This appendix contains a summary of the principal provisions of the Articles of Association (the "**Articles**") which will take effect on the date of [**REDACTED**] of the H Shares on the Hong Kong Stock Exchange. The primary purpose of this appendix is to provide potential [**REDACTED**] with an overview of the Articles, and therefore may not contain all data that may be important to prospective [**REDACTED**].

GENERAL PROVISIONS

The Company is a joint stock limited Company established in accordance with the Company Law and other relevant regulations.

Shareholders shall be liable to the Company to the extent of their subscribed shares, and the Company shall be liable for its debts with all its assets.

From the date of its effectiveness, these Articles of Association shall constitute a legally binding document governing the organization and conduct of the Company, as well as the rights and obligations between the Company and its shareholders, and among shareholders themselves. They shall be legally binding upon the Company, its shareholders, directors, and senior management personnel. Pursuant to these Articles, shareholders may bring legal proceedings against other shareholders; shareholders may bring legal proceedings against directors and senior management personnel of the Company; shareholders may bring legal proceedings against the Company; and the Company may bring legal proceedings against shareholders, directors, and senior management personnel.

SCOPE OF BUSINESS

Upon registration in accordance with the laws, the Company's business scope (subject to final approval by the market supervision authority) shall be as follows: General items: technical services, technical development, technical consultancy, technical exchange, technology transfer, and technology promotion; sales of chemical products (excluding licensed chemical products); sale of specialized chemical products (excluding hazardous chemicals); import and export of goods; import and export of technology; sale of Class II medical devices (except for items requiring approval in accordance with the laws, business activities may be conducted independently in accordance with the business license). Licensed items: pharmaceutical production; pharmaceutical contract manufacturing; pharmaceutical import and export; pharmaceutical wholesale; pharmaceutical retail (For items subject to approval by relevant authorities, business activities may only commence upon obtaining such approval. Specific business activities shall be subject to the result of final approval).

SHARE

Share Issuance

The issuance of shares of the Company shall be conducted in accordance with the principles of openness, fairness, and impartiality. Each share of the same class shall carry equal rights. Shares of the same class issued in the same offering shall have identical terms and prices per share; subscribers shall pay the same amount per share for the shares they subscribe for.

Increase, Reduction and Repurchase of Shares

In accordance with the provisions of laws and regulations, and subject to resolutions passed by the shareholders' meeting, the Company may increase its capital through the following methods as required for its operations and development:

(i) issuing shares to unspecified persons;

(ii) issuing shares to specific parties;

(iii) distributing bonus shares to existing shareholders;

(iv) capitalization of reserves;

(v) other methods stipulated by laws, administrative regulations, the China Securities Regulatory Commission, the Hong Kong Listing Rules, and as approved by the securities regulatory authorities of the place where the Company's shares are listed.

The Company shall not acquire its own shares, except in any of the following circumstances:

(i) reduction of the Company's registered capital;

(ii) merging with another Company holding shares in the Company;

(iii) using shares for employee share ownership schemes or equity incentive schemes;

(iv) where a shareholder objects to a resolution passed by the shareholders' meeting concerning the merger or division of the Company and requests the Company to acquire their shares;

(v) conversion of bonds issued by the Company that are convertible into shares;

(vi) where it is necessary for safeguarding the corporate value and shareholders' interests of the Company;

(vii) other circumstances permitted by laws, regulations, departmental rules, the Hong Kong Listing Rules, regulatory rules of the place where the Company's shares are listed, and relevant regulatory authorities.

The Company may acquire its own shares through open centralized trading or other methods recognized by laws, administrative regulations, the Hong Kong Listing Rules, and the securities regulatory authorities of the place where the Company's shares are [**REDACTED**]. Where the Company acquires its own shares under circumstances specified in items (iii), (v) or (vi) above, such acquisition shall be conducted through open centralized trading, subject to compliance with the applicable securities regulatory rules and guidelines of the place where the Company's shares are [**REDACTED**]. Where the Company acquires its own shares under circumstances described in items (i) and (ii) above, such acquisition shall be approved by a resolution of the shareholders' meeting. Where the Company acquires its own shares under circumstances described in items (iii), (v) and (vi) above, such acquisition shall be conducted through open and centralized trading methods, subject to compliance with the applicable securities regulatory rules and guidelines of the place where the Company's shares are [**REDACTED**].

Where the Company acquires its own shares under circumstances specified in items (i) and (ii) above, such acquisition shall be subject to a resolution of the shareholders' meeting. Where the Company acquires its own shares under circumstances specified in items (iii), (v) and (vi) above, such acquisition may, in accordance with the provisions of these Articles of Association or the authorization of the shareholders' meeting, be subject to a resolution of the board of directors meeting attended by more than two-thirds of the directors, provided that the applicable securities regulatory rules of the place where the Company's shares are [**REDACTED**] are complied with. Following the acquisition of its own shares, the Company shall fulfil its information disclosure obligations in accordance with relevant laws, regulations, the Hong Kong Listing Rules, and the relevant provisions of the China Securities Regulatory Commission and the Hong Kong Stock Exchange.

Share Transfer

The Company's shares shall be transferred in accordance with the law.

The Company shall not accept its own shares as security for any pledge.

Shares issued prior to the Company's [**REDACTED**] of shares shall not be transferred within one year from the date of [**REDACTED**] of the Company's shares on a stock exchange. Where laws, administrative regulations, or the securities regulatory authority of the State Council impose additional requirements on the transfer of shares held by shareholders or de facto controllers of [**REDACTED**] companies, such requirements shall prevail.

Directors and senior management personnel of the Company shall declare to the Company their shareholdings in the Company and any changes thereto. During their term of office determined upon appointment, the shares transferred annually shall not exceed 25% of their total holdings of the Company's shares. Shares held by such persons shall not be transferred within one year from the date of [**REDACTED**] of the Company's shares. Such persons shall not transfer their holdings of the Company's shares within six months after departure from office.

