
DEFINITIONS

In this Prospectus, unless the context otherwise requires, the following terms shall have the following meanings. Certain technical terms are explained in the section headed “Glossary of Technical Terms” in this Prospectus.

“Accountant’s Report”	the Accountant’s Report for the three years ended December 31, 2021, 2022 and 2023, the text of which is set out in Appendix I to this listing document
“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
“AG Huanan”	AVIC General Huanan Aircraft Industry Co., Ltd* (中航通飛華南飛機工業有限公司), a limited liability company established in the PRC on July 17, 2012, a wholly-owned subsidiary of CAIGA, our Controlling Shareholder, and therefore a connected person of our Company
“AG Services”	AVIC GENERAL Service Co., Ltd.* (珠海中航通用飛機客戶服務有限公司), a limited liability company established in the PRC on December 29, 2015, a wholly-owned subsidiary of CAIGA, our Controlling Shareholder, and therefore a connected person of our Company
“AG Zhejiang”	China Aviation Industry General Aircraft Zhejiang Institute Co., Ltd.* (浙江中航通飛研究院有限公司), a limited liability company established in the PRC on July 4, 2017, a wholly-owned subsidiary of CAIGA, our Controlling Shareholder, and therefore a connected person of our Company
“Aircraft”	refers to our revenue stream including SR2X Series and Vision Jet aircraft

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“Articles,” “Articles of Association,” “Memorandum and Articles,” “Memorandum of Association” or “constitutional documents”	the amended and restated memorandum and articles of association of our Company, conditionally adopted on June 23, 2024 with effect from the Listing Date, and as amended from time to time, a summary of which is set out in the section headed “Summary of the Constitution of Our Company and Cayman Islands Company Law” in Appendix III to this Prospectus
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Audit, Risk Control and Compliance Committee”	the audit, risk control and compliance committee of the Board
“AVIC”	Aviation Industry Corporation of China, Ltd.* (中國航空工業集團有限公司), a limited liability company incorporated in the PRC on November 6, 2008, one of our Controlling Shareholders
“AVIC Group”	AVIC together with its subsidiaries
“backlog”	the total amount of SR2X Series and Vision Jet orders and reservations for aircraft not yet delivered to customers
“BIS”	Bureau of Industry and Security of the U.S. Department of Commerce
“BIS List”	the U.S. Department of Commerce, the Bureau of Industry and Security’s Entity List, the Denied Parties List, the Unverified List, the Military End-User List, or Military-intelligence End User List
“Board of Directors”	the board of directors of our Company
“business day”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
“CAAC”	Civil Aviation Administration of China
“CAGR”	compound annual growth rate

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“CAIGA”	China Aviation Industry General Aircraft Co., Ltd.* (中航通用飛機有限責任公司), a limited liability company incorporated in the PRC on February 6, 2009, one of our Controlling Shareholders
“CAIGA Group”	CAIGA together with its subsidiaries
“CAIGA Hong Kong”	CAIGA (Hong Kong) Limited (中航通飛香港有限公司), a company incorporated in Hong Kong with limited liability on December 12, 2019, one of our Controlling Shareholders
“Capital Market Intermediary(ies)”	the capital market intermediaries as named in the section headed “Directors and Parties Involved in the Global Offering” in this Prospectus
“Cayman Companies Act”	the Companies Act, Cap. 22 (Law 3 of 1961) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time
“CCASS”	Central Clearing and Settlement System
“CFIUS”	the Committee on Foreign Investment in the United States
“China” or “PRC”	the People’s Republic of China and for the purposes of this Prospectus only, except where the context requires otherwise, excluding Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“Cirrus Aircraft Europe”	Cirrus Aircraft Europe Limited, a private company limited by shares incorporated under the laws of the United Kingdom on August 12, 2015, and an indirect wholly-owned subsidiary of the Company
“Cirrus Design”	Cirrus Design Corporation, a corporation incorporated under the laws of Wisconsin on February 25, 1987, and an indirect wholly-owned subsidiary of the Company
“Cirrus Flight Training”	a 35-day flight training program provided to customers by the Company which covers the basic aeronautical skills and experience required to be a FAA-certified pilot

