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

If you have sold or transferred all your shares in Beijing Chunlizhengda Medical Instruments Co., Ltd.* (北京市春立正達醫療器械股份有限公司), you should at once hand this circular together with the enclosed form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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北京市春立正達醫療器械股份有限公司

Beijing Chunlizhengda Medical Instruments Co., Ltd.*

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

(Stock Code: 1858)

(1) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND RULES OF PROCEDURES AND PROPOSED ABOLISHMENT OF THE SUPERVISORY COMMITTEE
(2) PROPOSED AMENDMENTS TO CERTAIN INTERNAL MANAGEMENT POLICIES
(3) 2025 THIRD QUARTERLY PROFIT DISTRIBUTION PLAN AND
(4) NOTICE OF EGM AND H SHAREHOLDERS' CLASS MEETING

The EGM and Class Meetings will be held at 2:00 p.m., on Wednesday, 19 November 2025 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC.

The forms of proxy for use at the EGM and the H Shareholders' Class Meeting have been published on the website of the Hong Kong Stock Exchange (http://www.hkexnews.hk) and the website of the Company (http://www.clzd.com). If you intend to appoint a proxy to attend the EGM and/or the H Shareholders' Class Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM and/or the H Shareholders' Class Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the EGM and/or the H Shareholders' Class Meeting and voting in person if you so wish.

* *For identification purpose only*

30 October 2025

CONTENTS

Page

DEFINITIONS 1

LETTER FROM THE BOARD 4

APPENDIX I — PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND RULES OF PROCEDURES:

APPENDIX I.A — THE ARTICLES OF ASSOCIATION 12

APPENDIX I.B — RULES OF PROCEDURES OF THE GENERAL MEETINGS . 109

APPENDIX I.C — RULES OF PROCEDURES OF THE BOARD MEETINGS . . . 125

APPENDIX II — PROPOSED AMENDMENTS TO CERTAIN INTERNAL MANAGEMENT POLICIES:

APPENDIX II.A — WORKING SYSTEM FOR INDEPENDENT DIRECTORS 134

APPENDIX II.B — MANAGEMENT MEASURES FOR USE OF PROCEEDS 147

NOTICE OF THE EGM 161

NOTICE OF THE H SHAREHOLDERS' CLASS MEETING 164

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

"2025 Third Quarterly Profit Distribution Plan"	the 2025 third quarterly profit distribution plan of the Company.
"A Share(s)"	the ordinary share(s) issued by the Company, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid in RMB and are listed for trading on the STAR Market of Shanghai Stock Exchange;
"A Shareholder(s)"	the holder(s) of A Share(s);
"A Shareholders' Class Meeting"	the 2025 second A Shareholders' class meeting of the Company to be held at 2:00 p.m. (or the time immediately after the conclusion of the EGM) on Wednesday, 19 November 2025;
"Articles of Association"	the articles of association of the Company currently in force;
"Audit Committee"	the audit committee of the Company;
"Board"	the board of Directors;
"Class Meeting(s)"	the A Shareholders' Class Meeting and the H Shareholders' Class Meeting;
"Company"	Beijing Chunlizhengda Medical Instruments Co., Ltd.* (北京市春立正達醫療器械股份有限公司), a joint stock limited company incorporated in the People's Republic of China with limited liability, with A shares listed on the STAR Market of Shanghai Stock Exchange (stock code: 688236) and H shares listed on the main board of the Hong Kong Stock Exchange (stock code: 1858);
"CSRC"	China Securities Regulatory Commission;
"Director(s)"	the director(s) of the Company;

"EGM" or "Extraordinary General Meeting"	the 2025 first extraordinary general meeting of the Company to be held at 2:00 p.m., on Wednesday, 19 November 2025 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC;
"H Share(s)"	overseas listed foreign shares with a nominal value of RMB1.00 each in the ordinary share capital of the Company, which are listed on the main board of the Hong Kong Stock Exchange;
"H Shareholder(s)"	the holder(s) of H Shares;
"H Shareholders' Class Meeting"	the 2025 second H Shareholders' class meeting of the Company to be held at 2:00 p.m. (or the time immediately after the conclusion of the A Shareholders' Class Meeting) on Wednesday, 19 November 2025;
"Hong Kong"	the Hong Kong Special Administrative Region of PRC;
"Hong Kong Stock Exchange"	the Stock Exchange of Hong Kong Limited;
"Listing Rules"	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (as may be amended, modified or otherwise supplemented from time to time);
"PRC" or "China"	the People's Republic of China, excluding, for the purpose of this circular only, Hong Kong, Macau Special Administrative Region, and Taiwan;
"RMB"	Renminbi, the lawful currency of PRC;
"Rules of Procedures for the Board Meetings"	the Rules of Procedures for the Board Meetings of the Company;
"Rules of Procedures for the General Meetings"	the Rules of Procedures for the General Meetings of the Company;

"Rules of Procedures for the Supervisory Committee"	the Rules of Procedures for the Supervisory Committee of the Company;
"Shanghai Stock Exchange"	the Shanghai Stock Exchange;
"Share(s)"	the A Share(s) and/or the H Share(s);
"Shareholder(s)"	the holder(s) of the Share(s); and
"Supervisory Committee"	the supervisory committee of the Company.

If there is any inconsistency between the English and Chinese versions of this circular, the English version shall prevail.

* *For identification purpose only*

北京市春立正達醫療器械股份有限公司

Beijing Chunlizhengda Medical Instruments Co., Ltd.*

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

(Stock Code: 1858)

Executive Directors:
Ms. Shi Wenling *(Chairman)*
Mr. Shi Chunbao
Ms. Yue Shujun
Mr. Xie Feng Bao

Non-Executive Director:
Mr. Wang Xin

Independent Non-Executive Directors:
Ms. Xu Hong
Mr. Wong Tak Shing
Mr. Weng Jie

Registered office and Headquarters in the PRC:
No. 10 Xinmi Xi Er Road
Southern District of Tongzhou
Economic Development Zone
Tongzhou District
Beijing
the PRC
Postal Code: 101112

Principal Place of Business in Hong Kong:
20th Floor, Winbase Centre
208 Queen's Road Central
Sheung Wan
Hong Kong

To the Shareholders

Dear Sir or Madam,

(1) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND RULES OF PROCEDURES AND PROPOSED ABOLISHMENT OF THE SUPERVISORY COMMITTEE
(2) PROPOSED AMENDMENTS TO CERTAIN INTERNAL MANAGEMENT POLICIES
(3) 2025 THIRD QUARTERLY PROFIT DISTRIBUTION PLAN AND
(4) NOTICE OF EGM AND H SHAREHOLDERS' CLASS MEETING

1. INTRODUCTION

Reference is made to two announcements of the Company dated 30 October 2025; one is in relation to, among others, (i) the proposed amendments to the Articles of Association and Rules of Procedures and the proposed abolishment of the Supervisory Committee; and (ii) the proposed amendments to certain internal management policies, and the other is in relation to the 2025 third quarterly report.

The purpose of this circular is to give you the Notice of EGM and the Notice of H Shareholders' Class Meeting and provide you with the information reasonably necessary to enable you to make informed decisions on whether to vote for or against the proposed resolution(s) at the EGM and the H Shareholders' Class Meeting.

2. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND RULES OF PROCEDURES AND PROPOSED ABOLISHMENT OF SUPERVISORY COMMITTEE

On 30 October 2025, the Company convened the twenty-seventh meeting of the fifth session of the Board, at which the proposal in relation to the proposed amendments to the Articles of Association and Rules of Procedures and the proposed abolishment of the Supervisory Committee have been approved by the Board.

On 29 December 2023, the amendments to the Company Law of the People's Republic of China (《中華人民共和國公司法》) (the "**PRC Company Law**") was adopted, which came into effect on 1 July 2024. The amendments introduced by the new PRC Company Law to the then PRC Company Law include but not limited to reforming the corporate capital system and organizational structure, enhancement in protection for minority shareholders' rights and interests, strengthening responsibilities for controlling shareholders, directors and senior management as well as permitting the replacement of supervisory committee with audit committee. In order to ensure the listed companies can effectively comply with and implement the new requirements of the PRC Company Law, the CSRC issued a number of important documents on 28 March 2025, including the revised Guidelines on the Articles of Association of Listed Companies (《上市公司章程指引》) and the Rules for Shareholders' Meetings of Listed Companies (《上市公司股東會規則》).

The current Listing Rules contain provisions in respect of the expansion and further expansion of the paperless listing regime, which require listed issuers to disseminate corporate communications by electronic means and to ensure that their articles of association enable them to hold general meetings, at which members can attend virtually with the use of technology and can cast votes by electronic means.

In light of the above, the Board proposed to make certain amendments to its existing Articles of Association of the Company, mainly including but not limited to (1) the abolishment of the Supervisory Committee and the exercise of its functions and powers by the Audit Committee as stipulated by the PRC Company Law; (2) adjustments to the functions and powers of general meeting and the Board; (3) enhancing protection for Shareholders' rights; (4) consequential amendments to the provisions of the Articles of Association in accordance with changes in applicable laws and regulations; and (5) other internal affairs and miscellaneous changes.

In addition, the Board also proposed to make corresponding amendments to the Rules of Procedures for the General Meetings and the Rules of Procedures for the Board Meetings which are appendices to the Articles of Association to align with the Articles of Association as amended (together with the proposed amendments to the Articles of Association, the "**Proposed Amendments to the Articles of Association and Rules of Procedures**").

Notwithstanding the Proposed Amendments to the Articles of Association and Rules of Procedures, the contents of other chapters, articles and appendices of the Articles of Association shall remain unchanged. The Proposed Amendments to the Articles of Association and Rules of Procedures will take effect subject to the approval at the EGM and the Class Meetings by way of special resolution. After the Proposed Amendments to the Articles of Association and Rules of Procedures take effect, the Supervisory Committee and the Rules of Procedures for the Supervisory Committee will be abolished and the positions of supervisors of the Company will be automatically removed.

Please refer to Appendix I to this circular for the details of the Proposed Amendments to the Articles of Association and Rules of Procedures. The Proposed Amendments to the Articles of Association and Rules of Procedures is prepared in Chinese without an official English version. Any English translation is for reference only. If there is any inconsistency, the Chinese version shall prevail.

The legal advisers to the Company as to the laws of Hong Kong and the laws of the PRC have respectively confirmed that the Proposed Amendments to the Articles of Association and Rules of Procedures comply with requirements of the Listing Rules and applicable laws of the PRC. The Company confirms that there is nothing unusual about the Proposed Amendments to the Articles of Association and Rules of Procedures for a company incorporated in the PRC and listed on the Hong Kong Stock Exchange.

3. PROPOSED AMENDMENTS TO CERTAIN INTERNAL MANAGEMENT POLICIES

In light of the Proposed Amendments to the Articles of Association and Rules of Procedures and the abolishment of the Supervisory Committee, the Board proposed to amend a total number of two internal management policies, including:

1. Working System for Independent Directors; and

2. Management Measures for Use of Proceeds.

The proposed amendments to the abovementioned 2 internal management policies are subject to the approval of the Shareholders at the EGM by way of ordinary resolution.

Please refer to Appendix II to this circular for details of the proposed amendments to the internal management policies that are subject to the approval of the Shareholders at the EGM.

4. 2025 THIRD QUARTERLY PROFIT DISTRIBUTION PLAN

An ordinary resolution will be proposed at the EGM to consider and approve the 2025 Third Quarterly Profit Distribution Plan.

The Company achieved a net profit attributable to the owners of the parent company of RMB191,531,404.47 for the first three quarters of 2025. In accordance with the Guidelines for the Supervision of Listed Companies No. 3 — Cash Dividends of Listed Companies (上市公司監管指引第3號 — 上市公司現金分紅) issued by the CSRC, as well as the relevant provisions of the Articles of Association, after comprehensive consideration of reasonable returns for investors and the long-term development of the Company, and under the premise of ensuring the normal business development of the Company, the Board has resolved that the Company plans to distribute profits based on the total share capital registered on the equity registration date for the implementation of rights distribution in the first three quarters of 2025, after deducting the number of shares held in the repurchase account. The 2025 Third Quarterly Profit Distribution Plan is as follows:

The Company plans to distribute a cash dividend of RMB2.10 (tax inclusive) for every 10 shares to all shareholders. As of 30 September 2025, the Company's total share capital is 383,568,500 shares. After deducting the number of shares held in the A-share repurchase account, which is 1,376,851 shares, the actual number of shares participating in profit distribution is 382,191,649 shares. Based on this calculation, the total proposed cash dividend distribution is RMB80,260,246.29 (tax inclusive). The proportion of the cash dividend amount for the first three

quarters of 2025 to the net profit attributable to shareholders of the listed company in the consolidated financial statements is 41.90%, the Company will not convert capital reserve into share capital, and no bonus shares will be distributed.

If the total share capital of the Company changes due to the conversion of convertible bonds, share repurchase, share repurchase and cancellation due to equity incentive grants, share repurchase and cancellation due to significant asset restructuring, etc., from the date of disclosure of this announcement to the equity registration date for the implementation of the rights distribution, the Company intends to maintain the cash dividend per share unchanged and adjust the total distribution amount accordingly. A separate announcement will be made for the details of the adjustment.

This 2025 Third Quarterly Profit Distribution Plan has been approved by the twenty-seventh meeting of the fifth session of the Board, convened by the Company on 30 October 2025 and will be submitted, by way of an ordinary resolution, for the Shareholders' consideration and approval at the EGM.

The dividend payable to the shareholders of H Shares will be paid in Hong Kong dollars, while the dividend payable to the shareholders of A Shares will be paid in Renminbi. The applicable exchange rate shall be the mid-rate of the average exchange rate of the relevant foreign exchange published on the website of the People's Bank of China seven business days prior to the date of approval of the dividend in the EGM. The dividend is expected to be paid on or before Monday, 19 January 2026 to shareholders whose names appear on the register of members of the Company as at Tuesday, 25 November 2025 in respect of H Shares. The Company will publish a separate announcement on the Shanghai Stock Exchange regarding the payment of dividend to shareholders of A Shares after the EGM. In order to be qualified for the first three quarters of 2025 dividend, all the transfer documents of the Company's H Shares together with the relevant share certificates shall be lodged at the H Share registrar of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Tuesday, 25 November 2025 for registration.

WITHHOLDING AND PAYMENT OF DIVIDEND TAX

In accordance with the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得税法》) and its implementation rules effective on 1 January 2008, where a PRC domestic enterprise distributes dividends for financial periods beginning from 1 January 2008 to non-resident enterprise shareholders, it is required to withhold 10% enterprise income tax for such non-resident enterprise shareholders. Therefore, the Company will, after withholding 10% of the final dividend as enterprise income tax, distribute the final dividend to non-resident enterprise

shareholders, i.e. any shareholders who hold the Company's shares in the name of non-individual shareholders, including but not limited to HKSCC Nominees Limited, other nominees, trustees, or holders of H Shares registered in the name of other organizations and groups.

According to regulations by the State Administration of Taxation (Guo Shui Han [2011] No. 348) (《國家税務總局國税函[2011]348號》) and relevant laws and regulations, if the individual holders of H shares are residents of Hong Kong or Macau or those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of these shareholders. However, if otherwise provided by tax laws, relevant tax treaties or notices, the tax will be withheld in accordance with the relevant requirements and tax levy and administration requirements.

According to the requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shanghai-Hong Kong Stock Connect published by the Ministry of Finance, the State Administration of Taxation and the CSRC (Cai Shui [2014] No. 81) (《財政部、國家税務總局、中國證監會關於滬港股票市場交易互聯互通機制試點有關税收政策的通知》(財税[2014]81號)), H-share companies shall withhold an individual income tax at the rate of 20% on dividends from the H shares of the company invested by mainland individual investors on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds from investment through the Shanghai-Hong Kong Stock Connect, individual income tax shall be calculated in accordance with the above requirements. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland enterprise investors from investment through the Shanghai-Hong Kong Stock Connect, H-share companies shall not withhold income tax of dividends, and mainland enterprise investors shall report and pay the tax amount by themselves. In particular, the dividends received by resident enterprises in mainland which hold H shares for at least 12 consecutive months shall be exempted from enterprise income tax according to law.

According to the requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shenzhen-Hong Kong Stock Connect published by the Ministry of Finance, the State Administration of Taxation and the CSRC (Cai Shui [2016] No. 127) (《財政部、國家税務總局、中國證監會關於深港股票市場交易互聯互通機制試點有關税收政策的通知》(財税[2016]127號)), H-share companies shall withhold an individual income tax at the rate of 20% on dividends from the H shares of the company invested by mainland individual investors on the Hong Kong Stock Exchange through the Shenzhen-Hong Kong Stock Connect. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds from investment through the Shenzhen-Hong Kong Stock Connect, individual income tax shall be calculated in accordance with the above requirements. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland enterprise investors from investment

through the Shenzhen-Hong Kong Stock Connect, H-share companies shall not withhold income tax of dividends, and mainland enterprise investors shall report and pay the tax amount by themselves. In particular, the dividends received by resident enterprises in mainland which hold H shares for at least 12 consecutive months could be exempted from enterprise income tax according to law.

5. THE EGM AND THE H SHAREHOLDERS' CLASS MEETING

The EGM, A Shareholders' Class Meeting and H Shareholders' Class Meeting of the Company will be held at 2:00 p.m., immediately after the conclusion of the EGM and immediately after the conclusion of the A Shareholders' Class Meeting, respectively, on Wednesday, 19 November 2025 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing. The notice to convene the EGM and notice to convene the H Shareholders' Class Meeting have been published on the website of the Hong Kong Stock Exchange (http://www.hkexnews.hk) and the website of the Company (http://www.clzd.com) on Thursday, 30 October 2025 and are set out on pages 161 to 163 and 164 to 166 of this circular respectively and the form of proxy for use at the EGM and the H Shareholders' Class Meeting is also enclosed hereto.

In order to be qualified to attend and vote at the EGM and the H Shareholders' Class Meeting, holders of H Shares whose transfers have not been registered must deposit the transfer documents together with the relevant share certificates at the office of the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Thursday, 13 November 2025.

Holders of H Shares whose names appear on the Company's register of members at the close of business on Thursday, 13 November 2025 are entitled to attend and vote at the EGM and the H Shareholders' Class Meeting.

The forms of proxy for use at the EGM and H Shareholders' Class Meeting have been published on the website of the Hong Kong Stock Exchange (http://www.hkexnews.hk) and the website of the Company (http://www.clzd.com) on Thursday, 30 October 2025. If you intend to appoint a proxy to attend the EGM and/or H Shareholders' Class Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM and/or the H Shareholders' Class Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the EGM and/or the H Shareholders' Class Meeting and voting in person if you so wish.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no other Shareholder is required under the Listing Rules to abstain from voting on the proposed resolutions at the EGM and the H Shareholders' Class Meeting.

6. PROCEDURES FOR VOTING AT THE EGM AND CLASS MEETINGS

According to Rule 13.39(4) of the Listing Rules, the vote of Shareholders at the EGM will be taken by poll. Accordingly, all the resolutions could be taken by poll at the EGM and the Class Meetings pursuant to the Articles of Association.

7. RECOMMENDATION

The Directors believe that the proposals mentioned above are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that Shareholders vote in favour of the resolution to be proposed at the EGM and/or Class Meetings as set out in the notices of the EGM and/or the Class Meetings.

8. 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 enquiries, 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.

ADDITIONAL INFORMATION

Your attention is also drawn to the additional information set out in the appendix to this circular.

By Order of the Board
Beijing Chunlinzhengda Medical Instruments Co., Ltd*
Shi Wenling
Chairman

Beijing, the PRC
30 October 2025

* *for identification purpose only*

The English version of this appendix is an unofficial translation of its Chinese version. In case of any discrepancies, the Chinese version shall prevail.

Proposed amendments to the Articles of Association are as follows (amendments are shown in underlines and strikethroughs):

