THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult the stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in Wuhan Dazhong Dental Medical Co., Ltd., you should at once hand this circular, together with the accompanying proxy form to the purchaser(s) or the transferee(s), or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

爱尚大众

Wuhan Dazhong Dental Medical Co., Ltd.

武漢大眾口腔醫療股份有限公司

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

(Stock Code: 2651)

CANCELLATION OF THE BOARD OF SUPERVISORS AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND CERTAIN RULES; APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND NOTICE OF EXTRAORDINARY GENERAL MEETING

The Company will hold the EGM or any adjournment thereof (as the case may be) at No. 8 Conference Room, 11/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC at 9:00 a.m. on Friday, October 24, 2025. The notice of the extraordinary general meeting is set out on pages 43 and 44 of this circular.

A form of proxy for use at the EGM has been published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.chinadzyl.com) and has been issued to H Shareholders by means selected by the H Shareholders to receive corporate communications. If you wish to appoint a proxy to attend the EGM, you should complete the accompanying form of proxy in accordance with the instructions printed thereon and return it not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be) (i.e. not later than 9:00 a.m. on Thursday, October 23, 2025). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof (as the case may be) should you so wish at that time.

All dates and times in this circular refer to Hong Kong dates and times.

October 8, 2025

CONTENTS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

"Articles of Association"	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
"Audit Committee"	the audit committee of the Board
"Board" or "Board of Directors"	the board of Directors of the Company
"Board of Supervisors"	the board of Supervisors of the Company
"China" or "PRC"	the People's Republic of China, but for the purpose of this circular only, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Company" or "our Company"	Wuhan Dazhong Dental Medical Co., Ltd. (武漢大眾口腔醫療股份有限公司), established as a limited liability company in the PRC on July 10, 2007 and converted into a joint stock company with limited liability on December 24, 2014, and the H Shares of which are listed on the Main Board of the Stock Exchange (stock code: 2651) on July 9, 2025
"Director(s)"	director(s) of our Company
"EGM"	the extraordinary general meeting of the Company to be held at No. 8 Conference Room, 11/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC at 9:00 a.m. on Friday, October 24, 2025 to consider and, if thought fit, pass the resolutions set out in the notice on pages 43 and 44 of this circular
"Group" or "our Group"	our Company and its subsidiaries
"H Share(s)"	the overseas listed foreign Share(s) in the share capital of the Company with a nominal value of RMB1.00 each, to be subscribed for and traded in Hong Kong dollars and listed on the Stock Exchange
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC

"Latest Practicable Date"	October 6, 2025, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its publication
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
"Nomination Committee"	the nomination committee of the Board
"Remuneration Committee"	the remuneration committee of the Board
"RMB"	Renminbi, the lawful currency of the PRC
"Rules of Procedure of the Board of Directors"	the rules of procedure of the Board of Directors of the Company, as amended, supplemented or otherwise modified from time to time
"Rules of Procedure of the Board of Supervisors"	the rules of procedure of the Board of Supervisors of the Company, as amended, supplemented or otherwise modified from time to time
"Rules of Procedure of the Shareholders' General Meeting"	the rules of procedure of the Shareholders' general meeting of the Company, as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, comprising Unlisted Shares and H Shares
"Shareholder(s)"	holder(s) of our Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Supervisor(s)"	the supervisor(s) of our Company
"Unlisted Share(s)"	share(s) of our Company with a nominal value of RMB1.00 each, which is (are) subscribed for and fully paid in RMB, and currently not listed or traded on any stock exchange

爱尚大众

Wuhan Dazhong Dental Medical Co., Ltd.
武漢大眾口腔醫療股份有限公司

(A joint stock company with limited liability incorporated in the People's Republic of China)
(Stock Code: 2651)

Executive Directors:
Mr. Yao Xue *(Chairman)*
Ms. Shen Hongmin
Mr. Guo Jiaping
Ms. Liu Hongchan

Independent non-executive Directors:
Mr. Shu Yijie
Ms. Huang Suzhen
Ms. Wang Taosha

Registered Office and Headquarters:
Room 5, 11/F and Rooms 601, 608-612, 6/F
Huayin Building
No. 786 Minzhu Road
Zhongnan Road Sub-District
Wuchang District, Wuhan
Hubei Province
PRC

Principal Place of Business in Hong Kong:
Room 1920, 19/F, Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

October 8, 2025

To the Shareholders

Dear Sir/Madam,

CANCELLATION OF THE BOARD OF SUPERVISORS AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND CERTAIN RULES; APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND NOTICE OF EXTRAORDINARY GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with (among other things) the notice of the EGM and information regarding certain resolutions to be considered at the EGM to enable you to make an informed decision on whether to vote for or against such resolutions at the EGM.

2. CANCELLATION OF THE BOARD OF SUPERVISORS AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND CERTAIN RULES

Reference is made to the announcement of the Company dated September 26, 2025 in relation to, among other things, the proposed cancellation of the Board of Supervisors and the proposed amendments to the Articles of Association and certain rules.

In accordance with the Company Law of the People's Republic of China and other laws, regulations, regulatory provisions and relevant documents, and taking into account the actual situation of the Company to optimize the corporate governance structure, the Board has considered and approved the resolution to cancel the Board of Supervisors. The Audit Committee shall exercise the functions and powers of the Board of Supervisors as stipulated in the relevant laws and regulations and other regulatory documents.

Accordingly, the Board has considered and approved the proposed amendments (the "**Proposed Amendments**") to the Articles of Association, the Rules of Procedure of the Shareholders' General Meeting and the Rules of Procedure of the Board of Directors. Details of the Proposed Amendments are contained in Appendices I, II and III in this circular. The Articles of Association, the Rules of Procedure of the Shareholders' General Meeting and the Rules of Procedure of the Board of Directors are all written in Chinese, and any English translation is for reference only. In case of any discrepancy, the Chinese version shall prevail.

Following the approval of the proposed cancellation of the Board of Supervisors and the Proposed Amendments at the EGM, the current members of the Board of Supervisors will cease to serve as Supervisors or hold any related positions in the Board of Supervisors, and Rules of Procedure of the Board of Supervisors will be abolished. All members of the Board of Supervisors have confirmed that they have no disagreement with the Board and there are no other matters relating to the Company's cancellation of the Board of Supervisors that need to be brought to the attention of the Shareholders and/or the Stock Exchange.

The resolution in relation to the proposed cancellation of the Board of Supervisors and the proposed amendments to the Articles of Association was considered and approved by the Board on September 26, 2025, and is now proposed to the EGM for consideration and approval by way of special resolution. The resolutions in relation to the proposed amendments to the Rules of Procedure of the Shareholders' General Meeting and the proposed amendments to the Rules of Procedure of the Board of Directors were considered and approved by the Board on September 26, 2025, and are now proposed to the EGM for consideration and approval by way of ordinary resolutions. At the same time, the Board intends to further propose the EGM, by way of ordinary resolution, to consider and approve the authorization to the Board and/or its authorized persons to have full authority to review and consider the content related to the Board of Supervisors or Supervisors in other rules and regulations of the Company and make appropriate amendments accordingly.

3. APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated September 26, 2025 in relation to, among other things, the proposed change of independent non-executive Director.

The Board received the resignation letter from Ms. Wang Taosha ("**Ms. Wang**"), an independent non-executive Director. Ms. Wang has resigned as an independent non-executive Director of the fourth session of the Board, a member of the Audit Committee and a member of the Nomination Committee due to other work commitments. Ms. Wang's resignation shall take effect on the commencement date of the term of office of the newly appointed independent non-executive Director.

Ms. Wang has confirmed that she has no disagreement with the Board and there are no other matters relating to her resignation that need to be brought to the attention of the Shareholders and/or the Stock Exchange.

The Board is pleased to announce that the Board has proposed to elect and appoint Mr. Xie Dong ("**Mr. Xie**") as an independent non-executive Director of the fourth session of the Board.

After taking into account the nomination policy and Board diversity policy adopted by the Company, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service, the Nomination Committee has recommended to the Board the nomination of Mr. Xie as a candidate for independent non-executive Director. The Nomination Committee has assessed and reviewed Mr. Xie's independence confirmation letter in accordance with the independence criteria set out in Rule 3.13 of the Listing Rules, and has been satisfied that Mr. Xie is an independent person in accordance with Rule 3.13 of the Listing Rules. The Nomination Committee believes that with Mr. Xie's extensive experience in financial management, auditing, investment and financing, and capital markets, he will provide objective, independent and adequate analysis for the Company's business development, making the Board structure more balanced and enhancing the supervisory function of the Board's operations.

The biographical details of Mr. Xie are as follows:

Mr. Xie Dong (謝東), aged 44. Mr. Xie has over 19 years of professional experience in sectors of financial management, auditing, investment and financing, and capital markets. He has served as the (i) chief financial officer and director of QuantaSing Group Limited (stock code: QSG) since January 2021 and June 2022, respectively; (ii) independent non-executive director of China BlueChemical Ltd. (中海石油化學股份有限公司) (stock code: 3983) since May 2021; and (iii) independent non-executive director of Duality Biotherapeutics, Inc. (stock code: 9606) since April 2025. Prior to these positions, from October 2006 to October 2007, Mr. Xie worked as a staff accountant in the auditing department of Ernst & Young Hua Ming LLP (安永華明會計師事務所(特殊普通合夥)). From April 2010 to September 2010, he served as vice president of CCB International (China) Limited (建銀國際(中國)有限公司). From October

2010 to August 2014, he served as associate director at Deloitte China. From September 2014 to December 2018, he served as the chief financial officer and company secretary of FinUp Finance Technology Group (Holding) Limited. From January 2019 to March 2020, he served as the director and chief financial officer of Renmai Technology Group (Holding) Limited (任買科技集團(控股)有限公司).

Mr. Xie obtained a bachelor's degree in economics and a master's degree in world economics from Nankai University in June 2003 and June 2006, respectively. He holds Chinese Institute of Certified Public Accountants (CICPA), Certified Internal Auditor (CIA), Certified Tax Agent (CTA) and Chinese Legal Professional Qualification.

Mr. Xie has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) that he has no past or present financial or other interest in the business of the Group and has no connection with any core connected person (as defined in the Listing Rules) of the Company; and (iii) that there are no other factors that may affect his independence in acting as an independent non-executive Director as at the Latest Practicable Date.

Mr. Xie will enter into a service contract with the Company for serving as an independent non-executive Director for a term commencing on the date of approval by the Shareholders of his appointment at the EGM and ending on the earlier of (i) the third annual general meeting of the Company held after the date of his appointment, (ii) the expiry of the term of the current session of the Board, or (iii) the completion of three years from the date of his appointment. Mr. Xie will be entitled to a Director's fee of HKD220,000 per annum, which was recommended by the Remuneration Committee and has been determined with reference to the prevailing market conditions, his qualification and level of experience and his role.

Save as disclosed above, as at the Latest Practicable Date, Mr. Xie (i) does not have any interests in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (ii) has not held any other positions with the Company or other members of the Group; (iii) has not been a director of any public company, the securities of which are listed on any securities market in Hong Kong or overseas, in the last three years; (iv) does not have any relationship with any Director, senior management or substantial or controlling Shareholders of the Company; (v) has no other information that needs to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules; and (vi) has no other matter that needs to be brought to the attention of the Shareholders.

