This appendix contains a summary of the principal articles of association adopted by the Company on May 13, 2026, and shall take effect upon the **[REDACTED]** of H Shares on the Stock Exchange. The primary purpose of this appendix is to provide potential investors with an overview of the Company's articles of association; therefore, it may not include all information essential to them.

SHARES AND REGISTERED CAPITAL

The company's shares are issued in the form of registered stocks.

The issuance of company shares shall adhere to the principles of openness, fairness, and impartiality, ensuring that each share of the same type carries equal rights.

For stocks of the same type issued in the same issuance, the issuance conditions and price per share shall be identical; any unit or individual subscribing for shares shall pay the same price per share.

All shares issued by the company are par value shares, with each share carrying a face value of RMB1.

The company issues ordinary shares, including domestic shares and H-shares. As needed, the company may issue additional share classes with distinct rights from ordinary shares in compliance with applicable laws, administrative regulations, the rules of the China Securities Regulatory Commission, and the stock exchange where the company is listed.

CAPITAL INCREASE, CAPITAL REDUCTION, AND SHARE REPURCHASE

Capital Increase

In accordance with operational and developmental needs, and in compliance with laws, regulations, and the securities regulatory rules of the stock listing jurisdiction, the company may increase its capital through the following methods upon resolution by the shareholders' meeting:

(1) Issuing shares to unspecified parties;

(2) Issuing shares to specific investors;

(3) Issuing bonus shares to existing shareholders;

(4) Increasing share capital through capitalization of reserves;

(5) Other methods prescribed by laws and administrative regulations, or approved by the securities regulatory authority of the company's stock listing location, the Stock Exchange, or the China Securities Regulatory Commission.

Capital Reduction

A company may reduce its registered capital. Such reduction shall be conducted in accordance with the procedures stipulated by the Company Law and other relevant regulations, the Hong Kong Listing Rules, other securities regulatory rules of the stock exchange where the company is listed, and these Articles of Association.

When increasing or decreasing its registered capital, a company shall complete the change registration with the company registration authority in accordance with the law.

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

The company shall notify its creditors within 10 days from the date of adopting the resolution to reduce the registered capital and publish an announcement in the designated information disclosure newspaper within 30 days. Creditors who receive the notice have 30 days to demand debt repayment or corresponding guarantees from the company; those who do not receive the notice have 45 days from the date of the announcement to exercise such rights.

When reducing its registered capital, the company shall correspondingly reduce its capital contribution or shareholding proportionally based on the shareholders' shareholding ratios, unless otherwise stipulated by law or these Articles of Association.

Stock Repurchase

The company shall not acquire its own shares. However, under the following circumstances, it may acquire its own shares in accordance with laws, administrative regulations, departmental rules, and these Articles of Association:

(1) Reduce the company's registered capital;

(2) Merger with other companies holding shares of the Company;

(3) Using shares for employee stock ownership plans or equity incentive schemes;

(4) If a shareholder objects to the resolution on company merger or division passed by the shareholders' meeting and demands that the company acquire their shares;

(5) Using shares to convert the company's convertible bonds into stocks;

(6) Essential for the company to safeguard its value and shareholders' rights;

(7) Other circumstances recognized by laws, administrative regulations, departmental rules, and the securities regulatory rules of the stock listing jurisdiction.

The company's acquisition of its own shares shall be conducted in compliance with relevant laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the stock listing jurisdiction, and the provisions of these Articles of Association.

The company's acquisition of its own shares may be conducted through publicly centralized trading, or via other methods permitted by applicable laws and regulations, the Hong Kong Listing Rules, the securities regulatory rules of the company's listing jurisdiction, or those approved by the China Securities Regulatory Commission (where applicable).

Where the company acquires its own shares under the circumstances specified in items (3), (5), and (6) above, such acquisition shall be conducted through a public centralized trading mechanism.

When the company acquires its own shares under the circumstances specified in Items (1) and (2) above, such acquisition shall be subject to a resolution by the shareholders' meeting; when acquiring shares under Items (3), (5), or (6) above, the acquisition may be approved by a board meeting attended by more than two-thirds of the directors, in accordance with the company's articles of association or with authorization from the shareholders' meeting.

After acquiring its own shares, if the circumstances fall under Item (1), the company shall cancel such shares within 10 days from the acquisition date; if they fall under Items (2) or (4), the shares shall be transferred or canceled within six months; if they fall under Items (3), (5), or (6), the total number of its own shares held by the company shall not exceed 10% of the total issued shares, and such shares shall be transferred or canceled within three years.

SHARE TRANSFER

The company's shares may be transferred in accordance with the law.

All transfers of H-shares shall be executed in written transfer documents using a standard or ordinary format or any other format accepted by the Board of Directors (including the standard transfer formats or transfer forms periodically issued by the Hong Kong Stock Exchange); such transfer documents may only be signed manually or stamped with the company's valid seal (where the transferor or transferee is the company). If the transferor or transferee is an authorized settlement office or its agent as defined under relevant regulations enacted from time to time under the laws of Hong Kong, China, the transfer documents may be executed either manually or electronically. All transfer documents shall be deposited at the company's statutory address or at an address designated from time to time by the Board of Directors.

