JIANGXI COPPER COMPANY LIMITED
RULES FOR GENERAL MEETINGS

TABLE OF CONTENTS

Chapter I General Provisions

Article 1 For the purpose of standardising behaviors of Jiangxi Copper Company Limited (hereinafter referred to as the "Company") and safeguarding legitimate exercise of authority by the General Meeting, the Company hereby prepares these rules in accordance with rules and regulations such as the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Securities Law of the People's Republic of China (hereinafter referred as to the "Securities Law"), Guidelines for Articles of Association of Listed Company, Rules of the General Meeting of Listed Companies, Corporate Governance Standards for Listed Companies, related securities or stock listing rules of the stock exchanges where the shares of the Company are listed (including but not limited to The Stock Exchange of Hong Kong Limited and Shanghai Stock Exchange) (hereinafter referred to as the "Listing Rules"), Articles of Association of Jiangxi Copper Company Limited and its amendments (hereinafter referred to as the "Articles of Association").

Article 2 The Company shall hold the General Meetings in strict accordance with laws, administrative regulations, these rules, the Listing Rules and the Articles of Association and safeguard shareholders' legitimate exercise of rights.

The Board of Directors shall earnestly execute the duties and organise the General Meeting in a careful and timely manner. All directors of the Company shall work diligently to ensure normal holding of the General Meeting and legitimate exercise of the authority.

Article 3 The General Meeting shall execute the duties within the scope specified by Company Law and Articles of Association.

Article 4 The General Meetings are divided into annual General Meeting and extraordinary General Meeting. Annual General Meetings shall be held once every year within 6 months after completion of the previous accounting year. Extraordinary General Meetings may be held irregularly. Under one of following circumstances, an extraordinary General Meeting shall be held within 2 months after occurrence date of the fact:

(I) If the number of directors is less than that specified in the Company Law or less than two thirds of that specified in the Articles of Association;

(II) Amount of unrecovered losses of the Company reaches one third of total amount of the capital of the Company;

(III) Shareholders, who separately or jointly hold 10% or above voting rights of the Company's shares (including preferred shares with restored voting rights but excluding treasury shares), request that an extraordinary General Meeting be convened;

(IV) The Board of Directors deems it as necessary;

(V) The Independent Audit Committee (Audit Committee) (hereinafter referred to as the "Audit Committee") proposes to hold;

(VI) Under circumstances specified by laws, administrative regulations, departmental rules, the Listing Rules or the Articles of Association.

If the Company fails to hold a General Meeting during the aforesaid period, the Company shall make a report to the local agency of China Securities Regulatory Commission (hereinafter referred to as the "CSRC") and the stock exchanges where the shares of the Company are listed (hereinafter referred to as the "Stock Exchanges"), state reasons and make a public announcement in accordance with related provisions.

Article 5 At the time of holding the General Meeting, the Company shall engage a lawyer to issue legal opinions about following matters and make a public announcement:

(I) Whether the procedures of convening and holding of the General Meeting comply with laws, administrative regulations, and the Articles of Association;

(II) Whether qualification of participants and convener of the meeting is legitimate and valid;

(III) Whether voting procedure and voting result of the meeting is legitimate and valid;

(IV) Legal opinions on other related matters given at the request of the Company.

Chapter II Convening of the General Meeting

Article 6 Board of Directors shall timely convene the General Meeting within the period specified in Article 4 of these rules.

Article 7 Upon approval by more than half of all the independent directors, independent directors shall have the right to make a proposal to the Board of Directors for holding an extraordinary General Meeting. As for independent directors' proposals about holding the extraordinary General Meeting, the Board of Directors shall, in accordance with laws, administrative regulations and the Articles of Association, give a written opinion about whether to approve holding of the extraordinary General Meeting within 10 days upon receipt of proposals.

If the Board of Directors agrees to hold the extraordinary General Meeting, a notice about holding the General Meeting shall be announced within 5 days after a resolution is made by the Board of Directors. If the Board of Directors disagrees to hold the extraordinary General Meeting, reasons shall be stated and a public announcement shall be made.

