ISSUE OF SHARES

The shares of the Company shall be in the form of registered shares. The issue of the Company's shares shall adhere to the principles of openness, fairness and justice, and each share of the same class shall carry the same rights. Shares of the same class issued at the same time shall be issued on the same terms and at the same price; Subscribers shall pay the same price for each share subscribed for.

All shares issued by the Company are par value shares, with their par value denominated in Renminbi, each having a par value of RMB1.00.

The shares issued by the Company and [REDACTED] on the HKEX are referred to as H Shares. The shares issued by the Company other than H Shares are referred to as non-H Shares.

INCREASE OR DECREASE AND REPURCHASE OF SHARES

Increase and Decrease of Shares

The Company may, in light of its operational and development needs and in accordance with the provisions of laws and regulations, increase its capital in the following ways, upon resolutions passed at a general meeting respectively:

(i) issuing shares to non-specified parties;
(ii) issuing shares to specified parties;
(iii) distributing bonus shares to existing shareholders;
(iv) capitalising reserves into share capital;
(v) other methods as stipulated by laws and administrative regulations and approved by the CSRC.

The Company may reduce its registered capital. To reduce its registered capital, the Company shall follow the procedures stipulated in the Company Law of the People's Republic of China (《中華人民共和國公司法》) (the "**PRC Company Law**"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"), other relevant regulations and the Articles of Association.

Share Repurchase

Without contravening the PRC Company Law, other laws and regulations, the Listing Rules and these Articles of Association, the Company may acquire its own shares in accordance with laws, administrative regulations, departmental rules and these Articles of Association under the following circumstances:

(i) to reduce the Company's registered capital;
(ii) to merge with another company that holds shares in the Company;
(iii) to use the shares for employee share ownership schemes or equity incentive schemes;
(iv) where a shareholder objects to a resolution of the general meeting on the merger or division of the Company and requests that the Company acquire his/her/its shares;
(v) to use the shares for the conversion of corporate bonds issued by the Company that are convertible into shares;
(vi) where it is necessary for the Company to safeguard its value and the rights and interests of its shareholders.

Except under the aforementioned circumstances, the Company shall not engage in activities of buying or selling its own shares.

The Company may acquire its own shares through public centralized trading, or by other means stipulated in laws, administrative regulations, and the Listing Rules and approved by the CSRC and the HKEX. Where the Company acquires its own shares under the circumstances stipulated in items (iii), (v) and (vi) of the first paragraph above, such acquisition shall be conducted through public centralized trading.

Where the Company acquires its own shares for the reasons set out in items (i) and (ii) above, such acquisition shall be approved by a resolution of the general meeting. Where the Company acquires its own shares under the circumstances stipulated in items (iii), (v) and (vi) above, the acquisition may be implemented in accordance with the provisions of the Articles of Association or as authorized by the general meeting, upon approval by a resolution passed at a Board meeting attended by more than two-thirds of the directors.

After the Company acquires its own shares in accordance with the provisions above, if the acquisition falls under item (i), the shares shall be cancelled within 10 days from the date of acquisition; if it falls under items (ii) and (iv), the shares shall be transferred or cancelled within 6 months; if it falls under items (iii), (v) and (vi), the total number of the Company's shares held by the Company shall not exceed 10% of the total number of issued shares of the Company, and such shares shall be transferred or cancelled within 3 years.

Where the Company acquires its H Shares in accordance with the provisions of the Articles of Association, such shares may, at the Company's option, be cancelled immediately or be held as treasury shares in accordance with the Listing Rules. With respect to treasury shares, the Company shall deposit such shares into a separate account in the Central Clearing and Settlement System that is clearly identified as an account for treasury shares. The Company shall not exercise any rights in respect of the treasury shares, and no dividends shall be declared or paid on such shares.

After acquiring its own shares, the Company shall fulfill its information disclosure obligations in accordance with the Listing Rules, other applicable laws and regulations, and the regulatory requirements of the place(s) where its shares are listed.

TRANSFER OF SHARES

The Company's shares shall be transferable in accordance with the law. All transfers of H Shares shall be effected by an instrument of transfer in writing in the usual or common form or any other form which the Board of Directors may accept (including the standard transfer form or transfer sheet as prescribed by the HKEX from time to time); and such instrument of transfer shall be executed under hand or, if the transferor or transferee is a company, affixed with its valid company chop. Where the transferor or transferee is a recognized clearing house (or its nominee) as defined in the relevant Ordinances from time to time in force in Hong Kong, the instrument of transfer may be signed by hand or by machine-imprinted signature. All instruments of transfer shall be lodged for registration at the registered office of the Company or at such other place as the Board of Directors may from time to time designate.

The Company shall not accept its own shares as the subject of any pledge.

Shares issued by the Company before its public offering shall not be transferred within one year from the date on which the Company's shares are listed and traded on a stock exchange. Where laws, administrative regulations, or the securities regulatory authorities of the State Council or Hong Kong provide otherwise for the transfer of the Company's shares held by its shareholders and de facto controllers, such provisions shall prevail.

Directors and senior management of the Company shall declare to the Company the shares they hold in the Company and any changes thereto. During their term of office, the number of shares transferred by them annually shall not exceed 25% of the total number of shares they hold in the Company. Within six months after their departure, the aforementioned persons shall not transfer the shares they hold in the Company. Where the Hong Kong securities regulatory authorities provide otherwise for restrictions on share transfers, such provisions shall prevail.

Where a director, senior management member, or a shareholder holding more than 5% of the Company's shares sells the Company's stock or other equity-like securities held by them within 6 months of purchase, or repurchases them within 6 months of selling, the proceeds therefrom shall belong to the Company, and the Company's Board of Directors shall recover such proceeds. This shall not apply, however, to circumstances where a securities company holds more than five percent of the shares as a result of purchasing the unsold shares from a share offering it underwrites, or to other circumstances stipulated by relevant laws and regulations, the CSRC, or the securities regulatory authorities of the place where the shares are listed.

The stocks or other equity-like securities held by the directors, senior management, and natural person shareholders holding more than 5% of the Company's shares referred to in the preceding paragraph include stocks or other equity-like securities held by their spouses, parents, and children, and those held through others' accounts.

