

SHARE CAPITAL

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

BEFORE THE [REDACTED]

As at the Latest Practicable Date and immediately before the completion of the [REDACTED], the registered share capital of our Company is RMB27,614,952, divided into 27,614,952 [REDACTED] Shares with a nominal value of RMB1.00 each.

UPON COMPLETION OF THE [REDACTED]

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

Description of Shares	Number of Shares	Approximate percentage of the total issued share capital
H Shares to be converted from [REDACTED] Shares	[REDACTED]	[REDACTED]%
H Shares to be issued pursuant to the [REDACTED]	[REDACTED]	[REDACTED]%
Total	[REDACTED]	[REDACTED]%

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

Description of Shares	Number of Shares	Approximate percentage of the total issued share capital
H Shares to be converted from [REDACTED] Shares	[REDACTED]	[REDACTED]%
H Shares to be issued pursuant to the [REDACTED]	[REDACTED]	[REDACTED]%
Total	[REDACTED]	[REDACTED]%

OUR SHARES

Upon completion of the [REDACTED] and the conversion of [REDACTED] Shares into H Shares, our Company would have H Shares only. Both [REDACTED] Shares and H Shares are ordinary shares in the share capital of our Company and are regarded as the same class of Shares. 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 by or traded among legal and natural persons of the PRC.

[REDACTED] Shares and H Shares are regarded as one class of Shares under our Articles of Association and will rank *pari passu* with each other in all respects and, in particular, will rank equally for all dividends or distributions declared, paid or made after the date of this Document. All dividends in respect of the H Shares are to be paid by us in Hong Kong dollars or in the form of H Shares.

SHARE CAPITAL

CONVERSION OF [REDACTED] SHARES INTO H SHARES

Pursuant to the regulations prescribed by the securities regulatory authorities of the State Council and the Articles of Association, the [REDACTED] Shares may be converted into [REDACTED] Shares. Such converted Shares could be listed or traded on an overseas stock exchange, provided that prior to the conversion and trading of such converted Shares, any requisite internal approval process and the filing with the CSRC have been duly completed. In addition, such conversion and trading shall comply with the regulations prescribed by the securities regulatory authorities of the State Council and the regulations, requirements and procedures prescribed by the relevant overseas stock exchange including the approval of the Stock Exchange.

Registration with the CSRC and Full Circulation Application

In accordance with the Guidelines for the “Full Circulation Programme for Domestic [REDACTED] 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, H-share listed companies which apply for the conversion of shares into H shares for [REDACTED] and circulation on the [REDACTED] shall register with the CSRC. An unlisted joint stock company may apply for “full circulation” when applying for an overseas [REDACTED].

Our Company has applied for a “full circulation” filing when applying for an overseas [REDACTED] filing with the CSRC on [•], and [submitted] the filing reports, authorisation documents of the shareholders of [REDACTED] Shares for which an H-share “full circulation” filing was applied, undertaking on the compliance of share acquisition and other documents in accordance with the requirements of the CSRC.

[REDACTED] Approval by the Stock Exchange

We have applied to the Stock Exchange for the granting of [REDACTED] of, and permission to deal in, our H Shares to be issued pursuant to the [REDACTED] (including any H Shares which may be issued pursuant to the exercise of the [REDACTED]), which is subject to the approval by the Stock Exchange.

We will perform the following procedures for the conversion of [REDACTED] Shares into H Shares after receiving the approval of the Stock Exchange: (a) giving instructions to our H [REDACTED] regarding relevant share certificates of the converted H Shares; and (b) enabling the converted H Shares to be accepted as eligible securities by [REDACTED] for deposit, clearance and settlement in the [REDACTED].

TRANSFER OF SHARES ISSUED PRIOR TO THE [REDACTED]

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

SHAREHOLDERS’ GENERAL MEETINGS AND CLASS MEETINGS

For details of circumstances under which our general Shareholders’ meeting and classified Shareholders’ meeting are required, see “Summary of the Articles of Association” in Appendix V to this Document and “Summary of Principal Legal and Regulatory Provisions” in Appendix IV to this Document.