Where the relevant requirements of the securities regulatory authority of the place where the Company's shares are [**REDACTED**] has separate provisions restricting the transfer of the Company's overseas-[**REDACTED**] shares, such requirements shall prevail.

SHAREHOLDERS AND SHAREHOLDERS' MEETINGS

Shareholders

The Company shall establish a register of members based on certificates provided by the securities registration and settlement institution, in accordance with laws, regulations, prescriptive documents, the Hong Kong Listing Rules, and other applicable provisions. The register of members shall constitute conclusive evidence of a shareholder's holding of shares in the Company. Shareholders shall enjoy rights and bear obligations commensurate with the class of shares held; shareholders holding shares of the same class shall enjoy equal rights and bear the same obligations.

Shareholders of the Company shall enjoy the following rights:

(i) to receive dividends and other forms of profit distribution commensurate with their shareholding;

(ii) to request, summon, preside over, participate in, or appoint a proxy to attend shareholders' meetings in accordance with the laws, and to exercise corresponding voting rights;

(iii) to supervise the Company's operations and to make suggestions or raise queries;

(iv) to transfer, gift, or pledge their shares in the Company in accordance with laws, administrative regulations, and these Articles of Association;

(v) to inspect and copy these Articles of Association, the register of members, minutes of shareholders' meetings, resolutions of meetings of the board of directors, and financial accounting reports in accordance with the Company Law, Securities Law, and other laws and administrative regulations. Shareholders who individually or collectively hold 3% or more of the Company's shares for a continuous period of 180 or more days may inspect the Company's accounting books and accounting vouchers. Where the Company has reasonable grounds to believe that a shareholder's inspection of accounting books or accounting vouchers is for improper purposes and may prejudice the Company's lawful interests, it may refuse such inspection and shall provide a written response stating the reasons thereof to the shareholder;

(vi) the Company shall maintain a complete copy of the register of members and minutes of shareholders' meetings at its Hong Kong address for inspection by shareholders, as required by the Hong Kong Listing Rules. However, the Company may close the registration of members in accordance with equivalent provisions under the Companies Ordinance (Cap. 622 of the Laws of Hong Kong). Where applicable laws, administrative regulations, departmental rules, prescriptive documents, or securities regulatory rules of the stock exchange where the Company's shares are [**REDACTED**] contain specific provisions regarding the suspension of registration changes to the register of members, such provisions shall prevail.

(vii) upon the Company's dissolution or liquidation, to participate in the distribution of the Company's residual assets in proportion to their shareholdings;

(viii) shareholders who object to resolutions passed by the shareholders' meeting concerning the merger or division of the Company may request the Company to purchase their shares;

(ix) other rights as provided by laws, administrative regulations, departmental rules, or these Articles of Association.

Shareholders requesting to inspect or copy relevant materials of the Company shall comply with the provisions of laws and administrative regulations such as the Company Law and the Securities Law, and shall provide the Company with written documentation proving the category and quantity of their shareholdings. Upon verification of the shareholder's identity, the Company shall furnish the materials as requested.

Where resolutions of the shareholders' meeting or board of directors contravene laws or administrative regulations, shareholders shall have the right to request the People's Court to declare such resolutions invalid.

Resolutions of the Company's shareholders' meeting or board of directors shall be deemed invalid in any of the following circumstances:

(i) where no shareholders' meeting or meeting of the board of directors was convened to adopt the resolution;

(ii) where the resolution matter was not put to a vote at the shareholders' meeting or meeting of the board of directors;

(iii) the number of attendees or the number of votes cast at the meeting fails to meet the quorum or voting threshold stipulated in the Company Law or these Articles of Association;

(iv) the number of persons or voting rights in favor of the resolution fails to meet the quorum or voting rights required under the Company Law or these Articles of Association.

Where directors or senior management personnel, other than members of the Audit Committee, violate laws, administrative regulations, or these Articles of Association in the performance of their duties, thereby causing losses to the Company, shareholders holding, individually or collectively, more than one per cent of the Company's shares for a continuous period of one hundred and eighty days or more shall have the right to request the Audit Committee in writing to initiate legal proceedings before the People's Court. Where members of the Audit Committee violate laws, administrative regulations, or these Articles of Association in the performance of their duties, thereby causing losses to the Company, the aforementioned shareholders may request the board of directors in writing to initiate legal proceedings before the People's Court.

Where any other person infringes upon the lawful rights and interests of the Company, causing loss to the Company, the shareholders referred to above may initiate legal proceedings in the People's Court in accordance with the provisions of the preceding two paragraphs.

Where directors, supervisors (if any), or senior management personnel of a wholly-owned subsidiary of the Company cause losses to the Company by performing their duties in violation of laws, administrative regulations, or the provisions of these Articles of Association, or where others infringe upon the lawful rights and interests of a wholly-owned subsidiary of the Company causing losses, shareholders who have held, individually or collectively, more than one per cent of the Company's shares for a continuous period of one hundred and eighty days or more may may, in writing, request the board of supervisors or the board of directors (if any) of the wholly-owned subsidiary to initiate proceedings before the People's Court in accordance with the first three paragraphs of Article 189 of the Company Law, or may initiate proceedings before the People's Court directly in their own name.

Where directors or senior management personnel violate laws, administrative regulations or these Articles of Association, thereby harming shareholders' interests, shareholders may bring legal proceedings before the People's Court.

Shareholders of the Company shall assume the following obligations:

(i) to comply with laws, administrative regulations and these Articles of Association;

(ii) to pay the subscription price for the shares they subscribe to in accordance with the manner of subscription;

(iii) not to withdraw their capital except as provided by laws and regulations;

(iv) not to abuse shareholders' rights to the detriment of the Company or other shareholders, nor to abuse the Company's independent legal status and the limited liability of shareholders to the detriment of the Company's creditors.

