宝	9	Our Company	PRC	45015386	November 27, 2030

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No.	Trademark	Class	Registered owner	Place of registration	Registration number	Expiry date
84.		7	Our Company	PRC	45024184	February 13, 2031
85.		9	Our Company	PRC	45030746	February 20, 2031
86.		11	Shenzhen Youka	PRC	33093116	May 20, 2029
87.	YOUKAFFEE	32	Shenzhen Youka	PRC	33093254	May 13, 2029
88.	YOUKAFFEE	30	Shenzhen Youka	PRC	33097428	May 13, 2029
89.	YOUKAFFEE	43	Shenzhen Youka	PRC	33109535	June 6, 2029
90.	YOUKAFFEE	11	Shenzhen Youka	PRC	33111454	June 20, 2029
91.	YOUKAFFEE	35	Shenzhen Youka	PRC	33111466	May 13, 2029
92.		32	Shenzhen Youka	PRC	33112938	July 27, 2030
93.		35	Shenzhen Youka	PRC	33112939	May 27, 2029
94.	友咖	30	Shenzhen Youka	PRC	33112942	July 27, 2029
95.	YOUKAFFEE	7	Shenzhen Youka	PRC	33129199	July 20, 2029
96.		7	Shenzhen Youka	PRC	33172693	June 6, 2029
97.	友唱	9	Xiamen Technology	PRC	20047595	July 13, 2027
98.	友唱	41	Xiamen Technology	PRC	20047656	July 13, 2027
99.	M-Bar	9	Xiamen Technology	PRC	20109151	July 13, 2027

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No.	Trademark	Class	Registered owner	Place of registration	Registration number	Expiry date
100.	友唱	28	Xiamen Technology	PRC	20446334	August 13, 2027
101.	M-Bar	28	Xiamen Technology	PRC	20446455	August 13, 2027
102.	友唱	35	Xiamen Technology	PRC	20446504	August 13, 2027
103.	M-Bar	38	Xiamen Technology	PRC	20446525	August 13, 2027
104.	M-Bar	35	Xiamen Technology	PRC	20446557	August 13, 2027
105.	友唱	38	Xiamen Technology	PRC	20446636	August 13, 2027
106.		9	Xiamen Technology	PRC	22452504	February 6, 2028
107.		28	Xiamen Technology	PRC	22452657	February 6, 2028
108.	友宝在线	35	Our Company	PRC	37518832	November 20, 2031
109.	友宝	35	Our Company	PRC	41344421	November 20, 2031
110.	友宝在线	35	Our Company	PRC	41350533	January 13, 2032
111.	友唱	9	Xiamen Technology	PRC	53150547	August 27, 2031
112.		7, 9, 11, 35	Shenzhen Youbaokesi	Hong Kong	304459753	March 14, 2028
113.	友宝	7, 9, 11, 35	Shenzhen Youbaokesi	Hong Kong	304459744	March 14, 2028
114.	UBOX	7, 9, 11, 35	Shenzhen Youbaokesi	Hong Kong	304459762	March 14, 2028

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(b) Patents

As of the Latest Practicable Date, we have registered the following patents which are material in relation to our business:

No.	Patent name	Registered owner	Place of registration	Registration number	Registration date	Expiry date
1.	用於自動售貨機與工業計算機通信的方法	Our Company	PRC	ZL 2012 1 0103693.8	April 10, 2012	April 10, 2032
2.	一種用於自動收貨櫃與工業計算器通信的方法	Our Company	PRC	ZL 2013 1 0495741.7	October 21, 2013	October 21, 2033
3.	一種具有RFID掃描器的用於控制售貨櫃的主控機	Our Company	PRC	ZL 2013 2 0598253.4	September 26, 2013	September 26, 2023
4.	一種具有二維碼模塊的自動售貨機	Our Company	PRC	ZL 2013 2 0635619.0	October 15, 2013	October 15, 2023
5.	一種實現閃付的用於控制售貨櫃的主控機	Our Company	PRC	ZL 2013 2 0636116.5	October 15, 2013	October 15, 2023
6.	一種具有遠程打印模塊的自動售貨機	Our Company	PRC	ZL 2013 2 0638938.7	October 16, 2013	October 16, 2023
7.	一種具有自動修復裝置的自動售貨機	Our Company	PRC	ZL 2013 2 0655963.6	October 23, 2013	October 23, 2023
8.	一種具有人臉識別模塊的自動售貨機	Our Company	PRC	ZL 2013 2 0853667.7	December 23, 2013	December 23, 2023
9.	自動售貨機	Our Company	PRC	ZL 2013 3 0594549.4	December 3, 2013	December 3, 2023
10.	自動售貨機	Our Company	PRC	ZL 2013 3 0595408.4	December 3, 2013	December 3, 2023
11.	自動售貨機	Our Company	PRC	ZL 2013 3 0595624.9	December 3, 2013	December 3, 2023
12.	一種具有體感模塊的自動售貨機	Our Company	PRC	ZL 2014 2 0205912.8	April 25, 2014	April 25, 2024
13.	自動售貨機(5)	Our Company	PRC	ZL 2014 3 0128727.9	May 13, 2014	May 13, 2024
14.	自動售貨機(6)	Our Company	PRC	ZL 2014 3 0128728.3	May 13, 2014	May 13, 2024
15.	自動售貨機(7)	Our Company	PRC	ZL 2014 3 0128829.0	May 13, 2014	May 13, 2024
16.	自動售貨機(2)	Our Company	PRC	ZL 2014 3 0129079.9	May 13, 2014	May 13, 2024
17.	自動售貨機(8)	Our Company	PRC	ZL 2014 3 0460722.6	November 20, 2014	November 20, 2024
18.	自動售賣機(64門型)	Youbao Anglai	PRC	ZL 2014 3 0460623.8	November 20, 2014	November 20, 2024

