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You should consider carefully all the information set out in this Prospectus and, in particular, the risks and uncertainties described below before making an investment in the Shares. The occurrence of any of the following events could harm us and our Group's business, financial condition or results of operations could be materially and adversely affected by any of these risks. If these events occur, the trading price of the Shares could decline and you may lose all or part of your investment.

RISKS RELATING TO OUR BUSINESS AND OUR INDUSTRY

Our key businesses are project-based and we may be unable to compete effectively or secure new contracts upon the completion of our contracts on hand.

Our key businesses, sales of LED lighting fixtures and integrated LED lighting solution services, are project-based. The majority of our revenue is derived from contracts awarded by our customers on a project basis and is not recurring in nature. We are required to submit new quotations for new contracts from time to time. There is a risk that we may not succeed in obtaining the same customer's award in the future. If we are unable to maintain our competitiveness or retain our existing customers and end-user luxury brands or obtain new contracts continuously, our business, financial condition and results of operations may be materially and adversely affected. In addition, our customers and end-user luxury brands select their service provider by, among other things, evaluating the industrial expertise and reputation of the candidate. Such evaluation standards may change from time to time. There is no assurance that we will be selected in accordance with the evaluation standards of our customers or end-user luxury brands, which may adversely affect our business, financial condition and results of operations.

Our failure to accurately estimate the time and costs required for projects may lead to cost overruns or even losses in our projects.

We estimate the time and costs required for the project to determine the quotation. The actual time and costs for completing a LED lighting fixture project or an integrated LED lighting solution project may be adversely affected by various factors, including extreme bad weather, shortage and cost escalation of components and labour, unexpected additional variations to the design requested by our customers or end-user luxury brands or due to technical needs, disputes with subcontractors, accidents and other unforeseen problems or circumstances, which may be beyond our control. Any of these factors can lead to delays in completion of works or cost overruns or even unilateral termination of projects by our customers or end-user luxury brands. There is no assurance that the actual time and costs would not exceed our estimate. In addition, any failure to complete a project in accordance with the specification and quality standard on a timely basis may result in disputes, contract termination, liabilities and/or lower returns than anticipated on the project concerned, which may in turn materially and adversely affect our business, financial condition and results of operations.

We depend on our subcontractors to complete the installation work of our integrated LED lighting solution projects.

We have in the past relied on and expect to continue to rely on our subcontractors to complete the installation work of our integrated LED lighting solution projects. We have established a system with respect to the selection and management of our subcontractors, including maintaining a regularly updated list of approved subcontractors and our project manager's inspection of the work quality and progress of our subcontractors. Nevertheless, we may not be able to effectively monitor the performance of these subcontractors as directly and efficiently as with our own staff. In addition, approved subcontractors may not always be readily available when our needs for outsourcing arise. If we are unable to hire approved

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and competent subcontractors, our ability to complete projects on a timely basis, or at all, could be adversely affected. If the amounts that we are required to pay for subcontractors exceed our estimates, we may suffer losses on these contracts. If a subcontractor fails to provide services as required under a contract for any reason, we may be required to source these services from third parties which may delay our project or at a higher price than anticipated, which could impact our contract profitability. If a subcontractor's performance does not meet our standards, the quality of the project may be affected, which could harm our reputation and potentially expose us to litigation and damage claims.

Our profit may be substantially reduced if there are changes in our component and subcontracting fee and labour costs after we have submitted our quotation.

Our component and subcontracting costs represent a significant portion of our direct costs. For the years ended 31 March 2016 and 2017 and the four months ended 31 July 2016 and 2017, our component and subcontracting fee and labour costs amounted to approximately HK\$13.9 million, HK\$23.5 million, HK\$4.5 million and HK\$8.0 million respectively, and accounted for approximately 73.4%, 82.4%, 76.9% and 87.6% respectively, of our direct costs. We prepare our quotation based on our estimated project costs (which mainly include component and subcontracting fee and labour costs) plus a mark-up margin at the time when we submit our tender for projects or our initial proposals to our potential customers. However, the actual component and subcontracting costs will not be finalised until we have entered into formal agreements with our suppliers and subcontractors upon the award of a contract. We cannot assure you that there will not be any fluctuations in the component and subcontracting costs during such period in the future, the occurrence of which may materially and adversely affect our business, financial conditions and results of operations.

