
DEFINITIONS

In this prospectus, unless the context otherwise requires, the following terms and expressions have the meanings set forth below.

“Application Form(s)”	WHITE Application Form(s), YELLOW Application Form(s) and GREEN Application Form(s), or where the context so requires, any of them, relating to the Hong Kong Public Offering
“Articles of Association” or “Articles”	the articles of association of our Company adopted on February 14, 2014 which shall become effective on the Listing Date, and as amended from time to time, a summary of which is contained in Appendix VI to this prospectus
“Artprice.com”	Artprice.com is the world leader in art market information and is listed on NYSE Euronext Paris. It provides an online platform for the access to fine art auction information and connects art market players to buy and sell their artworks and items
“ARTRON”	ARTRON is a well-known multimedia platform for the Chinese art industry. Its website (www.artron.net) is an interactive platform providing artwork collectors and investors with the latest movement in the Chinese art industry through independent statistical studies such as the Art Market Monitor of ARTRON, who is a subsidiary of the independent art market monitoring and research institutions. Art Market Monitor of ARTRON has been analyzing ARTRON Chinese art database statistics since 1993
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Bayuquan Grand Theatre”	Yingkou Bayuquan Poly Grand Theatre Management Co., Ltd. (營口市鮫魚圈區保利大劇院管理有限公司), a company incorporated on May 16, 2012 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Beijing Council”	Beijing Council International Auction Co. Ltd. (北京匡時國際拍賣有限公司), an auction house founded in 2005 and a competitor of our Company

DEFINITIONS

“Beijing Hanhai”	Beijing Hanhai Auction Limited Company (北京翰海拍賣有限公司) (formerly Beijing Cultural Relics Store), an auction house founded in 1994 and a competitor of our Company
“Beijing Poly Theatre”	Beijing Poly Theatre (北京保利劇院), a theatre operated and managed by Poly Theatre Management
“Beijing Wanyuan Cinema”	Beijing Poly Wanyuan Cinema Co., Ltd. (北京保利萬源影城有限公司), a company incorporated on November 11, 2008 in the PRC and a non-wholly-owned subsidiary of the Company
“Board of Supervisors”	the board of supervisors of the Company
“Board” or “Board of Directors”	our board of Directors of the Company
“Business Day”	a day on which banks in Hong Kong are generally open for normal banking business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong
“CAGR”	compound annual growth rate
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Clearing Participant”	a person admitted to participate in CCASS as a direct clearing participant or general clearing participant
“CCASS Custodian Participant”	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
“CCASS Participant”	a CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant
“Changshu Grand Theatre”	Changshu Poly Grand Theatre Management Co., Ltd. (常熟市保利大劇院管理有限公司), a company incorporated on November 19, 2012 in the PRC and a wholly-owned subsidiary of the Company and (when the context requires) its operated theatres

DEFINITIONS

“Changzhou Grand Theatre”	Changzhou Poly Grand Theatre Management Co., Ltd. (常州市保利大劇院管理有限公司), a company incorporated on May 26, 2009 in the PRC and a non-wholly-owned subsidiary of the Company and (when the context requires) its operated theatres
“China Guardian”	China Guardian Auction Limited Company (中國嘉德國際拍賣有限公司), an auction house founded in 1993 and a competitor of our Company
“Chongqing Grand Theatre”	Chongqing Poly Theatre Management Co., Ltd. (重慶市保利劇院管理有限公司), a company incorporated on July 20, 2009 in the PRC and a non-wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Christie’s”	Christie’s Inc., one of the world’s oldest and largest auction houses. Its Hong Kong branch, Christie’s Hong Kong, is one of the largest auction houses in artworks in Asia. Before privatization, Christie’s was listed on the London Stock Exchange
“Companies Ordinance”	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Company”, “we”, “us” or “our” “Poly Culture”	Poly Culture Group Corporation Limited (保利文化集團股份有限公司), a joint stock limited liability company incorporated in the PRC on December 14, 2010 and except where the context indicates otherwise, (i) all of its Subsidiaries and (ii) with respect to the period before our Company became the holding company of its present subsidiaries, the businesses operated by its present subsidiaries or (as the case may be) their predecessors
“Condition of Business”	rules and terms followed by Poly Auction Hong Kong in its auction business, which is binding upon Poly Auction Hong Kong as auction agent, the seller and the buyer of the artworks at the auction. These conditions of business and all other terms, conditions and notices contained in the catalogue, announced by the auctioneer or provided at the saleroom shall constitute the provisions agreed among the seller, the buyer and/or Poly Auction Hong Kong as auction agent
“connected person(s)”	has the meaning ascribed to it under the Listing Rules

