

SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

The following is a description of our authorized shares and shares of our Company in issue and to be issued as fully paid or credited as fully paid or issued and outstanding immediately prior to and following the completion of the [REDACTED], assuming that (i) the [REDACTED] becomes unconditional and the [REDACTED] are [REDACTED] pursuant to the [REDACTED] and (ii) the [REDACTED] is not exercised.

1. Share Capital as of the Latest Practicable Date

As of the Latest Practicable Date, (i) the authorized share capital of our Company was US\$60,000,000, comprising 3,000,000,000 Shares with a par value of US\$0.02 each; and (ii) the issued share capital of our Company was US\$16,218,536, comprising 810,926,800 Shares with a par value of US\$0.02 each.

2. Share Capital Immediately after Completion of the [REDACTED]

(i) Authorized Share Capital

Number of Shares	Description of Shares	Aggregate nominal value of Shares
3,000,000,000	Shares of par value US\$0.02 each	US\$60,000,000.00

(ii) Issued Share Capital

Number of Shares	Description of Shares	Aggregate nominal value of Shares
[810,926,800]	Shares of par value US\$0.02 each	US\$[16,218,536.00]
[REDACTED]	Shares to be [REDACTED] under the [REDACTED] (assuming the [REDACTED] is not exercised)	[REDACTED]
<u>[REDACTED]</u>	Shares in total	<u>[REDACTED]</u>

ASSUMPTIONS

The above table assumes that the [REDACTED] becomes unconditional and the Shares are [REDACTED] pursuant to the [REDACTED] and that the [REDACTED] is not exercised. The above does not take into account any Shares which may be issued or repurchased by our Company pursuant to the general mandates granted to the Board to [REDACTED] or repurchase Shares as described below.

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RANKING

The [REDACTED] rank equally with all Shares currently in issue or to be issued as mentioned in this document and, in particular, will rank equally for all dividends or other distributions declared, made or paid on the Shares in respect of a record date which falls after the date of this document.

POTENTIAL CHANGES TO SHARE CAPITAL

Circumstances under which General Meeting and Class Meeting are Required

Our Company may by ordinary resolution (i) increase its share capital by the creation of new Shares; (ii) consolidate and divide all or any of its share capital into Shares of a larger amount than its existing Shares; (iii) cancel any Shares which at the date of the passing of the resolution have not been taken or agreed to be taken by any person; and (iv) sub-divide its Shares or any of them into Shares of smaller amount. In addition, our Company may by special resolution reduce its share capital or any capital redemption reserve subject to any conditions prescribed by the Cayman Companies Act. If at any time the share capital of our Company is divided into different classes of Shares, all or any of the rights attached to any class of Shares for the time being issued (unless otherwise provided for in the terms of issue of the Shares of that class) may, subject to the provisions of the Cayman Companies Act, be varied or abrogated only with (in addition to a special resolution to amend the Memorandum or the Articles) the consent in writing of the holders of not less than three-fourths of the voting rights of the issued Shares of that class, or with the approval of a resolution passed by a majority of not less than three-fourths of the votes cast at a separate meeting of the holders of the Shares of that class. See further in “Appendix III — Summary of the Constitution of the Company and Cayman Islands Company Law — 2. Articles of Association — 2.1 Shares”.

General Mandate to Issue Shares

Subject to the conditions stated in the section headed “[REDACTED]” in this document, the Board [has been] granted a general unconditional mandate to allot, issue and deal with the Shares with a total nominal value of not more than the sum of: (i) 20% of the total nominal value of Shares in issue immediately following the completion of the [REDACTED]; and (ii) the aggregate nominal value of Shares repurchased by the Company under the authority referred to in paragraph headed “General Mandate to Repurchase Shares” below.

This general mandate to issue Shares will expire at the earliest of: (i) the conclusion of the next annual general meeting of our Company unless renewed by an ordinary resolution of the Shareholders in general meeting either unconditionally or subject to condition; or (ii) the expiration of the period within which we are required by any applicable laws of the Cayman Islands or our Articles to hold the next annual general meeting of our Company; or (iii) the passing of an ordinary resolution of our Shareholders in general meeting of our Company revoking or varying the authority. See further in “Appendix IV — Statutory and General Information — A. Further Information about Our Group — 4. Resolutions of Our Shareholders”.

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General Mandate to Repurchase Shares

Subject to the conditions stated in the section headed “[REDACTED]”, the Board [has been] granted a general unconditional mandate to exercise all of our powers to repurchase Shares with a total nominal value of not more than 10% of the total nominal value of our share capital in issue immediately following the completion of the [REDACTED].

This general mandate relates only to repurchases made on the Stock Exchange, or on any other stock exchange on which the Shares are [REDACTED] (and which is recognized by the SFC and the Stock Exchange for this purpose), and made in accordance with the Listing Rules. See summary of relevant Listing Rules in “Appendix IV — Statutory and General Information — A. Further Information about Our Group — 5. Repurchase of Our Own Securities”.

This general mandate to repurchase Shares will expire at the earliest of: (i) the conclusion of the next annual general meeting of our Company unless renewed by an ordinary resolution of the Shareholders in general meeting either unconditionally or subject to condition; or (ii) the expiration of the period within which we are required by any applicable laws of the Cayman Islands or our Articles to hold the next annual general meeting of our Company; or (iii) the passing of an ordinary resolution of our Shareholders in general meeting of our Company revoking or varying the authority. See further in “Appendix IV — Statutory and General Information — A. Further Information about Our Group — 4. Resolutions of Our Shareholders”.

SHARE INCENTIVE SCHEME

We adopted the Post-[REDACTED] Share Incentive Scheme on [●]. For details, please refer to the section headed “Appendix IV — Statutory and General Information — D. Share Incentive Scheme”.