

## SHARE CAPITAL

### AUTHORIZED AND ISSUED SHARE CAPITAL

The following is a description of the authorized and issued share capital of our Company in issue and to be issued as fully paid or credited as fully paid immediately following completion of the [REDACTED].

As of the Latest Practicable Date, our authorized share capital was USD50,000.00 divided into 500,000,000 shares of a nominal or par value of USD0.0001 each, of which (i) 469,111,025 are designated as Ordinary Shares; (ii) 1,761,145 are designated as Series A-1 Preferred Shares; (iii) 2,748,067 are designated as Series A-2 Preferred Shares; (iv) 4,305,847 are designated as Series B-1 Preferred Shares; (v) 3,624,926 are designated as Series B-2 Preferred Shares; (vi) 3,283,518 are designated as Series C-1 Preferred Shares; (vii) 641,940 are designated as Series C-2 Preferred Shares; (viii) 577,745 are designated as Series C-3 Preferred Share; (ix) 481,232 are designated as Series C-4 Preferred Shares; (x) 7,868,126 are designated as Series D-1 Preferred Shares; (xi) 1,538,482 are designated as Series D-2 Preferred Shares; (xii) 115,496 are designated as Series D-3 Preferred Shares; and (xiii) 3,942,451 are designated as Series E Preferred Shares.

Effective upon the conditions of the [REDACTED] being fulfilled, each share in our then issued and unissued share capital shall be split into 10 shares of the corresponding class with par value of US0.0001 each. The Preferred Shares will be converted into ordinary shares of our Company on a one-to-one basis by way of re-designation, and our authorised share capital will be USD50,000.00 divided into 5,000,000,000 ordinary shares of a nominal or par value of USD0.00001 each, immediately before the completion of the [REDACTED].

Assuming the Share Options outstanding as at the Latest Practicable Date and the [REDACTED] are not exercised the share capital of our Company immediately following completion of the Share Subdivision, Conversion and [REDACTED] will be as follows:

Description of Shares	Number of Shares	Aggregate nominal value of Shares (US\$)
Shares in issue (including the Shares upon re-designation of the Preferred Shares)	366,130,590	3,661.3059
Shares to be issued under the [REDACTED]	<u>[REDACTED]</u>	<u>[REDACTED]</u>
<b>Total</b>	<u><u>[REDACTED]</u></u>	<u><u>[REDACTED]</u></u>

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Assuming the [REDACTED] is exercised in full and no Share Option outstanding as at the Latest Practicable Date is exercised, the share capital of our Company immediately following completion of the [REDACTED] will be as follows:

Description of Shares	Number of Shares	Aggregate nominal value of Shares (US\$)
Shares in issue (including the Shares upon re-designation of the Preferred Shares)	366,130,590	3,661.3059
Shares to be issued under the [REDACTED]	<u>[REDACTED]</u>	<u>[REDACTED]</u>
<b>Total</b>	<b><u>[REDACTED]</u></b>	<b><u>[REDACTED]</u></b>

### ASSUMPTIONS

The above tables assume that the [REDACTED] becomes unconditional, that Shares are issued pursuant to the [REDACTED], and that the [REDACTED] are converted into ordinary shares on a one-to-one basis.

### RANKING

The [REDACTED] are Shares in the share capital of our Company and rank equally with all Shares currently in issue or to be issued (including all Preferred Shares re-designated into Shares upon completion of the [REDACTED]) and, in particular, will rank equally 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.

### CIRCUMSTANCES UNDER WHICH GENERAL MEETINGS ARE REQUIRED

Pursuant to the Cayman Companies Act and the terms of the 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) divide its Shares into several classes; 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 Act, reduce its share capital or undistributable reserve by its Shareholders passing a special resolution. See the section headed "Appendix III – Summary of the Constitution of Our Company and Cayman Companies Act – Summary of the Constitution of Our Company – Articles of Association – Alteration of capital" in this document for further details.

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### **[REDACTED] EQUITY INCENTIVE PLAN**

We adopted the **[REDACTED]** Equity Incentive Plan. For further details, please see the section headed “Appendix IV – Statutory and General Information – D. **[REDACTED]** Equity Incentive Plan” in this document.

### **GENERAL MANDATE TO ISSUE SHARES**

Subject to the **[REDACTED]** 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 Share Subdivision and the **[REDACTED]**; and
- the aggregate nominal value of the Shares repurchased by us under the authority referred to in the sub-section 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;
- the expiration of the period within which the next annual general meeting of our Company is required to be held by any applicable law or the Articles of Association; or
- the time when it is varied or revoked by an ordinary resolution of our Shareholders in a general meeting.

See the section headed “Appendix IV – Statutory and General Information – A. Further Information about our Group – 4. Resolutions of our Shareholders” in this document for further details of the general mandate to allot, issue and deal with Shares.

### **GENERAL MANDATE TO REPURCHASE SHARES**

Subject to the **[REDACTED]** 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 completion of the Share Subdivision and the **[REDACTED]**.

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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 “Appendix IV – Statutory and General Information – A. Further Information about our Group – 5. Repurchases of our Own Securities” in this document.

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

- the conclusion of the next annual general meeting of our Company;
- the expiration of the period within which the next annual general meeting of our Company is required to be held by any applicable law or the Articles of Association; or
- the time when it is varied or revoked by an ordinary resolution of our Shareholders in a general meeting.

See the section headed “Appendix IV – Statutory and General Information – A. Further Information about our Group – 4. Resolutions of our Shareholders” in this document for further details of the general mandate to repurchase Shares.