
SHARE CAPITAL

As of the Latest Practicable Date, the registered share capital of our Company was RMB45,000,000, divided into 45,000,000 Unlisted Domestic Shares, with a nominal value of RMB1.00 each.

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

Number of Shares	Description of Shares	Approximate percentage to total share capital
[REDACTED]	Unlisted Domestic Shares in issue	[REDACTED]%
<u>[REDACTED]</u>	H Shares to be issued under the [REDACTED]	<u>[REDACTED]%</u>
<u>[REDACTED]</u>	Total	<u>100.00%</u>

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

Number of Shares	Description of Shares	Approximate percentage to total share capital
[REDACTED]	Unlisted Domestic Shares in issue	[REDACTED]%
<u>[REDACTED]</u>	H Shares to be issued under the [REDACTED]	<u>[REDACTED]%</u>
<u>[REDACTED]</u>	Total	<u>100.00%</u>

The above table assumes that the [REDACTED] has become unconditional and the H Shares are issued pursuant to the [REDACTED].

SHARE CAPITAL

RANKING

Upon the completion of the [REDACTED], our Shares will consist of Unlisted Domestic Shares and H Shares. Unlisted Domestic Shares and H Shares are all ordinary Shares in the share capital of our Company and are regarded as the same class of Shares under the Articles of Association.

Unlisted Domestic Shares and H Shares shall carry the same rights in all other respects and, in particular, will rank equally for dividends or distributions declared, paid or made. All dividend for H Shares will be denominated and declared in Renminbi, and paid in Hong Kong dollars or Renminbi, whereas all dividends for Unlisted Domestic Shares will be paid in Renminbi. Other than cash, dividends could also be paid in the form of shares or a combination of cash and shares.

CIRCUMSTANCES UNDER WHICH GENERAL MEETING AND CLASS MEETING ARE REQUIRED

Our Company will have only one class of Shares upon completion of the [REDACTED], namely ordinary shares, and each carry the same rights in all respects with the other Shares. For details of circumstances under which our Shareholders’ general meeting and class Shareholders’ meeting are required, see “Summary of Articles of Association” in Appendix V to this document.

[REDACTED] Approval by the Stock Exchange

We [have applied] to the Stock Exchange for the approval for the granting of [REDACTED] of, and permission to [REDACTED], our H Shares to be issued pursuant to the [REDACTED] (including any H Shares which may be issued pursuant to the exercise of the [REDACTED]).

TRANSFER OF SHARES ISSUED PRIOR TO [REDACTED]

The PRC Company Law provides that in relation to the [REDACTED] of a company, the shares issued prior to the [REDACTED] shall not be transferred within a period of one year from the date on which the publicly [REDACTED] shares are [REDACTED] on any stock exchange. Accordingly, Shares issued by our Company prior to the [REDACTED] shall be subject to such statutory restriction and not be transferred within a period of one year from the [REDACTED].

For details of the lock-up undertaking given by our Single Largest Group of Shareholders to the Stock Exchange, see “[REDACTED]” in this document.

SHARE CAPITAL

INCREASE IN SHARE CAPITAL

As advised by our PRC Legal Advisors, pursuant to the Articles of Association and subject to the requirements of relevant PRC laws and regulations, our Company, upon the [REDACTED] of our H Shares, is eligible to enlarge its share capital by issuing either new H Shares or new unlisted Domestic Shares on condition that such proposed issuance shall be approved by a special resolution of Shareholders in general meeting conducted in accordance with the provisions of the Articles of Association and that such issuance complies with the Listing Rules and other relevant laws and regulations of Hong Kong. To adopt a special resolution of Shareholders at general meeting, more than the two thirds votes represented by the Shareholders (including proxies) present at the general meeting must be exercised in favor of the resolution. See “– Ranking” in this section.

REGISTRATION OF SHARES NOT [REDACTED] ON THE OVERSEAS STOCK EXCHANGE

According to the Notice of Centralized Registration and Deposit of Non-overseas Listed Shares of Companies Listed on an Overseas Stock Exchange (《關於境外上市公司非境外上市股份集中登記存管有關事宜的通知》) issued by the CSRC, an overseas [REDACTED] company is required to register its shares that are not [REDACTED] on the overseas stock exchange with CSDC within 15 Business Days upon the [REDACTED] and provide a written report to the CSRC regarding the centralized registration and deposit of its Unlisted Domestic Shares as well as the current [REDACTED] and [REDACTED] of shares.

SHAREHOLDERS’ APPROVAL FOR THE [REDACTED]

Approval from holders of the Shares is required for the Company to issue H Shares and seek the [REDACTED] of H Shares on the Stock Exchange. The Company has obtained such approval at the Shareholders’ general meeting held on May 15, 2023.