OVERVIEW

This Appendix contains the summary of the principal provisions of the Articles of Association. As the main purpose of this Appendix is to provide potential investors with an overview of the Company's Articles of Association, it may not necessarily contain all information that is important for prospective investors.

SHARES

Issuance of Shares

Our Company's shares shall be in the form of registered share certificates. A share certificate is a document issued by our Company certifying the shares held by a shareholder. All shares issued by our Company shall be ordinary shares. Shares of the same class shall rank pari passu with each other.

The shares of our Company shall be issued in accordance with the principles of open, fairness and justice. Shares of the same class and in the same issue shall be issued on the same conditions and at the same price. Any entity or individual shall pay the same price for each of the shares it/he/she subscribes for. The shares issued by our Company, all of which are ordinary shares, are denominated in RMB with a par value of RMB0.10 per share.

Capital Increase, Reduction and Repurchase of Shares

Capital Increase

In light of the operational and developmental needs, our Company may increase its capital in accordance with the laws and regulations, regulatory rules of the place where our Company's Shares are listed, and subject to a resolution of the general meeting, by any of the following methods:

(I) a public offering of shares;

(II) a private offering of shares;

(III) allotment of bonus shares to existing shareholders;

(IV) conversion of other reserve to share capital;

(V) other methods permitted by laws, administrative regulations, regulatory rules of the place where our Company's Shares are listed, and the relevant national competent authorities such as the CSRC.

The Board of Directors may, pursuant to an authorization under the Company's Articles of Association or by a resolution of the general meeting, resolve to issue new shares within a 3-year period, all of which exceed 50% of the already issued shares. Nevertheless, any capital contribution through in-kind contributions shall be subject to the approval by a resolution of the general meeting.

If the issuance of new shares by the Board of Directors in accordance with the preceding paragraph results in changes to our Company's registered capital or the total number of issued shares, any corresponding amendment to the relevant provision of the Articles of Association reflecting such changes shall not require further resolution by the general meeting.

Where the Board of Directors is authorized to issue new shares by the Articles of Association or a resolution of the shareholders' meeting, any resolution in respect of such share issuance must be adopted by the affirmative vote of not less than two-thirds of all directors.

Reduction of Capital

Our Company may reduce its registered capital. If our Company reduces its registered capital, it shall comply with the procedures set forth in the Company Law, The Rules Governing the Listing of Stock Exchange (the "Stock Exchange Listing Rules"), other relevant regulations and the Articles of Association.

Repurchase of Shares

Our Company shall not acquire its own shares. However, without violating the regulations of other relevant regulatory bodies where our Company's Shares are listed, our Company may repurchase its own shares under the following circumstances:

(I) to reduce the registered capital of our Company;

(II) to merge with other companies that hold shares in our Company;

(III) to use the shares for employee shareholding schemes or as share incentives;

(IV) acquire the shares of shareholders (upon their request) who object to resolutions on our Company's merger or division passed at the shareholders' general meeting, demanding that our Company purchase their shares;

(V) to satisfy the conversion of those corporate bonds convertible into shares issued by our Company;

(VI) safeguard corporate value and the interests of the shareholders as necessary;

(VII) other circumstances permitted by laws, administrative regulations, regulatory rules of the place where our Company's Shares are listed and Stock Exchange Listing Rules.

Where our Company repurchases its own shares under the circumstances set forth in Items (III), (V) and (VI) above, such repurchase shall be carried out through public centralized trading means, provided that all requirements under the Stock Exchange Listing Rules and the regulatory rules and guidelines of Stock Exchange are satisfied.

In the event that our Company acquires shares of our Company for the circumstances set out in items (I) and (II) above, such acquisition shall be resolved by the general meeting; in the event that our Company acquires shares of our Company for the reasons set forth in (III), (V) and (VI) above, such acquisition may be resolved by a resolution adopted at a board meeting attended by more than two-thirds of all directors, pursuant to the Articles of Association or an authorization of the shareholders' general meeting, unless otherwise provided in the Stock Exchange Listing Rules.

After our Company acquires its own shares, under the circumstance in (I) above, the shares so acquired shall be canceled within 10 days from the acquisition. In the case of (II) or (IV) above, the shares so acquired shall be transferred or canceled within 6 months.

In the case of (III), (V) or (VI) above, the total number of our Company's shares held by our Company shall not exceed 10% of the total issued shares of our Company, and the shares so acquired shall be transferred or canceled within 3 years.

In the event that the law, administrative regulations, the Article of the Association, regulatory rules of the place where our Company's Shares are listed, the securities regulatory authorities in the jurisdiction where our Company's securities are listed have specific provisions regarding matters related to the repurchase of H-shares, such provisions shall prevail.

