

股票简称：星徽股份

股票代码：300464



# 广东星徽精密制造股份有限公司

(广东省佛山市顺德区北滘镇北滘社区居民委员会科业路3号之三)

## 2022年创业板向特定对象发行股票 募集说明书 (修订稿)

一、本次发行概况	1
二、发行人基本情况	1
三、本次发行的基本情况	1
四、募集资金用途	1
五、本次发行的审批程序	1
六、本次发行的风险提示	1
七、本次发行的结论意见	1
八、其他重要事项	1
九、附件	1





eBay

2019 2020 2021

88.33% 93.40% 76.54%

2021 "

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46.84% 50.56% 81.77%

2021

2018

2020

8

2020

2018 " + "

2021 " "

2020 8

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2018

60.62%

2.28%

27.27%

2019	2020	2021	349,133.66
552,296.15		365,975.22	
43.98%	36.92%	22.53%	14,915.92
22,733.32	-152,350.69		2021
		2019 -2021	
	30%		
2021			
			2021
2021			
		300209	
	"	"	
"	"		





2018

10.11

2021

2021

4.16

6.80



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.....	15
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第 10.5 章 ..... 174.26 754.44 10.3 09 64





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	Guangdong SACA Precision Manufacturing Co., Ltd.
	300464
	369,122,175.00
	91440606617643049A
	3
	3
	1994 11 11
	2015 6 10
	528311
	0757-26332400

0757-26326798

	11,792,416	
	3,983,928	
		<b>100.00%</b>

	1,050
	914406066176565017
	1997 1 16
	) (
	50.48% 49.52%

	<b>2021.12.31</b>
	<b>2021</b>

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1994

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2018 12

15.3

100%

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+

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GB/T4754-2017

C331

F527

2012

C33

F52

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1988 11

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1	" "		2022 3	" "
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3	2016-2020		2016 8	

