# SHARE CAPITAL

This section presents certain information regarding our share capital before and upon completion of the [REDACTED].

## BEFORE THE COMPLETION OF THE [REDACTED]

As of the document date, the issued share capital of our Company was RMB335,481,556, comprising 335,481,556 [REDACTED] Shares of nominal value RMB1.00 each.

## UPON THE COMPLETION OF THE [REDACTED]

Immediately following the completion of the [REDACTED] and the conversion of certain [REDACTED] Shares into H Shares, assuming that the [REDACTED] is not exercised, the issued share capital of our Company will be as follows:

| Description of Shares | Number of Shares | Approximate Percentage of the Total Share Capital of our Company |
|---|---|---|
| H Shares to be converted from [REDACTED] Shares | [REDACTED] | [REDACTED]% |
| H Shares to be [REDACTED] under the [REDACTED] | [REDACTED] | [REDACTED]% |
| **Total** | [REDACTED] | [REDACTED]% |

Immediately following completion of the [REDACTED] and the conversion of certain [REDACTED] Shares into H Shares, assuming the [REDACTED] is fully exercised, the issued share capital of our Company will be as follows:

| Description of Shares | Number of Shares | Approximate Percentage of the Total Share Capital of our Company |
|---|---|---|
| H Shares to be converted from [REDACTED] Shares | [REDACTED] | [REDACTED]% |
| H Shares to be [REDACTED] under the [REDACTED] | [REDACTED] | [REDACTED]% |
| **Total** | [REDACTED] | [REDACTED]% |

## RANKING

Upon completion of the [REDACTED], the Shares will consist of H Shares and [REDACTED] Shares. H Shares and [REDACTED] Shares are all ordinary Shares in the share capital of our Company. However, apart from certain qualified domestic institutional investors in the PRC, the qualified PRC investors under the Shanghai — Hong Kong Stock Connect or 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, H Shares generally cannot be subscribed for by or traded between legal or natural persons of the PRC.

[REDACTED] Shares and H Shares will rank *pari passu* with each other in all respects and, in particular, will rank equally for all dividends or distributions declared, paid or made after the date of this 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.

## CONVERSION OF OUR [REDACTED] SHARES INTO H SHARES

According to the regulations issued by the CSRC, the holders of our [REDACTED] Shares may, at their own option, authorize the Company to apply to the CSRC for conversion of their respective [REDACTED] Shares to H Shares, and such converted Shares may be [REDACTED] and traded on an overseas stock exchange provided that the required filings with the securities regulatory authorities of the State Council for the conversion, [REDACTED] and trading of such converted Shares have been completed. Additionally, such conversion, trading and [REDACTED] shall meet any requirement of internal approval process and in all respects comply with the regulations prescribed by the securities regulatory authorities of the State Council and the regulations, requirements and procedures prescribed by the relevant overseas stock exchange. Save as disclosed in this Document and to the best knowledge of our Directors, we are not aware of the intention of such existing Shareholders to convert their [REDACTED] Shares.

If any of the [REDACTED] Shares are to be converted, [REDACTED] and traded as H Shares on the Stock Exchange, the filings with the relevant PRC regulatory authorities, including the CSRC, and the approval of the Stock Exchange are necessary for such conversion. Based on the procedures for the Conversion of [REDACTED] Shares into H Shares as set forth below, we will apply for the [REDACTED] of all or any portion of the [REDACTED] Shares on the Stock Exchange as H Shares in advance of any proposed conversion after the [REDACTED] to ensure that the conversion process can be completed promptly upon notice to the Stock Exchange and delivery of Shares for entry on the H Share register. As the [REDACTED] of additional Shares after the [REDACTED] on the Stock Exchange is ordinarily considered by the Stock Exchange to be a purely administrative matter, it does not require such prior application for [REDACTED] at the time of our [REDACTED] in Hong Kong. No class Shareholder voting is required for the conversion of such Shares or the [REDACTED] and trading of such converted Shares on an overseas stock exchange. Any application for [REDACTED] of the converted shares on the Stock Exchange after our [REDACTED] is subject to prior notification by way of announcement to inform our Shareholders and the public of any proposed conversion.

After all the requisite filings have been completed and approvals have been obtained, the relevant [REDACTED] Shares will be withdrawn from the [REDACTED] Share register, and our Company will re-register such Shares on the H Share register maintained in Hong Kong and instruct the H Share [REDACTED] to issue H Share certificates. Registration on the H Share register of our Company will be on the conditions that (i) the H Share [REDACTED] lodges with the Stock Exchange a letter confirming the entry of the relevant H Shares on the H Share register and the due dispatch of H Share certificates; and (ii) the admission of the H Shares to be traded on the Stock Exchange complies with the Listing Rules and the General Rules of [REDACTED] and the [REDACTED] Operational Procedures in force from time to time.

Our Company has applied for the conversion of all of our [REDACTED] Shares into H Shares upon [REDACTED], comprising [REDACTED] [REDACTED] Shares held by our existing Shareholders.

## TRANSFER OF SHARES ISSUED PRIOR TO THE [REDACTED]

Pursuant to the PRC Company Law, our Shares issued prior to the [REDACTED] shall not be transferred within one year from the [REDACTED].

Shares transferred by our Directors and members of the senior management each year during their term of office shall not exceed 25% of their total respective shareholdings in our Company unless otherwise permitted by applicable laws and regulations. The Shares that the aforementioned persons hold in our Company cannot be transferred within half a year after they leave their positions as Directors and members of the senior management in our Company.

# SHARE CAPITAL

## FILLING WITH THE CSRC AND FULL CIRCULATION APPLICATION

In accordance with the Guidelines for the "Full Circulation" Program for Domestic Unlisted Shares of H-share Listed Companies and the Overseas Listing Trial Measures announced by the CSRC, H-share [REDACTED] companies which apply for the conversion of domestic shares and [REDACTED] foreign shares into H shares for [REDACTED] and circulation on the Stock Exchange shall file the application with the CSRC according to the administrative filing procedures necessary for the Overseas Listing Trial Measures. An H-share [REDACTED] company may apply for a "Full Circulation" separately or when applying for refinancing overseas. An [REDACTED] domestic joint stock company may apply for "Full Circulation" when applying for an overseas [REDACTED].

## SHAREHOLDERS' GENERAL MEETING

See "Regulatory Overview" and "Appendix III — Summary of Articles of Association" for details of circumstances under which our general meeting is required.