The resolution in relation to the proposed appointment of independent non-executive Director was considered and approved by the Board on September 26, 2025, and is now proposed to the EGM for consideration and approval by way of ordinary resolution.

4. EGM

The Company will hold the EGM at No. 8 Conference Room, 11/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC at 9:00 a.m. on Friday, October 24, 2025. The notice of the EGM is set out on pages 43 and 44 of this circular.

In order to determine the list of the Shareholders entitled to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, October 21, 2025 to Friday, October 24, 2025 (both days inclusive), during which period no transfer of Shares will be registered. To ascertain the Shareholders' entitlement to attend and vote at the EGM, all properly completed share transfer forms accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in respect of H Shareholders) or the Company's Board office at Room 5, 11/F and Rooms 601, 608-612, 6/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC (in respect of Shareholders of Unlisted Shares), no later than 4:30 p.m. on Monday, October 20, 2025. Shareholders whose names appear on the register of members of the Company on Friday, October 24, 2025 are entitled to attend and vote at the EGM.

A form of proxy for use at the EGM has been published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.chinadzyl.com) and has been issued to H Shareholders by means selected by the H Shareholders to receive corporate communications. Shareholders who wish to appoint a proxy to attend the EGM should complete the form of proxy and return it to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in respect of H Shareholders) or the Company's Board office at Room 5, 11/F and Rooms 601, 608-612, 6/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC (in respect of Shareholders of Unlisted Shares), not less than 24 hours before the time appointed for holding the EGM (i.e. not later than 9:00 a.m. on Thursday, October 23, 2025). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM or any adjournment thereof (as the case may be) should they so wish at that time.

The EGM will be conducted by way of poll.

To the best knowledge of the Directors, as at the Latest Practicable Date, no Shareholder is considered to have a material interest in any of the resolutions proposed at the EGM and has to abstain from voting at the EGM approving the resolutions.

5. RECOMMENDATION

The Board considers that all resolutions set out in the notice of the EGM to be considered and approved by the Shareholders are in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of all the resolutions to be proposed at the EGM.

6. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable inquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully,
By order of the Board
Wuhan Dazhong Dental Medical Co., Ltd.
Mr. Yao Xue
Chairman and Executive Director

Wuhan, Hubei Province, PRC

COMPARISON TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Existing Provisions	Amended Provisions
CHAPTER 1 GENERAL PROVISIONS	**CHAPTER 1 GENERAL PROVISIONS**
Article 1 ...... In order to protect the legitimate rights and interests of the Company, shareholders, employees and creditors, and regulate the organization and activities of the Company, the Articles of Association of Wuhan Dazhong Dental Medical Co., Ltd. (《武漢大眾口腔醫療股份有限公司公司章程》) (the "**Articles of Association**") are formulated according to the Company Law, the Securities Law of the People's Republic of China (《中華人民共和國證券法》) (the "**Securities Law**"), Trial Measures for the Administration of Overseas Issuance and Listing of Securities by Domestic Enterprises (《境內企業境外發行證券和上市管理試行辦法》), Guidance for Articles of Association of Listed Companies (《上市公司章程指引》), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**") and other relevant provisions.	**Article 1** ...... In order to protect the legitimate rights and interests of the Company, shareholders, employees and creditors, and regulate the organization and activities of the Company, the Articles of Association of Wuhan Dazhong Dental Medical Co., Ltd. (《武漢大眾口腔醫療股份有限公司~~公司~~章程》) (the "**Articles of Association**") are formulated according to the Company Law, the Securities Law of the People's Republic of China (《中華人民共和國證券法》) (the "**Securities Law**"), Trial Measures for the Administration of Overseas Issuance and Listing of Securities by Domestic Enterprises (《境內企業境外發行證券和上市管理試行辦法》), Guidance for Articles of Association of Listed Companies (《上市公司章程指引》), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**") and other relevant provisions.
Article 10 From the effective date of the Articles of Association, these Articles of Association become a legally binding document governing the organization and activities of the Company, and the relationship of rights and obligations between the Company and the shareholders and among the shareholders and shall be legally binding on the Company, shareholders, directors, supervisors and senior management members. According to these Articles of Association, a shareholder may bring an action against other shareholders, the shareholders may bring an action against the directors, supervisors, general manager and other senior management members of the Company, the shareholders may bring an action against the Company, and the Company may bring an action against the shareholders, directors, supervisors, general manager or other senior management members.	**Article 10** From the effective date of the Articles of Association, these Articles of Association become a legally binding document governing the organization and activities of the Company, and the relationship of rights and obligations between the Company and the shareholders and among the shareholders and shall be legally binding on the Company, shareholders, directors~~, supervisors~~ and senior management members. According to these Articles of Association, a shareholder may bring an action against other shareholders, the shareholders may bring an action against the directors, ~~supervisors,~~ general manager and other senior management members of the Company, the shareholders may bring an action against the Company, and the Company may bring an action against the shareholders, directors, ~~supervisors,~~ general manager or other senior management members.

Existing Provisions	Amended Provisions
CHAPTER 3 SHARES	**CHAPTER 3 SHARES**
Section 1 Issuance of Shares	**Section 1 Issuance of Shares**
Article 17 ...... All classes of ordinary shares issued by the Company (domestic unlisted shares and overseas listed shares) shall have the same rights in entitlement to any distribution in the form of dividends or otherwise.	**Article 17** ...... ~~All classes of ordinary shares issued by the Company~~ ~~(~~**The** domestic unlisted shares and overseas listed shares **issued by the Company**~~)~~ shall have the same rights in entitlement to any distribution in the form of dividends or otherwise. **For the avoidance of doubt, domestic unlisted shares and overseas listed shares shall not constitute different classes of shares.**
Article 22 ...... Where the provisions in the preceding two paragraphs are violated and losses are incurred by the Company as a result, the responsible directors, supervisors and senior management members shall be liable for compensation.	**Article 22** ...... Where the provisions in the preceding two paragraphs are violated and losses are incurred by the Company as a result, the responsible directors~~, supervisors~~ and senior management members shall be liable for compensation.
Section 3 Transfer of Shares	**Section 3 Transfer of Shares**
Article 30 ...... The directors, supervisors and senior management of the Company shall declare to the Company the shares (including preferred shares, if any) of the Company held and the changes thereof, and the shares transferred each year during the term of office determined at the time of taking office shall not exceed 25% of the total number of shares of the same class held by them in the Company; the shares of the Company held by them shall not be transferred within one year from the date of listing and trading of the Company's shares. The above-mentioned personnel shall not transfer the shares of the Company held by them within six months after their resignation.	**Article 30** ...... The directors~~, supervisors~~ and senior management of the Company shall declare to the Company the shares (including preferred shares, if any) of the Company held and the changes thereof, and the shares transferred each year during the term of office determined at the time of taking office shall not exceed 25% of the total number of shares of the same class held by them in the Company; the shares of the Company held by them shall not be transferred within one year from the date of listing and trading of the Company's shares. The above-mentioned personnel shall not transfer the shares of the Company held by them within six months after their resignation. ......
CHAPTER 4 SHAREHOLDERS AND SHAREHOLDERS' GENERAL MEETING	**CHAPTER 4 SHAREHOLDERS AND SHAREHOLDERS' GENERAL MEETING**
Section 1 Shareholders	**Section 1 Shareholders**
Article 34 The Company's shareholders are entitled to the following rights: ...... (5) to inspect and copy the Articles of Association, register of members, minutes of shareholders' general meetings, resolutions of meetings of the Board, resolutions of meetings of the Board of Supervisors and financial accounting reports;	**Article 34** The Company's shareholders are entitled to the following rights: ...... (5) to inspect and copy the Articles of Association, register of members, minutes of shareholders' general meetings, resolutions of meetings of the Board~~,~~ ~~resolutions of meetings of the Board of Supervisors~~ and financial accounting reports; ......

Existing Provisions	Amended Provisions
Article 38 If directors and senior management members violate the laws, administrative regulations or the Articles of Association in performing their duties and causes losses to the Company, the shareholders who individually or in aggregate hold 1% or more of the shares of the Company for 180 or more consecutive days shall have the right to make a request in writing to the Board of Supervisors to initiate a lawsuit in the people's court. If the Board of Supervisors or the Board refuses to initiate a lawsuit after receiving the written request from the shareholders stipulated in the preceding paragraph or fails to initiate a lawsuit within 30 days since receiving the request, or under emergency circumstances that a failure to initiate a lawsuit immediately will result in irreparable damage to the interests of the Company, then the shareholders as specified in the preceding paragraph shall have the right to directly initiate a lawsuit in the people's court in his/her own name for the benefit of the Company. …… If any of the directors, supervisors and senior management of a wholly-owned subsidiary of the Company falls under any of the circumstances as stipulated in the preceding paragraph, or where losses are caused by others who infringe upon the lawful rights and interests of a wholly-owned subsidiary of the Company, the shareholder of the Company who individually or in aggregate hold at least 1% of the shares of the Company for 180 or more consecutive days may make a request in writing to the Board of Supervisors and the Board pursuant to the provisions of the preceding three paragraphs to initiate a lawsuit in a people's court or directly initiate a lawsuit in a people's court in its own name.	**Article 38** If directors and senior management members violate the laws, administrative regulations or the Articles of Association in performing their duties and causes losses to the Company, the shareholders who individually or in aggregate hold 1% or more of the shares of the Company for 180 or more consecutive days shall have the right to make a request in writing to the **audit committee**~~Board of Supervisors~~ to initiate a lawsuit in the people's court. **If the members of the audit committee violate the laws, administrative regulations or the Articles of Association in performing their duties and cause losses to the Company, the shareholders shall have the right to make a request in writing to the Board to initiate a lawsuit in the people's court.** If the **audit committee**~~Board of Supervisors~~ or the Board refuses to initiate a lawsuit after receiving the written request from the shareholders stipulated in the preceding paragraph or fails to initiate a lawsuit within 30 days since receiving the request, or under emergency circumstances that a failure to initiate a lawsuit immediately will result in irreparable damage to the interests of the Company, then the shareholders as specified in the preceding paragraph shall have the right to directly initiate a lawsuit in the people's court in his/her own name for the benefit of the Company. …… If any of the directors, supervisors **(if any)** and senior management of a wholly-owned subsidiary of the Company falls under any of the circumstances as stipulated in the preceding paragraph, or where losses are caused by others who infringe upon the lawful rights and interests of a wholly-owned subsidiary of the Company, the shareholder of the Company who individually or in aggregate hold at least 1% of the shares of the Company for 180 or more consecutive days may make a request in writing to the Board of Supervisors **(if any)** and the Board pursuant to the provisions of the preceding three paragraphs to initiate a lawsuit in a people's court or directly initiate a lawsuit in a people's court in its own name.