We may not be able to implement our business strategies successfully.

The LED lighting industry is highly competitive. Competition is based primarily on price, technology, quality and overall customer services. Our ability to continue to grow our business will increasingly depend on our continuing ability to successfully implement our business strategies, which include enhancing relationships with our existing customers, exploring our existing business in new markets, expanding our research and development team, as well as selectively pursuing acquisitions. We cannot assure you that we will be able to implement our strategies successfully or at all, as a result of which, our business, financial position and results of operations may be materially and adversely affected.

We have limited management experience in operating our own factory in the PRC and our ability to successfully operate our new factory is subject to risks and uncertainties, the failure of which could adversely affect our business, results of operations and financial condition.

We intend to utilise approximately HK\$14.5 million (or approximately 30.9%) of the net proceeds from the Share Offer to further develop our supply of LED lighting system business, including (i) the set-up of a new self-operated factory and staff quarters in Guangdong Province, PRC, (ii) the purchase of machinery and equipment for production; (iii) the recruitment of new staff with relevant experience to work in the factory; and (iv) the renovation of the factory. We intend to focus our new factory on the manufacture of standardised LED lighting fixtures and customised LED lighting fixtures. The new factory shall have good accessibility to high calibre staff. For further details, please refer to the section headed "Future Plans and Use of Proceeds" in this Prospectus.

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In this connection, our ability to successfully operate our new factory to reduce our costs and improve the quality of our products is subject to certain risks and uncertainties, including:

- possessing limited management experience in operating our own LED lighting fixture factory in the PRC. There is no assurance that Mr. Tam and Mr. Yeung, being the executive Directors, are able to effectively make use of their over 12 years of experience in the LED lighting solutions industry in Hong Kong and their experience accumulated throughout the years of experience in working with the LED lighting system suppliers to operate our own LED lighting fixture factory in the PRC;
- delays and cost overruns associated with the fit-out of the factory and staff quarters and/or installation of the relevant machinery and equipment due to a variety of factors, many of which may be beyond our control, such as quality of relevant contractors, issues with suppliers of manufacturing equipment and parts, and equipment malfunctions and breakdowns;
- the ability on our part to effectively operate our new factory to meet stipulated deadlines, cost and production requirements of customers;
- the ability to secure adequate supplies of components and parts in a timely manner to manufacture standardised LED lighting fixtures and customised LED lighting fixtures;
- the competence and skill sets of the new staff hired to work at the new factory; and
- no assurance that our customers will continue to place orders with us for the manufacture of standardised LED lighting fixtures and customised LED lighting fixtures in the future.

In the event that we encounter one or more of the abovementioned circumstances, the recovery of the investments associated with the set-up of the new factory may take longer than expected, or not materialise at all, which would adversely affect our business, results of operations and financial condition.

We rely on key management personnel and other employees with the required expertise and skills.

Our continued success and growth depend on our ability to identify, hire, train and retain suitable, skilled and qualified employees, including management personnel with the requisite industry expertise. Our Directors and members of senior management, in particular, our executive Directors are important to us. Our executive Directors, Mr. Tam and Mr. Yeung have been with us since our establishment and have over 12 years' working experience working in the LED lighting industry in Hong Kong. Our continued success is therefore dependent, to a large extent, on our ability to retain the services of our executive Directors and management team. Our management personnel and skilled employees may leave us or we may terminate their employment at any time. We cannot assure you that we will be able to retain our management personnel and skilled employees or find suitable or comparable replacements on a timely basis or at all. Moreover, if any of our management personnel or skilled employees leaves us or joins a competitor, we may lose our customers, suppliers and know-how. The loss of services of any of our management personnel and skilled employees could have a material adverse effect on our business, results of operations and financial condition.