DEFINITIONS

“Controlling Shareholder”	Poly Group
“CPAA Theatre”	China Performing Arts Agency Theatre, a national theatre alliance managed by China Performance Arts Agency, who is a subsidiary of China Arts & Entertainment Group and a competitor of our Company
“CSRC”	China Securities Regulatory Commission (中華人民共和國證券監督管理委員會)
“Dalian Poly Theatre”	Dalian Poly Theatre Management Co., Ltd. (大連保利劇院管理有限公司), a company incorporated on February 16, 2013 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Director(s)”	director(s) of our Company
“Domestic Shares”	ordinary shares in our capital, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi by PRC nationals and/or PRC incorporated entities
“Dongguan Performing Group”	Dongguan Poly Culture Performing Group Co., Ltd. (東莞保利文化演藝團有限公司), a company incorporated on April 20, 2012 in the PRC and a wholly-owned subsidiary of our Company
“Dongguan Poly Yulan Theatre”	Dongguan Poly Yulan Grand Theatre Management Co., Ltd. (東莞市保利玉蘭大劇院管理有限公司), a company incorporated on November 24, 2005 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Entgroup”	one of China’s leading entertainment research service providers which offers cinema box office data, provides customized research, consulting and event services of the Chinese film industry
“Exchange Participant(s)”	has the meaning ascribed to it under the Listing Rules
“Forbidden City Theatre”	Beijing Poly Forbidden City Theatre Management Co., Ltd. (北京保利紫禁城劇院管理有限公司), a company incorporated on May 10, 2004 in the PRC and a non-wholly-owned subsidiary of our Company and (when the context requires) its operated theatres

DEFINITIONS

“GDP”	gross domestic product
“GFA”	gross floor area
“Global Offering”	the Hong Kong Public Offering and the International Offering
“Group”	our Company and its subsidiaries
“Guangzhou Poly Cinema”	Guangzhou Poly International Cinema Co., Ltd. (廣州保利國際影城有限公司), a company incorporated on December 9, 2011 in the PRC and a wholly-owned subsidiary of the Company
“Guilin Poly Culture Investment”	Guilin Poly Culture Investment Development Co., Ltd. (桂林保利文化投資發展有限公司), a company incorporated on November 6, 2013 in the PRC and a wholly-owned subsidiary of our Company
“H Share Registrar”	Computershare Hong Kong Investor Services Limited
“H Shares”	overseas listed foreign shares in our ordinary share capital with a nominal value of RMB1.00 each, to be subscribed for and traded in Hong Kong dollars and listed on the Stock Exchange
“Handan Grand Theatre”	Handan Poly Grand Theatre Management Co., Ltd. (邯鄲市保利大劇院管理有限公司), a company incorporated on January 14, 2013 in the PRC and a non-wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Hefei Grand Theatre”	Hefei Poly Grand Theatre Management Co., Ltd. (合肥保利大劇院管理有限公司), a company incorporated on September 28, 2009 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Henan Art Centre”	Henan Poly Art Centre Management Co., Ltd. (河南保利藝術中心管理有限公司), a company incorporated on September 12, 2008 in the PRC and a wholly-owned subsidiary of our Company
“HK\$” or “Hong Kong dollars” or “HK dollars” or “cents”	Hong Kong dollars and cents respectively, the lawful currency for the time being of Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited