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“Cirrus Industries”	Cirrus Industries, Inc., the surviving corporation pursuant to the merger among Legacy Cirrus Industries, CAIGA (US) Co., Ltd. and CAIGA Co., Ltd. in December 2022 as further elaborated in “History, Reorganization and Corporate Structure — Reorganization — 3. Merger of holding entities under the 2022 Merger,” and a direct wholly-owned subsidiary of the Company
“Cirrus Services and Other”	refers to our revenue stream including a wide-ranging service and experience offering and a wide variety of other ancillary products and services including but not limited to sales of after market parts, service sales, warranty sales and training sales and revenue from a related party
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Companies (Winding Up and Miscellaneous Provisions) Ordinance” or “Companies (WUMP) 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,” or “our Company”	Cirrus Aircraft Limited 西銳飛機有限公司, an exempted company incorporated in the Cayman Islands with limited liability on December 13, 2019
“Comprehensively Sanctioned Countries”	any country or territory subject to a comprehensive export, import, financial or investment embargo under sanctions related law or regulation of the Relevant Jurisdiction, currently Cuba, Iran, North Korea, Syria, and the Crimea, the self-proclaimed Luhansk People’s Republic (“ LPR ”) and Donetsk People’s Republic (“ DPR ”), Zaporizhzhia and Kherson regions of Ukraine
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules

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“Continental”	Continental Aerospace Technologies, Inc. (formerly known as Continental Motors, Inc.), a corporation incorporated under the laws of Delaware on December 6, 2001. Continental is a wholly-owned subsidiary of Continental Aerospace Technologies Holding Limited (大陸航空科技控股有限公司), a company incorporated in Bermuda with limited liability and listed on the Stock Exchange (stock code: 232). As of the Latest Practicable Date, Continental Aerospace Technologies Holding Limited was indirectly held as to approximately 46.40% by AVIC, our Controlling Shareholder, and therefore Continental is a connected person of our Company
“Controlling Shareholders”	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to AVIC, CAIGA and CAIGA Hong Kong. For further details, see “Relationship with Our Controlling Shareholders”
“Convenators”	CAIGA and CAIGA Hong Kong, being the covenantors under the Underwriting Agreements
“COVID-19”	disease caused by SARS-COV-2, the coronavirus disease 2019
“CSAs”	Cirrus sales agents, a network of independent third-party agents that support our international sales efforts and may also provide after-sales services to customers including aircraft maintenance and parts sourcing
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Dakota Aircraft”	Dakota Aircraft Corporation, a corporation incorporated under the laws of North Dakota on July 28, 2014, and an indirect wholly-owned subsidiary of the Company
“Director(s)”	the director(s) of our Company
“EAGLE”	Eliminate Aviation Gasoline Lead Emissions

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“EAR”	Export Administration Regulations in Title 15 of the Code of Federal Regulations Parts 730-744
“EPA”	United States Environmental Protection Agency
“ERP”	enterprise resource planning, the capability to centralize and standardize broad operational end-to-end processes
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
“FAA”	Federal Aviation Administration of the U.S. Department of Transportation
“Faegre”	Faegre Drinker Biddle & Reath LLP, our legal advisor as to U.S. laws in relation to our business operations in the United States
“FARs”	the U.S. Federal Aviation Regulations
“FCPA”	the U.S. Foreign Corrupt Practices Act of 1977
“FINI”	Fast Interface for New Issuance, which is an online platform operated by HKSCC that is mandatory for admission to trading and, where applicable, the collection and processing of specified information on subscription in and settlement for all new listings
“Frost & Sullivan”	Frost & Sullivan Limited, an independent global market research and consulting company
“Frost & Sullivan Report”	the independent industry report prepared by Frost & Sullivan as commissioned by us
“GAMA”	General Aviation Manufacturers Association, which is recognized as the only reliable and authorized trade association in the general aviation industry, according to Frost & Sullivan
“GBP”	British pound, the lawful currency of the United Kingdom