Article 8 The Audit Committee shall have the right to make a written proposal to the Board of Directors for holding an extraordinary General Meeting. The Board of Directors shall, in accordance with laws, administrative regulations and the Articles of Association, give a written opinion about whether to approve holding of the extraordinary General Meeting within 10 days upon receipt of the proposal.

If the Board of Directors agrees to hold an extraordinary General Meeting, a notice about holding the General Meeting shall be announced within 5 days after a resolution is made by the Board of Directors. As for changes contained in the notice made in response to the original proposal, consent shall be obtained from the Audit Committee.

If the Board of Directors disagrees to hold the extraordinary General Meeting or fails to give a written opinion within 10 days upon receipt of the proposal, the Board of Directors shall be deemed to have failed or refused to perform the duty of convening the General Meeting, and the Audit Committee may convene and preside over the General Meeting.

Article 9 If shareholders request to convene an extraordinary General Meeting, the following procedures shall be followed:

(I) Shareholders, who separately or jointly hold 10% or above voting rights (including preferred shares with restored voting rights but excluding treasury shares), may request the Board of Directors to convene an extraordinary General Meeting, which shall be made in writing to the Board of Directors, and expound the topic for discussion at the meeting. The Board of Directors shall give a written opinion about whether to approve holding of the extraordinary General Meeting within 10 days upon receipt of the foregoing written request. If the Board of Directors agrees to hold an extraordinary General Meeting, a notice about holding the General Meeting shall be announced within 5 days after a resolution is made by the Board of Directors. As for changes contained in the notice made in response to the original, consent shall be obtained from relevant shareholders.

(II) If the Board of Directors disagrees to hold a General Meeting or fails to give a written opinion within 10 days upon receipt of the request, shareholders who separately or jointly hold 10% or above voting rights (including preferred shares with restored voting rights but excluding treasury shares) of the Company shall request the Audit Committee to convene an extraordinary General Meeting, which shall be made in writing to the Audit Committee. If the Audit Committee agrees to hold a General Meeting, a notice about holding the General Meeting shall be announced within 5 days upon receipt of the request. As for changes contained in the notice made in response to the original request, consent shall be obtained from relevant shareholders.

(III) If the Audit Committee does not issue the notice of the General Meeting within the prescribed period, it shall be deemed that the Audit Committee does not convene and preside over the General Meeting. Shareholders who separately or jointly hold 10% or above voting rights (including preferred shares with restored voting rights but excluding treasury shares) of the Company for more than 90 consecutive days can convene and preside over the meeting by themselves.

Article 10 If the Audit Committee or shareholders decide to convene a General Meeting by themselves, they shall inform the Board of Directors of the same in written form and go through the procedure of filing with the competent authority in accordance with applicable regulations.

Before public announcement of resolutions made at the General Meeting, the voting rights (including preferred shares with restored voting rights but excluding treasury shares) proportion of the convening shareholder shall not be less than 10%.

At the time of giving the notice of the General Meeting and releasing public announcement of resolutions made at the General Meeting, the Audit Committee or the convening shareholder shall submit related supporting materials to the Stock Exchanges in accordance with the regulatory requirements of the listing location where the shares of the Company are listed.

Article 11 As for the General Meeting convened by the Audit Committee or shareholders, the Board of Directors and the secretary of Board of Directors shall cooperate. The Board of Directors shall provide a register of shareholders prepared at the date of shares registration. If the Board of Directors fails to provide a register of shareholders, the convener may apply to a securities registration and clearing institution for the register with the related public announcement about holding a General Meeting. Register of shareholders obtained by the convener shall not be used for purposes other than holding of a General Meeting.

Article 12 As for the General Meeting convened by the Audit Committee or shareholders, expenses necessary for the meeting shall be borne by the Company.

Chapter III Proposals and Notices of the General Meeting

Article 13 The content of proposals shall fall into the scope of duties of the General Meeting, contain concrete topics and specific decision items and comply with related provisions of laws, administrative regulations, listing rules and the Articles of Association.