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 1 The Articles of Association are formulated by Beijing Chunlizhengda Medical Instruments Co., Ltd.* (the "**Company**") pursuant to the Company Law of the People's Republic of China ("**Company Law**"), Securities Law of the People's Republic of China ("**Securities Law**"), Special Regulations on Overseas Offerings and Listing of Shares by Joint Stock Limited Companies ("**Special Regulations**"), Mandatory Provisions for the Articles of Association of Companies to be Listed Overseas ("**Mandatory Provisions**"), Letter of Opinions on Supplementary Amendment to Articles of Association of Companies to be Listed in Hong Kong ("**Letter of Opinions on Supplementary Amendment**"), Guidelines for Articles of Association of Listed Companies (amended in 2019) ("**Guidelines for Articles of Association**"), Guidelines for the Establishment of Independent Directors System by Listed Companies" ("**Guidelines of Independent Directors**") and other relevant regulations, in order to protect the legitimate rights and interests of the Company and shareholders and creditors thereof and regulate the organisation and behaviour of the Company.	Article 1 The Articles of Association are formulated by Beijing Chunlizhengda Medical Instruments Co., Ltd.* (the "**Company**") pursuant to the Company Law of the People's Republic of China ("**Company Law**"), Securities Law of the People's Republic of China ("**Securities Law**"), ~~Special Regulations on Overseas Offerings and Listing of Shares by Joint Stock Limited Companies ("**Special Regulations**"), Mandatory Provisions for the Articles of Association of Companies to be Listed Overseas ("**Mandatory Provisions**"), Letter of Opinions on Supplementary Amendment to Articles of Association of Companies to be Listed in Hong Kong ("**Letter of Opinions on Supplementary Amendment**"),~~ Guidelines for Articles of Association of Listed Companies (amended in ~~2019~~2025) ("**Guidelines for Articles of Association**"), ~~Guidelines for the Establishment of Independent Directors System by Listed Companies" ("**Guidelines of Independent Directors**")~~ Measures for the Administration of Independent Directors of Listed Companies ("**Measures for the Administration of Independent Directors**") and other relevant regulations, in order to protect the legitimate rights and interests of the Company ~~and~~, shareholders, employees and creditors thereof and regulate the organisation and behaviour of the Company.
Article 2 The Company is a joint stock company with limited liability incorporated under the Company Law, the Special Regulations and the other relevant laws and administrative regulations of the PRC. The Company was established by the way of promotion and obtained the business license upon registration with the Beijing Administration for Industry and Commerce on 17 September 2010. Unified Social Credit Code of Company is 91110000633737758W. The Company's promoters were SHI Chunbao, YUE Shujun, SUN Weiqi, Beijing Xin'an Caifu Venture Investment Co., Ltd., JIN Jie, LIN Yiming, GU Changyue, HUANG Dong, WANG Haiya, HE Rongmei, NI Xuezhen, ZHANG Zhaohui and CHEN Xusheng.	Article 2 The Company is a joint stock company with limited liability incorporated under the Company Law~~, the Special Regulations~~ and the other relevant laws and administrative regulations of the PRC. The Company was established by the way of promotion and obtained the business license upon registration with the Beijing Administration for Industry and Commerce on 17 September 2010. Unified Social Credit Code of the Company is 91110000633737758W. The Company's promoters were SHI Chunbao, YUE Shujun, SUN Weiqi, Beijing Xin'an Caifu Venture Investment Co., Ltd., JIN Jie, LIN Yiming, GU Changyue, HUANG Dong, WANG Haiya, HE Rongmei, NI Xuezhen, ZHANG Zhaohui and CHEN Xusheng.
Article 5 The legal representative of the Company shall be the Chairman of its Board of Directors.	Article 5 The legal representative of the Company shall be the Chairman of its Board of Directors who represents the Company in the execution of its affairs. If the Chairman of the Board of Directors resigns, he is deemed to have resigned as the legal representative at the same time. If a legal representative resigns, the Company shall assign a new legal representative within thirty days from the date of the legal representative's resignation.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 7 This Articles of Association have been adopted by the general meeting of the Company through the special resolution, and shall take effect as of the date of A shares of the Company are listed on stock exchange upon initial public offering within the PRC and supersede the former Articles of Association registered with the industry & commerce administration authority. From the date on which the Articles of Association come into effect, the Articles of Association shall constitute a legally binding document governing the Company's organisation and activities, and the rights and obligations between the Company and its shareholders and among the shareholders.	Article 7 This Articles of Association ~~have been adopted by the general meeting of the Company through the special resolution, and~~ shall take effect on the date of the passing of the special resolution of the shareholders of the Company ~~as of the date of A shares of the Company are listed on stock exchange upon initial public offering within the PRC~~ and supersede the former Articles of Association registered with the industry & commerce administration authority. From the date on which the Articles of Association come into effect, the Articles of Association shall constitute a legally binding document governing the Company's organisation and activities, and the rights and obligations between the Company and its shareholders and among the shareholders.
Article 8 This Articles of Association shall be binding upon the Company as well as its shareholders, directors, supervisors, general manager and other senior executives, and the aforesaid persons may claim any right in relation to the affairs of the Company in accordance with the Articles of Association. Without violating the provisions in Article 216 of this Articles of Association, the shareholders may pursue actions against the Company, other shareholders, the directors, supervisors, general manager and other senior management of the Company pursuant to the Articles of Association; the Company may pursue actions against its shareholders, directors, supervisors, general manager and other senior management pursuant to the Articles of Association; The actions referred to in the preceding paragraphs include filing an action to the court or submitting an application to an arbitration institution for arbitration. Other senior management referred to in the preceding paragraphs include deputy general managers, chief financial officer, secretary to the Board and other personnel engaged by the Board.	Article 8 This Articles of Association shall be binding upon the Company as well as its shareholders, directors, ~~supervisors,~~ general manager and other senior executives, and the aforesaid persons may claim any right in relation to the affairs of the Company in accordance with the Articles of Association. ~~Without violating the provisions in Article 216 of this Articles of Association, t~~The shareholders may pursue actions against the Company, other shareholders, the directors, ~~supervisors,~~ general manager and other senior management of the Company pursuant to the Articles of Association; the Company may pursue actions against its shareholders, directors, ~~supervisors,~~ general manager and other senior management pursuant to the Articles of Association; ~~The actions referred to in the preceding paragraphs include filing an action to the court or submitting an application to an arbitration institution for arbitration.~~ Other senior management referred to in the preceding paragraphs include deputy general managers, chief financial officer, secretary to the Board and other personnel engaged by the Board.
Article 10 The Company may invest in other enterprise(s) but shall not be an investor jointly and severally liable to such enterprise(s) for their liabilities, unless otherwise stipulated by laws.	Article 10 The Company may invest in other enterprise(s). ~~but shall~~ If the law stipulates that the Company may not be an investor jointly and severally liable to such enterprise(s) for their liabilities, ~~unless otherwise stipulated by laws~~ the law shall apply.
A new Article 11 has been added.	Article 11 The Company shall, in accordance with the provisions of the Constitution of the Communist Party of China, establish the party organizations and carry out party-related activities. The Company shall provide necessary conditions for the activities of the party organizations.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 12 The scope of business operations of the Company shall fall within the scope authorised by the company approving authorities and approved by the relevant administrative authorities for industry and commerce. The scope of business operations of the Company includes: the production of Class I medical devices; the sales of Class I medical devices; the production of Class II medical devices; the sales of Class II medical devices; the production of Class III medical devices (the operating activities of which can only be commenced under permission and approval); the operation of Class III medical devices (the operating activities of which can only be commenced under permission and approval); imports and exports of goods; the services, development, consultancy, communication, transference and promotion of technology; the research and experimental development of projects and technology; the additive manufacturing; the technology development of new materials; manufacturing of synthetic materials (excluding hazardous chemicals); 3D printing services; the production of cosmetics; sale of hygiene products and disposable medical supplies; nonresidential property leasing; (The Company has the right to select the business scope and conduct operations according to laws. For projects which can only be operated under permission by laws, the Company conducts such business and operations with permission of relevant departments for permitted aspects and shall not engage in operations prohibited or restricted by the regional industrial policies). The Company may change its scope of business operations according to the laws, in line with domestic and international market demands, its development capability and business requirements.	Article 123 The scope of business operations of the Company shall fall within the scope authorised by the company approving authorities and approved by the relevant administrative authorities for industry and commerce. The scope of business operations of the Company includes: permitted businesses: ~~the production of Class I medical devices; the sales of Class I medical devices;~~ the production of Class II medical devices; ~~the sales of Class II medical devices;~~ the production of Class III medical devices ~~(the operating activities of which can only be commenced under permission and approval)~~; the operation of Class III medical devices ~~(the operating activities of which can only be commenced under permission and approval)~~; the production of cosmetics. (For items that require approval by law, business activities can only be commenced after approval by the relevant departments, and specific business items are subject to the approval documents or permits of the relevant departments); general businesses: the production of Class I medical devices; the sales of Class I medical devices; the sales of Class II medical devices; imports and exports of goods; the services, development, consultancy, communication, transference and promotion of technology; the research and experimental development of projects and technology; the additive manufacturing; the technology research and development of new materials; manufacturing of synthetic materials (excluding hazardous chemicals); 3D printing services; ~~the production of cosmetics;~~ sale of hygiene products and disposable medical supplies; nonresidential property leasing.~~; (The Company has the right to select the business scope and conduct operations according to laws. For projects which can only be operated under permission by laws, the Company conducts such business and operations with permission of relevant departments for permitted aspects and shall not engage in operations prohibited or restricted by the regional industrial policies).~~(In addition to items subject to approval by law, the Company shall independently carry out business activities with a business license according to the law) (Business activities shall not be engaged in items prohibited and restricted by the state and the city's industrial policies.) The Company may change its scope of business operations according to the laws, in line with domestic and international market demands, its development capability and business requirements.
Article 13 The Company shall have ordinary shares at all times. Subject to approvals by the company approving authorities authorised by the State Council, the Company may, according to its requirements, create other class of shares.	Article 14 The Company shall have ordinary shares ~~at all times~~. ~~Subject to approvals by the company approving authorities authorised by the State Council,~~ tThe Company may, according to its requirements, create other class of shares, subject to the filing and approval procedures of the Securities Regulatory Authority of the State Council.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 16 Subject to approval of the PRC securities regulatory authorities, the Company may issue shares to domestic investors and overseas investors. The term "overseas investors" referred to in the preceding paragraph means investors located in foreign countries, regions of Hong Kong, Macau and Taiwan who subscribe shares issued by the Company. The term "domestic investors" means investors located in the PRC, excluding the regions mentioned above, who subscribe shares issued by the Company.	Article 167 ~~Subject to approval of the PRC securities regulatory authorities, t~~The Company's ~~may issue~~ issuance of shares to domestic investors and overseas investors shall be subject to registration or filing procedures with the Securities Regulatory Authorities of the State Council in accordance with the law. The term "overseas investors" referred to in the preceding paragraph means investors located in foreign countries, regions of Hong Kong, Macau and Taiwan who subscribe shares issued by the Company. The term "domestic investors" means investors located in the PRC, excluding the regions mentioned above, who subscribe shares issued by the Company.
Article 17 Shares issued by the Company to domestic investors for subscription in RMB are referred to as domestic shares. Shares issued by the Company to overseas investors for subscription in foreign currencies are referred to as foreign shares. Domestic shares listed on domestic stock exchange are referred to as domestically-listed domestic shares. Foreign shares listed overseas are referred to as overseas listed foreign shares. The term "foreign currencies" referred to in the preceding paragraph means the freely convertible lawful currencies (other than RMB) of other countries or regions which are recognized by the foreign exchange authorities of the PRC and which can be used to pay the subscription money for shares of the Company. Foreign shares issued by the Company and listed in Hong Kong are referred to as "H shares". H shares are shares which have been admitted for listing on SEHK with a par value denominated in RMB and are subscribed and traded in Hong Kong dollars. Domestically-listed domestic shares of the Company are referred to as "A shares". A shares are the shares which have been approved for listing on domestic stock exchange by the PRC securities regulatory authorities with a par value denominated in RMB and are subscribed and traded in RMB. The A shares of the Company are under centralized management by the PRC securities registration and clearance institution. Unless otherwise stated by the Articles of Association, holders of domestic shares and holders of foreign shares are both ordinary shareholders, who are entitled to the same rights and obligations.	Article 178 Shares issued by the Company to domestic investors for subscription in RMB are referred to as domestic shares. Shares issued by the Company to overseas investors for subscription in foreign currencies are referred to as foreign shares. Domestic shares listed on domestic stock exchange are referred to as domestically-listed domestic shares. Foreign shares listed overseas are referred to as overseas listed foreign shares. The term "foreign currencies" referred to in the preceding paragraph means the freely convertible lawful currencies (other than RMB) of other countries or regions which are recognized by the foreign exchange authorities of the PRC and which can be used to pay the subscription money for shares of the Company. Foreign shares issued by the Company and listed in Hong Kong are referred to as "H shares". H shares are shares which have been admitted for listing on SEHK with a par value denominated in RMB and are subscribed and traded in Hong Kong dollars. Domestically-listed domestic shares of the Company are referred to as "A shares". A shares are the shares which have been ~~approved~~ registered for listing on domestic stock exchange with the PRC securities regulatory authorities with a par value denominated in RMB and are subscribed and traded in RMB. The A shares of the Company are under centralized management by the PRC securities registration and clearance institution. Unless otherwise stated by the Articles of Association, holders of domestic shares and holders of foreign shares are both ordinary shareholders, who are entitled to the same rights and obligations.
Article 20 After the Company's plan for the issuance of domestic shares and overseas listed foreign shares has been approved by the PRC securities regulatory authorities, the Board of Directors of the Company may arrange for implementation of such plan by means of separate offerings. The Company may, according to the preceding paragraph, implement the plan for the issuance of overseas listed foreign shares and domestic shares within 15 months, respectively, from the date of approval by the PRC securities regulatory authorities.	~~Article 20 After the Company's plan for the issuance of domestic shares and overseas listed foreign shares has been approved by the PRC securities regulatory authorities, the Board of Directors of the Company may arrange for implementation of such plan by means of separate offerings.~~ ~~The Company may, according to the preceding paragraph, implement the plan for the issuance of overseas listed foreign shares and domestic shares within 15 months, respectively, from the date of approval by the PRC securities regulatory authorities.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 21 Where the Company issues overseas listed foreign shares and domestic shares separately within the total number of shares stated in the Company's proposal for the issuance of shares, such shares shall be fully subscribed at one time respectively. If the shares cannot be fully subscribed at one time in special circumstances, the shares may be issued through separate offerings subject to the approval of the PRC securities regulatory authorities.	~~Article 21 Where the Company issues overseas listed foreign shares and domestic shares separately within the total number of shares stated in the Company's proposal for the issuance of shares, such shares shall be fully subscribed at one time respectively. If the shares cannot be fully subscribed at one time in special circumstances, the shares may be issued through separate offerings subject to the approval of the PRC securities regulatory authorities.~~
Article 23 In light of the demands of operation and business development, the Company may increase its capital in accordance with the relevant articles of this Articles of Association. The Company may increase capital through: (I) Issuing new shares to non-specific investors; (II) Placing new shares to specific investors and/or existing shareholders; (III) Distributing new shares to existing shareholders; (IV) Converting the capital reserve funds into capital; or (V) Other methods permitted by the laws and administrative regulations and other methods approved by the securities regulatory authorities of the State Council. The increase in the capital of the Company by way of issuing new shares pursuant to the Articles of Association shall be implemented in accordance with procedures under the relevant laws and administrative regulations of the PRC. Upon completion of the capital increase or reduction, the Company shall effect the change in registration with the relevant administrative authorities for industry and commerce and make an announcement.	Article 22~~3~~ In light of the demands of operation and business development, the Company may increase its capital in accordance with the laws and regulations and subject to resolution at the general meeting, by any of the following methods: (I) Offering of shares to unspecified targets; (II) Offering of shares to specified targets; (III) Distributing new shares to existing shareholders; (IV) Conversion the capital reserve funds into capital; (V) Other methods prescribed by laws and administrative regulations and the CSRC. ~~In light of the demands of operation and business development, the Company may increase its capital in accordance with the relevant articles of this Articles of Association.~~ ~~The Company may increase capital through:~~ ~~(I) Issuing new shares to non-specific investors;~~ ~~(II) Placing new shares to specific investors and/or existing shareholders;~~ ~~(III) Distributing new shares to existing shareholders;~~ ~~(IV) Converting the capital reserve funds into capital; or~~ ~~(V) Other methods permitted by the laws and administrative regulations and other methods approved by the securities regulatory authorities of the State Council.~~ ~~The increase in the capital of the Company by way of issuing new shares pursuant to the Articles of Association shall be implemented in accordance with procedures under the relevant laws and administrative regulations of the PRC.~~ ~~Upon completion of the capital increase or reduction, the Company shall effect the change in registration with the relevant administrative authorities for industry and commerce and make an announcement.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 26 The Company's shares held by the sponsors shall not be transferred within 1 year from the date on which the Company is established. Shares of the Company issued prior to the public offering shall not be transferred within 1 year from the date the shares of the Company are listed and traded on stock exchange. The directors, supervisors and senior management of the Company shall report to the Company the shares of the Company that they hold and the changes in their shareholdings, and during his/her term of service, he/she shall not transfer more than 25% of his/her total shareholding of the Company each year. The Company's shares held by these people shall not be transferred within 1 year after the listing date of the Company's shares. The aforesaid people shall not assign the Company's shares that they hold within half a year after departure. If the transfer restriction under this Article involves H shares, it shall be approved by the SEHK. When the directors, supervisors and senior management of the Company and shareholders holding more than 5% of the Company's shares sell their shares within 6 months from the acquisition of such shares, or purchase shares within 6 months from the disposal of such shares, the resulting gains are owned by the Company and the Board of Directors of the Company shall recover its resulting gains. However, the disposal of such shares by securities companies holding more than 5% of the shares as a result of the outstanding shares (after-sale) acquired under underwriting is not subject to the time limit of 6 months. If the Board of Directors of the Company fails to comply with provisions in the preceding paragraph, shareholders have the right to request the Board of Directors to do so within 30 days. The shareholders have the right to initiate litigation in the court directly in their own names for the interest of the Company if the Board of Directors fails to comply with the provisions within the abovementioned period. If the Board of Directors of the Company fails to comply with the first paragraph of this Article, the responsible directors shall assume joint liabilities.	Article 256 ~~The Company's shares held by the sponsors shall not be transferred within 1 year from the date on which the Company is established.~~ Shares of the Company issued prior to the public offering shall not be transferred within 1 year from the date the shares of the Company are listed and traded on stock exchange. The directors~~, supervisors~~ and senior management of the Company shall report to the Company the shares of the Company that they hold and the changes in their shareholdings, and during his/her term of service determined at the time of taking office, he/she shall not transfer more than 25% of his/her total shareholding of the same class of the Company each year. The Company's shares held by these people shall not be transferred within 1 year after the listing date of the Company's shares. The aforesaid people shall not assign the Company's shares that they hold within half a year after departure. If the transfer restriction under this Article involves H shares, it shall be approved by the SEHK. When the directors~~, supervisors~~ and senior management of the Company and shareholders holding more than 5% of the Company's shares sell their shares within 6 months from the acquisition of such shares, or purchase shares within 6 months from the disposal of such shares, the resulting gains are owned by the Company and the Board of Directors of the Company shall recover its resulting gains. However, the disposal of such shares by securities companies holding more than 5% of the shares as a result of the outstanding shares (after-sale) acquired under underwriting is not subject to the time limit of 6 months. Shares or other securities with the nature of equity held by directors, senior management and natural person shareholders as mentioned in the preceding paragraph include shares or other securities with the nature of equity held by their spouses, parents or children, and held by them by using other people's accounts. If the Board of Directors of the Company fails to comply with provisions of the third paragraph of this Article ~~in the preceding paragraph~~, shareholders have the right to request the Board of Directors to do so within 30 days. The shareholders have the right to initiate litigation in the court directly in their own names for the interest of the Company if the Board of Directors fails to comply with the provisions within the abovementioned period. If the Board of Directors of the Company fails to comply with the third ~~first~~ paragraph of this Article, the responsible directors shall assume joint liabilities.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 28 In case of reduction of its registered capital, the Company shall prepare a balance sheet and assets list. The Company shall give a notice to its creditors within 10 days and shall publish an announcement on newspapers designated by the stock exchange of the place where the Company's shares are listed within 30 days from the date of the Company's resolution on reduction of registered capital. The creditors may request the Company to settle liabilities or provide guarantees in respect thereof within 30 days of the receipt of the above notice or, if no notice is received, within 45 days after the first announcement is made. The Company's registered capital after reduction shall not be less than the statutory minimum amount.	Article 27~~8~~ In case of reduction of its registered capital, the Company shall prepare a balance sheet and assets list. The Company shall give a notice to its creditors within 10 days and shall publish an announcement on newspapers designated by the stock exchange of the place where the Company's shares are listed or on the National Enterprise Credit Information Publicity System within 30 days from the date of the Company's resolution on reduction of registered capital. The creditors may request the Company to settle liabilities or provide guarantees in respect thereof within 30 days of the receipt of the above notice or, if no notice is received, within 45 days after the first announcement is made. ~~The Company's registered capital after reduction shall not be less than the statutory minimum amount.~~ When the Company reduces its registered capital, it shall reduce the amount of capital contributions or shares in proportion to the shareholders' shareholdings, unless otherwise stipulated in the law or the Articles of Association.
Article 30 The Company may, subject to the reasons set forth in the subparagraph (I), (II), (IV) of the first article of Article 29 of this Articles of Association and the approval of the relevant competent authorities of the PRC, repurchase its shares in any of the following manners: (I) to make a repurchase offer in proportion to respective shareholdings of all shareholders; (II) to repurchase shares through public dealings on a stock exchange; (III) to repurchase by an off-market agreement outside stock exchange; or (IV) other means approved by the relevant securities regulatory authorities. The Company shall, subject to the reasons set forth in the subparagraph (III), (V), (VI) of the first article of Article 29 of this Articles of Association and the approval of the relevant competent authorities of the PRC, repurchase its shares by centralized transactions open to the public.	Article 29~~30~~ ~~The Company may, subject to the reasons set forth in the subparagraph (I), (II), (IV) of the first article of Article 29 of this Articles of Association and the approval of the relevant competent authorities of the PRC, repurchase its shares in any of the following manners:~~ ~~(I) to make a repurchase offer in proportion to respective shareholdings of all shareholders;~~ ~~(II) to repurchase shares through public dealings on a stock exchange;~~ ~~(III) to repurchase by an off-market agreement outside stock exchange; or~~ ~~(IV) other means approved by the relevant securities regulatory authorities.~~ The Company may repurchase its own shares through centralized transactions open to the public or other methods recognized by laws, administrative regulations and the CSRC or relevant regulatory authorities. The Company shall, subject to the reasons set forth in the subparagraph (III), (V), (VI) of the first article of Article 29~~9~~ of this Articles of Association ~~and the approval of the relevant competent authorities of the PRC~~, repurchase its shares by centralized transactions open to the public.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 31 A repurchase of shares in the Company by an off-market agreement outside stock exchange is subject to prior approval by the general meeting in accordance with the Articles of Association. The Company may, upon prior approval by shareholders at a general meeting in the same manner, rescind or vary the contract which has been entered into by the Company in the aforesaid manner, or waive any of its rights thereunder. A contract to repurchase shares referred to in the preceding paragraph includes (but not limited to) an agreement to become obliged to repurchase and acquire rights to repurchase shares. The Company shall not assign any contract to repurchase its shares or any of its rights thereunder. Where the Company has the right to repurchase any redeemable shares, such repurchase shall, if to be made through means other than on market or by tender, be limited to a maximum price, and if to be made by tender, the tenders shall be offered to all shareholders alike.	~~Article 31 A repurchase of shares in the Company by an off-market agreement outside stock exchange is subject to prior approval by the general meeting in accordance with the Articles of Association. The Company may, upon prior approval by shareholders at a general meeting in the same manner, rescind or vary the contract which has been entered into by the Company in the aforesaid manner, or waive any of its rights thereunder.~~ ~~A contract to repurchase shares referred to in the preceding paragraph includes (but not limited to) an agreement to become obliged to repurchase and acquire rights to repurchase shares.~~ ~~The Company shall not assign any contract to repurchase its shares or any of its rights thereunder.~~ ~~Where the Company has the right to repurchase any redeemable shares, such repurchase shall, if to be made through means other than on market or by tender, be limited to a maximum price, and if to be made by tender, the tenders shall be offered to all shareholders alike.~~
Article 32 The Company shall, in the event of repurchase of the Company's shares under the circumstances required in the subparagraph (I), (II) of the first article of Article 29 of this Articles of Association, be subject to the resolution in the general meeting; the Company may, in the circumstances of repurchase of the Company's shares under the circumstances required in the subparagraph (III), (V), (VI) of the first article of Article 29 of this Articles of Association, comply with the requirements of this Articles of Association or authorization by the general meeting, subject to the resolution by more than two-thirds of the directors present in the Board meeting. After the repurchase of the shares in accordance with the first article of Article 29 of Articles of Association, if under the circumstance mentioned in subparagraph (I), cancel them within 10 days after the purchase; or if under either circumstance mentioned in subparagraph (II) or (IV), transfer them or cancel them within 6 months; if under the circumstances of subparagraph (III), (V), (VI), the total number of shares of the Company held by the Company shall not exceed 10% of the total issued shares of the Company, and shall be transferred or cancelled within 3 years. Where a listed company acquires any of the Company's shares, the obligation of information disclosure shall be performed in accordance with the Securities Laws. Where a listed company purchases the Company's shares in the circumstances set out in subparagraph (III), (V) and (VI) of the first article of Article 29, such purchase shall be conducted through public and centralized trading method. Where the Company cancels its shares as a result of share repurchases, it shall make an application to its original registration authority to modify the registration on its registered capital. The amount of the Company's registered capital shall be reduced by the aggregate par value of those shares cancelled.	Article 3~~2~~ The Company shall, in the event of repurchase of the Company's shares under the circumstances required in the subparagraph (I), (II) of the first article of Article 2~~9~~ of this Articles of Association, be subject to the resolution in the general meeting; the Company may, in the circumstances of repurchase of the Company's shares under the circumstances required in the subparagraph (III), (V), (VI) of the first article of Article 2~~9~~ of this Articles of Association, comply with the requirements of this Articles of Association or authorization by the general meeting, subject to the resolution by more than two-thirds of the directors present in the Board meeting. After the repurchase of the shares in accordance with the first article of Article 2~~9~~ of Articles of Association, if under the circumstance mentioned in subparagraph (I), cancel them within 10 days after the purchase; or if under either circumstance mentioned in subparagraph (II) or (IV), transfer them or cancel them within 6 months; if under the circumstances of subparagraph (III), (V), (VI), the total number of shares of the Company held by the Company shall not exceed 10% of the total issued shares of the Company, and shall be transferred or cancelled within 3 years. Where a listed company acquires any of the Company's shares, the obligation of information disclosure shall be performed in accordance with the Securities Laws. ~~Where a listed company purchases the Company's shares in the circumstances set out in subparagraph (III), (V) and (VI) of the first article of Article 29, such purchase shall be conducted through public and centralized trading method.~~ Where the Company cancels its shares as a result of share repurchases, it shall make an application to its original registration authority to modify the registration on its registered capital. The amount of the Company's registered capital shall be reduced by the aggregate par value of those shares cancelled.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 33 Unless the Company is in the course of liquidation, it must comply with the following provisions in relation to repurchasing its issued and outstanding shares:	~~Article 33 Unless the Company is in the course of liquidation, it must comply with the following provisions in relation to repurchasing its issued and outstanding shares:~~
(I) where the Company repurchases shares at par value, payment shall be made out of the balance of distributable profit of the Company or out of the proceeds from new shares issued for such purpose;	~~(I) where the Company repurchases shares at par value, payment shall be made out of the balance of distributable profit of the Company or out of the proceeds from new shares issued for such purpose;~~
(II) where the Company repurchases shares at a premium to the par value, payment up to the par value shall be made out of the balance of distributable profit of the Company or out of the proceeds from new shares issued for that purpose. Payment of the portion in excess of the par value shall be effected as follows:	~~(II) where the Company repurchases shares at a premium to the par value, payment up to the par value shall be made out of the balance of distributable profit of the Company or out of the proceeds from new shares issued for that purpose. Payment of the portion in excess of the par value shall be effected as follows:~~
(1) if the shares being repurchased were issued at par value, payment shall be made out of the balance of distributable profit of the Company;	~~(1) if the shares being repurchased were issued at par value, payment shall be made out of the balance of distributable profit of the Company;~~
(2) if the shares being repurchased were issued at a premium to the par value, payment shall be made out of the balance of distributable profit of the Company or out of the proceeds from new shares issued for that purpose, provided that the amount paid out of such proceeds shall not exceed the aggregate of the premiums received by the Company on the issue of the shares repurchased nor shall it exceed the book value of the Company's premium account (or its capital common reserve) (including the premiums on the new issue) at the time of the repurchase;	~~(2) if the shares being repurchased were issued at a premium to the par value, payment shall be made out of the balance of distributable profit of the Company or out of the proceeds from new shares issued for that purpose, provided that the amount paid out of such proceeds shall not exceed the aggregate of the premiums received by the Company on the issue of the shares repurchased nor shall it exceed the book value of the Company's premium account (or its capital common reserve) (including the premiums on the new issue) at the time of the repurchase;~~
(III) The Company shall make payments out of its distributable profit for the following uses:	~~(III) The Company shall make payments out of its distributable profit for the following uses:~~
(1) acquisition of the right to repurchase its own shares;	~~(1) acquisition of the right to repurchase its own shares;~~
(2) variation of any contract for the repurchase of its shares;	~~(2) variation of any contract for the repurchase of its shares;~~
(3) release of its obligations under any contract for repurchasing its shares.	~~(3) release of its obligations under any contract for repurchasing its shares.~~
(IV) After the Company's registered capital is reduced by the aggregate par value of the cancelled shares in accordance with the relevant regulations, the amount deducted from the distributable profit of the Company for payment of the par value of the repurchased shares shall be transferred to the Company's share premium account (or capital common reserve).	~~(IV) After the Company's registered capital is reduced by the aggregate par value of the cancelled shares in accordance with the relevant regulations, the amount deducted from the distributable profit of the Company for payment of the par value of the repurchased shares shall be transferred to the Company's share premium account (or capital common reserve).~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 34 No financial assistance shall be provided at any time and in any manner by the Company or its subsidiaries to any person acquiring or intending to acquire the shares of the Company. The aforesaid person(s) acquiring the shares of the Company shall include the person(s) who undertake(s), directly or indirectly, obligations as a result of an acquisition of shares of the Company. No financial assistance shall be provided at any time and in any manner by the Company or its subsidiaries to reduce or release the obligations of the said person(s) undertaking such obligations. This article shall not apply to the circumstances referred to in Article 36 in this Chapter.	Article 314 No financial assistance shall be provided ~~at any time and in any manner~~ by the Company or its subsidiaries (including affiliated enterprises of the Company) in the form of, among others, gifts, advances, guarantees, or lending to others ~~any person acquiring or intending~~ to acquire the shares of the Company or its parent company, except for implementation of the Company's employee shareholding scheme. ~~The aforesaid person(s) acquiring the shares of the Company shall include the person(s) who undertake(s), directly or indirectly, obligations as a result of an acquisition of shares of the Company.~~ ~~No financial assistance shall be provided at any time and in any manner by the Company or its subsidiaries to reduce or release the obligations of the said person(s) undertaking such obligations.~~ ~~This article shall not apply to the circumstances referred to in Article 36 in this Chapter.~~ For the benefit of the Company, pursuant to a resolution passed by the general meeting, or a resolution passed by the Board of Directors in accordance with the Articles of Association or authorization of the general meeting, the Company may provide financial assistance to others to acquire the shares of the Company or its parent company, but the cumulative total amount of financial assistance shall not exceed 10% of the total issued share capital. Such resolution of the Board of Directors shall be approved by more than two-thirds of all directors.
Article 35 The financial assistance referred to in this Chapter shall include but not be limited to the assistance in the following ways: (I) gift; (II) guarantee (including provision by the guarantor of an undertaking or property to secure the performance of obligations by the obligor), indemnity (other than an indemnity in respect of the Company's own neglect or default) or a release or waiver thereof; (III) provision of loan or entering into a contract under which the obligations of the Company are to be fulfilled before the obligations of another party of the contract, or a change in the parties to, or the assignment of rights under, such loan or agreement; (IV) any other financial assistance given by the Company when the Company fails to repay the debt or has no net assets or when its net assets would thereby be reduced to a material extent. The "undertaking" referred to in this Chapter shall include the undertaking of obligations by the obligor of contract or arrangement (whether the contract or arrangement is enforceable or to be undertaken individually or jointly by others) or by any other means whereby his financial position is changed.	~~Article 35 The financial assistance referred to in this Chapter shall include but not be limited to the assistance in the following ways:~~ ~~(I) gift;~~ ~~(II) guarantee (including provision by the guarantor of an undertaking or property to secure the performance of obligations by the obligor), indemnity (other than an indemnity in respect of the Company's own neglect or default) or a release or waiver thereof;~~ ~~(III) provision of loan or entering into a contract under which the obligations of the Company are to be fulfilled before the obligations of another party of the contract, or a change in the parties to, or the assignment of rights under, such loan or agreement;~~ ~~(IV) any other financial assistance given by the Company when the Company fails to repay the debt or has no net assets or when its net assets would thereby be reduced to a material extent.~~ ~~The "undertaking" referred to in this Chapter shall include the undertaking of obligations by the obligor of contract or arrangement (whether the contract or arrangement is enforceable or to be undertaken individually or jointly by others) or by any other means whereby his financial position is changed.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 36 The following activities shall not be deemed to be prohibited by Article 34 of this Chapter:	Article 326 The following activities shall not be deemed to be prohibited by Article 314 of this Chapter:
(I) the provision of financial assistance is given in good faith in the interests of the Company and the principal purpose in giving such assistance is not for acquisition of shares in the Company, or the giving of the assistance is an incidental part of an overall plan of the Company;	(I) the provision of financial assistance is given in good faith in the interests of the Company and the principal purpose in giving such assistance is not for acquisition of shares in the Company, or the giving of the assistance is an incidental part of an overall plan of the Company;
(II) the distribution of the assets of the Company by way of dividends in accordance with the laws;	(II) the distribution of the assets of the Company by way of dividends in accordance with the laws;
(III) distribution of dividends in the form of shares;	(III) distribution of dividends in the form of shares;
(IV) reduction of registered capital, repurchase of shares, adjustment of shareholding structure in accordance with the Articles of Association;	(IV) reduction of registered capital, repurchase of shares, adjustment of shareholding structure in accordance with the Articles of Association;
(V) provision of a loan by the Company within its scope of business and in the ordinary course of its business (provided that the same does not lead to a reduction in the net assets of the Company or that if the same constitutes a reduction, the financial assistance is deducted from the Company's distributable profit); and	(V) provision of a loan by the Company within its scope of business and in the ordinary course of its business (provided that the same does not lead to a reduction in the net assets of the Company or that if the same constitutes a reduction, the financial assistance is deducted from the Company's distributable profit); and
(VI) the provision of money by the Company for an employee shareholding scheme (provided that the same does not lead to a reduction in the net assets of the Company or that if the same constitutes a reduction, the financial assistance is deducted from the Company's distributable profit).	(VI) the provision of money by the Company for an employee shareholding scheme (provided that the same does not lead to a reduction in the net assets of the Company or that if the same constitutes a reduction, the financial assistance is deducted from the Company's distributable profit).
Article 37 The share certificates of the Company shall be in registered form.	~~Article 37 The share certificates of the Company shall be in registered form.~~
The transfers and other documents relating to or affecting the title to any registered securities shall be registered and where any fee or fees is/are charged, such fee or fees shall not exceed the maximum fees prescribed from time to time in the Listing Rules.	~~The transfers and other documents relating to or affecting the title to any registered securities shall be registered and where any fee or fees is/are charged, such fee or fees shall not exceed the maximum fees prescribed from time to time in the Listing Rules.~~
In addition to those provided in the Company Law and the Special Regulations, a share certificate of the Company shall also contain any other items required to be specified by the stock exchange on which the shares of the Company are listed.	~~In addition to those provided in the Company Law and the Special Regulations, a share certificate of the Company shall also contain any other items required to be specified by the stock exchange on which the shares of the Company are listed.~~
At any time during the period when its H shares are listed on the SEHK, the Company shall ensure that the following statements are included in all entitlement documents (including certificates of H shares) for all its securities listed on the SEHK, and shall instruct and cause each of its share registrars not to register the subscription, purchase or transfer of any of its shares in the name of any particular holder unless and until such holder delivers to such share registrar a signed form in respect of such shares bearing statements to the following effect:	~~At any time during the period when its H shares are listed on the SEHK, the Company shall ensure that the following statements are included in all entitlement documents (including certificates of H shares) for all its securities listed on the SEHK, and shall instruct and cause each of its share registrars not to register the subscription, purchase or transfer of any of its shares in the name of any particular holder unless and until such holder delivers to such share registrar a signed form in respect of such shares bearing statements to the following effect:~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
(I) the purchaser of the shares agrees with the Company and each of the shareholders, and the Company agrees with each of the shareholders that, they will observe and comply with the Company Law, Special Regulations, the requirements of the relevant laws and administrative regulations and the Articles of Association.	~~(I) the purchaser of the shares agrees with the Company and each of the shareholders, and the Company agrees with each of the shareholders that, they will observe and comply with the Company Law, Special Regulations, the requirements of the relevant laws and administrative regulations and the Articles of Association.~~
(II) the purchaser of the shares agrees with the Company, each of the shareholders, directors, supervisors, general manager and other senior management of the Company, and the Company, acting on behalf of itself and each of directors, supervisors, general manager and other senior management of the Company, agrees with each of the shareholders that, they will refer to arbitration for settlement in accordance with the provisions of the Articles of Association for all disputes and claims arising from the Articles of Association, or disputes and claims of rights in relation to the Company's affairs arising from any rights or obligations under the Company Law or the other relevant laws and administrative regulations in the PRC, and that any referral to arbitration shall be deemed as an authorisation to an arbitral court to hold a public hearing and announce its arbitration award to the public. Such award shall be final and conclusive.	~~(II) the purchaser of the shares agrees with the Company, each of the shareholders, directors, supervisors, general manager and other senior management of the Company, and the Company, acting on behalf of itself and each of directors, supervisors, general manager and other senior management of the Company, agrees with each of the shareholders that, they will refer to arbitration for settlement in accordance with the provisions of the Articles of Association for all disputes and claims arising from the Articles of Association, or disputes and claims of rights in relation to the Company's affairs arising from any rights or obligations under the Company Law or the other relevant laws and administrative regulations in the PRC, and that any referral to arbitration shall be deemed as an authorisation to an arbitral court to hold a public hearing and announce its arbitration award to the public. Such award shall be final and conclusive.~~
(III) the purchaser of the shares agrees with the Company and all of the shareholders of the Company that the shares of the Company may be freely transferable.	~~(III) the purchaser of the shares agrees with the Company and all of the shareholders of the Company that the shares of the Company may be freely transferable.~~
(IV) the purchaser of the shares authorises the Company to act on its behalf to enter into a contract with each of directors, general manager and other senior management of the Company, whereby each of the directors, general manager and other senior management undertakes to observe and comply with the provisions of the Articles of Association in respect of their responsibility to the shareholders.	~~(IV) the purchaser of the shares authorises the Company to act on its behalf to enter into a contract with each of directors, general manager and other senior management of the Company, whereby each of the directors, general manager and other senior management undertakes to observe and comply with the provisions of the Articles of Association in respect of their responsibility to the shareholders.~~
Article 38 Share certificates of the Company shall be signed by the Chairman. Where the stock exchange on which the Company's shares are listed requires other senior management to sign on the share certificates, the share certificates shall also be signed by such senior management. The share certificates shall take effect after being affixed or printed with the seal of the Company. The share certificates shall only be affixed with the corporate seal with the authorization of the Board. The signatures of the Chairman of the Board or other relevant senior management on the share certificates may also be in printed form.	~~Article 38 Share certificates of the Company shall be signed by the Chairman. Where the stock exchange on which the Company's shares are listed requires other senior management to sign on the share certificates, the share certificates shall also be signed by such senior management. The share certificates shall take effect after being affixed or printed with the seal of the Company. The share certificates shall only be affixed with the corporate seal with the authorization of the Board. The signatures of the Chairman of the Board or other relevant senior management on the share certificates may also be in printed form.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 39 The Company shall keep a register of members based on the evidence furnished by share registries. Unless there is evidence to the contrary, the register of members shall be the sufficient evidence of the shareholders' shareholding in the Company. The register of members shall contain the following particulars:	Article 339 The Company shall keep a register of members based on the evidence furnished by share registries. ~~Unless there is evidence to the contrary, t~~The register of members shall be the sufficient evidence of the shareholders' shareholding in the Company. ~~The register of members shall contain the following particulars:~~
(I) the surname and name, address (place of domicile), occupation or nature of business of each shareholder;	~~(I) the surname and name, address (place of domicile), occupation or nature of business of each shareholder;~~
(II) the class and number of shares held by each shareholder;	~~(II) the class and number of shares held by each shareholder;~~
(III) the amount paid-up or payable in respect of shares held by each shareholder;	~~(III) the amount paid-up or payable in respect of shares held by each shareholder;~~
(IV) the share certificate numbers of the shares held by each shareholder;	~~(IV) the share certificate numbers of the shares held by each shareholder;~~
(V) the date on which each shareholder was registered in the register as a shareholder; and	~~(V) the date on which each shareholder was registered in the register as a shareholder; and~~
(VI) the date on which any shareholder ceased to be a shareholder.	~~(VI) the date on which any shareholder ceased to be a shareholder.~~
The Company shall sign a share custody agreement with share registries for the purpose of consulting the information and shareholding change (including share pledge) of substantial shareholders on a regular basis, in order to be fully aware of the shareholding structure of the Company in a timely manner.	~~The Company shall sign a share custody agreement with share registries for the purpose of consulting the information and shareholding change (including share pledge) of substantial shareholders on a regular basis, in order to be fully aware of the shareholding structure of the Company in a timely manner.~~
All issues or transfers of overseas listed foreign shares will be registered in the register of members of overseas listed foreign shares at the place of listing in accordance with the requirements set out in the Articles of Association.	~~All issues or transfers of overseas listed foreign shares will be registered in the register of members of overseas listed foreign shares at the place of listing in accordance with the requirements set out in the Articles of Association.~~
When 2 or more persons are registered as joint holders of any shares, they shall be deemed to be joint owners of such shares and subject to constraints of the following terms:	~~When 2 or more persons are registered as joint holders of any shares, they shall be deemed to be joint owners of such shares and subject to constraints of the following terms:~~
(I) the Company does not need to register more than 4 persons as joint holders for any shares;	~~(I) the Company does not need to register more than 4 persons as joint holders for any shares;~~
(II) the joint holders of any shares shall jointly or severally assume the liability to pay for all amounts of fee payable for the relevant shares;	~~(II) the joint holders of any shares shall jointly or severally assume the liability to pay for all amounts of fee payable for the relevant shares;~~
(III) in case one of the joint holders has deceased, only the surviving joint holders shall be deemed by the Company to be such persons as having the ownership of the relevant shares, provided that the Board shall have the right, for the purpose of making amendments to the register of members, to demand a death certificate of such shareholder where it deems appropriate to do so; and	~~(III) in case one of the joint holders has deceased, only the surviving joint holders shall be deemed by the Company to be such persons as having the ownership of the relevant shares, provided that the Board shall have the right, for the purpose of making amendments to the register of members, to demand a death certificate of such shareholder where it deems appropriate to do so; and~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
(IV) for joint holding of any shares, only the joint holder whose name appears first in the register of members is entitled to receive the certificate for the relevant shares and receive the Company's notices. Any notice serviced to the above persons shall be deemed to be serviced to all joint holders of the relevant shares. Any of the joint holders may sign the proxy form. Where more than one joint holders attend the meeting, whether in person or by proxy, the vote of the senior joint holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.	~~(IV) for joint holding of any shares, only the joint holder whose name appears first in the register of members is entitled to receive the certificate for the relevant shares and receive the Company's notices. Any notice serviced to the above persons shall be deemed to be serviced to all joint holders of the relevant shares. Any of the joint holders may sign the proxy form. Where more than one joint holders attend the meeting, whether in person or by proxy, the vote of the senior joint holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.~~
Article 40 The Company may keep overseas the register of holders of overseas listed foreign shares and entrust it to the care of an overseas agency in accordance with the understanding and agreement reached between the securities regulatory authority of the PRC and the overseas securities regulatory authority. For the overseas listed foreign shares listed in Hong Kong, the original of the register of members shall be kept in Hong Kong. The Company shall keep at its place of domicile a copy of the register of holders of overseas listed foreign shares; the entrusted overseas agency shall always ensure that the original and the copy of the register of holders of overseas listed foreign shares are consistent. Where there is a discrepancy between the original and the copy of the register of holders of overseas listed foreign shares, the original shall prevail.	~~Article 40 The Company may keep overseas the register of holders of overseas listed foreign shares and entrust it to the care of an overseas agency in accordance with the understanding and agreement reached between the securities regulatory authority of the PRC and the overseas securities regulatory authority. For the overseas listed foreign shares listed in Hong Kong, the original of the register of members shall be kept in Hong Kong.~~ ~~The Company shall keep at its place of domicile a copy of the register of holders of overseas listed foreign shares; the entrusted overseas agency shall always ensure that the original and the copy of the register of holders of overseas listed foreign shares are consistent.~~ ~~Where there is a discrepancy between the original and the copy of the register of holders of overseas listed foreign shares, the original shall prevail.~~
Article 41 The Company shall maintain a complete register of members. The register of members shall include the following parts: (I) the register of members which is maintained at the Company's place of domicile (other than those share registers described in subparagraphs (II) and (III) of this Article); (II) the register of members in respect of the holders of overseas listed foreign shares of the Company which is maintained at the place of the overseas stock exchange on which the shares of the Company are listed. In respect of the register of members of overseas-listed foreign shares for the shares that are listed in the Hong Kong Stock Exchange, the original register of members of shares shall be maintained in Hong Kong; (III) the register of members which is maintained in such other place as the Board may consider necessary for the purpose of listing of the Company's shares.	~~Article 41 The Company shall maintain a complete register of members.~~ ~~The register of members shall include the following parts:~~ ~~(I) the register of members which is maintained at the Company's place of domicile (other than those share registers described in subparagraphs (II) and (III) of this Article);~~ ~~(II) the register of members in respect of the holders of overseas listed foreign shares of the Company which is maintained at the place of the overseas stock exchange on which the shares of the Company are listed. In respect of the register of members of overseas-listed foreign shares for the shares that are listed in the Hong Kong Stock Exchange, the original register of members of shares shall be maintained in Hong Kong;~~ ~~(III) the register of members which is maintained in such other place as the Board may consider necessary for the purpose of listing of the Company's shares.~~
Article 42 Different parts of the register of members shall not overlap one another. No transfer of the shares registered in any part of the register shall, during the existence of that registration, be registered in any other part of the register of members. Alteration or rectification of each part of the register of members shall be made in accordance with the laws of the jurisdiction where that part of the register of members is maintained.	~~Article 42 Different parts of the register of members shall not overlap one another. No transfer of the shares registered in any part of the register shall, during the existence of that registration, be registered in any other part of the register of members.~~ ~~Alteration or rectification of each part of the register of members shall be made in accordance with the laws of the jurisdiction where that part of the register of members is maintained.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 44 All transfers of overseas listed foreign shares listed in Hong Kong shall be effected by a written instrument of transfer in an ordinary or usual form or any other form acceptable to the Board (including the standard transfer format or form of transfer specified by the SEHK from time to time). The instrument of transfer may be signed under hand or by an imprint only, or (where the transferor or transferee is a corporation) by the corporate seal. Where the transferor or transferee is a recognized clearing house ("recognized clearing house", as defined by relevant regulations in Hong Kong laws effective from time to time) or its nominee, it may be signed in a machine-imprinted format. All instruments of transfer shall be maintained at the legal address of the Company or such places as the Board may specify from time to time.	~~Article 44 All transfers of overseas listed foreign shares listed in Hong Kong shall be effected by a written instrument of transfer in an ordinary or usual form or any other form acceptable to the Board (including the standard transfer format or form of transfer specified by the SEHK from time to time). The instrument of transfer may be signed under hand or by an imprint only, or (where the transferor or transferee is a corporation) by the corporate seal. Where the transferor or transferee is a recognized clearing house ("recognized clearing house", as defined by relevant regulations in Hong Kong laws effective from time to time) or its nominee, it may be signed in a machine-imprinted format.~~ ~~All instruments of transfer shall be maintained at the legal address of the Company or such places as the Board may specify from time to time.~~
Article 45 In the event that there is a period of time required for suspending registration of transfers by the laws and regulations in the PRC and securities supervision rules of the place where the shares of the Company are listed prior to the convening of a general meeting or the reference date on which the Company decides to distribute dividends, such requirements shall be observed.	~~Article 45 In the event that there is a period of time required for suspending registration of transfers by the laws and regulations in the PRC and securities supervision rules of the place where the shares of the Company are listed prior to the convening of a general meeting or the reference date on which the Company decides to distribute dividends, such requirements shall be observed.~~
Article 46 When the Company intends to convene a general meeting, distribute dividends, enter into liquidation and engage in other activities that involve confirmation of shareholding, the Board shall fix a specific date as the record date for determining the shareholdings. Shareholders named in the register of members by the end of the record date shall be the shareholders of the Company.	Article 35~~46~~ When the Company intends to convene a general meeting, distribute dividends, enter into liquidation and engage in other activities that involve confirmation of shareholding, the Board or the convener of the general meeting shall determine the date of record, after the close of which date registered shareholders in the register of members are the shareholders entitled to enjoy the relevant rights and interests ~~fix a specific date as the record date for determining the shareholdings. Shareholders named in the register of members by the end of the record date shall be the shareholders of the Company~~.
Article 47 Any party who objects to the register of members and requests to have its name included in or removed from the register of members may apply to the court of the relevant jurisdiction to correct the register of members.	~~Article 47 Any party who objects to the register of members and requests to have its name included in or removed from the register of members may apply to the court of the relevant jurisdiction to correct the register of members.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 48 Any shareholder who is registered in, or any person requests to have his name entered into, the register of members may, if his share certificate (the "**Original Certificate**") is lost, apply to the Company for a replacement share certificate in respect of such shares (the "**Relevant Shares**").	~~Article 48 Any shareholder who is registered in, or any person requests to have his name entered into, the register of members may, if his share certificate (the "**Original Certificate**") is lost, apply to the Company for a replacement share certificate in respect of such shares (the "**Relevant Shares**").~~
If a holder of the domestic shares loses his share certificate and applies for a replacement share certificate, it shall be dealt with in accordance with the provisions of the Company Law.	~~If a holder of the domestic shares loses his share certificate and applies for a replacement share certificate, it shall be dealt with in accordance with the provisions of the Company Law.~~
If a holder of overseas listed foreign shares loses his share certificate and applies for a replacement share certificate, it may be dealt with in accordance with the relevant laws, the rules of the stock exchange and other relevant regulations of the place where the original register of holders of overseas listed foreign shares is maintained.	~~If a holder of overseas listed foreign shares loses his share certificate and applies for a replacement share certificate, it may be dealt with in accordance with the relevant laws, the rules of the stock exchange and other relevant regulations of the place where the original register of holders of overseas listed foreign shares is maintained.~~
If a holder of overseas listed foreign shares listed in Hong Kong loses his share certificate and applies for a replacement share certificate, such share certificate shall be issued in compliance with the following requirements:	~~If a holder of overseas listed foreign shares listed in Hong Kong loses his share certificate and applies for a replacement share certificate, such share certificate shall be issued in compliance with the following requirements:~~
(I) the applicant shall submit an application to the Company in the standard form prescribed by the Company accompanied by a notarially certified certificate or statutory declaration containing the grounds upon which the application is made and the circumstances and evidence of the loss of the share certificate as well as declaring that no other person is entitled to request to be registered as the shareholder of the Relevant Shares.	~~(I) the applicant shall submit an application to the Company in the standard form prescribed by the Company accompanied by a notarially certified certificate or statutory declaration containing the grounds upon which the application is made and the circumstances and evidence of the loss of the share certificate as well as declaring that no other person is entitled to request to be registered as the shareholder of the Relevant Shares.~~
(II) before the Company decides to issue the replacement share certificate, no statement made by any person other than the applicant requesting that he shall be registered as the shareholder in respect of the Relevant Shares has been received.	~~(II) before the Company decides to issue the replacement share certificate, no statement made by any person other than the applicant requesting that he shall be registered as the shareholder in respect of the Relevant Shares has been received.~~
(III) the Company shall, if it decides to issue a replacement share certificate to the applicant, make an announcement of its intention to issue the replacement share certificate in such newspapers designated by the Board; the announcement shall be made at least once every 30 days for a period of 90 days.	~~(III) the Company shall, if it decides to issue a replacement share certificate to the applicant, make an announcement of its intention to issue the replacement share certificate in such newspapers designated by the Board; the announcement shall be made at least once every 30 days for a period of 90 days.~~
(IV) the Company shall have, prior to the publication of its intention to issue a replacement share certificate, delivered to the stock exchange on which its shares are listed a copy of the announcement to be published. The Company may publish the announcement upon receiving a confirmation from such stock exchange that the announcement has been displayed at the premises of the stock exchange. The announcement shall be displayed at the premises of the stock exchange for a period of 90 days.	~~(IV) the Company shall have, prior to the publication of its intention to issue a replacement share certificate, delivered to the stock exchange on which its shares are listed a copy of the announcement to be published. The Company may publish the announcement upon receiving a confirmation from such stock exchange that the announcement has been displayed at the premises of the stock exchange. The announcement shall be displayed at the premises of the stock exchange for a period of 90 days.~~
In case an application to issue a replacement share certificate has been made without the consent of the registered holder of the Relevant Shares, the Company shall deliver by mail to such registered shareholder a copy of the announcement to be published.	~~In case an application to issue a replacement share certificate has been made without the consent of the registered holder of the Relevant Shares, the Company shall deliver by mail to such registered shareholder a copy of the announcement to be published.~~
(V) if, upon expiration of the 90-day period of announcement, display referred to in subparagraphs (III) and (IV) of the Articles of Association, the Company has not received from any person any objection to such application, the Company may issue a replacement share certificate to the applicant accordingly.	~~(V) if, upon expiration of the 90-day period of announcement, display referred to in subparagraphs (III) and (IV) of the Articles of Association, the Company has not received from any person any objection to such application, the Company may issue a replacement share certificate to the applicant accordingly.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
(VI) where the Company issues a replacement share certificate in accordance with this article, it shall forthwith cancel the Original Certificate and record the cancellation and replacement matters in the register of members accordingly.	~~(VI) where the Company issues a replacement share certificate in accordance with this article, it shall forthwith cancel the Original Certificate and record the cancellation and replacement matters in the register of members accordingly.~~
(VII) all expenses relating to the cancellation of an Original Certificate and the issuance of a replacement share certificate by the Company shall be borne by the applicant. The Company may refuse to take any action until a reasonable guarantee is provided by the applicant for such expenses.	~~(VII) all expenses relating to the cancellation of an Original Certificate and the issuance of a replacement share certificate by the Company shall be borne by the applicant. The Company may refuse to take any action until a reasonable guarantee is provided by the applicant for such expenses.~~
Article 49 After the Company issues a replacement share certificate pursuant to the Articles of Association, the name of a bona fide purchaser who obtains the aforementioned new share certificate or a shareholder who thereafter registers as the owner of such shares (in the case where he is a bona fide purchaser) shall not be deleted from the register of members.	~~Article 49 After the Company issues a replacement share certificate pursuant to the Articles of Association, the name of a bona fide purchaser who obtains the aforementioned new share certificate or a shareholder who thereafter registers as the owner of such shares (in the case where he is a bona fide purchaser) shall not be deleted from the register of members.~~
Article 50 The Company shall not have any obligation to indemnify any person for any damages suffered thereby arising out of the cancellation of the Original Certificate or the issuance of a replacement share certificate, unless such person concerned can prove that the Company has committed a fraudulent act.	~~Article 50 The Company shall not have any obligation to indemnify any person for any damages suffered thereby arising out of the cancellation of the Original Certificate or the issuance of a replacement share certificate, unless such person concerned can prove that the Company has committed a fraudulent act.~~
Article 51 A shareholder of the Company is a person who lawfully holds shares of the Company and has his name recorded in the register of members. A shareholder of the Company shall enjoy the relevant rights and assume the relevant obligations in accordance with the class and number of shares he holds. Shareholders holding the same class of shares shall enjoy the same rights and assume the same obligations. All classes of shareholders of the Company shall have equal rights in any profit distribution in the form of dividend or in any other form. For a corporate shareholder, its legal representative or a proxy appointed thereby shall exercise the rights on its behalf. The Company shall not exercise any of its rights to freeze or otherwise impair any of the rights attaching to any shares of the Company by reason only that person or persons who are interested directly or indirectly therein have failed to disclose their interests to the Company.	Article 36~~51~~ A shareholder of the Company is a person who lawfully holds shares of the Company and has his name recorded in the register of members. A shareholder of the Company shall enjoy the relevant rights and assume the relevant obligations in accordance with the class and number of shares he holds. Shareholders holding the same class of shares shall enjoy the same rights and assume the same obligations. All classes of shareholders of the Company shall have equal rights in any profit distribution in the form of dividend or in any other form. For a corporate shareholder, its legal representative or a proxy appointed thereby shall exercise the rights on its behalf, including attending and voting at any general meeting of the Company. Where a corporate shareholder is so represented, it shall be treated as being present at any meeting in person. ~~The Company shall not exercise any of its rights to freeze or otherwise impair any of the rights attaching to any shares of the Company by reason only that person or persons who are interested directly or indirectly therein have failed to disclose their interests to the Company.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 52 Holders of ordinary shares of the Company shall have the following rights:	Article 3752 Holders of ordinary shares of the Company shall have the following rights:
(I) to claim dividends and distribution of profits in any other form in proportion to the number of shares held;	(I) to ~~claim~~ receive dividends and distribution of profits in any other form in proportion to the number of shares held;
(II) to request, convene, preside over, attend general meetings either in person or by proxy and exercise the voting right in accordance with the laws;	(II) to request, convene, preside over, attend general meetings either in person or by proxy and exercise the right to speak and voting right in accordance with the laws;
(III) to supervise and manage the business activities of the Company and to put forward proposals and raise inquiries;	(III) to supervise ~~and manage~~ the business activities of the Company and to put forward proposals and raise inquiries;
(IV) to transfer, give or pledge the shares held by them in accordance with the laws, administrative regulations and the Articles of Association;	(IV) to transfer, give or pledge the shares held by them in accordance with the laws, administrative regulations and the Articles of Association;
(V) to receive information as provided in the Articles of Association, including:	(V) to inspect and copy the Articles of Association, the register of members, minutes of general meetings, resolutions of Board meetings and financial accounting reports. Shareholders who meet the requirements may inspect the Company's accounting books and documents; ~~to receive information as provided in the Articles of Association, including:~~
(1) a copy of the Articles of Association upon payment of the costs thereof;	~~(1) a copy of the Articles of Association upon payment of the costs thereof;~~
(2) the right to inspect and copy, subject to payment of reasonable charge:	~~(2) the right to inspect and copy, subject to payment of reasonable charge:~~
1. all parts of the register of members;	~~1. all parts of the register of members;~~
2. personal particulars of the directors, supervisors, general manager and other senior management of the Company, including:	~~2. personal particulars of the directors, supervisors, general manager and other senior management of the Company, including:~~
(a) present and former forename and surnames and any aliases;	~~(a) present and former forename and surnames and any aliases;~~
(b) principal address (domicile);	~~(b) principal address (domicile);~~
(c) nationality;	~~(c) nationality;~~
(d) occupation and all other part-time occupation and positions;	~~(d) occupation and all other part-time occupation and positions;~~
(e) identification documents and its number.	~~(e) identification documents and its number.~~
(3) status of the share capital of the Company;	~~(3) status of the share capital of the Company;~~
(4) the latest audited financial statements and reports of the Board of Directors, auditors and Board of Supervisors of the Company;	~~(4) the latest audited financial statements and reports of the Board of Directors, auditors and Board of Supervisors of the Company;~~
(5) special resolutions of the general meeting and/or board meeting of the Company;	~~(5) special resolutions of the general meeting and/or board meeting of the Company;~~
(6) reports showing the aggregate par value, number, maximum and minimum prices paid in respect of each class of shares repurchased by the Company since the end of the previous accounting year and the aggregate amount incurred by the Company for this purpose;	~~(6) reports showing the aggregate par value, number, maximum and minimum prices paid in respect of each class of shares repurchased by the Company since the end of the previous accounting year and the aggregate amount incurred by the Company for this purpose;~~
(7) copies of the latest annual inspection report submitted to the Administration for Industry and Commerce of the PRC or other competent authorities for recordation;	~~(7) copies of the latest annual inspection report submitted to the Administration for Industry and Commerce of the PRC or other competent authorities for recordation;~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
(8) minutes of the general meetings (for shareholders' inspection only);.	~~(8) minutes of the general meetings (for shareholders' inspection only);.~~
Documents of items (1) to (8) mentioned above, except for item (2), shall be made available by the Company, according to the requirements of the Hong Kong Listing Rules, at the Company's address in Hong Kong, for the public and overseas listed foreign shareholders to inspect at no charge, except for item (8), which will only be available for inspection by the shareholders.	~~Documents of items (1) to (8) mentioned above, except for item (2), shall be made available by the Company, according to the requirements of the Hong Kong Listing Rules, at the Company's address in Hong Kong, for the public and overseas listed foreign shareholders to inspect at no charge, except for item (8), which will only be available for inspection by the shareholders.~~
A shareholder intending to inspect aforesaid relative information or request information shall provide to the Company the written supporting documents in relation to the types and numbers of its shares he/she hold, and the Company will provide information as per such shareholder's requirements upon authentication of his/her identity as its Shareholder.	~~A shareholder intending to inspect aforesaid relative information or request information shall provide to the Company the written supporting documents in relation to the types and numbers of its shares he/she hold, and the Company will provide information as per such shareholder's requirements upon authentication of his/her identity as its Shareholder.~~
(VI) to participate in the distribution of the residual assets of the Company in proportion to the number of shares held in the event of termination or liquidation of the Company;	(VI) to participate in the distribution of the residual assets of the Company in proportion to the number of shares held in the event of termination or liquidation of the Company;
(VII) shareholders against the mergers or divisions of the Company tabled at shareholders' meeting, to request the Company to buy back its shares; and	(VII) shareholders against the mergers or divisions of the Company tabled at ~~shareholders'~~ the general meeting, to request the Company to buy back its shares; and
(VIII) other rights conferred by the laws, administrative regulations and the Articles of Association.	(VIII) other rights conferred by the laws, administrative regulations, departmental rules and the Articles of Association. If any shareholder requests to inspect and copy the relevant information of the Company, he/she/it shall comply with laws and administrative regulations such as the Company Law and the Securities Law, and provide the Company with written documents bearing evidence of the class and number of shares of the Company held by him/her/it, and the Company shall provide the information as required by the said shareholder upon verification of his/her/its identity. The Company may suspend the registration of the Hong Kong branch register of members in accordance with the provisions under Article 632 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 53 Shareholders shall have the right to request the court to invalidate any resolution of the general meeting of the Company or the meeting of the Board which runs against the laws and regulations. If the convening procedure and voting method of a general meeting or a meeting of the Board run against the laws or the Articles of Association or if the content of any resolution runs against the Articles of Association, the shareholders shall have the right to request the court to cancel the resolution within 60 days after the adoption of the resolution.	Article 38~~53~~ Shareholders shall have the right to request the court to invalidate any resolution of the general meeting of the Company or the meeting of the Board which runs against the laws and administrative regulations. If the convening procedure and voting method of a general meeting or a meeting of the Board run against the laws, administrative regulations or the Articles of Association or if the content of any resolution runs against the Articles of Association, the shareholders shall have the right to request the court to cancel the resolution within 60 days after the adoption of the resolution. However, this does not apply if the convening procedure or voting method of a general meeting or a Board meeting have only minor flaws that have no substantial impact on the resolution. Where the Board of Directors, shareholders and other stakeholders dispute the validity of a resolution of a general meeting, they shall promptly file a lawsuit with the People's Court. Before the People's Court makes a judgement or ruling, such as a cancellation of the resolution, the stakeholders shall execute the resolution of the general meeting. The Company, its directors and senior management shall perform their duties diligently to ensure the normal operation of the Company. Where the People's Court makes a judgement or ruling on the relevant matter, the Company shall fulfil its obligations to disclose the information in accordance with laws, administrative regulations, the regulations of the CSRC and the stock exchange, fully explain the impact of the judgement or ruling on the Company, and actively cooperate with the authorities in the enforcement of the judgement or ruling after it has come into effect. Where previous matters need to be corrected, the Company shall handle the correction in a timely manner and fulfil its obligations to disclose the information accordingly.
A new Article 39 has been added.	Article 39 Resolutions of the general meeting or Board meeting of the Company shall not be valid under any of the following circumstances: (I) no general meetings or Board meetings has been convened to pass the resolution; (II) the resolution is not voted on at the general meeting or Board meeting; (III) the number of persons attending the meeting or the number of voting rights held by them does not reach such number as provided for in the Company Law or the Articles of Association; (IV) the number of persons agreeing to the resolution or the number of voting rights held by them does not reach such number as provided for in the Company Law or the Articles of Association.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 54 If any director or senior management violates the laws and regulations or the Articles of Association in fulfilling their duties, thereby incurring any loss of the Company, the shareholder(s) separately or jointly holding more than 1% of the shares of the Company for more than 180 consecutive days shall have the right to submit a written request to the Board of Supervisors to institute legal proceedings in the court; if the Board of Supervisors violates the laws and regulations or the Articles of Association in fulfilling its duties, thereby incurring any loss of the Company, the shareholders shall have the right to submit a written request to the Board to institute legal proceedings in the court. If the Board of Supervisors or the Board of Directors refuses to institute legal proceedings after receipt of the aforesaid written request or does not institute legal proceedings within 30 days after receipt of the said request, or if the circumstance is urgent or any delay of legal proceedings may incur irrecoverable damage to the interests of the Company, the shareholders as specified in the preceding paragraph shall have the right to directly institute legal proceedings in the court in their own names for the interests of the Company. If any other person infringes the legitimate rights and interests of the Company, thereby causing any loss of the Company, the shareholders as specified in the first paragraph of this Article may institute legal proceedings in the court pursuant to the preceding two paragraphs.	Article 4054 If any director (other than the members of the audit committee) or senior management violates the laws and regulations or the Articles of Association in fulfilling their duties, thereby incurring any loss of the Company, the shareholder(s) separately or jointly holding more than 1% of the shares of the Company for more than 180 consecutive days shall have the right to submit a written request to the audit committee ~~Board of Supervisors~~ to institute legal proceedings in the court; if ~~the~~ any member of the audit committee ~~Board of Supervisors~~ violates the laws and regulations or the Articles of Association in fulfilling its duties, thereby incurring any loss of the Company, the said shareholders shall have the right to submit a written request to the Board to institute legal proceedings in the court. If the audit committee ~~Board of Supervisors~~ or the Board of Directors refuses to institute legal proceedings after receipt of the aforesaid written request or does not institute legal proceedings within 30 days after receipt of the said request, or if the circumstance is urgent or any delay of legal proceedings may incur irrecoverable damage to the interests of the Company, the shareholders as specified in the preceding paragraph shall have the right to directly institute legal proceedings in the court in their own names for the interests of the Company. If any other person infringes the legitimate rights and interests of the Company, thereby causing any loss of the Company, the shareholders as specified in the first paragraph of this Article may institute legal proceedings in the court pursuant to the preceding two paragraphs. Where any directors, supervisors or senior management of a wholly-owned subsidiary of the Company violate the provisions of laws, administrative regulations or the Articles of Association during the performance of their duties and cause losses to the Company, or if any third parties infringe upon the legitimate rights and interests of a wholly-owned subsidiary of the Company and cause losses, the shareholders severally or jointly holding one percent or more of the Company's shares for a period of one hundred and eighty consecutive days or longer, in accordance with the provisions of the first three paragraphs of Article 189 of the Company Law, are entitled to request the board of supervisors, the board of directors of the wholly-owned subsidiary to initiate legal proceedings with the People's Court in writing or directly initiate legal proceedings with the People's Court in their own names. Where a wholly-owned subsidiary of the Company has no board of supervisors or supervisors but establishes an audit committee, the provisions of paragraphs 1 and 2 of this Article shall apply.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 57 In addition to obligations imposed by the laws, administrative regulations or required by the listing rules of the stock exchange on which the shares of the Company are listed, a controlling shareholder (as defined in Article 58 in the Articles of Association) shall not exercise his/her voting rights in respect of the following matters in a manner prejudicial to the interests of all or part of the shareholders of the Company:	Article 4357 ~~In addition to obligations imposed by the laws, administrative regulations or required by the listing rules of the stock exchange on which the shares of the Company are listed, a controlling shareholder (as defined in Article 58 in the Articles of Association) shall not exercise his/her voting rights in respect of the following matters in a manner prejudicial to the interests of all or part of the shareholders of the Company:~~
(I) to waive a director or supervisor of his/her responsibility to act honestly in the best interests of the Company;	~~(I) to waive a director or supervisor of his/her responsibility to act honestly in the best interests of the Company;~~
(II) to approve the expropriation by a director or supervisor (for his/her own benefits or for the benefits of another person), in any way, of the Company's properties, including (but not limited to) any opportunities beneficial to the Company;	~~(II) to approve the expropriation by a director or supervisor (for his/her own benefits or for the benefits of another person), in any way, of the Company's properties, including (but not limited to) any opportunities beneficial to the Company;~~
(III) to approve the expropriation by a director or supervisor (for his/her own benefits or for the benefits of another person) of personal rights of other shareholders, including (but not limited to) any rights to distributions and voting rights save for pursuant to a restructuring of the Company submitted to shareholders for approval at a general meeting in accordance with the Articles of Association.	~~(III) to approve the expropriation by a director or supervisor (for his/her own benefits or for the benefits of another person) of personal rights of other shareholders, including (but not limited to) any rights to distributions and voting rights save for pursuant to a restructuring of the Company submitted to shareholders for approval at a general meeting in accordance with the Articles of Association.~~
The controlling shareholder(s) or de facto controller(s) of the Company shall not take advantage of their connected relationship to prejudice the interests of the Company, or they shall be liable to indemnify the Company for any of its loss incurred arising from the violation of such requirement.	The controlling shareholder(s) or de facto controller(s) of the Company shall exercise their rights and fulfill their obligations in accordance with laws, administrative regulations, and provisions of the CSRC and the stock exchange, to safeguard the interests of the listed company.
The controlling shareholder(s) and de facto controller(s) of the Company have a duty of fidelity to the Company and other public shareholders. The controlling shareholder shall exercise the rights of contributors in strict compliance with the laws, shall not jeopardize legitimate rights and interests of the Company and other public shareholders by profit distribution, assets reorganization, external investments, capital occupation or loan guarantee or by taking advantage of its controlling status.	The controlling shareholder(s) or de facto controller(s) of the Company shall ~~not take advantage of their connected relationship to prejudice the interests of the Company, or they shall be liable to indemnify the Company for any of its loss incurred arising from the violation of such requirement.~~ abide by the following provisions: (I) exercise shareholder rights in accordance with the law, not to abuse controlling interest, or exploit connected relationships to harm the legitimate rights and interests of the Company or other shareholders; (II) strictly fulfill public statements and commitments made, without unauthorised changes or waivers; (III) strictly fulfill information disclosure obligations in accordance with relevant regulations, actively cooperate with the Company in information disclosure work, and promptly inform the Company of significant events that have occurred or are about to occur;

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
	(IV) shall not misappropriate the Company's funds in any way; (V) shall not coerce, instruct, or require the Company and related personnel to illegally provide guarantees; (VI) shall not seek benefits using the Company's undisclosed significant information, shall not disclose any undisclosed significant information about the Company in any way, and shall not engage in insider trading, short term trading, market manipulation, or other illegal activities; (VII) shall not damage the legitimate rights and interests of the Company and other shareholders through unfair connected transactions, profit distribution, asset reorganisation, external investments, or any other means; (VIII) ensure the integrity of the Company's assets, personnel independence, financial independence, institutional independence, and business independence, and shall not in any way affect the Company's independence; (IX) comply with laws, administrative regulations, provisions of the CSRC, business rules of the stock exchange and other provisions of the Articles of Association. The controlling shareholder(s) or de facto controller(s) of the Company who do not serve as director(s) of the Company but actually carry out the Company's affairs shall be subject to the provisions of the Articles of Association regarding the fiduciary duty and diligence duty of director(s). If any controlling shareholder(s) or de facto controller(s) of the Company instruct directors or senior management to engage in actions that harm the interests of the Company or shareholders, they shall be jointly liable with the director or senior management concerned. ~~The controlling shareholder(s) and de facto controller(s) of the Company have a duty of fidelity to the Company and other public shareholders. The controlling shareholder shall exercise the rights of contributors in strict compliance with the laws, shall not jeopardize legitimate rights and interests of the Company and other public shareholders by profit distribution, assets reorganization, external investments, capital occupation or loan guarantee or by taking advantage of its controlling status.~~
A new Article 44 has been added.	Article 44 If any controlling shareholder(s) or de facto controller(s) pledge the Company's shares held or actually controlled by them, they should maintain the Company's control rights and ensure its stable production and operation.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 58 The term "controlling shareholder" referred to in the preceding article means a person who satisfies any one of the following conditions: (I) He/she severally or jointly, acting in concert with others, is entitled to elect more than half of members of the Board; (II) He/she severally or jointly, acting in concert with others, is entitled to exercise or to control the exercise of 30% or more of the voting rights of the Company; (III) He/she severally or jointly, acting in concert with others, holds 30% or more of the outstanding issued shares of the Company; (IV) He/she severally or jointly, acting in concert with others, has de facto control over the Company in any other manners. The term "acting in concert" referred to in this Article represents an act that any of two or more persons obtains the voting right in the Company by way of agreement thereon (whether in oral or in written), so as to realise or reinforce the purpose of controlling the Company.	Article 4558 The controlling shareholder referred to in the preceding article means a shareholder who holds 50% or more of the total share capital of a joint stock limited company or a shareholder who holds less than 50% of the total shares but holds voting rights sufficient to have a significant influence on resolutions of the general meeting. ~~The term "controlling shareholder" referred to in the preceding article means a person who satisfies any one of the following conditions:~~ ~~(I) He/she severally or jointly, acting in concert with others, is entitled to elect more than half of members of the Board;~~ ~~(II) He/she severally or jointly, acting in concert with others, is entitled to exercise or to control the exercise of 30% or more of the voting rights of the Company;~~ ~~(III) He/she severally or jointly, acting in concert with others, holds 30% or more of the outstanding issued shares of the Company;~~ ~~(IV) He/she severally or jointly, acting in concert with others, has de facto control over the Company in any other manners.~~ ~~The term "acting in concert" referred to in this Article represents an act that any of two or more persons obtains the voting right in the Company by way of agreement thereon (whether in oral or in written), so as to realise or reinforce the purpose of controlling the Company.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 60 The general meeting shall exercise the following functions and powers:	Article 4760 The general meeting shall exercise the following functions and powers:
(I) to decide on the Company's operational policies and investment plans;	~~(I) to decide on the Company's operational policies and investment plans;~~
(II) to elect and replace directors who are not appointed from the employees' representatives and decide on matters relating to their remuneration;	(I~~I~~) to elect and replace directors ~~who are not appointed from the employees' representatives~~ and decide on matters relating to their remuneration;
(III) to elect and replace supervisors who are not appointed from the employees' representatives and decide on matters relating to their remuneration;	~~(III) to elect and replace supervisors who are not appointed from the employees' representatives and decide on matters relating to their remuneration;~~
(IV) to consider and approve the reports of the Board of Directors;	(II~~I~~V) to consider and approve the reports of the Board of Directors;
(V) to consider and approve the reports of the Board of Supervisors;	~~(V) to consider and approve the reports of the Board of Supervisors;~~
(VI) to consider and approve the Company's proposed annual budgets and final accounts;	~~(VI) to consider and approve the Company's proposed annual budgets and final accounts;~~
(VII) to consider and approve the Company's profit distribution plans and loss recovery plans;	(III~~V~~II) to consider and approve the Company's profit distribution plans and loss recovery plans;
(VIII) to resolve the increase or reduction of the Company's registered capital and the acquisition of the Company's shares;	(IV~~VI~~II) to resolve the increase or reduction of the Company's registered capital ~~and the acquisition of the Company's shares~~;
(IX) to resolve the merger, division, dissolution, liquidation of the Company or change of corporate form;	(V~~I~~X) to resolve the merger, division, dissolution, liquidation of the Company or change of corporate form;
(X) to resolve the issue of corporate debentures or other securities and listing plans of the Company;	(VI~~X~~) to resolve the issue of corporate debentures ~~or other securities and listing plans of the Company~~;
(XI) to resolve the appointment, dismissal or non-reappointment of accounting firms;	(VII~~XI~~) to resolve the appointment, dismissal or non-reappointment of accounting firms, and decide on matters relating to their remuneration;
(XII) to amend the Articles of Association;	(VIII~~XII~~) to amend the Articles of Association;
(XIII) the following guarantees shall be considered and approved,	(IX~~XIII~~) the following guarantees shall be considered and approved,
① any provision of guarantee, where the total amount of external guarantees provided by the Company or its subsidiaries reaches 50% or above of the latest audited net assets;	① any provision of guarantee, where the total amount of external guarantees provided by the Company or its subsidiaries reaches 50% or above of the latest audited net assets;
② any provision of guarantee, where the guarantee amount aggregated over a period of 12 consecutive months exceeding 30% of the latest audited total assets;	② ~~any provision of~~ guarantee, where the guarantee amount aggregated over a period of 12 consecutive months exceeding 30% of the latest audited total assets;
③ the guarantee amount aggregated over a period of 12 consecutive months exceeding 50% of the latest audited net assets and with the absolute amount exceeding RMB30 million;	③ any provision of guarantee, where the total amount of external guarantees provided by the Company or its subsidiaries exceeding 30% of the latest audited total assets~~the guarantee amount aggregated over a period of 12 consecutive months exceeding 50% of the latest audited net assets and with the absolute amount exceeding RMB30 million;~~
④ any provision of guarantee to anyone whose gearing ratio exceeds 70%;	④ any provision of guarantee to anyone whose gearing ratio exceeds 70%;

