

## APPENDIX II

## UNAUDITED PRO FORMA FINANCIAL INFORMATION

*The following information does not form part of the Accountant’s Report from PricewaterhouseCoopers, Certified Public Accountants, Hong Kong, the Company’s reporting accountant, as set out in Appendix I, and is included for information purposes only. The unaudited pro forma financial information should be read in conjunction with the section headed “Financial Information” and the Accountant’s Report set out in Appendix I.*

### A. UNAUDITED PRO FORMA ADJUSTED NET TANGIBLE ASSETS

The following unaudited pro forma adjusted net tangible assets prepared in accordance with Rule 4.29 of the Listing Rules is to illustrate the effect of the [REDACTED] on the consolidated net tangible assets attributable to the shareholders as of December 31, 2017 as if the [REDACTED] had taken place on that date.

The unaudited pro forma adjusted net tangible assets has been prepared for illustrative purposes only and, because of its hypothetical nature, it may not give a true picture of the consolidated net tangible assets of the group had the [REDACTED] been completed as of December 31, 2017 or at any future dates.

	Unadjusted audited consolidated net tangible liabilities of the Group attributable to the Owners of the Company as of December 31, 2017 <sup>(1)</sup>	Estimated [REDACTED] from the [REDACTED] <sup>(2)</sup>	Estimated impact related to the change of terms of convertible redeemable preferred shares upon [REDACTED] <sup>(3)</sup>	Unaudited pro forma adjusted net tangible assets of the Group attributable to the Owners of the Company	Unaudited pro forma adjusted net tangible assets per Share <sup>(4)(5)</sup>	
	RMB’000	RMB’000	RMB’000	RMB’000	RMB	HK\$
Based on an [REDACTED] of [REDACTED] per Share . . . . .	(129,546,713)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Based on an [REDACTED] of [REDACTED] per Share . . . . .	(129,546,713)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

#### Note

- (1) The unadjusted audited consolidated net tangible liabilities of the Group attributable to the owners of the Company as of December 31, 2017 is extracted from the Accountant’s Report as set out in Appendix I, which is based on the audited consolidated net liabilities of the Group attributable to the owners of the Company as of December 31, 2017 of approximately RMB127,272,361,000 with an adjustment for the intangible assets as of December 31, 2017 of approximately RMB2,274,352,000.
- (2) The estimated [REDACTED] to be received by the Company from the [REDACTED] are based on the indicative [REDACTED] of [REDACTED] and HK\$[REDACTED] per Share, respectively, after deduction of the [REDACTED] fees and other related expenses payable by the Company, and does not take into account any shares which may be [sold] pursuant to the exercise of the [REDACTED] or upon the exercise of the options granted under the [REDACTED] ESOP or any Shares that may be issued or repurchased by the Company under the general mandates granted to our Directors.

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- (3) Upon the [REDACTED] and the completion of the [REDACTED], all the Preferred Shares will be automatically converted into our Class B Shares. These Preferred Shares will be re-designated from liabilities to equity. Accordingly, for the purpose of the unaudited pro forma financial information, the unaudited pro forma adjusted net tangible assets attributable to the owners of the Company will be increased by RMB[REDACTED], being the carrying amounts of the Preferred Shares as of December 31, 2017.
- (4) The unaudited pro forma net tangible assets per Share is arrived at after the adjustments referred to in the preceding paragraphs and on the basis that [REDACTED] Shares were in issue (including the 63,959,619 Class B Shares (or [REDACTED] Class B Shares following the Share Subdivision) issued to Smart Mobile Holdings Limited on April 2, 2018, the completion of the conversion of Preferred Shares into Class B Shares and the completion of the Share Subdivision) assuming that the [REDACTED] has been completed on December 31, 2017 but does not take into account any shares which may be [[sold] pursuant to the exercise of the [REDACTED] or] upon the exercise of the options granted under the [REDACTED] ESOP or any Shares that may be issued or repurchased by the Company under the general mandates granted to our Directors.
- (5) For the purpose of this unaudited pro forma adjusted net tangible assets, the amounts stated in RMB are converted into Hong Kong dollars at a rate of RMB1.00 to HK\$[●]. No representation is made that Renminbi amounts have been, could have been or may be converted to Hong Kong dollars, or vice versa, at that rate.
- (6) No adjustment has been made to reflect any trading result or other transactions of the Group entered into subsequent to December 31, 2017.

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[REDACTED]

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[REDACTED]

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[REDACTED]