
SHARE CAPITAL

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

PRIOR TO THE [REDACTED]

As at the date of this document, the registered share capital of our Company was RMB[36,010,000] comprising [36,010,000] Unlisted Shares with a nominal value of RMB[1.00] each.

UPON COMPLETION OF THE [REDACTED]

Immediately following completion of the [REDACTED], assuming that the [REDACTED] is not exercised, our Company’s share capital will be as follows:

Description of Shares	Number of Shares	Approximate percentage of total share capital
Unlisted Shares	[REDACTED]	[REDACTED]%
H Shares to be issued under the [REDACTED]	[REDACTED]	[REDACTED]%
Total	[REDACTED]	[REDACTED]%

RANKING

Upon completion of the [REDACTED], our Company will have H Shares and Unlisted Shares, both of which are ordinary shares in the share capital of our Company and are regarded as the same class of Shares. The [REDACTED] will rank *pari passu* in all respects with all other existing Shares in [REDACTED] or to be [REDACTED] as mentioned in this document, and, in particular, will qualify in full for all dividends or other distributions declared, made or paid on our Shares in respect of a record date which falls after the date of [REDACTED] other than participation in the [REDACTED].

MINIMUM PUBLIC FLOAT AND FREE FLOAT

Pursuant to Rule 19A.13A(1) of the Listing Rules, at the time of Listing and at all times thereafter, our Company must maintain the minimum prescribed percentage of 25% of the issued share capital of our Company in the hands of the public (as defined in the Listing Rules).

Pursuant to Rule 19A.13C(1), at the time of [REDACTED], our Company must ensure that not less than 10% of the total number of issued shares in the class to which our H shares belong (excluding treasury shares) are held by the public and are freely tradable (as defined in the Listing Rules), with such shares having an expected market value of not less than HK\$50 million, or an expected market value of not less than HK\$600 million.

RESTRICTIONS OF SHARE TRANSFER

Pursuant to the PRC Company Law, our Shares issued prior to the [REDACTED] shall not be transferred within one year from the [REDACTED]. 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].

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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 unless otherwise permitted by applicable laws and regulations. The Shares that the aforementioned persons hold in our Company cannot be transferred within half a year after they leave their positions as Directors and members of the senior management in our Company.

REGISTRATION OF SHARES NOT [REDACTED] ON THE OVERSEAS STOCK EXCHANGE

According to the Notice of Centralised Registration and Deposit of Non-overseas Listed Shares of Companies Listed on an Overseas Stock Exchange (關於境外上市公司非境外上市股份集中登記存管有關事宜的通知) issued by the CSRC, our Company is required to register and deposit our Shares that are not listed on the overseas stock exchange with the China Securities Depository and Clearing Corporation Limited within 15 business days upon the [REDACTED] and provide a written report to the CSRC regarding the centralised registration and deposit of our Shares that are not listed on the overseas stock exchange as well as the [REDACTED] and [REDACTED] of our H Shares.

SHAREHOLDERS’ GENERAL MEETINGS

For details of circumstance under which our Shareholders’ general meeting is required, see the paragraph headed “Summary of the Articles of Association” in Appendix VI to this Document.