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## DEFINITIONS

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*In this prospectus, unless the context otherwise requires, the following words and expressions shall have the following meanings.*

“4S dealership”	an automobile dealership authorized by an automobile manufacturer to engage in the four businesses relating to sales, spare parts, service and survey
“5S dealership”	a 4S dealership that integrates the concept of sustainability by adopting store designs and conducting operations in accordance with certain environmental standards set by the automobile manufacturer
“after-sales services”	automobile-related services consisting primarily of repair and maintenance services, detailing services and the sale of spare parts and accessories provided after the sale of a passenger vehicle
“Ample Glory”	Ample Glory International Investment Company Limited, a business company incorporated in the BVI on October 31, 2011, which is wholly owned by Cai Yingjie. It will directly hold approximately 7.3% of the issued share capital of our Company immediately upon the Capitalization Issue and completion of the Global Offering (assuming the Over-allotment Option is not exercised)
“Anhui Yongda Baoyi”	the 4S dealership operated by Anhui Yongda Baoyi Automobile Sales and Services Co., Ltd. (安徽永達寶易汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
“Application Form(s)”	<b>WHITE</b> application form(s), <b>YELLOW</b> application forms(s) and <b>GREEN</b> application form(s) or where the context so requires, any of them
“Articles of Association” or “Articles”	the articles of association of the Company that were conditionally adopted on May 5, 2012, which will take effect upon the listing of the Shares on the Hong Kong Stock Exchange, as amended from time to time
“Asset Link”	Asset Link Investment Limited, a business company incorporated in the BVI on June 10, 2002, which is wholly owned by Cheung Tak On. It will directly hold approximately 20.4% of the issued share capital of our Company immediately upon the Capitalization Issue and completion of the Global Offering (assuming the Over-allotment Option is not exercised)
“associate(s)”	has the meaning ascribed thereto under the Listing Rules

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## DEFINITIONS

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<i>“Audi-authorized CPO Center”</i>	the CPO center operated by Shanghai Yongda Automobile Pudong Sales and Services Co., Ltd. (上海永達汽車浦東銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Audit and Compliance Committee”</i>	the audit and compliance committee of the Board
<i>“Automobile Group”</i>	Shanghai Yongda Automobile Group Co., Ltd. (上海永達汽車集團有限公司), which was renamed from (and formerly known as) Shanghai Yongda Automobile International Investment Management Co., Ltd. (上海永達汽車國際投資管理有限公司) on August 1, 2011, a limited liability company incorporated in the PRC on September 15, 2003, which is an indirect wholly owned subsidiary of our Company
<i>“automobile manufacturer”</i>	the manufacturer of one or more brands of passenger vehicles and other types of automobiles, including the foreign manufacturer of imported vehicles or its affiliates in China, the Sino-foreign joint-venture manufacturer of locally manufactured vehicles, or the PRC manufacturer of Chinese brand vehicles
<i>“Beijing Baozen Baiwang”</i>	the 4S dealership operated by Beijing Baozen Baiwang Automobile Sales and Services Co., Ltd. (北京寶誠百旺汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“BMW Brilliance”</i>	BMW Brilliance Automotive Ltd. (華晨寶馬汽車有限公司), a joint venture in the PRC between BMW Group and Brilliance China Automotive Holdings Ltd., an Independent Third Party
<i>“BMW China”</i>	BMW China Automotive Trading Ltd. (寶馬(中國)汽車貿易有限公司), a PRC subsidiary of the BMW Group, an Independent Third Party
<i>“Board of Directors” or “Board”</i>	our board of Directors
<i>“BOCOM”</i>	BOCOM International Securities Limited
<i>“Brother International”</i>	Brother International Investment Company Limited, a business company incorporated in the BVI on October 31, 2011, which is wholly owned by Qiao Suixiang. It will directly hold approximately 2.4% of the issued share capital of our Company immediately upon the Capitalization Issue and completion of the Global Offering (assuming the Over-allotment Option is not exercised)

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## DEFINITIONS

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<i>“Business Day”</i>	a day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are open generally for normal banking business to the public
<i>“BVI”</i>	British Virgin Islands
<i>“CAGR”</i>	compound annual growth rate
<i>“Capitalization Issue”</i>	the issue of 1,279,800,000 Shares upon capitalization of certain sums standing to the credit of the share premium account of our Company referred to in the section entitled “Appendix IV—Statutory and General Information—Further Information about Our Group—Resolutions of the Shareholders of the Company passed on May 5, 2012 and June 21, 2012”
<i>“car parc”</i>	the number of passenger vehicles in a region or market, a measure typically used to gauge the capacity of after-sales services for passenger vehicles within such region or market
<i>“Cayman Companies Law”</i>	the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands
<i>“CCASS”</i>	the Central Clearing and Settlement System established and operated by HKSCC
<i>“CCASS Clearing Participant”</i>	a person admitted to participate in CCASS as a direct clearing participant or general clearing participant
<i>“CCASS Custodian Participant”</i>	a person admitted to participate in CCASS as a custodian participant
<i>“CCASS Investor Participant”</i>	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
<i>“CCASS Participant”</i>	a CCASS Clearing Participant or a CCASS Custodian Participant or a CCASS Investor Participant
<i>“Changzhi Baozen Lufu”</i>	the 4S dealership operated by Changzhi Baozen Lufu Automobile Sales and Services Co., Ltd. (長治寶誠潞府汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Cheung Tak On”</i>	one of our Controlling Shareholders and formerly known as Zhang Dean (張德安)
<i>“China” or “PRC”</i>	the People’s Republic of China, for the purpose of this prospectus and for geographical reference only and except

