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FOSHAN HAITIAN FLAVOURING AND FOOD COMPANY LTD.
佛山市海天調味食品股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 3288)

(1) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION; AND (2) PROPOSED AMENDMENTS TO CERTAIN CORPORATE GOVERNANCE POLICIES

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In light of Foshan Haitian Flavouring and Food Company Ltd. (the "**Company**") having completed the issuance of H shares and the listing thereof on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**"), and in accordance with the issuance of H shares by the Company, the registered capital of the Company will be changed. In addition, pursuant to the relevant provisions of the Company Law of the People's Republic of China (2023 Revision) (the "**Company Law**"), the Guidelines for the Articles of Association for Listed Companies (2025 Revision) (《上市公司章程指引(2025年修訂)》), the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange (April 2025 Revision) (《上海證券交易所股票上市規則(2025年4月修訂)》), the Guidelines No. 1 for the Application of Self-regulatory Rules of Companies Listed on the Shanghai Stock Exchange – Standard Operation (May 2025 Revision) (《上海證券交易所上市公司自律監管指引第1號－規範運作(2025年5月修訂)》), and other applicable laws, regulations and normative documents, and with a view to further improving the corporate governance structure and better promoting standardized operations of the Company, and taking into account the actual circumstances of the Company, the board of directors of the Company (the "**Board of Directors**" or "**Board**") proposes to amend the Articles of Association of Foshan Haitian Flavouring and Food Company Ltd. (the "**Articles of Association**"). Upon the amendments to the Articles of Association, the Company will no longer have a supervisory committee, and the audit committee of the Board will exercise the powers and functions of the supervisory committee as provided under the Company Law. The detailed amendments to the Articles of Association are set out in the appendix to this announcement.

The supervisors of the Company have confirmed that they have no disagreement with the supervisory committee or the Board, and that there are no other matters relating to their resignation that need to be brought to the attention of the shareholders or creditors of the Company or the Hong Kong Stock Exchange.

The resolutions in relation to the amendments to the Articles of Association will be submitted to the shareholders' general meeting of the Company for consideration.

PROPOSED AMENDMENTS TO CERTAIN CORPORATE GOVERNANCE POLICIES

Pursuant to the relevant provisions of the Company Law, the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange (April 2025 Revision) (《上海證券交易所股票上市規則》(2025年4月修訂)), the Guidelines No. 1 for the Application of Self-regulatory Rules of Companies Listed on the Shanghai Stock Exchange – Standard Operation (May 2025 Revision) (《上海證券交易所上市公司自律監管指引第1號－規範運作》(2025年5月修訂)), and other applicable laws, regulations, normative documents and the securities regulatory rules of the place where the Company's shares are listed, and taking into account the actual circumstances of the Company, the Company proposes to amend the Rules of Procedure for the Shareholders' General Meetings, the Rules of Procedure for the Board of Directors, the Administrative Rules of Proceeds from Capital Raising Activities, the Administrative Rules for External Guarantees, the Working Rules for Independent Directors, and the Policy on the Appointment of Accounting Firms. The above resolutions will be submitted to the shareholders' general meeting of the Company for consideration.

A circular containing, among other things, details of the above resolutions, together with the notice of the shareholders' general meeting, will be published in due course.

The Board of Directors
Foshan Haitian Flavouring and Food Company Ltd.

Hong Kong, August 28, 2025

As at the date of this announcement, the Board comprises: (i) Ms. CHENG Xue, Mr. GUAN Jianghua, Mr. HUANG Wenbiao, Mr. WEN Zhizhou, Mr. LIAO Changhui and Mr. DAI Wen as executive directors; and (ii) Mr. ZHANG Kechun, Mr. QU Wenzhou and Mr. DING Bangqing as independent non-executive directors.

APPENDIX:

Comparison Table on Amendments to the Articles of Association[1]

Before amendment	After amendment
Chapter 1 General Provisions	**Chapter 1 General Provisions**
Article 1 In order to safeguard the legitimate rights and interests of Foshan Haitian Flavouring and Food Company Ltd. (the "Company"), its Shareholders and creditors, and to regulate the organization and activities of the Company, the Articles of Association are formulated in accordance with the Company Law of the People's Republic of China (the "Company Law"), the Securities Law of the People's Republic of China (the "Securities Law"), the Guidelines for the Articles of Association for Listed Companies, the Code of Corporate Governance for Listed Companies, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules") and other relevant laws, regulations and normative documents.	**Article 1** In order to safeguard the legitimate rights and interests of Foshan Haitian Flavouring and Food Company Ltd. (the "Company"), its Shareholders**, employees** and creditors, and to regulate the organization and activities of the Company, the Articles of Association are formulated in accordance with the Company Law of the People's Republic of China (the "Company Law"), the Securities Law of the People's Republic of China (the "Securities Law"), the Guidelines for the Articles of Association for Listed Companies, the Code of Corporate Governance for Listed Companies, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules") and other relevant laws, regulations and normative documents.
Article 3 Upon the approval of the China Securities Regulatory Commission (the "CSRC") on January 14, 2014, the Company issued 74.85 million RMB-denominated ordinary shares to the public for the first time, which were listed on the Shanghai Stock Exchange on February 11, 2014. Upon the filing with the CSRC on [•], the Company issued [•] H shares in Hong Kong, which were listed on The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") on [•].	**Article 3** Upon the approval of the China Securities Regulatory Commission (the "CSRC") on January 14, 2014, the Company issued 74.85 million RMB-denominated ordinary shares to the public for the first time, which were listed on the Shanghai Stock Exchange on February 11, 2014. Upon the **approval by The Stock Exchange of Hong Kong Limited and** filing with the CSRC ~~on [•]~~, the Company issued **279,031,700**~~[•]~~ H shares in Hong Kong **(before any exercise of the Over-allotment Option)**, which were listed on The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") on **June 19, 2025**~~[•]~~.
Article 6 The registered capital of the Company is RMB[•].	**Article 6** The registered capital of the Company is RMB**5,851,824,944**~~[•]~~.

[1] As a result of the addition and deletion of sections and articles, the serial numbers of the relevant sections, articles and cross-references in the Articles of Association have been adjusted accordingly and are not separately stated.

Before amendment	After amendment
Article 8 The chairman of the Board of Directors shall be the legal representative of the Company. If the chairman of the Board of Directors resigns, he/she shall be deemed to have resigned as the legal representative at the same time, and the Company shall appoint a new legal representative within 30 days from the date of the resignation of the legal representative.	**Article 8** The ~~chairman of the Board of Directors shall be the~~ legal representative of the Company **shall be the Director who represents the Company to carry out corporate affairs or the President, and shall be approved by a majority of the Board of Directors**. If the **Director serving as the legal representative**~~chairman of the Board of Directors~~ resigns, he/she shall be deemed to have resigned as the legal representative at the same time**.** **If the legal representative resigns**, ~~and~~ the Company shall appoint a new legal representative within 30 days from the date of the resignation of the legal representative.
Newly added	**Article 9 The legal consequences of civil activities performed by the legal representative in the name of the Company shall be borne by the Company.** **The limitation on the functions and powers of the legal representative in the Articles of Association or by the shareholders' meeting shall not be asserted against a bona fide counterpart.** **Where the legal representative causes damage to any other person in the performance of his/her duties, the Company shall bear civil liability for such damage. The Company may, after bearing such civil liability, seek indemnification from the legal representative at fault in accordance with the laws or the Articles of Association.**
Article 9 The total assets of the Company are divided into shares of equal par value. The Shareholders shall be liable to the Company to the extent of the shares they subscribed, and the Company shall be liable for its debts to the extent of all of its assets.	**Article 10**~~9 The total assets of the Company are divided into shares of equal par value.~~ The Shareholders shall be liable to the Company to the extent of the shares they subscribed, and the Company shall be liable for its debts to the extent of all of its **properties**~~assets~~.

Before amendment	After amendment
Article 10 From the date upon which the Articles of Association of the Company come into effect, it shall be a legally binding document which regulates the organization and activities of the Company, the rights and obligations between the Company and its Shareholders and among the Shareholders, and shall be a legally binding document upon the Company, its Shareholders, Directors, Supervisors, and senior management. Pursuant to the Articles of Association, Shareholders may initiate legal proceedings against other Shareholders, Directors, Supervisors, chief executive officer and other senior management of the Company. The Shareholders may initiate legal proceedings against the Company and the Company may initiate legal proceedings against its Shareholders, Directors, Supervisors, chief executive officer, and other senior management.	**Article 11~~0~~** From the date upon which the Articles of Association ~~of the Company~~ come into effect, it shall be a legally binding document which regulates the organization and activities of the Company, the rights and obligations between the Company and its Shareholders and among the Shareholders, and shall be ~~a~~ legally binding ~~document up~~on the Company, its Shareholders, Directors~~,~~ ~~Supervisors,~~ and senior management. Pursuant to the Articles of Association, Shareholders may initiate legal proceedings against other Shareholders, Directors~~, Supervisors, chief executive officer~~ and ~~other~~ senior management of the Company. The Shareholders may initiate legal proceedings against the Company and the Company may initiate legal proceedings against its Shareholders, Directors~~,~~ ~~Supervisors, chief executive officer,~~ and ~~other~~ senior management.
Chapter 2 Business Objectives and Scope	**Chapter 2 Business Objectives and Scope**
Article 14 Upon legal registration, the scope of business of the Company is: production and operation of condiments, soy products, food, beverage and packaging materials; processing of agricultural and sideline products; other telecommunication services; import and export of goods and technologies; information consulting services; Internet sale of food; wholesale and retail sale of pre-packaged food.	**Article 15~~4~~** Upon legal registration, the scope of business of the Company is: production and operation of condiments, soy products, food, beverage and packaging materials; processing of agricultural and sideline products; other telecommunication services; import and export of goods and technologies **(except those for prohibited by the state or involved administrative approval)**; information consulting services; Internet sale of food; wholesale and retail sale of pre-packaged food.
Chapter 3 Shares	**Chapter 3 Shares**
Section 1 Issuance of Shares	**Section 1 Issuance of Shares**
Article 16 Shares of the Company shall be issued on the principles of transparency, fairness and equality, and the shares of the same class shall rank pari passu in all respects. Each share of the same class shall be issued under the same conditions and at the same price in each issuance, and the same price shall be paid for each share subscribed for by any entity or individual.	**Article 17~~6~~** Shares of the Company shall be issued on the principles of transparency, fairness and equality, and the shares of the same class shall rank pari passu in all respects. Each share of the same class shall be issued under the same conditions and at the same price in each issuance, and the same price shall be paid for each share subscribed for by any entity or individual.

<table>
<tr><th>Before amendment</th><th>After amendment</th></tr>
<tr><td>Article 17 The nominal value of the shares issued by the Company is denominated in Renminbi, with a nominal value of RMB1 per share. The shares issued and listed on the Shanghai Stock Exchange are referred as “A Shares”; The shares issued and listed on the Hong Kong Stock Exchange are referred as “H Shares”.</td><td>Article 18<u>7</u> <s>17</s> The nominal value of the <u>par value</u> shares issued by the Company is denominated in Renminbi, with a nominal value of RMB1 per share. The shares issued and listed on the Shanghai Stock Exchange are referred as “A Shares”; The shares issued and listed on the Hong Kong Stock Exchange are referred as “H Shares”.</td></tr>
<tr><td>Article 19 The promoters of the Company are Guangdong Haitian Group Co., Ltd. and Foshan Haipeng Trade Development Co., Ltd. The number of shares subscribed by each promoter and their shareholding percentage at the time of the establishment of the Company are as follows:

<table>
<tr><th>Promoters</th><th>Number of shares subscribed (shares)</th><th>Shareholding percentage</th></tr>
<tr><td>Guangdong Haitian Group Co., Ltd.</td><td>461,225,700</td><td>99.8%</td></tr>
<tr><td>Foshan Haipeng Trade Development Co., Ltd.</td><td>924,300</td><td>0.2%</td></tr>
<tr><td>Total</td><td>462,150,000</td><td>100%</td></tr>
</table>
Each of the above promoters contributed capital with the net assets of the former Foshan Haitian Flavouring and Food Company Ltd.</td><td>Article 20<u>19</u> <s>19</s> The promoters of the Company are Guangdong Haitian Group Co., Ltd. and Foshan Haipeng Trade Development Co., Ltd. The number of shares subscribed by each promoter and their shareholding percentage at the time of the establishment of the Company are as follows:

<table>
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<tr><td>Total</td><td>462,150,000</td><td>100%</td></tr>
</table>
<u>The total number of shares issued upon the establishment of the Company was 462,150,000 shares with par value of RMB1.00 per share.</u> Each of the above promoters contributed capital with the net assets of the former Foshan Haitian Flavouring and Food Company Ltd.</td></tr>
</table>

Before amendment	After amendment
Article 20 The total number of shares of the Company is [•] shares. The share capital structure of the Company is as follows: [•] ordinary shares, including [•] A shares and [•] H shares. All shares of the Company are ordinary shares without preference shares.	**Article 21~~0~~** The ~~total~~ number of **issued** shares of the Company is **5,851,824,944**~~[•]~~ shares. The share capital structure of the Company is as follows: **5,851,824,944**~~[•]~~ ordinary shares, including **5,560,600,544**~~[•]~~ A shares and **291,224,400**~~[•]~~ H shares. All shares of the Company are ordinary shares without preference shares.
Article 21 The Company or its subsidiaries (including affiliates of the Company) shall not provide any assistance to other persons who are acquiring shares/equity interests in the Company or its parent company by way of gift, advance, guarantee, indemnity or loans or other means, except for the circumstance where the Company implements an employees stock ownership plan.	**Article 22~~1~~** The Company or its subsidiaries (including affiliates of the Company) shall not provide **financial**~~any~~ assistance to other persons who are acquiring shares/equity interests in the Company or its parent company by way of gift, advance, guarantee, **borrowing**~~indemnity or loans~~ or other means, except for the circumstance where the Company implements an employees stock ownership plan. **For the interests of the Company, upon a resolution of shareholders' meeting, or a resolution of the Board of Directors in accordance with the Articles of Association or as authorized by the shareholders' meeting, the Company may provide financial assistance to other persons who are acquiring shares/equity interests in the Company or its parent company, provided that the cumulative total amount of the financial assistance shall not exceed ten percent of the total issued share capital. Resolutions made by the Board of Directors shall be approved by more than two-thirds of all Directors.**

Before amendment	After amendment
Section 2 Increase/Reduction and Repurchase of Shares	**Section 2 Increase/Reduction and Repurchase of Shares**
Article 22 According to the operation and development needs of the Company, subject to the laws, regulations and the securities regulatory rules of the place where the Company's shares are listed, the Company may increase the share capital by the following ways upon approval by way of resolutions at the Shareholders' General Meeting: (I) Public offering of shares; (II) Non-public offering of shares; (III) Issuing bonus shares to existing Shareholders; (IV) Converting capital reserve into share capital; (V) Other means which are permitted by the laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the CSRC.	**Article 23~~22~~** According to the operation and development needs of the Company, subject to the laws, regulations and the securities regulatory rules of the place where the Company's shares are listed, the Company may increase the share capital by the following ways upon approval by way of resolutions at the Shareholders'~~ General~~ Meeting: (I) **O**~~Public o~~ffering of shares **to unspecified parties**; (II) **O**~~Non-public o~~ffering of shares **to specified parties**; (III) Issuing bonus shares to existing Shareholders; (IV) Converting capital reserve into share capital; (V) Other means which are **regulated**~~permitted~~ by the laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the CSRC.

Before amendment	After amendment
Article 24 Company shall not repurchase its own shares, save as under one of the following the circumstances: (I) Reduce its registered share capital; (II) Merge with other companies which hold shares in the Company; (III) Issue shares under employee stock ownership plans or share incentive plans; (IV) Purchase its shares upon request by Shareholders who vote against any resolution at a Shareholders' General Meeting on the merger or division of the Company; (V) Use the shares for converting the convertible bonds issued by the Company into shares; (VI) Necessary for the Company to maintain its value and safeguard the interests of the Shareholders. Except for the above circumstances, the Company does not engage in trading of the Company's shares.	**Article 25~~4~~** Company shall not repurchase its own shares, save as under one of the following the circumstances: (I) Reduce its registered share capital; (II) Merge with other companies which hold shares in the Company; (III) Issue shares under employee stock ownership plans or share incentive plans; (IV) Purchase its shares upon request by Shareholders who vote against any resolution at a s~~S~~hareholders' ~~General M~~meeting on the merger or division of the Company; (V) Use the shares for converting the convertible bonds issued by the Company into shares; (VI) Necessary for the Company to maintain its value and safeguard the interests of the Shareholders. Except for the above circumstances, the Company does not engage in trading of the Company's shares.
Article 25 The Company may acquire its own shares through public centralized trading or other methods recognized by the laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the CSRC.	**Article 26~~5~~** The Company may acquire its own shares through public centralized trading or other methods recognized by the laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the CSRC. **If the share repurchase is made under the circumstances stipulated in (III), (V) or (VI) of the first paragraph of Article 25 of the Articles of Association, it shall be conducted by way of public centralized trading.**

Before amendment	After amendment
Article 26 A resolution at a Shareholders' General Meeting is required when the Company repurchases its shares under the circumstances set out in (I) and (II) of the Article 24 of the Articles of Association. When the Company repurchases its shares under the circumstances set out in (III), (V) and (VI) of the Article 24 of the Articles of Association, a board resolution shall be passed by more than two-thirds of the Directors attending the Board meeting, provided that it complies with the applicable securities regulations and rules of the places where the Company's shares are listed. After the Company has repurchased its shares in accordance with the provisions in the Article 24 of the Articles of Association, provided that it complies with the applicable securities regulations and rules of the places where the Company's shares are listed, the shares repurchased under the circumstance set out in (I) above shall be canceled within 10 days from the date of repurchase, the shares repurchased under the circumstances set out in (II) and (IV) above shall be transferred or canceled within six months, and for the shares repurchased under the circumstances set out in (III), (V) and (VI) above, the total number of the Company's shares held by the Company shall not exceed 10% of the total issued shares of the Company, and the shares so acquired shall be transferred or canceled within three years. Any repurchase of the Company's shares by the Company should adhere to the information disclosure obligations as stipulated in the Securities Law and the securities regulatory rules of the places where the Company's shares are listed. If the share repurchase is made under the circumstances stipulated in (III), (V) or (VI) of Article 24 of the Articles of Association, it shall be conducted by way of public centralized trading.	**Article 2~~7~~6** A resolution at a **s**~~S~~hareholders' ~~General~~ **m**~~M~~eeting is required when the Company repurchases its shares under the circumstances set out in (I) and (II) of the Article 2**5**~~4~~ of the Articles of Association. When the Company repurchases its shares under the circumstances set out in (III), (V) and (VI) of the Article 2**5**~~4~~ of the Articles of Association, a board resolution shall be passed by more than two-thirds of the Directors attending the Board meeting, provided that it complies with the applicable securities regulations and rules of the places where the Company's shares are listed. After the Company has repurchased its shares in accordance with the provisions in **the first paragraph of** the Article 2**5**~~4~~ of the Articles of Association, provided that it complies with the applicable securities regulations and rules of the places where the Company's shares are listed, the shares repurchased under the circumstance set out in (I) above shall be canceled within 10 days from the date of repurchase, the shares repurchased under the circumstances set out in (II) and (IV) above shall be transferred or canceled within six months, and for the shares repurchased under the circumstances set out in (III), (V) and (VI) above, the total number of the Company's shares held by the Company shall not exceed 10% of the total issued shares of the Company, and the shares so acquired shall be transferred or canceled within three years. Any repurchase of the Company's shares by the Company should adhere to the information disclosure obligations as stipulated in the Securities Law and the securities regulatory rules of the places where the Company's shares are listed.~~ If the share repurchase is made under the circumstances stipulated in (III), (V) or (VI) of Article 24 of the Articles of Association, it shall be conducted by way of public centralized trading.~~

Before amendment	After amendment
Section 3 Transfer of Shares	**Section 3 Transfer of Shares**
Article 27 Shares of the Company may be transferred according to the law. Transfer of any H Shares shall be executed with a written instrument of transfer with a common format or other format accepted by the Board of Directors (including the standard transfer format or transfer form specified from time to time by Hong Kong Stock Exchange), which may only be signed by hand or (if the transferor or transferee is a company) affixed with the effective corporate seal. If the transferor or transferee is a recognized clearing house or its agent thereof defined in the relevant provisions in force from time to time of the Hong Kong laws, the instrument of transfer may be signed by hand or by machine imprinted signatures. All instruments of transfer shall be kept at the legal address of the Company or other place designated by the Board of Directors from time to time.	Article 2**8**~~7~~ Shares of the Company **shall**~~may~~ be transferred according to the law. Transfer of any H Shares shall be executed with a written instrument of transfer with a common format or other format accepted by the Board of Directors (including the standard transfer format or transfer form specified from time to time by Hong Kong Stock Exchange), which may only be signed by hand or (if the transferor or transferee is a company) affixed with the effective corporate seal. If the transferor or transferee is a recognized clearing house or its agent thereof defined in the relevant provisions in force from time to time of the Hong Kong laws, the instrument of transfer may be signed by hand or by machine imprinted signatures. All instruments of transfer shall be kept at the legal address of the Company or other place designated by the Board of Directors from time to time.
Article 28 The Company shall not accept its shares to be held as security under a pledge.	**Article 29**~~8~~ The Company shall not accept its shares to be held as security under a pledge.
Article 29 Shares of the Company that were issued prior to a public offering shall not be transferred within one year from the date on which shares of the Company are listed and traded on the stock exchange. The Directors, Supervisors and senior management of the Company shall declare to the Company their shareholdings in the Company and the changes therein. The shares transferred each year during their term of office determined at the time of appointment shall not exceed 25% of the total number of shares they held in the Company. The shares in the Company held by them shall not be transferred within one year from the date on which the Company's shares are listed for trading. The shares in the Company held by them shall not be transferred within half a year from the date on which they cease to be employed by the Company.	**Article 30**~~29~~ Shares of the Company that were issued prior to a public offering shall not be transferred within one year from the date on which shares of the Company are listed and traded on the stock exchange. The Directors~~, Supervisors~~ and senior management of the Company shall declare to the Company their shareholdings in the Company and the changes therein. The shares transferred each year during their term of office determined at the time of appointment shall not exceed 25% of the total number of shares **of the same class** they held in the Company. The shares in the Company held by them shall not be transferred within one year from the date on which the Company's shares are listed for trading. The shares in the Company held by them shall not be transferred within half a year from the date on which they cease to be employed by the Company.

Before amendment	After amendment
Where the laws, administrative regulations or the listing rules of the places where the Company's shares are listed provide otherwise in respect of the restrictions on the transfer of shares, such rules shall prevail.	Where the laws, administrative regulations or the **securities regulatory**~~listing~~ rules of the places where the Company's shares are listed provide otherwise in respect of the restrictions on the transfer of shares, such rules shall prevail.
Article 30 Any gains from sale of Company's shares or other securities with an equity nature by the Shareholders holding 5% or more of the Company's shares, Directors, Supervisors and senior management within six months after their purchase of the same, and any gains from the purchase of the shares or other securities with an equity nature by any of the aforesaid parties within six months after their sale of the same, shall belong to the Company, and the Board of Directors shall recover such gains from the abovementioned parties. However, the circumstance where a securities company holds 5% or more of the Company's shares as a result of purchasing the remaining shares after the underwriting, as well as other circumstances as prescribed by the CSRC are exempted. Shares or other securities with an equity nature held by Directors, Supervisors, senior management and individual Shareholders as mentioned in the preceding paragraph include shares or other securities with an equity nature held by their spouses, parents or children, or held by other people's accounts. If the Board of Directors fails to comply with the first paragraph of this Article, the Shareholders are entitled to request the Board of Directors to comply with such within 30 days. If the Board of Directors of the Company fails to comply within the aforesaid period, the Shareholders are entitled to initiate legal proceedings directly in the people's court in their personal capacity for the interest of the Company. If the Board of Directors fails to comply with the provisions set forth in the first paragraph of this Article, the responsible Directors shall bear joint liabilities in accordance with the law.	**Article 31~~0~~** Any gains from sale of Company's shares or other securities with an equity nature by the Shareholders holding 5% or more of the Company's shares, Directors~~, Supervisors~~ and senior management within six months after their purchase of the same, and any gains from the purchase of the shares or other securities with an equity nature by any of the aforesaid parties within six months after their sale of the same, shall belong to the Company, and the Board of Directors shall recover such gains from the abovementioned parties. However, the circumstance where a securities company holds 5% or more of the Company's shares as a result of purchasing the remaining shares after the underwriting, as well as other circumstances as prescribed by the CSRC are exempted. Shares or other securities with an equity nature held by Directors, ~~Supervisors,~~ senior management and individual Shareholders as mentioned in the preceding paragraph include shares or other securities with an equity nature held by their spouses, parents or children, or held by other people's accounts. If the Board of Directors fails to comply with the first paragraph of this Article, the Shareholders are entitled to request the Board of Directors to comply with such within 30 days. If the Board of Directors of the Company fails to comply within the aforesaid period, the Shareholders are entitled to initiate legal proceedings directly in the people's court in their personal capacity for the interest of the Company. If the Board of Directors fails to comply with the provisions set forth in the first paragraph of this Article, the responsible Directors shall bear joint liabilities in accordance with the law.

Before amendment	After amendment
Chapter 4 Shareholders and Shareholders' General Meeting	**Chapter 4 Shareholders and Shareholders' ~~General~~ Meeting**
Section 1 Shareholders	**Section 1 General Provisions for Shareholders**
Article 31 The Company shall establish a register of Shareholders based on evidentiary documents provided by the securities registration agency. The register of Shareholders is sufficient evidence to prove that the Shareholders hold the Company's shares. The original register of Shareholders of H shares is kept in Hong Kong and is available for inspection by Shareholders, but the Company may suspend the shareholder registration procedure in accordance with applicable laws and regulations and the securities regulatory rules of the place where the Company's shares are listed. Shareholders shall enjoy rights and assume obligations according to the class of shares they hold. Shareholders holding shares of the same class shall enjoy the same rights and assume the same obligations. Any shareholder who is registered on, or any person who requests to have his/her name registered on the register of shareholders may, if his/her share certificate is lost, apply to the Company for a replacement share certificate in respect of such shares. Where holders of H shares lose their share certificates and apply for replacement, such application shall be dealt with in accordance with the laws, rules of the stock exchange or other relevant regulations of the place where the original register of shareholders of H shares is kept.	**Article 3~~1~~2** The Company shall establish a register of Shareholders based on evidentiary documents provided by the securities registration **and clearing** agency. The register of Shareholders is sufficient evidence to prove that the Shareholders hold the Company's shares. The original register of Shareholders of H shares is kept in Hong Kong and is available for inspection by Shareholders, but the Company may suspend the shareholder registration procedure in accordance with applicable laws and regulations and the securities regulatory rules of the place where the Company's shares are listed. Shareholders shall enjoy rights and assume obligations according to the class of shares they hold. Shareholders holding shares of the same class shall enjoy the same rights and assume the same obligations. Any shareholder who is registered on, or any person who requests to have his/her name registered on the register of shareholders may, if his/her share certificate is lost, apply to the Company for a replacement share certificate in respect of such shares. Where holders of H shares lose their share certificates and apply for replacement, such application shall be dealt with in accordance with the laws, rules of the stock exchange or other relevant regulations of the place where the original register of shareholders of H shares is kept.
Article 32 When the Company convenes a Shareholders' General Meeting, distributes dividends, undergoes liquidation and engages in other activities requiring confirmation of Shareholders' identities, the Board of Directors or the convener of the general meeting shall decide the shareholding registration date and the Shareholders whose names appear on the register after the close of trading on the shareholding registration date shall be the Shareholders enjoying relevant rights and interests.	**Article 3~~2~~3** When the Company convenes a **s~~S~~**hareholders' ~~General~~ **m~~M~~**eeting, distributes dividends, undergoes liquidation and engages in other activities requiring confirmation of Shareholders' identities, the Board of Directors or the convener of the **shareholders'** ~~general~~ meeting shall decide the shareholding registration date and the Shareholders whose names appear on the register after the close of trading on the shareholding registration date shall be the Shareholders enjoying relevant rights and interests.