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2021  
9

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2014

2016

2016

5

1

-1.5

2016

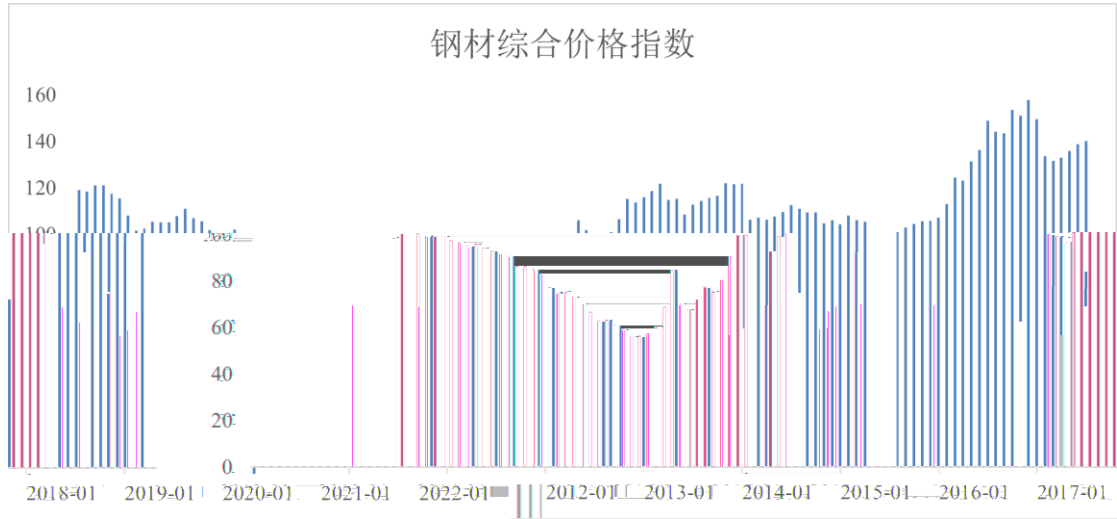
2012

14.95%

2011

2016

2021



Wind

2

2021

433.70

0.90%

2016 2021

1,982

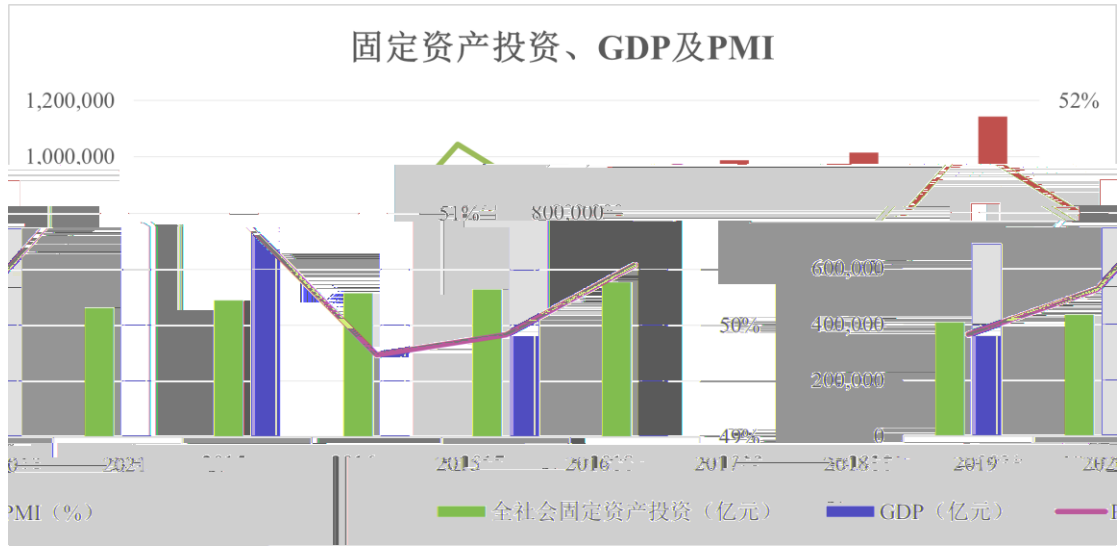
4,189

16.15%



1 " "

2015  
2016  
2020 GDP PMI  
2021 PMI  
GDP



Wind

2020 7 30

2

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3

4

14% 2016-2020      2020      3,811      17.76%

IT

2

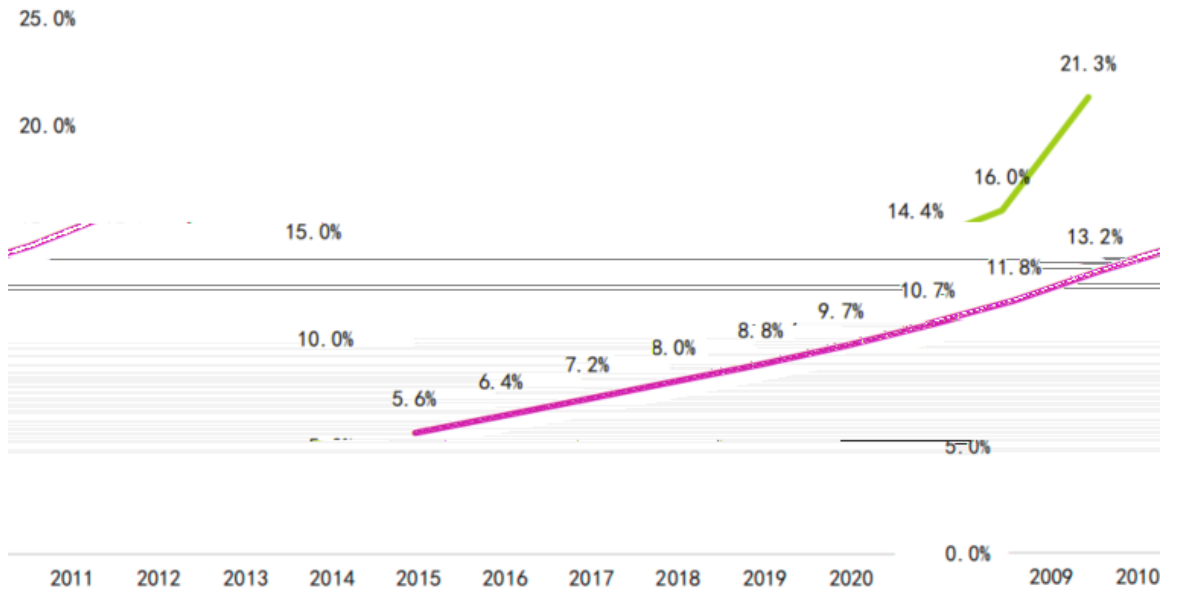
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美国电子商务渗透率（占美国零售销售额的百分比）



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2013-2015

2014 1

" " 2018

B C

2021 7

B2B

2021

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2021 11

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1

1

Hettich

Blum

Accuride

2

1

Hettich

Kirchlengen

2

Blum

3

Accuride International Inc.