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
⑤ any provision of a single guarantee in the amount exceeding 10% of the latest audited net assets;	⑤ any provision of a single guarantee in the amount exceeding 10% of the latest audited net assets;
⑥ any provision of guarantee to shareholders, de facto controller and other connected parties;	⑥ any provision of guarantee to shareholders, de facto controller and other connected parties;
⑦ other external guarantees as defined by the laws and regulations, and SEHK that are subject to the consideration and approval at the general meeting.	⑦ other external guarantees as defined by the laws and regulations, and the listing rules of the domicile country where the shares of the Company are listed ~~SEHK~~ that are subject to the consideration and approval at the general meeting.
(XIV) to consider and approve the purchase and disposal of material assets by the Company within a year which account for more than 30% of the latest audited total assets of the Company;	(XI~~V~~) to consider ~~and approve~~ the purchase and disposal of material assets by the Company within a year which account for more than 30% of the latest audited total assets of the Company;
(XV) to consider and approve share incentive plans;	(XI~~V~~) to consider ~~and approve~~ share incentive plans and the employee stock ownership scheme;
(XVI) to consider and approve proposals raised by shareholders who represent 3% or above of the issued voting shares of the Company;	~~(XVI) to consider and approve proposals raised by shareholders who represent 3% or above of the issued voting shares of the Company;~~
(XVII) to consider and approve the matters regarding change in use of proceeds;	(XII~~VII~~) to consider and approve the matters regarding change in use of proceeds;
(XVIII) to consider the matters regarding connected transactions that shall be approved by the general meeting as stipulated by the listing rules of the domicile country where the shares of the Company are listed;	(X~~V~~III) to consider the matters regarding connected transactions that shall be approved by the general meeting as stipulated by the listing rules of the domicile country where the shares of the Company are listed;
(XIX) to resolve other issues which require approvals by the general meeting as stipulated by the laws, administrative regulations, the listing rules of the stock exchange on which the Company's shares are listed and the Articles of Association.	(XIV~~IX~~) to resolve other issues which require approvals by the general meeting as stipulated by the laws, administrative regulations, the listing rules of the stock exchange on which the Company's shares are listed and the Articles of Association.
When the general meeting is considering the guarantee proposal for shareholders, de facto controllers and their related parties, the said shareholder or the shareholders controlled by de facto controllers shall not participate in the vote. The vote shall be passed by more than half of the voting rights held by other shareholders at the general meeting.	~~When the general meeting is considering the guarantee proposal for shareholders, de facto controllers and their related parties, the said shareholder or the shareholders controlled by de facto controllers shall not participate in the vote. The vote shall be passed by more than half of the voting rights held by other shareholders at the general meeting.~~
Matters which shall be determined by the general meeting according to the laws, administrative regulations and the Articles of Association shall be resolved at general meetings in order to protect the decision-making rights of shareholders of the Company on such matters. The board of directors may be authorized by the general meeting whenever necessary and reasonable to make decisions within its scope of authorization as delegated by the general meeting on specific matters which are relevant to the matters to be resolved and cannot be approved forthwith at the general meeting.	Matters which shall be determined by the general meeting according to the laws, administrative regulations and the Articles of Association shall be resolved at general meetings in order to protect the decision-making rights of shareholders of the Company on such matters. The board of directors may be authorized by the general meeting whenever necessary and reasonable to make decisions within its scope of authorization as delegated by the general meeting on specific matters which are relevant to the matters to be resolved and cannot be approved forthwith at the general meeting.
An authorization to the board of directors by the general meeting in relation to matters to be decided by ordinary resolutions shall be passed by shareholders (including their proxies) representing more than half of the voting rights present at the general meeting; an authorization to the board of directors in relation to matters to be decided by special resolutions shall be passed by shareholders (including their proxies) representing more than two-thirds of the voting rights present at the general meeting. The contents of the authorization shall be clear and specific.	An authorization to the board of directors by the general meeting in relation to matters to be decided by ordinary resolutions shall be passed by shareholders (including their proxies) representing more than half of the voting rights present at the general meeting; an authorization to the board of directors in relation to matters to be decided by special resolutions shall be passed by shareholders (including their proxies) representing more than two-thirds of the voting rights present at the general meeting. The contents of the authorization shall be clear and specific.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 61 The Company shall not, without prior approval at a general meeting, enter into any contract with any person other than a director, supervisor, general manager and other senior management whereby the administration of the whole or any substantial part of the business of the Company is to be handed over to such person.	Article 4861 Unless the Company is in a crisis or other special circumstances, tThe Company shall not, without ~~prior~~ approval of a special resolution at a general meeting, enter into any contract with any person other than a director, ~~supervisor,~~ general manager and other senior management whereby the administration of the whole or any substantial part of the business of the Company is to be handed over to such person.
Article 62 General meetings are divided into annual general meetings and extraordinary general meetings. General meetings shall be convened by the Board. Annual general meetings are held once a year and within 6 months from the end of the preceding fiscal year. Under any of the following circumstances, the Board shall convene an extraordinary general meeting within 2 months: (I) the number of directors is less than the quorum required by the Company Law or two-thirds of the number of directors specified in the Articles of Association; (II) the accrued losses of the Company amount to one-third of the total amount of its paid-up capital; (III) shareholder(s) severally or jointly holding 10% or more of the Company's outstanding issued shares carrying voting rights request(s) in writing the convening of an extraordinary general meeting; (IV) it is deemed necessary by the Board of Directors or requested by the Board of Supervisors to convene an extraordinary general meeting; or (V) half or more of the independent non-executive directors propose to convene the meeting.	Article 4962 General meetings are divided into annual general meetings and extraordinary general meetings. ~~General meetings shall be convened by the Board.~~ Annual general meetings are held once a fiscal year and within 6 months from the end of the preceding fiscal year. Under any of the following circumstances, the Board shall convene an extraordinary general meeting within 2 months from the date of the occurrence: (I) the number of directors is less than the quorum required by the Company Law or two-thirds of the number of directors specified in the Articles of Association; (II) the accrued losses of the Company amount to one-third of the total amount of its paid-up capital; (III) shareholder(s) severally or jointly holding 10% or more of the Company's outstanding issued shares carrying voting rights request(s) ~~in writing~~ the convening of the ~~an extraordinary general~~ meeting; (IV) it is deemed necessary by the Board of Directors ~~or requested by the Board of Supervisors~~ to convene an extraordinary general meeting; (V) the audit committee propose to convene an extraordinary general meeting; or (VI)~~(V) half or more of the independent non-executive directors propose to convene the meeting.~~ other circumstances stipulated by laws, administrative regulations, departmental rules or the Articles of Association.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 63 The venue of general meeting of the Company is the domicile of the Company or other place notified by the convener of the general meeting. The general meeting shall be held onsite in a physical venue. The Company will also provide internet or any other means for its shareholders to conveniently participate in general meetings. Shareholders participating in the general meetings by any aforesaid means shall be deemed as having attended the meetings. Online voting method shall not apply to the shareholders of H shares.	Article 5063 The venue of general meeting of the Company is the domicile of the Company or other place notified by the convener of the general meeting. The general meeting shall be held onsite in a physical venue or by electronic communication or a combination of the two. ~~The Company will also provide internet or any other means for its shareholders to conveniently participate in general meetings. Shareholders participating in the general meetings by any aforesaid means shall be deemed as having attended the meetings. Online voting method shall not apply to the shareholders of H shares.~~ The Company can provide convenience for shareholders to attend the general meeting through online access and various modern information technologies, provided that the general meeting is legal, valid and the conditions are met. Shareholders who participate in the general meeting virtually through the above-mentioned technologies shall be deemed as having attended the meetings, and can vote electronically through the Internet. When the Company holds a general meeting in the form of electronic communication and votes online, it shall be carried out in accordance with the Company Law and the relevant regulations of the securities regulatory authorities and stock exchanges where the Company's shares are listed.
Article 65 When the Company convenes an annual general meeting, written notice (by electronic means or mail) of the meeting shall be given at least 20 business days before the date of the meeting (where the Company convenes an extraordinary general meeting, written notice (by electronic means or mail) of the meeting shall be given at least 10 business days or 15 days (whichever is longer) before the date of the meeting) to notify, among other things, all shareholders whose names appear in the register of members of the matters to be considered and the date and place of the meeting. The period of the dispatching of the notice shall exclude the date convening the meeting and the date on which the notice is dispatched. The date on which the notice is issued to the shareholders of H shares in accordance with this Article (by electronic means or mail) is the date when the notice is served on the postal authority for posting by the Company or by the share registrar appointed by the Company.	Article 5265 When the Company convenes an annual general meeting, ~~written~~ written notice ~~(by electronic means or mail)~~ of the meeting shall be given at least 2120 business days before the date of the meeting (where the Company convenes an extraordinary general meeting, written notice ~~(by electronic means or mail)~~ of the meeting shall be given at least ~~10 business days or~~ 15 days ~~(whichever is longer)~~ before the date of the meeting) ~~to notify, among other things, all shareholders whose names appear in the register of members of the matters to be considered and the date and place of the meeting~~. The period of the dispatching of the notice shall exclude the date convening the meeting ~~and the date on which the notice is dispatched. The date on which the notice is issued to the shareholders of H shares in accordance with this Article (by electronic means or mail) is the date when the notice is served on the postal authority for posting by the Company or by the share registrar appointed by the Company.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 66 When the Company convenes a general meeting, meeting of the Board of Directors and Board of Supervisors, shareholders severally or jointly holding more than 3% of the total number of shares shall have the right to propose resolutions. When the Company convenes a general meeting, shareholders severally or jointly holding more than 3% of the total number of shares shall have the right to propose extraordinary resolutions in writing to the Company. The Company shall include the matters therein falling within the scope of functions and powers of the general meeting into the agenda of such meeting, and issue a supplementary notice of general meeting within 2 days after receiving the resolutions and make public announcement to publish the content of the extraordinary resolutions. If the listing rules of the stock exchange on which the shares of the Company are listed provide otherwise, their requirements shall also be satisfied at the same time. An extraordinary resolution proposed by shareholders shall be subject to and conditional upon: (I) the substance of the resolution proposed shall not be in conflict with the laws and regulations, and shall fall within the scope of operation of the Company and the functions and powers of general meetings; (II) there is a clear subject matter of discussion and specific matters to be resolved; and (III) the resolution shall be submitted or served to the Board in writing ten days before the date of the general meeting.	Article 5366 When the Company convenes a general meeting, meeting of the Board of Directors and audit committeeBoard of Supervisors, shareholders severally or jointly holding more than 13% of the total number of shares shall have the right to propose resolutions. When the Company convenes a general meeting, shareholders severally or jointly holding more than 13% of the total number of shares may propose extraordinary resolutions and submit it in writing to the convener no later than 10 days prior to the date of the general meetingshall have the right to propose extraordinary resolutions in writing to the Company. The convener shall issue a supplemental notice of general meeting within 2 days after receiving the resolutions and make public announcement to publish the content of the extraordinary resolutions, and submit the same to the general meeting for consideration, provided that the extraordinary resolutions may not violate laws, administrative regulations or the provisions of the Articles of Association, or fall within the scope of functions and powers the general meetingThe Company shall include the matters therein falling within the scope of functions and powers of the general meeting into the agenda of such meeting, and issue a supplementary notice of general meeting within 2 days after receiving the resolutions and make public announcement to publish the content of the extraordinary resolutions. If the listing rules of the stock exchange on which the shares of the Company are listed provide otherwise, their requirements shall also be satisfied at the same time. Except for the circumstances prescribed in the preceding paragraph, the convener, after issuing the announcement of the general meeting notice, shall not modify the resolutions that have already been set out in the notice of the general meeting or include any new resolutions. The contents of a proposal shall be within the terms of reference of the general meeting, and have definite agenda and specific matters for resolution, and shall comply with the relevant provisions of the laws, administrative regulations and the Articles of Association. An extraordinary resolution proposed by shareholders shall be subject to and conditional upon: (I) the substance of the resolution proposed shall not be in conflict with the laws and regulations, and shall fall within the scope of operation of the Company and the functions and powers of general meetings; (II) there is a clear subject matter of discussion and specific matters to be resolved; and (III) the resolution shall be submitted or served to the convenerBoard in writing ten days before the date of the general meeting.
Article 67 An extraordinary general meeting shall not resolve on matters not stated in the notice of meeting.	Article 5467 An extraordinary general meeting shall not resolve on matters not stated in the notice of meeting. Resolutions that are not set out in the notice of a general meeting or do not comply with the provisions of the Articles of Association, shall not be voted and resolved at the general meeting.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 68 A notice of a general meeting shall: (I) be served in writing; (II) specify the place, the date and time of the meeting; (III) state the matters and proposals to be considered at the meeting; (IV) specify the record date for shareholders who are entitled to attend the general meeting; (V) provide such information and explanation as are necessary for the shareholders to make an informed decision on the matters to be considered. Without limiting the generality of the foregoing, where a proposal is made (including but limited to) upon an merger of the Company, share repurchases, share capital reorganisation or other reconstruction of the Company in any other way, the specific terms of the proposed transaction shall be provided in details together with copies of the proposed contracts (if any), and the cause and effect of such proposal shall be properly explained; (VI) contain a disclosure of the nature and extent of the material interests of any director, supervisor, general manager and other senior management if they are substantially interested in the proposed transaction; and explain the effect of the proposed transaction on such director, supervisor, general manager and other senior management in their capacity as shareholders in so far as it is different from the effect on the interests of other shareholders of the same class; (VII) contain the full text of any special resolution to be proposed at the meeting; (VIII) contain a conspicuous statement that all holders of ordinary shares are entitled to attend general meetings; a shareholder entitled to attend and vote is entitled to appoint one or more proxies to attend and vote on his/her behalf and such proxy is not necessarily be a shareholder; (IX) specify the time and place for service of proxy forms for the relevant meeting; and (X) specify the name and telephone number of the contact person for the meeting. Notice of a general meeting and a supplementary notice shall fully and completely disclose all the specific contents of all resolutions. In the event that the matters intended to be discussed request the independent directors to express their opinions, the opinions and reasons of the independent directors will be disclosed at the same time when the notice of the general meeting or the supplementary notice is issued.	Article 5568 A notice of a general meeting shall include the followings: ~~(I) be served in writing;~~ (I~~I~~) ~~specify~~ the time, place~~, the date~~ and duration of the meeting; (II~~I~~) ~~state~~ the matters and proposals submitted to ~~be considered at~~ the meeting for consideration; (III~~I~~V) ~~specify~~ the record date for shareholders who are entitled to attend the general meeting; ~~(V) provide such information and explanation as are necessary for the shareholders to make an informed decision on the matters to be considered. Without limiting the generality of the foregoing, where a proposal is made (including but limited to) upon an merger of the Company, share repurchases, share capital reorganisation or other reconstruction of the Company in any other way, the specific terms of the proposed transaction shall be provided in details together with copies of the proposed contracts (if any), and the cause and effect of such proposal shall be properly explained;~~ ~~(VI) contain a disclosure of the nature and extent of the material interests of any director, supervisor, general manager and other senior management if they are substantially interested in the proposed transaction; and explain the effect of the proposed transaction on such director, supervisor, general manager and other senior management in their capacity as shareholders in so far as it is different from the effect on the interests of other shareholders of the same class;~~ ~~(VII) contain the full text of any special resolution to be proposed at the meeting;~~ (IV~~VIII~~) contain a conspicuous statement that all holders of ordinary shares are entitled to attend general meetings and speak and vote at the meetings; a shareholder entitled to attend, speak and vote is entitled to appoint in writing ~~appoint one or more~~ a proxy~~ies~~ to attend, speak and vote on his/her behalf and such proxy is not necessarily be a shareholder; ~~(IX) specify the time and place for service of proxy forms for the relevant meeting; and~~ (V~~X~~) ~~specify~~ the name and telephone number of the contact person for the meeting;~~.~~ (VI) the voting time and procedures for voting via the internet or other means. Notice of a general meeting and a supplementary notice shall fully and completely disclose all the specific contents of all resolutions. ~~In the event that the matters intended to be discussed request the independent directors to express their opinions, the opinions and reasons of the independent directors will be disclosed at the same time when the notice of the general meeting or the supplementary notice is issued.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
In the case where the internet or other means will be adopted at the general meeting, the voting time and voting procedure of internet or other means shall be clearly stated in the notice of the general meeting. The start time of the online voting or other means of voting of the general meeting shall not be earlier than 3:00 p.m. on the day before the general meeting to be held onsite in a physical venue, and shall not be later than 9:30 a.m. on the day before the holding of the onsite general meeting in a physical venue, and its end time shall not be earlier than 3:00 p.m. on the day before the end of general meeting held onsite in a physical venue.	In the case where the internet or other means will be adopted at the general meeting, the voting time and voting procedure of internet or other means shall be clearly stated in the notice of the general meeting. The start time of the online voting or other means of voting of the general meeting shall not be earlier than 3:00 p.m. on the day before the general meeting to be held onsite in a physical venue, and shall not be later than 9:30 a.m. on the day before the holding of the onsite general meeting in a physical venue, and its end time shall not be earlier than 3:00 p.m. on the day before the end of general meeting held onsite in a physical venue.
The interval between the registration date of shares and the meeting date should not be more than 7 working days. The registration date of shares should not be changed upon confirmation.	The interval between the registration date of shares and the meeting date should not be more than 7 working days. The registration date of shares should not be changed upon confirmation.
Notice of a general meeting shall be served on the shareholders (whether or not entitled to vote at the meeting) by delivery in person or prepaid mail to their addresses as shown in the register of members. For the holders of domestic shares or unlisted foreign shares, notice of a general meeting may be issued by announcement; for holders of overseas listed foreign shares, notice of a general meetings can also be delivered or made through the Company's website or methods as stipulated by the Listing Rules from time to time, provided that such act does not violate the laws, administrative regulations and the listing rules of the stock exchange on which the Company's shares are listed.	Notice of a general meeting shall be served on the shareholders (whether or not entitled to vote at the meeting) by delivery in person or prepaid mail or by the means as prescribed by Article 173 of the Articles of Association to their addresses as shown in the register of members. ~~For the holders of domestic shares or unlisted foreign shares, notice of a general meeting may be issued by announcement; for holders of overseas listed foreign shares, notice of a general meetings can also be delivered or made through the Company's website or methods as stipulated by the Listing Rules from time to time, provided that such act does not violate the laws, administrative regulations and the listing rules of the stock exchange on which the Company's shares are listed.~~
The "announcement" referred to in the preceding Article shall be published in one or more newspapers designated by the securities regulatory authorities of the PRC, for a period of at least 20 business days before convening an annual general meeting and at least 10 business days or 15 days (whichever is longer) before convening an extraordinary general meeting. After the publication of such announcement, the holders of domestic shares shall be deemed to have received the notice of the relevant general meeting.	Any notice, information or written statement of a general meeting issued to shareholders shall be deemed to have been received by all shareholders once they are published on the websites of the SEHK and the Company. The Company may also issue or provide the aforementioned notice, information or written statement of a general meeting to shareholders by other means as prescribed by Article 183 of the Articles of Association, provided that the laws, regulations and listing rules of the places where the Company is registered and listed are not violated. Notwithstanding any provisions of the Articles of Association, if the regulatory authority for securities trading in the place where the shares of the Company are listed stipulates that the Company may adopt a mechanism for sending and receiving meeting instructions and non-meeting instructions by electronic means, such stipulation shall apply. Meeting instructions refer to any instructions given by the Company's securities holders regarding any meeting of its holders of securities, including an indication as to attendance at, and instructions relating to proxies for, such meeting. Instructions relating to proxies include their appointment and revocation (if any) and indications as to how they shall vote on any particular proposal at the meeting.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
	Non-meeting instructions refer to any instructions given by the Company's securities holders in response to any corporate communication that seeks instructions from the Company's securities holders on how they wish to exercise their rights or make an election as the Company's securities holders. ~~The "announcement" referred to in the preceding Article shall be published in one or more newspapers designated by the securities regulatory authorities of the PRC, for a period of at least 20 business days before convening an annual general meeting and at least 10 business days or 15 days (whichever is longer) before convening an extraordinary general meeting. After the publication of such announcement, the holders of domestic shares shall be deemed to have received the notice of the relevant general meeting.~~
Article 72 Any shareholder entitled to attend and vote at a general meeting shall be entitled to appoint one or more persons (whether a shareholder or not) as his/her proxy (proxies) to attend and vote on his/her behalf. A proxy so appointed shall be entitled to exercise the following rights pursuant to the authorisation from that shareholder: (I) the shareholder's right to speak at the general meeting; (II) the right to severally demand or join in demand to vote on a poll; and (III) the right to vote on a show of hands or on a poll, except otherwise stipulated by the applicable securities listing rules or other securities laws and regulations, a shareholder who has appointed more than one proxy, such proxies may only vote on a poll. Where such shareholder is a recognised clearing house defined from time to time in the relevant clauses of Hong Kong laws (or its nominees), the shareholder may authorize a person or persons as he thinks fit to act as his/her representative (or representatives) at any general meeting or any meeting of any class of shareholders, provided that if more than one person is so authorised, the authorisation signed by the recognized clearing house must specify the number and class of shares that each such person is so authorised. Such duly authorized persons may represent the recognized clearing house (or its nominees) to attend the meeting (without showing share certificates, notarized authorization and/or further evidence of duly authorization) exercise the same powers as if he is an individual shareholder of the Company.	Article 5972 Any shareholder entitled to attend, speak and vote at a general meeting shall be entitled to appoint one ~~or more persons~~ (whether a shareholder or not) as his/her proxy (proxies) to attend, speak and vote on his/her behalf. ~~A proxy so appointed shall be entitled to exercise the following rights pursuant to the authorisation from that shareholder:~~ ~~(I) the shareholder's right to speak at the general meeting;~~ ~~(II) the right to severally demand or join in demand to vote on a poll; and~~ ~~(III) the right to vote on a show of hands or on a poll, except otherwise stipulated by the applicable securities listing rules or other securities laws and regulations, a shareholder who has appointed more than one proxy, such proxies may only vote on a poll.~~ ~~Where such shareholder is a recognised clearing house defined from time to time in the relevant clauses of Hong Kong laws (including Hong Kong Securities Clearing Company Limited) (or its nominees), the shareholder may authorize a person or persons as he thinks fit or appoint one or more proxies (whether a shareholder or not) or corporate representative(s) as he thinks fit to act as his/her representative (or representatives) at any general meeting, or creditors' meeting, or any meeting of any class of shareholders, provided that if more than one person is so authorised, the authorisation signed by the recognized clearing house must specify the number and class of shares that each such person is so authorised. Such duly authorized persons, proxies or corporate representatives may represent the recognized clearing house (or its nominees) to attend, vote and speak at the meeting (without showing share certificates, notarized authorization and/or further evidence of duly authorization) exercise the same powers as if he is an individual shareholder of the Company.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
	That every member shall be entitled to appoint a proxy who needs not necessarily be a member of the issuer and that every shareholder being a corporation shall be entitled to appoint a representative to attend and vote at any general meeting of the issuer and, where a corporation is so represented, it shall be treated as being present at any meeting in person. A corporation may execute a form of proxy under the hand of a duly authorised officer. Clearing house must be entitled to appoint proxies or corporate representatives to attend the issuer's general meetings and creditor's meetings and those proxies or corporate representatives must enjoy rights equivalent to the legal rights of other shareholders, including the right to speak and vote.
Article 73 The instrument appointing a proxy shall be in writing under the hand of the principal or his/her attorney duly authorised in writing, or if the principal is a legal person, either under seal or under the hand of a director or attorney duly authorised. The authorized instrument of proxy entrusting the other person as the attorney issued by a shareholder to attend a general meeting shall contain following contents: (I) the name of the proxy; (II) whether or not having the right to vote; (III) the instructions to vote respectively in favour of, against or abstain from voting on each resolution on the agenda of a general meeting; (IV) the issue date of the instrument of proxy and the validity period; (V) to be signed (or sealed) by the proxy. Such power of attorney shall contain at the same time the number of shares represented by a proxy; if several persons are appointed as proxies, the number of shares represented by each proxy shall be specified in the power of attorney.	~~Article 73 The instrument appointing a proxy shall be in writing under the hand of the principal or his/her attorney duly authorised in writing, or if the principal is a legal person, either under seal or under the hand of a director or attorney duly authorised. The authorized instrument of proxy entrusting the other person as the attorney issued by a shareholder to attend a general meeting shall contain following contents: (I) the name of the proxy; (II) whether or not having the right to vote; (III) the instructions to vote respectively in favour of, against or abstain from voting on each resolution on the agenda of a general meeting; (IV) the issue date of the instrument of proxy and the validity period; (V) to be signed (or sealed) by the proxy. Such power of attorney shall contain at the same time the number of shares represented by a proxy; if several persons are appointed as proxies, the number of shares represented by each proxy shall be specified in the power of attorney.~~
Article 74 The proxy form shall be deposited at the address of the Company or other place as specified in the notice of the meeting not less than 24 hours prior to the time appointed for the holding of the meeting or 24 hours prior to the time appointed for voting. Where the proxy form is signed by an attorney authorised by the principal, the power of attorney or other authorisation instruments shall be notarised. The notarised power of attorney and other authorisation instruments, together with the proxy form, shall be lodged at the address of the Company or such other place as specified in the notice to the meeting. If a principal is a legal person, its legal representative or any other person authorised by its Board of Directors or by other authority body may attend a shareholders' meeting on behalf of such principal. The Company has the right to request a proxy attending a general meeting on behalf of shareholder to produce his identification document. If a legal person corporate shareholder (save for a recognised clearing house or its nominees) appoints a proxy to attend the meeting on its behalf, the Company has the right to request the proxy to produce his identification document and a notarised copy of the resolution or power of attorney issued by the relevant board of directors or other authoritative body.	Article 6074 ~~The proxy form shall be deposited at the address of the Company or other place as specified in the notice of the meeting not less than 24 hours prior to the time appointed for the holding of the meeting or 24 hours prior to the time appointed for voting.~~ Where the proxy form is signed by an attorney authorised by the principal, the power of attorney or other authorisation instruments shall be notarised. The notarised power of attorney and other authorisation instruments, together with the proxy form, shall be lodged at the address of the Company or such other place as specified in the notice to the meeting, or provided to the Company through alternative means (such as electronic means), provided that the laws, regulations and listing rules of the places where the Company is registered and listed are not violated. If a principal is a legal person, its legal representative or any other person authorised by its Board of Directors or by other authority body may attend a shareholders' meeting on behalf of such principal. The Company has the right to request a proxy attending a general meeting on behalf of shareholder to produce his identification document. If a legal person corporate shareholder (save for a recognised clearing house or its nominees) appoints a proxy to attend the meeting on its behalf, the Company has the right to request the proxy to produce his identification document and a notarised copy of the resolution or power of attorney issued by the relevant board of directors or other authoritative body.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 75 Any instrument issued to a shareholder by the Board of the Company for use in appointing a proxy shall be in such format as to enable the shareholder to instruct the proxy to vote in favour of or against the resolutions according to his/her free will, and instructions shall be given in respect of each individual matter to be voted on at the meeting. The instrument of proxy shall contain a statement that, in the absence of instructions by the shareholder, the proxy may vote as it thinks fit. Individual shareholders attending a meeting in person should present their identity cards or other valid documents or certificates that can identify themselves, and stock account cards; in the event that the proxies will attend a meeting on their behalf, they should present their valid identification documents and the instrument of proxy authorised by the shareholders. A legal person shareholder should have a legal representative or a proxy authorised by the legal representative to attend a meeting on its behalf. The legal representative who attend a meeting should present his identification and a valid document which can prove that he/she is qualified to act as a legal representative; in the event that a proxy authorised by the legal representative is to attend a meeting, the proxy shall present his/her identity card and the written power of attorney issued by the legal representative of the legal person shareholder unit according to law.	Article 61~~Article 75~~ Any instrument issued to a shareholder by the Board of the Company for use in appointing a proxy shall be in such format as to enable the shareholder to instruct the proxy to vote in favour of or against the resolutions according to his/her free will, and instructions shall be given in respect of each individual matter to be voted on at the meeting. ~~The instrument of proxy shall contain a statement that, in the absence of instructions by the shareholder, the proxy may vote as it thinks fit.~~ Individual shareholders attending a meeting in person should present their identity cards or other valid documents or certificates that can identify themselves, and stock account cards; in the event that the proxies will attend a meeting on their behalf, they should present their valid identification documents and the instrument of proxy authorised by the shareholders. A legal person shareholder should have a legal representative or a proxy authorised by the legal representative to attend a meeting on its behalf. The legal representative who attend a meeting should present his identification and a valid document which can prove that he/she is qualified to act as a legal representative; in the event that a proxy authorised by the legal representative is to attend a meeting, the proxy shall present his/her identity card and the written power of attorney issued by the legal representative of the legal person shareholder unit according to law.
Article 76 A vote given by a proxy in accordance with the terms of an instrument of proxy shall remain valid notwithstanding the death or loss of capacity of the principal or revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given, provided that no notice in writing of such aforesaid issues shall have been received by the Company before the commencement of the meeting.	~~Article 76 A vote given by a proxy in accordance with the terms of an instrument of proxy shall remain valid notwithstanding the death or loss of capacity of the principal or revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given, provided that no notice in writing of such aforesaid issues shall have been received by the Company before the commencement of the meeting.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 78 The convener and the lawyer appointed by the Company will jointly verify the legality of the qualifications of shareholders in accordance with the register of members provided by the institutions of securities registration and settlement, and register the names (or titles) of the shareholders and the number of shares held by them. The meeting registration shall be terminated right before the chairman of the meeting announces the number of shareholders and proxies present at the venue of the meeting and the total number of shares with voting rights held by them. In the event that the chairman of the general meeting violates the rules of procedure in the course of the meeting, and the general meeting cannot continue, one person can be elected to act as the chairman of the meeting in order to continue the meeting upon consent of more than half of the voting rights held by the shareholders present at the general meeting. The convener shall ensure that the general meeting is held continuously until a final resolution is formed. In the event that the general meeting is adjourned or unable to make a resolution due to force majeure and other special reasons, necessary measures shall be taken to resume the convening of the general meeting as soon as possible or terminate this general meeting directly, and public announcement should be made in a timely manner. At the same time, the convener should report to the local institution of the CSRC in the region where the Company is located and the stock exchange.	Article 63~~Article 78~~ The convener and the lawyer appointed by the Company will jointly verify the legality of the qualifications of shareholders in accordance with the register of members provided by the institutions of securities registration and settlement, and register the names (or titles) of the shareholders and the number of shares held by them. The meeting registration shall be terminated right before the chairman of the meeting announces the number of shareholders and proxies present at the venue of the meeting and the total number of shares with voting rights held by them. In the event that the chairman of the general meeting violates the rules of procedure in the course of the meeting, and the general meeting cannot continue, one person can be elected to act as the chairman of the meeting in order to continue the meeting upon consent of more than half of the voting rights held by the shareholders present at the general meeting. The convener shall ensure that the general meeting is held continuously until a final resolution is formed. In the event that the general meeting is adjourned or unable to make a resolution due to force majeure and other special reasons, necessary measures shall be taken to resume the convening of the general meeting as soon as possible or terminate this general meeting directly, and public announcement should be made in a timely manner. At the same time, the convener should report to the local institution of the CSRC in the region where the Company is located and the stock exchange.
Article 79 All directors and supervisors of the Company and the secretary to the Board shall attend the general meeting, whereas the managers and other senior management shall be present at the meeting except with proper reasons.	Article 64~~79~~ When a general meeting requires ~~All~~ directors ~~and supervisors of the Company and the secretary to the Board shall attend the general meeting, whereas the managers~~ and ~~other~~ senior management ~~shall~~ to be present at the meeting, the directors and senior management shall be present at the meeting ~~except with proper reasons~~.
Article 81 The Board of Directors and the Board of Supervisors should, at the annual general meeting, report to the general meeting their work in the past year. Independent directors should also report on their work.	Article 66~~81~~ The Board of Directors ~~and the Board of Supervisors~~ should, at the annual general meeting, report to the general meeting their work in the past year. Each ~~I~~independent directors should also report on their work.
Article 82 Directors, supervisors and senior management shall explain and address the enquiries and suggestions of the shareholders at the general meeting.	Article 67~~82~~ Directors~~, supervisors~~ and senior management shall explain and address the enquiries and suggestions of the shareholders at the general meeting.
Article 84 Resolutions of a general meeting are classified as ordinary resolutions and special resolutions. An ordinary resolution of a general meeting shall be passed by affirmative votes of more than half of the voting rights of shareholders (including their proxies) present at the meeting. A special resolution of a general meeting shall be passed by affirmative votes of more than two-thirds of the voting rights of shareholders (including their proxies) present at the meeting.	Article 69~~84~~ Resolutions of a general meeting are classified as ordinary resolutions and special resolutions. An ordinary resolution of a general meeting shall be passed by affirmative votes of more than half of the voting rights of shareholders (including their proxies) present at the meeting. A special resolution of a general meeting shall be passed by affirmative votes of more than two-thirds of the voting rights of shareholders (including their proxies) present at the meeting.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 85 In voting at general meetings, shareholders (including their proxies) shall exercise their voting rights in accordance with the number of their voting shares. Each share shall have one vote. In the event that the material issues to be considered and approved at the general meeting will affect the interests of small and medium investors, the voting of the small and medium investors shall be counted separately. The results of the separate counting of votes shall be publicly disclosed in a timely manner. Shares held by the Company shall not have any voting rights and shall not be counted into the total number of shares with voting rights present at the general meeting. The Board of the Company, independent directors and shareholders who meet the relevant regulations and conditions can make public solicitation of voting rights held by shareholders. When soliciting the voting rights of shareholders, the information in respect to specific voting intention should be fully disclosed to the persons being solicited. To solicit the voting rights of shareholders at the expense of payment or payment in disguise is forbidden. In respect of solicitation of voting rights, no restriction should be imposed by the Company on the minimum proportion of shareholding. In reviewing and considering matters relevant to connected transactions at a general meeting, if required by the listing rules of the stock exchange on which the Company's shares are listed, the connected shareholders shall abstain from voting and the number of voting shares represented by them shall be excluded from the total effective votes. The announcement of the resolution of the general meeting shall fully disclose the voting situation of the non-connected shareholders. Where any shareholder is, under the applicable laws and regulations and the listing rules of the stock exchange on which the shares of the Company are listed, required to abstain from voting on a particular resolution or restricted to voting only for (or against) a particular resolution, any votes cast by or on behalf of such shareholder in contravention of such requirement or restriction shall not be counted.	Article 7085 In voting at general meetings, shareholders ~~(including their proxies)~~ shall exercise their voting rights in accordance with the number of their voting shares. Each share shall have one vote, except for shares of a separate class. In the event that the material issues to be considered and approved at the general meeting will affect the interests of small and medium investors, the voting of the small and medium investors shall be counted separately. The results of the separate counting of votes shall be publicly disclosed in a timely manner. Shares held by the Company shall not have any voting rights and shall not be counted into the total number of shares with voting rights present at the general meeting. If a shareholder buys the voting shares of the Company in violation of the provisions of paragraphs 1 and 2 of the Article 63 of the Securities Law, the voting rights of the exceeding part of regulated proportion cannot be exercised in the following 36 months after purchase and such part shall not be accounted into the total amount of voting shares presenting on the general meeting. The Board of the Company, independent directors, ~~and~~ the shareholder(s) holding 1% or more of voting shares, or investor protection institutions established in accordance with laws, administrative regulations or the provisions of the CSRC~~shareholders who meet the relevant regulations and conditions~~ can make public solicitation of voting rights held by shareholders. When soliciting the voting rights of shareholders, the information in respect to specific voting intention should be fully disclosed to the persons being solicited. To solicit the voting rights of shareholders at the expense of payment or payment in disguise is forbidden. Except as required by law, in~~In~~ respect of solicitation of voting rights, no restriction should be imposed by the Company on the minimum proportion of shareholding. In reviewing and considering matters relevant to connected transactions at a general meeting, if required by the listing rules of the stock exchange on which the Company's shares are listed, the connected shareholders shall abstain from voting and the number of voting shares represented by them shall be excluded from the total effective votes. The announcement of the resolution of the general meeting shall fully disclose the voting situation of the non-connected shareholders. Where any shareholder is, under the applicable laws and regulations and the listing rules of the stock exchange on which the shares of the Company are listed, required to abstain from voting on a particular resolution or restricted to voting only for (or against) a particular resolution, any votes cast by or on behalf of such shareholder in contravention of such requirement or restriction shall not be counted.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 86 Unless under the applicable securities listing rules or otherwise stipulated by other securities laws and regulations, or a poll is demanded before or after any vote by show of hands by the following persons, a resolution shall be decided on a show of hands at any general meeting:	~~Article 86 Unless under the applicable securities listing rules or otherwise stipulated by other securities laws and regulations, or a poll is demanded before or after any vote by show of hands by the following persons, a resolution shall be decided on a show of hands at any general meeting:~~
(I) the chairman of the meeting;	~~(I) the chairman of the meeting;~~
(II) at least two shareholders entitled to vote in person or by proxy;	~~(II) at least two shareholders entitled to vote in person or by proxy;~~
(III) one or more shareholders (including their proxies) representing, either calculated separately or in aggregate, 10% or more (10% included) of all shares carrying the right to vote at the meeting.	~~(III) one or more shareholders (including their proxies) representing, either calculated separately or in aggregate, 10% or more (10% included) of all shares carrying the right to vote at the meeting.~~
Unless under the applicable securities listing rules or otherwise stipulated by other securities laws and regulations, or a poll is so demanded in accordance with the aforesaid requirements, an announcement by the chairman of the meeting that a resolution has on a show of hands been passed or rejected and any entry to that effect in the minutes book shall be the conclusive evidence of the fact; there is no need for proof of the number or proportion of the votes recorded in favour and against the resolution.	~~Unless under the applicable securities listing rules or otherwise stipulated by other securities laws and regulations, or a poll is so demanded in accordance with the aforesaid requirements, an announcement by the chairman of the meeting that a resolution has on a show of hands been passed or rejected and any entry to that effect in the minutes book shall be the conclusive evidence of the fact; there is no need for proof of the number or proportion of the votes recorded in favour and against the resolution.~~
The demand for a poll may be withdrawn by the person who makes such demand.	~~The demand for a poll may be withdrawn by the person who makes such demand.~~
Article 87 A poll demanded on the election of the chairman of the meeting, or on adjournment of the meeting, shall be taken forthwith. A poll demanded on any other issues shall be taken at such time as the chairman of the meeting directs, and any matter other than that upon which a poll has been demanded may be proceed with first. The result of the poll shall be deemed to be a resolution of such meeting.	~~Article 87 A poll demanded on the election of the chairman of the meeting, or on adjournment of the meeting, shall be taken forthwith. A poll demanded on any other issues shall be taken at such time as the chairman of the meeting directs, and any matter other than that upon which a poll has been demanded may be proceed with first. The result of the poll shall be deemed to be a resolution of such meeting.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 88 On a poll taken at a meeting, a shareholder (including his/her proxies) entitled to two or more votes need not cast all his/her votes in the same way. The general meeting is voted by roll-call votes.	Article 7188 ~~On a poll taken at a meeting, a shareholder (including his/her proxies) entitled to two or more votes need not cast all his/her votes in the same way.~~ The general meeting is voted by roll-call votes. Before a resolution is voted on at a general meeting, two shareholder representatives shall be recommended to participate in the vote count or overseeing. If a shareholder has connection with the matters under consideration, such shareholder and the proxy shall not participate in vote count or overseeing. When a resolution is voted on at a general meeting, a lawyer and shareholder representatives shall be responsible together to count and oversee the votes and declare the results of such vote on the spot and the results of the vote shall be recorded in the meeting minutes. Any shareholder of the Company or the proxy of such shareholder shall have right to verify the results of his vote through the corresponding voting system if such shareholder or the proxy of such shareholder has voted by way of internet or any other means. A shareholder who attends any general meeting shall express one of the following opinions with regard to the resolutions submitted: voting for, against or abstention. The securities registration and clearing institution shall act as the nominee for the shares under Stock Connect between the Mainland and Hong Kong, except when declared according to the intention of the actual holder. The voter shall be deemed to have given up the voting rights in respect of any voting polls not completed, completed wrongly or illegible and the results of the vote with respect to the number of shares held by such voter shall be "abstention".
Article 89 Where there are two or more candidates for the election of a director at a general meeting, each of the shares held by the shareholders (including their proxies) shall have the same number of votes as the number of candidates, and the voting rights can be concentrated on electing one person, or be separated on electing several persons, provided that explanations shall be made on the allocations of the voting rights.	Article 7289 ~~Where there are two or more candidates for the election of a director at a general meeting, each of the shares held by the shareholders (including their proxies) shall have the same number of votes as the number of candidates, and the voting rights can be concentrated on electing one person, or be separated on electing several persons, provided that explanations shall be made on the allocations of the voting rights.~~ Except the cumulative voting system, a general meeting shall vote on each resolution on a case by case basis. If there are more than one resolution regarding the same matter, vote shall be made on the resolutions raised in the order of time. Unless a general meeting is adjourned or no resolutions can be made for special reasons such as force majeure, voting of such resolutions shall neither be shelved nor refused at the general meeting. When considering a resolution at a general meeting, no amendments shall be made thereto. Otherwise, any change made thereto shall be considered as a new resolution, for which the voting shall not proceed in that meeting. The same vote may only be cast once at the physical location of a general meeting, or by online voting or other means. In the event of multiple casting of the same vote, only the outcome of the first casting of such vote shall he counted.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 90 In case of equal affirmative and dissenting votes, whether on a show of hands or on a poll, the chairman of the meeting shall be entitled to a casting vote.	~~Article 90 In case of equal affirmative and dissenting votes, whether on a show of hands or on a poll, the chairman of the meeting shall be entitled to a casting vote.~~
Article 91 The following matters shall be resolved by an ordinary resolution at a general meeting: (I) work reports of the Board of Directors and the Board of Supervisors; (II) profit distribution plan and loss recovery plan formulated by the Board; (III) election or removal of members of the Board and the shareholder representative supervisors, their remuneration and manner of payment; (IV) annual budget and final accounts plan, balance sheet, income statement, and other financial statements of the Company; (V) annual report of the Company; and (VI) such matters other than those required to be passed by special resolutions under the laws and administrative regulations and the listing rules of the stock exchange on which the Company's shares are listed or the Articles of Association.	Article 7~~391~~ The following matters shall be resolved by an ordinary resolution at a general meeting: (I) work report~~s~~ of the Board of Directors~~ and the Board of Supervisors~~; (II) profit distribution plan and loss recovery plan formulated by the Board; (III) election or removal of members of the Board~~ and the shareholder representative supervisors~~, their remuneration and manner of payment; ~~(IV) annual budget and final accounts plan, balance sheet, income statement, and other financial statements of the Company;~~ ~~(V) annual report of the Company; and~~ (IV~~VI~~) such matters other than those required to be passed by special resolutions under the laws and administrative regulations and the listing rules of the stock exchange on which the Company's shares are listed or the Articles of Association.
Article 92 The following matters shall be resolved by a special resolution at a general meeting: (I) increase or reduction in share capital, repurchase of shares, and issuance of shares of any class, stock warrants or other similar securities of the Company; (II) the issuance of debentures of the Company; (III) division, merger, dissolution, liquidation or change of corporate form of the Company; (IV) amendments to the Articles of Association; (V) the purchase and disposal of material assets by the Company or the guaranteed amount within a year which account for more than 30% of the latest audited total assets of the Company; (VI) share incentive plans; and (VII) such other matters considered by the general meeting, by way of an ordinary resolution, to be of a nature which may have a material impact on the Company and shall be adopted by a special resolution.	Article 7~~492~~ The following matters shall be resolved by a special resolution at a general meeting: (I) increase or reduction in registered~~share~~ capital~~, repurchase of shares, and issuance of shares of any class, stock warrants or other similar securities~~ of the Company; ~~(II) the issuance of debentures of the Company;~~ (II~~III~~) division, spin-off, merger, dissolution~~,~~ or liquidation ~~or change of corporate form~~ of the Company; (III~~IV~~) amendments to the Articles of Association; (IV~~V~~) the purchase and disposal of material assets by the Company or the guaranteed amount within a year which account for more than 30% of the latest audited total assets of the Company; (V~~VI~~) share incentive plans; and (VI~~VII~~) such other matters as required by the laws, administrative regulations or the Articles of Association, and considered by the general meeting, by way of an ordinary resolution, to be of a nature which may have a material impact on the Company and shall be adopted by a special resolution.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 93 Shareholders or the Board of Supervisors requisitioning an extraordinary general meeting or class meeting of shareholders shall abide by the following procedures: (I) Two or more shareholders severally or jointly holding 10% or more of the shares carrying the right to vote at the meeting sought to be held or the Board of Supervisors shall, by signing one or more counterpart requisition in writing stating the object of the meeting, require the Board to convene an extraordinary general meeting or a class meeting. The Board shall give the feedbacks in writing on whether to convene the extraordinary general meeting or the class meeting or not within 10 days after receiving such requisition in writing. The shareholdings referred to above shall be calculated as of the date of the deposit of the requisition by the shareholders. (II) If the Board of Directors agrees to convene the extraordinary general meeting or the class meeting, it shall serve a notice of general meeting or class meeting within 5 days after the resolution is made by the Board of Directors. In the event of any change to the original proposal set forth in the notice, the consent of the original proposer shall be obtained. (III) If the Board does not agree to the proposals to convene the extraordinary general meeting or the class meeting, or serves no feedback within 10 days upon receipt of such proposals, the shareholders individually or jointly holding 10% or more of shares carrying voting rights at the meeting intended to be held have the right to propose to the Board of Supervisors to convene an extraordinary general meeting or class meeting and shall request the Board of Supervisors in writing. (IV) If the Board of Supervisors agrees to convene the extraordinary general meeting or class meeting, it shall serve a notice of general meeting or class meeting within 5 days after receipt of the request. In the event of any change to the original proposal set forth in the notice, the consent of the original proposer shall be obtained. (V) If the Board of Supervisors fails to convene the meeting within 10 days from the date of the receipt of such requisition in writing, the shareholders individually or jointly holding more than 10% of shares for over 90 consecutive days may themselves convene such a meeting with the procedures as similar as possible as that in which shareholders' meetings are to be convened by the Board within 4 months from the date of the receipt of the requisition by the Board. The shareholding of the convening shareholder(s) shall not below 10% before the announcement of the resolutions of general meeting, and the convening shareholder(s) shall submit related certification materials to the designated authorities of the CSRC and the stock exchange of the Company's domicile country when serving the notice of general meeting or class meeting and the announcement of the resolutions of general meeting.	Article 7593 Shareholders, independent directors or the audit committee ~~Board of Supervisors~~ requisitioning an extraordinary general meeting or class meeting of shareholders shall abide by the following procedures: (I) The shareholders severally or jointly holding 10% or more of the shares carrying the right to vote at the meeting sought to be held or the audit committee or more than half of the independent directors~~Board of Supervisors~~ shall, by signing one or more counterpart requisition in writing stating the object of the meeting, require the Board to (1) convene an extraordinary general meeting or a class meeting; and (2) to include any proposed resolutions in the agenda of the meeting. The Board shall give the feedbacks in writing on whether to convene the extraordinary general meeting or the class meeting or not within 10 days after receiving such requisition in writing. The shareholdings referred to above shall be calculated as of the date of the deposit of the requisition by the shareholders. (II) If the Board of Directors agrees to convene the extraordinary general meeting or the class meeting, it shall serve a notice of general meeting or class meeting within 5 days after the resolution is made by the Board of Directors. In the event of any change to the original proposal set forth in the notice, the consent of the original proposer shall be obtained. (III) If the Board does not agree to the proposals to convene the extraordinary general meeting or the class meeting, or serves no feedback within 10 days upon receipt of such proposals, the shareholders individually or jointly holding 10% or more of shares carrying voting rights at the meeting intended to be held have the right to propose to the audit committee~~Board of Supervisors~~ to convene an extraordinary general meeting or class meeting and shall request the audit committee~~Board of Supervisors~~ in writing. (IV) If the audit committee~~Board of Supervisors~~ agrees to convene the extraordinary general meeting or class meeting, it shall serve a notice of general meeting or class meeting within 5 days after receipt of the request. In the event of any change to the original proposal set forth in the notice, the consent of the original proposer shall be obtained. (V) If the audit committee fails to give the notice of the general meeting within the specified time limit, it shall be deemed that the audit committee does not convene and preside over the meeting, in which case~~the Board of Supervisors fails to convene the meeting within 10 days from the date of the receipt of such requisition in writing~~, the shareholders individually or jointly holding more than 10% of shares for over 90 consecutive days may themselves convene and preside over such a meeting with the procedures as similar as possible as that in which general~~shareholders'~~ meetings are to be convened by the Board ~~within 4 months from the date of the receipt of the requisition by the Board~~. The shareholding of the convening shareholder(s) shall not below 10% before the announcement of the resolutions of general meeting~~, and the convening shareholder(s) shall submit related certification materials to the designated authorities of the CSRC and the stock exchange of the Company's domicile country when serving the notice of general meeting or class meeting and the announcement of the resolutions of general meeting~~.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
With regard to the general meeting convened by the Board of Supervisors or shareholders on their own, the Board of Directors and its secretary shall offer cooperation. The Board of Directors shall provide a register as of the shareholding registration date. Where the general meeting is convened by shareholders themselves, the representative to preside over the meeting shall be elected by the convener. Any reasonable expenses incurred by shareholders or the Board of Supervisors in convening and presiding over a meeting by reason of the failure of the Board of Directors to duly convene a meeting as requested above shall be borne by the Company and shall be set off against sums owed by the Company to the directors in default. Except for those matters in relation to commercial secrets of the Company which cannot be made public at the general meeting, Directors, Supervisors and senior management shall respond to and address the enquiries and suggestions of the shareholders.	With regard to the general meeting convened by the audit committee~~Board of Supervisors~~ or shareholders on their own, a written notice shall be issued to the Board of Directors and filed with the stock exchange, and the Board of Directors and its secretary shall offer cooperation. The Board of Directors shall provide a register as of the shareholding registration date. The audit committee or the convening shareholders shall, upon issuing the notice of the general meeting and the announcement of the resolutions of the general meeting, submit relevant supporting documents to the stock exchange. Where the Board of Directors does not agree with the independent directors' proposal to convene an extraordinary general meeting, its reasons shall be given, and an announcement shall be made. ~~Where the general meeting is convened by shareholders themselves, the representative to preside over the meeting shall be elected by the convener.~~ Any reasonable expenses incurred by shareholders or the audit committee~~Board of Supervisors~~ in convening and presiding over a meeting by reason of the failure of the Board of Directors to duly convene a meeting as requested above shall be borne by the Company and shall be set off against sums owed by the Company to the directors in default. Except for those matters in relation to commercial secrets of the Company which cannot be made public at the general meeting, Directors~~, Supervisors~~ and senior management shall respond to and address the enquiries and suggestions of the shareholders.
Article 94 A general meeting shall be convened and presided over by the chairman of the Board. If the chairman is unable to attend the meeting, the meeting shall be convened and presided over by the vice chairman. If the chairman and vice chairman are unable to attend the meeting, the meeting shall be convened and presided over by a director of the Company jointly elected by more than half of the Directors. If the chairman of the meeting is not designated, a person may be elected to be the chairman by the shareholders attending the meeting. If, for any reasons, the shareholders are unable to elect a chairman, the meeting shall be presided over by the shareholder (including his/her proxy) present in person who holds the largest number of shares with voting rights.	Article 7694 A general meeting shall be ~~convened and~~ presided over by the chairman of the Board. If the chairman is unable or fails to exercise his/her duties~~to attend the meeting, the meeting shall be convened and presided over by the vice chairman. If the chairman and vice chairman are unable to attend the meeting~~, the meeting shall be ~~convened and~~ presided over by a Director ~~of the Company~~ jointly elected by more than half of the Directors. ~~If the chairman of the meeting is not designated, a person may be elected to be the chairman by the shareholders attending the meeting. If, for any reasons, the shareholders are unable to elect a chairman, the meeting shall be presided over by the shareholder (including his/her proxy) present in person who holds the largest number of shares with voting rights.~~ A general meeting convened by the audit committee on its own shall be presided over by the convener of the audit committee. In the event that the convener of the audit committee is unable or fails to perform his/her duties, a member of audit committee jointly elected by more than half of member of the audit committee shall preside over the meeting. A general meeting convened by shareholders on their own shall be presided over by the convener or representative elected by him/her.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 95 The chairman of the meeting shall be responsible for deciding whether a resolution has been passed. His decision shall be final and shall be announced at the meeting and recorded in the minutes of meeting.	Article 7795 ~~The chairman of the meeting shall be responsible for deciding whether a resolution has been passed. His decision shall be final and shall be announced at the meeting and recorded in the minutes of meeting.~~ An on-site general meeting shall not end earlier than the one held on the Internet or by other methods. The chairman of the meeting shall announce details and results of the voting on each resolution, and announce whether a resolution is passed according to the voting results. Before the formal announcement of voting results, companies, vote counters, vote scrutineers, shareholders, network service providers and other related parties involved in the on-site general meeting, online voting and other voting methods shall be under a confidentiality obligation relating to the details of the voting.
Article 96 If the chairman of the meeting has any doubt as to the result of a resolution put to the vote, he may have the votes counted. If the chairman of the meeting fails to have the votes counted, any shareholder who is present in person or by proxy and who objects to the result announced by the chairman of the meeting may demand the votes be counted immediately after the announcement of the result, and the chairman of the meeting shall have the votes counted promptly.	Article 7896 If the convener~~chairman~~ of the meeting has any doubt as to the result of a resolution put to the vote, he may have the votes counted. If the convener~~chairman~~ of the meeting fails to have the votes counted, any shareholder who is present in person or by proxy and who objects to the result announced by the convener~~chairman~~ of the meeting may demand the votes be counted immediately after the announcement of the voting result, and the convener~~chairman~~ of the meeting shall have the votes counted promptly.
A new Article 79 has been added.	Article 79 An announcement on the resolutions of a general meeting shall be made promptly. The announcement should list the number of shareholders or their proxies present at the meeting, the total number of voting shares of such shareholders or proxies, the ratio of such voting shares to total voting shares of the Company, the means by which votes were cast, the voting result for each proposal, and the particulars of each resolution passed. Statistics on the attendance and the voting of domestic shareholders and foreign shareholders on the resolutions at the general meeting shall be compiled separately, and announced accordingly. In the event that a proposal is not passed at a general meeting, or a resolution passed at a previous general meeting is modified at current general meeting, a special note shall be made in the announcement on the resolutions of the general meeting. If the proposal on election of a Director is passed at the general meeting, the new Director shall assume office upon the approval of the relevant resolution at the general meeting. Where a proposal on cash dividends, bonus shares or capital reserve capitalization has been approved at the general meeting, the Company shall implement the specific scheme within two months after conclusion of the general meeting.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
A new Article 80 has been added.	Article 80 The convener shall ensure that the general meeting is held continuously until a final resolution is formed. In the event that the general meeting is adjourned or unable to make a resolution due to force majeure and other special reasons, necessary measures shall be taken to resume the convening of the general meeting as soon as possible or terminate this general meeting directly, and public announcement should be made in a timely manner. At the same time, the convener should report to the local institution of the CSRC in the region where the Company is located and the stock exchange.
Article 97 Every general meeting shall have its minutes which shall be kept by the secretary to the Board of Directors. The minutes shall state the following contents: (I) time, venue and agenda of the meeting and names of the convener; (II) the presider's name and the names of the directors, supervisors, managers and other senior management attending or present at the meeting; (III) the numbers of shareholders and proxies attending the meeting, number of voting shares they hold and the percentages of their voting shares to the total shares of the Company; (IV) the process of consideration, summary of speeches and voting results of each proposal; (V) shareholders' questions, opinions or suggestions and corresponding answers or explanations; (VI) names of lawyers, vote counters and scrutinizers of the voting; (VII) other contents to be included in the minutes as specified in this Articles of Association. If vote counting is carried out at the general meeting, the vote counting result shall be recorded in the minutes of the meeting. The directors, supervisors, the secretary to the Board of Directors, the convener or representative thereof, and the presider of the meeting present at the meeting shall sign on the minutes. The minutes of the meeting together with the attendance register of the attending shareholders and the proxy forms, as well as the valid information about online voting and voting via other methods shall be kept collectively at the address of the Company. The aforesaid minutes, attendance register and proxy forms shall not be destroyed for 10 years.	Article 8197 Every general meeting shall have its minutes which shall be kept by the secretary to the Board of Directors. The minutes shall state the following contents: (I) time, venue and agenda of the meeting and names of the convener; (II) the presider's name and the names of the directors, ~~supervisors, managers and other~~ senior management attending or present at the meeting; (III) the numbers of shareholders and proxies attending the meeting, number of voting shares they hold and the percentages of their voting shares to the total shares of the Company, the number of voting shares held by domestic shareholders and foreign shareholders attending the general meeting, respectively, and the percentages of their voting shares to the total shares of the Company; (IV) the process of consideration, summary of speeches and voting results of each proposal, the details of voting by domestic shareholders and foreign shareholders on each resolution, respectively; (V) shareholders' questions, opinions or suggestions and corresponding answers or explanations; (VI) names of lawyers, vote counters and scrutinizers of the voting; (VII) other contents to be included in the minutes as specified in this Articles of Association. ~~If vote counting is carried out at the general meeting, the vote counting result shall be recorded in the minutes of the meeting.~~ The convener shall ensure that the particulars of the meeting minutes are true, accurate and complete. The directors, ~~supervisors,~~ the secretary to the Board of Directors, the convener or representative thereof, and the presider of the meeting attending or present at the meeting shall sign on the minutes. The minutes of the meeting together with the attendance register of the attending shareholders and the proxy forms, as well as the valid information about online voting and voting via other methods shall be kept collectively, for a minimum period of ten years. ~~at the address of the Company.~~ ~~The aforesaid minutes, attendance register and proxy forms shall not be destroyed for 10 years.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 98 Copies of the minutes of meeting shall be available for inspection free of charge by shareholders during the business hours of the Company. If a shareholder requests the Company for a copy of such minutes, the Company shall send a copy of such minutes to him within 7 days upon the receipt of reasonable charges.	Article 82~~Article 98~~ Copies of the minutes of meeting shall be available for inspection ~~free of charge~~ by shareholders during the business hours of the Company. ~~If a shareholder requests the Company for a copy of such minutes, the Company shall send a copy of such minutes to him within 7 days upon the receipt of reasonable charges.~~
Article 100 Rights conferred on any class shareholders may not be varied or abrogated unless approved by a special resolution at a general meeting and by the class shareholders so affected at a separate meeting convened in accordance with Articles 104 to 106.	Article 84~~100~~ Rights conferred on any class shareholders may not be varied or abrogated unless approved by a special resolution at a general meeting and by the class shareholders so affected at a separate meeting convened in accordance with Articles 86~~104~~ to 88~~106~~.
Article 102 Shareholders of the affected class, whether having the right to vote at a general meeting, shall be entitled to vote in class meetings in respect of matters concerning subparagraphs (II) to (VIII), (XI) and (XII) of Article 101. However, interested shareholders shall have no voting right at such class meetings. The aforementioned term "interested shareholders" means: (I) in the event that the Company makes a repurchase offer to all shareholders in the same proportion or the Company repurchases its own shares by way of public dealings on a stock exchange pursuant to Article 30 hereof, a "controlling shareholder" within the meaning of Article 58 hereof; (II) in the event that the Company repurchases its own shares by an off-market agreement pursuant to Article 31 hereof, a holder of the shares to which the proposed agreement relates; (III) in the event of a restructuring of the Company, a shareholder within a class who assumes a relatively smaller proportion of obligations than the obligations imposed on shareholders of that class or who has an interest in the proposed restructuring different from the general interests of the shareholders of that class.	~~Article 102 Shareholders of the affected class, whether having the right to vote at a general meeting, shall be entitled to vote in class meetings in respect of matters concerning subparagraphs (II) to (VIII), (XI) and (XII) of Article 101. However, interested shareholders shall have no voting right at such class meetings.~~ ~~The aforementioned term "interested shareholders" means:~~ ~~(I) in the event that the Company makes a repurchase offer to all shareholders in the same proportion or the Company repurchases its own shares by way of public dealings on a stock exchange pursuant to Article 30 hereof, a "controlling shareholder" within the meaning of Article 58 hereof;~~ ~~(II) in the event that the Company repurchases its own shares by an off-market agreement pursuant to Article 31 hereof, a holder of the shares to which the proposed agreement relates;~~ ~~(III) in the event of a restructuring of the Company, a shareholder within a class who assumes a relatively smaller proportion of obligations than the obligations imposed on shareholders of that class or who has an interest in the proposed restructuring different from the general interests of the shareholders of that class.~~
Article 103 A resolution in a class meeting shall be passed by votes representing two-thirds or more of the voting rights of shareholders of that class present at the relevant meeting who are entitled to vote at the class meetings according to Article 102.	Article 86~~103~~ Where there are matters prescribed in Paragraph 3 of Article TT6 of the Company Law and stipulated by the CSRC that may affect the rights of shareholders holding class of shares, they shall be adopted by a special resolution at the general meeting and passed by two-thirds or more of the voting rights held by the shareholders attending the class meetings. ~~A resolution in a class meeting shall be passed by votes representing two-thirds or more of the voting rights of shareholders of that class present at the relevant meeting who are entitled to vote at the class meetings according to Article 102.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 104 A notice convening a class meeting shall be given according to the requirements of convening a general meeting as set out in Article 67 of the Articles of Association, to notify shareholders whose names appear in the register of members for such class shares of the matters proposed to be considered and the date and place of the meeting. However, the quorum required at any class meetings (other than adjourned meetings) convened for the consideration of the variation of the rights of any class shares must be at least one-third of the shareholders of the shares in issue of such class.	Article 87~~104~~ A notice convening a class meeting shall be given according to the requirements of convening a general meeting as set out in Article 55~~67~~ of the Articles of Association, to notify shareholders whose names appear in the register of members for such class shares of the matters proposed to be considered and the date and place of the meeting. ~~However, the quorum required at any class meetings (other than adjourned meetings) convened for the consideration of the variation of the rights of any class shares must be at least one-third of the shareholders of the shares in issue of such class.~~
Article 106 In addition to shareholders of other classes, holders of domestic shares and holders of overseas listed foreign shares shall be deemed as holders of different classes of shares. The special voting procedures for class meetings shall not apply in any of the following circumstances: (I) where the Company issues, upon approval by a special resolution of the general meeting, not more than 20% of each of its existing outstanding issued domestic shares and overseas listed foreign investor shares, either separately or concurrently once every 12 months; (II) where under the approval by the securities regulatory authorities of the PRC, domestic shares held by holders of domestic shares are transferred to H shares and are dealt with on the stock exchange of Hong Kong.	Article 89~~106~~ In addition to shareholders of other classes, holders of domestic shares and holders of overseas listed foreign shares shall be deemed as holders of different classes of shares. The special voting procedures for class meetings shall not apply in any of the following circumstances: ~~(I)~~ where the Company issues, upon approval by a special resolution of the general meeting, not more than 20% of each of its existing outstanding issued domestic shares and overseas listed foreign investor shares, either separately or concurrently once every 12 months~~;~~. ~~(II) where under the approval by the securities regulatory authorities of the PRC, domestic shares held by holders of domestic shares are transferred to H shares and are dealt with on the stock exchange of Hong Kong.~~
Article 107 The Board of Directors is established in the Company and comprises of Chairman, Vice-Chairman, independent non-executive Directors and employee Directors, of which 1 Chairman and 3 independent non-executive Directors are included.	Article 90~~107~~ The Board of Directors is established in the Company and comprises of 8 directors~~ Chairman, Vice-Chairman, independent non-executive Directors and employee Directors~~, of which 1 Chairman, ~~and~~ 3 independent non-executive Directors and 1 employee director are included.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 108 Directors shall be elected at the general meetings, and they can be dismissed from their positions by the general meetings before the term expires. Directors shall serve for a term of office of 3 years. Upon expiration of the term of office, a director is eligible for re-election and reappointment. The general meetings shall not dismiss the directors from their positions before the expiration of the term of office without reasons. A written notice regarding the intention of nominating candidates for Directors and the willingness of the candidates to be nominated shall be dispatched to the Company 7 days before convening general meetings. Chairman shall be elected and removed by a simple majority of votes of all directors. The term of office of Chairman is 3 years, renewable upon re-election. Conditional on the requirements of related laws and administrative regulations are complied, the general meetings can remove any directors whose remaining term of office is not expired by ordinary resolutions (without prejudice to any claims to be lodged in accordance with any contracts). Directors are not required to hold any of the Company's shares.	Article 91~~108~~ Directors shall be elected at the general meetings, and they can be dismissed from their positions by the general meetings before the term expires. Directors shall serve for a term of office of 3 years. Upon expiration of the term of office, a director is eligible for re-election and reappointment. ~~The general meetings shall not dismiss the directors from their positions before the expiration of the term of office without reasons.~~ ~~A written notice regarding the intention of nominating candidates for Directors and the willingness of the candidates to be nominated shall be dispatched to the Company 7 days before convening general meetings.~~ Chairman shall be elected and removed by a simple majority of votes of all directors. The term of office of Chairman is 3 years, renewable upon re-election. Conditional on the requirements of related laws and administrative regulations are complied, on a ~~the~~ general meeting~~s~~, shareholders can remove any directors (including the managing director or other executive directors) whose remaining term of office is not expired by ordinary resolutions (without prejudice to any claims to be lodged in accordance with any contracts), and the removal shall take effect on the date the resolution is made. Directors are not required to hold any of the Company's shares.
Article 109 The directors' term of office is from the date when they take office to the expiration of the current Board of Directors' term of office. Where re-election is pending upon the expiration of the directors' term of office, the original director shall still perform his/her duties as directors in accordance with the requirements in laws, administrative regulations, departmental rules and this Articles of Association before the re-elected director takes office. Managers or other senior management can serve as directors concurrently, but the total number of directors, who also serve as managers or other senior management and those who are staff representatives, shall not exceed half of the total number of directors in the Company.	Article 92~~109~~ The directors' term of office is from the date when they take office to the expiration of the current Board of Directors' term of office. Where re-election is pending upon the expiration of the directors' term of office, the original director shall still perform his/her duties as directors in accordance with the requirements in laws, administrative regulations, departmental rules and this Articles of Association before the re-elected director takes office. Managers or other senior management can serve as directors concurrently, but the total number of directors, who also serve as managers or other senior management and those who are staff representatives, shall not exceed half of the total number of directors in the Company. The staff representatives in the Board of Directors shall be democratically elected by the employees of the Company through the staff representative meeting, the staff meeting or other means, and are not required to be submitted to the general meeting for consideration.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 110 Procedures for nominating candidates for directors by shareholders who have nomination rights. If a shareholder with nomination rights ("**Such Shareholder**") nominates a candidate for director ("**Director Candidate**") other than independent directors at a general meeting of the Company according to the laws, such shareholder shall seek the consent of the Director Candidate and shall have sufficient knowledge of the profession, academic qualifications, titles and detailed information on work experience including all part-time employments, whether there is any connected relationship with the Company or its controlling shareholders and de facto controllers, disclosure on the number of the Company's shares held, as well as whether there is any punishment imposed by the CSRC and other related departments and any penalty or warning from the stock exchange ("**Such Information**") of the Director Candidate. The Director Candidate shall provide written confirmation to the Company agreeing to be nominated, and shall provide an undertaking in relation to the truthfulness and completeness of his/her particulars disclosed and shall guarantee the performance of a director's duties after being elected ("**Relevant Agreement and Undertaking**").	Article 93~~110~~ Procedures for nominating candidates for directors by shareholders who have nomination rights. If a shareholder with nomination rights ("**Such Shareholder**") nominates a candidate for director ("**Director Candidate**") other than independent directors at a general meeting of the Company according to the laws, such shareholder shall seek the consent of the Director Candidate and shall have sufficient knowledge of the profession, academic qualifications, titles and detailed information on work experience including all part-time employments, whether there is any connected relationship with the Company or its controlling shareholders and de facto controllers, disclosure on the number of the Company's shares held, as well as whether there is any punishment imposed by the CSRC and other related departments and any penalty or warning from the stock exchange ("**Such Information**") of the Director Candidate. The Director Candidate shall provide written confirmation to the Company agreeing to be nominated, and shall provide an undertaking in relation to the truthfulness and completeness of his/her particulars disclosed and shall guarantee the performance of a director's duties after being elected ("**Relevant Agreement and Undertaking**").
In addition, Such Shareholder shall deliver, or cause the Director Candidate to deliver, the following document to the Company not less than 7 days before the general meeting of the Company, and such period shall commence after the issue of the notice of the general meeting by the Company in respect of such election:	In addition, Such Shareholder shall deliver, or cause the Director Candidate to deliver, the following document to the Company not less than 7 days before the general meeting of the Company, and such period shall commence after the issue of the notice of the general meeting by the Company in respect of such election:
(I) the intention of nominating the Director Candidate;	(I) the intention of nominating the Director Candidate;
(II) a written notice issued by the Director Candidate in respect of Relevant Agreement and Undertaking; and	(II) a written notice issued by the Director Candidate in respect of Relevant Agreement and Undertaking; and
(III) the written proofs containing Such Information of the Director Candidate.	(III) the written proofs containing Such Information of the Director Candidate.
If the Company receives the nomination of directors made by any shareholders before the convening of a meeting of the Board or the Board of Supervisors, the written proofs containing Such Information of the Director Candidate shall be disclosed together with the resolution of the Board or the Board of Supervisors or the notice of the general meeting.	~~If the Company receives the nomination of directors made by any shareholders before the convening of a meeting of the Board or the Board of Supervisors, the written proofs containing Such Information of the Director Candidate shall be disclosed together with the resolution of the Board or the Board of Supervisors or the notice of the general meeting.~~
If Such Shareholder nominates a candidate for independent director ("**Independent Director Candidate**") at a general meeting of the Company according to the laws, such shareholder shall seek the consent of the Independent Director Candidate and shall have sufficient knowledge of Such Information of the Independent Director Candidate. The Independent Director Candidate shall make Relevant Agreement and Undertaking to the Company and shall make an open statement as to the absence of any relation between the Company and him which would affect his/her independent and objective judgment ("**Statement of Independence**"), while Such Shareholder shall give an opinion in respect of the qualifications and independence of the Independent Director Candidate to act as an independent director ("**Such Opinion**"). In addition, Such Shareholder shall deliver, or cause the Independent Director Candidate to deliver, the following document to the Company not less than 7 days before the general meeting of the Company, and such period shall commence after the issue of the notice of the general meeting by the Company in respect of such election:	~~If Such Shareholder nominates a candidate for independent director ("**Independent Director Candidate**") at a general meeting of the Company according to the laws, such shareholder shall seek the consent of the Independent Director Candidate and shall have sufficient knowledge of Such Information of the Independent Director Candidate. The Independent Director Candidate shall make Relevant Agreement and Undertaking to the Company and shall make an open statement as to the absence of any relation between the Company and him which would affect his/her independent and objective judgment ("**Statement of Independence**"), while Such Shareholder shall give an opinion in respect of the qualifications and independence of the Independent Director Candidate to act as an independent director ("**Such Opinion**"). In addition, Such Shareholder shall deliver, or cause the Independent Director Candidate to deliver, the following document to the Company not less than 7 days before the general meeting of the Company, and such period shall commence after the issue of the notice of the general meeting by the Company in respect of such election:~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
(I) the intention of nominating the Independent Director Candidate;	~~(I) the intention of nominating the Independent Director Candidate;~~
(II) a written notice issued by the Independent Director Candidate in respect of Relevant Agreement and Undertaking;	~~(II) a written notice issued by the Independent Director Candidate in respect of Relevant Agreement and Undertaking;~~
(III) Statement of Independence and Such Opinion; and	~~(III) Statement of Independence and Such Opinion; and~~
(IV) the written proofs containing Such Information of the Independent Director Candidate.	~~(IV) the written proofs containing Such Information of the Independent Director Candidate.~~
If the Company receives the nomination of independent directors made by any shareholders before the convening of a meeting of the Board or the Board of Supervisors, the written proofs containing Such Information of the Independent Director Candidate, Statement of Independence and Such Opinion shall be disclosed together with the resolution of the Board or the Board of Supervisors or the notice of the general meeting.	~~If the Company receives the nomination of independent directors made by any shareholders before the convening of a meeting of the Board or the Board of Supervisors, the written proofs containing Such Information of the Independent Director Candidate, Statement of Independence and Such Opinion shall be disclosed together with the resolution of the Board or the Board of Supervisors or the notice of the general meeting.~~
Any person appointed as directors by the Board to fill the temporary vacancy of the Board or to increase the number of member in the Board may hold the position until the next annual general meeting of the Company is convened, and may be eligible for re-election and reappointment at that time.	Any person appointed as directors by the Board to fill the temporary vacancy of the Board or to increase the number of member in the Board may hold the position until the first~~next~~ annual general meeting of the Company after such person is appointed~~is convened~~, and may be eligible for re-election and reappointment at that time.
The name list of candidates for directors and supervisors shall be submitted as proposals for voting at the general meeting.	The name list of candidates for directors ~~and supervisors~~ shall be submitted as proposals for voting at the general meeting.
General meetings can adopt cumulative voting in accordance with the requirements of this Articles of Association and resolutions of general meetings when voting on the election of directors and supervisors.	General meetings shall ~~can~~ adopt cumulative voting in accordance with the requirements of this Articles of Association ~~and resolutions of general meetings~~ when voting on the election of directors ~~and supervisors~~.
Cumulative voting as referred in the above paragraph means each share has the voting right representing the same number of directors or supervisors for election and voting rights of shareholders can be centralised in use during the election of directors or supervisors in general meetings.	Cumulative voting as referred in the above paragraph means each share has the voting right representing the same number of directors ~~or supervisors~~ for election and voting rights of shareholders can be centralised in use during the election of directors ~~or supervisors~~ in general meetings.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 111 A director may request to resign before his/her term of office expires. The resigning director shall tender a resignation letter to the Board in writing. The Board will disclose such circumstances within 2 days. If a director resigns within his/her term of office, or if an election is not conducted in time upon expiry of the term of a director, which makes the number of the members of the Board fall short of the quorum, the original director shall assume the responsibilities in accordance with the requirements of the laws and regulations and the Articles of Association before the new director is elected and holds office. In case that the number of directors falls short of the quorum for the Board as a result of the resignation of the director, the resignation letter of such director shall not become effective until the vacancy resulting from his/her resignation is filled up by succeeding director. The remaining directors shall convene an extraordinary general meeting as early as possible to elect director and fill up the vacancy resulting from such resignation. Save for the circumstances referred to in the preceding paragraph, a director's resignation shall become effective upon his/her resignation letter being served to the Board.	Article 94~~111~~ A director may request to resign before his/her term of office expires. The resigning director shall tender a resignation letter to the Board in writing. The Board will disclose such circumstances within 2 trading days. If a director resigns within his/her term of office, or if an election is not conducted in time upon expiry of the term of a director, which makes the number of the members of the Board fall short of the quorum, the original director shall assume the responsibilities in accordance with the requirements of the laws and regulations and the Articles of Association before the new director is elected and holds office. In case that the number of directors falls short of the quorum for the Board as a result of the resignation of the director, the resignation letter of such director shall not become effective until the vacancy resulting from his/her resignation is filled up by succeeding director. The remaining directors shall convene an extraordinary general meeting as early as possible to elect director and fill up the vacancy resulting from such resignation. Save for the circumstances referred to in the preceding paragraph, a director's resignation shall become effective upon his/her resignation letter being served to the Board.
Article 112 Upon submission of a resignation of a director or at expiry of his/her term of office, he/she shall complete all handover procedures with the Board. His/her obligations of confidentiality in respect of commercial secrets of the Company shall survive the termination of his/her term of office until the same has become public available information.	Article 95~~112~~ The Company has a system in place to manage the departure of directors, which specifies safeguard measures for pursuing and recovering liability for unfulfilled public commitments and other outstanding matters. A director shall complete all formalities for handing over to the Board of Directors when his/her resignation takes effect or when his/her term of office expires, and his/her fiduciary duty towards the Company and its shareholders shall not ipso facto be discharged upon expiration of his/her term of office and will be still in effective for a reasonable period specified by these Articles of Association. The liability that a director bears during his/her term of office due to the performance of his/her duties shall not be waived or terminated upon leaving office. Upon submission of a resignation of a director or at expiry of his/her term of office, he/she shall complete all handover procedures with the Board. His/her obligations of confidentiality in respect of commercial secrets of the Company shall survive the termination of his/her term of office until the same has become public available information.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 114 A director who violates any laws, administrative regulations, department rules or the Articles of Association in performing his duties shall be liable for indemnification to any loss so caused to the Company.	Article 97~~114~~ Where a director causes damages to others in the performance of his/her duties for the Company, the Company will be liable for compensation. The director shall also be liable for compensation if he/she is found to have conducted intentional misconduct or gross negligence. A director who violates any laws, administrative regulations, department rules or the Articles of Association in performing his duties shall be liable for indemnification to any loss so caused to the Company.
Article 115 Any director who has left his office without authorization before his term of office expires, thereby causing the Company to incur a loss, shall be held liable and keep the Company indemnified against such loss. A non-independent director failing to attend the meetings of the Board either in person or by proxy for two times in succession shall be deemed as incapable of performing the duties, and shall be subject to replacement as recommended by the Board to the general meeting.	Article 98~~115~~ Any director who has left his office without authorization before his term of office expires, thereby causing the Company to incur a loss, shall be held liable and keep the Company indemnified against such loss. A director failing to attend the meetings of the Board either in person or by proxy for two times in succession shall be deemed as incapable of performing the duties, and shall be subject to replacement as recommended by the Board to the general meeting. ~~A non-independent director failing to attend the meetings of the Board either in person or by proxy for two times in succession shall be deemed as incapable of performing the duties, and shall be subject to replacement as recommended by the Board to the general meeting.~~
Article 116 The Company shall establish a system for independent non-executive directors. Independent non-executive directors of the Company refer to a director who holds no position other than as a director in the Company, has no connection with the Company and any of its substantial shareholders which might hamper his/her independent and objective judgment. The members of the Board of the listed company shall comprise of at least one third of independent directors, and at least one professional in accounting (a person with senior title or register qualification of accountant) and at least one of its independent non-executive directors must be ordinarily resident in Hong Kong among them. The term of office of independent non-executive directors is 3 years, renewable upon re-election at its expiry, provided that the renewed term shall not exceed 6 years.	Article 99~~116~~ The Company shall establish a system for independent non-executive directors. Independent non-executive directors of the Company refer to a director who holds no position other than as a director in the Company, has no direct or indirect interest in ~~connection with~~ the Company and any of its substantial shareholders and de facto controller, or any other relationship which might hamper his/her independent and objective judgment. The members of the Board of the listed company shall comprise of at least one third of independent directors, and at least one professional in accounting (a person with senior title or register qualification of accountant) and at least one of its independent non-executive directors must be ordinarily resident in Hong Kong among them. The term of office of independent non-executive directors is 3 years, renewable upon re-election at its expiry, provided that the renewed term shall not exceed 6 years.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 117 An independent non-executive director shall meet the following basic conditions:	Article 10017 An independent non-executive director shall meet the following basic conditions:
(I) qualifies as a director of a listed company pursuant to the relevant laws, administrative regulations, the listing rules of the stock exchange on which the Company's shares are listed and other relevant regulations;	(I) qualifies as a director of a listed company pursuant to the relevant laws, administrative regulations, the listing rules of the stock exchange on which the Company's shares are listed and other relevant regulations;
(II) being independent as specified in the listing rules of the stock exchange on which the Company's shares are listed;	(II) being independent as specified in the listing rules of the stock exchange on which the Company's shares are listed;
(III) having basic knowledge on operation of listed companies and proficiency in the relevant laws, administrative regulations and rules;	(III) having basic knowledge on operation of listed companies and proficiency in the relevant laws, administrative regulations and rules;
(IV) having at least 5 years' experience in legal, economics or in other areas required for performing the duties as independent non-executive director;	(IV) having at least 5 years' experience in legal, accounting, economics or in other areas required for performing the duties as independent non-executive director;
(V) should have obtained the certificates for qualification of independent directors already obtained in accordance with the requirements by Guidelines on Training of Senior Management of Listed Companies (《上市公司高級管理人員培訓工作指引》) issued by the CSRC and relevant requirements; candidates for independent directors who have not yet obtained certificates for qualification of independent directors at the nomination stage shall undertake in writing that they will participate in the qualification training for independent directors to be held most recently so as to obtain the certificates for qualification of independent directors;	(V) having good personal integrity with no adverse records such as major breach of trust ~~should have obtained the certificates for qualification of independent directors already obtained in accordance with the requirements by Guidelines on Training of Senior Management of Listed Companies (《上市公司高級管理人員培訓工作指引》) issued by the CSRC and relevant requirements; candidates for independent directors who have not yet obtained certificates for qualification of independent directors at the nomination stage shall undertake in writing that they will participate in the qualification training for independent directors to be held most recently so as to obtain the certificates for qualification of independent directors~~;
(VI) other conditions specified herein.	(VI) other conditions specified by laws, administrative regulations, CSRC regulations, business rules of the stock exchange in the place where the shares of the Company are listed and this Articles of Association. Independent directors shall maintain their independence and the following persons shall not act as an independent director: (I) persons working for the Company or its affiliates and their spouses, parents, children, and major social relations; (II) any natural person shareholder who directly or indirectly holds more than one percent of the issued shares of the Company or is among the top ten shareholders of the Company and their spouses, parents and children; (III) any person who works for a shareholder who directly or indirectly holds more than five percent of the issued shares of the Company or who works for the top five shareholders of the Company and their spouses, parents and children; (IV) any person who works for affiliates of the Company's controlling shareholders and de facto controller and their spouses, parents and children;