Our historical revenue and profit margin may not be indicative of our financial performance in the future.

For the years ended 31 March 2016 and 2017 and the four months ended 31 July 2017, our revenue amounted to approximately HK\$42.1 million, HK\$67.4 million and HK\$18.5 million, respectively,

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representing an increase of 60.1% from the year ended 31 March 2016 to 2017 and increase of 11.4% from the four months ended 31 July 2016 to 2017. Our gross profit amounted to approximately HK\$23.2 million, HK\$38.9 million and HK\$9.4 million for the years ended 31 March 2016 and 2017 and the four months ended 31 July 2017, respectively, representing an increase of 67.7% for the years ended 31 March 2016 to 2017 and a decrease of 11.3% for the four months ended 31 July 2016 to 2017. For the year ended 31 March 2016, our gross profit margin for sales of LED lighting fixtures and integrated LED lighting solution was 54.3% and 55.8%, respectively while, for the year ended 31 March 2017, our gross profit margin for sales of LED lighting fixtures and integrated LED lighting solution was 56.1% and 74.2%, respectively. For the four months ended 31 July 2016, our gross profit margin for sales of LED lighting fixtures and integrated LED lighting solution was 66.1% and 68.6%, respectively while, for the four months ended 31 July 2017, our gross profit margin for sales of LED lighting fixtures and integrated LED lighting solution was 51.0% and nil, respectively. However, such trend in our historical financial information is merely an analysis of our past performance as our business is on a project basis. The demands for our products and services may be affected by different external factors beyond our control, such as the size of the retail stores and end-user luxury brands' design specifications. Therefore, our revenue contributed by each project may vary from time to time. Furthermore, our fee collection and profit margin also depend on other factors, such as, among others, the capital expenditure plan of our customers and end-user luxury brands, the terms of the work orders and contracts, the efficiency of implementation of the work orders or contract, our ability to control the project cost and progress as expected and general market conditions. As a result, the income flow of our business may not be regular due to factors which are beyond our control. Our future performance will depend on, among other things, our ability to secure new contracts and control on our costs and will be subject to the risks set out in this section. Therefore, our historical performance does not necessarily have any positive implication or may not necessarily reflect our financial performance in the future. In addition, our profit margin may fluctuate from period to period due to factors such as the accuracy of our estimate of costs when determining the quotation, the complexity and size of the project, subcontracting changes and our pricing strategy. Also, upon commencing business in the PRC in December 2016, we will continue to be subject to the 17% of VAT from the sales of LED lighting fixtures, which will ultimately lower our gross profit as our sales in the PRC increases. There is no assurance that our profit margin will not fluctuate in the future.

We recorded operating loss before changes in working capital and cash outflow from operating activities for the four months ended 31 July 2017.

We generally grant a credit period of 0 to 30 days to our customers. However, as at 31 July 2017, we had, in aggregate, outstanding trade receivables aged more than three months of approximately HK\$8.0 million, representing approximately 58.2% of our total trade receivables as at the same date. Our collection of outstanding trade receivables may affect our cash flows from operating activities to a certain extent. For the four months ended 31 July 2017, we had net cash used in operating activities of HK\$5.6 million. This amount represented the operating loss before working capital changes of HK\$2.1 million, adjusted for net working capital outflow of HK\$2.3 million and net taxation paid of HK\$1.1 million. The net working capital outflow was primarily attributable to decrease in trade and other payables of HK\$1.4 million and increase in trade and other receivables of HK\$0.6 million. For details, please refer to the paragraph headed "Financial Information — Net Cash From/(Used in) Operating Activities" in this Prospectus.

There is no assurance that our Group will not experience operating loss before working capital changes or periods of net cash outflow from operating activities in the future. If we cannot improve our

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collection of long outstanding trade receivables and/or our customers significantly delay or fail to pay us on a timely basis, our financial condition and results of operations may be adversely affected.

We may be exposed to credit risks due to delays and/or defaults of progress payments by our customers, which would adversely affect our cash flows or financial results.