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South Gate

4

5

C13

3

28

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" SH-ABC"

17mm 76mm 10kg 800kg  
26mm 35mm 40mm 45° 270°

2

30

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Oracle ERP PLM Product Lifecycle Management  
OA Office Automation HR Human Resource  
ERP Enterprise Resource Planning MES  
Manufacturing Execution System



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1 300866.SZ

66.55 93.53

125.74

2 002640.SZ

178.74 170.21 88.18

3 300209.SZ

2019

B2C

eBay

3C

38.67 50.27 17.64

3

2007

RAVPower TaoTronics VAVA Anjou Sable HooToo

ebay

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Costco

" " 2008 B2C  
2018  
9 11 20 23 2019  
" "  
RavPower TaoTronics VAVA Sable  
2020 " 2020  
"  
2021 " "  
RAVPower Taotronics VAVA Anjou  
Sable Hootoo " "  
" "  
eBay Rakuten Newegg  
2021  
6.05  
2020 3.15 92.03%  
23.47% 2020 16.87  
2022

4

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RAVPower TaoTronics VAVA Anjou Sable

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**3**

**2**

**1**

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**3**

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**1**

**2**

**3**

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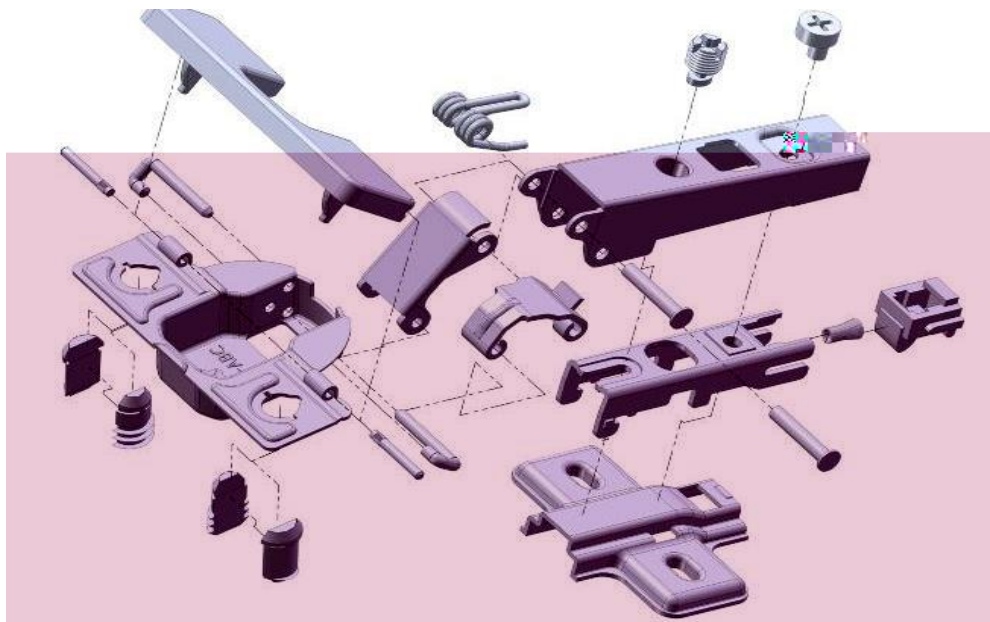
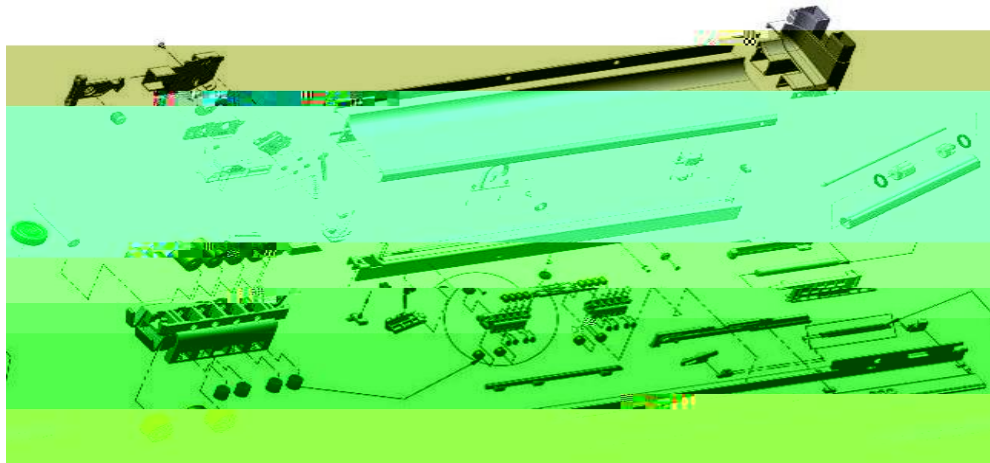
2

