

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

This appendix contains a summary of the main provisions of the articles of association adopted by our company on May 7, 2026, and will come into effect upon the [REDACTED] of the H-shares on the Hong Kong Stock Exchange. The main purpose of this Appendix is to provide potential [REDACTED] with an overview of the Articles of Association of the Company, and therefore it may not contain all the information that is important for potential [REDACTED].

SHARES AND REGISTERED CAPITAL

The company’s shares are in the form of stocks.

The stocks issued by the company are denominated in Renminbi.

The Company shall issue shares under the principles of openness, fairness and impartiality and shares of the same class shall rank *pari passu*.

Shares of the same class in the same issue shall be issued at the same price and on same conditions. The same price shall be paid for each share subscribed for by a subscriber.

INCREASE AND REDUCTION OF CAPITAL AND REPURCHASE OF SHARES

Increase of Capital

The Company may, based on its operating and development needs, increase its capital in the following ways pursuant to the provisions of laws, regulations, and the securities regulatory rules of the place where the company’s stocks are listed, and subject to the resolutions separately passed at the general meetings: (1) by public offering of shares. (2) by private offering of shares. (3) by allotting bonus shares to its existing shareholders. (4) by converting common reserve fund into share capital. (5) by any other means which is stipulated by law and administrative regulations, and approved by the CSRC, the regulatory authorities of the place where the company’s stocks are listed, and other relevant regulatory bodies.

Reduction of Capital

The company may reduce its registered capital. When reducing its registered capital, the company shall follow the procedures stipulated in the Company Law and other relevant provisions, as well as the procedures specified in the Articles of Association.

When the company needs to reduce its registered capital, it must prepare a balance sheet and an inventory of assets.

Within 10 days from the date the shareholders’ meeting makes a resolution to reduce the registered capital, the company shall notify its creditors and announce the reduction in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days. Creditors who receive the notification have the right to request the company to settle its debts or provide corresponding guarantees within 30 days from the date of receipt of the notification. Creditors who do not receive the notification have the right to make such requests within 45 days from the date of the announcement.

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

Repurchase of Shares

Company may not repurchase its own shares other than for the following purposes: (1) reducing its registered capital; (2) merging with other companies which hold its shares; (3) granting shares to its employees as incentives or for employee stock ownership plan; (4) acquiring its shares at the request of its shareholders who vote in a shareholders’ general meeting against a resolution regarding a merger and division; (5) utilising the shares for conversion of corporate bonds which are convertible into shares; (6) where it is necessary for the Company to safeguard the value of the Company and the interests of its shareholders; and (7) which is stipulated by law and administrative regulations, and other circumstances permitted by the regulatory authorities of the place where the company’s stocks are [REDACTED].

The company may acquire its own shares through public centralised trading methods, or through other methods recognised by laws, administrative regulations, the CSRC, and the regulatory authorities of the place where the company’s stocks are [REDACTED].

Where the Company acquires its own shares due to the circumstances stipulated in items (3), (5), and (6) above, it shall do so through public centralised trading methods.

Where the Company acquires its own shares due to the circumstances stipulated in items (1) and (2) above, it shall obtain a resolution from the shareholders’ meeting; where the company acquires its own shares due to the circumstances stipulated in items (3), (5), and (6) above, it may, in accordance with the provisions of the Articles of Association or the authorisation of the shareholders’ meeting, obtain a resolution from a board of directors meeting attended by more than two-thirds of the directors.

After the Company acquires its own shares, if it is due to the circumstance in item (1), the acquired shares shall be cancelled within 10 days from the date of acquisition; if it is due to the circumstances in items (2) and (4), the shares shall be transferred or cancelled within six months; if it is due to the circumstances in items (3), (5), and (6), the total number of shares held by the company shall not exceed 10% of the total number of issued shares of the company, and the shares shall be transferred or cancelled within three years.

TRANSFER OF SHARES

The Company’s shares may be transferred in accordance with the law.

