
DEFINITIONS

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

“Accountants’ Report”	the accountants’ report set out in Appendix I in this listing document
“Articles” or “Articles of Association”	the amended and restated articles of association of our Company conditionally adopted on 27 May 2019 and effective on the Listing Date, as amended or supplemented from time to time, a summary of which is set out in the section headed “Appendix IV — Summary of the constitution of our Company and Cayman Islands company law” in this listing document
“Beneficial China Aluminum Cans Shareholder(s)”	beneficial owner(s) of China Aluminum Cans Shares whose China Aluminum Cans Shares are registered in the name of a Registered China Aluminum Cans Shareholder
“Board” or “Board of Directors”	the board of Directors
“Botny”	Botny Corporation Limited (保賜利有限公司), formerly known as Nice Grace Corporation Limited (佳彩興業有限公司), a company incorporated in Hong Kong with limited liability on 3 June 2013 and is wholly-owned by Topspan as at the Latest Practicable Date
“Botny HK”	Botny Hongkong Co., Limited (保賜利香港有限公司), a company incorporated in Hong Kong with limited liability on 9 June 2010 and is wholly-owned by Guangzhou Botny as at the Latest Practicable Date
“BVI”	British Virgin Islands
“CAGR”	compound annual growth rate
“CCASS”	the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited
“CCASS Clearing Participant(s)”	a person admitted to participate in CCASS as a direct clearing participant or general clearing participant
“CCASS Custodian Participant(s)”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant, who may be an individual or joint individuals or a corporation

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“CCASS Operational Procedures”	the operational procedures of HKSCC in relation to CCASS, containing the practices, procedures and administrative requirements relating to the operations and functions of CCASS, as from time to time in force
“CCASS Participant”	a CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant
“Chairman”	the chairman of our Board
“China Aluminum Cans”	China Aluminum Cans Holdings Limited (中國鋁罐控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability on 12 September 2012, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 6898)
“China Aluminum Cans Board”	the board of directors of China Aluminum Cans
“China Aluminum Cans Group”	China Aluminum Cans and its subsidiaries prior to completion of the Spin-off, which includes our Group
“China Aluminum Cans Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of China Aluminum Cans
“China Aluminum Cans Shareholder(s)”	holder(s) of China Aluminum Cans Share(s)
“China Aluminum Cans Share Options”	the outstanding pre-IPO share options as at the Latest Practicable Date to subscribe for 800,000 China Aluminum Cans Shares granted by China Aluminum Cans under the pre-IPO share option scheme conditionally adopted by China Aluminum Cans on 20 June 2013
“China Medical Beauty”	China Medical Beauty Bio-Technology Company Limited (中國醫美生物科技有限公司), a company incorporated in Hong Kong with limited liability on 14 November 2017 and is wholly-owned by Super Sight as at the Latest Practicable Date
“China Packaging Federation”	China Packaging Federation* (中國包裝聯合會) (formerly known as China Packaging Technology Association* (中國包裝技術協會)) is a national packaging organisation under the direct supervision of the State-owned Assets Supervision and Administration Commission of the State Council of the PRC. It was founded in 1980 with the approval of the State Council of the PRC and focuses on implementing relevant governmental policies relating to the PRC packaging industry

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“CIC”	China Insights Industry Consultancy Limited
“CIC Report”	the industry report prepared by CIC as commissioned by our Group
“Companies Law”	the Companies Law (as revised) of the Cayman Islands, as amended, supplemented or modified from time to time
“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”	Precious Dragon Technology Holdings Limited (保寶龍科技控股有限公司), an exempted company with limited liability incorporated in the Cayman Islands on 4 May 2018
“connected person”	has the meaning ascribed thereto under the Listing Rules
“Controlling Shareholder(s)”	shall have the meaning given to it under the Listing Rules and under the context otherwise requires, refers to Mr. Lin and Wellmass
“Convertible Notes”	the outstanding convertible note in the principal amount of HK\$271,825,440 issued by China Aluminum Cans on 8 July 2015, which is convertible into 251,690,222 China Aluminum Cans Shares as at the Latest Practicable Date
“Countries subject to International Sanctions”	countries regarding which governments such as the U.S. or Australia, or governmental organisations, such as the European Union or the United Nations, have, through executive order, passing of legislation or other governmental means, implemented measures that impose economic sanctions against such countries or against targeted industry sectors, groups of companies or persons, and/or organisations within such countries
“Deed of Non-competition”	the deed of non-competition dated 27 May 2019 and executed by our Controlling Shareholders in favour of our Company (for itself and as trustee for each of its subsidiaries), details of which are set out in the section headed “Relationship with our Controlling Shareholders — Background of our Controlling Shareholders” in this listing document