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## DEFINITIONS

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	where the context requires, references in this prospectus to “China” and the “PRC” do not apply to Taiwan, the Macau Special Administrative Region and Hong Kong
“ <i>Companies Ordinance</i> ”	the Companies Ordinance of Hong Kong (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“ <i>Company</i> ”	China Yongda Automobiles Services Holdings Limited (中國永達汽車服務控股有限公司), an exempted company incorporated in the Cayman Islands on November 7, 2011 with limited liability
“ <i>connected person(s)</i> ”	has the meaning ascribed thereto under the Listing Rules
“ <i>connected transaction(s)</i> ”	has the meaning ascribed thereto under the Listing Rules
“ <i>Controlling Shareholders</i> ”	has the meaning ascribed thereto under the Listing Rules and, for the purpose of this prospectus, refers to Cheung Tak On, Asset Link, Palace Wonder and Regency Valley
“ <i>CPO(s)</i> ”	certified pre-owned vehicle(s)
“ <i>Crystal Edge</i> ”	Crystal Edge Investments Limited, a business company incorporated in the BVI on September 22, 2011, which is wholly owned by Selina Shen. Both Crystal Edge and Ms. Shen are Independent Third Parties, other than being our direct and indirect Shareholder, respectively. For more information regarding Ms. Shen, see “Our History and Reorganization—Pre-IPO Investments—Background of the Pre-IPO Investors”
“ <i>CSRC</i> ”	China Securities Regulatory Commission (中國證券監督管理委員會), a regulatory body responsible for the supervision and regulation of the securities markets in the PRC
“ <i>Director(s)</i> ”	director(s) of our Company
“ <i>EIT Law</i> ”	the PRC Enterprise Income Tax Law passed by the National People’s Congress of the PRC on March 16, 2007 and took effect on January 1, 2008, as amended, supplemented and otherwise modified from time to time
“ <i>Employee Pre-IPO Incentive Scheme</i> ”	the employee pre-IPO incentive scheme adopted by the Company on April 3, 2012 for the benefit of its employees, a summary of the principal terms of which is set forth in the section entitled “Appendix IV—Statutory and General Information—Employee Pre-IPO Incentive Scheme”

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## DEFINITIONS

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<i>“ERP system”</i>	an enterprise resource planning system that integrates, processes and manages management information across the business units of a company
<i>“Eternal Wealth”</i>	Eternal Wealth Global Investment Company Limited, a business company incorporated in the BVI on October 31, 2011, which is wholly owned by Wan Zhanggen. It will directly hold approximately 3.7% of the issued share capital of our Company immediately upon the Capitalization Issue and completion of the Global Offering (assuming the Over-allotment Option is not exercised)
<i>“Family Trust”</i>	a discretionary trust set up by Cheung Tak On of which HSBC International Trustee acts as the trustee and the beneficiaries of which are Cheung Tak On and certain of his family members
<i>“Fujian Yongda”</i>	the 4S dealership operated by Fujian Yongda Automobile Sales and Services Co., Ltd. (福建永達汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Fuzhou Yongda”</i>	the 4S dealership operated by Fuzhou Yongda Automobile Sales and Services Co., Ltd. (福州永達汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Ganzhou Yongda”</i>	the 4S dealership that we have obtained authorization from Cadillac to open in Ganzhou, Jiangxi Province
<i>“GDP”</i>	gross domestic product
<i>“Global Offering”</i>	the Hong Kong Public Offering and the International Offering
<i>“Golden Rock”</i>	Golden Rock Global Investment Company Limited, a business company incorporated in the BVI on October 31, 2011, which is wholly owned by Wang Zhigao. It will directly hold approximately 4.1% of the issued share capital of our Company immediately upon the Capitalization Issue and completion of the Global Offering (assuming the Over-allotment Option is not exercised)
<i>“GREEN application form(s)”</i>	the application form(s) to be completed by the <b>White Form eIPO</b> Service Provider, Computershare Hong Kong Investor Services Limited
<i>“our Group,” “the Group,” “we,” “our” or “us”</i>	our Company and, except where the context otherwise requires, all of its subsidiaries or, where the context refers

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## DEFINITIONS

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	to any time prior to its incorporation, the businesses which its predecessors or the predecessors of its present subsidiaries were engaged in and which were subsequently assumed by it
<i>“Grouprich International”</i>	Grouprich International Investment Holdings Limited, a company incorporated in Hong Kong on September 10, 2004, which is an indirect wholly owned subsidiary of our Company
<i>“Hainan Mengfa”</i>	the 4S dealership operated by Hainan Mengfa Trade and Development Co., Ltd. (海南盟發貿易發展有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“HK\$” or “Hong Kong dollar(s)”</i>	Hong Kong dollars, the lawful currency of Hong Kong
<i>“HKSCC”</i>	Hong Kong Securities Clearing Company Limited
<i>“HKSCC Nominees”</i>	HKSCC Nominees Limited, a wholly owned subsidiary of HKSCC
<i>“Hong Kong”</i>	The Hong Kong Special Administrative Region of the PRC
<i>“Hong Kong Offer Shares”</i>	the 25,354,000 New Shares being offered by us for subscription pursuant to the Hong Kong Public Offering, subject to adjustment as described in the section entitled “Structure of the Global Offering”
<i>“Hong Kong Public Offering”</i>	the offer of the Hong Kong Offer Shares for subscription by the public in Hong Kong at the Offer Price (plus brokerage, Hong Kong Stock Exchange trading fee, and SFC transaction levy) on and subject to the terms and conditions described in this prospectus and the Application Forms
<i>“Hong Kong Share Registrar”</i>	Computershare Hong Kong Investor Services Limited
<i>“Hong Kong Stock Exchange”</i>	The Stock Exchange of Hong Kong Limited
<i>“Hong Kong Stone Capital”</i>	Stone (Hong Kong) International Co., Limited, a company incorporated in Hong Kong and a wholly owned subsidiary of Shanghai Stone Capital. For more information regarding Hong Kong Stone Capital, see “Our History and Reorganization—Pre-IPO Investments—Background of the Pre-IPO Investors”