GDP

3







" + "

28



IT

RAVPower TaoTronics VAVA Anjou Sable HooToo

	iSmart Multiprotect	
		Soundbar LED
		
	Anjou	
	Sable	
 HooToo	4K iPhone C USB	USB

		Oracle
	Oracle	MRP

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		OA OA
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ERP

+ +

BOM

**1**

Oracle

" "

MRP

**2**

**1**



		2021	2020	2019
				130,600,000
				85,831,499

		2021	2020	2019
				85,982,006
				100.18%
				65.72%
				89,100,000
				55,039,984
				53,980,957
				98.08%
				61.77%

1

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2

ISO9001

3



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OQC Outgoing Quality Control

OQC

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"

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99%"

2

1

PE

AQL Acceptable Quality Limit

SIP Session Initiation Protocol

SQE

CE

FAE

QC

AQL

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2

CE

FCC

C-Tick

3

QC Quality Control

B2C

B2C

Seller Central

B2B

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				2021		2020		2019	

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			2021		2020		2019	
			59,710.54	16.32%	43,975.66	7.96%	72,427.71	20.74%
			306,264.69	83.68%	508,320.49	92.04%	276,705.94	79.26%
							<b>349,133.66</b>	<b>100.00%</b>

2020

2018

2021

2021

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			2021		2020		2019	
			7,312.44	40,818.75	5,398.85	23,879.47	4,372.44	18,300.14
			408,337.77	7,655.47	305,604.17	5,139.58	276,276.76	5,157.04
			100,295.49	5,959.55	79,233.79	4,358.88	74,050.94	3,445.99
			4,592.27	3,226.93	3,708.11	2,134.74	2,781.14	1,615.82

		2021		2020		2019	



							4,763.52		
4	2017 0027048	15 -6	/	/	/	80,691.805/ 6,559.4	2060/9/27		
5	2017 0023056	15 -3	/	/	/	80,691.805/ 2,460.26	2060/9/27		
6	2017 0027053	15 -4	/	/	/	80,691.805/ 6,598.9	2060/9/27		
7	2017 0039307	15 -5	/	/	/	80,691.805/ 26,593.48	2060/9/27		
8	2017 0023053		/	/	/	80,691.805/ 20,400.16	2060/9/27		
9	2017 0039308	15 -3	/	/	/	80,691.805/ 26,593.48	2060/9/27		
10	2017 0023057	15 -1	/	/	/	80,691.805/ 2,297.02	2060/9/27		
11	2017 0023054	15 -2	/	/	/	80,691.805/ 2,460.26	2060/9/27		
12	2021 0126626	662 14 805	/	/	/	54,910.97/ 284.58	2066/7/19		
13	2021 0126620	662 14 804	/	/	/	54,910.97/ 288.06	2066/7/19		
14	2021	662	/	/	/	54,910.97/	2066/7/19		

		0126619	14 803				286.06		
15		2021 0126618	662 14 802	/	/	/	54,910.97/ 286.63	2066/7/19	
16		2021 0126617	662 14 801	/	/	/	54,910.97/ 254.74	2066/7/19	
17		2021 0126621	662 14 905	/	/	/	54,910.97/ 284.58	2066/7/19	
18		2021 0126625	662 14 904	/	/	/	54,910.97/ 288.06	2066/7/19	
19		2021 0126624	662 14 903	/	/	/	54,910.97/ 285.90	2066/7/19	
20		2021 0126623	662 14 902	/	/	/	54,910.97/ 286.63	2066/7/19	
21		2021 0126622	662 14 901	/	/	/	54,910.97/ 254.74	2066/7/19	

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					m <sup>2</sup>		
1			11	3,085.00	2021/11/01 - 2022/10/31		