Where a shareholder abuses their shareholders' rights, thereby causing loss to the Company or other shareholders, they shall bear liability for compensation in accordance with the law. Where a shareholder abuses the Company's independent legal status and the limited liability of shareholders to evade debts, thereby seriously harming the interests of the Company's creditors, they shall bear joint and several liability for the Company's debts.

(v) other obligations stipulated by laws, administrative regulations, the regulatory rules of the place where the Company's shares are [**REDACTED**], and these Articles of Association.

Controlling Shareholders and De Facto Controllers

The controlling shareholder and de facto controller of the Company shall exercise their rights and fulfil their obligations in accordance with laws, administrative regulations, the Hong Kong Listing Rules, the securities regulatory rules of the place where the Company's shares are [**REDACTED**], and the provisions of relevant regulatory authorities, and shall safeguard the interests of the listed company.

The Company's controlling shareholders and de facto controllers shall comply with the following requirements:

(i) to exercise shareholders' rights in accordance with the law, without abusing control rights or exploiting related party/connected relationships to the detriment of the legitimate rights and interests of the Company or other shareholders;

(ii) to strictly fulfil all public declarations and commitments made, and shall not arbitrarily alter or waive them;

(iii) to strictly fulfil information disclosure obligations in accordance with relevant regulations, proactively cooperate with the Company in information disclosure work, and promptly notify the Company of any material events that have occurred or are proposed to occur;

(iv) not to appropriate corporate funds in any manner;

(v) not to compel, direct, or require the Company or relevant personnel to provide guarantees in violation of laws or regulations;

(vi) not to utilize undisclosed material information of the Company for personal gain, not to disclose in any manner undisclosed material information relating to the Company, and not to engage in illegal activities such as insider trading, short-term trading, or market manipulation;

(vii) not to harm the lawful rights and interests of the Company and other shareholders through any means, including unfair related party/connected transactions, profit distribution, asset restructuring or external investments;

(viii) to ensure the integrity of assets, personnel independence, financial independence, organizational independence, and operational independence of the Company; not to compromise the Company's independence in any manner;

(ix) to comply with laws, administrative regulations, the Hong Kong Listing Rules, securities regulatory rules of the place where the Company's shares are [**REDACTED**], relevant regulatory authorities' requirements, and other provisions of these Articles of Association.

Where the Company's controlling shareholder or de facto controller does not serve as a director but actually implements the Company's affairs, the provisions of these Articles concerning directors' duties of loyalty and diligence shall apply.

Where the controlling shareholder or de facto controller of the Company instructs directors or senior management personnel to engage in conduct detrimental to the interests of the Company or its shareholders, they shall bear joint and several liability with such directors or senior management personnel.

Where a controlling shareholder or de facto controller pledges shares held or effectively controlled by them, they shall maintain the Company's control and the stability of its production and operations.

General Provisions on shareholders' meetings

The shareholders' meeting shall comprise all shareholders. As the body of authority of the Company, it shall exercise the following powers in accordance with the law:

(i) to elect and replace directors, and to determine matters relating to directors' remuneration;

(ii) to consider and approve the report of the board of directors;

(iii) to consider and approve the Company's profit distribution plan and loss compensation plan;

(iv) to resolve on the increase or reduction of the Company's registered capital;

(v) to resolve on the issuance of corporate bonds;

(vi) to resolve on the merger, division, dissolution, liquidation or alteration of the Company's format;

(vii) to amend these Articles of Association;

(viii) to resolve on the engagement or dismissal of the accounting firm undertaking the Company's audit work;

(ix) to consider and approve guarantee matters stipulated in these Articles of Association;

(x) to consider and approve transactions as stipulated in these Articles of Association;

(xi) to consider matters concerning the purchase or sale of significant assets within one year exceeding 30% of the Company's most recent audited total assets;

(xii) to consider and approve changes to the use of proceeds;

(xiii) to consider and approve related party transactions (excluding guarantees) where the transaction amount exceeds 1% of the Company's most recent audited total assets or market capitalization and exceeds RMB30 million, as well as any transactions and related party transactions required to be considered and approved by the shareholders' meeting under laws, administrative regulations, securities regulatory rules of the place where the Company's shares are [**REDACTED**], and these Articles of Association;

(xiv) to consider equity incentive schemes and employee share ownership schemes;

(xv) to consider on other matters stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are [**REDACTED**], or these Articles of Association as to be decided by the shareholders' meeting.

The shareholders' meeting may authorize the board of directors to make resolutions regarding the issuance of corporate bonds.

The Company may, upon resolution of the shareholders' meeting or upon resolution of the board of directors as authorized by these Articles of Association or the shareholders' meeting, issue shares or corporate bonds convertible into shares. The specific implementation shall comply with laws, administrative regulations, the Hong Kong Listing Rules, the securities regulatory rules of the place where the Company's shares are [**REDACTED**], and the requirements of relevant regulatory authorities.

Where any of the following circumstances arise, the Company shall convene an extraordinary shareholders' meeting within two months from the date of occurrence:

(i) where the number of directors falls below the minimum number prescribed by the Companies Ordinance (i.e., 3) or two-thirds of the number specified in these Articles of Association;

(ii) where the Company's accumulated losses reach one-third of the total share capital;

(iii) when requested by shareholders holding, individually or collectively, more than 10% of the Company's shares;

(iv) when deemed necessary by the board of directors;

(v) when proposed by the Audit Committee;

(vi) other circumstances prescribed by laws, administrative regulations, departmental rules, the Hong Kong Listing Rules, securities regulatory rules of the place where the Company's shares are [**REDACTED**], relevant regulatory authorities, or these Articles of Association.

The shareholding of shareholders referred to in item (iii) above shall be calculated based on the shares held in the Company on the date the shareholder submits the written request.