All transfers of H-shares shall be made by a written instrument of transfer in the usual or common form or in any other form acceptable to the board of directors (including the standard form of transfer or transfer form from time to time stipulated by the Hong Kong Stock Exchange); and such instrument of transfer may only be executed by manual signature or by affixing the Company’s valid seal (if the transferor or transferee is a company). If the transferor or transferee is a recognised clearing house or its agent as defined from time to time by the relevant regulations in force under the laws of Hong Kong, China, the instrument of transfer may be executed either by manual signature or by mechanical print. All instruments of transfer shall be kept at the Company’s registered office or at such other place as the board of directors may from time to time designate.

Shares issued by the Company prior to its [REDACTED] of shares shall not be transferred within one year from the date on which the Company’s shares are listed and traded on a stock exchange.

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

Directors and senior management personnel of the Company shall report to the Company the shares of the Company they hold and any changes in such shares. During the term of office as determined when they assume the posts, the shares transferred each year shall not exceed 25% of the total shares they hold of the Company. The shares they hold in the Company shall not be transferred within one year from the date on which the Company’s shares are [REDACTED] and [REDACTED]. Within six months after the above-mentioned personnel leave their posts, they shall not transfer the shares they hold in the Company.

If the securities regulatory rules of the place where the Company’s shares are [REDACTED] have other provisions on the transfer restrictions, such provisions shall be followed.

If shares are pledged during the restricted transfer period stipulated by laws and administrative regulations, the pledgee shall not exercise the pledge right during the restricted transfer period.

If the securities regulatory authority of the place where the Company’s shares are [REDACTED] has other provisions on the transfer restrictions of overseas-[REDACTED] shares, such provisions shall prevail.

REGISTER OF MEMBERS

The Company shall establish a register of members based on the certificates provided by the securities depository and clearing institution. The register of members is conclusive evidence of a member’s shareholding in the Company. The Company may, in accordance with the understandings or agreements reached between the securities regulatory agency under the State Council and the overseas securities regulatory authorities, keep the register of foreign members of the overseas-[REDACTED] shares outside the PRC and entrust an overseas agent to manage it.

The original register of H-share members shall be kept in Hong Kong. The Company shall keep a copy of the register of foreign members of the overseas-[REDACTED] shares at its registered office. The entrusted overseas agent shall at all times ensure the consistency between the original and the copy of the register of foreign members of the overseas-[REDACTED] shares. In the event of any inconsistency between the original and the copy of the register of foreign members of the overseas-[REDACTED] shares, the original shall prevail. The register of members kept in Hong Kong shall be available for inspection by members. The Company may suspend the registration of members in accordance with terms equivalent to those of section 632 of the Companies Ordinance (Cap. 622 of the Laws of Hong Kong).

RIGHTS AND OBLIGATIONS OF SHAREHOLDERS

Members shall enjoy rights and assume obligations according to the types of shares they hold. Members holding shares of the same category shall enjoy equal rights and assume the same obligations.

The shareholders of the Company shall enjoy the following rights: (1) to receive dividends and other forms of profit distribution in proportion to the shares they hold; (2) to request, call, chair, attend or appoint a proxy to attend the shareholders’ meeting and exercise the corresponding voting rights in accordance with the law; (3) to supervise the Company’s operations and to make suggestions or inquiries; (4) to transfer, donate, or pledge the shares they hold in accordance with laws, administrative regulations, and the Articles of Association; (5) to review and copy the Articles of Association, register of shareholders, records of shareholders’ meetings, resolutions of the board of directors, and financial accounting reports. Shareholders who meet the specified requirements may review the company’s accounting books and vouchers; (6) to participate in the distribution of the company’s remaining assets

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

in proportion to the shares they hold when the Company is dissolved or liquidated; (7) shareholders who object to the shareholders’ meeting resolutions on Company mergers or divisions may request the Company to repurchase their shares; and (8) other rights as stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the company’s shares are [REDACTED], or the Articles of Association.