Shares issued by the company prior to its public offering shall not be transferred within one year from the date of the company's stock listing on the stock exchange.

Company directors and senior management personnel shall report to the company the shares they hold in the company and any changes thereto. During their term of office, confirmed upon assuming their positions, they may not transfer more than 25% of their total shares held in the company annually; such shares shall not be transferred within one year from the date the company's stock becomes publicly traded. Furthermore, these individuals shall not transfer their shares in the company for six months after leaving their positions.

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

Where the relevant regulations of the securities regulatory authority in the company's listing jurisdiction impose additional restrictions on the transfer of overseas-listed shares, such provisions shall prevail.

STOCK LEDGER

The company establishes a shareholder register based on the documents provided by the securities registration and settlement institution. The shareholder register serves as conclusive evidence of shareholders' ownership of company shares.

Any shareholder registered in the H-share register or any person requesting registration of their name therein may apply to the Company for a replacement of their shares ("original shares") if those shares are lost.

When foreign shareholders of listed companies abroad apply for a replacement of lost shares, the matter shall be handled in accordance with the laws, securities exchange rules, or other relevant regulations of the location where the original H-share shareholder register is held.

SHAREHOLDERS' RIGHTS AND OBLIGATIONS

Shareholders enjoy rights and bear obligations according to the category of their shares; shareholders holding shares of the same category enjoy equal rights and bear identical obligations.

The company's shareholders enjoy the following rights:

(1) Have the right to speak and vote at shareholders' meetings, unless required by the Hong Kong Stock Exchange Listing Rules to waive voting rights on specific matters;

(2) Receive dividends and other forms of profit distribution in proportion to their shareholding ratio;

(3) To lawfully request, convene, preside over, attend, or appoint shareholder agents to attend shareholders' meetings; to speak at such meetings and exercise corresponding voting rights, unless individual shareholders are required by the securities regulatory rules of the listing jurisdiction or applicable laws and regulations to waive their voting rights on specific matters.

(4) Supervise the company's operations, and provide recommendations or raise inquiries;

(5) Transfer, donate, or pledge its held shares in accordance with laws, administrative regulations, the Hong Kong Listing Rules, other regulatory rules of the stock listing jurisdiction, or the company's articles of association;

(6) Review and copy the company's articles of association, shareholder register, minutes of shareholders' meetings, resolutions of board meetings, and financial accounting reports; shareholders who meet the requirements may also access the company's accounting books and vouchers.

(7) Upon termination or liquidation of the company, the shareholder shall participate in the distribution of the remaining assets according to their shareholding ratio.

(8) Shareholders who object to the resolution on company merger or division passed by the shareholders' meeting shall request the company to purchase their shares;

(9) Other rights granted by laws, administrative regulations, departmental rules, the Hong Kong Listing Rules, other regulatory rules of the stock's listing jurisdiction, or the company's articles of association.

When shareholders request access to or copying of relevant company materials, they shall comply with the provisions of laws and administrative regulations such as the Company Law and the Securities Law. To obtain company information or materials, shareholders must submit written documents proving the type and quantity of their shares held; the company shall provide such information upon verifying the shareholder's identity. Information obtained from the company that has not yet been disclosed publicly shall be kept confidential by the shareholder. If a shareholder breaches this confidentiality obligation and causes losses to the company, they shall bear compensation liability.

Shareholders who individually or collectively hold more than 3% of the company's shares for continuously 180 days or more may request access to the accounting books and accounting vouchers of the company and all its wholly-owned subsidiaries. To request such access, shareholders must submit a written application specifying their purpose. If the company has reasonable grounds to believe that the shareholder's request serves an improper purpose that may harm the company's legitimate interests, it may refuse access and shall provide a written response within fifteen days of receiving the request, stating the reasons. If the company refuses access, the shareholder may file a lawsuit with the People's Court.

Shareholders may engage intermediary institutions such as accounting firms or law firms to review the materials specified in the preceding paragraph.

Shareholders and their authorized intermediary institutions, such as accounting firms and law firms, shall comply with the relevant laws and administrative regulations concerning the protection of state secrets, trade secrets, personal privacy, and personal information when reviewing or copying relevant materials.

The company's shareholders shall undertake the following obligations:

(1) Comply with laws, administrative regulations, and these Articles of Association;

(2) Pay the share capital according to the number of shares subscribed and the method of investment;

(3) The company's share capital shall not be withdrawn except as provided by laws and regulations;

(4) Shareholders shall not abuse their rights to harm the interests of the company or other shareholders; nor shall they abuse the independent legal status of the company and the limited liability of shareholders to harm the interests of the company's creditors.

(5) Other obligations stipulated by laws, administrative regulations, the regulatory rules of the company's stock listing jurisdiction, and these Articles of Association.

Where a company shareholder abuses its shareholder rights, causing losses to the company or other shareholders, such shareholder shall bear compensation liability in accordance with the law. If a company shareholder abuses the independent legal status of the company and the limited liability of shareholders to evade debts, thereby severely harming the interests of the company's creditors, such shareholder shall bear joint and several liability for the company's debts.