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“Deed of Indemnity”	the deed of indemnity dated 27 May 2019 and executed by our Controlling Shareholders in favour of our Company (for itself and as trustee for each of its subsidiaries), particulars of which are set out in the section headed “Appendix V — Statutory and general information — G. Other information — 1. Tax and other indemnities” in this listing document
“Director(s)”	the director(s) of our Company
“Distribution”	the conditional special interim dividend expected to be declared by the China Aluminum Cans Board on 29 May 2019 to be satisfied by way of the distribution in specie of such number of Shares held by China Aluminum Cans to, inter alia, the Qualifying China Aluminum Cans Shareholders, in the proportion of one Share for every four China Aluminum Cans Shares held by them on the Distribution Record Date, further details of which are set out in the section headed “The Distribution and Spin-off” in this listing document
“Distribution Record Date”	the record date for determining entitlements to the Distribution, being Friday, 14 June 2019
“EIT”	enterprise income tax
“European Asia Industrial”	European Asia Industrial Limited, a company incorporated under the laws of Hong Kong with limited liability on 23 July 1999 and is wholly-owned by Mr. Lin as at the Latest Practicable Date
“Euro Asia Investments”	Euro Asia Investments Global Limited, a company incorporated in the BVI with limited liability on 3 October 2012 and is wholly-owned by China Aluminum Cans as at the Latest Practicable Date
“Euro Asia Japan”	Euro Asia Japan Company Limited, a company incorporated in Japan with limited liability on 6 January 2016 and is wholly-owned by Botny HK as at the Latest Practicable Date
“Euro Asia Packaging”	Euro Asia Packaging (Guangdong) Co., Limited* (廣東歐亞包裝股份有限公司) (formerly known as “Euro Asia Packaging (Zhongshan) Co., Ltd.* (歐亞包裝(中山)有限公司)” and “Euro Asia Tech-Aluminum (Guangdong) Co., Limited* (廣東歐亞科技鋁業股份有限公司)”), a company established in the PRC on 27 June 2002 and is owned as to 98.623% by Hong Kong Aluminum Cans and as to 1.377% by an Independent Third Party as at the Latest Practicable Date

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“Excluded China Aluminum Cans Shareholder(s)”	the Overseas China Aluminum Cans Shareholder(s) with registered address(es) in an Excluded Jurisdiction, and China Aluminum Cans Shareholders or Beneficial China Aluminum Cans Shareholders who are otherwise known by China Aluminum Cans to be residents of, or located in, jurisdictions outside Hong Kong as at the Distribution Record Date, whom the China Aluminum Cans Board and our Board, after making relevant enquiries and based on the legal advice provided by their legal advisers, consider it necessary or expedient to exclude from receiving Shares pursuant to the Distribution on account of the legal restrictions under the applicable laws of the relevant jurisdictions where they are located or resident in and/or the requirements of the relevant regulatory bodies or stock exchanges in those jurisdictions
“Excluded Jurisdiction(s)”	those jurisdiction(s) outside Hong Kong in respect of which the China Aluminum Cans Board and our Board have determined, after making relevant enquiries and based on the legal advice received, that it is necessary or expedient not to issue Shares pursuant to the Distribution, on account of either the legal restrictions under the applicable laws of such jurisdiction(s) and/or the requirements of the relevant regulatory bodies or stock exchanges in such jurisdiction(s). As at the Latest Practicable Date, there is no Excluded Jurisdiction
“FY” or “financial year”	financial year of our Company ended or ending 31 December
“GDP”	gross domestic product
“Group”, “our Group”, “we” or “us”	our Company and our subsidiaries
“Guangzhou Botny”	Guangzhou Botny Chemical Co., Ltd.* (廣州保賜利化工有限公司), a company established in the PRC with limited liability on 30 August 2000 and is wholly-owned by Botny as at the Latest Practicable Date
“Guangzhou Chaoli”	Guangzhou Chaoli Insulation Coating Company Limited* (廣州超利隔熱塗料有限公司), a company established under the laws of the PRC with limited liability on 18 July 2014 and was deregistered on 5 July 2016

