

SHARE CAPITAL

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

BEFORE THE [REDACTED]

As of the Latest Practicable Date, the registered share capital of our Company was RMB44,673,129, comprising 44,673,129 [REDACTED] Shares with a nominal value of RMB1.0 each. Upon [REDACTED], the ordinary shares of the Company will be split on a one for [REDACTED] basis, and the aforementioned registered share capital of the Company of RMB[REDACTED] will be divided into [REDACTED] Shares of par value RMB[REDACTED] each.

UPON COMPLETION OF THE [REDACTED]

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

Description of Shares	Number of Shares	Approximate percentage of total share capital %
[REDACTED] Shares in issue	[REDACTED]	[REDACTED]
H Shares to be converted from [REDACTED] Shares ^(note)	[REDACTED]	[REDACTED]
H Shares to be issued pursuant to the [REDACTED]	<u>[REDACTED]</u>	<u>[REDACTED]</u>
Total	<u><u>[REDACTED]</u></u>	<u><u>100.00</u></u>

Immediately upon completion of the [REDACTED], assuming the [REDACTED] is fully exercised, the share capital of our Company will be as follows:

Description of Shares	Number of Shares	Approximate percentage of total share capital %
[REDACTED] Shares in issue	[REDACTED]	[REDACTED]
H Shares to be converted from [REDACTED] Shares ^(note)	[REDACTED]	[REDACTED]
H Shares to be issued pursuant to the [REDACTED]	<u>[REDACTED]</u>	<u>[REDACTED]</u>
Total	<u><u>[REDACTED]</u></u>	<u><u>100.00</u></u>

Note: For details of the identities of the Shareholders whose Shares will be converted into H Shares upon [REDACTED], see “History, Development and Corporate Structure — Public Float” in this document.

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SHARE CLASSES

Upon completion of the [REDACTED], and conversion of [REDACTED] into H Shares, our Company would have [REDACTED] Shares and H Shares. Both [REDACTED] Shares and H Shares are ordinary shares in the share capital of our Company are regarded as the same classes of Shares. 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 subscribed by or traded among legal and natural persons of the PRC.

[REDACTED] Shares and H Shares 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. All dividends in respect of the H Shares are to be paid by us in Hong Kong dollars or in the form of H Shares.

CONVERSION OF OUR [REDACTED] SHARES INTO H SHARES

Upon completion of the [REDACTED], our Company will have two types of ordinary Shares, namely [REDACTED] Shares and H Shares. According to the regulations by the securities regulatory authorities of the State Council and our Articles of Association, the [REDACTED] Shares may be converted into H Shares, and 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 approved by the securities regulatory authorities of the State Council. 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.

Our Company has applied for a full circulation filing when filing with the CSRC on [●] for our overseas [REDACTED] on the Stock Exchange. Our Company has received the filing notice from the CSRC dated [●] in relation to the registration of our overseas [REDACTED] on the Stock Exchange and the “full circulation”. Accordingly, a total of [REDACTED] Shares held by the existing Shareholders were approved to be converted into H Shares on a one-for-one basis, and the converted H Shares will be [REDACTED] on the Stock Exchange (upon completion of the [REDACTED]), details of the relevant Shareholders and the number of [REDACTED] Shares to be converted into H Shares upon completion of the [REDACTED] are set out below:

Shareholders	Number of [REDACTED] Shares to be converted to H Shares upon completion of the [REDACTED]
Shenzhen Jiecheng Investment	[REDACTED]
Shenzhen Jiecheng Enterprise Management	[REDACTED]
Mr. Zheng	[REDACTED]
Shenzhen Jiecheng Mingchahui	[REDACTED]
Shenzhen Jiecheng Zhiyuan	[REDACTED]
Shenzhen Yongchangxuan	[REDACTED]
Shanghai Yunjuan	[REDACTED]
Qianhai Hongtu	[REDACTED]

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Shareholders	Number of [REDACTED] Shares to be converted to H Shares upon completion of the [REDACTED]
Shenzhen Jundacheng	[REDACTED]
Shanghai Guangpu	[REDACTED]
Zhaoqing Hongwan Boguan	[REDACTED]
Shenzhen Jinteng	[REDACTED]
Nantong Wujie	[REDACTED]
Shenzhen Venture Capital Xinjiang	[REDACTED]
Huzhou Zifeng	[REDACTED]
Xinhui Xinkong	[REDACTED]
Shenzhen Herong	[REDACTED]
Xinyu Xinye	[REDACTED]
Wu Lijue	[REDACTED]
Xinyu Weisen	[REDACTED]
Shenzhen Venture Capital	[REDACTED]
Liyang Investment Fund	[REDACTED]
Guangdong Shuishu	[REDACTED]

If any of the [REDACTED] Shares are to be converted, [REDACTED] and [REDACTED] as H Shares on the Stock Exchange, such conversion, [REDACTED] and [REDACTED] will need the approval of the relevant PRC regulatory authorities, including the CSRC, and the approval of the Stock Exchange. Based on the procedures for the conversion of [REDACTED] Shares into H Shares as described below, we may 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 to ensure that the conversion process can be completed promptly upon notice to the Stock Exchange and delivery of Shares for entry on the [REDACTED]. As any [REDACTED] of additional Shares after our [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. Class shareholder voting is not 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] of 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 following procedure will need to be completed in order to effect the conversion: the relevant [REDACTED] Shares will be withdrawn from the [REDACTED] Share register and we will re-register such Shares on our [REDACTED] maintained in Hong Kong and instruct the [REDACTED] to issue H Share certificates. Registration on our [REDACTED] will be conditional on (a) our [REDACTED] lodging with the Hong Kong Stock Exchange a letter confirming the proper entry of the relevant H Shares on the [REDACTED] of members and the due dispatch of H Share certificates; and (b) the admission of the H Shares to trade on the Hong Kong Stock Exchange in compliance with the Listing Rules, the General Rules of [REDACTED] and the [REDACTED] in force from time to time. Until the converted shares are re-registered on our [REDACTED], such Shares would not be [REDACTED] as H Shares.

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LOCK-UP PERIODS

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

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

According to the Guidelines for the “Full Circulation” Program for Domestic Unlisted Shares of H-Share Listed Companies (《H股公司境內未上市股份申請“全流通”業務指引》) announced by the CSRC, the domestic shareholders of [REDACTED] Shares shall handle share transfer registration business in accordance with the relevant business rules of the China Securities Depository and Clearing Corporation Limited. Further, H-share companies should submit the relevant status reports to the CSRC within 15 days after the transfer registration with the China Securities Depository and Clearing Corporation Limited of the [REDACTED] Shares involved in the application is completed.