## SHARE CAPITAL

The following is a description of the share capital of our Company immediately prior to and following the completion of the [REDACTED].

### Before the [REDACTED]

Immediately before the [REDACTED], the total registered share capital of our Company is RMB[134,265,816], comprising [134,265,816] Shares with a nominal value of RMB1.00 each, all of which were Domestic Shares.

### Upon the completion of the [REDACTED]

Assuming the [REDACTED] is not exercised, the total registered share capital of our Company immediately after the [REDACTED] will be as follows:

| Description of Shares | Number of Shares | Approximate percentage to total share capital |
|---|---|---|
| Domestic Shares in issue | 134,265,816 | [REDACTED]% |
| H Shares [REDACTED] under the [REDACTED] | [REDACTED] | [REDACTED]% |
| **TOTAL** | [REDACTED] | [100.0]% |

Assuming the [REDACTED] is exercised in full, the total registered share capital of our Company immediately after the [REDACTED] will be as follows:

| Description of Shares | Number of Shares | Approximate percentage to total share capital |
|---|---|---|
| [REDACTED] in issue | [REDACTED] | [REDACTED]% |
| H Shares [REDACTED] under the [REDACTED] | [REDACTED] | [REDACTED]% |
| **TOTAL** | [REDACTED] | [REDACTED]% |

## CLASS AND RANKING OF SHARES

Upon the completion of the [REDACTED], we have two classes of ordinary shares, namely [REDACTED] and H Shares. Apart from certain qualified domestic institutional [REDACTED] in the PRC, certain qualified PRC [REDACTED] under the Shanghai-Hong Kong Stock Connect and the Shenzhen-Hong Kong Stock Connect, and other persons who are entitled to hold our H Shares pursuant to relevant PRC laws and regulations or upon approvals of any competent authorities, [REDACTED] can only be [REDACTED] for by and [REDACTED] between legal or natural PRC persons, qualified foreign institutional [REDACTED] and foreign strategic [REDACTED]. H Shares may only be [REDACTED] and [REDACTED] Hong Kong dollars. [REDACTED], on the other hand, may only be [REDACTED] and transferred in Renminbi. [REDACTED] and H Shares are regarded as one class of Shares under our Articles of Association. Our [REDACTED] are not [REDACTED] or traded on any generally cannot be subscribed for by or traded among legal and natural persons of the PRC (other quoted on NEEQ).

Both [REDACTED] and H Shares are ordinary shares in the share capital of our Company and will rank *pari passu* with each other in all other respects and, in particular, will rank equally for all dividends or distributions declared, paid or made after the date of the document. All dividends in respect of the H Shares are to be paid by us in Hong Kong dollars or in the form of H Shares. All dividends in respect of [REDACTED] are to be paid by us in Hong Kong dollars whereas all dividends in respect of Domestic Shares are to be paid by us in Renminbi. In addition to cash, dividends may be distributed in the form of Shares. For holders of H Shares, dividends in the form of Shares will be distributed in the form of additional H Shares. For holders of Domestic Shares, dividends in the form of Shares will be distributed in the form of additional Domestic Shares.

According to the Articles of Association, (i) any proposed variation or abrogation of the rights attached to any class shares shall take effect only if it has been approved by a special resolution of the shareholders in general meeting and by the holders of the affected class shares voting separately at a class meeting convened in accordance with the provisions of the Articles of Association; (ii) Notwithstanding the foregoing, no such approval of the shareholders in general meeting or of the holders of the relevant class shares shall be required where the variation or abrogation results from (a) any change in the laws, administrative regulations, the Hong Kong Listing Rules or any other securities regulatory rules of the place where the Company's shares are [REDACTED], in each case in or outside the PRC, or (b) any decision made by a securities regulatory authority in or outside the PRC in the exercise of its statutory powers, (c) The transfer by a holder of [REDACTED] of all or part of his or her non-[REDACTED] [REDACTED] to [REDACTED] outside the PRC for [REDACTED] and trading outside the PRC, or the conversion of all or part of the [REDACTED] into overseas-stock exchange foreign shares for [REDACTED] and trading on an overseas stock exchange, shall not be deemed to be a proposed variation or abrogation by the Company of the rights attaching to any variation or abr class shares.

For further details, please refer to the section headed "Summary of the Articles of Association" in Appendix V to this document.

**[REDACTED]**

**[REDACTED]**

[REDACTED]

## TRANSFER OF SHARES ISSUED PRIOR TO [REDACTED]

The PRC Company Law provides that in relation to the [REDACTED] of a company, the shares issued prior to the [REDACTED] shall not be transferred within one year from the date on which the publicly offered shares are [REDACTED] on any stock exchange. Accordingly. Shares issued by our Company prior to the [REDACTED] shall be subject to this statutory restriction and not be transferred within one year from the [REDACTED].

Directors and senior management shall notify the Company of the Shares they hold and any changes therein. During their respective tenure of office, any Shares transferred by any of the Company's Directors and senior management in any year shall not exceed 25% of the relevant individual's total Shares in the Company. Shares held by any Director or senior management shall not be transferred within one year from the [REDACTED] and within six months from the date on which he or she ceases to be a Director or senior management of our Company.

**[REDACTED]**

[REDACTED]

## CIRCUMSTANCES UNDER WHICH GENERAL MEETINGS AND CLASS MEETINGS ARE REQUIRED

According to our Articles of Association, the following matters must be approved by the general meeting through a special resolution, which requires that the approval must be obtained by more than two-thirds of the voting rights held by the shareholders (including their proxies) present at the meeting: (1) increase or reduction of the registered capital of the Company; (2) demerger, merger, dissolution and liquidation of the Company or change of corporate form of the Company; (3) amendment to the Articles of Association; (4) purchase or disposal of material assets or provision of guarantee by the Company within a year of a value exceeding 30% of the Company's latest audited total assets; (5) share incentive plans; and (6) any other matters prescribed by the laws, administrative regulations, the Listing Rules or the Articles of Association, and those matters approved by ordinary resolution at a shareholders' meeting as having a material impact on the Company and are required to be approved by a special resolution.

For further details, please see "Summary of the Articles of Association — Voting and Resolutions of Shareholders' Meeting" in Appendix V to this document.