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No.	Patent name	Registered owner	Place of registration	Registration number	Registration date	Expiry date
19.	自動售賣機(40門型)	Youbao Anglai	PRC	ZL 2014 3 0460656.2	November 20, 2014	November 20, 2024
20.	一種具有二維碼顯示裝置的自動售貨機	Our Company	PRC	ZL 2015 2 0040662.1	January 21, 2015	January 21, 2025
21.	茶几式便利櫃	Shenzhen Youbaokesi	PRC	ZL 2015 1 1028164.6	December 31, 2015	December 31, 2035
22.	手機智能回收機	Our Company	PRC	ZL 2016 2 1491524.6	December 29, 2016	December 29, 2026
23.	手機智能回收機	Our Company	PRC	ZL 2016 3 0662214.5	December 31, 2016	December 31, 2026
24.	一種袋式榨汁機及其榨汁方法	Our Company	PRC	ZL 2017 1 0058672.1	January 23, 2017	January 23, 2037
25.	基於升降式手機裝載箱的回收方法和手機自動回收終端	Shenzhen Youbaokesi	PRC	ZL 2017 1 0115734.8	February 28, 2017	February 28, 2037
26.	手機裝載箱提醒方法與手機自動回收終端	Shenzhen Youbaokesi	PRC	ZL 2017 1 0115861.8	February 28, 2017	February 28, 2037
27.	自動售貨裝置	Our Company	PRC	ZL 2017 2 0558908.3	May 18, 2017	May 18, 2027
28.	取貨裝置及自助椰子機	Shenzhen Youbaokesi	PRC	ZL 2017 2 0840676.0	July 11, 2017	July 11, 2027
29.	自動售貨機	Shenzhen Youbaokesi	PRC	ZL 2017 3 0556584.5	November 13, 2017	November 13, 2027
30.	自動售貨機	Shenzhen Youbaokesi	PRC	ZL 2017 3 0556583.0	November 13, 2017	November 13, 2027
31.	自助售貨機的補貨方法、裝置、存儲介質和計算機設備	Shenzhen Youbaokesi	PRC	ZL 2017 1 1491745.2	December 30, 2017	December 30, 2037
32.	一種自動售賣機	Our Company and Shenzhen Shidaozhong Chuangxin Technology Co., Ltd.	PRC	ZL 2018 2 0438810.9	March 29, 2018	March 29, 2028
33.	自動售賣機	Our Company	PRC	ZL 2018 2 1293706.1	August 10, 2018	August 10, 2028
34.	自動售賣機	Shenzhen Youbaokesi	PRC	ZL 2018 2 14174089	August 30, 2018	August 30, 2028
35.	自動售賣機	Shenzhen Youbaokesi	PRC	ZL 2018 2 16213105	September 30, 2018	September 30, 2028

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36.	一體式格間組件和自動售貨機	Shenzhen Youbaokesi	PRC	ZL 2018 2 16239618	September 30, 2018	September 30, 2028
37.	防水防蟲售賣展示格間和自動售貨機	Shenzhen Youbaokesi	PRC	ZL 2018 2 16240437	September 30, 2018	September 30, 2028
38.	刷臉模塊(二代)	Our Company	PRC	ZL 2018 3 0721888.7	December 12, 2018	December 12, 2028
39.	攝像模組結構	Our Company	PRC	ZL 2019 2 0290956.8	March 7, 2019	March 7, 2029
40.	刷臉支付智能貨櫃	Our Company	PRC	ZL 2019 3 0198268.4	April 26, 2019	April 26, 2029
41.	自動售貨櫃	Our Company	PRC	ZL 2019 2 09476986	June 21, 2019	June 21, 2029
42.	一種貨櫃	Shenzhen Youbaokesi	PRC	ZL 2019 2 16676402	September 30, 2019	September 30, 2029
43.	售貨機備貨系統	Our Company	PRC	ZL 2019 2 20813794	November 27, 2019	November 27, 2029
44.	貨道支架、貨櫃和售貨機	Our Company	PRC	ZL 2020 2 01366622	January 21, 2020	January 21, 2030
45.	貨物支架和貨櫃	Our Company	PRC	ZL 2020 2 01366618	January 21, 2020	January 21, 2030
46.	框架(友唱娛樂機)	Xiamen Technology	PRC	ZL 2016 3 0445787.2	August 30, 2016	August 30, 2026
47.	帶圖形用戶界面的點唱機(友唱MBAR)	Xiamen Technology	PRC	ZL 2016 3 0556678.8	November 16, 2016	November 16, 2026
48.	錄音練歌吧(友唱2.0)	Xiamen Technology	PRC	ZL 2017 3 0017666.2	January 17, 2017	January 17, 2027
49.	基於話筒的語音點播系統	Xiamen Technology	PRC	ZL 2017 2 0937852.2	July 31, 2017	July 31, 2027
50.	膠囊咖啡機(U0)	Shenzhen Youka	PRC	ZL 2018 3 0533485.X	September 21, 2018	September 21, 2028
51.	自助膠囊咖啡機(U1)	Shenzhen Youka	PRC	ZL 2019 3 0127390.2	March 26, 2019	March 26, 2029
52.	商品派發管理方法及設備和計算機可讀存儲介質	Shenzhen Youbaokesi	PRC	ZL 2019 1 0853541.1	September 10, 2019	September 10, 2039

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(c) Copyrights

As of the Latest Practicable Date, we have registered the following copyrights which are material in relation to our business:

(i) Software (軟件)