If the Company's Board of Directors fails to act in accordance with the aforementioned provisions, shareholders have the right to demand that the Board of Directors do so within 30 days. If the Company's Board of Directors fails to act within the aforementioned period, shareholders have the right to file a lawsuit directly with a people's court in their own name for the benefit of the Company. If the Company's Board of Directors fails to act in accordance with the provisions of the first paragraph of this article, the responsible directors shall bear joint and several liability in accordance with the law.

If the transfer restrictions involve H Shares, the relevant provisions of the Hong Kong securities regulatory authorities shall be complied with.

SHAREHOLDERS AND GENERAL MEETINGS

Shareholders

The Company shall establish a register of shareholders based on the credentials provided by the securities registration and clearing institution, and the register of shareholders shall be sufficient evidence of the shareholders' holdings of the Company's shares. The original of the register of shareholders of H Shares shall be kept in Hong Kong; The entrusted overseas agent shall at all times ensure the consistency between the original and the duplicate copy of the register of shareholders of overseas listed shares. The Hong Kong branch of the register of shareholders shall be available for inspection by shareholders, but the Company may close the register of shareholders in accordance with applicable laws and regulations and the securities regulatory rules of the place where its shares are listed. Shareholders shall enjoy rights and assume obligations according to the class of shares they hold; Shareholders holding shares of the same class shall enjoy the same rights and assume the same obligations.

Where a shareholder of H Shares loses his/her/its share certificate and applies for a replacement, the matter may be handled in accordance with the laws, the rules of the securities exchange or other relevant provisions of the place where the original register of shareholders of overseas listed shares is kept.

Shareholders of the Company shall enjoy the following rights:

(i) to receive dividends and other forms of profit distribution in proportion to their shareholdings;

(ii) to request, convene, preside over, attend or appoint a proxy to attend general meetings in accordance with the law, and to speak and exercise the corresponding voting rights thereat (except for circumstances where they are required to abstain from voting on particular matters under the securities regulatory rules of the place where the Company's shares are listed);

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

(iv) to transfer, gift or pledge the shares they hold in accordance with the provisions of laws, administrative regulations and the Articles of Association;

(v) to inspect and copy the Company's Articles of Association, the register of shareholders, minutes of general meetings, resolutions of Board meetings, and financial and accounting reports, and shareholders who meet the prescribed conditions may inspect the Company's accounting books and vouchers;

(vi) upon the termination or liquidation of the Company, to participate in the distribution of the Company's remaining assets in proportion to their shareholdings;

(vii) a shareholder who objects to a resolution of the general meeting on the merger or division of the Company may demand that the Company acquire his/her/its shares;

(viii) other rights stipulated by laws, administrative regulations, departmental rules, normative documents, the listing regulatory rules of the place where the Company's shares are listed, or the Articles of Association.

comply with the provisions of the Company Law of the People's Republic of China (《中華人民共和國公司法》), the Securities Law of the People's Republic of China (《中華人民共和國證券法》), the securities regulatory rules of the place where the Company's shares are listed, and other applicable laws and administrative regulations. Shareholders who request to inspect the relevant information or obtain the materials mentioned in the preceding article shall provide the Company with written documents verifying the class and number of shares they hold. The Company shall provide such information or materials upon request after verifying the shareholder's identity.

If the content of a resolution of the Company's general meeting or Board of Directors violates laws or administrative regulations, shareholders have the right to request a people's court to declare it invalid.

If the convening procedures or voting methods of a general meeting or Board meeting violate laws, administrative regulations or the Articles of Association, or if the content of a resolution violates the Articles of Association, shareholders have the right, within 60 days from the date the resolution is made, to request a people's court to nullify it. However, this does not apply if the convening procedures or voting methods of the general meeting or Board meeting have only minor flaws that do not have a substantial impact on the resolution.

Where a director or a senior management member, in the course of performing his/her duties for the Company, violates the provisions of any law, administrative regulation or the Articles of Association and thereby causes losses to the Company, any shareholder who has, individually or jointly, held 1% or more of the Company's shares for 180 consecutive days or more shall have the right to request in writing that the Audit Committee file a lawsuit with a People's Court; if members of the Audit Committee, in performing their duties for the Company, violate the provisions of laws, administrative regulations, or the Articles of Association, causing losses to the Company, the aforesaid shareholders may request in writing that the Board of Directors file a lawsuit with a People's Court.

Where a director, supervisor or senior management member of a wholly-owned subsidiary of the Company, in the performance of his/her duties, violates any law, administrative regulation or the Company's articles of association and thereby causes losses to the Company, or where a third party infringes upon the lawful rights and interests of a wholly-owned subsidiary of the Company and thereby causes it losses, any shareholder who has, individually or jointly, held 1% or more of the Company's shares for 180 consecutive days or more may, in accordance with the relevant provisions of the PRC Company Law, request in writing that the board of supervisors or the board of directors of the wholly-owned subsidiary file a lawsuit with a people's court, or file a lawsuit directly with a people's court in his/her/its own name. If a wholly-owned subsidiary of the Company does not have a board of supervisors or supervisors but has established an audit committee, the provisions of the first and second paragraphs of this article shall apply.

If a director or senior management member violates the provisions of laws, administrative regulations, or the Articles of Association, thereby harming the interests of shareholders, the shareholders may file a lawsuit with a People's Court.

Shareholders of the Company shall undertake the following obligations:

(i) to abide by laws, administrative regulations and the Articles of Association;

(ii) to pay for the shares subscribed for in accordance with the subscription and contribution method;

(iii) not to withdraw their share capital, except in circumstances stipulated by laws and regulations;
(iv) not to abuse their shareholder rights to the detriment of the interests of the Company or other shareholders; not to abuse the Company's independent legal personality and the limited liability of shareholders to the detriment of the interests of the Company's creditors;
(v) other obligations to be undertaken as stipulated by laws, administrative regulations, departmental rules, normative documents, the listing rules of the stock exchange where the Company's shares are listed, and the Articles of Association.

If a Company shareholder abuses their shareholder rights and causes losses to the Company or other shareholders, they shall be liable for compensation in accordance with the law. If a Company shareholder abuses the Company's independent legal personality and the limited liability of shareholders to evade debts and seriously harms the interests of the Company's creditors, they shall bear joint and several liability for the Company's debts.