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“General Rules of HKSCC”	the General Rules of HKSCC as may be amended or modified from time to time and where the context so permits, shall include the HKSCC Operational Procedures
“GHG”	greenhouse gas
“Global Offering”	the Hong Kong Public Offering and the International Offering
“Gravel”	Gravel & Shea PC, our legal advisor as to Vermont law
“Group,” “our Group,” “we,” “our,” or “us”	the Company and its subsidiaries from time to time or, where the context so requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time
“HKSCC”	Hong Kong Securities Clearing Company Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“HKSCC EIPO”	the electronic initial public offering services offered by HKSCC to HKSCC Participants
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“HKSCC Operational Procedures”	the operational procedures of HKSCC, containing the practices, procedures and administrative or other requirements relating to HKSCC’s services and the operations and functions of CCASS, FINI or any other platform, facility or system established, operated and/or otherwise provided by or through HKSCC, as from time to time in force
“HKSCC Participants”	a participant admitted to participate in CCASS as a direct clearing participant, a general clearing participant or a custodian participant
“HNWI(s)”	high net worth individual(s)

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“Hogan”	Hogan Lovells International LLP, our legal advisor as to U.S. regulatory laws and International Sanctions laws
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong dollars” or “HK dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong Offer Shares”	the 5,487,600 Offer Shares initially being offered for subscription in the Hong Kong Public Offering (subject to reallocation and the Offer Size Adjustment Option as described in the section headed “Structure of the Global Offering” in this Prospectus)
“Hong Kong Public Offering”	the offer of the Hong Kong Offer Shares for subscription by the public in Hong Kong (subject to reallocation and the Offer Size Adjustment Option as described in the section headed “Structure of the Global Offering” in this Prospectus) at the Offer Price (plus brokerage of 1%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565%) on the terms and subject to the conditions described in this Prospectus, as further described in the section headed “Structure of the Global Offering — The Hong Kong Public Offering” in this Prospectus
“Hong Kong Share Registrar”	Computershare Hong Kong Investor Services Limited
“Hong Kong Underwriters”	the underwriters of the Hong Kong Public Offering as listed in the section headed “Underwriting — Hong Kong Underwriters” in this Prospectus
“Hong Kong Underwriting Agreement”	the underwriting agreement, dated June 26, 2024, relating to the Hong Kong Public Offering, entered into by our Company, the Convenators, the Sole Sponsor, the Sole Overall Coordinator, the Sole Global Coordinator and the Hong Kong Underwriters, as further described in the section headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Hong Kong Underwriting Agreement” in this Prospectus

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“Identified MEU Entities”	AG Huanan and AG Zhejiang, which were designated by the BIS on the Military End-User List on December 23, 2020 and are restricted from receiving items subject to the EAR and listed in supplement no. 2 to part 744 of the EAR without a license
“IFRS” or “IFRSs”	IFRS Accounting Standards, as issued from time to time by the International Accounting Standards Board
“independent third party(ies)”	any entity or person who is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules
“International Offer Shares”	the 49,388,300 Offer Shares being initially offered for subscription and purchased at the Offer Price under the International Offering together, where relevant, with any additional Shares that may be sold and transferred pursuant to any exercise of the Offer Size Adjustment Option and/or the Over-allotment Option, subject to reallocation as described under the section headed “Structure of the Global Offering” in this Prospectus
“International Offering”	the offer of the International Offer Shares at the Offer Price outside the United States in offshore transactions in accordance with Regulation S and in the United States to QIBs only in reliance on Rule 144A under the U.S. Securities Act or any other available exemption from registration under the U.S. Securities Act, as further described in the section head headed “Structure of the Global Offering” in this Prospectus
“International Sanctions”	all applicable laws and regulations related to economic sanctions, export controls, trade embargoes and wider prohibitions and restrictions on international trade and investment related activities, including those adopted, administered and enforced by the U.S. government, the European Union and its member states, the United Nations, the United Kingdom, or Government of Australia
“International Underwriters”	the underwriters of the International Offering