Before amendment	After amendment
Article 33 The rights of our Shareholders are as follows: (I) To receive distributions of dividends and other forms of benefits according to the number of shares held; (II) To request, convene, preside over, participate in or appoint proxies to attend the Shareholders' General Meeting in accordance with law and exercise corresponding voting rights; (III) To supervise operational activities of the Company, provide suggestions or make queries; (IV) To transfer, donate and pledge the Company's shares held according to the provisions of the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association; (V) To review and copy the Articles of Association, the register of the Shareholders, minutes of the Shareholders' General Meetings, resolutions of the Board meetings, resolutions of meetings of the Board of Supervisors and financial and accounting reports; (VI) To participate in the distribution of the remaining assets of the Company in proportion to the shares they hold upon termination or liquidation of the Company;	**Article 3443** The rights of our Shareholders are as follows: (I) To receive distributions of dividends and other forms of benefits according to the number of shares held; (II) To request, **hold,** convene, preside over, participate in or appoint proxies to attend the **s**~~S~~hareholders' ~~General~~ **m**~~M~~eeting in accordance with law and exercise corresponding voting rights; (III) To supervise operational activities of the Company, provide suggestions or make queries; (IV) To transfer, donate and pledge the Company's shares held according to the provisions of the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association; (V) To review and copy the Articles of Association, the register of the Shareholders, minutes of the **s**~~S~~hareholders' ~~General M~~**m**eetings, resolutions of the Board meetings~~, resolutions of meetings of the Board of Supervisors~~ and financial and accounting reports **and to review the Company's accounting books and accounting documents (for Shareholders who meet the requirements)**; (VI) To participate in the distribution of the remaining assets of the Company in proportion to the shares they hold upon termination or liquidation of the Company;

Before amendment	After amendment
(VII) To request the Company to purchase the shares held by the Shareholders voting against any resolutions adopted at the Shareholders' General Meeting concerning the merger and division of the Company; (VIII) Other rights conferred by laws, administrative regulations, departmental rules, regulatory rules where our Company's shares are listed, or the Articles of Association. A shareholder who individually or collectively holds more than 3% of the Company's shares for over 180 consecutive days may request to inspect the Company's accounting books and vouchers by submitting a written request stating the purpose. If the Company has reasonable grounds to believe that the shareholder's request serves an improper purpose and may harm the Company's legitimate interests, it may refuse the inspection. The Company must respond to the shareholder in writing within 15 days of receiving the written request, providing reasons for the refusal. Where a shareholder requests to inspect or reproduce materials related to wholly owned subsidiaries of the Company, the provision (V) of paragraph 1 and paragraph 2 of this Article shall apply. Where a shareholder of the Company requests to inspect or reproduce relevant materials, he or she shall comply with the Securities Law and other laws and administrative regulations.	(VII) To request the Company to purchase the shares held by the Shareholders voting against any resolutions adopted at the **s**~~S~~Shareholders' ~~General M~~**m**eeting concerning the merger and division of the Company; (VIII) Other rights conferred by laws, administrative regulations, departmental rules, regulatory rules where our Company's shares are listed, or the Articles of Association. A shareholder who individually or collectively holds more than 3% of the Company's shares for over 180 consecutive days may request to inspect the Company's accounting books and vouchers by submitting a written request stating the purpose. If the Company has reasonable grounds to believe that the shareholder's request serves an improper purpose and may harm the Company's legitimate interests, it may refuse the inspection. The Company must respond to the shareholder in writing within 15 days of receiving the written request, providing reasons for the refusal. Where a shareholder requests to inspect or reproduce materials related to wholly owned subsidiaries of the Company, the provision (V) of paragraph 1 and paragraph 2 of this Article shall apply. Where a shareholder of the Company requests to inspect or reproduce relevant materials, he or she shall comply with the Securities Law and other laws and administrative regulations.
Article 34 Where any Shareholder demands to read the aforesaid relevant information or obtain any of the materials, he shall submit to the Company written documents proving the class(es) and number of shares he holds. The Company shall provide the relevant information or materials in accordance with the Shareholder's demand after verifying the Shareholder's identity.	**Article 3**~~**4**~~**5** Where any Shareholder demands to read **and copy** the aforesaid relevant information or obtain any of the materials, he shall submit to the Company written documents proving the class(es) and number of shares he holds. The Company shall provide the relevant information or materials in accordance with the Shareholder's demand after verifying the Shareholder's identity.

Before amendment	After amendment
Article 35 In the event that any resolution of the Shareholders' General Meeting or resolution of the Board of Directors violates laws or administrative regulations, a Shareholder is entitled to request the People's Court to declare it invalid. In the event that the convening procedure or voting method of the Shareholders' General Meeting or the Board meeting violates any of the laws, administrative regulations or the Articles of Association, or the content of any resolution violates the Articles of Association, a Shareholder is entitled to request the People's Court to revoke the resolution within 60 days from the resolution being adopted. However, the cases where there are only minor defects in the procedure for convening the meeting or the voting method used in the meeting, and such defects have no material impact on the resolution are excluded.	**Article 3~~5~~6** In the event that any resolution of the s~~S~~hareholders'~~ General M~~m~~eeting or resolution of the Board of Directors violates laws or administrative regulations, a Shareholder is entitled to request the People's Court to declare it invalid. In the event that the convening procedure or voting method of the s~~S~~hareholders'~~ General M~~m~~eeting or the Board meeting violates any of the laws, administrative regulations or the Articles of Association, or the content of any resolution violates the Articles of Association, a Shareholder is entitled to request the People's Court to revoke the resolution within 60 days from the resolution being adopted. However, the cases where there are only minor defects in the procedure for convening the meeting or the voting method used in the meeting, and such defects have no material impact on the resolution are excluded. **Where the Board of Directors, Shareholders and other stakeholders dispute the validity of a resolution of a shareholders' meeting, they shall promptly file a lawsuit with the People's Court. Before the People's Court makes a judgement or ruling, such as a cancellation of a resolution, the stakeholders shall execute the resolution of the shareholders' meeting. The Company, its directors and senior management shall perform their duties diligently to ensure the normal operation of the Company.**

Before amendment	After amendment
	Where the People's Court makes a judgement or ruling on the relevant matter, the Company shall fulfil its obligations to disclose the information in accordance with the requirements of laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed, fully explain the impact of the judgement or ruling on the Company, and actively cooperate with the authorities in the enforcement of the judgement or ruling after it has come into effect. Where previous matters need to be corrected, the Company shall handle the correction in a timely manner and fulfil its obligations to disclose the information accordingly.
Newly added	**Article 37 A resolution of the shareholders' meeting or Board meeting of the Company shall not be valid under any of the following circumstances:** **(I) no shareholders' meeting or Board meeting has been convened to pass the resolution;** **(II) the resolution is not voted on at the shareholders' meeting or Board meeting;** **(III) the number of persons attending the meeting or the number of voting rights held by them does not reach the number of persons or the number of voting rights held as stipulated in the Company Law or the Articles of Association;** **(IV) the number of persons or the number of voting rights held by them voting for the resolution does not reach the number of persons or the number of voting rights held as stipulated in the Company Law or the Articles of Association.**

Before amendment	After amendment
Article 36 In the event of any loss caused to the Company as a result of violation of any laws, administrative regulations or Articles of Association by any Director or senior management members when performing his duties in the Company, the Shareholder(s) individually or collectively holding more than 1% of the Company's shares for over 180 consecutive days may submit a written request to the Board of Supervisors to file an action with the People's Court. Where the Board of Supervisors violates laws, administrative regulations or the Articles of Association when performing its duties and causing loss to the Company, those Shareholders may submit a written request to the Board of Directors to file an action with the People's Court. In the event that the Board of Supervisors or the Board of Directors refuses to file an action upon receipt of the Shareholders' written request specified in the preceding paragraph, or fail to file an action within 30 days upon receipt of the request, or in an urgent situation where the failure to immediately file an action will cause irreparable damage to the interests of the Company, the Shareholder(s) specified in the preceding paragraph are entitled to, in their own name, directly file an action to the People's Court for the interest of the Company.	**Article 3~~6~~86** In the event of any loss caused to the Company as a result of violation of any laws, administrative regulations or Articles of Association by any Director or senior management members **(other than members of the audit committee)** when performing his duties in the Company, the Shareholder(s) individually or collectively holding more than 1% of the Company's shares for over 180 consecutive days may submit a written request to the **audit committee**~~Board of Supervisors~~ to file an action with the People's Court. Where the **audit committee**~~Board of Supervisors~~ violates laws, administrative regulations or the Articles of Association when performing its duties and causing loss to the Company, those Shareholders may submit a written request to the Board of Directors to file an action with the People's Court. In the event that the **audit committee**~~Board of Supervisors~~ or the Board of Directors refuses to file an action upon receipt of the Shareholders' written request specified in the preceding paragraph, or fail to file an action within 30 days upon receipt of the request, or in an urgent situation where the failure to immediately file an action will cause irreparable damage to the interests of the Company, the Shareholder(s) specified in the preceding paragraph are entitled to, in their own name, directly file an action to the People's Court for the interest of the Company.

Before amendment	After amendment
In the event of any other person infringing upon the legitimate rights and interests of the Company thereby causing losses to the Company, the Shareholder(s) specified in the first paragraph of this article may file an action with the People's Court pursuant to the provisions of the preceding two paragraphs. In the event that the Directors, Supervisors or senior management members of a wholly-owned subsidiary of the Company are involved in any of the circumstances provided for in the first paragraph of this Article, or any other person has caused any loss as a result of infringement upon the lawful rights and interests of a wholly-owned subsidiary of the Company, the shareholder(s) individually or collectively holding more than 1% of the Company's shares for over 180 consecutive days, may, in accordance with the provisions of the first three paragraphs, request in writing that the Board of Supervisor or the Board of Directors of the wholly-owned subsidiary file an action with the People's Court, or directly file an action with the People's Court in their own names.	In the event of any other person infringing upon the legitimate rights and interests of the Company thereby causing losses to the Company, the Shareholder(s) specified in the first paragraph of this article may file an action with the People's Court pursuant to the provisions of the preceding two paragraphs. In the event that the Directors, Supervisors or senior management members of a wholly-owned subsidiary of the Company **violate the requirements of laws, administrative regulations or the provisions of the Articles of Association in performing their duties, and incur a loss to the Company**~~are involved in any of the circumstances provided for in the first paragraph of this Article~~, or any other person has caused any loss as a result of infringement upon the lawful rights and interests of a wholly-owned subsidiary of the Company, the shareholder(s) individually or collectively holding more than 1% of the Company's shares for over 180 consecutive days, may, in accordance with the provisions of the first three paragraphs **of Article 189 of the Company Law**, request in writing that the Board of Supervisor or the Board of Directors of the wholly-owned subsidiary file an action with the People's Court, or directly file an action with the People's Court in their own names. **If a wholly-owned subsidiary of the Company does not have a Board of Supervisors or supervisors, but has an audit committee, it shall be executed in accordance with the provisions of paragraphs 1 and 2 of this Article.**

Before amendment	After amendment
Article 38 The obligations of the Shareholder of the Company are as follows: (I) To abide by laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association; (II) To pay share capital according to the Shares subscribed for and the methods of payment; (III) Not to return Shares unless otherwise prescribed in laws and regulations; (IV) Not to abuse shareholder rights to infringe upon the interests of the Company or other Shareholders; Shareholders shall be liable for compensation for any losses caused to the Company or to other Shareholders due to their abuse of shareholder rights. If any Shareholder evades debts by abusing the Company's independent status as a legal person or the limited liability of Shareholders, thereby seriously damaging the interests of any creditor of the Company, the Shareholder shall bear joint and several liability for the debts of the Company. If a Shareholder utilizes over two companies under his control to carry out actions specified in the preceding provision, each of these companies shall bear joint and several liability for the debts of any of the companies. (V) To perform other duties prescribed in laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.	**Article 40~~38~~** The obligations of the Shareholder of the Company are as follows: (I) To abide by laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association; (II) To pay share capital according to the Shares subscribed for and the methods of payment; (III) Not to **withdraw the share capital**~~return Shares~~ unless otherwise prescribed in laws and regulations; (IV) Not to abuse shareholder rights to infringe upon the interests of the Company or other Shareholders; **not to abuse the Company's independent status as a legal person or the limited liability of Shareholders so as to damage the interests of the Company's creditors;**~~Shareholders shall be liable for compensation for any losses caused to the Company or to other Shareholders due to their abuse of shareholder rights.~~ **(V) To perform other duties prescribed in laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.**

Before amendment	After amendment
	Article 41 If the Shareholders of the Company abuse the Shareholders' rights thus causing loss to the Company or other Shareholders, they shall assume the liability of compensation according to law. If any Shareholder evades debts by abusing the Company's independent status as a legal person or the limited liability of Shareholders, thereby seriously damaging the interests of any creditor of the Company, the Shareholder shall bear joint and several liability for the debts of the Company. ~~If a Shareholder utilizes over two companies under his or her control to carry out actions specified in the preceding provision, each of these companies shall bear joint and several liability for the debts of any of the companies.~~ ~~(V) To perform other duties prescribed in laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.~~
Newly added	**Section 2 Controlling Shareholders and Actual Controllers**
Newly added	**Article 42 The controlling Shareholders and actual controllers of the Company shall exercise their rights and fulfil their obligations in accordance with laws, administrative regulations, the requirements of the CSRC and stock exchanges to safeguard the interests of the Company.**
Article 39 The Shareholders holding more than 5% of the Company's voting rights shall, in the event of a pledge of the shares held by them, report to the Company in writing on the date of such event.	~~**Article 39** The Shareholders holding more than 5% of the Company's voting rights shall, in the event of a pledge of the shares held by them, report to the Company in writing on the date of such event.~~

Before amendment	After amendment
Article 40 The obligations of the controlling Shareholder and actual controllers: (I) The controlling Shareholders and the actual controllers of the Company shall not use their connected relationship to damage the interests of the Company. The controlling Shareholders, the actual controllers and their related parties shall not occupy or dominate assets of the Company. Those violating this provision, thereby resulting in any losses to the Company, shall be liable for compensation. (II) The controlling Shareholders and the actual controllers of the Company shall bear a duty of good faith to the listed companies and other Shareholders. The controlling Shareholders shall exercise shareholder rights and perform shareholder obligations to the listed companies they control pursuant to the law. The controlling Shareholders and the actual controllers shall not make use of their controlling stake to harm the legitimate rights and interests of the listed companies and other Shareholders, and shall not make use of their controlling status in the listed companies to seek illegal interests. In the case that the controlling Shareholders of the Company are found to misappropriate the assets of the Company, the Board of Directors of the Company shall immediately make an application to legally freeze the equities of the Company held by the controlling Shareholders, and in the case that the controlling Shareholders are unable to make any cash compensation for any assets of the Company so misappropriated, the appropriated assets shall be repaid by realizing the equities of the Company held by the controlling Shareholders.	Article **43~~0~~** The ~~obligations of the~~ controlling Shareholder and actual controllers **of the Company shall comply with the following provisions**: **(I) to exercise their rights as Shareholders in accordance with the law and not to abuse their control or use their connected relationship to prejudice the legitimate interests of the Company or other Shareholders;** **(II) to strictly fulfil their public statements and various undertakings and not to change or waive such statements and undertakings;** **(III) to fulfil their information disclosure obligations in strict accordance with relevant regulations, proactively cooperate with the Company in information disclosure and inform the Company in a timely manner of material events that have occurred or are intended to occur;** **(IV) not to appropriate the Company's funds in any way;** **(V) not to order, instruct, or request the Company and its relevant personnel to provide guarantees in violation of laws and regulations;** **(VI) not to make use of the Company's undisclosed material information to gain benefits, or disclose in any way undisclosed material information relating to the Company, or engage in insider trading, short-term trading, market manipulation or other illegal and unlawful acts;**

Before amendment	After amendment
(III) The controlling Shareholders, the actual controllers of the Company and their related parties are not allowed to intervene in the normal selection and appointment procedures of senior management members, or appoint or remove any senior management members of the Company without the approval of Shareholders' meeting and the Board of Directors. (IV) The controlling Shareholders, the actual controllers of the Company and their related parties are not allowed to interfere with the normal decision-making procedures of a listed company in violation of laws and regulations and the Company's Articles of Association, to the damage the legitimate interests of the listed companies and other Shareholders. (V) The controlling Shareholders, actual controllers and the listed company shall keep their personnel, assets and finances separate, with independent organizations and businesses, and each of them shall have independent accounting and bear independent responsibilities and risks. The controlling Shareholders, actual controllers and their related parties shall respect the financial independence of the listed company and shall not interfere with the finance and accounting activities of the listed company.	**(VII) not to prejudice the legitimate interests of the Company and other Shareholders through unfair connected transactions, profit distribution, asset restructuring, external investment or any other means;** **(VIII) to ensure the integrity of the Company's assets, and the independence of its personnel, finance, organization and business, and not to affect the independence of the Company in any way;** **(IX) laws, administrative regulations, and the securities regulatory rules of the place where the Company's shares are listed, business rules of stock exchanges and other requirements of the Articles of Association.** **If a controlling Shareholder or actual controllers of the Company does not act as a Director of the Company but actually executes the affairs of the Company, the provisions of the Articles of Association on the duties of loyalty and diligence of Directors shall apply.** **Where a controlling Shareholder or actual controller of the Company instructs a Director or senior officer to engage in an act that is detrimental to the interests of the Company or its Shareholders, he/she shall bear joint and several liability with the Director or senior management officer.**

Before amendment	After amendment
(VI) The controlling Shareholders, actual controllers and other entities they control shall not carry out any business activities which are the same or similar to those of the listed company. The controlling Shareholders and actual controllers shall take effective measures to avoid the horizontal competition. (VII) The undertakings given by the controlling Shareholders, the actual controllers and the listed companies shall be clear, specific and executable. No undertakings should be given if such undertakings are obviously not possible to perform based on the circumstances at the time. The undertaking party shall make a statement as to the performance of undertakings, and clarify the liabilities in the event of breach of undertakings, and perform the undertakings effectively. (VIII) In the event of a change in control of the Company, the relevant parties shall take effective measures to maintain the stable operation of the listed company during the transitional period. In case there are major issues, the listed company shall report to the CSRC and its local offices and the stock exchange on which the Company's shares are listed.	~~(I) The controlling Shareholders and the actual controllers of the Company shall not use their connected relationship to damage the interests of the Company. The controlling Shareholders, the actual controllers and their related parties shall not occupy or dominate assets of the Company. Those violating this provision, thereby resulting in any losses to the Company, shall be liable for compensation.~~ ~~(II) The controlling Shareholders and the actual controllers of the Company shall bear a duty of good faith to the listed companies and other Shareholders. The controlling Shareholders shall exercise shareholder rights and perform shareholder obligations to the listed companies they control pursuant to the law. The controlling Shareholders and the actual controllers shall not make use of their controlling stake to harm the legitimate rights and interests of the listed companies and other Shareholders, and shall not make use of their controlling status in the listed companies to seek illegal interests.~~

Before amendment	After amendment
	~~In the case that the controlling Shareholders of the Company are found to misappropriate the assets of the Company, the Board of Directors of the Company shall immediately make an application to legally freeze the equities of the Company held by the controlling Shareholders, and in the case that the controlling Shareholders are unable to make any cash compensation for any assets of the Company so misappropriated, the appropriated assets shall be repaid by realizing the equities of the Company held by the controlling Shareholders.~~ ~~(III) The controlling Shareholders, the actual controllers of the Company and their related parties are not allowed to intervene in the normal selection and appointment procedures of senior management members, or appoint or remove any senior management members of the Company without the approval of Shareholders' meeting and the Board of Directors.~~ ~~(IV) The controlling Shareholders, the actual controllers of the Company and their related parties are not allowed to interfere with the normal decision-making procedures of a listed company in violation of laws and regulations and the Company's Articles of Association, to the damage the legitimate interests of the listed companies and other Shareholders.~~

Before amendment	After amendment
	~~(V) The controlling Shareholders, actual controllers and the listed company shall keep their personnel, assets and finances separate, with independent organizations and businesses, and each of them shall have independent accounting and bear independent responsibilities and risks. The controlling Shareholders, actual controllers and their related parties shall respect the financial independence of the listed company and shall not interfere with the finance and accounting activities of the listed company.~~ ~~(VI) The controlling Shareholders, actual controllers and other entities they control shall not carry out any business activities which are the same or similar to those of the listed company. The controlling Shareholders and actual controllers shall take effective measures to avoid the horizontal competition.~~ ~~(VII) The undertakings given by the controlling Shareholders, the actual controllers and the listed companies shall be clear, specific and executable. No undertakings should be given if such undertakings are obviously not possible to perform based on the circumstances at the time. The undertaking party shall make a statement as to the performance of undertakings, and clarify the liabilities in the event of breach of undertakings, and perform the undertakings effectively.~~ ~~(VIII) In the event of a change in control of the Company, the relevant parties shall take effective measures to maintain the stable operation of the listed company during the transitional period. In case there are major issues, the listed company shall report to the CSRC and its local offices and the stock exchange on which the Company's shares are listed.~~

Before amendment	After amendment
Newly added	**Article 44 A controlling Shareholder or actual controllers shall maintain control over the Company and the stability of its production operations if they pledge the Company's shares held or effectively controlled by them.**
Newly added	**Article 45 In the event of any transfer of the Company's shares held by a controlling Shareholder or actual controllers, they shall comply with the restrictive provisions regarding the transfer of shares stipulated under the laws, administrative regulations and the securities regulatory rules of the place where the Company's shares are listed, as well as the undertakings they have made in respect of restrictions on share transfer.**
Section 2 General Provisions for the Shareholders' General Meeting	**Section ~~2~~3 General Provisions for the Shareholders' ~~General~~ Meeting**
Article 41 The Shareholders' General Meeting is the organ of authority of the Company and exercises its power in accordance with the laws: (I) To elect or remove Directors and Supervisors (who are not employee representatives) and decide on matters relating to the remuneration of Directors and Supervisors; (II) To examine and approve reports of the Board of Directors; (III) To examine and approve reports of the Board of Supervisors; (IV) To examine and approve the Company's profit distribution plans and loss recovery plans; (V) To decide on any increase or decrease of the Company's registered capital; (VI) To decide on the issue of corporate bonds by the Company;	**Article 4~~1~~6** The **s**~~S~~hareholders' ~~General M~~**m**eeting **of the Company** is **composed of all Shareholders. The shareholders' meeting, as** the organ of authority of the Company**, shall** ~~and~~ exercise~~s~~ its power in accordance with the laws: (I) To elect or remove Directors and Supervisors (who are not employee representatives) and decide on matters relating to the remuneration of Directors and Supervisors; (II) To examine and approve reports of the Board of Directors; ~~(III) To examine and approve reports of the Board of Supervisors;~~ ~~(IV)~~**(III)** To examine and approve the Company's profit distribution plans and loss recovery plans; ~~(V)~~**(IV)** To decide on any increase or decrease of the Company's registered capital; ~~(VI)~~**(V)** To decide on the issue of corporate bonds by the Company;

Before amendment	After amendment
(VII) To decide on the merger, division, dissolution, liquidation or change of corporate form of the Company;	~~(VII)~~**(VI)** To decide on the merger, division, dissolution, liquidation or change of corporate form of the Company;
(VIII) To amend the Articles of Association;	~~(VIII)~~**(VII)** To amend the Articles of Association;
(IX) To decide on the appointment and dismissal of the accounting firm of the Company;	~~(IX)~~**(VIII)** To decide on the appointment and dismissal of the accounting firm of the Company **engaged in the audit work of the Company**;
(X) To examine and approve the guarantee matters stipulated in Article 42 of the Articles of Association;	~~(X)~~**(IX)** To examine and approve the guarantee matters stipulated in Article 4~~7~~2 of the Articles of Association;
(XI) To examine the matters relating to the purchases and sales of the Company' material assets within one year, which exceed 30% of the Company's latest audited total assets;	~~(XI)~~**(X)** To examine the matters relating to the purchases and sales of the Company' material assets within one year, which exceed 30% of the Company's latest audited total assets;
(XII) To examine and approve the matters relating to changes in the use of proceeds of fund raisings;	~~(XII)~~**(XI)** To examine and approve the matters relating to changes in the use of proceeds of fund raisings;
(XIII) To examine the equity incentive plans and employee stock ownership plans;	~~(XIII)~~**(XII)** To examine the equity incentive plans and employee stock ownership plans;
(XIV) To examine changes to the Company's profit distribution policy;	~~(XIV) To examine changes to the Company's profit distribution policy;~~
(XV) To examine other matters which shall be decided by the Shareholders' General Meeting as required by the laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed, or the Articles of Association.	~~(XV)~~**(XIII)** To examine other matters which shall be decided by the s~~S~~hareholders' ~~General M~~m~~M~~eeting as required by the laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed, or the Articles of Association.