RESTRICTION ON THE RIGHTS OF THE CONTROLLING SHAREHOLDER

The company's controlling shareholder and actual controller (where applicable, the same applies hereinafter) shall exercise their rights and fulfill their obligations in accordance with laws, administrative regulations, and the provisions of the securities regulatory authorities and stock exchanges where the company's shares are listed, thereby safeguarding the company's interests.

The company's controlling shareholder and actual controller shall comply with the following provisions:

(1) Exercise shareholder rights in accordance with the law, and refrain from abusing control rights or exploiting related-party relationships to harm the legitimate rights and interests of the company or other shareholders;

(2) Strictly fulfill all publicly made statements and commitments; no unauthorized modifications or exemptions shall be permitted.

(3) Strictly fulfill information disclosure obligations in accordance with relevant regulations, actively cooperate with the company in information disclosure efforts, and promptly notify the company of any material events that have occurred or are anticipated;

(4) No occupation of company funds shall be permitted in any manner;

(5) It is prohibited to compel, instruct, or require the company and its personnel to provide guarantees in violation of laws or regulations;

(6) The controlling shareholder shall not exploit the company's undisclosed material information for personal gain, shall not disclose any undisclosed material information related to the company in any manner, and shall not engage in illegal activities such as insider trading or market manipulation.

(7) The controlling shareholder shall not harm the legitimate rights and interests of itself or other shareholders through any means, such as unfair related-party transactions, profit distribution, asset restructuring, or external investments;

(8) Ensure the company's asset integrity, personnel independence, financial independence, organizational independence, and operational independence; under no circumstances shall the company's independence be compromised in any manner.

(9) Laws, administrative regulations, provisions of the China Securities Regulatory Commission (CSRC), securities regulatory rules of the stock listing jurisdiction, and other provisions herein.

Where the company's controlling shareholder or actual controller does not serve as a director but actually manages the company's affairs, the provisions of these Articles concerning directors' duties of loyalty and diligence shall apply.

If the company's controlling shareholder or actual controller instructs directors or senior management to engage in acts that harm the interests of the company or its shareholders, they shall bear joint and several liability with such directors or senior management.

When the controlling shareholder or actual controller pledges the company shares they hold or actually control, they shall maintain the company's control and ensure operational stability.

When a controlling shareholder or actual controller transfers its shares in the Company, it shall comply with the restrictive provisions on share transfer stipulated by laws, administrative regulations, the China Securities Regulatory Commission (CSRC), and the stock exchange where the Company is listed, as well as any commitments made regarding such restrictions.

SHAREHOLDERS' MEETING

General Provisions for the Shareholders' Meeting

The shareholders' meeting of the company is composed of all shareholders. As the company's governing body, it exercises the following authorities in accordance with the law:

(1) Elect and replace directors, and determine matters concerning their remuneration;

(2) Review and approve the Board of Directors' report;

(3) Review and approve the company's profit distribution plan and loss compensation plan;

(4) To adopt resolutions on increasing or decreasing the company's registered capital;

(5) To resolve on the company's issuance of bonds or other securities and its listing;

(6) To adopt resolutions regarding the company's merger, division, dissolution, liquidation, or change of corporate form;

(7) Amend these Articles of Association;

(8) To adopt resolutions regarding the appointment and dismissal of accounting firms engaged by the company to perform audit services;

(9) To review and approve the guarantee matters stipulated in Article 45;

(10) Review the company's purchase or sale of significant assets exceeding 30% of its most recent audited total assets within a one-year period;

(11) Review and approve changes to the use of raised funds;

(12) Review equity incentive plans and employee stock ownership plans;

(13) To deliberate on matters that shall be decided by the Shareholders' Meeting as stipulated by laws, administrative regulations, departmental rules, the Hong Kong Listing Rules, other securities regulatory rules of the company's listing jurisdiction, or these Articles of Association;

(14) Review the repurchase of the Company's shares under the circumstances stipulated in these Articles of Association.

Unless otherwise provided by laws, administrative regulations, or departmental rules, the powers of the shareholders' meeting shall not be delegated to the board of directors or any other body or individual through authorization.

The following external guarantee activities of the company shall be submitted to and approved by the shareholders' meeting:

(1) Any external guarantees provided by the Company and its controlled subsidiaries that exceed 50% of their most recent audited net assets;

(2) Any external guarantees provided by the company that exceed 30% of its most recent audited total assets;

(3) The company's guarantee amount within one year exceeds 30% of its most recent audited total assets;

(4) Providing guarantees for guaranteed entities with a debt-to-asset ratio exceeding 70%;

(5) A single guarantee amount exceeding 10% of the most recent audited net assets;

(6) Guarantees provided by shareholders, actual controllers, and their related parties (as defined in the Hong Kong Listing Rules);

(7) Other guarantee scenarios stipulated by laws, administrative regulations, rules, normative documents, the Hong Kong Listing Rules, other securities regulatory rules of the stock listing jurisdiction, and these Articles of Association that require approval by the shareholders' meeting.

