

## DEFINITIONS

*In this Document, unless the context otherwise requires, the following terms and expressions have the meanings set forth below. Certain other terms are explained in the section headed “Glossary and Conventions” in this Document.*

“Acting in Concert Agreement”	On January 1, 2021, Mr. Zhang, Mr. Lu and Ms. Xiao entered into an acting in concert agreement, for details, see “Relationship with Our Controlling Shareholders”
“affiliate”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	the Accounting and Financial Reporting Council of Hong Kong
“AIC”	Administration of Industry & Commerce* (工商行政管理機關) of the PRC (now known as the Administration for Market Regulation* (市場監督管理局)) or, where the context so requires, the State Administration for Industry & Commerce of the PRC (中華人民共和國工商行政管理總局) or its delegated authority at the provincial, municipal or other local level
“American Express”	American Express Company, a globally integrated payments company, providing products and services globally to diverse customer groups through various channels
“Articles of Association” or “Articles”	the articles of association of our Company, as amended, which shall become effective on the [REDACTED], a summary of which is set out in Appendix VII to this Document
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Audit Committee”	the audit committee of the Board
“Board” or “Board of Directors”	the board of Directors of the Company
“Business Day”	a day on which banks in Hong Kong are generally open for normal business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong

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[REDACTED]

“CBIRC”	the China Banking and Insurance Regulatory Commission
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Operational Procedures”	the Operational Procedures of HKSCC in relation to CCASS, containing the practices, procedures and administrative requirements relating to operations and functions of CCASS, as from time to time in force
“China”, “Mainland China” or “PRC”	the People’s Republic of China which, for the purpose of this Document and for geographical reference only, excluding Hong Kong Special Administrative Region of the People’s Republic of China, Macau Special Administrative Region of the People’s Republic of China, and Taiwan Region
“Chuanglianzhixin”	Hangzhou Chuanglianzhixin Investment L.P. (杭州創連致新投資合夥企業(有限合夥)), a limited partnership established in the PRC on December 11, 2017, one of our Controlling Shareholders
“close associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company,” “our Company”, “the Company” or “Lianlian”	Lianlian DigiTech Co., Ltd. (連連數字科技股份有限公司), a limited liability company incorporated in the PRC on February 2, 2009 with the corporate name of Zhejiang Junbao Communication Technology Co., Ltd.* (浙江君寶通信科技有限公司) and the corporate name further changed into Lianlian Digital Technology Co., Ltd.* (連連數字科技有限公司) on March 28, 2017 and converted into a joint stock limited liability company on December 3, 2020

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“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“connected transaction(s)”	has the meaning ascribed thereto under the Listing Rules
“Contractual Arrangements”	a series of contractual arrangements entered into in Indonesia between Starlink and each of the Registered Shareholders in relation to their respective shareholding interests in PT ISR and PT BGR. See “Contractual Arrangements”
“Controlling Shareholder(s)”	meaning Mr. Zhang Zhengyu (章徵宇), Chuanglianzhixin, Mr. Lu Zhonglin (呂鐘霖) and Ms. Xiao Seqiu (肖瑟秋) who comprise a group of controlling shareholders (as defined in Listing Rules) of our Company. See “Relationship with our Controlling Shareholders” in this Document
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix C1 to the Listing Rules
“CSDC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)” or “our Director(s)”	the director(s) of our Company
“EIT”	enterprise income tax
“EIT Law”	Enterprise Income Tax Law of the PRC (中華人民共和國企業所得稅法)
	<p style="text-align: center;">[REDACTED]</p>
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong

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## DEFINITIONS

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[REDACTED]

“Group,” “our Group,” “we”  
or “us”

our Company and our subsidiaries (or our Company and any one or more of our subsidiaries, as the context may require)

[REDACTED]

“H Share(s)”

the ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which is/are to be subscribed for and [REDACTED] in HK dollars and to be [REDACTED] on the Hong Kong Stock Exchange

“HKSCC”

Hong Kong Securities Clearing Company Limited, a wholly- owned subsidiary of Hong Kong Exchanges and Clearing Limited

[REDACTED]

“HKSCC Nominees”

HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC

“HKSCC Participant”

a person admitted to participate in CCASS as a direct clearing participant, a general clearing participant, a custodian participant or an investor participant

“Hong Kong” or “HK”

the Hong Kong Special Administrative Region of the PRC

“Hong Kong dollar” or “HK dollar” or “HK\$”

Hong Kong dollars, the lawful currency of Hong Kong

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[REDACTED]

“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
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[REDACTED]

“IFRS”	the International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by IASB and the International Accounting Standards (IAS) and interpretations issued by the International Accounting Standards Committee (IASC)
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“Independent Third Party(ies)”	any entity(ies) or person(s) who is not a connected person of our Company within the meaning of the Hong Kong Listing Rules
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## DEFINITIONS

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“Indonesian Legal Advisor” Hutabarat Halim & Rekan, our legal advisor as to Indonesian law

“Indonesian OpCos” PT BGR and PT ISR

[REDACTED]

“IDR” or “Rp” Indonesian rupiah, the lawful currency of the Republic of Indonesia

[REDACTED]

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## DEFINITIONS

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[REDACTED]

“Joint Sponsors” the joint sponsors as named in the section headed “Directors, Supervisors and parties involved in the [REDACTED]” in this Document

“Latest Practicable Date” February 29, 2024, being the latest practicable date for the purpose of ascertaining certain information contained in this Document prior to its publication

“Lianlian Yintong” Lianlian Yintong Electronic Payment Co., Ltd. (連連銀通電子支付有限公司)

“LianTong” Express (Hangzhou) Technology Services Company Limited (連通(杭州)技術服務有限公司)