Before amendment	After amendment
The aforesaid functions and powers of the Shareholders' General Meeting shall not be exercised through authorization by the Board of Directors or any other organization or individual on behalf of the Shareholders' General Meeting.	**The shareholders' meeting may authorize the Board of Directors to resolve on the issue of corporate bonds.** **Unless otherwise provided by the laws, administrative regulations and the securities regulatory rules of the place where the Company's shares are listed, t**~~T~~he aforesaid functions and powers of the **s**~~S~~hareholders' ~~General M~~**m**eeting shall not be exercised through authorization by the Board of Directors or any other organization or individual on behalf of the **s**~~S~~hareholders' ~~General M~~**m**eeting.
Article 42 The following external guarantees of the Company shall be submitted to the Shareholders' General Meeting for deliberation and approval: (I) Any guarantee after the total amount of external guarantees provided by the Company and its controlled subsidiaries exceeds 50% of the Company's latest audited net assets; (II) Any guarantee after the Company's total amount of external guarantees exceeds 30% of the Company's latest audited total assets; (III) Any guarantee to be provided by the Company within one year with a guaranteed amount exceeding 30% of the Company's latest audited total assets; (IV) Any guarantee for a party whose ratio of liabilities to assets exceeds 70%; (V) Any single guarantee with a guaranteed amount exceeding 10% of the Company's latest audited net assets; (VI) Any guarantee for any Shareholder, actual controller or its related party;	**Article 47**~~2~~ The following external guarantees of the Company shall be submitted to the **s**~~S~~hareholders' ~~General M~~**m**eeting for deliberation and approval: (I) Any guarantee after the total amount of external guarantees provided by the Company and its controlled subsidiaries exceeds 50% of the Company's latest audited net assets; (II) Any guarantee after the Company's total amount of external guarantees exceeds 30% of the Company's latest audited total assets; (III) Any guarantee to be provided by the Company **to others** within one year with a guaranteed amount exceeding 30% of the Company's latest audited total assets; (IV) Any guarantee for a party whose ratio of liabilities to assets exceeds 70%; (V) Any single guarantee with a guaranteed amount exceeding 10% of the Company's latest audited net assets; (VI) Any guarantee for any Shareholder, actual controller or its related party;

Before amendment	After amendment
(VII) Other external guarantees that shall be decided by the Shareholders' General Meeting as required by the relevant laws, regulations or the securities regulatory rules of the place where the Company's shares are listed. In the event of any violation of the authority and procedures for the approval of external guarantees by the Shareholders' meeting and the Board of Directors as specified in these Articles of Association, the Company shall look into the responsible persons for the corresponding legal and economic liabilities.	(VII) Other external guarantees that shall be decided by the **s**~~S~~hareholders' ~~General M~~**m**eeting as required by the relevant laws, regulations or the securities regulatory rules of the place where the Company's shares are listed. In the event of any violation of the authority and procedures for the approval of external guarantees by the **s**~~S~~hareholders' meeting and the Board of Directors as specified in these Articles of Association, the Company shall look into the responsible persons for the corresponding legal and economic liabilities.
Article 43 The Shareholders' General Meetings are divided into annual general meeting and extraordinary general meeting. The annual general meeting shall be held once a year within six months of the end of the previous accounting year.	**Article 4~~3~~8** The **s**~~S~~hareholders' ~~General M~~**m**eetings are divided into annual **shareholders'**~~general~~ meeting and extraordinary **shareholders'**~~general~~ meeting. The annual **shareholders'**~~general~~ meeting shall be held once a year within six months of the end of the previous accounting year.
Article 44 The Company shall convene an extraordinary general meeting within two months from the date of the occurrence of any of the following circumstances: (I) Where the number of Directors in office is less than the number provided for in the Company Law or less than two-thirds of the number prescribed in the Articles of Association; (II) Where the uncovered losses of the Company reach one-third of the total paid-in share capital; (III) Where Shareholders who individually or jointly hold no less than 10% of the shares of the Company request holding such a meeting;	**Article 4~~3~~9** The Company shall convene an extraordinary **shareholders'**~~general~~ meeting within two months from the date of the occurrence of any of the following circumstances: (I) Where the number of Directors in office is less than the number provided for in the Company Law or less than two-thirds of the number prescribed in the Articles of Association; (II) Where the uncovered losses of the Company reach one-third of the total ~~paid-in~~ share capital; (III) Where Shareholders who individually or jointly hold no less than 10% of the shares of the Company request holding such a meeting;

Before amendment	After amendment
(IV) Where the Board of Directors deems it necessary; (V) Where the Board of Supervisors proposes such a meeting; (VI) Other circumstances prescribed by the laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed or the Articles of Association.	(IV) Where the Board of Directors deems it necessary; (V) Where the **audit committee**~~Board of Supervisors~~ proposes such a meeting; (VI) Other circumstances prescribed by the laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed or the Articles of Association.
Article 45 The venue for convening a Shareholders' General Meeting shall be the domicile of the Company or other place as specified by the convener of the Shareholders' General Meeting. A meeting venue shall be set up and the Shareholders' General Meeting shall be convened by way of physical meetings and online voting. Any Shareholders who participate in the Shareholders' General Meeting in the aforesaid manner shall be deemed as present.	**Article 50**~~**45**~~ The venue for convening a **s**~~**S**~~hareholders' ~~General M~~**m**eeting shall be the domicile of the Company or other place as specified by the convener of the **s**~~**S**~~hareholders' ~~General M~~**m**eeting. A **shareholders'** meeting venue shall be set up and the **s**~~**S**~~hareholders' ~~General M~~**m**eeting shall be convened by way of physical meetings and online voting. **The Company may provide convenience for Shareholders to attend the shareholders' meeting by various means, including video conferencing and telephone conferencing, enabling Shareholders to attend virtually using technology.** Any Shareholders who participate in the **s**~~**S**~~hareholders' ~~General M~~**m**eeting in the aforesaid manner shall be deemed as present. **The Company shall also provide convenience for Shareholders to attend the shareholders' meeting by internet voting and electronic voting.**

Before amendment	After amendment
Article 46 When holding a Shareholders' General Meeting, the Company shall engage lawyers to give legal opinions and make an announcement on the following matters: (I) Whether the procedures of convening and holding the meeting comply with laws, administrative regulations and the Articles of Association; (II) Whether the eligibility of the attendees and the convener of the meeting are lawful and valid; (III) Whether the voting procedure and results of the meeting are lawful and valid; (IV) Legal opinions are issued in respect of other relevant issues at the request of the Company.	**Article 5146** When holding a ~~s~~Shareholders' ~~General M~~meeting, the Company shall engage lawyers to give legal opinions and make an announcement on the following matters: (I) Whether the procedures of convening and holding the meeting comply with **the requirements of** laws, administrative regulations and the Articles of Association; (II) Whether the eligibility of the attendees and the convener of the meeting are lawful and valid; (III) Whether the voting procedure and results of the meeting are lawful and valid; (IV) Legal opinions are issued in respect of other relevant issues at the request of the Company.
Section 3 Convening of the Shareholders' General Meetings	**Section 34 Convening of the Shareholders' ~~General~~ Meetings**
Article 47 Independent Directors are entitled to propose to the Board of Directors to hold an extraordinary general meeting. For the proposal that the independent Directors request to convene an extraordinary general meeting, the Board of Directors shall, in accordance with laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association, give written feedback on whether or not it agrees to hold an extraordinary general meeting within ten days of receipt of the proposal.	**Article 4752 The Board of Directors shall timely convene the shareholders' meeting within the timeframe as required.** **With the approval by a majority of all Independent Directors, the** Independent Directors are entitled to propose to the Board of Directors to hold an extraordinary **shareholders'** ~~general~~ meeting. For the proposal that the **I**~~i~~ndependent Directors request to convene an extraordinary **shareholders'** ~~general~~ meeting, the Board of Directors shall, in accordance with laws, administrative regulations, **the** securities regulatory rules of the place where the Company's shares are listed and the Articles of Association, give written feedback on whether or not it agrees to hold an extraordinary **shareholders'** ~~general~~ meeting within ten days of receipt of the proposal.

Before amendment	After amendment
If the Board of Directors agrees to hold an extraordinary general meeting, it will issue the notice of the general meeting within five days after the resolution of the Board of Directors is made. If the Board of Directors does not agree to hold an extraordinary general meeting, it shall state reasons and make an announcement.	If the Board of Directors agrees to hold an extraordinary **shareholders'**~~general~~ meeting, it **shall**~~will~~ issue the notice of the **shareholders'**~~general~~ meeting within five days after the resolution of the Board of Directors is made. If the Board of Directors does not agree to hold an extraordinary **shareholders'**~~general~~ meeting, it shall state reasons and make an announcement.
Article 48 The Board of Supervisors is entitled to propose to the Board of Directors to hold an extraordinary general meeting in writing. The Board of Directors shall, in accordance with laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association, give written feedback on whether or not it agrees to hold an extraordinary general meeting within ten days of receipt of the proposal. If the Board of Directors agrees to hold an extraordinary general meeting, it shall issue the notice of the general meeting within five days after the resolution of the Board of Directors is made, and any change to the original proposal in the notice is subject to the consent of the Board of Supervisors. If the Board of Directors does not agree to hold an extraordinary general meeting or fails to give written feedback within 10 days of receipt of the proposal, it shall be deemed that the Board of Directors is unable or fails to perform its duty to convene a Shareholders' General Meeting, and the Board of Supervisors may convene and preside over an extraordinary general meeting itself.	**Article 5348** The **audit committee**~~Board of Supervisors~~ is entitled to propose to the Board of Directors to hold an extraordinary **shareholders'**~~general~~ meeting in writing. The Board of Directors shall, in accordance with laws, administrative regulations, **the** securities regulatory rules of the place where the Company's shares are listed and the Articles of Association, give written feedback on whether or not it agrees to hold an extraordinary **shareholders'**~~general~~ meeting within ten days of receipt of the proposal. If the Board of Directors agrees to hold an extraordinary **shareholders'**~~general~~ meeting, it shall issue the notice of the **shareholders'**~~general~~ meeting within five days after the resolution of the Board of Directors is made, and any change to the original proposal in the notice is subject to the consent of the **audit committee**~~Board of Supervisors~~. If the Board of Directors does not agree to hold an extraordinary **shareholders'**~~general~~ meeting or fails to give written feedback within 10 days of receipt of the proposal, it shall be deemed that the Board of Directors is unable or fails to perform its duty to convene a **s**~~S~~hareholders' ~~General M~~**m**eeting, and the **audit committee**~~Board of Supervisors~~ may convene and preside over an extraordinary **shareholders'**~~general~~ meeting itself.

Before amendment	After amendment
Article 49 The Shareholders individually or collectively holding more than 10% of the shares of the Company are entitled to make a request to the Board of Directors for an extraordinary general meeting and the request shall be proposed in writing. The Board of Directors shall, in accordance with laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association, give written feedback on whether or not it agrees to hold an extraordinary general meeting within 10 days after receipt of the request. If the Board of Directors agrees to hold an extraordinary general meeting, it shall issue the notice of the general meeting within five days after the resolution of the Board of Directors is made, and any change to the original request in the notice shall be subject to the consent of the relevant Shareholders. If the Board of Directors does not agree to hold an extraordinary general meeting or fails to give feedback in writing within ten days after it receives the request, the Shareholders individually or collectively holding more than 10% of the shares of the Company are entitled to propose to the Board of Supervisors to hold an extraordinary general meeting and the request shall be proposed in writing.	**Article 5449** The Shareholders individually or collectively holding more than 10% of the shares of the Company ~~are entitled to~~ make a request to the Board of Directors for an extraordinary **shareholders'**~~general~~ meeting and the request shall be proposed in writing. The Board of Directors shall, in accordance with laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association, give written feedback on whether or not it agrees to hold an extraordinary **shareholders'**~~general~~ meeting within 10 days after receipt of the request. If the Board of Directors agrees to hold an extraordinary **shareholders'**~~general~~ meeting, it shall issue the notice of the **shareholders'**~~general~~ meeting within five days after the resolution of the Board of Directors is made, and any change to the original request in the notice shall be subject to the consent of the relevant Shareholders. If the Board of Directors does not agree to hold an extraordinary **shareholders'**~~general~~ meeting or fails to give feedback in writing within ten days after it receives the request, the Shareholders individually or collectively holding more than 10% of the shares of the Company ~~are entitled to~~ propose to the **audit committee**~~Board of Supervisors~~ to hold an extraordinary **shareholders'**~~general~~ meeting and the request shall be proposed in writing.

Before amendment	After amendment
The Board of Supervisors shall, in accordance with the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association of the Company, give written feedback on whether or not it agrees to convene an extraordinary general meeting within ten days upon receipt of the request. If the Board of Supervisors agrees to convene an extraordinary general meeting, it shall issue the notice of the general meeting within five days after making a resolution of the Board of Supervisors, and any change to the original request in the notice shall be subject to the consent of the relevant Shareholders. If the Board of Supervisors does not agree to hold an extraordinary general meeting or fails to give feedback in writing within ten days after it receives the request, the Shareholders individually or collectively holding more than 10% of the shares of the Company for more than consecutive ninety days may convene or preside over the meeting on their own.	~~The Board of Supervisors shall, in accordance with the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association of the Company, give written feedback on whether or not it agrees to convene an extraordinary general meeting within ten days upon receipt of the request.~~ If the **audit committee**~~Board of Supervisors~~ agrees to convene an extraordinary **shareholders'**~~general~~ meeting, it shall issue the notice of the **shareholders'**~~general~~ meeting within five days after **it receives the request**~~making a resolution of the Board of Supervisors~~, and any change to the original request in the notice shall be subject to the consent of the relevant Shareholders. **If the audit committee fails to issue the notice of the shareholders' meeting within the period specified hereinabove, it shall be deemed to have failed to convene and preside over such meeting. T**~~If the Board of Supervisors does not agree to hold an extraordinary general meeting or fails to give feedback in writing within ten days after it receives the request, t~~he Shareholders individually or collectively holding more than 10% of the shares of the Company for more than consecutive ninety days may convene or preside over the meeting on their own.
Article 50 If the Board of Supervisors or Shareholders decide to convene a Shareholders' General Meeting on their own, they shall give a written notice to the Board of Directors and file the same for record with the Shanghai Stock Exchange. Before the resolution of the Shareholders' General Meeting is announced, the Shareholders convening the meeting shall hold no less than 10% of the Company's shares.	**Article 55~~0~~** If the **audit committee**~~Board of Supervisors~~ or Shareholders decide to convene a **s**~~S~~hareholders' ~~General M~~**m**eeting on their own, they shall give a written notice to the Board of Directors and file the same for record with the Shanghai Stock Exchange. Before the resolution of the **s**~~S~~hareholders' ~~General M~~**m**eeting is announced, the Shareholders convening the meeting shall hold no less than 10% of the Company's shares.

Before amendment	After amendment
The Board of Supervisors or Shareholders convening the meeting shall submit the relevant supporting materials to Shanghai Stock Exchange when issuing the notice of the Shareholders' General Meeting and announcing the resolution of the general meeting.	The **audit committee**~~Board of Supervisors~~ or Shareholders convening the meeting shall submit the relevant supporting materials to Shanghai Stock Exchange when issuing the notice of the **s**~~S~~hareholders' ~~General M~~**m**eeting and announcing the resolution of the **shareholders'** ~~general~~ meeting.
Article 51 For the Shareholders' General Meetings convened by the Board of Supervisors or Shareholders on their own initiatives, the Board of Directors and its secretary will cooperate. The Board of Directors shall provide the register of members as at the date of shareholding registration. Where the Board of Directors fails to provide the register of members, the convener(s) may apply to the securities registration and clearing institution for such a register of members with the announcement relating to the notice of convening the general meeting. The register of members offered to the convener(s) shall not be used for other purposes, except for the general meeting.	**Article 56**~~1~~ For the **s**~~S~~hareholders' ~~General M~~**m**eetings convened by the **audit committee**~~Board of Supervisors~~ or Shareholders on their own initiatives, the Board of Directors **will**~~shall~~ provide the register of members as at the date of shareholding registration. Where the Board of Directors fails to provide the register of members, the convener(s) may apply to the securities registration and clearing institution for such a register of members with the announcement relating to the notice of convening the **shareholders'**~~general~~ meeting. The register of members offered to the convener(s) shall not be used for other purposes, except for the **shareholders'**~~general~~ meeting.
Article 52 The expenses necessary for the Shareholders' General Meetings convened by the Board of Supervisors or Shareholders shall be borne by the Company.	**Article 57**~~2~~ The expenses necessary for the **s**~~S~~hareholders' ~~General M~~**m**eetings convened by the **audit committee**~~Board of Supervisors~~ or Shareholders shall be borne by the Company.
Section 4 Proposal and Notice of the Shareholders' General Meeting	**Section ~~4~~5 Proposal and Notice of the Shareholders' ~~General~~ Meeting**
Article 53 The content of a proposal shall be within the scope of functions and powers of the general meeting, which shall have definite topics to be discussed and specific matters to be resolved, and in accordance with relevant regulations as stipulated in the laws, administrative regulations, the regulatory rules where our Company's shares are listed and the Company's Articles of Association.	**Article 58**~~3~~ The content of a proposal shall be within the scope of functions and powers of the **shareholders'**~~general~~ meeting, which shall have definite topics to be discussed and specific matters to be resolved, and in accordance with relevant regulations as stipulated in the laws, administrative regulations, the regulatory rules where our Company's shares are listed and the Company's Articles of Association.

Before amendment	After amendment
Article 54 When the Company holds a Shareholders' General Meeting, the Board of Directors, the Board of Supervisors and Shareholders individually or collectively holding no less than 1% of shares of the Company are entitled to propose to the Company. Shareholders individually or collectively holding no less than 1% of the shares of the Company may submit temporary proposals in writing to the convener ten days before the holding of the Shareholders' General Meeting. The convener shall issue a supplementary notice of the Shareholders' General Meeting within two days of receipt of the temporary proposal announcing the details of such proposal. However, temporary proposals that violate laws, administrative regulations, or the Company's Articles of Association, or that do not fall within the scope of authority of the Shareholders' General Meeting, shall be excluded. Except as provided in the preceding paragraph, the convener shall not modify the proposals listed in the notice of the Shareholders' General Meeting or add new proposals after issue of such announcement of the notice. The Shareholders' General Meeting shall not vote and make a resolution on the proposals not specified in the notice of the Shareholders' General Meeting or not in conformity with the provisions of Article 53.	**Article 5~~4~~94** When the Company holds a **s**~~S~~Shareholders' ~~General M~~**m**eeting, the Board of Directors, the **audit committee**~~Board of Supervisors~~ and Shareholders individually or collectively holding no less than 1% of shares of the Company are entitled to propose to the Company. Shareholders individually or collectively holding no less than 1% of the shares of the Company may submit temporary proposals in writing to the convener ten days before the holding of the **s**~~S~~Shareholders' ~~General M~~**m**eeting. The convener shall issue a supplementary notice of the **s**~~S~~Shareholders' ~~General M~~**m**eeting within two days of receipt of the temporary proposal announcing the details of such proposal **and submit the temporary proposal to the shareholders' meeting for consideration**. However, temporary proposals that violate laws, administrative regulations, or the Company's Articles of Association, or that do not fall within the scope of authority of the **s**~~S~~Shareholders' ~~General M~~**m**eeting, shall be excluded. Except as provided in the preceding paragraph, the convener shall not modify the proposals listed in the notice of the **s**~~S~~Shareholders' ~~General M~~**m**eeting or add new proposals after issue of such announcement of the notice. The **s**~~S~~Shareholders' ~~General M~~**m**eeting shall not vote and make a resolution on the proposals not specified in the notice of the **s**~~S~~Shareholders' ~~General M~~**m**eeting or not in conformity with the provisions of **the Articles of Association**~~Article 53~~.

Before amendment	After amendment
Article 55 The convener shall notify each shareholder 21 days before the holding of an annual general meeting in writing (including by announcement) and 15 days before the holding of an extraordinary general meeting in writing (including by announcement). If the securities regulatory rules of the place where the Company's shares are listed require the general meeting to be postponed as a result of the supplemental notice, the convening of the general meeting shall be postponed in accordance with the requirements of such securities regulations and rules.	**Article 60~~55~~** The convener shall notify each shareholder 21 days before the holding of an annual **shareholders'**~~general~~ meeting in writing (including by announcement) and 15 days before the holding of an extraordinary **shareholders'**~~general~~ meeting in writing (including by announcement). **The Company excludes the date of the meeting from the calculation of the starting period.** If the securities regulatory rules of the place where the Company's shares are listed require the **shareholders'**~~general~~ meeting to be postponed as a result of the supplemental notice, the convening of the **shareholders'**~~general~~ meeting shall be postponed in accordance with the requirements of such securities regulations and rules.
Article 56 The notice of a Shareholders' General Meeting shall include the following details: (I) The time, venue and period of the meeting; (II) Matters and proposals submitted for discussion at the meeting; (III) A clear statement that all Shareholders are entitled to attend the Shareholders' General Meeting and may appoint a proxy in writing to attend and vote at the meeting and the proxy is not required to be a Shareholder; (IV) The share registration date of the Shareholders who are entitled to attend the general meeting; (V) The name and telephone number of the permanent contact person for the meeting; (VI) The time and procedure of voting online or by any other means.	**Article 61~~56~~** The notice of a s~~S~~hareholders' ~~General M~~**m**eeting shall include the following details: (I) The time **and**~~,~~ venue~~ and period of the meeting~~; (II) Matters and proposals submitted for discussion at the meeting; (III) A clear statement that all Shareholders are entitled to attend the s~~S~~hareholders' ~~General M~~**m**eeting and may appoint a proxy in writing to attend and vote at the meeting and the proxy is not required to be a Shareholder; (IV) The share registration date of the Shareholders who are entitled to attend the **shareholders'**~~general~~ meeting; (V) The name and telephone number of the permanent contact person for the meeting; (VI) The time and procedure of voting online or by any other means.

Before amendment	After amendment
The notice of the General Meeting and the supplementary notice shall fully and completely disclose all the specific contents of all proposals. If the matter to be discussed needs the opinion of Independent Directors, the opinions and reasons of Independent Directors shall be disclosed at the same time when the notice of general meeting or supplementary notice is issued. The commencement time for voting online or by any other means at the Shareholders' General Meetings shall be no earlier than 3:00 PM on the day prior to the on-site general meeting and no later than 9:30 AM on the day of the on-site general meeting, and the ending time shall be no earlier than 3:00 PM on the day of the end of on-site general meeting. The interval between the share registration date and the day of meeting shall be no more than seven working days. The share registration date shall not be changed once confirmed.	The notice of the **shareholders'**~~General~~ **m**~~M~~eeting and the supplementary notice shall fully and completely disclose all the specific contents of all proposals. If the matter to be discussed needs the opinion of Independent Directors, the opinions and reasons of Independent Directors shall be disclosed at the same time when the notice of **shareholders'**~~general~~ meeting or supplementary notice is issued. The commencement time for voting online or by any other means at the **s**~~S~~hareholders' ~~General M~~**m**eetings shall be no earlier than 3:00 PM on the day prior to the on-site **shareholders'**~~general~~ meeting and no later than 9:30 AM on the day of the on-site **shareholders'**~~general~~ meeting, and the ending time shall be no earlier than 3:00 PM on the day of the end of on-site **shareholders'**~~general~~ meeting. The interval between the share registration date and the day of meeting shall be no more than seven working days. The share registration date shall not be changed once confirmed.
Article 57 If the election of Directors or Supervisors is proposed to be discussed in the Shareholders' General Meeting, the notice of the Shareholders' General Meeting shall adequately disclose the detailed information and lists of the candidates for Directors and Supervisors so that the Shareholders can have a sufficient understanding of the candidates, which should include at least the following: (I) Personal information such as educational background, work experience and concurrent positions; (II) Whether they are connected with the Company, the controlling Shareholders or actual controllers of the Company;	**Article 62**~~57~~ If the election of Directors~~ or Supervisors~~ is proposed to be discussed in the **s**~~S~~hareholders' ~~General M~~**m**eeting, the notice of the **s**~~S~~hareholders' ~~General M~~**m**eeting shall adequately disclose the detailed information and lists of the candidates for Directors~~ and Supervisors~~ so that the Shareholders can have a sufficient understanding of the candidates, which should include at least the following: (I) Personal information such as educational background, work experience and concurrent positions; (II) Whether they are connected with the Company, the controlling Shareholders or actual controllers of the Company;

Before amendment	After amendment
(III) The number of shares held in the Company; (IV) Whether they have been punished by the CSRC or other relevant authorities or been reprimanded by a stock exchange where the Company's shares are listed; (V) whether they possess the qualifications required by the laws, administrative regulations, departmental rules, normative documents, the securities regulations and rules of the places where the Company's shares are listed and the Articles of Association. The candidates for Directors and Supervisors shall provide a written undertaking to the Company agreeing to be nominated before the announcement of the notice of the shareholder's general meeting, and shall provide an undertaking in relation to the truthfulness, accuracy and completeness of his particulars disclosed and guaranteeing the performance of a Director's and a supervisor's duties after being elected. Each candidate for Director or supervisor shall be proposed by way of a separate proposal, except for those elected through a cumulative voting system.	(III) The number of shares held in the Company; (IV) Whether they have been punished by the CSRC or other relevant authorities or been reprimanded by a stock exchange where the Company's shares are listed; (V) whether they possess the qualifications required by the laws, administrative regulations, departmental rules, normative documents, the securities regulations and rules of the places where the Company's shares are listed and the Articles of Association. The candidates for Directors ~~and Supervisors~~ shall provide a written undertaking to the Company agreeing to be nominated before the announcement of the notice of the shareholder's ~~general~~ meeting, and shall provide an undertaking in relation to the truthfulness, accuracy and completeness of his particulars disclosed and guaranteeing the performance of a Director's ~~and a supervisor's~~ duties after being elected. Each candidate for Director ~~or supervisor~~ shall be proposed by way of a separate proposal, except for those elected through a cumulative voting system.

Before amendment	After amendment
Article 58 After the notice of Shareholders' General Meeting is issued, the Shareholders' General Meeting shall not be postponed or cancelled without a proper reason, and the proposals stated in the notice of Shareholders' General Meeting shall not be cancelled. In the event of any postponement or cancellation, the convener shall issue an announcement and state the reasons at least 2 working days before the original date of the Shareholders' General Meeting. If there are special provisions under the securities regulations and rules of the places where the Company's shares are listed regarding the procedures for postponing or canceling Shareholders' General Meetings, the provisions shall prevail provided that they do not violate the domestic regulatory requirements.	**Article 6358** After the notice of **s**~~S~~hareholders' ~~General M~~**m**eeting is issued, the **s**~~S~~hareholders' ~~General M~~**m**eeting shall not be postponed or cancelled without a proper reason, and the proposals stated in the notice of **s**~~S~~hareholders' ~~General M~~**m**eeting shall not be cancelled. In the event of any postponement or cancellation, the convener shall issue an announcement and state the reasons at least 2 working days before the original date of the **s**~~S~~hareholders' ~~General M~~**m**eeting. If there are special provisions under the securities regulations and rules of the places where the Company's shares are listed regarding the procedures for postponing or canceling **s**~~S~~hareholders' ~~General M~~**m**eetings, the provisions shall prevail provided that they do not violate the domestic regulatory requirements.
Section 5 Convening of the Shareholders' General Meeting	**Section 56 Convening of the Shareholders' ~~General~~ Meeting**
Article 59 The Board of Directors of the Company and other conveners shall take all necessary measures to ensure that the Shareholders' General Meeting is conducted in an orderly manner. For conduct which interrupts the Shareholders' General Meeting, provoking troubles, and infringe the legitimate rights of the Shareholders, the Company shall take measures to stop the conduct and shall report such to the relevant authorities in a timely manner for their investigation.	**Article 6459** The Board of Directors of the Company and other conveners shall take all necessary measures to ensure that the **s**~~S~~hareholders' ~~General M~~**m**eeting is conducted in an orderly manner. For conduct which interrupts the **s**~~S~~hareholders' ~~General M~~**m**eeting, provoking troubles, and infringe the legitimate rights of the Shareholders, the Company shall take measures to stop the conduct and shall report such to the relevant authorities in a timely manner for their investigation.

