SHARES AND REGISTERED CAPITAL

The Company shall issue shares in an open, fair and just manner, and each share of the same class shall have the same rights. All shares of the same class issued at the same time shall be issued under the same conditions and at the same price, and every share purchased by any entity or individual shall be at the same price.

INCREASE, DECREASE OF SHARE CAPITAL AND REPURCHASE OF SHARES

Increase of Share Capital

In accordance with laws and regulations, the Company may, based on its operating and development needs and the resolution of a general meeting, increase its capital in the following manners:

(1) public offering of Shares;

(2) private offering of Shares;

(3) bonus issue of Shares to existing Shareholders;

(4) transfer of reserve fund into share capital;

(5) other methods permitted by laws, administrative regulations as well as approved by the CSRC and the securities regulatory authority at the location where the Company's Shares are listed.

Decrease of Share Capital

The Company may reduce its registered capital. The Company may reduce its registered capital in accordance with the procedures prescribed under the PRC Company Law, the rules of the securities regulatory authority at the location where the Company's Shares are listed, other relevant regulations and the Articles of Association.

Repurchase of Shares

The Company may, in the following circumstances, acquire the Company's own Shares in accordance with the laws and administrative regulations, the rules of the securities regulatory authority in the place where the Company's Shares are listed, and the provisions of the Articles of Association:

(1) to reduce the registered capital of the Company;

(2) to merge with other companies that hold the Shares of the Company;

(3) to grant the Shares for employee shareholding scheme or as equity incentive;

(4) where Shareholders require the Company to purchase their Shares due to their disagreement on the merger or division resolution passed by a general meeting;

(5) to use the Shares in the conversion of the convertible corporate bonds issued by the Company;

(6) to preserve the Company's value and Shareholders' interests as necessary.

Except for the circumstances set out above, the Company shall not carry out any activities to acquire its Shares.

Transfer of Shares

Shares issued before the public offering of the Company shall not be transferred within one year from the date on which the Company's Shares are listed and traded on the stock exchange.

The Directors and senior management of the Company shall report to the Company their Shares in the Company and changes thereof and shall not transfer more than 25% of the total number of their Shares in the Company per annum during their terms of office determined at the time of assuming office. The Shares of the Company held shall not be transferred within one year from the date when the Company's Shares are listed and traded. The aforesaid persons shall not transfer their Shares in the Company within half a year after they terminate service with the Company.

Rights and Obligations of Shareholders

Shareholders

The Company shall make a register of shareholders. The register of Shareholders is sufficient evidence to prove that the Shareholders hold the Company's Shares. Shareholders shall enjoy rights and assume obligations according to the class of Shares they hold. Shareholders holding Shares of the same class shall enjoy the same rights and assume the same obligations.

Rights of Shareholders

The Shareholders of the Company shall enjoy the following rights:

(1) to receive dividends and other distributions in proportion to their shareholdings;

(2) to request the convening of, convene, preside over, attend or appoint a Shareholder's proxy to attend the general meeting and to exercise the corresponding voting rights;

(3) to supervise the Company's operations, to present proposals and to raise enquiries;

(4) to transfer, grant or pledge shares held by them in accordance with the laws, administrative regulations as well as the Articles of Association;

(5) to inspect and copy these Articles of Association, the register of Shareholders, minutes of the general meeting, resolutions of meetings of the Board of Directors, and financial and accounting reports;

(6) in the event of the termination or liquidation of the Company, to participate in the distribution of remaining assets of the Company in accordance with the shareholdings;

(7) with respect to Shareholders who vote against any resolution adopted at the general meeting on the merger or division of the Company, the right to demand the Company to acquire their Shares;

(8) other rights stipulated by laws, administrative regulations, the rules of the securities regulatory authority at the location where the Company's Shares are listed or these Articles of Association.

Obligations of Shareholders

The Shareholders of the Company shall assume the following obligations:

(1) to comply with laws, regulations and the Articles of Association;

(2) to pay subscription funds based on the number of Shares subscribed and the method of subscription;

(3) not to withdraw their share capital, except in circumstances permitted by laws and regulations;

(4) not to abuse Shareholder's rights to prejudice the interests of the Company or other Shareholders; not to abuse the status of the Company as an independent legal person or the limited liability of a Shareholder to prejudice the interests of the creditors of the Company;

(5) to fulfil other obligations imposed by laws, administrative regulations, the rules of the securities regulatory authority at the location where the Company's Shares are listed and the Articles of Association.