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“International Underwriting Agreement”	the international underwriting agreement relating to the International Offering and expected to be entered into our Company, the Sole Overall Coordinator, the Sole Global Coordinator and the International Underwriters, as further described in the section headed “Underwriting — International Offering”
“IT”	information technology
“JetStream”	our comprehensive, pre-paid ownership program available to every Vision Jet customer that includes benefits beyond the standard warranty
“Jia Yuan”	Jia Yuan Law Offices, our legal advisor as to PRC laws
“Joint Bookrunners”	the joint bookrunners as named in the section headed “Directors and Parties Involved in the Global Offering” in this Prospectus
“Joint Lead Managers”	the joint lead managers as named in the section headed “Directors and Parties Involved in the Global Offering” in this Prospectus
“Latest Practicable Date”	June 18, 2024 being the latest practicable date for ascertaining certain information in this Prospectus before its publication
“Legacy Cirrus Industries”	Cirrus Industries, Inc., a corporation incorporated under the laws of Delaware on February 13, 1996, which was merged with and into CAIGA (US) Co., Ltd. and CAIGA Co., Ltd. in December 2022
“Listing”	the listing of the Shares on the Main Board
“Listing Committee”	the Listing Committee of the Stock Exchange
“Listing Date”	the date, expected to be on or about Friday, July 12, 2024, on which the Shares are listed and dealings in the Shares are permitted to commence on the Stock Exchange

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“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Maximum Offer Price”	HK\$28.00 per Share, being the high end of the Offer Price range stated in this Prospectus
“Military End-User List”	a list of names maintained by the BIS that identifies foreign parties that are prohibited from receiving items described in the EAR in supplement no. 2 to part 744 of the EAR unless the exporter secures a license
“Non-Competition Undertaking”	the non-competition undertaking executed by our Controlling Shareholders in favor of our Company, details of which are set out in the section headed “Relationship with Our Controlling Shareholders — Non-Competition Undertaking” in this Prospectus
“North America”	United States and Canada
“NS-CMIC List”	Non-SDN Chinese Military-Industrial Complex Companies List
“ODA”	FAA’s Organization Designation Authorization
“OEM”	original equipment manufacturer, a company that makes a product to be sold by another company
“OFAC”	the U.S. Department of the Treasury’s Office of Foreign Assets Control
“Offer Price”	the final price per Share (exclusive of any brokerage fee, SFC transaction levy, AFRC transaction levy and the Stock Exchange trading fee) of not more than HK\$28.00 and expected to be not less than HK\$27.34 at which the Shares are to be subscribed for and issued pursuant to the Global Offering, to be determined as described in section headed “Structure of the Global Offering” in this Prospectus

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“Offer Share(s)”	the Shares offered in the Global Offering and, where relevant, any additional Shares which may be allotted and issued pursuant to the exercise of the Offer Size Adjustment Option and/or the Over-allotment Option
“orders”	gross aircraft orders minus cancelations
“Offer Size Adjustment Option”	the option under the Hong Kong Underwriting Agreement, exercisable by the Company on or before the Price Determination Date, pursuant to which the Company may issue and allot up to an aggregate of 8,231,300 additional Shares (representing in aggregate approximately 15% of the initial Offer Shares) at the Offer Price, to cover additional market demand, if any, as described in the section headed “Structure of the Global Offering” in this Prospectus
“Over-allotment Option”	the option we expect to grant to the International Underwriters, exercisable by the Sole Overall Coordinator (for itself and on behalf of the International Underwriters), pursuant to which our Company may be required to allot and issue up to 8,231,300 additional Shares (representing in aggregate approximately 15% of the initial Offer Shares being offered under the Global Offering assuming the Offer Size Adjustment Option is not exercised at all) or up to 9,466,000 additional Shares (representing in aggregate approximately 15% of the Offer Shares being offered under the Global Offering assuming the Offer Size Adjustment Option is exercised in full) at the Offer Price, to cover over-allocations in the International Offering, if any, details of which are described in the section headed “Underwriting — International Offering — Over-allotment Option” in this Prospectus
“Price Determination Agreement”	the agreement to be entered into between the Sole Overall Coordinator (for itself and on behalf of the Underwriters) and our Company on or about the Price Determination Date to record and fix the Offer Price