2			4 2 4 5 25	-	2021/11/01 - 2022/10/31		
3			5 03 04 06 01 02 20	-	2022/03/01 - 2023/02/28		
4			E 9F WORLD E906	222.92	2022/03/01 - 2025/02/28		
5			1 WORLD E 901 902 903 905 906 908 909	1,169.06	2022/03/14 - 2023/02/28		
6			C 28F WORLD 7	2,083.80	2020/12/21 - 2023/12/20		
7			1218	35.00	2021/12/27 - 2022/06/30		
8			2-3	-	2021/12/01 - 2022/05/31		
9			G 5	-	2021/11/12 - 2022/05/11		
10			3 6	95.67			
11			WORLD F 22	-	2021/12/18 - 2022/12/17		
12			1 4403	88.02			
13			2501 B	358.10	2021/12/01 - 2022/11/30		
14			2707 A	156.59	2021/11/16 - 2022/11/15		

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15			ORLD E 202	102.00	- 2025/05/13		

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Donati

McDermott Will&Emery

Saca Precision Technology S.r.l. and

Donati S.r.l.-

Donati

1	Donati	Immobiliare Donati S.r.l.	Via Liberazione no.8 Nibonno(LC)	2017/12/1- 2023/11/30	13	/
2	Donati	Immobiliare Donati S.r.l.	Via Pietro Nenni SNC Codogno(LO)	2018/9/1- 2024/8/31	2.2	/

STK

GCA LAW PARTNERS LLP

Report and Opinion

STK

						/
1	STK	Prologis USLV SubREIT 3, LLC	141,616	4260 N Harbor Blvd, Fullerton, California 92835, United States		2020/8/10- 2025/10/31

2	STK	CP6CPC, LLC	767	20410 Town Center Lane, Cupertino, California 95014, United States	2022/6/27-2023/6/27
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GCA LAW PARTNERS LLP

Report and Opinion

ZBT

ZBT

A Rellingen Halstenbeker Weg 98c, 25462

Rellingen 1,026 2016 08

01 3 2

2016 10 31 1

2016 9 15 2019 9 30

2018 12 4 2 7 2019 1

1

2019 6 28 3 2 2021 9

30 Halstenbeker Weg 98b

777.71 2019 11 16 2021 9 30

2 2023 9 30

B Halstenbek , Gewerbering 10-14, 25469 Hastenbek

2,726 2021 6 22 2022 6 30

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2021 7 22 1 Gewerbering 10-14,

25469 Hastenbek, 2,052 2021 07 21

2021 10 31 1

3 2022 6 2022 7

31

ZBT

ZBT

SVJ

SVJ

A

	" PMO
	SVJ
	3-18-6( )PMO III9
	2021 6 1 2024 5 31
	1,496,080
	190.22

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	26 3
	6 14 4 1
	2019 4 1 2021 3 31 2023 3 31 2022 8 31
	1,310,000
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	4 19 1 1 2
	2022 8 1 2025 7 31

	702,460
	127.72

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**Sunvalley E-commerce (HK) Limited**

		2021		0391	
<b>7251</b>					
2021 8 6					
Sunvalley E-commerce (HK) Limited					
2021 8 6					
	15,081,292		4.27%		
2,059,612		0.58%		3,983,928	
	1.13%		1,494,780		
0.42%		1,494,780			0.42%
	1,494,780		0.42%		
1,494,780		0.42%			
			182,031,194.44		
24,859,516.84	48,086,010.96		18,041,994.6		
18,041,994.6	18,041,994.6		18,041,994.6		4
LPR	2021 4 23				
2021 8 6			8,254,103.38		
	1,127,240.98		2,180,433.45		
	818,103.78		818,103.78		
	818,103.78		818,103.78		