We generally receive progress payments from our customers. Nevertheless, after the commencement of our projects, we have to incur various costs, including: (i) purchase costs of components; (ii) salary payments to our employees; and (iii) payments to our subcontractors. As such, we are subject to credit risks of our customers and our liquidity is dependent on our customers making prompt progress payments. For details of the stages of the progress payment, please refer to the section headed “Business — Credit Management” in this Prospectus.

As at 31 March 2016 and 2017 and 31 July 2017, our trade receivables amounted to approximately HK\$11.2 million, HK\$15.5 million and HK\$13.8 million, respectively, representing approximately 39.1%, 30.8% and 29.2% of the total current assets respectively. In addition, the trade receivables’ turnover days were approximately 97.7 days, 72.3 days and 96.5 days for the years ended 31 March 2016 and 2017 and the four months ended 31 July 2017, respectively. For details of the fluctuations in our trade receivables from customers and trade receivables’ turnover days, please refer to the section headed “Financial Information — Discussion of Key Consolidated Statements of Financial Position — Trade and Other Receivables — Trade Receivables” in this Prospectus. We cannot assure you that we will be able to recover all or any part of the amounts due from our customers within the agreed credit terms or at all. Further, disputes may arise between us and our customers as to the quality and value of work properly done in a particular period, and the progress payment that we are entitled to accordingly. There is also a possibility that we may take longer than the trade receivables’ turnover days to collect payments. This will negatively affect our cash flows and financial performance.

We may not remain on our customers’ list of approved suppliers, which may lead to a decrease in sales to certain end-user luxury brands.

We have in the past and expect to continue to remain on the lists of approved suppliers of various end-user luxury brands. The end-user luxury brands have established a system with respect to the selection and management of their suppliers and will review and assess their suppliers on a regular basis. Nevertheless, as our business expands, we may not be able to effectively monitor the performance of our staff and may be unable to deliver our products and/or services at a consistent standard of quality or at the standard expected by the end-user luxury brands. If we fail to provide our products and/or services as required under a contract for any reason, we may be required to rectify the defects or improve our products and/or services, which may delay our project or lead to a higher cost than anticipated, and which could impact our profitability. If our performance does not meet the end-user luxury brands’ standard, the quality of the project may be affected, which could harm our reputation, expose us to potential litigation and damage claims, or even result in our being removed from the lists of approved suppliers and ultimately lead to a decrease in sales to certain end-user luxury brands.

Our profit may decrease as a result of the online shopping of the products of our customers, being the end-user luxury brands, and of competitors of such end-user luxury brands via online shopping platforms.

Electronic commerce has been growing at a rapid pace over the last decade. Luxury goods can now be purchased from third party online retailers or directly from the brands’ online platforms. In light of the foregoing, our customers may reduce their reliance on physical stores or suspend their expansion plans, which may have a material impact on our future financial performance.

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We face risks associated with our global operations.

During the Track Record Period, we established a global client base with a primary focus on Hong Kong, the PRC and other Asian countries or regions such as Singapore, Taiwan, South Korea, Japan, Macau and Indonesia. From time to time, we also served customers in other regions including Europe, the United States, Australia and New Zealand. Our international operations are subject to certain inherent risks, including:

- exposure to local economic, political and labour conditions;
- changes in laws, regulations, trade or monetary or fiscal policy;
- exposure to fluctuations in interest rates, foreign currency exchange rates and changes in the rate of inflation;
- tariffs, quotas, customs and other import or export restrictions and other trade barriers;
- difficulty of enforcing agreements, collecting receivables and protecting assets;
- limitations on repatriation of earnings, including withholding and other taxes on remittances and other payments by subsidiaries;
- investment restrictions or requirements;
- export and import restrictions; and
- compliance with the requirements of applicable sanctions, anti-bribery and related laws and regulations.

Due to the global nature of our business, we may be required to allocate appropriate staffing to monitor our ongoing compliance matters.

Our operations may be affected by force majeure events.