The Company shall not provide funds, goods, services or other assets to its shareholders or de facto controllers free of charge; not to provide funds, goods, services or other assets to its shareholders or de facto controllers on terms that are obviously unfair; not to provide funds, goods, services or other assets to shareholders or de facto controllers who are obviously insolvent; not to provide guarantees for shareholders or de facto controllers who are obviously insolvent, or to provide guarantees for shareholders or de facto controllers without a proper reason; not to waive claims against shareholders or de facto controllers or assume the debts of shareholders or de facto controllers without a proper reason. Transactions for the provision of funds, goods, services or other assets between the Company and its shareholders or de facto controllers shall strictly adhere to the review procedures of the Board and the general meeting in accordance with the decision-making system for related party (connected) transactions, and any related party (connected) directors and shareholders shall abstain from voting.

The Company's controlling shareholders and de facto controllers shall not use their connected relationships to harm the Company's interests. Any person who violates such provision and thereby causes losses to the Company shall be liable for compensation.

General Provisions for General Meetings

The general meeting is the organ of authority of the Company and shall exercise the following powers in accordance with the law:

(i) to elect and replace directors and to decide on matters concerning their remuneration;
(ii) to consider and approve the reports of the Board of Directors;
(iii) to consider and approve the Company's profit distribution plans and loss recovery plans;
(iv) to pass resolutions on the increase or reduction of the Company's registered capital and on the issuance of any class of shares, warrants and other similar securities;
(v) to pass resolutions on the issue of corporate bonds;
(vi) to pass resolutions on the merger, division, dissolution, liquidation or change of the Company's form;
(vii) to amend the Articles of Association;
(viii) to pass resolutions on the appointment or dismissal of the accounting firm that undertakes the Company's audit business;
(ix) to consider and approve guarantee matters stipulated in the Articles of Association;
(x) to consider matters relating to the purchase or sale of material assets, or the provision of guarantees, by the Company within any one year where the relevant amount exceeds 30% of the Company's latest audited total assets;
(xi) to consider and approve connected transactions which are required by the Listing Rules to be considered by the general meeting;

(xii) to consider employee share ownership schemes and equity incentive schemes;
(xiii) to consider and approve matters concerning changes in the use of proceeds;
(xiv) to consider other matters that are required to be decided by the general meeting under laws, administrative regulations, departmental rules, normative documents, the Articles of Association or the Listing Rules.

In the event of any inconsistency between the matters to be resolved by the general meeting as stipulated above and the provisions of the listing rules of the stock exchange where the Company's shares are listed, the latter shall prevail.

General meetings are divided into annual general meetings and extraordinary general meetings. An annual general meeting shall be held once a year and within six months after the end of the previous financial year.

The Company shall convene an extraordinary general meeting within 2 months from the date of the occurrence of any of the following circumstances:

(i) when the number of directors is less than the number required by the PRC Company Law or two-thirds of the number specified in the Articles of Association;
(ii) when the Company's accumulated unrecovered losses reach one-third of the total paid-in share capital;
(iii) upon the request of a shareholder or shareholders holding, individually or jointly, 10% or more of the total number of the Company's issued shares (excluding treasury shares);
(iv) when the Board of Directors deems it necessary;
(v) when the Audit Committee proposes to convene a meeting;
(vi) other circumstances stipulated by laws, administrative regulations, departmental rules, the Listing Rules or the Articles of Association.

If an extraordinary general meeting is convened in accordance with the requirements of the securities regulatory rules of the place where the Company's shares are listed, the actual date of the meeting may be adjusted based on the approval progress of the relevant stock exchange (if applicable).

Convening of General Meetings

Unless otherwise provided for in the Articles of Association, the general meeting shall be convened by the Board of Directors. With the consent of more than half of their number, the independent non-executive directors have the right to propose to the Board of Directors that an extraordinary general meeting be convened. In response to a proposal from independent non-executive directors to convene an extraordinary general meeting, the Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, provide a written response agreeing or disagreeing to convene the extraordinary general meeting within 10 days of receiving the proposal.

If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the general meeting within 5 days of the Board's resolution; if the Board of Directors disagrees to convene an extraordinary general meeting, it shall explain the reasons and make an announcement. Where the Hong Kong securities regulatory authorities provide otherwise, such provisions shall prevail.

The Audit Committee has the right to propose to the Board of Directors to convene an extraordinary general meeting, and shall submit such proposal to the Board of Directors in writing. The Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, provide a written response agreeing or disagreeing to convene an extraordinary general meeting within 10 days of receiving the proposal.

If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the general meeting within 5 days of the Board's resolution, and any changes to the original proposal in the notice shall be subject to the consent of the Audit Committee. If the Board of Directors disagrees to convene an extraordinary general meeting, or fails to respond within 10 days of receiving the proposal, the Board of Directors shall be deemed unable or failing to perform its duty to convene the general meeting, and the Audit Committee may convene and preside over the meeting on its own.

A shareholder or shareholders holding, individually or jointly, 10% or more of the total number of the Company's issued shares (excluding treasury shares) have the right to request the Board of Directors to convene an extraordinary general meeting, and shall submit such request to the Board of Directors in writing. The Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, provide a written response agreeing or disagreeing to convene an extraordinary general meeting within 10 days of receiving the request.

If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the general meeting within 5 days of the Board's resolution, and any changes to the original request in the notice shall be subject to the consent of the relevant shareholders. If the Board of Directors disagrees to convene an extraordinary general meeting, or fails to respond within 10 days of receiving the request, a shareholder or shareholders holding, individually or jointly, 10% or more of the total number of the Company's issued shares (excluding treasury shares) have the right to propose to the Audit Committee that an extraordinary general meeting be convened, and shall submit the request to the Audit Committee in writing.

If the Audit Committee agrees to convene an extraordinary general meeting, it shall issue a notice of the general meeting within 5 days of receiving the request, and any changes to the original proposal in the notice shall be subject to the consent of the relevant shareholders. If the Audit Committee fails to issue a notice of the general meeting within the prescribed period, it shall be deemed that it will not convene and preside over the general meeting, and a shareholder or shareholders holding, individually or jointly, 10% or more of the total number of the Company's issued shares (excluding treasury shares) for 90 consecutive days or more may convene and preside over the meeting on their own.

If the Audit Committee or shareholders decide to convene a general meeting on their own, they shall simultaneously take corresponding actions in accordance with the requirements and provisions of the Hong Kong listing regulatory rules. Before the announcement of the resolution of the general meeting, the shareholding percentage of the convening shareholders shall not be less than 10%. The Audit Committee or the convening shareholders shall, upon issuing the notice of the general meeting and the announcement of the resolutions of the general meeting, take corresponding actions in accordance with the requirements and provisions of the Hong Kong listing regulations.