General Meeting

Functions and Powers of the General Meeting

The general meeting shall have the following functions and powers:

(1) to change the principal business of the Group (including the Company and all its subsidiaries and branches);

(2) to consider any matters relating to (or resulting in) the acquisition of control rights, change of control, merger, consolidation and restructuring, division, termination, change of corporate form, or liquidation and dissolution of the Company;

(3) to consider any actions that would dilute the Shareholders' shareholding ratio;

(4) to consider amendments to the Articles of Association;

(5) to consider the issuance or repurchase of any Shares by the Company, increase or decrease of the Company's registered capital, or issuance of bonds or other types of securities;

(6) to consider and approve or amend the Company's listing plan (including but not limited to the selection of listing venue and listing scheme) and any changes thereto;

(7) to adopt or amend any employee equity incentive plan, employee stock option plan or other profit-sharing plan;

(8) to consider any outward investment, establishment of joint ventures, partnerships, subsidiaries or any other forms of outward investment by the Group exceeding RMB80 million;

(9) to consider matters where the Company's purchase or sale of assets or provision of guarantees to others within one year exceeds 30% of the Company's total audited assets as of the most recent period;

(10) to consider any investments in medium-risk or higher-risk wealth management products exceeding RMB30 million (provided that for entrusted wealth management activities conducted by the Group involving risks below medium-risk (excluding medium-risk), all Shareholders agree that such decisions may be made by the Company's management without the general meeting's approval), and to consider securities investments where the total amount exceeds 50% of the Company's most recent audited net assets and exceeds RMB50 million;

(11) to consider any transactions reaching the threshold requiring the general meeting's resolution as stipulated in the Articles of Association;

(12) to consider any guarantee matters requiring the general meeting's resolution as stipulated in the Articles of Association;

(13) to decide or amend the Company's annual financial budget, final accounts, annual business plan and investment plan;

(14) to elect Directors and change the composition of the Company's Board of Directors, including adjustments to the number of Directors or the method of appointing Directors;

(15) to decide on the Company's profit distribution and loss recovery plans;

(16) to sell, transfer, pledge, mortgage or create other forms of encumbrance on the shares or equity interests in the Company or its material subsidiaries (referring to subsidiaries whose individual net assets account for 30% or more of the Company's consolidated net assets);

(17) to consider any related transactions between the Group and its connected parties, major shareholders or their respective related parties exceeding RMB30 million and accounting for more than 1% of the Company's most recent audited total assets or market value (provided that related transactions within the Company's annual budget already approved by the

general meeting do not require a separate resolution of the general meeting); to consider related transactions between the Group and its Directors, senior management personnel and their spouses (except where the Group receives cash assets or guarantees as gifts);

(18) to resolve on the appointment or dismissal of the Company's auditing firm;

(19) to consider and approve the Board of Directors' report and the Company's annual report;

(20) to consider other matters required by laws, administrative regulations, the securities regulatory authority at the location where the Company's Shares are listed, or the Articles of Association to be decided by the general meeting.

Notice of the General Meeting

The convener shall issue written notices 20 days prior to an annual general meeting and 15 days before an extraordinary general meeting.

Notice of the general meeting shall include the following contents:

(1) the date, venue and duration of the meeting;

(2) matters and proposals to be considered at the meeting;

(3) an express statement that a Shareholder is entitled to attend the general meeting, and to appoint proxy(ies) in writing to attend and vote on his/her behalf at the meeting, and that a proxy need not be a Shareholder of the Company;

(4) the record date on which the Shareholders are entitled to attend the general meeting;

(5) the name and telephone number of permanent contact persons for the affairs of the meeting;

(6) other matters stipulated under the relevant laws and regulations, the securities regulatory authority at the location where the Company's Shares are **[REDACTED]** and the Articles of Association.