Article 14 The Board of Directors, the Audit Committee and shareholders individually or aggregately holding over 1 % (including preferred shares with restored voting rights) of the shares of the Company shall have the right to propose resolutions to the Company when the Company convenes the General Meeting.

Shareholders, individually or aggregately, holding over 1% of the shares of the Company (including preferred shares with restored voting rights) shall have the right to propose provisional resolutions to the convener in writing ten (10) days prior to the General Meeting. Subject to compliance with relevant laws, administrative regulations and the Listing Rules of the Stock Exchanges on which the shares of the Company are listed, the convener shall within two (2) days of receipt of the provisional resolutions issue supplementary notice of the General Meeting to disclose the contents of the provisional resolutions, and submit the provisional resolutions to the General Meeting for consideration, except for provisional resolutions that violate the requirements of the laws, administrative regulations or the Articles of Association, or are not within the scope of authority of the General Meeting.

Save as stipulated in the above paragraph, the convener shall not change the resolutions stated in the notice of the General Meeting or add new resolutions after the announcement of such notice.

No voting or passing of resolution shall be made at the General Meeting on resolutions which are not stated in the notice of the General Meeting or do not comply with the provisions under Article 13.

Article 15 The Company shall, twenty (20) days before the date of the meeting, give written notice of the annual General Meeting; when the Company convenes an extraordinary General Meeting, the Company shall give written notice at least fifteen (15) days prior to the date of the meeting, and inform all registered shareholders of the matters to be considered at the meeting, and the date and venue of the meeting. The Company shall exclude the day of the meeting when calculating the starting period.

Article 16 The notice of the General Meeting shall include the following:

(I) The time, place and duration of the meeting;

(II) The matters and resolutions to be considered at the meeting;

(III) Make a clear written statement that all ordinary shareholders (including shareholders holding preferred shares with restored voting rights) and shareholders holding shares with special voting rights shall have the right to attend the General Meeting, and have the right to appoint proxies in writing to attend the meeting and vote and that such shareholder proxies need not be shareholders;

(IV) Shares registration date of shareholders who have the right to attend the General Meeting;

(V) Name and telephone number of the permanent contact person of the General Meeting;

(VI) Time and procedures of voting by way of internet or other means.

The notice and the supplementary notice of the General Meeting shall sufficiently and fully disclose specific content of all resolutions and all materials and explanations necessary for shareholders to make a reasonable judgment about matters to be discussed.

Article 17 Notice of the General Meeting shall be sent to the shareholders (whether or not entitled to vote at the General Meeting) in compliance with the requirements of the Articles of Association, such as through delivery by hand or by prepaid mail. The notice shall be delivered to the addresses of the shareholders as shown in the register of shareholders. Notice of the General Meeting may be given by way of public announcement. For the notice, materials or written statements of the General Meeting to shareholders, once published on the websites of the Stock Exchanges where the shares of the Company are listed and the website of the Company, it shall be deemed that all shareholders have received the relevant notice, materials or written statements of such General Meeting.

Article 18 Failure in giving a notice of the General Meeting to a person who has the right to receive such notice due to accidental omission or such person's failure in receiving the notice of the meeting shall not invalidate the meeting or resolutions made at the meeting.

Article 19 If election of directors will be discussed at the General Meeting, the notice of the General Meeting shall fully disclose detailed materials of candidates for directors and at least contain the following information:

(I) Personal information, such as education background, work experience and part-time job;

(II) Whether they have connected relationship with the Company or its controlling shareholders or actual controllers;

(III) Number of shares held in the Company;

(IV) Whether they have been penalised by the CSRC and other related authorities or disciplined by the Stock Exchanges;

(V) Related disclosures required by the Listing Rules.

Other than adopting a cumulative voting system for the election of a director, each candidate for the director shall be put forward as an individual resolution.