Existing Provisions	Amended Provisions
Article 42 The controlling shareholder and de facto controller of the Company who are not directors but actually perform affairs of the Company shall owe a duty of fidelity to the Company, shall adopt measures to avoid conflict of his/her personal interest with the Company's interest, and shall not make use of his/her functions and authority to gain unjust enrichment; he/she shall also owe a duty of diligence to the Company, and shall perform their duties to the best interests of the Company and give reasonable attention that is normally expected from the management.	**Article 42** The controlling shareholder and de facto controller of the Company who are not directors but actually perform affairs of the Company shall owe a duty of fidelity to the Company, shall adopt measures to avoid conflict of his/her personal interest with the Company's interest, and shall not make use of his/her functions and authority to gain unjust enrichment; he/she shall also owe a duty of diligence to the Company, and shall perform their duties to the best interests of the Company and give reasonable attention that is normally expected from the management.
Section 2 General Provisions of Shareholders' General Meeting	**Section 2 General Provisions of Shareholders' General Meeting**
Article 43 The shareholders' general meeting is the organ of authority of the Company and shall exercise the following functions and powers in accordance with the laws: (1) to elect and remove directors and supervisors who are not employee representatives and to decide on matters relating to the remuneration of directors and supervisors; (2) to consider and approve reports of the Board; (3) to consider and approve reports of the Board of Supervisors; ……	**Article 43** The shareholders' general meeting is the organ of authority of the Company and shall exercise the following functions and powers in accordance with the laws: (1) to elect and remove directors ~~and supervisors~~ who are not employee representatives and to decide on matters relating to the remuneration of directors ~~and supervisors~~; (2) to consider and approve reports of the Board; ~~(3) to consider and approve reports of the Board of Supervisors;~~ ……

Existing Provisions	Amended Provisions
Article 48 Under any of the following circumstances, the Company shall convene an extraordinary general meeting within two months from the date of occurrence: …… (5) When the Board of Supervisors proposes to convene the meeting; (6) Under other circumstances as stipulated by laws, administrative regulations, departmental rules, Hong Kong Listing Rules or other securities regulatory rules of the place where the Company's shares are listed or the Articles of Association.	**Article 48** Under any of the following circumstances, the Company shall convene an extraordinary general meeting within two months from the date of occurrence: …… (5) When the **audit committee**~~Board of Supervisors~~ proposes to convene the meeting; (6) Under other circumstances as stipulated by laws, administrative regulations, departmental rules, Hong Kong Listing Rules or other securities regulatory rules of the place where the Company's shares are listed or the Articles of Association.
Article 49 The place where the Company shall convene a shareholders' general meeting shall be the registered address of the Company or any other place as determined in the notice of the shareholders' meeting. The shareholders' meeting shall have a venue and be held in the form of an on-site meeting. The Company will also provide online voting to facilitate shareholders' participation in shareholders' meetings, provided that the applicable laws, administrative regulations, departmental rules, regulatory documents and the Hong Kong Listing Rules are not violated. Shareholders who attend the shareholders' meeting through the aforesaid methods shall be deemed to have attended the shareholders' meeting.	**Article 49** The place where the Company shall convene a shareholders' general meeting shall be the registered address of the Company or any other place as determined in the notice of the shareholders' meeting. The shareholders' meeting shall have a venue and be held in the form of an on-site meeting. The Company **can**~~will~~ also **hold through electronic communication methods and** provide online voting to facilitate shareholders' participation in shareholders' meetings, provided that the applicable laws, administrative regulations, departmental rules, regulatory documents and the Hong Kong Listing Rules are not violated. Shareholders who attend the shareholders' meeting through the aforesaid methods shall be deemed to have attended the shareholders' meeting.

Existing Provisions	Amended Provisions
Section 3 Convening of Shareholders' General Meetings	**Section 3 Convening of Shareholders' General Meetings**
Article 51 The Chairman, one-third or more of the directors or the independent directors shall have the right to propose to the board to convene an extraordinary general meeting. In response to a proposal by the Chairman, one-third or more of the directors, or an independent director to convene an extraordinary general meeting, the board shall, in accordance with the provisions of laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association, give a written response as to whether or not it agrees to convene an extraordinary general meeting within ten days upon receipt of such proposal. Where the Board of Directors agrees to hold an extraordinary general meeting, a notice of the shareholders' general meeting shall be given within five days after the resolution of the Board of Directors is made. Where the Board of Directors does not agree to hold such a meeting, its reasons shall be given, and an announcement shall be made.	**Article 51** The Chairman, one-third or more of the directors or **a majority of** the independent directors shall have the right to propose to the board to convene an extraordinary general meeting. In response to a proposal by the Chairman, one-third or more of the directors, or **a majority of the**~~an~~ independent director**s** to convene an extraordinary general meeting, the board shall, in accordance with the provisions of laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association, give a written response as to whether or not it agrees to convene an extraordinary general meeting within ten days upon receipt of such proposal. Where the Board of Directors agrees to hold an extraordinary general meeting, a notice of the shareholders' general meeting shall be given **in a timely manner**~~within five days after the resolution of the Board of Directors is made~~. Where the Board of Directors does not agree to hold such a meeting, its reasons shall be given, and an announcement shall be made.

Existing Provisions	Amended Provisions
Article 52 The Board of Supervisors shall have the right to propose to the board to convene an extraordinary general meeting and such proposal shall be made to the board in writing. The board shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within ten days upon receipt of the proposal in accordance with the requirements of the laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association. Where the Board of Directors agrees to hold an extraordinary general meeting, a notice of the shareholders' general meeting shall be given within five days after the resolution of the Board of Directors is made. Any change to the original proposal in the notice shall be subject to approval from the Board of Supervisors. Where the Board of Directors does not agree to hold an extraordinary general meeting or fails to give a reply within ten days upon receipt of the proposal, it shall be deemed that the Board of Directors is unable or fails to perform its duty of convening a shareholders' general meeting. In such a case, the Board of Supervisors may convene and preside over the meeting on its own.	**Article 52** The ~~Board of Supervisors~~ **audit committee** shall have the right to propose to the board to convene an extraordinary general meeting and such proposal shall be made to the board in writing. The board shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within ten days upon receipt of the proposal in accordance with the requirements of the laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association. Where the Board of Directors agrees to hold an extraordinary general meeting, a notice of the shareholders' general meeting shall be given ~~within five days after the resolution of the Board of Directors is made~~ **in a timely manner**. Any change to the original proposal in the notice shall be subject to approval from the ~~Board of Supervisors~~ **audit committee**. Where the Board of Directors does not agree to hold an extraordinary general meeting or fails to give a reply within ten days upon receipt of the proposal, it shall be deemed that the Board of Directors is unable or fails to perform its duty of convening a shareholders' general meeting. In such a case, the ~~Board of Supervisors~~ **audit committee** may convene and preside over the meeting on its own.

Existing Provisions	Amended Provisions
Article 53 ……	**Article 53** ……
Where the Board of Directors agrees to hold an extraordinary general meeting, it shall issue a notice of the shareholders' general meeting within five days after the resolution is made. Any change to the original request in the notice shall be subject to approval from the relevant shareholders.	Where the Board of Directors agrees to hold an extraordinary general meeting, it shall issue a notice of the shareholders' general meeting ~~within five days after the resolution is made~~ **in a timely manner**. Any change to the original request in the notice shall be subject to approval from the relevant shareholders.
Where the Board of Directors does not agree to hold an extraordinary general meeting or fails to give a reply within ten days upon receipt of the request, shareholders who individually or together hold 10% or more of the shares of the Company shall have the right to submit a proposal to the Board of Supervisors on holding an extraordinary general meeting and such request shall be made in writing.	Where the Board of Directors does not agree to hold an extraordinary general meeting or fails to give a reply within ten days upon receipt of the request, shareholders who individually or together hold 10% or more of the shares of the Company shall have the right to submit a proposal to the ~~Board of Supervisors~~ **audit committee** on holding an extraordinary general meeting and such request shall be made in writing.
The Board of Supervisors shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within ten days upon receipt of the proposal in accordance with the requirements of the laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.	The ~~Board of Supervisors~~ **audit committee** shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within ten days upon receipt of the proposal in accordance with the requirements of the laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.
Where the Board of Supervisors agrees to hold an extraordinary general meeting, it shall issue a notice of shareholders' general meeting within five days after receiving the request. Any changes to the original request in the notice shall be approved by the relevant shareholders.	Where the ~~Board of Supervisors~~ **audit committee** agrees to hold an extraordinary general meeting, it shall issue a notice of shareholders' general meeting ~~within five days after receiving the request~~ **in a timely manner**. Any changes to the original request in the notice shall be approved by the relevant shareholders.
Where the Board of Supervisors fails to give the notice of the shareholders' general meeting within the specified time limit, it shall be deemed that the Board of Supervisors does not convene or preside over the meeting, in which case, shareholders who individually or together hold 10% or more of the shares of the Company for ninety or more consecutive days may convene and preside over the meeting on their own.	Where the ~~Board of Supervisors~~ **audit committee** fails to give the notice of the shareholders' general meeting within the specified time limit, it shall be deemed that the ~~Board of Supervisors~~ **audit committee** does not convene or preside over the meeting, in which case, shareholders who individually or together hold 10% or more of the shares of the Company for ninety or more consecutive days may convene and preside over the meeting on their own.
Where laws, regulative laws and regulations, and relevant rules of the securities regulatory authority where the Company's shares are listed otherwise require, those provisions shall prevail.	Where laws, regulative laws and regulations, and relevant rules of the securities regulatory authority where the Company's shares are listed otherwise require, those provisions shall prevail.

Existing Provisions	Amended Provisions
Article 54 If the shareholders' general meeting is convened by the Board of Supervisors or shareholders on their own, a written notice shall be issued to the Board of Directors. Prior to the announcement of the resolution of the shareholders' general meeting, the proportion of shares held by the convening shareholders shall not be less than 10%.	**Article 54** If the shareholders' general meeting is convened by the ~~Board of Supervisors~~ **audit committee** or shareholders on their own, a written notice shall be issued to the Board of Directors. Prior to the announcement of the resolution of the shareholders' general meeting, the proportion of shares held by the convening shareholders shall not be less than 10%.
Article 55 The Board of Directors and the secretary to the Board of Directors should cooperate with the Board of Supervisors or shareholders to convene shareholders' general meetings on their own. The Board of Directors shall provide the register of shareholders on the record date of equity interests.	**Article 55** The Board of Directors and the secretary to the Board of Directors should cooperate with the ~~Board of Supervisors~~ **audit committee** or shareholders to convene shareholders' general meetings on their own. The Board of Directors shall provide the register of shareholders on the record date of equity interests.
Article 56 The expenses necessary for the shareholders' general meeting convened by the Board of Supervisors or the shareholders themselves shall be borne by the Company.	**Article 56** The expenses necessary for the shareholders' general meeting convened by the ~~Board of Supervisors~~ **audit committee** or the shareholders themselves shall be borne by the Company.
Section 4 Proposals and Notices of Shareholders' General Meetings	**Section 4 Proposals and Notices of Shareholders' General Meetings**
Article 58 When the Company convenes a general meeting, the Board of Directors, the Board of Supervisors, and Shareholder(s) individually or jointly holding 1% or more of the Shares of the Company shall have the right to make a proposal to the Company. ……	**Article 58** When the Company convenes a general meeting, the Board of Directors, the ~~Board of Supervisors~~ **audit committee**, and Shareholder(s) individually or jointly holding 1% or more of the Shares of the Company shall have the right to make a proposal to the Company. ……