Resolutions of General Meetings

Resolutions of a general meeting shall be divided into ordinary and special resolutions. An ordinary resolution of a general meeting shall be passed by a majority of the voting rights held by the Shareholders (including their proxies) present at the meeting. A special resolution of a general meeting shall be passed by more than two-thirds of the voting rights held by the Shareholders (including their proxies) present at the meeting.

The following matters shall require the sanction of a special resolution at a general meeting:

(1) Item (1) to (9) of functions and powers of the general meeting;

(2) Any external guarantee by the Company and any subsequent guarantee, whose total amount is equal to or more than 30% of the Company's latest audited total assets; and any guarantee exceeding 30% of the Company's latest audited total assets in accordance with the principle of cumulative calculation of the guarantee amount for 12 consecutive months;

(3) Other matters that are required by laws, administrative regulations or the Articles of Association or that are determined by an ordinary resolution of the general meeting to have a substantial impact on the Company shall be passed by special resolutions.

Board of Directors

Directors

The Directors shall be elected or replaced at the general meeting. The term of office of each of the Directors is three years, and may be removed from their office prior to the expiration of their term by the general meeting. They shall be eligible for reelection upon the end of term.

The position of Directors may be held by the senior management, but the total number of Directors who concurrently hold the positions of senior management shall not exceed one half of the total number of Directors of the Company.

Functions and powers of the Board of Directors

The Company has established a Board of Directors which shall be accountable to the general meetings. The Board of Directors shall consist of 9 Directors, including 3 Independent Directors. The Board of Directors shall comprise one chairman and one vice chairman. The chairman and the vice chairman shall be elected with the approval of a majority of all the Directors.

The Board of Directors exercises the following powers:

(1) to convene the general meetings and report its work to the general meetings;

(2) to implement the resolutions of the general meetings;

(3) to decide on the Company's business plans and investment plans;

(4) to formulate the Company's proposed annual financial budget and final accounts;

(5) to formulate the Company's proposals for profit distribution and for recovery of losses;

(6) to formulate proposals for the increase or reduction of the Company's registered capital and the issue of corporate bonds or other securities and listing thereof;

(7) to draft plans for significant acquisitions of the Company, the purchase of Shares of the Company, or merger, division, dissolution or change of the form of the Company;

(8) to decide on the Company's internal management structure;

(9) to formulate the Company's basic management system;

(10) to formulate a proposal to alter the principal business activities of the Group;

(11) to substantially change the Company's accounting policies, methods, principles or procedures, or change the Company's fiscal year;

(12) to consider the acquisition of controlling interests, change of control, merger, consolidation, reorganization, division, suspension, change of the form of the company, or liquidation or dissolution of any subsidiary of the Company involving (or resulting in) any subsidiary of the Company;

(13) to consider any foreign investment with an amount greater than RMB10 million, the establishment of joint ventures, partnerships, subsidiaries or any other form of foreign investment, or any investment in bank wealth management products with a medium risk or higher level with an amount greater than RMB10 million (but only for entrusted wealth management matters below medium risk (excluding medium risk) conducted by the Group, the management of the Company will make decisions without consideration by the general meetings or the Board of Directors), or the total securities investment of the Company accounts for more than 10% of the latest audited net assets and exceeds RMB10 million; however, if it meets the standards stipulated in the Articles of Association that need to be considered by the general meetings, it shall be submitted to the general meetings for review;

(14) to formulate the proposals for amendment to the Articles of Association, and to decide on amendments to the Articles of Association of the subsidiaries of the Company;

(15) to consider the issuance or repurchase of any equity interest or shares, increase or decrease in the registered capital of the subsidiaries of the Company, the issuance of bonds or other types of securities;

(16) to review any related party transactions with a transaction amount of more than RMB300,000 between the Company and its related natural persons, and related party transactions with a transaction amount of more than RMB3 million and accounting for more than 0.1% of the Company's latest audited total assets or market value (but the related party

transactions within the Company's annual budget approved by the general meetings do not need to pass a separate resolution of the Board of Directors); Where related party transactions meet the criteria specified in the Articles of Association that require deliberation by the general meeting, or where they are required to be deliberated by the general meetings regardless of the amount, they shall be submitted to the general meetings for deliberation;