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14,834,192.95

2021 9 10

**2 Sunvalley E-commerce HK Limited 2021**

**03 98**

2020 11 20

Sunvalley E-commerce HK Limited

Sunvalley E-

commerce HK Limited

5,311.90

2018 12

2020 11 20

19,202,518.5

Sunvalley E-commerce HK Limited

55

2021 4 24

2021 8

2022 6

5,311.90

1,593.57

2019 6 23

1,593.57

2,655.95

2019 10

12

2,655.95

1,062.38

2020 5 11

1,062.38

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2022 6 16

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**2022**

**0306 54**

2021 10 18

2,126,316.33

12,608.21

2,138,924.54

2022 2 18

**4**

**2021 0309 19112**

2021 11 19

4,099,139.11

819,827.82

3,778,638.96

4,586,805.87

1440 /

40,000.00

13,324,411.76

2022 6 21

**5 TCL**

**SKL**

**2021**

**5702**

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2021 11 5

TCL

SKL

TCL

639,749

6,360,366.40

432,138.59

4,157,125.50

1,115,611.97

2022 1 26

2021 12 29

TCL

9,114,254

9,114,254

634,997.15

2022 3 22

2022 6 10

2022 5 6

9,114,254

634,997.15

2022 5 16

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<b>6</b>				<b>2021</b>	<b>5914</b>	<b>-</b>
<b>5</b>						
	2021	11	15			
					11,940,026.57	
	2,449,358.89					2
	2022	2	17			
	2022	3				
	2,186,988.34					
					351,099.87	
	2022	4	20			

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7

2022 0309 1630

2022 1 20

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51,764,730.38

396,184.96

50,000

52,210,915.34

2022 3 22

2022 3 24

3,307,062

9,453,321.20

2022 4 7

7,249,993.43

5,075,658.14

35,295,987.31

4,116,986.04

396,184.96

50,000

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26,105.46

**8** **2022**  
**0309** **1986**  
2022 1 17

1,378,097.90  
275,619.58  
140,625

1,794,342.48  
2022 6 9

**9** **SKL**  
**2022** **0391** **4209**  
2022 3 10

SKL

5,646,147.74 4,546,426.67 170,499.39

1,099,721.07 ) SKL

170,499.39 8,009.64

4,423,862.33

2,756,146.10

SKL

12,940,843.94



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2022

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3700

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26.9

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2022 7 1

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2022 4 22

8,650,758.66

10,028,318.79

18,679,077.45

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7,011,903

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28,179,423.79

390,000

2022 6 7

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304,597.62

8,217,508.74

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**2022**

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1,037,283.44

LPR 50%

50,000

16

2022

0391 4903  
2022 5 31

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4,749,700

1.35%

1,063,596

0.30%

2022 5 20

3,302,946.585

739,625.824

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6,722

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**2022 0309 8813**

2022 4 6

1,180,995.8

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1,471,521.86

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493,956.52

1,376,040.01

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2022 7 20

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8 22



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**1**

**Sunvalley E-commerce HK**

**Limited**

**2022 0391 456**

2022 1 7

Sunvalley E-

commerce HK Limited

550,000

340,177.44

198,347.30

1,840,391.98

1,840,391.98

4,085,945

4,085,945

28,313.55

48,595,568.54

2022 5 10





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2022 3 22

Sunvalley E-commerce(HK) Limited

> 48,000,000 <

2022 4 11

2022 5

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1,096,455,600

1,530,000,000 433,544,400

1,043,336,600 "

2022 6

2022 0391 3239

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<b>3</b>	<b>SKL</b>	<b>Tellephony Delivery Co. W.L.L</b>	<b>2021</b>
	<b>003908</b>		
2021	4	22	SKL
			Tellephony Delivery Co. W.L.L
SKL		249,509.19	Tellephony Delivery Co. W.L.L SKL
	2019	12 28	249,509.19
2021	4	20	119,514.9 Tellephony Delivery Co. W.L.L SKL
	SKL		460 Tellephony Delivery Co. W.L.L
	SKL	SKL	581.1 Tellephony Delivery Co.
W.L.L	SKL		10,770 Tellephony Delivery Co. W.L.L
	SKL		200 Tellephony Delivery Co. W.L.L
2022	1	13	
Tellephony Delivery Co. W.L.L	SKL		249,509.19 Tellephony
Delivery Co. W.L.L	SKL		2019 12 28 249,509.19
		0.05%	2019 12 28 2021
4	20	59,757.45	Tellephony Delivery Co. W.L.L
			Tellephony Delivery Co. W.L.L SKL SKL
		460	581.10 Tellephony Delivery Co. W.L.L SKL
		10,770	200
104,304			Tellephony Delivery Co. W.L.L
			Tellephony Delivery Co. W.L.L SKL Tellephony
Delivery Co. W.L.L			45

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GCA LAW PARTNERS LLP                      Report and Opinion  
Council for Education and Research on Toxic                      2021    10  
27    75