The Company may convene shareholders' meetings by way of on-site meeting, by electronic communication, or by a combination of both methods. Where a meeting is convened by electronic communication or a combination of both methods, the Company shall provide online voting facilities for the convenience of shareholders. Participation in the meeting via online voting shall be deemed as attendance at the meeting.

Summoning of Shareholders' Meetings

Shareholders' meetings shall be summoned by the board of directors in accordance with the law and be presided over by the chairman of the board of directors. Where the chairman of the board of directors is unable to perform their duties or fails to perform such duties, a director jointly nominated by a majority of the directors shall preside over the meeting.

Where the board of directors is unable or fails to fulfil its duty to summon a shareholders' meeting, the Audit Committee shall promptly summon and preside over the meeting. Where the Audit Committee fails to summon and preside over, shareholders holding individually or collectively more than 10% of the Company's shares for a continuous period of 90 days or more may summon and preside over the meeting on their own initiative.

Where shareholders holding individually or collectively more than 10% of the Company's shares request the convening of an extraordinary shareholders' meeting, the board of directors and the Audit Committee shall, within ten days of receiving such request, decide whether to convene the extraordinary shareholders' meeting and provide a written response to the shareholders.

With the consent of a majority of all independent non-executive directors, independent non-executive directors shall have the right to propose to the board of directors the convening of an extraordinary shareholders' meeting.

The Audit Committee shall have the right to propose to the board of directors the convening of an extraordinary shareholders' meeting of shareholders, and shall submit such proposal to the board of directors in writing.

Proposals and Notices at Shareholders' Meetings

The content of proposals to the shareholders' meeting shall fall within the scope of authority of the shareholders' meeting, have clear agenda items and specific matters for resolution, and comply with the relevant provisions of laws, administrative regulations, the Hong Kong Listing Rules and these Articles of Association.

Where the Company convenes a shareholders' meeting, the board of directors, the Audit Committee, and shareholders holding individually or collectively more than 1% of the Company's shares shall have the right to submit proposals to the Company.

Shareholders holding individually or collectively more than 1% of the Company's shares may submit ad hoc proposals in writing to the convener at least 10 days prior to the shareholders' meeting. Such ad hoc proposals shall contain clear agenda items and specific resolution matters. The convener shall issue a supplementary notice to shareholders within two days of receiving the proposal, announcing the content of the ad hoc proposal and submitting it for consideration at the shareholders' meeting, except where the ad hoc proposal contravenes laws, administrative regulations, or the Articles of Association, or falls outside the scope of the shareholders' meeting's authority. The Company shall not raise the shareholding threshold for shareholders submitting ad hoc proposals.

Except as provided in the preceding paragraph, after issuing the notice of the shareholders' meeting, the convener shall not amend any proposal already listed in the notice or add new proposals.

Proposals not listed in the notice of the shareholders' meeting or those do not comply with the provisions of these Articles of Association shall not be voted on or resolved by the shareholders' meeting.

The convener shall notify all shareholders by way of public announcement at least 20 days prior to an annual shareholders' meeting, and at least 15 days prior to an extraordinary shareholders' meeting. When calculating the commencement of the aforementioned "20 days" or "15 days", the Company shall exclude the day of the meeting itself but include the day on which the notice is issued.

Once notice of the shareholders' meeting has been issued, the meeting shall not be postponed or cancelled without justifiable cause, nor shall any proposal listed in the notice be withdrawn. Should postponement or cancellation occur, the convener shall announce the reason at least 2 working days prior to the original meeting date. If the securities regulatory rules of the place where the Company's shares are [**REDACTED**] contain specific provisions regarding procedures for postponing or cancelling shareholders' meetings, such rules shall prevail provided they do not contravene regulatory requirements in mainland China.

Convening of shareholders' meetings

All shareholders registered on the record date or their proxies shall have the right to attend the shareholders' meeting and exercise their voting rights in accordance with relevant laws, regulations, the regulatory rules of the place where the Company's shares are [**REDACTED**], and these Articles of Association. Shareholders may attend the shareholders' meeting in person or appoint a proxy to attend and vote on their behalf.

At the convening of the shareholders' meeting, all directors and the secretary to the board of directors shall attend. Other senior management personnel shall attend as non-voting participants and shall be available to address shareholders' enquiries.

The shareholders' meeting shall be presided over by the chairman of the board of directors. Where the chairman of the board of directors is unable to perform or fails to perform their duties, a director shall be jointly nominated by a majority of the directors to preside.

Shareholders' meetings summoned by the Audit Committee on its own initiative shall be presided over by the principal member of the Audit Committee (the convener). Where the principal member of the Audit Committee is unable or fails to perform their duties, a member of the Audit Committee jointly nominated by a majority of the Audit Committee members shall preside over the meeting.

Shareholders' meetings summoned by shareholders on their own initiative shall be presided over by the convener or their appointed representative.

Should the meeting chair violate the rules of procedure during a shareholders' meeting, rendering the meeting unable to proceed, the shareholders' meeting may, with the consent of shareholders holding a majority of the voting rights present, elect another individual to act as the meeting chair and continue proceedings.

Voting and Resolutions of shareholders' meetings

Resolutions of the shareholders' meeting shall be classified as ordinary resolutions or special resolutions.

An ordinary resolution of the shareholders' meeting shall be passed by more than half of the voting rights held by shareholders present at the meeting.

Special resolutions of the shareholders' meeting shall be passed by more than two-thirds of the voting rights held by shareholders present at the meeting.

The following matters shall be adopted by an ordinary resolution of the shareholders' meeting:

(i) the work report of the board of directors;

(ii) the profit distribution plan and loss compensation plan proposed by the board of directors;

(iii) appointment, removal, remuneration and payment methods of members of the board of directors;

(iv) other matters within the authority of the shareholders' meeting, except where special resolutions are required by laws, administrative regulations, these Articles of Association, or the unanimous consent of all shareholders.