(17) to formulate or modify the corresponding specific system according to the Employee Equity Incentive Plan, the Employee Stock Option Plan or other profit sharing plan considered and approved by the general meetings;

(18) to remove or appoint senior management and determine their remuneration packages;

(19) to consider the purchase, sale, lease (other than operating lease), transfer or other disposal of material assets by the Company with a single transaction exceeding RMB10 million or a cumulative amount exceeding RMB30 million within twelve consecutive months; however, if it meets the standards stipulated in the Articles of Association that need to be reviewed by the general meetings, it shall be submitted to the general meetings for review after deliberation and approval by the Board of Directors;

(20) to consider the exclusive authorization and transfer of material intellectual property rights of the Group and other rights disposal related to material intellectual property rights (including trademarks, copyrights, domain names, etc.);

(21) to review any expenditure of the Group that exceeds RMB10 million in a single transaction or within a consecutive 12-month period and is not included in the annual budget (but if the main business cost expenditure increases beyond the above amount due to the Company's normal business development needs, and if the labor cost increases beyond the above amount, there is no need to be reviewed by the Board of Directors);

(22) to review the Company's external guarantee matters as stipulated in the Articles of Association except those reviewed by the general meetings;

(23) to consider any conduct of the Group in initiating, settling or adopting certain tactics in connection with any litigation, arbitration or other proceedings involving or likely to involve an aggregate amount exceeding RMB10 million;

(24) to consider other matters beyond the currently approved business scope of the Group;

(25) to propose to the general meetings to hire or replace the accounting firm for the Company's audit;

(26) to receive work reports submitted by the President and to review his performance;

(27) to exercise other duties and powers specified by laws, administrative regulations, the securities regulatory authority of the place where the Company's shares are listed or the Articles of Association.

Notice of the Board meetings

Board meetings shall be held regularly at least four times every year, and shall be convened by the Chairman, with the notice of meeting sent in writing, by fax or email to all the Directors at least 14 days before the date of the meeting. The aforementioned notice period for convening regular Board meetings may be shortened or waived upon unanimous consent of all the Directors of the Company.

Resolutions of the Board of Directors

A meeting of the Board of Directors shall be held only if a majority of the Directors are present. Resolutions of the Board of Directors must be passed by a majority of all Directors.

If the Board makes a resolution in relation to guarantee matters within its scope of authority in accordance with the Articles of Association, such resolution shall be agreed by more than two-thirds of Directors attending the meeting, in addition to as agreed by a majority of Directors of the Company.

Special Committee of the Board of Directors

Audit Committee

The Company does not have a Board of Supervisors, and the Audit Committee exercises the functions and powers of the Board of Supervisors stipulated in the Company Law. The Audit Committee shall consist of three members, who shall be Directors who do not hold senior management positions in the Company, of whom at least two shall be Independent Directors, with an accounting professional from among the Independent Directors serving as the convener.

Nomination Committee

The Nomination Committee shall consist of three members, of whom at least two shall be Independent Directors, with the Independent Directors serving as the convener. The Nomination Committee is responsible for formulating the criteria and procedures for selection of Directors and senior management, selecting and reviewing the candidates for Directors and senior management and their qualifications.

Remuneration Committee

The Remuneration Committee shall consist of three members, of whom at least two shall be Independent Directors, with the Independent Directors serving as the convener. The Remuneration Committee is responsible for formulating and conducting assessment criteria for Directors and senior management, formulating and reviewing remuneration policies and plans such as the remuneration decision mechanism, decision-making process, payment and stop payment recourse arrangements for Directors and senior management.

Senior management

The Company's senior management includes the Company's President, Chief Executive Officer (CEO), Chief Financial Officer (CFO), Chief Operating Officer (COO), Chief Technology Officer (CTO), Chief Scientist, Chief Product Director, and Board Secretary.

The President is appointed or dismissed by the Board of Directors. The term of office of the President is three years and the President can renew his term of office through re-election. The Chief Executive Officer (CEO), Chief Financial Officer (CFO), Chief Operating Officer (COO), Chief Technology Officer (CTO), Chief Scientist, Chief Product Director, and Board Secretary are nominated by the President, and appointed or dismissed by the Board of Directors.