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## DEFINITIONS

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<i>“Hong Kong Underwriters”</i>	the underwriters of the Hong Kong Public Offering listed in the section entitled “Underwriting—Hong Kong Underwriters”
<i>“Hong Kong Underwriting Agreement”</i>	the underwriting agreement dated June 28, 2012 relating to the Hong Kong Public Offering entered into among, the Company, Cheung Tak On, Asset Link, the Joint Global Coordinators and the Hong Kong Underwriters
<i>“HSBC”</i>	The Hongkong and Shanghai Banking Corporation Limited
<i>“HSBC HK Trustee”</i>	HSBC Trustee (Hong Kong) Limited, the trustee of the Employee Pre-IPO Incentive Scheme
<i>“HSBC International Trustee”</i>	HSBC International Trustee Limited, the trustee of the Family Trust
<i>“Huzhou Jaguar/Land Rover Showroom”</i>	the showroom to be opened and operated by Huzhou Yongda Lubao Automobile Sales and Services Co., Ltd. (湖州永達路寶汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Huzhou Yongda”</i>	the 4S dealership operated by Huzhou Yongda Automobile Sales and Services Co., Ltd. (湖州永達汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Huzhou Yongda Aocheng”</i>	the 4S dealership to be opened and operated by Huzhou Yongda Aocheng Automobile Sales and Services Co., Ltd. (湖州永達奧誠汽車銷售有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Huzhou Yongda Lubao”</i>	the 4S dealership to be opened and operated by Huzhou Yongda Lubao Automobile Sales and Services Co., Ltd. (湖州永達路寶汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“IFRSs”</i>	the International Financial Reporting Standards, amendments and interpretations issued by the International Accounting Standards Board
<i>“Independent Third Party(ies)”</i>	individual(s) or company(ies) not connected with (within the meaning of the Listing Rules) any directors, chief executive or substantial shareholders of our Company, its subsidiaries or any of their respective associates
<i>“International Offer Shares”</i>	the 174,668,000 New Shares initially being offered by us for subscription and the 53,517,500 Sale Shares initially being offered for sale by the Selling Shareholder for

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## DEFINITIONS

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	purchase at the Offer Price under the International Offering, subject to adjustment and the Over-allotment Option as described in the section entitled “Structure of the Global Offering”
“ <i>International Offering</i> ”	the conditional offering by the International Underwriters of the International Offer Shares with institutional and professional investors and other investors, as described in the section entitled “Structure of the Global Offering”
“ <i>International Underwriters</i> ”	the several underwriters of the International Offering who are expected to enter into the International Underwriting Agreement to underwrite the International Offering
“ <i>International Underwriting Agreement</i> ”	the international placing agreement expected to be entered into on or around July 5, 2012 by our Company, Cheung Tak On, Asset Link, the Selling Shareholder and the Joint Global Coordinators of the International Offering on behalf of the International Underwriters in respect of the International Offering, as further described in the section entitled “Underwriting—Underwriting Arrangements and Expenses—The International Offering”
“ <i>Issuing Mandate</i> ”	the general unconditional mandate given to the Directors by the Shareholders relating to the issue of Shares, further details of which are set forth in the section entitled “Appendix IV—Statutory and General Information—Further Information about Our Group—Resolutions of the Shareholders of the Company passed on May 5, 2012 and June 21, 2012”
“ <i>Jiangyin Baozen</i> ”	the 4S dealership operated by Jiangyin Baozen Automobile Sales and Services Co., Ltd. (江陰寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
“ <i>Jiangyin MINI Showroom</i> ”	the showroom operated by Jiangyin Baozen Automobile Sales and Services Co., Ltd. (江陰寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
“ <i>Jiangyin Xiangyue Baozen</i> ”	the 4S dealership to be opened and operated by Jiangyin Xiangyue Baozen Automobile Sales and Services Co., Ltd. (江陰享悅寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
“ <i>Joint Global Coordinators</i> ” and “ <i>Joint Sponsors</i> ”	UBS and HSBC
“ <i>Joint Bookrunners</i> ” and “ <i>Joint Lead Managers</i> ”	UBS, HSBC and BOCOM



