

## SHARE CAPITAL

This section presents certain information regarding our share capital before and upon completion of the [REDACTED].

### BEFORE THE [REDACTED]

As of the Latest Practicable Date, the registered capital of our Company was RMB61,880,000, comprising 61,880,000 Unlisted Shares of nominal value RMB1.00 each.

### UPON COMPLETION OF THE [REDACTED]

Immediately following completion of the [REDACTED] and the Conversion of Unlisted Shares into H Shares, assuming the [REDACTED] is not exercised, the share capital of our Company will be as follows:

| Description of Shares                               | Number of Shares | Approximate percentage to total share capital |
|-----------------------------------------------------|------------------|-----------------------------------------------|
| H Shares to be converted from Unlisted Shares . . . | [REDACTED]       | [REDACTED]%                                   |
| H Shares to be issued under the [REDACTED] . .      | [REDACTED]       | [REDACTED]%                                   |
| <b>Total</b> . . . . .                              | [REDACTED]       | <b>100.00%</b>                                |

Immediately following completion of the [REDACTED] and the Conversion of Unlisted Shares into H Shares, assuming the [REDACTED] is fully exercised, the share capital of our Company will be as follows:

| Description of Shares                               | Number of Shares | Approximate percentage to total share capital |
|-----------------------------------------------------|------------------|-----------------------------------------------|
| H Shares to be converted from Unlisted Shares . . . | [REDACTED]       | [REDACTED]%                                   |
| H Shares to be issued under the [REDACTED] . .      | [REDACTED]       | [REDACTED]%                                   |
| <b>Total</b> . . . . .                              | [REDACTED]       | <b>100.00%</b>                                |

### OUR SHARES

The H Shares in issue upon completion of the [REDACTED] and the Unlisted Shares are ordinary Shares in the share capital of our Company and are considered as one class of Shares.

Our H Shares may only be subscribed for and [REDACTED] in Hong Kong dollars. Our Unlisted Shares, on the other hand, may only be subscribed for and [REDACTED] in Renminbi. Apart from certain qualified domestic institutional investors in the PRC, the qualified PRC investors under the Shanghai-Hong Kong Stock Connect or the Shenzhen-Hong Kong Stock Connect and other persons who are entitled to hold our H Shares pursuant to relevant PRC laws and regulations or upon approvals of any competent authorities (such as our certain existing Shareholders the Unlisted Shares held by whom will be converted into H Shares according to the approval of the CSRC), H Shares generally cannot be subscribed for by or [REDACTED] between legal or natural persons of the PRC. Our Unlisted Shares, on the other hand, can be purchased or transferred between legal or natural persons of the PRC, qualified foreign institutional investors and qualified foreign strategic investors.

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## SHARE CAPITAL

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Unlisted Shares and H Shares are regarded as one class of Shares under our Articles of Association and shall rank *pari passu* with each other in all respects and, in particular, will rank equally for dividends or distributions declared, paid or made. All dividends for H Shares will be denominated and declared in Renminbi, and paid in Hong Kong dollars or Renminbi, whereas all dividends for Unlisted Shares will be paid in Renminbi. Other than cash, dividends could also be paid in the form of shares.

### CONVERSION OF UNLISTED SHARES INTO H SHARES

The Unlisted Shares comprise [REDACTED] Shares which are currently not listed or traded on any stock exchange.

Pursuant to the regulations prescribed by the securities regulatory authorities of the State Council, the Unlisted Shares may be converted into overseas-listed Shares. Such converted Shares could be listed or traded on an overseas stock exchange, provided that prior to the conversion and trading of such converted Shares, any requisite internal approval process has been duly completed, all the filing procedures with relevant PRC regulatory authorities, including the CSRC are followed. In addition, such conversion and trading shall comply with the regulations, requirements and procedures prescribed by the relevant overseas stock exchange. If any of the Unlisted Shares are to be converted, [REDACTED] and [REDACTED] as H Shares on the Hong Kong Stock Exchange, such conversion, [REDACTED] and [REDACTED] will need the approval of the relevant PRC regulatory authorities, including the CSRC, and the approval of the Hong Kong Stock Exchange.

### Registration with the CSRC and Full Circulation Application

In accordance with the Trial Measures and related guidelines, H-share listed companies which apply for the conversion of unlisted shares into H shares for [REDACTED] and circulation on the Hong Kong Stock Exchange shall register with the CSRC by filing materials on key compliance issues. An unlisted joint stock company may apply for “full circulation” when applying for an overseas [REDACTED].

We have filed with the CSRC for, and the CSRC [has registered] the conversion of [REDACTED] Unlisted Shares into H Shares on a one-for-one basis upon the completion of the [REDACTED]. The filing and registration procedures in relation to the Conversion of the Unlisted Shares have been completed on [●] accordingly, and the [REDACTED] and [REDACTED] of the H shares converted on the Hong Kong Stock Exchange is still subject to the approval by the Hong Kong Stock Exchange.

### [REDACTED] Approval by the Hong Kong Stock Exchange

We have [REDACTED] to the [REDACTED] Committee for the granting of the [REDACTED] of, and permission to [REDACTED], (i) our H Shares to be issued pursuant to the [REDACTED] (including any H Shares which may be issued pursuant to the exercise of the [REDACTED]) and (ii) the H Shares to be converted from our existing Unlisted Shares. We will perform the following procedures for the conversion of the relevant Unlisted Shares into H Shares after receiving the approval of the Hong Kong Stock Exchange: (i) giving instructions to our [REDACTED] regarding relevant [REDACTED] of the converted H Shares and (ii) enabling the converted H Shares to be accepted as eligible securities by [REDACTED] for deposit, clearance and settlement in the [REDACTED].

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### RESTRICTION ON TRANSFER OF SHARES ISSUED PRIOR TO THE [REDACTED]

In accordance with Article 160 of the PRC Company Law, the shares issued prior to any [REDACTED] of shares by a company cannot be transferred within one year from the date on which such publicly [REDACTED] shares are [REDACTED] and [REDACTED] on the relevant stock exchange. As such, the H Shares to be issued by our Company (including the H Shares to be converted from our existing Unlisted Shares) prior to the [REDACTED] will be subject to such statutory restriction on transfer within a period of one year from the [REDACTED].

### GENERAL MEETINGS

Pursuant to the PRC Company Law and the terms of the Articles of Association, our Company may from time to time by special resolution of Shareholders, among others, increase its capital or decrease its capital or repurchase of shares. For details of circumstance under which our general meetings are required, see “Summary of Articles of Association — Shareholders and Shareholders’ Meetings” in Appendix V to this document.

### SHARE SCHEME

For details of our share scheme, see “Statutory and General Information — D. Pre-[REDACTED] Equity Incentive Plan” in Appendix VI to this document.