Existing Provisions	Amended Provisions
Article 61 For matters related to the election of Directors and Supervisors to be discussed at a general meeting, detailed particulars of the candidates for Directors and Supervisors shall be fully disclosed in the notice of general meeting, including at least the following: …… Except for the election of Directors and Supervisors carried out through the accumulative voting system, each candidate for a Director or Supervisor shall be nominated by a separate proposal.	**Article 61** For matters related to the election of Directors ~~and Supervisors~~ to be discussed at a general meeting, detailed particulars of the candidates for Directors ~~and Supervisors~~ shall be fully disclosed in the notice of general meeting, including at least the following: …… Except for the election of Directors ~~and Supervisors~~ carried out through the accumulative voting system, each candidate for a Director ~~or Supervisor~~ shall be nominated by a separate proposal.
Section 5 Holding of Shareholders' General Meetings	**Section 5 Holding of Shareholders' General Meetings**
Article 65 If an individual Shareholder attends the meeting in person, he/she shall produce his/her identity card or other valid documents or certificates proving his/her identity, and the stock account card; and if an individual Shareholder appoints a proxy to attend the meeting, such proxy shall produce his/her valid identity documents and the power of attorney of the Shareholder. ……	**Article 65** If an individual Shareholder attends the meeting in person, he/she shall produce his/her identity card or other valid documents or certificates proving his/her identity~~, and the stock account card~~; and if an individual Shareholder appoints a proxy to attend the meeting, such proxy shall produce his/her valid identity documents and the power of attorney of the Shareholder. ……

Existing Provisions	Amended Provisions
Article 66 ...... A proxy form shall be available at the domicile of the Company or such other place as may be specified in the notice convening the meeting at least 24 hours before the meeting at which such proxy is required to vote under the proxy form, or 24 hours before the time specified for voting. If the proxy form is signed by another person authorized by the appointer, the power of attorney or other authority under which it is signed shall be notarized. The notarized power of attorney or other authority and the proxy form shall be available at the domicile of the Company or such other place as may be specified in the notice convening the meeting. If the appointer is a corporation, its legal representative or such person appointed by resolutions of its board of directors or other decision-making bodies shall attend the general meetings of the Company as its representative.	**Article 66** ...... A proxy form shall be available at the domicile of the Company or such other place as may be specified in the notice convening the meeting at least 24 hours before the meeting at which such proxy is required to vote under the proxy form, or 24 hours before the time specified for voting. ~~If the proxy form is signed by another person authorized by the appointer, the power of attorney or other authority under which it is signed shall be notarized. The notarized power of attorney or other authority and the proxy form shall be available at the domicile of the Company or such other place as may be specified in the notice convening the meeting.~~ ~~If the appointer is a corporation, its legal representative or such person appointed by resolutions of its board of directors or other decision-making bodies shall attend the general meetings of the Company as its representative.~~
Article 71 When holding a general meeting, all Directors, Supervisors and the secretary to the Board of Directors of the Company shall attend the meeting, and the general manager and other senior management members shall be present at the meeting as non-voting attendees, except in cases where they are unable to attend or be present at the meeting as non-voting attendees for objective reasons. Subject to the compliance with the securities regulatory rules of the places where the Shares of the Company are listed, the above-mentioned persons may attend or be present at the meeting as non-voting attendees through the Internet, video, telephone or other means with equivalent effect.	**Article 71** ~~When holding a general meeting, all Directors, Supervisors and the secretary to the Board of Directors of the Company shall attend the meeting, and the general manager and other senior management members shall be present at the meeting as non-voting attendees, except in cases where they are unable to attend or be present at the meeting as non-voting attendees for objective reasons.~~ **<u>If the general meeting requires Directors or senior management to be present at the meeting as non-voting attendees, such Directors or senior management shall be present at the meeting as non-voting attendees and respond to inquiries from shareholders.</u>** Subject to the compliance with the securities regulatory rules of the places where the Shares of the Company are listed, the above-mentioned persons may ~~attend or~~ be present at the meeting as non-voting attendees through the Internet, video, telephone or other means with equivalent effect.

Existing Provisions	Amended Provisions
Article 72 …… A general meeting convened by the Board of Supervisors on its own 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/her duties, a Supervisor jointly elected by a majority of the Supervisors shall preside over the meeting. ……	**Article 72** …… A general meeting convened by the ~~Board of Supervisors~~ **audit committee** on its own shall be presided over by the chairman of the ~~Board of Supervisors~~ **audit committee**. If the chairman of the ~~Board of Supervisors~~ **audit committee** is unable or fails to perform his/her duties, ~~a Supervisor jointly elected by a majority of the Supervisors shall preside over the meeting~~ **an independent non-executive director jointly elected by more than half of the members of the audit committee shall preside over the meeting**. ……
Article 74 At the annual general meeting, the Board of Directors and the Board of Supervisors shall report to the general meeting on its work in the past year. Each independent Director shall also report his/her work.	**Article 74** At the annual general meeting, the Board of Directors ~~and the Board of Supervisors~~ shall report to the general meeting on its work in the past year. Each independent Director shall also report his/her work.
Article 75 The Directors, Supervisors and senior management members shall give elaborations and explanations to the queries raised and suggestions made by the Shareholders at the general meetings, except for those related to the trade secrets of the Company that cannot be disclosed at the general meetings.	**Article 75** The Directors~~, Supervisors~~ and senior management members shall give elaborations and explanations to the queries raised and suggestions made by the Shareholders at the general meetings, except for those related to the trade secrets of the Company that cannot be disclosed at the general meetings.
Article 77 Minutes shall be maintained for general meetings and shall be kept by the secretary to the Board of Directors. The minutes shall record the following: (1) the date and venue of, and the agenda for the meeting, as well as the name or title of its convener; (2) the name of the chairman of the meeting as well as the names of the Directors, the Supervisors, the secretary to the Board of Directors, the general manager and other senior management members attending or present at the meeting as non-voting attendees; ……	**Article 77** Minutes shall be maintained for general meetings and shall be kept by the secretary to the Board of Directors. The minutes shall record the following: (1) the date and venue of, and the agenda for the meeting, as well as the name or title of its convener; (2) the name of the chairman of the meeting as well as the names of the Directors, ~~the Supervisors,~~ the secretary to the Board of Directors, the general manager and other senior management members ~~attending or~~ present at the meeting as non-voting attendees; ……

Existing Provisions	Amended Provisions
Article 78 The convener shall ensure the truthfulness, accuracy and completeness of the minutes. The Directors, the Supervisors, the secretary to the Board of Directors, the convener or its representative, and the chairman of the meeting present at the meeting shall sign the minutes. The minutes shall be kept together with the signature list of the Shareholders present at the meeting, the proxy form, and the valid materials relating to the voting conducted through the Internet and by other means, for a period of 10 years.	**Article 78** The convener shall ensure the truthfulness, accuracy and completeness of the minutes. The Directors, ~~the Supervisors,~~ the secretary to the Board of Directors, the convener or its representative, and the chairman of the meeting present at the meeting shall sign the minutes. The minutes shall be kept together with the signature list of the Shareholders present at the meeting, the proxy form, and the valid materials relating to the voting conducted through the Internet and by other means, for a period of 10 years.
Section 6 Voting and Resolutions at Shareholders' General Meetings	**Section 6 Voting and Resolutions at Shareholders' General Meetings**
Article 81 The following matters shall be approved by ordinary resolutions at the general meetings: (1) the work reports of the Board of Directors and the Board of Supervisors; (2) the profit distribution plan and the loss making-up plan prepared by the Board of Directors; (3) the appointment and removal of members of the Board of Directors and the Board of Supervisors and their remuneration and methods of payment; ……	**Article 81** The following matters shall be approved by ordinary resolutions at the general meetings: (1) the work reports of the Board of Directors ~~and the Board of Supervisors~~; (2) the profit distribution plan and the loss making-up plan prepared by the Board of Directors; (3) the appointment and removal of members of the Board of Directors ~~and the Board of Supervisors~~ and their remuneration and methods of payment; ……

Existing Provisions	Amended Provisions
Article 86 The list of candidates for Directors and Supervisors shall be submitted by way of a proposal to a general meeting for voting. When voting on the election of Directors and Supervisors at a general meeting, the cumulative voting system may be adopted pursuant to the provisions of the Articles of Association or the resolutions of the general meeting. The cumulative voting system mentioned in the preceding paragraph shall refer to that fact that when Directors or Supervisors are elected at a general meeting, each Share shall be entitled to 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 in a concentrated manner. The Board of Directors shall disclose to the Shareholders the biographical details and basic information of the candidates for Directors and Supervisors.	**Article 86** The list of candidates for Directors ~~and Supervisors~~ shall be submitted by way of a proposal to a general meeting for voting. When voting on the election of Directors ~~and Supervisors~~ at a general meeting, the cumulative voting system may be adopted pursuant to the provisions of the Articles of Association or the resolutions of the general meeting. The cumulative voting system mentioned in the preceding paragraph shall refer to that fact that when Directors ~~or Supervisors~~ are elected at a general meeting, each Share shall be entitled to 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 in a concentrated manner. The Board of Directors shall disclose to the Shareholders the biographical details and basic information of the candidates for Directors ~~and Supervisors~~.

Existing Provisions	Amended Provisions
Article 87 When a shareholders' meeting adopts the cumulative voting system for the election of Directors and Supervisors, the following provisions shall apply: (1) Each voting share entitles the shareholder to the same number of votes as there are Directors and Supervisors to be elected. Shareholders may freely distribute their votes among the candidates for Directors and Supervisors, either by splitting their votes across multiple candidates or by concentrating all votes on a single candidate; (2) The total number of votes a shareholder casts for any candidate for Director or Supervisor shall not exceed the total number of votes the shareholder possesses for all candidates. Any votes cast in violation of this limit will be deemed invalid; (3) Candidates for Directors and Supervisors are elected based on the number of votes received, starting with the highest. To be elected, a candidate must receive more than half of the total votes held by shareholders present at the meeting (including those represented by proxies); (4) If two or more candidates for Director or Supervisor receive the same number of votes and their vote is the lowest among the elected candidates, and electing all of them would result in exceeding the number of Directors or Supervisors to be elected, a re-election will be held for those candidates who received the tied votes. If a definitive selection cannot be made after the re-election, the candidates involved shall be presented for election at the next shareholders' meeting; (5) If fewer Directors or Supervisors are elected than required at the shareholders' meeting, the Company shall hold a subsequent shareholders' meeting to elect the remaining Directors and Supervisors in accordance with the provisions of the Articles of Association.	**Article 87** When a shareholders' meeting adopts the cumulative voting system for the election of Directors ~~and Supervisors~~, the following provisions shall apply: (1) Each voting share entitles the shareholder to the same number of votes as there are Directors ~~and Supervisors~~ to be elected. Shareholders may freely distribute their votes among the candidates for Directors ~~and Supervisors~~, either by splitting their votes across multiple candidates or by concentrating all votes on a single candidate; (2) The total number of votes a shareholder casts for any candidate for Director ~~or Supervisor~~ shall not exceed the total number of votes the shareholder possesses for all candidates. Any votes cast in violation of this limit will be deemed invalid; (3) Candidates for Directors ~~and Supervisors~~ are elected based on the number of votes received, starting with the highest. To be elected, a candidate must receive more than half of the total votes held by shareholders present at the meeting (including those represented by proxies); (4) If two or more candidates for Director ~~or Supervisor~~ receive the same number of votes and their vote is the lowest among the elected candidates, and electing all of them would result in exceeding the number of Directors ~~or Supervisors~~ to be elected, a re-election will be held for those candidates who received the tied votes. If a definitive selection cannot be made after the re-election, the candidates involved shall be presented for election at the next shareholders' meeting; (5) If fewer Directors ~~or Supervisors~~ are elected than required at the shareholders' meeting, the Company shall hold a subsequent shareholders' meeting to elect the remaining Directors ~~and Supervisors~~ in accordance with the provisions of the Articles of Association.

