

SHARE CAPITAL

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

BEFORE THE [REDACTED]

As of the Latest Practicable Date, the registered capital of our Company was RMB429,666,455 comprising 429,666,455 Unlisted Shares in issue with a nominal value of RMB1.00 each.

UPON [REDACTED] OF THE [REDACTED]

Immediately upon [REDACTED] of the Share Subdivision, the [REDACTED] and Conversion of Unlisted Shares into H Shares, assuming the [REDACTED] is not exercised and no Shares are [REDACTED] under the Pre-[REDACTED] Share Option Schemes, the share capital of our Company will be as follows:

Description of Shares	Number of Shares	Approximate % of issued share capital
H Shares to be converted from Unlisted Shares	[859,332,910]	[REDACTED]
H Shares to be [REDACTED] pursuant to the [REDACTED]	[REDACTED]	[REDACTED]
Total	[REDACTED]	100%

Immediately upon [REDACTED] of the Share Subdivision, the [REDACTED] and Conversion of Unlisted Shares into H Shares, assuming the [REDACTED] is fully exercised and no Shares are [REDACTED] under the Pre-[REDACTED] Share Option Schemes, the share capital of our Company will be as follows:

Description of Shares	Number of Shares	Approximate % of [REDACTED] share capital
H Shares to be converted from Unlisted Shares	[859,332,910]	[REDACTED]
H Shares to be [REDACTED] pursuant to the [REDACTED]	[REDACTED]	[REDACTED]
Total	[REDACTED]	100%

SHARE CLASSES

Upon [REDACTED] of the Share Subdivision, the [REDACTED] and conversion of [REDACTED] Unlisted Shares into H Shares, all of our H Shares are ordinary shares in the share capital of our Company. Apart from certain qualified domestic institutional investors in the PRC, certain qualified PRC investors under the Shanghai-Hong Kong Stock Connect and the Shenzhen-Hong Kong Stock Connect, and other persons who are entitled to hold our H Shares pursuant to relevant PRC laws and regulations or upon approvals of any competent authorities, H Shares generally cannot be subscribed for or traded among legal and natural persons of the PRC.

SHARE CAPITAL

[REDACTED]

All our Unlisted Shares are not [REDACTED] or [REDACTED] on any stock exchange. The holders of our Unlisted Shares may, at their own option, authorize us to apply to the CSRC for conversion of their respective Unlisted Shares into H Shares. After the conversion of Unlisted Shares, such converted Shares may be [REDACTED] or [REDACTED] on an overseas stock exchange, provided that such conversion shall have gone through any requisite internal approval process and complied with the regulations prescribed by the securities regulatory authorities of the State Council and the regulations, requirements and procedures prescribed by the overseas stock exchange(s) and the filing procedure with the CSRC shall have been completed. The [REDACTED] of such converted Shares on the Stock Exchange will also require the approval of the Stock Exchange. In addition, such conversion, [REDACTED] and [REDACTED] shall in all respects comply with the regulations prescribed by the State Council’s securities regulatory authorities and the regulations, requirements and procedures prescribed by the relevant overseas stock exchange. Based on the procedures for the conversion of our Unlisted Shares into H Shares as disclosed in this section, we can apply for the [REDACTED] of all or any portion of our Unlisted Shares on the Stock Exchange as H Shares in advance of any proposed conversion to ensure that the conversion process can be completed promptly upon notice to the Stock Exchange and delivery of Shares for entry on the [REDACTED]. As any [REDACTED] of additional Shares after our initial [REDACTED] on the Stock Exchange is ordinarily considered by the Stock Exchange to be a purely administrative matter, it will not require such prior [REDACTED] for [REDACTED] at the time of our initial [REDACTED] in Hong Kong.

No voting of class shareholder is required for the [REDACTED] and [REDACTED] of the converted Shares on the Stock Exchange. Any [REDACTED] for [REDACTED] of the converted Shares on the Stock Exchange after our initial [REDACTED] is subject to prior notification by way of announcement to inform Shareholders and the public of such proposed conversion. After all the requisite approvals have been obtained, the following procedure will need to be completed in order to effect the conversion: the relevant Unlisted Shares will be withdrawn from the Domestic Share register and we will re-register such Shares on our [REDACTED] maintained in Hong Kong and instruct the [REDACTED] to [REDACTED] H Share certificates. Registration on our [REDACTED] will be conditional on (a) our [REDACTED] lodging with the Stock Exchange a letter confirming the proper entry of the relevant H Shares on the [REDACTED] of members and the due dispatch of H Share certificates; and (b) the [REDACTED] of the [REDACTED] to trade on the Stock Exchange in compliance with the Listing Rules, the [REDACTED] and the [REDACTED] in force from time to time. Until the converted shares are re-registered on our [REDACTED], such Shares would not be [REDACTED] as [REDACTED].

TRANSFER OF SHARES [REDACTED] PRIOR TO [REDACTED]

Pursuant to the PRC Company Law, our Shares [REDACTED] prior to the [REDACTED] shall not be transferred within 12 months from the [REDACTED].

REGISTRATION OF SHARES NOT [REDACTED] ON THE OVERSEAS STOCK EXCHANGE

According to the Guidelines for the “Full Circulation” Program for Domestic Unlisted Shares of H-Share Listed Companies (《H股公司境内未上市股份申请“全流通”业务指引》) announced by the CSRC, the domestic shareholders of our Shares shall handle share transfer registration business in accordance with the relevant business rules of the China Securities Depository and Clearing Corporation Limited. Further, H-share companies should submit the relevant status reports to the CSRC within 15 days after the transfer registration with the China Securities Depository and Clearing Corporation Limited of such shares involved in the application is completed.

CIRCUMSTANCES UNDER WHICH A GENERAL MEETING IS REQUIRED

For details of circumstances under which a Shareholders’ general meeting is required, see “Summary of Articles of Association” in Appendix V to this document.