Proposals and Notices of General Meetings

The content of a proposal shall fall within the scope of powers of the general meeting, have a clear topic and specific matters for resolution, and comply with the relevant provisions of laws, administrative regulations, the Listing Rules and the Articles of Association.

When the Company convenes a general meeting, the Board of Directors, the Audit Committee, and shareholders holding, individually or jointly, 1% or more of the Company's shares have the right to submit proposals to the Company.

A shareholder or shareholders holding, individually or jointly, 1% or more of the Company's shares may, within the period stipulated by the Listing Rules prior to a general meeting, submit an extraordinary proposal in writing to the convener. The convener shall, in accordance with the provisions of the Listing Rules, issue a supplementary notice of the general meeting after receiving the proposal, setting out the content of the extraordinary proposal and submitting it to the general meeting for consideration. This shall not apply if the extraordinary proposal is in violation of laws, administrative regulations, the Listing Rules, other securities regulatory rules of the place(s) where the Company's shares are listed or the Articles of Association, or if the subject matter of the proposal does not fall within the scope of powers of the general meeting.

The convener shall give all shareholders twenty-one days' written notice (including by way of announcement) for an annual general meeting and fifteen days' written notice (including by way of announcement) for an extraordinary general meeting.

Convening of the General Meeting

All shareholders registered on the share registration date or their proxies are entitled to attend the general meeting and exercise voting rights in accordance with relevant laws, regulations and the Articles of Association.

A shareholder may attend the general meeting in person or entrust a proxy to attend and vote on their behalf.

The general meeting shall be presided over by the chairman of the Board. If the chairman is unable or fails to perform his/her duties, the meeting shall be presided over by a director jointly elected by more than half of the directors.

A general meeting convened by the Audit Committee on its own initiative shall be presided over by the convener of the Audit Committee. If the convener of the Audit Committee is unable or fails to perform his/her duties, the meeting shall be presided over by a member of the Audit Committee jointly elected by more than half of the members of the Audit Committee.

A general meeting convened by shareholders on their own initiative shall be presided over by a representative elected by the convener.

When a general meeting is held, if the chairman of the meeting violates the rules of procedure, making it impossible for the general meeting to continue, the general meeting may, with the consent of shareholders present holding a majority of the voting rights, elect a person to act as the chairman of the meeting and continue the meeting.

Voting and Resolutions of the General Meeting

Resolutions of the general meeting are classified into ordinary resolutions and special resolutions. An ordinary resolution of the general meeting shall be passed by more than half of the voting rights held by the shareholders (including their proxies) present at the general meeting. A special resolution of the general meeting shall be passed by not less than two-thirds of the voting rights held by the shareholders (including their proxies) present and entitled to vote at the meeting.

The following matters shall be passed by a special resolution at a general meeting:

(i) increase or reduction of the Company's registered capital and issuance of any class of shares, warrants and other similar securities;
(ii) issuance of corporate bonds;
(iii) spin-off, merger, division, dissolution and liquidation of the Company;
(iv) to amend the Articles of Association;
(v) any purchase or sale of material assets or any guarantee by the Company within one year where the amount exceeds 30% of the Company's latest audited total assets;
(vi) any guarantee provided where the total amount of the Company's external guarantees would, as a result of such guarantee, reach or exceed 30% of its latest audited total assets;
(vii) equity incentive plans;
(viii) change of the Company's form;
(ix) other matters that are required to be passed by a special resolution as stipulated by laws, administrative regulations, departmental rules, the Listing Rules, other securities regulatory rules of the place where the Company's shares are listed, or the Articles of Association, as well as those matters considered by an ordinary resolution of the general meeting to have a material impact on the Company.

The following matters shall be passed by an ordinary resolution at a general meeting:

(i) the work report of the Board of Directors;
(ii) the profit distribution plans and loss recovery plans proposed by the Board of Directors;
(iii) to elect and replace directors and to decide on matters concerning their remuneration;
(iv) the Company's annual report;
(v) the engagement of, remuneration for, or the method of determining the remuneration for, the accounting firm;
(vi) any other matters except for those required to be passed by a special resolution under laws, administrative regulations, the Listing Rules, other securities regulatory rules of the place where the Company's shares are listed, or the Articles of Association.

Shareholders (including their proxies) shall exercise their voting rights in proportion to the number of voting shares they represent, and each share shall carry one vote. At the time of voting, a shareholder (including a proxy) who is entitled to two or more votes is not required to cast all of his/her/its votes in favour of or against a resolution.

The shares of the Company held by the Company itself shall have no voting rights and such shares shall not be included in the total number of voting shares represented at a general meeting.

Where any shareholder is required under the Listing Rules to abstain from voting on a particular matter, or is restricted to voting only for or against a particular matter, such shareholder shall abstain or vote in accordance with such requirement; Any vote cast by or on behalf of a shareholder in breach of such requirements or restrictions shall not be counted towards the voting results.

When the general meeting considers material matters affecting the interests of small and medium investors, the voting results of such investors shall be publicly disclosed in a timely manner in accordance with the requirements of relevant laws and regulations and the Listing Rules.

Where a shareholder's purchase of the Company's voting shares violates the provisions of Article 63, paragraphs 1 and 2 of the Securities Law, the shares held in excess of the specified proportion shall not carry any voting rights for a period of thirty-six months from the date of purchase and shall not be counted towards the total number of voting shares represented at a general meeting.

The Board of Directors, independent non-executive directors, and shareholders holding 1% or more of the voting shares, or investor protection institutions established in accordance with laws, administrative regulations or the provisions of the CSRC may publicly solicit shareholders' voting rights. The solicitation of shareholders' voting rights shall fully disclose information such as the specific voting intention to the persons being solicited. It is prohibited to solicit shareholders' rights publicly for consideration or in a disguised form for consideration. Except under statutory conditions, the Company shall not impose a minimum shareholding requirement for the solicitation of voting rights.

When a general meeting considers matters concerning connected transactions, the connected shareholders and their close associates (as defined in the Listing Rules) shall not participate in the voting, and the number of voting shares they represent shall not be included in the total number of valid votes; The resolution of the general meeting shall state the voting results of the non-connected shareholders.

