THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in **Beijing Geekplus Technology Co., Ltd.** (北京極智嘉科技股份有限公司), you should at once hand this circular and the accompanying form of proxy to the purchaser(s) or the transferee(s) or to the bank, stockbroker or licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

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Beijing Geekplus Technology Co., Ltd.
北京極智嘉科技股份有限公司

(A joint stock company controlled through weighted voting rights and incorporated in the People's Republic of China with limited liability)

(Stock Code: 2590)

(1) PROPOSED APPOINTMENT OF EXTERNAL AUDITOR
(2) PROPOSED ABOLISHMENT OF THE SUPERVISORY COMMITTEE AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION
(3) PROPOSED AMENDMENTS TO CERTAIN CORPORATE GOVERNANCE SYSTEMS
(4) PROPOSED GRANT OF GENERAL MANDATE
AND
(5) NOTICE OF EGM

A notice dated December 5, 2025 of convening the extraordinary general meeting of Beijing Geekplus Technology Co., Ltd. at Conference Room, 8/F-9/F, Building No. 5, Beijing GLP I-Park International Industrial Park, No. 12 Anxiang Street, Shunyi District, Beijing, PRC on Monday, December 22, 2025 at 10:00 a.m. is set out on pages 106 to 107 of this circular.

Whether or not you are able to attend the EGM, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon as soon as possible, and in any event no later than 24 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

December 5, 2025

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

"Articles of Association"	the articles of association of the Company, currently in force, as amended, supplemented or otherwise modified from time to time
"Audit Committee"	the audit committee of the Company
"Board"	the board of Directors
"Company Law"	Company Law of the PRC (中華人民共和國公司法)
"Company"	Beijing Geekplus Technology Co., Ltd. (北京極智嘉科技股份有限公司), a limited company incorporated under the laws of the PRC on February 3, 2015 and converted into a joint stock company with limited liability on March 22, 2021
"Director(s)"	the director(s) of the Company
"EGM"	the extraordinary general meeting of the Company to be convened and held at 10:00 a.m. on Monday, December 22, 2025 at Conference Room, 8/F-9/F, Building No. 5, Beijing GLP I-Park International Industrial Park, No. 12 Anxiang Street, Shunyi District, Beijing, PRC, or any adjournment thereof, notice of which is set out on pages 106 to 107 of this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC

"Class A Ordinary Shares"	Class A ordinary shares in the share capital of the Company with a par value of RMB1.00 each, conferring weighted voting rights in the Company such that a holder of a Class A ordinary share is entitled to ten votes per share on all matters subject to the vote at general meetings of the Company, subject to the requirements under Rule 8A.24 of the Listing Rules and the PRC Company Law that the reserved matters and the special matters shall be voted on a one vote per share basis
"Class B Ordinary Shares"	Class B Ordinary Shares in the share capital of the Company with a par value of RMB1.00 each, conferring a holder of a Class B Ordinary Share one vote per share on all matters subject to the vote at general meetings of the Company
"H Share(s)"	the Class B Ordinary Share(s) in the share capital of our Company with a par value of RMB1.00 each, which is/are traded in Hong Kong dollars and listed on the Stock Exchange
"Unlisted Share(s)"	ordinary share(s) issued by our Company, with a par value of RMB1.00 each, which is/are not listed on any stock exchange, comprising (i) all Class A Ordinary Shares and (ii) the Class B Ordinary Shares not converted into H Shares
"treasury shares"	has the meaning ascribed to it under the Listing Rules
"H Share Registrar"	Computershare Hong Kong Investor Services Limited
"PRC" or "China"	the People's Republic of China which shall, for the purpose of this circular, exclude Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan region
"the Rules of Procedure for the Board of Directors"	the Rules of Procedure for the Board of Directors of Beijing Geekplus Technology Co., Ltd.
"the Rules of Procedure for the Shareholders' Meetings"	the Rules of Procedure for the Shareholders' Meetings of Beijing Geekplus Technology Co., Ltd.
"Renminbi" or "RMB"	the lawful currency of the PRC

"Share(s)"	ordinary shares in the share capital of our Company of RMB1.00 each, comprising Class A Ordinary Shares and Class B Ordinary Shares, or Unlisted Shares and H Shares
"Shareholder(s)"	holder(s) of our Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Supervisor(s)"	supervisor(s) of the Company
"Supervisory Committee"	the committee of Supervisors of the Company
"%"	per cent

Beijing Geekplus Technology Co., Ltd.
北京極智嘉科技股份有限公司

(A joint stock company controlled through weighted voting rights and incorporated in the People's Republic of China with limited liability)

(Stock Code: 2590)

Executive Directors:
Mr. Zheng Yong (鄭勇) *(chairman)*
Mr. Li Hongbo (李洪波)
Mr. Chen Xi (陳曦)
Mr. Liu Kai (劉凱)

Non-executive Directors:
Mr. Xia Zhijin (夏志進)
Mr. Chan Wo Kong (陳和江)
Mr. Bai Jin (白津)
Mr. Li Ke (李珂)

Independent non-executive Directors:
Ms. Chen Chen (陳晨)
Mr. Liu Dacheng (劉大成)
Mr. Chen Shaohua (陳少華)
Mr. Han Yu (韓愉)

Principal Place of Business in the PRC:
8/F-9/F, Building No. 5
Beijing GLP I-Park International Industrial Park
No. 12 Anxiang Street
Shunyi District Beijing
PRC

Principal Place of Business in Hong Kong:
46/F, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

To the Shareholders,

Dear Sir or Madam,

(1) PROPOSED APPOINTMENT OF EXTERNAL AUDITOR
(2) PROPOSED ABOLISHMENT OF THE SUPERVISORY COMMITTEE AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION
(3) PROPOSED AMENDMENTS TO CERTAIN CORPORATE GOVERNANCE SYSTEMS
(4) PROPOSED GRANT OF GENERAL MANDATE
AND
(5) NOTICE OF EGM

INTRODUCTION

Reference is made to the announcement published by the Company dated December 4, 2025 in relation to, among others, (1) proposed appointment of external auditor; (2) proposed abolishment of the Supervisory Committee and amendments to the Articles of Association; (3) proposed amendments to certain corporate governance systems; (4) proposed grant of General Mandate; and (5) notice of EGM.

The purpose of this circular is to provide the Shareholders with (i) further information on the proposed resolutions to be considered at the EGM to enable you to make an informed decision on whether to vote for or against the resolutions at the EGM; and (ii) the notice of EGM.

(1) Proposed Appointment of External Auditor

Reference is made to the announcement published by the Company dated December 4, 2025 in relation to the proposed appointment of an external auditor.

The Board resolved, upon recommendation by the audit committee of the Company (the "**Audit Committee**"), to propose the appointment of KPMG Hong Kong as the Company's external auditor, effective from the conclusion of the EGM until the conclusion of the Company's next annual general meeting, and to propose that it be authorised to determine its remuneration for 2025 and execute relevant agreements, subject to approval by Shareholders at the EGM by way of an ordinary resolution.

The Audit Committee believes that the appointment of KPMG Hong Kong as the external auditor of the Company is in the interests of the Company and its Shareholders as a whole.

(2) Proposed Abolishment of the Supervisory Committee and Amendments to the Articles of Association

Reference is made to the announcement published by the Company dated December 4, 2025 in relation to the proposed abolishment of the Supervisory Committee and amendments to the Articles of Association.

In order to fully implement the requirements of the latest laws and regulations, and further improve the Company's governance structure and promote standardized operations, in accordance with the provisions of the currently effective Company Law and other laws, regulations and normative documents, and in light of the actual situation of the Company, the Company intends to abolish the Supervisory Committee, and the functions of the Supervisory Committee shall be undertaken by the Audit Committee. Accordingly, the rules of procedure for the Supervisory Committee and other systems and provisions related to Supervisors or the Supervisory Committee will be abolished, and the Articles of Association will be revised.

Prior to the approval of the abolishment of the Supervisors and the Supervisory Committee at the EGM, the Supervisors and the second session of the Supervisory Committee shall continue to diligently perform their supervisory duties in strict compliance with the requirements of the Company Law and other laws, regulations and normative documents, safeguarding the interests of the Company and all Shareholders.

Furthermore, the Board proposes that the EGM authorise the Board and/or its authorised person(s) to handle specific matters related to the aforementioned changes, including industrial and commercial registration changes, filing of the Articles of Association, and signing of relevant documents. This authorisation shall remain effective from the date of approval at the EGM until the completion of the relevant industrial and commercial registration changes and filing of the Articles of Association.

Details of the aforementioned amendments to the Articles of Association are set out in Appendix I to this circular. Save for the proposed amendments to the Articles of Association, all other provisions of the Articles of Association shall remain unchanged. The proposed amendments to the Articles of Association are prepared in Chinese. In the event of any discrepancy between the English translation and the Chinese version, the Chinese version shall prevail.

The proposed amendments to the Articles of Association were reviewed and approved by the Board on December 4, 2025. They shall become effective upon approval by Shareholders at the EGM by way of a special resolution.

The Company has been advised by its legal adviser that the proposed amendments to the Articles of Association comply with the requirements of the Listing Rules and PRC laws. The Company confirms that there is nothing unusual about the proposed amendments to the Articles of Association of a company listed in Hong Kong.

(3) Proposed Amendments to Certain Corporate Governance Systems

Reference is made to the announcement published by the Company dated December 4, 2025 in relation to the proposed amendments to certain corporate governance systems.

In order to fully implement the requirements of the latest laws and regulations, and further improve the Company's governance structure and promote standardized operations, in accordance with the provisions of the Company Law and other laws, regulations and normative documents, and in light of the actual situation of the Company, the Company intends to revise certain corporate governance systems. The Board has reviewed and approved the amendments to the Rules of Procedure for the Shareholders' Meetings, the Rules of Procedure for the Board of Directors, the Related Party (Connected) Transaction Management System, the External Guarantee Management System, and the External Investment Management System.

Amendments to the Rules of Procedure for the Shareholders' Meetings and the Rules of Procedure for the Board of Directors are subject to approval by Shareholders at the EGM by way of a special resolution. Amendments to other corporate governance rules are subject to approval by Shareholders at the EGM by way of an ordinary resolution. All these amendments shall only become effective upon approval by Shareholders at the EGM.

Details of the aforementioned corporate governance systems are set out in Appendices II to VI to this circular. The Company's aforementioned management systems and their amendments are drafted in Chinese, and there is no official English version. Therefore, any English translation is provided for reference only. In case of any discrepancy, the Chinese version shall prevail.

(4) Proposed Grant of General Mandate

In order to guarantee that the Board can timely and flexibly decide to issue H Shares as and when appropriate, pursuant to the relevant requirements of the Company Law, the Listing Rules and the Articles of Association, it is proposed at the EGM to generally and unconditionally grant a general mandate to the Board to decide to issue and deal with additional H Shares not exceeding 20% of the total number of the Company's issued H Shares (excluding treasury shares (if any)) as at the date on which this resolution is passed at the EGM (i.e. a maximum of 204,830,096 H Shares to be issued (or sold or transferred out of treasury) by the Company, on the basis that the total number of issued H Shares (excluding any treasury shares) remains unchanged upon the Latest Practicable Date and up to the date on which this resolution is passed at the EGM, being 1,024,150,483) (the "**General Mandate**"), details of which are as follows:

1. Contents of mandate

Specific contents of the mandate include but not limited to:

(a) On the premise of complying with the conditions set forth in (b), (c) and (d) below and the requirements of public float in the Listing Rules, granting a general mandate to the Board to separately or simultaneously issue, allot or dispose of H Shares (including selling and transferring treasury shares, securities that can be converted into shares, options and warrants that can subscribe for any shares or securities that can be converted into shares, or other similar securities) in the Relevant Period of Additional Issuance (as defined below).

(b) The number of H Shares that the Board intends to issue, allot or dispose of (including selling and transferring treasury shares, securities that can be converted into shares, options and warrants that can subscribe for any shares or securities that can be converted into shares, or other similar securities). Among which, the number of H Shares to be converted from the issued securities shall not exceed 20% of the total number of the Company's issued H Shares (excluding treasury shares (if any)) as at the date on which this resolution is passed at the EGM. The Company will be allowed to issue a maximum of 204,830,096 H Shares, on the basis that the total number of issued H Shares (excluding any treasury shares) remains unchanged upon the Latest Practicable Date and up to the date on which this resolution is passed at the EGM, being 1,024,150,483.

(c) In respect of this resolution, the "**Relevant Period of Additional Issuance**" refers to the period from the date on which this resolution is passed at the EGM to the earliest of the following:

(1) the conclusion of the Company's next annual general meeting after the date on which this resolution is passed at the EGM; or

(2) the date on which the Shareholders revoke or amend the General Mandate, the re-authorization by the Board and other matters under this resolution by way of special resolution at an extraordinary general meeting.

(d) The Board may only exercise the above mandate in compliance with applicable laws and regulations, the Listing Rules or all applicable requirements of any other governments or regulatory institutions, as well as upon obtaining approval from CSRC and/or other relevant PRC government agencies.

(e) The Board is authorised to decide each share allotment and issuance under the General Mandate, including but not limited to :

1. number of shares proposed to issue;

2. pricing method and/or issue price (including price range), and the relevant price shall meet the requirements of the Listing Rules and other regulations;

3. dates of issuance commencement and conclusion;

4. use of proceeds;

5. making or granting suggestions, agreements and options that may require the exercise of such power;

6. issuance method;

7. target of issuance; and

8. other contents that shall be included in the specific issuance plan as required by the relevant laws and regulations, other normative documents and relevant regulatory institutions.

(f) The Board is authorised to sign necessary documents, handle needed procedures and take other essential actions to complete the allotment, issuance or disposal of shares within the framework and principles of this resolution, to the extent of not violating relevant laws, administrative regulations, relevant regulatory requirements of the listing place and the Articles of Association, including but not limited to:

1. engaging issuance-related intermediary; reviewing, approving and signing (on behalf of the Company) agreements and documents relating to the issuance (including but not limited to the placing and underwriting agreement, and the intermediary engagement agreement);

2. reviewing, approving and signing (on behalf of the Company) issuance-related legal documents, which will be submitted to the relevant regulatory bodies, performing relevant approval procedures, and handling essential archiving, registration and filing procedures with relevant government agencies in accordance with the requirements of regulatory institutions and the place where the Company's Shares are listed;

3. amending the relevant agreements and legal documents involved in item 1 and 2 above pursuant to the requirements of domestic and overseas regulatory institutions; and

4. approving and signing all actions, contracts, documents and other relevant matters that are essential, appropriate, advisable or related.

(g) The Board is authorised to implement the issuance plan, handle matters relating to the increase in the Company's registered capital to reflect Shares that the Company is authorized to issue under this resolution, and make amendments it considers appropriate and necessary to the terms of the Articles of Association that are related to share issuance and registered capital, as well as take any other necessary actions and handle other necessary procedures to implement the issuance plan and achieve the increase in the Company's registered capital.

2. Relevant authorization

In order to improve decision-making efficiency, reduce internal approval procedure and capture market opportunities, in respect of matters relating to share issuance pursuant to the General Mandate, it is submitted to the EGM to authorize the Board, and the Board may authorize the chairman of the Company, to handle matters relating to share issuance pursuant to the General Mandate, and authorize the chairman of the Company to re-authorize the executive Directors and the chief executive officer to separately or jointly handle matters relating to the allotment, issuance or disposal of shares pursuant to the General Mandate. Details of the above authorization by the Board to the chairman of the Company and his re-authorization may be determined by the Board when exercising the General Mandate.

This resolution has been considered and approved by the Board on December 4, 2025, and will be submitted to the EGM as a special resolution for consideration and approval.

(5) The EGM and Closure of Register of Members

A form of proxy for use at the EGM is enclosed herewith.

If you intend to appoint a proxy to attend the EGM, you are required to complete the enclosed form of proxy in accordance with the instructions printed thereon. Holders of H Shares are required to return the form of proxy to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong and holders of Unlisted Shares are required to return the form of proxy to the Company's principal place of business in the PRC at 8/F-9/F, Building No. 5, Beijing GLP I-Park International Industrial Park, No. 12 Anxiang Street, Shunyi District, Beijing, PRC by personal delivery or by post not less than 24 hours before the

time appointed for holding the EGM (or any adjournment thereof) for taking the poll (i.e. before 10:00 a.m. on Sunday, December 21, 2025). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

Holders of treasury shares (if any) shall abstain from voting on matters that require Shareholders' approval at the Shareholders' meeting of the Company.

The Company is controlled through a weighted voting rights structure. Holders of Class A Shares attending in person (or, in the case of a corporate Shareholder, by its duly authorised representative) or by proxy at the meeting shall be entitled to exercise ten votes for each share held, provided that each share shall be entitled to one vote only in respect of resolutions on any reserved matters (i.e. the resolutions numbered 1 and 5 to 8 set out in the notice of EGM in relation to the proposed appointment of KPMG Hong Kong as the external auditor of the Company, abolishment of the Supervisory Committee and amendments to the Articles of Association, amendments to the Rules of Procedure for the Shareholders' Meetings, amendments to the Rules of Procedure for the Board of Directors and grant of General Mandate). Holders of Class B Shares attending in person (or, in the case of a corporate Shareholder, by its duly authorised representative) or by proxy at the meeting shall be entitled to exercise one vote for each share held.

Holders of Class A Shares and Class B Shares shall at all times be deemed to form one class of Shareholders and shall vote together.

For the purpose of determining the entitlement of Shareholders to attend the EGM, the register of members of the Company will be closed from Friday, December 19, 2025 to Monday, December 22, 2025 (both days inclusive), during which period no transfer of Shares will be effected. Holders of H Shares whose names appear on the registers of members of the Company on Monday, December 22, 2025 shall be entitled to attend and vote at the EGM. In order to be qualified to attend and vote at the EGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for holders of H Shares no later than 4:30 p.m. on Thursday, December 18, 2025. The record date for the purpose of determining the eligibility of the Shareholders to attend and vote at the EGM is Monday, December 22, 2025.

VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a Shareholders' meeting must be taken by poll. As such, resolutions proposed at the EGM will be voted on by poll.

An announcement will be made by the Company following the conclusion of the EGM to inform Shareholders of the poll results of the EGM.

RECOMMENDATIONS

The Board considers that the resolutions to be proposed at the EGM are in the interests of the Company and its Shareholders as a whole. As such, the Board recommends the Shareholders vote in favour of the resolutions proposed at the EGM.

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.

By order of the Board
Beijing Geekplus Technology Co., Ltd.
Zheng Yong
Chairman of the Board, Executive Director and Chief Executive Officer

December 5, 2025

The proposed amendments to the existing Articles of Association are as follows. Deletions are indicated by strikethrough, while additions or modifications are shown in bold. Unless otherwise specified, the chapters and articles mentioned herein refer to those in the revised Articles of Association.

All terms included in this appendix as proposed amendments are those as defined in the existing Articles of Association, and should have the same meanings ascribed to them under the existing Articles of Association.

Before Amendments	After Amendments
Article 1 In a bid to safeguard the legitimate rights and interests of Beijing Geekplus Technology Co., Ltd. (hereinafter referred to as the "Company"), its shareholders and creditors, and to regulate the organization and activities of the Company, the Company formulated the Articles of Association in accordance with the provisions of the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Securities Law of the People's Republic of China (hereinafter referred to as the "Securities Law"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Listing Rules of the Hong Kong Stock Exchange"), as well as other relevant laws and regulations.	**Article 1** In a bid to safeguard the legitimate rights and interests of Beijing Geekplus Technology Co., Ltd. (hereinafter referred to as the "Company"), its shareholders**, employees** and creditors, and to regulate the organization and activities of the Company, the Company formulated the Articles of Association in accordance with the provisions of the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Securities Law of the People's Republic of China (hereinafter referred to as the "Securities Law"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Listing Rules of the Hong Kong Stock Exchange"), as well as other relevant laws and regulations.

Before Amendments	After Amendments
Article 5 Upon the completion of the filing with the China Securities Regulatory Commission (hereinafter referred to as the "CSRC") on June 13, 2025, and obtaining the approval from The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Hong Kong Stock Exchange"), the Company initially issued 161,405,800 ordinary shares denominated in RMB (hereinafter referred to as the "H Shares") to the public (prior to the exercise of the over-allotment option), which were listed on the Hong Kong Stock Exchange on July 9, 2025. All H Shares are Class B Shares.	**Article 5** Upon the completion of the filing with the China Securities Regulatory Commission (hereinafter referred to as the "CSRC") on June 13, 2025, and obtaining the approval from The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Hong Kong Stock Exchange"), the Company initially issued 161,405,800 ordinary shares denominated in RMB (hereinafter referred to as the "H Shares") to the public (prior to the exercise of the over-allotment option), which were listed on the Hong Kong Stock Exchange on July 9, 2025. All H Shares are Class B Shares. **Shareholders holding unlisted domestic shares of the Company applying for conversion of their unlisted domestic shares into overseas listed shares for listing and circulation on Hong Kong Stock Exchange shall comply with the relevant requirements of the CSRC and appoint the Company to file with CSRC. The application by shareholders for the conversion of domestic unlisted shares into overseas listed shares and listing and circulation of such shares on Hong Kong Stock Exchange is not subject to the approval of shareholders' meeting.** **Domestic unlisted shares as referred to in the preceding paragraph shall refer to shares that have been issued by domestic enterprises but not listed or quoted for trading on a domestic venue of exchange.**

Before Amendments	After Amendments
Article 7 The director who performs corporate affairs on behalf of the Company (i.e., the chairman) is the legal representative of the Company.	**Article 7** The director who performs corporate affairs on behalf of the Company (i.e., the chairman) is the legal representative of the Company. **Where the chairman of the Board resigns, such person shall be deemed to have resigned as the legal representative at the same time.** **Where the legal representative resigns, the Company shall appoint a new legal representative within 30 days from the date of resignation of the legal representative.**
	Article 8 The legal consequences of civil activities conducted by the legal representative in the name of the Company shall be borne by the Company. **Any restriction on the power of the legal representative imposed by these Articles of Association or shareholders' meetings shall not be enforceable against a *bona fide* counterparty.** **Where a legal representative causes damage to others in the course of performing his duties, the Company shall bear civil liability. After the Company assumes civil liability, it may, in accordance with the law or the provisions of these Articles of Association, seek compensation from its legal representative who is at fault.**
Article 8 ~~All the assets of the Company are divided into shares of equal value.~~ The shareholders are responsible for the Company to the extent of their subscribed shares, and the Company is responsible for the Company's debts with all its properties.	**Article 9** The shareholders are responsible for the Company to the extent of their subscribed shares, and the Company is responsible for the Company's debts with all its properties.