Article 20 The notice of the General Meeting shall indicate date and place of the meeting and determine shares registration date. Interval between shares registration date and the meeting date shall not be over 7 working days. Once shares registration date is determined, it shall not be changed.

Article 21 After the notice of the General Meeting is announced, the General Meeting shall not be postponed or canceled without a justified reason and proposals indicated in the notice of the General Meeting shall not be canceled. In case of postponement or cancellation, the convener shall make a public announcement at least two days before the predetermined opening date and give reasons.

Chapter IV Holding of the General Meeting

Article 22 The location of the General Meeting convened by the Company shall be the Company's office or the place specified in the notice of the General Meeting. The General Meeting shall have a meeting place and shall be held in the form of an on-site meeting. The General Meeting may also be held electronically or a hybrid of both forms, and shall be conducted in accordance with provisions of the law, administrative regulations, the CSRC, the Listing Rules, or the Articles of Association, using secure, economical, and convenient network and other methods to provide convenience for shareholders.

If the shareholder who has the right to attend and vote at the General Meeting is a corporation, such shareholder may appoint a representative as its proxy to attend and vote on its behalf. If such shareholder has appointed a representative to attend any General Meeting, such shareholder shall be deemed to have attended the General Meeting in person.

Hong Kong Securities Clearing Company Limited shall have the right to appoint proxies or corporate representatives to attend General Meetings and creditors' meetings, and these proxies or corporate representatives shall enjoy the same rights as other shareholders, including the right to speak and vote at General Meetings.

Shareholders may personally attend the General Meeting and exercise voting right or entrust others to attend the meeting and exercise voting right within the authorised scope.

Article 23 The notice of the General Meeting shall expressly indicate the time and procedure of online voting or other means of voting.

The starting time for online voting or other means of voting shall not be earlier than 3:00 p.m. of the day before commencement of the on-site General Meeting or later than 9:30 a.m. of the date of commencement of the on-site General Meeting. In addition, closing time shall not be earlier than 3:00 p.m. of the closing date of the on-site General Meeting.

Article 24 Board of Directors and other conveners shall take necessary measures to ensure normal order of the General Meeting. As for behaviors interfering with the General Meeting, causing troubles or infringing legitimate rights and benefits of shareholders, Board of Directors and other conveners shall take measures to prevent such behaviors and report to the competent authority for investigation and treatment.

Article 25 All shareholders registered at shares registration date or their proxies shall have the right to attend the General Meeting and exercise voting rights in accordance with relevant laws, regulations and the Articles of Association.

Article 26 If a shareholder attends the meeting in person, such shareholder shall produce his/her identity card or other valid documents or proof that can prove his/her identity. A proxy attending the meeting on behalf of a shareholder shall produce his/her valid identity document and the authorisation letter given by such shareholder.

Article 27 In the case of a corporate shareholder, the legal representative or a proxy appointed by such legal representative may attend the meeting. If the legal representative attends the meeting, such legal representative shall produce his/her identity card and valid proof of his/her legal representative status; if a proxy attends the meeting, such proxy shall produce his/her valid identity card and a written authorisation letter issued by the legal representative of the corporate shareholder in accordance with the law.

Article 28 If the principal authorises any other person to sign the authorisation letter, the authorisation letter or other authorisation document shall be notarised. Such notarised authorisation letter or other authorisation document, together with the authorisation letter concerning voting, shall be deposited at the office of the Company or other places specified in the notice of the meeting, or provided to the Company in other ways (such as by electronic means), provided that the laws and regulations of the places where the Company is incorporated and where the shares of the Company are listed and the Listing Rules are not contravened.

Article 29 An authorisation letter issued by a shareholder to appoint another person to attend the General Meeting shall contain the following items:

(I) the name of the principal, and the class and number of the shares of the Company held by the principal;

(II) the name of the proxy;

(III) specific instructions from the shareholder, including instructions to vote for or against or abstain from voting on each matter included in the agenda of the General Meeting;

(IV) the date of issuance of the authorisation letter and its validity period;

(V) the signature (or seal) of the principal. In the case of a corporate shareholder, the common seal of the corporation shall be affixed.