In the event that our Company acquires its own shares, it shall fulfill the information disclosure obligations in compliance with the law, administrative regulations, rules, normative documents, the Stock Exchange Listing Rules, and the regulatory rules of the place where our Company's Shares are listed.

Transfer of Shares

Shares held by our Company's shareholders can be freely transferred to other shareholders or to non-shareholders. All transfers of H-shares shall be effected by a written instrument of transfer in a general or common form or in any other form acceptable to the Board of Directors (including the standard transfer form or instrument of transfer prescribed from time to time by the Stock Exchange).

Such instrument of transfer shall be signed manually or, where the transferor or transferee is a corporation, under its valid seal. Where the transferor or transferee is a recognized clearing house (as defined in any applicable Hong Kong laws) or its proxy, the instrument of transfer may be signed manually or by machine. All instruments of transfer shall be deposited at the registered office of our Company or at such other place as the Board of Directors may from time to time designate.

Our Company shall not accept its own shares as the subject matter of a pledge.

Shares issued by our Company before its **[REDACTED]** shall not be transferred within 1 year from the date of listing of our Company's shares on a stock exchange.

Directors and senior management of our Company shall declare their holdings of our Company's shares to our Company and any changes therein. During their term of office, as determined at the time of appointment, they may transfer no more than 25% of their total shareholding in our Company annually.

Such shares shall not be transferred within one year from the date of listing of our Company's shares. Where the Stock Exchange Listing Rules impose stricter restrictions, such stricter requirements shall apply.

The aforementioned persons may not transfer their shares in our Company within 6 months after resignation. If shares are pledged during a legally or administratively mandated restricted transfer period, the pledgee may not exercise its rights under the pledge during such restricted period.

Where the regulatory rules of the place where our Company's Shares are listed impose additional restrictions on the transfer of H-shares, such requirements shall prevail.

FINANCIAL ASSISTANCE FOR PURCHASE OF COMPANY SHARES

Neither our Company nor its subsidiaries shall provide financial assistance. Exception shall be made for the implementation of employee share ownership plans. The total amount of financial assistance shall not exceed 10% of the total issued share capital. Any resolution of the Board shall be passed by two-thirds of all directors. Liable directors and senior managers shall compensate for losses caused by violations.

SHAREHOLDERS AND GENERAL MEETINGS

Shareholders

Register of Shareholders

Our Company shall establish a register of shareholders based on the certificates provided by the securities registration authorities. The register of shareholders shall be sufficient evidence of the shareholders' shareholding in our Company. A shareholder is entitled to rights and assumes obligations pursuant to the classification and ratio of his/her shares.

Shareholders holding the same classification of shares shall be entitled to the same rights and assume the same obligations. The Register of Members shall serve as conclusive evidence of shareholders' ownership of shares in our Company. Shareholders shall enjoy rights and assume obligations according to the category of shares they hold.

Shareholders holding shares of the same category shall enjoy equal rights and assume identical obligations. When our Company convenes a shareholders' meeting, distributes dividends, undergoes liquidation, or conducts other activities that require confirmation of shareholder identity, the Board of Directors or the convener of the shareholders' meeting shall determine a record date.

Shareholders registered in the Register of Members at the close of business on the record date shall be deemed the shareholders entitled to relevant rights and interests.

Rights of Shareholders

The rights of our Company's shareholders are as follows:

(I) to receive distribution of dividends and other forms of benefits according to the number of shares held;

(II) to legally require, convene, preside over, participate in or appoint a shareholder proxy to participate in the shareholders' general meeting and exercise corresponding voting right, unless individual shareholders are required by the Stock Exchange Listing Rules to abstain from voting on specific matters;

(III) to supervise our Company's business operations, put forward proposals or raise enquiries;

(IV) to transfer, donate or pledge the shares held in accordance with the laws, administrative regulations, Stock Exchange Listing Rules, rules of relevant supervisory bodies and the Articles of Association;

(V) to inspect and duplicate the Articles of Association, register of shareholders, minutes of general meetings, resolutions of meetings of the Board of Directors, and financial accounting reports;

(VI) in the event of the termination or liquidation of our Company, to participate in the distribution of the remaining assets of our Company in proportion to the number of shares held;

(VII) dissenting shareholders who object to resolutions on the merger or division of our Company passed by the general meeting of shareholders are entitled to demand our Company to buy back the shares held by them;

(VIII) any other rights stipulated in the laws, administrative regulations, departmental rules, regulatory rules of the place where our Company's Shares are listed or the Articles of Association.

A shareholder requesting to inspect the information or materials mentioned in the preceding article shall provide our Company with written documents proving the class and quantity of shares they hold.

After verifying the shareholder's identity, our Company shall provide the materials as requested. Shareholders holding individually or collectively 3% or more of our Company's shares for 180 consecutive days or more may request to inspect our Company's accounting books and vouchers by submitting a written request stating their purpose.