Before amendment	After amendment
Article 60 All Shareholders in the register as at the share registration date or their proxies shall be entitled to attend the general meeting, and to speak and exercise their voting rights at the meeting pursuant to the relevant laws and regulations, the securities regulatory rules of the place where the Company's shares are listed and the Articles of Association (unless individual Shareholders are required to waive their voting rights on certain matters under the securities regulatory rules of the place where the Company's shares are listed). A Shareholder may attend, speak and vote at the Shareholders' General Meeting in person or by proxy. A proxy is not required to be a Shareholder of the Company.	**Article 65~~0~~** All Shareholders in the register as at the share registration date or their proxies shall be entitled to attend the **shareholders'**~~general~~ meeting, and to speak and exercise their voting rights at the meeting pursuant to the relevant laws and regulations, the securities regulatory rules of the place where the Company's shares are listed and the Articles of Association (unless individual Shareholders are required to waive their voting rights on certain matters under the securities regulatory rules of the place where the Company's shares are listed). A Shareholder may attend, speak and vote at the **s**~~S~~hareholders' ~~General M~~**m**eeting in person or by proxy. A proxy is not required to be a Shareholder of the Company.
Article 61 Individual Shareholders attending the meeting in person shall present their personal identity cards or other valid certificates or documents evidencing his/her identity and stock account cards. Proxies attending the meeting shall present their personal identity cards and the proxy statements from the Shareholder. Corporate Shareholders shall be represented by its legal representative or proxies appointed by the legal representative. Legal representatives attending the meeting shall present their personal identity cards or valid documents that can prove their identity as the legal representative. Proxies appointed to attend the meeting shall present their personal identity cards and the written proxy statement legally issued by the legal representative of the corporate Shareholder, except for a Shareholder who is a recognized clearing house as defined in the relevant ordinances in force from time to time under the laws of Hong Kong or the securities regulatory rules of the place where the shares of the Company are listed (the "Recognized Clearing House") and its proxy.	**Article 66~~1~~** Individual Shareholders attending the meeting in person shall present their personal identity cards or other valid certificates or documents evidencing his/her identity~~ and stock account cards~~. Proxies attending the meeting shall present their personal identity cards and the proxy statements from the Shareholder. Corporate Shareholders shall be represented by its legal representative**, the Board of Directors** or proxies appointed by **other decision-making bodies**~~ the legal representative~~. Legal representatives attending the meeting shall present their personal identity cards or valid documents that can prove their identity as the legal representative. Proxies ~~appointed to~~ **attending** the meeting shall present their personal identity cards and the written proxy statement legally issued by ~~the legal representative of~~ the corporate Shareholder, except for a Shareholder who is a recognized clearing house as defined in the relevant ordinances in force from time to time under the laws of Hong Kong or the securities regulatory rules of the place where the shares of the Company are listed (the "Recognized Clearing House") and its proxy.

Before amendment	After amendment
Article 62 The proxy statement for appointing a proxy to attend the Shareholders' General Meeting issued by a Shareholder shall include the following information: (I) Name of the proxy; (II) Whether the shares carry voting rights; (III) The instructions on voting for, against or abstaining from voting on each item on the agenda to be considered at the Shareholders' General Meeting; (IV) Date of issuance of the proxy form and its validity period; (V) Signature (or seal) of the appointing Shareholder. If the appointing Shareholder is a legal entity, the seal of the legal entity shall be affixed. If the overseas corporate Shareholder does not have the official seal, the legal authorized person can sign.	**Article 67~~2~~** The proxy statement for appointing a proxy to attend the **s**~~S~~hareholders' ~~General M~~**m**eeting issued by a Shareholder shall include the following information: (I) **Name of the appointing Shareholder, as well as the class and number of shares of the Company held by him/her**~~Name of the proxy~~; (II) **Name of the proxy**~~Whether the shares carry voting rights~~; (III) **Specific instructions from shareholders, including instructions as to whether to vote "for" or "against" or "abstained" from voting on, each item on the agenda of the shareholders' meeting as an item for consideration thereat**~~The instructions on voting for, against or abstaining from voting on each item on the agenda to be considered at the Shareholders' General Meeting~~; (IV) Date of issuance of the proxy form and its validity period; **and** (V) Signature (or seal) of the appointing Shareholder. If the appointing Shareholder is a legal entity, the seal of the legal entity shall be affixed. If the overseas corporate Shareholder does not have the official seal, the legal authorized person may sign.
Article 63 The proxy statement shall state whether the proxy may vote as he/she thinks fit in the absence of concrete instructions from the Shareholder.	The proxy statement shall state whether the proxy may vote as he/she thinks fit in the absence of concrete instructions from the Shareholder.

Before amendment	After amendment
Article 64 Where a proxy statement for appointing a voting proxy is signed by a person authorized by the appointing Shareholder, the power of attorney or other authorization documents shall be notarized. The notarized power of attorney or other authorization documents and the proxy statement shall be kept at the domicile of the Company or at such other places as designated in the notice of the meeting. Where the appointing Shareholder is a legal entity, its legal representative or the person authorized by a resolution of its Board of Directors or other decision-making body shall attend the Company's Shareholders' General Meetings as the representative of such appointing Shareholder. If the Shareholder is a Recognized Clearing House (or their proxies), the Shareholder may authorize one or more persons as it deems appropriate to act as its representative at any Shareholders' General Meeting or creditors' meeting; however, if more than one person is authorized, the power of attorney shall specify the number and class of shares in respect of which each such person is so authorized. The power of attorney shall be signed by the person authorized by the Recognized Clearing House. A person so authorized may exercise rights on behalf of the Recognized Clearing House (or their proxies) (without presenting a shareholding certificate, notarized authorization and/or further evidence confirming its duly authorization), and shall have the same statutory rights as other Shareholders, including the right to speak and to vote, as if such person were an individual Shareholder of the Company.	**Article 6~~4~~84** Where a proxy statement for appointing a voting proxy is signed by a person authorized by the appointing Shareholder, the power of attorney or other authorization documents shall be notarized. The notarized power of attorney or other authorization documents and the proxy statement shall be kept at the domicile of the Company or at such other places as designated in the notice of the meeting. Where the appointing Shareholder is a legal entity, its legal representative or the person authorized by a resolution of its **shareholders' meetings,** Board of Directors or other decision-making body shall attend the Company's **s~~S~~**hareholders' ~~General M~~**m**eetings as the representative of such appointing Shareholder. If the Shareholder is a Recognized Clearing House (or their proxies), the Shareholder may authorize one or more persons as it deems appropriate to act as its representative at any **s~~S~~**hareholders' ~~General M~~**m**eeting or creditors' meeting; however, if more than one person is authorized, the power of attorney shall specify the number and class of shares in respect of which each such person is so authorized. The power of attorney shall be signed by the person authorized by the Recognized Clearing House. A person so authorized may exercise rights on behalf of the Recognized Clearing House (or their proxies) (without presenting a shareholding certificate, notarized authorization and/or further evidence confirming its duly authorization), and shall have the same statutory rights as other Shareholders, including the right to speak and to vote, as if such person were an individual Shareholder of the Company.

Before amendment	After amendment
Article 65 A register for attendees at the meeting shall be compiled by the Company, which shall contain, among others, the name of the attendee (or the name of the organization), identity card number, residential address, the number of shares with voting rights held or represented by the attendee and name of the person (or the name of the organization) who attends the meeting by proxy.	**Article 6~~5~~95** A register for attendees at the meeting shall be compiled by the Company, which shall contain, among others, the name of the attendee (or the name of the organization), identity card number, ~~residential address,~~ the number of shares with voting rights held or represented by the attendee and name of the person (or the name of the organization) who attends the meeting by proxy.
Article 67 When a Shareholders' General Meeting is convened, all the Directors, Supervisors and the secretary to the Board of Directors of the Company shall attend the meeting, and the President and other members of the senior management shall be present at such meeting.	**Article 7~~6~~167~~7~~ If a shareholders' meeting requires the attendance of Directors or senior management, the Directors or senior management shall do so and answer Shareholders' inquiries**~~When a Shareholders' General Meeting is convened, all the Directors, Supervisors and the secretary to the Board of Directors of the Company shall attend the meeting, and the President and other members of the senior management shall be present at such meeting~~.
Article 68 A Shareholders' General Meeting shall be presided over by the chairman of the Board of Directors. If the chairman of the Board of Directors is unable or fails to perform his or her duties, the vice chairman of the Board shall preside over the meeting. If both the chairman and the vice chairman of the Board are unable or fail to perform their duties, a Director jointly elected by more than half of the Directors shall preside over the meeting.	**Article 7~~6~~268~~8~~** A s~~S~~hareholders' ~~General M~~meeting shall be presided over by the chairman of the Board of Directors. If the chairman of the Board of Directors is unable or fails to perform his or her duties, the vice chairman of the Board shall preside over the meeting. If both the chairman and the vice chairman of the Board are unable or fail to perform their duties, a Director jointly elected by more than half of the Directors shall preside over the meeting.

Before amendment	After amendment
A Shareholders' General Meeting that is convened by the Board of Supervisors shall be presided over by the chairman of the Board of Supervisors. If the chairman of the Board of Supervisors is unable or fails to perform his or her duties, a Supervisor jointly elected by more than half of the Supervisors shall preside over the meeting. A Shareholders' General Meeting convened by the Shareholders shall be presided over by a representative elected by the conveners. When the chairman of the Shareholders' General Meeting violates the rules of procedure when holding the meeting and as a result, the Shareholders' General Meeting is unable to continue, subject to the consent of the Shareholders with more than half of voting rights of all the Shareholders attending the Shareholders' General Meeting, the Shareholders' General Meeting may nominate a person to act as the chairman of the meeting and such meeting may continue.	A **s**~~S~~hareholders' ~~General M~~**m**eeting that is convened by the **audit committee**~~Board of Supervisors~~ shall be presided over by the **convener**~~chairman~~ of the **audit committee**~~Board of Supervisors~~. If the **convener**~~chairman~~ of the **audit committee**~~Board of Supervisors~~ is unable or fails to perform his or her duties, a **member of the audit committee**~~Supervisor~~ jointly elected by more than half of the **members of the audit committee**~~Supervisors~~ shall preside over the meeting. A **s**~~S~~hareholders' ~~General M~~**m**eeting convened by the Shareholders shall be presided over by **the convener or its elected**~~a~~ representative ~~elected by the conveners~~. When the chairman of the **s**~~S~~hareholders' ~~General M~~**m**eeting violates the rules of procedure when holding the meeting and as a result, the **s**~~S~~hareholders' ~~General M~~**m**eeting is unable to continue, subject to the consent of the Shareholders with more than half of voting rights of all the Shareholders attending the **s**~~S~~hareholders' ~~General M~~**m**eeting, the **s**~~S~~hareholders' ~~General M~~**m**eeting may nominate a person to act as the chairman of the meeting and such meeting may continue.

Before amendment	After amendment
Article 69 The Company shall formulate the rules of procedure for the Shareholders' General Meeting which shall set out in details the convening and voting procedures of a Shareholders' General Meeting, including notification, registration, consideration of proposals, voting, counting of votes, announcement of voting results, formation of resolutions, meeting minutes and their signing, announcements and other contents, and the principles of authorization to the Board of Directors at the Shareholders' General Meeting. The authorization shall be clear and specific. The rules of procedure for the Shareholders' General Meeting shall be prepared by the Board of Directors and approved at the Shareholders' General Meeting, and shall be appended to the Articles of Association.	**Article 7369** The Company shall formulate the rules of procedure for the sShareholders' ~~General Mm~~eeting which shall set out in details **the calling,** the convening and voting procedures of a sShareholders' ~~General Mm~~eeting, including notification, registration, consideration of proposals, voting, counting of votes, announcement of voting results, formation of resolutions, meeting minutes and their signing, announcements and other contents, and the principles of authorization to the Board of Directors at the sShareholders' ~~General Mm~~eeting. The authorization shall be clear and specific. The rules of procedure for the sShareholders' ~~General Mm~~eeting shall be prepared by the Board of Directors and approved at the sShareholders' ~~General Mm~~eeting, and shall be appended to the Articles of Association.
Article 70 In the annual general meeting, the Board of Directors and the Board of Supervisors shall report to the Shareholders' General Meeting their work done in the past year. Each Independent Director shall also present a work report.	**Article 740** In the annual **shareholders'**~~general~~ meeting, the Board of Directors~~ and the Board of Supervisors~~ shall report to the sShareholders' ~~General Mm~~eeting their work done in the past year. Each Independent Director shall also present a work report.
Article 71 Directors, Supervisors and members of the senior management shall explanation in relation to the enquiries and suggestions from the Shareholders during the Shareholders' General Meeting.	**Article 751** Directors~~, Supervisors~~ and members of the senior management shall explanation in relation to the enquiries and suggestions from the Shareholders during the sShareholders' ~~General Mm~~eeting.

Before amendment	After amendment
Article 73 The Shareholders' General Meeting shall have minutes prepared by the secretary to the Board of Directors, which shall record the following information: (I) Time, venue and agenda of the meeting and name of the convener; (II) The name of the chairman of the meeting and the names of the Directors, Supervisors, President and other members of the senior management attending or present at the meeting; (III) The number of Shareholders and proxies attending the meeting, the total number of voting shares held by them, and its proportion in the total number of shares of the Company; (IV) The consideration process, summaries of speeches and voting result for each proposal; (V) The Shareholders' questions, opinions or suggestions and the corresponding answers or explanations; (VI) Names of the lawyer, vote counters and scrutinizer; (VII) Other contents to be recorded in the minutes as specified in the Articles of Association.	**Article 77~~3~~** The **s**~~S~~hareholders' ~~General~~ **M**~~m~~eeting shall have minutes prepared by the secretary to the Board of Directors, which shall record the following information: (I) Time, venue and agenda of the meeting and name of the convener; (II) The name of the chairman of the meeting and the names of the Directors~~, Supervisors, President~~ and ~~other~~ members of the senior management ~~attending or~~ present at the meeting; (III) The number of Shareholders and proxies attending the meeting, the total number of voting shares held by them, and its proportion in the total number of shares of the Company; (IV) The consideration process, summaries of speeches and voting result for each proposal; (V) The Shareholders' questions, opinions or suggestions and the corresponding answers or explanations; (VI) Names of the lawyer, vote counters and scrutinizer; (VII) Other contents to be recorded in the minutes as specified in the Articles of Association.
Article 74 The convener shall ensure that the contents of the minutes are true, accurate and complete. Directors, Supervisors, secretary to the Board of Directors, conveners or their representatives and the chairman of the meeting shall sign on the minutes. The minutes of the meeting shall be kept together with the attendance record of the attending Shareholders, letters of authorization of proxies, valid information of online voting and voting by other means, for a period of not less than 10 years.	**Article 78~~4~~** The convener shall ensure that the contents of the minutes are true, accurate and complete. Directors, ~~Supervisors,~~ secretary to the Board of Directors, conveners or their representatives and the chairman **attending or present at**~~of~~ the meeting shall sign on the minutes. The minutes of the meeting shall be kept together with the attendance record of the attending Shareholders, letters of authorization of proxies, valid information of online voting and voting by other means, for a period of not less than 10 years.

Before amendment	After amendment
Article 75 The convener shall ensure that the Shareholders' General Meeting is conducted continuously until final resolutions are made. In the event that the general meeting is adjourned or resolutions failed to be reached due to an event of force majeure or other special reasons, necessary measures shall be taken to resume the meeting as soon as possible or terminate that meeting, and an announcement shall be timely made accordingly. At the same time, the convener shall report to the CSRC branch at the location of the Company and the stock exchange.	**Article 7~~9~~5** The convener shall ensure that the **s**~~S~~hareholders' ~~General M~~**m**~~m~~eeting is conducted continuously until final resolutions are made. In the event that the **shareholders'**~~general~~ meeting is adjourned or resolutions failed to be reached due to an event of force majeure or other special reasons, necessary measures shall be taken to resume the meeting as soon as possible or terminate that meeting, and an announcement shall be timely made accordingly. At the same time, the convener shall report to the CSRC branch at the location of the Company and the stock exchange.
Section 6 Voting and Resolutions at the Shareholders' General Meeting	**Section 6~~7~~ Voting and Resolutions at the Shareholders' ~~General~~ Meeting**
Article 76 The resolutions of the Shareholders' General Meetings are divided into ordinary resolutions and special resolutions. An ordinary resolution at a Shareholders' General Meeting shall be passed by more than half of the voting rights held by the Shareholders present at the meeting (including proxies). A special resolution at a Shareholders' General Meeting shall be passed by at least two-thirds of the voting rights held by the Shareholders present at the meeting (including proxies).	**Article 8~~0~~7~~6~~** The resolutions of the **s**~~S~~hareholders' ~~General M~~**m**~~m~~eetings are divided into ordinary resolutions and special resolutions. An ordinary resolution at a **s**~~S~~hareholders' ~~General M~~**m**~~m~~eeting shall be passed by more than half of the voting rights held by the Shareholders present at the meeting (including proxies). A special resolution at a **s**~~S~~hareholders' ~~General M~~**m**~~m~~eeting shall be passed by at least two-thirds of the voting rights held by the Shareholders present at the meeting (including proxies).

Before amendment	After amendment
Article 77 The following matters shall be passed by an ordinary resolution of the Shareholders' General Meeting: (I) Work reports of the Board of Directors and the Board of Supervisors; (II) Profit distribution plan and loss recovery plan formulated by the Board of Directors; (III) Appointment and removal of members of the Board of Directors and the Board of Supervisors, their remuneration, and methods of payment; (IV) The Company's annual report; (V) Any other matter other than those to be decided by special resolutions as required by laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed, or the Articles of Association.	**Article 81~~77~~** The following matters shall be passed by an ordinary resolution of the s~~S~~hareholders' ~~General M~~meeting: (I) Work reports of the Board of Directors~~ and the Board of Supervisors~~; (II) Profit distribution plan and loss recovery plan formulated by the Board of Directors; (III) Appointment and removal of members of the Board of Directors~~ and the Board of Supervisors~~, their remuneration, and methods of payment; (IV) The Company's annual report; (V) Any other matter other than those to be decided by special resolutions as required by laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed, or the Articles of Association.

Before amendment	After amendment
Article 78 The following matters shall be passed by a special resolution of the Shareholders' General Meetings:	**Article 8278** The following matters shall be passed by a special resolution of the sShareholders' General Mmeetings:
(I) Any increase or reduction in the registered capital of the Company;	(I) Any increase or reduction in the registered capital of the Company;
(II) Any division, split, merger, dissolution or liquidation of the Company;	(II) Any division, split, merger, dissolution or liquidation of the Company;
(III) Any amendment to the Articles of Association;	(III) Any amendment to the Articles of Association;
(IV) Any purchase or sale of major assets or any provision of guarantee within any one year in an amount in excess of 30% of the Company's latest audited total assets;	(IV) Any purchase or sale of major assets or any provision of guarantee within any one year in an amount in excess of 30% of the Company's latest audited total assets;
(V) Any equity incentive plan;	(V) Any equity incentive plan;
(VI) Changes in the profit distribution policy of the Company;	(VI) Changes in the profit distribution policy of the Company;
(VII) Purchase of its own shares by the Company under the circumstances specified in Articles 24(I) and (II) of Articles of Association;	(VII)**(VI)** Purchase of its own shares by the Company under the circumstances specified in Articles 254(I) and (II) of Articles of Association;
(VIII) Other matters required by the laws, administrative regulations, securities regulatory rules of the place where the Company's Shares are listed or the Articles of Association, and matters that, as determined by the Shareholders' General Meeting by ordinary resolution, could materially affect the Company and need to be approved by special resolution.	(VIII)**(VII)** Other matters required by the laws, administrative regulations, securities regulatory rules of the place where the Company's Shares are listed or the Articles of Association, and matters that, as determined by the sShareholders' General Mmeeting by ordinary resolution, could materially affect the Company and need to be approved by special resolution.

Before amendment	After amendment
Article 79 Shareholders (including proxies) shall exercise voting rights based on the number of shares with voting rights represented by them, and each share shall be entitled to one vote. On a poll, a shareholder (including proxy) entitled to two or more votes need not cast all his/her votes for or against or abstain from voting in the same way. Where material issues affecting the interests of minority Shareholders are considered at the Shareholders' General Meeting, the votes of the minority Shareholders shall be counted separately. The separate votes counting results shall be disclosed publicly in a timely manner. The Company's shares held by the Company shall have no voting right, and shall not be included in the total number of shares with voting rights of the Shareholders present at the Shareholders' General Meeting. If any Shareholder, under applicable laws, regulations and the Hong Kong Listing Rules, is required to abstain from voting on a particular matter being considered or is restricted to voting only for (or only against) a particular matter being considered, the number of votes cast by or on behalf of such Shareholder in contravention of such requirement or restriction shall not be counted towards the total number of shares with voting rights. If a Shareholder purchases shares with voting rights of the Company in violation of the provisions of Article 63(1) and (2) of the Securities Law, the voting rights of such shares in excess of the prescribed proportion shall not be exercised and shall not be counted towards the total number of shares with voting rights present at the Shareholders' General Meeting for thirty-six months after the purchase.	**Article 8379** Shareholders (including proxies) shall exercise voting rights based on the number of shares with voting rights represented by them, and each share shall be entitled to one vote. On a poll, a shareholder (including proxy) entitled to two or more votes need not cast all his/her votes for or against or abstain from voting in the same way. Where material issues affecting the interests of minority Shareholders are considered at the **s**~~S~~hareholders' ~~General M~~**m**eeting, the votes of the minority Shareholders shall be counted separately. The separate votes counting results shall be disclosed publicly in a timely manner. The Company's shares held by the Company shall have no voting right, and shall not be included in the total number of shares with voting rights of the Shareholders present at the **s**~~S~~hareholders' ~~General M~~**m**eeting. If any Shareholder, under applicable laws, regulations and **the securities regulatory rules of the place where the Company's shares are listed**~~the Hong Kong Listing Rules~~, is required to abstain from voting on a particular matter being considered or is restricted to voting only for (or only against) a particular matter being considered, the number of votes cast by or on behalf of such Shareholder in contravention of such requirement or restriction shall not be counted towards the total number of shares with voting rights. If a Shareholder purchases shares with voting rights of the Company in violation of the provisions of Article 63(1) and (2) of the Securities Law, the voting rights of such shares in excess of the prescribed proportion shall not be exercised and shall not be counted towards the total number of shares with voting rights present at the **s**~~S~~hareholders' ~~General M~~**m**eeting for thirty-six months after the purchase.

Before amendment	After amendment
The Company's Board of Directors, Independent Directors, Shareholders holding more than 1% of the voting shares, or investor protection institutions established in accordance with laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed or the provisions of the CSRC, may publicly solicit Shareholders' voting rights. When soliciting Shareholders' voting rights, specific voting intentions and other information shall be fully disclosed to the person solicited. No Shareholders' voting rights shall be solicited on a reimbursable basis or by other disguised form. The Company and the convener of the general meeting shall not set the minimum shareholding ratio limits for soliciting voting rights, except as required by law.	The Company's Board of Directors, Independent Directors, Shareholders holding more than 1% of the voting shares, or investor protection institutions established in accordance with laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed or the provisions of the CSRC, may publicly solicit Shareholders' voting rights. When soliciting Shareholders' voting rights, specific voting intentions and other information shall be fully disclosed to the person solicited. No Shareholders' voting rights shall be solicited on a reimbursable basis or by other disguised form. The Company ~~and the convener of the general meeting~~ shall not set the minimum shareholding ratio limits for soliciting voting rights, except as required by law.
Article 80 When a related transaction is considered at a Shareholders' General Meeting, the related Shareholders shall abstain from voting, and the voting shares represented by them shall not be counted towards the total number of valid voting shares. The announcements on resolutions of the Shareholders' General Meeting shall fully disclose the voting results of non-related Shareholders.	**Article 8~~0~~4** When a related transaction is considered at a s~~S~~hareholders' ~~General M~~m~~m~~eeting, the related Shareholders shall abstain from voting, and the voting shares represented by them shall not be counted towards the total number of valid voting shares. The announcements on resolutions of the s~~S~~hareholders' ~~General M~~m~~m~~eeting shall fully disclose the voting results of non-related Shareholders.

Before amendment	After amendment
Prior to the completion of consideration and voting on related transactions by the Shareholders' General Meeting, related Shareholders shall apply to the presider for abstaining from voting, and the presider shall make announcement in connection therewith at the Shareholders' General Meeting. When voting on related transactions, related Shareholders shall abstain from voting under the supervision of Supervisors, Independent Directors attending the meeting. Prior to the completion of consideration and voting on related transactions by the Shareholders' General Meeting, non-related Shareholders (including proxies), Supervisors and Independent Directors present at the meeting shall have the right to submit to the presider an application on requiring the abstaining from voting on a resolution by a related Shareholder and specify the reason, the related Shareholder concerned shall not cast his/her vote if he/she has no objection to the requirement on abstaining from voting. If the Shareholder being required to abstain from voting is found to be a related Shareholder, he/she shall not cast his/her vote. In the event such situation occurs, the person taking the minutes for the Shareholders' General Meeting shall keep record of such details in the minutes.	Prior to the completion of consideration and voting on related transactions by the **s**~~S~~hareholders' ~~General M~~**m**eeting, related Shareholders shall apply to the presider for abstaining from voting, and the presider shall make announcement in connection therewith at the **s**~~S~~hareholders' ~~General M~~**m**eeting. When voting on related transactions, related Shareholders shall abstain from voting under the supervision of ~~Supervisors,~~ Independent Directors attending the meeting. Prior to the completion of consideration and voting on related transactions by the **s**~~S~~hareholders' ~~General M~~**m**eeting, non-related Shareholders (including proxies)~~, Supervisors~~ and Independent Directors present at the meeting shall have the right to submit to the presider an application on requiring the abstaining from voting on a resolution by a related Shareholder and specify the reason, the related Shareholder concerned shall not cast his/her vote if he/she has no objection to the requirement on abstaining from voting. If the Shareholder being required to abstain from voting is found to be a related Shareholder, he/she shall not cast his/her vote. In the event such situation occurs, the person taking the minutes for the **s**~~S~~hareholders' ~~General M~~**m**eeting shall keep record of such details in the minutes.
Article 81 Unless the Company is in a crisis or under any special circumstance, the Company shall not enter into any contracts with any person other than the Directors, the President and other members of the senior management pursuant to which the management of all or a substantial part of the business of the Company will be given to such person, unless otherwise approved by the Shareholders' General Meeting by way of a special resolution.	**Article 8**~~1~~**5** Unless the Company is in a crisis or under any special circumstance, the Company shall not enter into any contracts with any person other than the Directors~~, the President~~ and ~~other~~ members of the senior management pursuant to which the management of all or a substantial part of the business of the Company will be given to such person, unless otherwise approved by the **s**~~S~~hareholders' ~~General M~~**m**eeting by way of a special resolution.