The shareholders of the Company shall undertake the following obligations: (1) to comply with laws, administrative regulations, and the Articles of Association; (2) to pay for the shares subscribed; (3) except as otherwise provided by laws and regulations, not to withdraw their capital contributions; (4) not to abuse their shareholder rights to harm the interests of the Company or other shareholders; not to abuse the independent legal status of the Company and the limited liability of shareholders to harm the interests of the Company’s creditors; and (5) other obligations that shall be undertaken as stipulated by laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association.

If a shareholder of the Company abuses his or her shareholder rights and causes losses to the Company or other shareholders, he or she shall bear compensation liability in accordance with the law. If a shareholder of the Company abuses the independent legal status of the Company and the limited liability of shareholders to evade debts and seriously harm the interests of the Company’s creditors, he or she shall bear joint liability for the Company’s debts.

RESTRICTIONS ON THE RIGHTS OF CONTROLLING SHAREHOLDERS

The controlling shareholders and actual controllers of the Company shall exercise their rights and perform their obligations in accordance with laws, administrative regulations, the provisions of the China Securities Regulatory Commission and the regulatory authorities of the place where the Company’s shares are [REDACTED], so as to protect the interests of the Company.

The controlling shareholders and actual controllers of the Company shall comply with the following provisions: (1) Exercise shareholders’ rights in accordance with the law, and shall not abuse their control power or utilise related-party relationships to damage the legitimate rights and interests of the Company or other shareholders; (2) Strictly fulfil the public statements and commitments made, and shall not change or waive such statements or commitments without authorisation; (3) Strictly fulfil information disclosure obligations in accordance with relevant provisions, take the initiative to cooperate with the Company in information disclosure, and promptly notify the Company of material events that have occurred or are to occur; (4) Shall not occupy the Company’s funds in any manner; (5) Shall not compel, instigate or require the Company and relevant personnel to provide guarantees in violation of laws and regulations; (6) Shall not seek improper gains by using the Company’s material non-public information, shall not disclose any material non-public information relating to the Company in any manner, and shall not engage in illegal or irregular activities such as insider trading, short-swing trading and market manipulation; (7) Shall not damage the legitimate rights and interests of the Company and other shareholders through any means such as non-arm’s length related-party transactions, profit distribution, asset restructuring and external investment; (8) Ensure the integrity of the Company’s assets, and the independence of the Company’s personnel, finance, organisational structure and business, and shall not interfere with the independence of the Company in any manner; (9) Other provisions as stipulated by laws, administrative regulations, the rules of the China Securities Regulatory Commission, the business rules of the stock exchange and these Articles of Association.

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

SHAREHOLDERS’ MEETING

General Provisions on the Shareholders’ Meeting

The shareholders’ meeting is the Company’s authority and exercises the following powers in accordance with the law: (1) to elect and replace directors who are not representatives of employees, and to determine matters relating to the remuneration of directors; (2) to deliberate and approve the report of the board of directors; (3) to deliberate and approve the Company’s profit distribution plan and loss compensation plan; (4) to make resolutions on the increase or decrease of the Company’s registered capital; (5) to make resolutions on the issuance of corporate bonds other securities, and the [REDACTED] thereof; (6) to make resolutions on the Company’s merger, division, dissolution, liquidation, or change of corporate form; (7) to amend the Articles of Association; (8) to make resolutions on the engagement or dismissal of the accounting firm undertaking the Company’s audit business, and determine the audit fees of the accounting firm; (9) to review and approve the guarantee matters stipulated in Article 47 of these Articles of Association.; (10) to deliberate on matters concerning the purchase or sale of significant assets exceeding 30% of the Company’s most recently audited total assets within one year; (11) to deliberate and approve changes in the use of raised funds; (12) to deliberate on equity incentive plans and employee share ownership plans; and (13) to deliberate on other matters that should be decided by the shareholders’ meeting as stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company’s shares are [REDACTED], or the Articles of Association.

The shareholders’ meeting may authorise the board of directors to make resolutions on the issuance of corporate bonds.