If our Company has reasonable grounds to believe that the shareholder has an improper purpose that may harm our Company's legitimate interests, it may refuse the request and shall provide a written response with reasons within 15 days of receiving the written request. Shareholders and their engaged intermediaries shall comply with laws and administrative regulations regarding the protection of state secrets, trade secrets, personal privacy, and personal information when inspecting or copying relevant materials.

If the content of a resolution of the shareholders' meeting or the Board of Directors violates laws or administrative regulations, shareholders have the right to petition the People's Court to declare it invalid.

If the procedures for convening a shareholders' meeting or Board meeting or the voting methods violate laws, administrative regulations, or these Articles of Association, or if the content of a resolution violates these Articles of Association, shareholders have the right to petition the People's Court to revoke the resolution within 60 days of its adoption. A shareholder who was not notified of a shareholders' meeting may petition the People's Court to revoke the resolution within 60 days of becoming aware or ought to have become aware of its adoption.

If no such petition is filed within one year of the resolution's adoption, the right to revoke is extinguished. If a director or senior manager not serving on the Audit Committee violates laws, administrative regulations, or these Articles of Association in performing their duties and causes loss to our Company, shareholders holding individually or collectively 1% or more of our Company's shares for 180 consecutive days or more may submit a written request to the Audit Committee to initiate litigation in the People's Court.

If a member of the Audit Committee commits such a violation, shareholders may submit a written request to the Board of Directors to initiate litigation. If the Audit Committee or the Board of Directors refuses to initiate litigation within 30 days of receiving a written request under the preceding paragraph, or if the situation is urgent and delay would cause irreparable harm to our Company, the shareholders described above have the right to initiate litigation directly in the People's Court in their own name for our Company's benefit.

If a third party infringes upon our Company's lawful rights and interests and causes loss to our Company, the shareholders described in the first paragraph of this Article may initiate litigation in accordance with the preceding two paragraphs.

If a director or senior manager violates laws, administrative regulations, or these Articles of Association and damages shareholders' interests, shareholders may initiate litigation in the People's Court. Where a shareholder requests to inspect or duplicate relevant materials of a wholly-owned subsidiary of our Company, or where a director, supervisor, or senior manager of such subsidiary is involved in the circumstances mentioned above, the provisions above shall apply mutatis mutandis.

Obligations of Shareholders

Shareholders of our Company shall have the following obligations:

(I) To comply with laws, administrative regulations, and these Articles of Association;

(II) To contribute capital in accordance with the shares subscribed for and the method of contribution;

(III) Not to withdraw capital except as permitted under laws, regulations, regulatory rules of the place where our Company's Shares are listed;

(IV) Not to abuse shareholder rights to the detriment of our Company or other shareholders; not to abuse our Company's independent legal status or the limited liability of shareholders to harm the interests of our Company's creditors;

(V) Other obligations specified in laws, administrative regulations, and these Articles of Association.

Any shareholder who abuses shareholder rights and causes losses to our Company or other shareholders shall be liable for compensation in accordance with the law.

Any shareholder who abuses our Company's independent legal status or the limited liability of shareholders to evade debts and severely harms the interests of our Company's creditors shall bear joint and several liability for the debts of our Company.

Where a shareholder uses two or more companies under its control to commit the acts described in the preceding paragraph, each such company shall bear joint and several liability for the debts of any one of them.

RESTRICTION ON RIGHTS OF THE CONTROLLING SHAREHOLDERS

The controlling shareholders and de facto controllers of our Company shall not use their connected relationship to harm the interests of our Company. Any person who violates this provision and causes losses to our Company shall be liable for compensation. The controlling shareholders and de facto controllers of our Company shall have fiduciary duties towards our Company and other shareholders of our Company.

The controlling shareholders shall exercise their rights as contributors in strict compliance with the laws. The controlling shareholders shall not infringe the legitimate rights of our Company and other shareholders of our Company through profit distribution, asset restructuring, foreign investment, capital appropriation and loan guarantee, and shall not make use of their controlling status to jeopardize the interests of our Company and other shareholders of our Company.

SHAREHOLDERS' GENERAL MEETING

Power of shareholders' general meeting

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

(I) To elect and replace directors and decide on matters concerning their remuneration;

(II) To consider and approve the reports of the Board of Directors;

(III) To consider and approve our Company's profit distribution plans and plans for making up losses;

(IV) To consider and make resolutions on increases or decreases in the registered capital of our Company;

(V) To consider and make resolutions on the issuance of corporate bonds;

(VI) To consider and make resolutions on the merger, division, dissolution, liquidation, or change in corporate form of our Company;

(VII) To amend the Articles of Association of our Company;

(VIII) To consider and make resolutions on the appointment, dismissal, and audit fees of the accounting firm engaged by our Company;

(IX) To consider and approve the guarantee matters specified in Article 45 of these Articles of Association;

(X) To consider matters relating to the purchase or sale of major assets by our Company within one year exceeding 30% of the total audited assets of our Company as of the most recent period;

(XI) To consider and approve changes in the use of raised funds;

(XII) To consider our Company' s equity incentive plans and employee share ownership plans;

(XIV) To consider other matters required by laws, administrative regulations, departmental rules, regulatory rules of the place where our Company's Shares are listed or these Articles of Association to be decided by the shareholders' general meeting.

