

**SHARE CAPITAL**

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

**BEFORE THE [REDACTED]**

As of the Latest Practicable Date, the registered share capital of our Company was RMB361,000,000 comprising 361,000,000 [REDACTED] with a nominal value of RMB1.00 each.

**UPON THE COMPLETION OF THE [REDACTED]**

Immediately upon completion of the [REDACTED] and the [REDACTED] of certain [REDACTED] into [REDACTED], assuming the [REDACTED] is not exercised, the share capital of our Company will be as follows:

<u>Description of Shares</u>	<u>Number of Shares</u>	<u>Approximate percentage of total share capital of our Company</u>
		%
[REDACTED] Shares in issue . . . . .	[REDACTED]	[REDACTED]
[REDACTED] to be converted from [REDACTED] . . . . .	[REDACTED]	[REDACTED]
[REDACTED] to be issued pursuant to the [REDACTED] . . . . .	[REDACTED]	[REDACTED]
<b>Total</b> . . . . .	<b>[REDACTED]</b>	<b>100.00</b>

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

<u>Description of Shares</u>	<u>Number of Shares</u>	<u>Approximate percentage of total share capital of our Company</u>
		%
[REDACTED] Shares in issue . . . . .	[REDACTED]	[REDACTED]
[REDACTED] to be converted from [REDACTED] . . . . .	[REDACTED]	[REDACTED]
[REDACTED] to be issued pursuant to the [REDACTED] . . . . .	[REDACTED]	[REDACTED]
<b>Total</b> . . . . .	<b>[REDACTED]</b>	<b>100.00</b>

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### RANKING

Upon completion of the [REDACTED], our Company will have Unlisted Shares and [REDACTED]. Both Unlisted Shares and 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 [REDACTED] by or traded among legal and natural persons of the PRC.

All Unlisted Shares and H Shares 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 Renminbi. In addition to cash, dividends may be distributed in the form of Shares or a combination of cash and shares.

### CONVERSION OF OUR UNLISTED SHARES INTO H SHARES

Upon completion of the [REDACTED], our Company will have two types of ordinary Shares, namely Unlisted Shares and H Shares.

According to the regulations by the securities regulatory authorities of the State Council and our Articles of Association, the Unlisted Shares may be converted into H Shares, and such converted H Shares may be [REDACTED] and [REDACTED] on an overseas stock exchange provided that the conversion, [REDACTED] and trading of such converted H Shares has been filed with the securities regulatory authorities of the State Council. Upon completion of the [REDACTED], our Unlisted Shares are not [REDACTED] or [REDACTED] on any stock exchange. The holders of our Unlisted Shares may convert their Shares into H Shares provided 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 all the filing procedures with relevant Chinese mainland regulatory authorities, including the CSRC are followed. 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 complete any requisite 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.

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After all the requisite approvals have been obtained, the following procedure will need to be completed in order to effect the [REDACTED]: the relevant [REDACTED] will be withdrawn from the [REDACTED] and we will re-register [REDACTED] on our [REDACTED] maintained in Hong Kong and instruct the [REDACTED] to issue [REDACTED] 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 [REDACTED] on the [REDACTED] of members and the due dispatch of [REDACTED] certificates; and (b) the admission of the [REDACTED] to [REDACTED] on the Stock Exchange in compliance with the Listing Rules, the General Rules of [REDACTED] and the [REDACTED] Operational Procedures in force from time to time. Until the converted Shares are re-registered on our [REDACTED], [REDACTED] will not be [REDACTED] as [REDACTED].

### **RESTRICTION ON TRANSFER OF SHARES ISSUED PRIOR TO THE [REDACTED]**

In accordance with the PRC Company Law, the shares issued 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 listed and traded on the relevant stock exchange. As such, the Shares issued by our Company prior to the [REDACTED] will be subject to such statutory restriction on transfer within a period of one year from the [REDACTED].

Our Directors and members of the senior management shall declare their shareholdings in our Company and any changes in their shareholdings. Shares transferred by our 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 [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 our Directors and members of senior management of our Company, a summary of which is set out in “Appendix III—Summary of the Articles of Association”.

### **CIRCUMSTANCES UNDER WHICH GENERAL MEETING ARE REQUIRED**

Particulars of circumstances under which our Shareholders’ general meeting is required are set out in “Appendix III—Summary of the Articles of Association”.

### **SHAREHOLDERS’ APPROVAL FOR THE [REDACTED]**

Approval from holders of the Shares is required for the Company to issue [REDACTED] and seek the [REDACTED] on the Hong Kong Stock Exchange. The Company has obtained such approval at the Shareholders’ general meeting held on April 8, 2026.