No.	Copyright	Version	Owner	Registration number	Registration date	Place of registration
1.	CRM客戶管理系統	1.0	Our Company	2013SR065687	July 15, 2013	PRC
2.	一對一空開機端系統	1.0	Our Company	2019SR0276160	March 25, 2019	PRC
3.	企業數據統計和分析軟件	1.0	Our Company	2015SR260195	December 15, 2015	PRC
4.	友寶售貨機人臉識別系統	1.0	Our Company	2016SR350232	December 2, 2016	PRC
5.	友寶售貨機終端購買系統	1.0	Our Company	2016SR350228	December 2, 2016	PRC
6.	友寶商家服務平台	1.0	Our Company	2019SR0852984	August 16, 2019	PRC
7.	友寶物聯連接管理平台	1.0	Our Company	2019SR1147712	November 13, 2019	PRC
8.	多媒體廣告管理平台系統	1.0	Our Company	2018SR218893	March 29, 2018	PRC
9.	貨櫃數據運營平台	1.0	Our Company	2021SR0820302	June 2, 2021	PRC
10.	友寶商家服務平台	2.0	Our Company	2021SR0815174	June 2, 2021	PRC
11.	智能商品推薦系統	1.0	Our Company	2018SR218923	March 29, 2018	PRC
12.	友寶支付管理系統	1.0	Youbao Anglai	2013SR069967	July 20, 2013	PRC
13.	售貨機控制軟件	1.0	Youbao Anglai	2013SR071517	July 23, 2013	PRC
14.	飲料售貨機系統	1.0	Youbao Anglai	2013SR071915	July 23, 2013	PRC
15.	友寶客服後台管理系統	1.1	Youbao Anglai	2014SR150307	October 11, 2014	PRC
16.	友寶運營客戶端管理系統	1.0	Youbao Anglai	2014SR150840	October 11, 2014	PRC
17.	友寶運營客戶端軟件	1.0	Youbao Anglai	2014SR150856	October 11, 2014	PRC
18.	售貨機基礎服務平台	2.0	Youbao Anglai	2015SR237225	November 30, 2015	PRC
19.	售貨機管理平台	2.0	Youbao Anglai	2015SR236804	November 30, 2015	PRC
20.	基於ARM架構的自動售貨機 工控系統	2.0	Youbao Anglai	2015SR236809	November 30, 2015	PRC
21.	在線應用平台	1.0	Youbao Anglai	2017SR334512	June 30, 2017	PRC
22.	獨立櫃控制系統	1.0	Youbao Anglai	2017SR080986	March 16, 2017	PRC
23.	支付中心系統	1.0	Youbao Anglai	2018SR218901	March 29, 2018	PRC
24.	支付中心系統	2.0	Youbao Anglai	2019SR0840253	August 13, 2019	PRC
25.	獨立櫃控制系統	2.0	Youbao Anglai	2019SR0840241	August 13, 2019	PRC
26.	IPVOD	3.0	Xiamen Technology	2000SR2398	November 20, 2000	PRC
27.	前沿IPVOD視頻服務系統	4.0	Xiamen Technology	2005SR12067	October 12, 2005	PRC
28.	前沿IPVOD視頻服務系統	5.0	Xiamen Technology	2009SR052089	November 9, 2009	PRC
29.	前沿娛樂管理系統	1.0	Xiamen Technology	2009SR052088	November 9, 2009	PRC
30.	咖啡機服務器系統	1.32	Shenzhen Youka	2018SR762139	September 19, 2018	PRC

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No.	Copyright	Version	Owner	Registration number	Registration date	Place of registration
31.	咖啡機管理系統	1.19	Shenzhen Youka	2018SR759573	September 18, 2018	PRC
32.	咖啡機運維工單系統	1.8	Shenzhen Youka	2018SR811360	October 11, 2018	PRC
33.	智能現磨咖啡機製作售賣軟件	1.1.1.2	Shenzhen Youka	2018SR579135	July 24, 2018	PRC
34.	友寶便利櫃管理系統 (簡稱:便利櫃管理系統)	2.1	Shenzhen Youbaokesi	2016SR147413	June 20, 2016	PRC
35.	售貨機點位管理系統 (簡稱:點位管理系統)	2.1	Shenzhen Youbaokesi	2016SR147391	June 20, 2016	PRC
36.	友寶客戶管理系統 (簡稱:客戶管理系統)	2.2	Shenzhen Youbaokesi	2016SR147400	June 20, 2016	PRC
37.	售貨機管理系統	1.0	Shenzhen Youbaokesi	2017SR429243	August 7, 2017	PRC
38.	商品流向管理系統 (簡稱:商品流向管理)	1.0	Shenzhen Youbaokesi	2018SR218116	March 29, 2018	PRC
39.	友寶數據平台	1.0	Shenzhen Youbaokesi	2019SR0308343	April 8, 2019	PRC
40.	友吧客APP系統	1.0	Shenzhen Youbaokesi	2019SR1104119	October 31, 2019	PRC
41.	智能設備終端平台系統 (簡稱:智能終端平台)	1.0	Shenzhen Youbaokesi	2021SR0803013	May 31, 2021	PRC

(d) Domain Names

As of the Latest Practicable Date, we have registered the following domain names which are material in relation to our business:

No.	Domain name	Registrant	Registration date	Expiry date
1.	ipktv.com	Our Company	June 20, 2003	June 20, 2024
2.	uboxol.com	Our Company	July 12, 2011	July 12, 2026
3.	uparty.cn	Our Company	August 6, 2014	August 6, 2027
4.	uboxcdn.cn	Shenzhen Youbaokesi	June 24, 2015	June 24, 2028
5.	uboxcdn.com	Shenzhen Youbaokesi	February 26, 2015	February 26, 2027
6.	uboxwx.com	Shenzhen Youbaokesi	February 26, 2015	February 26, 2027
7.	ubox-wx.com	Shenzhen Youbaokesi	February 26, 2015	February 26, 2027
8.	3woa.cn	Xiamen Technology	February 4, 2013	February 4, 2028
9.	3woa.com	Xiamen Technology	February 4, 2013	February 4, 2028
10.	ipktv-promotions.cn	Xiamen Technology	November 4, 2020	November 4, 2023
11.	ipvod.com	Xiamen Technology	October 5, 1999	October 5, 2031
12.	qy-music.cn	Xiamen Technology	April 5, 2017	April 5, 2027
13.	ucmbar.com	Xiamen Technology	August 26, 2016	August 26, 2027
14.	youcoffee.com.cn	Shenzhen Youka	March 6, 2017	March 6, 2030
15.	Ubox360buy.com	Youbao Anglai	August 23, 2021	August 23, 2031

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Save as aforesaid, as at the Latest Practicable Date, there were no other intellectual property rights which were material in relation to our Group’s business.