Before amendment	After amendment
Article 82 The list of candidates for Directors and Supervisors shall be submitted as a proposal to the Shareholders' General Meeting for consideration and approval.	**Article 8~~2~~2** The list of candidates for Directors~~ and Supervisors~~ shall be submitted as a proposal to the s~~S~~hareholders' ~~General M~~meeting for consideration and approval.
The Board of Directors and the Board of Supervisors of the Company and Shareholders holding, individually or collectively, more than 3% of the total outstanding voting shares of the Company have the right to nominate candidates for Directors and Supervisors who are the representatives of Shareholders. Independent Directors shall be nominated by the Board of Directors, the Board of Supervisors of the Company and Shareholders holding, individually or collectively, more than 1% of the total outstanding voting shares of the Company.	The Board of Directors~~ and the Board of Supervisors~~ of the Company and Shareholders holding, individually or collectively, more than 3% of the total outstanding voting shares of the Company have the right to nominate candidates for Directors~~ and Supervisors~~ who are the representatives of Shareholders. Independent Directors shall be nominated by the Board of Directors~~, the Board of Supervisors of the Company~~ and Shareholders holding, individually or collectively, more than 1% of the total outstanding voting shares of the Company.
The Supervisor assumed by the employees' representative may be directly included into the Board of Supervisors upon democratic election by the employees of the Company, which shall be announced by the Board of Supervisors of the Company. The Board of Supervisors shall announce the biography and basic information of the Supervisors assumed by the employees' representative to the Shareholders.	~~The Supervisor assumed by the employees' representative may be directly included into the Board of Supervisors upon democratic election by the employees of the Company, which shall be announced by the Board of Supervisors of the Company. The Board of Supervisors shall announce the biography and basic information of the Supervisors assumed by the employees' representative to the Shareholders.~~
When a voting is carried out on the election of two or more Directors or non-employee representative Supervisors at a Shareholders' General Meeting, the cumulative voting system may be adopted in accordance with the requirement of the Articles of Association or the resolutions of the Shareholders' General Meeting.	When a voting is carried out on the election of two or more Directors~~ or non-employee representative Supervisors~~ at a s~~S~~hareholders' ~~General M~~meeting, the cumulative voting system may be adopted in accordance with the requirement of the Articles of Association or the resolutions of the s~~S~~hareholders' ~~General M~~meeting.

Before amendment	After amendment
Where sole Shareholder and its concert party are interested in 30% or more of the shares of the Company, or the Company elects two or more Independent Directors, the cumulative voting system shall be adopted. Votes of minority Shareholders shall be counted and disclosed separately. The cumulative voting system referred to in the Articles of Association means that when Directors or Supervisors are being elected during a Shareholders' General Meeting, each share shall carry the same number of voting rights as the number of Directors or Supervisors to be elected, and the voting rights held by Shareholders may be used collectively. The elected Directors or Supervisors shall be the corresponding candidates with the highest votes based on the number of Directors or Supervisors to be elected respectively. The Board of Directors shall announce the biography and basic information of the candidates for Directors and Supervisors to the Shareholders.	Where sole Shareholder and its concert party are interested in 30% or more of the shares of the Company, or the Company elects two or more Independent Directors, the cumulative voting system shall be adopted. ~~Votes of minority Shareholders shall be counted and disclosed separately.~~ The cumulative voting system referred to in the Articles of Association means that when Directors~~ or Supervisors~~ are being elected during a s~~S~~hareholders' ~~General M~~m~~eeting~~, each share shall carry the same number of voting rights as the number of Directors~~ or Supervisors~~ to be elected, and the voting rights held by Shareholders may be used collectively. The elected Directors~~ or Supervisors~~ shall be the corresponding candidates with the highest votes based on the number of Directors ~~or Supervisors~~ to be elected~~ respectively~~. The Board of Directors shall announce the biography and basic information of the candidates for Directors~~ and Supervisors~~ to the Shareholders.
Article 83 Except for the cumulative voting system, the Shareholders' General Meeting shall resolve all the proposals separately. If there are different proposals for the same matter, such proposals shall be voted on and resolved in the order of time at which they are submitted. Unless the Shareholders' General Meeting is adjourned or no resolution is passed for special reasons such as force majeure, the Shareholders' General Meeting will not set aside or refrain from voting on the proposals.	**Article 8~~3~~7** Except for the cumulative voting system, the s~~S~~hareholders' ~~General M~~m~~eeting~~ shall resolve all the proposals separately. If there are different proposals for the same matter, such proposals shall be voted on and resolved in the order of time at which they are submitted. Unless the s~~S~~hareholders' ~~General M~~m~~eeting~~ is adjourned or no resolution is passed for special reasons such as force majeure, the s~~S~~hareholders' ~~General M~~m~~eeting~~ will not set aside or refrain from voting on the proposals.
Article 84 When a proposal is considered at a Shareholders' General Meeting, no amendments shall be made thereto. Otherwise, any changes made thereto shall be considered as a new proposal, and no voting shall be carried out on that proposal at that Shareholders' General Meeting.	**Article 8~~4~~8** When a proposal is considered at a s~~S~~hareholders' ~~General M~~m~~eeting~~, no amendments shall be made thereto. **If an amendment is made, it**~~Otherwise, any changes made thereto~~ shall be considered as a new proposal, and no voting shall be carried out on that proposal at that s~~S~~hareholders' ~~General M~~m~~eeting~~.

Before amendment	After amendment
Article 86 Voting at Shareholders' General Meetings shall be carried out with open ballot.	**Article 90~~86~~** Voting at s~~S~~hareholders' ~~General M~~meetings shall be carried out with open ballot.
Article 87 Before the relevant proposal is voted on at a Shareholders' General Meeting, two representatives from the Shareholders shall be elected for counting the votes and scrutinizing the poll. Shareholders who are connected with/related to the matter under consideration and their proxies shall not count the votes and scrutinize the poll. When a proposal is voted on at the Shareholders' General Meeting, the lawyers, the representatives of the Shareholders and Supervisors shall be jointly responsible for counting the votes and scrutinizing the poll, and the voting results shall be announced right at the meeting. The voting results of such proposal shall be recorded in the minutes of the meeting. The Shareholders of the listed Company or their proxies who vote online or by other means shall be entitled to verify their voting results in the corresponding voting system.	**Article 91~~87~~** Before the relevant proposal is voted on at a s~~S~~hareholders' ~~General M~~meeting, two representatives from the Shareholders shall be elected for counting the votes and scrutinizing the poll. Shareholders who are connected with/related to the matter under consideration and their proxies shall not count the votes and scrutinize the poll. When a proposal is voted on at the s~~S~~hareholders' ~~General M~~meeting, the lawyers, the representatives of the Shareholders and **the accounting firm or the securities depository institution appointed in accordance with the securities regulatory rules of the place where the Company's shares are listed**~~Supervisors~~ shall be jointly responsible for counting the votes and scrutinizing the poll, and the voting results shall be announced right at the meeting. The voting results of such proposal shall be recorded in the minutes of the meeting. The Shareholders of the listed Company or their proxies who vote online or by other means shall be entitled to verify their voting results in the corresponding voting system.

Before amendment	After amendment
Article 88 The onsite Shareholders' General Meeting shall not be concluded earlier than the online meeting or that held by other means, and the chairman of the Shareholders' General Meeting shall announce the voting results of each proposal and whether a resolution is passed according to the voting results. Before the voting results are officially announced, the Company, the person responsible for counting the votes and scrutinizing the poll, substantial Shareholders, internet services provider and other relevant parties involved in the onsite meeting, online meeting or that held by other means shall be under an obligation to keep the voting results strictly confidential.	**Article 9288** The onsite sShareholders' ~~General Mm~~eeting shall not be concluded earlier than the online meeting or that held by other means, and the chairman of the sShareholders' ~~General Mm~~eeting shall announce the voting results of each proposal and whether a resolution is passed according to the voting results. Before the voting results are officially announced, the Company, the person responsible for counting the votes and scrutinizing the poll, ~~substantial~~ Shareholders, internet services provider and other relevant parties involved in the onsite **shareholders'** meeting, online meeting or that held by other means shall be under an obligation to keep the voting results strictly confidential.
Article 89 Shareholders attending the meeting shall provide one of the following opinions on the proposals to be voted on: for, against or abstain, except for the securities registration and clearing institution, as the nominal holder of shares under the Shanghai-Hong Kong Stock Connect which shall make declaration according to the intentions of actual holders. Unfilled, incorrectly filled, illegible or uncast votes will be regarded as the voters having given up their voting rights and the voting results of the shares held by them shall be counted as "abstention".	**Article 9389** Shareholders attending the **shareholders'** meeting shall provide one of the following opinions on the proposals to be voted on: for, against or abstain, except for the securities registration and clearing institution, as the nominal holder of shares under the Shanghai-Hong Kong Stock Connect which shall make declaration according to the intentions of actual holders. Unfilled, incorrectly filled, illegible or uncast votes will be regarded as the voters having given up their voting rights and the voting results of the shares held by them shall be counted as "abstention".

Before amendment	After amendment
Article 91 The resolutions passed at the Shareholders' General Meeting shall be announced in a timely manner. The announcement shall contain the number of the Shareholders and proxies attending the meeting, the number of voting shares held by them and the proportion to the total number of voting shares of the Company, the voting method, the voting result of each resolution and the details of each resolution passed.	**Article 95~~1~~** The resolutions passed at the **s**~~S~~hareholders' ~~General M~~**m**eeting shall be announced in a timely manner. The announcement shall contain the number of the Shareholders and proxies attending the meeting, the number of voting shares held by them and the proportion to the total number of voting shares of the Company, the voting method, the voting result of each resolution and the details of each resolution passed.
Article 92 If a resolution is not passed, or the Shareholders' General Meeting alters a resolution passed at the previous Shareholders' General Meeting, a special note shall be made in the announcement of the resolutions of the Shareholders' General Meeting.	**Article 96~~2~~** If a resolution is not passed, or the **s**~~S~~hareholders' ~~General M~~**m**eeting alters a resolution passed at the previous **s**~~S~~hareholders' ~~General M~~**m**eeting, a special note shall be made in the announcement of the resolutions of the **s**~~S~~hareholders' ~~General M~~**m**eeting.
Article 93 Where a resolution in relation to the election of Directors or Supervisors is passed at a Shareholders' General Meeting, the term of office of the new Directors or Supervisors shall commence immediately after the resolution is passed at the Shareholders' General Meeting and the Declaration and Undertaking is signed. However, if the resolution has other requirements, such requirements shall be followed.	**Article 97~~3~~** Where a resolution in relation to the election of Directors~~ or Supervisors~~ is passed at a **s**~~S~~hareholders' ~~General M~~**m**eeting, the term of office of the new Directors~~ or Supervisors~~ shall commence immediately after the resolution is passed at the **s**~~S~~hareholders' ~~General M~~**m**eeting and the Declaration and Undertaking is signed. However, if the resolution has other requirements, such requirements shall be followed.
Article 94 Where a resolution in relation to the payment of cash dividends, the issue of bonus shares or the capitalization of capital reserves is passed at a Shareholders' General Meeting, the Company shall implement the specific plans within two months after the conclusion of such Shareholders' General Meeting.	**Article 98~~4~~** Where a resolution in relation to the payment of cash dividends, the issue of bonus shares or the capitalization of capital reserves is passed at a **s**~~S~~hareholders' ~~General M~~**m**eeting, the Company shall implement the specific plans within two months after the conclusion of such **s**~~S~~hareholders' ~~General M~~**m**eeting.

Before amendment	After amendment
Chapter 5 Board of Directors	**Chapter 5 Directors and Board of Directors**
Section 1 Directors	**Section 1 General Provisions for Directors**
Article 95 Directors of the Company may include executive Directors, non-executive Directors and independent Directors. Non-executive Directors refer to Directors who do not hold operational management positions in the Company. The Director of the Company shall be a natural person and shall possess the knowledge, skills and qualities necessary for performing their duties and shall ensure that they shall have sufficient time and energy to perform their due duties. A person may not serve as a Director of the Company if any of the following circumstances applies: (I) Persons who have no or restricted capacity for civil conduct; (II) Persons who were sentenced to criminal punishment due to corruption, bribery, embezzlement of property, misappropriation of property or disrupting the socialist market economic order, where less than five years have lapsed since the date of completion of such sentence, or who have been deprived of political rights due to any criminal offenses, where less than five years have lapsed since the expiration of the execution period, or two years have not elapsed since the expiration of the probation period for suspended sentence; (III) Persons who served as a Director, factory manager or manager of a company or an enterprise that declared insolvent and liquidated and were personally liable for the insolvency of such company or enterprise, and less than three years have lapsed since the date of completion of the insolvency and liquidation of that company or enterprise;	**Article 9<u>9</u>5** Directors of the Company may include executive Directors, non-executive Directors and independent Directors. Non-executive Directors refer to Directors who do not hold operational management positions in the Company. The Director of the Company shall be a natural person and shall possess the knowledge, skills and qualities necessary for performing their duties and shall ensure that they shall have sufficient time and energy to perform their due duties. A person may not serve as a Director of the Company if any of the following circumstances applies: (I) Persons who have no or restricted capacity for civil conduct; (II) Persons who were sentenced to criminal punishment due to corruption, bribery, embezzlement of property, misappropriation of property or disrupting the socialist market economic order, where less than five years have lapsed since the date of completion of such sentence, or who have been deprived of political rights due to any criminal offenses, where less than five years have lapsed since the expiration of the execution period, or two years have not elapsed since the expiration of the probation period for suspended sentence; (III) Persons who served as a Director, factory manager or manager of a company or an enterprise that declared insolvent and liquidated and were personally liable for the insolvency of such company or enterprise, and less than three years have lapsed since the date of completion of the insolvency and liquidation of that company or enterprise;

Before amendment	After amendment
(IV) Persons who served as the legal representative of a company or an enterprise of which the business license was revoked and was ordered to close down due to violation of laws and who was personally liable for such revocation and order, where less than three years have lapsed since the date of such company's or enterprise's revocation of business license or being ordered to close down; (V) A person who is listed as defaulter subject to enforcement by the People's Court for being liable for a larger amount of debts that are overdue; (VI) Persons who are penalized by CSRC to be prohibited from participating in the securities markets with a period yet to be expired; (VII) Other circumstances stipulated in laws, administrative regulations, departmental rules or the listing rules of the place(s) where the shares of the Company are listed. If the election or appointment of a Director has violated this article, such election, appointment or employment shall be invalid. If any of the circumstances under this article occur during the period of employment of a Director, the Company shall dismiss the Director from his duties.	(IV) Persons who served as the legal representative of a company or an enterprise of which the business license was revoked and was ordered to close down due to violation of laws and who was personally liable for such revocation and order, where less than three years have lapsed since the date of such company's or enterprise's revocation of business license or being ordered to close down; (V) A person who is listed as defaulter subject to enforcement by the People's Court for being liable for a larger amount of debts that are overdue; (VI) Persons who are penalized by CSRC to be prohibited from participating in the securities markets with a period yet to be expired; **(VII) A person who has been publicly declared by the securities regulatory authorities at the place where the Company's shares are listed to be unsuitable for serving as the directors and senior management of any listed company with a period yet to be expired;** ~~(VII)~~**(VIII)** Other circumstances stipulated in laws, administrative regulations, departmental rules or **the securities regulatory**~~the listing~~ rules of the place(s) where the shares of the Company are listed. If the election or appointment of a Director has violated this article, such election, appointment or employment shall be invalid. If any of the circumstances under this article occur during the period of employment of a Director, the Company shall dismiss the Director from **his/her post and cease his/her** duties.

Before amendment	After amendment
Article 96 Directors shall be elected or replaced at a Shareholders' General Meeting, and any Director (including executive Directors) may be removed from office prior to the expiry of their tenure by way of a resolution passed at a Shareholders' General Meeting. The term of office of a Director shall be three years. Upon expiry of the term of office of a Director, the Director may be re-elected and re-appointed in accordance with the provisions of the securities regulations and rules of the place(s) where the Company's shares are listed. However, independent Directors shall not hold office for more than six years. The Company shall enter into contracts with the Directors, specifying the rights and obligations between the Company and the Directors, the term of office of the Directors, the liability of the Directors for violation of laws and regulations and the Articles of Association, and the compensation for early termination of the contract by the Company for any reason. A Director's term of office commences from the date of taking office, until the current term of office of the Board of Directors ends. A Director shall continue to perform his/her duties as a Director in accordance with the laws, administrative regulations, departmental rules, the provisions of the securities regulations and rules of the place(s) where the Company's shares are listed and the Articles of Association until a re-elected Director takes office, if re-election is not conducted in a timely manner upon the expiry of his/her term of office.	**Article 10096** Directors shall be elected or replaced at a sShareholders' ~~General Mm~~eeting, and any Director (including executive Directors) may be removed from office prior to the expiry of their tenure by way of a resolution passed at a sShareholders' ~~General Mm~~eeting **(without prejudice to any claims which may be made by such Director under any contract)**. The term of office of a Director shall be three years. Upon expiry of the term of office of a Director, the Director may be re-elected and re-appointed in accordance with the provisions of the securities regulations and rules of the place(s) where the Company's shares are listed. However, independent Directors shall not hold office for more than six years. The Company shall enter into contracts with the Directors, specifying the rights and obligations between the Company and the Directors, the term of office of the Directors, the liability of the Directors for violation of laws and regulations and the Articles of Association, and the compensation for early termination of the contract by the Company for any reason. A Director's term of office commences from the date of taking office, until the current term of office of the Board of Directors ends. A Director shall continue to perform his/her duties as a Director in accordance with the laws, administrative regulations, departmental rules, the provisions of the securities regulations and rules of the place(s) where the Company's shares are listed and the Articles of Association until a re-elected Director takes office, if re-election is not conducted in a timely manner upon the expiry of his/her term of office.

Before amendment	After amendment
The chief executive officer or other members of the senior management may concurrently serve as a Director, provided that the aggregate number of the Directors who concurrently serve as the chief executive officer or senior management and Directors who are employee representatives shall not exceed one half of all the Directors of the Company.	~~The chief executive officer or other m~~**M**embers of the senior management may concurrently serve as a Director, provided that the aggregate number of the Directors who concurrently serve as the ~~chief executive officer or~~ senior management and Directors who are employee representatives shall not exceed one half of all the Directors of the Company. **The Board of Directors shall include an employee representative, who shall be elected by the Company's employees through a general meeting of employee representatives, a general meeting of employees, or other democratic means, without the need for Shareholder review. This employee representative Director may serve as a member of the audit committee.**
Article 97 Directors shall comply with laws, administrative regulations, the provisions of the securities regulations and rules of the place(s) where the Company's shares are listed and the Articles of Association, and shall bear the following fiduciary obligations towards the Company: (I) They shall not accept any bribery or other illegal income by using their powers and position or embezzle the assets of the Company in any manner; (II) They shall not misappropriate the Company's funds; (III) They shall not deposit the Company's assets or funds in an account under their own name or the name of other individuals;	**Article 101~~97~~** Directors shall comply with laws, administrative regulations, the provisions of the securities regulations and rules of the place(s) where the Company's shares are listed and the Articles of Association, ~~and~~ shall bear ~~the following~~ fiduciary obligations towards the Company**, shall take measures to avoid conflicts between their own interests and the Company's interests, and must not abuse their authority to seek improper benefits.**~~:~~ **The Directors shall fulfill the following fiduciary obligations towards the Company:** (I) They shall not **misappropriate the Company's properties or divert the funds of the Company**~~accept any bribery or other illegal income by using their powers and position or embezzle the assets of the Company in any manner~~; ~~(II) They shall not misappropriate the Company's funds;~~ ~~(III)~~**(II)** They shall not deposit the Company's assets or funds in an account under their own name or the name of other individuals;

Before amendment	After amendment
(IV) They shall not, in violation the Articles of Association, provide loans to others using the Company's funds or provide guarantee for others with assets of the Company without the approval of the Shareholders' General Meeting or the Board of Directors; (V) They shall not enter into any contract or perform any transaction with the Company in violation of the provisions of the Articles of Association or without the consent of the Shareholders' General Meeting; (VI) They shall not make use of their position as Director to procure business opportunities that should otherwise belong to the Company for themselves or others; or to engage in the same business as the Company for their own account or for the benefits of any other persons without approval of the Shareholders' General Meeting; (VII) They shall not accept commissions from transactions between others and the Company for their own benefits; (VIII) They shall not disclose confidential information of the Company without authorization;	~~(IV) They shall not, in violation the Articles of Association, provide loans to others using the Company's funds or provide guarantee for others with assets of the Company without the approval of the Shareholders' General Meeting or the Board of Directors;~~ **(III) They shall not abuse their authority in bribes or accepting other unlawful income;** ~~(V)~~**(IV)** They shall not enter into any contract or perform any transaction**, directly and indirectly,** with the Company **without reporting to the Board of Directors or the shareholders' meeting and obtaining approval through resolutions by the Board of Directors or the shareholders' meeting as stipulated in**~~in violation of the provisions of~~ the Articles of Association~~ or without the consent of the Shareholders' General Meeting~~; ~~(VI)~~**(V) They shall not make use of their position as Director to procure business opportunities that should otherwise belong to the Company for themselves or others, unless such business opportunities are not available to the Company upon reporting to the Board of Directors or the shareholders' meeting and obtaining approval through resolutions by the shareholders' meeting or as required in laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the Articles of Association**~~; or to engage in the same business as the Company for their own account or for the benefits of any other persons without approval of the Shareholders' General Meeting~~;

Before amendment	After amendment
(IX) They shall not abuse their connected relationship to compromise the interests of the Company; (X) Other fiduciary obligations stipulated by laws, administrative regulations, departmental rules, securities regulations and rules of the place(s) where the shares of the Company are listed and the Articles of Association. Income generated by a Director from violation of the provisions of this Article shall belong to the Company; where the Company suffers losses thereto, the Director shall be liable for compensation.	(VI) **They shall not conduct any businesses similar to those of the Company for themselves or others without reporting to the Board of Directors or the shareholders' meeting and obtaining approval through resolutions by the shareholders' meeting;** (VII) They shall not accept commissions from transactions between others and the Company for their own benefits; (VIII) They shall not disclose confidential information of the Company without authorization; (IX) They shall not abuse their connected relationship to compromise the interests of the Company; (X) Other fiduciary obligations stipulated by laws, administrative regulations, departmental rules, securities regulations and rules of the place(s) where the shares of the Company are listed and the Articles of Association. Income generated by a Director from violation of the provisions of this Article shall belong to the Company; where the Company suffers losses thereto, the Director shall be liable for compensation. **The provisions of the item (IV) of the second paragraph of this Article shall apply to the conclusion of contracts or engagement in transactions with the Company by close relatives of the Directors and senior management or enterprises directly or indirectly controlled by the Directors and senior management or their close relatives, as well as persons who are otherwise related to the Directors and senior management.**

Before amendment	After amendment
Article 98 Directors shall abide by laws, administrative regulations, securities regulations and rules of the place(s) where the Company's shares are listed and the Articles of Association, and bear a duty of diligence to the Company as follows: (I) They shall be prudent, serious and diligent in exercising the authority conferred by the Company to ensure that the business activities of the Company comply with the country's laws, administrative regulations and various economic policy requirements, and that the business activities do not go beyond the scope of business activities specified in the business license; (II) They shall treat all Shareholders equally; (III) They shall keep abreast of the Company's business operations and management status; (IV) They shall sign written statements confirming periodic reports of the Company, and ensure that the information disclosed by the Company is true, accurate, and complete; (V) They shall provide accurate information and materials to the Board of Supervisors, and shall not interfere with the performance of duties by the Board of Supervisors or individual Supervisors; and (VI) They shall have other diligence duties prescribed by laws, administrative regulations, departmental rules, securities regulations and rules of the place(s) where the Company's Shares are listed and the Articles of Association.	**Article 10298** Directors shall abide by **the requirements of** laws, administrative regulations, securities regulations and rules of the place(s) where the Company's shares are listed and the Articles of Association **to perform their obligations of diligence to the Company. They shall fulfill their obligations with reasonable care generally expected of managers in the best interests of the Company.**~~, and~~ **Directors bear a duty of diligence to the Company as follows:** (I) They shall be prudent, serious and diligent in exercising the authority conferred by the Company to ensure that the business activities of the Company comply with the country's laws, administrative regulations and various economic policy requirements, and that the business activities do not go beyond the scope of business activities specified in the business license; (II) They shall treat all Shareholders equally; (III) They shall keep abreast of the Company's business operations and management status; (IV) They shall sign written statements confirming periodic reports of the Company, and ensure that the information disclosed by the Company is true, accurate, and complete; (V) They shall provide accurate information and materials to the **audit committee**~~Board of Supervisors~~, and shall not interfere with the performance of duties by the **audit committee**~~Board of Supervisors or individual Supervisors~~; and (VI) They shall have other diligence duties prescribed by laws, administrative regulations, departmental rules, securities regulations and rules of the place(s) where the Company's Shares are listed and the Articles of Association.

Before amendment	After amendment
Article 99 A Director who fails to attend two consecutive meetings of the Board of Directors in person without authorizing another Director to attend on his/her behalf, shall be deemed to be unable to perform his/her duties. The Board of Directors shall propose to the Shareholders' General Meeting to remove such Director.	**Article 10399** A Director who fails to attend two consecutive meetings of the Board of Directors in person without authorizing another Director to attend on his/her behalf, shall be deemed to be unable to perform his/her duties. The Board of Directors shall propose to the **s**~~S~~hareholders' ~~General M~~**m**eeting to remove such Director.
Article 100 A Director may resign before expiry of his/her term of office. A resigning Director shall submit a written resignation report to the Board of Directors. The Board of Directors shall make disclosure of relevant information within 2 days. Where the number of members of the Board of Directors falls below the minimum requirement due to the resignation of any Director, before a newly elected Director takes office, the original Director shall perform his/her duties as a Director in accordance with the laws, administrative regulations, departmental rules regulations, securities regulations and rules of the place(s) where the Company's shares are listed and the Articles of Association. Except for the circumstances set out in the preceding paragraph, the resignation of a Director shall take effect when the resignation report is delivered to the Board of Directors.	**Article 1040** A Director may resign before expiry of his/her term of office. A resigning Director shall submit a written resignation report to the Board of Directors. **The resignation will take effect on the day the Company receives the resignation report and t**~~T~~he **Company**~~Board of Directors~~ shall make disclosure of relevant information within **two trading**~~2~~ days. Where the number of members of the Board of Directors falls below the minimum requirement due to the resignation of any Director, before a newly elected Director takes office, the original Director shall perform his/her duties as a Director in accordance with the laws, administrative regulations, departmental rules regulations, securities regulations and rules of the place(s) where the Company's shares are listed and the Articles of Association. Except for the circumstances set out in the preceding paragraph, the resignation of a Director shall take effect when the resignation report is delivered to the Board of Directors.