The shareholders’ meeting is divided into the annual shareholders’ meeting and the extraordinary shareholders’ meeting. The annual shareholders’ meeting shall be held once a year and shall be convened within six months after the end of the previous financial year.

In case of any of the following circumstances, the Company shall convene an extraordinary shareholders’ meeting within two months from the date of occurrence of the relevant event: (1) the number of directors is less than the number stipulated by the Company Law or two-thirds of the number specified in the Articles of Association; (2) the Company’s unrecovered losses reach one-third of the total share capital; (3) a shareholder or shareholders holding individually or collectively more than 10% of the company’s shares make a request; (4) the board of directors deems it necessary; (5) the audit committee proposes to convene a meeting; and (6) other circumstances stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company’s shares are [REDACTED], or the Articles of Association.

Convening of the Shareholders’ Meeting

The board of directors shall convene the shareholders’ meeting within the prescribed time limit.

With the consent of more than half of all the independent non-executive directors, independent non-executive directors have the right to propose to the board of directors to convene an extraordinary shareholders’ meeting. In response to a proposal from independent non-executive directors to convene an extraordinary shareholders’ meeting, the board of directors shall provide a written feedback indicating

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

agreement or disagreement to convene the extraordinary shareholders’ meeting within 10 days of receiving the proposal, in accordance with laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association.

If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of the shareholders’ meeting within 5 days after making the board resolution; if the board of directors disagrees to convene an extraordinary shareholders’ meeting, it shall state the reasons and make an announcement.

The Audit committee’s proposal to the board of directors to convene an extraordinary shareholders’ meeting shall be made in writing. The board of directors shall provide a written feedback indicating agreement or disagreement to convene the extraordinary shareholders’ meeting within 10 days of receiving the proposal, in accordance with laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association.

If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of the shareholders’ meeting within 5 days after making the board resolution. Any changes to the original proposal in the notice shall be subject to the consent of the audit committee.

If the board of directors disagrees to convene an extraordinary shareholders’ meeting, or fails to provide feedback within 10 days of receiving the proposal, it shall be deemed that the board of directors is unable or unwilling to perform its duty to convene the shareholders’ meeting. In such case, the audit committee may convene and chair the meeting on its own.

A shareholder or shareholders holding individually or collectively more than 10% of the Company’s shares who request the board of directors to convene an extraordinary shareholders’ meeting shall make the request in writing to the board of directors. The board of directors shall provide a written feedback indicating agreement or disagreement to convene the extraordinary shareholders’ meeting within 10 days of receiving the request, in accordance with laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association.

If the board of directors agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of the shareholders’ meeting within 5 days after making the board resolution. Any changes to the original request in the notice shall be subject to the consent of the relevant shareholders.

If the board of directors disagrees to convene an extraordinary shareholders’ meeting, or fails to provide feedback within 10 days of receiving the request, a shareholder or shareholders holding individually or collectively more than 10% of the Company’s shares may propose to the audit committee to convene an extraordinary shareholders’ meeting in writing.

If the audit committee agrees to convene an extraordinary shareholders’ meeting, it shall issue a notice of the shareholders’ meeting within 5 days of receiving the request. Any changes to the original request in the notice shall be subject to the consent of the relevant shareholders.

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

If the audit committee fails to issue a notice of the shareholders’ meeting within the prescribed time limit, it shall be deemed that the audit committee is not convening and chairing the shareholders’ meeting. In such case, a shareholder or shareholders holding individually or collectively more than 10% of the company’s shares for more than 90 consecutive days may convene and chair the meeting on their own.

If the audit committee or a shareholder decides to convene the shareholders’ meeting on its own, it shall notify the board of directors in writing. The proportion of shares held by the convening shareholder shall not be less than 10% before the announcement of the resolution of the shareholders’ meeting.

