
SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

The following is a description of our authorized share capital and the amount in issue and to be issued as fully paid or credited as fully paid immediately prior to and following completion of the Global Offering assuming that (i) the Global Offering becomes unconditional and the Offer Shares are issued pursuant to the Global Offering, (ii) the Over-allotment Option is not exercised, (iii) shares to be issued under the Pre-IPO ESOP, Post-IPO Share Option Scheme and Post-IPO Share Award Scheme are not issued and (iv) each Preference Share is converted into one Share:

Authorized share capital at the date of this document

<u>Shares</u>	<u>Approximate aggregate nominal value of Shares</u>
100,000,000,000	US\$50,000

Issued Share Capital

The issued share capital of our Company immediately following the completion of the Global Offering will be as follows:

<u>Number of shares</u>	<u>Description of Shares</u>	<u>Approximate aggregate nominal value of Shares (US\$)</u>	<u>% of the issued share capital</u>
2,745,182,111	Shares in issue as of the date of this document	1,372.59	87.79%
381,900,000	Shares to be issued under the Global Offering	190.95	12.21%
3,127,082,111	Shares in total	1,563.54	100.00%

The tables above do not take into account any Shares which may be issued or repurchased by us under the general mandates granted to our Directors as referred to below.

Ranking

The Offer Shares are ordinary shares in our share capital and rank equally with all Shares currently in issue and, in particular, will rank in full for all dividends or other distributions declared, made or paid on the Shares in respect of a record date which falls after the date of this document.

POTENTIAL CHANGES TO SHARE CAPITAL

Circumstances under which general meeting and class meeting are required

Our Company may by ordinary resolution of Shareholders (i) increase its capital; (ii) consolidate and divide its capital into shares of larger amount; (iii) divide its shares into several classes; (iv) subdivide its shares into shares of smaller amount; and (v) cancel any shares which have not been taken. In addition, our Company may reduce its share capital or capital redemption reserve by its shareholders passing a special resolution.

See “Summary of the constitution of our Company and Cayman Islands company law—2 Articles of Association—2.5 Alteration of capital” in Appendix III to this document for further details.

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Subject to the Cayman Companies Law, if at any time the share capital of our Company is divided into different classes of shares, all or any of the special rights attached to any class of shares may (unless otherwise provided for by the terms of issue of the shares of that class) be varied or abrogated either with the consent in writing of the holders of not less than three-fourths in nominal value of the issued shares of that class or with the sanction of a special resolution passed at a separate general meeting of the holders of the shares of that class.

See “Summary of the constitution of our Company and Cayman Islands company law—2 Articles of Association—2.4 Variation of rights of existing shares or classes of shares” in Appendix III to this document for further details.

General mandate to issue Shares

Subject to the Global Offering becoming unconditional, our Directors were granted a general mandate to allot, issue and deal with any Shares or securities convertible into Shares of not more than the sum of:

- 20% of the total number of Shares in issue immediately following completion of the Global Offering (but excluding any Shares which may be issued pursuant to the exercise of the Over-allotment Option and excluding any Shares to be issued under the Pre-IPO ESOP, Post-IPO Share Option Scheme and Post-IPO Share Award Scheme); and
- the total number of Shares repurchased by our Company pursuant to the authority referred to in “—General mandate to repurchase Shares” below.

This general mandate to issue Shares will remain in effect until the earliest of:

- the conclusion of the next annual general meeting of our Company unless, by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to condition;
- the expiration of the period within which the next annual general meeting of our Company is required to be held under any applicable laws of the Cayman Islands or the memorandum and the articles of association of our Company; and
- the passing of an ordinary resolution by our Shareholders in a general meeting revoking or varying the authority.

General mandate to repurchase Shares

Subject to the Global Offering becoming unconditional, our Directors were granted a general mandate to repurchase our own Shares up to 10% of the total number of Shares in issue immediately following completion of the Global Offering (but excluding any Shares which may be issued pursuant to the exercise of the Over-allotment Option and excluding any Shares to be issued under the Pre-IPO ESOP, Post-IPO Share Option Scheme and Post-IPO Share Award Scheme).

This mandate only relates to repurchases on the Stock Exchange or on any other stock exchange on which the securities of our Company may be listed and which is recognized by the SFC and the Stock Exchange for this purpose, and in accordance with all applicable laws and the requirements under the Listing Rules or equivalent rules or regulations of any other stock exchange as amended from time to time.

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This general mandate to repurchase Shares will remain in effect until the earliest of:

- the conclusion of the next annual general meeting of our Company unless, by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to condition;
- the expiration of the period within which the next annual general meeting of our Company is required to be held under any applicable laws of the Cayman Islands or the memorandum and the articles of association of our Company; and
- the passing of an ordinary resolution by our Shareholders in a general meeting revoking or varying the authority.

See “Statutory and General Information—A. Further Information About Our Group—5. Explanatory Statement on Repurchase of Our Own Securities” in Appendix IV to this document for further details of this general mandate to repurchase Shares.

Share Incentive Schemes

We adopted the Pre-IPO ESOP on September 14, 2020. See “Statutory and General Information—D. Share Incentive Schemes—1. Pre-IPO ESOP” in Appendix IV to this document for further details.

We adopted the Post-IPO Share Option Scheme on November 23, 2020. See “Statutory and General Information—D. Share Incentive Schemes—2. Post-IPO Share Option Scheme” in Appendix IV to this document for further details.

We adopted the Post-IPO Share Award Scheme on November 23, 2020. See “Statutory and General Information—D. Share Incentive Schemes—3. Post-IPO Share Award Scheme” in Appendix IV to this document for further details.