Article 30 If the principal has died, lost capacity, canceled entrustment, canceled the right to issue a power of attorney or transferred related shares, voting made by shareholder proxies in accordance with power of attorney shall still remain effective as long as the Company does not receive a written notice about such matters before opening of the meeting.

Article 31 Register of personnel attending the meeting shall be prepared by the Company. The meeting register shall indicate such matters of personnel attending the meeting as names (or name of working unit), ID number, address of domicile, number of voting shares held or represented, name of the principal (or name of working unit).

Article 32 The convener and the lawyer shall verify legitimacy of shareholder qualification in accordance with the register of shareholders provided by the securities registration and settlement institution and register shareholder names or number of voting shares held by them. Before the meeting presider announces number of shareholders and proxies attending the meeting on the site and total number of voting shares held by them, meeting registration shall be terminated.

Article 33 When a General Meeting requires directors and senior management to attend the meeting as non-voting attendees, the directors and senior management shall attend the meeting as non-voting attendees and accept inquiries from the shareholders.

The chairman of the Board of Directors shall invite the chairmen of the specialised committees of the Board of Directors to attend the annual General Meeting. If the chairman of the relevant committee is unable to attend, the chairman of the Board of Directors should invite another member (or his/her duly appointed representative if such member is unable to attend) to attend. This person shall be available to answer questions at the annual General Meeting. The management of the Company shall ensure that the external auditor attends the annual General Meeting to answer questions regarding the audit works, the preparation of the audit report and its contents, the accounting policies and the independence of the auditor.

The chairman of the Audit Committee shall be available to respond to questions at the General Meeting when approving connected transactions or any other transactions requiring approval by independent shareholders.

Article 34 The General Meeting shall be held and presided over by the chairman of the Board of Directors as the chairman of the meeting. If chairman of the Board of Directors fails to attend the meeting, vice chairman of the Board of Directors shall hold and preside over the meeting (in the case that the Company has two or more vice chairmen, the meeting shall be presided over by the vice chairman selected by a majority of the directors); If neither chairman nor vice chairman of the Board of Directors can attend the meeting, a director shall be jointly elected by a majority of directors to preside over the meeting and act as the chairman of the meeting.

The General Meeting convened by the Audit Committee shall be presided by the convener of the Audit Committee. If the convener of the Audit Committee fails or refuses to perform the duty, a member of the Audit Committee shall be jointly elected by a majority of the members of the Audit Committee to preside over the meeting.

As for the General Meeting convened by shareholders, the convener shall elect a representative to preside over the meeting.

When the General Meeting is convened, if the General Meeting fails to continue due to the meeting presider's violation of these rules, a shareholder may be elected as the meeting presider upon approval by more than half of shareholders present at the General Meeting with voting rights and the General Meeting shall proceed.

Article 35 At the annual General Meeting, the Board of Directors shall make a report on the works for the previous year to the General Meeting and each independent director shall also make a work report.

Article 36 Directors and senior executives shall respond to inquiries raised by shareholders at the General Meeting and conduct other effective communication in conformity with the Listing Rules.

Article 37 Before voting, the meeting presider shall announce number of shareholders and proxies and the total number of shares with voting rights held by them. Number of shareholders and proxies present at the meeting and the total number of voting shares held by them shall be subject to the meeting register.

Shareholders (including shareholder proxies) shall exercise their voting rights at the General Meeting in proportion to the number of shares with voting rights they represent. Each share shall have one vote, except where special provisions apply to certain classes of shareholders. If a shareholder purchases shares with voting rights of the Company in violation of the provisions of the Securities Law, the voting rights of the shares outside of the regulated proportion cannot be exercised in the following 36 months after such purchase and shall not be counted into the total number of shares with voting rights present at the General Meeting.

The chairman of the General Meeting shall ensure that the detailed procedures for voting by poll are explained to the shareholders at the meeting and shall answer any questions from the shareholders regarding voting by poll.