Proposals for the Shareholders’ Meeting

When the Company convenes a shareholders’ meeting, the board of directors, the audit committee, and a shareholder or shareholders holding individually or collectively more than 1% of the Company’s shares have the right to submit proposals to the Company. A shareholder or shareholders holding individually or collectively more than 1% of the Company’s shares may submit a temporary proposal in writing to the convener 10 days before the shareholders’ meeting. The convener shall issue a supplementary notice of the shareholders’ meeting within 2 days after receiving the proposal, announce the content of the temporary proposal, and submit the temporary proposal to the shareholders’ meeting for deliberation, provided that the temporary proposal does not violate the provisions of laws, administrative regulations, or the Articles of Association, or fall outside the scope of the powers of the shareholders’ meeting.

Except as provided in the preceding paragraph, after the convener has issued the notice of the shareholders’ meeting, it shall not amend the proposals already listed in the notice of the shareholders’ meeting or add new proposals. The shareholders’ meeting shall not vote on or make resolutions regarding proposals that are not listed in the notice of the shareholders’ meeting or do not comply with the Articles of Association.

Notice of the Shareholders’ Meeting

The convener shall notify each shareholder of the annual shareholders’ meeting by announcement at least 21 days before the meeting and of the extraordinary shareholders’ meeting by announcement at least 15 days before the meeting. The above-mentioned periods shall not include the day of the meeting. If there are other provisions in laws, regulations, and by the securities regulatory authorities of the place where the Company’s shares are [REDACTED], those provisions shall prevail.

Convening of the Shareholders’ Meeting

All shareholders or their proxies registered on the record date are entitled to attend the shareholders’ meeting and exercise their voting rights in accordance with relevant laws, regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], and the Articles of Association (unless they have waived their voting rights for specific matters, such as if the shareholder has a significant interest in the transaction or arrangement under consideration).

Shareholders may attend the shareholders’ meeting in person or by proxy. Each shareholder is entitled to appoint one proxy, who does not have to be a shareholder of the Company.

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

A natural person shareholder attending the meeting in person must present their identity card or other valid identification or proof; a proxy attending on behalf of a shareholder must present their valid identity card and a power of attorney from the shareholder.

A corporate shareholder must be represented by its legal representative or a proxy authorised by the legal representative. The legal representative attending the meeting must present their identity card and valid proof of their status as a legal representative; a proxy attending the meeting must present their identity card and a written power of attorney or representative appointment form issued by the legal representative of the corporate shareholder. If a corporate shareholder has appointed a representative to attend any meeting, it is considered as attending in person, except if the shareholder is a recognised clearing house (or its agent) as defined from time to time by the relevant ordinances of Hong Kong.

If a shareholder is a recognised clearing house (or its agent) as defined from time to time by the relevant ordinances of Hong Kong, the shareholder may authorise its corporate representative or one or more persons it deems appropriate to act as its representative at any shareholders’ meeting; however, if more than one person is authorised, the power of attorney or letter of authorisation must specify the number and type of shares involved for each such person, and the authorisation must be signed by an authorised person of the recognised clearing house. A person so authorised may represent the recognised clearing house (or its agent) at the meeting (without the need to present share certificates, notarised authorisations, and/or further evidence of formal authorisation) and exercise the same statutory rights as other shareholders, including the right to speak and vote, as if the person were an individual shareholder of the Company.

A partnership shareholder must be represented by its executing partner/representative designated by the executing partner, or by a proxy authorised by them. The executing partner/representative attending the meeting must present their identity card and valid proof of their status as a executing partner/representative; a proxy attending the meeting must present their identity card and a written power of attorney or representative appointment form issued by the executing partner/representative of the partnership shareholder.

Resolutions of the Shareholders’ Meeting

Resolutions of the shareholders’ meeting are divided into ordinary resolutions and special resolutions.

An ordinary resolution of the shareholders’ meeting shall be passed by a majority of the voting rights held by the shareholders present at the meeting. A special resolution of the shareholders’ meeting shall be passed by not less than two-thirds of the voting rights held by the shareholders present at the meeting.

The following matters shall be passed by an ordinary resolution of the shareholders’ meeting: (1) the working report of the board of directors; (2) the profit distribution plan and loss compensation plan proposed by the board of directors; (3) the appointment and removal of members of the board of directors and their remuneration and payment methods; (4) To engage and dismiss the accounting firm providing regular audit services for the Company, and to determine its remuneration; (5) The annual report of the Company; (6) other matters not required to be passed by a special resolution under laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], or the Articles of Association.