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“Price Determination Date”	the date, expected to be on or about Wednesday, July 10, 2024 (Hong Kong time) and in any event no later than 12:00 noon Wednesday, July 10, 2024, on which the Offer Price is to be fixed by an agreement between the Sole Overall Coordinator (for itself and on behalf of the Underwriters) and our Company
“Primary Sanctioned Activity”	any activities in or involving a Comprehensively Sanctioned Country or (i) with; or (ii) directly or indirectly benefiting or involving the property or interests in property of, a Sanctioned Target by the Company incorporated or located in a Relevant Jurisdiction or which otherwise has a nexus with such jurisdiction with respect to the relevant activity, such that it is subject to the relevant sanctions law and regulation
“Prospectus”	this prospectus being issued in connection with the Hong Kong Public Offering
“QIB”	a qualified institutional buyer within the meaning of Rule 144A
“R&D”	research and development
“Regions subject to International Sanctions”	any country or territory that is either a Comprehensively Sanctioned Country or is subject to a more limited set of export, import, financial or investment restrictions under sanctions related laws or regulation of the Relevant Jurisdiction
“Regulation S”	Regulation S under the U.S. Securities Act
“Relevant Jurisdiction”	any jurisdiction that is relevant to the Company and has sanctions related law or regulation restricting, among other things, its nationals and/or entities which are incorporated or located in that jurisdiction from directly or indirectly making assets or services available to or otherwise dealing in assets of certain countries, governments, person or entities targeted by such law or regulation. For the purpose of this Prospectus, Relevant Jurisdictions include the United States, EU, UN, the United Kingdom and Australia

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“Relevant Persons”	means the Company, together with its investors and shareholders and persons who might directly or indirectly, be involved in permitting the listing, trading, clearing and settlement of its shares including the Stock Exchange and related group companies
“Relevant Regions”	Egypt, Hong Kong, Turkey, Venezuela, Russia (excluding Crimea) and Zimbabwe
“Remuneration Committee”	the remuneration committee of the Board
“Renminbi” or “RMB”	the lawful currency of the PRC
“Reorganization”	the reorganization arrangement undertaken by our Group, which is described in details in the section headed “History, Reorganization and Corporate Structure” in this Prospectus
“Reporting Accountant”	PricewaterhouseCoopers
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAIC”	Superior Aerospace Insurance Company, a corporation incorporated under the laws of Vermont on June 22, 2005, and an indirect wholly-owned subsidiary of the Company
“SAM”	serviceable addressable market
“Sanctioned Countries”	countries/regions which are subject to sanctions (as of the Latest Practicable Date, Iran, Syria, Sudan, Cuba, North Korea and the territories of Crimea, Zaporizhzhia and Kherson, the self-proclaimed Luhansk People’s Republic region and the self-proclaimed Donetsk People’s Republic region)
“Sanctioned Person”	certain person(s) and identity(ies) listed on OFAC’s Specially Designated Nationals and Blocked Persons List or list of other restricted parties maintained by the U.S., the European Union, the United Nations, the United Kingdom or Australia