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## DEFINITIONS

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<i>“Kunshan Baozen”</i>	the 4S dealership operated by Kunshan Baozen Automobile Sales and Services Co., Ltd. (昆山寶誠汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Latest Practicable Date”</i>	June 19, 2012, being the latest practicable date prior to the printing of this prospectus for the purpose of ascertaining certain information contained in this prospectus
<i>“Linfen Baozen”</i>	the 4S dealership operated by Linfen Baozen Automobile Sales and Services Co., Ltd. (臨汾寶誠汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Linhai BMW-authorized Service Center”</i>	the manufacturer-authorized service center operated by Linhai Baozen Automobile Sales and Services Co., Ltd. (臨海寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Listing”</i>	the listing of the Shares on the Main Board of the Hong Kong Stock Exchange
<i>“Listing Committee”</i>	the listing committee of the Hong Kong Stock Exchange
<i>“Listing Date”</i>	the date, expected to be on July 12, 2012, on which dealings in our Shares first commence on the Hong Kong Stock Exchange
<i>“Listing Rules”</i>	The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
<i>“Main Board”</i>	the Main Board of the Hong Kong Stock Exchange
<i>“Memorandum of Association” or “Memorandum”</i>	the memorandum of association of our Company, conditionally adopted on May 5, 2012 and as amended from time to time
<i>“M&amp;A Rules”</i>	The Provisions on Mergers and Acquisitions of Domestic Enterprises by Foreign Investors (關於外國投資者併購境內企業的規定) jointly promulgated by MOFCOM, the CSRC, the State-owned Assets Supervision and Administration Commission of the State Council, the State Administration of Taxation, the SAIC and SAFE on August 8, 2006, which became effective on September 8, 2006, as amended on June 22, 2009

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## DEFINITIONS

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<i>“MIIT”</i>	Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部) or its local branches
<i>“MOFCOM”</i>	Ministry of Commerce of the PRC (中華人民共和國商務部) or its local branches
<i>“Multiple OEM brand dealership group”</i>	a dealership group that operates automobile dealerships for multiple OEM brands
<i>“Nantong Baozen”</i>	the 4S dealership operated by Nantong Baozen Automobile Sales and Services Co., Ltd. (南通寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Nantong BMW Showroom”</i>	the BMW showroom operated by Nantong Baozen Automobile Sales and Services Co., Ltd. (南通寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Nantong MINI Showroom”</i>	the MINI showroom operated by Nantong Baozen Automobile Sales and Services Co., Ltd. (南通寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“NDRC”</i>	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) or its local branches
<i>“New Shares”</i>	the 200,022,000 Shares to be newly allotted and issued by our Company pursuant to the Hong Kong Public Offering and the International Offering, together with any additional Shares to be allotted and issued by our Company pursuant to any exercise of the Over-allotment Option
<i>“Ningbo Yongda Cadillac”</i>	the 4S dealership that we have obtained authorization from Cadillac to open in Ningbo, Zhejiang Province
<i>“Ningbo Yongda Chevrolet”</i>	the 4S dealership that we have obtained authorization from Chevrolet to open in Ningbo, Zhejiang Province
<i>“Nomination Committee”</i>	the nomination committee of the Board
<i>“OEM”</i>	original equipment manufacturer, which in this prospectus, refers to an automobile manufacturer
<i>“Offer Price”</i>	HK\$6.60 per Offer Share (exclusive of brokerage, Hong Kong Stock Exchange trading fee and SFC transaction levy) at which the Offer Shares are to be subscribed pursuant to the Hong Kong Public Offering and the International Offering

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## DEFINITIONS

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<i>“Offer Shares”</i>	the Hong Kong Offer Shares and the International Offer Shares including, where relevant, any additional Shares issued or sold pursuant to the exercise of the Over-allotment Option
<i>“Oriental CJ”</i>	Shanghai Oriental TV Sales Co., Ltd. (上海東方電視購物有限公司), which holds 51% equity interests in Shanghai Oriental Yongda Automobile Sales Co., Ltd. (上海東方永達汽車銷售有限公司), being one of the associates of our Company. For more information, see “Our History and Reorganization—Shareholding and Group Structure”
<i>“Over-allotment Option”</i>	the option expected to be granted by the Company to the International Underwriters exercisable by the Joint Global Coordinators (on behalf of the International Underwriters) under the International Underwriting Agreement pursuant to which the Company may be required by the International Underwriters to allot and issue up to 38,030,500 additional Shares representing no more than 15% of the initial number of Offer Shares offered under the Global Offering, at the Offer Price, to, among other things, cover over-allocations in the International Offering, if any
<i>“Palace Wonder”</i>	Palace Wonder Company Limited (柏麗萬得有限公司), a business company incorporated in the BVI on March 8, 2012, which is wholly owned by Regency Valley, which is in turn wholly owned by HSBC International Trustee
<i>“passenger vehicle”</i>	an automobile designed and used primarily for the carriage of passengers other than for commercial purposes
<i>“PBOC”</i>	the People’s Bank of China (中國人民銀行), the central bank of the PRC
<i>“PBOC Rate(s)”</i>	the exchange rate(s) for foreign exchange transactions set daily by PBOC based on the China interbank foreign exchange market rate of the previous day and with reference to current exchange rates on the world financial markets
<i>“PRC Government”</i>	the government of the PRC, including all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities thereof, or where the context requires, any of them
<i>“prospectus”</i>	this prospectus being issued in connection with the Hong Kong Public Offering