C. FURTHER INFORMATION ABOUT OUR DIRECTORS, SUPERVISORS AND SUBSTANTIAL SHAREHOLDERS

1. Disclosure of Interests

(a) Interests of our Directors, Supervisors and the Chief Executive of Our Company

Immediately following the completion of the [REDACTED] and Conversion of Unlisted Shares into H Shares (assuming the [REDACTED] is not exercised), the interests and/or short positions (as applicable) of the Directors, Supervisors and the chief executive of the Company (other than Mr. Wang and Mr. Chen, whose interests in the Company have been disclosed in the “Substantial Shareholders” section) in the Shares, underlying Shares and debentures of the Company and any interests and/or short positions (as applicable) in shares, underlying Shares or debentures of any of the Company’s associated corporations (within the meaning of Part XV of the SFO) which (1) will have 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 interests and/or short positions (as applicable) which they are taken or deemed to have under such provisions of the SFO), (2) will be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein or (3) will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Hong Kong Listing Rules, to be notified to the Company and the Hong Kong Stock Exchange, in each case once the Shares are [REDACTED] on the Hong Kong Stock Exchange, will be as follows:

(i) Interest in our Company

Name of Director, Supervisor or Chief Executive	Nature of Interest	Class of Shares	Number of Shares Held or Interested	Number of outstanding options granted	Approximate Percentage of Shareholding in the Relevant Class of Shares	Approximate Percentage of Shareholding in the Total Issued Share Capital ^(Note 2)
Ms. Cui Yan	Beneficial owner	H Shares	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
	Beneficial owner	Unlisted Shares	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Mr. Huang Ronghui	Beneficial owner	H Shares	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
	Beneficial owner	Unlisted Shares	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

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Notes:

1. All interests stated are long positions.
2. The calculation is based on the total number of [REDACTED] Shares in issue immediately following the completion of the Conversion of Unlisted Shares into H Shares and the [REDACTED] and without taking into account any Shares which may be issued pursuant to the exercise of the [REDACTED] and any Shares that may be issued pursuant to the exercise of options which were granted under the Pre-[REDACTED] Incentive Scheme.

(b) *Interests of the Substantial Shareholders*

For information on the persons who will, immediately following the completion of the [REDACTED] and Conversion of Unlisted Shares into H Shares without taking into account any Shares which may be issued pursuant to the exercise of the [REDACTED] and the exercise of any options which may be granted pursuant to the Pre-[REDACTED] Incentive Scheme, 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 and/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 our Company, see “Substantial Shareholders.”

(c) *Interests in Other Members of our Group*

So far as our Directors are aware, as of the Latest Practicable Date, the following persons (excluding us) are directly or indirectly 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 our Company or any of our subsidiaries:

Name of subsidiary	Name of shareholder	Approximate % of interest
Shenzhen Youbaohui Advertising Media Co., Ltd. (深圳友寶惠廣告傳媒有限公司)	Diao Duanlin (刁端林)	30%
Shenzhen Youka Technology Co., Ltd. (深圳市友咖科技有限公司)	Ji Bin (季斌)	16.7567%
Sichuan Youlin Kesi Technology Co., Ltd. (四川友鄰科斯科技有限公司)	Chengdu Lancaixuri Trading Co., Ltd. (成都市蘭彩旭日商貿有限公司)	49%

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Name of subsidiary	Name of shareholder	Approximate % of interest
Shenzhen Youfu Sharing Trading Co., Ltd. (深圳友富同享商貿有限公司)	Guangzhou Fuyu Intelligent Technology Co., Ltd (廣州富宏智能科技有限公司)	49%
Foshan Youhemei Technology Co., Ltd. (佛山市友和美科技有限公司)	Foshan Hemeizhike Technology Co., Ltd. (佛山合美智科技有限公司)	30%
Foshan Youhemei Technology Co., Ltd. (佛山市友和美科技有限公司)	Shao Lin (邵林)	19%
Shenzhen Youbao Online Technology Co., Ltd. (深圳市優寶在線科技有限公司)	Gongqingcheng Tongyao Industrial Partnership (Limited Partnership) (共青城通耀實業合夥企業(有限合夥))	16%
Shenzhen Youbao Online Technology Co., Ltd. (深圳市優寶在線科技有限公司)	Wu Mingjie (吳名傑)	14%
Shenzhen Youbao Online Technology Co., Ltd. (深圳市優寶在線科技有限公司)	Yang Ling (楊凌)	13%
Shenzhen Youbao Online Technology Co., Ltd. (深圳市優寶在線科技有限公司)	Cao Shuang (曹爽)	12%
Shenzhen Youbao Online Technology Co., Ltd. (深圳市優寶在線科技有限公司)	Guangdong Youyou Internet Technology Co., Ltd. (廣東優友網絡科技有限公司)	10%
Shenzhen Youye Technology Co., Ltd (深圳友椰科技有限公司)	Lai Hang (賴航)	41%
Shenzhen Youye Technology Co., Ltd (深圳友椰科技有限公司)	Shenzhen Baihang Management Advisory Partnership (Limited Partnership) (深圳市佰航管理諮詢合夥企業(有限合夥))	14.8%

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2. Directors’ and Supervisors’ Service Contracts and Letters of Appointment

We [have entered] into a contract with each of our Directors and Supervisors. The principal particulars of these service contracts include (i) the term of service, and (ii) are subject to termination in accordance with their respective term. The service contracts may be renewed in accordance with our Articles of Association and the applicable Listing Rules.

Save as disclosed above, none of the Directors or Supervisors has entered into any service contracts as a director or supervisor with any member of the Group (excluding contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation)).

3. Remuneration of Directors and Supervisors

The aggregate remuneration (including fees, salaries, contributions to pension schemes, housing allowances and other allowances and benefits in kind and discretionary bonuses) paid to our Directors and Supervisors in 2019, 2020, 2021, 2022 and the six months ended June 30, 2023 was approximately RMB5.5 million, RMB162.9 million, RMB4.6 million, RMB4.2 million and RMB36.2 million, respectively.

