
DEFINITIONS

In this Document, unless the context otherwise requires, the following terms and expressions shall have the meanings set out below. Certain other terms are explained in “Glossary of Technical Terms.”

“2023 Restricted Share Incentive Plan”	the restricted share incentive plan adopted by the Shareholders on August 18, 2023, which permits the grant of restricted shares to eligible participants
“A Share(s)”	ordinary share(s) issued by our Company, with a nominal value of RMB1.00 each, which are listed on the Shenzhen Stock Exchange and traded in Renminbi
“Accountants’ Report”	the accountants’ report of our Company, the text of which is set out in Appendix I to this Document
“affiliate(s)”	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”	Accounting and Financial Reporting Council
“Articles” or “Articles of Association”	the articles of association of our Company with effect upon the [REDACTED] (as amended from time to time), a summary of which is set out in Appendix III to this Document
“associate(s)”	has the meaning ascribed thereto under the Hong Kong 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
“[REDACTED]” or “[REDACTED]”	the [REDACTED] participating in the [REDACTED] and has the meaning ascribed thereto under the Hong Kong Listing Rules
“[REDACTED]”	[REDACTED]

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“Changsha Qunxin”	Changsha Qunxin Investment Consulting Company Limited* (長沙群欣投資諮詢有限公司), a limited liability company established in PRC on March 18, 2011, and one of our Controlling Shareholders
“China”, “mainland China” or “the PRC”	the People’s Republic of China, unless the context requires otherwise, excluding, for the purposes of this Document only, the regions of Hong Kong, Macau and Taiwan of the People’s Republic of China
“close associate(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“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”	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” or “Lens Technology”	Lens Technology Co., Ltd. (藍思科技股份有限公司), a limited liability company established in the PRC on December 21, 2006, formerly known as Lens Technology (Hunan) Company Limited* (藍思科技(湖南)有限公司)
“Compliance Advisor”	Gram Capital Limited
“connected person(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“connected transaction(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Controlling Shareholder(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules and refers to Ms. Chau, Mr. Cheng, Lens Technology (HK) and Changsha Qunxin
“core connected person(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix C1 to the Hong Kong Listing Rules

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“CSDC”	China Securities Depository and Clearing Corporation Limited* (中國證券登記結算有限責任公司)
“CSRC”	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”	the PRC Enterprise Income Tax Law (《中華人民共和國企業所得稅法》)
“ESG”	Environmental, Social and Governance
“[REDACTED]”	[REDACTED]
“Extreme Conditions”	extreme conditions as announced by the government of Hong Kong in the case where a super typhoon or other natural disaster of a substantial scale serious affects the working public’s ability to resume work or brings safely concern for a prolonged period
“[REDACTED]”	[REDACTED]
“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent market research and consulting company
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“Group”, “our Group”, “our”, “we”, or “us”	our Company and its subsidiaries, or any one of them as the context may require, and where the context requires, the businesses operated by our Company and/or its subsidiaries and their predecessors (if any)

DEFINITIONS

“Guide” or “Guide for New Listing Applicants”	the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange effective from January 1, 2024, as amended, supplemented or otherwise modified from time to time
“H Share(s)”	[REDACTED] ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which are to be [REDACTED] for and [REDACTED] in Hong Kong dollars and to be [REDACTED] on the Hong Kong Stock Exchange
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong dollars” or “HK\$”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong

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“[REDACTED]”

[REDACTED]

“[REDACTED]”

[REDACTED]

“Hong Kong Stock Exchange”

The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited

“[REDACTED]”

[REDACTED]

“[REDACTED]”

[REDACTED]

“IFRSs”

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)

“IIT Law”

the Individual Income Tax Law of the PRC 《中華人民共和國個人所得稅法》

“Independent Third Party(ies)”

any person(s) or entity(ies) who is not a connected person of the Company within the meaning of the Hong Kong Listing Rules

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“[REDACTED]” [REDACTED]

“[REDACTED]” [REDACTED]

“[REDACTED]” [REDACTED]

“[REDACTED]” [REDACTED]

“**Latest Practicable Date**” March 24, 2025, being the latest practicable date for the purpose of ascertaining certain information contained in this Document prior to its publication

“[REDACTED]” [REDACTED]

DEFINITIONS

“[REDACTED]”	[REDACTED]
“Listing Rules” or “Hong Kong 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
“Lens Technology (HK)”	Lens Technology (HK) Co., Limited (藍思科技(香港)股份有限公司), a limited liability company established in Hong Kong on October 29, 2004, and one of our Controlling Shareholders
“Lens Changsha”	Lens Technology (Changsha) Company Limited* (藍思科技(長沙)有限公司), a limited liability company incorporated under the laws of the PRC on January 26, 2011, and a wholly-owned subsidiary of the Company
“Lens Dongguan”	Lens Technology (Dongguan) Company Limited* (藍思科技(東莞)有限公司), a limited liability company incorporated under the laws of the PRC on July 6, 2010, and a wholly-owned subsidiary of the Company
“Lens Hualian”	Hunan Lens Hualian Precious Ceramics Company Limited* (湖南藍思華聯精瓷有限公司), a limited liability company incorporated under the laws of the PRC on June 13, 2012, and a subsidiary of the Company
“Lens Intelligent Control”	Lens Intelligent Control (Changsha) Company Limited* (藍思智控(長沙)有限公司), a limited liability company incorporated under the laws of the PRC on March 18, 2017, and a wholly-owned subsidiary of the Company
“Lens Intelligent Robot”	Lens Intelligent Robot (Changsha) Company Limited* (藍思智能機器人(長沙)有限公司), a limited liability company incorporated under the laws of the PRC on July 22, 2016, and a subsidiary of the Company
“Lens International”	Lens International (HK) Ltd., a limited liability company established in Hong Kong on November 5, 2010, and a wholly-owned subsidiary of the Company
“Lens Shenzhen”	Shenzhen Lens Technology Company Limited* (深圳市藍思科技有限公司), a limited liability company incorporated under the laws of the PRC on September 18, 2003, and a wholly-owned subsidiary of the Company