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“Guangzhou Euro Asia”	Guangzhou Euro Asia Aerosol & Household Products Manufacture Co., Limited* (廣州歐亞氣霧劑與日化用品製造有限公司), a company established in the PRC with limited liability on 17 April 2006 and is owned as to 70% by China Medical Beauty and 30% by European Asia Industrial as at the Latest Practicable Date
“Guangzhou Shentian”	Guangzhou Shentian Woye Trading Company Limited* (廣州深田沃業貿易有限公司), a company established in the PRC with limited liability on 5 May 2014 and is wholly-owned by Guangzhou Botny as at the Latest Practicable Date
“HKFRS”	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“HK\$” or “Hong Kong Dollars”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Aluminum Cans”	Hong Kong Aluminum Cans Limited, a company incorporated in Hong Kong with limited liability on 6 September 2012 and is wholly-owned by Euro Asia Investments as at the Latest Practicable Date
“Hong Kong Branch Share Registrar”	Tricor Investor Services Limited
“Independent Third Party”	an individual or a company who is not connected (within the meaning of the Listing Rules) with any directors, chief executive or substantial shareholders of our Company, its subsidiaries or any of their respective associates
“Internal Control Consultant”	the internal control consultant who was commissioned by our Group to review our internal control system
“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, United Nations or the Government of Australia

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“International Sanctions Legal Advisers”	Hogan Lovells, our legal advisers as to International Sanctions laws in connection with the Listing
“Issue Mandate”	the general unconditional mandate granted to our Directors relating to the issue of new Shares, details of which are set out in the section headed “Appendix V — Statutory and general information — A. Further information about our Company — 4. Written resolutions of the sole Shareholder” in this listing document
“JPY”	Japanese Yen, the lawful currency of Japan
“Latest Practicable Date”	24 May 2019, being the latest practicable date for the purpose of ascertaining certain information contained in this listing document prior to its publication
“Listing”	the listing by way of introduction of our Shares on the Main Board of the Stock Exchange
“Listing Committee”	the listing sub-committee of the board of the Stock Exchange
“Listing Date”	the date expected to be on Friday, 21 June 2019, on which our Shares are first listed and from which dealings in our Shares are permitted to take place on the Main Board
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended or supplemented from time to time
“M&A Rules”	the Rules on the Merger and Acquisition of Domestic Enterprises by Foreign Investors* (關於外國投資者併購境內企業的規定) which became effective in September 2006 and re-issued in June 2009
“Main Board”	the Main Board of the Stock Exchange
“Master Supply Agreement”	the master supply agreement dated 17 April 2019 (as amended and supplemented by a supplemented agreement dated 7 May 2019) entered into between Hong Kong Aluminum Cans (for itself and on behalf of its subsidiaries and holding companies) and our Company (for itself and on behalf of its subsidiaries) in relation to the purchase of certain monobloc aluminum aerosol cans from the Remaining China Aluminum Cans Group by our Group upon Listing
“Memorandum” or “Memorandum of Association”	the amended and restated memorandum of association of our Company adopted on 27 May 2019 and effective on the Listing Date, as amended or supplemented from time to time
“MOFCOM”	the PRC Ministry of Commerce (中華人民共和國商務部)