Save as disclosed above, no other payments have been made or are payable, in 2019, 2020, 2021, 2022 and the six months ended June 30, 2023, by any of member of the Group to any of our Directors or Supervisors.

Under the arrangements currently in force, save as the options in relation to not more than 37,862,946 Domestic Shares the Company expect to grant under the Pre-[REDACTED] Incentive Scheme, we estimate the aggregate remuneration, excluding discretionary bonus, of our Directors and Supervisors for the year ending December 31, 2023 to be approximately RMB4.5 million.

4. Directors’ Competing Interests

None of our Directors are interested in any business apart from our Group’s business which competes or is likely to compete, directly or indirectly, with the business of our Group.

5. Disclaimers

Save as disclosed in this Appendix and in sections headed “Directors, Supervisors and Senior Management” and “Substantial Shareholders” in this document:

- (a) none of our Directors or Supervisors or chief executive of our Company has any interests or short positions in the shares, underlying shares and debentures of our Company or our associated corporations (within the meaning of Part XV of the SFO) which will be required to be notified to our Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests

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or short positions which he is taken or deemed to have taken 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 in that section, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers, to be notified to our Company and the Hong Kong Stock Exchange, once the Shares are [REDACTED] on the Hong Kong Stock Exchange. For this purpose, the relevant provisions of the SFO will be interpreted as if they applied to the Supervisors;

- (b) so far as is known to any Director or Supervisors or chief executive of our Company, no person has an interest or short position in the Shares and underlying Shares which would fall to be disclosed to our Company and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or is, directly or indirectly, 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;
- (c) none of our Directors or Supervisors nor any of the persons listed in “Other Information – Qualification of Experts” below is interested in the promotion of, or in any assets which have been, within the two years immediately preceding the issue of this document, acquired or disposed of by or leased to any member of our Group, or are proposed to be acquired or disposed of by or leased to any member of our Group;
- (d) none of our Directors or Supervisors nor any of the persons listed in “Other Information – Qualification of Experts” below is materially interested in any contract or arrangement with our Group subsisting at the date of this document which is unusual in its nature or conditions or which is significant in relation to the business of our Group as a whole;
- (e) save in connection with [REDACTED], none of the persons listed in “– E. Other Information – 5. Qualification of Experts” below has any shareholding in any member of our Group or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group;
- (f) none of our Directors or Supervisors has entered or has proposed to enter into any service agreements with our Company or any member of our Group (other than contracts expiring or determinable by the employer within one year without payment of compensation other than statutory compensation); and
- (g) save as contemplated under the [REDACTED], none of our Directors or Supervisors or their respective associates (as defined under the Hong Kong Listing Rules), or Shareholders who are interested in more than 5% of the issued share capital of our Company has any interest in our Company’s five largest customers and five largest suppliers.

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D. SHARE INCENTIVE SCHEME

1. Pre-[REDACTED] Incentive Scheme

The following is a summary of the principal terms of the Pre-[REDACTED] Incentive Scheme approved and adopted by our then Shareholders on May 31, 2021 (the “**Adoption Date**”). The purpose of the Pre-[REDACTED] Incentive Scheme is to further refine the incentive system of our Company by linking the personal interests of our officers, directors and employees, and to attract technical and managerial talents in the industry to join our Company.

(a) Who may participate

The scope of the eligible participants (“**Eligible Participants**”) is determined, having taken into account the actual situation of the Company, in accordance with the Company Law, the Securities Law, other relevant laws, regulations and regulatory documents and the Articles of Association.

The Participants include senior management, key technical personnel, other personnel of our Company approved by the Board, or other personnel who have direct impact on the overall results and continuous development of our Company and our subsidiaries, and the aforesaid Participants shall have worked for our Company or our subsidiaries or branches for at least three years and shall not include independent directors and supervisors of our Company.

(b) Grant of Options

An option (“**Option**”) shall be granted to an Eligible Participant by signing an option award agreement (the “**Option Agreement**”) with the Company, specifying the number of shares and any other terms and conditions (including, without limitation, any attainment of performance milestones upon which the exercise of the option shall be conditional) on which it is granted. The Option Agreement shall serve as evidence of the grant of the Option to the Eligible Participant (the “**Grantee**”), and all Options shall be granted and vested in accordance with the terms of the rules of the Pre-[REDACTED] Incentive Scheme.

(c) Maximum number of Shares in respect of which Options may be granted

The maximum aggregate number of underlying Shares which may be issued upon exercise of all Options is 37,862,946 Unlisted Shares. Such maximum number of Shares will be adjusted in the event of any alteration in the capital structure of our Company whilst any Option remains exercisable, to proportionally reflect any capitalization of profits or reserves, rights issue, sub-division, or consolidation of shares or reduction of share capital of our Company.

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(d) Exercise price

Subject to the rules of the Pre-[REDACTED] Incentive Scheme, the exercise price in respect of any Options granted shall be RMB1.99.

(e) Duration of the Pre-[REDACTED] Incentive Scheme

The Pre-[REDACTED] Incentive Scheme shall be valid and effective for the period of time commencing from the date of grant of Options (the “**Effective Date**”) and expiring on the day when all Options granted under the Pre-[REDACTED] Incentive Scheme is exercised or cancelled, and shall in any event no later than the date which is ten years after the Effective Date. No Options may be granted from the [REDACTED].

(f) Vesting and Exercise of Options

The Options shall not be exercised before the [REDACTED]. Subject to satisfaction of the relevant conditions of exercise, the Options shall be exercisable after the [REDACTED] in three batches and in accordance with the following arrangement:

Exercise period	Duration	Proportion of exercisable Share Options to the total number of Share Options granted
Exercise period in respect of the first batch of the Options	For a period of 12 months commencing on the later of: (i) first trading day after the expiration of the 12-month period from the date of grant and (ii) the [REDACTED] (the “ First Exercise Date ”)	40%
Exercise period in respect of the second batch of the Options	Commencing on the first trading day after the expiration of the 12-month period from the First Exercise Date and ending on the last trading day of the 24-month period from the First Exercise Date	30%

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Exercise period	Duration	Proportion of exercisable Share Options to the total number of Share Options granted
Exercise period in respect of the third batch of the Options	Commencing on the first trading day after the expiration of the 24-month period from the First Exercise Date and ending on the last trading day of the 36-month period from the First Exercise Date	30%

If the relevant conditions of exercise in respect of the relevant exercise period are not fulfilled, the relevant batch of the Options shall not be exercised or become exercisable in the next exercise period, and shall be cancelled by the Company.