DEFINITIONS

“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“Hohhot Poly Theatre”	Hohhot Poly Theatre Management Co., Ltd. (呼和浩特保利劇院管理有限公司), a company incorporated on March 14, 2011 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Offer Shares”	the H Shares offered by us for subscription pursuant to the Hong Kong Public Offering
“Hong Kong Public Offering”	the conditional offering by our Company of initially 7,778,200 H Shares (subject to reallocation and adjustment as described in the section headed “Structure of the Global Offering” in this prospectus) for subscription by the public in Hong Kong for cash at the Offer Price on and subject to the terms and conditions described in this prospectus and the Application Forms
“Hong Kong Underwriter”	the underwriter of the Hong Kong Public Offering named in the section headed “Underwriting – Hong Kong Underwriter” in this prospectus
“Hong Kong Underwriting Agreement”	the underwriting agreement dated February 21, 2014 relating to the Hong Kong Public Offering and entered into among the Sole Sponsor, the Sole Global Coordinator, the Hong Kong Underwriter and us, as further described in the section headed “Underwriting” in this prospectus
“Huizhou Culture and Art Centre”	Huizhou Poly Culture and Art Centre Management Co., Ltd. (惠州市保利文化藝術中心管理有限公司), a company incorporated on May 20, 2009 in the PRC and a wholly-owned subsidiary of our Company
“IFRS”	International Financial Reporting Standards, which include standards, amendments and interpretations issued by the International Accounting Standards Board
“Independent Third Party(ies)”	person(s) or company(ies) and their respective ultimate beneficial owner(s), which, to the best of our Directors’ knowledge, information and belief, having made all reasonable enquiries, are independent of our Company and its connected persons

DEFINITIONS

“International Offer Shares”	the 70,002,800 H Shares initially offered pursuant to the International Offering, subject to reallocation, adjustment and the exercise of the Over-allotment Option as described in the section headed “Structure of the Global Offering – The International Offering” in this prospectus
“International Offering”	the conditional placing of the International Offer Shares, as further described in the section headed “Structure of the Global Offering – The International Offering” in this prospectus
“International Underwriters”	the underwriters of the International Offering, who are expected to enter into the International Underwriting Agreement
“International Underwriting Agreement”	the underwriting agreement expected to be entered into on or around February 28, 2014 by, among others, the Sole Global Coordinator, the International Underwriters and us and the Selling Shareholders in respect of the International Offering, as further described in the section headed “Underwriting – The International Offering” in this prospectus
“Ji’an Grand Theatre”	Ji’an Poly Grand Theatre Management Co., Ltd. (吉安市保利大劇院管理有限公司), a company incorporated on August 3, 2012 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Kunshan Grand Theatre”	Kunshan Poly Grand Theatre Management Co., Ltd. (昆山市保利大劇院管理有限公司), a company incorporated on July 19, 2012 in the PRC and a non-wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Latest Practicable Date”	February 18, 2014, being the latest practicable date for the inclusion of certain information in this prospectus prior to its publication
“Lishui Grand Theatre”	Lishui Poly Grand Theatre Management Co., Ltd. (麗水保利大劇院管理有限公司), a company incorporated on December 29, 2010 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Listing”	listing of the H Shares on the Stock Exchange
“Listing Committee”	the Listing Committee of the Stock Exchange

DEFINITIONS

“Listing Date”	the date, expected to be on or about March 6, 2014, on which our H Shares are listed and from which dealings therein are permitted to take place on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
“Ma’anshan Grand Theatre”	Ma’anshan Poly Grand Theatre Management Co., Ltd. (馬鞍山市保利大劇院管理有限公司), a company incorporated on July 22, 2010 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Macau”	the Macau Special Administrative Region of the PRC
“Main Board”	the Main Board of the Stock Exchange
“Mandatory Provisions”	the “Mandatory Provisions for Articles of Association of Companies to be Listed Overseas” (到境外上市公司章程必備條款), for inclusion in the articles of association of companies incorporated in the PRC to be listed overseas, promulgated by the former State Council Securities Committee and the former State Commission for Restructuring the Economic Systems of the PRC on August 27, 1994, as amended, supplemented or otherwise modified from time to time
“Ministry of Commerce”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Ministry of Culture”	Ministry of Culture of the PRC (中華人民共和國文化部)
“MOF”	Ministry of Finance of the PRC (中華人民共和國財政部)
“MOU”	memorandum of understanding
“MPAA”	Motion Picture Association of America is an American trade association that represents the six major U.S. motion picture studios. MPAA engages in a variety of legislative, policy, education, technology and law enforcement initiatives in the American motion picture, home video and television industries. Key MPAA reports include the annual Theatrical Market Statistics which contains the latest box office and movie attendance trends

