

SHARE CAPITAL

BEFORE THE [REDACTED]

As of the Latest Practicable Date, the registered capital of our Company was RMB69,205,066, comprising 69,205,066 Unlisted Shares of nominal value RMB1.00 each.

	Number of Shares	Percentage of issued share capital
Unlisted Shares	69,205,066	100%

UPON COMPLETION OF THE [REDACTED]

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

Description of Shares	Number of Shares	Approximate Percentage of the enlarged issued share capital
Unlisted Shares	[REDACTED]	[REDACTED]%
H Shares [REDACTED] from Unlisted Shares	[REDACTED]	[REDACTED]%
H Shares issued pursuant to the [REDACTED]	[REDACTED]	[REDACTED]%
Total	[REDACTED]	[REDACTED]%

Immediately following completion of the [REDACTED] and assuming that the [REDACTED] is fully exercised, the entire share capital of our Company would be as follows:

Description of Shares	Number of Shares	Approximate Percentage of the enlarged issued share capital
Unlisted Shares	[REDACTED]	[REDACTED]%
H Shares [REDACTED] from Unlisted Shares	[REDACTED]	[REDACTED]%
H Shares issued pursuant to the [REDACTED]	[REDACTED]	[REDACTED]%
Total	[REDACTED]	[REDACTED]%

SHARES OF OUR COMPANY

The H Shares, to be issued following the completion of the [REDACTED] and [REDACTED] from the Unlisted Shares, and the Unlisted Shares are ordinary Shares in the share capital of our Company, all of which are considered as one class of Shares. However, apart from qualified domestic institutional investors (“QDII”) and persons who are entitled to hold our H Shares pursuant to relevant PRC laws and regulations or upon approval of any competent authority, or through Shanghai-Hong Kong Stock Connect and Shenzhen – Hong Kong Stock Connect pursuant to relevant PRC laws and regulations, H shares generally may not be subscribed by or traded between legal or natural persons of the PRC.

Unlisted Shares and H Shares are regarded as one class of Shares under our Articles of Association and will rank *pari passu* with each other in all other respects and, in particular, will rank equally for all dividends or distributions declared, paid or made after the date of this document. Dividends in respect of our Shares may be paid by us in Hong Kong dollars or Renminbi, as the case may be. In addition to cash, dividends may be distributed in the form of Shares.

[REDACTED] PERIODS

Pursuant to the PRC Company Law, the Shares issued prior to any public offering of our Shares should not be transferred within a period of one year from the date on which our publicly offered Shares are listed on the relevant stock exchange. Accordingly, the Shares issued by our

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Company prior to the [REDACTED] shall be subject to such statutory restriction on transfer within a period of one year from the [REDACTED]. In addition, certain holders of our Unlisted Shares have given undertaking not to transfer their shareholding for a certain period. See “History, Development and Corporate Structure”.

[REDACTED] OF OUR UNLISTED SHARES INTO H SHARES

[REDACTED] of Unlisted Shares

According to the regulations by the securities regulatory authority of the State Council and our Articles of Association, our shareholders of Unlisted Shares may [REDACTED] their unlisted shares into overseas-listed shares and have them listed and traded on an overseas stock exchange, upon the completion of the filing procedure with the CSRC. In addition, any requisite internal approval process in respect of such [REDACTED] and transfer shall be completed and such [REDACTED] and transfer shall comply with the regulations prescribed by securities regulatory authorities of the State Council and the regulations, requirements and procedures prescribed by the relevant stock exchange. The [REDACTED] and [REDACTED] of such [REDACTED] shares on the Hong Kong Stock Exchange will also require the approval of the Hong Kong Stock Exchange.

Based on the procedures for the [REDACTED] of the Unlisted Shares into H Shares as disclosed below, we may apply for the [REDACTED] of all or any portion of the Unlisted Shares on the Hong Kong Stock Exchange as H Shares before any proposed [REDACTED] to ensure that the [REDACTED] process can be completed promptly upon notice to the Hong Kong Stock Exchange and delivery of shares for entry on the [REDACTED]. As any [REDACTED] of additional Shares after our initial [REDACTED] on the Hong Kong Stock Exchange is ordinarily considered by the Hong Kong Stock Exchange to be a purely administrative matter, it does not require such prior application for [REDACTED] at the time of our [REDACTED] in Hong Kong.

Our Company has [REDACTED] for H Share [REDACTED] to [REDACTED] certain of the Unlisted Shares into H Shares as per the instructions of the relevant Shareholders. The [REDACTED] of Unlisted Shares into H Shares will involve an aggregate of [REDACTED] Unlisted Shares held by [REDACTED] existing Shareholders.

No approval by separate class meeting is required for shareholders of Unlisted Shares of our Company to have their unissued shares [REDACTED] into [REDACTED] shares and have them [REDACTED] and [REDACTED] on an overseas stock exchange, pursuant to our Articles of Association. Any application for [REDACTED] of the [REDACTED] shares on the Hong Kong Stock Exchange after our [REDACTED] is subject to prior notification by way of announcement to inform our Shareholders and [REDACTED] of any proposed [REDACTED] in advance.

Mechanism and Procedure for [REDACTED]

After all the requisite approvals have been obtained, the following procedure will need to be completed in order to effect the [REDACTED]: the relevant unlisted shares will be withdrawn from the Unlisted Share register and we will re-register such Shares on our [REDACTED] maintained in Hong Kong and instruct our [REDACTED] to issue H Share certificates. Registration on our [REDACTED] will be conditional on (a) our [REDACTED] lodging with the Hong Kong Stock Exchange a letter confirming the proper entry of the relevant H Shares on the [REDACTED] and the due dispatch of H Share certificates and (b) the admission of the H Shares to [REDACTED] on the Hong Kong Stock Exchange in compliance with the Hong Kong Listing Rules, the General Rules of [REDACTED] and the [REDACTED] in force from time to time. Until the [REDACTED] shares are re-registered on our [REDACTED], such Shares would not be [REDACTED] as H Shares.

SHAREHOLDERS’ GENERAL MEETINGS AND CLASS MEETINGS

For details of circumstance under which our Shareholders’ general meeting and Shareholders’ class meeting are required, see “Appendix V — Summary of Articles of Association.”