External guarantees that require approval by the shareholders' meeting must first be reviewed and approved by the board of directors before being submitted to the shareholders' meeting for final approval.

Except for matters specified above that require approval by the shareholders' meeting, all other external guarantee arrangements of the company must be approved by the board of directors.

When the shareholders' meeting deliberates on a proposal regarding guarantees provided to shareholders, actual controllers, or their affiliates, such shareholder or any shareholder controlled by the actual controller shall not participate in the voting. The vote shall be passed by a majority of the voting rights held by the other shareholders present at the meeting.

Shareholders' meetings are divided into annual shareholders' meetings and extraordinary shareholders' meetings. The annual shareholders' meeting is held once per year and must be convened within six months after the end of the previous fiscal year.

In any of the following circumstances, the company shall convene an extraordinary shareholders' meeting within two months from the date when the event occurs:

(1) When the number of directors falls below two-thirds of the minimum requirement stipulated by the Company Law or specified in these Articles of Association;

(2) When the company's unremedied losses reach one-third of the total paid-up share capital;

(3) Upon request by a shareholder who individually or collectively holds more than 10% of the company's shares;

(4) When the Board of Directors deems it necessary;

(5) When the Audit Committee proposes a meeting;

(6) Other circumstances stipulated by laws, administrative regulations, departmental rules, the Hong Kong Listing Rules, other securities regulatory rules of the stock listing jurisdiction, or these Articles of Association.

If the Company fails to convene a shareholders' meeting within the specified period, it shall complete the necessary reports or announcements in accordance with the securities regulatory rules of the listing location and the regulations of the stock exchange where the Company's shares are traded.

Convening of the Shareholders' Meeting

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

With the approval of a majority of all independent non-executive directors, such directors have the authority to propose to the Board of Directors the convening of an extraordinary general meeting of shareholders in writing. In response to such proposals, the Board shall, in accordance with applicable laws, administrative regulations, the Hong Kong Listing Rules, other securities regulatory rules of the company's listing jurisdiction, and the Company's Articles of Association, provide written feedback on whether to approve or disapprove the convening of the extraordinary general meeting within 10 days of receiving the proposal.

If the Board of Directors approves the convening of an extraordinary general meeting of shareholders, a notice shall be issued within five days after the adoption of the resolution. If the Board declines to convene such a meeting, it shall provide reasons and make an official announcement.

The Audit Committee has the authority to propose to the Board of Directors the convening of an extraordinary general meeting of shareholders and shall submit such proposal in writing. The Board of Directors shall, in accordance with laws, administrative regulations, the Hong Kong Listing Rules, other securities regulatory rules of the company's listing jurisdiction, and the provisions of these Articles of Association, provide written feedback — either approving or disapproving — the convening of the extraordinary general meeting within 10 days of receiving the proposal.

If the Board of Directors approves the convening of an extraordinary shareholders' meeting, it shall issue a notice within five days after adopting the resolution. Any proposed amendments to the original proposal in the notice must obtain the approval of the Audit Committee.

If the Board of Directors refuses to convene an extraordinary shareholders' meeting, or fails to respond within 10 days after receiving the proposal, it shall be deemed that the Board is unable or unwilling to fulfill its duty of convening a shareholders' meeting. In such cases, the Audit Committee may convene and preside over the meeting on its own initiative.

Shareholders holding individually or collectively more than 10% of the company's shares have the right to request the Board of Directors to convene an extraordinary general meeting of shareholders in writing. The Board shall, in accordance with laws, administrative regulations, the Hong Kong Listing Rules, other securities regulatory rules of the stock listing jurisdiction, and the provisions of these Articles of Association, provide written feedback on whether to approve or disapprove the convening of the extraordinary general meeting within 10 days of receiving such request.

If the Board of Directors approves the convening of an extraordinary shareholders' meeting, it shall issue a notice within five days after adopting the resolution. Any amendments to the original request in the notice must obtain the consent of the relevant shareholders.

If the Board of Directors refuses to convene an extraordinary shareholders' meeting, or fails to respond within 10 days after receiving such a request, any shareholder holding individually or collectively more than 10% of the company's shares shall have the right to propose the convening of an extraordinary shareholders' meeting to the Audit Committee and must submit the request in writing.

If the Audit Committee agrees to convene an extraordinary shareholders' meeting, it shall issue a notice within five days of receiving the request. Any amendments to the original proposal in the notice must obtain the consent of the relevant shareholders.

If the Audit Committee fails to issue a notice for the shareholders' meeting within the prescribed period, it shall be deemed that the Audit Committee has neither convened nor presided over the meeting. Shareholders who individually or collectively hold more than 10% of the company's shares for 90 consecutive days or longer may convene and preside over the meeting on their own initiative.

If the Audit Committee or shareholders decide to convene a shareholders' meeting on their own, they must notify the Board of Directors.