Before Amendments	After Amendments
Article 9 The Articles of Association shall, from the date on which it takes effect, be the legally binding document that regulates the organization and activities of the Company and the relationship of rights and obligations as between the Company and the shareholders and among the shareholders, and shall be legally binding on the Company, the shareholders, the directors~~, the supervisors~~ and senior management. Based on the Articles of Association, any shareholder may bring a lawsuit against another shareholder, a director, ~~a supervisor,~~ the general manager or any other senior management of the Company. Any shareholder may bring a lawsuit against the Company, and the Company may bring a lawsuit against any shareholder, director, ~~supervisor,~~ general manager or any other senior management.	**Article 10** The Articles of Association shall, from the date on which it takes effect, be the legally binding document that regulates the organization and activities of the Company and the relationship of rights and obligations as between the Company and the shareholders and among the shareholders, and shall be legally binding on the Company, the shareholders, the directors and senior management. Based on the Articles of Association, any shareholder may bring a lawsuit against another shareholder, a director, the general manager or any other senior management of the Company. Any shareholder may bring a lawsuit against the Company, and the Company may bring a lawsuit against any shareholder, director, general manager or any other senior management.
Article 14 The shares of the Company shall be issued under the principles of openness, fairness and impartiality, and each of the shares of the same ~~class shall~~ carry the same rights. Each ~~of the same class of share~~ in the same issue ~~shall~~ carry the same issue terms and price. Each of the shares of the same class shall be subscribed for at the same price ~~by any entity or individual~~ in the same issue.	**Article 15** The shares of the Company shall be issued under the principles of openness, fairness and impartiality, and each of the shares of the same class **carries** the same rights. Each **of the shares of the same class** in the same issue **carries** the same issue terms and price. Each of the shares of the same class shall be subscribed for at the same price **by subscribers** in the same issue.
Article 15 All the ~~shares~~ issued by the Company are denominated in RMB, with a par value of RMB1 per share.	**Article 16** All the **par value shares** issued by the Company are denominated in RMB, with a par value of RMB1 per share.

Before Amendments	After Amendments
Article 27 The Company shall not provide ~~any gift, loan, security, or other~~ financial assistance for others to obtain the shares of the Company or its parent company, except where the Company implements an employee share ownership plan. For the benefit of the Company, the Company may, upon a resolution by the shareholders' meeting or by the Board of Directors under the Articles of Association or the authorization of the shareholders' meeting, provide financial aids for others to obtain the shares of the Company or its parent company, provided that the total accumulative amount of the financial aids shall not exceed 10% of the total issued share capital. A resolution by the Board of Directors shall be adopted by two-thirds or more of all the directors. If violation of the provisions of the preceding two paragraphs causes losses to the Company, the responsible directors~~,~~ ~~supervisors~~ and senior management shall be liable for compensation.	**Article 28** The Company **or its subsidiaries (including affiliates of the Company)** shall not provide financial assistance for others to obtain the shares of the Company or its parent company, except where the Company implements an employee share ownership plan**, in the form of gifts, advances, guarantees, loans or others**. For the benefit of the Company, the Company may, upon a resolution by the shareholders' meeting or by the Board of Directors under the Articles of Association or the authorization of the shareholders' meeting, provide financial aids for others to obtain the shares of the Company or its parent company, provided that the total accumulative amount of the financial aids shall not exceed 10% of the total issued share capital. A resolution by the Board of Directors shall be adopted by two-thirds or more of all the directors. If violation of the provisions of the preceding two paragraphs causes losses to the Company, the responsible directors and senior management shall be liable for compensation.

Before Amendments	After Amendments
Article 28 The Company may increase its capital pursuant to the needs of operation and development and in accordance with laws and regulations and the approval of the competent authorities, subject to the resolution of a shareholders' meeting, by way of: (i) ~~public~~ offering of shares; (ii) ~~private~~ offering of shares; (iii) distribution of bonus shares to the existing shareholders; (iv) conversion of reserve funds to share capital; (v) other methods ~~approved~~ by laws, administrative regulations, the CSRC and the securities regulatory authorities at the place where the Company's shares are listed.	**Article 29** The Company may increase its capital pursuant to the needs of operation and development and in accordance with laws and regulations and the approval of the competent authorities, subject to the resolution of a shareholders' meeting, by way of: (i) offering of shares **to unspecified investors**; (ii) offering of shares **to specified investors**; (iii) distribution of bonus shares to the existing shareholders; (iv) conversion of reserve funds to share capital; (v) other methods **specified** by laws, administrative regulations, the CSRC and the securities regulatory authorities at the place where the Company's shares are listed.

Before Amendments	After Amendments
Article 30 ~~The Company may repurchase its own shares in accordance with laws, administrative regulations, departmental rules, and the Articles of Association in the following circumstances:~~ (i) the Company decreases its registered capital; (ii) the Company is merged with any other company holding shares of the Company; (iii) the Company uses shares for employee share ownership plan or equity incentives; (iv) against a merger or division resolution of the shareholders' meeting, any shareholders of the Company request the Company to purchase their shares; (v) using shares to convert corporate bonds issued by a ~~listed~~ company that may be converted into shares; and (vi) required for maintaining the corporate value and shareholders' equity of a ~~listed~~ company.	**Article 31 The Company shall not repurchase its own shares, except under any of the following circumstances:** (i) the Company decreases its registered capital; (ii) the Company is merged with any other company holding shares of the Company; (iii) the Company uses shares for employee share ownership plan or equity incentives; (iv) against a merger or division resolution of the shareholders' meeting, any shareholders of the Company request the Company to purchase their shares; (v) using shares to convert corporate bonds issued by **the Company** that may be converted into shares; and (vi) required for maintaining the corporate value and shareholders' equity of **the Company**.
Article 31 Repurchase of the Company's shares can be carried out in a public and centralized manner, or other ways approved by laws and administrative regulations and the CSRC and the securities regulatory authorities of the place where the Company's shares are listed. Repurchase of the Company's shares in the circumstances as stipulated in items (iii), (v) or (vi) in the first paragraph of ~~Article 30~~ hereunder shall be carried out in a public and centralized manner.	**Article 32** Repurchase of the Company's shares can be carried out in a public and centralized manner, or other ways approved by laws and administrative regulations and the CSRC and the securities regulatory authorities of the place where the Company's shares are listed. Repurchase of the Company's shares in the circumstances as stipulated in items (iii), (v) or (vi) in the first paragraph of **Article 31** hereunder shall be carried out in a public and centralized manner.

Before Amendments	After Amendments
Article 32 Repurchase of the Company's shares in the circumstances as stipulated in items (i) or (ii) of ~~Article 30~~ hereunder shall be resolved at a shareholders' meeting; repurchase of the Company's shares in the circumstances as stipulated in items (iii) or (v) of ~~Article 30~~ hereunder shall be resolved at a Board meeting with more than two-thirds of the directors present in accordance with the requirements of the Articles of Association. After the Company repurchases its own shares in accordance with ~~Article 30~~ hereunder, in the case of item (i) of ~~Article 30~~ hereunder, the Company shall cancel those shares within 10 days from the date of repurchase; in the case of items (ii) and (iv), the Company shall transfer or cancel those shares within 6 months; and in the case of items (iii) and (v), the shares of the Company held by itself shall, in aggregate, not exceed 10% of the total issued shares of the Company, and shall be transferred or cancelled within 3 years.	**Article 33** Repurchase of the Company's shares in the circumstances as stipulated in items (i) or (ii) of **Article 31** hereunder shall be resolved at a shareholders' meeting; repurchase of the Company's shares in the circumstances as stipulated in items (iii)**,** (v) **or (vi)** of **Article 31** hereunder shall be resolved at a Board meeting with more than two-thirds of the directors present in accordance with the requirements of the Articles of Association **or the authorization of the shareholders' meeting**. After the Company repurchases its own shares in accordance with **Article 31** hereunder, in the case of item (i) of **Article 31** hereunder, the Company shall cancel those shares within 10 days from the date of repurchase; in the case of items (ii) and (iv), the Company shall transfer or cancel those shares within 6 months; and in the case of items (iii)**,** (v)**, (vi)**, the shares of the Company held by itself shall, in aggregate, not exceed 10% of the total issued shares of the Company, and shall be transferred or cancelled within 3 years. **Where the Company repurchases H shares, it shall simultaneously comply with the relevant provisions of the Listing Rules of the Hong Kong Stock Exchange.**

Before Amendments	After Amendments
Article 35 Shares of the Company issued prior to the public issue of shares may not be transferred within one year from the date of the Company's shares are listed and traded on the Hong Kong Stock Exchange. Directors~~, supervisors~~ and the senior management of the Company shall declare to the Company their shareholdings in it and any changes in such shareholdings. During their terms of office as determined when they assume the posts, they shall not transfer more than 25% of total number of shares ~~of the same class~~ held by them in the Company each year; they shall not transfer the shares of the Company within one year from the date of listing of the Company's shares. The aforesaid persons shall not transfer the shares of the Company held by them within half a year after they leave office. Where the shares are pledged within the period for restricted transfer as provided for by laws and administrative regulations, the pledgee may not exercise the pledge right within such restricted period.	**Article 36** Shares of the Company issued prior to the public issue of shares may not be transferred within one year from the date of the Company's shares are listed and traded on the Hong Kong Stock Exchange. Directors and the senior management of the Company shall declare to the Company their shareholdings in it and any changes in such shareholdings. During their terms of office as determined when they assume the posts, they shall not transfer more than 25% of total number of shares of the same **category** held by them in the Company each year; they shall not transfer the shares of the Company within one year from the date of listing of the Company's shares. The aforesaid persons shall not transfer the shares of the Company held by them within half a year after they leave office. Where the shares are pledged within the period for restricted transfer as provided for by laws and administrative regulations, the pledgee may not exercise the pledge right within such restricted period.

Before Amendments	After Amendments
Article 36 When any shareholder, holding more than 5% of the Company's shares, except for the recognized clearing house as defined in the relevant ordinances of Hong Kong laws in force from time to time or its agent, of the Company or any director, ~~supervisor,~~ senior management of the Company disposes of his/her/its domestic shares or other securities with an equity nature in the Company within 6 months from purchase, or repurchases such shares or securities within 6 months after disposal, the proceeds derived therefrom shall be retained for the benefit of the Company and be revoked by the Board of Directors of the Company. However, the security companies holding more than 5% of the shares in the Company due to the fact that their underwritten shares remain unsubscribed and other circumstances stipulated by the CSRC shall not be subject to the restriction.	**Article 37** When any shareholder, holding more than 5% of the Company's shares, except for the recognized clearing house as defined in the relevant ordinances of Hong Kong laws in force from time to time or its agent, of the Company or any director **and** senior management of the Company disposes of his/her/its domestic shares or other securities with an equity nature in the Company within 6 months from purchase, or repurchases such shares or securities within 6 months after disposal, the proceeds derived therefrom shall be retained for the benefit of the Company and be revoked by the Board of Directors of the Company. However, the security companies holding more than 5% of the shares in the Company due to the fact that their underwritten shares remain unsubscribed and other circumstances stipulated by the CSRC shall not be subject to the restriction.
The shares or other securities with an equity nature held by any director, ~~supervisor,~~ senior management and natural person shareholder referred to in the preceding paragraph shall include the shares or other securities with an equity nature held by their spouses, parents and children, and those held through others' accounts.	The shares or other securities with an equity nature held by any director, senior management and natural person shareholder referred to in the preceding paragraph shall include the shares or other securities with an equity nature held by their spouses, parents and children, and those held through others' accounts.
If the Board of Directors of the Company fails to comply with the first paragraph of this Article, the shareholders are entitled to request the Board of Directors to do so within 30 days. If the Board of Directors of the Company fails to comply within the aforesaid period, the shareholders are entitled to bring a lawsuit directly to the people's court in their own names for the interest of the Company.	If the Board of Directors of the Company fails to comply with the first paragraph of this Article, the shareholders are entitled to request the Board of Directors to do so within 30 days. If the Board of Directors of the Company fails to comply within the aforesaid period, the shareholders are entitled to bring a lawsuit directly to the people's court in their own names for the interest of the Company.
If the Board of Directors of the Company fails to implement the provisions set forth in the first paragraph of this Article, the responsible directors shall bear joint and several liability in accordance with laws.	If the Board of Directors of the Company fails to implement the provisions set forth in the first paragraph of this Article, the responsible directors shall bear joint and several liability in accordance with laws.

Before Amendments	After Amendments
Article 37 The Company shall create a register of shareholders, which shall be sufficient evidence to prove that the shareholders hold the Company's shares. The Company shall manage the register of shareholders in accordance with laws, administrative regulations and the requirements of relevant regulatory authorities. A shareholder shall enjoy rights and assume obligations according to the ~~class~~ of shares held by him; shareholders holding the same ~~class~~ of shares shall enjoy the same rights and assume the same obligations. Our Company shall keep a copy of the register of holders of the overseas listed shares at our domicile. The overseas entrusted agency shall at all times maintain consistency between the original copy and the duplicate of the register of holders of the overseas listed shares. The branch register of shareholders of the Company in Hong Kong must be made available for inspection by shareholders. The Company may be allowed to close the register of members in accordance with provisions equivalent to section 632 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), if needed. Subject to the Articles of Association and other applicable provisions, the name of the transferee of the Company's shares shall be entered on the register of shareholders as the holder of such shares upon transfer. Any shareholder who is registered in, or any person who requests to have his/her name added into the register of shareholders, may (if his/her share certificates (the "original certificates") are lost) apply to the Company for replacement of share certificates in respect of such shares (the "relevant shares"). If a holder of overseas listed foreign shares loses his/her share certificates and applies for replacement, it may be dealt with in accordance with governing laws, the rules of the stock exchange or other relevant regulations of the place where the original register of holders of overseas listed foreign shares is deposited.	**Article 38** The Company shall create a register of shareholders, which shall be sufficient evidence to prove that the shareholders hold the Company's shares. The Company shall manage the register of shareholders in accordance with laws, administrative regulations and the requirements of relevant regulatory authorities. A shareholder shall enjoy rights and assume obligations according to the **category** of shares held by him; shareholders holding the same **category** of shares shall enjoy the same rights and assume the same obligations. Our Company shall keep a copy of the register of holders of the overseas listed shares at our domicile. The overseas entrusted agency shall at all times maintain consistency between the original copy and the duplicate of the register of holders of the overseas listed shares. The branch register of shareholders of the Company in Hong Kong must be made available for inspection by shareholders. The Company may be allowed to close the register of members in accordance with provisions equivalent to section 632 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), if needed. Subject to the Articles of Association and other applicable provisions, the name of the transferee of the Company's shares shall be entered on the register of shareholders as the holder of such shares upon transfer. Any shareholder who is registered in, or any person who requests to have his/her name added into the register of shareholders, may (if his/her share certificates (the "original certificates") are lost) apply to the Company for replacement of share certificates in respect of such shares (the "relevant shares"). If a holder of overseas listed foreign shares loses his/her share certificates and applies for replacement, it may be dealt with in accordance with governing laws, the rules of the stock exchange or other relevant regulations of the place where the original register of holders of overseas listed foreign shares is deposited.

Before Amendments	After Amendments
Article 38 The shareholders of the Company shall have the following rights:	**Article 39** The shareholders of the Company shall have the following rights:
(i) to receive dividends and profit distributions in any other form in proportion to the shares they hold;	(i) to receive dividends and profit distributions in any other form in proportion to the shares they hold;
(ii) to lawfully require, convene, preside over or attend shareholders' meetings either in person or by proxy and exercise the corresponding voting rights;	(ii) to lawfully require **to hold**, convene, preside over or attend shareholders' meetings either in person or by proxy and exercise the corresponding voting rights;
(iii) to supervise, make recommendations or make inquiries about the operations of the Company;	(iii) to supervise, make recommendations or make inquiries about the operations of the Company;
(iv) to transfer, bestow or pledge the shares held by them in accordance with laws, administrative regulations and provisions of the Articles of Association;	(iv) to transfer, bestow or pledge the shares held by them in accordance with laws, administrative regulations and provisions of the Articles of Association;
(v) to inspect and duplicate the Articles of Association, the register of shareholders, the minutes of shareholders' meetings, resolutions of the meetings of the Board of Directors ~~and the Supervisory Committee,~~ and the financial and accounting reports;	(v) to inspect and duplicate the Articles of Association, the register of shareholders, the minutes of shareholders' meetings, resolutions of the meetings of the Board of Directors and the financial and accounting reports **and (for shareholders who meet the relevant requirements) inspect the Company's accounting books and accounting vouchers;**
(vi) in the event of the termination or liquidation of the Company, to participate in the distribution of the remaining property of the Company in proportion to the shares held by them;	(vi) in the event of the termination or liquidation of the Company, to participate in the distribution of the remaining property of the Company in proportion to the shares held by them;
(vii) to require the Company to repurchase their shares in the event of their objection to resolutions of the shareholders' meeting concerning merger or division of the Company;	(vii) to require the Company to repurchase their shares in the event of their objection to resolutions of the shareholders' meeting concerning merger or division of the Company;
(viii) other rights stipulated by laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange or the Articles of Association.	(viii) other rights stipulated by laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange or the Articles of Association.

Before Amendments	After Amendments
Article 39 In the event that a shareholder wishes to access the relevant information as described in the preceding article, or to obtain information, he/she shall provide a written document to the Company proving the ~~class~~ and number of shares of the Company he/she holds. Such information shall be provided to the shareholder at his/her request after the Company verifies the identity of the shareholder. A shareholder who individually or collectively holds more than 3% of the Company's shares for over 180 consecutive days may request to inspect the accounting books and vouchers of the Company or its wholly-owned subsidiaries by submitting a written request stating the purpose. If the Company has reasonable grounds to believe that the shareholder's request serves an improper purpose and may harm the Company's legitimate interests, it may refuse the inspection. The Company must respond to the shareholder in writing within 15 days of receiving the written request, providing reasons for the refusal.	**Article 40 Shareholders who request to review and copy relevant data of the Company shall abide by the Company Law, the Securities Law and provisions of other laws and administrative regulations.** In the event that a shareholder wishes to access the relevant information as described in the preceding article, or to obtain information, he/she shall provide a written document to the Company proving the **category** and number of shares of the Company he/she holds. Such information shall be provided to the shareholder at his/her request after the Company verifies the identity of the shareholder. A shareholder who individually or collectively holds more than 3% of the Company's shares for over 180 consecutive days may request to inspect the accounting books and vouchers of the Company or its wholly-owned subsidiaries by submitting a written request stating the purpose. If the Company has reasonable grounds to believe that the shareholder's request serves an improper purpose and may harm the Company's legitimate interests, it may refuse the inspection. The Company must respond to the shareholder in writing within 15 days of receiving the written request, providing reasons for the refusal.

Before Amendments	After Amendments
Article 40 Shareholders may request a people's court to invalidate any resolution of the shareholders' meeting or the Board of Directors of the Company containing content against the laws or administrative regulations. Where the procedures for convening, or the voting method used at, a shareholders' meeting or a meeting of the Board of Directors, violates any law, administrative regulation or the Articles of Association, or where any resolution contains any content violating the Articles of Association, the shareholders may, within 60 days from the date on which the resolution is made, request a people's court to revoke such resolution. Nonetheless, the aforesaid provision is not applicable to any minor irregularities in the procedures for convening, or the voting method used in, a shareholders' meeting or a meeting of the Board of Directors, which do not materially affect the resolution. Shareholders who are not notified to participate in the shareholders' meeting may, within 60 days from the date when they know or should have known that the resolution of the shareholders' meeting have been made, file a request before the people's court to revoke such resolution; the right of revocation shall lapse if such right is not exercised within one year from the date on which the resolution is made.	**Article 41** Shareholders may request a people's court to invalidate any resolution of the shareholders' meeting or the Board of Directors of the Company containing content against the laws or administrative regulations. Where the procedures for convening, or the voting method used at, a shareholders' meeting or a meeting of the Board of Directors, violates any law, administrative regulation or the Articles of Association, or where any resolution contains any content violating the Articles of Association, the shareholders may, within 60 days from the date on which the resolution is made, request a people's court to revoke such resolution. Nonetheless, the aforesaid provision is not applicable to any minor irregularities in the procedures for convening, or the voting method used in, a shareholders' meeting or a meeting of the Board of Directors, which do not materially affect the resolution. Shareholders who are not notified to participate in the shareholders' meeting may, within 60 days from the date when they know or should have known that the resolution of the shareholders' meeting have been made, file a request before the people's court to revoke such resolution; the right of revocation shall lapse if such right is not exercised within one year from the date on which the resolution is made.

Before Amendments	After Amendments
	Where the Board of Directors, shareholders and other stakeholders dispute the validity of a resolution of the shareholders' meeting, they shall promptly file a lawsuit with the people's court. Before the people's court makes a judgement or ruling such as a revocation of the resolution, the stakeholders shall execute the resolution of the shareholders' meeting. The Company, 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 a relevant matter, the Company shall fulfil its obligations of information disclosure in accordance with the laws, administrative regulations, requirements of the CSRC and the stock exchange where the shares of the Company are listed, fully explain the impact, and actively co-operate with the enforcement of the judgement or ruling after it has come into effect. Where corrections to prior events are involved, they will be handled in a timely manner and the corresponding information disclosure obligations will be fulfilled.