Financial and Accounting System, Profit Distribution and Audit

Financial and Accounting System

The Company shall formulate its financial and accounting system in accordance with the laws, administrative regulations, regulations of the securities regulatory authority of the place where the Company's shares are listed.

The Company shall not establish any account books accounts other than those provided by law. Any assets of the Company shall not be kept under any account opened in the name of any individual.

Profit distribution

When distributing after-tax profits of the year, the Company shall allocate 10% of its after-tax profits for the Company's statutory reserve fund. When the aggregate balance in the statutory reserve fund has reached 50% or more of the Company's registered capital, the Company needs not to make any further allocations to that fund.

Where the Company's statutory reserve fund is not enough to make up losses of the Company for the preceding year, the current year's profits shall be applied firstly to make up the losses before being allocated to the statutory reserve in accordance with the preceding provision.

After the Company has extracted the statutory reserve fund from the post-tax profit, it may, upon resolution of the general meetings, extract a discretionary reserve fund from the post-tax profit. The remaining post-tax profit after the Company has made up for losses and extracted surplus reserves shall be distributed in proportion to the shares held by the Shareholders, except for otherwise provided by the Articles of Association.

If the general meeting violates the provisions of the preceding paragraph and distributes profits to the Shareholders before the Company has made up for losses and extracted the statutory reserve fund, the Shareholders must return the profits distributed in violation of the regulations to the Company.

Shares held by the Company itself do not participate in the profit distribution.

Audit

The appointment and dismissal of an accounting firm by a company must be decided by the general meeting, and the Board of Directors may not appoint or dismiss an accounting firm before the general meeting decides.

The Company guarantees that it will provide the accounting firm with true and complete accounting vouchers, accounting books, financial accounting reports and other accounting information, and shall not refuse, conceal or misrepresent them.

Notices and Announcements

Notices of the Company shall be made by the following means:

(1) by hand;

(2) by mail (including email);

(3) by facsimile;

(4) by announcement on the website of the Company or the websites or newspapers designated by the stock exchange in accordance with the applicable laws, regulations and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;

(5) by other means approved by laws, regulations and regulatory rules of the place where the shares of the Company are listed or those prescribed by these Articles of Association.

Where the Company issues a notice by public announcement, all relevant personnel shall be deemed to have received such notice once the public announcement has been made.

Dissolution and liquidation

The Company shall be dissolved upon the occurrence of the following events:

(1) expiry of the term of business provided in the Articles of Association or other cause of dissolution as specified therein;

(2) a resolution on dissolution is passed by a general meeting;

(3) dissolution is required due to the merger or division of the Company;

(4) the business license of the Company is revoked or the Company is ordered to close down or dissolved in accordance with the laws;

(5) the Company suffers significant hardships in operation and management, and its continued existence would cause significant losses to Shareholders' interests, and such issues cannot be resolved through other means, Shareholders representing 10% or above of the total voting rights of the Company may plead the court to dissolve the Company.

If the Company is in the situation as described in Item (1) and (2) and has not yet distributed its properties to Shareholders, it can continue to exist by amending the Articles of Association or through a resolution of the general meeting. The amendment of the Articles of Association as per the preceding paragraph must be passed by more than two-thirds of the voting rights held by the Shareholders attending the general meeting.

Amendments to the Articles of Association

The Company shall amend the Articles of Association in any of the following circumstances:

(1) after amendments are made to the Company Law or other relevant laws, administrative regulations and regulatory rules at the place where the shares of the Company are listed, the matters stipulated in the Articles of Association are in conflict with the provisions of the revised laws, administrative regulations and regulatory rules at the place where the shares of the Company are listed;

(2) if certain changes of the Company occur resulting in the inconsistency with certain terms specified in the Articles of Association;

(3) the general meeting has resolved to amend the Articles of Association.

Where the amendments to the Articles of Association passed by resolutions of the general meetings require approval of the competent authorities, the amendments shall be submitted to the competent authorities for approval. Where the amendments involve registration matters of the Company, the involved changes shall be registered in accordance with the laws.