Our operations may be adversely affected by political events, domestic or international terrorist events and hostilities or complications due to natural or nuclear disasters, public health or other force majeure events. These uncertainties could have a material adverse effect on the continuity of our business, results of operations and financial condition.

We may be involved from time to time in legal proceedings and commercial or contractual disputes, which could have a material adverse effect on our business, results of operations and financial condition.

We may be involved in legal proceedings and commercial or contractual disputes that may, from time to time, be significant. Typically claims may arise in the ordinary course of business, including, without limitation, commercial or contractual disputes, including warranty claims and other disputes with customers, suppliers and subcontractors; intellectual property matters; personal injury claims; environmental issues; tax matters; and employment matters. We cannot assure you that such proceedings and claims will not have a material adverse effect on our business, results of operations and financial condition.

We have historical incidents of non-compliance with certain Hong Kong regulatory requirements.

We have previously been involved in certain historical non-compliance incidents including non-compliance with certain statutory requirements in the Employees' Compensation Ordinance (Chapter 282 of the Laws of Hong Kong). If there is any conviction, we may also be subject to penalties, including a

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potential maximum fine of HK\$100,000. There is no assurance that the relevant authorities would not take any enforcement action against us. If any such enforcement action is taken and our Controlling Shareholders fail to indemnify us fully under the Deed of Indemnity, we may be required to pay certain penalties. Additionally, there is no assurance that our business and financial position and prospect will not be adversely affected. For details of such historical non-compliance incidents, please refer to the section headed “Business — Regulatory Compliance and Legal Proceedings — Regulatory Compliance — Non-compliance Matter” of this Prospectus.

Our prospective projects as disclosed in this Prospectus are subject to unexpected adjustments and cancellations and, therefore, may not be indicative of our future results of operations.

For the purpose of this Prospectus, our prospective projects as disclosed in this Prospectus refer to the estimated total number of our potential projects and the estimated total contract value for such projects based on the project quotations issued but not declined as at the Latest Practicable Date. For further details, please refer to the section headed “Financial Information — Recent Development” in this Prospectus.

The value of our prospective projects is not a measure defined by generally accepted accounting principles and may not be indicative of future results of operations. Our prospective projects disclosed in the Prospectus is based on the assumption that the relevant quotations issued by us will be carried out in accordance with the terms of the quotations and the relevant contract awarded will be fully performed. If (i) after we issued the quotations, if any of our potential customers decides not to engage us for our integrated LED lighting solutions and/or LED lighting fixtures; or (ii) there are subsequent changes to the terms of the quotations or re-negotiation with respect to our service fees, our prospective projects value will be subject to change. The termination or modification of any one or more projects may have a substantial and immediate effect on our prospective projects. There is no assurance that the estimated prospective projects value can be realised in full, in a timely manner, or at all, or that, even if it is realised, that such prospective projects value will result in profits as expected. As a result, you should not rely on our prospective projects information represented in this Prospectus as an indicator of our future earnings or performance.

We face risks associated with warranty claims.

We generally provide a one-year warranty period for sales of LED lighting fixtures where we provide spare fixtures for damages caused by normal use. For our integrated LED lighting solution projects, we generally provide a warranty period ranging from one year to three years, where we offer on-site inspection and solutions when issues related to our products arise. For works done by our subcontractors or fixtures provided by our suppliers that are defective, we will require such defects to be rectified by such subcontractors or suppliers. However, we cannot assure you that our subcontractors or suppliers will be able to rectify defects in accordance with requirements from our customers or end-user luxury brands. In the event that there is any significant claim raised by our customers against us for product liability or any default or failure in relation to our works, we may incur significant cost in rectifying such defects or in settling such claims and, in such event, our profitability would be adversely affected. During the Track Record Period, warranty expenses of HK\$0.1 million and HK\$0.1 million have been charged to profit or loss for the year ended 31 March 2016 and 31 March 2017, respectively, and warranty expense of HK\$31,000 previously provided for the four months ended 31 July 2017 has been reversed.

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Changes in the social, political and economic landscape of Hong Kong may materially affect our business.

