

SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

The following is a description of the authorized and issued share capital of our Company in issue and to be issued as fully paid or credited as fully paid prior to and immediately following the completion of the [REDACTED].

As at the Latest Practicable Date, our authorized share capital was US\$50,000 divided into: (i) 472,624,546 Ordinary Shares, (ii) 15,150,000 Series Pre-A Shares, (iii) 4,865,390 Series A-1 Shares, (iv) 1,134,610 Series A-2 Shares, (v) 3,978,471 Series B Shares, (vi) 314,220 Series C-1 Shares, (vii) 1,853,815 Series C-2 Shares and (viii) 78,948 Series D Shares.

Immediately prior to the Share Subdivision and the [REDACTED], our issued share capital consisted of: (i) 9,166,667 Ordinary Shares, (ii) 15,150,000 Series Pre-A Shares, (iii) 4,865,390 Series A-1 Shares, (iv) 1,134,610 Series A-2 Shares, (v) 3,978,471 Series B Shares, (vi) 314,220 Series C-1 Shares, (vii) 1,853,815 Series C-2 Shares and (viii) 78,948 Series D Shares. The Preferred Shares will be converted into Ordinary Shares on a one-to-one basis by way of re-designation immediately before [REDACTED].

Pursuant to the Shareholders’ resolutions on [●], each ordinary Share (whether issued or unissued) in the then authorized share capital of the Company with a par value of US\$0.0001 each will be subdivided into [REDACTED] Shares with a par value of US\$[REDACTED] each, such that immediately following the Share Subdivision, the authorized share capital of the Company is US\$50,000 divided into [REDACTED] Shares with a par value of US\$[REDACTED] each.

Immediately following completion of the Share Subdivision and the [REDACTED], assuming the [REDACTED] is not exercised and all Preferred Shares have been converted into Ordinary Shares on a one-to-one basis, the share capital of our Company will be as follows:

Description of Shares	Number of Shares	Aggregate nominal value of Shares	Approximate percentage of the issued share capital
Shares in issue	[REDACTED]	US\$3,654.21	[REDACTED]%
Shares to be issued pursuant to the [REDACTED]	[REDACTED]	US\$[REDACTED]	[REDACTED]%
Total	[REDACTED]	US\$[REDACTED]	100.00%

Immediately following completion of the Share Subdivision and the [REDACTED], assuming the [REDACTED] is exercised in full and all Preferred Shares have been converted into Ordinary Shares on a one-to-one basis, the share capital of our Company will be as follows:

Description of Shares	Number of Shares	Aggregate nominal value of Shares	Approximate percentage of the issued share capital
Shares in issue	[REDACTED]	US\$3,654.21	[REDACTED]%
Shares to be issued pursuant to the [REDACTED]	[REDACTED]	US\$[REDACTED]	[REDACTED]%
Shares to be issued pursuant to the exercise of the [REDACTED] in full	[REDACTED]	US\$[REDACTED]	[REDACTED]%
Total	[REDACTED]	US\$[REDACTED]	100.00%

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ASSUMPTIONS

The above table assumes that the [REDACTED] becomes unconditional and Shares are issued pursuant to the [REDACTED]. The above tables do not take into account any Shares which may be issued or repurchased by the Company under the general mandates granted to the Directors as referred to below.

RANKING

The [REDACTED] are Shares in the share capital of our Company and will rank equally with all Shares currently in issue or to be issued (including all Preferred Shares converted into Ordinary Shares immediately before the [REDACTED]) and, in particular, will rank equally for all dividends or other distributions declared, made or paid on the Shares on a record date which falls after the date of this document.

CIRCUMSTANCES UNDER WHICH GENERAL MEETINGS ARE REQUIRED

Upon completion of the [REDACTED], our Company has only one class of Shares, namely ordinary shares, and each ranks *pari passu* with the other Shares.

Our Company may, from time to time, whether or not all the shares for the time being authorized shall have been issued and whether or not all the shares for the time being issued shall have been fully paid up, by ordinary resolution of shareholders, increase the maximum number of shares our Company is authorized to issue.

Our Company may from time to time by ordinary resolution of shareholders cancel any shares which at the date of the passing of the resolution of members have not been taken or agreed to be taken by any person, and diminish the maximum number of shares the Company is authorized to issue by the number of shares so canceled subject to the provisions of the Cayman Companies Act.

Pursuant to the Cayman Companies Act and the terms of the Memorandum of Association and Articles of Association, our Company may from time to time by ordinary resolution of shareholders (i) increase the maximum number of shares our Company is authorized to issue, (ii) divide its share, including issued shares into a larger number of shares and (iii) combine its shares, including issued shares, into a smaller number of shares, and a division or combination of shares, including issued shares, of a class shall be for a larger or smaller number, as the case may be, of shares in the same class.

See the section headed “Summary of the Constitution of the Company and the Company Laws of the Cayman Islands — Articles of Association — Shares — Alteration of Capital” in Appendix III to this document for further details.

GENERAL MANDATE TO ISSUE SHARES AND RESELL TREASURY SHARES

Subject to the [REDACTED] becoming unconditional, our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares (including the sale or transfer of treasury Shares). See the section headed “Statutory and General Information — Further Information about our Company – Resolutions of the Shareholders of Our Company” in Appendix IV to this document for further details.

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GENERAL MANDATE TO REPURCHASE SHARES

Subject to the [REDACTED] becoming unconditional, our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase our own securities. See the section headed “Statutory and General Information — Further Information about our Company — Resolutions of the Shareholders of Our Company” in Appendix IV to this document for further details.

PRE-[REDACTED] SHARE INCENTIVE SCHEME

We adopted the Pre-[REDACTED] Share Incentive Scheme. For further details, see “Statutory and General Information — Pre-[REDACTED] Share Incentive Scheme” in Appendix IV to this document.