Prior to the announcement of the shareholders' meeting resolution, the convening shareholder must hold no less than 10% of the shares. The convening shareholder shall disclose the announcement no later than the date of issuing the shareholders' meeting notice and pledge that during the period between the proposed convening date and the actual meeting date, their shareholding ratio will remain no less than 10% of the company's total share capital.

Proposal from the Shareholders' Meeting

The company convenes a shareholders' meeting, at which the Board of Directors, the Audit Committee, and any shareholder holding individually or collectively more than 1% of the company's shares have the right to submit proposals to the company.

Shareholders holding individually or collectively more than 1% of the company's shares may submit a temporary proposal in writing to the convener no later than 10 days prior to the shareholders' meeting. The convener shall issue a supplementary notice for the shareholders' meeting within two days of receiving the proposal, announce its content, and submit it for deliberation at the meeting, unless the proposal violates laws, administrative regulations, the Hong Kong Listing Rules, other securities regulatory rules of the company's listing jurisdiction, or the Company's Articles of Association, or falls outside the authority of the shareholders' meeting.

Except for the circumstances specified in the preceding paragraph, the convener shall not amend any proposals already listed in the shareholders' meeting notice or add new proposals after issuing such notice.

The shareholders' meeting shall not vote on or adopt resolutions regarding proposals that are not listed in the notice or that do not comply with these Articles of Association.

Notice from the Shareholders' Meeting

The convener shall notify all shareholders 21 days prior to the annual general meeting (including through public announcement), while a special general meeting shall be notified 15 days before its convening (also via public announcement).

When calculating the commencement period, the company excludes the day of the meeting but includes the day the notice is issued. Where relevant laws, administrative regulations, the Hong Kong Listing Rules, or the securities regulatory authority of the company's listing location stipulate otherwise, such provisions shall prevail.

Conduct of the Shareholders' Meeting

All shareholders or their agents registered on the record on the equity registration date are entitled to attend the shareholders' meeting and exercise their voting rights in accordance with applicable laws, regulations, the Hong Kong Listing Rules, other securities regulatory rules of the company's listing jurisdiction, and these Articles of Association (unless individual shareholders are required by the securities regulatory rules of the listing jurisdiction to waive voting rights on specific matters).

In accordance with applicable laws, regulations, and the Hong Kong Listing Rules, if any shareholder is required to waive their voting rights on a resolution or is restricted from voting solely in favor (or against) of such resolution, votes cast by such shareholder or their representative in violation of these provisions shall not be counted.

Shareholders may attend the shareholders' meeting in person or appoint an agent to attend and vote on their behalf. Each shareholder has the right to appoint one agent, provided that such agent is not a shareholder of the company. The shareholder's agent may exercise the following rights upon the shareholder's authorization:

(1) The voting rights of this shareholder at the shareholders' meeting;

(2) To request a vote by themselves or jointly with others;

(3) Unless otherwise provided by relevant laws, administrative regulations, the listing rules of the stock exchange where the company's shares are listed, or other securities laws and regulations, voting rights shall be exercised by raising hands or casting votes.

Individual shareholders attending the meeting in person must present their valid identification document or other valid proof of identity. Those attending on behalf of others must present their valid identification document and a shareholder power of attorney. Any shareholder entitled to attend the shareholders' meeting and exercise voting rights may appoint one or more persons (who need not be shareholders themselves) as their shareholder agents to attend and vote on their behalf.

Legal entity shareholders or institutional shareholder entities shall be represented at meetings and vote through their legal representative/managing partner or an agent authorized by said representative. When present in person, the legal representative/managing partner must present their valid identification document and proof of legal capacity. For authorized agents, they must present their identification document along with a written power of attorney issued by the legal representative/managing partner of the shareholder entity (except where the shareholder is a settlement institution defined under Hong Kong's applicable regulations or its authorized agent).

If a shareholder is defined as an Authorized Settlement Office (or its agent) under the relevant regulations enacted from time to time by Hong Kong, such shareholder may authorize one or more persons whom it deems appropriate to act on its behalf at any shareholders' meeting. However, if multiple persons are authorized, the power of attorney shall specify the number and category of shares each person is authorized to represent, and the document shall be signed by authorized personnel of the Authorized Settlement Office. The authorized persons may exercise rights — including the right to speak and vote — at meetings on behalf of the Authorized Settlement Office (or its agent), without presenting shareholding certificates, provided that their authorization is notarized and/or supported by additional evidence, as if they were individual shareholders of the company.

Resolution of the Shareholders' Meeting

Shareholders' meeting resolutions are divided into ordinary resolutions and special resolutions.

An ordinary resolution adopted by the shareholders' meeting shall be approved by a majority of the voting rights held by the shareholders present at the meeting (including those represented by authorized agents).

A special resolution adopted by the shareholders' meeting shall be approved by more than two-thirds of the voting rights held by the shareholders present at the meeting (including those represented by authorized agents).

The following matters shall be approved by the shareholders' meeting through a general resolution:

(1) The Board of Directors' work report;

(2) The profit distribution plan and loss compensation plan proposed by the Board of Directors;

(3) The appointment and removal of board members, as well as their remuneration and payment methods;

(4) The appointment, dismissal, or non-renewal of accounting firms and their compensation;

(5) Other matters that are not subject to approval by a special resolution as required by laws, administrative regulations, the Hong Kong Listing Rules, other securities regulatory rules of the company's listing jurisdiction, or these Articles of Association.

