

## SHARE CAPITAL

### BEFORE THE [REDACTED]

As of the Latest Practicable Date, the total issued share capital of our Company was RMB115,911,267, comprising 115,911,267 Shares with a nominal value of RMB[1.00] each.

### UPON COMPLETION OF THE [REDACTED]

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

Description of Shares	Number of Shares	Approximate % of issued share capital
Unlisted Shares . . . . .	[REDACTED]	[REDACTED]
H Shares to be converted from Unlisted Shares <sup>(1)</sup> . . . . .	[REDACTED]	[REDACTED]
H Shares to be issued pursuant to the [REDACTED] . . . . .	[REDACTED]	[REDACTED]
<b>Total:</b> . . . . .	[REDACTED]	100.0

*Note:*

- (1) For details of the identities of the Shareholders whose Shares will be converted into H Shares upon the [REDACTED], see “History, Development and Corporate Structure — Major Shareholding Changes of Our Company — (5) Capitalization of Our Company”.

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

Description of Shares	Number of Shares	Approximate % of issued share capital
Unlisted Shares . . . . .	[REDACTED]	[REDACTED]
H Shares to be converted from Unlisted Shares <sup>(1)</sup> . . . . .	[REDACTED]	[REDACTED]
H Shares to be issued pursuant to the [REDACTED] . . . . .	[REDACTED]	[REDACTED]
<b>Total:</b> . . . . .	[REDACTED]	[REDACTED]

*Note:*

- (1) For details of the identities of the Shareholders whose Shares will be converted into H Shares upon the [REDACTED], see “History, Development and Corporate Structure — Major Shareholding Changes of Our Company — (5) Capitalization of Our Company”.

### OUR SHARES

Our H Shares in issue upon completion of the [REDACTED] and converted from the Unlisted Shares, and the Unlisted Shares are ordinary Shares in our share capital. H Shares may only be subscribed for, and [REDACTED] in, Hong Kong dollars. Our Unlisted Shares, on the other hand, may only be subscribed for and [REDACTED] in Renminbi. Apart from certain qualified domestic institutional [REDACTED] in the PRC, qualified PRC [REDACTED] under the Shanghai-Hong Kong Stock Connect and the Shenzhen-Hong Kong Stock Connect and other persons entitled to hold H Shares pursuant to the relevant PRC laws and regulations or upon approval by any competent authorities (such as our certain existing Shareholders the Unlisted Shares held by whom will be converted into H Shares according to the approval of the CSRC), H Shares generally may not be subscribed for by, or [REDACTED] between, legal or natural persons of the PRC. Our Unlisted Shares, on the other hand, can be purchased or transferred between legal or natural persons of the PRC, qualified foreign institutional [REDACTED] and qualified foreign strategic [REDACTED].

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Unlisted 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 other respects and, in particular, will rank equally for all dividends or distributions declared, paid or made after the date of this Document. Dividends in respect of our Shares may be paid by us in Hong Kong dollars or Renminbi, as the case may be. In addition to cash, dividends may be distributed in the form of Shares.

### CONVERSION OF UNLISTED SHARES INTO H SHARES

According to the regulations issued by the securities regulatory authorities of the State Council and our Articles of Association, the Unlisted Shares may be converted into H Shares. Such converted Shares may be [REDACTED] and [REDACTED] on an overseas stock exchange provided that the conversion, [REDACTED] and [REDACTED] of such converted Shares have been filed with the CSRC. Additionally, such conversion, [REDACTED] and [REDACTED] shall meet any requirement of the internal approval process and in all respects comply with the regulations prescribed by the securities regulatory authorities of the State Council and the regulations, requirements and procedures prescribed by the relevant overseas stock exchange.

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

After all the requisite approvals have been obtained, the relevant Unlisted Shares will be withdrawn from the Share register, and our Company will re-register such Shares on the H Share register maintained in Hong Kong and instruct the [REDACTED] to issue H Share certificates. Registration on the H Share register of our Company will be on the conditions that (i) the [REDACTED] lodges with the Stock Exchange a letter confirming the proper entry of the relevant H Shares on the H Share register and the due dispatch of H Share certificates; and (ii) the admission of the H Shares to be [REDACTED] on the Stock Exchange complies with the Listing Rules and [REDACTED] in force from time to time. Until the converted Shares are re-registered on the H Share register of our Company, such Shares would not be [REDACTED] as H Shares.

### RESTRICTIONS OF SHARE TRANSFER

In accordance with the PRC Company Law, the shares [REDACTED] prior to any public offering of shares by a company cannot be transferred within one year from the date on which such publicly offered shares are [REDACTED] and [REDACTED] on the relevant stock exchange. As such, the Shares [REDACTED] by our Company prior to the [REDACTED] of H Shares will be subject to such statutory restriction on transfer within a period of one year from the [REDACTED].

## SHARE CAPITAL

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The Directors and members of the senior management of our Company shall declare their shareholdings in our Company and any changes in their shareholdings. Shares transferred by the Directors and members of the senior management each year during their term of office shall not exceed 25% of their total respective shareholdings in our Company. The Shares that the aforementioned persons held in our Company cannot be transferred within one year from the date on which the Shares are [REDACTED], nor within half a year after they leave their positions in our Company. The Articles of Association may contain other restrictions on the transfer of the Shares held by the Directors and members of senior management of our Company.

### SHAREHOLDERS' GENERAL MEETINGS

For details of circumstance under which our shareholders' general meeting is required, please refer to the section headed "Summary of the Articles of Association of the Company — Shareholders and Shareholders' Meetings" in Appendix III to this Document.