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

The following matters shall be passed by a special resolution of the shareholders’ meeting: (1) the increase or decrease of the company’s registered capital; (2) the division, spin-off, merger, dissolution, and liquidation of the Company; (3) the amendment of the Articles of Association; (4) the purchase or sale of significant assets by the Company within one year, or the provision of guarantees to others, exceeding 30% of the Company’s most recently audited total assets; (5) equity incentive plans; (6) other matters stipulated by laws, administrative regulations, the securities regulatory rules of the place where the Company’s shares are [REDACTED], or the Articles of Association, and other matters that the shareholders’ meeting deems by ordinary resolution to have a significant impact on the Company and require passage by a special resolution.

DIRECTORS AND THE BOARD OF DIRECTORS

Directors

Directors shall be elected or replaced by the shareholders’ meeting and may be removed from office by the shareholders’ meeting before the expiration of their term of office.

The term of office of a director shall be three years. A director may be re-elected for consecutive terms upon the expiration of his or her term. If the resignation of a director results in the number of directors on the company’s board falling below the statutory minimum, the resignation of an independent non-executive director causes the number of independent non-executive directors to be less than one-third of the total board members, or there is no accounting professional among the independent non-executive directors, the resigning director shall, in accordance with laws, administrative regulations, departmental rules, the securities regulations of the place where the company’s shares are [REDACTED], and the provisions of these Articles of Association, continue to perform the duties of a director until the newly elected director assumes office. In any of the above circumstances, the company shall complete the by-election of directors within two months.

The Board of Directors

The Company shall establish a board of directors, which shall consist of nine directors, including at least three independent non-executive directors, who shall not be less than one-third of the total number of directors of the company. The Company shall have one director representing the staff and workers, who shall be elected by the staff and workers’ congress. At least one of the independent non-executive directors must possess the appropriate accounting or related financial management expertise, or appropriate professional qualifications, as stipulated by the securities exchange where the Company’s shares are [REDACTED]. With respect to the system of independent non-executive directors, matters not provided for in the Articles of Association shall be handled in accordance with the relevant provisions of applicable laws, administrative regulations, and the securities regulatory rules of the place where the Company’s shares are [REDACTED].

The board of directors shall exercise the following powers: (1) to convene the shareholders’ meeting and report to the shareholders’ meeting; (2) to implement the resolutions of the shareholders’ meeting; (3) to determine the company’s business plans, investment plans; (4) to formulate the Company’s profit distribution plan and loss compensation plan; (5) to formulate plans for the company’s increase or decrease of registered capital and the issuance of corporate bonds; (6) to formulate plans for the company’s merger, division, dissolution, change of company form, or listing; (7) pursuant to authorisation, to decide on major internal reform and restructuring matters of the company, or make

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

resolutions on relevant matters; (8) to decide on the establishment of the company’s internal management institutions at the first-level professional level or above, and decide on the establishment or cancellation of branches and subsidiaries; (9) pursuant to relevant provisions and procedures, to appoint or dismiss the company’s General Manager, Deputy General Managers, Chief Financial Officer, and Company Secretary; in accordance with relevant provisions, implement the term system and contractual management; and decide on matters such as the business performance assessment and remuneration of senior management personnel; (10) to formulate the company’s basic management systems, including but not limited to the connected transactions system; (11) to formulate amendment plans to these Articles of Association; (12) to administer the Company’s information disclosure matters; (13) to propose to the Shareholders’ Meeting to engage or replace the accounting firm engaged for the company’s audit; (14) to formulate plans for the company’s major acquisitions, acquisition of the company’s own shares, or merger, division, dissolution, and change of company form; (15) within the scope of authorisation granted by the Shareholders’ Meeting, to decide on matters such as the company’s external investments, acquisition and disposal of assets, asset mortgages, external guarantees, entrusted financial management, connected transactions, and external donations; determine specific amount standards and formulate a management system for external donations; without violating laws, regulations, and other provisions of these Articles of Association, the approval authority of the company’s Board of Directors for transactions shall refer to the provisions of the Hong Kong Listing Rules; (16) to formulate the draft articles of association of the company and amendment plans to the company’s articles of association; (17) to listen to the work report of the General Manager; inspect the implementation status of the Board resolutions by the General Manager and other senior management personnel; (18) To review and approve transactions required to be decided by the board of directors pursuant to the securities regulatory rules of the place where the Company’s shares are [REDACTED] (including but not limited to discloseable transactions and connected transactions) (19) other powers conferred by laws and regulations, departmental rules, the securities regulatory rules of the company’s stock listing venue, these Articles of Association, or the Shareholders’ Meeting.