The following matters shall be approved by the shareholders' meeting through a special resolution:

(1) Increase or decrease of the company's registered capital;

(2) The division, spin-off, merger, dissolution, and liquidation of the company (including voluntary liquidation);

(3) Amendments to these Articles of Association;

(4) The amount of major assets purchased or sold by the company within one year, or guarantees provided to others, exceeds 30% of the company's total audited assets in its most recent financial period;

(5) Equity Incentive Plan;

(6) Other matters stipulated by laws, administrative regulations, the Hong Kong Listing Rules, other securities regulatory rules of the company's listing jurisdiction, or these Articles of Association; as well as any other matters deemed by the shareholders' meeting through ordinary resolutions to have a material impact on the company and requiring approval by special resolutions.

DIRECTORS AND THE BOARD OF DIRECTORS

Director

Directors are elected or replaced by the shareholders' meeting and may be removed from office by the shareholders' meeting before the end of their term. Each director's term lasts three years, and directors may be re-elected upon the expiration of their term.

The term of office for directors shall commence from the date of appointment and expire upon the conclusion of the current board term. If no new directors are elected promptly upon the expiration of their term, the incumbent directors shall continue to perform their duties in accordance with laws, administrative regulations, departmental rules, and these Articles of Association until the newly elected directors assume office.

Any person appointed by the Board of Directors as a director to fill an interim vacancy or increase the number of directors shall be subject to shareholder election at the inaugural annual general meeting following their appointment. Such director shall serve only until the first annual general meeting after their appointment and shall be eligible for re-election at that time.

A director may concurrently serve as the General Manager or another senior executive. However, directors holding such concurrent positions shall not exceed half of the total number of directors in the company.

Directors shall comply with the provisions of laws, administrative regulations, and these Articles of Association; they bear a duty of loyalty to the company and must take measures to avoid conflicts between their personal interests and those of the company. They shall not abuse their authority to seek improper benefits.

Directors shall comply with the provisions of laws, administrative regulations, and these Articles of Association. They bear a duty of diligence toward the company and must exercise the reasonable care typically expected of managers in serving their duties to the best interests of the company.

Board of Directors

The company has a board of directors, which is accountable to the shareholders' meeting.

The Board of Directors consists of 11 directors, including 4 independent non-executive directors and 1 employee director. A Chairman is appointed. At all times, the Board must have more than one-third of its members being independent non-executive directors, with a minimum total of three such directors. Among them, at least one independent non-executive director must possess appropriate professional qualifications required by regulatory authorities or demonstrate the relevant accounting or financial management expertise specified therein.

The Board of Directors exercises the following authorities:

(1) Convene the shareholders' meeting and present the work report to the shareholders;

(2) Implement the resolutions of the shareholders' meeting;

(3) To determine the company's business plans and investment strategies, and to decide whether the company enters non-core business sectors or alters its existing core operations;

(4) Formulate the company's profit distribution plan and loss compensation plan;

(5) Formulate the company's plans for increasing or decreasing registered capital, issuing bonds or other securities, and listing;

(6) To formulate plans for major corporate acquisitions, purchases of the Company's own shares, mergers, spin-offs, dissolution, or changes in the Company's legal form;

(7) Within the authority granted by the shareholders' meeting, decide on matters such as the company's external investments, asset acquisitions and sales, asset mortgages, external guarantees, entrusted financial management, related-party transactions, and external donations;

(8) To decide on the establishment of the company's internal management structure;

(9) To appoint or dismiss the Company's General Manager and Board Secretary; upon the General Manager's nomination, to appoint or dismiss senior executives such as Deputy General Managers and Chief Financial Officers, and to determine their compensation and reward/punishment policies;

(10) Formulate the company's basic management systems;

(11) Formulate a proposal for amending these Articles of Association;

(12) Manage the company's information disclosure matters;

(13) To propose to the shareholders' meeting the appointment or replacement of an accounting firm responsible for the company's auditing;

(14) Hear the work report from the company's General Manager and review his performance;

(15) Other authorities granted herein by laws, administrative regulations, departmental rules, the Hong Kong Listing Rules, and other securities regulatory rules of the stock exchange where the Company's shares are listed.

Matters exceeding the scope authorized by the shareholders' meeting shall be submitted to the shareholders' meeting for deliberation.

A board meeting shall be held only with the attendance of a majority of directors. Unless otherwise stipulated by laws, administrative regulations, departmental rules, the Hong Kong Listing Rules, other securities regulatory rules of the company's stock listing jurisdiction, or these Articles of Association, any resolution adopted by the board shall require the approval of a majority of all directors.

Voting on board resolutions shall follow the one-person-one-vote principle.