CERT                      65

CERT

STK

STK

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[2022]0021

2021 8 31

516620210661331945

8302420000,

13%

303,609.20

303,609.20

21,000

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" 2022 6 13

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21,000

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10,000

2

1 STK

AKIN GUMP STRAUSS HAUER & FELD LLP

Tax Memo STK

2019 7 3 STK 14

STK

STK

RAVPower

STK

340,177.44

2019 9 18 STK Akin Gump

2021 1 STK 340,177.44

2021 9 8 STK 19 1592

STK 1,840,391.98 340,177.44

STK Akin Gump STK

340,177.44 2021 9

27 STK 340,177.44

2021 12 7 STK Akin Gump 2021

9 8

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					STK		STK
STK		Akin Gump		Tax Memo			
19	1592						
STK		Bayes PLLC					
<b>2</b>	<b>ZBT</b>						
					2021	3	17
	ZBT		ZBT	2011	2015	5	7
196,384.80		65.065			1,962.50	2021	5
14	ZBT				198,347.30		
<b>3</b>	<b>SVJ</b>						
					2021		SVJ
10,871,571							
<b>4</b>	<b>SKL</b>						
2020	11	30	PUBLIC FINANCES DIRECTORATE GENERAL				
			Sunvalley(HK) Limited				
2015	1	2019	8	VAT		495.0891	

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2020 12 31

3,973.09

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5%

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4,312.84

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2020 7 23

[2020]114

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2020 7 3

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2020

337

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30

60

6

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**2020 9 15**

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" 2020 7 6

5%

5%

7 16

5%

5%

10,593,665

3%

5%

6 24

7 9



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" " 2020

100 2020 3

2 2020 7 6

2018 11

1.4 2.1

2018 11 1.4 2.3

2015 1.3 4.2.9

"

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1 2021 4 23 www.cninfo.com.cn

2020 2021-068 , 2021 5 20

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100 2020 3 2 2020 7 6 2020

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**2021 10 11**

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2010 12

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[www.cninfo.com.cn](http://www.cninfo.com.cn)

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4

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100

2020 3 2

2020 7 6

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0

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2022 3 11

2022 240

" 2021 10 11  
2017 2019  
" "

10,590 7  
2018 11 1.4  
2015 2.1.4 7.1.5  
2018 11

1.4 2.11 3.1.7  
2015 4.2.1 4.2.3 4.2.8 4.2.9

2018 11  
1.4 2.11 3.1.5 3.1.7  
2015 4.2.1 4.2.3 4.2.8 4.2.9

3.1.5 2018 11 1.4  
2018 11 16.2 16.3

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2022 5 5

2022

48

2022 49

1

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Sunvalley E-

commerce HK Limited

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		2020				
		40				
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	"					
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			2021	4	27	, Sunvalley E-
commerce	HK Limited					
		5,311.9				7,287.15
	2021	6				
		2021				
			182			
	2021				2021	
2021	6		"		"	
	"				"	
35,205.86		14,490.21				27,903.82
11,982.46			7,302.04		2,507.75	2021
	182					

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2019 11 22

COLLECTIONS CORP

COLLECTIONS

COLLECTIONS

COLLECTIONS

COLLECTIONS

2020

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182

40

182

60

6

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1 2022 5 20

www.cninfo.com.cn

2021

2022-059

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2021

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" 2021

SunvalleyE-commerce HK Limited

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COLLECTIONS

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COLLECTIONS CORP

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2018

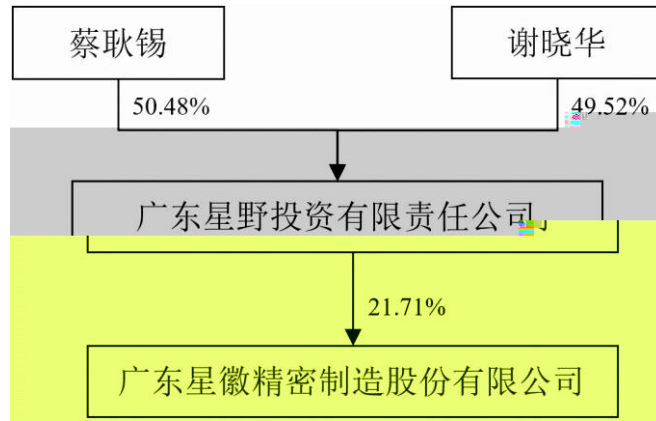
" +

"