Matters exceeding the scope of authorisation by the shareholders’ meeting shall be submitted to the shareholders’ meeting for deliberation.

With respect to the resolutions adopted by the board of directors on the matters set forth in the preceding paragraph, except for items (5), (6), (11) and other matters required by laws, administrative regulations, departmental rules, the listing rules of the stock exchange where the Company’s shares are [REDACTED] and these Articles of Association to be approved by at least two-thirds of the directors, the remaining matters may be approved by a simple majority of all directors.

For the voting on a resolution of the board of directors, each director shall have one vote.

CHAIRMAN OF THE BOARD

The Chairman of the Board shall exercise the following powers: (1) to act on behalf of the company in executing the company’s affairs; (2) to convene and preside over meetings of the board of directors; (3) to supervise the implementation of the resolutions of the board of directors and report thereon to the board of directors; (4) To nominate the candidate for the General Manager and submit it to the meeting of the Board of Directors for discussion and voting; (5) In the event of an emergency such as a serious natural disaster and other force majeure events, to exercise special disposal power over

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

the Company’s affairs in compliance with legal provisions and in the interests of the Company, and to report to the Board of Directors and the shareholders’ meeting of the Company afterwards; (6) Other powers conferred by the Board of Directors.

GENERAL MANAGER

The General Manager is accountable to the board of directors and shall exercise the following powers: (1) to preside over the company’s production and operation management work, and organise the implementation of the resolutions of the board of directors; (2) to formulate the company’s annual investment plan and investment proposal; (3) to formulate the plan for the establishment of the company’s internal management institutions; (4) to formulate the company’s basic management systems; (5) to formulate the company’s specific rules and regulations; (6) in accordance with relevant provisions, to propose to the board of directors the appointment or dismissal of the company’s deputy general managers and chief financial officers; (7) in accordance with relevant provisions, to decide on the appointment or dismissal of management personnel other than those whose appointment or dismissal shall be decided by the board of directors; (8) Such other powers as may be granted by these Articles of Association or the Board of Directors.

The General Manager shall attend the board of directors meetings.

SECRETARY OF THE BOARD OF DIRECTORS

The Company shall appoint a secretary of the board of directors, who shall be responsible for the preparation of the shareholders’ meeting and board of directors meetings, the custody of documents, and the management of the Company’s shareholders’ information, as well as handling matters related to information disclosure.

The secretary of the board of directors shall comply with the relevant provisions of laws, administrative regulations, departmental rules, and the Articles of Association.

AUDIT COMMITTEE

The board of directors shall establish an audit and risk supervision committee to exercise the powers of the board of supervisors as stipulated in the Company Law.

The audit committee shall consist of 3 members, all of whom are non-executive directors. Independent non-executive directors shall account for the majority of the Audit Committee members. The convener shall be an independent non-executive director with accounting professional expertise. The members of the Audit Committee shall be elected by the Board of Directors of the Company. Staff representatives on the Board of Directors of the Company may serve as members of the Audit Committee.

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

BORROWING POWERS

the Articles of Association do not contain any specific provisions regarding the manner in which directors exercise borrowing powers or the manner in which such powers are granted. However, the board of directors has the authority to formulate proposals for the issuance of corporate bonds and the listing of shares, which must be approved by the shareholders by a special resolution at the shareholders’ general meeting.