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“Mr. Alex Lin”	Mr. Lin Hing Lung, an executive Director, the son of Mr. Lin and Mrs. Lin and the brother of Ms. Flora Lin
“Mr. Lin”	Mr. Lin Wan Tsang, an executive director, the chairman of China Aluminum Cans Board, the husband of Mrs. Lin and the father of Mr. Alex Lin and Ms. Flora Lin
“Mr. Yang”	Mr. Yang Xiaoye, an executive Director
“Mrs. Lin”	Ms. Ko Sau Mee, an executive Director, our Chairman and the chief executive officer of our Company, the wife of Mr. Lin and the mother of Mr. Alex Lin and Ms. Flora Lin
“Ms. Flora Lin”	Ms. Lin Hing Lei, an executive Director, the daughter of Mr. Lin and Mrs. Lin and the sister of Mr. Alex Lin
“North Jufeng Land”	a parcel of land situated at No. 628 Jufeng North Road, Aotou Town, Conghua District, Guangzhou City, Guangdong Province, the PRC (中國廣東省廣州市從化區鰲頭鎮聚豐北路628號) with a total site area of approximately 66,047.00 sq.m.
“North Jufeng Plant”	the production facilities of our Group constructed on the North Jufeng Land
“NPC”	The National People’s Congress of the PRC
“OFAC”	the United States Department of Treasury’s Office of Foreign Assets Control
“Overseas China Aluminum Cans Shareholder(s)”	China Aluminum Cans Shareholder(s) whose address(es), as shown on the register of members of China Aluminum Cans on the Distribution Record Date, is or are in jurisdiction(s) outside Hong Kong
“PRC” or “China”	the People’s Republic of China excluding, for the purpose of this listing document, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan, unless otherwise specified
“PRC Legal Advisers”	China Commercial Law Firm
“Pre-IPO Share Option Scheme”	the pre-IPO share option scheme conditionally adopted by our Company on 18 March 2019, the principal terms of which are summarised in the section headed “Appendix V — Statutory and general information — E. Pre-IPO Share Option Scheme” in this listing document

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“Pre-IPO Share Options”	the share options to subscribe for an aggregate of 7,765,000 Shares granted under the Pre-IPO Share Option Scheme
“Qualifying China Aluminum Cans Shareholder(s)”	China Aluminum Cans Shareholder(s) whose name(s) appear on the register of members of China Aluminum Cans on the Distribution Record Date, but excluding the Excluded China Aluminum Cans Shareholder(s)
“Registered China Aluminum Cans Shareholder(s)”	in respect of a Beneficial China Aluminum Cans Shareholder, any nominee, trustee, depositary or any other authorised custodian or third party whose name is entered in the register of members of China Aluminum Cans as the holder of the China Aluminum Cans Shares in which the Beneficial China Aluminum Cans Shareholder is beneficially interested
“Relevant Persons”	the Sole Sponsor, any of its, our Company’s or China Aluminum Cans’ respective directors, officers or representatives or any other person involved in the Listing
“Remaining China Aluminum Cans Group”	China Aluminum Cans and its subsidiaries upon completion of the Spin-off, which excludes our Group
“Reorganisation”	the corporate reorganisation of our Group in preparation for the Listing as set out in the section headed “History, reorganisation and corporate structure” in this listing document, pursuant to which our Company became the holding company of various subsidiaries
“Repurchase Mandate”	the general unconditional mandate granted to our Directors relating to the repurchase of Shares, details of which are set out in the paragraph headed “Appendix V — Statutory and general information — A. Further information about our Company — 4. Written resolutions of the sole Shareholder” in this listing document
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAFE Circular No. 37”	the Circular on Relevant Issues concerning Foreign Exchange Administration of Overseas Investment and Financing and Return Investments Conducted by Domestic Residents through Overseas Special Purpose Vehicles* (國家外匯管理局關於境內居民通過特殊目的公司境外投融資及返程投資外匯管理有關問題的通知)(匯發[2014]37號), effective on 4 July 2014