Article 38 If a shareholder has connected relationship with matters to be considered at the General Meeting, such shareholder shall avoid voting and the number of shares with voting rights held by such shareholder will not be included into total number of shares with voting rights held by shareholders present at the General Meeting. The announcement of the General Meeting resolution shall fully disclose the voting results of the unconnected shareholders.

At the time of considering significant matters affecting interest of small and medium investors at the General Meeting, the votes of small and medium investors shall be separately calculated. Result of the separate calculation shall be publicly disclosed in a timely manner.

The Company holding its own shares shall have no voting right and such part of shares will not be included into total number of shares with voting rights held by shareholders present at the General Meeting.

The Board of Directors, independent directors, shareholders holding more than 1% of the shares with voting rights or the investor protection institutions established in accordance with laws, administrative regulations or the requirements of the CSRC may publicly solicit shareholder voting right. In case of solicitation of shareholder voting right, specific voting intention and any other relevant information shall be fully disclosed to persons whose voting rights are being solicited. It is prohibited to solicit shareholder voting rights with payment or disguised payment. Except under statutory conditions, the Company shall not impose restriction on minimum shareholding proportion against solicitation of voting rights.

Article 39 Other than the cumulative voting system, all resolutions shall be voted one by one at the General Meeting. In case of different resolutions in response to the same matter, such resolutions shall be voted in accordance with the order in which the resolutions are put forward. The General Meeting shall not suspend voting or refuse to vote, unless the General Meeting is suspended or fails to make resolutions for special reasons such as force majeure.

Article 40 At the time of considering resolutions at the General Meeting, resolutions shall not be changed. If any changes are made, it shall be deemed as a new resolution and shall not be voted at this General Meeting.

Article 41 At the time of voting, shareholders (including shareholder proxies) holding two or more voting shares need not use all voting shares to vote for or vote against.

Article 42 Voting at the General Meeting shall be conducted by a registered poll. Shareholders (including shareholder proxies) present at the meeting shall expressly indicate one of the following in response to each matter requiring voting: for, against or abstention.

If votes are not completed or wrongly completed or handwriting on votes are unidentifiable or votes are not cast, corresponding voters shall be deemed to have waived voting right and result of voting based on each share with voting rights shall be deemed as "abstention".

In accordance with Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited and/or related laws, administrative regulations, rules or provisions, if any shareholder is required to abstain from voting on any specific resolution or is restricted to vote only for or only against any specific resolution, any voting made by such shareholder or the shareholder proxy in violation of such provision or restriction shall not be counted.

Article 43 Before voting in response to resolutions at the General Meeting, two shareholder representatives shall be elected to participate in counting and scrutinising of votes. If any shareholder has connected relationship with the discussed matters, such shareholder or the proxy shall not participate in counting and scrutinising of votes.

At the time of voting in response to resolutions at the General Meeting, lawyers and shareholder representatives shall jointly count and scrutinise votes and shall announce the voting results on the site.

Shareholders or shareholder proxies who vote through internet or other means shall have the right to verify their voting results through a corresponding voting system.

Article 44 Closing time of the on-site General Meeting shall not be earlier than that of the meeting held through internet or other means. The meeting presider shall announce voting status and result of each resolution and announce whether resolutions are adopted in accordance with voting results on the site of the meeting.

Before official release of voting results, the Company, vote counters, voter scrutinisers, shareholders and internet service provider involved in voting on the site of the General Meeting, through internet or other means shall keep the voting status confidential.

Article 45 If the meeting presider has any doubt about the result of resolutions subject to voting, the meeting presider may organise counting of votes. If the meeting presider does not organise counting and shareholders or shareholder proxies have objection to the result announced by the meeting presider, such shareholders and shareholder proxies shall have the right to immediately require counting of votes after announcement and the meeting presider shall immediately organise counting.