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
	(V) any person who has significant business dealings with the Company and its controlling shareholder, de facto controller or their respective affiliates, or holds a position in an entity with which significant business dealings are conducted and its controlling shareholder or de facto controller; (VI) any person who provides financial, legal, advisory and sponsorship services to the Company and its controlling shareholder, de facto controller or their respective affiliates, including but not limited to all members of the project team of the intermediary providing the services, reviewers at all levels, persons signing the reports, partners, directors, senior management and primary responsible persons; (VII) any person who falls into subparagraphs (I) to (VI) in the latest twelve months; (VIII) other person who is not independent as stipulated by laws, administrative regulations, CSRC regulations, business rules of the stock exchanges and this Articles of Association. The "affiliates" of the Company's controlling shareholders and de facto controller as described in the preceding subparagraphs (IV) to (VI) shall not include the enterprises that are under common control of a state-owned asset management institution and do not constitute related relationship with the Company in accordance with relevant requirements. Independent directors shall conduct an annual self-review of their independence and report the review results to the Board of Directors. The Board of Directors shall assess and give special opinions on the independence of the incumbent independent directors on an annual basis, and disclose the same in the annual report.
A new article 101 has been added.	Article 101 The independent non-executive directors shall perform the following duties: (I) to participate in the decision-making of the Board of Directors and express clear opinions on matters discussed; (II) to oversee the matters of potential material conflicts of interest between the Company and its controlling shareholders, de facto controllers, directors and senior management, so as to urge the Board of Directors to make decisions in line with the interests of the Company as a whole and protect the legitimate interests of minority shareholders; (III) to provide professional and objective advice on the operation and development of the Company and to promote the decision-making level of the Board of Directors; (IV) other duties as stipulated by laws, administrative regulations, listing rules of the stock exchanges on which the Company's shares are listed and the Articles of Association.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 118 In addition to the functions and powers provided by the Company Law, the other relevant laws and regulations and the listing rules of the stock exchange on which the Company's shares are listed, and the Articles of Association, independent nonexecutive directors shall have the following special functions and powers:	Article 102~~18~~ In addition to the functions and powers provided by the Company Law, the other relevant laws and regulations and the listing rules of the stock exchange on which the Company's shares are listed, and the Articles of Association, independent nonexecutive directors shall have the following special functions and powers:
(I) Major related party transaction (represents the proposed related party transaction between the listed company and the related person, in amount more than $3,000,000 and representing more than 5% of the latest audited net assets value of the listed company) shall be submitted to the Board for discussion upon approval by the independent directors;	~~(I) Major related party transaction (represents the proposed related party transaction between the listed company and the related person, in amount more than $3,000,000 and representing more than 5% of the latest audited net assets value of the listed company) shall be submitted to the Board for discussion upon approval by the independent directors;~~
Before making any judgments, the Independent Directors can engage an intermediary institution for issuance of an independent financial advisor report as a basis of their judgments.	~~Before making any judgments, the Independent Directors can engage an intermediary institution for issuance of an independent financial advisor report as a basis of their judgments.~~
(II) to propose to the Board the appointment or dismissal of accounting firms;	~~(II) to propose to the Board the appointment or dismissal of accounting firms;~~
(III) to propose to the Board the convening of extraordinary general meeting;	(~~II~~III) to propose to the Board the convening of extraordinary general meeting;
(IV) to propose the convening of board meetings;	(II~~I~~V) to propose the convening of board meetings;
(V) upon unanimous consent of all the independent non-executive directors, to independently appoint external auditors or consultants for auditing and consultancy of specific matters at the expenses of the Company.	(III~~V~~) ~~upon unanimous consent of all the independent non-executive directors,~~ to independently appoint an intermediary institution ~~external auditors or consultants~~ for auditing ~~and~~, consultancy or verification of specific matters at the expenses of the Company;
(VI) to be able to conduct public solicitation of voting rights from shareholders before convening the general meetings.	(IV~~VI~~) ~~to be able~~ to conduct public solicitation of shareholders' ~~voting~~ rights from shareholders in accordance with the law ~~before convening the general meetings~~;
Save for subparagraph (VI), independent non-executive directors shall obtain the consent of more than half of all the independent non-executive directors in exercising any of the above functions and powers.	(V) to express independent opinions on matters that may jeopardize the rights and interests of the listed company or minority shareholders;
If any of the above proposals have not been adopted or if any of the above functions and powers could not be exercised properly, the Company shall disclose the details thereof.	(VI) other functions and powers as stipulated by laws, administrative regulations, listing rules of the stock exchanges on which the Company's shares are listed and the Articles of Association. ~~Save for subparagraph (VI), i~~Independent non-executive directors shall obtain the consent of more than half of all the independent non-executive directors in exercising any of the functions and powers in the above subparagraphs (I) to (III). The listed company shall disclose in a timely manner any exercise of the functions and powers listed in (I) by independent non-executive directors. If ~~any of the above proposals have not been adopted or if~~ any of the above functions and powers could not be exercised properly, the Company shall disclose the ~~details thereof~~ specific circumstances and reasons thereof.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 119 Independent directors shall express independent opinions for any of the material matters of the listed company	Article 103~~19~~ ~~Independent directors shall express independent opinions for any of the material matters of the listed company~~
(I) In addition to performing the abovementioned duties, independent directors shall express independent opinions to the Board or the general meetings on the following matters:	~~(I) In addition to performing the abovementioned duties, independent directors shall express independent opinions to the Board or the general meetings on the following matters:~~
1. nomination, appointment and removal of directors;	~~1. nomination, appointment and removal of directors;~~
2. appointment or removal of senior management;	~~2. appointment or removal of senior management;~~
3. the remuneration of directors and senior management of the Company;	~~3. the remuneration of directors and senior management of the Company;~~
4. the existing or new borrowings or other fund transactions of the listed company the total amount of which is more than RMB3,000,000 or representing more than 5% of the latest audited net asset value of the listed company by shareholders of the Company, de facto controllers and its related enterprises, and whether the Company has taken effective measures to recover the outstanding payments;	~~4. the existing or new borrowings or other fund transactions of the listed company the total amount of which is more than RMB3,000,000 or representing more than 5% of the latest audited net asset value of the listed company by shareholders of the Company, de facto controllers and its related enterprises, and whether the Company has taken effective measures to recover the outstanding payments;~~
5. any changes in the use of proceeds;	~~5. any changes in the use of proceeds;~~
6. externally guaranteed matters to be considered in general meetings as required by this Articles of Association;	~~6. externally guaranteed matters to be considered in general meetings as required by this Articles of Association;~~
7. share option incentive scheme;	~~7. share option incentive scheme;~~
8. any matters that independent directors consider to be likely to infringe the interests of small and medium shareholders;	~~8. any matters that independent directors consider to be likely to infringe the interests of small and medium shareholders;~~
9. other matters as specified by this Articles of Association.	~~9. other matters as specified by this Articles of Association.~~
(II) Independent directors shall express one of the opinions as categorised below in respect of the aforesaid matters: consent opinion; qualified opinion and the reasons thereof; objection opinion and the reasons thereof; unable to express an opinion and the reasons thereof.	~~(II) Independent directors shall express one of the opinions as categorised below in respect of the aforesaid matters: consent opinion; qualified opinion and the reasons thereof; objection opinion and the reasons thereof; unable to express an opinion and the reasons thereof.~~
(III) If such matters are disclosable, the listed company shall make an announcement of the opinions of the independent directors. Should no consensus be reached by independent directors, the Board shall disclose the opinion of each independent director respectively.	~~(III) If such matters are disclosable, the listed company shall make an announcement of the opinions of the independent directors. Should no consensus be reached by independent directors, the Board shall disclose the opinion of each independent director respectively.~~ The following matters shall be submitted to the Board of Directors for consideration after being approved by a majority of all independent directors of the Company: (I) related transactions that shall be disclosed; (II) plans for the Company and related parties to change or waive commitments; (III) decisions made and measures taken by the board of directors of the acquired listed company in response to the acquisition; (IV) other matters as stipulated by laws, administrative regulations, CSRC regulations and the Articles of Association.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
A new Article 104 has been added.	Article 104 The Company shall establish a mechanism for special meeting attended solely by independent directors. Matters such as related party transactions to be considered by the Board of Directors shall be approved in advance by a special meeting of the independent directors. The Company shall convene special meetings of the independent directors on a regular or ad hoc basis. Matters specified in the subparagraphs (I) to (III) under the first paragraph of Article 102 and Article 103 of the Articles of Association shall be considered by a special meeting of the independent directors. The special meetings of the independent directors may study and discuss other matters of the Company as needed. The special meetings of the independent directors shall be convened and presided over by an independent director jointly elected by a majority of the independent directors; where the convener fails or is unable to perform his/her duties, two or more independent directors may convene on their own and elect a representative to preside over the meeting. Minutes of meetings of the special meetings of the independent directors shall be prepared in accordance with the regulations, and the opinions of the independent directors shall be set out in the minutes. The independent directors shall sign and confirm the minutes. The Company shall facilitate and support the convening of the special meetings of the independent directors.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 120 An independent non-executive director shall not be dismissed without a justified cause before the expiration of his term. When an independent non-executive director is dismissed before expiration of his term, the Company shall disclose the dismissal as a special disclosable issue. In case that an independent non-executive director fails to attend the board meetings in person for 3 times in succession, the Board may file an application with the general meeting for replacement.	Article 1052~~0 An independent non-executive director shall not be dismissed without a justified cause b~~ Before the expiration of the ~~his~~ term of office of an independent non-executive director, the Company may terminate his/her office in accordance with legal procedures. ~~When an independent non-executive director is dismissed before expiration of his term~~ In case of early dismissal, the Company shall promptly disclose the specific reasons and basis ~~the dismissal as a special disclosable issue~~. If the independent non-executive director has objections, the Company shall disclose them in a timely manner. If an independent non-executive director fails to comply with the provisions of Article 7 (1) or (2) of the Measures for the Administration of Independent Directors, he/she shall immediately cease to perform his/her duties and resign from his/her position. If the resignation is not tendered, the Board shall, as soon as it knows or ought to have known of the occurrence of such fact, remove him/her from office in accordance with the regulations. In the event that an independent non-executive director resigns or is relieved of his/her duties as a result of circumstances touching upon the provisions of the preceding paragraph, resulting in the proportion of independent non-executive director on the Board or its special committees not complying with the provisions of the Measures for the Administration of Independent Directors or this Articles of Association, or if there is a lack of professional accountants among the independent directors, the Company shall complete the by-election of such independent directors within sixty days from the date of the occurrence of the aforesaid fact. The Company shall immediately inform SEHK and publish an announcement containing the relevant details and reasons if, the number of its independent non-executive directors falls below three, fails to meet the requirement of having at least one accounting professional, or does not comply with the proportion of the Board as stipulated in this Articles and Associations. In case that an independent non-executive director fails to attend the board meetings in person for 2~~3~~ times in succession, nor does he/she appoint other independent non-executive directors to attend on his/her behalf, the Board ~~may file an application with the~~ shall propose to convene a general meeting within thirty days from the date of occurrence of such fact to remove such independent director from his/her office ~~for replacement~~.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 122 A board of directors shall be accountable to the general meeting:	Article 10722 A board of directors shall be accountable to the general meeting:
(I) to convene the general meetings and report its work to general meetings;	(I) to convene the general meetings and report its work to general meetings;
(II) to implement the resolutions passed at the general meetings;	(II) to implement the resolutions passed at the general meetings;
(III) to decide on the operational plan and investment scheme of the Company, specific annual operational target and finance plan other than the issuance of the debentures or other securities of the Company and listing;	(III) to decide on the operational plan and investment scheme of the Company~~, specific annual operational target and finance plan other than the issuance of the debentures or other securities of the Company and listing~~;
(IV) to formulate the annual budget and final accounts of the Company;	~~(IV) to formulate the annual budget and final accounts of the Company;~~
(V) to formulate profit distribution plan and loss recovery plan of the Company;	(IV~~V~~) to formulate profit distribution plan and loss recovery plan of the Company;
(VI) to formulate proposals for increase or reduction of the Company's registered capital and for the issuance of debentures or other securities of the Company and listing;	(V~~VI~~) to formulate proposals for increase or reduction of the Company's registered capital and for the issuance of debentures or other securities of the Company and listing;
(VII) to formulate plans for material acquisition, share repurchase, merger, division, dissolution or change in corporate form;	(VI~~VII~~) to formulate plans for material acquisition, share repurchase, merger, division, dissolution or change in corporate form;
(VIII) to determine the establishment of the Company's internal management structure and the establishment and abolishment the subsidiaries and other branch organizations;	(VII~~VIII~~) to determine the establishment of the Company's internal management structure~~ and the establishment and abolishment the subsidiaries and other branch organizations~~;
(IX) to elect chairman and vice chairman of the Company and appoint, employ or dismiss general manager of the Company;	(VIII~~IX~~) to elect chairman and vice chairman of the Company and appoint, employ or dismiss general manager of the Company, and determine their remunerations, rewards and penalties;
(X) to employ or dismiss secretary to the Board of the Company and chiefs of all special committees of the Board according to the nomination of chairman;	(IX~~X~~) to employ or dismiss secretary to the Board of the Company ~~and chiefs of all special committees of the Board~~ according to the nomination of chairman and determine their remunerations, rewards and penalties;
(XI) to employ or dismiss deputy general manager and chief financial officer and determine their remuneration according to the nomination of general manager;	(X~~I~~) to employ or dismiss deputy general manager and chief financial officer and determine their remuneration according to the nomination of general manager;
(XII) to establish the Company's basic management system;	(XI~~I~~) to establish the Company's basic management system;
(XIII) to formulate proposals for amendments to the Articles of Association;	(XII~~I~~) to formulate proposals for amendments to the Articles of Association;
(XIV) to formulate the Company's share incentive plans;	~~(XIV) to formulate the Company's share incentive plans;~~
(XV) to manage the information disclosure issues of the Company;	(XIII~~V~~) to manage the information disclosure issues of the Company;
(XVI) to determine the establishment of special committees of the Board;	~~(XVI) to determine the establishment of special committees of the Board;~~
(XVII) to determine and monitor the Company's risk management system, including risk assessment, financial control, internal audit and legal risk control;	~~(XVII) to determine and monitor the Company's risk management system, including risk assessment, financial control, internal audit and legal risk control;~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
(XVIII) to propose to general meetings for the engagement or change of accounting firms for the Company's auditing; (XIX) to receive the regular or irregular working reports of the Company's general manager or entrusted senior management, and approve general manager's working report; (XX) the Company's external guarantee matters without the scope authorised by the shareholders' meeting, as stipulated in this Articles of Association; (XXI) to decide the issues such as the purchase and sale of assets, offering assets as guarantees, appointment to manage finance and connected transactions within the scope authorised by the shareholders' meeting; (XXII) other powers as stipulated in the laws and regulations and the listing rules of the stock exchange on which the Company's shares are listed, and being granted in general meeting, and the Articles of Association. Save and except for the resolutions of the Board in respect of the matters specified in subparagraphs (VI), (VII) and (XIII) above which shall be passed by more than two-thirds of all directors, resolutions of the Board in respect of all other matters may be passed by more than half of all directors. The Board shall perform its duties in accordance with the laws and administrative regulations of the PRC, the Articles of Association and shareholders' resolutions. The board of directors of the Company should explain at the general meeting in relation to qualified opinion on the audited financial statement as issued by the certified public accountant.	(XIV~~VIII~~) to propose to general meetings for the engagement or change of accounting firms for the Company's auditing; (XV~~IX~~) to receive the regular or irregular working reports of the Company's general manager or entrusted senior management, and approve general manager's working report; ~~(XX) the Company's external guarantee matters without the scope authorised by the shareholders' meeting, as stipulated in this Articles of Association;~~ (XVI~~XXI~~) to decide the issues such as ~~the~~ external investments, purchase and sale of assets, offering assets as guarantees, appointment to manage finance, ~~and~~ connected transactions and external donations within the scope authorised by the shareholders' meeting; (XVII~~XXII~~) other powers as stipulated in the laws and regulations and the listing rules of the stock exchange on which the Company's shares are listed, and being granted in general meeting, and the Articles of Association. ~~Save and except for the resolutions of the Board in respect of the matters specified in subparagraphs (VI), (VII) and (XIII) above which shall be passed by more than two-thirds of all directors, resolutions of the Board in respect of all other matters may be passed by more than half of all directors.~~ The Board shall perform its duties in accordance with the laws and administrative regulations of the PRC, the Articles of Association and shareholders' resolutions. The board of directors of the Company should explain at the general meeting in relation to qualified opinion on the audited financial statement as issued by the certified public accountant.
Article 123 The Board shall formulate the Rules of Procedures of the Board of Directors to ensure implementation of the resolutions of the general meetings, enhance work efficiency and ensure proper decision-making. The Rules of Procedures of the Board defining the convening and voting procedure of board meetings shall be formulated by the Board, subject to approval by the general meeting. The Board may establish several special committees such as audit committee, remuneration and assessment committee and nomination committee. Under the leadership of the Board, the committees which the composition of the members and the terms of reference are otherwise discussed and determined by the Board, assist the Board to execute their function and power or provide strategic or consulting opinion to the Board for decision making.	Article 108~~23~~ The Board shall formulate the Rules of Procedures of the Board of Directors to ensure implementation of the resolutions of the general meetings, enhance work efficiency and ensure proper decision-making. The Rules of Procedures of the Board defining the convening and voting procedure of board meetings and as annexes to the Articles of Association, shall be formulated by the Board, subject to approval by the general meeting. ~~The Board may establish several special committees such as audit committee, remuneration and assessment committee and nomination committee. Under the leadership of the Board, the committees which the composition of the members and the terms of reference are otherwise discussed and determined by the Board, assist the Board to execute their function and power or provide strategic or consulting opinion to the Board for decision making.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 124 The Board may resolve an investment in other enterprise or the provision of a guarantee to other party, unless otherwise specified by the laws, regulations and the listing rules of the stock exchange on which the Company's shares are listed. However, the provision of guarantee to a shareholder or de facto controller of the Company is subject to a resolution passed at the general meeting.	Article 10924 The Board may resolve an investment in other enterprise or the provision of a guarantee to other party, unless otherwise specified by the laws, regulations and the listing rules of the stock exchange on which the Company's shares are listed. However, the provision of guarantee to a shareholder or de facto controller of the Company is subject to a resolution passed at the general meeting.
The shareholders specified in the preceding subparagraph or shareholders under control of such de facto controller shall abstain from voting on such matters as specified in the preceding subparagraph. Such proposal shall be subject to the approval by other shareholders who are present at the meeting and holding more than half of the voting rights.	~~The shareholders specified in the preceding subparagraph or shareholders under control of such de facto controller shall abstain from voting on such matters as specified in the preceding subparagraph. Such proposal shall be subject to the approval by other shareholders who are present at the meeting and holding more than half of the voting rights.~~
The Company shall establish a strict internal control system on provision of external guarantee. All directors shall attach prudence to and excise strict control on the debt risks resulting from the provision of external guarantees.	The Company shall establish a strict internal control system on provision of external guarantee. All directors shall attach prudence to and excise strict control on the debt risks resulting from the provision of external guarantees.
For provision of external guarantees, the Company shall take risk control measures such as the provision of back-to-back security by relevant counterparty, and the provider of back-to-back security shall be a party who can financially support such undertakings.	For provision of external guarantees, the Company shall take risk control measures such as the provision of back-to-back security by relevant counterparty, and the provider of back-to-back security shall be a party who can financially support such undertakings.
The responsible director or directors shall assume joint and several liabilities for any loss incurred to the Company arising from any provision of external guarantee in violation of the relevant laws, regulations, rules and the Articles of Association.	The responsible director or directors shall assume joint and several liabilities for any loss incurred to the Company arising from any provision of external guarantee in violation of the relevant laws, regulations, rules and the Articles of Association.
Article 125 The Board shall not, without prior approval of shareholders in a general meeting, dispose of or agree to dispose of any fixed assets of the Company where the aggregate of the expected value of the consideration for the proposed disposal and the value of the consideration for any disposal of fixed assets in the 4 months immediately preceding the proposed disposal exceeds 33% of the value of the Company's fixed assets as stated in the latest balance sheet approved by the general meeting.	~~Article 125 The Board shall not, without prior approval of shareholders in a general meeting, dispose of or agree to dispose of any fixed assets of the Company where the aggregate of the expected value of the consideration for the proposed disposal and the value of the consideration for any disposal of fixed assets in the 4 months immediately preceding the proposed disposal exceeds 33% of the value of the Company's fixed assets as stated in the latest balance sheet approved by the general meeting.~~
A "disposal of fixed assets" as referred to in this article includes the transfer of interest in certain assets but excludes the usage of fixed assets for provision of guarantee.	~~A "disposal of fixed assets" as referred to in this article includes the transfer of interest in certain assets but excludes the usage of fixed assets for provision of guarantee.~~
The effectiveness of transaction of the Company's disposal of fixed assets shall not be affected by a breach of the first paragraph of this Articles of Association.	~~The effectiveness of transaction of the Company's disposal of fixed assets shall not be affected by a breach of the first paragraph of this Articles of Association.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 126 The Chairman of the Board shall perform the following duties and powers: (I) to preside over general meetings and to convene and preside over board meetings; (II) to supervise and check the implementation of resolutions of board meetings and debrief relevant reports; (III) to supervise and organize formulation of rules and regulations on the operation of the board of directors, and to coordinate the operation of the board of directors; (IV) to sign securities certificates issued by the Company; (V) to sign important documents of the Board; (VI) to sign important legally binding documents on behalf of the Company; (VII) to exercise special rights of disposal over the Company's affairs that are in line with the requirements under the laws and the interests of the Company in the event of force majeure such as natural disasters in massive scale and under the critical situation where a board meeting cannot be held timely, and to report at board meetings afterwards; (VIII) to exercise other powers prescribed by the laws and regulations or the Articles of Association and conferred by the board of directors.	Article 110~~26~~ The Chairman of the Board shall perform the following duties and powers: (I) to preside over general meetings and to convene and preside over board meetings; (II) to supervise and check the implementation of resolutions of board meetings ~~and debrief relevant reports~~; ~~(III) to supervise and organize formulation of rules and regulations on the operation of the board of directors, and to coordinate the operation of the board of directors;~~ ~~(IV) to sign securities certificates issued by the Company;~~ ~~(V) to sign important documents of the Board;~~ ~~(VI) to sign important legally binding documents on behalf of the Company;~~ ~~(VII) to exercise special rights of disposal over the Company's affairs that are in line with the requirements under the laws and the interests of the Company in the event of force majeure such as natural disasters in massive scale and under the critical situation where a board meeting cannot be held timely, and to report at board meetings afterwards;~~ (III~~VIII~~) to exercise other powers prescribed by the laws and regulations or the Articles of Association and conferred by the board of directors.
Article 127 Meetings of the Board shall be held at least four times a year and convened by the Chairman of the Board. Notice of the meeting shall be served on all of the directors 14 days before the date of the meeting. In any of the following circumstances, the Chairman of the Board shall convene and preside an extraordinary board meeting within 10 days after receipt of the proposal: (I) when proposed jointly by one-third or more of the directors; (II) when proposed by the Board of Supervisors; (III) when jointly proposed by more than half of the independent non-executive directors; (IV) when deemed as necessary by the Chairman of the Board; (V) when proposed by the shareholders representing more than one-tenth of voting rights; (VI) when proposed by the general manager.	Article 111~~27~~ Meetings of the Board shall be held at least four times a year and convened by the Chairman of the Board. Notice of the meeting shall be served on all of the directors 14 days before the date of the meeting. In any of the following circumstances, the Chairman of the Board shall convene and preside an extraordinary board meeting within 10 days after receipt of the proposal: (I) when proposed jointly by more than one-third ~~or more~~ of the directors; (II) when proposed by the audit committee ~~Board of Supervisors~~; (III) when jointly proposed by more than half of the independent non-executive directors; (IV) when deemed as necessary by the Chairman of the Board; (V) when proposed by the shareholders representing more than one-tenth of voting rights.~~;~~ ~~(VI) when proposed by the general manager.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
A new Article 113 has been added.	Article 113 A notice of a meeting of the Board of Directors shall contain the following: (I) time and venue of the meeting; (II) duration of the meeting; (III) subjects and topics of the meeting; (IV) issue date of the notice.
Article 129 Unless otherwise specified by this Articles of Association, a board meeting may not be held unless more than half of the directors are present. Each director has a ballot for voting. Save for otherwise specified by this Articles of Association, a board resolution shall be subject to approval by more than half of all the directors. In the case of equal affirmative and dissenting votes, the Chairman shall be entitled to a casting vote. Unless otherwise specified by the laws, regulations and the listing rules of the stock exchange on which the Company's shares are listed, a resolution signed by the directors respectively with the number of the directors casting affirmative votes meets the effective quorum specified in the laws, regulations and this Articles of Associations shall be considered as valid as if a resolution which has been adopted by the board of directors at a meeting held according to the laws. Such written resolution may consist of a document of multiple copies with each copy signed by one or more directors. A resolution signed by a director or bearing his signature and served to the Company by mail, facsimile or by hand, for the purpose of this Articles of Association, shall be deemed as a document signed by him.	Article 11429 ~~Unless otherwise specified by this Articles of Association, a~~ A board meeting may not be held unless more than half of the directors are present. Each director has a ballot for voting. ~~Save for otherwise specified by this Articles of Association, a~~ A board resolution shall be subject to approval by more than half of all the directors. In the case of equal affirmative and dissenting votes, the Chairman shall be entitled to a casting vote. Unless otherwise specified by the laws, regulations and the listing rules of the stock exchange on which the Company's shares are listed, a resolution signed by the directors respectively with the number of the directors casting affirmative votes meets the effective quorum specified in the laws, regulations and this Articles of Associations shall be considered as valid as if a resolution which has been adopted by the board of directors at a meeting held according to the laws. Such written resolution may consist of a document of multiple copies with each copy signed by one or more directors. A resolution signed by a director or bearing his signature and served to the Company by mail, facsimile or by hand, for the purpose of this Articles of Association, shall be deemed as a document signed by him.
Article 131 A director shall not vote on any board resolution on his own behalf or on behalf of any other directors if he or his associate has a connected relationship in the proposed board resolution. Such meeting of the board shall be conducted by more than half of the directors that do not have a connected relationship in the proposed resolution. The aforesaid resolutions shall be passed by more than half of the directors that do not have a connected relationship in the proposed resolution. Where the number of directors that do not have a connected relationship in the proposed resolution present at the meeting is less than three, the board shall submit such resolutions to the general meeting for review.	Article 11631 A director shall promptly report in writing to the Board where he or she is connected with the enterprise or an individual involved in the proposal submitted to the Board meeting for approval. The director that has a connected relationship in the proposed resolution shall not vote for himself or on behalf of any other director on the resolution proposed at the Board meeting. Such Board meeting shall be conducted by more than half of the directors that do not have a connected relationship in the proposed resolution. The aforesaid resolutions shall be passed by more than half of the directors that do not have a connected relationship in the proposed resolution. Where the number of directors that do not have a connected relationship in the proposed resolution present at the Board meeting is less than three, the matter shall be submitted to the general meeting for consideration. ~~A director shall not vote on any board resolution on his own behalf or on behalf of any other directors if he or his associate has a connected relationship in the proposed board resolution. Such meeting of the board shall be conducted by more than half of the directors that do not have a connected relationship in the proposed resolution. The aforesaid resolutions shall be passed by more than half of the directors that do not have a connected relationship in the proposed resolution. Where the number of directors that do not have a connected relationship in the proposed resolution present at the meeting is less than three, the board shall submit such resolutions to the general meeting for review.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 133 In respect of any matter which needs to be resolved by the Board of Directors at an extraordinary meeting of the Board, where the Board of Directors has already distributed the content of the proposal to be voted on to all directors in writing (including fax and email) and guaranteed all directors can fully express their opinions, votes may be held and resolutions may be adopted by means of circulation and execution of written resolutions, and it is not necessary to hold a meeting of the Board of Directors. Nevertheless, an effective resolution shall be made only when the number of directors who have given their written consents thereto reaches the number of directors specified in Article 129 of Articles of Association to make a decision.	~~Article 133 In respect of any matter which needs to be resolved by the Board of Directors at an extraordinary meeting of the Board, where the Board of Directors has already distributed the content of the proposal to be voted on to all directors in writing (including fax and email) and guaranteed all directors can fully express their opinions, votes may be held and resolutions may be adopted by means of circulation and execution of written resolutions, and it is not necessary to hold a meeting of the Board of Directors. Nevertheless, an effective resolution shall be made only when the number of directors who have given their written consents thereto reaches the number of directors specified in Article 129 of Articles of Association to make a decision.~~
Article 135 The expenses reasonably incurred by directors in attending board meetings shall be borne by the Company. Such expenses shall include the travelling expenses from the place of domicile of the directors to the place of the meeting (if not being the place of domicile of the directors), catering and accommodation expenses during the meeting and local transportation expenses.	~~Article 135 The expenses reasonably incurred by directors in attending board meetings shall be borne by the Company. Such expenses shall include the travelling expenses from the place of domicile of the directors to the place of the meeting (if not being the place of domicile of the directors), catering and accommodation expenses during the meeting and local transportation expenses.~~
A section has been added at the end of Chapter 10 as Section 4.	Section 4 Specialized Committees of the Board
A new Article 119 has been added.	Article 119 The Board of Directors of the Company shall establish an audit committee to exercise the functions and powers of the supervisory committee as required by the Company Law. The audit committee comprises three members, which shall be directors who are not senior management of the Company. Among which, more than half (i.e., at least two members) shall be independent directors, and the accounting professionals among such independent directors shall serve as the convener. Employee representatives who are members of the Board of Directors may become members of the audit committee.
A new Article 120 has been added.	Article 120 The audit committee is responsible for reviewing the financial information of the Company and its disclosure, supervising and evaluating internal and external audit work and internal control. The following matters shall be submitted to the Board of Directors for consideration after being approved by more than half of all members of the audit committee: (I) disclosure of financial information in financial accounting reports and periodic reports, as well as internal control evaluation reports; (II) hiring or dismissing the accounting firm engaged to carry out the audit of the listed company; (III) appointment or dismissal of the listed company's financial controller; (IV) changes in accounting policies, accounting estimates or corrections of material accounting errors for reasons other than changes in accounting standards; (V) Other matters stipulated by laws, administrative regulations, provisions of the CSRC, and the Articles of Association.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
A new Article 121 has been added.	Article 121 The audit committee shall hold at least one meeting each quarter. An extraordinary meeting may be held when it is proposed by two or more members, or when it is deemed necessary by the convener. Meeting of the audit committee shall be held only if more than two-thirds of the members are present. The resolutions made by the audit committee shall be passed by more than half of the members of the audit committee. Voting on the resolutions of audit committee shall be one person, one vote. Minutes shall be prepared for the resolutions of the audit committee as required and shall be signed by the members of the audit committee present at the meetings. The Board of Directors shall be responsible for formulating work procedures for the audit committee.
A new Article 122 has been added.	Article 122 The Board of Directors of the Company has established the strategic committee, the nomination committee, the remuneration and assessment committee and other special committees to perform their duties in accordance with the Articles of Association and the authorization of the Board of Directors, and the proposals of the special committees shall be submitted to the Board of Directors for review and decision. The Board of Directors is responsible for formulating work procedures for special committees. More than half of the members of the nomination committee and the remuneration and assessment committee shall be independent directors and the same shall serve as conveners.
A new Article 123 has been added.	Article 123 The nomination committee is responsible for formulating the criteria and procedures for selection of directors and senior management, selecting and reviewing the candidates for directors and senior management and their qualifications, and making recommendations to the Board of Directors on the following matters: (I) nomination or appointment and removal of directors; (II) appointment or dismissal of senior management; (III) Other matters stipulated by laws, administrative regulations, provisions of the CSRC, and the Articles of Association. If the Board of Directors does not adopt or does not fully adopt the recommendations of the nomination committee, it shall record the opinion of the nomination committee and the specific reasons for its non-adoption in a resolution of the Board and disclose the same.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
A new Article 124 has been added.	Article 124 The remuneration and assessment committee is responsible for the formulation of standards for appraising and conducting evaluation of directors and senior management, and the formulation and review of the remuneration policies and plans for directors and senior management, and making recommendations to the Board of Directors on the following matters: (I) the remuneration of directors and senior management; (II) the formulation or amendment of equity incentive schemes and employee stock ownership plans, and the granting of rights to incentive recipients and the achievement of conditions for the exercise of such rights by incentive recipients; (III) the arrangement of stock ownership plans for directors and senior management in the event of a proposed spin-off of a subsidiary; (IV) other matters stipulated by laws, administrative regulations, provisions of the CSRC, and the Articles of Association. If the Board of Directors does not adopt or does not fully adopt the recommendations of the remuneration and assessment committee, it shall record the opinion of the remuneration and assessment committee and the specific reasons for its non-adoption in a resolution of the Board of Directors and disclose the same.
A new Article 129 has been added.	Article 129 Any person who takes administrative position other than a director in the controlling shareholder of the Company shall not act as senior management of the Company. The Company's senior management are only paid by the Company and are not paid by the controlling shareholder on behalf of the Company.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 140 The Company's general manager shall be accountable to the Board of Directors and shall exercise the following functions and powers: (I) to lead the Company's production, operation and management, and report to the board of directors; (II) to organize the implementation of the Board's resolutions; (III) to organize the implementation of the Company's annual business plan as well as investment and financing plan formulated by the board of directors; (IV) to draft plans for the establishment of the Company's internal management structure; (V) to draft plans for the establishment of the subsidiaries and other branches of the Company; (VI) to draft the basic management system of the Company; (VII) to formulate detailed rules and regulations of the Company; (VIII) to propose the appointment or dismissal of the Company's deputy general manager(s) and chief financial officer to the Board and make recommendation in relation to their remunerations; (IX) to appoint or dismiss management members other than those required to be appointed or dismissed by the Board, and to determine their evaluations, remunerations, awards and penalties; (X) to exercise other powers conferred by the Articles of Association or the board of directors.	Article 130~~140~~ The Company's general manager shall be accountable to the Board of Directors and shall exercise the following functions and powers: (I) to lead the Company's production, operation and management, to organize the implementation of the Board's resolutions, and report to the board of directors; (II) to organize the implementation of the Company's annual business plan as well as investment plan; (III) to draft plans for the establishment of the Company's internal management structure; (IV) to draft the basic management system of the Company; (V) to formulate detailed rules and regulations of the Company; (VI) to propose the appointment or dismissal of the Company's deputy general manager(s) and chief financial officer to the Board; (VII) to decide the appointment or dismissal of management members other than those required to be appointed or dismissed by the Board; (VIII) to exercise other powers conferred by the Articles of Association or the Board. ~~(I) to lead the Company's production, operation and management, and report to the board of directors;~~ ~~(II) to organize the implementation of the Board's resolutions;~~ ~~(III) to organize the implementation of the Company's annual business plan as well as investment and financing plan formulated by the board of directors;~~ ~~(IV) to draft plans for the establishment of the Company's internal management structure;~~ ~~(V) to draft plans for the establishment of the subsidiaries and other branches of the Company;~~ ~~(VI) to draft the basic management system of the Company;~~ ~~(VII) to formulate detailed rules and regulations of the Company;~~ ~~(VIII) to propose the appointment or dismissal of the Company's deputy general manager(s) and chief financial officer to the Board and make recommendation in relation to their remunerations;~~ ~~(IX) to appoint or dismiss management members other than those required to be appointed or dismissed by the Board, and to determine their evaluations, remunerations, awards and penalties;~~ ~~(X) to exercise other powers conferred by the Articles of Association or the board of directors.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 142 The Company's general manager shall report to the Board of Directors or the Board of Supervisors as requested by them in relation to the conclusion, implementation and capital utilisation status of major contracts of the Company. The general manager shall guarantee the authenticity of the report.	Article 13242 The Company's general manager shall report to the Board of Directors ~~or the Board of Supervisors~~ as requested by it~~them~~ in relation to the conclusion, implementation and capital utilisation status of major contracts of the Company. The general manager shall guarantee the authenticity of the report.
Chapter 13 has been deleted.	~~Chapter 13 Board of Supervisors~~
Article 145 The Company shall establish a Board of Supervisors.	~~Article 145 The Company shall establish a Board of Supervisors.~~
Article 146 The Board of Supervisors shall consist of three supervisors. The term of office of supervisors shall be three years, renewable upon re-election. The Board of Supervisors shall have one chairman. The appointment and dismissal of the chairman of the Board of Supervisors shall be passed by votes of two-thirds or more of its members.	~~Article 146 The Board of Supervisors shall consist of three supervisors. The term of office of supervisors shall be three years, renewable upon re-election.~~ ~~The Board of Supervisors shall have one chairman. The appointment and dismissal of the chairman of the Board of Supervisors shall be passed by votes of two-thirds or more of its members.~~
Article 147 Appointment and removal of supervisors who are not staff representatives shall be subject to election at the general meeting, and appointment and removal of supervisors who are staff representatives shall be subject to democratic election by the staff of the Company. The proportion of supervisors who are staff representatives shall not be lower than one-third of all members of the Board of Supervisors.	~~Article 147 Appointment and removal of supervisors who are not staff representatives shall be subject to election at the general meeting, and appointment and removal of supervisors who are staff representatives shall be subject to democratic election by the staff of the Company. The proportion of supervisors who are staff representatives shall not be lower than one-third of all members of the Board of Supervisors.~~
Article 148 Directors, general manager and other senior management of the Company shall not serve concurrently as supervisors.	~~Article 148 Directors, general manager and other senior management of the Company shall not serve concurrently as supervisors.~~
Article 149 Meetings of the Board of Supervisors shall be held at least twice a year and at least once every six months, and shall be convened and presided over by the chairman of the Board of Supervisors. Supervisors may propose the convening of extraordinary meeting of the Board of Supervisors. In the case where the chairman of Board of Supervisors is unable or fails to exercise his duties, a supervisor jointly elected by more than half of the supervisors shall perform such duties.	~~Article 149 Meetings of the Board of Supervisors shall be held at least twice a year and at least once every six months, and shall be convened and presided over by the chairman of the Board of Supervisors. Supervisors may propose the convening of extraordinary meeting of the Board of Supervisors. In the case where the chairman of Board of Supervisors is unable or fails to exercise his duties, a supervisor jointly elected by more than half of the supervisors shall perform such duties.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 150 The Board of Supervisors shall be accountable to the general meeting and perform the following duties and powers in accordance with the laws:	~~Article 150 The Board of Supervisors shall be accountable to the general meeting and perform the following duties and powers in accordance with the laws:~~
(I) to examine the Company's financial situation;	~~(I) to examine the Company's financial situation;~~
(II) to supervise the performance of duties of directors and senior management and to propose removal of any directors and senior management who have violated the laws, administrative regulations, the Articles of Association or resolutions of shareholders' meetings;	~~(II) to supervise the performance of duties of directors and senior management and to propose removal of any directors and senior management who have violated the laws, administrative regulations, the Articles of Association or resolutions of shareholders' meetings;~~
(III) to demand for rectification in the event of any damages to the interests of the Company caused by any of the directors, general manager or other senior management;	~~(III) to demand for rectification in the event of any damages to the interests of the Company caused by any of the directors, general manager or other senior management;~~
(IV) to inspect the financial information such as financial reports, business reports and profit distribution plans to be submitted to general meeting by the Board. In case of any doubts, it may appoint a certified public accountant or practicing auditor to help in the review in the name of the Company;	~~(IV) to inspect the financial information such as financial reports, business reports and profit distribution plans to be submitted to general meeting by the Board. In case of any doubts, it may appoint a certified public accountant or practicing auditor to help in the review in the name of the Company;~~
(V) to propose for the convening of extraordinary general meetings; to convene and preside over general meetings in the event that the Board fails to perform such duties;	~~(V) to propose for the convening of extraordinary general meetings; to convene and preside over general meetings in the event that the Board fails to perform such duties;~~
(VI) to put forward resolutions to general meeting;	~~(VI) to put forward resolutions to general meeting;~~
(VII) to negotiate with or instigate proceedings against any of the directors and senior management on behalf of the Company;	~~(VII) to negotiate with or instigate proceedings against any of the directors and senior management on behalf of the Company;~~
(VIII) to propose for the convening of extraordinary board meeting;	~~(VIII) to propose for the convening of extraordinary board meeting;~~
(IX) to elect the chairman of the Board of Supervisors;	~~(IX) to elect the chairman of the Board of Supervisors;~~
(X) such other duties and powers prescribed by the laws, regulations and the Articles of Association.	~~(X) such other duties and powers prescribed by the laws, regulations and the Articles of Association.~~
Supervisors shall be in attendance at meetings of the Board.	~~Supervisors shall be in attendance at meetings of the Board.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 151 Under justifiable reasons, a supervisor has the right to request the chairman of the Board of Supervisors to convene an extraordinary meeting. A notice to each meeting of the Board of Supervisors shall be given or dispatched by telephone or facsimile 10 days prior to the meeting. The notice of meetings shall set out the date and venue, duration and topics of the meeting and the dispatching date of the notice. Meetings of the Board of Supervisors shall not be held unless two-thirds or more supervisors are present. The voting at meetings of the Board of Supervisors shall be conducted in the form of open ballot. Each supervisor has a ballot of voting right. A supervisor shall attend meetings of the Board of Supervisors in person. Where a supervisor is unable to attend for certain reasons, he may appoint in writing another supervisor to attend the meetings of the Board of Supervisors on his behalf. The instrument of proxy shall specify the scope of authorisation. All resolutions passed at both regular or extraordinary meetings of the Board of Supervisors shall be the resolutions of Board of Supervisors, which shall be both passed by votes of two-thirds or more of its members.	~~Article 151 Under justifiable reasons, a supervisor has the right to request the chairman of the Board of Supervisors to convene an extraordinary meeting. A notice to each meeting of the Board of Supervisors shall be given or dispatched by telephone or facsimile 10 days prior to the meeting. The notice of meetings shall set out the date and venue, duration and topics of the meeting and the dispatching date of the notice.~~ ~~Meetings of the Board of Supervisors shall not be held unless two-thirds or more supervisors are present. The voting at meetings of the Board of Supervisors shall be conducted in the form of open ballot. Each supervisor has a ballot of voting right. A supervisor shall attend meetings of the Board of Supervisors in person. Where a supervisor is unable to attend for certain reasons, he may appoint in writing another supervisor to attend the meetings of the Board of Supervisors on his behalf. The instrument of proxy shall specify the scope of authorisation.~~ ~~All resolutions passed at both regular or extraordinary meetings of the Board of Supervisors shall be the resolutions of Board of Supervisors, which shall be both passed by votes of two-thirds or more of its members.~~
Article 152 Minutes shall be made for meetings of the Board of Supervisors. Supervisors have the right to request to record their statements at the meeting in the minutes. The supervisors present at meetings and the person taking minutes shall sign on the minutes. Minutes of meetings of the Board of Supervisors shall be kept by the secretary to the Board as corporate files. The minutes of meetings shall be kept for a period of 10 years.	~~Article 152 Minutes shall be made for meetings of the Board of Supervisors. Supervisors have the right to request to record their statements at the meeting in the minutes. The supervisors present at meetings and the person taking minutes shall sign on the minutes. Minutes of meetings of the Board of Supervisors shall be kept by the secretary to the Board as corporate files. The minutes of meetings shall be kept for a period of 10 years.~~
Article 153 The Board of Supervisors shall set up a record system on the implementation of its resolutions. Each resolution of the Board of Supervisors shall be implemented or supervised over its implementation by designated supervisor(s). The designated supervisor(s) shall keep records of the implementation of the resolution, and report to the Board of Supervisors the results of implementation.	~~Article 153 The Board of Supervisors shall set up a record system on the implementation of its resolutions. Each resolution of the Board of Supervisors shall be implemented or supervised over its implementation by designated supervisor(s). The designated supervisor(s) shall keep records of the implementation of the resolution, and report to the Board of Supervisors the results of implementation.~~
Article 154 Supervisors and the Board of Supervisors shall not be liable for resolutions of the Board. However, if the Board of Supervisors considers that a resolution of the Board is in violation of the laws, regulations or the Articles of Association or against the interests of the Company, the Board of Supervisors may resolve to propose a re-consideration to the Board.	~~Article 154 Supervisors and the Board of Supervisors shall not be liable for resolutions of the Board. However, if the Board of Supervisors considers that a resolution of the Board is in violation of the laws, regulations or the Articles of Association or against the interests of the Company, the Board of Supervisors may resolve to propose a re-consideration to the Board.~~
Article 155 All reasonable expenses incurred in respect of the engagement of professionals such as lawyers, certified public accountants or practicing auditors by the Board of Supervisors in exercising its functions and powers shall be borne by the Company. The expenses reasonably incurred by supervisors in attending meetings of the Board of Supervisors shall be borne by the Company. Such expenses shall include the travelling expenses from the place of domicile of the supervisors to the place of the meeting (if not being the place of domicile of the supervisors), catering and accommodation expenses during the meeting, rent for the venue of the meeting and local transportation expenses.	~~Article 155 All reasonable expenses incurred in respect of the engagement of professionals such as lawyers, certified public accountants or practicing auditors by the Board of Supervisors in exercising its functions and powers shall be borne by the Company.~~ ~~The expenses reasonably incurred by supervisors in attending meetings of the Board of Supervisors shall be borne by the Company. Such expenses shall include the travelling expenses from the place of domicile of the supervisors to the place of the meeting (if not being the place of domicile of the supervisors), catering and accommodation expenses during the meeting, rent for the venue of the meeting and local transportation expenses.~~
Article 156 The supervisors shall faithfully discharge their supervisory responsibilities in accordance with the laws, administrative regulations and the Articles of Association.	~~Article 156 The supervisors shall faithfully discharge their supervisory responsibilities in accordance with the laws, administrative regulations and the Articles of Association.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Chapter 14 Qualifications and Obligations of Directors, Supervisors, General Manager and Other Senior Management of the Company	Chapter 134 Qualifications and Obligations of Directors, ~~Supervisors,~~ General Manager and Other Senior Management of the Company
Article 157 A person shall be disqualified from being a director, supervisor, general manager or other senior management of the Company in any of the following circumstances: (I) the person is of civil incompetence or limited civil competence; (II) a period of 5 years has not yet elapsed since the penalisation on conviction of corruption, bribery, expropriation of property, misappropriation of property or disrupting social and economic order; or a period of 5 years has not yet elapsed since being deprived of political rights due to the committing of offences; (III) a period of 3 years has not yet elapsed since the completion of the liquidation of any company or enterprise which was insolvent and where the person acted as a director, factory manager or manager of such company or enterprise and was personally liable for such insolvency; (IV) a period of 3 years has not yet elapsed since revocation of business license or enforced winding-up of a company or enterprise due to illegal business operations where the person was the legal representative of such company or enterprise and for which he was personally liable; (V) the person is personally liable for a substantial debt which is due for repayment but remains unpaid; (VI) the person has been involved in a criminal offence which is subject to investigation by the judicial authorities, and the case remains unsettled; (VII) the person is not a natural person; (VIII) a period of 5 years has not yet elapsed since the person was adjudged by the relevant regulatory authorities to be guilty of contravening of securities regulations involving fraud or dishonesty; (IX) the person is currently being prohibited from participating in the securities market by the CSRC and such barring period has not elapsed; (X) the person is not eligible for acting in the leadership of an enterprise according to the laws, administrative regulations or departmental rules of competent authorities; (XI) such other stipulations by the relevant laws and regulations and the listing rules in the jurisdiction where the shares of the Company are listed.	Article 13557 A person shall be disqualified from being a director, ~~supervisor,~~ general manager or other senior management of the Company in any of the following circumstances: (I) the person is of civil incompetence or limited civil competence; (II) a period of 5 years has not yet elapsed since the penalisation on conviction of corruption, bribery, expropriation of property, misappropriation of property or disrupting social and economic order,~~;~~ or ~~a period of 5 years has not yet elapsed since~~ being deprived of political rights due to the committing of offences, or, in the case of suspension of execution, a probationary period has not expired for more than 2 years; (III) a period of 3 years has not yet elapsed since the completion of the liquidation of any company or enterprise which was insolvent and where the person acted as a director, factory manager or manager of such company or enterprise and was personally liable for such insolvency; (IV) a period of 3 years has not yet elapsed since revocation of business license or enforced winding-up of a company or enterprise due to illegal business operations where the person was the legal representative of such company or enterprise and for which he was personally liable; (V) the person is personally liable for a substantial debt which is due for repayment but remains unpaid, and is therefore listed as dishonest person subject to execution by the People's Court; ~~(VI) the person has been involved in a criminal offence which is subject to investigation by the judicial authorities, and the case remains unsettled;~~ ~~(VII) the person is not a natural person;~~ ~~(VIII) a period of 5 years has not yet elapsed since the person was adjudged by the relevant regulatory authorities to be guilty of contravening of securities regulations involving fraud or dishonesty;~~ (VII~~I~~X) the person is currently being prohibited from participating in the securities market by the CSRC and such barring period has not elapsed; (VII~~I~~X) the person has been publicly declared by any stock exchange to be unsuitable for serving as the director and senior management of listed company for a period which has not yet expired ~~is not eligible for acting in the leadership of an enterprise according to the laws, administrative regulations or departmental rules of competent authorities~~; (VIII~~I~~XI) such other stipulations by the relevant laws and regulations and the listing rules in the jurisdiction where the shares of the Company are listed.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Staff members who serve in positions other than as directors in the controlling shareholders and de facto controllers of the Company shall not serve as senior management of the Company.	~~Staff members who serve in positions other than as directors in the controlling shareholders and de facto controllers of the Company shall not serve as senior management of the Company.~~ If the election or appointment of directors violates the provisions of this Article, such election, appointment or engagement shall be null and void. If a director falls under any of the circumstances described in this Article during his/her term of office, the Company shall remove him/her from his/her position and cease his/her performance of duties.
Article 159 In addition to the obligations imposed by the laws and administrative regulations or required by the listing rules of the stock exchange on which the shares of the Company are listed, directors, supervisors, general manager and other senior management of the Company shall, in performing their duties and powers conferred by the Company, assume the following obligations towards each shareholder: (I) not to cause the Company to go beyond the scope of business stipulated in its business license; (II) to act honestly in the best interests of the Company; (III) not to expropriate in any guise the Company's property, including but not limited to usurpation of opportunities advantageous to the Company; (IV) not to expropriate the individual rights of shareholders, including but not limited to rights to distribution and voting rights, save pursuant to a restructuring of the Company submitted to a general meeting for approval in accordance with the Articles of Association.	Article 1375~~9~~ ~~In addition to the obligations imposed by the laws and administrative regulations or required by the listing rules of the stock exchange on which the shares of the Company are listed, d~~Directors, ~~supervisors,~~ general manager and other senior management of the Company shall~~, in performing their duties and powers conferred by the Company, assume the following obligations towards each shareholder:~~ abide by the requirements of laws, administrative regulations and the Articles of Association, and have fiduciary duties to the Company. They shall take measures to avoid conflicts between their own interests and the interests of the Company and shall not use their power to seek improper benefits. ~~(I) not to cause the Company to go beyond the scope of business stipulated in its business license;~~ ~~(II) to act honestly in the best interests of the Company;~~ ~~(III) not to expropriate in any guise the Company's property, including but not limited to usurpation of opportunities advantageous to the Company;~~ ~~(IV) not to expropriate the individual rights of shareholders, including but not limited to rights to distribution and voting rights, save pursuant to a restructuring of the Company submitted to a general meeting for approval in accordance with the Articles of Association.~~ Directors and senior management have the following fiduciary duties to the Company: (I) they shall not misappropriate the Company's property or misappropriate the Company's funds; (II) they shall not deposit the Company's funds in an account opened in their own name or in the name of another individual; (III) they shall not use their power to offer any bribe or accept other illegal income; (IV) they shall not directly or indirectly enter into contracts or transactions with the Company without reporting to the Board of Directors or general meeting or approval by the Board of Directors or general meeting by resolutions in accordance with the provisions of the Articles of Association;