The following matters shall be adopted by a special resolution of the shareholders' meeting:

(i) increase or decrease in the Company's registered capital;

(ii) division, spin-off, merger, dissolution and liquidation of the Company;

(iii) amendments to these Articles of Association;

(iv) where the aggregate value of major assets purchased or sold by the Company, or guarantees provided to third parties within one year exceeds 30% of the Company's most recent audited total assets;

(v) share incentive schemes;

(vi) matters stipulated by laws, administrative regulations, the Hong Kong Listing Rules, or these Articles of Association; and other matters determined by the shareholders' meeting through an ordinary resolution as having a material impact on the Company, and is to be adopted by a special resolution.

Shareholders (including proxies) shall exercise voting rights in proportion to the number of shares with voting rights they represent, with each share carrying one vote.

When the shareholders' meeting considers significant matters affecting the interests of small and medium-sized investors, the votes of such investors shall be counted separately. The results of such separate counting shall be promptly disclosed.

Shares of the Company held by the Company itself shall carry no voting rights, and such shares shall not be counted towards the total number of shares carrying voting rights present at the shareholders' meeting.

Pursuant to applicable laws, regulations, and the Hong Kong Listing Rules, where any shareholder is required to abstain from voting on a particular resolution, or where any shareholder is restricted to voting only in favor of (or against) a particular resolution, votes cast by such shareholder or their representative in contravention of such requirements or restrictions shall not be counted.

When the shareholders' meeting considers connected/related party transactions, connected shareholders/related party shareholders (shareholders constituting connected persons) shall not participate in the voting, and the number of shares with voting rights represented by them shall not be counted towards the total valid votes. The resolution of the shareholders' meeting shall fully disclose the voting results of non-connected shareholders/related party shareholders.

Prior to the consideration of connected/related party transactions by the shareholders' meeting, the Company shall determine the scope of connected shareholders in accordance with relevant laws, administrative regulations, and the securities regulatory rules of the place where the Company's shares are [**REDACTED**]. Related party/connected shareholders shall also disclose their related party/connected relationships to the Company's board of directors before the convening of the shareholders' meeting. Related party/connected shareholders or their authorized representatives may attend shareholders' meetings and may, in accordance with meeting procedures, explain their views to attending shareholders. However, they shall proactively abstain from voting on matters concerning related party/connected transactions and shall not participate in the voting process. Should a related party/connected shareholder fail to proactively abstain, other attending shareholders shall have the right to request their abstention.

Following abstention of related party/connected shareholder, other shareholders shall vote according to their voting rights, and resolutions shall be adopted in accordance with these Articles of Association. Prior to voting on related party/connected transactions, the meeting chair shall announce the number of non-related party/non-connected shareholders present and the aggregate voting rights they hold.

Resolutions passed by the shareholders' meeting concerning related party/connected transactions shall only be valid if approved by a majority of the voting rights held by non-related party/non-connected shareholders present at the meeting. However, where such related party/connected transactions involve matters require to be adopted by a special resolution under these Articles of Association, the resolution of the shareholders' meeting shall only be valid if approved by at least two-thirds of the voting rights held by non-related party/non-connected shareholders present at the meeting.

Where a related party/connected shareholder participates in voting on a related party/connected transaction in contravention of this provision, their vote on such related party/connected transaction shall be deemed invalid.

When considering a proposal, the shareholders' meeting shall not amend the proposal. Should any alteration be made, it shall be deemed a new proposal and shall not be put to the vote at that specific shareholders' meeting.

Each voting right may only be exercised through one of the following methods: on-site (where applicable), online or other designated means. Where duplicate votes are cast for the same voting right, the result of the first vote shall prevail.

BOARD OF DIRECTORS

Directors

Directors shall be elected or replaced by the shareholders' meeting and may be removed from office by the shareholders' meeting before the expiry of their term. The term of office for directors shall be three years, and they may be re-elected upon expiry of their term.

The term of office of a director shall commence on the date of assumption of office and shall continue until the expiry of the current term of the board of directors. Should a director's term expire without timely re-election, the original director shall continue to perform their duties in accordance with the provisions of laws, administrative regulations, and these Articles of Association until the newly elected director assumes office.

Directors may concurrently serve as senior management personnel, provided that the aggregate number of directors holding such concurrent senior management personnel positions shall not exceed one-half of the total number of directors of the Company.

The Company does not have employee representative directors for the time being.

Directors shall comply with laws, administrative regulations and these Articles of Association, owe a duty of loyalty to the Company, shall take measures to avoid conflicts between their own interests and those of the Company, and shall not use their authority to seek improper benefits.

Directors shall comply with laws, administrative regulations and these Articles of Association, and owe a duty of diligence to the Company. In performing their duties, they shall exercise the reasonable care ordinarily expected of a manager acting in the best interests of the Company.

A director may resign before the expiry of their term. The director shall submit a written resignation report to the Company. The resignation shall take effect on the date the resignation report is served on the Company, and the Company shall disclose the relevant circumstances within two trading days. If the resignation of a director results in the number of members of the board of directors falling below the statutory minimum, the original director shall continue to perform their duties as a director in accordance with the provisions of laws, administrative regulations, departmental rules, and these Articles of Association until the newly elected director assumes office.

The shareholders' meeting may resolve to remove a director, with such removal taking effect on the date of the resolution.

No director may act in the name of the Company or the board of directors in a personal capacity without provision in these Articles or lawful authorization by the board of directors. Where a director acts in a personal capacity, and a third party would reasonably believe the director is acting on behalf of the Company or the board of directors, the director shall declare their position and identity beforehand.

Where a director causes damage to others in the performance of duties of the Company, the Company shall bear liability for compensation; where such director acts with willful intent or gross negligence, they shall also bear liability for compensation. Where a director violates laws, administrative regulations, departmental rules, or these Articles of Association in performing duties of the Company, causing loss to the Company, they shall bear liability for compensation. The Company shall have independent non-executive directors. Independent non-executive directors shall perform their duties in accordance with relevant laws, regulations, the Hong Kong Listing Rules, and these Articles of Association.