Our performance and financial condition is heavily dependent on the state of the social, political environment and economy in Hong Kong. For the years ended 31 March 2016 and 2017 and the four months ended 31 July 2017, approximately 38.4%, 49.3% and 9.1% of our revenue was derived in Hong Kong. Hong Kong is a special administrative region of the PRC and enjoys a high level of autonomy under the principle of “one country, two systems” according to the Basic Law of Hong Kong. In the event that there are any changes of such political arrangements, our financial position and results of operations may be materially and adversely affected. In addition, demand for our services is principally connected to the number of luxury retail shops newly launched, which in turn will be affected by the level of retail sales in Hong Kong. Therefore, we may be affected by the fluctuation in retail consumption in Hong Kong. Any major changes to the social, political and economic landscape of Hong Kong will have a significant impact on the retail consumption in Hong Kong and in turn adversely affect our business and future growth. Furthermore, if there were any material adverse changes in other social, political and economic conditions in the region including, among others: (i) change in local government policies, rules or regulations; (ii) riots, natural disasters and other acts of god; or (iii) breakdown in the transportation system which may disrupt our material supplies, our operations, financial results and profitability may be adversely affected.

Our performance is dependent on global economic conditions and the retail performance of luxury goods, which may be adversely affected by a recurrence of severe acute respiratory syndrome, an outbreak of other epidemics, natural disasters, acts of war, terrorist attacks or other events, thereby affecting our prospects.

The majority of our customers are either world-renowned luxury brands or their main contractors. In recent years, the slowdown of economic growth in the Asia-Pacific and other major economic zones, as well as the weakness of the economic recovery in Europe, has resulted in continued uncertainty regarding global economic prospects. There has been a decrease in the revenue generated from the retail sales market and the overall purchases made by tourists visiting Hong Kong, especially for luxury products. An actual or anticipated further deterioration of local or global economic conditions may depress the demand for luxury goods which would have a negative impact on the expansion plans of end-user luxury brands. If the luxury retail industry experiences a downturn in the future, we will face pressure to reduce fees to maintain our competitiveness, and our operating results and financial condition may be materially and adversely affected.

Further, some countries including South Korea, Mexico, United States and Japan are susceptible to epidemics such as Middle East respiratory syndrome (MERS), severe acute respiratory syndrome (SARS), swine flu (H1N1) and avian flu (H5N1), which may cause severe damage to their respective local economies and the global economy as a whole. If such epidemics break out in Hong Kong, or in the cities where we have or will have operations, it may result in material disruptions to our business operations, which will in turn adversely affect our financial condition. In addition, natural disasters (such as typhoons, flooding and earthquakes), acts of war, terrorist attacks and other events, many of which are beyond our control, may lead to global or regional economic instability, which may in turn materially and adversely affect our business, financial condition and results of operations.

We may not be able to pay dividends.

We are a holding company with no significant operations or material assets other than the equity interests that we hold in our subsidiaries. We conduct all of our business operations through our

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subsidiaries. As a result, our ability to pay dividends is dependent on the generation of cash flow by our subsidiaries and their ability to make such cash available, by dividend or otherwise.

RISKS RELATING TO THE PRC

We established Shenzhen Chuangheng in September 2015 aiming to explore the LED lighting business in the PRC. We expect our business and financial condition and prospects may also be subject to risks of economic, political and legal developments in the PRC.

Our operations in the PRC may be subject to the uncertainties of the PRC legal system.

The PRC legal system is a civil law system based on written statutes. Unlike common law system, it is a system in which decided legal cases have little value as precedents. In 1979, the PRC government began to promulgate a comprehensive system of laws and regulations governing economic matters in general. These laws, regulations and legal requirements are relatively new and are often changing and their interpretation and enforcement involve uncertainties. These uncertainties limit the reliability of legal protections available to us. As there may be changes in the PRC legal system in the future, we may not be able to adapt our operations to the changes in a timely manner, which in turn may adversely affect our operations and financial condition.

The economic, political and social conditions of the PRC, as well as the policies of the PRC government, could adversely affect the financial markets in the PRC and our business.

