

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 the completion of the [REDACTED].

As at the Latest Practicable Date, our authorized share capital was US\$50,000 divided into (i) 490,984,570 ordinary Shares of par value US\$0.0001 each and (ii) 9,015,430 Series A Preferred Shares of par value US\$0.0001 each, and our issued share capital consisted of 9,015,430 Series A Preferred Shares and 46,597,195 ordinary Shares. In addition, immediately after completion of the [REDACTED], the authorized share capital of our Company will be US\$50,000 divided into [REDACTED] Shares of a par value of US\$[REDACTED] each.

Each of the Preferred Shares will be converted into ordinary Shares on a one-to-one basis by way of re-designation and re-classification immediately before [REDACTED].

Assuming the [REDACTED] is not exercised, the share capital of our Company immediately after the [REDACTED] will be as follows:

Description of Shares	Number of Shares	Aggregate nominal value of Shares (US\$)	Approximate percentage of issued share capital (%)
Shares in issue (including the Shares on re-designation of the Preferred Shares) . . .	[REDACTED]	[REDACTED]	[REDACTED]
Shares to be issued under the [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Total	[REDACTED]	[REDACTED]	100

Assuming the [REDACTED] is exercised in full, the share capital of our Company upon completion of the [REDACTED] will be as follows:

Description of Shares	Number of Shares	Aggregate nominal value of Shares (US\$)	Approximate percentage of issued share capital (%)
Shares in issue (including the Shares on re-designation of the Preferred Shares) . . .	[REDACTED]	[REDACTED]	[REDACTED]
Shares to be issued under the [REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Total	[REDACTED]	[REDACTED]	100

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ASSUMPTIONS

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

RANKING

The [REDACTED] Shares are shares in the share capital of our Company and rank equally with all Shares currently in issue or to be issued (including all the Shares as converted from Preferred Shares upon completion of the [REDACTED]) 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.

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 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 – (a) Shares – (iii) Alteration of capital” in Appendix III for further details.

GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES

Subject to the [REDACTED] becoming unconditional, our Directors have been granted general unconditional mandates to issue and repurchase our Shares.

For further details of these general mandates, see “Statutory and General Information – A. Further Information about our Company and our Subsidiaries – 4. Written Resolutions Passed by Our Shareholders on [●], 2023” in Appendix IV.