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
	(V) they shall not use their position to seek business opportunities that should belong to the Company as personal gain for themselves or others, except where they have already reported to the Board of Directors or general meetings and were approved by the general meetings by resolutions, or the Company is unable to take advantage of the business opportunity according to laws, administrative regulations or the Articles of Association; (VI) they shall not operate a business for themselves or others which is of the same type as the Company's business without reporting to the Board of Directors or general meeting or approval of the general meeting by resolutions; (VII) they shall not take the commission of transactions between other parties and the Company for personal use; (VIII) they shall not disclose the secrets regarding the Company without authorization; (IX) they shall not use its connected relationships to harm the interests of the Company; (X) other fiduciary obligations stipulated by laws, administrative regulations, departmental rules, and the Articles of Association. Any income derived by a director or senior management in violation of this Article shall belong to the Company; and any loss caused to the Company shall be liable by the directors or senior management for compensation. When the close relatives of the Directors and senior management, the enterprises directly or indirectly controlled by the Directors and senior management or their close relatives, and the connected persons who have other connected relationships with the Directors and senior management enter into contracts or conduct transactions with the Company, the provisions in (IV) of the second paragraph of this Article shall apply.
Article 160 In exercising rights or fulfilling obligations, the directors, supervisors, general manager and other senior management of the Company have the duty to act with due discretion, diligence and skill as a reasonable discreet person should do in similar circumstances.	Article 1386~~0 In exercising rights or fulfilling obligations, the d~~Directors,~~ supervisors,~~ general manager and other senior management of the Company shall abide by laws, administrative regulations and the Articles of Association, have diligence obligations to the Company and exercise due care generally expected of managers in the best interests of the Company when performing their duties.~~have the duty to act with due discretion, diligence and skill as a reasonable discreet person should do in similar circumstances~~. Directors and senior management shall have the following diligence obligations to the Company: (I) the rights conferred by the Company shall be exercised prudently, conscientiously and diligently to ensure that the Company's business conducts comply with the requirements of national laws, administrative regulations and various national economic policies, and that its business activities do not exceed the business scope as stipulated in its business license;

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
	(II) all shareholders shall be treated fairly; (III) keeping abreast of the business operation and management of the Company in a timely manner; (IV) they shall sign written opinions to confirm the Company's periodic reports and ensure the truthfulness, accuracy and completeness of the information disclosed by the Company; (V) providing relevant information and materials to the audit committee in a truthful manner so as not to impede the audit committee from performing their functions and powers; (VI) other duties of diligence stipulated by laws, administrative regulations, departmental rules, and the Articles of Association.
Article 161 Each of directors, supervisors, general manager and other senior management of the Company shall exercise his powers or perform his duties in accordance with the fiduciary principle, and shall not put himself in a position where his duty and his interest may conflict. This principle shall include (but not be limited to) the fulfilment of the following obligations: (I) to act honestly in the best interests of the Company; (II) to exercise powers within the terms of reference and not to act ultra vires; (III) to exercise the discretion vested in him personally and not to allow himself to act under the control of any other party, unless and to the extent permitted by the laws, administrative regulations or with the consent of informed shareholders at a general meeting, not to delegate the exercise of his discretion; (IV) to treat shareholders of the same class equally and to treat shareholders of different classes fairly; (V) unless otherwise stipulated in the Articles of Association or otherwise consented to by duly informed shareholders at a general meeting, not to enter into any contract, transaction or arrangement with the Company; (VI) without the consent of duly informed shareholders at a general meeting, not to use the Company's property for his own benefits; (VII) not to exploit his position to accept bribes or other illegal income or misappropriate funds or expropriate property of the Company by any means, including but not limited to opportunities advantageous to the Company; (VIII) without the consent of duly informed shareholders at a general meeting, not to accept commissions in connection with any of the Company's transactions; (IX) to abide by the Articles of Association, perform his official duties faithfully and protect the Company's interests, and not to exploit his position and power in the Company to advance his own private benefits;	~~Article 161 Each of directors, supervisors, general manager and other senior management of the Company shall exercise his powers or perform his duties in accordance with the fiduciary principle, and shall not put himself in a position where his duty and his interest may conflict. This principle shall include (but not be limited to) the fulfilment of the following obligations:~~ ~~(I) to act honestly in the best interests of the Company;~~ ~~(II) to exercise powers within the terms of reference and not to act ultra vires;~~ ~~(III) to exercise the discretion vested in him personally and not to allow himself to act under the control of any other party, unless and to the extent permitted by the laws, administrative regulations or with the consent of informed shareholders at a general meeting, not to delegate the exercise of his discretion;~~ ~~(IV) to treat shareholders of the same class equally and to treat shareholders of different classes fairly;~~ ~~(V) unless otherwise stipulated in the Articles of Association or otherwise consented to by duly informed shareholders at a general meeting, not to enter into any contract, transaction or arrangement with the Company;~~ ~~(VI) without the consent of duly informed shareholders at a general meeting, not to use the Company's property for his own benefits;~~ ~~(VII) not to exploit his position to accept bribes or other illegal income or misappropriate funds or expropriate property of the Company by any means, including but not limited to opportunities advantageous to the Company;~~ ~~(VIII) without the consent of duly informed shareholders at a general meeting, not to accept commissions in connection with any of the Company's transactions;~~ ~~(IX) to abide by the Articles of Association, perform his official duties faithfully and protect the Company's interests, and not to exploit his position and power in the Company to advance his own private benefits;~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
(X) not to compete with the Company in any way, save with the duly informed consent of the shareholders given in a general meeting; not to take advantage of his connected relationship to prejudice the interests of the Company;	~~(X) not to compete with the Company in any way, save with the duly informed consent of the shareholders given in a general meeting; not to take advantage of his connected relationship to prejudice the interests of the Company;~~
(XI) not to misappropriate the Company's funds or to lend such funds to any other person, not to use the Company's assets to set up deposit accounts in his own name or in the any other name, nor to use such assets to provide guarantee for the debts of a shareholder of the Company or any other personal liabilities; and	~~(XI) not to misappropriate the Company's funds or to lend such funds to any other person, not to use the Company's assets to set up deposit accounts in his own name or in the any other name, nor to use such assets to provide guarantee for the debts of a shareholder of the Company or any other personal liabilities; and~~
(XII) save with the duly informed consent of the shareholders given in a general meeting, not to disclose the information in confidentiality acquired by him during his tenure; not to use such information other than in furtherance of the interests of the Company, save and except that disclosure of such information to the court or other competent government authorities is permitted in any of the following circumstances:	~~(XII) save with the duly informed consent of the shareholders given in a general meeting, not to disclose the information in confidentiality acquired by him during his tenure; not to use such information other than in furtherance of the interests of the Company, save and except that disclosure of such information to the court or other competent government authorities is permitted in any of the following circumstances:~~
(1) when so prescribed by the laws;	~~(1) when so prescribed by the laws;~~
(2) when public interests so warrants;	~~(2) when public interests so warrants;~~
(3) when so required for the own interests of the director, supervisor, general manager or other senior management member.	~~(3) when so required for the own interests of the director, supervisor, general manager or other senior management member.~~
Article 162 A director, supervisor, general manager and any other senior management of the Company shall not cause the following persons or institutions ("**associates**") to do what he is prohibited from doing:	~~Article 162 A director, supervisor, general manager and any other senior management of the Company shall not cause the following persons or institutions ("**associates**") to do what he is prohibited from doing:~~
(I) the spouse or minor children of that director, supervisor, general manager and other senior management;	~~(I) the spouse or minor children of that director, supervisor, general manager and other senior management;~~
(II) a person acting in the capacity of a trustee of that director, supervisor, general manager and other senior management or any person referred to in subparagraph (I) of this Articles of Association;	~~(II) a person acting in the capacity of a trustee of that director, supervisor, general manager and other senior management or any person referred to in subparagraph (I) of this Articles of Association;~~
(III) a person acting in the capacity of partner of that director, supervisor, general manager and other senior management or any person referred to in subparagraphs (I) and (II) of this Articles of Association;	~~(III) a person acting in the capacity of partner of that director, supervisor, general manager and other senior management or any person referred to in subparagraphs (I) and (II) of this Articles of Association;~~
(IV) a company in which that director, supervisor, general manager and other senior management, either alone or jointly with any person referred to in subparagraphs (I), (II) and (III) of this Articles of Association or other directors, supervisors, general manager and other senior management of the Company, has a de facto controlling interest; and	~~(IV) a company in which that director, supervisor, general manager and other senior management, either alone or jointly with any person referred to in subparagraphs (I), (II) and (III) of this Articles of Association or other directors, supervisors, general manager and other senior management of the Company, has a de facto controlling interest; and~~
(V) directors, supervisors, general manager and other senior management of the controlled company referred to in subparagraph (IV) of this Articles of Association.	~~(V) directors, supervisors, general manager and other senior management of the controlled company referred to in subparagraph (IV) of this Articles of Association.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 163 The fiduciary duties of directors, supervisors, general manager and other senior management of the Company shall not necessarily cease with the termination of their tenures. The duty of confidentiality in relation to trade secrets of the Company shall survive upon termination of their tenures. Other duties may continue for such period, as fairness may require, depending on the time lapses between the termination and the act concerned and the circumstances and conditions under which the relationships with the Company are terminated.	Article 13963 The fiduciary duties of directors, ~~supervisors,~~ general manager and other senior management of the Company shall not necessarily cease with the termination of their tenures. The duty of confidentiality in relation to trade secrets of the Company shall survive upon termination of their tenures. Other duties may continue for such period, as fairness may require, depending on the time lapses between the termination and the act concerned and the circumstances and conditions under which the relationships with the Company are terminated.
Article 164 Except as provided in Article 57 hereof, directors, supervisors, general manager and any other senior management of the Company may be relieved of liability for specific breaches of duties by the consent of duly informed shareholders at a general meeting.	~~Article 164 Except as provided in Article 57 hereof, directors, supervisors, general manager and any other senior management of the Company may be relieved of liability for specific breaches of duties by the consent of duly informed shareholders at a general meeting.~~
Article 165 Where a director, supervisor, general manager and other senior management of the Company is in any way, directly or indirectly, materially interested in a contract, transaction or arrangement or proposed contract, transaction or arrangement with the Company (other than an employment contract of a director, supervisor, general manager and any other senior management with the Company), he shall declare the nature and extent of his interests to the Board at the earliest opportunity, whether or not the relevant issues shall be otherwise subject to approval of the Board. A director shall not vote in any resolution of the Board for approving any contract, transaction or arrangement or any other proposal in connection therewith in which such director or any of his associates (as defined in the applicable rules governing the listing of securities effective from time to time) is materially interested, and shall not be counted into the quorum of the meeting either. Unless an interested director, supervisor, general manager and other senior management has disclosed his interests to the Board in accordance to the second paragraph of this article, and the contract, transaction or arrangement was approved by the Board at a meeting at which such interested director, supervisor, general manager or other senior management was not counted in the quorum and abstained from voting, the contract, transaction or arrangement is voidable by the Company, except as against a bona fide party thereto acting without being aware of the breach of duty by the interested director, supervisor, general manager or other senior management. A director, supervisor, general manager and other senior management of the Company shall be deemed to be interested in a contract, transaction or arrangement in which any of his associates or related parties is interested.	~~Article 165 Where a director, supervisor, general manager and other senior management of the Company is in any way, directly or indirectly, materially interested in a contract, transaction or arrangement or proposed contract, transaction or arrangement with the Company (other than an employment contract of a director, supervisor, general manager and any other senior management with the Company), he shall declare the nature and extent of his interests to the Board at the earliest opportunity, whether or not the relevant issues shall be otherwise subject to approval of the Board.~~ ~~A director shall not vote in any resolution of the Board for approving any contract, transaction or arrangement or any other proposal in connection therewith in which such director or any of his associates (as defined in the applicable rules governing the listing of securities effective from time to time) is materially interested, and shall not be counted into the quorum of the meeting either.~~ ~~Unless an interested director, supervisor, general manager and other senior management has disclosed his interests to the Board in accordance to the second paragraph of this article, and the contract, transaction or arrangement was approved by the Board at a meeting at which such interested director, supervisor, general manager or other senior management was not counted in the quorum and abstained from voting, the contract, transaction or arrangement is voidable by the Company, except as against a bona fide party thereto acting without being aware of the breach of duty by the interested director, supervisor, general manager or other senior management.~~ ~~A director, supervisor, general manager and other senior management of the Company shall be deemed to be interested in a contract, transaction or arrangement in which any of his associates or related parties is interested.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 166 Where a director, supervisor, general manager or senior management of the Company gives a notice in writing to the Board before the date on which the entering into of the relevant contract, transaction or arrangement is first taken into consideration on behalf of the Company, stating that, by reason of facts specified in the notice, he is interested in any contract, transaction or arrangement of any description which may subsequently be made by the Company, that notice shall be deemed for the purpose of the preceding article of this chapter to be a sufficient declaration of interests of such director, supervisor, general manager or senior management.	~~Article 166 Where a director, supervisor, general manager or senior management of the Company gives a notice in writing to the Board before the date on which the entering into of the relevant contract, transaction or arrangement is first taken into consideration on behalf of the Company, stating that, by reason of facts specified in the notice, he is interested in any contract, transaction or arrangement of any description which may subsequently be made by the Company, that notice shall be deemed for the purpose of the preceding article of this chapter to be a sufficient declaration of interests of such director, supervisor, general manager or senior management.~~
Article 167 The Company shall not in any manner pay taxes for or on behalf of its directors, supervisors, general manager and other senior management.	~~Article 167 The Company shall not in any manner pay taxes for or on behalf of its directors, supervisors, general manager and other senior management.~~
Article 168 The Company shall neither directly or indirectly make a loan to or provide any loan guarantee to directors, supervisors, general manager and other senior management of the Company and its parent, nor make a loan to or provide any loan guarantee to any of their respective associates. The provisions of the preceding paragraph shall not be applicable to the following circumstances: (I) the provision by the Company of a loan or a loan guarantee to a subsidiary of the Company; (II) the provision by the Company of a loan or a loan guarantee or any other funds to a director, supervisor, general manager and other senior management of the Company to meet expenditures incurred by him for the purposes of the Company or for the purpose of enabling him to properly perform his duties, in accordance with the terms of a employment contract approved by shareholders at a general meeting; and (III) to the extent that the making of loans to or provision of loan guarantees by the Company is in its ordinary course of business, the Company may make loans or provide loan guarantees to any of the relevant directors, supervisors, general manager and other senior management or their respective associates, provided that such lending of money or provision of guarantees are on normal commercial terms.	~~Article 168 The Company shall neither directly or indirectly make a loan to or provide any loan guarantee to directors, supervisors, general manager and other senior management of the Company and its parent, nor make a loan to or provide any loan guarantee to any of their respective associates.~~ ~~The provisions of the preceding paragraph shall not be applicable to the following circumstances:~~ ~~(I) the provision by the Company of a loan or a loan guarantee to a subsidiary of the Company;~~ ~~(II) the provision by the Company of a loan or a loan guarantee or any other funds to a director, supervisor, general manager and other senior management of the Company to meet expenditures incurred by him for the purposes of the Company or for the purpose of enabling him to properly perform his duties, in accordance with the terms of a employment contract approved by shareholders at a general meeting; and~~ ~~(III) to the extent that the making of loans to or provision of loan guarantees by the Company is in its ordinary course of business, the Company may make loans or provide loan guarantees to any of the relevant directors, supervisors, general manager and other senior management or their respective associates, provided that such lending of money or provision of guarantees are on normal commercial terms.~~
Article 169 A loan made by the Company in breach of the preceding article shall be forthwith repayable by the recipient of the loan regardless of the terms of the loan.	~~Article 169 A loan made by the Company in breach of the preceding article shall be forthwith repayable by the recipient of the loan regardless of the terms of the loan.~~
Article 170 A loan guarantee provided by the Company in breach of subparagraph (I) of Article 168 shall not be enforceable against the Company, unless: (I) the guarantee was provided in connection with a loan to an associate of any of directors, supervisors, general manager and other senior management of the Company or its parent and the lender were not aware of the relevant circumstances at the time the loan was advanced; or (II) the collateral provided by the Company has been lawfully disposed of by the lender to a bona fide purchaser.	~~Article 170 A loan guarantee provided by the Company in breach of subparagraph (I) of Article 168 shall not be enforceable against the Company, unless:~~ ~~(I) the guarantee was provided in connection with a loan to an associate of any of directors, supervisors, general manager and other senior management of the Company or its parent and the lender were not aware of the relevant circumstances at the time the loan was advanced; or~~ ~~(II) the collateral provided by the Company has been lawfully disposed of by the lender to a bona fide purchaser.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 171 For the purpose of the foregoing articles of this chapter, a "guarantee" shall include an undertaking or property provided to secure the performance of obligations by the obligor.	~~Article 171 For the purpose of the foregoing articles of this chapter, a "guarantee" shall include an undertaking or property provided to secure the performance of obligations by the obligor.~~
Article 172 In addition to any rights and remedies provided by the laws and administrative regulations, where a director, supervisor, general manager or other senior management of the Company is in breach of his duties to the Company, the Company shall have a right to:	~~Article 172 In addition to any rights and remedies provided by the laws and administrative regulations, where a director, supervisor, general manager or other senior management of the Company is in breach of his duties to the Company, the Company shall have a right to:~~
(I) claim damages from the director, supervisor, general manager and other senior management in compensation for losses sustained by the Company as a result of such breach;	~~(I) claim damages from the director, supervisor, general manager and other senior management in compensation for losses sustained by the Company as a result of such breach;~~
(II) rescind any contract or transaction entered into by the Company with the director, supervisor, general manager and other senior management or with a third party (where such third party is or should be aware that there is such a breach of obligations by the director, supervisor, general manager and other senior management who acts on behalf of the Company);	~~(II) rescind any contract or transaction entered into by the Company with the director, supervisor, general manager and other senior management or with a third party (where such third party is or should be aware that there is such a breach of obligations by the director, supervisor, general manager and other senior management who acts on behalf of the Company);~~
(III) demand an account of the profits made by the director, supervisor, general manager and other senior management as a result of breach of obligations;	~~(III) demand an account of the profits made by the director, supervisor, general manager and other senior management as a result of breach of obligations;~~
(IV) recover any monies received by the director, supervisor, general manager and other senior management which should otherwise have been received by the Company, including but not limited to commissions;	~~(IV) recover any monies received by the director, supervisor, general manager and other senior management which should otherwise have been received by the Company, including but not limited to commissions;~~
(V) require such director, supervisor, general manager and other senior management to return the interests accrued or potentially accrued on the monies which otherwise should have been paid to the Company; and	~~(V) require such director, supervisor, general manager and other senior management to return the interests accrued or potentially accrued on the monies which otherwise should have been paid to the Company; and~~
(VI) commence legal proceedings to claim the properties arising from the breach of duties by the director, supervisor, general manager and other senior management.	~~(VI) commence legal proceedings to claim the properties arising from the breach of duties by the director, supervisor, general manager and other senior management.~~
Article 173 The Company shall conclude written contracts with each director, supervisor and senior management, and such contracts shall include at least the following provisions:	Article 140~~73~~ The Company shall conclude written contracts with each director~~, supervisor~~ and senior management, and such contracts shall include at least the following provisions:
(I) the director, supervisor or senior management warrants to the Company that he will observe the Company Law, the Special Regulations, the Articles of Association and other provisions established by the SEHK, and agrees that the Company will enjoy the remedial actions set forth under the Articles of Association, and that such contract and its position shall not be transferred;	(I) the director~~, supervisor~~ or senior management warrants to the Company that he will observe the Company Law~~, the Special Regulations~~, the Articles of Association and other provisions established by the SEHK, and agrees that the Company will enjoy the remedial actions set forth under the Articles of Association, and that such contract and its position shall not be transferred;
(II) the director, supervisor or senior management warrants to the Company that he will observe and perform his responsibilities owed to the shareholders specified in the Articles of Association; and	(II) the director~~, supervisor~~ or senior management warrants to the Company that he will observe and perform his responsibilities owed to the shareholders specified in the Articles of Association~~; and~~.
(III) the arbitration article contained in Article 216 of the Articles of Association.	~~(III) the arbitration article contained in Article 216 of the Articles of Association.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 174 The Company shall, with prior approval of shareholders at a general meeting, enter into a written contract with each director and supervisor on his remuneration. The aforesaid remuneration shall include:	~~Article 174 The Company shall, with prior approval of shareholders at a general meeting, enter into a written contract with each director and supervisor on his remuneration. The aforesaid remuneration shall include:~~
(I) the remuneration for the office as a director, supervisor or senior management of the Company;	~~(I) the remuneration for the office as a director, supervisor or senior management of the Company;~~
(II) the remuneration for the office as a director, supervisor or senior management of a subsidiary of the Company;	~~(II) the remuneration for the office as a director, supervisor or senior management of a subsidiary of the Company;~~
(III) the remuneration for providing management services for the Company and its subsidiaries; and	~~(III) the remuneration for providing management services for the Company and its subsidiaries; and~~
(IV) a sum as compensation to a director or supervisor to be paid out in the event of his loss of office, or for retirement.	~~(IV) a sum as compensation to a director or supervisor to be paid out in the event of his loss of office, or for retirement.~~
Except under a contract mentioned in the foregoing paragraph, no proceedings may be brought by a director or supervisor against the Company for any benefits due to him in respect of the matters mentioned above.	~~Except under a contract mentioned in the foregoing paragraph, no proceedings may be brought by a director or supervisor against the Company for any benefits due to him in respect of the matters mentioned above.~~
Article 175 The contract on remunerations between the Company and its directors or supervisors shall provide that in the event of a takeover of the Company, the Company's directors and supervisors shall, subject to prior approval of shareholders at a general meeting, have the right to receive compensation or other payment in respect of his loss of office or retirement.	~~Article 175 The contract on remunerations between the Company and its directors or supervisors shall provide that in the event of a takeover of the Company, the Company's directors and supervisors shall, subject to prior approval of shareholders at a general meeting, have the right to receive compensation or other payment in respect of his loss of office or retirement.~~
A takeover of the Company referred to in the preceding paragraph includes any of the following circumstances:	~~A takeover of the Company referred to in the preceding paragraph includes any of the following circumstances:~~
(I) a general offer made by any person to all shareholders; or	~~(I) a general offer made by any person to all shareholders; or~~
(II) an offer made by any person with a view to make the offeror the controlling shareholder (as defined in Article 58 of the Articles of Association).	~~(II) an offer made by any person with a view to make the offeror the controlling shareholder (as defined in Article 58 of the Articles of Association).~~
Where the relevant director or supervisor is in breach of this Article, any sum so received by him shall belong to those who have sold their shares as a result of the acceptance of the said offer. The expenses incurred in distributing such sum pro rata shall be borne by the relevant director or supervisor and shall not be deductible from the sum.	~~Where the relevant director or supervisor is in breach of this Article, any sum so received by him shall belong to those who have sold their shares as a result of the acceptance of the said offer. The expenses incurred in distributing such sum pro rata shall be borne by the relevant director or supervisor and shall not be deductible from the sum.~~
Chapter 15 Financial and Accounting System and Profit Distribution	Chapter 1~~5~~4 Financial and Accounting System and Profit Distribution