Before Amendments	After Amendments
Article 42 The directors and senior management officers ~~shall bear the liability of compensation~~ in cases where they violate laws, administrative regulations or the Articles of Association and cause damages to the Company during the performance of their duties~~.~~ ~~Upon occurrence of the aforesaid circumstance,~~ shareholders who individually or jointly hold more than 1% shares of the Company for successive 180 days shall have the right to request the ~~Supervisory Committee~~ in writing to institute legal proceedings in the people's court. In the event that the ~~Supervisory Committee~~ violates laws, administrative regulations or the Articles of Association when executing its duties for the Company, thus causing losses to the Company, shareholders may request the Board of Directors in writing to institute legal proceedings in the people's court. In the event that the ~~Supervisory Committee~~ or the Board of Directors refuses to take legal action upon receipt of the request in writing from the shareholders as prescribed in the preceding paragraph, or does not take legal action within 30 days of receiving such a request, or any emergency or failure to take immediate legal action will cause irreparable damage to the interests of the Company, the shareholders prescribed in the preceding paragraph shall have the right to lodge legal actions with the people's court in their own names in the interests of the Company.	**Article 43 Where the** directors and senior management officers**, excluding members of the Audit Committee, who** violate laws, administrative regulations or the Articles of Association and cause damages to the Company during the performance of their duties**,** shareholders who individually or jointly hold more than 1% shares of the Company for successive 180 days shall have the right to request the **Audit Committee** in writing to institute legal proceedings in the people's court. In the event that **member of the Audit Committee** violates laws, administrative regulations or the Articles of Association when executing its duties for the Company, thus causing losses to the Company, **the aforementioned** shareholders may request the Board of Directors in writing to institute legal proceedings in the people's court. In the event that the **Audit Committee** or the Board of Directors refuses to take legal action upon receipt of the request in writing from the shareholders as prescribed in the preceding paragraph, or does not take legal action within 30 days of receiving such a request, or any emergency or failure to take immediate legal action will cause irreparable damage to the interests of the Company, the shareholders prescribed in the preceding paragraph shall have the right to lodge legal actions with the people's court in their own names in the interests of the Company.

Before Amendments	After Amendments
In the event that any person infringes the legitimate rights and interests of the Company, thus causing losses to the Company, the shareholders prescribed in the second paragraph of this Article may lodge legal actions with the people's court in accordance with the provisions of the preceding two paragraphs. If the directors, supervisors or senior management officers of a wholly-owned subsidiary of the Company are involved in any of the circumstances set forth in the first paragraph of this Article, or if any person infringes the lawful rights and interests of a wholly-owned subsidiary of the Company and thus causes losses, shareholders who individually or collectively holding more than 1% of the shares of the Company for 180 consecutive days or more may, in accordance with the provisions of the preceding three paragraphs, request in writing, that the Supervisory Committee or the Board of Directors of the wholly-owned subsidiary to initiate legal proceedings in the people's court, or initiate legal proceedings in the people's court directly in their own names.	In the event that any person infringes the legitimate rights and interests of the Company, thus causing losses to the Company, the shareholders prescribed in the second paragraph of this Article may lodge legal actions with the people's court in accordance with the provisions of the preceding two paragraphs. If the directors, supervisors or senior management officers of a wholly-owned subsidiary of the Company are involved in any of the circumstances set forth in the first paragraph of this Article, or if any person infringes the lawful rights and interests of a wholly-owned subsidiary of the Company and thus causes losses, shareholders who individually or collectively holding more than 1% of the shares of the Company for 180 consecutive days or more may, in accordance with the provisions of the preceding three paragraphs, request in writing, that the Supervisory Committee or the Board of Directors of the wholly-owned subsidiary to initiate legal proceedings in the people's court, or initiate legal proceedings in the people's court directly in their own names. **Where a wholly-owned subsidiary does not have the Supervisory Committee or supervisors but have the Audit Committee, the provisions of the preceding three paragraphs of this Article shall apply.**

Before Amendments	After Amendments
Article 47 The shareholders' meeting of the Company comprises all its shareholders. It is the organ of power of the Company and shall lawfully exercise its powers as follows:	**Article 48** The shareholders' meeting of the Company comprises all its shareholders. It is the organ of power of the Company and shall lawfully exercise its powers as follows:
(i) to elect and change directors ~~and supervisors assumed by non-employee representatives~~; to decide on the remuneration of directors ~~and supervisors~~;	(i) to elect and change directors; to decide on the remuneration of directors;
(ii) to consider and approve the report of the Board of Directors;	(ii) to consider and approve the report of the Board of Directors;
~~(iii) to consider and approve the report of the Supervisory Committee;~~	**(iii)** to consider and approve the Company's profit distribution plan and loss recovery plan;
(iv) to consider and approve the Company's profit distribution plan and loss recovery plan;	**(iv)** to make a resolution on the increase or decrease of the registered capital of the Company;
(v) to make a resolution on the increase or decrease of the registered capital of the Company;	**(v)** to make a resolution on the issuance of corporate bonds by the Company;
(vi) to make a resolution on the issuance of corporate bonds by the Company;	**(vi)** to make a resolution on the merger, division, dissolution or liquidation of the Company, or on the change in the type of the Company;
(vii) to make a resolution on the merger, division, dissolution or liquidation of the Company, or on the change in the type of the Company;	**(vii)** to amend the Articles of Association;
(viii) to amend the Articles of Association;	**(viii)** to make a resolution on the Company's engagement and dismissal of an accounting firm **undertaking the Company's auditing business**;
(ix) to make a resolution on the Company's engagement and dismissal of an accounting firm;	**(ix)** to consider and approve the guarantees prescribed in **Article 49** of the Articles of Association;
(x) to consider and approve the guarantees prescribed in ~~Article 48~~ of the Articles of Association;	

Before Amendments	After Amendments
(xi) to consider the Company's purchase or sale of major assets within one year in excess of 30% of the Company's latest audited total assets;	**(x)** to consider the Company's purchase or sale of major assets within one year in excess of 30% of the Company's latest audited total assets;
(xii) to consider and approve changes in the use of proceeds;	**(xi)** to consider and approve changes in the use of proceeds;
(xiii) to consider equity incentive plans and employee share ownership plans;	**(xii)** to consider equity incentive plans and employee share ownership plans;
(xiv) to consider other matters required to be resolved by the shareholders' meetings by the laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange or the Articles of Association.	**(xiii)** to consider other matters required to be resolved by the shareholders' meetings by the laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange or the Articles of Association.
The Board of Directors may be authorized by the shareholders' meetings to adopt resolutions on the issuance of corporate bonds.	The Board of Directors may be authorized by the shareholders' meetings to adopt resolutions on the issuance of corporate bonds.
The functions and powers of the above-mentioned shareholders' meetings shall not be exercised by the Board of Directors or other institutions or individuals by way of authorization.	**Unless otherwise provided by the applicable laws, regulations and normative documents of the Company,** the functions and powers of the above-mentioned shareholders' meetings shall not be exercised by the Board of Directors or other institutions or individuals by way of authorization.

Before Amendments	After Amendments
Article 48 The following external guarantees by the Company shall be considered and approved by a shareholders' meeting:	**Article 49** The following external guarantees by the Company shall be considered and approved by a shareholders' meeting:
(i) any single guarantee for an amount more than 10% of the Company's latest audited net assets;	(i) any single guarantee for an amount more than 10% of the Company's latest audited net assets;
(ii) any guarantee to be provided after the total amount of external guarantees provided by the Company or the subsidiaries it controls has exceeded 50% of the Company's latest audited net assets;	(ii) any guarantee to be provided after the total amount of external guarantees provided by the Company or the subsidiaries it controls has exceeded 50% of the Company's latest audited net assets;
(iii) any guarantee to be provided for a party whose ratio of liabilities to assets exceeds 70%;	(iii) any guarantee to be provided for a party whose ratio of liabilities to assets exceeds 70%;
(iv) any guarantee to be provided by the Company in a single year, the total amount of which has exceeded 30% of the Company's latest audited total assets;	(iv) any guarantee to be provided **to others** by the Company in a single year, the total amount of which has exceeded 30% of the Company's latest audited total assets;
(~~v~~) any guarantee to be provided to a shareholder, or to a de facto controller or its related party;	**(v) any guarantee to be provided after the total amount of external guarantees provided by the Company has exceeded 30% of the Company's latest audited total assets;**
(~~vi~~) other external guarantees that meet the requirements of the applicable laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange, or the Articles of Association shall be approved by the shareholders' meeting.	**(vi)** any guarantee to be provided to a shareholder, or to a de facto controller or its related party;
…	**(vii)** other external guarantees that meet the requirements of the applicable laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange, or the Articles of Association shall be approved by the shareholders' meeting.
	…

Before Amendments	After Amendments
Article 50 The Company shall convene an extraordinary general meeting within two months of the occurrence of any one of the following events: … (v) when proposed by the ~~Supervisory Committee~~; (vi) other circumstances as required by laws, administrative regulations, departmental regulations, the Listing Rules of the Hong Kong Stock Exchange or the Articles of Association.	**Article 51** The Company shall convene an extraordinary general meeting within two months of the occurrence of any one of the following events: … (v) when proposed by the **Audit Committee**; (vi) other circumstances as required by laws, administrative regulations, departmental regulations, the Listing Rules of the Hong Kong Stock Exchange or the Articles of Association.
Article 52 When convening a shareholders' meeting, the Company will engage lawyers to issue legal opinions on the following issues and make announcements: (i) whether the procedures of convening and holding the meeting comply with laws, administrative regulations and the Articles of Association; …	**Article 53** When convening a shareholders' meeting, the Company will engage lawyers **(if applicable)** to issue legal opinions on the following issues and make announcements: (i) whether the procedures of convening and holding the meeting comply with **the provisions of** laws, administrative regulations and the Articles of Association; …

Before Amendments	After Amendments
Article 54 ~~The~~ independent non-executive directors shall have the right to propose to the Board of Directors to convene an extraordinary general meeting. For such proposal, the Board of Directors shall, in accordance with laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange and the Articles of Association, make a written response as to whether or not it agrees to convene an extraordinary general meeting, within 10 days upon receipt of such proposal. If the Board of Directors agrees to convene the extraordinary general meeting, a notice of such meeting shall be issued within 5 days after the resolution of the Board of Directors is passed. If the Board of Directors does not agree to convene the extraordinary general meeting, it shall make an announcement with relevant explanations.	**Article 55 The Board of Directors shall convene the shareholders' meeting on time within the stipulated period.** **Upon approval by more than half of all the independent non-executive directors,** the independent non-executive directors shall have the right to propose to the Board of Directors to convene an extraordinary general meeting. For such proposal, the Board of Directors shall, in accordance with laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange and the Articles of Association, make a written response as to whether or not it agrees to convene an extraordinary general meeting, within 10 days upon receipt of such proposal. If the Board of Directors agrees to convene the extraordinary general meeting, a notice of such meeting shall be issued within 5 days after the resolution of the Board of Directors is passed. If the Board of Directors does not agree to convene the extraordinary general meeting, it shall make an announcement with relevant explanations.

Before Amendments	After Amendments
Article 55 The ~~Supervisory Committee shall have the right to~~ propose to the Board of Directors to convene an extraordinary general meeting. Such proposal shall be made in writing. The Board of Directors shall make a written response as to whether or not it agrees to convene such an extraordinary general meeting within 10 days upon receipt of the ~~proposal~~ in accordance with laws, administrative regulations and the Articles of Association. If the Board of Directors agrees to convene the extraordinary general meeting, a notice of such meeting shall be issued within 5 days after the resolution of the Board of Directors is passed. Changes made to the original proposal in the notice shall be approved by the ~~Supervisory Committee~~. If the Board of Directors does not agree to convene the extraordinary general meeting or fails to give feedback within 10 days after receipt of the ~~proposal~~, the Board of Directors shall be deemed to be unable or fail to perform the duty of convening the shareholders' meeting, and the ~~Supervisory Committee~~ may summon and preside over the meeting on its own.	**Article 56** The **Audit Committee may** propose to the Board of Directors to convene an extraordinary general meeting. Such proposal shall be made in writing. The Board of Directors shall make a written response as to whether or not it agrees to convene such an extraordinary general meeting within 10 days upon receipt of the **suggestions** in accordance with laws, administrative regulations and the Articles of Association. If the Board of Directors agrees to convene the extraordinary general meeting, a notice of such meeting shall be issued within 5 days after the resolution of the Board of Directors is passed. Changes made to the original proposal in the notice shall be approved by the **Audit Committee**. If the Board of Directors does not agree to convene the extraordinary general meeting or fails to give feedback within 10 days after receipt of the **suggestions**, the Board of Directors shall be deemed to be unable or fail to perform the duty of convening the shareholders' meeting, and the **Audit Committee** may summon and preside over the meeting on its own.
Article 56 … If the Board of Directors disagrees to convene the extraordinary general meeting, or fails to give feedback within 10 days after receipt of the request, shareholders, individually or jointly, holding 10% or more of the voting rights of the Company (on a one vote per share basis and, for the avoidance of doubt, the Company's shares that have been repurchased but have not been transferred or cancelled shall have no voting right) may request the ~~Supervisory Committee~~ to convene an extraordinary general meeting, and such request shall be made to the ~~Supervisory Committee~~ in writing.	**Article 57** … If the Board of Directors disagrees to convene the extraordinary general meeting, or fails to give feedback within 10 days after receipt of the request, shareholders, individually or jointly, holding 10% or more of the voting rights of the Company (on a one vote per share basis and, for the avoidance of doubt, the Company's shares that have been repurchased but have not been transferred or cancelled shall have no voting right) may request the **Audit Committee** to convene an extraordinary general meeting, and such request shall be made to the **Audit Committee** in writing.

Before Amendments	After Amendments
If the ~~Supervisory Committee~~ agrees to convene the extraordinary general meeting, a notice of such meeting shall be issued within 5 days after the receipt of the request. Changes made to the original proposal in the notice shall be approved by the relevant shareholder.	If the **Audit Committee** agrees to convene the extraordinary general meeting, a notice of such meeting shall be issued within 5 days after the receipt of the request. Changes made to the original proposal in the notice shall be approved by the relevant shareholder.
If the ~~Supervisory Committee~~ fails to give a relevant notice within the designated period, it shall be deemed that the ~~Supervisory Committee~~ fails to convene and preside over the shareholders' meeting. The shareholder(s) continuously holding for 90 days individually or collectively 10% or more of the voting rights of the Company (on a one vote per share basis and, for the avoidance of doubt, the Company's shares that have been repurchased but have not been transferred or cancelled shall have no voting right) may convene and preside over the meeting by himself/themselves.	If the **Audit Committee** fails to give a relevant notice within the designated period, it shall be deemed that the **Audit Committee** fails to convene and preside over the shareholders' meeting. The shareholder(s) continuously holding for 90 days individually or collectively 10% or more of the voting rights of the Company (on a one vote per share basis and, for the avoidance of doubt, the Company's shares that have been repurchased but have not been transferred or cancelled shall have no voting right) may convene and preside over the meeting by himself/themselves.
When the Company convenes and decides to convene a general meeting, the shareholder(s) individually or in aggregate holding more than 1% of the shares of the Company shall have the right to propose additional proposals in a manner stipulated in ~~Article 61~~ of these Articles.	When the Company convenes and decides to convene a general meeting, the shareholder(s) individually or in aggregate holding more than 1% of the shares of the Company shall have the right to propose additional proposals in a manner stipulated in **Article 62** of these Articles.

Before Amendments	After Amendments
Article 57 If the ~~Supervisory Committee~~ or shareholder(s) decide(s) to convene the shareholders' meeting by itself/themselves, it/they shall issue a written notice to the Board of Directors. Shareholding proportion of the convening shareholders shall not be less than 10% (on a one vote per share basis and, for the avoidance of doubt, the Company's shares that have been repurchased but have not been transferred or cancelled shall have no voting right) prior to announcement of the resolution of the shareholders' meeting. The ~~Supervisory Committee~~ or convening shareholders shall submit the corresponding supporting materials (if necessary) to the relevant competent authorities and the stock exchange in accordance with applicable laws and regulations when issuing the notice of convening a shareholders' meeting and announcing the resolutions of shareholders' meeting.	**Article 58** If the **Audit Committee** or shareholder(s) decide(s) to convene the shareholders' meeting by itself/themselves, it/they shall issue a written notice to the Board of Directors. Shareholding proportion of the convening shareholders shall not be less than 10% (on a one vote per share basis and, for the avoidance of doubt, the Company's shares that have been repurchased but have not been transferred or cancelled shall have no voting right) prior to announcement of the resolution of the shareholders' meeting. The **Audit Committee** or convening shareholders shall submit the corresponding supporting materials (if necessary) to the relevant competent authorities and the stock exchange in accordance with applicable laws and regulations when issuing the notice of convening a shareholders' meeting and announcing the resolutions of shareholders' meeting.
Article 58 For shareholders' meetings convened by the ~~Supervisory Committee~~ or the shareholders, the Board of Directors and the secretary to the Board of Directors shall coordinate accordingly. The Board of Directors shall provide the register of shareholders.	**Article 59** For shareholders' meetings convened by the **Audit Committee** or the shareholders, the Board of Directors and the secretary to the Board of Directors shall coordinate accordingly. The Board of Directors shall provide the register of shareholders.
Article 59 All necessary expenses incurred by the ~~Supervisory Committee~~ or the shareholders to convene a shareholder's ~~general~~ meeting shall be assumed by the Company.	**Article 60** All necessary expenses incurred by the **Audit Committee** or the shareholders to convene a shareholder's meeting shall be assumed by the Company.

Before Amendments	After Amendments
Article 61 The Board of Directors, the ~~Supervisory Committee~~, and shareholder(s) individually or jointly holding more than 1% of the Company's shares shall have the right to submit proposals to the Company for a shareholders' meeting of the Company. … Proposals which are not specified in the notice of the shareholders' meeting or which do not comply with ~~Article 60~~ of the Articles of Association shall not be voted and resolved at the shareholders' meeting.	**Article 62** The Board of Directors, the **Audit Committee**, and shareholder(s) individually or jointly holding more than 1% of the Company's shares shall have the right to submit proposals to the Company for a shareholders' meeting of the Company. … Proposals which are not specified in the notice of the shareholders' meeting or which do not comply with **Article 61** of the Articles of Association shall not be voted and resolved at the shareholders' meeting. Amendments
Article 64 In the event that the election of directors ~~and supervisors~~ is to be discussed at a shareholders' meeting, the notice of the shareholders' meeting shall fully disclose details of candidates for the directors ~~and supervisors~~, and shall at least include the following particulars: … Save for the cumulative voting system adopted to elect directors ~~and supervisors~~, a separate proposal shall be raised in respect of each of the candidates for directors ~~and supervisors~~.	**Article 65** In the event that the election of directors is to be discussed at a shareholders' meeting, the notice of the shareholders' meeting shall fully disclose details of candidates for the directors, and shall at least include the following particulars: … Save for the cumulative voting system adopted to elect directors, a separate proposal shall be raised in respect of each of the candidates for directors.

Before Amendments	After Amendments
Article 69 Shareholders may entrust a proxy to attend the shareholders' meeting. The proxy shall submit the power of attorney by the shareholder to the Company and exercise voting rights within the scope of authorization. Any proxy statement issued by a shareholder who authorizes a proxy to attend the shareholders' meeting on his behalf shall include the following details: (i) ~~the name of the proxy~~; (ii) ~~agency matters and authority~~; (iii) ~~respective~~ instructions on affirmative, negative or abstention voting on each item for consideration listed in the shareholders' meeting agenda; …	**Article 70** Shareholders may entrust a proxy to attend the shareholders' meeting. The proxy shall submit the power of attorney by the shareholder to the Company and exercise voting rights within the scope of authorization. Any proxy statement issued by a shareholder who authorizes a proxy to attend the shareholders' meeting on his behalf shall include the following details: (i) **the name of the principal, and the class and number of shares of the Company he/she/it holds**; (ii) **the name of the proxy**; (iii) **specific instructions of the shareholder, including** instructions on affirmative, negative or abstention voting on each item for consideration listed in the shareholders' meeting agenda; …
~~**Article 70** The power of attorney shall indicate whether the shareholder's proxy can vote according to his own will if the shareholder does not give specific instructions.~~	
~~**Article 71** In case the principal is a legal entity, its legal representative or the Board of Directors, or other person authorized by the resolution of decision-making bodies shall be represented at the shareholders' meetings of the Company.~~	

Before Amendments	After Amendments
Article 72 A meeting attendance register of attendants at a meeting shall be compiled by the Company. The meeting attendance register shall state the names (or names of work units), identity card numbers ~~and home addresses~~ of attendants, number of voting shares held or represented, the names of principals (or names of work units) and so on.	**Article 71** A meeting attendance register of attendants at a meeting shall be compiled by the Company. The meeting attendance register shall state the names (or names of work units) **and** identity card numbers of attendants, number of voting shares held or represented, the names of principals (or names of work units) and so on.
	Article 72 The convener and the domestic lawyer engaged by the Company (if needed) will jointly verify the qualification of shareholders with reference to the register of shareholders provided by the securities registration and clearing institution, and register the name of shareholder and the number of voting shares he/she/it held. The registration for the meeting shall be terminated before the chairman of the meeting announces the number of shareholders and proxies attending the meeting in person and the aggregate number of voting shares held.
Article 73 ~~When convening a shareholders' meeting, all directors, supervisors and the secretary to the Board of Directors of the Company shall attend the meeting in person while the general manager and other senior management officers shall attend the meeting as non-voting participants.~~ Subject to the securities regulatory rules of the place where the Company's shares are listed, the aforesaid persons may attend or take part in the meeting by internet, video, telephone or other means with equivalent effect.	**Article 73 Directors and senior management officers shall present in the meeting (if the shareholder's meeting so requests) and answer the inquiries of shareholders.** Subject to the securities regulatory rules of the place where the Company's shares are listed, the aforesaid persons may attend or take part in the meeting by internet, video, telephone or other means with equivalent effect.