BOARD OF DIRECTORS

Directors

The Company's directors may include executive directors, non-executive directors and independent non-executive directors. A non-executive Director refers to a Director who does not hold an operational and management position in the Company, while an independent non-executive

Director refers to a person who meets the requirements stipulated in the Articles of Association. Directors of the Company shall be natural persons. No one shall serve as a director of the Company if any of the following circumstances exists:

(i) a person with no or limited capacity for civil conduct;
(ii) a person who, for corruption, bribery, embezzlement, misappropriation of property or for disrupting the socialist market economic order, has been sentenced to criminal penalties and not more than 5 years have elapsed since the expiry of the enforcement period; or who has been deprived of political rights for a crime and not more than 5 years have elapsed since the expiry of the enforcement period; or who has been given a suspended sentence and not more than 2 years have elapsed since the expiry of the probation period;
(iii) a person who served as a director, factory manager or general manager of a company or enterprise which is under bankruptcy liquidation and was personally liable for the bankruptcy of such company or enterprise, where not more than 3 years have elapsed since the completion of the bankruptcy liquidation of such company or enterprise;
(iv) a person who served as the legal representative of a company or enterprise whose business license was revoked or which was ordered to close down for violation of law, and was personally liable therefor, where not more than 3 years have elapsed since the date of such revocation or closing down;
(v) a person who has an overdue and outstanding personal debt of a substantial amount and has been listed as a person subject to enforcement for breach of trust by a People's Court;
(vi) having been subject to a securities market entry ban imposed by the CSRC, where the term of the ban has not yet expired;
(vii) having been subject to administrative penalties by the CSRC within the last three years;
(viii) having been publicly censured or criticized by public notice three or more times by a stock exchange within the last three years;
(ix) having been publicly identified by a stock exchange as unsuitable to serve as a director of the Company;
(x) being unable to ensure sufficient time and energy can be devoted to the Company's affairs during his/her term of office to effectively perform the various duties required of a director;
(xi) other contents stipulated by laws, administrative regulations, departmental rules or the securities regulatory rules of the place where the Company's shares are listed.

If a director is elected or appointed in violation of the aforementioned provisions, such election, appointment or engagement shall be invalid. If any of the circumstances described in this article arises during a director's term of office, the Company shall remove such director from his/her duties.

Directors shall be elected or replaced by the general meeting and may be removed from office by an ordinary resolution of the general meeting before the expiration of their term of office (including any executive director), provided that such removal is without prejudice to any claim for damages such director may have under any contract. The term of office of a Director shall be three years. Upon the expiration of his/her term of office, a Director shall be eligible for re-election in accordance with the securities regulatory rules of the place where the Company's shares are listed. However, the term of an independent non-executive Director shall not exceed nine years. The general meeting shall not remove any director from office before the expiration of his/her term of office without cause.

A director's term of office shall commence on the date of his/her assumption of office and expire upon the end of the term of the then current session of the Board of Directors. If a successor to a Director is not elected in a timely manner upon the expiration of his/her term of office, the original director shall continue to perform his/her duties as a Director in accordance with the provisions of laws, administrative regulations, departmental rules and the Articles of Association until the newly elected Director takes office.

Any Director appointed by the Board to fill a casual vacancy or as an addition to the Board shall hold office only until the next following annual general meeting of the Company and shall then be eligible for re-election.

Directors may concurrently hold the position of general manager or other senior management personnel, provided that the aggregate number of Directors who also serve as general manager or other senior management personnel shall not exceed one-half of the total number of directors of the Company.

If the Company has three hundred or more employees, the members of the Board of Directors shall include an employee representative of the Company.

Independent non-executive Directors shall represent at least one-third of the members of the Board of Directors. At least one of the independent non-executive Directors shall have appropriate professional qualifications in accounting or related financial management expertise. Independent non-executive Directors must be independent and shall not have any relationship with the Company or any of its substantial shareholders that may interfere with the exercise of their independent and objective judgment. Independent non-executive Directors shall possess sufficient commercial or professional experience to fulfill their responsibilities, and shall faithfully perform their duties and safeguard the interests of the Company. They shall pay particular attention to protecting the lawful rights and interests of public shareholders and ensure that the interests of all shareholders are fully represented. At least one independent non-executive Director shall be ordinarily resident in Hong Kong. Matters concerning the qualifications for office, nomination and election procedures, term of office, resignation and powers of independent non-executive Directors shall be governed by the relevant provisions of laws, administrative regulations, departmental rules, the Listing Rules, and other securities regulatory rules of the place where the Company's shares are listed. Unless otherwise provided for in the Articles of Association, the provisions of the Articles of Association regarding the qualifications and obligations of Directors shall apply to independent non-executive Directors. Matters relating to independent non-executive Directors shall be governed by the relevant provisions of laws, administrative regulations, relevant regulatory authorities and stock exchanges, and shall be specified in the Company's working system for independent non-executive Directors.

Board of Directors

The Company shall establish a Board of Directors, which shall be responsible to the general meeting. The Board of Directors shall consist of 12 Directors, including one Chairman and 4 independent non-executive Directors. The composition and size of the Board of Directors shall comply with the provisions of the securities regulatory rules of the place where the Company's shares are listed.

The Board of Directors shall exercise the following powers and functions:

(i) to convene general meetings and to report on its work to the general meetings;
(ii) to implement the resolutions of the general meetings;
(iii) to decide on the Company's business plans and investment proposals;
(iv) to decide on the Company's annual financial budget plans and final accounts plans;
(v) to formulate the Company's profit distribution plans and loss recovery plans;
(vi) to formulate proposals for the increase or reduction of the Company's registered capital and the issue of bonds or other securities and for the listing of its securities;
(vii) to formulate proposals for major acquisitions, repurchase of the Company's shares, or merger, division, dissolution and change of corporate form of the Company;
(viii) to decide, as required under the Listing Rules and other applicable securities regulatory rules of the place(s) where the Company's shares are listed, or within the scope of authorization from the general meeting, on matters such as the Company's external investments, acquisition or disposal of assets, mortgage of assets, external guarantees, entrusted wealth management, related party (connected) transactions, and external donations;

(ix) to decide on the establishment of the Company's internal management structure;
(x) to appoint or dismiss the Company's general manager and to decide on matters concerning his/her remuneration, rewards and penalties; based on the nomination of the general manager, to appoint or dismiss other senior management personnel of the Company and to decide on matters concerning their remuneration, rewards and penalties;
(xi) to formulate the basic management system of the Company;
(xii) to formulate proposals for amendments to the Company's Articles of Association;
(xiii) to manage the Company's information disclosure matters;
(xiv) to propose to the general meeting the appointment or replacement of the accounting firm for the Company's audit;
(xv) to hear the work reports of the Company's general manager and to inspect the general manager's work;
(xvi) to formulate and review the Company's corporate governance policies and practices, and to make recommendations to the Board;
(xvii) to review and monitor the training and continuous professional development of Directors and senior management;
(xviii) to review and monitor the Company's policies and practices on compliance with legal and regulatory requirements;
(xix) to develop, review and monitor the code of conduct and compliance manual (if any) for employees and Directors;
(xx) to review the Company's compliance with the Corporate Governance Code and the disclosures in the Corporate Governance Report; and
(xxi) other powers granted by laws, administrative regulations, departmental rules, the Listing Rules or the Articles of Association.