DEFINITIONS

“NBSC”	National Bureau of Statistics of China (中華人民共和國國家統計局)
“NDRC”	National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“Ningbo Grand Theatre”	Ningbo Culture Square Poly Grand Theatre Management Co., Ltd. (寧波文化廣場保利大劇院管理有限公司), a company incorporated on January 14, 2013 in the PRC and a non-wholly-owned subsidiary of our Company and (when the context requires) including its operated theatres
“Non-competition Undertaking”	the non-competition undertaking given by our Controlling Shareholder dated February 14, 2014, details of which are set out in the section headed “Relationship with our Controlling Shareholder – Delineation of Business – Non-competition Undertaking” in this prospectus
“NSSF”	National Council for Social Security Fund of the PRC (全國社會保障基金理事會)
“Offer Price”	the final offer price per Offer Share in Hong Kong dollars (exclusive of brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%), to be determined in the manner further described in the section headed “Structure of the Global Offering – Pricing and Allocation” in this prospectus
“Offer Shares”	the Hong Kong Offer Shares and the International Offer Shares, collectively, and where relevant, together with any additional H Shares to be offered pursuant to the exercise of the Over-allotment Option
“Over-allotment Option”	the option granted by us and the Selling Shareholders to the Sole Global Coordinator and the International Underwriters, exercisable by the Sole Global Coordinator (for itself and on behalf of the International Underwriters), pursuant to which our Company may be required to issue up to 10,606,000 additional H Shares and our Selling Shareholders may be required to sell up to 1,060,600 additional H Shares both at the Offer Price (in aggregate representing approximately 15% of the H Shares initially being offered under the Global Offering) to cover over-allocations in the International Offering, the details of which are described in the section headed “Structure of the Global Offering – The Over-allotment Option” in this prospectus

DEFINITIONS

“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“Poly Advertisement”	Poly Advertisement Co., Ltd. (保利廣告有限公司), a company incorporated on May 16, 2001 in the PRC and a wholly-owned subsidiary of our Company
“Poly Art Centre”	Beijing Poly Art Centre Co., Ltd. (北京保利藝術中心有限公司), a company incorporated on March 16, 2007 in the PRC and a wholly-owned subsidiary of our Company
“Poly Art Investment”	Beijing Poly Art Investment Management Co., Ltd. (北京保利藝術投資管理有限公司), a company incorporated on July 29, 2010 in the PRC and a non-wholly-owned subsidiary of our Company
“Poly Art Museum”	Poly Art Museum (保利藝術博物館), an institution incorporated in the PRC and an affiliate of Poly Group
“Poly Auction”	the auction business conducted by our Group through Poly Auction Beijing, Poly Auction Hong Kong, and Poly Auction Guangdong
“Poly Auction Beijing”	Beijing Poly International Auction Co., Ltd. (北京保利國際拍賣有限公司), a company incorporated on July 14, 2005 in the PRC and a non-wholly-owned subsidiary of our Company
“Poly Auction Guangdong”	Poly Auction Guangdong Co., Ltd. (廣東保利拍賣有限公司), a company incorporated on November 20, 2003 in the PRC and a non-wholly-owned subsidiary of the Company
“Poly Auction Hong Kong”	Poly Auction (Hong Kong) Limited (保利香港拍賣有限公司), a company incorporated on October 30, 2012 in Hong Kong and a non-wholly-owned subsidiary of our Company
“Poly Culture and Arts”	Poly Culture and Arts Co., Ltd. (保利文化藝術有限公司), the predecessor of our Company
“Poly Film”	Poly Film Investment Co., Ltd. (保利影業投資有限公司), a company incorporated on August 19, 2002 in the PRC and a wholly-owned subsidiary of our Company