The shareholders' general meeting may authorize the Board of Directors to make resolutions on the issuance of corporate bonds.

Shareholder's general meetings shall be classified into annual shareholder's general meetings and interim shareholder's general meetings. An annual shareholder's general meeting shall be convened once each year and shall be held within six months after the end of the previous fiscal year.

The shareholder's general meeting of our Company shall be held at our Company's domicile or at such other venue as specified in the notice of the meeting.

The shareholder's general meeting shall be convened as an on-site meeting at a designated venue. In addition, our Company shall provide other means, including electronic communication, to facilitate shareholder's participation in the meeting in accordance with the securities regulatory rules of the place where our Company's shares are listed. Shareholders participating by such means shall be deemed present at the meeting.

After the notice of a shareholder's general meeting has been issued, the venue for the on-site meeting shall not be changed without justifiable reason.

If a change is necessary, the convener shall announce the change and state the reasons at least two working days prior to the date of the on-site meeting.

An interim shareholder's general meeting shall be convened within two months after the occurrence of any of the following events:

(I) When the number of Directors falls below the minimum number required by the Company Law or two-thirds of the number stipulated in these Articles of Association;

(II) When our Company's unrecovered losses reach one-third of the total paid-in share capital;

(III) Upon the request of shareholder(s) holding individually or collectively 10% or more of our Company's 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 specified by laws, administrative regulations, departmental rules, regulatory requirements of the place where our Company's shares are listed, or these Articles of Association.

Convening of shareholders' general meeting

An independent non-executive director may propose to the Board of Directors to convene an interim shareholders' general meeting. The Board shall, within 10 days after receiving such proposal, provide a written response indicating its agreement or refusal to convene the meeting in accordance with applicable laws, administrative regulations, and these Articles of Association.

If the Board agrees, it shall issue a notice convening the meeting within 5 days after adopting a resolution to that effect. If the Board refuses, it shall state the reasons and make a public announcement.

The Audit Committee may propose in writing to the Board to convene an interim shareholders' general meeting.

The Board shall, within 10 days after receiving the proposal, provide a written response indicating its agreement or refusal in accordance with applicable laws, administrative regulations, and these Articles of Association. Shareholder(s) holding individually or collectively 10% or more of our Company's shares (excluding treasury shares) may request in writing that the Board convene an interim shareholders' general meeting. The Board shall, within 10 days after receiving the request, provide a written response indicating its agreement or refusal in accordance with applicable laws, administrative regulations, the Stock Exchange Listing Rules, and these Articles of Association.

The shareholding ratio of the convener(s) (excluding treasury shares) shall not fall below 10% prior to the adoption of any resolution at the shareholders' general meeting.

Proposals of shareholders' general meeting

A proposal submitted to the shareholders' general meeting shall fall within the scope of its authority, specify a clear topic and concrete resolution matters, and comply with the provisions of applicable laws, administrative regulations, and these Articles of Association.

The Board of Directors, the Audit Committee, or shareholder(s) holding individually or collectively 1% or more of our Company's shares shall have the right to submit proposals to our Company for deliberation at a shareholders' general meeting.

Shareholder(s) holding individually or collectively 1% or more of our Company's shares may submit an interim proposal in writing to the convener at least 10 days prior the meeting. The convener shall, within two days after receiving such proposal, issue a supplementary notice of the meeting announcing the content of the interim proposal.

Except under the circumstances described in the preceding paragraph, after the notice of the shareholders' general meeting has been issued, the convener may not modify existing proposals or add new proposals to the agenda.

No proposal that is not included in the meeting notice or fails to comply with Article 55 of these Articles of Association may be put to a vote or adopted as a resolution at the shareholders' general meeting.

Notices of shareholders' general meeting

The convener shall issue a written notice for an annual shareholders' general meeting at least 21 days in advance, and for an interim shareholders' general meeting at least 15 days in advance. The calculation of these periods shall exclude the day on which the meeting is held.

If laws, regulations, or the Stock Exchange Listing Rules prescribe otherwise, such provisions shall prevail.