[REDACTED]

“Listing Committee” the Listing Committee of the Hong Kong Stock Exchange

[REDACTED]

“Listing Rules” or “Hong Kong Listing Rules” the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, as amended, supplemented or otherwise modified from time to time

“Main Board” the stock exchange (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with Growth Enterprise Market of the Hong Kong Stock Exchange

“merchant acquirers” financial institutions that process credit and debit card transactions for companies or merchants

“MIIT” Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部)

“MOF” Ministry of Finance of the PRC (中華人民共和國財政部)

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“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Lu”	Mr. Lu Zhonglin (呂鐘霖), one of our Controlling Shareholders
“Ms. Xiao”	Ms. Xiao Seqiu (肖瑟秋), one of our Controlling Shareholders
“Mr. Zhang”	Mr. Zhang Zhengyu (章徵宇), our executive Director and chairman of the Board, one of our Controlling Shareholders
“NAFR”	National Administration of Financial Regulation (國家金融監督管理總局)
“NDRC”	National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“NetsUnion”	the operating entity of the non-bank payment institution network payment clearing platform, which was established with the approval of the PBOC and the non-bank payment institution network payment clearing platform serves as a nationwide unified clearing system, primarily handling online payment transactions involving bank accounts initiated by non-bank payment institutions
“Nomination Committee”	the nomination committee of the Board

[REDACTED]



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## DEFINITIONS

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[REDACTED]

“PBOC”	People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Company Law”	Company Law of the People’s Republic of China (中華人民共和國公司法)
“PRC GAAP”	generally accepted accounting principles in the PRC
“PRC Government” or “State”	the central government of the PRC, including all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities
“PRC Legal Advisor”	Zhong Lun Law Firm, our legal advisor as to PRC laws
“[REDACTED] Share Option Schemes”	the 2021 [REDACTED] share option scheme adopted on February 1, 2021 which was further amended and approved on June 8, 2023 and the 2023 [REDACTED] share option scheme adopted on June 8, 2023

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“[REDACTED] Investment(s)” the investment(s) in our Company undertaken by the [REDACTED] Investors pursuant to the respective equity transfer agreement(s) and capital increase agreement(s), details of which are set out in the section headed “History, Development and Corporate Structure” in this Document

“[REDACTED] Investor(s)” the investor(s) from whom our Company obtained several rounds of investments, details of which are set out in the section headed “History, Development and Corporate Structure” in this Document

[REDACTED]

“Document” this document being issued in connection with the [REDACTED]

“Province” each being a province or, where the context requires, a provincial-level autonomous region or municipality under the direct supervision of the central government of the PRC

“PT BGR” PT Buana Gemah Ripah, a company incorporated in Indonesia with limited liability on February 11, 2004, our consolidated affiliated entity, which we control through the contractual arrangements, details of which are set out in the section headed “Contractual Arrangements” in this Document

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“PT ISR”	PT Internasional Sukses Remiten, a company incorporated in Indonesia with limited liability on May 27, 2016, our consolidated affiliated entity, which we control through the contractual arrangements, details of which are set out in the section headed “Contractual Arrangements” in this Document
“QIB”	a qualified institutional buyer within the meaning of Rule 144A
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration and Assessment Committee”	the remuneration and assessment committee of the Board
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	State Administration of Foreign Exchange of the PRC (中國國家外匯管理局)
“SAT”	State Administration of Taxation of the PRC (中國國家稅務總局)
“Securities and Futures Ordinance” or “SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“SFC”	Securities and Futures Commission of Hong Kong
“Share(s)”	ordinary share(s) in the capital of our Company with a nominal value of RMB1.00 each
“Shareholder(s)”	holder(s) of the Share(s)

[REDACTED]

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## DEFINITIONS

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“Starlink”	Starlink Financial Technologies Pte. Ltd., a company incorporated in Singapore with limited liability on March 7, 2018 and is owned by Lianlian Pay Global Limited as to 67.5% and Patricia Imelda Stevany Hutapea, an Independent Third Party, as to 32.5%
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“subsidiary(ies)”	has the meaning ascribed thereto under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“Supervisor(s)”	member(s) of our Supervisory Committee
“Supervisory Committee”	the supervisory committee of our Company
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the periods comprising the three financial years ended December 31, 2020, 2021, 2022 and the nine months ended September 30, 2023
“Trial Measures”	the Trial Administrative Measures of the Overseas Securities Offering and Listing by Domestic Companies (境內企業境外發行證券和上市管理試行辦法)
“UK” or “U.K.”	the United Kingdom of Great Britain and Northern Ireland

[REDACTED]

“Unlisted Share(s)”	ordinary share(s) issued by our Company, with a nominal value of RMB1.00 each, which is/are not [REDACTED] on any stock exchange
“U.S.” or “United States”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction

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## DEFINITIONS

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“US dollar”, “U.S. dollar”, “US\$” or “USD”	United States dollar, the lawful currency of the United States
“U.S. Securities Act”	the United States Securities Act of 1933, as amended and supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder
“VAT”	value-added tax

[REDACTED]

“Zhonglian Inc.”	Zhonglian Inc., an exempt company incorporated under the laws of the Cayman Islands with limited liability on May 2, 2006 and the then ultimate holding company of our Group before March 2018
“Zhong Pu Lian Technology”	Zhejiang Zhong Pu Lian Technology Co., Ltd* (浙江中普連科技有限公司), a limited liability company incorporated in the PRC on February, 2023

*For ease of reference, the names of Chinese laws and regulations, governmental authorities, institutions, natural persons or other entities (including our subsidiary) have been included in this Document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail.*

\* *English translations of company names and other terms from the Chinese language are provided for identification purposes only.*