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 177 The Company shall prepare financial reports at the end of each fiscal year, which shall be audited by the accounting firm according to the laws. The fiscal year of the Company is Gregorian calendar year, i.e. from 1 January to 31 December every year.	Article 14277 The Company shall ~~prepare financial reports at the end of each fiscal year, which shall be audited by the accounting firm according to the laws.~~ submit and disclose its annual reports to the CSRC and the stock exchange within four months from the end date of each fiscal year, and its interim reports to the CSRC and the stock exchange within two months from the end date of the first half of each fiscal year. The aforesaid annual reports and interim reports are prepared in accordance with the relevant laws and administrative regulations, and the provisions of the CSRC and the stock exchange. The fiscal year of the Company is Gregorian calendar year, i.e. from 1 January to 31 December every year.
Article 178 The Board shall, at each annual general meeting, submit to shareholders the financial reports prepared by the Company as required by the relevant laws, administrative regulations and regulatory documents promulgated by local government and regulatory authorities.	~~Article 178 The Board shall, at each annual general meeting, submit to shareholders the financial reports prepared by the Company as required by the relevant laws, administrative regulations and regulatory documents promulgated by local government and regulatory authorities.~~
Article 179 The Company's financial reports shall be made available for shareholders' inspection at the Company not later than 20 days before the date of each annual general meeting. Each shareholder shall be entitled to an access of a copy of the financial reports referred to in this chapter. The Company shall deliver to each holder of overseas listed foreign shares a copy of the report of the Board together with the balance sheet (including such documents as shall be attached to the balance sheet according to the applicable laws and regulations), the profit and loss statement or the income statement, or the financial summary report not later than 21 days before the date of each annual general meeting by prepaid mail at the address as shown in the register of members. However, such reports may also be delivered or provided to holders of overseas listed foreign shares through the Company's website or methods as stipulated in the Listing Rules from time to time, provided that the laws, administrative regulations and listing rules of the stock exchange in which the Company's shares are listed are observed.	~~Article 179 The Company's financial reports shall be made available for shareholders' inspection at the Company not later than 20 days before the date of each annual general meeting. Each shareholder shall be entitled to an access of a copy of the financial reports referred to in this chapter.~~ ~~The Company shall deliver to each holder of overseas listed foreign shares a copy of the report of the Board together with the balance sheet (including such documents as shall be attached to the balance sheet according to the applicable laws and regulations), the profit and loss statement or the income statement, or the financial summary report not later than 21 days before the date of each annual general meeting by prepaid mail at the address as shown in the register of members. However, such reports may also be delivered or provided to holders of overseas listed foreign shares through the Company's website or methods as stipulated in the Listing Rules from time to time, provided that the laws, administrative regulations and listing rules of the stock exchange in which the Company's shares are listed are observed.~~
Article 180 The financial statements of the Company shall, be prepared in accordance with the PRC accounting standards and regulations, unless otherwise specified by the stock exchange where the Company's shares are listed, shall also be prepared in accordance with either international accounting standards or that of the overseas jurisdiction(s) where the Company's shares are listed. If there is any material difference between the financial statements prepared respectively in accordance with the two of the aforementioned accounting standards, such difference shall be stated in the notes to financial statements. When the Company is to distribute its profit after tax of the relevant accounting year, the lower of the profit after tax as shown in the two financial statements shall be adopted for such purposes.	~~Article 180 The financial statements of the Company shall, be prepared in accordance with the PRC accounting standards and regulations, unless otherwise specified by the stock exchange where the Company's shares are listed, shall also be prepared in accordance with either international accounting standards or that of the overseas jurisdiction(s) where the Company's shares are listed. If there is any material difference between the financial statements prepared respectively in accordance with the two of the aforementioned accounting standards, such difference shall be stated in the notes to financial statements. When the Company is to distribute its profit after tax of the relevant accounting year, the lower of the profit after tax as shown in the two financial statements shall be adopted for such purposes.~~
Article 181 Any interim results or financial information published or disclosed by the Company shall, be prepared in accordance with the PRC accounting standards and regulations, unless otherwise specified by the stock exchange where the Company's shares are listed, shall also be prepared in accordance with either international accounting standards or that of the overseas jurisdiction(s) where the shares of the Company are listed.	~~Article 181 Any interim results or financial information published or disclosed by the Company shall, be prepared in accordance with the PRC accounting standards and regulations, unless otherwise specified by the stock exchange where the Company's shares are listed, shall also be prepared in accordance with either international accounting standards or that of the overseas jurisdiction(s) where the shares of the Company are listed.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 182 The Company shall publish two financial reports in each fiscal year, meaning that an interim report shall be published within 60 days after the end of the first 6 months of a fiscal year and an annual report shall be published within 120 days after the end of a fiscal year. For shares listed domestically, the Company shall submit its annual financial reports to the CSRC and the stock exchange within 4 months from the end date of each fiscal year, its half-year financial reports to the local branch of the CSRC and the stock exchange within 2 months from the end date of the first 6 months of each fiscal year, and the quarterly financial reports to the local branch of the CSRC and the stock exchange within 1 month from the end date of the first 3 and first 9 months of each fiscal year respectively. These financial reports submitted to the local branch of the CSRC and the stock exchange are prepared in accordance with the relevant laws, administrative regulations and the requirements of department rules.	~~Article 182 The Company shall publish two financial reports in each fiscal year, meaning that an interim report shall be published within 60 days after the end of the first 6 months of a fiscal year and an annual report shall be published within 120 days after the end of a fiscal year.~~ ~~For shares listed domestically, the Company shall submit its annual financial reports to the CSRC and the stock exchange within 4 months from the end date of each fiscal year, its half-year financial reports to the local branch of the CSRC and the stock exchange within 2 months from the end date of the first 6 months of each fiscal year, and the quarterly financial reports to the local branch of the CSRC and the stock exchange within 1 month from the end date of the first 3 and first 9 months of each fiscal year respectively. These financial reports submitted to the local branch of the CSRC and the stock exchange are prepared in accordance with the relevant laws, administrative regulations and the requirements of department rules.~~
Article 184 Capital common reserve includes the following items: (I) premium on shares issued at a premium price; (II) any other income designated for the capital common reserve by regulations of the relevant financial authority of the State Council.	~~Article 184 Capital common reserve includes the following items:~~ ~~(I) premium on shares issued at a premium price;~~ ~~(II) any other income designated for the capital common reserve by regulations of the relevant financial authority of the State Council.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 185 In distributing the current year's profit after tax, the Company shall withdraw 10% of the profit as the statutory surplus reserve. Such withdrawal may be stopped when the statutory surplus reserve of the Company has accumulated to at least 50% of the registered capital of the Company.	Article 1~~85~~ In distributing the current year's profit after tax, the Company shall withdraw 10% of the profit as the statutory surplus reserve. Such withdrawal may be stopped when the statutory surplus reserve of the Company has accumulated to at least 50% of the registered capital of the Company.
If the statutory surplus reserve is insufficient to recover the losses in the previous years, the profit of the current year shall first be used to recover such losses before any withdrawal is made to the statutory surplus reserve in accordance with the preceding paragraph. The capital reserve shall not be used to recover the losses of the Company.	If the statutory surplus reserve is insufficient to recover the losses in the previous years, the profit of the current year shall first be used to recover such losses before any withdrawal is made to the statutory surplus reserve in accordance with the preceding paragraph. ~~The capital reserve shall not be used to recover the losses of the Company.~~
When the statutory surplus reserve is converted to capital, the remaining surplus reserve after such conversion shall be no less than 25% of the registered capital of the Company.	~~When the statutory surplus reserve is converted to capital, the remaining surplus reserve after such conversion shall be no less than 25% of the registered capital of the Company.~~
After the withdrawal is made to the statutory surplus reserve out of the profit after tax, the discretionary surplus reserve may also be withdrawn out of the same as resolved by the general meeting.	After the withdrawal is made to the statutory surplus reserve out of the profit after tax, the discretionary surplus reserve may also be withdrawn out of the same as resolved by the general meeting.
The profit after tax remaining after recovering losses and withdrawal of reserves shall be distributed to the shareholders in proportion to their shareholding unless otherwise specified in the Articles of Association.	The profit after tax remaining after recovering losses and withdrawal of reserves shall be distributed to the shareholders in proportion to their shareholding unless otherwise specified in the Articles of Association.
If the general meeting, in violation of the provision in the preceding paragraph, distributes profit to shareholders before recovering losses and withdrawing from the statutory surplus reserve, the profit so distributed shall be returned to the Company.	If the general meeting distributes profits to the shareholders in violation of the Company Law, the shareholders shall return the profits distributed in violation of the provisions to the Company; if losses are caused to the Company, the shareholders and the responsible directors and senior management shall be liable for compensation.
	~~If the general meeting, in violation of the provision in the preceding paragraph, distributes profit to shareholders before recovering losses and withdrawing from the statutory surplus reserve, the profit so distributed shall be returned to the Company.~~
No profit shall be distributed in respect of the shares in the Company held by itself.	No profit shall be distributed in respect of the shares in the Company held by itself.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 186 The Company may take either or both of the following ways to distribute the dividend: (I) Cash; (II) Shares. Dividend and other payments by the Company to holders of the domestic shares shall be denominated and declared in RMB and paid in RMB within 3 months after the declaration of the dividend, whereas those to holders of the overseas listed foreign shares shall be denominated and declared in RMB and paid in the local currency of the place where such overseas listed foreign shares are listed within 3 months after the declaration of the dividend. The dividend and other payments by the Company to holders of the overseas listed foreign shares shall be handled in accordance with relevant state regulations on foreign exchange control. In the absence of such regulations, the applicable conversion rate shall be the average closing rate of the relevant foreign currency as published by website of the People's Bank of China for the 7 business days immediately prior to the date of declaration of such dividend and other payments. The dividend distribution of the Company shall be approved by the general meeting by way of an ordinary resolution and implemented by the Board of Directors. After the resolution of the profit distribution plan has been passed at the Company general meeting, the Board must complete the dividend (or shares) distribution within two months after the general meeting. Decision-making procedures and mechanism of profit distribution are as the follows: (1) The annual profit distribution proposal of the Company shall be proposed and prepared by the Board of Directors in accordance with the requirements of this Articles of Association and in view of the profitability and capital supply and needs. Independent Directors shall issue their independent opinions on the profit distribution proposal, which is subject to the consideration and approval by the Board before submission to the general meeting for consideration and approval by the Shareholders. Independent Directors may seek opinions from minority Shareholders, prepare a distribution proposal and submit it directly to the Board of Directors for consideration. (2) In considering the profit distribution proposal at the general meeting, the Shareholders shall be provided with the method of online voting. A number of channels shall be adopted to actively communicate and exchange information with the Shareholders, especially minority Shareholders, take into full account the opinions and requests of them and answer their questions in a timely manner.	Article 14586 The Company may take either or both of the following ways to distribute the dividend: (I) Cash; (II) Shares. Dividend and other payments by the Company to holders of the domestic shares shall be denominated and declared in RMB and paid in RMB ~~within 3 months after the declaration of the dividend~~, whereas those to holders of the overseas listed foreign shares shall be denominated and declared in RMB and paid in the local currency of the place where such overseas listed foreign shares are listed ~~within 3 months after the declaration of the dividend~~. The dividend and other payments by the Company to holders of the overseas listed foreign shares shall be handled in accordance with relevant state regulations on foreign exchange control. In the absence of such regulations, the applicable conversion rate shall be the average closing rate of the relevant foreign currency as published by website of the People's Bank of China for the 7 business days immediately prior to the date of declaration of such dividend and other payments. The dividend distribution of the Company shall be approved by the general meeting by way of an ordinary resolution and implemented by the Board of Directors. After the resolution of the profit distribution plan has been passed at the Company general meeting, or after the Board of Directors of the Company has formulated a specific plan in accordance with the conditions and upper limit of the next year's interim dividend distribution as considered and approved by the annual general meeting, ~~the Board must complete~~ the dividend (or shares) distribution must be completed within two months ~~after the general meeting~~. Decision-making procedures and mechanism of profit distribution are as the follows: (1) The annual profit distribution proposal of the Company shall be proposed and prepared by the Board of Directors in accordance with the requirements of this Articles of Association and in view of the profitability and capital supply and needs. Independent Directors shall issue their independent opinions on the profit distribution proposal, which is subject to the consideration and approval by the Board before submission to the general meeting for consideration and approval by the Shareholders. ~~Independent Directors may seek opinions from minority Shareholders, prepare a distribution proposal and submit it directly to the Board of Directors for consideration.~~ (2) In considering the profit distribution proposal at the general meeting, the Shareholders shall be provided with the method of online voting. A number of channels shall be adopted to actively communicate and exchange information with the Shareholders, especially minority Shareholders, take into full account the opinions and requests of them and answer their questions in a timely manner.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
(3) If the Company is profitable for any year and the conditions for cash dividends have been met, but the Board fails to submit a profit distribution proposal at the general meeting in accordance with the existing profit distribution policy, the Board shall give a special explanation on the reason for no cash dividend distribution, the use of the fund that has not been utilized for distribution but retained by the Company and the utilization plan, and shall disclose the same in regular reports, on which independent Shareholders shall express their independent opinions.	~~(3) If the Company is profitable for any year and the conditions for cash dividends have been met, but the Board fails to submit a profit distribution proposal at the general meeting in accordance with the existing profit distribution policy, the Board shall give a special explanation on the reason for no cash dividend distribution, the use of the fund that has not been utilized for distribution but retained by the Company and the utilization plan, and shall disclose the same in regular reports, on which independent Shareholders shall express their independent opinions.~~
The policy of profit distribution is as follows:	The policy of profit distribution is as follows:
(1) Conditions of cash dividend distribution	(1) Conditions of cash dividend distribution
Except under special circumstances, in the event that there is profit and the accumulated undistributed profits are positive in the current year, the Company should give priority to distribute dividends in cash and paying cash dividends will not affect its ongoing and sustainable operations. At the same time, the auditing firm has furnished standard and unqualified opinion in the audit report of the Company's financial report in that current year. Special circumstances refer to:	Except under special circumstances, in the event that there is profit and the accumulated undistributed profits are positive in the current year, the Company should give priority to distribute dividends in cash and paying cash dividends will not affect its ongoing and sustainable operations. At the same time, the auditing firm has furnished standard and unqualified opinion in the audit report of the Company's financial report in that current year. Special circumstances refer to:
1. Cash dividend will affect the capital needs of the Company for normal and continued operations in the future;	1. Cash dividend will affect the capital needs of the Company for normal and continued operations in the future;
2. The Company will engage in significant investment plans or cash expenditure events within the next 12 months (except fund-raising projects). Significant investment plans or significant cash expenditure events refer to one of the following situations: ① The accumulated expenditure for the external investments, acquire assets or purchase equipment of the Company within the next 12 months will be up to or over 50% of the audited net assets of the Company in the latest period and the amount will exceed $50,000,000; ② The accumulated expenditure of the external investment, asset purchase or equipment purchase of the Company within the next 12 months will reach or exceed 30% of the audited total assets of the Company in the latest period;	2. The Company will engage in significant investment plans or cash expenditure events within the next 12 months (except fund-raising projects). Significant investment plans or significant cash expenditure events refer to one of the following situations: ① The accumulated expenditure for the external investments, acquire assets or purchase equipment of the Company within the next 12 months will be up to or over 50% of the audited net assets of the Company in the latest period and the amount will exceed $50,000,000; ② The accumulated expenditure of the external investment, asset purchase or equipment purchase of the Company within the next 12 months will reach or exceed 30% of the audited total assets of the Company in the latest period;
3. Other circumstances that the Board considers unsuitable for cash dividends.	3. Other circumstances that the Board considers unsuitable for cash dividends.
(2) Form of distribution	(2) Form of distribution
The Company may distribute dividends by means of cash, securities, a combination of cash and securities and other legal means, and give priority to adopt cash dividends as the form of profit distribution. However, profit distribution shall not exceed the range of the accumulated distributable profits.	The Company may distribute dividends by means of cash, securities, a combination of cash and securities and other legal means, and give priority to adopt cash dividends as the form of profit distribution. However, profit distribution shall not exceed the range of the accumulated distributable profits.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
(3) Distribution cycle	~~(3) Distribution cycle~~
In principle, the Company may conduct a cash dividend after every annual general meeting in the first three years after listing (including the year of A Share Offering) provided that the Company can satisfy the conditions required for cash dividend and ensure its normal operation and long-term development. In the event that annual profit distribution budget has not been made by the Board of the Company, the reasons for the non-dividend payment shall be disclosed in the periodic report. Independent directors shall express their independent opinions on this matter. In the event that the Company's cash expenditure plan can be satisfied, the Board of the Company may propose that the Company can conduct an interim cash dividend based on the operating profit and cash flow of the Company in the current year.	~~In principle, the Company may conduct a cash dividend after every annual general meeting in the first three years after listing (including the year of A Share Offering) provided that the Company can satisfy the conditions required for cash dividend and ensure its normal operation and long-term development. In the event that annual profit distribution budget has not been made by the Board of the Company, the reasons for the non-dividend payment shall be disclosed in the periodic report. Independent directors shall express their independent opinions on this matter. In the event that the Company's cash expenditure plan can be satisfied, the Board of the Company may propose that the Company can conduct an interim cash dividend based on the operating profit and cash flow of the Company in the current year.~~
(4) Proportion of cash dividend distribution	~~(4) Proportion of cash dividend distribution~~
In the first three years after the listing of the Company (including the year of A Share Offering), the profit distributed in form of cash per annum shall not be less than 10% of the available distributable profit realized in that year, and the Company's cumulative profits distributed in form of cash for three consecutive years shall not be less than 30% of the annual average distributable profits realized in those three years.	~~In the first three years after the listing of the Company (including the year of A Share Offering), the profit distributed in form of cash per annum shall not be less than 10% of the available distributable profit realized in that year, and the Company's cumulative profits distributed in form of cash for three consecutive years shall not be less than 30% of the annual average distributable profits realized in those three years.~~
(5) Differentiated cash dividend distribution policy	(~~3~~5) Differentiated cash dividend distribution policy
The Board of the Company shall comprehensively consider the factors including characteristics of the industry, the stage of development, its own business mode, the level of profitability, and whether there are major capital expenditure arrangements (except fund-raising projects); to distinguish the following situations and shall come up with a differentiated cash dividend policy in accordance with the procedures stipulated in the "Articles of Association" of the Company:	The Board of the Company shall comprehensively consider the factors including characteristics of the industry, the stage of development, its own business mode, the level of profitability, and whether there are major capital expenditure arrangements (except fund-raising projects); to distinguish the following situations and shall come up with a differentiated cash dividend policy in accordance with the procedures stipulated in ~~the~~ "this Articles of Association~~" of the Company~~:
1. When the development of the Company is at a mature stage and there is no major capital expenditure arrangement, the cash dividend shall account for no less than 80% of the profit distribution when conducting profit distribution;	1. When the development of the Company is at a mature stage and there is no major capital expenditure arrangement, the cash dividend shall account for no less than 80% of the profit distribution when conducting profit distribution;
2. When the development of the Company is at a mature stage and there are major capital expenditure arrangements, the cash dividend shall account for no less than 40% of the profit distribution when conducting profit distribution;	2. When the development of the Company is at a mature stage and there are major capital expenditure arrangements, the cash dividend shall account for no less than 40% of the profit distribution when conducting profit distribution;
3. When the development of the Company is at a growing stage and there are major capital expenditure arrangements, the cash dividend shall account for no less than 20% of the profit distribution when conducting profit distribution.	3. When the development of the Company is at a growing stage and there are major capital expenditure arrangements, the cash dividend shall account for no less than 20% of the profit distribution when conducting profit distribution.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
The specific profit distribution plan is determined by the Board of the Company in accordance with the relevant provisions promulgated by the CSRC; combined with specific operating data; fully considering the profit scale of the Company; the cash flow status; the development stage and the capital requirement of the current period, and to be combined with the opinions expressed by the shareholders (especially the public investors) and by the independent directors. The implementation of the plan must be approved by more than two-thirds of the voting rights held by the shareholders (including the proxies of shareholders) attending the general meeting of shareholders.	The specific profit distribution plan is determined by the Board of the Company in accordance with the relevant provisions promulgated by the CSRC; combined with specific operating data; fully considering the profit scale of the Company; the cash flow status; the development stage and the capital requirement of the current period, and to be combined with the opinions expressed by the shareholders (especially the public investors) and by the independent directors. The implementation of the plan must be approved by more than half ~~two-thirds~~ of the voting rights held by the shareholders (including the proxies of shareholders) attending the general meeting of shareholders.
Article 187 Any amount paid up in advance of calls on any share shall carry interest but shall not entitle the relevant shareholder to participate in respect thereof in a dividend subsequently declared.	~~Article 187 Any amount paid up in advance of calls on any share shall carry interest but shall not entitle the relevant shareholder to participate in respect thereof in a dividend subsequently declared.~~
Article 188 The Company shall appoint a receiving agent for holders of overseas listed foreign shares, which shall be a trust company registered under the Trustee Ordinance of the laws of Hong Kong. The receiving agent shall receive on behalf of such shareholders any dividends or other amounts payable by the Company to them in respect of the overseas listed foreign shares. The receiving agent appointed by the Company shall satisfy the requirements under the laws of the jurisdiction where the Company's shares are listed or the rules of such stock exchange(s). Subject to the relevant laws and regulations of the PRC as well as the provisions of the SEHK, the Company may exercise its right of forfeiture over unclaimed dividends, provided that such right cannot be exercised prior to the expiration of the applicable statute of limitations. The Company has the right to terminate the dispatch of dividend warrants to holders of overseas listed foreign shares by mail, provided that such right shall not be exercised until the dividend warrants have not been cashed for two consecutive occasions. However, where the dividend warrant is undelivered to the addressee and returned, the Company may also exercise such right. In case of exercising general mandate to issue warrants to holders, no new warrants shall be issued to replace the lost ones unless the Company confirms the physical loss of the original warrants. The Company has the right to sell, in such manner as the Board thinks fit, any shares of an overseas listed foreign shareholder who is untraceable, subject to and conditional upon: (1) the Company having distributed dividends for at least 3 times to such shares within 12 years, but none of such dividends was claimed; and (2) The Company, after the expiration of 12 years, made the public announcement on the newspaper(s) at the jurisdiction where the Company is listed, stating its intention to sell such shares, and notified the stock exchange on which such shares were listed.	~~Article 188 The Company shall appoint a receiving agent for holders of overseas listed foreign shares, which shall be a trust company registered under the Trustee Ordinance of the laws of Hong Kong. The receiving agent shall receive on behalf of such shareholders any dividends or other amounts payable by the Company to them in respect of the overseas listed foreign shares.~~ ~~The receiving agent appointed by the Company shall satisfy the requirements under the laws of the jurisdiction where the Company's shares are listed or the rules of such stock exchange(s).~~ ~~Subject to the relevant laws and regulations of the PRC as well as the provisions of the SEHK, the Company may exercise its right of forfeiture over unclaimed dividends, provided that such right cannot be exercised prior to the expiration of the applicable statute of limitations.~~ ~~The Company has the right to terminate the dispatch of dividend warrants to holders of overseas listed foreign shares by mail, provided that such right shall not be exercised until the dividend warrants have not been cashed for two consecutive occasions. However, where the dividend warrant is undelivered to the addressee and returned, the Company may also exercise such right.~~ ~~In case of exercising general mandate to issue warrants to holders, no new warrants shall be issued to replace the lost ones unless the Company confirms the physical loss of the original warrants.~~ ~~The Company has the right to sell, in such manner as the Board thinks fit, any shares of an overseas listed foreign shareholder who is untraceable, subject to and conditional upon:~~ ~~(1) the Company having distributed dividends for at least 3 times to such shares within 12 years, but none of such dividends was claimed; and~~ ~~(2) The Company, after the expiration of 12 years, made the public announcement on the newspaper(s) at the jurisdiction where the Company is listed, stating its intention to sell such shares, and notified the stock exchange on which such shares were listed.~~
Chapter 16 Appointment of Accounting Firm	Chapter 156: Internal Audit and Appointment of Accounting Firm