Existing Provisions	Amended Provisions
Article 92 Prior to voting on any proposal at a shareholders' meeting, two shareholder representatives shall be elected to oversee and verify the counting of votes. If the proposal concerns specific shareholders, those shareholders and their proxies shall be excluded from participating in the vote counting and supervision process. When voting on a proposal at a shareholders' meeting, legal counsel (if any), shareholder representatives, supervisors, and other relevant parties appointed in accordance with the Hong Kong Listing Rules shall jointly be responsible for counting and supervising the votes, in compliance with the provisions of the Listing Rules. The voting results shall be announced immediately at the meeting and recorded in the minutes of the meeting. Shareholders who cast their votes online or by other means, either in person or by proxy, shall have the right to verify their voting results through the relevant voting system.	**Article 92**~~ Prior to voting on any proposal at a shareholders' meeting, two shareholder representatives shall be elected to oversee and verify the counting of votes. If the proposal concerns specific shareholders, those shareholders and their proxies shall be excluded from participating in the vote counting and supervision process.~~ When voting on a proposal at a shareholders' meeting, ~~legal counsel (if any), shareholder representatives, supervisors, and other ~~relevant parties appointed in accordance with the Hong Kong Listing Rules shall ~~jointly ~~be responsible for counting and supervising the votes, in compliance with the provisions of the Listing Rules. The voting results shall be announced immediately at the meeting and recorded in the minutes of the meeting. Shareholders who cast their votes online or by other means, either in person or by proxy, shall have the right to verify their voting results through the relevant voting system.
Article 98 If the shareholders' meeting approves a proposal for the election of Directors or Supervisors, the newly elected Directors and Supervisors shall be deemed qualified and shall assume office from the date the resolution is passed.	**Article 98** If the shareholders' meeting approves a proposal for the election of Directors~~ or Supervisors~~, the newly elected Directors ~~and Supervisors ~~shall be deemed qualified and shall assume office from the date the resolution is passed.
CHAPTER 5 BOARD OF DIRECTORS	**CHAPTER 5 BOARD OF DIRECTORS**
Section 2 Board of Directors	**Section 2 Board of Directors**
Article 116 The Board of Directors shall consist of seven directors, including executive directors and independent non-executive directors ("**Independent Director**(s)").	**Article 116** The Board of Directors shall consist of seven directors, ~~including executive directors and independent non-executive directors ("**Independent Director**(s)").~~ **which shall include at least one employee representative director and at least three independent non-executive directors ("Independent Director(s)").**

Existing Provisions	Amended Provisions
Article 117 The Board of Directors shall exercise the following duties and powers: …… (7) to decide on matters relating to the Company's external investments, acquisition and disposal of assets, mortgage of assets, external guarantees, entrusted wealth management, connected (related) transactions, etc. as authorized by the general meetings; …… (15) to decide on matters relating to the Company's external investments, acquisition and disposal of assets, mortgage of assets, external guarantees, entrusted wealth management, related transactions, etc., as authorized by the general meetings; the Board may delegate certain matters of daily operation within its power to the general manager for decision-making; ……	**Article 117** The Board of Directors shall exercise the following duties and powers: …… ~~(7) to decide on matters relating to the Company's external investments, acquisition and disposal of assets, mortgage of assets, external guarantees, entrusted wealth management, connected (related) transactions, etc. as authorized by the general meetings;~~ …… (14) to decide on matters relating to the Company's external investments, acquisition and disposal of assets, mortgage of assets, external guarantees, entrusted wealth management, ~~related transactions~~ **connected (related) transactions**, etc., as authorized by the general meetings; the Board may delegate certain matters of daily operation within its power to the general manager for decision-making; ……

Existing Provisions	Amended Provisions
Article 118 The Board shall establish an audit committee, a remuneration committee and a nomination committee, and other relevant special committees as required. The special committees shall be accountable to the Board, and perform their duties in accordance with these Articles of Association and the authorization of the Board. Proposals shall be submitted to the Board for consideration and decision. All members of the specialized committees shall be made up of directors. The audit committee, the remuneration committee and the nomination committee shall be composed of a majority of Independent Directors, and the audit committee shall be composed entirely of non-executive directors, and at least one member shall be an Independent Director who possesses appropriate professional qualifications recognized by the listing rules of the stock exchange on which the Company's shares are listed or who possesses appropriate accounting or related financial management expertise, and shall be chaired by an Independent Director; the remuneration committee shall be chaired by an Independent Director, with the majority of its members being Independent Directors; the nomination committee shall be chaired by the chairman of the Board or an Independent Director, and Independent Directors must constitute the majority of its members.	**Article 118** The Board shall establish an audit committee, a remuneration committee and a nomination committee, and other relevant special committees as required. The special committees shall be accountable to the Board, and perform their duties in accordance with these Articles of Association and the authorization of the Board. ~~Proposals shall be submitted to the Board for consideration and decision.~~ **<u>Specifically, the audit committee shall exercise the duties and powers of the Board of Supervisors under the Company Law.</u>** All members of the specialized committees shall be made up of directors. The audit committee, the remuneration committee and the nomination committee shall be composed of a majority of Independent Directors, and the audit committee shall be composed entirely of non-executive directors, and at least one member shall be an Independent Director who possesses appropriate professional qualifications recognized by the listing rules of the stock exchange on which the Company's shares are listed or who possesses appropriate accounting or related financial management expertise, and shall be chaired by an Independent Director; the remuneration committee shall be chaired by an Independent Director, with the majority of its members being Independent Directors; the nomination committee shall be chaired by the chairman of the Board or an Independent Director, and Independent Directors must constitute the majority of its members.
Article 128 The meetings of the Board are divided into regular meetings and interim meetings. The Board shall hold at least four regular meetings each year, which shall be convened by the chairman of the Board or a person authorized by the chairman of the Board. All directors and supervisors shall be notified in writing 14 days before the regular meeting.	**Article 128** The meetings of the Board are divided into regular meetings and interim meetings. The Board shall hold at least four regular meetings each year, which shall be convened by the chairman of the Board or a person authorized by the chairman of the Board. All directors ~~and supervisors~~ shall be notified in writing 14 days before the regular meeting.

Existing Provisions	Amended Provisions
Article 129 Shareholders representing one-tenth or more of the voting rights, the chairman of the Board, one-third or more of the directors or the board of supervisors may propose to convene an interim Board meeting. The chairman of the Board shall convene the Board meeting within ten days from the receipt of the proposal, and preside over such meeting.	**Article 129** Shareholders representing one-tenth or more of the voting rights, the chairman of the Board, one-third or more of the directors or the ~~board of supervisors~~ **audit committee** may propose to convene an interim Board meeting. The chairman of the Board shall convene the Board meeting within ten days from the receipt of the proposal, and preside over such meeting.
Article 130 If the Board convenes an interim meeting, it shall notify all directors and supervisors five days prior to the meeting by personal delivery, fax, post or e-mail. If the situation is urgent and it is necessary to convene an interim Board meeting as soon as possible, notice of the meeting may be given by telephone or other verbal means at any time, but the convenor shall make an explanation at the meeting.	**Article 130** If the Board convenes an interim meeting, it shall notify all directors ~~and supervisors five~~ **three** days prior to the meeting by personal delivery, fax, post or e-mail. If the situation is urgent and it is necessary to convene an interim Board meeting as soon as possible, notice of the meeting may be given by telephone or other verbal means at any time, but the convenor shall make an explanation at the meeting.
CHAPTER 6 GENERAL MANAGER AND OTHER SENIOR MANAGEMENT	**CHAPTER 6 GENERAL MANAGER AND OTHER SENIOR MANAGEMENT**
Article 144 The detailed rules for the work of the general manager include the following: (1) Conditions, procedures, and participants for the general manager meeting; (2) The specific responsibilities of and division of labor between the general manager and other senior management; (3) The authority to use the Company's funds and assets, sign major contracts, and report mechanism to the Board of Directors and the Board of Supervisors; (4) Other matters deemed necessary by the Board of Directors.	**Article 144** The detailed rules for the work of the general manager include the following: (1) Conditions, procedures, and participants for the general manager meeting; (2) The specific responsibilities of and division of labor between the general manager and other senior management; (3) The authority to use the Company's funds and assets, sign major contracts, and report mechanism to the Board of Directors ~~and the Board of Supervisors~~; (4) Other matters deemed necessary by the Board of Directors.

Existing Provisions	Amended Provisions
CHAPTER 7 BOARD OF SUPERVISORS	**WHOLE CHAPTER DELETED**
CHAPTER 8 FINANCIAL AND ACCOUNTING SYSTEM, PROFIT DISTRIBUTION AND AUDIT	**CHAPTER 7 FINANCIAL AND ACCOUNTING SYSTEM, PROFIT DISTRIBUTION AND AUDIT**
Section 1 Financial and Accounting System	**Section 1 Financial and Accounting System**
Article 170 …… Where the Company distributes its profits in breach of the provisions of the preceding provision, shareholders must refund to the Company the profits distributed in violation of the provision. Shareholders and the responsible Directors, Supervisors, and senior management shall be liable for compensation for any losses caused to the Company. No profit shall be distributed in respect of the shares of the Company which are held by the Company.	**Article 154** …… Where the Company distributes its profits in breach of the provisions of the preceding provision, shareholders must refund to the Company the profits distributed in violation of the provision. Shareholders and the responsible Directors,~~ Supervisors,~~ and senior management shall be liable for compensation for any losses caused to the Company. No profit shall be distributed in respect of the shares of the Company which are held by the Company.
CHAPTER 9 NOTICE AND ANNOUNCEMENT	**CHAPTER 8 NOTICE AND ANNOUNCEMENT**
Section 1 Notice	**Section 1 Notice**
Article 186 Notices of meetings of Board of Supervisors of the Company shall be delivered by hand, post, email, announcement, etc.	**Whole article deleted**
CHAPTER 12 SUPPLEMENTARY PROVISIONS	**CHAPTER 11 SUPPLEMENTARY PROVISIONS**
Article 210 Definitions …… (3) A connected (related) relationship refers to the relationship between the Company's controlling shareholders, de facto controllers, directors, supervisors, senior management and the enterprises they directly or indirectly control, as well as other relationships that may result in the transfer of the Company's interests. However, state-controlled enterprises are not considered connected (related) relationship solely because they are state-controlled, nor are they considered "connected relationship" as defined in the Hong Kong Listing Rules. ……	**Article 193** Definitions …… (3) A connected (related) relationship refers to the relationship between the Company's controlling shareholders, de facto controllers, directors, supervisors **(if any)**, senior management and the enterprises they directly or indirectly control, as well as other relationships that may result in the transfer of the Company's interests. However, state-controlled enterprises are not considered connected (related) relationship solely because they are state-controlled, nor are they considered "connected relationship" as defined in the Hong Kong Listing Rules. ……

Existing Provisions	Amended Provisions
Article 216 The Articles of Association shall be supplemented by the rules of procedure for shareholders' meetings, the rules of procedure for meetings of the board of directors, and the rules of procedure for meetings of the board of supervisors.	**Article 199** The Articles of Association shall be supplemented by the rules of procedure for shareholders' meetings~~,~~ and the rules of procedure for meetings of the board of directors~~, and the rules of procedure for meetings of the board of supervisors~~.