Before amendment	After amendment
Article 101 When a Director's resignation takes effect or his/her term of office expires, he/she must complete all handover procedures with the Board of Directors. His/her duties of loyalty to the Company and the Shareholders do not automatically terminate at the end of his/her term of office, and remain valid for three years after the resignation takes effect or the term of office expires. The obligation to maintain the confidentiality of the Company's trade secrets continues beyond the end of his/her term of office, remaining in effect until such secrets become public information. The duration of other obligations shall be determined on the basis of the principle of fairness, considering the time elapsed between the occurrence of the relevant events and the Director's departure, as well as the circumstances and conditions under which his/her relationship with the Company ends.	**Article 105~~1~~ The Company has a system in place to manage the departure of Directors, which specifies safeguards for pursuing and recovering liability for unfulfilled public commitments and other outstanding matters.** When a Director's resignation takes effect or his/her term of office expires, he/she must complete all handover procedures with the Board of Directors. His/her duties of loyalty to the Company and the Shareholders do not automatically terminate at the end of his/her term of office, and remain valid for three years after the resignation takes effect or the term of office expires. The obligation to maintain the confidentiality of the Company's trade secrets continues beyond the end of his/her term of office, remaining in effect until such secrets become public information. The duration of other obligations shall be determined on the basis of the principle of fairness, considering the time elapsed between the occurrence of the relevant events and the Director's departure, as well as the circumstances and conditions under which his/her relationship with the Company ends.
Newly added	**Article 106 The shareholders' meeting may remove any Director by a resolution, which shall come into effect from the date on which such resolution is made.** **Where a Director is removed from office prior to expiration of his/her term of office without justifiable cause, the Director may demand compensation from the Company.**
Article 102 Unless stipulated in the Articles of Association or legally authorized by the Board of Directors, no Director may act on behalf of the Company or the Board of Directors in his/her own name. Where a Director acts in his/her own name while a third party reasonably believes that the Director is acting on behalf of the Company or the Board of Directors, the Director shall state his/her position and status in advance.	**Article 107~~2~~** Unless stipulated in the Articles of Association or legally authorized by the Board of Directors, no Director may act on behalf of the Company or the Board of Directors in his/her own name. Where a Director acts in his/her own name while a third party reasonably believes that the Director is acting on behalf of the Company or the Board of Directors, the Director shall state his/her position and status in advance.

Before amendment	After amendment
Article 103 If a Director violates laws, administrative regulations, departmental rules, securities regulations and rules of the place(s) where the Company's shares are listed or the provisions of the Articles of Association when performing his/her duties and causes losses to the Company, he shall be liable for compensation. The Company shall be liable for any damages to others caused by a Director while performing his/her duties. The Director shall be liable for such damages caused by his/her intentional or gross negligence. The controlling shareholder or actual controller of the Company instructing a Director to engage in acts that harm the interests of the Company or Shareholders shall bear joint and several liabilities with the Director.	**Article 108~~3~~ The Company shall be liable for any damages to others caused by a Director while performing his/her duties. The Director shall be liable for such damages caused by his/her intentional or gross negligence.** If a Director violates laws, administrative regulations, departmental rules, securities regulations and rules of the place(s) where the Company's shares are listed or the provisions of the Articles of Association when performing his/her duties and causes losses to the Company, he shall be liable for compensation. ~~The Company shall be liable for any damages to others caused by a Director while performing his/her duties. The Director shall be liable for such damages caused by his/her intentional or gross negligence.~~ The controlling shareholder or actual controller of the Company instructing a Director to engage in acts that harm the interests of the Company or Shareholders shall bear joint and several liabilities with the Director.
Article 104 The performance of duties by independent Directors shall comply with laws, administrative regulations, the Measures for the Administration of Independent Directors of Listed Companies, other regulatory documents issued by government departments and securities regulations and rules of the place(s) where the Company's shares are listed.	~~**Article 104** The performance of duties by independent Directors shall comply with laws, administrative regulations, the Measures for the Administration of Independent Directors of Listed Companies, other regulatory documents issued by government departments and securities regulations and rules of the place(s) where the Company's shares are listed.~~
Section 2 Board of Directors	**Section 2 Board of Directors**
Article 105 The Company shall have a board of Directors, which shall be accountable to the Shareholders' General Meeting.	~~**Article 105** The Company shall have a board of Directors, which shall be accountable to the Shareholders' General Meeting.~~
Article 106 The Board of Directors shall consist of nine Directors, including three independent Directors. The Board of Directors shall have a chairman and may appoint vice-chairman.	**Article 109~~6~~ The Company shall have a board of Directors, which** ~~The Board of Directors~~ shall consist of nine Directors, including three independent Directors. The Board of Directors shall have a chairman and may appoint vice-chairman.

Before amendment	After amendment
Article 107 The Board of Directors shall exercise the following authorities:	**Article 11007** The Board of Directors shall exercise the following authorities:
(I) To convene the Shareholders' General Meeting and report to it;	(I) To convene the **s**~~S~~hareholders' ~~General M~~**m**eeting and report to it;
(II) To carry out resolutions adopted by the Shareholders' General Meeting;	(II) To carry out resolutions adopted by the **s**~~S~~hareholders' ~~General M~~**m**eeting;
(III) To determine the Company's business plans and investment programs;	(III) To determine the Company's business plans and investment programs;
(IV) To formulate the Company's profit distribution plans and loss recovery plans;	(IV) To formulate the Company's profit distribution plans and loss recovery plans;
(V) To formulate the Company's plans for increasing or reducing the registered capital of the Company, issuing bonds or other securities and going public;	(V) To formulate the Company's plans for increasing or reducing the registered capital of the Company, issuing bonds or other securities and going public;
(VI) To formulate the Company's plans with respect to significant takeovers, purchase of the Company's shares, mergers, divisions, dissolution, or change of the form of the Company;	(VI) To formulate the Company's plans with respect to significant takeovers, purchase of the Company's shares, mergers, divisions, dissolution, or change of the form of the Company;
(VII) To decide on, within the scope authorized by the Shareholders' General Meeting, such matters as the Company's external investments, the purchase and sale of assets, asset mortgages, external guarantees, entrusted financial management, related-party transactions and external donations;	(VII) To decide on, within the scope authorized by the **s**~~S~~hareholders' ~~General M~~**m**eeting, such matters as the Company's external investments, the purchase and sale of assets, asset mortgages, external guarantees, entrusted financial management, related-party transactions and external donations;
(VIII) To determine the establishment of the Company's internal management bodies;	(VIII) To determine the establishment of the Company's internal management bodies;

Before amendment	After amendment
(IX) To decide on such matters as appointment or removal of the Company's President, secretary to the Board of Directors and other senior executives, as well as their remuneration and reward/punishment; and to decide on appointment or removal of the Company's deputy Presidents, finance manager and other senior officers as nominated by the President and on their remuneration and reward/punishment; (X) To formulate the Company's basic management system; (XI) To make plans to amend the Articles of Association; (XII) To manage the disclosure of information by the Company; (XIII) To make proposals to the Shareholders' General Meeting on the appointment or replacement of the accounting firm that provides auditing services to the Company; (XIV) To hear the President's work report and to inspect the President's work; (XV) To formulate the plan to change the Company's profit distribution policy; (XVI) To exercise any other authority conferred by any law, administrative regulation, departmental rule, securities regulations and rules of the place(s) where the Company's Shares are listed, the Articles of Association or the Shareholders' General Meeting. Major matters of the Company shall be decided collectively by the Board of Directors, and the Board of Directors shall not authorize the Chairman, the President, etc. to exercise powers vested statutorily in the Board of Directors.	(IX) **Based on the nomination by the chairman, t**~~T~~o decide on such matters as appointment or removal of the Company's President, secretary to the Board of Directors and other senior executives, as well as their remuneration and reward/punishment; and to decide on appointment or removal of the Company's deputy Presidents, finance manager and other senior officers as nominated by the President and on their remuneration and reward/punishment; (X) To formulate the Company's basic management system; (XI) To make plans to amend the Articles of Association; (XII) To manage the disclosure of information by the Company; (XIII) To make proposals to the **s**~~S~~hareholders' ~~General M~~**m**eeting on the appointment or replacement of the accounting firm that provides auditing services to the Company; (XIV) To hear the President's work report and to inspect the President's work; ~~(XV) To formulate the plan to change the Company's profit distribution policy;~~ ~~(XVI)~~**(XV)** To exercise any other authority conferred by any law, administrative regulation, departmental rule, securities regulations and rules of the place(s) where the Company's Shares are listed, the Articles of Association or the **s**~~S~~hareholders' ~~General M~~**m**eeting**;**~~.~~ **(XVI)** Major matters of the Company shall be decided collectively by the Board of Directors, and the Board of Directors shall not authorize the Chairman, the President, etc. to exercise powers vested statutorily in the Board of Directors.

Before amendment	After amendment
Article 108 The Board of Directors shall establish an audit committee, a strategy and sustainability Committee, a nomination committee, and a compensation and appraisal committee. The special committees shall be accountable to the Board of Directors and perform their duties in accordance with the Articles of Association and the authorization of the Board of Directors, and its proposals shall be submitted to the Board of Directors for consideration and decision. All of the special committees are composed of Directors, among which, the majority of the members of the audit committee, nomination committee and compensation and appraisal committee shall be independent Directors who also convene the meeting of such committees (chairman). The members of the Audit Committee shall be non-executive Directors or independent Directors, of which independent Directors shall constitute a majority. The convener (chairman) of the audit committee shall be an accounting professional among the independent Directors. The Board of Directors is responsible for formulating the working procedures of the special committees and standardizing the operation of the special committees. (I) The audit committee of the Board of Directors is mainly responsible for reviewing the Company's financial information and its disclosure, supervising and evaluating internal and external audit work and internal control; (II) The nomination committee of the Board of Directors is mainly responsible for formulating the selection criteria and procedures for Directors and senior management, and selecting and reviewing Directors and senior management and their qualifications;	Deleted

Before amendment	After amendment
(III) The compensation and appraisal committee of the Board of Directors is mainly responsible for formulating the appraisal standards for Directors and senior management and conducting appraisal, and formulating and reviewing the remuneration policies and proposals for Directors and senior management; (IV) The strategy and sustainability committee of the Board of Directors is mainly responsible for studying the Company's strategy and development plan and making recommendations and guiding the Company's work regarding the sustainable development goals.	
Article 109 The Board of Directors of the Company shall explain to the Shareholders' General Meeting about the non-standard audit opinions issued by certified public accountants on the Company's financial report.	**Article 11109** The Board of Directors of the Company shall explain to the **s**~~S~~hareholders' ~~General M~~**m**eeting about the non-standard audit opinions issued by certified public accountants on the Company's financial report.
Article 110 The Board of Directors shall formulate the rules of procedure for the Board meetings to ensure that the Board of Directors will implement the resolutions of the Shareholders' General Meetings, improve work efficiency and ensure scientific decision-making. The rules of procedure for the Board of Directors shall serve as an annex to the Articles of Association and shall be formulated by the Board of Directors and approved by the Shareholders' General Meeting.	**Article 1120** The Board of Directors shall formulate the rules of procedure for the Board meetings to ensure that the Board of Directors will implement the resolutions of the **s**~~S~~hareholders' ~~General M~~**m**eetings, improve work efficiency and ensure scientific decision-making. The rules of procedure for the Board of Directors shall serve as an annex to the Articles of Association and shall be formulated by the Board of Directors and approved by the **s**~~S~~hareholders' ~~General M~~**m**eeting.
Article 111 The Board of Directors shall determine the authority of external investment, purchase and sale of assets, asset mortgage, external guarantee matters, entrusted financial management, connected transactions and external donations, and establish strict review and decision-making procedures.	**Article 1131** The Board of Directors shall determine the authority of external investment, purchase and sale of assets, asset mortgage, external guarantee matters, entrusted financial management, connected transactions and external donations, and establish strict review and decision-making procedures.

Before amendment	After amendment
Subject to compliance with the listing rules of the place(s) where the Company's shares are listed, the Board of Directors has the power to make decisions on the following matters: (I) Asset disposal: the Board of Directors has the authority to disposal (acquisition, sale, replacement and liquidation, etc.) of assets not exceeding 30% of the Company's most recent audited net assets at a time; (II) External investment: the Board of Directors has the authority to make external investments, with no individual investment exceeding 30% of the Company's most recent audited net assets; (III) Loan approval authority: the Board of Directors has the power to approve up to 50% of the Company's most recent audited net assets for a single loan; (IV) Other matters that the Board of Directors have the power to decide in accordance with relevant laws and regulations, the securities regulations and rules of the place(s) where the Company's shares are listed, the Articles of Association and other effective systems of the Company. The external guarantees of the Company shall be approved by more than two-thirds of all the members of the Board of Directors (in the case of related party transactions, be approved by more than two-thirds of the Directors who are not related parties). Among them, the external guarantees mentioned in Article 42 of the Articles of Association shall also require the approval of the Shareholders' General Meeting. The Board of Directors shall establish strict review and decision-making procedures. Major investment projects shall be evaluated by relevant experts and professionals and reported to the Shareholders' General Meeting for approval.	Subject to compliance with **the securities regulatory** ~~the listing~~ rules of the place(s) where the Company's shares are listed, the Board of Directors has the power to make decisions on the following matters: (I) Asset disposal: the Board of Directors has the authority to disposal (acquisition, sale, replacement and liquidation, etc.) of assets not exceeding ~~30%~~**50%** of the Company's most recent audited net assets at a time; (II) External investment: the Board of Directors has the authority to make external investments, with no individual investment exceeding ~~30%~~**50%** of the Company's most recent audited net assets; (III) Loan approval authority: the Board of Directors has the power to approve up to 50% of the Company's most recent audited net assets for a single loan; (IV) Other matters that the Board of Directors have the power to decide in accordance with relevant laws and regulations, the securities regulations and rules of the place(s) where the Company's shares are listed, the Articles of Association and other effective systems of the Company. The external guarantees of the Company shall be approved by more than two-thirds of all the members of the Board of Directors (in the case of related party transactions, be approved by more than two-thirds of the Directors who are not related parties). Among them, the external guarantees mentioned in Article 4**7**~~2~~ of the Articles of Association shall also require the approval of the **s**~~S~~hareholders' ~~General M~~**m**eeting. The Board of Directors shall establish strict review and decision-making procedures. Major investment projects shall be evaluated by relevant experts and professionals and reported to the **s**~~S~~hareholders' ~~General M~~**m**eeting for approval.

Before amendment	After amendment
Article 112 The chairman of the Board of Directors shall be elected by a simple majority of votes of all Directors.	Deleted
Article 113 The chairman of the Board of Directors is entitled to the following powers: (I) to preside over Shareholders' General Meetings and to convene and preside over meetings of the Board of Directors; (II) to supervise and check on the implementation of resolutions of the Board of Directors; (III) to sign the securities certificates, bonds and other negotiable securities issued by the Company; (IV) to sign important documents of the Board of Directors and other documents that require signing by the Company's authorized representative; (V) to exercise the power of authorized representative; (VI) to exercise the power to handle corporate affairs in accordance with the law and the Company's interests in cases of emergency caused by natural disasters or other force majeure, and report to the Board of Directors and Shareholders' General Meeting thereafter; (VII) to appoint or dismiss the senior management of the Company (excluding the senior management of the Company appointed or dismissed by the Board of Directors) according to the nomination of the President, and to decide on their remuneration, rewards and punishments; (VIII) to propose the convening of an interim meeting of the Board of Directors; (IX) to exercise other powers conferred by the Board of Directors.	**Article ~~113~~114 The chairman and vice chairman of the Board of Directors shall be elected by a simple majority of votes of all Directors.** The chairman of the Board of Directors is entitled to the following powers: (I) to preside over **s**~~S~~hareholders' ~~General M~~**m**eetings and to convene and preside over meetings of the Board of Directors; (II) to supervise and check on the implementation of resolutions of the Board of Directors; (III) to sign the securities certificates, bonds and other negotiable securities issued by the Company; (IV) to sign important documents of the Board of Directors ~~and other documents that require signing by the Company's authorized representative~~; ~~(V) to exercise the power of authorized representative;~~ ~~(VI)~~**(V)** to exercise the power to handle corporate affairs in accordance with the law and the Company's interests in cases of emergency caused by natural disasters or other force majeure, and report to the Board of Directors and **s**~~S~~hareholders' ~~General M~~**m**eeting thereafter; ~~(VII)~~**(VI)** to appoint or dismiss the senior management of the Company (excluding the senior management of the Company appointed or dismissed by the Board of Directors) according to the nomination of the President, and to decide on their remuneration, rewards and punishments; ~~(VIII)~~**(VII)** to propose the convening of an interim meeting of the Board of Directors; ~~(IX)~~**(VIII)** to exercise other powers conferred by the Board of Directors.

Before amendment	After amendment
Article 114 If the chairman is unable or fails to perform his/her duties, the vice chairman shall perform the duties of the chairman; where the vice chairman fails to perform his/her duties, a Director jointly elected by not less than half members of the Board of Directors shall perform the duties of the chairman.	**Article 115~~4~~ The vice chairman of the Company (if any) assist the chairman in his work.** If the chairman is unable or fails to perform his/her duties, the vice chairman shall perform the duties of the chairman; where the vice chairman fails to perform his/her duties, a Director jointly elected by not less than half members of the Board of Directors shall perform the duties of the chairman.
Article 115 Meetings of the Board of Directors shall be held at least four times a year. Meetings of the Board of Directors shall be convened by the chairman of the board by giving a notice in writing to all Directors 14 days before the meetings are held.	**Article 116~~5~~ Regular** Meetings of the Board of Directors shall be held at least four times a year. Meetings of the Board of Directors shall be convened by the chairman of the board by giving a notice in writing to all Directors 14 days before the meetings are held.
Article 116 Any shareholder holding at least one tenth voting rights, at least one third of the Directors, or the Supervisory Committee, may propose the holding of an interim meeting of the Board of Directors. The chairman shall convene and preside over the interim meeting of the Board of Directors within 10 days upon receipt of the proposal.	**Article 117~~6~~** Any shareholder holding at least one tenth voting rights, at least one third of the Directors, or the **audit**~~Supervisory c~~Committee, may propose the holding of an interim meeting of the Board of Directors. The chairman shall convene and preside over the interim meeting of the Board of Directors within 10 days upon receipt of the proposal.
Article 118 The notice of the meeting of the Board meeting shall cover the following contents: (I) the date and venue of the meeting; (II) period of the meeting; (III) the origin of the meeting and the subject to be discussed; (IV) the date of releasing the notice.	**Article 119~~8~~** The notice of the meeting of the Board meeting shall cover the following contents: (I) the date and venue of the meeting; (II) period of the meeting; (III) the origin of the meeting and the subject to be discussed; (IV) the date of releasing the notice.

Before amendment	After amendment
Two or more than two independent Directors who consider the documents of the meeting to be incomplete or the basis of support to be inadequate may jointly propose to the Board of Directors in writing to postpone the Board meeting or the review of the matter. The Board of Directors should accept the proposal and the Company shall disclose relevant information promptly.	**The requirement to issue advance notice of an extraordinary Board meeting may be waived with the written consent of all Directors. The Company should maintain proper records and retain relevant materials.** Two or more than two independent Directors who consider the documents of the meeting to be incomplete**,** ~~or~~ the basis of support to be inadequate **or not timely provided** may jointly propose to the Board of Directors in writing to postpone the Board meeting or the review of the matter. The Board of Directors should accept the proposal and the Company shall disclose relevant information promptly.
Article 120 If a Director has connection with the enterprise or individual involved in the resolution made at a meeting of the Board of Directors, the said Director shall promptly report the situation in writing to the Board of Directors. The said Director shall not vote on the said resolution for himself/herself or on behalf of another Director. The meeting of the Board of Directors may be held when more than half of the non-connected Directors attend the meeting. The resolution of the meeting of the Board of Directors shall be passed by more than half of the non-connected Directors. If the number of non-connected Directors attending the meetings is less than three, the issue shall be submitted to the Shareholders' General Meeting for consideration. If there are any additional restrictions on Directors' participation in and voting at meetings of the Board of Directors in accordance with laws and regulations and the securities regulations and rules of the place(s) where the Company's shares are listed, such provisions shall apply.	**Article 121~~0~~** If a Director has connection with the enterprise or individual involved in the resolution made at a meeting of the Board of Directors, the said Director shall promptly report the situation in writing to the Board of Directors. The said Director shall not vote on the said resolution for himself/herself or on behalf of another Director. The meeting of the Board of Directors may be held when more than half of the non-connected Directors attend the meeting. The resolution of the meeting of the Board of Directors shall be passed by more than half of the non-connected Directors. If the number of non-connected Directors attending the meetings is less than three, the issue shall be submitted to the **s**~~S~~hareholders' ~~General M~~**m**eeting for consideration. If there are any additional restrictions on Directors' participation in and voting at meetings of the Board of Directors in accordance with laws and regulations and the securities regulations and rules of the place(s) where the Company's shares are listed, such provisions shall apply.

Before amendment	After amendment
Article 121 The manner of voting of the resolution of the Board of Directors shall be open ballot. As long as all Directors can fully express their opinions, an interim meeting of the Board of Directors may be held by way of communication with resolutions passed therein and be signed by the attending Directors and delivered to the Company by hand, mail or fax.	**Article 122~~1~~ The Board of Directors holds meetings through both on-site and electronic communication methods or a combination of onsite and electronic communication, and conducts voting by**~~The manner of voting of the resolution of the Board of Directors shall be~~ open ballot. As long as all Directors can fully express their opinions, a~~n interim~~ meeting of the Board of Directors may be held by way of communication with resolutions passed therein and be signed by the attending Directors and delivered to the Company by hand, mail or fax.
Article 124 Minutes of an interim meeting of the Board of Directors shall include the following: (I) date and venue of the meeting and name of the convener; (II) names of the attending Directors and names of the Directors (proxies) appointed by others to attend the meeting; (III) agenda of the meeting; (IV) key points of Directors' speeches; (V) the voting method and result for each resolution (the voting result should specify the number of votes for and against the proposal or abstention).	**Article 125~~4~~** Minutes of an interim meeting of the Board of Directors shall include the following: (I) date and venue of the meeting and name of the convener; (II) names of the attending Directors and names of the Directors (proxies) appointed by others to attend the meeting; (III) agenda of the meeting; (IV) key points of Directors' speeches; (V) the voting method and result for each resolution (the voting result should specify the number of votes for and against the proposal or abstention).

Before amendment	After amendment
Newly added	**Section 3 Independent Directors**
Newly added	**Article 126 An Independent Director shall comply with laws, administrative regulations, the Measures for the Administration of Independent Directors of Listed Companies, other regulatory documents issued by government departments and securities regulatory rules of the place(s) where the Company's shares are listed, and the Articles of Association conscientiously perform their duties, play a role in decision-making, overseeing check – and-balance and providing professional advice as a member of the Board of Directors, thus safeguarding the overall interests of the Company and protecting the legitimate interests of minority shareholders.**
Newly added	**Article 127 Independent Directors shall maintain independence. None of the following persons may serve as Independent Directors:** **(I) persons working in the Company or its subsidiary and their spouses, parents, children and major social relations;** **(II) natural person shareholders who directly or indirectly hold more than 1% of the Company's issued shares or who are among the Company's top ten Shareholders, and their spouses, parents and children;** **(III) persons who work for Shareholders who directly or indirectly hold more than 5% of the Company's issued shares or who work for entities of the Company's top five shareholders, and their spouses, parents, and children;** **(IV) persons serving in the subsidiaries of the Company's controlling Shareholders and actual controllers and their spouses, parents and children;**

Before amendment	After amendment
	(V) persons who have significant business dealings with the Company, its controlling Shareholders, actual controllers or their respective subsidiaries, or who serve in entities with which they have significant business dealings and their controlling Shareholders or actual controllers; **(VI) persons providing financial, legal, consulting and sponsorship and other services to the Company, its controlling Shareholders, actual controllers or their respective subsidiaries; including, but not limited to, all members of the project team of the intermediaries providing the services, reviewers at all levels, persons signing the report, partners, Directors, senior management and principals;** **(VII) persons who have been in the situations listed in Items (I) to (VI) within the last twelve months;** **(VIII) other persons who do not possess independence as stipulated by laws, administrative regulations, the securities regulatory rules of the place(s) where the Company's shares are listed and the Articles of Association.** **The Independent Directors shall conduct an annual self-examination of their independence and submit such examination results to the Board of Directors. The Board of Directors shall evaluate the independence of the existing Independent Directors annually and issue a special opinion, and disclose the same in the annual report.**

Before amendment	After amendment
Newly added	**Article 128 An Independent Director of the Company shall fulfill the following conditions:** **(I) be qualified to serve as a director of a listed company in accordance with laws, administrative regulations and other relevant provisions;** **(II) comply with the independence requirements stipulated in the Articles of Association;** **(III) possess basic knowledge of the operation of a listed company and be familiar with relevant laws, administrative regulations and rules;** **(IV) have at least five years of working experience in law, accounting or economics necessary for the fulfillment of his/her duty as an Independent Director;** **(V) possess good personal integrity and no major breach of trust or other adverse records;** **(VI) other conditions as stipulated by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.**

Before amendment	After amendment
Newly added	**Article 129 The Independent Directors, as members of the Board of Directors, shall owe a duty of loyalty and diligence to the Company and all Shareholders, and shall prudently fulfill the following duties:** **(I) participating in the decision-making of the Board of Directors and express their definite opinions on the matters discussed;** **(II) supervising matters relating to potential material conflicts of interest between the Company and its controlling Shareholders, actual controller, Directors and senior management and protecting the legitimate rights and interests of minority Shareholders;** **(III) providing professional and objective advice on the Company's operation and development, and promoting the improvement of the decision-making level of the Board of Directors;** **(IV) Other duties as stipulated by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.**

Before amendment	After amendment
Newly added	**Article 130 The independent Directors shall exercise the following special powers and duties:** **(I) independently engaging intermediary organizations to conduct audits, consultations or verifications on specific matters of the Company;** **(II) proposing to the Board of Directors to convene an extraordinary shareholders' meeting;** **(III) proposing the convening of a meeting of the Board of Directors;** **(IV) openly soliciting Shareholders' rights from Shareholders in accordance with the law;** **(V) expressing independent opinions on matters that may jeopardize the interests of the Company or the minority Shareholders;** **(VI) other powers and duties as stipulated by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.** **The exercise by an Independent Director of the powers and duties set out in preceding paragraphs (I) to (III) shall be approved by a majority of all Independent Directors.** **The Company shall disclose in a timely manner any exercise of the powers and duties listed in the first paragraph by an Independent Director. In the event that the aforesaid powers and duties cannot be properly exercised, the Company shall disclose the specific circumstances and reasons thereof.**

Before amendment	After amendment
Newly added	**Article 131 The following matters shall be submitted to the Board of Directors for consideration after being approved by a majority of all independent Directors of the Company:** **(I) related party transactions that should be disclosed;** **(II) the proposal of the Company and related parties to change or waive their commitments;** **(III) in the event of a takeover of the Company, the decisions made and measures taken by the Board of Directors in relation to the takeover;** **(IV) other matters as stipulated by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.**
Newly added	**Article 132 The Company shall establish a specialized meeting mechanism attended by all independent Directors. Where the Board of Directors deliberates related party transactions and other matters, prior approval shall be obtained from the special meeting of Independent Non-executive Directors.** **The Company shall convene specialized meetings of independent Directors on a regular or irregular basis. Matters listed in items (I) to (III) in the first paragraph in Article 130 and Article 131 of the Articles of Association shall be considered by the specialized meeting of independent Directors.**