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## DEFINITIONS

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<i>“province(s)”</i>	refers to provinces and, for the purpose of this prospectus and for geographical reference only, autonomous regions and municipalities directly administered by the PRC central government
<i>“Qualified Institutional Buyers” or “QIBs”</i>	qualified institutional buyers within the meaning of Rule 144A under the U.S. Securities Act
<i>“Regency Valley”</i>	Regency Valley Company Limited (麗晶萬利有限公司), a business company incorporated in the BVI on March 8, 2012, which is wholly owned by HSBC International Trustee
<i>“Regulation S”</i>	Regulation S under the U.S. Securities Act
<i>“Remuneration Committee”</i>	the remuneration committee of the Board
<i>“Renminbi” or “RMB”</i>	Renminbi yuan, the lawful currency of the PRC
<i>“Reorganization”</i>	the reorganization arrangements undergone by our Group in preparation for the Listing as described in the section entitled “Our History and Reorganization”
<i>“Roland Berger”</i>	Roland Berger Management Consultants (Shanghai) Co., Ltd. an international market intelligence provider and an Independent Third Party
<i>“Rule 144A”</i>	Rule 144A under the U.S. Securities Act
<i>“Runda Holdings”</i>	Runda Holdings Limited, a business company incorporated in the BVI on September 19, 2011, which is held as to approximately 52.53% of its issued share capital by Hong Kong Stone Capital and the remaining issued share capital by certain other investors, whose details are set forth in the section entitled “Our History and Reorganization—Pre-IPO Investments—Background of the Pre-IPO Investors.” All of its direct shareholders, other than Hong Kong Stone Capital, Basetex Group Limited and Hongkong Shanshan Yonghua International Co., Limited (香港杉杉永華國際有限公司), are Independent Third Parties
<i>“SAFE”</i>	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
<i>“SAIC”</i>	the 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)
<i>“Sale Shares”</i>	53,517,500 Shares to be offered for sale by the Selling Shareholder pursuant to the International Offering

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## DEFINITIONS

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<i>“Sea of Wealth”</i>	Sea of Wealth International Investment Company Limited, a business company incorporated in the BVI on November 15, 2011, which is a direct wholly owned subsidiary of our Company
<i>“Securities and Futures Commission” or “SFC”</i>	the Securities and Futures Commission of Hong Kong
<i>“Selling Shareholder”</i>	Eternal Wealth
<i>“SFO”</i>	the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
<i>“Shanghai Audi Lujiazui Showroom”</i>	the showroom operated by Shanghai Yongda Automobile Pudong Sales and Services Co., Ltd. (上海永達汽車浦東銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Baozen”</i>	the 4S dealership operated by Shanghai Baozen Automobile Sales and Services Co., Ltd. (上海寶誠汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Baozen Shenjiang”</i>	the 4S dealership to be opened and operated by Shanghai Baozen Shenjiang Sales and Services Co., Ltd. (上海寶誠申江汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Baozen Zhonghuan”</i>	the 4S dealership operated by Shanghai Baozen Zhonghuan Automobile Sales and Services Co., Ltd. (上海寶誠中環汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Baozen Zunyue”</i>	the CPO center that we have obtained authorization from BMW China and BMW Brilliance to open in Shanghai
<i>“Shanghai Bashi Yongda”</i>	the 4S dealership operated by Shanghai Bashi Yongda Automobile Sales Co., Ltd. (上海巴士永達汽車銷售有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Shanghai Botong”</i>	Shanghai Botong Automobile Consultancy Services Co., Ltd. (上海博通汽車諮詢服務有限公司), a limited liability

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## DEFINITIONS

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	company incorporated in the PRC on October 25, 2004, which held 18% interest in Shanghai Shouchuang and 9% interest in Shanghai Shoujia prior to the Reorganization and is not part of our Group after the completion of the Reorganization. It is held as to 50% each by Gu Lifang (the wife of Cheung Tak On) and Luo Aijuan (the wife of Cai Yingjie)
<i>“Shanghai Jinmao Showroom”</i>	the showroom operated by Shanghai Yongda Lusheng Automobile Sales and Services Co., Ltd. (上海永達路勝汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Shanghai MINI Showroom”</i>	the showroom operated by Shanghai Baozen Zhonghuan Automobile Sales and Services Co., Ltd. (上海寶誠中環汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Putuo Baozen”</i>	the 4S dealership operated by Shanghai Putuo Baozen Automobile Sales and Services Co., Ltd. (上海普陀寶誠汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Puxi Showroom”</i>	the showroom to be opened and operated by Shanghai Huangpu Baozen Automobile Sales Co., Ltd. (上海黃浦寶誠汽車銷售有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Qingpu Yongda”</i>	the 4S dealership operated by Shanghai Qingpu Yongda Automobile Sales and Services Co., Ltd. (上海青浦永達汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Beiwo”</i>	the 4S dealership to be opened and operated by Shanghai Yongda Beiwo Automobile Sales and Services Co., Ltd. (上海永達北沃汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Shouchuang”</i>	Shanghai Shouchuang Automobile Consultancy and Services Co., Ltd. (上海首創汽車諮詢服務有限公司), a limited liability company established in the PRC on September 9, 2002, which holds 50% interest in Yongda Holding, and is not part of our Group after the completion of the Reorganization. As of the Latest Practicable Date, it is held as to 12% by Cheung Tak On, 18% by Wan Zhanggen, 18% by Cai Yingjie, 18% by Gu Mingchang (the brother of Gu Lifang, being the wife of Cheung Tak On), 18% by Shanghai Botong and 16% by Shanghai Yuanshen
<i>“Shanghai Shoujia”</i>	Shanghai Shoujia Investment Co., Ltd. (上海首佳投資有限公司), a limited liability established in the PRC on November 19,