The notice of a shareholders' general meeting shall include the following content:

(I) The date, venue, and duration of the meeting;

(II) The matters and proposals to be considered and voted on at the meeting;

(III) A prominent statement that all shareholders are entitled to attend the meeting and may appoint a proxy in writing to attend and vote on their behalf, and that such proxy need not be a shareholder of our Company;

(IV) The record date for determining shareholders entitled to attend the meeting;

(V) The name and contact number of the designated contact person for the meeting;

(VI) The time and procedures for voting by other means permitted under these Articles of Association;

(VII) Any other information required by laws, administrative regulations, the Stock Exchange Listing Rules, or other securities regulatory rules of the place where our Company's shares are listed. The notice and any supplementary notice of the shareholders' general meeting shall fully and accurately disclose the complete and specific content of all proposals.

Holding of shareholders' general meeting

Shareholders may attend shareholders' general meetings in person or by proxy. Shareholders have the right to speak and vote at meetings, unless otherwise required to abstain from voting on specific matters under the Stock Exchange Listing Rules.

Individual shareholders attending in person shall present valid identification. Proxies shall present their own valid identification and a proxy form duly authorized by the shareholder. A recognized clearing house (or its proxy) may appoint one or more representatives to act on its behalf. The authorization shall specify the number and class of shares represented by each appointee. Such representatives may exercise rights (without producing share certificates, upon presentation of notarized authorization) as if they were individual shareholders. Corporate shareholders shall be represented by their legal representative or a duly authorized proxy.

The legal representative or proxy shall present valid identification and written authorization. Corporate representation (except for recognized clearing houses) shall be deemed personal attendance. Partnership shareholders shall be represented by the executive managing partner or a duly authorized proxy, who shall present valid identification and written authorization.

A proxy form shall specify:

(I) The proxy's name;

(II) The shareholder's name/share class/quantity;

(III) Voting instructions (approve/oppose/abstain for each agenda item);

(IV) Issue date and validity period;

(V) Shareholder's signature/seal (corporate seals required for legal entities);

(VI) Other content required by applicable laws, rules, or regulatory requirements.

The proxy form shall indicate whether the proxy may vote at their discretion if no specific instructions are given.

Proxy forms authorized by another person shall be notarized.

Notarized authorization documents and proxy forms shall be deposited at our Company's registered office or another specified location.

For corporate shareholders, the legal representative or a board-authorized representative shall attend.

Shareholder-convened meetings shall be chaired by the convener or their elected representative. If the chair violates procedural rules and disrupts the meeting, a majority of shareholders present may elect a new chair to continue the meeting.

Voting and Resolutions at shareholders' general meeting

Resolutions of the shareholders' general meeting shall be classified as ordinary resolutions and special resolutions. An ordinary resolution shall require the approval of more than half of the voting rights held by shareholders (including proxies) present at the meeting.

A special resolution shall require the approval of two-thirds or more of the voting rights held by shareholders (including proxies) present at the meeting.

The following matters shall be adopted by an ordinary resolution:

(I) Work report of the Board of Directors;

(II) Profit distribution and loss recovery plans prepared by the Board;

(III) Appointment, removal, remuneration, and payment methods for Directors

(IV) Annual report of our Company;

(V) Appointment, dismissal, and remuneration of the accounting firm;

(VI) Other matters required by laws, administrative regulations, securities regulatory rules of the place where our Company's shares are listed, or these Articles of Association that do not require a special resolution.

The following matters shall be adopted by a special resolution:

(I) Increase or decrease of our Company's registered capital;

(II) Division, demerger, merger, dissolution, or liquidation of our Company;

(III) Amendments to these Articles of Association;

(IV) Purchase or sale of major assets within one year, or provision of guarantees to others, exceeding 30% of our Company's total audited assets as of the most recent period;

(V) Equity incentive plans;

(VI) Other matters requiring a special resolution under laws, administrative regulations, securities regulatory rules of the place where our Company's shares are listed, these Articles of Association, or matters deemed by an ordinary resolution to have a material impact on our Company.

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

Resolutions of the shareholders' general meeting shall be promptly announced. The announcement shall specify: the number of shareholders and proxies present; the total number of voting shares held and their proportion to our Company's total voting shares; the voting methods adopted; the voting results for each proposal; and the detailed content of all resolutions passed.

DIRECTORS AND BOARD OF DIRECTORS

Directors

Directors shall be elected or replaced by the shareholders' general meeting and may be removed by the shareholders' general meeting prior to the expiration of their term. The term of office for Directors shall be 3 years. Directors may be re-elected upon the expiration of their term in accordance with the securities regulatory rules of the place where our Company's shares are listed.

When the number of employees of a company reaches 300 or more, the board of directors shall have directors representing employees. The number of Directors representing employees shall be 1. The employee representative Director shall be elected or replaced by the employees' congress of our Company and may be removed by the employees' congress prior to the expiration of their term. The term of office shall be the same as that of non-employee representative Directors, and re-election is permitted upon expiration.