Before Amendments	After Amendments
Article 74 A shareholders' meeting convened by the ~~Supervisory Committee~~ on its own shall be chaired by the ~~chairman of the Supervisory Committee~~. In the event that the ~~chairman~~ is unable to or fails to perform his duties, a ~~supervisor~~ jointly elected by more than half of the ~~supervisors~~ of the Company shall chair the meeting. A shareholders' meeting convened by shareholders on their own shall be chaired by a representative elected by the convener. …	**Article 74** A shareholders' meeting convened by the **Audit Committee** on its own shall be chaired by the **convener of the Audit Committee**. In the event that the **convener** is unable to or fails to perform his duties, a **member of the Audit Committee** jointly elected by more than half of the **Audit Committee members** shall chair the meeting. A shareholders' meeting convened by shareholders on their own shall be chaired by **the convener or** a representative elected by **him/her**. …
Article 75 The Company shall formulate the rules of procedure of shareholders' meeting, which shall specify in details the convening and voting procedures of the shareholders' meeting, including notice, registration, deliberation of draft resolutions, voting, votes counting, announcement of voting results, formation of meeting resolutions, minutes of the meeting and the execution thereof, etc., and the principles of authorization granted by the shareholders' meeting to the Board of Directors. The content of authorization shall be clear and concrete. The rules of procedure of the shareholders' meeting shall be drafted by the Board of Directors and approved by the shareholders' meeting and is attached as an appendix to the Articles of Association.	**Article 75** The Company shall formulate the rules of procedure of shareholders' meeting, which shall specify in details the **convoking,** convening and voting procedures of the shareholders' meeting, including notice, registration, deliberation of draft resolutions, voting, votes counting, announcement of voting results, formation of meeting resolutions, minutes of the meeting and the execution thereof, etc., and the principles of authorization granted by the shareholders' meeting to the Board of Directors. The content of authorization shall be clear and concrete. The rules of procedure of the shareholders' meeting shall be drafted by the Board of Directors and approved by the shareholders' meeting and is attached as an appendix to the Articles of Association.
Article 76 At an annual general meeting, the Board of Directors ~~and the Supervisory Committee~~ shall report to the meeting on their work over the past one year. Each of the independent non-executive directors shall also make their personal work reports.	**Article 76** At an annual general meeting, the Board of Directors shall report to the meeting on their work over the past one year. Each of the independent non-executive directors shall also make their personal work reports.

Before Amendments	After Amendments
Article 77 Directors~~, supervisors~~ and senior management officers shall explain and illustrate the questions and suggestions made by shareholders at a shareholders' meeting.	**Article 77** Directors and senior management officers shall explain and illustrate the questions and suggestions made by shareholders at a shareholders' meeting.
Article 79 Minutes shall be prepared for a shareholders' meeting by the secretary to the Board of Directors. The minutes of a meeting shall record the following particulars: (i) the time, place, agenda and name of the convener of the meeting; (ii) the names of the chairman of the meeting and the directors, ~~supervisors,~~ the general manager and other senior management officers ~~attending or~~ present in the meeting; … (vii) other particulars that shall be ~~recorded into~~ the meeting minutes as prescribed hereunder.	**Article 79** Minutes shall be prepared for a shareholders' meeting by the secretary to the Board of Directors. The minutes of a meeting shall record the following particulars: (i) the time, place, agenda and name of the convener of the meeting; (ii) the names of the chairman of the meeting and the directors, the general manager and other senior management officers present in the meeting; … (vii) other particulars that shall be **included in** the meeting minutes as prescribed hereunder.
Article 80 The convener shall ensure that the particulars of meeting minutes are true, accurate and complete. Directors, ~~supervisors,~~ secretary to the Board of Directors, convener or his representative who attended the meeting and the chairman of the meeting shall sign the minutes of the meeting. The minutes of the meeting shall be kept together with the meeting attendance register of shareholders physically present at the meeting, powers of attorney of proxies present, and valid information regarding voting for a period of not less than ten years.	**Article 80** The convener shall ensure that the particulars of meeting minutes are true, accurate and complete. Directors, secretary to the Board of Directors, convener or his**/her** representative who attended **or presented in** the meeting and the chairman of the meeting shall sign the minutes of the meeting. The minutes of the meeting shall be kept together with the meeting attendance register of shareholders physically present at the meeting, powers of attorney of proxies present, and valid information regarding voting for a period of not less than ten years.

Before Amendments	After Amendments
Article 81 A convener shall ensure that a shareholders' meeting shall be held continuously until a final resolution is formed. In the event that a shareholders' meeting is suspended or no resolutions can be made thereat due to special circumstances such as force majeure, the convener shall take necessary measures to resume the meeting as force majeure, the convener shall take necessary measures to resume the meeting as soon as possible or directly terminate the meeting, and make an announcement promptly. ~~Meanwhile, the convener shall report to the local office of the CSRC.~~	**Article 81** A convener shall ensure that a shareholders' meeting shall be held continuously until a final resolution is formed. In the event that a shareholders' meeting is suspended or no resolutions can be made thereat due to special circumstances such as force majeure, the convener shall take necessary measures to resume the meeting as soon as possible or directly terminate the meeting, and make an announcement promptly.
Article 82 Resolutions of the shareholders' meeting shall be divided into ordinary resolutions and special resolutions. To pass an ordinary resolution at a shareholders' meeting, votes representing a simple majority of the voting rights represented by the shareholders (including proxies) present at the meeting shall be exercised in favour of such resolution. To pass a special resolution at a shareholders' meeting, votes representing more than two-thirds of the voting rights represented by the shareholders (including proxies) present at the meeting shall be exercised in favour of such resolution.	**Article 82** Resolutions of the shareholders' meeting shall be divided into ordinary resolutions and special resolutions. To pass an ordinary resolution at a shareholders' meeting, votes representing a simple majority of the voting rights represented by the shareholders (including **shareholders who authorize proxies to attend the meeting**) present at the meeting shall be exercised in favour of such resolution. To pass a special resolution at a shareholders' meeting, votes representing more than two-thirds of the voting rights represented by the shareholders (including **shareholders who authorize proxies to attend the meeting**) present at the meeting shall be exercised in favour of such resolution.

Before Amendments	After Amendments
Article 83	**Article 83**
…	…
(i) the election and change of ~~supervisors and~~ members of the Audit Committee ~~(where the Audit Committee exercises the functions and powers of the Supervisory Committee and the Company does not have a Supervisory Committee or supervisors)~~;	(i) the election and change of members of the Audit Committee;
(ii) any amendment to the Articles of Association, including the variation of the rights attached to any class of shares;	(ii) any amendment to the Articles of Association, including the variation of the rights attached to any class of shares;
(iii) the appointment, election or removal of any independent non-executive director;	(iii) the appointment, election or removal of any independent non-executive director;
(iv) the appointment or removal of an accounting firm; or	(iv) the appointment or removal of an accounting firm; or
(v) the voluntary winding-up of the Company.	(v) the voluntary winding-up of the Company.
Save and except for the rights and restrictions set out in this Articles of Association, the Class A Shares and the Class B Shares shall rank pari passu in all other respects and shall have the same rights and restrictions.	Save and except for the rights and restrictions set out in this Articles of Association, the Class A Shares and the Class B Shares shall rank pari passu in all other respects and shall have the same rights and restrictions.

Before Amendments	After Amendments
Article 84 The following matters shall be passed by way of ordinary resolutions at a shareholder's meeting: (i) the election and change of directors ~~and supervisors who are not employee representatives~~ and decision on matters relating to their remuneration; (ii) the work report of the Board of Directors ~~and the Supervisory Committee~~; (iii) the Board's proposed profit distribution plan and loss recovery plan; (iv) the Company's annual report; (v) the appointment and removal of the accounting firm and decision on its audit fees; (vi) matters other than those that are required to be passed by special resolution under laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange or provisions hereof.	**Article 84** The following matters shall be passed by way of ordinary resolutions at a shareholder's meeting: (i) the election and change of directors and decision on matters relating to their remuneration; (ii) the work report of the Board of Directors; (iii) the Board's proposed profit distribution plan and loss recovery plan; (iv) the Company's annual report; (v) the appointment and removal of the accounting firm **responsible for the Company's audit** and decision on its audit fees; (vi) matters other than those that are required to be passed by special resolution under laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange or provisions hereof.
Article 85 … When the Company's shareholders' meeting considers matters that may affect the rights of the class shareholders, such as those set out in items (i) to (iii) of the preceding paragraph, in addition to the approval of more than 2/3 of the voting rights held by the shareholders present at the meeting (subject to the provisions of ~~Article 22~~ of the Articles of Association), the approval of more than 2/3 of the voting rights held by the shareholders present at the meeting of the class shareholders shall also be required.	**Article 85** … When the Company's shareholders' meeting considers matters that may affect the rights of the class shareholders, such as those set out in items (i) to (iii) of the preceding paragraph, in addition to the approval of more than 2/3 of the voting rights held by the shareholders present at the meeting (subject to the provisions of **Article 23** of the Articles of Association), the approval of more than 2/3 of the voting rights held by the shareholders present at the meeting of the class shareholders shall also be required.

Before Amendments	After Amendments
Article 90 The list of candidates for directors ~~and supervisors~~ shall be submitted to the shareholders' meetings for voting in the form of a proposal. When the shareholders' meeting votes on election of directors ~~or supervisors~~, the cumulative voting system may be adopted according to the Articles of Association or the resolution of the shareholders' meeting. Cumulative voting system mentioned in the preceding paragraph means that when ~~supervisors~~ are being elected at a shareholders' meeting, each share has as many voting rights as the number of ~~supervisors~~ to be selected; when directors are being elected at the shareholders' meeting, each Class A Share has voting rights 10 times the number of directors to be elected, and each Class B Share has as many voting rights as the number of directors to be selected. The shareholders' voting rights may be used in a collective manner. The Board of Directors shall provide shareholders with the brief biographies and background information of the director ~~or supervisor~~ candidates by way of announcement.	**Article 90** The list of candidates for directors shall be submitted to the shareholders' meetings for voting in the form of a proposal. When the shareholders' meeting votes on election of directors, the cumulative voting system may be adopted according to the Articles of Association or the resolution of the shareholders' meeting. Cumulative voting system mentioned in the preceding paragraph means that when **directors serving as members of the Audit Committee** are being elected at a shareholders' meeting, each share has as many voting rights as the number of **directors serving as members of the Audit Committee** to be selected; when directors **not serving as members of the Audit Committee** are being elected at the shareholders' meeting, each Class A Share has voting rights 10 times the number of directors to be elected, and each Class B Share has as many voting rights as the number of directors to be selected. The shareholders' voting rights may be used in a collective manner. The Board of Directors shall provide shareholders with the brief biographies and background information of the director candidates by way of announcement. **When two or more independent non-executive directors are elected at a shareholders' meeting, the cumulative voting system shall be implemented.**

Before Amendments	After Amendments
Article 95 Before voting takes place on a proposal at a shareholders' meeting, two shareholders' representatives shall be elected to count and scrutinize the votes. In the event that a shareholder is interested in the matter to be considered, the relevant shareholder and his proxy shall not participate in counting and scrutinizing of the votes. When proposals are voted on at the shareholders' meeting, lawyers, the shareholders' representative~~,——the supervisors' representative~~ and other relevant persons appointed according to the Listing Rules of the Hong Kong Stock Exchange shall be jointly responsible for the counting and scrutinizing of the ballots according to laws, administrative regulations, and the Listing Rules of the Hong Kong Stock Exchange, and the voting results on resolution shall be announced on site, and recorded in the minutes. Shareholders of the Company or their proxies who cast their votes over the network or by other method shall have the right to inspect their own voting results through an appropriate voting system.	**Article 95** Before voting takes place on a proposal at a shareholders' meeting, two shareholders' representatives shall be elected to count and scrutinize the votes. In the event that a shareholder is interested in the matter to be considered, the relevant shareholder and his proxy shall not participate in counting and scrutinizing of the votes. When proposals are voted on at the shareholders' meeting, **domestic** lawyers **(if necessary)**, the shareholders' representative and other relevant persons appointed according to the Listing Rules of the Hong Kong Stock Exchange shall be jointly responsible for the counting and scrutinizing of the ballots according to laws, administrative regulations, and the Listing Rules of the Hong Kong Stock Exchange, and the voting results on resolution shall be announced on site, and recorded in the minutes. Shareholders of the Company or their proxies who cast their votes over the network or by other method shall have the right to inspect their own voting results through an appropriate voting system.
Article 96 A physical shareholders' meeting shall not end earlier than the one held over the network or by other method. The chairman of the meeting shall announce the voting details and results on each proposal, and announce whether a proposal is passed according to the voting results. Before the formal announcement of voting results, the Company, vote counters, vote scrutineers, ~~major~~ shareholders, network services providers and other related parties involved at the physical shareholders' meeting, over the network and by other voting method shall have an obligation to keep confidential details of the voting.	**Article 96** A physical shareholders' meeting shall not end earlier than the one held over the network or by other method. The chairman of the meeting shall announce the voting details and results on each proposal, and announce whether a proposal is passed according to the voting results. Before the formal announcement of voting results, the Company, vote counters, vote scrutineers, shareholders, network services providers and other related parties involved at the physical shareholders' meeting, over the network and by other voting method shall have an obligation to keep confidential details of the voting.

Before Amendments	After Amendments
Article 101 If a proposal for the election of directors ~~or supervisors~~ is passed at the shareholders' meeting, the term of office of the newly appointed directors ~~and supervisors~~ shall commence from the date of the resolution in the shareholders' meeting.	**Article 101** If a proposal for the election of directors is passed at the shareholders' meeting, the term of office of the newly appointed directors shall commence from the date of the resolution in the shareholders' meeting.
Article 103 Directors of the Company shall be natural persons, who shall not serve as a director of the Company in any of the following circumstances: … (~~vii~~) other contents required by laws, administrative regulations, departmental rules or the Listing Rules of the Hong Kong Stock Exchange. If a director is elected or appointed in violation of this Article, such election, appointment or engagement shall be invalid. The Company shall remove a director from office if any of the circumstances set forth in this Article occurs during the director's term of office.	**Article 103** Directors of the Company shall be natural persons, who shall not serve as a director of the Company in any of the following circumstances: … **(vii) Publicly identified by the stock exchange as unfit to serve as a director or senior executive of a listed company, etc., and the period has not expired;** **(viii**) other contents required by laws, administrative regulations, departmental rules or the Listing Rules of the Hong Kong Stock Exchange. If a director is elected or appointed in violation of this Article, such election, appointment or engagement shall be invalid. The Company shall remove a director from office if any of the circumstances set forth in this Article occurs during the director's term of office **and suspend his/her performance of duties**.

Before Amendments	After Amendments
Article 105 The directors shall abide by laws, administrative regulations and the Articles of Association, and shall have the following duties of loyalty to the Company: ~~(i) shall not abuse their authority by accepting bribes or other illegal income, and shall not encroach on the Company's property;~~ ~~(ii) shall not misappropriate the Company's funds;~~ ~~(iii) shall not deposit the Company's assets or funds into accounts held in their own names or in the name of any other individual;~~ ~~(iv) shall not, in violation of the Articles of Association, loan the Company's funds to any other person or give the Company's assets as security for any other person without the approval of the shareholders' meeting or the Board of Directors;~~ ~~(v) shall not conclude any contract or engage in any transaction with the Company either in violation of the Articles of Association or without the approval of the shareholders' meeting;~~ ~~(vi) shall not use the advantages provided by their own positions to pursue business opportunities that properly belong to the Company to engage in the same business as the Company either for their own account or for the account of any other person without the approval of the shareholders' meeting~~; (vii) shall not accept commissions paid by others for transactions conducted with the Company as their own;	**Article 105** The directors shall abide by laws, administrative regulations and the Articles of Association **as well as the Listing Rules of the Hong Kong Stock Exchange, and shall have duties of loyalty to the Company and shall take measures to avoid conflicts of interest between their personal interests and the interests of the Company, and shall not use their authority to seek improper benefits.** **The directors** shall have the following duties of loyalty to the Company: **(i) shall not encroach on the Company's property or misappropriate the Company's funds;** **(ii) shall not deposit the Company's funds into accounts held in their own names or in the name of any other individual;** **(iii) shall not abuse their authority by accepting bribes or other illegal income;** **(iv) shall not directly or indirectly conclude any contract or engage in any transaction with the Company before reporting to the Board or the shareholders' meeting and passing the resolution at the Board meeting or the shareholders' meeting in accordance with the Articles of Association;** **(v) shall not use the advantages provided by their own positions to pursue business opportunities that properly belong to the Company, unless reported to the Board or the shareholders' meeting and approved by a resolution of the shareholders' meeting, or the Company is not able to take advantage of the business opportunity in accordance with the laws, administrative regulations or the Articles of Association;**

Before Amendments	After Amendments
(viii) shall not disclose the Company's confidential information; (ix) shall not abuse their connected relationships to damage the Company's interests; (x) other duties of loyalty stipulated in laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association. The income obtained by the directors in violation of this Article shall belong to the Company; if losses are caused to the Company because of such violation, such director shall be liable for compensation.	**(vi) shall not engage in the same business as the Company either for their own account or for the account of any other person without reporting to the Board or the shareholders' meeting and passing a resolution at the shareholders' meeting;** (vii) shall not accept commissions paid by others for transactions conducted with the Company as their own; (viii) shall not disclose the Company's confidential information; (ix) shall not abuse their connected relationships to damage the Company's interests; (x) other duties of loyalty stipulated in laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are listed and the Articles of Association. The income obtained by the directors in violation of this Article shall belong to the Company; if losses are caused to the Company because of such violation, such director shall be liable for compensation. **The provisions in clause (iv) of the second paragraph of this Article shall apply to contracts or transactions entered into by close relatives of Directors or the senior management, enterprises directly or indirectly controlled by Directors or the senior management or their close relatives, and associates with whom Directors or the senior management have other related relationships.**

Before Amendments	After Amendments
Article 106 Directors shall abide by laws, administrative regulations and the Articles of Association, and have the following duties of diligence to the Company: (i) shall prudently, earnestly and diligently exercise the powers the Company grants to them to ensure that the Company conducts its commercial activities in a manner that complies with the requirements of state laws, administrative regulations and state economic policies, and that the Company's commercial activities do not go beyond the scope of the business activities stipulated in the Company's business license; (ii) shall treat all shareholders fairly; (iii) shall maintain a timely awareness of the operation and management of the Company; (iv) shall sign written statements confirming the regular reports of the Company, and ensure that the information disclosed by the regular reports of the Company is true, accurate and complete; (v) shall provide accurate information and materials to the ~~Supervisory Committee~~ and shall not obstruct the ~~Supervisory Committee or supervisors~~ from performing duties; (vi) other duties of diligence stipulated in the laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange and the Articles of Association.	**Article 106** Directors shall abide by laws, administrative regulations and the Articles of Association **as well as the Listing Rules of the Hong Kong Stock Exchange, and shall fulfill the obligations of diligence to the Company, and shall perform their duties with the reasonable care normally expected of a manager in the best interests of the Company.** **Directors shall** have the following duties of diligence to the Company: (i) shall prudently, earnestly and diligently exercise the powers the Company grants to them to ensure that the Company conducts its commercial activities in a manner that complies with the requirements of state laws, administrative regulations and state economic policies, and that the Company's commercial activities do not go beyond the scope of the business activities stipulated in the Company's business license; (ii) shall treat all shareholders fairly; (iii) shall maintain a timely awareness of the operation and management of the Company; (iv) shall sign written statements confirming the regular reports of the Company, and ensure that the information disclosed by the regular reports of the Company is true, accurate and complete; (v) shall provide accurate information and materials to the **Audit Committee** and shall not obstruct the **Audit Committee** from performing duties; (vi) other duties of diligence stipulated in the laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange and the Articles of Association.

Before Amendments	After Amendments
Article 108 The directors may request to resign before expiry of the terms of office. The directors shall submit to ~~the Board of Directors~~ a written report of resignation. In the event that the resignation of any director results in the number of members of the Board of Directors falling below the quorum, the existing director shall continue to perform duties in accordance with the laws, administrative regulations, departmental rules, and the Articles of Association until the re-elected director assumes office. ~~Other than the circumstances referred to in the preceding paragraph, the resignation of a director shall become effective upon submission of the resignation report to the Board of Directors.~~	**Article 108** The directors may request to resign before expiry of the terms of office. The directors shall submit to **the Company** a written report of resignation**, the resignation shall take effect on the date when the Company receives the report of resignation**. In the event that the resignation of any director results in the number of members of the Board of Directors falling below the quorum, the existing director shall continue to perform duties in accordance with the laws, administrative regulations, departmental rules, and the Articles of Association until the re-elected director assumes office.
Article 109 When a director's resignation takes effect or the term of office expires, he/she shall complete all the handover procedures with the Board of Directors, and his/her duties of loyalty to the Company and its shareholders shall not be automatically discharged upon expiry of his/her term of office, but shall remain in force for a reasonable period of time as stipulated in the Articles of Association. Directors' obligations to keep the trade secrets of the Company confidential shall remain valid after the expiration of the term of office until the relevant secrets become publicly available information.	**Article 109** When a director's resignation takes effect or the term of office expires, he/she shall complete all the handover procedures with the Board of Directors, and his/her duties of loyalty to the Company and its shareholders shall not be automatically discharged upon expiry of his/her term of office, but shall remain in force for a reasonable period of time as stipulated in the Articles of Association. **The responsibility 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.** Directors' obligations to keep the trade secrets of the Company confidential shall remain valid after the expiration of the term of office until the relevant secrets become publicly available information.