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## DEFINITIONS

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	<p>2001, which held 25% interest in Yongda CLS prior to the Reorganization and is not part of our Group after the completion of the Reorganization. As of the Latest Practicable Date, it is held as to 56% by Cheung Tak On, 9% by Wan Zhanggen, 9% by Cai Yingjie, 9% by Gu Mingchang (the brother of Gu Lifang, being the wife of Cheung Tak On), 9% by Shanghai Botong and 8% by Shanghai Yuanshen</p>
<p>“Shanghai Stone Capital”</p>	<p>Shanghai Stone Capital Co., Ltd. (上海磐石投資有限公司), a limited liability company established in the PRC which is, among others, directly held as to approximately 4.81% of its equity interests by Yongda Holding, directly held as to approximately 4.81% of its equity interests by Shanshan Holdings Limited (杉杉控股有限公司), which is our connected person, and indirectly held as to approximately 2.51% of its equity interests by one of our non-executive Directors, Wang Liqun. For more information regarding Shanghai Stone Capital, see “Our History and Reorganization—Pre-IPO Investments—Background of the Pre-IPO Investors”</p>
<p>“Shanghai Yongda Aocheng”</p>	<p>the 4S dealership to be opened and operated by Shanghai Yongda Aocheng Automobile Services Co., Ltd. (上海永達奧誠汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company</p>
<p>“Shanghai Yongda Aocheng Zhonghuan”</p>	<p>the 4S dealership to be opened and operated by Shanghai Yongda Aocheng Zhonghuan Automobile Sales and Services Co., Ltd. (上海永達奧誠中環汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company</p>
<p>“Shanghai Yongda Automobile Pudong Trade”</p>	<p>the 4S dealership operated by Shanghai Yongda Automobile Pudong Trade Co., Ltd. (上海永達汽車浦東貿易有限公司), which is an indirect wholly owned subsidiary of our Company</p>
<p>“Shanghai Yongda Automobile Businesses and Services”</p>	<p>the 4S dealership operated by Shanghai Yongda Automobile Businesses and Services Co., Ltd. (上海永達汽車經營服務有限公司), which is an indirect wholly owned subsidiary of our Company</p>
<p>“Shanghai Yongda Automobile Trade”</p>	<p>the 4S dealership operated by Shanghai Yongda Automobile Trade Center Co., Ltd. (上海永達汽車貿易中心有限公司), which is an indirect wholly owned subsidiary of our Company</p>
<p>“Shanghai Yongda Baoyunlai”</p>	<p>the 4S dealership operated by Shanghai Yongda Baoyunlai Automobile Sales and Services Co., Ltd. (上海永達寶運來汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company</p>

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## DEFINITIONS

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<i>“Shanghai Yongda Bashi”</i>	the 4S dealership operated by Shanghai Yongda Bashi Automobile Sales and Services Co., Ltd. (上海永達巴士汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Changrong”</i>	the 4S dealership operated by Shanghai Yongda Changrong Automobile Sales and Services Co., Ltd. (上海永達長榮汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Shanghai Yongda Dasha”</i>	the showroom operated by Shanghai Baozen Automobile Sales and Services Co., Ltd. (上海寶誠汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Dongwo”</i>	the 4S dealership operated by Shanghai Yongda Dongwo Automobile Sales and Services Co., Ltd. (上海永達東沃汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Fengdu”</i>	the 4S dealership operated by Shanghai Yongda Fengdu Automobile Sales and Services Co., Ltd. (上海永達風度汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Shanghai Yongda Guangshen”</i>	the 4S dealership operated by Shanghai Yongda Guangshen Automobile Sales and Services Co., Ltd. (上海永達廣申汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Haojie”</i>	the 4S dealership operated by Shanghai Yongda Haojie Automobile Sales and Services Co., Ltd. (上海永達豪捷汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Infiniti”</i>	the 4S dealership operated by Shanghai Yongda Infiniti Automobile Sales and Services Co., Ltd. (上海永達英菲尼迪汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Infiniti Qibao”</i>	the 4S dealership operated by Shanghai Yongda Infiniti Qibao Automobile Sales and Services Co., Ltd. (上海永達英菲尼迪七寶汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Lujie”</i>	the 4S dealership operated by Shanghai Yongda Lujie Automobile Sales and Services Co., Ltd.



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## DEFINITIONS

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	(上海永達路捷汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Shanghai Yongda Lusheng”</i>	the 4S dealership to be opened and operated by Shanghai Yongda Lusheng Automobile Sales and Services Co., Ltd. (上海永達路勝汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Shanghai Yongda Nanhui”</i>	the 4S dealership operated by Shanghai Yongda Automobile Nanhui Sales and Services Co., Ltd. (上海永達汽車南匯銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Pudong”</i>	the 4S dealership operated by Shanghai Yongda Automobile Pudong Sales and Services Co., Ltd. (上海永達汽車浦東銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Puxi”</i>	the 4S dealership previously operated by Shanghai Yongda Automobile Puxi Sales and Services Co., Ltd. (上海永達汽車浦西銷售服務有限公司), and currently by Shanghai Yongda Tongtu Automobile Sales and Services Co., Ltd. (上海永達通途汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Qidong”</i>	the 4S dealership operated by Shanghai Yongda Qidong Automobile Sales and Services Co., Ltd. (上海永達啟東汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Shanghai Yongda Shenlong”</i>	the 4S dealership operated by Shanghai Yongda Shenlong Automobile Sales and Services Co., Ltd. (上海永達申龍汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Songjiang”</i>	the 4S dealership operated by Shanghai Yongda Automobile Songjiang Sales and Services Co., Ltd. (上海永達汽車松江銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Tongbao”</i>	the 4S dealership operated by Shanghai Yongda Tongbao Automobile Sales and Services Co., Ltd. (上海永達通寶汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Tongmei”</i>	the 4S dealership operated by Shanghai Yongda Tongmei Automobile Sales and Services Co., Ltd.

