

SHARE CAPITAL

BEFORE THE COMPLETION OF THE [REDACTED]

As at the Latest Practicable Date, our registered share capital was [REDACTED], divided into [REDACTED] Shares with a nominal value of RMB1.00 each. Immediately before the [REDACTED], [REDACTED], the ordinary shares of the Company will be split on a one-for-four basis, and the above registered share capital of the Company of [REDACTED] will be divided into [REDACTED] Shares of par value RMB0.25 each pursuant to the Share Subdivision.

UPON THE COMPLETION OF THE [REDACTED]

Assuming the [REDACTED] is not exercised, the share capital of our Company immediately after completion of the Share Subdivision, the [REDACTED] and the Conversion of [REDACTED] Shares into H shares will be as follows:

Description of Shares	Number of Shares	Approximate percentage of the total share capital
[REDACTED] Shares	[REDACTED]	[REDACTED]
H Shares converted from [REDACTED] Shares	[REDACTED]	[REDACTED]
H Shares to be issued under the [REDACTED]	<u>[REDACTED]</u>	<u>[REDACTED]</u>
Total	<u>[REDACTED]</u>	<u>[REDACTED]</u>

Assuming the [REDACTED] is exercised in full, the share capital of our Company immediately after completion of the Share Subdivision, the [REDACTED] and the Conversion of [REDACTED] Shares will be as follows:

Description of Shares	Number of Shares	Approximate percentage of issued share capital
[REDACTED] Shares	[REDACTED]	[REDACTED]
H Shares converted from [REDACTED] Shares	[REDACTED]	[REDACTED]
H Shares to be issued under the [REDACTED]	<u>[REDACTED]</u>	<u>[REDACTED]</u>
Total	<u>[REDACTED]</u>	<u>[REDACTED]</u>

The above table assumes that the [REDACTED] has become unconditional, the Share Subdivision has been completed and the Conversion of [REDACTED] Shares has been completed, and the H Shares are issued pursuant to the [REDACTED].

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RANKING

Upon completion of the [REDACTED], the Shares will consist of [REDACTED] Shares and H Shares. The H Shares in issue following the completion of the [REDACTED] and the [REDACTED] Shares are ordinary Shares in the share capital of our Company. However, apart from certain qualified domestic institutional [REDACTED] in the PRC, qualified PRC [REDACTED] under the Shanghai-Hong Kong stock exchanges connectivity mechanism (Shanghai-Hong Kong Stock Connect) and the Shenzhen-Hong Kong stock exchanges connectivity mechanism (Shenzhen-Hong Kong Stock Connect) and other persons entitled to hold our Company's H Shares pursuant to the relevant PRC laws and regulations or upon approval by any competent authorities, H Shares generally may not be subscribed for by, or traded between, legal or natural persons of the PRC. [REDACTED] Shares may only be subscribed for by, and traded between, legal persons of the PRC, certain qualified foreign institution [REDACTED] and qualified foreign strategic [REDACTED]. H Shares may only be subscribed for and traded in Hong Kong dollars. [REDACTED] Shares, on the other hand, may only be subscribed for and transferred in Renminbi.

[REDACTED] Shares and H Shares shall rank *pari passu* with each other in all other respects and, in particular, will rank equally for dividends or distributions declared, paid or made. All dividends in respect of the H Shares are to be paid by us in Hong Kong dollars whereas all dividends in respect of [REDACTED] Shares are to be paid by us in Renminbi. In addition to cash, dividends may be distributed in the form of Shares. For holders of H Shares, dividends in the form of Shares will be distributed in the form of additional H Shares. For holders of [REDACTED] Shares, dividends in the form of Shares will be distributed in the form of additional [REDACTED] Shares.

CONVERSION OF [REDACTED] SHARES INTO H SHARES

According to the regulations by the CSRC and our Articles of Association, the holders of these [REDACTED] Shares may, at their own option, authorise our Company to apply to the CSRC for conversion of their respective [REDACTED] Shares to H Shares upon the [REDACTED], and such converted Shares may be [REDACTED] and traded on an overseas stock exchange provided that the conversion, [REDACTED] and trading of such converted Shares have been approved by the securities regulatory authorities of the State Council. Additionally, such conversion, trading and [REDACTED] shall meet any requirement of 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 [REDACTED] Shares are to be converted, [REDACTED] and traded as H Shares on the Stock Exchange, the approvals of any internal approval process and/or the 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 [REDACTED] Shares into H Shares as set out below, we will apply for the [REDACTED] of all or any portion of the [REDACTED] 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 [REDACTED] Shares or the [REDACTED] and trading of such converted Shares on an overseas stock

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exchange. Any application for [REDACTED] of the converted shares on the Stock Exchange after our [REDACTED] [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 [REDACTED] Shares will be withdrawn from the Share register, and the 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 the 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 traded on the Stock Exchange complies with the Listing Rules and the General Rules of [REDACTED] and the [REDACTED] Operational Procedures in force from time to time. Until the converted Shares are re-registered on the H Share register of the Company, such Shares would not be [REDACTED] as H Shares.

RESTRICTIONS OF SHARE TRANSFER

In accordance with the PRC Company Law, the shares issued prior to any [REDACTED] of shares by a company cannot be transferred within 12 months from the date on which such [REDACTED] shares are [REDACTED] and traded on the relevant stock exchange. As such, the Shares issued 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].

Our Directors and members of the senior management of our Company shall declare their shareholdings in the 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 [REDACTED] of their total respective shareholdings in our Company. The Shares that the aforementioned persons held in our Company cannot be transferred within 12 months from the date on which the Shares are [REDACTED] and traded, 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.

CIRCUMSTANCES UNDER WHICH GENERAL MEETING IS REQUIRED

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

EMPLOYEE INCENTIVE SCHEME

We have adopted an Employee Incentive Scheme during the Track Record Period. Please refer to the section headed “Statutory and General Information — C. Further Information about our Directors and Substantial Shareholders — 5. Employee Incentive Scheme” in Appendix VI to this document for further details.