(g) Lock-up

The Unlisted Shares to be issued to the Grantees pursuant to the exercise of the Options are subject to lock-up restrictions in accordance with Company Law, the Securities Law and other relevant laws and regulations and the Articles of Association, in particular, where the Grantee is a Director, supervisor or a member of the senior management of our Company, the number of Shares which may be transferred by the Grantee each year during his/her tenure of office shall not exceed 25% of the total number of the Shares held by him/her, and the Grantee shall not transfer any Shares held by him/her within (x) one year from the [REDACTED] and (y) six months after his/her resignation from the positions held in our Group.

(h) Ranking of the Shares

The Unlisted Shares to be allotted and issued upon the exercise of an Option will be subject to the provisions of the Articles of Association and will entitle the holders to participate in all dividends or other distributions paid or made on or after the date of exercise of the Option subject to the rules of the Pre-[REDACTED] Incentive Scheme.

(i) Transfer of Options

After exercising the right and subscribing the shares of the Company after the [REDACTED], the Grantee can obtain the proceeds through secondary market reduction after the expiration of the lock-up period, which is subject to the prerequisites stipulated the Pre-[REDACTED] Incentive Scheme.

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(j) Arrangements for Special Circumstances the Pre-[REDACTED] Incentive Scheme

In the event that the Grantee retires, dies (naturally or due to injuries sustained from work) or became incapacitated, all his/her Options which are exercisable but not yet exercised shall remain exercisable and shall be exercised within three months after the occurrence of such circumstance(s), and his/her Share Options which are not exercisable shall be cancelled.

(k) Alteration of the Pre-[REDACTED] Incentive Scheme

The Board may in special circumstances amend the Pre-[REDACTED] Incentive Scheme provided, however, that our Company shall comply with all necessary approval, registration and filing requirements and make relevant disclosures in accordance with all applicable laws and regulations.

(l) Outstanding Options granted under the Pre-[REDACTED] Incentive Scheme

As of the Latest Practicable Date, Options to subscribe for a total of 37,750,000 Unlisted Shares, representing approximately [REDACTED] of the total issued share capital of our Company immediately after completion of the Conversion of Unlisted Shares into H Shares and the [REDACTED] (assuming the [REDACTED] is not exercised and the Options granted have not been exercised and remain outstanding) have been granted to 27 Grantees under the Pre-[REDACTED] Incentive Scheme. Assuming full vesting and exercise of the outstanding Options, the shareholding percentage of our Shareholders immediately following the [REDACTED] would be diluted by approximately [REDACTED] as calculated based on [REDACTED] Shares then in issue (assuming the [REDACTED] is not exercised). The Company will not grant further Options under the Pre-[REDACTED] Incentive Scheme after the [REDACTED].

The table below sets out the details of options granted to the connected persons and key employees of our Group under the Pre-[REDACTED] Incentive Scheme:

Name of Grantee	Address	Relationship with the Group/Positions Held in Our Company	Date of Grant	Total Number of Shares Underlying the Options Granted	Vesting Period ^(Note 1)	Exercise Price (RMB)	Approximate Percentage of Shareholding in the Total Issued Share Capital ^(Note 2)
<i>Connected person</i>							
Mr. Wang Bin	Unit C15, Chunshui'an Townhouse, Overseas Chinese Town, Nanshan District, Shenzhen, PRC	Chairman of our Board, chief executive officer and executive Director of our Company and director and general manager of our subsidiary	January 10, 2023	15,000,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]

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Name of Grantee	Address	Relationship with the Group/Positions Held in Our Company	Date of Grant	Total Number of Shares Underlying the Options Granted	Vesting Period ^(Note 1)	Exercise Price (RMB)	Approximate Percentage of Shareholding in the Total Issued Share Capital ^(Note 2)
Mr. Chen Kunrong	Unit 8B, 2nd Floor, Block 4, Bolin Tianrui, No. 4088 Liuxian Avenue, Shenzhen, PRC	President and executive Director of our Company and director, general manager and supervisor of our subsidiaries	January 10, 2023	6,000,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Ms. Cui Yan	Room 1912, Block C, Building 1, Fanhai City Plaza, Nanshan District, Shenzhen, PRC	Executive Director, deputy general manager and a joint company secretary of our Company and supervisor of our subsidiaries	January 10, 2023	4,700,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Huang Heming	Room 301, Unit B1, Building 314, District 3, Wangjing West Park, Chaoyang District, Beijing	Vice president of our Company and director, general manager and supervisor of our subsidiaries	January 10, 2023	1,550,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Huang Ronghui	No. 17-601, Moon Bay Park, Lane 288 Chengfeng Road, Chuansha Town, Pudong New Area, Shanghai, PRC	Assistant to chief operating officer and supervisor of our Company and director and general manager of our subsidiary	January 10, 2023	400,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Ms. Cheng Ling	Room 11A, Building 4, Phase I, Haiyin Great Wall, Nanshan District, Shenzhen	Chief officer of our Company and supervisor of our subsidiaries	January 10, 2023	300,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. You Dong	Room 402, No. 12 Hengshan Yili, Houxi Town, Jimei District, Xiamen, Fujian Province	Regional marketing manager of our Company and director and general manager of our subsidiary	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Ou Zuoqiang	Room 202, Floor 2, Building 8, Times Bund, No. 400, Shaxi Avenue, Panyu District, Guangzhou	Regional marketing manager of our Company and director and general manager of our subsidiary	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]