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## DEFINITIONS

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	(上海永達通美汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Tongning”</i>	the 4S dealership operated by Shanghai Yongda Tongning Automobile Sales and Services Co., Ltd. (上海永達通寧汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Tongsheng”</i>	the 4S dealership operated by Shanghai Yongda Tongsheng Automobile Sales and Services Co., Ltd. (上海永達通盛汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Toyota”</i>	the 4S dealership operated by Shanghai Yongda Toyota Automobile Sales and Services Co., Ltd. (上海永達豐田汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Shanghai Yongda Weirong”</i>	the 4S dealership operated by Shanghai Yongda Weirong Automobile Sales and Services Co., Ltd. (上海永達威榮汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Xingtian”</i>	the 4S dealership operated by Shanghai Yongda Xingtian Automobile Sales and Services Co., Ltd. (上海永達星田汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yongda Zhonghuan”</i>	the 4S dealership operated by Shanghai Yongda Zhonghuan Automobile Sales and Services Co., Ltd. (上海永達中環汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Shanghai Yuanshen”</i>	Shanghai Yuanshen Investment Management Co., Ltd. (上海源深投資管理有限公司), a limited liability company incorporated in the PRC on December 30, 2004, which held 16% interest in Shanghai Shouchuang and 8% interest in Shanghai Shoujia prior to the Reorganization and is not part of our Group after the completion of the Reorganization. It is held as to 62.5% by Wang Zhigao and 37.5% by Qiao Suixiang
<i>“Shanghai Zhangyang Showroom”</i>	the showroom operated by Shanghai Yongda Lujie Automobile Sales and Services Co., Ltd. (上海永達路捷汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Shaoxing Yongda Wuxian”</i>	the 4S dealership operated by Shaoxing Yongda Wuxian Automobile Sales and Services Co., Ltd.

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## DEFINITIONS

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	(紹興永達無限汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
“ <i>Shengzhou Baozen</i> ”	the 4S dealership to be opened and operated by Shengzhou Baozen Automobile Sales and Services Co., Ltd. (嵯州市寶誠汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
“ <i>Share(s)</i> ”	ordinary share(s) with nominal value of HK\$0.01 each in the share capital of our Company
“ <i>Shareholder(s)</i> ”	holder(s) of our Shares
“ <i>Share Registrar</i> ”	Computershare Hong Kong Investor Services Limited
“ <i>Stabilizing Manager</i> ”	UBS or its affiliates
“ <i>State Council</i> ”	State Council of the PRC (中華人民共和國國務院)
“ <i>Stock Borrowing Agreement</i> ”	the stock borrowing agreement expected to be entered into on or around July 5, 2012 between Asset Link and the Stabilizing Manager, pursuant to which the Stabilizing Manager may borrow up to 38,030,500 Shares from Asset Link on terms set forth therein, further details of which are set out in the section entitled “Structure of the Global Offering—Stabilization” in this prospectus
“ <i>subsidiary</i> ” or “ <i>subsidiaries</i> ”	has the meaning ascribed thereto in section 2 of the Companies Ordinance
“ <i>substantial shareholder(s)</i> ”	has the meaning ascribed thereto in the Listing Rules
“ <i>Sun Moon</i> ”	Sun Moon China Investment Company Limited, a business company incorporated in the BVI on October 31, 2011, which is wholly owned by Gu Mingchang, the brother of Gu Lifang, being the wife of Cheung Tak On. It will directly hold approximately 7.3% of the issued share capital of our Company immediately upon the Capitalization Issue and completion of the Global Offering (assuming the Over-allotment Option is not exercised)
“ <i>Taicang Baozen</i> ”	the 4S dealership operated by Taicang Baozen Automobile Sales and Services Co., Ltd. (太倉寶誠汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
“ <i>Taiyuan Baozen</i> ”	the 4S dealership operated by Taiyuan Baozen Automobile Sales and Services Co., Ltd. (太原寶誠汽車銷售服務有限公司),

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## DEFINITIONS

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	which is an indirect non-wholly owned subsidiary of our Company
<i>“Taiyuan MINI Showroom”</i>	the showroom operated by Taiyuan Baozen Automobile Sales and Services Co., Ltd. (太原寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Taizhou Audi”</i>	the 4S dealership that we have obtained authorization from Audi to open in Taizhou, Zhejiang Province
<i>“Taizhou Baozen”</i>	the 4S dealership operated by Taizhou Baozen Automobile Sales and Services Co., Ltd. (台州寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Taizhou MINI Showroom”</i>	the showroom to be opened and operated by Taizhou Baozen Automobile Sales and Services Co., Ltd. (台州寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Takeovers Code”</i>	the Hong Kong Code on Takeovers and Mergers and Share Repurchases
<i>“Track Record Period”</i>	the three years ended December 31, 2011
<i>“UBS”</i>	UBS AG, Hong Kong Branch
<i>“Underwriters”</i>	the Hong Kong Underwriters and the International Underwriters
<i>“Underwriting Agreements”</i>	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
<i>“United States,” “USA” or “U.S.”</i>	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
<i>“US\$” or “US dollar(s)”</i>	United States dollars, the lawful currency of the United States
<i>“U.S. Securities Act”</i>	the U.S. Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
<i>“VAT”</i>	value-added tax; all amounts are exclusive of VAT in this prospectus except indicated otherwise
<i>“Wenzhou Baozen”</i>	the 4S dealership operated by Wenzhou Baozen Automobile Sales and Services Co., Ltd.