DEFINITIONS

“Poly Group”	China Poly Group Corporation (中國保利集團公司), a state-owned company incorporated in the PRC and our Controlling Shareholder, and (when the context requires) including its subsidiaries
“Poly Performing”	Beijing Poly Performing Arts Co., Ltd. (北京保利演出有限公司), a company incorporated on April 24, 2008 in the PRC and a wholly-owned subsidiary of our Company
“Poly Photography”	Poly Photography Art (Beijing) Co., Ltd. (保利攝影影像藝術(北京)有限公司), a company incorporated on December 15, 1984 in the PRC and a non-wholly-owned subsidiary of the Company
“Poly Property”	Poly Property Group Co., Ltd. (保利置業集團有限公司), a company incorporated in Hong Kong and a subsidiary of Poly Group
“Poly Real Estate”	Poly Real Estate Group Co., Ltd. (保利房地產(集團)股份有限公司), a company incorporated in the PRC and a subsidiary of Poly Group
“Poly Southern”	Poly Southern Group Co., Ltd. (保利南方集團有限公司), a state-owned company incorporated in the PRC, a wholly-owned subsidiary of Poly Group and a Substantial Shareholder of our Company upon the Listing
“Poly Tech”	Poly Technologies Inc. (保利科技有限公司), a company incorporated in the PRC and a former shareholder of our Company
“Poly Theatre Construction Consulting”	Poly (Beijing) Theatre Construction Engineering Consulting Co., Ltd. (保利(北京)劇院建設工程諮詢有限公司), a company incorporated on October 28, 2002 in the PRC and a wholly-owned subsidiary of the Company
“Poly Theatre Management”	Beijing Poly Theatre Management Co., Ltd. (北京保利劇院管理有限公司), a company incorporated on October 10, 2003 in Hong Kong and a wholly-owned subsidiary of our Company

DEFINITIONS

“Poly Wanhe Cinema Circuit”	Chongqing Poly Wanhe Cinema Circuit Co., Ltd. (重慶保利萬和電影院線有限責任公司), a company incorporated on July 26, 2005 in the PRC and a then subsidiary of the Company before being disposed to Poly Group in 2013; where applicable, it also refers to the cinema circuit managed by Chongqing Poly Wanhe Cinema Circuit Co., Ltd, which is the 15th largest cinema circuit in terms of cinema box office revenue in 2012
“PRC EIT Law”	the Enterprise Income Tax Law of the PRC (《中國企業所得稅法》) adopted by the Tenth National People’s Congress on March 16, 2007, and became effective since January 1, 2008
“PRC Company Law”	the Company Law of the PRC, as enacted by the Standing Committee of the National People’s Congress on December 29, 1993, which became effective on July 1, 1994, and as amended by the Standing Committee of the National People’s Congress on October 27, 2005, which amendment became effective on January 1, 2006
“PRC GAAP”	generally accepted accounting principles in the PRC
“PRC government” or “state”	the government of the PRC, including all governmental subdivisions (including provincial, municipal and other regional or local government entities)
“PRC” or “China” or “People’s Republic of China”	the People’s Republic of China, excluding for purposes of this prospectus (unless otherwise indicated), Hong Kong, Macau or Taiwan
“PRC Securities Law”	the Securities Law of the PRC enacted by the Standing Committee of the National People’s Congress on December 29, 1998, which became effective on July 1, 1999, as amended by the Standing Committee of the National People’s Congress on October 27, 2005, which became effective on January 1, 2006
“Price Determination Agreement”	the agreement to be entered into by the Sole Global Coordinator (for itself and on behalf of the Underwriters) and the Company (for itself and on behalf of the Selling Shareholders) on the Price Determination Date to record and fix the Offer Price