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“SAFE Circular No. 75”	the Notice of SAFE on Issues relating to Foreign Exchange Control on Fund Raising by Domestic Residents through Offshore Special Purpose Vehicles and Round-trip Investments* (國家外匯管理局關於境內居民通過境外特殊目的公司融資及返程投資外匯管理有關問題的通知)(匯發[2005]75號), effective on 21 October 2005
“Sanctioned Person(s)”	certain person(s) and identity(ies) listed on OFAC’s Specially Designated Nationals and Blocked Persons List or other restricted parties lists maintained by the U.S., European Union, United Nations or Australia
“SAT”	State Administration of Taxation of the PRC
“SDN List”	the list of Specially Designated Nationals and Blocked Persons maintained by OFAC, which sets forth individuals and entities that are subject to its sanctions and restricted from dealing with U.S. persons
“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 Option Scheme”	the share option scheme conditionally adopted by our Company on 18 March 2019, the principal terms of which are summarised under the section headed “Appendix V — Statutory and general information — F. Share Option Scheme” in this listing document
“Shareholder(s)”	holder(s) of Shares
“Share(s)”	ordinary share(s) of our Company with a nominal value of HK\$0.01 each
“Sole Sponsor”	China Tonghai Capital Limited, which is licensed to conduct type 1 (dealing in securities) and type 6 (advising on corporate finance) regulated activities as defined under the SFO
“Spin-off”	the spin-off of our Company by way of the Distribution and the separate listing of our Shares on the Main Board by way of introduction
“sq.m”	square meters
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder(s)”	has the meaning ascribed to it under the Listing Rules

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“Super Sight”	Super Sight International Investment Limited, a company incorporated in the BVI with limited liability on 1 November 2017 and is wholly-owned by Topspan as at the Latest Practicable Date
“Tai Yuan Plant”	the production facilities of our Group constructed on the land situated at Nos. 11-12 Tai Yuan Road, Conghua Economic Technology Development Zone, Conghua District, Guangdong Province, the PRC (中國廣東省廣州市從化區經濟技術開發區太源路11-12號)
“Takeovers Code”	the Hong Kong Code on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Topspan”	Topspan Holdings Limited, a company incorporated in the BVI with limited liability on 3 July 2012 and is wholly-owned by our Company upon completion of the Reorganisation
“Track Record Period”	the period comprising the three years ended 31 December 2018; and the phrase “during the Track Record Period”, followed by a series of figures or percentages, refers to information relating to the three years ended 31 December 2018
“United States” or “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US\$” or “USD”	United States Dollars, the lawful currency of United States of America
“VSD”	voluntary self-disclosure, a statement provided by our Company to the U.S. Department of the Treasury relating to our Company’s prior business transactions involving customers located in Countries subject to International Sanctions
“Wellmass”	Wellmass International Limited, a company incorporated in the BVI with limited liability on 18 July 2012 and is wholly-owned by Mr. Lin as at the Latest Practicable Date
“Xihucun Land”	a parcel of land situated at Xinhu Village, Aotou Town, Conghua District, Guangzhou City, Guangdong Province, the PRC (中國廣東省廣州市從化區鰲頭鎮西湖村地段) with a total site area of approximately 63,623.00 sq.m

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In this listing document, unless expressly stated or the context requires otherwise:

- *all data in this listing document is as at the date of this listing document.*
- *certain amounts set out in this listing document have been rounded. Accordingly, figures shown as totals of certain amounts may not be an arithmetic sum of such amounts.*
- *for your ease of reference, this listing document contains translations of certain RMB into Hong Kong Dollars or RMB into US\$ at specified rates. Such conversions shall not be construed as representations that amounts in RMB or US\$ were or may have been converted into HK\$ and vice versa at such rates or any other exchanges rates.*
- *for ease of reference, the names of the PRC established companies or entities have been included in this listing document in both Chinese and English language. The name in Chinese language is the official name of each such company or entity, while that in English language is only an unofficial translation, and in the event of any inconsistency, the Chinese terms shall prevail.*
- *for ease of reference, certain terms relating to laws or regulations in the PRC have been included in this listing document in both the Chinese and English languages and in the event of any inconsistency between the Chinese terms mentioned in this listing document and their English translation, the Chinese terms shall prevail.*

* *For identification purposes only*