Before Amendments	After Amendments
Article 111 A director who violates any laws, administrative regulations, departmental rules or the Articles of Association during the course of performing his/her duties shall be liable for indemnification to any loss so caused to the Company.	**Article 111 If the director causes damage to others while performing his/her duties for the Company, the Company shall bear the liability for compensation; if the directors have intentional misconduct or gross negligence, they shall also bear the liability for compensation.** A director who violates any laws, administrative regulations, departmental rules or the Articles of Association during the course of performing his/her duties shall be liable for indemnification to any loss so caused to the Company.
Article 116 The Board of Directors shall perform the following duties and powers: … (x) to set up the basic management system of the Company; (xi) to formulate the proposals for any amendment to the Articles of Association; (~~xii~~) to propose to the shareholders' meeting the appointment or change of the accounting firm which provides audit services to the Company; (~~xiii~~) to listen to work reports of the general manager of the Company and review his/her work; (~~xiv~~) other functions and powers granted by laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange ~~or~~ the Articles of Association. The Board shall submit the matters beyond the scope of authorization of the shareholders' meeting to the shareholders' meeting for consideration.	**Article 116** The Board of Directors shall perform the following duties and powers: … (x) to set up the basic management system of the Company; (xi) to formulate the proposals for any amendment to the Articles of Association; **(xii) to manage information disclosure matters of the Company;** **(xiii)** to propose to the shareholders' meeting the appointment or change of the accounting firm which provides audit services to the Company; **(xiv)** to listen to work reports of the general manager of the Company and review his/her work; **(xv)** other functions and powers granted by laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange**,** the Articles of Association **or the shareholders' meetings**. The Board shall submit the matters beyond the scope of authorization of the shareholders' meeting to the shareholders' meeting for consideration.

Before Amendments	After Amendments
Article 128 The Board meetings shall be classified into regular meetings and extraordinary meetings. The regular meetings of the Board of Directors shall be convened at least four times every year, approximately once a quarter. Board meetings shall be convened by the chairman. The chairman shall hold a meeting with the independent non-executive directors without the presence of other directors at least once a year. Notice of regular meetings of the Board of Directors and meeting documents shall be delivered to all directors ~~and supervisors~~ at least 14 days before the meeting (excluding the day of the meeting), so as to allow all directors an opportunity to attend.	**Article 128** The Board meetings shall be classified into regular meetings and extraordinary meetings. The regular meetings of the Board of Directors shall be convened at least four times every year, approximately once a quarter. Board meetings shall be convened by the chairman. The chairman shall hold a meeting with the independent non-executive directors without the presence of other directors at least once a year. Notice of regular meetings of the Board of Directors and meeting documents shall be delivered to all directors at least 14 days before the meeting (excluding the day of the meeting), so as to allow all directors an opportunity to attend.
Article 129 An extraordinary meeting may be convened by the Board of Directors in any of the following circumstances: (i) when proposed by shareholders representing more than one tenth of the voting rights; (ii) when jointly proposed by more than one third of directors; (iii) when proposed by the ~~Supervisory Committee~~; …	**Article 129** An extraordinary meeting may be convened by the Board of Directors in any of the following circumstances: (i) when proposed by shareholders representing more than one tenth of the voting rights; (ii) when jointly proposed by more than one third of directors; (iii) when proposed by the **Audit Committee**; …
Article 130 A written notice of meeting shall be served to all directors ~~and supervisors~~ three days before an extraordinary Board meeting is to be convened by the Board of Directors. In case of emergency, a telephone or oral notice of meeting may be served to all directors~~, supervisors~~ and relevant personnel and a written confirmation shall be served when the Board meeting is held.	**Article 130** A written notice of meeting shall be served to all directors three days before an extraordinary Board meeting is to be convened by the Board of Directors. In case of emergency, a telephone or oral notice of meeting may be served to all directors and relevant personnel and a written confirmation shall be served when the Board meeting is held.

Before Amendments	After Amendments
Article 132 … Matters concerning external guarantees stipulated in ~~Article 48~~ of the Articles of Association shall be subject to the approval of more than two-thirds of the directors attending the Board meeting, in addition to the approval by a majority of all directors. Each director shall have one vote for a resolution to be approved by the Board of Directors.	**Article 132** … Matters concerning external guarantees stipulated in **Article 49** of the Articles of Association shall be subject to the approval of more than two-thirds of the directors attending the Board meeting, in addition to the approval by a majority of all directors. Each director shall have one vote for a resolution to be approved by the Board of Directors.
Article 133 When a director is considered to have connections with the enterprise involved in a resolution of the Board meeting, such director shall refrain from voting on such resolution, nor can he/she exercise any voting rights on behalf of other directors. The Board meeting may be held if the quorum is met by more than one half of the unconnected directors. Resolutions of the Board meeting shall be passed by more than half of the unconnected directors. If the number of unconnected directors present at the Board meeting is less than three, such matter shall be put forward to a shareholders' meeting for discussion and consideration.	**Article 133** When a director is considered to have connections with the enterprise **or individual** involved in a resolution of the Board meeting, **such director shall submit a written report to the board of directors. The** director **with connected relationship** shall refrain from voting on such resolution, nor can he/she exercise any voting rights on behalf of other directors. The Board meeting may be held if the quorum is met by more than one half of the unconnected directors. Resolutions of the Board meeting shall be passed by more than half of the unconnected directors. If the number of unconnected directors present at the Board meeting is less than three, such matter shall be put forward to a shareholders' meeting for discussion and consideration.
Article 139 The Company shall appoint a general manager and may appoint several deputy general managers, who shall be appointed or dismissed by the Board of Directors.	**Article 139** The Company shall appoint a general manager and may appoint several deputy general managers, who shall be appointed or dismissed by the Board of Directors.

Before Amendments	After Amendments
Article 140 The circumstances defined ~~in Article 103~~ hereof with respect to disqualified directors of the Company are applicable to the senior management. Requirements set out ~~in Article 105~~ hereof with respect to the directors' duty of good faithfulness and the requirements set out ~~in items (iv) to (vi) of Article 106~~ hereof with respect to the directors' obligations of diligence shall also be applicable to the senior management.	**Article 140** The circumstances defined hereof with respect to disqualified directors of the Company are applicable to the senior management. Requirements set out hereof with respect to the directors' duty of good faithfulness and the requirements set out hereof with respect to the directors' obligations of diligence shall also be applicable to the senior management.
Article 142 The general manager shall be accountable to the Board of Directors and exercise the following functions and powers: ... (vii) to decide on the appointment or dismissal of management personnel other than those required to be appointed or dismissed by the Board of Directors; ...	**Article 142** The general manager shall be accountable to the Board of Directors and exercise the following functions and powers: ... (vii) to decide on the appointment or dismissal of management personnel other than those required to be appointed or dismissed by the Board of Directors; ...
Article 144 The detailed working rules formulated for the general manager shall include the following: (i) conditions and procedures for convening and participants of the general manager meetings; (ii) specific duties and division of labour of the general manager and other senior management; (iii) the use of funds and assets of the Company, authority to enter into material contracts and systems for reporting to the Board of Directors~~ and Supervisory Committee~~; (iv) other matters as deemed necessary by the Board of Directors.	**Article 144** The detailed working rules formulated for the general manager shall include the following: (i) conditions and procedures for convening and participants of the general manager meetings; (ii) specific duties and division of labour of the general manager and other senior management; (iii) the use of funds and assets of the Company, authority to enter into material contracts and systems for reporting to the Board of Directors; (iv) other matters as deemed necessary by the Board of Directors.

Before Amendments	After Amendments
Article 147 The senior management shall be liable for any losses caused to the Company by their breach of any law, administrative regulation, departmental rules or the Articles of Association in performing their duties on behalf of the Company.	**Article 147 If a senior management causes damage to others while performing his/her duties, the Company shall bear liability for compensation; if a senior management does so with intent or gross negligence, he/she shall also be liable for compensation.** The senior management shall be liable for any losses caused to the Company by their breach of any law, administrative regulation, departmental rules or the Articles of Association in performing their duties on behalf of the Company.
~~**Article 158** The Company shall have a Supervisory Committee. The Supervisory Committee shall consist of three supervisors, and shall include shareholder representatives and an appropriate proportion of the employee representatives of the Company, of which the proportion of the employee representatives shall not be less than one-third. The shareholder representative supervisors shall be elected by the shareholders' meeting, and the employee representative supervisors shall be elected through the employee representative meeting, the employee meeting or other forms of democratic election. The Supervisory Committee shall have one chairman. The chairman of the Supervisory Committee shall be elected by more than half of all supervisors. The chairman of the Supervisory Committee shall summon and preside over the meetings of the Supervisory Committee. If the chairman of the Supervisory Committee is unable or fails to perform his/her duties, a supervisor shall be jointly elected by more than half of the supervisors to summon and preside over the meetings of the Supervisory Committee.~~	

Before Amendments	After Amendments
~~**Article 159** The Supervisory Committee performs the following functions and powers:~~ ~~(i) to review the regular reports of the Company prepared by the Board of Directors and submit its written opinions thereon;~~ ~~(ii) to examine the financial matters of the Company;~~ ~~(iii) to supervise the performance of the directors and senior management in the course of performing their duties for the Company, and propose the removal of directors or senior management who violate the laws, administrative regulations or the Articles of Association or resolutions of shareholders' meeting;~~ ~~(iv) to require directors and senior management to make corrections when their conduct is detrimental to the Company's interests;~~ ~~(v) to propose the convening of an extraordinary shareholders' meeting, and to summon and preside over the shareholders' meeting when the Board of Directors fails to perform the duty of summoning and presiding over the shareholders' meeting under the Company Law and the Articles of Association;~~ ~~(vi) to submit proposals to the shareholders' meeting;~~ ~~(vii) to take legal actions against directors and senior management in accordance with the Company Law and the Articles of Association;~~	

Before Amendments	After Amendments
~~(viii) to carry out investigations when abnormalities in the Company's operations are discovered; if necessary, professional organizations such as accounting firms and law firms may be engaged to assist in its work at the Company's expense;~~ ~~(ix) other functions and powers conferred by laws, administrative regulations, the Articles of Association or the shareholders' meeting.~~	
~~**Article 160** The meeting of the Supervisory Committee shall be held at least once every 6 months. A supervisor may propose to hold an extraordinary meeting of the Supervisory Committee.~~ ~~A resolution made by the Supervisory Committee shall be passed by more than half of all supervisors.~~	
~~**Article 161** The Supervisory Committee shall formulate the rules of procedure for the Supervisory Committee which specifies method of discussion and voting procedure of the Supervisory Committee, to ensure the working efficiency and scientific decision-making of the Supervisory Committee. The rules of procedure for the Supervisory Committee shall be annexed to the Articles of Association and shall be prepared by the Supervisory Committee and approved by the shareholders' meeting.~~	
~~**Article 162** To convene a meeting of the Supervisory Committee, the Supervisory Committee shall notify in writing all supervisors ten days prior to the meeting. To convene an extraordinary meeting of the Supervisory Committee, the Supervisory Committee shall notify in writing all supervisors three days prior to the meeting. Where an extraordinary meeting of the Supervisory Committee needs to be convened in emergency, the notice of meeting may be sent by verbal means or telephone at any time, but the convener shall make explanations at the meeting.~~	

Before Amendments	After Amendments
~~**Article 163** The notice of the meeting of the Supervisory Committee shall include the following:~~ ~~(i) date and venue of the meeting;~~ ~~(ii) duration of the meeting;~~ ~~(iii) purposes and topics;~~ ~~(iv) date of the notice.~~	
~~**Article 164** The chairman of the Supervisory Committee shall summon and preside over the meetings of the Supervisory Committee. If the chairman of the Supervisory Committee is unable or fails to perform his/her duties, a supervisor shall be jointly elected by more than half of the supervisors to summon and preside over the meetings of the Supervisory Committee.~~	
~~**Article 165** The meeting of the Supervisory Committee shall only be held with more than half of the supervisors present at the meeting. Resolutions of the Supervisory Committee shall be passed by more than half of all supervisors.~~ ~~Voting on meetings of the Supervisory Committee shall be conducted by registered poll, and each supervisor shall have one vote.~~	
~~**Article 166** As long as all the supervisors can fully express their opinions, the extraordinary meeting of the Supervisory Committee may be held by other means of communication, and resolutions passed shall be signed by all attending supervisors. A written resolution signed by all the supervisors who are entitled to attend and vote at a meeting of the Supervisory Committee by means of communication shall have the same effect as a resolution duly passed at a meeting of the Supervisory Committee. Such written resolutions may consist of certain documents in similar form, each of which shall be signed by one or more of the above supervisors.~~	

Before Amendments	After Amendments
~~**Article 167** Supervisors shall attend the Supervisory Committee meetings in person. Where any supervisor cannot attend the meeting of the Supervisory Committee in person for cause, he may appoint other supervisor in writing to attend on his/her behalf. The form of proxy shall state the name of proxy, agency matters, and authority, and shall be signed or sealed by the appointing supervisor. The proxy supervisor present at the meeting shall exercise the rights within the scope of authority.~~ ~~A supervisor who fails to attend a meeting of the Supervisory Committee in person and also fails to appoint other supervisor to attend the meeting shall be deemed to have waived his/her right to vote at such meeting.~~	
~~**Article 168** The Supervisory Committee shall record the decisions made on the issues discussed at the meeting in the minutes, which shall be signed by the supervisors present at the meeting.~~ ~~Any supervisor shall have the right to have certain explanatory note entered into the minutes regarding his/her statements at the meeting. The minutes of the Supervisory Committee shall be saved in the archives of the Company for a period of at least ten years.~~	

Before Amendments	After Amendments
Article 174 When distributing the after-tax profits of the year, the Company shall make appropriation of 10% of the profits to the statutory reserve fund of the Company. When the Company's statutory reserve fund has aggregated to more than 50% of the Company's share capital, it may no longer make appropriation. … If the shareholders' meeting~~, in violation of the provisions of the preceding paragraph,~~ distributes profits to shareholders~~ before the Company makes up for losses and makes allocations to the statutory reserve fund~~, the shareholders shall return the profits distributed in violation of the provisions to the Company. The Shares held by the Company shall not be included in the distribution of profits.	**Article 154** When distributing the after-tax profits of the year, the Company shall make appropriation of 10% of the profits to the statutory reserve fund of the Company. When the Company's statutory reserve fund has aggregated to more than 50% of the Company's share capital, it may no longer make appropriation. … If the shareholders' meeting distributes profits to shareholders **in violation of the Company Law,** the shareholders shall return the profits distributed in violation of the provisions to the Company**; where such distribution causes loss to the Company, the shareholders and the directors and senior management members responsible shall bear liability for compensation**. The Shares held by the Company shall not be included in the distribution of profits.
Article 178 The Company has a mechanism for internal auditing, ~~with professional auditors to carry out internal audit and supervision over the Company's financial revenue and expenditure and economic activities.~~	**Article 158** The Company has a mechanism for internal auditing, **clarifying the leadership system, responsibilities and authority, staffing, funding guarantee, application of audit results and accountability of internal audit work.**
Article 179 The internal auditing ~~mechanism and duties of the internal auditors should be implemented upon approval by the Board of Directors. The person in charge of the audit shall hold responsibility for and report to the Board of Directors.~~	**Article 179** The internal auditing **institution shall supervise and inspect the Company's business activities, risk management, internal controls, financial information, and other matters.**

Before Amendments	After Amendments
	Article 160 The internal audit function is accountable to the Board. **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.**
	Article 161 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 (if necessary).
	Article 162 When the audit committee communicates with external auditors such as accounting firms and national audit agencies, the internal auditor shall actively cooperate and provide necessary support and collaboration.
	Article 163 The audit committee participates in the appraisal of the head of internal audit.
~~**Article 189** The notice of a meeting of the Supervisory Committee of the Company shall be served by personal delivery or post, fax, email or through other means.~~	
Article 191 The accidental failure to give notice of meeting to, or non-receipt of notice of meeting by, any person entitled to receive such notice shall not invalidate the meeting and the resolutions adopted at the meeting.	**Article 174** The accidental failure to give notice of meeting to, or non-receipt of notice of meeting by, any person entitled to receive such notice shall not **solely** invalidate the meeting and the resolutions adopted at the meeting.

Before Amendments	After Amendments
Article 200 The Company shall prepare a balance sheet and an inventory of properties when it needs to reduce its registered capital. The Company shall notify the creditors within 10 days from the date of making the resolution to reduce the registered capital and shall publish an announcement in the newspaper or on the National Enterprise Credit Information Publicity System within 30 days. The creditors may require the Company to settle the debts or provide appropriate guarantees within 30 days after receipt of the notice or within 45 days after the date of the announcement if the creditors have not received the notice. ~~The registered capital of the Company after the capital reduction shall not be lower than the statutory minimum level.~~ When the Company reduces its registered capital, it shall reduce the amount of capital contribution or shares in proportion to the shareholders' ~~capital contribution or~~ shareholding, unless otherwise stipulated by laws or the Articles of Association.	**Article 183** The Company shall prepare a balance sheet and an inventory of properties when it needs to reduce its registered capital. The Company shall notify the creditors within 10 days from the date of **the shareholders' meetings** making the resolution to reduce the registered capital and shall publish an announcement in the newspaper or on the National Enterprise Credit Information Publicity System within 30 days. The creditors may require the Company to settle the debts or provide appropriate guarantees within 30 days after receipt of the notice or within 45 days after the date of the announcement if the creditors have not received the notice. When the Company reduces its registered capital, it shall reduce the amount of capital contribution or shares in proportion to the shareholders' shareholding, unless otherwise stipulated by laws or the Articles of Association.
Article 201 If the Company remains in a loss position after making up for its losses in accordance with the second paragraph of ~~Article 175~~ hereof, it may reduce its registered capital to make up for the losses. If the registered capital is reduced to make up for the losses, the Company shall not make any distribution to the shareholders; nor shall the shareholders be exempted from the obligation to make capital contribution or payment for the shares. …	**Article 184** If the Company remains in a loss position after making up for its losses in accordance with the second paragraph of **Article 154** hereof, it may reduce its registered capital to make up for the losses. If the registered capital is reduced to make up for the losses, the Company shall not make any distribution to the shareholders; nor shall the shareholders be exempted from the obligation to make capital contribution or payment for the shares. …

Before Amendments	After Amendments
	Article 185 If the registered capital is reduced in violation of the Company Law and other relevant provisions, the shareholders shall return the funds they received, and if the shareholder's capital contribution is reduced or exempted, it shall be restored to the original state; If losses are caused to the Company, shareholders, responsible directors and senior management personnel shall be liable for compensation.
	Article 186 Where the Company issues new shares to increase the registered capital, shareholders do not enjoy the preemptive right, unless otherwise stipulated in the Listing Rules of the Hong Kong Stock Exchange or the Articles or the resolution of the general meeting decides that shareholders enjoy the pre-emptive right.
Article 203 The Company may be dissolved for the following reasons: (i) the term of business operation stipulated in the Articles of Association expires or circumstances for dissolution specified in the Articles of Association arise; (ii) a resolution for dissolution is passed at a shareholders' meeting; (iii) merger or division of the Company entails dissolution; (iv) the business license is revoked or the Company is ordered to close down or be deregistered according to laws; (v) the people's court dissolves the Company in accordance with ~~article 182~~ of the Company Law. If the Company has any cause for dissolution specified in the preceding paragraph, it shall make public the cause of dissolution through the National Enterprise Credit Information Publicity System within 10 days.	**Article 188** The Company may be dissolved for the following reasons: (i) the term of business operation stipulated in the Articles of Association expires or circumstances for dissolution specified in the Articles of Association arise; (ii) a resolution for dissolution is passed at a shareholders' meeting; (iii) merger or division of the Company entails dissolution; (iv) the business license is revoked or the Company is ordered to close down or be deregistered according to laws; (v) the people's court dissolves the Company in accordance with **Article 231** of the Company Law. If the Company has any cause for dissolution specified in the preceding paragraph, it shall make public the cause of dissolution through the National Enterprise Credit Information Publicity System within 10 days.

Before Amendments	After Amendments
Article 204 In the circumstance set out in items (i) and (ii) of the first paragraph of ~~Article 203~~ hereof, and the Company has not distributed property to the shareholders, the Company may continue to subsist by amending the Articles of Association or by a resolution of the shareholders' meeting. Amendments to the Articles of Association or a resolution of the shareholders' meeting pursuant to the preceding paragraph shall be subject to the approval of more than two-thirds of the voting rights held by the shareholders attending the shareholders' meeting.	**Article 189** In the circumstance set out in items (i) and (ii) of the first paragraph of **Article 188** hereof, and the Company has not distributed property to the shareholders, the Company may continue to subsist by amending the Articles of Association or by a resolution of the shareholders' meeting. Amendments to the Articles of Association or a resolution of the shareholders' meeting pursuant to the preceding paragraph shall be subject to the approval of more than two-thirds of the voting rights held by the shareholders attending the shareholders' meeting.
Article 205 If the Company is dissolved pursuant to items (i), (ii), (iv) and (v) of the first paragraph of ~~Article 203~~ hereof, it shall be liquidated. The directors are the liquidation obligors of the Company, and shall establish a liquidation committee within 15 days after the circumstance for dissolution arises. The liquidation committee shall consist of the directors ~~or members determined by the shareholders' meeting~~. Where the liquidation obligors fail to perform their liquidation obligations in a timely manner, causing any loss to the Company or any creditor, the liquidation obligors are liable for compensation.	**Article 190** If the Company is dissolved pursuant to items (i), (ii), (iv) and (v) of the first paragraph of **Article 188** hereof, it shall be liquidated. The directors are the liquidation obligors of the Company, and shall establish a liquidation committee within 15 days after the circumstance for dissolution arises. The liquidation committee shall consist of the directors**, unless otherwise provided by these Articles of Association or the shareholders' meeting resolves to appoint other persons**. Where the liquidation obligors fail to perform their liquidation obligations in a timely manner, causing any loss to the Company or any creditor, the liquidation obligors are liable for compensation.