The PRC economy differs from the economies of most developed countries in many respects, including the PRC government's degree of involvement, level of capital reinvestment, growth rate, control of foreign exchange, allocation of resources and balance of payments position. While the PRC economy has experienced uneven growth in the past 20 years, both geographically and among various sectors of the economy. In addition, the PRC government may from time to time adopt different political and economical measures, some of which may have a negative effect on us. For example, the retail consumption in Hong Kong, in particular, the retail of luxury goods experienced slowdown partially due to the anti-corruption measures adopted by the PRC government, as a result of which, the demand for our works had been adversely affected. We cannot assure you that the PRC government will not adopt similar policies, regulations and measures that may adversely affect us in the future. If we fail to adapt our operations to new policies, regulations and measures that may come into effect from time to time, or such policy changes disrupt our business or cause us to incur additional costs, our business, financial condition, results of operations and prospects may be materially and adversely affected.

RISKS RELATING TO THE SHARE OFFER AND OUR SHARES

There is no existing market for our Shares, which may trade at a discount from the initial Offer Price.

Prior to the Share Offer, there has not been a public market for our Shares and we cannot predict the extent of investor interest in us. The Offer Price of our Shares will be determined by negotiations between us and the Joint Bookrunners (on behalf of the Underwriters) and may not be indicative of prices that will prevail in the open market following the Share Offer. Consequently, you may not be able to sell our Shares at prices equal to or higher than the Offer Price.

An active and liquid trading market for our Shares may not develop.

Prior to the Share Offer, our Shares were not traded on any market. An active and liquid trading market for our Shares may not develop or be maintained after the Share Offer. Liquid and active trading

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markets usually result in less price volatility and more efficiency in carrying out investors' purchase and sale orders. The market price of our Shares could vary significantly as a result of a number of factors, some of which are beyond our control. In the event of a drop in the market price of our Shares, you could lose a substantial part or all of your investment in our Shares.

The market price and trading volume of our Shares may be volatile, which could result in rapid and substantial losses for our Shareholders.

The market price of our Shares may be highly volatile and could be subject to significant fluctuations. In addition, the trading volume of our Shares may fluctuate, which may cause significant price variations. Some of the factors that could negatively affect the price of our Shares, or result in fluctuations in the price or trading volume of our Shares include:

- variations in our operating results;
- failure to meet the market's earnings expectations;
- departures of key personnel;
- adverse market reaction to any indebtedness that we may incur or securities that we may issue in the future;
- changes or proposed changes in laws or regulations, or differing interpretations thereof, affecting our business, or enforcement of these laws and regulations, or announcements relating to these matters;
- litigation and governmental investigations; and
- general market and economic conditions.

Our Controlling Shareholders have substantial control over our Company and their interests may not be aligned with the interests of our other Shareholders.

Immediately after the Share Offer, our Controlling Shareholders will beneficially own 75.0% of our Shares. As a result, by virtue of their controlling ownership of our share capital, our Controlling Shareholders will be able to exert significant influence over our business and otherwise on matters of significance to us and our other Shareholders by voting at the general meetings of Shareholders, such as election of Directors, amount and timing of dividend payments and other distributions, the acquisition of or merger with another entity, overall strategic and investment decisions, issuance of securities and adjustment to our capital structure, and amendments to our Articles of Association. The interests of our Controlling Shareholders may differ from the interests of our other Shareholders, and they are free to exercise their votes according to their own interests. Our Controlling Shareholders will have the power to prevent or cause a change in control of us. Without the consent of our Controlling Shareholders, we may be prevented from entering into transactions that could be beneficial to us and our other Shareholders.

Sale, or perceived sale, of substantial amounts of our Shares in the public market could materially and adversely affect the prevailing market price of our Shares.

We cannot assure you that our Controlling Shareholders will not dispose of any Shares that they may own now or in the future. Sales of substantial amounts of our Shares in the public market, or the perception that these sales may occur, could materially and adversely affect the prevailing market price of our Shares.

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The availability of Shares for sale in the future could reduce the market price of our Shares.