Directors shall observe laws, administrative regulations, regulatory rules of the place where our Company's shares are listed and the Articles of Association, and shall fulfil the obligations of fiduciary and diligence duty to our Company.

Independent Non-Executive Directors

The number of independent non-executive directors shall be not less than one-third (inclusive) of the total number of Directors, and shall include at least 1 with appropriate professional qualifications as required under the Stock Exchange Listing Rules or possessing appropriate expertise in accounting or related financial management. 1 independent non-executive director shall permanently reside in Hong Kong. All independent non-executive directors must meet the independence requirements prescribed by the Stock Exchange Listing Rules. Independent non-executive directors shall perform their duties in accordance with laws, administrative regulations, departmental rules, the Stock Exchange Listing Rules, other regulatory requirements of the place where our Company's shares are listed, and the provisions of these Articles of Association.

Board of Directors

Our Company shall have a Board of Directors, which shall be accountable to the shareholders' general meeting.

The Board of Directors shall consist of 7 Directors, including 3 independent non-executive directors. The Board shall have 1 Chairman.

The Board of Directors shall exercise the following powers:

(I) Convene shareholders' general meetings and report to them;

(II) Implement resolutions of shareholders' general meetings;

(III) Decide on our Company's business plans and investment schemes;

(IV) Formulate profit distribution and loss recovery plans;

(V) Prepare plans for increases or decreases in registered capital, issuance of bonds or other securities, and listing;

(VI) Draft plans for major acquisitions, repurchase of our Company's shares, mergers, divisions, dissolution, or changes in corporate form;

(VII) Within the scope authorized by the shareholders' general meeting, decide on matters such as external investments, acquisition or disposal of assets, asset mortgages, external guarantees, entrusted wealth management, connected transactions, and external donations;

(VIII) Determine the structure of our Company's internal management bodies;

(IX) Appoint or remove the General Manager, the Board Secretary, and other senior management personnel, and decide on their remuneration and incentives; upon the nomination of the General Manager, appoint or remove Deputy General Managers, the Chief Financial Officer, and other senior management personnel, and decide on their remuneration and incentives;

(X) Formulate our Company's basic management systems;

(XI) Prepare proposals for amendments to these Articles of Association;

(XII) Manage matters related to information disclosure;

(XIII) Propose to the shareholders' general meeting the appointment or removal of the accounting firm auditing our Company;

(XIV) Listen to work reports from the General Manager and supervise their work;

(XV) Exercise other powers granted by laws, regulations, the Stock Exchange Listing Rules, these Articles of Association, or the shareholders' general meeting.

Matters exceeding the authorization scope of the shareholders' general meeting shall be submitted to the shareholders' general meeting for deliberation. The Board of Directors shall provide explanations to the shareholders' general meeting regarding any non-standard audit opinions issued by the certified public accountants on our Company's financial reports.

The Board of Directors shall, in accordance with laws, administrative regulations, the Stock Exchange Listing Rules, and these Articles of Association, define its authority over matters such as external investments, acquisition or disposal of assets, asset mortgages, external guarantees, entrusted wealth management, connected transactions, and external donations, and establish rigorous review and decision-making procedures. Major investment projects shall be evaluated by relevant experts and professionals and submitted to the shareholders' general meeting for approval.

Special Committees under the Board of Directors

The Audit Committee, Remuneration and Appraisal Committee are established under the Board of Directors of our Company. The Audit Committee shall consist of 3 members, who shall be Directors not serving as senior managers of our Company. 3 of them shall be independent non-executive directors, and the convener shall be an independent non-executive director with accounting expertise.

The terms of reference and procedures of each special committee are set out in the rules of procedure for each special committee formulated by the Board of Directors of our Company.

Secretary to the Board of Directors of our Company

Our Company shall have a secretary to the Board of Directors of our Company. The secretary to the Board of Directors of our Company shall be responsible for the preparation of general meetings and Board meetings, documents custody and management of our Company shareholders' records, handling information disclosure matters, etc.

The secretary to the Board of Directors shall comply with the relevant provisions of laws, administrative regulations, departmental rules, Stock Exchange Listing Rules and the Articles of Association.

General Manager and Other Senior Management Members

Our Company shall have 1 General Manager and several Deputy General Managers, who shall be appointed or removed by the Board of Directors. Directors may be appointed to concurrently serve as the General Manager, Deputy General Manager, or other senior managers. The term of office for the General Manager and Deputy General Managers shall be 3 years, and they may be reappointed upon expiration of their term.