Before Amendments	After Amendments
Article 206 Where the Company shall be liquidated in accordance with the first paragraph of the preceding Article, and the liquidation committee is not set up within the timeframe, or the liquidation committee is formed but does not carry out liquidation, the interested parties may apply to the people's court for designating relevant persons to form a liquidation committee to carry out liquidation. Where the Company shall be dissolved in accordance with the item (iv) of the first paragraph of ~~Article 203~~ hereof, the department or the company registration authority that made the decision to revoke the business license, order closure or revocation may apply to the people's court for designating relevant persons to form a liquidation committee to carry out liquidation.	**Article 191** Where the Company shall be liquidated in accordance with the first paragraph of the preceding Article, and the liquidation committee is not set up within the timeframe, or the liquidation committee is formed but does not carry out liquidation, the interested parties may apply to the people's court for designating relevant persons to form a liquidation committee to carry out liquidation. Where the Company shall be dissolved in accordance with the item (iv) of the first paragraph of **Article 188** hereof, the department or the company registration authority that made the decision to revoke the business license, order closure or revocation may apply to the people's court for designating relevant persons to form a liquidation committee to carry out liquidation.
Article 211 Upon completion of liquidation of the Company, the liquidation committee shall prepare a liquidation report and submit it to the shareholders' meeting or the people's court for confirmation, and shall submit it to the company registration authority, and apply for deregistration of the Company ~~and announce the termination of the Company~~.	**Article 196** Upon completion of liquidation of the Company, the liquidation committee shall prepare a liquidation report and submit it to the shareholders' meeting or the people's court for confirmation, and shall submit it to the company registration authority, and apply for deregistration of the Company.
Article 216 The Company shall amend the Articles of Association under any of the following circumstances: …	**Article 201** The Company shall amend the Articles of Association **in accordance with the requirements of relevant rules and in light of the Company's actual situation** under any of the following circumstances: …

Before Amendments	After Amendments
Article 225 Definition … (iii) The related relationship refers to relationship between a controlling shareholder, de facto controller, director, ~~supervisor or~~ senior management of the Company and the enterprise directly or indirectly controlled by the same, as well as other relationships that may give rise to transfer of interests of the Company, provided however that statecontrolled enterprises shall not be deemed as related parties solely because they are under the common control of the state.	**Article 210** Definition … (iii) The related relationship refers to relationship between a controlling shareholder, de facto controller, director, senior management of the Company and the enterprise directly or indirectly controlled by the same, as well as other relationships that may give rise to transfer of interests of the Company, provided however that statecontrolled enterprises shall not be deemed as related parties solely because they are under the common control of the state.
Article 227 Matters not covered in the Articles of Association shall be handled in accordance with laws, regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed and according to the actual situation of the Company. If the Articles of Association are in conflict with laws, regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed promulgated from time to time, such laws, regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed ~~shall prevail~~.	**Article 212** Matters not covered in the Articles of Association shall be handled in accordance with laws, **administrative** regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed and according to the actual situation of the Company. If **any provisions of** the Articles of Association are in conflict with **the relevant** laws, **administrative** regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed promulgated **or amended** from time to time **in the future**, **the matters shall be implemented in accordance with relevant** laws, **administrative** regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed.
Article 230 Annexes to the Articles of Association shall include the Rules of Procedure for the Shareholders' Meetings, the Rules of Procedure for the Board of Directors ~~and the Rules of Procedure for the Supervisory Committee~~.	**Article 215** Annexes to the Articles of Association shall include the Rules of Procedure for the Shareholders' Meetings **and** the Rules of Procedure for the Board of Directors.

The proposed amendments to the existing Rules of Procedure for the Shareholders' Meetings are as follows. Deletions are indicated by strikethrough, while additions or modifications are shown in bold. Unless otherwise specified, the chapters and articles mentioned herein refer to those in the revised Rules of Procedure for the Shareholders' Meetings.

All terms included in this appendix as proposed amendments are those as defined in the existing Rules of Procedure for the Shareholders' Meetings, and should have the same meanings ascribed to them under the existing Rules of Procedure for the Shareholders' Meetings.

Before Amendments	After Amendments
Article 1 To regulate the activities of Beijing Geekplus Technology Co., Ltd. (hereinafter referred to as the "Company") and ensure lawful exercise of powers by shareholders, these Rules are ~~formulated~~ in accordance with the provisions of the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law") and other relevant laws and administrative regulations, as well as the Articles of Association of Beijing Geekplus Technology Co., Ltd. (hereinafter referred to as the "Articles of Association"), the Securities Law of the People's Republic of China (hereinafter referred to as the "Securities Law") and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Listing Rules of the Hong Kong Stock Exchange"), and in light of the actual condition of the Company.	**Article 1** To regulate the activities of Beijing Geekplus Technology Co., Ltd. (hereinafter referred to as the "Company") and ensure lawful exercise of powers by shareholders, these Rules are **established** in accordance with the provisions of the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law") and other relevant laws and administrative regulations, as well as the Articles of Association of Beijing Geekplus Technology Co., Ltd. (hereinafter referred to as the "Articles of Association"), the Securities Law of the People's Republic of China (hereinafter referred to as the "Securities Law") and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Listing Rules of the Hong Kong Stock Exchange"), and in light of the actual condition of the Company.

Before Amendments	After Amendments
Article 6 The shareholders' meeting is the organ of power of the Company and shall lawfully exercise its powers as follows:	**Article 6** The shareholders' meeting is the organ of power of the Company and shall lawfully exercise its powers as follows:
(i) to elect and change directors ~~and supervisors assumed by non-employee representatives~~; to decide on the remuneration of directors ~~and supervisors~~;	(i) to elect and change directors; to decide on the remuneration of directors;
(ii) to consider and approve the report of the Board of Directors;	(ii) to consider and approve the report of the Board of Directors;
~~(iii) to consider and approve the report of the Supervisory Committee;~~	(**iii**) to consider and approve the Company's profit distribution plan and loss recovery plan;
(~~iv~~) to consider and approve the Company's profit distribution plan and loss recovery plan;	(**iv**) to make a resolution on the increase or decrease of the registered capital of the Company;
(~~v~~) to make a resolution on the increase or decrease of the registered capital of the Company;	(**v**) to make a resolution on the issuance of corporate bonds by the Company;
(~~vi~~) to make a resolution on the issuance of corporate bonds by the Company;	(**vi**) to make a resolution on the merger, division, dissolution or liquidation of the Company, or on the change in the type of the Company;
(~~vii~~) to make a resolution on the merger, division, dissolution or liquidation of the Company, or on the change in the type of the Company;	(**vii**) to amend the Articles of Association;
(~~viii~~) to amend the Articles of Association;	(**viii**) to make a resolution on the Company's engagement and dismissal of an accounting firm **that undertakes the Company's auditing services**;
(~~ix~~) to make a resolution on the Company's engagement and dismissal of an accounting firm;	(**ix**) to consider and approve the guarantees prescribed in Article 7 of these Rules;
(~~x~~) to consider and approve the guarantees prescribed in Article 7 of these Rules;	(**x**) to consider the Company's purchase or sale of major assets within one year in excess of 30% of the Company's latest audited total assets;
(~~xi~~) to consider the Company's purchase or sale of major assets within one year in excess of 30% of the Company's latest audited total assets;	

Before Amendments	After Amendments
(~~xii~~) to consider and approve changes in the use of proceeds;	(**xi**) to consider and approve changes in the use of proceeds;
(~~xiii~~) to consider equity incentive plans and employee share ownership plans;	(**xii**) to consider equity incentive plans and employee share ownership plans;
(~~xiv~~) to consider other matters required to be resolved by the shareholders' meetings by the laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange or the Articles of Association.	(**xiii**) to consider other matters required to be resolved by the shareholders' meetings by the laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange or the Articles of Association.
The Board of Directors may be authorized by the shareholders' meetings to adopt resolutions on the issuance of corporate bonds.	The Board of Directors may be authorized by the shareholders' meetings to adopt resolutions on the issuance of corporate bonds.
The functions and powers of the above-mentioned shareholders' meetings shall not be exercised by the Board of Directors or other institutions or individuals by way of authorization.	**Unless otherwise specified by the applicable laws, regulations and normative documents,** the functions and powers of the above-mentioned shareholders' meetings shall not be exercised by the Board of Directors or other institutions or individuals by way of authorization.

Before Amendments	After Amendments
Article 7 …… (iv) any guarantee to be provided by the Company in a single year, the total amount of which has exceeded 30% of the Company's latest audited total assets; (~~v~~) any guarantee to be provided to a shareholder, a de facto controller or its related party, or a related party of the Company; (~~vi~~) other external guarantees that meet the requirements of the applicable laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange, or the Articles of Association and shall be approved by the shareholders' meeting. ……	**Article 7** …… (iv) any guarantee to be provided by the Company **to others** in a single year, the total amount of which has exceeded 30% of the Company's latest audited total assets; **(v) any guarantee provided after the total external guarantee of the Company has exceeded 30% of the Company's latest audited total assets;** (**vi**) any guarantee to be provided to a shareholder, a de facto controller or its related party, or a related party of the Company; (**vii**) other external guarantees that meet the requirements of the applicable laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange, or the Articles of Association and shall be approved by the shareholders' meeting. ……
Article 9 …… (v) when proposed by the ~~Supervisory Committee~~; ……	**Article 9** …… (v) when proposed by the **Audit Committee**; ……

Before Amendments	After Amendments
Article 10 …… When convening a shareholders' meeting, the Company will engage lawyers to issue legal opinions on the following issues and make announcements: (i) whether the procedures of convening and holding the meeting comply with laws, administrative regulations and the Articles of Association; ……	**Article 11** When convening a shareholders' meeting, the Company will engage **domestic** lawyers **(if necessary)** to issue legal opinions on the following issues and make announcements: (i) whether the procedures of convening and holding the meeting comply with **the provisions of** laws, administrative regulations and the Articles of Association; ……
Article 12 The independent non-executive directors shall have the right to propose to the Board of Directors to convene an extraordinary shareholders' meeting. For such proposal, the Board of Directors shall, in accordance with laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange and the Articles of Association, make a written response as to whether or not it agrees to convene an extraordinary shareholders' meeting, within 10 days upon receipt of such proposal. ……	**Article 13 The Board of Directors shall convene shareholders' meetings on time within the stipulated period.** **Upon approval by more than half of all the independent non-executive directors,** the independent non-executive directors shall have the right to propose to the Board of Directors to convene an extraordinary shareholders' meeting. For such proposal, the Board of Directors shall, in accordance with laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange and the Articles of Association, make a written response as to whether or not it agrees to convene an extraordinary shareholders' meeting, within 10 days upon receipt of such proposal. ……

Before Amendments	After Amendments
Article 13 The ~~Supervisory Committee~~ shall have the right to propose to the Board of Directors to convene an extraordinary shareholders' meeting. Such proposal shall be made to the Board of Directors in writing. The Board of Directors shall make a written response as to whether or not it agrees to convene such an extraordinary shareholders' meeting within 10 days upon receipt of the proposal in accordance with laws, administrative regulations, the Hong Kong Listing Rules and the Articles of Association. If the Board of Directors agrees to convene the extraordinary shareholders' meeting, a notice of such meeting shall be issued within 5 days after the resolution of the Board of Directors is passed. Changes made to the original proposal in the notice shall be approved by the ~~Supervisory Committee~~. If the Board of Directors does not agree to convene the extraordinary shareholders' meeting or fails to give written feedback within 10 days after receipt of the proposal, the Board of Directors shall be deemed to be unable or fail to perform the duty of convening the shareholders' meeting, and the ~~Supervisory Committee~~ may summon and preside over the meeting on its own.	**Article 14** The **Audit Committee** shall have the right to propose to the Board of Directors to convene an extraordinary shareholders' meeting. Such proposal shall be made to the Board of Directors in writing. The Board of Directors shall make a written response as to whether or not it agrees to convene such an extraordinary shareholders' meeting within 10 days upon receipt of the proposal in accordance with laws, administrative regulations, the Hong Kong Listing Rules and the Articles of Association. If the Board of Directors agrees to convene the extraordinary shareholders' meeting, a notice of such meeting shall be issued within 5 days after the resolution of the Board of Directors is passed. Changes made to the original proposal in the notice shall be approved by the **Audit Committee**. If the Board of Directors does not agree to convene the extraordinary shareholders' meeting or fails to give written feedback within 10 days after receipt of the proposal, the Board of Directors shall be deemed to be unable or fail to perform the duty of convening the shareholders' meeting, and the **Audit Committee** may summon and preside over the meeting on its own.

Before Amendments	After Amendments
Article 14 …… If the Board of Directors disagrees to convene the extraordinary shareholders' meeting, or fails to give feedback within 10 days after receipt of the request, shareholders, individually or jointly, holding 10% or more of the voting rights of the Company (on a one vote per share basis) may request the ~~Supervisory Committee~~ to convene an extraordinary shareholders' meeting, and such request shall be made to the ~~Supervisory Committee~~ in writing. If the ~~Supervisory Committee~~ agrees to convene the extraordinary shareholders' meeting, a notice of such meeting shall be issued within 5 days after the receipt of the request. Changes made to the original proposal in the notice shall be approved by the relevant shareholder. If the ~~Supervisory Committee~~ fails to give a relevant notice within the designated period, it shall be deemed that the ~~Supervisory Committee~~ fails to convene and preside over the shareholders' meeting. The shareholder(s) continuously holding for over 90 days individually or collectively 10% or more of the voting rights of the Company (on a one vote per share basis) may convene and preside over the meeting by himself/themselves.	**Article 15** …… If the Board of Directors disagrees to convene the extraordinary shareholders' meeting, or fails to give feedback within 10 days after receipt of the request, shareholders, individually or jointly, holding 10% or more of the voting rights of the Company (on a one vote per share basis) may request the **Audit Committee** to convene an extraordinary shareholders' meeting, and such request shall be made to the **Audit Committee** in writing. If the **Audit Committee** agrees to convene the extraordinary shareholders' meeting, a notice of such meeting shall be issued within 5 days after the receipt of the request. Changes made to the original proposal in the notice shall be approved by the relevant shareholder. If the **Audit Committee** fails to give a relevant notice within the designated period, it shall be deemed that the **Audit Committee** fails to convene and preside over the shareholders' meeting. The shareholder(s) continuously holding for over 90 days individually or collectively 10% or more of the voting rights of the Company (on a one vote per share basis) may convene and preside over the meeting by himself/themselves.

Before Amendments	After Amendments
Article 15 If the ~~Supervisory Committee~~ or shareholder(s) decide(s) to convene the shareholders' meeting by itself/themselves, it/they shall issue a written notice to the Board of Directors. Shareholding proportion of the convening shareholders shall not be less than 10% prior to announcement of the resolution of the shareholders' meeting. The ~~Supervisory Committee~~ or convening shareholders shall submit the corresponding supporting materials (if necessary) to the relevant competent authorities and the stock exchange in accordance with applicable laws and regulations when issuing the notice of convening a shareholders' meeting and announcing the resolutions of shareholders' meeting.	**Article 16** If the **Audit Committee** or shareholder(s) decide(s) to convene the shareholders' meeting by itself/themselves, it/they shall issue a written notice to the Board of Directors. Shareholding proportion of the convening shareholders shall not be less than 10% prior to announcement of the resolution of the shareholders' meeting. The **Audit Committee** or convening shareholders shall submit the corresponding supporting materials (if necessary) to the relevant competent authorities and the stock exchange in accordance with applicable laws and regulations when issuing the notice of convening a shareholders' meeting and announcing the resolutions of shareholders' meeting.
Article 16 For shareholders' meetings convened by the ~~Supervisory Committee~~ or the shareholders, the Board of Directors and the secretary to the Board of Directors shall provide cooperation accordingly. The Board of Directors shall provide the register of shareholders as of the date of record.	**Article 17** For shareholders' meetings convened by the **Audit Committee** or the shareholders, the Board of Directors and the secretary to the Board of Directors shall provide cooperation accordingly. The Board of Directors shall provide the register of shareholders as of the date of record.
Article 17 All necessary expenses incurred by the ~~Supervisory Committee~~ or the shareholders to convene a shareholder's meeting shall be assumed by the Company.	**Article 18** All necessary expenses incurred by the **Audit Committee** or the shareholders to convene a shareholder's meeting shall be assumed by the Company.

Before Amendments	After Amendments
Article 19 The Board of Directors, the ~~Supervisory Committee~~, and shareholder(s) individually or jointly holding more than 1% of the Company's shares shall have the right to submit proposals to the Company for a shareholders' meeting of the Company. …… Proposals which are not specified in the notice of the shareholders' meeting or which do not comply with ~~Article 18~~ of these Rules shall not be voted and resolved at the shareholders' meeting.	**Article 20** The Board of Directors, the **Audit Committee**, and shareholder(s) individually or jointly holding more than 1% of the Company's shares shall have the right to submit proposals to the Company for a shareholders' meeting of the Company. …… Proposals which are not specified in the notice of the shareholders' meeting or which do not comply with **Article 19** of these Rules shall not be voted and resolved at the shareholders' meeting.
Article 22 In the event that the election of directors ~~and supervisors~~ is to be discussed at a shareholders' meeting, the notice of the shareholders' meeting shall fully disclose details of candidates for the directors ~~and supervisors~~, and shall at least include the following particulars: …… Save for the cumulative voting system adopted to elect directors ~~and supervisors~~, a separate proposal shall be raised in respect of each of the candidates for directors ~~and supervisors~~.	**Article 23** In the event that the election of directors is to be discussed at a shareholders' meeting, the notice of the shareholders' meeting shall fully disclose details of candidates for the directors, and shall at least include the following particulars: …… Save for the cumulative voting system adopted to elect directors, a separate proposal shall be raised in respect of each of the candidates for directors.

Before Amendments	After Amendments
Article 27 Shareholders may entrust a proxy to attend the shareholders' meeting. The proxy shall submit the power of attorney by the shareholder to the Company and exercise voting rights within the scope of authorization. Any power of attorney issued by a shareholder who authorizes a proxy to attend the shareholders' meeting on his/her behalf shall include the following details: (i) ~~the name of the proxy~~; (ii) ~~agency matters and authority~~; (iii) ~~respective~~ instructions on affirmative, negative or abstention voting on each item for consideration listed in the shareholders' meeting agenda; (iv) the issuance date and valid period of the power of attorney; (v) the signature (or seal) of the principal. If the principal is a domestic corporate shareholder, the corporate seal shall be affixed.	**Article 28** Shareholders may entrust a proxy to attend the shareholders' meeting. The proxy shall submit the power of attorney by the shareholder to the Company and exercise voting rights within the scope of authorization. Any power of attorney issued by a shareholder who authorizes a proxy to attend the shareholders' meeting on his/her behalf shall include the following details: (i) **the name of the principal and the class and quantity of the Company's shares held**; (ii) **the name of the proxy**; (iii) **specific instructions from shareholders, including** instructions on affirmative, negative or abstention voting on each item for consideration listed in the shareholders' meeting agenda, **etc.**; (iv) the issuance date and valid period of the power of attorney; (v) the signature (or seal) of the principal. If the principal is a domestic corporate shareholder, the corporate seal shall be affixed.
~~**Article 28** The power of attorney shall indicate whether the shareholder's proxy can vote according to his own will if the shareholder does not give specific instructions.~~	
~~**Article 29** In case the principal is a legal entity, its legal representative or the Board of Directors, or other person authorized by the resolution of decision-making bodies shall be represented at the shareholders' meetings of the Company.~~	

Before Amendments	After Amendments
Article 32 A meeting attendance register of attendants at a meeting shall be compiled by the Company. The meeting attendance register shall state the names (or names of work units), identity card numbers ~~and home addresses~~ of attendants, number of voting shares held or represented, the names of principals (or names of work units) and so on.	**Article 31** A meeting attendance register of attendants at a meeting shall be compiled by the Company. The meeting attendance register shall state the names (or names of work units), identity card numbers of attendants, number of voting shares held or represented, the names of principals (or names of work units) and so on.
	Article 32 The convener and the domestic lawyer (if required) engaged by the Company shall jointly verify the legitimacy of shareholder qualifications based on the shareholder register provided by the securities registration and clearing institution, and shall register the names (or titles) of shareholders and the number of voting shares held by them. Registration for the meeting shall close before the presider of the meeting announces the number of shareholders and proxies present in person at the meeting and the total number of voting shares held by them.
Article 33 ~~When the Company convenes a shareholders' meeting, all directors, supervisors and the secretary to the Board of Directors of the Company shall attend the meeting in person while the general manager and other senior management officers shall attend the meeting as non-voting participants.~~ Subject to the securities regulatory rules of the place where the Company's shares are listed, the aforesaid persons may attend or take part in the meeting by internet, video, telephone or other means with equivalent effect.	**Article 33 Where the shareholders' meeting requires directors and senior management officers to attend the meeting as non-voting participants, directors and senior management officers shall attend and accept shareholders' inquiries.** Subject to the securities regulatory rules of the place where the Company's shares are listed, the aforesaid persons may attend or take part in the meeting by internet, video, telephone or other means with equivalent effect.

