
SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

Authorised Share Capital

The authorised share capital of our Company immediately following the completion of the Global Offering is as follows:

Number of Shares	Description of Shares	Aggregate nominal value of Shares (US\$)
4,328,216,600	Ordinary shares of US\$0.00001 each	43,282.17
50,000,000	Series A Preferred Shares of US\$0.00001 each	500
136,363,660	Series B Preferred Shares of US\$0.00001 each	1,363.64
158,894,480	Series C Preferred Shares of US\$0.00001 each	1,588.94
214,751,780	Series D Preferred Shares of US\$0.00001 each	2,147.52
111,773,480	Series E Preferred Shares of US\$0.00001 each	1,117.73
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<u>5,000,000,000</u>	Shares in total	<u>50,000</u>

Issued Share Capital

The issued share capital of our Company as of the date of this prospectus and immediately following the completion of the Global Offering is as follows:

Number of Shares	Description of Shares	Aggregate nominal value of Shares (US\$)	% of the issued share Capital
881,800,710	Shares in issue as at the date of this prospectus	8,818.01	78.9%
236,350,000	Shares to be issued under the Global Offering	2,363.50	21.1%
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<u>1,118,150,710</u>	Shares in total	<u>11,181.51</u>	<u>100%</u>

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ASSUMPTIONS

The above table assume that (i) the Global Offering becomes unconditional and Shares are issued pursuant to the Global Offering and (ii) the Over-allotment Option is not exercised and no Shares are issued pursuant to the Equity Plan. The above tables also do not take into account any Shares which may be issued or repurchased by the Company under the general mandates granted to our Directors as referred to below.

RANKING

The Offer Shares will rank *pari passu* in all respects with all Shares currently in issue or to be issued as mentioned in this prospectus, and will qualify and rank equally for all dividends or other distributions declared, made or paid on the Shares on a record date which falls after the date of this prospectus.

CIRCUMSTANCES UNDER WHICH GENERAL MEETINGS ARE REQUIRED

Our Company will have only one class of Shares upon Listing, namely ordinary shares, and each ranks *pari passu* with the other Shares.

Pursuant to the Cayman Companies Law and the terms of the Memorandum of Association and Articles of Association, our Company may from time to time by ordinary resolution of shareholders (i) increase its share capital; (ii) consolidate and divide its share capital into shares of larger amount; (iii) subdivide its shares into shares of smaller amount; and (iv) cancel any shares which have not been taken or agreed to be taken. In addition, our Company may subject to the provisions of the Cayman Companies Law reduce its share capital or capital redemption reserve by its shareholders passing a special resolution. See the section headed “Summary of the Constitution of our Company and Cayman Companies Law – Summary of the Constitution of the Company – 2. Articles of Association – 2.5 Alteration of capital” in Appendix III for further details.

PRE-IPO SHARE INCENTIVE PLAN AND POST-IPO ESOP

We adopted the Pre-IPO Share Incentive Plan, the Post-IPO ESOP and the RS Plan. For the RS Plan, we will issue 55,907,535 Shares within two years of Listing for distribution of Shares corresponding to Restricted Shares. See the section headed “Statutory and General Information – Equity Plans” in Appendix IV for further details.

GENERAL MANDATE TO ISSUE SHARES

Subject to the Global Offering becoming unconditional, our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares with a total nominal value of not more than the sum of:

- 20% of the aggregate nominal value of the Shares in issue immediately following completion of the Global Offering (excluding any Shares which may be issued pursuant to the exercise of the options granted under the Pre-IPO Share Incentive Plan); and

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- the aggregate nominal value of Shares repurchased by the Company under the authority referred to in the paragraph headed “– General Mandate to Repurchase Shares” in this section.

This general mandate to issue Shares will expire at the earliest of:

- the conclusion of the next annual general meeting of our Company unless otherwise renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions; or
- the expiration of the period within which our Company’s next annual general meeting is required by the Memorandum of Association and Articles of Association or any other applicable laws to be held; or
- the date on which it is varied or revoked by an ordinary resolution of our Shareholders in general meeting.

See the section headed “Statutory and General Information – Further Information about our Company and our Subsidiaries – Resolutions of the Shareholders of our Company dated October 15, 2018” in Appendix IV for further details of this general mandate.

GENERAL MANDATE TO REPURCHASE SHARES

Subject to the Global Offering becoming unconditional, our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase our own securities with nominal value of up to 10% of the aggregate nominal value of our Shares in issue immediately following the completion of the Global Offering (excluding any Shares which may be issued pursuant to the exercise of the options granted under the Pre-IPO Share Incentive Plan).

The repurchase mandate only relates to repurchases made on the Stock Exchange, or on any other stock exchange on which our Shares are listed (and which are recognized by the SFC and the Stock Exchange for this purpose), and which are in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in the section headed “Statutory and General Information – Further Information about our Company and our Subsidiaries – Repurchase of our Own Securities” in Appendix IV.

This general mandate to repurchase Shares will expire at the earliest of:

- the conclusion of the next annual general meeting of our Company unless otherwise renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions; or
- the expiration of the period within which our Company’s next annual general meeting is required by the Memorandum of Association and Articles of Association or any other applicable laws to be held; or

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- the date on which it is varied or revoked by an ordinary resolution of our Shareholders passed in a general meeting.

See the section headed “Statutory and General Information – Further Information about our Company and our Subsidiaries – Repurchase of our Own Securities” in Appendix IV for further details of the repurchase mandate.