FINANCIAL ACCOUNTING SYSTEM

The Company shall formulate its financial accounting system in accordance with laws, administrative regulations, and the provisions of relevant state departments.

The Company’s financial year shall be the calendar year, that is, from January 1 to December 31 of the Gregorian calendar. The Company shall prepare the annual financial accounting report within four months from the end of each financial year and prepare the interim results or financial data within two months from the end of the first half of each financial year, which shall be subject to review and verification in accordance with the law.

If there are other provisions in laws, administrative regulations, departmental rules, normative documents, the securities regulatory authorities of the place where the Company’s shares are [REDACTED], and the Hong Kong Listing Rules regarding the preparation and publication of the aforementioned financial accounting reports, results, or financial information, such provisions shall prevail.

DISSOLUTION AND LIQUIDATION OF THE COMPANY

The company shall be dissolved for any of the following reasons: (1) the expiration of the business term stipulated in the Articles of Association or the occurrence of other dissolution events specified in the Articles of Association; (2) a resolution of the shareholders’ meeting to dissolve the Company; (3) the need for dissolution due to the Company’s merger or division; (4) the Company is legally revoked of its business licence, ordered to close, or revoked; (5) the Company encounters severe difficulties in its management and operation, and its continued existence would cause significant losses to the shareholders’ interests. If such issues cannot be resolved through other means, a shareholder holding more than 10% of the voting rights in the Company may request the people’s court to dissolve the Company.

If the Company encounters any of the dissolution events specified in the preceding paragraph, it shall display the reasons for dissolution through the National Enterprise Credit Information Publicity System within 10 days.

If the Company is dissolved due to the reasons specified in items (1), (2), (4), and (5) above, liquidation shall be carried out. The directors are the obligors for the Company’s liquidation and shall form a liquidation group to commence liquidation within 15 days from the occurrence of the dissolution event. The liquidation group shall be composed of directors, unless otherwise stipulated in these articles of association or another person is elected by the shareholders’ meeting. If the obligor for liquidation fails to perform the liquidation obligation in a timely manner and causes losses to the company or creditors, they shall bear liability for compensation.

APPENDIX V

SUMMARY OF THE ARTICLES OF ASSOCIATION

The liquidation group shall notify the creditors within 10 days from the date of its establishment and announce it in a newspaper or through the National Enterprise Credit Information Publicity System within 60 days, as well as in the manner required by the securities exchange where the Company’s shares are [REDACTED]. Creditors shall declare their claims to the liquidation group within 30 days from the date of receiving the notification, or within 45 days from the date of the announcement if they have not received the notification.

After sorting out the Company’s property, preparing the balance sheet, and inventory of assets, if the liquidation group finds that the Company’s property is insufficient to repay the debts, it shall apply to the people’s court for bankruptcy liquidation in accordance with the law.

After the people’s court accepts the bankruptcy application, the liquidation group shall transfer the liquidation affairs to the bankruptcy administrator designated by the people’s court. Upon the completion of the company’s liquidation, the liquidation group shall prepare a liquidation report, submit it to the shareholders’ meeting or the people’s court for confirmation, and file it with the company registration authority to apply for the cancellation of the Company registration.

AMENDMENT OF THE ARTICLES OF ASSOCIATION

The Company shall amend its articles of association in any of the following circumstances: (1) after amendments to the Company Law or relevant laws, administrative regulations, and the securities regulatory rules of the place where the Company’s shares are [REDACTED], the provisions of the Articles of Association conflict with the amended laws and administrative regulations; (2) changes in the Company’s situation are inconsistent with the matters recorded in the Articles of Association; and (3) the shareholders’ meeting decides to amend the Articles of Association.

Matters of amendment to the Articles of Association passed by the shareholders’ meeting that require approval by the competent authority shall be submitted for approval; those involving changes to the Company registration shall be handled in accordance with the law for change registration.