Matters exceeding the scope of authorization granted by the general meeting shall be submitted to the general meeting for deliberation.

The chairman of the Board shall be elected by the affirmative vote of more than half of all Directors.

The chairman of the Board shall exercise the following powers and functions:

(i) to preside over general meetings and to convene and preside over meetings of the Board of Directors;
(ii) to supervise and inspect the implementation of resolutions of the Board of Directors;
(iii) other powers granted by laws, administrative regulations, departmental rules, the Listing Rules, the Articles of Association or the Board of Directors.

If the chairman is unable or fails to perform his/her duties, a director jointly elected by more than half of the directors shall perform such duties.

The Board of Directors shall hold at least four meetings each year, to be convened by the chairman, with written notice given to all directors 10 days before the meeting.

Shareholders representing one-tenth or more of the voting rights, one-third or more of the Directors, or the Audit Committee may propose to convene an extraordinary Board meeting. The chairman of the Board shall convene and preside over a Board meeting within 10 days of receiving the proposal.

A meeting of the Board of Directors may be held only if more than half of the Directors are present. Voting on resolutions of the Board of Directors shall be conducted on the basis of one vote per person. A resolution of the Board of Directors must be passed by more than half of all directors. In the case of an equality of votes, the Chairman of the meeting shall have a second or casting vote.

Resolutions of the Board of Directors shall be passed by a vote conducted in writing or by a show of hands.

Meetings of the Board of Directors shall be attended by the directors in person; If a Director is unable to attend a meeting for any reason, he/she shall prudently select and appoint another Director in writing to attend on his/her behalf. An independent non-executive Director shall not appoint a non-independent non-executive Director as his/her proxy. The instrument of proxy shall specify the name of the proxy, the matters to be proxied, the scope of authority and the period of validity, and shall be signed or sealed by the appointor; With respect to matters to be voted on, the appointor shall expressly indicate in the instrument of proxy his/her voting instructions to approve, oppose or abstain on each matter. A Director shall not grant or accept a proxy without voting instructions, a discretionary proxy, or a proxy with an unclear scope of authority. A Director shall not be absolved of his/her responsibilities for matters to be voted on by appointing another Director as his/her proxy. A director attending a meeting on behalf of another shall exercise the rights of a director within the scope of the authorization. A director who neither attends a Board meeting nor appoints a representative to attend shall be deemed to have waived his/her voting right at that meeting.

A Director shall not accept proxies from more than two Directors to attend any one Board meeting. When considering a connected transaction, a non-connected Director shall not appoint a connected Director as his/her proxy.

Specialised Committees of the Board of Directors

The Board of Directors shall establish an Audit Committee, a Nomination Committee, and a Remuneration and Appraisal Committee, and may establish other relevant specialised committees such as a strategy committee as needed. Specialised committees shall be accountable to the Board of Directors, perform their duties in accordance with the Articles of Association and as authorized by the Board, and their proposals shall be submitted to the Board for deliberation and approval. The Audit Committee shall exercise the powers of the board of supervisors as stipulated in the PRC Company Law.

All members of a specialised committee shall be Directors, and the number of members of each committee shall be an odd number of not less than three. Among them, the Audit Committee shall comprise at least three members, all of whom shall be non-executive Directors. A majority of the members shall not hold any position in the Company other than as a Director and shall not have any relationship with the Company that could affect their independent and objective judgment. At least one member shall be an independent non-executive Director with appropriate professional qualifications as required by the Listing Rules or with appropriate accounting or related financial management expertise, and such independent non-executive Director shall be the chairman. The chairman of each specialised committee shall be appointed and removed by the Board of Directors. Independent non-executive Directors shall constitute a majority of the members of the Nomination Committee and the Remuneration Committee. Each committee shall have one convener, being the chairman, who must be an independent non-executive Director.

The Board of Directors shall be responsible for formulating the rules of procedure for each specialised committee, stipulating matters such as their composition, powers and procedures, thereby regulating their operations.

GENERAL MANAGER AND OTHER SENIOR MANAGEMENT

The Company shall have one general manager.

The Company's senior management personnel shall comprise the general manager, chief operating officer, chief technology officer, chief marketing officer and chief sales officer, chief financial officer, and secretary to the Board of Directors. The chief financial officer is the person responsible for the Company's financial matters.

The Company's senior management personnel shall be appointed or dismissed by the Board of Directors.

The provisions of the Articles of Association regarding circumstances disqualifying a person from serving as a director shall also apply to senior management. The provisions of the Articles of Association regarding the duties of loyalty and diligence of directors shall also apply to senior management.

Persons holding positions other than director in the entity of the Company's controlling shareholder or de facto controller shall not serve as senior management of the Company.

Each term of office for the Company's senior management personnel shall be three years, and they are eligible for re-appointment to serve consecutive terms.

The general manager shall be responsible to the Board of Directors and exercise the following powers and functions:

(i) to preside over the production, operation and management of the Company, to organise and implement the resolutions of the Board of Directors, and to report to the Board of Directors on their work;
(ii) to organise and implement the Company's annual business plans and investment proposals;
(iii) to formulate proposals for the setup of the Company's internal management structure and branch offices;
(iv) to formulate the Company's basic management system;
(v) to formulate and implement the Company's specific rules and regulations;
(vi) to propose to the Board of Directors the appointment or dismissal of other senior management personnel of the Company;
(vii) to decide on the appointment or dismissal of management personnel other than those who should be appointed or dismissed by the Board of Directors;
(viii) to decide on the appointment and dismissal of the Company's employees;
(ix) to exercise other powers granted by the Articles of Association and the Board of Directors.