In the future, we may issue additional securities to raise capital. We may also issue securities convertible into our Shares. Any of these events may dilute your ownership interest in our Company and have an adverse effect on the price of our Shares. In addition, sales of a substantial amount of our Shares in the public market, or the perception that these sales may occur, could reduce the market price of our Shares. This could also impair our ability to raise additional capital through the sale of our securities.

You may face difficulties in protecting your interests because we are incorporated under Cayman Islands law and, under Cayman Islands law, protection accorded to minority shareholders may differ from those established under the laws of Hong Kong and other jurisdictions.

Our corporate affairs are governed by our Memorandum of Association and Articles of Association and by the Cayman Companies Law and common law of the Cayman Islands. The laws of the Cayman Islands relating to the protection of the interests of minority shareholders differ in some respects from those established under statutes and judicial precedents in existence in Hong Kong and other jurisdictions. Such differences may mean that the remedies available to our minority Shareholders may be different from those which they would have under the laws of Hong Kong or other jurisdictions. See “Summary of the Constitution of the Company and Cayman Companies Law” in Appendix III to this Prospectus.

Certain facts and statistics contained in this Prospectus may not be accurate and should not be unduly relied upon.

Certain facts and statistics contained in this Prospectus and data presented in the section headed “Industry Overview” and elsewhere in this Prospectus relating to the industry in which we operate have been derived, in part, from various publications, industry-related sources prepared by government officials or independent third parties and a market research report commissioned by us and prepared by Frost & Sullivan, an independent market research agency. Our Company believes that the sources of the information are appropriate sources for such information, and the Sole Sponsor and our Directors have taken reasonable care to extract and reproduce the publications and industry-related sources in this Prospectus. However, these facts and statistics have not been independently verified by us. Our Company, the Joint Bookrunners, the Sole Sponsor, the Underwriters, their respective directors and advisers or any other parties involved in the Share Offer do not make any representation as to the accuracy or any other facts and statistics derived from government official publications, industry-related sources and the market research report, which may not be consistent with other information and may not be complete or up-to-date. Due to possibly flawed or ineffective collection methods or discrepancies between published information and market practice and other problems, the statistics derived from government official publications, industry-related sources and the market research report may be inaccurate or may not be comparable from period to period or to statistics produced for other economies and should not be unduly relied upon. Furthermore, we cannot assure you that they are stated or compiled on the same basis or with the same degree of accuracy as may be the case elsewhere.

Our future results could differ materially from those expressed in or implied by the forward-looking statements.

Various forward-looking statements included in this Prospectus are based on various assumptions. Our future results could differ materially from those expressed in or implied by such forward-looking statements. For details of these statements and the associated risks, please refer to the section headed “Forward-looking Statements” in this Prospectus.

RISK FACTORS

Investors should read this entire Prospectus carefully, and we cannot assure you that any information contained in press articles or other media regarding us and the Share Offer is appropriate, accurate, complete or reliable. You should not consider any particular statements in this Prospectus or in published media reports without carefully considering the risks and other information contained in this Prospectus.

Prior to the date of this Prospectus, there may be press information and media coverage regarding us and the Share Offer that was not disclosed in this Prospectus. Neither we nor any of the Sole Sponsor, the Joint Bookrunners, the Underwriters, our Directors, officers, employees, advisors, agents or representatives of any of them, or any other parties (collectively, the “**Professional Parties**”) involved in the Share Offer has authorised the disclosure of such information in any press or media, and neither the press reports, any future press reports nor any repetition, elaboration or derivative work were prepared by, sourced from, or authorised by us or any of the Professional Parties. Neither we nor any of the Professional Parties accept any responsibility for any such press or media coverage or the accuracy or completeness of any such information. We make no representation as to the appropriateness, accuracy, completeness or reliability of any such information disseminated in the media, and we do not accept any responsibility for the accuracy or completeness of any financial information or forward-looking statements contained therein. To the extent that any of the information in the media is inconsistent or conflicts with the information contained in this Prospectus, we disclaim it.