DEFINITIONS

“Price Determination Date”	the date, expected to be on or around February 28, 2014 (Hong Kong time) on which the Offer Price is determined, or such later time as the Sole Global Coordinator (for itself and on behalf of the Underwriters) and the Company (for itself and on behalf of the Selling Shareholders) may agree, but in any event no later than March 4, 2014
“Province” or “province”	each being a province or, where the context requires, a provincial level autonomous region or municipality under the direct supervision of the central government of the PRC
“Publicity Department of CPC Central Committee”	Publicity Department of Central Committee of Communist Party of China (中國共產黨中央委員會宣傳部)
“Qingdao Grand Theatre”	Qingdao Poly Grand Theatre Management Co., Ltd. (青島保利大劇院管理有限公司), a company incorporated on August 27, 2010 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Regulation S”	Regulation S under the U.S. Securities Act
“Reorganization”	refers to the reorganization arrangement undergone by our Group in preparation for the Global Offering as described in the section headed “Our History and Reorganization” in this prospectus
“Rizhao Poly Cinema”	Rizhao Poly Cinema Co., Ltd. (日照市保利影城有限公司), a company incorporated on November 16, 2012 in the PRC and a wholly-owned subsidiary of the Company
“RMB” or “Renminbi”	the lawful currency of the PRC
“SACH”	State Administration of Cultural Heritage of the PRC (中華人民共和國國家文物局) and its local branches
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAIC”	State Administration of Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局)

DEFINITIONS

“Sale Shares”	the 7,071,000 H Shares to be converted from an equal number of Domestic Shares, with a nominal value of RMB1.00 each, held by the Selling Shareholders to be offered for sale by the Selling Shareholders as part of the Global Offering at the Offer Price and any additional H Shares which may be sold pursuant to the exercise of the Over-allotment Option, and references to “Sale Shares” shall include, where the context requires, the Domestic Shares from which the Sale Shares are converted
“SAPPRFT”	State Administration of Press, Publication, Radio, Film and Television (國家新聞出版廣電總局)
“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council of the PRC (國務院國有資產監督管理委員會)
“SAT”	State Administration of Taxation of the PRC (國家稅務總局)
“Selling Shareholders”	collectively, Poly Group and Poly Southern
“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
“Shanghai Grand Theatre”	Shanghai Poly Grand Theatre Management Co., Ltd. (上海保利大劇院管理有限公司), a company incorporated on August 8, 2013 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Shanghai Oriental Art Centre”	Shanghai Oriental Art Centre Management Co., Ltd. (上海東方藝術中心管理有限公司), a company incorporated on March 31, 2004 in the PRC and a non-wholly-owned subsidiary of the Company
“Shanghai Poly Cinema”	Shanghai Poly Cinema Co., Ltd. (上海保利影城有限公司), a company incorporated on August 24, 2012 in the PRC and a wholly-owned subsidiary of the Company
“Shanghai Poly Grand Theatre”	Shanghai Poly Grand Theatre (上海保利大劇院), a theatre operated and managed by Shanghai Grand Theatre

DEFINITIONS

“Shanxi Grand Theatre”	Shanxi Poly Grand Theatre Management Co., Ltd. (山西保利大劇院管理有限公司), a company incorporated on May 31, 2013 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Share(s)”	share(s) in the share capital of our Company, with a nominal value of RMB1.00 each, comprising our Domestic Shares and our H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Shenzhen Poly Cinema”	Shenzhen Poly International Cinema Co., Ltd. (深圳市保利國際影城有限公司), a company incorporated on May 17, 2013 in the PRC and a wholly-owned subsidiary of our Company
“Shenzhen Poly Theatre”	Shenzhen Poly Theatre (深圳保利劇院), a theatre managed by Shenzhen Poly Theatre Performance
“Shenzhen Poly Theatre Performance”	Shenzhen Poly Theatre Performance Co., Ltd. (深圳市保利劇院演出經營有限公司), a company incorporated on August 15, 2007 in the PRC and a non-wholly-owned subsidiary of our Company and (when the context requires) its operated theatre
“Sole Global Coordinator”, “Sole Bookrunner”, “Sole Lead Manager”	CLSA Limited
“Sole Sponsor”	CITIC Securities Corporate Finance (HK) Limited
“Sotheby’s”	Sotheby’s Holdings, Inc, a company which was founded in 1744 and is currently listed on New York Stock Exchange – Sotheby’s is now one of the world’s oldest and largest auction companies. Its Hong Kong branch, Sotheby’s Hong Kong, specializes in auctions of Chinese artworks, other countries’ relics and artworks
“Special Regulations”	Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies), promulgated by the State Council on August 4, 1994, as amended, supplemented or otherwise modified from time to time
“Stabilizing Manager”	CLSA Limited