The general manager shall attend meetings of the Board of Directors as a non-voting member.

The Company shall have a secretary to the Board of Directors, who is responsible for the preparation of general meetings and Board meetings, the custody of documents, the management of the Company's shareholder information, and handling information disclosure and other matters. The secretary to the Board of Directors shall comply with the relevant provisions of laws, administrative regulations, departmental rules and the Articles of Association.

Where a senior management member, in performing their duties for the Company, violates the provisions of laws, administrative regulations, departmental rules, the Listing Rules or the Articles of Association and thereby causes losses to the Company, they shall be liable for compensation. The senior management of the Company shall faithfully perform their duties and safeguard the best interests of the Company and all its shareholders. If the senior management of the Company, due to failure to faithfully perform their duties or a breach of the duty of good faith, cause damage to the interests of the Company and its public shareholders, they shall be liable for compensation in accordance with the law.

FINANCIAL AND ACCOUNTING SYSTEM, PROFIT DISTRIBUTION AND AUDIT

Financial and Accounting System

The Company shall formulate its financial and accounting system in accordance with laws, administrative regulations and the provisions of relevant state departments. Where the Listing Rules or the securities regulatory authorities of the place where the Company's shares are listed provide otherwise, such provisions shall prevail.

The Company shall, at the end of each fiscal year, prepare a financial and accounting report, which shall be audited by an accounting firm in accordance with the law. Financial and accounting reports shall be prepared in accordance with the provisions of relevant laws, administrative regulations, departmental rules and the Listing Rules.

The Company shall, in accordance with the provisions of laws, administrative regulations, the rules of the CSRC, the Listing Rules and the securities regulatory rules of the place where the Company's shares are listed, submit, disclose and/or present to shareholders documents such as annual reports, interim reports, and preliminary results announcements.

The Company shall not establish any accounting books other than the statutory accounting books. The assets of the Company shall not be deposited in an account opened in the name of any individual.

Profit Distribution

When distributing its after-tax profits for the current year, the Company shall set aside 10% of its profits for the Company's statutory common reserve fund. If the accumulated amount of the Company's statutory common reserve fund exceeds 50% of the Company's registered capital, no further appropriation is required. If the company's statutory common reserve fund is not sufficient to make up for the losses of previous years, the profits of the current year shall first be used to make up for the losses before the statutory common reserve fund is appropriated in accordance with the preceding paragraph. After appropriating the statutory common reserve fund from its after-tax profits, the Company may, upon a resolution of the general meeting, also appropriate a discretionary common reserve fund from its after-tax profits.

The after-tax profit of the Company remaining after making up for losses and making appropriations to the common reserve fund shall be distributed to shareholders in proportion to their respective shareholdings, save as otherwise provided for in the Articles of Association.

If the general meeting, in violation of the preceding paragraph, distributes profits to shareholders before the Company makes up for its losses and makes appropriations to the statutory common reserve fund, shareholders must return to the Company the profits distributed in violation of the provisions; if losses are caused to the Company, the shareholders and the responsible directors and senior management shall be liable for compensation.

The basic principles of the Company's profit distribution policy are as follows: the Company's profit distribution shall place emphasis on reasonable investment returns for investors; the profit distribution policy shall maintain continuity and stability, while also taking into account the Company's long-term interests, the overall interests of all shareholders, and the Company's sustainable development.

The Company's profit distribution policy is to distribute dividends in cash or in the form of shares. When the Company has distributable profits, the Board of Directors may, based on the Company's operating performance and financial condition, propose a plan for distributing dividends in cash and/or shares.

Dividends and other payments by the Company to shareholders of shares other than H Shares shall be denominated and declared in Renminbi and paid in Renminbi; Dividends and other payments by the Company to shareholders of H Shares shall be denominated and declared in Renminbi and paid in Hong Kong dollars. Payment of dividends and other sums by the Company to shareholders of H Shares shall be handled in accordance with the relevant state regulations on foreign exchange administration.

Internal Audit System

The Company shall implement an internal audit system and appoint full-time audit personnel to conduct internal audit and supervision of the Company's financial income and expenditure and other economic activities.

The Company's internal audit system and the duties of the audit personnel shall be implemented upon approval by the Board of Directors. The head of audit shall be responsible to and report on their work to the Board of Directors.

Appointment of Accounting Firm

The Company shall engage an accounting firm qualified under applicable laws, regulations and the Listing Rules to conduct business such as auditing financial statements, verifying net assets, and providing other related consulting services, for a term of one year, which is renewable.

The appointment and dismissal of the accounting firm that undertakes the Company's audit business shall be decided by the general meeting.

The Company guarantees to provide the engaged accounting firm with true and complete accounting vouchers, accounting books, financial and accounting reports and other accounting information, and shall not refuse, conceal or misrepresent them.

The audit fees of the accounting firm shall be determined by the general meeting.

When the Company dismisses or does not re-engage an accounting firm, it shall notify the accounting firm 30 days in advance. When the Company's general meeting votes on the dismissal of the accounting firm, the accounting firm shall be allowed to state its opinion.

MERGER, DIVISION, CAPITAL INCREASE, CAPITAL REDUCTION, DISSOLUTION AND LIQUIDATION

Merger, Division, Capital Increase and Capital Reduction

A merger of the Company may take the form of a merger by absorption or a merger by new establishment. A merger in which one company absorbs another is a merger by absorption, and the absorbed company is dissolved. A merger in which two or more companies merge to form a new company is a merger by new establishment, and the merging parties are dissolved.

For a merger of the Company, a merger agreement shall be signed by the merging parties, and a balance sheet and a list of assets shall be prepared. The Company shall, within 10 days from the date on which the merger resolution is made, notify its creditors, and shall, within 30 days, make a public announcement in a publicly circulated newspaper or on the National Enterprise Credit Information Publicity System. Creditors may, within 30 days from the date of receiving the notice, or for those who have not received the notice, within 45 days from the date of the public announcement, request the Company to repay its debts or provide a corresponding guarantee. In the event of a merger of the Company, the claims and debts of the merging parties shall be succeeded by the surviving company after the merger or the newly established company.