Article 46 Resolutions considered at the General Meeting shall be announced in a timely manner. The public announcement shall indicate number of shareholders and proxies present at the meeting, the total number of shares with voting rights held by them and the proportion to the total number of shares with voting rights of the Company, voting method, voting result of each resolution and specific content of each adopted resolution. The Company shall also count and announce the attendance of and the voting results at the meeting by the holders of domestic shares and holders of foreign shares.

Article 47 If a proposal is not adopted or a resolution adopted at the previous General Meeting is changed at this General Meeting, special prompt shall be made in the public announcement about resolutions adopted at the General Meeting.

Article 48 The meeting minutes of the General Meeting shall be prepared by the secretary of the Board of Directors. The meeting minutes shall contain following information:

(I) Date, time, place and agenda of the meeting and the convener's name;

(II) Names of the meeting presider and directors and senior management attending the meeting as non-voting attendees;

(III) Number of shareholders and shareholder proxies present at the meeting, total number of shares with voting rights held by them and proportion to the total number of shares with voting rights of the Company (shall separately record the attendance of the General Meeting of the holders of domestic shares (including shareholder proxies) and the holders of domestically-listed foreign shares (including shareholder proxies));

(IV) Consideration process, key points of speeches and voting result of each resolution (shall separately record the voting results of holders of domestic shares and holders of domestically-listed foreign shares for each resolution);

(V) Shareholder's inquiry opinions or suggestions and corresponding replies or explanations;

(VI) Names of lawyers and vote counters and vote scrutinisers;

(VII) Other information that shall be included into the meeting minutes as specified by the Articles of Association.

Article 49 The convenor shall ensure the truthfulness, accuracy and completeness of the content of the meeting minutes. Directors, the secretary of the Board of Directors, the convener or his/her representative, the meeting presider shall sign names on the meeting minutes. The meeting minutes shall be prepared in Chinese and the meeting minutes shall be retained together with the signature register of shareholders present at the meeting, the authorisation letters issued to proxies and effective materials about voting through internet or other means and retention period shall be 10 years.

Article 50 The convener shall ensure continuity of the General Meeting until final resolutions are made. In case of suspension of the General Meeting or failure in making resolutions for such special reasons as force majeure, the convener shall take necessary measures to resume the General Meeting as soon as possible or directly terminate this General Meeting and make a public announcement in a timely manner. Meanwhile, the convener shall make a report to the local agency of CSRC and the stock exchange.

Article 51 If resolutions about election of directors are adopted at the General Meeting, new directors shall take office in accordance with the Articles of Association.

Article 52 If resolutions related to cash dividend, share allotment, transfer of capital reserve into share capital are adopted at the General Meeting, the Company shall implement specific plans within 2 months after closing of the General Meeting.

Article 53 If resolutions adopted at the General Meeting of the Company violate laws or administrative regulations, such resolutions shall be null and void.

The Company's controlling shareholders or actual controllers shall not restrict or obstruct small and medium investors from legally exercising voting right or prejudice legitimate rights and interests of small and medium investors.

If meeting convening procedure or voting method of the General Meeting violates laws, administrative regulations or the Articles of Association or the content of resolutions violates the Articles of Association, shareholders may apply to the People's Court for cancellation within 60 days after such resolutions take effect, except that there are only minor defects in the meeting convening procedure or voting method of the General Meeting, which do not materially affect the resolutions.

In the event of disputes among the Board of Directors, shareholders and other relevant parties regarding the qualifications of the convener, the meeting convening procedure, the legality of the contents of the resolutions, and the validity of the resolutions of the General Meeting, such disputes shall be brought to the People's Court in a timely manner. Before the People' s Court makes a judgment or ruling to revoke the resolutions, the relevant parties shall execute the resolutions of the General Meeting. The Company, directors and senior management shall fulfill their duties and execute the resolutions of the General Meeting in a timely manner to ensure the normal operation of the Company.

If the People's Court makes a judgement or ruling on the relevant matters, the Company shall perform its information disclosure obligations in accordance with the laws and administrative regulations, the provisions of the CSRC and the Stock Exchanges, fully explain the impact, and actively cooperate with the implementation of the judgement or ruling after it has come into effect. Where correction of prior period matters is involved, it will be dealt with in a timely manner and be fulfilled with corresponding information disclosure obligations.

