

CONNECTED TRANSACTIONS

CONTINUING CONNECTED TRANSACTIONS

Exempt continuing connected transactions under 14A.76(1) of the Listing Rules

Following the Listing, we will continue to have certain continuing connected transactions (collectively, the “**Transactions**”) which will, on an aggregate basis, constitute exempt continuing connected transactions under Rule 14A.76(1) of the Listing Rules. Details of the Transactions are as follows:

Lease Agreements

We, as tenants, have entered into the following lease agreements, which will continue after the Listing:

Tenant	Lease in Hong Kong (“Hong Kong Lease”)		Leases in the PRC (“PRC Leases”)	
	BW Enterprise		Langfang D&G	
Landlord	Diamond Strong	Beijing Weilifei	Diamond Strong	Mr. Choi
Location of property	7th Floor, Hing Lung Commercial Building, 68-74 Bonham Strand, Hong Kong	Half of 2nd floor and half of 4th floor, Complex Building, No.20 Wansheng South Street, Tongzhou District, Beijing City, PRC	Flat B, Room 2302, No.114 Sports East Road, Tianhe District, Guangzhou City, PRC	Room 1003, No.710 Dongfang Road, Shanghai City, PRC
Size of property	2,080 square feet (gross floor area “GFA”)	479.5 sq.m. (GFA)	100 sq.m. (usable floor area)	102.39 sq.m. (GFA)
Term	1 January 2015 – 31 December 2017	1 July 2014 – 30 June 2016	1 January 2015 – 31 December 2017	1 January 2015 – 31 December 2017
Annual rent payable	HK\$549,120 ^{Note 1}	RMB95,900 ^{Note 3}	RMB174,000 ^{Note 2}	RMB202,728 ^{Note 2}
Use of property	Our office in Hong Kong	Our office in Beijing	Our office in Guangzhou	Our office in Shanghai

Notes:

1. The rent is exclusive of government rent, rates, management fee, utilities and other service charges exclusive of all other charges.
2. The rent is exclusive of all other charges.
3. The rent is inclusive of management fee payable to the landlord.

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Beijing Weilifei is indirectly held, while Diamond Strong is directly held, by the Choi Family Founders as to 40%, 20%, 20% and 20%, respectively. Accordingly, each of Beijing Weilifei, Diamond Strong and Mr. Choi is a connected person of our Company for the purposes of the Listing Rules.

Our Directors, after reviewing the tenancy agreements to the Hong Kong Lease and the PRC Leases (the “**Lease Agreements**”), have confirmed that the terms under the Lease Agreements are fair and reasonable and in the interests of our Company and our Shareholders as a whole, and the Lease Agreements have been entered into in our Group’s ordinary and usual course of business, on an arm’s length basis with reference to prevailing market rates and upon normal commercial terms.

Since, on an aggregate basis, each of the applicable ratios calculated with reference to Rule 14.07 of the Listing Rules is expected to be less than 5% and the aggregate annual consideration is less than HK\$3,000,000, the Transactions will constitute exempt continuing connected transactions of our Company under Rule 14A.76(1) of the Listing Rules. Accordingly, the Transactions will be exempt from the reporting, annual review, announcement and independent Shareholders’ approval requirements under Chapter 14A of the Listing Rules upon Listing.