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Name of Grantee	Address	Relationship with the Group/Positions Held in Our Company	Date of Grant	Total Number of Shares Underlying the Options Granted	Vesting Period ^(Note 1)	Exercise Price (RMB)	Approximate Percentage of Shareholding in the Total Issued Share Capital ^(Note 2)
Mr. Zhu Ji	Room 302, No. 35 Lane 111, West Guilin Street, Xuhui District, Shanghai	Vice president of our Company and supervisor of our subsidiary	January 10, 2023	200,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Ms. Lai Xianmei	Room 403, No. 69, Lane 645, Fengshun Road, Minhang District, Shanghai	General manager of our Company and director and supervisor of our subsidiaries	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Ms. Li Shuhua	Room 2001, No. 18 Yihe Shengshi Fifth Street, Huadou District, Guangzhou	General manager of our Company and supervisor of our subsidiaries	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Ms. Shen Xuebin	Room 19-3103, Lijing Harbour, No. 88 Tongxing East Road, Yongquan, Wenjiang District, Chengdu	General manager of our Company and director, general manager and supervisor of our subsidiaries	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. He Bensheng	Room 1001, Unit 2, Flat 30, Mingjing Mansion, Capital City, Xinzhuang Town, Jinnan District, Tianjin	General manager of our Company and director and general manager of our subsidiary	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Ms. Zhou Hongxing	Room 1703, Block 41, Phase 1, Xinchengzhi Plaza, Jimei District, Xiamen	General manager of our Company and supervisor of our subsidiary	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
<i>Key Employee</i>							
Mr. Wang Ge	E1003, Meijia Plaza, Nanshan District, Shenzhen	Chief financial officer of our Company and a member of our senior management	January 10, 2023	4,700,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Chao Hua	Room 405, Building C, Xinghe Zhihui, No. 1 Yinhai Street, Yuanshan Street, Longgang District, Shenzhen	deputy general manager of our Group and a member of our senior management	January 10, 2023	800,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]

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Name of Grantee	Address	Relationship with the Group/Positions Held in Our Company	Date of Grant	Total Number of Shares Underlying the Options Granted	Vesting Period ^(Note 1)	Exercise Price (RMB)	Approximate Percentage of Shareholding in the Total Issued Share Capital ^(Note 2)
Mr. Li Xuebing	Room 27A, Block 6, Phase 1, The Peninsula, No. 1, Jinshiji Road, Shekou Street, Nanshan District, Shenzhen	Chief officer and marketing manager of our Group	January 10, 2023	800,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Li Ping	Room 18A, Building J, Baoneng City Garden, Tanglang Community, Taoyuan Street, Nanshan District, Shenzhen	General manager of our Group	January 10, 2023	800,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Guo Yonglin	Room 27B, Building 2, Bolin Tianrui, Nanshan District, Shenzhen	General manager of our Group	January 10, 2023	700,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Ms. Qi Bailing	Room 1706, Building B, Fengjingju, Guifangyuan, Nanwan Street, Longgang District, Shenzhen	Chief officer of our Group	January 10, 2023	300,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Ms. Zhou Chuanjiao	C802, Xicheng Yazhu, Xincheng Street, Baoan District, Shenzhen	Chief officer of our Group and general partner of Shenzhen Youhui	January 10, 2023	400,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Yao Sida	Room 1305, Block B, Hongzhou Xindu, Nanshan District, Shenzhen	Deputy chief officer of our Group	January 10, 2023	500,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Gu Xiufu	Room 1003, Building 10, Hefeng Xihua Yayuan, No. 33, Qunli Road, Loufeng Street, Suzhou Industrial Park	Regional marketing manager of our Group	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]

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Name of Grantee	Address	Relationship with the Group/Positions Held in Our Company	Date of Grant	Total Number of Shares Underlying the Options Granted	Vesting Period ^(Note 1)	Exercise Price (RMB)	Approximate Percentage of Shareholding in the Total Issued Share Capital ^(Note 2)
Mr. Du Jinning	Room 1103, Unit 2, Building 2, Phase I, Jinxiu Mansion, No. 19 East Paotai Street, Nanjing City, Jiangsu Province	Regional marketing manager of our Group	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Long Xiangxin	Room 104, Unit 2, Building 3, Qinghe New Town, Haidian District, Beijing	Regional marketing manager of our Group	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Wan Yi	Room 1801, No. 2515, Pudong Avenue, Shanghai	Regional marketing manager of our Group	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Mr. Zong Jun	Room 1907, Building 24, Zhangpuyu Garden, Zhangpu Town	General manager of our Group	January 10, 2023	50,000	3 years from the First Exercise Date	1.99 per Share	[REDACTED]
Total				37,750,000			[REDACTED]

Notes:

- 40%, 30% and 30% of the total numbers of the Options granted shall vest on the first, second, and third anniversary of the date commencing on the later of (i) first trading day after the expiration of the 12-month period from the date of grant and (ii) the [REDACTED] (the “**First Exercise Date**”). For further details, see “— D. Share Incentive Scheme — 1. Pre-[REDACTED] Incentive Scheme — (f) Vesting and Exercise of Options” in this section.
- The calculation on the total number of [REDACTED] Shares in issue immediately following the completion of the Conversion of Unlisted Shares into H Shares and the [REDACTED] and without taking into account any Shares which may be issued pursuant to the exercise of the [REDACTED] and any Shares that may be issued pursuant to the exercise of options which have been granted under the Pre-[REDACTED] Incentive Scheme.

(m) General

The Pre-[REDACTED] Incentive Scheme is not subject to the provisions of Chapter 17 of the Listing Rules as it will not involve grant of options by us after [REDACTED].

2. 2020 Incentive Scheme

In 2020, our Company adopted the 2020 Incentive Scheme and established Shenzhen Youhui as platform to hold Shares for the option grantees under 2020 Incentive Scheme. The terms of the 2020 Incentive Scheme are not subject to the provisions of Chapter 17 of the Listing Rules as there are no outstanding options under the 2020 Incentive Scheme and no options will be granted by our Company after [REDACTED]. Given that all the underlying Shares had already been issued, there will not be any dilution effect to the issued Shares upon the vesting of the options under the 2020 Incentive Scheme. No further awards will be granted after [REDACTED].