Due to the deletion and addition of new articles, the serial numbers of the original articles (including the serial numbers of the quoted articles) have been changed and will not be listed one by one as long as no other amendments are involved.

COMPARISON TABLE OF AMENDMENTS TO THE RULES OF PROCEDURE OF THE SHAREHOLDERS' GENERAL MEETING

Existing provisions	Amended provisions
CHAPTER 1 GENERAL PROVISIONS	**CHAPTER 1 GENERAL PROVISIONS**
Article 4 Shareholders' general meetings are divided into annual general meeting and extraordinary general meeting. The annual general meeting is held once a year and should be held within six months after the end of the preceding financial year. Under any of the following circumstances, the Company shall convene an extraordinary general meeting within two months from the date of occurrence: …… (5) When the Board of Supervisors proposes to convene the meeting; (6) Under other circumstances as stipulated by laws, administrative regulations, departmental rules, Hong Kong Listing Rules or other securities regulatory rules of the place where the Company's shares are listed or the Articles of Association.	**Article 4** Shareholders' general meetings are divided into annual general meeting and extraordinary general meeting. The annual general meeting is held once a year and should be held within six months after the end of the preceding financial year. Under any of the following circumstances, the Company shall convene an extraordinary general meeting within two months from the date of occurrence: …… (5) When the **audit committee** ~~Board of Supervisors~~ proposes to convene the meeting; (6) Under other circumstances as stipulated by laws, administrative regulations, departmental rules, Hong Kong Listing Rules or other securities regulatory rules of the place where the Company's shares are listed or the Articles of Association.
CHAPTER 2 CONVENING OF SHAREHOLDERS' GENERAL MEETINGS	**CHAPTER 2 CONVENING OF SHAREHOLDERS' GENERAL MEETINGS**
Article 7 The Chairman, one-third or more of the directors or the independent directors shall have the right to propose to the board to convene an extraordinary general meeting. In response to a proposal by the Chairman, one-third or more of the directors, or an independent director to convene an extraordinary general meeting, the board shall, in accordance with the provisions of laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association, give a written response as to whether or not it agrees to convene an extraordinary general meeting within ten days upon receipt of such proposal. Where the Board of Directors agrees to hold an extraordinary general meeting, a notice of the shareholders' general meeting shall be given within five days after the resolution of the Board of Directors is made. Where the Board of Directors does not agree to hold such a meeting, its reasons shall be given, and an announcement shall be made.	**Article 7** The Chairman, one-third or more of the directors or **a majority of** the independent directors shall have the right to propose to the board to convene an extraordinary general meeting. In response to a proposal by the Chairman, one-third or more of the directors, or **a majority of the** ~~an~~ independent director**s** to convene an extraordinary general meeting, the board shall, in accordance with the provisions of laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association, give a written response as to whether or not it agrees to convene an extraordinary general meeting within ten days upon receipt of such proposal. Where the Board of Directors agrees to hold an extraordinary general meeting, a notice of the shareholders' general meeting shall be given **in a timely manner**~~within five days after the resolution of the Board of Directors is made~~. Where the Board of Directors does not agree to hold such a meeting, its reasons shall be given, and an announcement shall be made.

Existing provisions	Amended provisions
Article 8 The Board of Supervisors shall have the right to propose to the Board of Directors to convene an extraordinary general meeting and such proposal shall be made to the Board of Directors in writing. The Board of Directors shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within ten days upon receipt of the proposal in accordance with the requirements of the laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association. Where the Board of Directors agrees to hold an extraordinary general meeting, a notice of the shareholders' general meeting shall be given within five days after the resolution of the Board of Directors is made. Any change to the original proposal in the notice shall be subject to approval from the Board of Supervisors. Where the Board of Directors does not agree to hold an extraordinary general meeting or fails to give a reply within ten days upon receipt of the proposal, it shall be deemed that the Board of Directors is unable or fails to perform its duty of convening a shareholders' general meeting. In such a case, the Board of Supervisors may convene and preside over the meeting on its own.	**Article 8** The ~~Board of Supervisors~~ **audit committee** shall have the right to propose to the Board of Directors to convene an extraordinary general meeting and such proposal shall be made to the Board of Directors in writing. The Board of Directors shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within ten days upon receipt of the proposal in accordance with the requirements of the laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association. Where the Board of Directors agrees to hold an extraordinary general meeting, a notice of the shareholders' general meeting shall be given ~~within five days after the resolution of the Board of Directors is made~~ **in a timely manner**. Any change to the original proposal in the notice shall be subject to approval from the ~~Board of Supervisors~~ **audit committee**. Where the Board of Directors does not agree to hold an extraordinary general meeting or fails to give a reply within ten days upon receipt of the proposal, it shall be deemed that the Board of Directors is unable or fails to perform its duty of convening a shareholders' general meeting. In such a case, the ~~Board of Supervisors~~ **audit committee** may convene and preside over the meeting on its own.

Existing provisions	Amended provisions
Article 9 Shareholder(s) individually or collectively holding 10% or more of the shares of the Company (the Company's treasury shares are not included in the total number of shares in this case) shall have the right to request the Board of Directors to convene an extraordinary general meeting and such request shall be made to the Board of Directors in writing. The Board of Directors shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within ten days upon receipt of the request in accordance with the requirements of the laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association. Where the Board of Directors agrees to hold an extraordinary general meeting, it shall issue a notice of the shareholders' general meeting within five days after the resolution is made. Any change to the original request in the notice shall be subject to approval from the relevant shareholders. Where the Board of Directors does not agree to hold an extraordinary general meeting or fails to give a reply within ten days upon receipt of the request, shareholders who individually or together hold 10% or more of the shares of the Company shall have the right to submit a proposal to the Board of Supervisors on holding an extraordinary general meeting and such request shall be made in writing. The Board of Supervisors shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within ten days upon receipt of the proposal in accordance with the requirements of the laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.	**Article 9** Shareholder(s) individually or collectively holding 10% or more of the shares of the Company (the Company's treasury shares are not included in the total number of shares in this case) shall have the right to request the Board of Directors to convene an extraordinary general meeting and such request shall be made to the Board of Directors in writing. The Board of Directors shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within ten days upon receipt of the request in accordance with the requirements of the laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association. Where the Board of Directors agrees to hold an extraordinary general meeting, it shall issue a notice of the shareholders' general meeting ~~within five days after the resolution is made~~ **<u>in a timely manner</u>**. Any change to the original request in the notice shall be subject to approval from the relevant shareholders. Where the Board of Directors does not agree to hold an extraordinary general meeting or fails to give a reply within ten days upon receipt of the request, shareholders who individually or together hold 10% or more of the shares of the Company shall have the right to submit a proposal to the ~~Board of Supervisors~~ **<u>audit committee</u>** on holding an extraordinary general meeting and such request shall be made in writing. The ~~Board of Supervisors~~ **<u>audit committee</u>** shall give a written response as to whether or not it agrees to convene such an extraordinary general meeting within ten days upon receipt of the proposal in accordance with the requirements of the laws, regulative laws and regulations, the Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.

Existing provisions	Amended provisions
Where the Board of Supervisors agrees to hold an extraordinary general meeting, it shall issue a notice of shareholders' general meeting within five days after receiving the request. Any changes to the original request in the notice shall be approved by the relevant shareholders. Where the Board of Supervisors fails to give the notice of the shareholders' general meeting within the specified time limit, it shall be deemed that the Board of Supervisors does not convene or preside over the meeting, in which case, shareholders who individually or together hold 10% or more of the shares of the Company for ninety or more consecutive days may convene and preside over the meeting on their own. Where laws, regulative laws and regulations, and relevant rules of the securities regulatory authority where the Company's shares are listed otherwise require, those provisions shall prevail.	Where the ~~Board of Supervisors~~ **audit committee** agrees to hold an extraordinary general meeting, it shall issue a notice of shareholders' general meeting ~~within five days after receiving the request~~ **in a timely manner**. Any changes to the original request in the notice shall be approved by the relevant shareholders. Where the ~~Board of Supervisors~~ **audit committee** fails to give the notice of the shareholders' general meeting within the specified time limit, it shall be deemed that the ~~Board of Supervisors~~ **audit committee** does not convene or preside over the meeting, in which case, shareholders who individually or together hold 10% or more of the shares of the Company for ninety or more consecutive days may convene and preside over the meeting on their own. Where laws, regulative laws and regulations, and relevant rules of the securities regulatory authority where the Company's shares are listed otherwise require, those provisions shall prevail.
Article 10 If the shareholders' general meeting is convened by the Board of Supervisors or shareholders on their own, a written notice shall be issued to the Board of Directors. Prior to the notice of the shareholders' general meeting, the proportion of shares held by the convening shareholders shall not be less than 10%.	**Article 10** If the shareholders' general meeting is convened by the ~~Board of Supervisors~~ **audit committee** or shareholders on their own, a written notice shall be issued to the Board of Directors. Prior to the notice of the shareholders' general meeting, the proportion of shares held by the convening shareholders shall not be less than 10%.
Article 11 The Board of Directors and the secretary to the Board of Directors should cooperate with the Board of Supervisors or shareholders to convene shareholders' general meetings on their own. The Board of Directors shall provide the register of shareholders on the record date of equity interests.	**Article 11** The Board of Directors and the secretary to the Board of Directors should cooperate with the ~~Board of Supervisors~~ **audit committee** or shareholders to convene shareholders' general meetings on their own. The Board of Directors shall provide the register of shareholders on the record date of equity interests.
Article 12 The expenses necessary for the shareholders' general meeting convened by the Board of Supervisors or the shareholders themselves shall be borne by the Company.	**Article 12** The expenses necessary for the shareholders' general meeting convened by the ~~Board of Supervisors~~ **audit committee** or the shareholders themselves shall be borne by the Company.

Existing provisions	Amended provisions
CHAPTER 3 PROPOSALS AND NOTICES OF SHAREHOLDERS' GENERAL MEETINGS	**CHAPTER 3 PROPOSALS AND NOTICES OF SHAREHOLDERS' GENERAL MEETINGS**
Article 14 When the Company convenes a general meeting, the Board of Directors, the Board of Supervisors, and Shareholder(s) individually or jointly holding 1% or more of the Shares of the Company shall have the right to make a proposal to the Company. ……	**Article 14** When the Company convenes a general meeting, the Board of Directors, the ~~Board of Supervisors~~ **audit committee**, and Shareholder(s) individually or jointly holding 1% or more of the Shares of the Company shall have the right to make a proposal to the Company. ……
Article 17 For matters related to the election of Directors and Supervisors to be discussed at a general meeting, detailed particulars of the candidates for Directors and Supervisors shall be fully disclosed in the notice of general meeting, including at least the following: (1) personal information such as educational background, work experience, and part-time jobs; (2) connected (related) relationship with the Company or its controlling shareholders and de facto controllers (if any); (3) number of Shares held in the Company; (4) penalty imposed by the CSRC or other relevant authorities and punishment imposed by the stock exchange (if any). Except for the election of Directors and Supervisors carried out through the accumulative voting system, each candidate for a Director or Supervisor shall be nominated by a separate proposal.	**Article 17** For matters related to the election of Directors ~~and Supervisors~~ to be discussed at a general meeting, detailed particulars of the candidates for Directors ~~and Supervisors~~ shall be fully disclosed in the notice of general meeting, including at least the following: (1) personal information such as educational background, work experience, and part-time jobs; (2) connected (related) relationship with the Company or its controlling shareholders and de facto controllers (if any); (3) number of Shares held in the Company; (4) penalty imposed by the CSRC or other relevant authorities and punishment imposed by the stock exchange (if any). Except for the election of Directors ~~and Supervisors~~ carried out through the accumulative voting system, each candidate for a Director ~~or Supervisor~~ shall be nominated by a separate proposal.