In the event of a division of the Company, its assets shall be divided accordingly. For a division of the Company, a balance sheet and a list of assets shall be prepared. The Company shall, within 10 days from the date on which the division resolution is made, notify its creditors, and shall, within 30 days, make a public announcement in a publicly circulated newspaper or on the National Enterprise Credit Information Publicity System.

When the Company needs to reduce its registered capital, it must prepare a balance sheet and a list of assets.

The Company shall, within 10 days from the date on which the resolution for registered capital reduction is made by the general meeting, notify its creditors, and shall, within 30 days, make a public announcement in a publicly circulated newspaper or on the National Enterprise Credit Information Publicity System. Creditors shall, within 30 days from the date of receiving the notice, or for those who have not received the notice, within 45 days from the date of the public announcement, have the right to demand the Company to repay its debts or provide a corresponding guarantee. When reducing its registered capital, the Company shall reduce shares correspondingly in proportion to the shares held by shareholders, unless otherwise provided by law or the Articles of Association. The Company's registered capital after a capital reduction shall not be less than the statutory minimum amount.

In the event of a merger or division of the Company, if there is a change in the registered matters, an application for registration of such change shall be made to the company registration authority in accordance with the law; If the Company is dissolved, an application for cancellation of the Company's registration shall be made in accordance with the law; If a new company is established, an application for registration of the establishment of the company shall be made in accordance with the law.

If the Company increases or reduces its registered capital, an application for registration of such change shall be made to the company registration authority in accordance with the law.

Dissolution And Liquidation

The Company shall be dissolved for the following reasons:

(i) other grounds for dissolution stipulated in the Articles of Association arise;
(ii) a resolution for dissolution is passed by the general meeting;
(iii) dissolution is required due to a merger or division of the Company;
(iv) its business license is revoked, it is ordered to close down or it is cancelled in accordance with the law;
(v) if the Company encounters serious difficulties in its operation and management, and its continued existence would cause substantial losses to the shareholders' interests, which cannot be resolved through other means, shareholders holding 10% or more of all the voting rights of the Company may request a People's Court to dissolve the Company.

Where the grounds for dissolution stipulated in the preceding paragraph arise for the company, it shall, within ten days, publicise the grounds for dissolution through the National Enterprise Credit Information Publicity System.

If the Company falls under the circumstance described in item (i) of the preceding article, it may continue its existence by amending the Articles of Association. Amendment of the Articles of Association in accordance with the preceding provision shall require approval by more than two-thirds of the voting rights held by the shareholders present at the general meeting.

Where the Company is dissolved in accordance with items (i), (ii), (iv) and (v) of Article 159, it shall, within 15 days from the date on which the ground for dissolution arises, establish a liquidation panel to conduct liquidation.

The liquidation panel shall be composed of Directors. Except where the Articles of Association provide otherwise or the general meeting resolves to elect other persons. If the persons responsible for liquidation fail to perform their obligations in a timely manner, causing losses to the Company or its creditors, they shall be liable for compensation.

The liquidation panel shall exercise the following powers during the liquidation period:

(i) to clear up the Company's assets and prepare a balance sheet and a list of assets respectively;
(ii) to notify and make public announcements to creditors;
(iii) to deal with the unfinished business of the Company related to the liquidation;
(iv) to pay off the taxes owed and the taxes incurred during the liquidation process;
(v) to clear up claims and debts;
(vi) to dispose of the Company's remaining assets after settling its debts;
(vii) to represent the Company in civil litigation activities.

The liquidation panel shall, within 10 days from the date of its establishment, notify the creditors, and shall, within 60 days, make a public announcement in a publicly circulated newspaper or on the National Enterprise Credit Information Publicity System. Creditors shall, within 30 days from the date of receiving the written notice, or for those who have not received the written notice, within 45 days from the date of the public announcement, declare their claims to the liquidation panel.

When declaring their claims, creditors shall explain the relevant matters of the claims and provide supporting materials. The liquidation panel shall register the claims. During the period for declaration of claims, the liquidation panel shall not make repayments to creditors.

After the liquidation panel has cleared up the Company's assets and prepared the balance sheet and the list of assets, it shall formulate a liquidation plan and submit it to the general meeting or the people's court for confirmation.

The remaining assets of the Company, after paying, in sequence, the liquidation expenses, employees' wages, social insurance premiums and statutory compensation, the taxes owed, and repaying the Company's debts, shall be distributed by the Company to the shareholders in proportion to their respective shareholdings.

During the liquidation period, the company shall continue to exist, but it shall not carry out operating activities unrelated to the liquidation. The Company's assets shall not be distributed to the shareholders before being used for repayment in accordance with the preceding paragraph.

After the liquidation panel has cleared up the Company's assets and prepared the balance sheet and the list of assets, if it discovers that the Company's assets are insufficient to repay its debts, it shall apply to the people's court for bankruptcy liquidation in accordance with the law. After the people's court has accepted the bankruptcy application, the liquidation panel shall hand over the liquidation affairs to the bankruptcy administrator designated by the people's court.

Upon completion of the Company's liquidation, the liquidation panel shall prepare a liquidation report, submit it to the general meeting or the People's Court for confirmation, and file it with the company registration authority to apply for the cancellation of the company's registration and publish an announcement of the Company's dissolution.

If the Company is declared bankrupt in accordance with the law, bankruptcy liquidation shall be carried out in accordance with the relevant laws on enterprise bankruptcy.

AMENDMENT OF ARTICLES OF ASSOCIATION

The Company shall amend its Articles of Association under any of the following circumstances:

(i) after the Company Law, the Listing Rules or relevant laws and administrative regulations are amended, the matters stipulated in the Articles of Association are in conflict with the provisions of the amended laws and administrative regulations;
(ii) the circumstances of the Company have changed, such that they are inconsistent with the matters recorded in the Articles of Association;
(iii) the general meeting resolves to amend the Articles of Association.

Any amendment to the Articles of Association approved by a resolution of the general meeting that is subject to examination and approval by the competent authorities shall be submitted to the competent authorities for approval; if it involves matters subject to registration by the Company, the change of registration shall be effected in accordance with the law.

The Board of Directors shall amend the Articles of Association in accordance with the resolution of the general meeting to amend the Articles of Association and the approval opinions of the relevant competent authorities.

After the Articles of Association are amended, the Board of Directors shall promptly arrange for the filing of the same with the company registration authority for its record.

If the amendment to the Articles of Association involves information required to be disclosed by laws and regulations, it shall be announced as required.