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“Lens System Integration”	Lens System Integration Company Limited* (藍思系統集成有限公司), a limited liability company incorporated under the laws of the PRC on March 22, 2019, and a wholly-owned subsidiary of the Company
“Lens Taizhou”	Lens Precision (Taizhou) Company Limited* (藍思精密(泰州)有限公司), a limited liability company incorporated under the laws of the PRC on May 3, 2016, and a wholly-owned subsidiary of the Company
“Lens Vietnam”	Lens Technology (Vietnam) Company Limited, a single-member limited liability company established in Vietnam on June 12, 2017, and a wholly-owned subsidiary of the Company
“Lens Xiangtan”	Lens Technology (Xiangtan) Company Limited* (藍思科技(湘潭)有限公司), a limited liability company incorporated under the laws of the PRC on July 23, 2012, and a wholly-owned subsidiary of the Company
“Macau”	the Macau Special Administrative Region of the PRC
“Main Board”	the stock exchange (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operates in parallel with the GEM of the Hong Kong Stock Exchange
“MOF”	Ministry of Finance of the PRC (中華人民共和國財政部)
“Mr. Cheng”	Mr. Cheng Chun Lung (鄭俊龍), the vice chairman of the Board, an executive Director, one of our Controlling Shareholders and the spouse of Ms. Chau
“MIIT”	Ministry of Industry and Information Technology (中華人民共和國工業和信息化部)
“Ms. Chau”	Ms. Chau Kwan Fei (周群飛), the chairman of the Board, an executive Director, the general manager of our Company, one of our Controlling Shareholders and the spouse of Mr. Cheng
“Nomination Committee”	the nomination committee of the Board
“NPC”	the National People’s Congress of the PRC (中華人民共和國全國人民代表大會)

DEFINITIONS

“[REDACTED]”

[REDACTED]

“[REDACTED]”

[REDACTED]

“[REDACTED]”

[REDACTED]

“[REDACTED]”

[REDACTED]

“Overseas Listing Trial Measures”

The Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies and five supporting guidelines (《境內企業境外發行證券和上市管理試行辦法》及五項配套指引) promulgated by the CSRC on February 17, 2023 and became effective on March 31, 2023

“PBOC”

the People’s Bank of China (中國人民銀行), the central bank of the PRC

“PRC Company Law”

the Company Law of the People’s Republic of China (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time

“PRC GAAP”

generally accepted accounting principles of the PRC

“PRC Legal Advisor”

Sundial Law Firm, the PRC legal advisor to our Company

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“PRC Securities Law”	the Securities Law of the PRC (中華人民共和國證券法), as amended, supplemented or otherwise modified from time to time
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“QIBs”	qualified institutional buyers within the meaning of Rule 144A under the U.S. Securities Act
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration and Appraisal Committee”	the remuneration and appraisal 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”	the State Administration of Foreign Exchange of the PRC (中華人民共和國外匯管理局)
“SAMR”	the State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局)
“SAT”	the State Administration of Taxation of the PRC (中華人民共和國國家稅務總局)
“Securities and Futures Commission” or “SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	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 capital of our Company with a nominal value of RMB1.00 each, including H Shares and A Shares
“Shareholder(s)”	holder(s) of the Share(s)

DEFINITIONS

“Shenzhen Lens Wang”	Shenzhen Lens Wang Supply Chain Management Company Limited* (深圳市藍思旺供應鏈管理有限公司), a limited liability company incorporated under the laws of the PRC on June 17, 2022, and a wholly-owned subsidiary of the Company
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“Sole Sponsor”	CITIC Securities (Hong Kong) Limited
“[REDACTED]”	[REDACTED]
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Strategy Committee”	the strategy committee of the Board
“subsidiary(ies)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“substantial shareholder(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Supervisor(s)”	member(s) of the Supervisory Committee
“Supervisory Committee”	the supervisory committee of our Company
“Takeovers Code” or “Hong Kong 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 financial years ended December 31, 2022, 2023 and 2024
“treasury shares”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Type I Restricted Shares”	A Share(s) newly issued by the Company and granted to grantees pursuant to the 2023 Restricted Share Incentive Plan
“Type II Restricted Shares”	A share(s) repurchased from secondary market and granted to grantees pursuant to the 2023 Restricted Share Incentive Plan
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]

DEFINITIONS

“United States” or “U.S.”	the United States of America, its territories and possessions, any State of the United States, and the District of Columbia
“U.S. dollar(s)”, “US\$” or “USD”	United States dollar, the lawful currency of the United States
“U.S. Securities Act”	The U.S. Securities Act of 1933, as amended, supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder
“VAT”	value-added tax
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“%”	per cent

For ease of reference, the names of PRC laws and regulations, governmental authorities, institutions, nature persons or other entities (including our subsidiaries) 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.

Unless otherwise stated, 23,817,167 repurchased A Shares which are held as treasury shares by the Company as of the Latest Practicable Date have been included in the total number of issued shares of the Company as of the Latest Practicable Date and immediately after completion of the [REDACTED]. For details of the repurchased A Shares, see “History, Development and Corporate Structure — Our Corporate Structure Immediately prior to the Completion of the [REDACTED]” and “Substantial Shareholders.”

* For identification purpose only