Existing provisions	Amended provisions
CHAPTER 4 HOLDING OF SHAREHOLDERS' GENERAL MEETINGS	**CHAPTER 4 HOLDING OF SHAREHOLDERS' GENERAL MEETINGS**
Article 20 A shareholders' general meeting shall be convened at the Company's registered address or any other place as determined by the convener of the shareholders' general meeting. The shareholders' general meeting shall have a venue and be held in the form of an on-site meeting. The Company will also provide online voting to facilitate shareholders' participation in shareholders' general meetings, provided that the applicable laws, administrative regulations, departmental rules, regulatory documents and the Hong Kong Listing Rules are not violated. Shareholders who attend the shareholders' general meeting through the aforesaid methods shall be deemed to have attended the shareholders' general meeting.	**Article 20** A shareholders' general meeting shall be convened at the Company's registered address or any other place as determined by the convener of the shareholders' general meeting. The shareholders' general meeting shall have a venue and be held in the form of an on-site meeting. The Company **can**~~will~~ also **hold through electronic communication methods and** provide online voting to facilitate shareholders' participation in shareholders' general meetings, provided that the applicable laws, administrative regulations, departmental rules, regulatory documents and the Hong Kong Listing Rules are not violated. Shareholders who attend the shareholders' general meeting through the aforesaid methods shall be deemed to have attended the shareholders' general meeting.
Article 23 If an individual Shareholder attends the meeting in person, he/she shall produce his/her identity card or other valid documents or certificates proving his/her identity, and the stock account card; and if an individual Shareholder appoints a proxy to attend the meeting, such proxy shall produce his/her valid identity documents and the power of attorney of the Shareholder. ……	**Article 23** If an individual Shareholder attends the meeting in person, he/she shall produce his/her identity card or other valid documents or certificates proving his/her identity~~, and the stock account card~~; and if an individual Shareholder appoints a proxy to attend the meeting, such proxy shall produce his/her valid identity documents and the power of attorney of the Shareholder. ……

Existing provisions	Amended provisions
Article 29 When the Company holds a general meeting, all Directors, Supervisors and the secretary to the Board of Directors of the Company shall attend the meeting, and the general manager and other senior management members shall be present at the meeting as non-voting attendees, except in cases where they are unable to attend or be present at the meeting as non-voting attendees for objective reasons. Subject to the compliance with the securities regulatory rules of the places where the Shares of the Company are listed, the above-mentioned persons may attend or be present at the meeting as non-voting attendees through the Internet, video, telephone or other means with equivalent effect.	**Article 29** ~~When the Company holds a general meeting, all Directors, Supervisors and the secretary to the Board of Directors of the Company shall attend the meeting, and the general manager and other senior management members shall be present at the meeting as non-voting attendees, except in cases where they are unable to attend or be present at the meeting as non-voting attendees for objective reasons.~~ **If the general meeting requires Directors or senior management to be present at the meeting as non-voting attendees, such Directors or senior management shall be present at the meeting as non-voting attendees and respond to inquiries from shareholders.** Subject to the compliance with the securities regulatory rules of the places where the Shares of the Company are listed, the above-mentioned persons may ~~attend or~~ be present at the meeting as non-voting attendees through the Internet, video, telephone or other means with equivalent effect.
Article 30 A general meeting shall be presided over by the chairman of the Board of Directors. In the event that the chairman of the Board of Directors is unable or fails to perform his/her duties, the vice chairman of the Board of Directors shall preside over the meeting; and if the vice chairman of the Board of Directors is unable or fails to perform his/her duties, a Director jointly elected by a majority of the Directors shall preside over the meeting. A general meeting convened by the Board of Supervisors on its own 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/her duties, a Supervisor jointly elected by a majority of the Supervisors shall preside over the meeting. ……	**Article 30** A general meeting shall be presided over by the chairman of the Board of Directors. In the event that the chairman of the Board of Directors is unable or fails to perform his/her duties, the vice chairman of the Board of Directors shall preside over the meeting; and if the vice chairman of the Board of Directors is unable or fails to perform his/her duties, a Director jointly elected by a majority of the Directors shall preside over the meeting. A general meeting convened by the ~~Board of Supervisors~~ **audit committee** on its own shall be presided over by the chairman of the ~~Board of Supervisors~~ **audit committee**. If the chairman of the ~~Board of Supervisors~~ **audit committee** is unable or fails to perform his/her duties, ~~a Supervisor jointly elected by a majority of the Supervisors shall preside over the meeting~~ **an independent non-executive director jointly elected by more than half of the members of the audit committee shall preside over the meeting**. ……

Existing provisions	Amended provisions
Article 31 At the annual general meeting, the Board of Directors and the Board of Supervisors shall report to the general meeting on its work in the past year. Each independent Director shall also report his/her work.	**Article 31** At the annual general meeting, the Board of Directors ~~and the Board of Supervisors~~ shall report to the general meeting on its work in the past year. Each independent Director shall also report his/her work.
Article 32 The Directors, Supervisors and senior management members shall give elaborations and explanations to the queries raised and suggestions made by the Shareholders at the general meetings, except for those related to the trade secrets of the Company that cannot be disclosed at the general meetings.	**Article 32** The Directors~~, Supervisors~~ and senior management members shall give elaborations and explanations to the queries raised and suggestions made by the Shareholders at the general meetings, except for those related to the trade secrets of the Company that cannot be disclosed at the general meetings.
Article 34 Minutes shall be maintained for general meetings and shall be kept by the secretary to the Board of Directors. The minutes shall record the following: (1) the date and venue of, and the agenda for the meeting, as well as the name or title of its convener; (2) the name of the chairman of the meeting as well as the names of the Directors, the Supervisors, the secretary to the Board of Directors, the general manager and other senior management members attending or present at the meeting as non-voting attendees;	**Article 34** Minutes shall be maintained for general meetings and shall be kept by the secretary to the Board of Directors. The minutes shall record the following: (1) the date and venue of, and the agenda for the meeting, as well as the name or title of its convener; (2) the name of the chairman of the meeting as well as the names of the Directors, ~~the Supervisors,~~ the secretary to the Board of Directors, the general manager and other senior management members ~~attending or~~ present at the meeting as non-voting attendees; ......
Article 35 The convener shall ensure the truthfulness, accuracy and completeness of the minutes. The Directors, the Supervisors, the secretary to the Board of Directors, the convener or its representative, and the chairman of the meeting present at the meeting shall sign the minutes. The minutes shall be kept together with the signature list of the Shareholders present at the meeting, the proxy form, and the valid materials relating to the voting conducted through the Internet and by other means, for a period of 10 years.	**Article 35** The convener shall ensure the truthfulness, accuracy and completeness of the minutes. The Directors, ~~the Supervisors,~~ the secretary to the Board of Directors, the convener or its representative, and the chairman of the meeting present at the meeting shall sign the minutes. The minutes shall be kept together with the signature list of the Shareholders present at the meeting, the proxy form, and the valid materials relating to the voting conducted through the Internet and by other means, for a period of 10 years.

Existing provisions	Amended provisions
CHAPTER 5 VOTING AND RESOLUTIONS AT SHAREHOLDERS' GENERAL MEETINGS	**CHAPTER 5 VOTING AND RESOLUTIONS AT SHAREHOLDERS' GENERAL MEETINGS**
Article 38 The following matters shall be approved by ordinary resolutions at the general meetings: (1) the work reports of the Board of Directors and the Board of Supervisors; (2) the profit distribution plan and the loss making-up plan prepared by the Board of Directors; (3) the appointment and removal of members of the Board of Directors and the Board of Supervisors and their remuneration and methods of payment;	**Article 38** The following matters shall be approved by ordinary resolutions at the general meetings: (1) the work reports of the Board of Directors~~ and the Board of Supervisors~~; (2) the profit distribution plan and the loss making-up plan prepared by the Board of Directors; (3) the appointment and removal of members of the Board of Directors ~~and the Board of Supervisors~~ and their remuneration and methods of payment; ......
Article 44 The list of candidates for Directors and Supervisors shall be submitted by way of a proposal to a general meeting for voting. When voting on the election of Directors and Supervisors at a general meeting, the cumulative voting system may be adopted pursuant to the provisions of the Articles of Association or the resolutions of the general meeting. The cumulative voting system mentioned in the preceding paragraph shall refer to that fact that when Directors or Supervisors are elected at a general meeting, each Share shall be entitled to 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 in a concentrated manner. The Board of Directors shall disclose to the Shareholders the biographical details and basic information of the candidates for Directors and Supervisors.	**Article 44** The list of candidates for Directors ~~and Supervisors~~ shall be submitted by way of a proposal to a general meeting for voting. When voting on the election of Directors ~~and Supervisors~~ at a general meeting, the cumulative voting system may be adopted pursuant to the provisions of the Articles of Association or the resolutions of the general meeting. The cumulative voting system mentioned in the preceding paragraph shall refer to that fact that when Directors ~~or Supervisors~~ are elected at a general meeting, each Share shall be entitled to 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 in a concentrated manner. The Board of Directors shall disclose to the Shareholders the biographical details and basic information of the candidates for Directors~~ and Supervisors~~.

Existing provisions	Amended provisions
Article 45 When a shareholders' general meeting adopts the cumulative voting system for the election of Directors and Supervisors, the following provisions shall apply: (1) Each voting share entitles the shareholder to the same number of votes as there are Directors and Supervisors to be elected. Shareholders may freely distribute their votes among the candidates for Directors and Supervisors, either by splitting their votes across multiple candidates or by concentrating all votes on a single candidate; (2) The total number of votes a shareholder casts for any candidate for Director or Supervisor shall not exceed the total number of votes the shareholder possesses for all candidates. Any votes cast in violation of this limit will be deemed invalid; (3) Candidates for Directors and Supervisors are elected based on the number of votes received, starting with the highest. To be elected, a candidate must receive more than half of the total votes held by shareholders present at the meeting (including those represented by proxies); (4) If two or more candidates for Director or Supervisor receive the same number of votes and their vote is the lowest among the elected candidates, and electing all of them would result in exceeding the number of Directors or Supervisors to be elected, a re-election will be held for those candidates who received the tied votes. If a definitive selection cannot be made after the re-election, the candidates involved shall be presented for election at the next shareholders' general meeting; (5) If fewer Directors or Supervisors are elected than required at the shareholders' general meeting, the Company shall hold a subsequent shareholders' general meeting to elect the remaining Directors and Supervisors in accordance with the provisions of the Articles of Association.	**Article 45** When a shareholders' general meeting adopts the cumulative voting system for the election of Directors ~~and Supervisors~~, the following provisions shall apply: (1) Each voting share entitles the shareholder to the same number of votes as there are Directors ~~and Supervisors~~ to be elected. Shareholders may freely distribute their votes among the candidates for Directors ~~and Supervisors~~, either by splitting their votes across multiple candidates or by concentrating all votes on a single candidate; (2) The total number of votes a shareholder casts for any candidate for Director ~~or Supervisor~~ shall not exceed the total number of votes the shareholder possesses for all candidates. Any votes cast in violation of this limit will be deemed invalid; (3) Candidates for Directors ~~and Supervisors~~ are elected based on the number of votes received, starting with the highest. To be elected, a candidate must receive more than half of the total votes held by shareholders present at the meeting (including those represented by proxies); (4) If two or more candidates for Director ~~or Supervisor~~ receive the same number of votes and their vote is the lowest among the elected candidates, and electing all of them would result in exceeding the number of Directors ~~or Supervisors~~ to be elected, a re-election will be held for those candidates who received the tied votes. If a definitive selection cannot be made after the re-election, the candidates involved shall be presented for election at the next shareholders' general meeting; (5) If fewer Directors ~~or Supervisors~~ are elected than required at the shareholders' general meeting, the Company shall hold a subsequent shareholders' general meeting to elect the remaining Directors ~~and Supervisors~~ in accordance with the provisions of the Articles of Association.