DEFINITIONS

“State Council”	State Council of the PRC (中華人民共和國國務院)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“Substantial Shareholder(s)”	has the meaning ascribed to it under the Listing Rules
“Supervisor(s)”	one (or all) of our supervisors
“Taizhou Grand Theatre”	Taizhou Poly Grand Theatre Management Co., Ltd. (泰州市保利大劇院管理有限公司), a company incorporated on July 31, 2009 in the PRC and a non-wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Takeovers Code”	the Codes on Takeovers and Mergers and Share Repurchases issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	comprises the three years ended December 31, 2010, 2011 and 2012 and the ten months ended October 31, 2013
“U.S. Securities Act”	the United States Securities Act of 1933, as amended
“U.S.” or “United States”	the United States of America
“Underwriters”	the Hong Kong Underwriter and the International Underwriters
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
“US\$” or “U.S. dollars” or “USD”	United States dollars, the lawful currency of the United States
“VAT”	value-added tax
“Wanda”	Wanda Group (萬達集團), a company incorporated in the PRC and an Independent Third Party
“Weifang Art Center”	Weifang Cultural Art Center Grand Theatre (濰坊文化藝術中心大劇院), a theatre managed by Weifang Grand Theatre as of October 31, 2013

DEFINITIONS

“Weifang Grand Theatre”	Weifang Poly Grand Theatre Management Co., Ltd. (濰坊市保利大劇院管理有限公司), a company incorporated on August 30, 2013 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Weihai Conference Center Grand Theatre”	Weihai Conference Center Grand Theatre (威海會議中心大劇院), a theatre under construction as of October 31, 2013. It commenced commercial operations in December 2013
“Wenzhou Grand Theatre”	Wenzhou Poly Grand Theatre Management Co., Ltd. (溫州保利大劇院管理有限公司), a company incorporated on September 9, 2009 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“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 White Form eIPO at www.eipo.com.hk
“White Form eIPO Service Provider”	Computershare Hong Kong Investor Services Limited
“Wuhan Qintai Concert Hall”	Wuhan Qintai Concert Hall (武漢琴台音樂廳), a concert hall operated and managed by Wuhan Qintai Grand Theatre
“Wuhan Qintai Grand Theatre”	Wuhan Qintai Grand Theatre Management Co., Ltd. (武漢琴台大劇院管理有限公司), a company incorporated on June 22, 2007 in the PRC and a non-wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Wulanqiate Grand Theatre”	Inner Mongolia Wulanqiate Grand Theatre (內蒙古烏蘭恰特大劇院), a theatre operated and managed by Hohhot Poly Theatre
“Wuxi Grand Theatre”	Wuxi Grand Theatre Poly Management Co., Ltd. (無錫大劇院保利管理有限公司), a company incorporated on January 17, 2012 in the PRC and a non-wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Wuxi Poly Cinema”	Wuxi Poly Cinema Co., Ltd. (無錫保利影院有限公司), a company incorporated on August 1, 2012 in the PRC and a wholly-owned subsidiary of our Company

DEFINITIONS

“Yantai Grand Theatre”	Yantai Poly Grand Theatre Management Co., Ltd. (煙台市保利大劇院管理有限公司), a company incorporated on May 19, 2009 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Yichun Grand Theatre”	Yichun Poly Grand Theatre Management Co., Ltd. (宜春市保利大劇院管理有限公司), a company incorporated on December 22, 2011 in the PRC and a wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Yixing Grand Theatre”	Yixing Grand Theatre (宜興大劇院), a theatre under construction as of October 31, 2013
“Zhangjiagang Grand Theatre”	Zhangjiagang Poly Grand Theatre Management Co., Ltd. (張家港市保利大劇院管理有限公司), a company incorporated on October 8, 2011 in the PRC and a non-wholly-owned subsidiary of our Company and (when the context requires) its operated theatres
“Zhoushan Putuo Grand Theatre”	Zhoushan Putuo Grand Theatre (舟山普陀大劇院), a theatre under construction as of October 31, 2013
“12th Five Year Plan”	The Five-Year Plan of PRC refers to a series of social and economic development initiatives introduced by the PRC government, mapping strategies for, among others, future economic and social development, setting growth targets and launching reforms
“%”	percent