Before amendment	After amendment
	The specialized meeting of independent Directors may study and discuss other matters of the Company as necessary. The specialized meeting of independent Directors shall be convened and presided over by an Independent Director jointly elected by a majority of the independent Directors; in the event that the convener is not performing his/her duties or is unable to perform his/her duties, two or more independent Directors may convene the specialized meeting on their own and elect a representative to preside over the meeting. **Minutes of specialized meetings of independent Directors shall be prepared in accordance with the regulations, and the opinions of the independent Directors shall be set out in the minutes. The independent Directors shall sign to confirm the minutes.** **The Company facilitates and supports the convening of specialized meetings of independent Directors.**
Newly added	**Section 4 Special Committees of the Board of Directors**
Newly added	**Article 133 The Board of Directors of the Company has established an audit committee to exercise the powers and functions of the supervisory committee as stipulated in the Company Law.**
Newly added	**Article 134 The audit committee shall consist of three members, who shall be Directors that do not hold office as senior management of the Company, in which case, there shall be a majority of the independent Directors, and the convener (chairman) shall be an accounting professional among the independent Directors.**

Before amendment	After amendment
Newly added	**Article 135 The audit committee is responsible for reviewing the Company's financial information and its disclosures, supervising and evaluating the internal and external audits and internal controls. The following matters shall be submitted to the Board of Directors for consideration after the approval by a majority of all members of the audit committee:** **(I) disclosure of financial information in financial accounting reports and periodic reports, and internal control evaluation reports;** **(II) appointment or dismissal of the accounting firm that undertakes the listed company's auditing business;** **(III) appointment or dismissal of the listed company's chief financial officer;** **(IV) changes in accounting policies, accounting estimates or correction of material accounting errors for reasons other than changes in accounting standards;** **(V) other matters as provided by laws, administrative regulations, the securities regulatory rules of the place(s) where the Company's Shares are listed and the Articles of Association.**
Newly added	**Article 136 The audit committee shall hold at least one meeting every quarter, and may hold an extraordinary meeting when two or more members propose, or when the convener deems it necessary. The meeting of the audit committee shall not be held unless more than two-thirds of the members are present.**

Before amendment	After amendment
	Decisions made by the audit committee shall be approved by more than half of the members of the audit committee. **The voting on the resolution of the audit committee shall be one person, one vote.** **The audit committee shall prepare meeting minutes for its resolutions in accordance with the regulations, and the members of the audit committee attending the meeting shall sign on the meeting minutes.** **The Board of Directors is responsible for formulating the working procedures of the audit committee.** **The Board of Directors of the Company has established other special committees, including the strategy and sustainability committee, the nomination committee and the remuneration and appraisal committee to perform their duties in accordance with the Articles of Association and the authorization of the Board of Directors, and the proposals of the special committees shall be submitted to the Board of Directors for consideration and decision. All of the special committees are composed of Directors, among which, the majority of the members of the nomination committee, and the remuneration and appraisal committee shall be Independent Directors who also the convener (chairman). The strategy and sustainability committee of the Board of Directors is mainly responsible for studying the Company's strategy and development plan and making recommendations and guiding the Company's work regarding the sustainable development goals. The Board of Directors is responsible for formulating the working procedures of the special committees and standardizing the operation of the special committees.**

Before amendment	After amendment
Newly added	**Article 137 The nomination committee is responsible for formulating the standards and procedures for the selection of Directors and senior management members, selecting and reviewing the candidates for Directors and senior management members and their qualifications for office, and making recommendations to the Board of Directors on the following matters:** **(I) nominating or removing Directors;** **(II) appointing or dismissing senior management members;** **(III) other matters as provided by laws, administrative regulations, the provisions of the CSRC, the securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.** **If the Board of Directors does not adopt or does not fully adopt the recommendations of the nomination committee, it shall record the opinion of the nomination committee and the specific reasons for not adopting in the resolution of the Board of Directors and disclose the same.**

Before amendment	After amendment
Newly added	**Article 138 The remuneration and appraisal committee is responsible for formulating the evaluation criteria for Directors and senior management members and conducting the evaluation, preparing and reviewing the remuneration policies and programs for Directors and senior management members such as the mechanism for determining the remuneration of Directors and senior management, the decision making process, and the arrangements for the payment and stoppage of recourse, and making recommendations to the Board of Directors on the following matters:** **(I) the remuneration of Directors and senior management members;** **(II) formulating or changing the share incentive plan and employee share ownership plan, granting of rights and benefits to the targets of the incentives and fulfillment of the conditions for exercising the rights and benefits;** **(III) arranging share ownership plans for Directors and senior management members in the subsidiaries proposed to be spun off;** **(IV) other matters as provided by laws, administrative regulations, the provisions of the CSRC, the securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.** **If the Board of Directors does not adopt or does not fully adopt the recommendations of the remuneration and appraisal committee, it shall record the opinion of the remuneration and appraisal committee and the specific reasons for not adopting in the resolution of the Board of Directors and disclose the same.**

Before amendment	After amendment
Chapter 6 President and Other Senior Management Members	**Chapter 6 ~~President and Other~~ Senior Management Members**
Article 125 The Company has one President who is appointed or dismissed by the Board of Directors. The Company shall have several Vice Presidents who are appointed or dismissed by the Board of Directors. The President, Vice Presidents, the Financial Administrator, and the secretary to the Board are the senior management personnel of the Company.	**Article 13~~9~~25** The Company has one President who **shall be decide on the appointment**~~is appointed~~ or **dismissal**~~dismissed~~ by the Board of Directors. The Company shall have several Vice Presidents who **shall be decide on the appointment**~~are appointed~~ or **dismissal**~~dismissed~~ by the Board of Directors. The President, Vice Presidents, the Financial Administrator, and the secretary to the Board are the senior management personnel of the Company.
Article 126 Article 95 of the Articles of Association regarding circumstances where a person may not serve as a Director shall also be applicable to the members of the senior management. Article 97 of the Articles of Association regarding the fiduciary obligations of the Directors and Article 98 items (IV) to (VI) regarding duty of diligence shall also be applicable to the members of the senior management.	**Article 14~~0~~26**~~Article 95 of t~~ **T**he Articles of Association regarding circumstances where a person may not serve as a Director**, and the provisions of the system for managing the termination of employment,** shall also be applicable to the members of the senior management. ~~Article 97 of t~~**T**he Articles of Association regarding the fiduciary obligations of the Directors and ~~Article 98 items (IV) to (VI)~~ regarding duty of diligence shall also be applicable to the members of the senior management.
Article 127 Any person who holds positions other than Directors and Supervisors in controlling shareholder of the Company shall not serve as the senior management members of the Company. The senior management members of the Company shall only be entitled to the salaries paid by the Company. The controlling Shareholders shall not pay the salaries on behalf of the Company.	**Article 14~~1~~27** Any person who holds **executive** positions other than Directors and Supervisors in controlling shareholder of the Company shall not serve as the senior management members of the Company. The senior management members of the Company shall only be entitled to the salaries paid by the Company. The controlling Shareholders shall not pay the salaries on behalf of the Company.

Before amendment	After amendment
Article 129 The President is responsible to the Board of Directors and exercises the following powers: (I) to be in charge of the Company's production, operation and management, and to organize and implement the resolutions of the Board of Directors and report on work to the Board of Directors; (II) to organize and implement the Company's annual business plan and investment proposals; (III) to prepare the plan for establishing the Company's internal management body; (IV) to develop the Company's basic management system; (V) to develop the Company's specific rules; (VI) to propose to the Board of Directors on the appointment or removal of Vice Presidents and the Financial Administrator of the Company; (VII) to propose to the Chairman of the Board of Directors on the appointment or removal of management personnel above the level of deputy department manager of the Company, except for Vice Presidents and the Financial Administrator of the Company who are appointed or dismissed by the Board of Directors; (VIII) to appoint or remove management personnel other than those to be appointed or removed by the Board of Directors or the Chairman; (IX) other duties and authorities granted by the Articles of Association or the Board of Directors. The President may attend meetings of the Board of Directors.	**Article 1432~~9~~** The President is responsible to the Board of Directors and exercises the following powers: (I) to be in charge of the Company's production, operation and management, and to organize and implement the resolutions of the Board of Directors and report on work to the Board of Directors; (II) to organize and implement the Company's annual business plan and investment proposals; (III) to prepare the plan for establishing the Company's internal management body; (IV) to develop the Company's basic management system; (V) to develop the Company's specific rules; (VI) to propose to the Board of Directors on the appointment or removal of Vice Presidents and the Financial Administrator of the Company; (VII) to propose to the Chairman of the Board of Directors on the appointment or removal of management personnel above the level of deputy department manager of the Company, except for Vice Presidents and the Financial Administrator of the Company who are appointed or dismissed by the Board of Directors; (VIII) to appoint or remove management personnel other than those to be appointed or removed by the Board of Directors or the Chairman; (IX) other duties and authorities granted by the Articles of Association or the Board of Directors. The President may attend meetings of the Board of Directors.

Before amendment	After amendment
Article 131 The working rules for the President shall include the following: (I) conditions and procedures for convening and participants of the President meetings; (II) respective duties and division of labor among the President and other members of the senior management; (III) the use of funds and assets of the Company, authority to enter into material contracts and systems for reporting system to the Board of Directors and the Board of Supervisors; (IV) other matters deemed necessary by the Board of Directors.	**Article 1453~~1~~** The working rules for the President shall include the following: (I) conditions and procedures for convening and participants of the President meetings; (II) respective duties and division of labor among the President and other members of the senior management; (III) the use of funds and assets of the Company, authority to enter into material contracts and systems for reporting system to the Board of Directors~~ and the Board of Supervisors~~; (IV) other matters deemed necessary by the Board of Directors.
Article 132 The President may resign prior to the expiration of his/her term of office. The detailed procedures and means for the President's resignation shall be set out in the service contract entered into between the President and the Company.	**Article 1463~~2~~** The President may resign prior to the expiration of his/her term of office. The detailed procedures and means for the President's resignation shall be set out in the ~~service~~ contract entered into between the President and the Company.
Article 134 The Company shall have a secretary to the Board of Directors who shall be responsible for the preparation of the Shareholders' General Meetings and Board meetings of the Company, the custody of documents as well as the management of the Company's Shareholders' information, and shall deal with information disclosure and other matters. The secretary to the Board of Directors shall comply with the relevant provisions of the laws, administrative regulations, departmental rules, securities regulatory rules of the place(s) where the Company's Shares are listed and the Articles of Association.	**Article 1483~~4~~** The Company shall have a secretary to the Board of Directors who shall be responsible for the preparation of the **s**~~S~~hareholders' ~~General M~~**m**eetings and Board meetings of the Company, the custody of documents as well as the management of the Company's Shareholders' information, and shall deal with information disclosure and other matters. The secretary to the Board of Directors shall comply with the relevant provisions of the laws, administrative regulations, departmental rules, securities regulatory rules of the place(s) where the Company's Shares are listed and the Articles of Association.

Before amendment	After amendment
Article 135 If a member of senior management violates laws, administrative regulations, departmental rules, securities regulatory rules of the place(s) where the Company's shares are listed or the Articles of Association when performing his/her duties in the Company and causes the Company to suffer losses, he/she shall be liable for compensation. The Company shall be liable for any damages caused to others by senior management members in the performance of their duties; senior management members shall also be liable for any damages caused by their willfulness or gross negligence. Controlling Shareholders and de facto controllers of the Company who instruct any senior management member to engage in acts detrimental to the interests of the Company or its Shareholders shall be jointly and severally liable with such senior management member.	**Article 14~~9~~~~35~~ The Company shall be liable for any damages caused to others by senior management members in the performance of their duties; senior management members shall also be liable for any damages caused by their willfulness or gross negligence.** If a member of senior management violates laws, administrative regulations, departmental rules, securities regulatory rules of the place(s) where the Company's shares are listed or the Articles of Association when performing his/her duties in the Company and causes the Company to suffer losses, he/she shall be liable for compensation. ~~The Company shall be liable for any damages caused to others by senior management members in the performance of their duties; senior management members shall also be liable for any damages caused by their willfulness or gross negligence.~~ Controlling Shareholders and de facto controllers of the Company who instruct any senior management member to engage in acts detrimental to the interests of the Company or its Shareholders shall be jointly and severally liable with such senior management member.
Chapter 7 Board of Supervisors	**(This Chapter to be deleted in its entirety)**

Before amendment	After amendment
Chapter 8 Financial and Accounting System, Profit Distribution and Audit	**Chapter 7~~8~~ Financial and Accounting System, Profit Distribution and Audit**
Section 1 Financial and Accounting System	**Section 1 Financial and Accounting System**
Article 152 The Company shall submit its annual reports to the CSRC and the stock exchange in the place(s) where the Company's shares are listed and disclose them within four months from the end of each fiscal year, and submit its interim reports to the relevant branch office of the CSRC and the stock exchange in the place(s) where the Company's shares are listed and disclose them within two months from the end of the first half of each fiscal year. The aforesaid annual reports and interim reports shall be prepared in accordance with the relevant laws, administrative regulations, the rules of the CSRC and the stock exchange(s) in the places where the Company's shares are listed.	**Article 152** The Company shall submit its annual reports to **the relevant branch office of** the CSRC and the stock exchange in the place(s) where the Company's shares are listed and disclose them within four months from the end of each fiscal year, and submit its interim reports to the relevant branch office of the CSRC and the stock exchange in the place(s) where the Company's shares are listed and disclose them within two months from the end of the first half of each fiscal year. The aforesaid annual reports and interim reports shall be prepared in accordance with the relevant laws, administrative regulations, the rules of the CSRC and the stock exchange(s) in the places where the Company's shares are listed.

Before amendment	After amendment
Article 153 The Company will not establish account books other than the statutory account books. The Company's funds shall not be deposited in any personal account.	**Article 153** The Company **shall**~~will~~ not establish account books other than the statutory account books. The Company's funds shall not be deposited in any personal account.
Article 154 The Company is required to allocate 10% of its profits into its statutory reserve fund when distributing each year's after-tax profits. When the cumulated amount of the statutory reserve fund of the Company has reached more than 50% of its registered capital, no further allocation is required. Where the statutory reserve fund of the Company is insufficient to make up the losses of the Company for the preceding year, profits of the current year shall be applied to make up the losses before any allocation to the statutory reserve fund in accordance with the provisions in the preceding paragraph. Subject to a resolution of the Shareholders' General Meetings, after allocation has been made to the Company's statutory reserve fund from its after-tax profits, the Company may set aside funds for the discretionary reserve fund. After making up of losses and appropriation to reserve funds, balance of the profit after tax shall be distributed to Shareholders in proportion to their shareholdings, unless otherwise stipulated in the Articles of Association.	**Article 154** The Company is required to allocate 10% of its profits into its statutory reserve fund when distributing each year's after-tax profits. When the cumulated amount of the statutory reserve fund of the Company has reached more than 50% of its registered capital, no further allocation is required. Where the statutory reserve fund of the Company is insufficient to make up the losses of the Company for the preceding year, profits of the current year shall be applied to make up the losses before any allocation to the statutory reserve fund in accordance with the provisions in the preceding paragraph. Subject to a resolution of the **s**~~S~~hareholders' ~~General M~~**m**eetings, after allocation has been made to the Company's statutory reserve fund from its after-tax profits, the Company may set aside funds for the discretionary reserve fund. After making up of losses and appropriation to reserve funds, balance of the profit after tax shall be distributed to Shareholders in proportion to their shareholdings, unless otherwise stipulated in the Articles of Association.

Before amendment	After amendment
In cases where the Company distributes profits to any Shareholder in violation of the provision above, the Shareholder shall return the distributed profits involved in the violation to the Company; if losses are caused thereby to the Company, the Shareholders, as well as any Directors, Supervisors, and senior managers responsible for the violation, shall be liable for compensation. No profit shall be distributed in respect of the shares of the Company which are held by the Company. The Company shall appoint one or more collection agents for H Shareholders in Hong Kong. The collection agents shall collect and keep the dividends and other payables distributed by the Company in respect of the H shares on behalf of the relevant H Shareholders, pending payment to such H Shareholders. The collection agents appointed by the Company shall meet the requirements of the laws, regulations and the securities regulatory rules of the place(s) where the Company's shares are listed.	In cases where the **shareholders' meeting**~~Company~~ distributes profits to any Shareholder in violation of the **Company Law**~~provision above~~, the Shareholder shall return the distributed profits involved in the violation to the Company; if losses are caused thereby to the Company, the Shareholders, as well as any Directors~~, Supervisors,~~ and senior managers responsible for the violation, shall be liable for compensation. No profit shall be distributed in respect of the shares of the Company which are held by the Company. The Company shall appoint one or more collection agents for H Shareholders in Hong Kong. The collection agents shall collect and keep the dividends and other payables distributed by the Company in respect of the H shares on behalf of the relevant H Shareholders, pending payment to such H Shareholders. The collection agents appointed by the Company shall meet the requirements of the laws, regulations and the securities regulatory rules of the place(s) where the Company's shares are listed.
Article 155 Reserve funds of the Company are used for recovering losses of the Company and expanding scale of operation of the Company or conversion into its capital. However, capital reserve shall not be used to offset losses of the Company. Where the reserve of the Company is used for making up losses, the discretionary reserve and statutory reserve shall be firstly used. If losses still cannot be made up, the capital reserve can be used according to the relevant provisions. When the statutory reserve funds are converted into capital, the remaining balance of such reserve fund must not be less than 25% of its registered capital before such conversion.	**Article 155** Reserve funds of the Company are used for recovering losses of the Company and expanding scale of operation of the Company or conversion into its **registered** capital. ~~However, capital reserve shall not be used to offset losses of the Company.~~ Where the reserve of the Company is used for making up losses, the discretionary reserve and statutory reserve shall be firstly used. If losses still cannot be made up, the capital reserve can be used according to the relevant provisions. When the statutory reserve funds are converted into capital, the remaining balance of such reserve fund must not be less than 25% of its registered capital before such conversion.

Before amendment	After amendment
Article 156 If the Company still incurs losses after making up for the losses in accordance with the provisions of paragraph (II) of Article 155 of these Articles, it may reduce its registered capital to make up for the losses. When reducing registered capital to make up for losses, the Company shall not distribute to Shareholders, nor shall it exempt Shareholders from their obligations to contribute capital or pay for shares. The provisions of paragraph (II) of Article 183 of these Articles shall not apply to the reduction of registered capital in accordance with the preceding paragraph. However, the Company shall, within 30 days from the date of the resolution of the Shareholders' meeting to reduce the registered capital, announce the reduction in a newspaper or on the National Enterprise Credit Information Publicity System, and at the same time make announcement in accordance with the provisions of Article 177 of the Articles of Association. After the Company reduces its registered capital in accordance with the provisions of the preceding two paragraphs, it shall not distribute profits until the cumulative amount of the statutory reserve fund and the discretionary reserve fund reaches 50% of the Company's registered capital.	**Article 156** If the Company still incurs losses after making up for the losses in accordance with the provisions of paragraph (II) of Article 155 of these Articles, it may reduce its registered capital to make up for the losses. When reducing registered capital to make up for losses, the Company shall not distribute to Shareholders, nor shall it exempt Shareholders from their obligations to contribute capital or pay for shares. The provisions of paragraph (II) of Article 18**7**~~3~~ of these Articles shall not apply to the reduction of registered capital in accordance with the preceding paragraph. However, the Company shall, within 30 days from the date of the resolution of the **s**~~S~~hareholders' meeting to reduce the registered capital, announce the reduction in ~~a~~ newspaper**s such as China Securities Journal, Shanghai Securities News, Securities Times and Securities Daily** or on the National Enterprise Credit Information Publicity System, and at the same time make announcement in accordance with the provisions of Article 1**80**~~77~~ of the Articles of Association. After the Company reduces its registered capital in accordance with the provisions of the preceding two paragraphs, it shall not distribute profits until the cumulative amount of the statutory reserve fund and the discretionary reserve fund reaches 50% of the Company's registered capital.

Before amendment	After amendment
Article 157 The Company's profit distribution policy is as follows: (I) principles for profit distribution of the Company: The Company implements a continuous and stable profit distribution policy. The profit distribution of the Company attaches importance to reasonable investment return to investors and takes into account the sustainable development of the Company. The Company's profit distribution shall not exceed the range of accumulated distributable profits and shall not jeopardize the Company's ability to continue as a going concern; (II) form of profit distribution: The Company shall distribute dividends in the form of cash, stocks, or a combination of cash and stocks, and shall prioritize the use of cash dividends for profit distribution. (III) specific conditions and ratios for cash dividends: The Company made profits in the last fiscal year and the accumulated distributable profit is positive. On the premise that the normal production and operation, major investment plans and other significant cash expenditures of the Company are satisfied, the Company may distribute dividends in cash;	**Article 157** The Company's profit distribution policy is as follows: (I) principles for profit distribution of the Company: The Company implements a continuous and stable profit distribution policy. The profit distribution of the Company attaches importance to reasonable investment return to investors and takes into account the sustainable development of the Company. The Company's profit distribution shall not exceed the range of accumulated distributable profits and shall not jeopardize the Company's ability to continue as a going concern; (II) form of profit distribution: The Company shall distribute dividends in the form of cash, stocks, or a combination of cash and stocks, and shall prioritize the use of cash dividends for profit distribution. (III) specific conditions and ratios for cash dividends: The Company made profits in the last fiscal year and the accumulated distributable profit is positive. On the premise that the normal production and operation, major investment plans and other significant cash expenditures of the Company are satisfied, the Company may distribute dividends in cash;

Before amendment	After amendment
(IV) minimum ratio for cash dividends: Subject to the conditions for cash dividends as stipulated in the Articles of Association, the profits distributed by the Company in cash each year shall not be less than 20% of the distributable profits realized for the year. If it is indeed impossible to achieve the above ratio due to special reasons, the Board of Directors of the Company shall make a special explanation to the Shareholders' General Meeting and all Shareholders. If possible, the Company may make interim cash dividend distribution; (V) conditions for the distribution of stock dividends: Where the Company has a need to expand the size of its share capital, the price of the Company's shares does not match the size of the Company's share capital, and the distribution of stock dividends is in the interests of all the Shareholders of the Company as a whole, stock dividends may be distributed provided that the provisions of the Articles of Association are met.	(IV) minimum ratio for cash dividends: Subject to the conditions for cash dividends as stipulated in the Articles of Association, the profits distributed by the Company in cash each year shall not be less than 20% of the distributable profits realized for the year. If it is indeed impossible to achieve the above ratio due to special reasons, the Board of Directors of the Company shall make a special explanation to the **s**~~S~~hareholders' ~~General~~ ~~M~~**m**eeting and all Shareholders. If possible, the Company may make interim cash dividend distribution; (V) conditions for the distribution of stock dividends: Where the Company has a need to expand the size of its share capital, the price of the Company's shares does not match the size of the Company's share capital, and the distribution of stock dividends is in the interests of all the Shareholders of the Company as a whole, stock dividends may be distributed provided that the provisions of the Articles of Association are met.
Article 158 In the event that the Company has significant investments or significant cash expenditures, the minimum ratio of cash dividends in the profit distribution shall be 40%; in the event that the Company has no significant investments or significant cash expenditures, the minimum ratio of cash dividends in the profit distribution shall be 80%. If the Company does not distribute cash dividends or adjusts the ratio of cash dividends, it shall be considered and approved by more than two-thirds of the voting rights held by Shareholders present at the general meeting. If the conditions for cash dividends are met and the cash dividends are not distributed, the reasons shall be fully disclosed.	**Article 158** In the event that the Company has significant investments or significant cash expenditures, the minimum ratio of cash dividends in the profit distribution shall be 40%; in the event that the Company has no significant investments or significant cash expenditures, the minimum ratio of cash dividends in the profit distribution shall be 80%. If the Company does not distribute cash dividends or adjusts the ratio of cash dividends, it shall be considered and approved by more than two-thirds of the voting rights held by Shareholders present at the **shareholders'** ~~general~~ meeting. If the conditions for cash dividends are met and the cash dividends are not distributed, the reasons shall be fully disclosed.

Before amendment	After amendment
Article 159 The profit distribution plan of the Company shall be considered according to the following procedures: (I) The profit distribution plan shall be formulated by the Board of Directors and be fully discussed on the rationality of the proposal, which shall be submitted to the Shareholders' General Meeting for consideration after consideration and approval by the Board of Directors. Independent Directors may solicit opinions from minority Shareholders to propose dividend distribution proposals and submit the proposal directly to the Board of Directors for consideration. In considering profit distribution plans, the Company shall make online voting method accessible to Shareholders. The Company may communicate with minority Shareholders through channels such as telephone, email and interactive platforms, and listen carefully to their opinions and suggestions. (II) If the Board of Directors of the Company fails to make a cash profit distribution proposal due to special circumstances, the Board of Directors shall make a special explanation on the specific reasons for not distributing cash dividends, the exact use of the Company's retained profits and the projected investment income, which shall be submitted to the Shareholders' General Meeting for consideration after consideration and approval by the Board of Directors and disclosed in accordance with the law.	**Article 159** The profit distribution plan of the Company shall be considered according to the following procedures: (I) The profit distribution plan shall be formulated by the Board of Directors and be fully discussed on the rationality of the proposal, which shall be submitted to the **s**~~S~~hareholders' ~~General M~~**m**eeting for consideration after consideration and approval by the Board of Directors. Independent Directors may solicit opinions from minority Shareholders to propose dividend distribution proposals and submit the proposal directly to the Board of Directors for consideration. In considering profit distribution plans, the Company shall make online voting method accessible to Shareholders. The Company may communicate with minority Shareholders through channels such as telephone, email and interactive platforms, and listen carefully to their opinions and suggestions. (II) If the Board of Directors of the Company fails to make a cash profit distribution proposal due to special circumstances, the Board of Directors shall make a special explanation on the specific reasons for not distributing cash dividends, the exact use of the Company's retained profits and the projected investment income, which shall be submitted to the **s**~~S~~hareholders' ~~General M~~**m**eeting for consideration after consideration and approval by the Board of Directors and disclosed in accordance with the law.