1



100%



$$= \frac{20}{1 + \frac{4.89}{20} \times 80\%} \times 20$$

$$P1 = P0 - D$$

$$P1 = \frac{P0}{1 + N}$$

$$P1 = \frac{P0 - D}{1 + N}$$

P0

D

N

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P1

50,000

1

102,249,488

30%

$$N1 = N0 \times (1 - N2 \cdot K)$$

N0

N1

N2

K

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18

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36



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102,249,488



102,249,488

2022 6 17 2022  
7 15 2022

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A

1.00

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102,249,488

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$$= \frac{20 \times 80\%}{20} = 16$$

$$P1 = P0 - D$$

$$P1 = P0 / (1 + N)$$

$$P1 = \frac{P0 - D}{1 + N}$$

P0

D

N

P1

30%

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1

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		2016	2021
		1,982	4,189
16.15%	IT		

" "

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50,000.00

	50,000.00
	<b>50,000.00</b>

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2018

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I









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2022



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2019	2020	2021	349,133.66
552,296.15		365,975.22	
43.98%	36.92%	22.53%	14,915.92
22,733.32	-152,350.69		2021
		2019 -2021	
	30%		
2021			
			2021
2021			
		300209	
"	"		



eBay

2018

" "



46.84% 50.56% 81.77%

2021

2018

2020

8

2020



2018 10.11 2021 "

"

2021 6.80

4.16

2021 1

1 2019 8 2021 VAT 2015

2023 15% 2021 12 20 2021-

---

2019      2020      2021  
             79.26%   92.04%   83.68%

2018            "            +            "  
             2021            "                            "

2020   8

2018

60.62%

2.28%

27.27%

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2020

80,127,735



## 第六节 与本次发行相关的声明

### 一、发行人及全体董事、监事、高级管理人员声明

本公司及全体董事、监事、高级管理人员承诺本募集说明书内容真实、准确、完整，不存在虚假记载、误导性陈述或重大遗漏，按照诚信原则履行承诺，并承

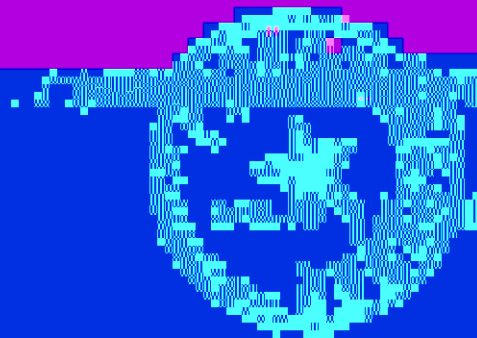
担相关法律责任。

发行人声明

本公司及全体董事、监事、高级管理人员承诺本募集说明书内容真实、准确、完整，不存在虚假记载、误导性陈述或重大遗漏，按照诚信原则履行承诺，并承担相关法律责任。

全体董事声明

全体董事承诺本募集说明书内容真实、准确、完整，不存在虚假记载、误导性陈述或重大遗漏，按照诚信原则履行承诺，并承担相关法律责任。



## 二、发行人控股股东、实际控制人声明

本公司或本人承诺本募集说明书内容真实、准确、完整，不存在虚假记载、误导性陈述或重大遗漏，按照诚信原则履行承诺，并承担相应的法律责任。

实际控制人：

蔡耿锡



谢晓华



控股股东：

广东星野投资有限责任公司

法定代表人：

蔡耿锡



广东星野投资有限责任公司



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### 三、保荐机构（主承销商）声明

本公司已对募集说明书进行了核查，确认本募集说明书内容真实、准确、完整，不存在虚假记载、误导性陈述或重大遗漏。

## 保荐机构（主承销商）董事长及总经理声明

本人已认真阅读广东星徽精密制造股份有限公司 2022 年年度报告全文，并在此基础上发表声明如下：

  
潘海标

保荐机构董事长：

  
陈照星





2022  
书),  
报告  
大华  
[202  
注册  
的上  
证报  
上述  
律责  
会计  
签字

2022]005617号  
份有限公司  
称募集说明  
303号审计  
配鉴证报告、  
及大华核字  
本所及签字  
明书中引用  
常性损益鉴  
书不因引用  
担相应的法

  
亮  
(普通合伙)

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[2013]110

[2014]17



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	-129.52%	-291.52%	
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2010

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2022-2024

2022

2022

在为履行本人职责之必需的范围内发生，并严格接受公司的监督管理；

(3) 本人承诺不动用公司资产从事与其履行职责无关的投资、消费活动；

(4) 本人承诺支持由董事会