Chairperson

The Chairman exercises the following authorities:

(1) Preside over shareholders' meetings and convene and chair board meetings;

(2) Supervise and inspect the implementation of board resolutions;

(3) Signing for company stocks, corporate bonds, and other securities;

(4) Sign important board documents and other documents required to be signed by the Company's Chairman;

(5) Exercising the powers of the legal representative;

(6) In emergency situations such as major natural disasters or other force majeure events, exercise special disposal authority over corporate affairs in accordance with legal provisions and the company's interests, and report to the Board of Directors and shareholders' meeting thereafter;

(7) Other authorities granted by the Board of Directors.

General Manager

The General Manager is accountable to the Board of Directors and exercises the following authorities:

(1) Oversee the company's production and operational management, implement the board of directors' resolutions, and report work to the board;

(2) Organize and implement the company's annual business plan and investment strategy;

(3) Formulate the plan for establishing the company's internal management structure;

(4) Formulate the company's basic management systems;

(5) Formulate the company's specific regulations;

(6) To recommend to the Board of Directors the appointment or removal of the Company's Deputy General Manager and Chief Financial Officer;

(7) To decide on the appointment or dismissal of management personnel other than those subject to the Board of Directors' authority;

(8) To review and approve transaction matters that are subject to deliberation and approval by the shareholders' meeting and the board of directors, as stipulated by laws, regulations, and these Articles of Association;

(9) Other authorities granted by these Articles of Association or by the Board of Directors.

The General Manager attends the board meeting as a non-voting member.

Secretary of the Board of Directors

The company appoints a Board Secretary, who is responsible for preparing meetings of the shareholders' meeting and the board of directors, managing documents, handling shareholder information, and overseeing matters related to information disclosure. The board of directors and other senior management personnel shall support the Board Secretary's work. No organization or individual may interfere with the Board Secretary's normal duties.

Audit Committee

The company's board of directors establishes an Audit Committee, which exercises the powers of the Supervisory Board as stipulated by the Company Law.

The Audit Committee consists of three members, all of whom must be non-executive directors or independent non-executive directors, with a majority being independent non-executive directors. The convenor (Chairperson) of the Audit Committee shall be an independent non-executive director and must be a qualified accounting professional.

FINANCIAL ACCOUNTING SYSTEM

In accordance with laws, administrative regulations, the Hong Kong Listing Rules, other regulatory requirements of the stock exchange where the company is listed, and provisions set forth by relevant national authorities, the company has established its financial accounting system.

The company prepares its annual financial accounting report within four months after the end of each fiscal year, and its interim financial accounting report within two months after the end of the first six months of each fiscal year.

The aforementioned financial accounting reports are prepared and disclosed in compliance with applicable laws, administrative regulations, departmental rules, the Hong Kong Listing Rules, and other securities regulatory requirements of the company's stock listing jurisdiction. Where such disclosures — such as performance announcements, interim reports, and annual reports (including their publication dates) — do not violate relevant laws, administrative regulations, or departmental rules, and have obtained approval or exemption from the securities regulatory authority of the listing jurisdiction, the Company may proceed with such disclosures based on said authorization or exemption.

The company maintains no separate accounting books beyond those required by law. Its assets are not held in accounts under any individual's name.

PROFIT DISTRIBUTION

When distributing the annual after-tax profits, the company shall set aside 10% of the profits as its statutory reserve fund. If the cumulative amount of the statutory reserve fund exceeds 50% of the company's registered capital, no further provisions are required.

Where the company's statutory reserve fund is insufficient to cover losses from previous years, the current year's profits shall first be used to offset such losses before drawing upon the statutory reserve fund in accordance with the preceding provision.

After setting aside the statutory reserve from its after-tax profits, the company may, upon resolution by the shareholders' meeting, also establish an arbitrary reserve from those profits. The remaining after-tax profits after covering losses and making reserve provisions shall be distributed according to the shareholding ratios of the shareholders, unless otherwise specified in these Articles of Association.

Where the shareholders' meeting distributes profits to shareholders in violation of the Company Law, the shareholders shall return the improperly distributed profits to the company; if such distribution causes losses to the company, the shareholders and the directors or senior management personnel responsible shall bear compensation liability. The shares held by the company itself shall not be included in the profit distribution.

NOTICES AND ANNOUNCEMENTS

The company's notices are issued in the following formats:

(1) Delivered by a designated person;

(2) Delivered by letter;

(3) Through public announcement;

(4) Sent by fax;

(5) Sent by email;

(6) Sent by telephone;

(7) Subject to compliance with laws, administrative regulations, and the securities regulatory rules of the company's stock listing jurisdiction, the information shall be published on the websites designated by the company and the Hong Kong Stock Exchange;

(8) Other forms approved by the local securities regulatory authority for the company's shares or as stipulated in these Articles of Association.

When a notice issued by the company is published through an announcement, it shall be deemed that all relevant parties have received the notice upon its publication.

COMPANY MERGERS AND DIVISIONS

A company merger may be conducted through absorption merger or new entity formation merger.

When one company absorbs another through a merger, the absorbed company is dissolved. When two or more companies merge to establish a new company, this constitutes a formation merger, and all merging parties are dissolved.

