

SHARE CAPITAL

AUTHORISED AND ISSUED SHARE CAPITAL

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

Authorised share capital as at the date of this document:

	<i>Aggregate nominal value US\$</i>
[2,000,000,000] Shares of US\$0.0001 each	[200,000.00]

Shares issued and to be issued, fully paid or credited as fully paid:

Assuming the [REDACTED] is not exercised, the issued share capital of our Company immediately following the completion of the Capitalisation Issue and the [REDACTED] will be as follows:

1,000 Shares in issue as of the date of this document	0.10
[REDACTED] Shares to be issued pursuant to the Capitalisation Issue	[REDACTED]
[REDACTED] Shares to be issued pursuant to the [REDACTED]	[REDACTED]
<u>[REDACTED] Total</u>	<u>[REDACTED]</u>

Assuming the [REDACTED] is exercised in full, the issued share capital of our Company immediately following the completion of the Capitalisation Issue and the [REDACTED] will be as follows:

1,000 Shares in issue at the date of this document	0.10
[REDACTED] Shares to be issued pursuant to the Capitalisation Issue	[REDACTED]
[REDACTED] Shares to be issued pursuant to the [REDACTED]	[REDACTED]
<u>[REDACTED] Total</u>	<u>[REDACTED]</u>

SHARE CAPITAL

Assumptions

The above tables assume the [REDACTED] has become unconditional and the Shares are issued pursuant to the [REDACTED] and the Capitalisation Issue. It does not take into account any Share which may be allotted and issued or repurchased by our Company pursuant to the general mandates given to our Directors to allot and issue or repurchase Shares as referred to below.

RANKING

The [REDACTED] and all Shares shall rank *pari passu* with all existing Shares in issue on the date of the allotment and issue of such Shares, and in particular will be entitled to all dividends or other distributions declared, made or paid after the date of this document except for the Capitalisation Issue.

MINIMUM PUBLIC FLOAT

Pursuant to Rule 8.08(1)(a) Listing Rules, at the time of the [REDACTED] and at all times thereafter, we must maintain the minimum prescribed percentage of at least 25% of our total issued share capital in the hands of the public (as defined in the Listing Rules).

GENERAL MANDATE TO ISSUE SHARES

Subject to the [REDACTED] becoming unconditional, our Directors have been granted a general mandate to allot and issue Shares. For further details of this general mandate, please refer to “Statutory and General Information — A. Further Information about our Group — 4. Written resolutions of our Shareholders passed on [●] 2022” in Appendix V to this document.

GENERAL MANDATE TO REPURCHASE SHARES

Subject to the [REDACTED] becoming unconditional, our Directors have been granted a general mandate to repurchase Shares. For further details of this general mandate, please refer to “Statutory and General Information — A. Further Information about our Group — 4. Written resolutions of our Shareholders passed on [●] 2022” in Appendix V to this document.

SHARE CAPITAL

CIRCUMSTANCES UNDER WHICH GENERAL MEETING AND CLASS MEETING ARE REQUIRED

Pursuant to the Companies Act and the terms of our Articles of Association, our Company may from time to time 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 subject to the provisions of the Companies Act reduce its share capital by special resolution of shareholders. For details, please refer to “Summary of the Constitution of our Company and Cayman Islands Company Law — 2. Articles of Association — (a) Shares — (iii) Alteration of capital” in Appendix IV to this document.

Pursuant to the Companies Act and the terms of our Memorandum of Association and our Articles of Association, all or any of the special rights attached to our Share or any class of Shares may be varied, modified or abrogated either with the consent in writing of the holders of not less than three-fourths in nominal value of the issued Shares in that class or with the sanction of a special resolution passed at a separate general meeting of the holders of the Shares in that class. For details, please refer to “Summary of the Constitution of our Company and Cayman Islands Company Law — 2. Articles of Association — (ii) Variation of rights of existing shares or classes of shares” in Appendix IV to this document.