Board of Directors

The Company shall establish a board of directors comprising 9 directors, including 1 chairman of the board of directors elected by a majority vote of all directors. Directors shall be classified as executive directors, non-executive directors, and independent non-executive directors, including 3 independent non-executive directors. The composition and number of directors shall comply with the securities regulatory rules of the place where the Company's shares are [**REDACTED**].

The board of directors shall exercise the following functions and powers:

(i) to summon meetings of the shareholders' meeting and report on its work to the shareholders' meeting;

(ii) to implement resolutions of the shareholders' meeting;

(iii) to determine the Company's business plans and investment proposals;

(iv) to formulate the Company's profit distribution plan and loss compensation plan;

(v) to formulate plans for increasing or decreasing the registered capital, issuing bonds or other securities, and listing of the Company;

(vi) to draft proposals for major acquisitions of the Company, acquisition of the Company's shares, or merger, division, dissolution, and change of corporate form;

(vii) to decide, within the scope authorized by the shareholders' meeting, on matters such as the Company's external investment, acquisition and sales of assets, asset mortgage, external guarantees, entrusted wealth management, related party/connected transactions and external donations, etc.;

(viii) to decide on the setup of the Company's internal management organizations;

(ix) to decide on the appointment or dismissal of the Company's general manager, the secretary to the board of directors, and other senior management personnel, and deciding on their remuneration and matters in relation to rewards and punishments; based on the nomination of the general manager, to appoint or dismiss the Company's deputy general managers, chief science officer, financial controller and other senior management personnel, and deciding on their remuneration and matters in relation to rewards and punishments;

(x) to formulate the Company's basic management systems;

(xi) to formulate plans for amendments to the Articles of Association;

(xii) to manage the Company's information disclosure matters;

(xiii) to propose to the shareholders' meeting the appointment or replacement of the accounting firm responsible for the Company's audit;

(xiv) to receive work reports from the Company's general manager and to inspect the work performance of the general manager;

(xv) to consider transaction matters stipulated in these Articles of Association;

(xvi) to alter the applicable accounting standards for any group company (including changes to the accounting period).

(xvii) to implement any share/equity incentive schemes, share/equity sharing programs, or similar arrangements within any group company, including but not limited to approving the participants, quantity, type, exercise price, and exercise period of incentive shares, equity interests and options;

(xviii) to consider and approve the initiation of any project within any group company with a total research and development budget exceeding RMB100 million;

(xix) to establish or adjust the composition and scope of authority of any committee established under the board of directors of any group company;

(xx) other powers conferred by laws, administrative regulations, departmental rules, regulatory requirements of the place where the Company's shares are [**REDACTED**], these Articles of Association, or the shareholders' meeting.

Matters exceeding the scope of authorization granted by the shareholders' meeting shall be submitted to the shareholders' meeting for consideration.

The chairman of the board of directors shall exercise the following powers:

(i) to presiding over shareholders' meetings, to summon and preside over meetings of the board of directors;

(ii) to supervise and inspect the implementation of resolutions of the board of directors;

(iii) to sign shares of the Company, as well as bonds and other securities of the Company;

(iv) to sign important documents of the board of directors and other documents required to be signed by the chairman of the board of directors of the Company;

(v) to exercise other powers delegated by the board of directors.

The board of directors shall convene at least four regular meetings annually, summoned by the chairman of the board of directors. Written notice of each meeting shall be given to all directors at least 14 days prior to the meeting date. Should the chairman of the board of directors be unable or unwilling to perform their duties, a director shall be jointly appointed by a majority of directors to fulfil such duties.

Shareholders representing not less than 1/10 of the voting rights, not less than 1/3 of the directors, or the Audit Committee may propose the convening of an extraordinary meeting of the board of directors. The chairman of the board of directors shall summon and preside over the meeting of the board of directors within 10 days of receiving such a proposal.

A meeting of the board of directors shall only be held if attended by a majority of directors. Resolutions of the board of directors shall be passed by a majority of all directors; when considering external guarantee matters within the authority of the board of directors, approval by two-thirds or more of the directors present shall also be required.

Independent Non-Executive Directors

As members of the board of directors, Independent Non-Executive Directors shall owe the duties of loyalty and diligence to the Company and all shareholders, and shall prudently perform the following duties:

(i) to participate in the decision-making of the board of directors and express clear opinions on matters under discussion;

(ii) to oversee potential material conflicts of interest between the Company and its controlling shareholders, de facto controllers, directors, or senior management personnel, safeguarding the legitimate rights and interests of mid-sized and minority shareholders;

(iii) to provide professional and objective advice on the Company's business development to enhance the quality of decision-making of the board of directors;

(iv) Other duties prescribed by laws, administrative regulations, the Hong Kong Listing Rules, securities regulatory rules of the place where the Company's shares are [**REDACTED**], relevant regulatory authorities, and these Articles of Association.

Independent non-executive directors shall exercise the following special functions and powers:

(i) to independently engage intermediaries to conduct audits, consultations or verifications on specific matters of the Company;

(ii) to propose to the board of directors the convening of extraordinary shareholders' meetings;

(iii) to propose the convening of meetings of the board of directors;

(iv) to publicly solicit shareholders' rights in accordance with the law;

(v) to express independent opinions on matters that may prejudice the interests of the Company or minority shareholders;

(vi) Other functions and powers as prescribed by laws, administrative regulations, the Hong Kong Listing Rules, securities regulatory rules of the place where the Company's shares are [**REDACTED**], relevant regulatory authorities and these Articles of Association.

Where an independent non-executive director exercises the powers listed in items (i) to (iii) of the preceding paragraph, such exercise shall be subject to the approval of a majority of all independent non-executive directors.