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
A new Article 146 has been added.	Article 146 The Company shall implement an internal audit system, which clearly stipulates the leadership structure, duties and authorization, personnel allocation, finance support, audit results application, accountability and other matters in relation to internal audit. The internal audit system of the Company shall be implemented upon approval by the Board of Directors, and disclosed publicly.
A new Article 147 has been added.	Article 147 The Company's internal auditor shall monitor and examine the Company's business activities, risk management, internal control, financial information and other matters. The internal auditor shall maintain independence, appoint full-time auditors, and shall not be placed under the leadership of the finance department or co-located with the finance department.
A new Article 148 has been added.	Article 148 The internal auditor is accountable to the Board of Directors. When monitoring and examining the Company's business activities, risk management, internal control, and financial information, the internal auditor shall be subject to the oversight and guidance of the audit committee. If the internal auditor discovers any significant issues or leads, it shall immediately report directly to the audit committee.
A new Article 149 has been added.	Article 149 The internal auditor is responsible for the specific organization and implementation of the Company's internal control evaluation. Based on the evaluation report issued by the internal auditor and reviewed by the audit committee, as well as relevant materials, the Company shall issue its annual internal control evaluation report.
A new Article 150 has been added.	Article 150 When the audit committee communicates with external audit entities such as accounting firms and national audit agencies, the internal auditor shall actively cooperate and provide necessary support and collaboration.
A new Article 151 has been added.	Article 151 The audit committee participates in the appraisal of the head of internal audit.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 189 The Company shall appoint qualified independent certified public accountants, which have obtained the "qualifications to carry out securities-related businesses" and are compliant to relevant regulations as the accounting firm to audit the annual financial reports and other financial reports of the Company. The first accounting firm of the Company may be appointed at the founding meeting before the first annual general meeting, and the term of the said accounting firm shall end at conclusion of the first annual general meeting. If the founding meeting does not exercise its authority specified in the preceding paragraph, such authority shall be exercised by the Board of Directors.	Article 15289 The Company shall appoint ~~qualified independent certified public accountants, which have obtained the "qualifications to carry out securities-related businesses" and are compliant to relevant regulations as the~~ such accounting firm which has complied with the Securities Law to carry out the audit for the accounting statements, net asset verification, and other relevant consultancy services. The term of appointment shall be one year and can be renewable~~to audit the annual financial reports and other financial reports of the Company~~. The appointment, dismissal and remuneration of an accounting firm by the Company shall be subject to the approval of the general meeting. The Board of Directors shall not appoint the accounting firm before the approval of the general meeting. ~~The first accounting firm of the Company may be appointed at the founding meeting before the first annual general meeting, and the term of the said accounting firm shall end at conclusion of the first annual general meeting.~~ ~~If the founding meeting does not exercise its authority specified in the preceding paragraph, such authority shall be exercised by the Board of Directors.~~
Article 190 The accounting firm appointed by the Company shall hold office from the close of the current annual general meeting until the conclusion of the next annual general meeting.	~~Article 190 The accounting firm appointed by the Company shall hold office from the close of the current annual general meeting until the conclusion of the next annual general meeting.~~
Article 191 The accounting firm appointed by the Company shall have the following rights: (I) to access the account books, records and vouchers at any time if deemed proper, and to ask directors, the general manager or other senior management to provide relevant information and explanations; (II) to request the Company to take all reasonable actions to obtain information and explanations from its subsidiaries needed for the accounting firm to perform their duties; (III) to be present as an observer at shareholders' meetings, receive notice of meetings for any shareholders or other information relating to such meetings, and deliver speeches at any shareholders' meetings in relation to the matters concerning its role as the accounting firm of the Company.	~~Article 191 The accounting firm appointed by the Company shall have the following rights:~~ ~~(I) to access the account books, records and vouchers at any time if deemed proper, and to ask directors, the general manager or other senior management to provide relevant information and explanations;~~ ~~(II) to request the Company to take all reasonable actions to obtain information and explanations from its subsidiaries needed for the accounting firm to perform their duties;~~ ~~(III) to be present as an observer at shareholders' meetings, receive notice of meetings for any shareholders or other information relating to such meetings, and deliver speeches at any shareholders' meetings in relation to the matters concerning its role as the accounting firm of the Company.~~
Article 192 If there is a vacancy in the position of the auditor of the Company, the Board may retain an accounting firm to fill such vacancy before the convening of the general meeting. Any other accounting firm which has been engaged by the Company may continue to act during the period of existence of such vacancy.	~~Article 192 If there is a vacancy in the position of the auditor of the Company, the Board may retain an accounting firm to fill such vacancy before the convening of the general meeting. Any other accounting firm which has been engaged by the Company may continue to act during the period of existence of such vacancy.~~
Article 193 Notwithstanding the stipulations in the contract between the Company and the accounting firm, shareholders at a general meeting may, by ordinary resolution, remove an accounting firm before the expiration of its term of office, but without prejudice to the firm's right to claim, if any, for damages in respect of such removal.	~~Article 193 Notwithstanding the stipulations in the contract between the Company and the accounting firm, shareholders at a general meeting may, by ordinary resolution, remove an accounting firm before the expiration of its term of office, but without prejudice to the firm's right to claim, if any, for damages in respect of such removal.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
A new Article 153 has been added.	Article 153 The Company guarantees that the accounting documents, account books, financial and accounting reports and other accounting materials provided to the hired accounting firm are true and complete. The Company shall not refuse to provide or conceal information and shall not provide false information.
Article 194 The remuneration of an accounting firm or the manner in which such firm is to be remunerated shall be determined by shareholders at a general meeting. The remuneration of an accounting firm appointed by the Board shall be determined by the Board.	Article 15494 The audit fees ~~remuneration~~ of an accounting firm ~~or the manner in which such firm is to be remunerated~~ shall be determined by ~~shareholders at a~~ the general meeting or another body that is independent of the Board of Directors. ~~The remuneration of an accounting firm appointed by the Board shall be determined by the Board.~~
Article 195 The Company's appointment, removal and non-reappointment of an accounting firm shall be resolved upon by shareholders in general meeting. The resolution of the general meeting shall be filed with the PRC securities regulatory authorities. Where it is proposed that any resolution be passed at a general meeting concerning the appointment of an accounting firm which is not an incumbent firm to fill a casual vacancy in the office of the accounting firm, re-appointment of a retiring accounting firm which was appointed by the Board to fill a casual vacancy, or removal of the accounting firm before the expiration of its term of office, the following provisions shall apply: (I) A copy of the proposal shall be sent before notice of meeting is given to the shareholders to the accounting firm proposed to be appointed or proposing to leave its post, or the accounting firm which has left its post in the relevant fiscal year. "Leaving" includes leaving by removal, resignation and retirement. (II) If the accounting firm leaving its post makes representations in writing and requests the Company to notify such representations to the shareholders, the Company shall (unless the written representations are received too late): (1) state that representations have in fact been made by the accounting firm leaving in the notice of the resolution given to shareholders regarding said matter; and (2) deliver as prescribed by the Articles of Association a copy of the representations as attachment to the notice to the shareholders. (III) The relevant accounting firm may (in addition to its right to be heard) require that the representations be read out at the meeting if the representations of the relevant accounting firm are not sent in accordance with this sub-clause (II).	~~Article 195 The Company's appointment, removal and non-reappointment of an accounting firm shall be resolved upon by shareholders in general meeting. The resolution of the general meeting shall be filed with the PRC securities regulatory authorities.~~ ~~Where it is proposed that any resolution be passed at a general meeting concerning the appointment of an accounting firm which is not an incumbent firm to fill a casual vacancy in the office of the accounting firm, re-appointment of a retiring accounting firm which was appointed by the Board to fill a casual vacancy, or removal of the accounting firm before the expiration of its term of office, the following provisions shall apply:~~ ~~(I) A copy of the proposal shall be sent before notice of meeting is given to the shareholders to the accounting firm proposed to be appointed or proposing to leave its post, or the accounting firm which has left its post in the relevant fiscal year.~~ ~~"Leaving" includes leaving by removal, resignation and retirement.~~ ~~(II) If the accounting firm leaving its post makes representations in writing and requests the Company to notify such representations to the shareholders, the Company shall (unless the written representations are received too late):~~ ~~(1) state that representations have in fact been made by the accounting firm leaving in the notice of the resolution given to shareholders regarding said matter; and~~ ~~(2) deliver as prescribed by the Articles of Association a copy of the representations as attachment to the notice to the shareholders.~~ ~~(III) The relevant accounting firm may (in addition to its right to be heard) require that the representations be read out at the meeting if the representations of the relevant accounting firm are not sent in accordance with this sub-clause (II).~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
(IV) An accounting firm which is leaving its post shall be entitled to attend meetings as follows: (1) the general meeting at which its term of office would otherwise have expired; (2) any general meeting at which it is proposed to fill the vacancy caused by its removal; and (3) any general meeting convened on its resignation. An accounting firm which is leaving its post shall be entitled to receive all notices of, and other communications relating to, any such meetings, and to speak at any such meetings in relation to matters concerning its role as the former accounting firm of the Company.	~~(IV) An accounting firm which is leaving its post shall be entitled to attend meetings as follows:~~ ~~(1) the general meeting at which its term of office would otherwise have expired;~~ ~~(2) any general meeting at which it is proposed to fill the vacancy caused by its removal; and~~ ~~(3) any general meeting convened on its resignation.~~ ~~An accounting firm which is leaving its post shall be entitled to receive all notices of, and other communications relating to, any such meetings, and to speak at any such meetings in relation to matters concerning its role as the former accounting firm of the Company.~~
Article 196 Prior to the removal or the non-renewal of the appointment of the accounting firm, notice of such removal or non-renewal shall be given in advance to the accounting firm and such firm shall be entitled to make representations at the general meeting. Where the accounting firm resigns from its post, it shall make clear to the general meeting whether there has been any impropriety on the part of the Company. (I) An accounting firm may resign its office by depositing at the Company's domicile a resignation notice which shall become effective on the date of such deposit or on such later date as may be stipulated in such notice. Such notice shall include the following information: (1) a statement to the effect that there are no circumstances connected with its resignation which it considers should be brought to the notice of the shareholders or creditors of the Company; or (2) a statement of any such circumstances which should be brought to notice. (II) Where a notice is deposited as mentioned in subparagraph (I) of this Article, the Company shall, within 14 days, send a copy of the notice to the relevant authorities. If the notice contains a statement under sub-clause (2) of subparagraph (I) of this Article, a copy of such statement shall be placed at the domicile of the Company for the inspection of shareholders. The Company shall also send a copy of such statement by prepaid mail to each holder of overseas listed foreign shares at the address registered in the register of members. However, such copies may also be delivered or provided to holders of overseas listed foreign shares through the Company's website or methods as stipulated in the Listing Rules from time to time, provided that the laws, regulations and listing rules of the stock exchange in which the Company's shares are listed are observed. (III) Where the accounting firm's notice of resignation contains a statement under sub-clause (2) of subparagraph (I) of this Article, it may require the Board to convene an extraordinary general meeting for the purpose of giving an explanation of the circumstances connected with its resignation.	Article 15596 Prior to the removal or the non-renewal of the appointment of the accounting firm, notice of such removal or non-renewal shall be given 10 days in advance to the accounting firm. When the Company's general meeting votes on the dismissal of the accounting firm, the accounting firm is allowed to state its opinions. ~~and such firm shall be entitled to make representations at the general meeting.~~ Where the accounting firm resigns from its post, it shall make clear to the general meeting whether there has been any impropriety on the part of the Company. ~~(I) An accounting firm may resign its office by depositing at the Company's domicile a resignation notice which shall become effective on the date of such deposit or on such later date as may be stipulated in such notice. Such notice shall include the following information:~~ ~~(1) a statement to the effect that there are no circumstances connected with its resignation which it considers should be brought to the notice of the shareholders or creditors of the Company; or~~ ~~(2) a statement of any such circumstances which should be brought to notice.~~ ~~(II) Where a notice is deposited as mentioned in subparagraph (I) of this Article, the Company shall, within 14 days, send a copy of the notice to the relevant authorities. If the notice contains a statement under sub-clause (2) of subparagraph (I) of this Article, a copy of such statement shall be placed at the domicile of the Company for the inspection of shareholders. The Company shall also send a copy of such statement by prepaid mail to each holder of overseas listed foreign shares at the address registered in the register of members. However, such copies may also be delivered or provided to holders of overseas listed foreign shares through the Company's website or methods as stipulated in the Listing Rules from time to time, provided that the laws, regulations and listing rules of the stock exchange in which the Company's shares are listed are observed.~~ ~~(III) Where the accounting firm's notice of resignation contains a statement under sub-clause (2) of subparagraph (I) of this Article, it may require the Board to convene an extraordinary general meeting for the purpose of giving an explanation of the circumstances connected with its resignation.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 199 In the event of a merger or division of the Company, the Board shall submit a proposal, which shall be approved in accordance with the procedures stipulated in the Articles of Association and go through relevant examination and approval formalities pursuant to the laws. Shareholders who object to the merger or division proposal shall be entitled to request that the Company or the consenting shareholders acquire shares held by such dissenting shareholders at a fair price. The resolutions on merger or division of the Company shall be made as special documents available for shareholders' inspection.	~~Article 199 In the event of a merger or division of the Company, the Board shall submit a proposal, which shall be approved in accordance with the procedures stipulated in the Articles of Association and go through relevant examination and approval formalities pursuant to the laws. Shareholders who object to the merger or division proposal shall be entitled to request that the Company or the consenting shareholders acquire shares held by such dissenting shareholders at a fair price. The resolutions on merger or division of the Company shall be made as special documents available for shareholders' inspection.~~
Article 200 The merger of the Company may take the form of either merger by absorption or merger by establishment of a new company. In the event of a merger of the Company, the parties to the merger shall execute a merger agreement and prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within 10 days and publish announcements in newspaper within 30 days after the date of the Company's merger resolution. The creditors may require the Company to repay debts or provide guarantees in respect thereof within 30 days after receipt of the notice or within 45 days after the announcement if such notice is not received. After the merger of the Company, creditor's rights and debts of the parties to the merger shall be assumed by the surviving company or the newly established company after the merger.	Article 158~~200~~ The merger of the Company may take the form of either merger by absorption or merger by establishment of a new company. If the price paid for the merger of the Company does not exceed 10% of the net assets of the Company, it may not be subject to a resolution of the general meeting, unless otherwise provided in the Articles of Association. Where the merger of the Company pursuant to the preceding paragraph is not subject to a resolution of the general meeting, it shall be subject to a resolution of the Board of Directors. In the event of a merger of the Company, the parties to the merger shall execute a merger agreement and prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within 10 days and publish announcements in newspaper or the National Enterprise Credit Information Publicity System within 30 days after the date of the Company's merger resolution. The creditors may require the Company to repay debts or provide guarantees in respect thereof within 30 days after receipt of the notice or within 45 days after the announcement if such notice is not received. After the merger of the Company, creditor's rights and debts of the parties to the merger shall be assumed by the surviving company or the newly established company after the merger.
Article 201 In the event of a division of the Company, its assets shall be divided accordingly. In the event of a division, the parties to the division shall execute a division agreement and prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within 10 days and publish announcements on the newspaper recognized by the stock exchange on which the Company's shares are listed within 30 days after the date of the Company's division resolution. The post-division companies shall be jointly and severally liable for the pre-division debts of the Company, unless provided otherwise in a written agreement on debt repayment reached between the Company and a creditor prior to the division.	Article 159~~201~~ In the event of a division of the Company, its assets shall be divided accordingly. In the event of a division, the parties to the division shall execute a division agreement and prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within 10 days and publish announcements on the newspaper or the National Enterprise Credit Information Publicity System recognized by the stock exchange on which the Company's shares are listed within 30 days after the date of the Company's division resolution. The post-division companies shall be jointly and severally liable for the pre-division debts of the Company, unless provided otherwise in a written agreement on debt repayment reached between the Company and a creditor prior to the division.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 203 The Company shall be dissolved and liquidated in accordance with the laws in any of the following circumstances: (I) the operating period expires; (II) the general meeting makes a resolution on dissolution; (III) the Company has to be dissolved on account of its merger or division; (IV) the Company is declared as bankrupt according to the laws on account of its being unable to repay due debts; (V) the Company has its business license revoked, is ordered to close down or be dissolved in accordance with the laws; (VI) serious difficulties arise in the operation and management of the Company and its continued existence would cause material loss to the interests of the shareholders and such difficulties cannot be resolved through other means, in which case shareholders holding more than 10% of all shareholders' voting rights may petition a People's court to dissolve the Company; (VII) other circumstances as stipulated in the laws and regulations that the Company shall dissolute.	Article 161~~203~~ The Company shall be dissolved and liquidated in accordance with the laws in any of the following circumstances: (I) the operating period expires; (II) the general meeting makes a resolution on dissolution; (III) the Company has to be dissolved on account of its merger or division; (IV) the Company has its business license revoked, is ordered to close down or be dissolved in accordance with the laws; (V) serious difficulties arise in the operation and management of the Company and its continued existence would cause material loss to the interests of the shareholders and such difficulties cannot be resolved through other means, in which case shareholders holding more than ten percent of the Company's voting rights may petition a People's court to dissolve the Company. A voluntary winding-up of the Company shall be approved by a special resolution of the general meeting. Upon the occurrence of any dissolution cause specified in the preceding paragraph, the Company shall, within ten days, publish the cause of dissolution through the National Enterprise Credit Information Publicity System. ~~(I) the operating period expires;~~ ~~(II) the general meeting makes a resolution on dissolution;~~ ~~(III) the Company has to be dissolved on account of its merger or division;~~ ~~(IV) the Company is declared as bankrupt according to the laws on account of its being unable to repay due debts;~~ ~~(V) the Company has its business license revoked, is ordered to close down or be dissolved in accordance with the laws;~~ ~~(VI) serious difficulties arise in the operation and management of the Company and its continued existence would cause material loss to the interests of the shareholders and such difficulties cannot be resolved through other means, in which case shareholders holding more than 10% of all shareholders' voting rights may petition a People's court to dissolve the Company;~~ ~~(VII) other circumstances as stipulated in the laws and regulations that the Company shall dissolute.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 204 Where the Company is dissolved pursuant to subparagraphs (I) and (II) of the preceding article, it shall within 15 days thereof establish a liquidation committee, the members of which shall be elected by an ordinary resolution of shareholders at a general meeting. Where the Company is dissolved pursuant to subparagraphs (IV) and (VI) of the preceding article, the People's Court shall establish a liquidation committee according to the laws comprising members from the shareholders and relevant authorities and relevant professionals to proceed with the liquidation. Where the Company is dissolved pursuant to subparagraph (V) of the preceding article, the relevant governing authorities shall establish a liquidation committee comprising members from the shareholders and relevant authorities and relevant professionals to proceed with the liquidation.	Article 162~~204~~ Where the Company falls under the circumstances set out in subparagraphs (I) or (II) of the preceding Article but has not yet distributed its assets to shareholders, it may continue to exist by amending this Articles of Association or by a resolution of the general meeting. Amendments to this Articles of Association or resolutions of the general meeting made pursuant to the preceding paragraph shall be passed by not less than two-thirds of the voting rights held by the shareholders present at the general meeting. Where the Company is dissolved pursuant to subparagraphs (I), ~~and~~ (II), (IV) and (V) of the preceding article, it shall be liquidated. Directors shall be the persons responsible for liquidation of the Company and ~~it~~ shall within 15 days thereof establish a liquidation committee to commence liquidation as of the dissolution circumstance arises~~, the members of which shall be elected by an ordinary resolution of shareholders at a general meeting~~. The liquidation committee shall be composed of Directors, except where this Articles of Association provides otherwise or the general meeting resolves to elect other persons. If the liquidation obligors fail to fulfill their liquidation obligations in a timely manner and cause losses to the Company or creditors, they shall be liable for compensation. ~~Where the Company is dissolved pursuant to subparagraphs (IV) and (VI) of the preceding article, the People's Court shall establish a liquidation committee according to the laws comprising members from the shareholders and relevant authorities and relevant professionals to proceed with the liquidation.~~ ~~Where the Company is dissolved pursuant to subparagraph (V) of the preceding article, the relevant governing authorities shall establish a liquidation committee comprising members from the shareholders and relevant authorities and relevant professionals to proceed with the liquidation.~~
Article 205 Where the Board has decided to liquidate the Company for any reason other than the Company's declaration of its own insolvency, the Board shall state in the notice convening a general meeting that it has made full enquiry into the affairs of the Company and is of the opinion that the Company shall be able to settle its debts in full within 12 months from the commencement of the liquidation. Upon passing of the resolution for a liquidation of the Company by the shareholders at a general meeting, all functions and powers of the Board shall cease. The liquidation committee shall act in accordance with the instructions from the general meeting to report at least once every year to the general meeting on the committee's income and expenses, the business and the progress of the liquidation of the Company; and to present a final report to the general meeting upon completion of the liquidation.	~~Article 205 Where the Board has decided to liquidate the Company for any reason other than the Company's declaration of its own insolvency, the Board shall state in the notice convening a general meeting that it has made full enquiry into the affairs of the Company and is of the opinion that the Company shall be able to settle its debts in full within 12 months from the commencement of the liquidation.~~ ~~Upon passing of the resolution for a liquidation of the Company by the shareholders at a general meeting, all functions and powers of the Board shall cease.~~ ~~The liquidation committee shall act in accordance with the instructions from the general meeting to report at least once every year to the general meeting on the committee's income and expenses, the business and the progress of the liquidation of the Company; and to present a final report to the general meeting upon completion of the liquidation.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 206 The liquidation committee shall, within 10 days of its establishment, notify the creditors of the same, and, within 60 days of its establishment, publish announcements in newspapers. Creditors shall declare their claims to the liquidation committee within 30 days after receipt of the written notice or, if they did not receive a written notice, within 45 days after the date of the announcement. The liquidation committee shall register creditor's rights in accordance with the laws. During the claim declaration period, the liquidation committee may not pay any debts to creditor.	Article 163~~206~~ The liquidation committee shall, within 10 days of its establishment, notify the creditors of the same, and, within 60 days of its establishment, publish announcements in newspapers or the National Enterprise Credit Information Publicity System. Creditors shall declare their claims to the liquidation committee within 30 days after receipt of the written notice or, if they did not receive a written notice, within 45 days after the date of the announcement. When a creditor declares a creditor's right, he/she shall explain the relevant matters of the creditor's right and provide supporting materials. The liquidation committee shall register creditor's rights ~~in accordance with the laws~~. During the claim declaration period, the liquidation committee may not pay any debts to creditor.
Article 209 In the event of liquidation due to dissolution, the liquidation committee shall immediately apply to the People's Court for a declaration of bankruptcy if it becomes aware, having liquidated the Company's assets and prepared a balance sheet and an inventory of assets, that the Company's assets are insufficient to repay its debts in full. Upon the Company being declared bankrupt by a ruling of the People's Court, the liquidation committee shall transfer to the People's Court all matters arising out of the liquidation.	Article 166~~209 In the event of liquidation due to dissolution, t~~The liquidation committee shall ~~immediately~~ apply to the People's Court for ~~a declaration of~~ bankruptcy and liquidation in accordance with the law if it becomes aware, having liquidated the Company's assets and prepared a balance sheet and an inventory of assets, that the Company's assets are insufficient to repay its debts in full. Upon the ~~Company being declared bankrupt by a ruling of the~~ People's Court accepts the application for bankruptcy, the liquidation committee shall transfer to the bankruptcy administrator designated by the People's Court all matters arising out of the liquidation. Where the Company is declared bankrupt according to law, bankruptcy liquidation shall be conducted in accordance with the law on enterprise bankruptcy.
Article 210 Following the completion of liquidation of the Company, the liquidation committee shall prepare a liquidation report, a statement of income and expenses and financial accounts for the liquidation, which shall be verified by certified public accountants in the PRC and submitted to the general meeting or the relevant governing authorities for confirmation. The liquidation committee shall, within 30 days after such confirmation by the general meeting or the relevant governing authorities, submit the aforementioned documents to the company registration authorities for an application for a cancellation of registration of the Company, and publish an announcement in respect of the termination of the existence of the Company.	Article 167~~Article 210~~ Following the completion of liquidation of the Company, the liquidation committee shall prepare a liquidation report, submit it to the general meeting or the People's Court for confirmation, and submit it to the Company's registration authority to apply for cancellation of the Company's registration. ~~Following the completion of liquidation of the Company, the liquidation committee shall prepare a liquidation report, a statement of income and expenses and financial accounts for the liquidation, which shall be verified by certified public accountants in the PRC and submitted to the general meeting or the relevant governing authorities for confirmation.~~ ~~The liquidation committee shall, within 30 days after such confirmation by the general meeting or the relevant governing authorities, submit the aforementioned documents to the company registration authorities for an application for a cancellation of registration of the Company, and publish an announcement in respect of the termination of the existence of the Company.~~
A new Article 168 has been added.	Article 168 Members of the liquidation committee shall discharge their liquidation duties and they owe duties of loyalty and diligence. If a member of the liquidation committee neglects to perform the liquidation duties and causes losses to the Company, he/she shall be liable for compensation; if a member of the liquidation committee causes losses to creditors due to intentional or gross negligence, he/she shall be liable for compensation.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 211 The Company may amend its Articles of Association in accordance with the requirements of the laws, administrative regulations and provisions in the Articles of Association.	Article 169~~211~~ The Company will ~~may~~ amend its Articles of Association under any of the following circumstances: ~~in accordance with the requirements of the laws, administrative regulations and provisions in the Articles of Association.~~ (I) After the Company Law or relevant laws, or administrative regulations are revised, the matters stipulated in the Articles of Association contradict with the provisions of the revised laws or administrative regulations; (II) The Company's situation changes and is inconsistent with the matters recorded in the Articles of Association; (III) The general meeting makes a resolution to amend the Articles of Association.
Article 212 The amendments to the Articles of Association involving the Mandatory Provisions shall become effective upon the approval by the company-approving authorities authorised by the State Council and the PRC securities regulatory authorities. For any change relating to the registered particulars of the Company, application shall be made for change in registration in accordance with the laws.	Article 170~~212~~ If the matters concerning the amendments to the Articles of Association passed by the resolution of the general meeting should be reviewed and approved by the competent authority, they must be reported to the competent authority for approval; ~~The amendments to the Articles of Association involving the Mandatory Provisions shall become effective upon the approval by the company-approving authorities authorised by the State Council and the PRC securities regulatory authorities.~~ For any change relating to the registered particulars of the Company, application shall be made for change in registration in accordance with the laws. The Board of Directors shall modify the Articles of Association in accordance with the resolution of the general meeting on modifying the Articles of Association and the approval opinions of relevant competent authorities. Matters concerning the amendment to the Articles of Association which are information required to be disclosed by laws and regulations shall be announced as required.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 213 Unless otherwise specified in this Articles of Association, for notice issued by the Company to the holders of overseas-listed foreign-invested shares by way of announcement, the Company shall on the same day submit an electronic version to the SEHK through the SEHK electronic publishing system for immediate release on the website of the SEHK in accordance with the rules of the listing place. The announcement shall also be published on the Company's website at the same time so as to give the shareholders sufficient notice and time to exercise their rights or act in accordance with the terms of the notice. Holders of the Company's overseas-listed foreign-invested shares may elect in writing to receive the Company's communications that the Company is required to send to shareholders either by electronic means or by post, and may also elect to receive either the English or Chinese version only, or both the English and Chinese versions. They shall have the right to change their choices as to the manner of receiving the same and the language at any time by reasonable prior written notice to the Company in accordance with applicable procedures. If the notice of the Company is delivered by electronic means, the notice shall be browsed or downloaded from the website of the Company; if the notice of the Company is sent by post, the notice shall be delivered to each of the registered addresses as set forth in the register of shareholders of overseas-listed foreign invested shares by personal delivery or postage paid mail subject to the listing requirement of the listing place.	Article 171~~213~~ Unless otherwise specified in this Articles of Association, for notice issued by the Company to the holders of overseas-listed foreign-invested shares by way of announcement, the Company shall on the same day submit an electronic version to the SEHK through the SEHK electronic publishing system for immediate release on the website of the SEHK in accordance with the rules of the listing place. The announcement shall also be published on the Company's website at the same time so as to give the shareholders sufficient notice and time to exercise their rights or act in accordance with the terms of the notice. Holders of the Company's overseas-listed foreign-invested shares may elect in writing to receive the Company's communications that the Company is required to send to shareholders either by electronic means or by post, and may also elect to receive either the English or Chinese version only, or both the English and Chinese versions. They shall have the right to change their choices as to the manner of receiving the same and the language at any time by reasonable prior written notice to the Company in accordance with applicable procedures. If the notice of the Company is delivered by electronic means, the notice shall be browsed or downloaded from the website of the Company; if the notice of the Company is sent by post, the notice shall be delivered to each of the registered addresses as set forth in the register of shareholders of overseas-listed foreign invested shares by personal delivery or postage paid mail subject to the listing requirement of the listing place. Unless otherwise required by laws and regulations or the stock exchange on which the Company's securities are listed, any notice or corporate communication issued by the Company that involves a payment or subscription for securities must specify the electronic payment option available to shareholders.
Article 214 A notice shall be deemed issued when the envelope containing such notice was put into postbox and deemed duly received after 48 hours thereafter if it was delivered by post, provided that the address was clearly written, postage fee pre-paid and the notice was put inside such envelope. A notice made by the Company to holders of its domestic shares shall be sent by personal delivery or postage paid mail. It shall also be published by way of announcement on one or more media designated by the PRC securities regulatory authorities and on the Company's website; upon the publication of such announcement, all holders of domestic shares shall be deemed to have received the relevant notice.	Article 172~~214~~ A notice shall be deemed issued when the envelope containing such notice was put into postbox and deemed duly received after 48 hours thereafter if it was delivered by post, provided that the address was clearly written, postage fee pre-paid and the notice was put inside such envelope. A notice made by the Company to holders of its domestic shares shall be sent by personal delivery, ~~or~~ postage paid mail or announcements. ~~It shall also be published by way of announcement on one or more media designated by the PRC securities regulatory authorities and on the Company's website; upon the publication of such announcement,~~ Where a notice is made by way of announcements, all holders of domestic shares shall be deemed to have received the relevant notice upon the publication of such announcements. Notices of domestic general meeting of the Company shall be made by means of announcements.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 215 In respect of the means of provision and/or dispatch of the Company's communications to its shareholders in accordance with the Hong Kong Listing Rules, notwithstanding the aforesaid requirement on the provision and/or dispatch of written Company's communications to shareholders, if the Company has obtained shareholders' prior written consent or implied consent according to the relevant laws and regulations and the Hong Kong Listing Rules as amended from time to time, the Company may dispatch or provide the Company's communications to its shareholders by electronic means or via its website. The Company's communications include but not limited to circulars, annual reports, interim reports, quarterly reports, notices of shareholders' general meetings, and other types of the Company's notice as specified in the Hong Kong Listing Rules.	Article 173~~215~~ In respect of the means of provision and/or dispatch of the Company's communications to its shareholders in accordance with the ~~Hong Kong~~Main Board Listing Rules, notwithstanding the aforesaid requirement on the provision and/or dispatch of written Company's communications to shareholders, if the Company has obtained shareholders' prior written consent or implied consent according to the relevant laws and regulations and the ~~Hong Kong~~Main Board Listing Rules as amended from time to time, the Company may dispatch or provide the Company's communications to its shareholders by electronic means or via its and the SEHK's websites. The Company's communications include but not limited to circulars, annual reports, interim reports, quarterly reports, notices of shareholders' general meetings, and other types of the Company's notice as specified in the ~~Hong Kong~~Main Board Listing Rules.
A new Article 174 has been added.	Article 174 Any notice convening a meeting of the Board of Directors by the Company shall be sent by personal delivery, postage paid mail, e-mail, telephone or other means.
A new Article 175 has been added.	Article 175 Unless otherwise provided in the Articles of Association, for a notice given by personal delivery, the person on whom it is served shall sign (or affix his/her seal to) the acknowledgement slip, and the date on which he/she signed in receipt shall be the date of service; for a notice given by mail, the date of service shall be the second working day after the date of consignment to the post office; for a notice given by way of announcements, the first day of publication shall be the date of service.
A new Article 176 has been added.	Article 176 Where a notice of a meeting is not issued to persons entitled to the notice or such persons fail to receive the notice for any accidental omission, the validity of the meeting and the resolutions of the meeting shall not be affected.

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 216 The Company shall abide by the following rules for dispute resolution:	~~Article 216 The Company shall abide by the following rules for dispute resolution:~~
(I) whenever any disputes or claims arise between (i) the Company and its Directors or senior executives, and (ii) shareholders of overseas-listed foreign shares and the Company, shareholders of overseas-listed foreign shares and the Company's Directors, Supervisors, general manager or other senior executives, or shareholders of overseas-listed foreign shares and shareholders of domestic shares, based on any rights or obligations conferred or imposed by our Articles of Association, the Company Law, or any other relevant laws and administrative regulations concerning the affairs of the Company, such disputes or claims shall be referred by the relevant parties to arbitration.	~~(I) whenever any disputes or claims arise between (i) the Company and its Directors or senior executives, and (ii) shareholders of overseas-listed foreign shares and the Company, shareholders of overseas-listed foreign shares and the Company's Directors, Supervisors, general manager or other senior executives, or shareholders of overseas-listed foreign shares and shareholders of domestic shares, based on any rights or obligations conferred or imposed by our Articles of Association, the Company Law, or any other relevant laws and administrative regulations concerning the affairs of the Company, such disputes or claims shall be referred by the relevant parties to arbitration.~~
Where a dispute or claim of rights is referred to arbitration, the entire claim or dispute shall be referred to arbitration, and all persons who have a cause of action based on the same facts giving rise to the dispute or claim or whose participation is necessary for the resolution of such dispute or claim, shall abide by the arbitration provided that such person is in the capacity of the Company or our shareholders, Directors, Supervisors, general manager, or other senior executive.	~~Where a dispute or claim of rights is referred to arbitration, the entire claim or dispute shall be referred to arbitration, and all persons who have a cause of action based on the same facts giving rise to the dispute or claim or whose participation is necessary for the resolution of such dispute or claim, shall abide by the arbitration provided that such person is in the capacity of the Company or our shareholders, Directors, Supervisors, general manager, or other senior executive.~~
Disputes in relation to the identification of shareholders and disputes in relation to the share register need not be referred to arbitration.	~~Disputes in relation to the identification of shareholders and disputes in relation to the share register need not be referred to arbitration.~~
(II) A claimant may elect arbitration at either the China International Economic and Trade Arbitration Commission in accordance with its rules or the Hong Kong International Arbitration Centre in accordance with its Securities Arbitration Rules. Once a claimant refers a dispute or claim to arbitration, the other party shall submit to the arbitral body elected by the claimant.	~~(II) A claimant may elect arbitration at either the China International Economic and Trade Arbitration Commission in accordance with its rules or the Hong Kong International Arbitration Centre in accordance with its Securities Arbitration Rules. Once a claimant refers a dispute or claim to arbitration, the other party shall submit to the arbitral body elected by the claimant.~~
If a claimant elects arbitration at Hong Kong International Arbitration Centre, any party to the dispute or claim may apply for a hearing to take place in Shenzhen in accordance with the Securities Arbitration Rules of the Hong Kong International Arbitration Centre.	~~If a claimant elects arbitration at Hong Kong International Arbitration Centre, any party to the dispute or claim may apply for a hearing to take place in Shenzhen in accordance with the Securities Arbitration Rules of the Hong Kong International Arbitration Centre.~~
(III) If any dispute or claim of rights stated in (I) is referred to arbitration, the laws of the People's Republic of China shall apply, save as otherwise provided in the laws and administrative regulations.	~~(III) If any dispute or claim of rights stated in (I) is referred to arbitration, the laws of the People's Republic of China shall apply, save as otherwise provided in the laws and administrative regulations.~~
(IV) The award of an arbitration body shall be final and conclusive and binding upon all the parties.	~~(IV) The award of an arbitration body shall be final and conclusive and binding upon all the parties.~~

Original Articles of the Articles of Association	Revised Articles of the Articles of Association
Article 220 These Articles of Association are written in Chinese. Where versions in other languages or different versions have different interpretations or meanings, the latest verified Chinese version registered in the Company registration authority shall prevail.	Article 180~~220~~ These Articles of Association are written in Chinese. Where versions in other languages or different versions have different interpretations or meanings, the latest verified Chinese version registered in the Company registration authority shall prevail.
The Articles of Association shall be interpreted by the Board of the Company. Any matters unspecified in the Articles of Association shall be decided by resolutions of the shareholders' general meetings proposed by the board of directors and will take effect since the date of the initial public offering and listing of the Company in the PRC.	The Articles of Association shall be interpreted by the Board of the Company. Any matters unspecified in the Articles of Association shall be decided by resolutions of the ~~shareholders'~~ general meetings proposed by the board of directors~~ and will take effect since the date of the initial public offering and listing of the Company in the PRC~~.
This Articles of Association shall comply with the listing rules of the stock exchange on which the Company's shares are listed, other laws and regulations, as amended from time to time. In case of any inconsistencies, contraventions or conflicts arising between any applicable laws, regulations, the listing rules of the stock exchange on which the Company's shares are listed and this Articles of Association, the relevant laws, regulations and the listing rules of the stock exchange on which the Company's shares are listed shall prevail and this Articles of Association shall be amended accordingly.	This Articles of Association shall comply with the listing rules of the stock exchange on which the Company's shares are listed, other laws and regulations, as amended from time to time. In case of any inconsistencies, contraventions or conflicts arising between any applicable laws, regulations, the listing rules of the stock exchange on which the Company's shares are listed and this Articles of Association, the relevant laws, regulations and the listing rules of the stock exchange on which the Company's shares are listed shall prevail and this Articles of Association shall be amended accordingly. The attachments to the Articles of Association shall include the Rules of Procedures of General Meetings and the Rules of Procedures of the Board Meetings.

The English version of this appendix is an unofficial translation of its Chinese version. In case of any discrepancies, the Chinese version shall prevail.

The content of the rules of procedures for the general meetings after the proposed amendments is as follows:

Chapter 1 General Rules

Rule 1 This Rule is formulated in accordance with the requirements specified in the Company Law of the People's Republic of China (hereinafter as the "**Company Law**"), the Securities Law of the People's Republic of China (hereinafter as the "**Securities Law**"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other relevant regulations of The Stock Exchange of Hong Kong Limited and the Articles of Association of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (hereinafter as the "**Company**") (hereinafter as the "**Articles of Association**"), in order to regulate the acts of the Company, and ensure the lawful exercise of authorities by general meetings.

Rule 2 The Company shall strictly comply with the relevant requirements specified in laws, administrative regulations, this Rule and the Articles of Association when convening general meetings, and ensure that shareholders are able to lawfully exercise their rights.

The Board of Directors of the Company shall perform its duties practically, and duly organise general meetings as scheduled. All directors of the Company shall be diligent and dedicated, and ensure that general meetings are convened properly and can lawfully exercise its authorities.

Rule 3 General meetings shall exercise its authorities subject to the scopes designated in the Company Law and the Articles of Association.

Rule 4 General meetings are divided into annual general meetings and extraordinary general meetings. Annual general meetings will be convened once per accounting year, and shall be held within 6 months after the conclusion of the previous accounting year. Extraordinary general meetings will be convened irregularly, except that extraordinary general meetings will be convened within 2 months upon the occurrence of any circumstances where such meetings shall be convened as stipulated in Article 113 of the Company Law and the Articles of Association.

Chapter 2 Convening of General Meetings

Rule 5 The Board of Directors shall convene such general meetings as scheduled within the term specified in Rule 4 of this Rule.

Rule 6 Independent directors have the rights to propose to the Board of Directors for convening extraordinary general meetings subject to the consent by more than half of all independent directors. In accordance with the requirements specified in laws, administrative regulations and the Articles of Association, the Board of Directors shall give its feedbacks in writing on whether to convene extraordinary general meetings or not within 10 days upon receipt of proposals in connection with the convening of extraordinary general meetings at the request of independent directors.

The Board of Directors shall send out the notices for convening general meetings within 5 days upon the resolutions of the Board of Directors if it agrees with the convening of extraordinary general meetings; the Board of Directors shall explain the reasons if it objects to the convening of extraordinary general meetings and publish relevant announcement.

Rule 7 The audit committee shall put forward its proposal to the Board of Directors in writing to convene an extraordinary general meeting. The Board of Directors shall, pursuant to laws, administrative regulations and the Articles of Association, give its feedbacks in writing on whether to convene the extraordinary general meeting or not within 10 days upon receipt of the proposal.

If the Board of Directors agrees to convene the extraordinary general meeting, it shall serve a notice convening such meeting within 5 days after the resolution is made by the Board of Directors. In the event of any change to the original proposal set forth in the notice, the consent of the audit committee shall be obtained.

If the Board of Directors does not agree to convene the extraordinary general meeting or fails to give its feedback in writing within 10 days after receipt of the proposal, it is deemed to be unable to perform or fail to perform its duties for convening general meetings, such that the audit committee can convene and preside over the meeting by itself.

Rule 8

Shareholders severally or jointly holding 10% or above of the shares of the Company (excluding treasury shares) shall be entitled to request the Board of Directors to convene an extraordinary general meeting and to include any proposed resolutions in the agenda of the meeting, and shall put forward such request to the Board of Directors in writing.

The Board of Directors shall, pursuant to laws, administrative regulations and the Articles of Association, give its feedback in writing on whether to convene the extraordinary general meeting or not, or to include any proposed resolutions in the agenda of the meeting within 10 days upon receipt of the request.

If the Board of Directors agrees to convene the extraordinary general meeting, it shall serve a notice convening such meeting within 5 days after the resolution is made by the Board of Directors. In the event of any change to the original proposal set forth in the notice, the consent of relevant shareholders shall be obtained.

If the Board of Directors does not agree to convene the extraordinary general meeting or fails to give its feedbacks within 10 days after receipt of the request, shareholders severally or jointly holding 10% or above in shares of the Company shall be entitled to propose to the audit committee to convene an extraordinary general meeting, and shall put forward such request to the audit committee in writing.

If the audit committee agrees to convene the extraordinary general meeting, it shall serve a notice convening such meeting within 5 days after receipt of the request. In the event of any change to the original proposal set forth in the notice, the consent of relevant shareholders shall be obtained.

In the case of failure to issue the notice for the general meeting within the term stipulated, the audit committee shall be deemed as failing to convene and preside over the general meeting. The shareholders severally or jointly holding 10% or above in shares of the Company for 90 consecutive days or above may convene and preside over such meeting by themselves.

Rule 9 Where the audit committee or shareholders decide to convene a general meeting by themselves, they shall notify the Board of Directors in writing and file with the stock exchange.

The audit committee or the convening shareholders shall, upon issuing the notice of the general meeting and publishing the announcement of the resolutions of the general meeting, submit relevant supporting documents to the stock exchange.

Before the announcement of the resolutions of the general meeting, the shareholding proportion of the convening shareholder(s) must not be lower than ten percent.

Rule 10 With regard to the general meeting convened by the audit committee or shareholders on their own, the Board of Directors and its secretary shall offer cooperation.

The Board of Directors shall provide a register as of the shareholding registration date. In the event that the Board of Directors fails to provide the register, the convener may apply to the securities registration and clearance institution for obtaining the register with the relevant announcements on the convening of the general meeting. The register obtained by the convener shall not be used for purposes other than convening of the general meeting.

Rule 11 For the general meeting convened by the audit committee or shareholders on their own, those expenses necessary for the meeting shall be borne by the Company.

Chapter 3 Proposals and Notices of General Meetings

Rule 12 The contents of the proposals to be raised shall be within the scope of authorities of the general meetings, which shall have clear subjects and specific matters to be resolved, and shall be in compliance with relevant requirements of laws, administrative regulations and the Articles of Association.

Rule 13 Shareholders severally or jointly holding 1% or above of the shares of the Company may propose an extraordinary proposal and submit it in writing to the convener 10 days before convening the general meeting. The convener shall issue a supplemental notice of general meeting within 2 days after receiving the proposal and make announcement of the content of the extraordinary proposal, and submit the same to the general meeting for consideration, provided that the extraordinary resolutions may not violate laws, administrative regulations or the provisions of the Articles of Association, or fall within the scope of functions and powers the general meeting. The Company shall not raise the shareholding ratio for Shareholders proposing extraordinary proposals.

Except for circumstances provided in the above paragraph, the convener, after issuing the notice of the general meeting, shall neither modify the proposals stated in the notice of general meetings nor add new proposals.

The general meeting shall not vote and resolve on any proposals which are not contained in a notice of the general meeting or are not in compliance with Rule 12 herein.

Rule 14 Conveners shall give written notice to each shareholder at least 21 days before convening the annual general meetings, and give written notice to each shareholder at least 15 days before convening the extraordinary general meetings.

Rule 15 Any notice and supplementary notice of a general meeting shall sufficiently and completely disclose specific contents of all proposals and all such information or explanation as necessary for the shareholders to make any reasonable judgment on the matters to be discussed in full.

Rule 16 Where the election of directors is scheduled to be discussed at a general meeting, the notice of the general meeting shall sufficiently disclose the detailed information about the candidates for directors, including at least the following contents:

(1) personal profile including education background, working experiences and part-time engagements;

(2) whether he/she is connected with the Company or its controlling shareholders and de facto controllers;

(3) his/her shareholding in the Company;

(4) whether he/she is subject to any punishments from the CSRC and other relevant authorities and any penalties and warnings from the stock exchange.

Except the election of directors by means of cumulative voting, the election of each candidate for directors shall be put forward by separate proposal.

Rule 17 The time and venue shall be stated in the notice of general meeting and the shareholding registration date shall be confirmed therein. The interval between the shareholding registration date and the date of the meeting shall not be more than 7 business days. The shareholding registration date shall not be changed once confirmed.

Rule 18 After dispatching the notice of general meeting, the general meeting shall not be postponed or cancelled without proper reasons. The proposals stated in the notice of general meeting shall not be cancelled. In the event that the general meeting was postponed or cancelled, the convener shall make announcement at least 2 business days prior to the date on which the meeting is originally scheduled and explain the reasons.

Chapter 4 Convening of General Meetings

Rule 19 A general meeting shall be held by the Company at the domicile of the Company or the location notified by the convener of the general meeting.

A venue shall be arranged for the general meeting, which will be held in the form of physical meeting or by electronic communication or a combination of the two. The Company shall provide expediency to the shareholders by adopting a safe, economical and convenient internet or other means in accordance with the relevant laws, administrative regulations, and the regulations of the CSRC or the Articles of Association.

The Company can provide convenience for shareholders to attend the general meeting through various modern information technologies, provided that the general meeting is legal, valid and the conditions are met. Shareholders who participate in the general meeting virtually through the above-mentioned technologies shall be deemed as having attended the meeting, and can vote electronically through the internet.

When the Company holds a general meeting in the form of electronic communication and votes online, it shall be carried out in accordance with the Company Law and the relevant regulations of the securities regulatory authorities and stock exchanges where the Company's shares are listed.

Shareholders can attend the general meeting in person and exercise their right to speak and voting rights, and they can also appoint others as proxy to attend the meeting and exercise the right to speak and voting rights within the authorized scope.

The Company shall clearly state the voting time and voting procedure of internet or other means in the notice of the general meeting. The start time of the online voting or other means of voting of the general meeting shall not be earlier than 3:00 p.m. on the day before the general meeting to be held onsite in a physical venue, and shall not be later than 9:30 a.m. on the day before the holding of the onsite general meeting in a physical venue, and its end time shall not be earlier than 3:00 p.m. on the day before the end of general meeting held onsite in a physical venue.

Rule 20 The Board of Directors and other conveners shall take necessary measures to ensure the good order of the general meetings, and to deter any acts disturbing the general meetings, picking quarrels and provoking troubles and infringing the lawful interests of shareholders, and shall report in a timely manner such acts to the relevant authority for investigation and punishment.

Rule 21 All shareholders or their proxies whose names appeared in the register as of the shareholding record date are entitled to attend the general meeting, and speak and vote at the general meeting. The Company and the convener shall not reject for any reason except where a member is required, by applicable laws and regulations, to abstain from voting to approve the matter under consideration.

Matters involving paragraph 3 of Article 116 of the Company Law and the relevant provisions of the CSRC occurs to a company that issues class of shares and may affect the rights of the class shareholders shall be approved by more than two-thirds of the voting rights of the Shareholders present at the class shareholders' meeting, in addition to a special resolution of the general meeting.

Matters to be resolved by the class shareholders and the number of voting rights shall be in compliance with the provisions of the laws, administrative regulations, the CSRC and the Articles of Association.

Rule 22 Shareholders shall attend the general meeting by holding identity cards or other valid identifications or certifications to make them identifiable. Proxies shall also submit the proxy instruments from shareholders and valid personal identifications.

Rule 23 The conveners and lawyers shall jointly verify the legality of shareholders' qualifications based on the register provided by the securities registration and clearance institution, and shall register names of shareholders and the number of voting shares they held. The registration for the meeting shall be terminated before the presider of the meeting announces the number of shareholders and proxies present at the meeting as well as the total number of voting shares they held.

Rule 24 When a general meeting requires directors and senior management to be present at the meeting, the directors and senior management shall be present at the meeting.

Rule 25 A general meeting shall be presided over by the Chairman. Where the Chairman is unable or fails to perform his/her duties, the meeting shall be presided over by a director jointly elected by a simple majority of the directors.

A general meeting convened by the audit committee on its own shall be presided over by the convener of the audit committee. Where the convener of the audit committee is unable or fails to perform his/ her duties, the meeting shall be presided over by a member of audit committee jointly elected by a simple majority of members of the audit committee.

A general meeting convened by shareholders themselves shall be presided over by the convener or one representative he/she elected.

In the event that the general meeting convened cannot proceed due to violation of this Rule by the presider of the meeting, the general meeting may elect one person as the presider of the meeting upon consent of a simple majority of the voting shareholders present at the general meeting in order to proceed.

Rule 26 At an annual general meeting, the Board of Directors shall report to the general meeting on their works over the previous year, and each of the independent directors shall also submit his/her work report.

Rule 27 Directors and senior management shall respond to and explain the enquiries raised by shareholders at the general meeting.

Rule 28 The presider of the meeting shall, prior to voting, announce the number of shareholders and proxies present at the meeting as well as the total number of voting shares they held, which shall be that as indicated in the meeting's registration.

Rule 29 In the event of a shareholder being connected with the matter to be considered at a general meeting, he/she shall abstain from voting and the shares with voting rights held by the shareholder shall not be counted the total number of shares with voting rights present at the general meeting.

When material matters affecting the interests of small and medium investors are considered at a general meeting, the votes of small and medium investors shall be counted separately. The separate vote counting results shall be disclosed publicly in a timely manner.

The Company has no voting right for its shares, and such part of shares shall be excluded from the total number of voting shares of the shareholders attending the general meeting.

If a shareholder purchases shares of the Company with voting rights in violation of paragraph 1 and paragraph 2 of Article 63 of the Securities Law, such shares in excess of the prescribed proportion shall not be allowed to exercise voting rights for a period of thirty-six months after the purchase and shall not be counted in the total number of shares with voting rights present at the general meeting.

The Board of Directors of the Company, the independent directors and shareholders holding 1% or more of the voting shares or investor protection institutions established pursuant to laws, administrative regulations or the rules of the CSRC may publicly solicit voting rights from shareholders. When soliciting voting rights from shareholders, information including the specific voting preference shall be fully disclosed to the shareholders from whom voting rights are solicited. Consideration or de facto consideration for soliciting shareholders' voting rights is prohibited.

Rule 30 The cumulative voting system shall be implemented in accordance with the provisions of the Articles of Association or the resolution of the general meeting for the election of directors at the general meeting. Where the proportion of shares in which a single shareholder of the Company and the parties acting in concert with it are interested is more than 30%, or where two or more independent directors are elected at the general meeting, the cumulative voting system shall apply.

Rule 31 ll the proposals shall be voted at the general meeting item by item except for the cumulative voting system. In case of different proposals for the same matter, the proposals shall be voted chronologically with resolutions raised accordingly. Unless a general meeting is suspended or no resolution can be reached due to force majeure or other special reasons, no proposal shall be set aside or receive no voting at the general meeting.

Rule 32 When considering a proposal at the general meeting, no change shall be made thereto. Otherwise, the relevant change shall be treated as a new proposal which shall not be voted at the said general meeting.

Rule 33 The same voting right can only be exercised by only one voting approach. In the event that the same voting right has been exercised twice, the result of the first voting shall prevail.

Rule 34 For proposals submitted for voting, shareholders attending the general meeting shall express one of the following views: for, against or abstain. Except where the securities registration and clearance institution, as the nominal holder of the shares under the Stock Connect mechanism between the mainland and Hong Kong stock markets, makes the declaration according to the intention of the actual holders.

Ballot papers that are left in blank, unduly completed or illegible or that have not been cast, are deemed as void votes which means the voters have waived their rights, and the voting results corresponding to the shares in their possession shall be counted as "abstain". Where the numbers of votes cast for and against a resolution are equal, the chairman of the meeting shall have a casting vote.

Rule 35 Before a resolution is voted on at a general meeting, two representatives of the shareholders shall be elected to act as vote counters and scrutineers. Any shareholder who is interested in the matter under consideration and proxies of such shareholder shall not participate in the vote counting or scrutinizing.

For resolutions voted on at the general meeting, lawyers and shareholder representatives shall count and scrutinize the votes jointly and the voting results shall be announced at the meeting.

Shareholders of the Company or their proxies who vote through internet or other means have the right to check their voting results through the corresponding voting system.

Rule 36 The conclusion of on-site general meeting shall not be earlier than the general meeting via internet or other ways. The presider of the meeting shall announce the voting conditions and results of each proposal on-site, and announce whether the proposal is passed or not based on the voting results.

Prior to the formal announcement of voting results, the parties involved in the voting at the spot, online or otherwise, including the Company, counting agents, scrutinizers, shareholders, and network service providers, shall have a duty of confidentiality for the voting results.

Rule 37 Resolutions of general meetings are divided into ordinary resolutions and special resolutions.

An ordinary resolution made in the general meeting shall be passed by more than half of the voting rights held by the shareholders (including their proxies) present at the meeting.

A special resolution made in the general meeting shall be passed by more than two-thirds of the voting rights held by the shareholders (including their proxies) present at the meeting.

Rule 38 The following matters shall be passed by way of ordinary resolutions at a general meeting:

(1) work reports of the Board of Directors;

(2) profit distribution plan and loss recovery plan formulated by the Board of Directors;

(3) appointment or removal of members of the Board of Directors, their remuneration and method of payment;

(4) matters other than those to be passed by special resolutions as specified in the laws and administrative regulations or the Articles of Association.

Rule 39 The following matters shall be passed by way of special resolutions at a general meeting:

(1) increase or reduction of the registered share capital of the Company;

(2) the Company's demerger, spin-off, merger, dissolution and liquidation;

(3) amendments to the Articles of Association;

(4) any purchase or disposal of substantial assets made by the Company within one year, or any guaranteed amount provided to others which exceeds 30% of the audited total asset of the Company in the latest phase;

(5) share incentive scheme;

(6) other matters as specified in the laws, administrative regulations or the Articles of Association and matters which, if affirmed by ordinary resolutions at general meetings, will have a material impact on the Company and need to be passed by special resolutions.

Rule 40 Shareholders shall exercise their voting rights based on the number of voting shares represented by them, and each share has the right to cast one vote, except for class shareholders.

Rule 41 Resolutions of the general meeting shall be announced in due time. The announcement shall specify the number of attending shareholders and their proxies, the total number of voting shares they represent and the proportion of these shares to the total number of the voting shares of the Company, the voting method, the voting results for every resolution and the details of each of the resolution passed.

The Company shall make separate statistics and announcement on the attendance of and votes at the meeting by the holders of domestic shares and holders of foreign shares.

Rule 42 Where a proposal has not been passed or the resolutions of the preceding general meeting have been changed at the current general meeting, special mention shall be made in the announcement of the resolutions of the general meeting.

Rule 43 Minutes of a general meeting shall be kept by the secretary to the Board of Directors. The minutes shall state the following contents:

(1) time, venue and agenda of the meeting and name of the convener;

(2) the presider's name and the names of the directors and senior management present at the meeting;

(3) the number of shareholders and proxies attending the meeting, total number of voting shares they hold and the percentages of their voting shares to the total shares of the Company;

(4) the process of consideration, summary of speeches and voting results of each proposal;

(5) shareholders' questions, opinions or suggestions and corresponding answers or explanations;

(6) names of lawyers, vote counters and scrutinizers of the voting;

(7) other contents to be included in the minutes as specified in the Articles of Association.

The directors, the secretary to the Board of Directors, the convener or representative thereof, and the presider of the meeting attending or present at the meeting shall sign on the minutes and ensure that the contents of the minutes are true, accurate and complete. The minutes, the signed register of attendance by those shareholders present and the power of attorney for attendance by proxy and valid information on votes cast online or by other means shall be kept together for at least 10 years.

Rule 44 The convener shall ensure the general meeting to be continuously held until the final resolution is reached. Where the general meeting is suspended or fails to reach a resolution because of force majeure or other special reasons, necessary measures shall be taken to restore the general meeting or directly terminate it as soon as possible, and make an announcement promptly.

Rule 45 Where a proposal in relation to election of directors is passed at a general meeting, the term of office for the newly elected directors shall come into effect as specified in the Articles of Association.

Rule 46 Where proposals regarding cash distribution, bonus issue or capitalization of capital reserve are passed in a general meeting, the specific plans shall be implemented by the Company within 2 months after the conclusion of the general meeting.

Rule 47 The resolutions passed at the general meeting of the Company are invalid should their contents be in violation of any laws and administrative regulations.

The controlling shareholder or actual controller of the Company shall not restrict or obstruct minority investors from exercising their voting rights in accordance with the law, and shall not prejudice the legitimate rights and interests of the Company and the minority investors.

Should the procedures for convening a general meeting, or the way of voting, be in violation of any laws, administrative regulations or the Articles of Association, or a resolution be in violation of the Articles of Association, the shareholders may, within 60 days from the date when the resolution has been made, request the People's Court to revoke it, except for the convening procedures or voting methods of the general meeting involve only minor defects that have not had a material impact on the resolution.

If the Board of Directors, shareholders, and other relevant parties have disputes regarding the legality of the convener's qualifications, convening procedures, content of proposals, or the validity of resolutions passed at the general meeting, they shall promptly file a lawsuit with the People's Court. Before the People's Court makes a judgment or ruling to revoke the resolution, the relevant parties shall implement the resolution of the general meeting. The Company, its directors, and senior management shall earnestly perform their duties, promptly implement resolutions of the general meeting, and ensure the normal operation of the Company.

Where the People's Court makes a judgment or ruling on relevant matters, the Company shall perform its information disclosure obligations in accordance with the provisions of laws, administrative regulations, the CSRC and the stock exchanges, fully explain the impact of such judgment or ruling, and actively provide cooperation in relation to the enforcement after the judgment or ruling takes effect. If the correction of prior matters is involved, the Company shall make such correction promptly and fulfill the corresponding information disclosure obligations.

Rule 48 In convening a general meeting, the Company shall engage a lawyer to provide legal opinions and publish an announcement on the following matters:

(1) whether the convening and holding procedures of the meeting are in compliance with laws, administrative regulations, this Rule and the Articles of Association;

(2) whether the qualifications of attendees and convener are legally valid;

(3) whether the voting procedures and results of the meeting are legally valid;

(4) legal opinions on other matters issued at the request of the Company.

Chapter 5 Supplementary Provisions

Rule 49 The expression "more than" and "within" used herein includes the number indicated, whereas "exceeding", "below" and "over" used herein excludes the number indicated.

Rule 50 Matters not covered herein or that conflict with relevant laws, regulations, and the Articles of Association shall be implemented in accordance with the relevant national laws, regulations and the Articles of Association.

Rule 51 For matters related to overseas listed foreign shares, the relevant laws, administrative regulations or documents, and the provisions of the Articles of Association shall apply.

Rule 52 This Rule is the appendix of the Articles of Association and shall become effective upon consideration and approval at the general meeting.

Rule 53 Under an amendment to the laws and regulations or an amendment to this Rule as a result of the changes of operation of the Company, the amendment proposed by the Board of Directors shall be reported to the general meeting for approval.

Rule 54 This Rule shall be interpreted by the Board of Directors.

The English version of this appendix is an unofficial translation of its Chinese version. In case of any discrepancies, the Chinese version shall prevail.

The content of the rules of procedures for the board meetings after the proposed amendments is as follows:

Rule 1 These Rules are formulated in accordance with the Company Law of the People's Republic of China (《中華人民共和國公司法》), other laws and regulations, the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, other relevant regulations of the Stock Exchange of Hong Kong Limited and the requirements of the Articles of Association of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (《北京市春立正達醫療器械股份有限公司章程》) (hereinafter as the "**Articles of Association**") with reference to the actual conditions of the Company, in order to standardize the procedures and proceedings of the meetings of the Board of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (hereinafter as the "**Company**"), facilitate the Board to discharge their duties effectively and promote the level of standard operation and scientific decision-making of the Board.

Rule 2 The Board has established the Board Office. The secretary to the Board is also in charge of the Board Office and shall handle daily matters of the Board.

Rule 3 The meetings of the Board include regular meetings and provisional meetings.

The Board should convene at least four regular meetings annually. Notice of the meeting shall be given to all directors 14 days before the date of the meeting.

Rule 4 Before giving the notice on convening a regular Board meeting, the Board Office shall fully consult all Directors to form the initial proposal and then submit it to the chairman of the Board for approval.

The chairman of the Board shall consult the manager or other senior management staff as necessary before finalizing the proposal.

Rule 5 The Board shall convene a provisional meeting within 10 days after receiving the proposal under the following circumstances:

(1) when proposed by shareholders holding more than one-tenth of the voting rights;

(2) when jointly proposed by more than one-third of the directors;

(3) when proposed by the Audit Committee;

(4) when the chairman of the Board considers it is necessary;

(5) other circumstances prescribed in the Articles of Association.

Rule 6 Where a provisional meeting of the Board is proposed in accordance with the preceding provisions, a written proposal signed under the hand (seal) of the proposer shall be submitted through the Board Office or directly to the chairman of the Board. The following shall be indicated in the written proposal:

(1) the name or designation of the proposer;

(2) the reasons for the proposal or objective facts/causes on which the proposal is based;

(3) the time or timeframe, venue and form of the proposed meeting;

(4) the proposals in clear and specific terms;

(5) the contact information of the proposer and the date of proposal, etc.

The proposals shall be concerning matters that fall within the scope of the authorities of the Board as prescribed in the Articles of Association, and be submitted together with the relevant materials.

After receiving the aforesaid written proposals and the relevant materials, the Board Office shall forward such to the chairman of the Board on the same day. If the chairman of the Board considers the contents of the proposals not clear and not specific, or considers the relevant materials insufficient, he/she may request the proposer to revise or supplement the relevant contents.

The chairman of the Board shall convene and chair the meeting of the Board within ten days after receiving the proposal.

Rule 7 The meetings of the Board shall be convened and chaired by the chairman of the Board. If the chairman of the Board is unable to or does not perform his/her duties, a director jointly elected by more than half of the directors shall convene and chair the meetings.

Rule 8 The Board Office shall send the notice of meeting to all the directors, managers and secretary to the Board 14 days and 5 days before convening a regular and provisional meeting of the Board, respectively, by means of courier, express delivery, email, or fax.

Where a provisional meeting of the Board needs to be convened in case of an emergency, the notice of meeting may be sent by telephone or by other verbal means, but the convener shall explain the reasons for holding the provisional meeting at the meeting.

Rule 9 A notice of a meeting of the Board shall at least include the following details:

(1) date and venue of the meeting;

(2) duration of the meeting;

(3) subjects and topics;

(4) the day for which the notice is given.

Rule 10 If, after the written notice of a regular meeting of the Board has been dispatched, it is necessary to change the time, venue, or other details of the meeting or add, amend or cancel proposals of the meeting, a written notice of changes shall be dispatched 2 days before the original designated date for convening the meeting, to explain reasons for the change of proposals and provide contents and documents relating to the new proposals. Where the notice of change is sent in less than 2 days in advance, the date of meeting shall be postponed accordingly or held as scheduled after obtaining the approval of all the directors present at the meeting.

If, after the notice of a provisional meeting of the Board has been dispatched, it is necessary to change the time, place, or other details of the meeting or add, amend or cancel proposals to the meeting, the approval by all directors shall be made in advance and relevant records shall also be taken accordingly.

Rule 11 The meeting of the Board shall be held only when over half of the directors attend the meeting. Resolutions of the Board must be approved by more than half of all directors.

The general manager, or the secretary to the Board who is not a director shall attend the meeting. If considered necessary, the chairman of the meeting may notify other relevant persons to attend the meeting.

Rule 12 Directors shall attend the meeting of the Board in person. If they are not able to attend the meeting due to certain reasons, they may appoint other directors in written to attend the meeting on their behalf.