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“Sanctioned Target”	any person or entity (i) designated on any list of targeted persons or entities issued under the sanctions-related law or regulation of a Relevant Jurisdiction; (ii) that is, or is owned or controlled by, a government of a Comprehensively Sanctioned Country; or (iii) that is the target of sanctions under the law or regulation of a Relevant Jurisdiction because of a relationship of ownership, control, or agency with a person or entity described in (i) or (ii)
“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會)
“SDN”	individuals and entities that are listed on the Specially Designated Nationals and Blocked Persons List maintained by OFAC
“Secondary Sanctionable Activity”	certain activity by the Company that may result in the imposition of sanctions against the Relevant Person(s) by a Relevant Jurisdiction (including designation as a Sanctioned Target or the imposition of penalties), even though the Company is not incorporated or located in that Relevant Jurisdiction and does not otherwise have any nexus with that Relevant Jurisdiction
“Securities and Exchange Commission”	the Securities and Exchange Commission of the United States
“SFC”	the Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Futures Ordinance”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented, or otherwise modified from time to time
“Share(s)”	ordinary share(s) in the share capital of our Company with a par value of US\$1.00 each prior to the Share Subdivision and US\$0.50 each upon the completion of the Share Subdivision
“Shareholder(s)”	holder(s) of our Share(s)

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“Share Subdivision”	the subdivision of each Share in the Company’s issued and unissued share capital with par value of US\$1.00 each into two Shares with par value of US\$0.50 each
“Sole Global Coordinator”	China International Capital Corporation Hong Kong Securities Limited
“Sole Overall Coordinator”	China International Capital Corporation Hong Kong Securities Limited
“Sole Sponsor” or “Sponsor”	China International Capital Corporation Hong Kong Securities Limited
“Stabilizing Manager”	China International Capital Corporation Hong Kong Securities Limited
“State Council”	State Council of the PRC (中華人民共和國國務院)
“Stock Borrowing Agreement”	the stock borrowing agreement to be entered into between CAIGA Hong Kong and the Stabilizing Manager on or about the Price Determination Date
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed thereto in section 15 of the Companies Ordinance
“substantial shareholders”	has the meaning ascribed to it in the Listing Rules
“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
“TAM”	total addressable market
“Track Record Period”	the three years ended December 31, 2023
“UK” or “U.K.”	the United Kingdom
“Underwriters”	the Hong Kong Underwriters and the International Underwriters

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“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
“United States” or the “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“U.S. AML Law”	the Bank Secrecy Act, a legislative framework including The Currency and Foreign Transactions Reporting Act of 1970 and provisions in Title III of the USA Patriot Act of 2001, and the Anti-Money Laundering Act of 2020, as amended, and their implementing regulations (31 Code of Federal Regulations Chapter X)
“U.S. dollars” or “US\$” or “USD”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“ White Form eIPO ”	the application for Hong Kong Offer Shares to be issued in the applicant’s own name by submitting applications online through the designated website of the White Form eIPO Service Provider, www.eipo.com.hk
“ White Form eIPO Service Provider”	Computershare Hong Kong Investor Services Limited
“%”	percent

Unless otherwise specified or the context otherwise requires:

1. *statements contained in this Prospectus assume no exercise of the Over-allotment Option and the Offer Size Adjustment Option;*
2. *all times refer to Hong Kong time;*
3. *references to years, months and days in this Prospectus are to calendar years, calendar months and calendar days, respectively; and*
4. *all data in this Prospectus is as of the date of this Prospectus.*

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In this Prospectus, the terms “associate,” “close associate,” “connected person,” “core connected person,” “connected transaction,” “controlling shareholder” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

Unless otherwise specified, certain amounts and percentage figures included in this Prospectus have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart between the total shown and the sum of the amounts listed are due to rounding.

In this Prospectus, “” denotes translation of certain natural persons, legal persons, enterprises, governmental authorities, institutions, entities, organizations, departments, facilities, laws and regulations into Chinese or English (as the case maybe), or another language included in this Prospectus for identification purposes only. In the event of any inconsistency, the Chinese names or the names in their original languages prevail.*