The Company shall promptly disclose the exercise of the aforementioned powers by independent non-executive directors. If such functions and powers cannot be properly exercised, the Company will disclose the specific circumstances and reasons.

Specialized Committees of the Board of Directors

The board of directors shall establish an Audit Committee. The Audit Committee shall comprise at least three directors, all of whom shall be non-executive directors.

The Audit Committee shall be responsible for reviewing the Company's financial information and the disclosure thereof, as well as supervising and evaluating internal and external audit work and internal controls. The following matters shall be submitted to the board of directors for consideration after being approved by a majority of all members of the Audit Committee:

(i) the disclosure of financial information in financial accounting reports and periodic reports, and internal control evaluation reports;

(ii) the engagement or dismissal of the accounting firm undertaking the audit of the listed company;

(iii) the appointment or dismissal of the listed company's financial controller;

(iv) changes to accounting policies or estimates, or corrections of material accounting errors, arising from reasons other than amendments to accounting standards;

(v) other matters stipulated by laws, administrative regulations, the Hong Kong Listing Rules, securities regulatory rules of the place where the Company's shares are [**REDACTED**], relevant regulatory authorities, and these Articles of Association.

The Nomination Committee shall be responsible for formulating selection criteria and procedures for directors and senior management personnel, screening and reviewing candidates and their qualifications, and making recommendations to the board of directors.

Where the board of directors does not adopt or fully adopt the recommendations of the Nomination Committee, the resolution of the board of directors shall record the opinion of the Nomination Committee and the specific reasons for non-adoption, and such information shall be disclosed.

Independent non-executive directors shall constitute a majority of the Nomination Committee, which shall include at least one director of a different gender, and the chairman (i.e., the convener) shall be an independent non-executive director or the chairman of the board of directors.

The Remuneration and Assessment Committee shall be responsible for formulating assessment criteria for directors and senior management personnel and conducting assessments; formulating and reviewing remuneration policies and schemes for directors and senior management personnel, including remuneration determination mechanisms, decision-making processes, payment, stop-payment and recovery arrangements; and making recommendations to the board of directors.

Senior management personnel

The Company shall have 1 general manager, appointed or removed by the board of directors. The Company shall have several deputy general managers, the specific number of whom shall be determined by the board of directors based on the Company's operational circumstances. Deputy general managers shall be appointed or removed by the board of directors.

The general manager shall be accountable to the board of directors and shall exercise the following functions and powers:

(i) to preside over the Company's production and operational management, organizing the implementation of resolution of the board of directors, and reporting work to the board of directors;

(ii) to organize the implementation of the Company's annual business plan and investment proposals;

(iii) to draft proposals for the establishment of the Company's internal management structures;

(iv) to draft the Company's basic management systems;

(v) to formulate the Company's specific regulations;

(vi) to propose to the board of directors the appointment or dismissal of the Company's deputy general manager, chief scientific officer and financial controller;

(vii) to decide on the appointment or dismissal of management personnel, except for those whose appointment or dismissal is determined by the shareholders' meeting or the board of directors;

(viii) to exercise other powers conferred by these Articles of Association or by the board of directors.

The Company shall have a secretary to the board of directors responsible for preparing meetings of the shareholders' meeting and those of the board of directors, safeguarding documents, managing shareholders' information of the Company and handling information disclosure matters.

FINANCIAL ACCOUNTING SYSTEM, PROFIT DISTRIBUTION AND AUDITING

Financial Accounting System

The Company shall formulate its financial accounting system in accordance with laws, administrative regulations, and the provisions of relevant national authorities. Where the securities regulatory authority of the place where the Company's shares are [**REDACTED**] has separate provisions, those provisions shall prevail.

When distributing the current year's after-tax profits, the Company shall allocate 10% of the profits as statutory reserves. Where the accumulated amount of statutory reserves reaches 50% or more of the Company's registered capital, no further allocation shall be required.

Where the statutory reserve is insufficient to cover losses incurred in prior years, such losses shall be offset against the current year's profits before the statutory reserve is allocated in accordance with the preceding paragraph.

After allocation of the statutory reserve from after-tax profits, the Company may, upon resolution by the shareholders' meeting, allocate discretionary reserves from the remaining after-tax profits.

Any after-tax profits remaining after covering losses and allocation of reserves shall be distributed in proportion to the paid-in shares held by the shareholders, if the Company's shareholders' meeting decides to allocate.

Where the shareholders' meeting distributes profits to shareholders in violation of the Company Law or the provisions of the preceding paragraph, the shareholders shall return the profits distributed in violation of the regulations to the Company; if losses are caused to the Company, the shareholders and responsible directors and senior management personnel shall assume the liability for compensation.

The Company's shares held by the Company itself shall not be entitled to profit distribution.

The Company's reserves shall be used to compensate losses, expand production and operations, or be converted to increase the Company's registered capital.

When utilizing reserves to compensate losses, discretionary reserves and statutory reserves shall be utilized first; if the losses remain uncompensated, capital reserves may be utilized in accordance with regulations.

When statutory reserves are converted to increase registered capital, the retained amount of such reserves shall not be less than 25% of the Company's registered capital prior to the conversion.

Following the resolution of the shareholders' meeting on the profit distribution plan, or the board of directors' formulation of a specific plan based on the interim dividend conditions and upper limits approved by the annual shareholders' meeting for the following year, the distribution of dividends (or shares) must be completed within two months.

After compensating losses from the preceding year with the Company's after-tax profits, distributions shall be made in the following order:

(i) allocation of statutory reserves;

(ii) upon resolution by the shareholders' meeting, allocation of discretionary reserves;

(iii) payment of dividends to shareholders upon resolution of the shareholders' meeting.

Engagement of the Accounting Firm

The Company shall engage an accounting firm meeting the requirements of the Securities Law of the People's Republic of China to conduct audits of financial statements, verification of net assets, and other relevant advisory services. The engagement period shall be 1 year, subject to renewal.