Before Amendments	After Amendments
Article 34 A shareholders' meeting convened by the ~~Supervisory Committee~~ on its own shall be chaired by the ~~chairman of the Supervisory Committee~~. In the event that the ~~chairman~~ is unable to or fails to perform his duties, a ~~supervisor~~ jointly elected by more than half of the ~~supervisors~~ of the Company shall chair the meeting. A shareholders' meeting convened by shareholders on their own shall be chaired by a representative elected by the convener. …	**Article 34** A shareholders' meeting convened by the **Audit Committee** on its own shall be chaired by the **convener of the Audit Committee**. In the event that the **convener of the Audit Committee** is unable to or fails to perform his duties, a **member of the Audit Committee** jointly elected by more than half of the **members of the Audit Committee** of the Company shall chair the meeting. A shareholders' meeting convened by shareholders on their own shall be chaired by **the convener or** a representative elected by the convener. …
Article 35 At an annual general meeting, the Board of Directors ~~and the Supervisory Committee~~ shall report to the meeting on their work over the past one year.	**Article 35** At an annual general meeting, the Board of Directors shall report to the meeting on their work over the past one year.
Article 36 Directors~~, supervisors~~ and senior management officers shall explain and illustrate the questions and suggestions made by shareholders at a shareholders' meeting.	**Article 36** Directors and senior management officers shall explain and illustrate the questions and suggestions made by shareholders at a shareholders' meeting.
Article 41 … (ii) the names of the chairman of the meeting and the directors~~, supervisors, the general manager~~ and ~~other~~ senior management officers ~~attending or~~ present in the meeting; …	**Article 41** … (ii) the names of the chairman of the meeting and the directors and senior management officers present in the meeting; …

Before Amendments	After Amendments
Article 42 The convener shall ensure that the particulars of meeting minutes are true, accurate and complete. Directors, ~~supervisors,~~ secretary to the Board of Directors, convener or his representative who attended the meeting and the chairman of the meeting shall sign the minutes of the meeting. The minutes of the meeting shall be kept together with the meeting attendance register of shareholders physically present at the meeting, powers of attorney of proxies present, and valid information regarding voting through other means for a period of not less than ten years.	**Article 42** The convener shall ensure that the particulars of meeting minutes are true, accurate and complete. Directors, secretary to the Board of Directors, convener or his representative who attended **or participated in** the meeting and the chairman of the meeting shall sign the minutes of the meeting. The minutes of the meeting shall be kept together with the meeting attendance register of shareholders physically present at the meeting, powers of attorney of proxies present, and valid information regarding voting through other means for a period of not less than ten years.
Article 44 Resolutions of the shareholders' meeting shall be divided into ordinary resolutions and special resolutions. To pass an ordinary resolution at a shareholders' meeting, votes representing a simple majority of the voting rights represented by the shareholders (including ~~proxies~~) present at the meeting shall be exercised in favour of such resolution. To pass a special resolution at a shareholders' meeting, votes representing more than two-thirds of the voting rights represented by the shareholders (including ~~proxies~~) present at the meeting shall be exercised in favour of such resolution.	**Article 44** Resolutions of the shareholders' meeting shall be divided into ordinary resolutions and special resolutions. To pass an ordinary resolution at a shareholders' meeting, votes representing a simple majority of the voting rights represented by the shareholders (including **shareholders who authorize proxies to attend the meeting**) present at the meeting shall be exercised in favour of such resolution. To pass a special resolution at a shareholders' meeting, votes representing more than two-thirds of the voting rights represented by the shareholders (including **shareholders who authorize proxies to attend the meeting**) present at the meeting shall be exercised in favour of such resolution.

Before Amendments	After Amendments
Article 45 … (i) the election and change of ~~supervisors and~~ members of the Audit Committee ~~(where the Audit Committee exercises the functions and powers of the Supervisory Committee and the Company does not have a Supervisory Committee or supervisors)~~; …	**Article 45** … (i) the election and change of members of the Audit Committee; …
Article 47 … (iv) the Company's purchase or sale of major assets or guaranteed amounts within one year in excess of 30% of the latest audited total assets of the Company; …	**Article 47** … (iv) the Company's purchase or sale of major assets or guaranteed amounts **provided to others** within one year in excess of 30% of the latest audited total assets of the Company; …
Article 51 Save that the Company is under exceptional circumstances such as crisis, unless approved by way of special resolution at a shareholders' meeting, the Company shall not enter into any contracts with any person other than the directors~~, the general manager~~ and ~~other~~ senior management officers pursuant to which the management of all or a substantial part of the business of the Company will be given to such person.	**Article 51** Save that the Company is under exceptional circumstances such as crisis, unless approved by way of special resolution at a shareholders' meeting, the Company shall not enter into any contracts with any person other than the directors and senior management officers pursuant to which the management of all or a substantial part of the business of the Company will be given to such person.

Before Amendments	After Amendments
Article 52 The list of candidates for directors~~ and supervisors who are not employee representatives~~ shall be submitted to the shareholders' meetings for voting in the form of a proposal. The Board of Directors shall provide shareholders with the brief biographies and background information of the director~~ or supervisor~~ candidates by way of announcement. The methods and procedures for nominating directors~~ and supervisors who are not employee representatives of the Company~~ are: (i) within the number stipulated in the Articles of Association, and based on the number of directors to be elected, the Board of Directors shall propose a recommended list of candidates for election as directors. After the list is approved by a resolution of the Board of Directors, the Board of Directors shall submit the director candidates to the shareholders' meeting for election. ~~The Supervisory Committee shall propose a recommended list of supervisor candidates who are shareholder representatives. After the list is approved by a resolution of the Supervisory Committee, the Supervisory Committee shall submit the supervisor candidates who are shareholder representatives to the shareholders' meeting for election.~~ (ii) shareholders holding, individually or collectively, more than 1% of the total voting shares of the Company may propose director candidates to the Board of Directors of the Company~~, or propose supervisor candidates who are shareholder representatives to the Supervisory Committee of the Company~~.	**Article 52** The list of candidates for directors shall be submitted to the shareholders' meetings for voting in the form of a proposal. The Board of Directors shall provide shareholders with the brief biographies and background information of the director candidates by way of announcement. The methods and procedures for nominating directors are: (i) within the number stipulated in the Articles of Association, and based on the number of directors to be elected, the Board of Directors shall propose a recommended list of candidates for election as directors. After the list is approved by a resolution of the Board of Directors, the Board of Directors shall submit the director candidates to the shareholders' meeting for election. (ii) shareholders holding, individually or collectively, more than 1% of the total voting shares of the Company may propose director candidates to the Board of Directors of the Company.

Before Amendments	After Amendments
Article 53 When the shareholders' meeting votes on election of directors ~~or supervisors~~, the cumulative voting system may be adopted according to the Articles of Association or the resolution of the shareholders' meeting. Cumulative voting system mentioned in the preceding paragraph means that when ~~supervisors~~ are being elected at a shareholders' meeting, each share has as many voting rights as the number of ~~supervisors~~ to be selected; when directors are being elected at the shareholders' meeting, each Class A Share has voting rights 10 times the number of directors to be elected, and each Class B Share has as many voting rights as the number of directors to be selected. The shareholders' voting rights may be used in a collective manner. If the cumulative voting system is implemented for resolutions at the shareholders' meeting, the following principles shall be followed: (i) the number of director ~~or supervisor~~ candidates may exceed the number to be elected at the shareholders' meeting, but the number of candidates voted for by each shareholder shall not exceed the number of directors ~~or supervisors~~ to be elected at the shareholders' meeting, and the sum of the votes allocated shall not exceed the total votes held by the shareholder; otherwise, such votes shall be void; …	**Article 53** When the shareholders' meeting votes on election of directors, the cumulative voting system may be adopted according to the Articles of Association or the resolution of the shareholders' meeting. Cumulative voting system mentioned in the preceding paragraph means that when **directors who will serve as members of the Audit Committee** are being elected at a shareholders' meeting, each share has as many voting rights as the number of **directors who will serve as members of the Audit Committee** to be selected; when **directors who will not serve as members of the Audit Committee** are being elected at the shareholders' meeting, each Class A Share has voting rights 10 times the number of directors to be elected, and each Class B Share has as many voting rights as the number of directors to be selected. The shareholders' voting rights may be used in a collective manner. **When two or more independent non-executive directors are elected at the shareholders' meeting, the cumulative voting system shall be implemented.** If the cumulative voting system is implemented for resolutions at the shareholders' meeting, the following principles shall be followed: (i) the number of director candidates may exceed the number to be elected at the shareholders' meeting, but the number of candidates voted for by each shareholder shall not exceed the number of directors to be elected at the shareholders' meeting, and the sum of the votes allocated shall not exceed the total votes held by the shareholder; otherwise, such votes shall be void; …

Before Amendments	After Amendments
Article 54 Save for the cumulative voting system, the shareholders' meeting shall vote on each director ~~and supervisor~~ candidate one by one when considering the proposals for the election of directors ~~and supervisors~~.	**Article 54** Save for the cumulative voting system, the shareholders' meeting shall vote on each director candidate one by one when considering the proposals for the election of directors.
Article 59 … When proposals are voted on at the shareholders' meeting, lawyers, the shareholders' representative~~, the supervisors' representative~~ and other relevant persons appointed according to the Listing Rules of the Hong Kong Stock Exchange shall be jointly responsible for the counting and scrutinizing of the ballots according to laws, administrative regulations, and the Listing Rules of the Hong Kong Stock Exchange, and the voting results on resolution shall be announced on site, and recorded in the minutes. …	**Article 59** … When proposals are voted on at the shareholders' meeting, **domestic** lawyers **(if required)**, the shareholders' representative and other relevant persons appointed according to the Listing Rules of the Hong Kong Stock Exchange shall be jointly responsible for the counting and scrutinizing of the ballots according to laws, administrative regulations, and the Listing Rules of the Hong Kong Stock Exchange, and the voting results on resolution shall be announced on site, and recorded in the minutes. …
Article 60 … Before the formal announcement of voting results, the Company, vote counters, vote scrutineers, ~~major~~ shareholders, network services providers and other related parties involved at the physical shareholders' meeting, over the network and by other voting method shall have an obligation to keep confidential details of the voting.	**Article 60** … Before the formal announcement of voting results, the Company, vote counters, vote scrutineers, shareholders, network services providers and other related parties involved at the physical shareholders' meeting, over the network and by other voting method shall have an obligation to keep confidential details of the voting.
Article 64 If a proposal for the election of directors ~~or supervisors~~ is passed at the shareholders' meeting, the term of office of the newly appointed directors ~~and supervisors~~ shall commence from the date of the resolution in the shareholders' meeting in accordance with the Articles of Association.	**Article 64** If a proposal for the election of directors is passed at the shareholders' meeting, the term of office of the newly appointed directors shall commence from the date of the resolution in the shareholders' meeting in accordance with the Articles of Association.

Before Amendments	After Amendments
Article 66 Any resolution of the shareholders' meeting of the Company containing content against the laws or administrative regulations shall be invalid. Where the procedures for convening, or the voting method used at, a shareholders' meeting, violates any law, administrative regulation or the Articles of Association, or where any resolution contains any content violating the Articles of Association, the shareholders may, within 60 days from the date on which the resolution is made, request a people's court to revoke such resolution. Nonetheless, the aforesaid provision is not applicable to any minor irregularities in the procedures for convening, or the voting method used in, a shareholders' meeting, which do not materially affect the resolution. Shareholders who are not notified to participate in the shareholders' meeting may, within 60 days from the date when they know or should have known that the resolution of the shareholders' meeting have been made, file a request before the people's court to revoke such resolution; the right of revocation shall lapse if such right is not exercised within one year from the date on which the resolution is made.	**Article 66** Any resolution of the shareholders' meeting of the Company containing content against the laws or administrative regulations shall be invalid. Where the procedures for convening, or the voting method used at, a shareholders' meeting, violates any law, administrative regulation or the Articles of Association, or where any resolution contains any content violating the Articles of Association, the shareholders may, within 60 days from the date on which the resolution is made, request a people's court to revoke such resolution. Nonetheless, the aforesaid provision is not applicable to any minor irregularities in the procedures for convening, or the voting method used in, a shareholders' meeting, which do not materially affect the resolution. Shareholders who are not notified to participate in the shareholders' meeting may, within 60 days from the date when they know or should have known that the resolution of the shareholders' meeting have been made, file a request before the people's court to revoke such resolution; the right of revocation shall lapse if such right is not exercised within one year from the date on which the resolution is made. **If the Board of Directors, shareholders and other related parties have disputes over the validity of resolutions of the shareholders' meeting, they shall promptly file a lawsuit with the people's court. Before the people's court issues a judgment or ruling to revoke such resolutions, the relevant parties shall implement the resolutions of the shareholders' meeting. The Company, its directors and senior management officers shall diligently perform their duties to ensure the normal operation of the Company.**

Before Amendments	After Amendments
	If the people's court makes a judgment or ruling on relevant matters, the Company shall fulfill its information disclosure obligations in accordance with the provisions of laws, administrative regulations, the CSRC, and the securities regulatory rules of the place where the Company's shares are listed, provide a full explanation of the impacts and actively cooperate in the enforcement of the judgment or ruling after it becomes legally effective. If the change in previous matters is involved, the Company shall promptly handle such matters and fulfill its corresponding information disclosure obligations.
~~**Article 68** The resolutions of the shareholders' meetings shall be recorded in the meeting minutes, which shall be signed by the convener and the directors present at the meeting. For on-site meetings, the meeting minutes and the resolutions signed by all shareholders shall be preserved together with the attendance register of the participating shareholders and the power of attorney for any proxies present.~~	
Article 71 In any of the following circumstances, the Company shall ~~promptly convene a shareholders' meeting to amend~~ these Rules: ……	**Article 70** In any of the following circumstances, the Company shall **revise** these Rules **in accordance with the requirements of the relevant regulations and in light of its actual circumstances**: ……

Before Amendments	After Amendments
Article 73 Matters not covered in these Rules shall be handled in accordance with laws, regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed and according to the actual situation of the Company. If these Rules are in conflict with laws, regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed promulgated from time to time, such laws, regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed shall ~~prevail~~.	**Article 72** Matters not covered in these Rules shall be handled in accordance with laws, **administrative** regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed and according to the actual situation of the Company. If **the relevant provisions of** these Rules are in conflict with laws, **administrative** regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed promulgated **or amended** from time to time **in the future**, such laws, regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed shall **be complied with**.
Article 74 The terms "above"~~, "within"~~ referred to in these Rules shall include the numeral referred thereto; the terms "over", "below", "beyond", "more than" shall exclude the numeral referred thereto.	**Article 73** The term "above" referred to in these Rules shall include the numeral referred thereto; the terms "over", "below", "beyond", "more than" shall exclude the numeral referred thereto.
Article 75 These Rules shall become effective upon approval by the shareholders' meeting ~~and on the date when the Company's H-shares are listed and traded on the Hong Kong Stock Exchange~~. Upon the effective date of these Rules, the original Rules of Procedure for the Shareholders' Meetings shall automatically cease to be in force.	**Article 74** These Rules shall become effective upon approval by the shareholders' meeting. Upon the effective date of these Rules, the original Rules of Procedure for the Shareholders' Meetings shall automatically cease to be in force.

The proposed amendments to the existing Rules of Procedure for the Board of Directors are as follows. Deletions are indicated by strikethrough, while additions or modifications are shown in bold. Unless otherwise specified, the chapters and articles mentioned herein refer to those in the revised Rules of Procedure for the Board of Directors.

All terms included in this appendix as proposed amendments are those as defined in the existing Rules of Procedure for the Board of Directors, and should have the same meanings ascribed to them under the existing Rules of Procedure for the Board of Directors.

Before Amendments	After Amendments
Article 1 In order to clarify the responsibilities and authorities of the Board of Directors of Beijing Geekplus Technology Co., Ltd. (hereinafter referred to as the "Company"), regulate the procedures and decision-making methods of the Board, promote the effective performance of duties by directors and the Board, and enhance the standardized operation and scientific decision-making level of the Board of Directors, these Rules are hereby ~~formulated~~ in accordance with the relevant laws, regulations, normative documents, including but not limited to the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Securities Law of the People's Republic of China (hereinafter referred to as the "Securities Law"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Listing Rules of the Hong Kong Stock Exchange"), as well as the relevant provisions of the "Articles of Association of Beijing Geekplus Technology Co., Ltd." (hereinafter referred to as the "Articles of Association").	**Article 1** In order to clarify the responsibilities and authorities of the Board of Directors of Beijing Geekplus Technology Co., Ltd. (hereinafter referred to as the "Company"), regulate the procedures and decision-making methods of the Board, promote the effective performance of duties by directors and the Board, and enhance the standardized operation and scientific decision-making level of the Board of Directors, these Rules are hereby **established** in accordance with the relevant laws, regulations, normative documents, including but not limited to the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Securities Law of the People's Republic of China (hereinafter referred to as the "Securities Law"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Listing Rules of the Hong Kong Stock Exchange"), as well as the relevant provisions of the "Articles of Association of Beijing Geekplus Technology Co., Ltd." (hereinafter referred to as the "Articles of Association").

Before Amendments	After Amendments
Article 4 …… (x) to set up the basic management system of the Company; ~~(xi)~~ to formulate the proposals for any amendment to the Articles of Association; ~~(xii)~~ to propose to the shareholders' meeting the appointment or change of the accounting firm which provides audit services to the Company; ~~(xiii)~~ to listen to work reports of the general manager of the Company and review his/her work; ~~(xiv)~~ other functions and powers granted by laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange ~~or~~ the Articles of Association. ……	**Article 4** …… (x) to set up the basic management system of the Company; **(xi) to manage the Company's information disclosure related matters;** **(xii)** to formulate the proposals for any amendment to the Articles of Association; **(xiii)** to propose to the shareholders' meeting the appointment or change of the accounting firm which provides audit services to the Company; **(xiv)** to listen to work reports of the general manager of the Company and review his/her work; **(xv)** other functions and powers granted by laws, administrative regulations, departmental rules, the Listing Rules of the Hong Kong Stock Exchange**,** the Articles of Association **or the shareholders' meeting**. ……
Article 13 Members of the Board of Directors and the general manager may submit proposals to the Board. When an extraordinary Board meeting is convened at the request of shareholders representing one-tenth or more of the voting rights, one-third or more of the directors, or the ~~Board of Supervisors~~, such parties may also submit proposals for the extraordinary Board meeting. ……	**Article 13** Members of the Board of Directors and the general manager may submit proposals to the Board. When an extraordinary Board meeting is convened at the request of shareholders representing one-tenth or more of the voting rights, one-third or more of the directors, or the **Audit Committee**, such parties may also submit proposals for the extraordinary Board meeting. ……

Before Amendments	After Amendments
Article 31 Except for proposals for extraordinary Board meetings, which must be submitted by shareholders representing one-tenth or more of the voting rights, one-third or more of the directors, or the ~~board of supervisors~~ when they request the convening of an extraordinary Board meeting, all other proposals submitted to the Board of Directors shall be delivered to the Board secretary at least ten days prior to the Board meeting. The chairman of the Board shall decide whether to include the proposals in the agenda for Board deliberation. If the chairman does not include the proposal submitted by the proposer in the Board's deliberation agenda, the chairman shall explain the reasons to the proposer. If the proposer disagrees, the Board of Directors shall decide, by a majority vote of all directors, whether to include the proposal in the deliberation agenda.	**Article 31** Except for proposals for extraordinary Board meetings, which must be submitted by shareholders representing one-tenth or more of the voting rights, one-third or more of the directors, or the **Audit Committee** when they request the convening of an extraordinary Board meeting, all other proposals submitted to the Board of Directors shall be delivered to the Board secretary at least ten days prior to the Board meeting. The chairman of the Board shall decide whether to include the proposals in the agenda for Board deliberation. If the chairman does not include the proposal submitted by the proposer in the Board's deliberation agenda, the chairman shall explain the reasons to the proposer. If the proposer disagrees, the Board of Directors shall decide, by a majority vote of all directors, whether to include the proposal in the deliberation agenda.
Article 36 The Board meetings shall be classified into regular meetings and extraordinary meetings. The regular meetings of the Board of Directors shall be convened at least four times every year, approximately once a quarter. Board meetings shall be convened by the chairman. The chairman shall hold a meeting with the independent non-executive directors without the presence of other directors at least once a year. ~~Notice of regular meetings of the Board of Directors and meeting documents shall be delivered to all directors and supervisors at least 14 days before the meeting (excluding the day of the meeting), so as to allow all directors an opportunity to attend.~~	**Article 36** The Board meetings shall be classified into regular meetings and extraordinary meetings. The regular meetings of the Board of Directors shall be convened at least four times every year, approximately once a quarter. Board meetings shall be convened by the chairman. The chairman shall hold a meeting with the independent non-executive directors without the presence of other directors at least once a year.

Before Amendments	After Amendments
Article 37 …… (iii) when proposed by the ~~Supervisory Committee~~; ……	**Article 37** …… (iii) when proposed by the **Audit Committee**; ……
Article 40 ~~For convening regular meetings and extraordinary meetings of the Board of Directors, notice shall be provided to all directors at least 10 days and 3 days in advance, respectively. In urgent circumstances requiring the prompt convening of an extraordinary Board meeting, notice may be given at any time via oral, telephone, or other means, provided that the convener shall provide an explanation during the meeting.~~	**Article 40 Notice of regular meetings of the Board of Directors and meeting documents shall be delivered to all directors at least 14 days before the meeting (excluding the day of the meeting), so as to allow all directors an opportunity to attend. A written notice of meeting shall be served to all directors three days before an extraordinary Board meeting is to be convened by the Board of Directors. In case of emergency, a telephone or oral notice of meeting may be served to all directors and other relevant personnel, and a written confirmation shall be served when the Board meeting is held.**
Article 44 Besides the extraordinary Board meetings convened for the crisis faced by the Company and other special or emergency situations as stated in this chapter, when the Company convenes a Board meeting, the Board shall inform all directors ~~and supervisors~~ in advance at the time specified in this chapter, and provide sufficient information (including relevant background materials of the topics of such meeting, as well as information and data that helps directors understand the Company's business progress).	**Article 44** Besides the extraordinary Board meetings convened for the crisis faced by the Company and other special or emergency situations as stated in this chapter, when the Company convenes a Board meeting, the Board shall inform all directors in advance at the time specified in this chapter, and provide sufficient information (including relevant background materials of the topics of such meeting, as well as information and data that helps directors understand the Company's business progress).
Article 45 A Board meeting shall be held only when a majority of directors are present. ~~Supervisors may attend Board meetings as non-voting participants;~~ the general manager and the Board secretary shall attend Board meetings as non-voting participants. If the meeting presider deems it necessary, other relevant personnel may be notified to attend Board meetings as non-voting participants.	**Article 45** A Board meeting shall be held only when a majority of directors are present. **The** general manager and the Board secretary shall attend Board meetings as non-voting participants. If the meeting presider deems it necessary, other relevant personnel may be notified to attend Board meetings as non-voting participants.