Existing provisions	Amended provisions
Article 50 Prior to voting on any proposal at a shareholders' general meeting, two shareholder representatives shall be elected to oversee and verify the counting of votes. If the proposal concerns specific shareholders, those shareholders and their proxies shall be excluded from participating in the vote counting and supervision process. When voting on a proposal at a shareholders' general meeting, legal counsel (if any), shareholder representatives, supervisors, and other relevant parties appointed in accordance with the Hong Kong Listing Rules shall jointly be responsible for counting and supervising the votes, in compliance with the provisions of the Listing Rules. The voting results shall be announced immediately at the meeting and recorded in the minutes of the meeting. ……	**Article 50** ~~Prior to voting on any proposal at a shareholders' general meeting, two shareholder representatives shall be elected to oversee and verify the counting of votes. If the proposal concerns specific shareholders, those shareholders and their proxies shall be excluded from participating in the vote counting and supervision process.~~ When voting on a proposal at a shareholders' general meeting, ~~legal counsel (if any), shareholder representatives, supervisors, and other~~ relevant parties appointed in accordance with the Hong Kong Listing Rules shall ~~jointly~~ be responsible for counting and supervising the votes, in compliance with the provisions of the Listing Rules. The voting results shall be announced immediately at the meeting and recorded in the minutes of the meeting. ……
Article 56 If the shareholders' general meeting approves a proposal for the election of Directors or Supervisors, the newly elected Directors and Supervisors shall be deemed qualified and shall assume office from the date the resolution is passed.	**Article 56** If the shareholders' general meeting approves a proposal for the election of Directors~~ or Supervisors~~, the newly elected Directors ~~and Supervisors~~ shall be deemed qualified and shall assume office from the date the resolution is passed.
CHAPTER 6 SUPPLEMENTARY PROVISIONS	**CHAPTER 6 SUPPLEMENTARY PROVISIONS**
Article 62 These rules shall supplement the Company's Articles of Association and have equal legal effect. They shall come into effect and become enforceable upon approval by the general meeting and from the date when the Company's publicly issued H shares are officially listed and traded on the main board of the Hong Kong Stock Exchange. Upon effectiveness, the original "Rules of Procedure of the Shareholders' General Meeting" of the Company shall be automatically repealed.	**Article 62** These rules shall supplement the Company's Articles of Association and have equal legal effect. They shall come into effect and become enforceable ~~upon~~ **from the date of** approval by the general meeting ~~and from the date when the Company's publicly issued H shares are officially listed and traded on the main board of the Hong Kong Stock Exchange~~. Upon effectiveness, the original "Rules of Procedure of the Shareholder's General Meeting" of the Company shall be automatically repealed.

Due to the deletion and addition of new articles, the serial numbers of the original articles (including the serial numbers of the quoted articles) have been changed and will not be listed one by one as long as no other amendments are involved.

COMPARISON TABLE OF AMENDMENTS TO THE RULES OF PROCEDURE OF THE BOARD OF DIRECTORS

Existing provisions	Amended provisions
Article 3 Regular Meetings The meetings of the Board are divided into regular meetings and interim meetings. The Board shall hold at least four regular meetings each year, which shall be convened by the chairman of the Board or a person authorized by the chairman of the Board. All directors and supervisors shall be notified in writing 14 days before the regular meeting.	**Article 3 Regular Meetings** The meetings of the Board are divided into regular meetings and interim meetings. The Board shall hold at least four regular meetings each year, which shall be convened by the chairman of the Board or a person authorized by the chairman of the Board. All directors~~ and supervisors~~ shall be notified in writing 14 days before the regular meeting.
Article 5 Interim Meetings The Board shall hold an interim meeting under any of the following circumstances: (1) Shareholders representing one-tenth or more of the voting rights propose; (2) One-third or more of the Directors jointly propose; (3) The Board of Supervisors proposes; (4) The chairman of the Board proposes; (5) Other circumstances stipulated in the Articles of Association.	**Article 5 Interim Meetings** The Board shall hold an interim meeting under any of the following circumstances: (1) Shareholders representing one-tenth or more of the voting rights propose; (2) One-third or more of the Directors jointly propose; (3) The ~~Board of Supervisors~~**audit committee** proposes; (4) The chairman of the Board proposes; (5) Other circumstances stipulated in the Articles of Association.
Article 8 Notices of Meetings For convening regular and interim Board meetings, the Board office shall issue written notices to all Directors and Supervisors ten days and five days in advance, respectively, through direct delivery, fax, mail, email, or other means. For non-direct delivery, confirmation shall also be made via telephone, with corresponding records kept.	**Article 8 Notices of Meetings** For convening regular and interim Board meetings, the Board office shall issue written notices to all Directors ~~and Supervisors ten~~**fourteen** days and ~~five~~**three** days in advance, respectively, through direct delivery, fax, mail, email, or other means. For non-direct delivery, confirmation shall also be made via telephone, with corresponding records kept. ......

Existing provisions	Amended provisions
Article 11 Convening of Meetings A Board meeting shall be held only when over half of the Directors are present. Directors shall not refuse or neglect to attend Board meetings without a justifiable reason. Supervisors may attend the Board meetings as non-voting attendees; the general manager and secretary to the Board, if not concurrently serving as Directors, shall attend the Board meetings as non-voting attendees. The chairperson of the meetings may, when deemed necessary, notify other relevant personnel to attend the Board meetings as non-voting attendees.	**Article 11 Convening of Meetings** A Board meeting shall be held only when over half of the Directors are present. Directors shall not refuse or neglect to attend Board meetings without a justifiable reason. ~~Supervisors may attend the Board meetings as non-voting attendees; t~~**T**he general manager and secretary to the Board, if not concurrently serving as Directors, shall attend the Board meetings as non-voting attendees. The chairperson of the meetings may, when deemed necessary, notify other relevant personnel to attend the Board meetings as non-voting attendees.
Article 30 Supplementary Provision In these rules, "or more" includes the specified number, while "over" excludes the specified number. These rules shall supplement the Company's Articles of Association and have equal legal effect. They shall come into effect and become enforceable upon approval by the general meeting and from the date when the Company's publicly issued H shares are officially listed and traded on the main board of the Hong Kong Stock Exchange. Upon effectiveness, the original "Rules of Procedure of the Board of Directors" of the Company shall be automatically repealed. These rules shall be interpreted by the Board.	**Article 30 Supplementary Provision** In these rules, "or more" includes the specified number, while "over" excludes the specified number. These rules shall supplement the Company's Articles of Association and have equal legal effect. They shall come into effect and become enforceable ~~upon~~ **from the date of** approval by the general meeting~~ and from the date when the Company's publicly issued H shares are officially listed and traded on the main board of the Hong Kong Stock Exchange~~. Upon effectiveness, the original "Rules of Procedure of the Board of Directors" of the Company shall be automatically repealed. These rules shall be interpreted by the Board.

Due to the deletion and addition of new articles, the serial numbers of the original articles (including the serial numbers of the quoted articles) have been changed and will not be listed one by one as long as no other amendments are involved.

Wuhan Dazhong Dental Medical Co., Ltd.
武漢大眾口腔醫療股份有限公司

(A joint stock company with limited liability incorporated in the People's Republic of China)
(Stock Code: 2651)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "**EGM**") of Wuhan Dazhong Dental Medical Co., Ltd. (the "**Company**") will be held at No. 8 Conference Room, 11/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC at 9:00 a.m. on Friday, October 24, 2025 for the purpose of considering and, if thought fit, passing the following resolutions:

SPECIAL RESOLUTION

1. To consider and approve the resolution in relation to the cancellation of the Board of Supervisors and amendments to the Articles of Association of the Company.

ORDINARY RESOLUTIONS

2. To consider and approve the resolution in relation to amendments to the Rules of Procedure of the Shareholders' General Meeting of the Company.

3. To consider and approve the resolution in relation to amendments to the Rules of Procedure of the Board of Directors of the Company.

4. To consider and approve the resolution in relation to the authorization to the Board and/or its authorized persons to have full authority to review and consider the content related to the Board of Supervisors or Supervisors in other rules and regulations of the Company and make appropriate amendments accordingly.

5. To consider and approve the resolution in relation to the appointment of Mr. Xie Dong as an independent non-executive Director.

By order of the Board
Wuhan Dazhong Dental Medical Co., Ltd.
Mr. Yao Xue
Chairman and Executive Director

Wuhan, Hubei Province, PRC
October 8, 2025

Notes:

1. In order to determine the list of shareholders of the Company (the "**Shareholders**") entitled to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, October 21, 2025 to Friday, October 24, 2025 (both days inclusive), during which period no transfer of shares of the Company will be registered. To ascertain the Shareholders' entitlement to attend and vote at the EGM, all properly completed share transfer forms accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in respect of H Shareholders) or the Company's Board office at Room 5, 11/F and Rooms 601, 608-612, 6/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC (in respect of Shareholders of Unlisted Shares), no later than 4:30 p.m. on Monday, October 20, 2025. Shareholders whose names appear on the register of members of the Company on Friday, October 24, 2025 are entitled to attend and vote at the EGM.

2. Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote in his/her/its stead. A proxy need not be a shareholder of the Company but must attend the EGM in person to represent the relevant Shareholder.

   The instrument appointing a proxy must be in writing under the hand of the Shareholder or his/her/its attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its Director(s) or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarized.

   The Shareholder must deposit the form of proxy together with the notarized power of attorney or other authorization documents (if any) at the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in respect of H Shareholders) or the Company's Board office at Room 5, 11/F and Rooms 601, 608-612, 6/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC (in respect of Shareholders of Unlisted Shares), not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be) (i.e. not later than 9:00 a.m. on Thursday, October 23, 2025). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM or any adjournment thereof (as the case may be) should they so wish at that time.

3. In accordance with Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, voting on the resolutions set out in the notice of the EGM will be conducted by way of poll.

4. The EGM is expected to last for half a day. Shareholders or their appointed proxies attending the EGM or any adjournment thereof (as the case may be) shall produce their identity documents. Shareholders or their appointed proxies attending the EGM shall be responsible for their own transportation and accommodation expenses.

5. For details of the resolutions, please refer to the circular of the Company dated October 8, 2025.

6. If the attending Shareholder is a corporation, its legal representative shall present his or her ID card, a valid certificate proving his or her qualification as a legal representative and proof of shareholding; if a proxy is appointed to attend the meeting, such proxy shall present his or her ID card and a written power of attorney issued by the relevant Shareholder in accordance with law.

7. All dates and times in this notice refer to Hong Kong dates and times.