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## DEFINITIONS

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	(溫州寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
“Wenzhou Jaguar/Land Rover Showroom”	the showroom to be opened and operated by Wenzhou Yongda Lujie Automobile Sales and Services Co., Ltd. (溫州永達路捷汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
“Wenzhou Yongda Lujie”	the 4S dealership to be opened and operated by Wenzhou Yongda Lujie Automobile Sales and Services Co., Ltd. (溫州永達路捷汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
“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 <b>White Form eIPO</b> at <a href="http://www.eipo.com.hk"><u>www.eipo.com.hk</u></a>
“White Form eIPO Service Provider”	Computershare Hong Kong Investor Services Limited
“Wuxi Baozen”	the 4S dealership operated by Wuxi Baozen Automobile Sales and Services Co., Ltd. (無錫寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
“Wuxi BMW Showroom”	the showroom operated by Wuxi Baozen Automobile Sales and Services Co., Ltd. (無錫寶誠汽車銷售服務有限公司) which is an indirect non-wholly owned subsidiary of our Company
“Wuxi BMW-authorized Service Center”	the manufacturer-authorized service center operated by Wuxi Baozen Gaohui Automobile Sales Co., Ltd. (無錫寶誠高惠汽車銷售有限公司), which is an indirect non-wholly owned subsidiary of our Company
“Wuxi MINI Showroom”	the showroom operated by Wuxi Baozen Automobile Sales and Services Co., Ltd. (無錫寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
“Wuxi Yicheng”	the 4S dealership to be opened and operated by Wuxi Yicheng Automobile Sales and Services Co., Ltd. (無錫翼誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
“Wuxi Yongda Oriental”	the 4S dealership to be opened and operated by Wuxi Yongda Oriental Automobile Sales and Services Co., Ltd. (無錫永達東方汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company

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## DEFINITIONS

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<i>“Yancheng Baozen”</i>	the 4S dealership to be opened and operated by Yancheng Baozen Automobile Services Co., Ltd. (鹽城寶誠汽車服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Yancheng BMW-authorized Service Center”</i>	the service center operated by Yancheng Baozen Automobile Services Co., Ltd. (鹽城寶誠汽車服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Yangzhou Yongda Infiniti”</i>	the 4S dealership that we have obtained authorization from Infiniti to open in Yangzhou, Jiangsu Province
<i>“Yongda CLS”</i>	Shanghai Yongda Group Company Limited By Shares (上海永達(集團)股份有限公司), a company limited by shares incorporated in the PRC on December 4, 2003. As of the Latest Practicable Date, it is held as to 75% of its equity interests by Yongda Holding, and Yongda CLS held the onshore operating subsidiaries in our Group prior to the Reorganization and is not part of our Group after the completion of the Reorganization
<i>“Yongda Employee Trust”</i>	an irrevocable trust set up by the Company of which HSBC HK Trustee acts as the trustee pursuant to a trust deed dated April 3, 2012, and the beneficiaries of which include employees of our Group as selected by the Remuneration Committee pursuant to the rules of the Employee Pre-IPO Incentive Scheme, the details of which are further described in the section entitled “Appendix IV—Statutory and General Information—Employee Pre-IPO Incentive Scheme”
<i>“Yongda Holding”</i>	Shanghai Yongda Holding (Group) Limited (上海永達控股(集團)有限公司), a limited liability company incorporated in the PRC on September 15, 2003, which holds 75% interest in the shares of Yongda CLS and is not part of our Group after the completion of the Reorganization. It is held as to 50% each by Yongda Shennan and Shanghai Shouchuang
<i>“Yongda International”</i>	Shanghai Yongda International Trade & Development Co., Ltd. (上海永達國際貿易發展有限公司) (formerly known as Shanghai Kali Trade & Development Co., Ltd. (上海卡莉貿易發展有限公司), Shanghai Shitong Investment Co., Ltd. (上海世通投資有限公司) and Shanghai Shitong Investment Management Consultancy Co., Ltd. (上海世通投資管理諮詢有限公司)), a limited liability company incorporated in the PRC on September 25, 2003, which is an indirect wholly owned subsidiary of our Company

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## DEFINITIONS

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<i>“Yongda Shennan”</i>	Shanghai Yongda Shennan Automobile Sales and Services Co., Ltd. (上海永達申南汽車銷售服務有限公司), a limited liability company incorporated in the PRC on July 5, 2004, which is not part of our Group after the completion of the Reorganization, and is wholly owned by Cheung Tak On
<i>“Yongjia BMW-authorized Service Center”</i>	the manufacturer-authorized service center operated by Yongjia Baozen Automobile Sales and Services Co., Ltd. (永嘉寶誠汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Yuncheng BMW-authorized Service Center”</i>	the manufacturer-authorized service center operated by Yuncheng Baozen Automobile Sales and Services Co., Ltd. (運城市寶誠汽車銷售服務有限公司), which is an indirect wholly owned subsidiary of our Company
<i>“Zhengzhou Jaguar/Land Rover Showroom”</i>	the showroom to be opened and operated by Zhengzhou Yongda Hexie Automobile Sales and Services Co., Ltd. (鄭州永達和諧汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company
<i>“Zhengzhou Yongda Hexie”</i>	the 4S dealership to be opened and operated by Zhengzhou Yongda Hexie Automobile Sales and Services Co., Ltd. (鄭州永達和諧汽車銷售服務有限公司), which is an indirect non-wholly owned subsidiary of our Company

In this prospectus:

- the English names or descriptions of PRC nationals, entities, government authorities, laws, regulations, certificates and titles, among others, are translations of their Chinese names or descriptions for identification purposes. If there is any inconsistency, the Chinese name shall prevail; and
- unless otherwise specified, all references to any shareholdings in our Company assume no exercise of the Over-allotment Option.