

SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

The following is a description of the authorized and issued share capital of our Company as of the date of this document and immediately after the [REDACTED].

As of the date of this document ⁽¹⁾	Aggregate nominal value of Shares (US\$)
<i>Authorized share capital</i>	
3,327,525,000 class A ordinary shares of a par value of US\$0.00001 each	33,275.25
224,656,000 class B ordinary shares of a par value of US\$0.00001 each	2,246.56
1,132,522,000 series A preferred shares of a par value of US\$0.00001 each	11,325.22
315,297,000 series B preferred shares of a par value of US\$0.00001 each	3,152.97
<i>Issued share capital</i>	
728,623,000 class A ordinary shares of a par value of US\$0.00001 each	7,286.23
1,033,388,000 series A preferred shares of a par value of US\$0.00001 each	10,333.88
315,297,000 series B preferred shares of a par value of US\$0.00001 each	3,152.97
Immediately after completion of the [REDACTED]	
<i>Authorized share capital</i>	
5,000,000,000 Shares of a par value of US\$0.00001 each	50,000.00
<i>Issued share capital</i>	
2,077,308,000 Shares of a par value of US\$0.00001 each in issue	20,773.08
[REDACTED] Shares of a par value of US\$0.00001 each to be issued under the [REDACTED]	[REDACTED]
[REDACTED] Shares of a par value of US\$0.00001 each in total	[REDACTED]

(1) Unless otherwise stated, the number of shares are adjusted to reflect the Share Subdivision.

ASSUMPTIONS

The above table assumes that (1) the [REDACTED] becomes unconditional and the Shares are issued pursuant to the [REDACTED]; (2) the [REDACTED] is not exercised; and (3) no issue of any Shares that may be issued under the [REDACTED] Share Option Scheme or any Shares that may be allotted and issued or repurchased pursuant to the general mandate given to the Directors for allotment and issuance of Shares referred to in Appendix IV in this document or the repurchase mandate referred to in Appendix IV to this document, as the case may be.

RANKING

The [REDACTED] are ordinary shares in the share capital of our Company and upon completion of the [REDACTED], and will rank *pari passu* in all respects with all Shares in issue or to be issued as set out in the above table, 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 document.

SHARE INCENTIVE SCHEME

See “History, Reorganization and Corporate Structure” and “Appendix IV — Statutory and General Information — D. [REDACTED] Share Option Scheme” for details and principal terms of the [REDACTED] Share Option Scheme.

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CIRCUMSTANCES UNDER WHICH GENERAL MEETINGS ARE REQUIRED

After completion of the [REDACTED], our Company will have only one class of Shares, namely ordinary shares, and each ranks *pari passu* with the other Shares.

Pursuant to the Cayman Companies Act and the terms of the Memorandum of Association and Articles of Association, our Company may from time to time by ordinary resolution of Shareholders (1) increase its capital; (2) consolidate and divide its capital into shares of larger amount; (3) divide its shares into several classes; (4) subdivide its shares into shares of smaller amount; and (5) cancel any shares which have not been taken. In addition, our Company may subject to the provisions of the Cayman Companies Act reduce its share capital or capital redemption reserve by its Shareholders passing a special resolution. See “Appendix III — Summary of the Constitution of the Company and Cayman Islands Companies Act — 2. Articles of Association — 2.1 Shares — (c) Alteration of capital” for details.

Pursuant to the Companies Act and the terms of our Memorandum and Articles of Association, all or any of the special rights attached to the Shares or any class of Shares may be varied, modified or abrogated either with the consent in writing of not less than three quarters of the voting rights of the holders of the 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. For more details, see “Appendix III — Summary of the Constitution of the Company and Cayman Islands Companies Act — 2. Articles of Association — 2.1 Shares — (b) Variation of rights of existing shares or classes of shares.” Further, our Company will also hold general meetings from time to time as may be required under the Articles, a summary of which is set out in “Appendix III — Summary of the Constitution of the Company and Cayman Islands Companies Act.”

GENERAL MANDATE TO ISSUE SHARES AND GENERAL MANDATE TO REPURCHASE SHARES

Subject to conditions set forth in “Structure of the [REDACTED] — Conditions of the [REDACTED]”, our Directors have been granted a general unconditional mandate to allot, issue and deal with and repurchase Shares.

See “Appendix IV — Statutory and General Information — A. Further Information about Our Company — 3. Written resolutions of the Shareholders of our Company passed on [•]” for further details.