The engagement of an accounting firm must be decided by the shareholders' meeting; the board of directors shall not appoint an accounting firm prior to such decision.

The audit fees payable to the accounting firm shall be determined by the shareholders' meeting.

Notices

Notice of a shareholders' meeting shall be given by way of public announcement. Unless the context otherwise requires, any announcement addressed to H-shareholders or any announcement required to be published in Hong Kong under relevant regulations and these Articles of Association shall be published on the Company's website, the website of the Hong Kong Stock Exchange, and any other websites as may be specified from time to time under the Hong Kong Listing Rules, in accordance with the relevant requirements of the Hong Kong Listing Rules.

Notice of a meeting of the board of directors shall be given by hand, by post or by electronic mail.

MERGERS, DIVISIONS, CAPITAL INCREASES, CAPITAL REDUCTIONS, DISSOLUTION AND LIQUIDATION

Mergers, divisions, capital increases and capital reductions

A merger of the Company requires the merging parties to sign a merger agreement and prepare a balance sheet and inventory of assets. The Company shall notify creditors within 10 days upon the resolution in relation to the merger is made and publish an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days. The announcement shall also be made on the Hong Kong Stock Exchange's HKEXnews website (www.hkexnews.hk) and the Company's official website in accordance with the securities regulatory rules of the place where the Company's shares are [**REDACTED**]. Creditors may request the Company to repay debts or provide corresponding guarantees within 30 days of receipt of the notice, or within 45 days of the announcement if they have not received the notice.

Upon the division of the Company, its assets shall be divided accordingly. The Company shall prepare a balance sheet and an inventory of assets. The Company shall notify creditors within 10 days upon the resolution in relation to the division is made and publish an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days. The announcement shall also be made on the Hong Kong Stock Exchange's HKEXnews website (www.hkexnews.hk) and the Company's official website in accordance with the securities regulatory rules of the place where the Company's shares are [**REDACTED**]. Where laws, administrative regulations, or the securities regulatory rules of the place where the Company's shares are [**REDACTED**] provide otherwise, such provisions shall prevail.

Where the Company reduces its registered capital, it shall prepare a balance sheet and an inventory of assets. The Company shall notify creditors within 10 days upon a resolution of the shareholders' meeting in relation to the reduction of its registered capital is made and publish an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days. The announcement shall also be made on the Hong Kong Stock Exchange's HKEXnews website (www.hkexnews.hk) and the Company's official website in accordance with the securities regulatory rules of the place where the Company's shares are [**REDACTED**]. Creditors may request the Company to repay debts or provide corresponding guarantees within 30 days of receipt of the notice, or within 45 days of the announcement if they have not received the notice. When reducing its registered capital, the Company shall proportionally reduce the capital contributions or shares held by shareholders in accordance with their shareholding ratios, unless otherwise provided by law or these Articles of Association.

When the Company issues new shares to increase its registered capital, shareholders shall not enjoy pre-emptive rights, unless otherwise provided in these Articles of Association or determined by a resolution of the shareholders' meeting.

Dissolution and Liquidation

The Company shall be dissolved for the following reasons:

(i) its term of business stipulated in the Articles of Association expires or other dissolution reasons stipulated in the Articles of Association occur;

(ii) a resolution to dissolve is made by the shareholders' meeting;

(iii) dissolution due to merger or division;

(iv) the business license is revoked, the Company is ordered to close down, or its registration is cancelled according to law;

(v) where serious difficulties arise in the Company's operation and management, and continuing to exist would cause major losses to the shareholders' interests, which cannot be resolved through other means, shareholder(s) holding 10% or more of all voting rights of shareholders of the Company may request the People's Court to dissolve the Company.

Where the Company encounters any of the aforementioned grounds for dissolution, it shall, within ten days, disclose the dissolution grounds through the National Enterprise Credit Information Publicity System and, in accordance with the securities regulatory rules of the place where the Company's shares are [**REDACTED**], announce the matter on the Hong Kong Stock Exchange's HKEXnews website (www.hkexnews.hk) and the Company's official website.

Where the Company is dissolved pursuant to the provisions of items (i), (ii), (iv) or (v) above, it shall undergo liquidation. The directors shall be the persons responsible for the liquidation of the Company and shall establish a liquidation group to conduct the liquidation within 15 days of the occurrence of the grounds for dissolution.

During the liquidation period, the liquidation group shall exercise the following powers:

(i) to liquidate the Company's assets and prepare a balance sheet and inventory of assets;

(ii) to notify and make announcements to creditors;

(iii) to handle any outstanding corporate business in relation to the liquidation;

(iv) to settle outstanding tax liabilities and taxes incurred during the liquidation process;

(v) to liquidate debts and claims;

(vi) to distribute the residual assets of the Company after settling its debts;

(vii) to represent the Company in civil litigation proceedings.

After liquidating the Company's assets, preparing the balance sheet and inventory of assets, the liquidation group shall formulate a liquidation plan and submit it to the shareholders' meeting or the People's Court for confirmation.

Amendment of the Articles of Association

The Company shall amend these Articles of Association in any of the following circumstances:

(i) where provisions of these Articles of Association conflict with amendments to the Company Law, relevant laws, administrative regulations, or the Hong Kong Listing Rules;

(ii) where the circumstances of the Company change and become inconsistent with the matters recorded in these Articles of Association;

(iii) where the shareholders' meeting resolves to amend these Articles of Association.

Where amendments to the Articles of Association approved by the shareholders' meeting require approval from the competent authority, such amendments shall be submitted to the competent authority for approval; where they involve company registration matters, the relevant registration changes shall be processed in accordance with the law.

The board of directors shall amend these Articles of Association in accordance with the resolution of the shareholders' meeting and the approval opinions of the relevant competent authorities.

Where amendments to the Articles of Association constitute information required to be disclosed under laws, regulations or the Hong Kong Listing Rules, such amendments shall be announced in accordance with the requirements.