Where the total payment amount made by the company does not exceed 10% of its net assets, no resolution of the shareholders' meeting is required, unless otherwise stipulated in these Articles of Association.

Where a company merges in accordance with the provisions of the preceding paragraph without a resolution from the shareholders' meeting, such merger shall be subject to a resolution by the board of directors.

For a company merger, the merging parties shall enter into a merger agreement and prepare a balance sheet and an asset inventory. The company shall notify its creditors within 10 days from the date of adopting the merger resolution and publish an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days. Creditors who receive the notice may demand debt repayment or corresponding guarantees from the company within 30 days; those who do not receive the notice may do so within 45 days from the date of the announcement.

Upon company merger, the claims and debts of all merging parties shall be assumed by the surviving company or the newly established company.

Upon a company split, its assets shall be divided accordingly. The company must prepare a balance sheet and an asset inventory during the split. The company shall notify its creditors within 10 days from the date of adopting the split resolution and publish a notice in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days.

The debts incurred before the company division shall be jointly and severally liable by the companies resulting from the division. However, this does not apply if there is an alternative provision in the written agreement reached between the companies and their creditors prior to the division regarding debt settlement.

THE DISSOLUTION AND LIQUIDATION OF THE COMPANY

The company is dissolved for the following reasons:

(1) The dissolution grounds stipulated in these Articles of Association have occurred;

(2) Resolution of the shareholders' meeting to dissolve;

(3) Dissolution due to company merger or division;

(4) Having had its business license revoked, been ordered to close, or been dissolved in accordance with the law;

(5) Where the company's operation and management face severe difficulties, and its continued existence would cause significant losses to shareholders' interests that cannot be resolved through other means, any shareholder holding more than 10% of the total voting rights may petition the People's Court to dissolve the company.

If the company encounters any of the dissolution grounds specified in the preceding paragraph, it shall publicize such grounds through the National Enterprise Credit Information Publicity System within ten days.

If the company falls under the circumstances specified in Items (1) and (2) above and has not yet distributed its assets to shareholders, it may continue operating by amending these Articles of Association or through a resolution of the shareholders' meeting.

Amending these Articles of Association in accordance with the preceding provision or by resolution of the shareholders' meeting shall require approval from more than two-thirds of the voting rights held by the shareholders present at the meeting.

If a company is dissolved pursuant to the provisions of Items (1), (2), (4), and (5) above, it shall undergo liquidation. The directors are the obligated parties for the company's liquidation and shall establish a liquidation committee within 15 days from the occurrence of the dissolution event to conduct the liquidation. The liquidation committee shall be composed of persons designated by the directors or the shareholders' meeting.

If a liquidation group is not established within the prescribed time limit to conduct liquidation, or if the liquidation group fails to carry out liquidation after its establishment, interested parties may apply to the People's Court to appoint relevant personnel to form a liquidation group for liquidation.

The liquidation committee shall notify the creditors within 10 days from its establishment and publish an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 60 days. Creditors shall file their claims with the liquidation committee within 30 days of receiving the notice; those who do not receive the notice shall do so within 45 days from the date of the announcement.

When filing a claim, the creditor shall specify relevant details of the claim and provide supporting documentation. The liquidation committee shall register the claim.

During the claim filing period, the liquidation committee shall not make any payments to creditors.

After liquidating the company's assets, preparing the balance sheet and asset inventory, the liquidation committee shall formulate a liquidation plan and submit it to the shareholders' meeting or the People's Court for approval.

After deducting liquidation expenses, employee salaries, social insurance contributions, statutory compensation, outstanding taxes, and company debts, the remaining assets shall be distributed by the company in proportion to the shareholders' equity stakes.

After liquidating the company's assets, preparing a balance sheet and asset inventory, if the liquidation committee finds that the company's assets are insufficient to settle its debts, it shall apply to the People's Court for bankruptcy liquidation in accordance with the law. Upon accepting the bankruptcy application, the People's Court shall transfer the liquidation affairs to the bankruptcy administrator designated by the court.

Upon completion of the company liquidation, the liquidation committee 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 cancellation of the company registration.

Members of the liquidation group perform liquidation duties and are obligated to act with loyalty and diligence.

Members of the liquidation committee who fail to perform their liquidation duties diligently and cause losses to the company shall bear compensation liability; those who intentionally or through gross negligence cause losses to creditors shall also bear compensation liability.

If a company is declared bankrupt in accordance with the law, bankruptcy liquidation shall be carried out under the relevant corporate bankruptcy laws.

REVISION OF BYLAWS

The company shall amend its articles of association under any of the following circumstances:

(1) Where the matters stipulated in the Articles of Association conflict with the provisions of the amended Company Law, relevant laws and administrative regulations, the Hong Kong Listing Rules, or other securities regulatory rules applicable to the listing location of the company's shares;

(2) The company's circumstances have changed and are inconsistent with the matters recorded in its articles of association;

(3) The shareholders' meeting decides to amend the articles of association.

Any amendments to the articles of association approved by the shareholders' meeting shall be submitted to the competent authority for approval if such approval is required; matters concerning company registration shall undergo the corresponding registration changes in accordance with the law.