The General Manager shall be responsible to the Board of Directors and exercise the following powers:

(I) Preside over the production and operation management of our Company, implement resolutions of the Board of Directors, and report to the Board;

(II) Implement the annual business plans and investment schemes of our Company;

(III) Draft plans for the structure of our Company's internal management bodies;

(IV) Draft the basic management systems of our Company;

(V) Formulate specific rules and regulations of our Company;

(VI) Propose to the Board of Directors the appointment or removal of Deputy General Managers and the Chief Financial Officer;

(VII) Decide on the appointment or removal of management personnel other than those whose appointment or removal falls under the authority of the Board of Directors;

(VIII) Draft salary, welfare, reward, and punishment systems for employees, and decide on the employment and dismissal of employees;

(IX) Sign daily administrative, business, and financial documents;

(X) Represent our Company in handling external affairs and signing routine business contracts upon authorization by the Board of Directors;

(XI) Decide on other significant transactions not requiring approval by the shareholders' general meeting or the Board of Directors;

(XII) Exercise other powers granted by these Articles of Association or the Board of Directors.

FINANCIAL AND ACCOUNTING SYSTEM, PROFIT DISTRIBUTION AND AUDIT

Our Company shall establish its financial accounting systems in accordance with laws, administrative regulations, securities regulatory rules of the place where our Company's shares are listed, and the provisions of relevant state authorities.

Our Company shall prepare its annual financial report within 4 months after the end of each fiscal year, and its interim financial report within 2 months after the end of the first 6 months of each fiscal year.

If laws, administrative regulations, normative documents issued by competent authorities, the Stock Exchange Listing Rules, or other regulatory requirements of the place where our Company's shares are listed prescribe specific provisions for financial reports, such provisions shall prevail.

Our Company shall not maintain any accounting books other than those required by law. In no case shall our Company's assets be deposited in any account opened in the name of an individual.

Profit Distribution

In distributing the after-tax profit of the current year, our Company shall withdraw 10% of the profit as its statutory reserve fund. When the aggregate amount of the statutory reserve fund of our Company is more than 50% of its registered capital, further appropriations are not required.

Where the statutory reserve fund of our Company is insufficient to make up for the losses of the previous year, the profits of the current year shall be used to make up for such losses before making allocation to its statutory reserve fund in accordance with the preceding paragraph.

After withdrawing statutory reserve fund from after-tax profit, our Company may, subject to are solution of the shareholders' general meeting, withdraw discretionary reserve fund from after-tax profit.

After making up for the losses and making allocations to the reserve funds, any remaining after-tax profit shall be distributed by our Company to the shareholders in proportion to their respective shareholdings unless otherwise specified in the Articles of Association.

If the shareholders' general meeting has, in violation of the provisions of the preceding paragraph, distributed profits to shareholders before our Company has made up for its losses and made allocations to its statutory reserve fund, the shareholders shall return to our Company the profit distributed in violation of the provisions.

Our Company's shares held by our Company are not entitled to any profit distribution.

Following a resolution on the profit distribution plan adopted by the shareholders' general meeting, or after the Board of Directors formulates a specific plan based on the conditions and limits for interim dividends in the following year approved by the annual shareholders' general meeting, our Company shall complete the distribution of dividends (or shares) within 2 months.

Our Company may distribute dividends in cash or in stock, and shall generally give priority to cash dividends in principle.

Audit

Our Company shall implement its internal audit system with professional auditors to carry out internal audit supervision to the financial income and expenditure and economic activities of our Company.

Our Company shall engage an accounting firm which complies with the requirements of the Securities Law and the regulatory rules of the place where our Company's shares are listed to audit the financial statements, net assets verification and other relevant consultancy services. The engagement term is 1 year, renewable. The Board shall not appoint an accounting firm prior to shareholders' approval. If dismissed, the accounting firm may state its opinion at the shareholders' general meeting.

NOTICE AND ANNOUNCEMENT

Notices of our Company may be delivered by the following means:

(I) By personal delivery;

(II) By mail;

(III) By fax or email;

(IV) By public announcement;

(V) Orally in urgent circumstances, provided that written confirmation from the recipient is obtained;

(VI) Any other means permitted by laws, administrative regulations, regulatory rules of the place where our Company's shares are listed, and these Articles of Association.

With respect to the provision or delivery of company communications to H-share shareholders as required under the Stock Exchange Listing Rules, our Company may, in compliance with laws, administrative regulations, departmental rules, securities regulatory requirements of the place where our Company's shares are listed, and these Articles of Association, provide or deliver such communications to H-share shareholders via our Company's designated website, the website of the Stock Exchange of Hong Kong Limited, or by electronic means. "Company communications" refers to any documents issued or to be issued by our Company for the reference or action of any H-share shareholder or other person required under the Stock Exchange Listing Rules.

Where a notice is issued by public announcement in accordance with the powers/rights under these Articles of Association, such announcement shall be published in the manner prescribed by the Stock Exchange Listing Rules. Notices delivered by public announcement shall be deemed received by all relevant parties upon publication.