Chapter V Special Procedure of Voting by Class Shareholders

Article 54 Class shareholder refers to a shareholder holding different types of shares.

Class shareholders shall have rights and bear obligations in accordance with laws, administrative regulations and the Articles of Association.

Article 55 If the Company plans to change or abolish rights of class shareholders, such change or abolishment shall be approved by a special resolution at the General Meeting and approved by the affected class shareholders at the General Meeting separately held in accordance with Article 57 to Article 61.

Article 56 Under following circumstances, rights of a class shareholder shall be deemed to have been changed or abolished:

(I) Increase or decrease number of such class shares, or increase or decrease number of class shares which contain voting right, distribution right or other privilege equivalent to or more than such class shares;

(II) Such class shares are wholly or partially converted into other classes, or shares in another category are wholly or partially converted into such class shares or such conversion right is granted;

(III) Cancel or decrease such class shares' rights to receive accrued dividend or accumulative dividend;

(IV) Decrease or cancel such class shares' right to preferentially receive dividend or receive distributed properties in the process of liquidation of the Company;

(V) Increase, cancel or decrease such class shares' right of share conversion, choice right, voting right, transfer right, preferential allocation right and the right to obtain the Company's securities;

(VI) Cancel or decrease such class shares' right to receive the Company's accounts payable in a specific currency;

(VII) Establish new classes of shares with voting rights, distribution right or other privilege equivalent to or more than such class shares;

(VIII) Impose restriction on transfer or ownership of such class shares or increase such restriction;

(IX) The right to subscribe shares of such type or another type or the right to convert shares;

(X) Increase rights and privileges of other class shares;

(XI) The Company's reorganising plan will result in assumption of liabilities by different class shareholders disproportionately in the process of reorganising;

(XII) Change or abolish terms under this Chapter.

Article 57 As for affected class shareholders (whether or not they have voting right at the General Meeting), if they are involved in circumstances under Clause (II) to Clause (VIII), Clause (XI) to Clause (XII) under Article 56, they shall have voting right at the meeting of class shareholders, but interested shareholders shall not have voting right at the meeting of class shareholders.

Article 58 Resolutions made at the meeting of class shareholders shall, in accordance with the preceding Article of this rule, be adopted by shareholders present at the meeting of class shareholders and holding over two thirds of voting shares.

Article 59 The Company shall, give written notice of the class meeting in accordance with the notification period requirements with respect to the convening of extraordinary General Meetings as stipulated in Article 15 and inform all registered shareholders of that class of the matters to be considered at the class meeting and the date and venue of the class meeting.

Article 60 The notice of the meeting of class shareholders will be merely announced to shareholders who have the right to vote at the meeting.

The meeting of class shareholders shall be held in accordance with the procedure the same as that of the General Meeting as far as possible. Terms under the Articles of Association of the Company concerning procedure of the General Meeting shall be applicable to the meeting of class shareholders.

Chapter VI Supplementary Articles

Article 61 These rules shall constitute an appendix of the Articles of Association. These rules, prepared by the Board of Directors, shall take effect upon approval by the General Meeting through a special resolution. In case of amendment to these rules, the Board of Directors shall make a proposal about amendment. Such amendment shall take effect upon approval by the General Meeting through a special resolution.

Article 62 The General Meeting authorises the Board of Directors to be responsible for interpretation of these rules.

Article 63 If there are matters not covered in these rules or these rules conflict with laws, administrative regulations, other relevant normative documents, Listing Rules and the Articles of Association, laws, administrative regulations, other related normative documents, Listing Rules and the Articles of Association shall prevail.

Article 64 The terms "above" and "within" under these rules include the number, while "over", "lower than", "more than" exclude the number.

This English version is for reference only. If there is any discrepancy between the English and Chinese versions, the Chinese version shall prevail.