A letter of authorization shall set out the name of the proxy, the relevant matters, scope of authority and validity period, and shall be signed or sealed by the appointer. A director attending a meeting on behalf of others shall exercise a director's rights within the scope of authority. A director who fails to attend a meeting of the Board and fails to appoint a proxy to attend the meeting shall be deemed to have waived his/her right to vote at that meeting.

Rule 13 The appointer and appointee attending the meeting of the Board shall observe the following principles:

(1) when a related-party transaction is being reviewed, a director who is not a related party shall not appoint a director who is a related party to attend the meeting on his/her behalf, and a director who is a related party shall not accept the appointment of a director who is not a related party;

(2) an independent director shall not appoint a non-independent director to attend the meeting on his/her behalf, nor shall a non-independent director accept the appointment from an independent director;

(3) a director shall not appoint other director to attend the meeting to act on his/her behalf with full discretion without having explained his/her opinions and voting intentions on the proposals, and the relevant directors shall not accept any appointment with full discretion or with unclear scope of appointment;

(4) a director shall not accept the appointment from more than two directors, nor shall a director appoint any director that has accepted the appointment from other two directors to attend the meeting on his/her behalf.

Rule 14 In principle, a meeting of the Board shall be held on-site. The provisional meeting of the Board may also be held as voting via video, telephone, fax, or e-mail, etc. upon consent of the convener (the host) and the proposers so long as the directors are able to fully express their opinions. A meeting of the Board can also be held on-site in combination with other means.

Rule 15 The chairman of the meeting shall request all the directors attending the meeting of the Board to express clear opinions in respect of each proposal.

The chairman of the meeting shall restrain in a timely manner any director who obstructs the normal conduct of the meeting or interrupts the speech of other directors.

Unless it is unanimously agreed by all attending directors, the meeting of the Board shall not vote on any proposal not included in the notice of the meeting. A director entrusted by other director to attend the meeting shall not vote on the proposal beyond the meeting notice on his/her behalf.

Rule 16 Directors shall carefully read relevant meeting materials, and independently and prudently express their opinions in a fully informed manner.

A director may inquire, prior to the meeting of the Board Office, the convener, the manager and other senior management, the accountant firm, the legal firm and other relevant persons and institutions to obtain necessary information for decision-making, and where necessary and possible, he/she may also propose to the chairman of the meeting during the course of the meeting to request the aforesaid persons or representatives of the institutions to attend the meeting to give relevant explanations.

Rule 17 After each proposal has been fully discussed, the chairman of the meeting shall at an appropriate timing require the attending directors to vote on it.

Voting for the meeting shall be executed by way of an open and written ballot on the basis of one vote per person.

The voting intention of the directors shall be divided into the following categories: affirmative, negative or abstaining from voting. The attending directors shall choose any one of the aforesaid voting intentions. If any director does not choose any intention or simultaneously chooses two or more intentions, the chairman of the meeting shall require such director to make a new choice. If such director refuses to do so, he/she shall be deemed as abstaining from voting. If any director leaves the meeting venue halfway without indicating his/her voting intention, he/she shall be deemed as abstaining from voting.

Rule 18 After voting of the attending directors is completed, relevant staff of the Board Office shall promptly collect and deliver to the secretary to the Board for counting of ballots cast by the directors.

For the meeting being held onsite, the chairman of the meeting shall announce the voting results forthwith. In other cases, the chairman of the meeting shall require the secretary to the Board to notify the directors of the voting results before the next business day after the close of the specified voting time.

If the directors vote after announcement of the voting results by the chairman of the meeting or after close of the specified voting time, their votes shall be disregarded.

Rule 19 Except for the circumstances mentioned in Article 20 of these Rules, the Board shall examine the proposals submitted and the relevant resolutions formed shall be voted affirmative by over half of all directors. Where laws, administrative rules or the Articles of Association provide that any board resolution shall be approved by more than half of the directors, such provisions shall prevail.

Where different resolutions conflict with each other in their contents and meanings, the resolutions formed later in time shall prevail.

Rule 20 Where the director shall abstain as a result of the connection with the party related to the proposal of the meeting under the Articles of Association of the Company and any director abstains from voting, meetings of the Board may be held when over half of the non-connected directors attend the meeting. The resolution of meetings of the Board shall be passed by over half of the non-connected directors. If the number of non-connected attending directors is less than 3, the relevant proposal shall not be voted on but shall be submitted to the general meeting for consideration.

Rule 21 The Board shall act strictly as authorized by the general meetings and the Articles of Association, and shall not make any resolution beyond authority.

Rule 22 Where more than half of the attending directors or more than two independent directors determine that they cannot make decisions with respect to a proposal because the relevant proposal is not clear nor specific or the meeting documents are inadequate, the host of the meeting shall require the meeting to suspend voting on the proposal.

The director proposing suspension of voting shall provide definite requirements for the conditions to be met for resubmitting the proposal for consideration.

Rule 23 The Board meeting held onsite or via video conference or telephone may be recorded where necessary.

Rule 24 Detailed minutes of the Board meeting shall be recorded by the Board office staff assigned by the secretary to the Board. Such minutes shall include the followings:

(1) date and venue of the meeting and the name of the convener;

(2) the names of the directors present at the meeting and the names of the directors (proxies) present at the Board meeting on behalf of other directors;

(3) agenda of the meeting;

(4) the voting manner and results on each resolution (the voting result shall state the number of affirmative votes, dissenting votes, and abstention votes);

(5) such other matters considered necessary to be recorded by the attending directors.

Rule 25 The attending directors shall sign their names on the minutes of meeting for confirmation on behalf of themselves or the directors who appoint them to attend the meeting.

If any director refuses to give confirmation by signature in accordance with the preceding rule, nor does he/she express dissenting opinions with written explanation, such director shall be deemed to be in agreement with the contents of the minutes.

Rule 26 The chairman of the Board shall urge the relevant personnel to execute the resolutions of the Board, supervise such execution, and report the progress of such execution of the resolutions at future Board meetings.

Rule 27 Archives of Board meetings include notices of meeting, meeting documents, attendance book, letters of proxy for proxy directors, audio meeting recordings (if any), video meeting recordings (if any), votes (if any), minutes of meeting and records of resolutions signed by the attending directors, etc, shall be kept by the Board Office.

Archives of Board meetings shall be kept on file for at least 10 years.

Rule 28 The expressions "more than", "within" used herein includes the number indicated, whereas "over" used herein excludes the number indicated in these Rules.

Matters not covered by these Rules, or contrary to relevant laws, regulations and the Articles of Association, shall be implemented in accordance with the relevant national laws, regulations and the Articles of Association.

These Rules, being an appendix of the Articles of Association, shall come into effect after being considered and approved by the general meeting. In case of any amendment to these rules as a result of an amendment to the laws and regulations or the changes of operation of the Company, the Board shall put forward amendment proposals and report to the general meeting for approval.

These Rules are interpreted by the Board.

The English version of this appendix is an unofficial translation of its Chinese version. In case of any discrepancies, the Chinese version shall prevail.

The content of the working system for independent directors after the proposed amendments is as follows:

Chapter 1 General Rules

Rule 1 This working system is formulated in accordance with the Company Law of the People's Republic of China (《中華人民共和國公司法》) (hereinafter as the "**Company Law**"), Code of Corporate Governance for Listed Companies (《上市公司治理準則》), the Rules Governing Independent Directors of Listed Companies (《上市公司獨立董事管理辦法》), the Articles of Association of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (hereinafter as the "**Company**") (《北京市春立正達醫療器械股份有限公司章程》) (hereinafter as the "**Articles of Association**"), other relevant requirements of stock exchange in the place of listing of the Company and other laws and regulations, with reference to the actual conditions of the Company, in order to further optimize the governance structure of the Company, while facilitating the regulatory operation of the Company and fully capitalizing on the role of Independent Directors.

Rule 2 Independent Directors refer to those directors who perform duties other than directorships out of the Company and have no direct or indirect interest in the Company, its substantial shareholders and actual controllers nor have other relationship that may affect their exercise of independent and objective judgment.

Rule 3 Independent Directors shall assume their obligations of loyalty and diligence towards the Company and all shareholders.

Independent Directors shall duly perform their duties, give full play to their role of decision-making, supervision, check and balance, and professional consultation on the Board, while safeguarding the overall interests of the Company and protecting the legal interests of small and medium shareholders, in accordance with relevant laws, regulations, regulatory documents, and the related requirements of stock exchange of the place of listing of the Company, as well as the requirements within the Articles of Association and this System.

Rule 4 Independent Directors shall ensure their effective performance of duties as Independent Directors with sufficient time and efforts devoted. Any person who has already served as an independent director in 3 domestic listed companies, shall not be nominated as a candidate for Independent Director of the Company in principle.

Any person who has served as an Independent Director of the Company for 6 consecutive years shall not be nominated as a candidate for Independent Director of the Company until and unless a period of 36 months from the date of occurrence of such fact has lapsed. For those who have served as Independent Directors prior to the initial public offering and listing, their term of office shall be calculated consecutively.

Rule 5 The Board shall comprise at least one-third of Independent Directors, and at least one professional in accounting among them.

The Company shall establish the Audit Committee in the Board. The members of the Audit Committee shall be non-executive Directors who do not serve as senior management in the Company, of whom a majority shall be independent directors and the role of convener shall be taken by independent directors with accounting professional qualifications. Employee representatives on the Board may serve as members of the Audit Committee.

The Company may set up special committees for nomination, remuneration and assessment and strategy in the Board as required. More than half of the members of the Nomination Committee and the Remuneration and Assessment Committee shall be Independent Directors, who shall serve as conveners.

Chapter 2 Conditions for the Appointment of Independent Directors

Rule 6 Persons who act as Independent Directors shall meet the conditions as follows:

(1) being qualified for acting as directors of the Company in accordance with the Company Law and other laws, administrative regulations and other related requirements;

(2) having independence as required by Rule 7 to this System;

(3) possessing basic knowledge regarding the operation of listed companies, as well as familiarity with relevant laws, regulations and rules;

(4) having at least five years of legal, accounting or economics working experience necessary for performing the duties as Independent Directors;

(5) possessing good personal integrity and have no adverse records such as major breach of trust;

(6) other conditions required by laws, regulations and the Articles of Association.

Rule 7 Independent Directors must be independent, and the below shall not act as Independent Directors:

(1) the staff employed by the Company or its subsidiary enterprises, as well as their spouses, parents, children and primary social relationships;

(2) any shareholders being natural person, as well as their spouses, parents and children who are, directly or indirectly, interested in more than 1% of the shares in issue of the Company or among the top ten shareholders of the Company;

(3) the staff who are employed by the shareholder(s) which is, directly or indirectly, interested in more than 5% of the shares in issue of the Company or ranks among the top five shareholders of the Company, as well as their spouses, parents and children;

(4) the staff who are employed by subsidiary enterprises owned by the controlling shareholders or actual controllers of the Company, as well as their spouses, parents and children;

(5) any person who has significant business dealings with the Company and its controlling shareholder, de facto controller or their respective affiliates, or holds a position in an entity with which significant business dealings are conducted and its controlling shareholder or de facto controller;

(6) any person who provides financial, legal, advisory and sponsorship services to the Company and its controlling shareholder, de facto controller or their respective affiliates, including but not limited to all members of the project team of the intermediary providing the services, reviewers at all levels, persons signing the reports, partners, directors, senior management and primary responsible persons;

(7) any person who in the past twelve months has fallen into any of the circumstances of (1) to (6) mentioned above;

(8) other persons who do not have the independence as stipulated in the laws, administrative regulations, CSRC regulations, business rules of stock exchanges and the Articles of Association.

The subsidiary enterprises owned by the controlling shareholders or actual controllers of the Company in (4) to (6) of the preceding paragraph shall not include those enterprises which are controlled by the same state-owned asset management institution as the Company and do not constitute connected relationship with the Company in accordance with the relevant regulations.

Independent directors shall conduct an annual self-review of their independence and report the review results to the Board of Directors. The Board of Directors shall assess and give special opinions on the independence of the incumbent independent directors on an annual basis, and disclose the same in the annual report.

Rule 8 In the event that any matters for consideration are found by Independent Directors to be likely to affect his/her independence, he/she shall duly declare the matters to the Company and abstain from that. Timely notification to the Company and resignation shall be made under any circumstances where his/her independence is significantly affected during his/her tenure.

Chapter 3 Nomination, Election and Replacement of Independent Directors

Rule 9 The Board of the Company and shareholders who severally or jointly hold more than 1% of the issued shares of the Company are entitled to nominate candidates for Independent Directors, subject to the determination by election at the general meetings.

Rule 10 The nominators of Independent Directors shall seek the consent of the nominees before any nomination to be made. The nominators of Independent Directors shall prudently verify whether the candidates for Independent Directors satisfy the conditions and qualifications for office, ability to perform duties, and whether there are circumstances that affect his or her independence and make declarations and undertakings on the verification results.

The candidates for Independent Directors shall make declarations and undertakings as to whether they comply with laws, regulations and relevant provisions of the stock exchange in respect of the conditions and qualifications for appointment and independence requirements of Independent Directors.

Rule 11 Where the Nomination Committee has been established under the Board of the Company, the Nomination Committee shall examine the qualifications of the nominees for appointment and form a clear opinion on the examination.

The Company shall submit the relevant materials of the candidates for Independent Directors to the stock exchange no later than the time of publishing the notice of convening the general meeting on the election of independent Directors, disclose the relevant declarations and undertakings as well as the review opinions of the Nomination Committee or the special meeting of the Independent Directors, and ensure that the contents of the announcement are true, accurate and complete. The nominator shall undertake in the declarations and undertakings that the nominee does not have an interest in him/her or other circumstances that may affect the independent performance of the nominee's duties.

If the Board of the Company has any objection to the relevant information on the candidates for Independent Directors nominated by shareholders, it shall simultaneously submit the written opinions of the Board to the stock exchange.

Rule 12 Nominators of and candidates for Independent Directors shall undertake that the materials submitted to the Company about the candidates for Independent Directors are true, accurate and complete, without any misrepresentation, misstatement or material omission.

Rule 13 The nominators of Independent Directors shall verify whether any of the following circumstances apply to the candidates for Independent Directors, and provide explanations:

(1) being constantly absent from Board meetings or failure to attend the meetings in person during his/her past tenure as Independent Director;

(2) failure to express any opinions of Independent Director as required or the expressed independent opinions to be significantly untrue upon verification during his/her past tenure as Independent Director;

(3) being subject to any administrative punishments imposed by CSRC in the past three years;

(4) being liable for any public condemnations or reported criticism lodged by any stock exchange in the past three years;

(5) being responsible for significant duties as directors (Independent Directors) or senior management for more than three listed companies simultaneously;

(6) being aged 70 or above, and simultaneously employed in various companies, institutions or social organizations;

(7) being inconsistent with the qualification requirements for the appointment of directors and Independent Directors as specified by other related departments;

(8) the circumstances related as specified in Declaration by Nominators of Independent Directors (《獨立董事提名人聲明》) and Declaration by Candidates for Independent Directors (《獨立董事候選人聲明》);

(9) other circumstances which would affect the integrity, diligence and independent performance of duties as Independent Directors.

Candidates for Independent Directors shall have possess personal integrity and have none of the following adverse records:

(1) subject to administrative penalties by the CSRC or criminal penalties by judicial authorities for violation of laws or crime, in respect of securities and futures, in the past 36 months;

(2) a case has been filed for investigation by the CSRC or by judicial authorities for violation of laws or crime, in respect of securities and futures, and no clear conclusion has been reached;

(3) open denunciation or over 3 circulated criticisms by the stock exchange in the past 36 months;

(4) adverse records such as major breach of trust;

(5) removal of his/her duties on a general meeting proposed by the Board due to failure to neither attend in person nor appoint another Independent Director to attend the meeting of the Board on his/her behalf for two consecutive times during his/her service as Independent Director, which was less than 12 months;

(6) other circumstances recognized by the stock exchange.

Rule 14 The length of each tenure of Independent Directors shall be the same as that of other directors of the Company, and subject to re-election upon the expiry of tenure, provided that the length of tenure upon re-election shall not be more than six years.

Rule 15 If an Independent Director fails to attend in person or appoint another Independent Director to attend the meeting of the Board on his/her behalf for two consecutive times, the Board shall propose to convene a general meeting to dismiss such Independent Director within 30 days from the date of the occurrence of such fact.

Rule 16 Any Independent Director who fails to meet the independence requirements or qualifications for appointment after taking office shall immediately cease the performance of his/her duties and resign from his/ her position. If he/she fails to resign, the Board shall immediately dismiss him/her as required as soon as it becomes aware or should become aware of such facts.

Rule 17 Independent Director can resign before the expiry of his/her term of office.

Independent Director shall submit a written resignation report to the Board upon resignation, together with an explanation about any circumstances related to his/her resignation or the matters he/she considered necessary to be brought to the attention of shareholders and creditors of the Company. The Company shall disclose the reasons for and concerns about the resignation of the Independent Director.

Where the resignation of an Independent Director will result in the proportion of Independent Directors in the Board or its special committees failing to comply with the provisions of this System or the Articles of Association, or there is a lack of accounting professionals among the Independent Directors, the Independent Director tendered his/her resignation shall still perform his/her duties as a director until the date that a new director is appointed. The Company shall complete the by-election within 60 days from the date of the occurrence of the aforementioned fact.

Chapter 4 Duties of Independent Directors

Rule 18 Those requirements regarding the rights and obligations of directors as specified in laws, regulations, the Articles of Association, this System and other relevant requirements apply to Independent Directors.

Rule 19 Independent Directors shall exercise the special authorities as follows:

(1) to independently engage intermediaries to audit, consult or verify specific matters of the Company;

(2) to propose to the Board for convening extraordinary general meetings;

(3) to propose the convening of board meetings;

(4) to solicit shareholders' rights publicly according to laws;

(5) to express independent opinions on matters that may prejudice the interests of the Company or minority shareholders;

(6) to exercise other authorities specified by laws and regulations, relevant requirements of the stock exchange and the Articles of Association.

Where the Independent Directors exercise the authorities specified in (1) to (3) of the preceding rule, the consent from more than half of all the Independent Directors shall be obtained.

Rule 20 The following matters shall be put forward to the Board for consideration upon consent of more than half of all Independent Directors:

(1) related party transactions that shall be disclosed;

(2) plans for change or waiver of undertakings by the Company and related parties;

(3) the decision-making by the Board and the measures taken thereupon in the event of a takeover of the Company;

(4) other matters stipulated by laws and regulations, relevant requirements of the stock exchange and the Articles of Association.

Rule 21 Independent Directors who vote against or abstain from voting on resolutions of the Board shall explain the specific reasons and basis, the legality and compliance of the matters concerned, the possible risks and impact on the interests of the Company as well as the small and medium shareholders.

Rule 22 If an Independent Director discovers that the Company has violated any laws and regulations, relevant requirements of the stock exchange, or provisions of the Articles of Association, or has contravened the resolutions of the general meeting and the Board, he/she shall report to the Board in a timely manner and may require the Company to make written explanations.

Rule 23 Independent Directors shall work in the office of the Company for at least 15 days every year. In addition to attending the general meetings, the meetings of the Board and its special committees, and the special meetings of Independent Directors as required, Independent Directors may perform their duties by obtaining information on the Company's operation on a regular basis, listening to reports from the management of the Company, communicating with intermediaries such as the person in charge of the internal audit department and the accounting firm undertaking Company's audit affair, conducting on-site visits and communicating with small and medium shareholders.

Rule 24 Independent opinions issued by the Independent Directors on material matters shall at least include the following:

(1) basic information of the material matters;

(2) the basis of opinions, including procedures performed, documents reviewed and the contents of on-site inspection;

(3) the legality and compliance of the material matters;

(4) the impact on the interests of the Company and minority shareholders, the potential risks and the effectiveness of the measures taken by the Company;

(5) conclusive opinions expressed. If a qualified opinion or an adverse opinion is given or being unable to express an opinion on material matters, the relevant Independent Directors shall explicitly explain the reasons of or obstacles for being unable to express opinions.

The Independent Directors shall sign and confirm their independent opinions issued, report such opinions to the Board in a timely manner and disclose the same together with relevant announcements of the Company.

Rule 25 An Independent Director shall submit his/her annual work report to the Company's annual general meeting, which shall include the following:

(1) the number of board meetings attended throughout the year, the method of attendance and the voting records thereof, and the number of general meetings attended;

(2) attendance at special meetings of Independent Directors or special committees meetings concerning the relevant matters specified under this System and the exercise of the special authorities of Independent Directors;

(3) significant matters, methods and results of communication with the internal audit department and the accounting firm undertaking the audit affairs of the Company in relation to the financial and business conditions of the Company;

(4) communication with the small and medium shareholders;

(5) the time spent and details of the on-site work in the Company;

(6) other performance of duties.

The annual work report of Independent Directors shall be disclosed no later than the date when the Company issues the notice of the annual general meeting.

Rule 26 Minutes shall be prepared for the meetings of the Board of the Company and its special committees and the special meetings of Independent Directors as required, and the opinions of Independent Directors shall be stated in the minutes. The minutes shall be signed by Independent Directors for confirmation.

Independent Directors shall prepare work records and record in detail the performance of their duties. The working records of Independent Directors and the information provided by the Company to Independent Directors shall be kept for at least ten years.

Chapter 5 Working Conditions of Independent Directors

Rule 27 The Company shall ensure that the Independent Directors have the same right to information as other directors. In order to ensure the effective exercise of the Independent Directors' powers and functions, the Company shall keep the Independent Directors regularly informed of the Company's operations, provide them with information, and organize or cooperate with the Independent Directors in conducting site inspections and other work.

Where more than two Independent Directors conclude that the board meeting materials are incomplete or insufficiently substantiated, or the materials are provided untimely, they may request the Board in writing for postponement of the meeting or scrutiny of such resolution, which shall be accepted by the Board.

Rule 28 The Company shall provide the necessary working conditions and personnel support for Independent Directors to perform their duties.

Where the performance of duties of an Independent Director involves disclosure of information, the Company shall make disclosure in a timely manner.

Rule 29 When the Independent Directors exercise their functions and powers, the relevant personnel of the Company such as directors and senior management shall actively cooperate, and shall not refuse, hinder or conceal relevant information, or interfere with their independent exercise of functions and powers.

Rule 30 The Company shall provide Independent Directors with allowances that are appropriate to their duties. Proposals on the level of allowances shall be prepared by the Board, approved by a general meeting, and disclosed in the Company's annual report.

Apart from the above-mentioned allowances, the Independent Directors shall not obtain other benefits from the Company, its substantial shareholders, actual controllers or any units and personnel in which it has an interest.

Chapter 6 Supplementary Provisions

Rule 31 This System will come into effect upon approval at the Company's general meeting.

Rule 32 This System shall be subject to the interpretation of the Board of the Company.

Rule 33 Where any matters are not covered in this System or where this System is inconsistent with the laws, administrative rules, regulatory documents and relevant provisions of the stock exchange where the shares of the Company are listed or the Articles of Association, those national laws, administrative rules, regulatory documents, relevant provisions of the stock exchange where the shares of the Company are listed and the Articles of Association shall prevail.

The English version of this appendix is an unofficial translation of its Chinese version. In case of any discrepancies, the Chinese version shall prevail.

The content of the management measures for use of proceeds after the proposed amendments is as follows:

Chapter 1 General Rules

Rule 1 These measures are established in accordance with the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China (hereinafter referred to as the "**Securities Law**"), the Regulatory Rules on Proceeds of Listed Companies, the Rules Governing the Listing of Stocks on the Science and Technology Innovation Board of Shanghai Stock Exchange, the Guidelines No. 1 of Self-Regulatory Rules for Listed Companies on the Science and Technology Innovation Board of Shanghai Stock Exchange — Regulated Operation and other laws, administrative regulations, departmental rules, and regulatory documents and the Articles of Association of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (hereinafter referred to as the "**Articles of Association**") and other provisions, and taking into account the actual situation of the Company, in order to regulate the management and utilisation of proceeds of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (hereinafter referred to as the "**Company**"), safeguard the security of proceeds, enhance the utilisation efficiency of proceeds and protect the interests of investors.

Rule 2 Proceeds as mentioned in these measures refer to proceeds raised from investors by the Company through issuing shares or other equity-type securities and used for specific purposes, but do not include the proceeds raised for implementing share incentives scheme by the Company.

Rule 3 The Company's proceeds shall be used exclusively for the specific purposes. The use of proceeds by the Company shall comply with national industrial policies and relevant laws and regulations, practice the concept of sustainable development, fulfill social responsibilities, and in principle, shall be used for the principal businesses, which is conducive to enhancing the Company's competitiveness and innovation capabilities. The Company's proceeds shall be invested in the field of technological innovation to promote the development of new quality productive forces.

Rule 4 The Company's directors and senior management shall perform their duties diligently and responsibly to ensure the security of the Company's proceeds, and shall not manipulate the Company to change the use of proceed without authorisation or in disguised form.

Rule 5 Controlling shareholders, actual controllers, and other connected persons shall not occupy the proceeds of the Company and shall not make use of the proceeds-funded project ("**Proceeds-funded Project(s)**") of the Company for inappropriate benefits.

If the Company discovers that its controlling shareholders, actual controllers, or other connected persons have occupied the proceeds, it shall promptly request the return of the proceeds, and disclose the reasons for the occupation, the impact on the Company, the repayment and rectification plan, and the progress of the rectification.

Rule 6 During the consistent supervising period, the Company shall work with the sponsor or independent financial adviser in performing their continuous supervision duties regarding the management of proceeds of the Company and carry out the supervision of the management of proceeds of the Company on a continuous basis.

Rule 7 In case of any violation of these measures that caused the Company to suffer from loss, the related responsible person shall be punished depending on the actual situations and subject to civil liability, when necessary.

Chapter 2 The Special Deposit of Proceeds

Rule 8 The Company shall deposit the proceeds in a special account which is opened with the approval of the board of directors (hereinafter referred to as "**special account**") for centralised management and use. The special account shall not be used to deposit funds other than the proceeds or for other purposes.

Rule 9

The Company shall sign a tripartite supervision and administration agreement for the deposit of proceeds (hereinafter referred to as the "**Agreement**") with the sponsor or independent financial adviser and the commercial bank in which the proceeds are deposited (hereinafter referred to as the "**Commercial Bank**") within one month after receiving the proceeds, and promptly issue an announcement. Upon signing the relevant Agreement, the Company may utilise the proceeds. The Agreement shall at least include the following:

(1) the Company shall place the proceeds in the special account;

(2) the Commercial Bank shall issue a bank reconciliation statement of the special account to the Company on a monthly basis, and copy the same to the sponsor or independent financial adviser;

(3) the sponsor or independent financial adviser may visit the Commercial Bank to inquire the relevant information of the special account at any time;

(4) the rights, obligations and default liabilities of the Company, the Commercial Bank, the sponsor or independent financial adviser.

When the Company carries out the Proceeds-funded Projects through subsidiaries or other entities, the Company, the entity implementing the Proceeds-funded Projects, the Commercial Bank and the sponsor or independent financial adviser shall enter into a tripartite regulatory agreement with the Company and the entity implementing the Proceeds-funded Projects deemed as one party.

Where the above Agreement is terminated prior to the expiration of the term of validity due to the change of the Commercial Bank, the sponsor or independent financial adviser, the Company shall sign a new Agreement with the party concerned within one month upon the date of the termination of the previous Agreement.

Chapter 3 Use of the Proceeds

Rule 10 The Company shall comply with the following requirements in the use of proceeds:

(1) The Company shall utilise the proceeds according to the plan on the use of proceeds committed in the prospectus;

(2) In case of any circumstances which severely affect proper progress of the plan on the use of proceeds, the Company shall report to the stock exchange for the timely filing and make an announcement;

(3) In case of any one of the following circumstances arises during the implementation of the Proceeds-funded Projects, the Company shall reassess the feasibility and projected revenue of the Proceeds-funded Projects to decide whether to continue the implementation of the projects or not:

1. any material changes in market environment in which the Proceeds-funded Project is involved;

2. where any Proceeds-funded Project has been left idled for more than one year after the proceeds were received;

3. failure to meet the deadline of the proceeds investment plan and less than 50% of the proposed investment amount has been actually invested;

4. any other abnormalities in the Proceeds-funded Project.

Where the Company falls under the circumstances specified in the preceding paragraph, it shall disclose such information in a timely manner. If it is necessary to adjust the proceeds investment plan, the Company shall simultaneously disclose the adjusted proceeds investment plan; if the adjustment involves a change to the Proceeds-funded Project, the relevant review procedures for changing the use of proceeds shall apply.

The Company shall disclose the specific details of the re-demonstration of Proceeds-funded Projects during the reporting period in its annual report and semi-annual report.

Rule 11 The Company shall not use the proceeds for the following purposes:

(1) hold financial investments, and directly or indirectly invest in companies whose principal business is the trading of marketable securities, except for financial enterprises;

(2) change the use of the proceeds in disguised form through pledge, entrusted loan or other means;

(3) provide the proceeds directly or indirectly to the connected persons, including controlling shareholders and actual controllers, and facilitate the connected persons to obtain improper benefits;

(4) other behaviours that violate the provisions on managing the proceeds.

Rule 12 If the Company invested in the Proceeds-funded Project in advance with self-raised funds and then replaces the self-raised funds with the proceeds after the latter is in place, such replacement shall be implemented within 6 months after the proceeds are transferred into the special account.

Such replacement shall be subject to the consideration and approval by the board of directors of the Company, and the sponsor or independent financial adviser shall express their explicit opinions. The Company shall disclose the relevant information in a timely manner.

In the implementation of Proceeds-funded Projects, in principle, payments shall be made directly with the proceeds. In cases where direct payment with the proceeds is truly difficult, such as for payment of personnel remuneration or purchase of overseas products and equipment, replacement may be implemented within 6 months after payment with self-raised funds.

Rule 13 Temporary idle proceeds can be used for cash management by the Company, which shall be implemented through the special proceeds account or a publicly disclosed product-specific settlement account. Where cash management is implemented through a product-specific settlement account, no non-proceeds funds may be deposited in such account nor may the account be used for other purposes. The implementation of cash management shall not affect the normal progress of the proceeds investment plan.

Cash management products shall meet the following conditions:

(1) highly secured capital guarantee products, such as structured deposits and certificates of deposit;

(2) good liquidity, with a product term not exceeding twelve months;

(3) not being eligible for pledge.

If a product-specific settlement account is opened or cancelled, the Company shall promptly issue an announcement.

Rule 14 The use of the temporarily idle proceeds for cash management by the Company shall be subject to the consideration and approval by the board of directors, and the sponsor or independent financial adviser shall express their explicit opinions. The Company shall promptly disclose the following information:

(1) the basic information of the fund raising activity, including the time of the raising, the amount of the proceeds, the net proceeds and the investment plan, etc.;

(2) the information of the use of proceeds;

(3) the quota and duration of the cash management, whether there are any disguised changes in the use of the raised proceeds, and measures to ensure that the proper progress of the Proceeds-funded Projects will not be affected;

(4) the income distribution method, investment scope and security of the cash management product;

(5) opinions issued by the sponsor or independent financial adviser.

When the Company encounters situations that may harm the interests of the Company and investors, such as the deterioration of the financial condition of the product issuer or the risk of losses in the invested products, it shall promptly disclose a risk warning announcement and explain the risk control measures taken by the Company to ensure fund safety.

Rule 15 Temporary idle proceeds may be temporarily used to replenish working capital, but such use shall be implemented through the special proceeds account and comply with the following requirements:

(1) it shall be used only for production and operation activities in related to the principal business, and shall not be used for the placing and subscription of new shares, or for the trading of stocks and their derivatives, convertible corporate bonds, etc., through direct or indirect arrangements;

(2) it shall not be used to alter the purpose of the proceeds in a disguised form, nor shall it affect the normal implementation of the proceeds investment plan;

(3) the maximum term for a single temporary replenishment of working capital shall not exceed 12 months;

(4) the proceeds previously used for temporarily replenishing working capital that have matured shall have been repaid.

If the temporary idle proceeds are temporarily used to replenish working capital by the Company, matters such as the quota and term shall be considered and approved by the board of directors, and the sponsor or independent financial adviser shall express their explicit opinions. The Company shall disclose relevant information in a timely manner.

Before the maturity date of the working capital replenishment, the Company shall return such funds to the special proceeds account and promptly announce the status of the return of the proceeds.

Rule 16 The Company shall, in accordance with its development plan and actual production and operation needs, properly arrange the utilisation plan for the Excess Proceeds. The Excess Proceeds shall be used for ongoing projects, new projects, or repurchasing and legally cancelling the Company's shares. The Company shall, at the latest by the time of the overall completion of the same batch of the Proceeds-funded Projects, clarify the specific utilisation plan for the Excess Proceeds and put them into use in accordance with the plan. The use of the Excess Proceeds shall be resolved by the board of directors in accordance with the law, and the sponsor or independent financial adviser shall issue an explicit opinion. The matter shall also be submitted to the general meeting for deliberation. The Company shall promptly and fully disclose relevant information such as the necessity and rationality of using the Excess Proceeds. Where the Company uses the Excess Proceeds to invest in ongoing projects or new projects, such investments shall be made in the principal business. The Company shall conduct scientific and prudent feasibility analyses on the investment projects and fully disclose information such as the construction plans, investment cycles, and return rates of the relevant projects.

Rule 17 If it is truly necessary to use temporarily idle Excess Proceeds for cash management or temporarily replenishing working capital, the Company shall explain the necessity and rationality. When the Company uses temporarily idle Excess Proceeds for cash management or temporarily replenishing working capital, matters such as the quota and term shall be reviewed and approved by the board of directors. The sponsor or independent financial adviser shall issue an explicit opinion, and the Company shall promptly disclose the relevant information.

Rule 18 After the completion of a single or all Proceed-funded Projects, the Company may use the remaining balance of the proceeds (including interest income) for other purposes, such use shall be reviewed and approved by the board of directors and may only be implemented after the sponsor or independent financial adviser has issued an explicit opinion. The Company shall promptly announce such use after the board of directors has approved it.

If the surplus proceeds (including interest income) are less than RMB10 million, the Company may be exempted from following the procedures specified in the preceding paragraph, but shall disclose the use of the relevant proceeds in its annual report.

Rule 19 If a Proceeds-funded Project is expected to fail to be completed within the original time limit and the Company intends to postpone its implementation, such postponement shall be promptly reviewed and approved by the board of directors, and the sponsor or independent financial adviser shall issue an explicit opinion. The Company shall promptly disclose the specific reasons for the failure to complete the project on schedule, and explain matters including, but not limited to, the current deposit and account status of the proceeds, whether there are circumstances affecting the normal advancement of the proceeds utilisation plan, the expected completion time and phased investment plan, and the measures to ensure the completion of the project on schedule after the postponement.

Chapter 4 Changes in the Use of Proceeds

Rule 20 The Company shall use the proceeds in accordance with the purposes as set out in the prospectus or other public offering documents and shall not change the use without authorisation.

Each of the following circumstances shall be deemed as a change to the use of the proceeds, which requires a resolution by the board of directors in accordance with the law, explicit opinions from the sponsor or independent financial advisor, and submission to the general meeting for consideration. The Company shall promptly disclose the relevant information:

(1) the cancellation or termination of the original Proceeds-funded Project and the implementation of a new project or permanent supplement to working capital;

(2) the change in the subject entity of the Proceeds-funded Project;

(3) the change in the method of implementation of the Proceeds-funded Project;

(4) other circumstances recognised by the China Securities Regulatory Commission and the stock exchanges.

In case the Company is in the circumstance specified in item (1) of the preceding paragraph, the sponsor or the independent financial advisor shall, in combination with the previously disclosed documents related to proceeds, specifically explain the main reasons for the changes in the Proceeds-funded Project and the rationality of the previous relevant opinions.

If the subject entity of the Proceeds-funded Project is changed between the Company and its wholly-owned subsidiaries, or only the implementation location of the Proceeds-funded Project is changed, it shall not be deemed as a change in the use of proceeds. Relevant changes shall be resolved by the board of directors, and there is no need to go through the consideration procedure of the general meeting. The sponsor or the independent financial advisor shall express a clear opinion, and the Company shall disclose relevant information in a timely manner.

Rule 21 The Company's adjusted Proceeds-funded Project shall be invested in the principal businesses of the Company. The board of directors of the Company shall scientifically and prudently conduct the feasibility analysis of the new Proceeds-funded Projects, and ensure that the investment projects will enhance the Company's competitiveness and innovation capabilities, and effectively hedge investment risks and enhance the efficiency for utilisation of proceeds.

Rule 22 Where the Company proposes to change the use of proceeds, the Company shall, upon submission of the same to the board of directors for consideration, within 2 trading days, report to the stock exchange and make an announcement including the following:

(1) basic information of the original Proceeds-funded Project and the specific reasons for the change;

(2) basic information of the new Proceeds-funded Project, feasibility analysis and risk alert;

(3) the investment plan for the new Proceeds-funded Project;

(4) an explanation on the new Proceeds-funded Project which has been approved by the relevant authorities or is pending approval, if applicable;

(5) opinions on the change of the use of proceeds of the sponsor or the independent financial advisor;

(6) an explanation stating the change of the use for proceeds needs to be submitted to the general meeting for consideration;

(7) other information as required by the stock exchange.

If new Proceeds-funded Projects involve related transactions, asset acquisition or external investments, the review procedure and disclosure obligation shall be performed according to the requirements of the relevant rules.

Rule 23 Where a Proceeds-funded Project is intended to be transferred to an external party or replaced (except for the ones that have been transferred to an external party or replaced in full during the Company's significant asset reorganisation), the Company should report it to the stock exchange within 2 trading days after the consideration by the board of directors, and announce the followings:

(1) the specific reasons for the external transfer or replacement of the Proceeds-funded Project;

(2) the amount invested in the project from the proceeds;

(3) the progress and realized profits of the project;

(4) basic information, feasibility analysis and risk alert (if applicable) of the new project after replacement;

(5) pricing basis and related profit of the transfer or replacement;

(6) opinions of the sponsor or the independent financial advisor on the transfer or replacement of the Proceeds-funded Project;

(7) explanation that the transfer or replacement of the Proceeds-funded Project requires approval at the general meeting;

(8) other information required by the stock exchange.

The Company should pay full attention to the receipt and use of the proceeds from the transfer, as well as the ownership changes and continuous operation of the newly-replaced assets, and perform the necessary obligations of information disclosure as required.

Chapter 5 Management and Monitoring of the Proceeds

Rule 24 The Company shall truthfully, accurately and completely disclose the actual use of proceeds.

Rule 25 The board of directors of the Company shall continuously keep track of the actual management and use of proceeds and Excess Proceeds (if any), conduct a comprehensive inspection of the progress of the Proceeds-funded Projects every six months, and prepare, review and disclose the Special Report on Proceeds. Relevant special report shall include the basic information of proceeds and Excess Proceeds and the deposit, management and use of proceeds as required under these measures. The Company shall explain the specific reasons in the Special Report on Proceeds on the difference between the actual investment progress of the Proceeds-funded Projects and the investment plan.

Rule 26 The sponsor or independent financial adviser shall, in accordance with the Administrative Measures for the Sponsorship Business of the Issuance and Listing of Securities, continuously supervise the deposit, management and use of the proceeds of the Company. The sponsor or independent financial adviser shall conduct on-site verification of the deposit, management and use of the proceeds of the Company at least every six months.

After the conclusion of each accounting year, the sponsor or the independent financial advisor shall issue a special review report on the deposit, management and the use of proceeds of the Company for the year and disclose it at the time of the disclosure of the Company's annual report. The review report shall comprise the followings:

(1) information relating to the deposit, management and use of the proceeds and the balance of the special account;

(2) progress of the Proceeds-funded Projects, including the difference from the planned progress of investment of proceeds;

(3) information of using the proceeds to replace its own proceeds invested in Proceeds-funded Projects (if applicable);

(4) the use of idle proceeds to replenish working capital and the effects thereof (if applicable);

(5) cash management of idle proceeds (if applicable);

(6) any use of the Excess Proceeds (if applicable);

(7) any changes to use of proceeds (if applicable);

(8) any use of the remaining balance of the proceeds (if applicable);

(9) conclusive opinions relating to whether the deposit, management and use of proceeds of the Company are compliant with laws and regulations;

(10) other information as required by the stock exchange.

During the annual audit, the Company shall engage an accounting firm to issue a verification report on the deposit, management and use of proceeds, and disclose it at the time of the disclosure of the annual report.

After the conclusion of each accounting year, the board of directors shall disclose in the Special Report on Proceeds the conclusive opinion in the special review report issued by the sponsor or the independent financial advisor and the verification report issued by the accounting firm.

Chapter 6 Accountability Mechanism

Rule 27 The Company shall regulate the use of proceeds, consciously maintain the security of the proceeds of the Company, and shall not change the use of the proceeds without authorisation or in a disguised manner. The directors and senior management of the Company have the right to hold the relevant personnel accountable for unauthorised or disguised changes in the use of proceeds, misappropriation of proceeds for investment in stocks and their derivatives or convertible bonds, or failure to report the use of proceeds in a timely manner in accordance with the provisions of these measures.

Rule 28 If the relevant personnel accountable violates the provisions of these measures and uses the Company's proceeds in contravention of the law and leads to losses of the Company, the relevant personnel accountable shall bear the legal liability, including but not limited to civil compensation.

Chapter 7 Supplementary Provisions

Rule 29 Matters not covered in these measures or any conflict with the provisions of laws, regulations, administrative rules and the Articles of Association promulgated from time to time after the effective date of these measures, the provisions of laws, regulations, administrative rules and the Articles of Association shall prevail.

Rule 30 These measures shall be interpreted and amended by the board of directors of the Company.

Rule 31 These measures shall be effective since the date of consideration and approval at the general meeting of the Company.

北京市春立正達醫療器械股份有限公司

Beijing Chunlizhengda Medical Instruments Co., Ltd.*

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

(Stock Code: 1858)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the extraordinary general meeting (the "**EGM**") of Beijing Chunlizhengda Medical Instruments Co., Ltd. (the "**Company**") will be held at 2:00 p.m. on Wednesday, 19 November 2025 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC to consider and, if thought fit, to pass the following resolution:

SPECIAL RESOLUTION

1.0 To consider and approve the abolishment of the Supervisory Committee, the proposed amendments to the Articles of Association, the Rules of Procedures of the General Meetings and the Rules of Procedures of the Board Meetings:

1.01 To consider and approve the abolishment of the Supervisory Committee and the proposed amendments to the Articles of Association;

1.02 To consider and approve the proposed amendments to the Rules of Procedures of the General Meetings; and

1.03 To consider and approve the proposed amendments to the Rules of Procedures of the Board Meetings.

ORDINARY RESOLUTION

2.0 To consider and approve the proposed amendments to the Working System for Independent Directors.

3.0 To consider and approve the proposed amendments to the Management Measures for Use of Proceeds.

4.0 To consider and approve the 2025 Third Quarterly Profit Distribution Plan.

By order of the Board
Beijing Chunlizhengda Medical Instruments Co., Ltd.*
Shi Wenling
Chairman

Beijing, the PRC
30 October 2025

* *For identification purposes only*

** *Unless otherwise stated, the capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 30 October 2025.*

As at the date of this notice, the executive Directors of the Company are Ms. Shi Wenling, Mr. Shi Chunbao, Ms. Yue Shujun and Mr. Xie Feng Bao; the non-executive Director of the Company is Mr. Wang Xin; and the independent non-executive Directors of the Company are Ms. Xu Hong, Mr. Wong Tak Shing and Mr. Weng Jie.

Notes:

1. REGISTRATION OF MEMBERS

In order to be qualified to attend and vote at the EGM, holders of H Shares whose transfers have not been registered must deposit the transfer documents together with the relevant share certificates at the office of the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Thursday, 13 November 2025.

Shareholders whose names appear on the Company's register of members at the close of business on Thursday, 13 November 2025 are entitled to attend and vote at the EGM.

2. APPOINTMENT OF PROXY

Any H Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote at the meeting instead of him/her. A proxy need not be an H Shareholder of the Company.

The instrument to appoint a proxy shall be in writing and signed by the H Shareholder or of his/her attorney duly authorised in writing or, if the H Shareholder is a corporate body, either executed under its common seal or signed by its legal representative, director or duly authorised attorney. If the proxy form is signed by the attorney of the Shareholder, the power of attorney or other authorisation document authorising the attorney to sign the proxy form must be notarised.

To be valid, the proxy form, together with the power of attorney or other authority (if any), shall be lodged by hand or post, to the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares), not less than 24 hours before the time appointed for holding the EGM or its adjourned meeting (as the case may be). Completion and return of the proxy form shall not preclude Shareholders from attending and voting in person at the EGM.

3. CONTACT INFORMATION OF THE COMPANY

Contact Person: Mr. Xie Fengbao
Contact Tel: (8610) 8736 1998

4. PROCEDURES OF VOTING AT THE EGM

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, any vote of H Shareholders at the EGM must be taken by poll.

5. OTHERS

The EGM is expected to take half a day. Shareholders attending the EGM (in person or by proxy) are responsible for their own transportation and accommodation fees. Identification documents must be shown by Shareholder(s) or proxies to attend the EGM.

Further details of the resolutions are set out in the circular.

This notice of EGM is despatched to the holders of H Shares only. The notice of EGM to the holders of A Shares is separately published on the website of the Shanghai Stock Exchange (http://www.sse.com.cn/).

北京市春立正達醫療器械股份有限公司

Beijing Chunlizhengda Medical Instruments Co., Ltd.*

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

(Stock Code: 1858)

NOTICE OF THE H SHAREHOLDERS' CLASS MEETING

Notice is hereby given that a class meeting of the holders of H shares (the "**H Shareholders' Class Meeting**") of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (the "**Company**") will be held at 2:00 p.m. (or the time immediately after the conclusion of the EGM and the class meeting of A shareholders of the Company held on the same date as indicated hereunder) on Wednesday, 19 November 2025 or any adjournment thereof at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC, to consider and, if thought fit, to pass the following resolution:

AS SPECIAL RESOLUTION

1.0 To consider and approve the abolishment of the Supervisory Committee, the proposed amendments to the Articles of Association, the Rules of Procedures of the General Meetings and the Rules of Procedures of the Board Meetings:

1.01 To consider and approve the abolishment of the Supervisory Committee and the proposed amendments to the Articles of Association;

1.02 To consider and approve the proposed amendments to the Rules of Procedures of the General Meetings; and

1.03 To consider and approve the proposed amendments to the Rules of Procedures of the Board Meetings.

By order of the Board
Beijing Chunlizhengda Medical Instruments Co., Ltd.*
Shi Wenling
Chairman

Beijing, the PRC
30 October 2025

* *For identification purposes only*

** *Unless otherwise stated, the capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated 30 October 2025.*

As at the date of this notice, the executive Directors of the Company are Ms. Shi Wenling, Mr. Shi Chunbao, Ms. Yue Shujun and Mr. Xie Feng Bao; the non-executive Director of the Company is Mr. Wang Xin; and the independent non-executive Directors of the Company are Ms. Xu Hong, Mr. Wong Tak Shing and Mr. Weng Jie.

Notes:

1. REGISTRATION OF MEMBERS

In order to be qualified to attend and vote at the H Shareholders' Class Meeting, holders of H Shares whose transfers have not been registered must deposit the transfer documents together with the relevant share certificates at the office of the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Thursday, 13 November 2025.

H Shareholders whose names appear on the Company's register of members at the close of business on Thursday, 13 November 2025 are entitled to attend and vote at the H Shareholders' Class Meeting.

2. APPOINTMENT OF PROXY

Any H Shareholder entitled to attend and vote at the H Shareholders' Class Meeting is entitled to appoint one or more proxies to attend and vote at the meeting instead of him/her. A proxy need not be a H Shareholder of the Company.

The instrument to appoint a proxy shall be in writing and signed by the H Shareholder or of his/her attorney duly authorised in writing or, if the H Shareholder is a corporate body, either executed under its common seal or signed by its legal representative, director or duly authorised attorney. If the proxy form is signed by the attorney of the H Shareholder, the power of attorney or other authorisation document authorising the attorney to sign the proxy form must be notarised.

To be valid, the proxy form, together with the power of attorney or other authority (if any), shall be lodged by hand or post, to the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 24 hours before the time appointed for holding the H Shareholders' Class Meeting or its adjourned meeting (as the case may be). Completion and return of the proxy form shall not preclude H Shareholders from attending and voting in person at the H Shareholders' Class Meeting.

3. CONTACT INFORMATION OF THE COMPANY

Contact Person: Mr. Xie Fengbao
Contact Tel: (8610) 8736 1998

4. PROCEDURES OF VOTING AT THE H SHAREHOLDERS' CLASS MEETING

An H Shareholder or his/her/its proxy may exercise the right to vote by poll.

5. OTHERS

The H Shareholders' Class Meeting is expected to take place immediately after the EGM and the class meeting of the holders of A Shares of the Company.

H Shareholders attending the H Shareholders' Class Meeting (in person or by proxy) are responsible for their own transportation and accommodation fees. Identification documents must be shown by shareholder(s) or proxies to attend the H Shareholders' Class Meeting.

Further details of the resolutions are set out in the circular.