The purpose of 2020 Incentive Scheme was to incentivize our management members and core employees to further promote our development and in recognition of their contributions.

Eligible participants of the 2020 Incentive Scheme include senior management, mid-level management and core business personnel of our Company. The number of option grantees under 2020 Incentive Scheme should not exceed 10% of the total number of employees of our Company.

The maximum number of Shares may be granted to option grantees shall be 22,438,106 Shares. Upon grant of the options, option grantees shall exercise their options during the one-month period from December 23, 2020. The grant price of such options was RMB0.10 per Share.

As of the Latest Practicable Date, options to acquire a total of 22,438,106 Shares were granted, pursuant to which each of Mr. Wang, Mr. Chen, Ms. Cui Yan (an executive Director) and Mr. Wang Ge (a senior management of our Group) was granted options to directly acquire 7,000,000 Shares, 4,000,000 Shares, 3,000,000 Shares and 3,000,000 Shares, respectively, while the remaining 5,438,106 Shares were held by Shenzhen Youhui. As at the Latest Practicable Date, there was no outstanding option granted under the 2020 Incentive Scheme and all options which were granted had been exercised.

Zhou Chuanjiao is currently the sole general partner of Shenzhen Youhui, and Shenzhou Youhui had 23 limited partners, all of whom were employees of our Group who had obtained their respective limited partnership interests as a result of exercising their options granted under the 2020 Incentive Scheme.

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The option grantees are not permitted to sell any Shares granted under the 2020 Incentive Scheme until the [REDACTED] and be further subject to the following lock-up periods depending on the rank of the employee in our Company:

- (a) For senior management option grantees:

Lock-up Duration	Proportion of Shares granted to the total number of Share granted
One year after [REDACTED]	40%
Two years after [REDACTED]	30%
Three years after [REDACTED]	30%

- (b) For mid-level management option grantees:

Lock-up Duration	Proportion of Shares granted to the total number of Share granted
One year after [REDACTED]	50%
Two years after [REDACTED]	50%

- (c) Shares held by core business personnel will not be subject to lock-up after [REDACTED].

E. OTHER INFORMATION

1. Estate duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Group.

2. Litigation

As of the Latest Practicable Date, no member of our Group was engaged in any litigation, arbitration or claim of material importance, and no litigation, arbitration or claim of material importance was known to our Directors to be pending or threatened by or against our Group, that would have a material adverse effect on its business, financial condition or results of operations.

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3. Joint Sponsors

The Joint Sponsors have made an application on behalf of our Company to the Listing Committee for the [REDACTED] of, and permission to deal in, the H Shares to be issued pursuant to the [REDACTED] (including the H Shares which may be issued pursuant to the exercise of the [REDACTED]) and the H Shares to be converted from the Unlisted Shares upon completion of the [REDACTED]. [All necessary arrangements have been made to enable our H Shares to be admitted into [REDACTED].]

Each of the Joint Sponsors satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Hong Kong Listing Rules.

The Joint Sponsors will receive an aggregate fee of US\$1.2 million for acting as the sponsors for the [REDACTED].

4. No Material Adverse Change

Our Directors confirm that there has been no material adverse change in the financial or trading position or prospects of our Group since June 30, 2023 (being the date to which the latest audited consolidated financial statements of our Group were prepared).

5. Qualification of Experts

The following are the qualifications of the experts (as defined under the Hong Kong Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance) who have given opinions or advice which are contained in this document:

Name	Qualification
China Securities (International) Corporate Finance Company Limited	Licensed corporation under the SFO to conduct type 1 (dealing in securities) and type 6 (advising on corporate finance) as defined under the SFO

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Name	Qualification
Huatai Financial Holdings (Hong Kong) Limited	Licensed corporation under the SFO to conduct type 1 (dealing in securities), type 2 (dealing in future contracts), type 4 (advising on securities), type 6 (advising on corporate finance), type 7 (providing automated trading services) and type 9 (asset management) as defined under the SFO
PricewaterhouseCoopers	Certified Public Accountants under Professional Accountants Ordinance (Chapter 50 of the Laws of Hong Kong) Registered Public Interest Entity Auditor under Accounting and Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong Kong)
Han Kun Law Offices	Legal advisors as to PRC Law
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Industry consultant

6. Consents of Experts

Each of the experts as referred to in “E. Other Information – 5. Qualification of Experts” in this Appendix has given and has not withdrawn their respective written consents to the issue of this document with the inclusion of their reports and/or letters and/or legal opinion (as the case may be) and references to their names included in the form and context in which it respectively appears.

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

7. Promoter

Our Company has no promoter for the purpose of the Hong Kong Listing Rules. Within the two years immediately preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given nor are any proposed to be paid, allotted or given to any promoters in connection with the [REDACTED] and the related transactions described in this document.

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8. Preliminary Expenses

The Company did not incur any preliminary expenses for the purpose of the Hong Kong Listing Rules.

9. Agency Fees or Commissions Paid or Payable

Save as disclosed in this document, no commissions, discounts, brokerages or other special terms have been granted in connection with the issue or sale of any capital of any member of our Group within two years immediately preceding the date of this document.

10. Binding Effect

This document shall have the effect, if an application is made in pursuance of this document, of rendering all persons concerned bound by all of the provisions (other than the penal provisions) of Sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance insofar as applicable.

11. Bilingual Document

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 (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

This document is written in the English language and contains a Chinese translation for information purpose only. Should there be any discrepancy between the English language of this document and the Chinese translation, the English language version of this document shall prevail.

12. Miscellaneous

- (a) Within the two years immediately preceding the date of this document:
 - (i) save as disclosed in “– Changes in the Share Capital of Our Company” and “– Changes in the Share Capital of Our Subsidiaries”, neither we nor any of our subsidiaries has issued or agreed to issue any share or loan capital fully or partly paid up either for cash or for a consideration other than cash;
 - (ii) no share or loan capital of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;
 - (iii) save as in connection with the [REDACTED], no commissions, discounts, brokerage or other special terms have been granted in connection with the issue or sale of any shares or loan capital of any member of our Group;