If the listing rules of the Stock Exchange where our Company's shares are listed require our Company to send, mail, distribute, issue, publish, or otherwise provide relevant documents in both English and Chinese versions, our Company may (based on the expressed preference of shareholders) provide only the English version or only the Chinese version to relevant shareholders, provided that our Company has made appropriate arrangements to determine such preferences and that such action is permitted under applicable laws and regulations.

Notices for convening shareholders' general meetings or Board meetings shall be issued in the manner specified in these Articles of Association.

Notices for convening shareholders' general meetings shall be published by means of a public announcement on our Company's website, the website of the Stock Exchange, or through other notification methods permitted under these Articles of Association.

MERGER, DIVISION, DISSOLUTION AND LIQUIDATION

Merger and Division

In the event of a merger involving our Company, the parties shall execute a merger agreement and formulate a balance sheet and a list of assets. Our Company will notify creditors within 10 days of the resolution date and publish an announcement in newspapers or the National Enterprise Credit Information Publicity System within 30 days. Creditors may, within 30 days of receiving notice or within 45 days of the announcement if they have not received notice, require our Company to settle its debt or provide a relevant guarantee.

Upon a merger, the claims and debts of involved parties shall be assumed by the surviving company or newly established company. In the event of a division of our Company, its properties shall be allocated accordingly. For the division, a balance sheet and a list of assets shall be formulated. Our Company shall notify creditors within 10 days of the merger resolution and publish an announcement in newspapers or the National Enterprise Credit Information Publicity System within 30 days.

Dissolution and Liquidation

Our Company is dissolved for the following reasons:

(I) the term of operations specified in the Articles of Association has expired, or another circumstance for dissolution outlined in the Articles of Association has occurred;

(II) the general meeting decides to dissolve it;

(III) it is necessary to dissolve due to a merger or division of our Company;

(IV) its business license is canceled, or it is ordered to close down or dissolve according to the law;

(V) when our Company faces severe operational and management difficulties, its continuous existence may cause material losses to shareholders' interests, and such difficulties cannot be resolved otherwise, shareholders holding more than 10% of the voting rights may apply to the people's court to dissolve our Company.

If our Company experiences dissolution causes as stipulated in the preceding article, it shall publicize the dissolution causes through the National Enterprise Credit Information Publicity System within 10 days.

If our Company falls under circumstances (I) or (II) of the preceding article and has not yet distributed its assets to shareholders, it may continue to exist by amending these Articles of Association or through a resolution of the shareholders' general meeting.

Any amendment to these Articles of Association or resolution of the shareholders' general meeting pursuant to the preceding paragraph shall require the approval of two-thirds or more of the voting rights held by shareholders present at the meeting.

If our Company is dissolved under circumstances (I), (II), (IV), or (V) of the preceding article, it shall form a liquidation group within 15 days after the dissolution cause arises to conduct liquidation. The liquidation group shall be composed of Directors, unless otherwise stipulated in these Articles of Association or resolved by the shareholders' general meeting. If the obligor fails to perform liquidation duties promptly and causes losses to our Company or its creditors, it shall be liable for compensation.

If our Company fails to form a liquidation group within the specified period or fails to commence liquidation after forming such a group, interested parties may apply to the People's Court to designate relevant personnel to form a liquidation group.

If our Company is dissolved under circumstance (IV) of the preceding article, the department that issued the decision to revoke the business license, order closure, or cancellation, or our Company registration authority may apply to the People's Court to designate relevant personnel to form a liquidation group.

The liquidation group shall notify creditors within 10 days after its establishment and make a public announcement in a newspaper at our Company's location or on the National Enterprise Credit Information Publicity System within 60 days. Creditors shall declare their claims to the liquidation group within 30 days after receiving the notice or within 45 days after the announcement if not be notified

When declaring claims, creditors shall specify relevant details and provide supporting documents. The liquidation group shall register all claims. During the creditor claims period, the liquidation group shall not repay any creditors.

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

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Our Company shall amend these Articles of Association under any of the following circumstances:

(I) If any provision herein contradicts the Company Law, other applicable laws, administrative regulations, or the regulatory rules of the place where our Company's shares are listed, after any amendment to such laws or rules;

(II) If changes in our Company's circumstances contradict the provisions of these Articles of Association;

(III) If the shareholders' general meeting resolves to amend these Articles of Association.

If any amendment to these Articles of Association adopted by a resolution of the shareholders' general meeting requires approval from the competent authority, such amendment shall be submitted to the original approving authority for approval. If the amendment involves matters registered with our Company registration authority, our Company shall complete the change registration in accordance with the law.

The Board of Directors shall amend these Articles of Association in accordance with the resolution of the shareholders' general meeting and the approval opinions of the relevant competent authority. Matters related to the amendment that require disclosure under laws, regulations, or the Stock Exchange Listing Rules shall be publicly announced as required.