Before amendment	After amendment
Article 160 The Company may adjust its profit distribution policy if there is a force majeure event such as war and natural disasters, or when there are changes in the Company's external operating environment which have a significant impact on the Company's operation or there are material changes in the Company's own operation. The Board of Directors shall put forward a proposal on the adjustment of the Company's profit distribution policy, specify the reasons for the adjustment in detail, and submit the same to the Shareholders' General Meeting of the Company for consideration, which shall be approved by more than two-thirds of the voting rights held by the Shareholders present at the Shareholders' General Meeting. In considering alterations to the profit distribution policy, the Company shall make online voting method accessible to Shareholders.	**Article 160** The Company may adjust its profit distribution policy if there is a force majeure event such as war and natural disasters, or when there are changes in the Company's external operating environment which have a significant impact on the Company's operation or there are material changes in the Company's own operation. The Board of Directors shall put forward a proposal on the adjustment of the Company's profit distribution policy, specify the reasons for the adjustment in detail, and submit the same to the **s**~~S~~hareholders' ~~General M~~**m**eeting of the Company for consideration, which shall be approved by more than two-thirds of the voting rights held by the Shareholders present at the **s**~~S~~hareholders' ~~General M~~**m**eeting. In considering alterations to the profit distribution policy, the Company shall make online voting method accessible to Shareholders.
Article 161 Upon passing of a resolution on profit distribution plan by a Shareholders' General Meeting of the Company, or working out of a specific plan by the Board of Directors of the Company in accordance with the criteria and ceiling for the following year's interim dividend distribution adopted by an annual Shareholders' General Meeting, the distribution of dividends (or shares) shall be completed within two months.	**Article 161** Upon passing of a resolution on profit distribution plan by a **s**~~S~~hareholders' ~~General M~~**m**eeting of the Company, or working out of a specific plan by the Board of Directors of the Company in accordance with the criteria and ceiling for the following year's interim dividend distribution adopted by an annual **s**~~S~~hareholders' ~~General M~~**m**eeting, the distribution of dividends (or shares) shall be completed within two months.
Section 2 Internal Audit	**Section ~~2~~3 Internal Audit**
Article 163 The Company shall implement an internal audit system and be equipped with full-time auditors to conduct internal auditing and supervision over the Company's financial revenue and expenditure as well as its economic activities.	**Article 163** The Company shall implement an internal audit system**, which clearly defines the leadership system, responsibilities and authorities, personnel allocation, funding support, application of audit results and accountability for internal audit.** **The internal audit system of the Company shall be implemented after being approved by the Board of Directors and disclosed to the public**~~and be equipped with full-time auditors to conduct internal auditing and supervision over the Company's financial revenue and expenditure as well as its economic activities~~.

Before amendment	After amendment
Article 164 The Company's internal auditing system and auditors' duties shall be implemented after being approved by the Board of Directors. The audit manager shall be responsible to and report to the Board of Directors.	**Article 164 The internal audit institution of the Company shall conduct supervision and inspection on matters such as the Company's business activities, risk management, internal control, and financial information** ~~The Company's internal auditing system and auditors' duties shall be implemented after being approved by the Board of Directors. The audit manager shall be responsible to and report to the Board of Directors~~.
Newly added	**Article 165 The internal audit institution is accountable to the Board.** **The internal audit institution shall be subject to the supervision and guidance of the audit committee during the process of monitoring and inspecting the Company's business activities, risk management, internal controls, and financial information. If the internal audit institution discovers any related significant issues or clues, it shall immediately report directly to the audit committee.**
Newly added	**Article 166 The specific organization and implementation of the internal control evaluation of the Company shall be the responsibility of the internal audit institution. The Company issues an annual internal control evaluation report based on the evaluation report and relevant materials issued by the internal audit institution and reviewed by the audit committee.**
Newly added	**Article 167 When the audit committee communicates with external audit entities such as accounting firms and national audit institutions, the internal audit institution should actively cooperate and provide necessary support and collaboration.**
Newly added	**Article 168 The audit committee participates in the appraisal of the head of internal audit.**

Before amendment	After amendment
Section 3 Appointment of Accounting Firms	**Section 3 Appointment of Accounting Firms**
Article 166 The Company's engagement, removal, or non-renewal of an accounting firm shall be decided by the Shareholders' General Meeting by way of a resolution. The Board of Directors shall not engage any accounting firm before the decision is made by the Shareholders' General Meeting.	**Article 17066** The Company's engagement, removal, or non-renewal of an accounting firm shall be decided by the sShareholders' ~~General Mm~~eeting by way of a resolution. The Board of Directors shall not engage any accounting firm before the decision is made by the sShareholders' ~~General Mm~~eeting.
Article 168 The remuneration or method of determining remuneration of an accounting firm shall be decided by the Shareholders' General Meeting.	**Article 17268** The remuneration or method of determining remuneration of an accounting firm shall be decided by the sShareholders' ~~General Mm~~eeting.
Article 169 Where the Company dismisses or does not re-engage an accounting firm, it shall notify the accounting firm thirty days in advance. The accounting firm may state its views when the Shareholders' General Meeting of the Company votes on the dismissal of the accounting firm. Where an accounting firm resigns, it shall explain to the Shareholders' General Meeting whether there exists any improper circumstance in the Company.	**Article 17369** Where the Company dismisses or does not re-engage an accounting firm, it shall notify the accounting firm thirty days in advance. The accounting firm may state its views when the sShareholders' ~~General Mm~~eeting of the Company votes on the dismissal of the accounting firm. Where an accounting firm resigns, it shall explain to the sShareholders' ~~General Mm~~eeting whether there exists any improper circumstance in the Company.

Before amendment	After amendment
Chapter 9 Notice and Announcement	**Chapter 8~~9~~ Notice and Announcement**
Section 1 Notice	**Section 1 Notice**
Article 172 A notice of Shareholders' General Meeting of the Company shall be given by way of an announcement. In respect of the manner in which the Company provides and/or distributes corporate communications to holders of H Shares in accordance with requirements of such listing rules, subject to compliance with the relevant listing rules of the place(s) in which the shares of the Company are listed, the Company may also send or make available the corporate communications to holders of H Shares by electronic means or by publishing on the Company's website or the website of the stock exchange(s) of the place(s) in which the shares of the Company are listed, in lieu of delivery by hand or prepaid mail.	**Article 176~~2~~** A notice of s~~S~~hareholders' ~~General M~~meeting of the Company shall be given by ~~way of an~~ announcement. In respect of the manner in which the Company provides and/or distributes corporate communications to holders of H Shares in accordance with requirements of such listing rules, subject to compliance with the relevant listing rules of the place(s) in which the shares of the Company are listed, the Company may also send or make available the corporate communications to holders of H Shares by electronic means or by publishing on the Company's website or the website of the stock exchange(s) of the place(s) in which the shares of the Company are listed, in lieu of delivery by hand or prepaid mail.
Article 174 A notice of convening the meeting of the Supervisory Committee of the Company shall be delivered by hand, by fax, by mail, or by e-mail.	~~**Article 174** A notice of convening the meeting of the Supervisory Committee of the Company shall be delivered by hand, by fax, by mail, or by e-mail.~~
Article 176 Failure to send a notice of the meeting to a person entitled to notice due to accidental omission or failure of the person to receive the notice of the meeting does not invalidate the meeting and the resolutions made in such meeting.	**Article 179~~6~~** Failure to send a notice of the meeting to a person entitled to notice due to accidental omission or failure of the person to receive the notice of the meeting does not **solely** invalidate the meeting and the resolutions made in such meeting.

Before amendment	After amendment
Chapter 10 Merger, Division, Capital Increase, Capital Reduction, Dissolution and Liquidation	**Chapter 9~~10~~ Merger, Division, Capital Increase, Capital Reduction, Dissolution and Liquidation**
Section 1 Merger, Division, Capital Increase and Capital Reduction	**Section 1 Merger, Division, Capital Increase and Capital Reduction**
Newly added	**Article 182 Where the price paid for a merger does not exceed ten percent of the Company's net assets, the merger may be resolved without a shareholders' meeting, unless otherwise provided for in the Articles of Association.** **Where a merger of companies is not resolved by the shareholders' meeting in accordance with the preceding paragraph, it shall be resolved by the Board of Directors.**
Article 179 In the event of a merger, the merger parties shall enter into a merger agreement, and formulate a balance sheet and an inventory list for assets. The Company shall notify its creditors within 10 days from passing of the resolution on merger, and make an announcement on the newspapers (or the National Enterprise Credit Information Publicity System) and websites designated in Article 177 within 30 days. Creditors may require the Company to repay the debts or to provide corresponding guarantee within 30 days from receipt of notification or within 45 days from the day of announcement if they do not receive the notification.	**Article 18~~3~~79** In the event of a merger, the merger parties shall enter into a merger agreement, and formulate a balance sheet and an inventory list for assets. The Company ~~shall~~ notifi**es**~~y~~ its creditors within 10 days from passing of the resolution on merger, and make an announcement on the newspapers (or the National Enterprise Credit Information Publicity System) and websites designated in Article 1**80**~~77~~ within 30 days. Creditors may require the Company to repay the debts or to provide corresponding guarantee within 30 days from receipt of notification or within 45 days from the day of announcement if they do not receive the notification.
Article 180 Upon merger, the creditor's rights and debts of the merger parties shall be succeeded by the company which subsists after the merger or the newly-established company.	**Article 184~~0~~** Upon merger, the creditor's rights and debts of the merger parties shall be succeeded by the company which subsists after the merger or the newly-established company.

Before amendment	After amendment
Article 181 In the event of a division, assets of the Company shall be divided correspondingly. In the event of a division, a balance sheet and an inventory list for assets shall be formulated. The Company shall notify its creditors within 10 days from passing of the resolution on division, and make an announcement on the newspapers (or the National Enterprise Credit Information Publicity System) and websites designated in Article 177 within 30 days.	**Article 185~~1~~** In the event of a division, assets of the Company shall be divided correspondingly. In the event of a division, a balance sheet and an inventory list for assets shall be formulated. The Company shall notify its creditors within 10 days from passing of the resolution on division, and make an announcement on the newspapers (or the National Enterprise Credit Information Publicity System) and websites designated in Article 1**80**~~77~~ within 30 days.
Article 183 When the Company needs to reduce its registered capital, it shall prepare a balance sheet and an inventory list for assets. The Company shall notify its creditors within 10 days from passing of the resolution on reduction of registered capital, and make an announcement on the newspapers (or the National Enterprise Credit Information Publicity System) and websites designated in Article 177 within 30 days. Creditors are entitled to request the Company to repay the debts or to provide corresponding guarantee within 30 days from receipt of notification or within 45 days from the day of announcement if they do not receive the notification. The reduced registered capital of the Company shall not be lower than the minimum statutory amount.	**Article 187~~3~~** When the Company needs to reduce its registered capital, it **will**~~shall~~ prepare a balance sheet and an inventory list for assets. The Company ~~shall~~ notif**ies**~~y~~ its creditors within 10 days from passing of the resolution on reduction of registered capital, and make**s** an announcement on the newspapers (or the National Enterprise Credit Information Publicity System) and websites designated in Article 1**80**~~77~~ within 30 days. Creditors are entitled to request the Company to repay the debts or to provide corresponding guarantee within 30 days from receipt of notification or within 45 days from the day of announcement if they do not receive the notification. **Where the Company reduces its registered capital, the amount of capital contribution or shares shall be reduced correspondingly in proportion to the shares held by its Shareholders, unless otherwise provided by laws, the securities regulatory rules of the place where the Company's shares are listed or the Articles of Association.**~~The reduced registered capital of the Company shall not be lower than the minimum statutory amount.~~

Before amendment	After amendment
Newly added	**Article 188 If the reduction of the registered capital is in violation of the Company Law and other relevant provisions, Shareholders shall return the funds they have received and the reduced capital contribution of the Shareholders shall be restored to its original amount; in case of losses caused to the Company, the Shareholders and the liable Directors and senior management members shall be liable for compensation.**
Newly added	**Article 189 Where an increase in registered capital of the Company is made by means of issue of new shares, the Shareholders do not have any pre-emptive right unless otherwise provided in the Articles of Association or the shareholders' meeting resolves that the Shareholders shall have pre-emptive right.**
Section 2 Dissolution and Liquidation	**Section 2 Dissolution and Liquidation**
Article 185 The Company is dissolved for the following reasons: (I) Expiry of term of business stipulated in the Articles of Association or occurrence of any other causes for dissolution stipulated in the Articles of Association; (II) Dissolution by resolution of the Shareholders' General Meeting; (III) Dissolution due to merger or division of the company; (IV) The business license is suspended, ordered to close, or revoked in accordance with the law;	**Article 19185** The Company is dissolved for the following reasons: (I) Expiry of term of business stipulated in the Articles of Association or occurrence of any other causes for dissolution stipulated in the Articles of Association; (II) Dissolution by resolution of the **s**~~S~~hareholders' ~~General M~~**m**eeting; (III) Dissolution due to merger or division of the company; (IV) The business license is suspended, ordered to close, or revoked in accordance with the law;

Before amendment	After amendment
(V) When the Company has serious difficulties in its operation and management, and its subsistence will cause substantial loss to the interests of its Shareholders, which cannot be resolved by other means, the Shareholders who hold more than 10% of all voting rights of the Company may request the People's Court to dissolve the Company. The Company shall, within ten days of the occurrence of the reason(s) for dissolution stipulated in the preceding paragraph, publicize the reason(s) for dissolution through the National Enterprise Credit Information Publicity System.	(V) When the Company has serious difficulties in its operation and management, and its subsistence will cause substantial loss to the interests of its Shareholders, which cannot be resolved by other means, the Shareholders who hold more than 10% of ~~all~~ voting rights of the Company may request the People's Court to dissolve the Company. The Company shall, within ten days of the occurrence of the reason(s) for dissolution stipulated in the preceding paragraph, publicize the reason(s) for dissolution through the National Enterprise Credit Information Publicity System.
Article 186 The Company may survive by amending the Articles of Association or by a resolution of the Shareholders' meeting if it falls under the circumstances set forth in paragraphs (I) and (II) of Article 185 of the Articles of Association and has not yet distributed its property to its Shareholders. Amendments to the Articles of Association in accordance with the provisions of the preceding paragraph or by resolution of the Shareholders' meeting shall be approved by more than two-thirds of the votes held by the Shareholders present at the Shareholders' meeting.	**Article 19286** The Company may survive by amending the Articles of Association or by a resolution of the **s**~~S~~hareholders' meeting if it falls under the circumstances set forth in paragraphs (I) and (II) of Article 1**91**~~85~~ of the Articles of Association and has not yet distributed its property to its Shareholders. Amendments to the Articles of Association in accordance with the provisions of the preceding paragraph or by resolution of the **s**~~S~~hareholders' meeting shall be approved by more than two-thirds of the votes held by the Shareholders present at the **s**~~S~~hareholders' meeting.

Before amendment	After amendment
Article 187 If the Company is dissolved as a result of the provisions of Article 185(1)(I), (II), (IV) and (V) of the Articles of Association, it shall be liquidated. The Directors shall be the obligors of liquidation of the Company and shall form a liquidation group to carry out liquidation within 15 days from the date on which the cause of dissolution arises. The liquidation group shall consist of the Directors, unless the Shareholders' meeting resolves to elect another person. A liquidation obligor who fails to fulfill its liquidation obligations in a timely manner and causes losses to the Company or creditors shall be liable for compensation.	**Article 19387** If the Company is dissolved as a result of the provisions of Article 1918185(1)(I), (II), (IV) and (V) of the Articles of Association, it shall be liquidated. The Directors shall be the obligors of liquidation of the Company and shall form a liquidation group to carry out liquidation within 15 days from the date on which the cause of dissolution arises. The liquidation group shall consist of the Directors, unless **otherwise provided in the Articles of Association or** the sShareholders' meeting resolves to elect another person. A liquidation obligor who fails to fulfill its liquidation obligations in a timely manner and causes losses to the Company or creditors shall be liable for compensation.
Article 188 If the Company shall be liquidated in accordance with the provisions of paragraph 1 of Article 187 of the Articles of Association and fails to set up a liquidation group to carry out liquidation after the expiry of the prescribed period or fails to carry out liquidation after the establishment of the liquidation group, the interested party may apply to the People's Court for appointing the relevant persons to form a liquidation group to carry out liquidation. If the Company is dissolved as a result of the provisions of paragraph 1(IV) of Article 185 of the Articles of Association, the department or the company registration authorities that made the decision to revoke the business license and order closure or revocation may apply to the People's Court for designating the relevant persons to form a liquidation group to carry out liquidation.	**Article 19488** If the Company shall be liquidated in accordance with the provisions of paragraph 1 of Article 187 of the Articles of Association and fails to set up a liquidation group to carry out liquidation after the expiry of the prescribed period or fails to carry out liquidation after the establishment of the liquidation group, the interested party may apply to the People's Court for appointing the relevant persons to form a liquidation group to carry out liquidation. If the Company is dissolved as a result of the provisions of paragraph 1(IV) of Article 185 of the Articles of Association, the department or the company registration authorities that made the decision to revoke the business license and order closure or revocation may apply to the People's Court for designating the relevant persons to form a liquidation group to carry out liquidation.

Before amendment	After amendment
Article 190 The liquidation group shall, within 10 days from its establishment, notify the creditors, and make an announcement on the newspapers (or the National Enterprise Credit Information Publicity System) and websites designated in Article 177 within 60 days. The creditors shall declare their creditors' rights to the liquidation group within 30 days from receipt of notification or within 45 days from the day of announcement if they do not receive the notification. Creditors declaring creditors' rights shall state the matters to which the claim relates and provide supporting documents. The liquidation group shall register the creditors' rights. During the period for declaration of creditors' rights, the liquidation group shall not make repayment to creditors.	**Article 196~~0~~** The liquidation group shall, within 10 days from its establishment, notify the creditors, and make an announcement on the newspapers (or the National Enterprise Credit Information Publicity System) and websites designated in Article 1**80 of the Articles of Association**~~77~~ within 60 days. The creditors shall declare their creditors' rights to the liquidation group within 30 days from receipt of notification or within 45 days from the day of announcement if they do not receive the notification. Creditors declaring creditors' rights shall state the matters to which the claim relates and provide supporting documents. The liquidation group shall register the creditors' rights. During the period for declaration of creditors' rights, the liquidation group shall not make repayment to creditors.
Article 191 Upon sorting the Company's assets and preparing a balance sheet and inventory list for assets, the liquidation group shall formulate a liquidation plan and submit it to the Shareholders' General Meeting or the People's Court for confirmation. After the Company's assets are used for payment of liquidation expenses, employees' wages, social insurance premiums and statutory compensation, payment of tax in arrears and settlement of the Company's debts, they shall be distributed in proportion to the shareholding of the Shareholders. During the liquidation, the Company shall survive but shall not engage in business activities unrelated to the liquidation. The Company's assets shall not be distributed to Shareholders until the Company has been liquidated in accordance with the preceding paragraph.	**Article 197~~1~~** Upon sorting the Company's assets and preparing a balance sheet and inventory list for assets, the liquidation group shall formulate a liquidation plan and submit it to the **s**~~S~~hareholders' ~~General M~~**m**eeting or the People's Court for confirmation. After the Company's assets are used for payment of liquidation expenses, employees' wages, social insurance premiums and statutory compensation, payment of tax in arrears and settlement of the Company's debts, they shall be distributed in proportion to the shareholding of the Shareholders. During the liquidation, the Company shall survive but **can**~~shall~~ not engage in business activities unrelated to the liquidation. The Company's assets shall not be distributed to Shareholders until the Company has been liquidated in accordance with the preceding paragraph.

Before amendment	After amendment
Article 193 Upon completion of the liquidation of the Company, the liquidation group shall prepare a liquidation report and shall submit the same to the Shareholders' General Meeting or the People's Court for confirmation and submit to the company registration authorities and apply for deregistration, and announce the termination of the Company.	**Article 199~~3~~** Upon completion of the liquidation of the Company, the liquidation group shall prepare a liquidation report and shall submit the same to the **a~~S~~**hareholders' ~~General M~~**m**eeting or the People's Court for confirmation and submit to the company registration authorities and apply for deregistration, and announce the termination of the Company.
Article 194 The members of the liquidation group shall devote themselves to their duties and fulfill their obligations of liquidation according to laws. Each member of the liquidation group shall not take any bribe or other illegal proceeds by taking advantage of his/her position, nor may he/she misappropriate the properties of the Company. The members of the liquidation group shall be liable for damages caused to the Company or creditors due to willfulness or gross negligence.	**Article 200**~~194~~ The members of the liquidation group shall **perform their liquidation duties and shall assume the obligations of loyalty and diligence**~~devote themselves to their duties and fulfill their obligations of liquidation according to laws~~. **Where the**~~Each~~ member of the liquidation group **neglects to perform the liquidation duties and causes any loss to the Company, he/she shall be liable to make compensation; where any** ~~shall not take any bribe or other illegal proceeds by taking advantage of his/her position, nor may he/she misappropriate the properties of the Company.~~ ~~The~~ members of the liquidation group **cause any loss**~~shall be liable for damages caused~~ to the Company or creditors due to willfulness or gross negligence**, he/she shall be liable to make compensation**.

Before amendment	After amendment
Chapter 11 Amendments to Articles of Association	**Chapter 10~~1~~ Amendments to Articles of Association**
Article 196 Under any of the following circumstances, the Company shall amend the Articles of Association: (I) Following the amendment of the Company Law or the relevant laws, administrative regulations or the securities regulations and rules of the place(s) where the Company's shares are listed, the matters stipulated in the Articles of Association are in conflict with the provisions of the amended laws, administrative regulations or the securities regulations and rules of the place(s) where the Company's shares are listed; (II) There are changes to the Company's particulars which result in inconsistency with the matters set out in the Articles of Association; (III) A Shareholders' General Meeting decides to amend the Articles of Association.	**Article 202~~196~~** Under any of the following circumstances, the Company **will**~~shall~~ amend the Articles of Association: (I) Following the amendment of the Company Law or the relevant laws, administrative regulations or the securities regulations and rules of the place(s) where the Company's shares are listed, the matters stipulated in the Articles of Association are in conflict with the provisions of the amended laws, administrative regulations or the securities regulations and rules of the place(s) where the Company's shares are listed; (II) There are changes to the Company's particulars which result in inconsistency with the matters set out in the Articles of Association; (III) A **s**~~S~~hareholders' ~~General M~~**m**eeting decides to amend the Articles of Association.
Article 197 Where the amendment of the Articles of Association adopted by the Shareholders' General Meeting is required to be approved by the competent authorities, it shall be submitted to the competent authorities for approval. Where an amendment to the Articles of Association involves the particulars of the Company's registration, changes shall be registered in accordance with the law.	**Article 203~~197~~** Where the amendment of the Articles of Association adopted by the **s**~~S~~hareholders' ~~General M~~**m**eeting is required to be approved by the competent authorities, it shall be submitted to the competent authorities for approval. Where an amendment to the Articles of Association involves the particulars of the Company's registration, changes shall be registered in accordance with the law.
Article 198 The Board of Directors shall amend the Articles of Association in accordance with the resolution of the Shareholders' General Meeting and the comments of the competent authorities on any amendment hereto.	**Article 204~~198~~** The Board of Directors shall amend the Articles of Association in accordance with the resolution of the **s**~~S~~hareholders' ~~General M~~**m**eeting and the comments of the competent authorities on any amendment hereto.

Before amendment	After amendment
Chapter 12 Supplementary Articles	**Chapter 11~~2~~ Supplementary Articles**
Article 200 Definitions (I) A controlling shareholder refers to a shareholder holding shares representing more than 50% of the total share capital of the Company; a shareholder holding less than 50% of shares in the Company, but the voting rights vested by the shares held by him/her have a material effect on any resolutions made at a Shareholders' General Meeting, or controlling shareholder as defined in the securities regulations and rules of the place(s) where the Company's shares are listed. (II) A de facto controller refers to a natural person, legal person or other organization which, through investment relationships, agreements or other arrangements, is able to actually control the behavior of the Company. (III) Connected relations refer to relations between a controlling shareholder, de facto controller, Director, Supervisor or members of the senior management of the Company and the enterprise directly or indirectly controlled by the same, and other relations which may give rise to a transfer of interests of the Company. However, enterprises controlled by the State will not be regarded as having connected relations only because they are controlled by the State.	**Article 206~~0~~** Definitions (I) A controlling shareholder refers to a shareholder holding shares representing more than 50% of the total share capital of the **joint stock limited c~~C~~**ompany; **or** a shareholder holding **not more than~~less than~~** 50% of shares in the Company, but the voting rights vested by the shares held by him/her have a material effect on any resolutions made at a **s~~S~~**hareholders' ~~General M~~**m**~~m~~eeting, or controlling shareholder as defined in the securities regulations and rules of the place(s) where the Company's shares are listed. (II) A de facto controller refers to a natural person, legal person or other organization which, through investment relationships, agreements or other arrangements, is able to actually control the behavior of the Company. (III) Connected relations refer to relations between a controlling shareholder, de facto controller, Director~~, Supervisor~~ or members of the senior management of the Company and the enterprise directly or indirectly controlled by the same, and other relations which may give rise to a transfer of interests of the Company. However, enterprises controlled by the State will not be regarded as having connected relations only because they are controlled by the State.

Before amendment	After amendment
(IV) An independent Director is a Director who does not hold any position other than that of Director in the Company and who does not have any direct or indirect interest in the Company, its substantial Shareholders or de facto controllers, or any other relationship that may affect his or her ability to make independent and objective judgments. The term "independent Director(s)" as mentioned in the Articles of Association shall also comply with the provisions on "independent non-executive Director(s)" in the Hong Kong Listing Rules. (V) The term ''accounting firm" has the same meaning as "auditor" in the Hong Kong Listing Rules.	(IV) An independent Director is a Director who does not hold any position other than that of Director in the Company and who does not have any direct or indirect interest in the Company, its substantial Shareholders or de facto controllers, or any other relationship that may affect his or her ability to make independent and objective judgments. The term "independent Director(s)" as mentioned in the Articles of Association shall also comply with the provisions on "independent non-executive Director(s)" in the Hong Kong Listing Rules. (V) The term ''accounting firm" has the same meaning as "auditor" in the Hong Kong Listing Rules.
Article 201 The Board of Directors may formulate by-laws in accordance with the provisions of the Articles of Association. Such by-laws shall not be in conflict with the Articles of Association.	**Article 207**~~1~~ The Board of Directors may formulate by-laws in accordance with the provisions of the Articles of Association. Such by-laws shall not be in conflict with the Articles of Association.
Article 203 For purpose of the Articles of Association, the terms "above" and "within" shall all include the given figure; the terms "less than", "beyond", "exceeding", "lower than" and "more than" shall all exclude the given figure.	**Article 209**~~3~~ For purpose of the Articles of Association, the terms "above" and "within" shall all include the given figure; the terms "less than", "beyond", **"over",** "exceeding", "lower than" and "more than" shall all exclude the given figure.
Article 205 The appendixes to the Articles of Association include the rules of procedure for the Shareholders' meeting, the rules of procedure for the Board of Directors and the rules of procedure for the Supervisory Committee.	**Article 211**~~05~~ The appendixes to the Articles of Association include the rules of procedure for the ~~s~~Shareholders' meeting **and**~~,~~ the rules of procedure for the Board of Directors~~ and the rules of procedure for the Supervisory Committee~~.
Article 207 Upon consideration and approval by the Shareholders' General Meeting, the Articles of Association shall take effect from the date of listing of the H Shares of the Company on the Hong Kong Stock Exchange.	**Article 213**~~07 Upon consideration and approval by the Shareholders' General Meeting, t~~**T**he Articles of Association shall take effect from the date of **being reviewed and approved by the shareholders' meeting**~~listing of the H Shares of the Company on the Hong Kong Stock Exchange~~.