Before Amendments	After Amendments
Article 46 Directors shall, in principle, attend Board meetings in person. If unable to attend a meeting due to specific reasons, a director shall review the meeting materials in advance, form a clear opinion, and appoint another director in writing to attend on his/her behalf. The power of attorney shall specify~~:~~ ~~(1) the name and identification number (or passport number) of the principal and the agent;~~ ~~(2) the reason why the principal is unable to attend the meeting;~~ ~~(3) the principal's brief opinion on each proposal;~~ ~~(4) the scope of authorization and instructions regarding the voting intention for the proposals;~~ ~~(5) the signatures of the principal and the agent, as well as the date, among others.~~ The authorized director shall submit the power of attorney to the meeting presider and indicate the status of their authorized attendance on the meeting attendance register.	**Article 46** Directors shall, in principle, attend Board meetings in person. If unable to attend a meeting due to specific reasons, a director shall review the meeting materials in advance, form a clear opinion, and appoint another director in writing to attend on his/her behalf. The power of attorney shall specify **the name of the proxy, the relevant matter to be entrusted, scope of authorization and validity period and shall be signed or sealed by the principal; the director attending the meeting on other's behalf shall exercise his/her rights within the scope of authorization.** The authorized director shall submit the power of attorney to the meeting presider and indicate the status of their authorized attendance on the meeting attendance register.
Article 69 Under any of the following circumstances, the Board of Directors shall ~~timely~~ revise these Rules: ……	**Article 69** Under any of the following circumstances, the Board of Directors shall revise these Rules **in accordance with the requirements of the relevant regulations and in light of the Company's actual circumstances**: ……

Before Amendments	After Amendments
Article 72 The term "above" referred to in these Rules shall include the numeral referred thereto; the terms "less than", ~~"beyond", "below",~~ "over" shall exclude the numeral referred thereto.	**Article 72** The term "above" referred to in these Rules shall include the numeral referred thereto; the terms "less than", "over" shall exclude the numeral referred thereto.
Article 73 Matters not covered in these Rules shall be handled in accordance with laws, regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed and according to the actual situation of the Company. If these Rules are in conflict with laws, regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed promulgated from time to time, such laws, regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed shall ~~prevail~~.	**Article 73** Matters not covered in these Rules shall be handled in accordance with laws, **administrative** regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed and according to the actual situation of the Company. If **the relevant provisions of** these Rules are in conflict with laws, **administrative** regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed promulgated **or amended** from time to time **in the future**, such laws, **administrative** regulations, normative documents and the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed shall **be complied with**.
Article 74 These Rules shall become effective upon approval by the shareholders' meeting~~ and on the date when the Company's H-shares are listed and traded on the Hong Kong Stock Exchange~~. Upon the effective date of these Rules, the original Rules of Procedure for Board of Directors shall automatically cease to be in force.	**Article 74** These Rules shall become effective upon approval by the shareholders' meeting. Upon the effective date of these Rules, the original Rules of Procedure for Board of Directors shall automatically cease to be in force.

The proposed amendments to the existing Related Party (Connected) Transaction Management System are as follows. Deletions are indicated by strikethrough, while additions or modifications are shown in bold. Unless otherwise specified, the chapters and articles mentioned herein refer to those in the revised Related Party (Connected) Transaction Management System.

All terms included in this appendix as proposed amendments are those as defined in the existing Related Party (Connected) Transaction Management System, and should have the same meanings ascribed to them under the existing Related Party (Connected) Transaction Management System.

Before Amendments	After Amendments
Article 6 …… (i) Directors, ~~supervisors,~~ the general manager, or major shareholders (i.e., persons entitled to exercise or control the exercise of 10% or more of the voting rights at the shareholders' meeting of the Company) of the Company or any of its subsidiaries (except for immaterial subsidiaries); ……	**Article 6** …… (i) Directors, the general manager, or major shareholders (i.e., persons entitled to exercise or control the exercise of 10% or more of the voting rights at the shareholders' meeting of the Company) of the Company or any of its subsidiaries (except for immaterial subsidiaries); ……
Article 7 The Company's Board Office is responsible for collecting and updating information on the Company's directors, ~~supervisors,~~ general manager, and major shareholders. The management staff of related party (connected) transactions in each subsidiary is responsible for collecting and updating information on directors, ~~supervisors,~~ general manager, and major shareholders related to their respective institutions and shall report to the Company's Board Office in a timely manner. The Company's Board Office is responsible for consolidating and reviewing the relevant information, establishing, managing, and publishing the updated list of related parties/connected persons when necessary.	**Article 7** The Company's Board Office is responsible for collecting and updating information on the Company's directors, general manager, and major shareholders. The management staff of related party (connected) transactions in each subsidiary is responsible for collecting and updating information on directors, general manager, and major shareholders related to their respective institutions and shall report to the Company's Board Office in a timely manner. The Company's Board Office is responsible for consolidating and reviewing the relevant information, establishing, managing, and publishing the updated list of related parties/connected persons when necessary.

Before Amendments	After Amendments
Article 8 The staff of the Company's Board Office and the related party (connected) transaction management staff of each subsidiary shall, within three working days from the date on which a director, ~~supervisor~~ or general manager assumes office, report to the Company's Board Office the name list of such person and their contacts. If there is any change to the matters reported, such change shall be reported within three working days after the change.	**Article 8** The staff of the Company's Board Office and the related party (connected) transaction management staff of each subsidiary shall, within three working days from the date on which a director, general manager assumes office, report to the Company's Board Office the name list of such person and their contacts. If there is any change to the matters reported, such change shall be reported within three working days after the change.
Article 12 The Company's Finance Department shall, on an annual basis, calculate the various ratios under the Hong Kong Listing Rules between the relevant subsidiary and the Company as a whole, in order to determine whether the relevant subsidiary constitutes a non-material subsidiary under the Hong Kong Listing Rules, and thereby ascertain whether the directors, supervisors, general manager or major shareholders of such subsidiary are related/connected persons of the Company. If any of the foregoing persons/entities are related/connected to two or more subsidiaries, the assets, profits and revenue of such subsidiaries shall be aggregated to determine whether such subsidiaries together constitute non-material subsidiaries of the Company.	**Article 12** The Company's Finance Department shall, on an annual basis, calculate the various ratios under the Hong Kong Listing Rules between the relevant subsidiary and the Company as a whole, in order to determine whether the relevant subsidiary constitutes a non-material subsidiary under the Hong Kong Listing Rules, and thereby ascertain whether the directors, supervisors **(if any)**, general manager or major shareholders of such subsidiary are related/connected persons of the Company. If any of the foregoing persons/entities are related/connected to two or more subsidiaries, the assets, profits and revenue of such subsidiaries shall be aggregated to determine whether such subsidiaries together constitute non-material subsidiaries of the Company.

Before Amendments	After Amendments
Article 30 Shareholders holding more than 10% of the Company's shares, directors~~,~~ ~~supervisors~~ and senior management shall promptly report to the secretary to the Board of Directors any changes in the relevant related/connected natural persons or related/connected legal persons. The Board Office shall promptly update the list of related/connected parties to ensure that the list of related/connected parties is true, accurate and complete. ……	**Article 30** Shareholders holding more than 10% of the Company's shares, directors and senior management shall promptly report to the secretary to the Board of Directors any changes in the relevant related/connected natural persons or related/connected legal persons. The Board Office shall promptly update the list of related/connected parties to ensure that the list of related/connected parties is true, accurate and complete. ……
Article 35 The terms "not less than" and "not more than" referred to in these Rules shall include the numeral referred thereto; the terms "less than" and "more than" shall exclude the numeral referred thereto.	**Article 35 Unless otherwise provided**, the terms "not less than" and "not more than" referred to in these Rules shall include the numeral referred thereto; the terms "less than" and "more than" shall exclude the numeral referred thereto.
Article 36 These Rules shall be submitted to the shareholders' meeting of the Company for deliberation and approval, and the same shall apply to any amendments. These Rules shall become effective and be implemented from the date on which the Company ~~first issues overseas-listed shares (H Shares) and is listed on the Main Board of the Hong Kong Stock Exchange~~. From the effective date of these Rules, the original management rules for related transactions shall automatically become invalid.	**Article 36** These Rules shall be **formulated by the Board of Directors and** submitted to the shareholders' meeting of the Company for deliberation and approval, and the same shall apply to any amendments. These Rules shall become effective and be implemented from the date on which **they are approved by the shareholders' meeting** of the Company. From the effective date of **these Rules**, the original management rules for related transactions shall automatically become invalid.

Before Amendments	After Amendments
Article 37 Matters not covered in these Rules shall be handled in accordance with the relevant laws and regulations, the Hong Kong Listing Rules, other provisions of the securities regulatory authorities of the place where the Company's shares are listed, and the relevant provisions of the Articles of Association. If any provisions of these Rules conflict with the relevant laws and regulations, the Hong Kong Listing Rules, other provisions of the securities regulatory authorities of the place where the Company's shares are listed, or the Articles of Association that are promulgated or amended in the future, the relevant laws and regulations, the Hong Kong Listing Rules, other provisions of securities regulatory authorities of the place where the Company's shares are listed, and the ~~current Articles of Association or amended~~ Articles of Association shall prevail.	**Article 37** Matters not covered in these Rules shall be handled in accordance with the relevant laws, **administrative** regulations, **normative documents**, the Hong Kong Listing Rules, other provisions of the securities regulatory authorities of the place where the Company's shares are listed, and the relevant provisions of the Articles of Association. If any provisions of these Rules **conflict with** the relevant laws, **administrative** regulations, **normative documents**, the Hong Kong Listing Rules, other provisions of the securities regulatory authorities where the Company's shares are listed, or the Articles of Association that are promulgated or amended **from time to time** in the future, the relevant laws, **administrative** regulations, **normative documents**, the Hong Kong Listing Rules, other provisions of the securities regulatory authorities of the place where the Company's shares are listed, and the Articles of Association shall prevail.

The proposed amendments to the existing External Guarantee Management System are as follows. Deletions are indicated by strikethrough, while additions or modifications are shown in bold. Unless otherwise specified, the chapters and articles mentioned herein refer to those in the revised External Guarantee Management System.

All terms included in this appendix as proposed amendments are those as defined in the existing External Guarantee Management System, and should have the same meanings ascribed to them under the existing External Guarantee Management System.

Before Amendments	After Amendments
Article 14 The following external guarantees, in addition to being approved by the Board of Directors, shall also be approved by the shareholders' meeting: ~~(i) The amount of guarantees provided by the Company to others within one year exceeds 30% of the total assets of the Company;~~ ~~(ii) Guarantees provided for shareholders of the Company or its de facto controller.~~	**Article 14** The following external guarantees, in addition to being approved by the Board of Directors, shall also be approved by the shareholders' meeting: **(i) A single guarantee for an amount exceeding 10% of the Company's latest audited net assets;** **(ii) Any guarantee to be provided after the total external guarantee of the Company and its subsidiaries exceed 50% of the Company's latest audited net assets;**

Before Amendments	After Amendments
When the shareholders' meeting deliberates on the guarantee matters under item (~~i~~) of the first paragraph of this Article, such matters shall be approved by more than two-thirds of the voting rights held by the shareholders attending the shareholders' meeting. When the shareholders' meeting deliberates on the guarantee matters under item (~~ii~~) of the first paragraph of this Article, the relevant shareholders or the shareholders controlled by the de facto controller shall abstain from voting. Such matters shall be approved by more than half of the voting rights held by the other shareholders attending the shareholders' meeting. Without prejudice to the interests of the Company, the provisions of item (i) of paragraph 1 of this Article can be waived for the guarantees provided by the Company for its wholly-owned subsidiary or the guarantees provided by the Company for its majority-owned subsidiary whose other shareholders also provide equal proportions of guarantees according to their interests.	**(iii) Any guarantee to be provided for guarantee recipients whose asset–liability ratio exceeds 70%;** **(iv) Any guarantee to be provided by the Company to others within one year where the total amount exceeds 30% of the Company's latest audited total assets;** **(v) Any guarantee to be provided after the total external guarantee of the Company exceed 30% of the Company's latest audited total assets;** **(vi) Any guarantee to be provided to a shareholder, or to a de facto controller or its related party;** **(vii) Other external guarantee matters required to be submitted to the shareholders' meeting for deliberation pursuant to laws, administrative regulations, the Listing Rules of the Hong Kong Stock Exchange, or the Articles of Association.**

Before Amendments	After Amendments
……	**In case of a guarantee provided by the Company for controlling shareholders, de facto controllers or their related parties, the controlling shareholder, de facto controller or their related parties shall provide a counter guarantee.** When the shareholders' meeting deliberates on the guarantee matters under item (**iv**) of the first paragraph of this Article, such matters shall be approved by more than two-thirds of the voting rights held by the shareholders attending the shareholders' meeting. When the shareholders' meeting deliberates on the guarantee matters under item (**vi**) of the first paragraph of this Article, the relevant shareholders or the shareholders controlled by the de facto controller shall abstain from voting. Such matters shall be approved by more than half of the voting rights held by the other shareholders attending the shareholders' meeting. Without prejudice to the interests of the Company, the provisions of items (i) **to (iii)** of paragraph 1 of this Article can be waived for the guarantees provided by the Company for its wholly-owned subsidiary or the guarantees provided by the Company for its majority-owned subsidiary whose other shareholders also provide equal proportions of guarantees according to their interests. ……

Before Amendments	After Amendments
Article 20 The Finance Department of the Company is the functional management department for the Company's guarantee activities and is responsible for the registration and cancellation of guarantee matters. After a guarantee contract is concluded, the guarantee contract shall be properly kept and promptly notified to the ~~Supervisory Committee and~~ secretary to the Board of Directors. Before the guaranteed debt becomes due, the responsible handling personnel shall actively urge the guaranteed party to fulfill its repayment obligations within the agreed period.	**Article 20** The Finance Department of the Company is the functional management department for the Company's guarantee activities and is responsible for the registration and cancellation of guarantee matters. After a guarantee contract is concluded, the guarantee contract shall be properly kept and promptly notified to the secretary to the Board of Directors. Before the guaranteed debt becomes due, the responsible handling personnel shall actively urge the guaranteed party to fulfill its repayment obligations within the agreed period.
Article 22 …… During the management of guarantee contracts, if any irregular agreement that has not been approved through the deliberation procedures of the Board of Directors or the shareholders' meeting is discovered, it shall be promptly reported to the Board of Directors~~ and the Supervisory Committee~~.	**Article 22** …… During the management of guarantee contracts, if any irregular agreement that has not been approved through the deliberation procedures of the Board of Directors or the shareholders' meeting is discovered, it shall be promptly reported to the Board of Directors.

Before Amendments	After Amendments
Article 34 Matters not covered in these Rules shall be handled in accordance with the relevant ~~national~~ laws, administrative regulations and the Articles of Association; where these Rules conflict with ~~or are inconsistent with~~ laws, regulations or the Articles of Association, the relevant ~~national~~ laws, regulations and the Articles of Association shall prevail~~, and these Rules shall be immediately amended and submitted to the shareholders' meeting for deliberation and approval~~.	**Article 34** Matters not covered in these Rules shall be handled **in accordance with** the relevant laws, administrative regulations, **normative documents, the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed**, and the **relevant** provisions of the Articles of Association, **taking into account the actual circumstances of the Company**; where **the relevant provisions of** these Rules conflict with the laws, regulations, **normative documents, the relevant provisions of the securities regulatory authorities where the Company's shares are listed**, or the Articles of Association **that are promulgated or amended from time to time in the future**, the laws, regulations, **normative documents, the relevant provisions of the securities regulatory authorities of the place where the Company's shares are listed**, and the Articles of Association shall prevail.
Article 35 These Rules shall take effect from the date of approval by the shareholders' meeting.	**Article 35 These Rules shall be formulated by the Board of Directors and submitted to the shareholders' meeting of the Company for deliberation and approval, and the same shall apply to any amendments.** These Rules shall become effective **and be implemented** from the date on which they are approved by the shareholders' meeting. **From the effective date of these Rules, the original management rules for external guarantee shall automatically become invalid.**
Article 36 The terms "not less than" and "within" referred to in these Rules shall include the numeral referred thereto; the term "over" shall exclude the numeral referred thereto~~, unless otherwise provided~~.	**Article 36 Unless otherwise provided**, the terms "not less than" and "within" referred to in these Rules shall include the numeral referred thereto; the term "over" shall exclude the numeral referred thereto.

Before Amendments	After Amendments
Article 37 These Rules shall be interpreted by the Board of Directors of the Company ~~pursuant to the relevant laws, regulations and normative documents, and shall be submitted to the shareholders' general meeting for approval. The Board of Directors shall be authorized by the shareholders' general meeting to interpret these Rules~~.	**Article 37** These Rules shall be interpreted by the Board of Directors of the Company.

The proposed amendments to the existing External Investment Management System are as follows. Deletions are indicated by strikethrough, while additions or modifications are shown in bold. Unless otherwise specified, the chapters and articles mentioned herein refer to those in the revised External Investment Management System.

All terms included in this appendix as proposed amendments are those as defined in the existing External Investment Management System, and should have the same meanings ascribed to them under the existing External Investment Management System.

Before Amendments	After Amendments
Article 13 Where a proposed investment project involves a related-party transaction, it shall also comply with the relevant provisions of applicable laws and regulations, the Articles of Association, and the Related Party Transaction Management System of the Company.	**Article 13** Where a proposed investment project involves a related-party transaction, it shall also comply with the relevant provisions of applicable laws and regulations, the Articles of Association, and the Related Party **(Connected)** Transaction Management System of the Company.
Article 20 Where the Company makes external investments to establish cooperative or joint venture companies, it shall appoint directors ~~and supervisors~~ of the newly established company who are elected through statutory procedures, and participate in and supervise the operational decisions of the newly established company.	**Article 20** Where the Company makes external investments to establish cooperative or joint venture companies, it shall appoint directors of the newly established company who are elected through statutory procedures, and participate in and supervise the operational decisions of the newly established company.
Article 24 The Board Office shall organize annual and term-of-office assessments for the appointed directors ~~and supervisors~~. Based on the assessment results, the Company shall grant corresponding rewards or penalties to the relevant personnel.	**Article 24** The Board Office shall organize annual and term-of-office assessments for the appointed directors. Based on the assessment results, the Company shall grant corresponding rewards or penalties to the relevant personnel.
Article 32 These Rules shall be formulated by the Board of Directors and shall take effect from the date of approval by the shareholders' meeting.	**Article 32** These Rules shall be formulated by the Board of Directors **and submitted to the shareholders' meeting of the Company for deliberation and approval, and the same shall apply to any amendments. These Rules** shall become effective **and be implemented** from the date on which they are approved by the shareholders' meeting **of the Company. From the effective date of these Rules, the original management rules for external investment shall automatically become invalid.**

Before Amendments	After Amendments
Article 33 Matters not covered in these Rules shall be ~~handled in accordance with~~ the relevant ~~national~~ laws, administrative regulations and the Articles of Association~~;~~ ~~where~~ these Rules conflict with ~~or are inconsistent with~~ laws, regulations or the Articles of Association, the relevant ~~national~~ laws, regulations ~~and~~ the Articles of Association shall prevail.	**Article 33** Matters not covered in these Rules shall be handled **in accordance with** the relevant laws, administrative **regulations, normative documents, the provisions of the securities regulatory authorities of the place where the Company's shares are listed and** the Articles of Association, **taking into account the actual circumstances of the Company**. If **any provisions of these Rules conflict with the relevant** laws, **administrative** regulations, **normative documents, provisions of the securities regulatory authorities where the Company's shares are listed,** or the Articles of Association **that are promulgated or amended from time to time in the future**, the relevant laws, **administrative** regulations, **normative documents, provisions of the securities regulatory authorities of the place where the Company's shares are listed, and** the Articles of Association shall prevail.
Article 34 The terms "not less than" and "within" referred to in these Rules shall include the numeral referred thereto; the terms "beyond" and "exceed" shall exclude the numeral referred thereto~~, unless otherwise provided~~.	**Article 34 Unless otherwise provided,** the terms "not less than" and "within" referred to in these Rules shall include the numeral referred thereto; the terms "beyond" and "exceed" shall exclude the numeral referred thereto.
Article 35 These Rules shall be interpreted by the Board of Directors ~~as authorized by the shareholders' meeting~~.	**Article 35** These Rules shall be interpreted by the Board of Directors **of the Company**.

Beijing Geekplus Technology Co., Ltd.
北京極智嘉科技股份有限公司

(A joint stock company controlled through weighted voting rights and incorporated in the People's Republic of China with limited liability)

(Stock Code: 2590)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the "**EGM**") of the Company will be held at 10:00 a.m. on Monday, December 22, 2025 at Conference Room, 8/F-9/F, Building No. 5, Beijing GLP I-Park International Industrial Park, No. 12 Anxiang Street, Shunyi District, Beijing, PRC for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. Resolution on the appointment of KPMG Hong Kong as the external auditor of the Company

2. Resolution on the amendments to the Related Party (Connected) Transaction Management System

3. Resolution on the amendments to the External Guarantee Management System

4. Resolution on the amendments to the External Investment Management System

SPECIAL RESOLUTIONS

5. Resolution on the abolishment of the Supervisory Committee and the amendments to the Articles of Association

6. Resolution on the amendments to the Rules of Procedure for the Shareholders' Meetings

7. Resolution on the amendments to the Rules of Procedure for the Board of Directors

8. Resolution on the grant of General Mandate to the Board of the Company to issue H Shares

By order of the Board
Beijing Geekplus Technology Co., Ltd.
Zheng Yong
Chairman of the Board, Executive Director and Chief Executive Officer

Hong Kong, December 5, 2025

Notes:

1. The resolutions at the EGM will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). The results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited and the Company in accordance with the Listing Rules.

2. To ascertain shareholders of the Company ("**Shareholder(s)**") who are entitled to attend and vote at the EGM, the register of members of the Company will be closed from Friday, December 19, 2025 to Monday, December 22, 2025 (both days inclusive), during which period no transfer of shares of the Company (the "**Share(s)**") can be registered. Holders of H Shares whose names appear on the registers of members of the Company on Monday, December 22, 2025 shall be entitled to attend and vote at the EGM. In order to be qualified to attend and vote at the EGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for holders of H Shares no later than 4:30 p.m. on Thursday, December 18, 2025.

3. Shareholders who intend to attend the EGM should complete the form of proxy and return it by hand or by post to (i) the Company's principal place of business in the PRC at 8/F-9/F, Building No. 5, Beijing GLP I-Park International Industrial Park, No. 12 Anxiang Street, Shunyi District, Beijing, PRC (for holders of Unlisted Shares); or (ii) the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H Shares), not less than 24 hours before the time appointed for holding the EGM for taking the poll (i.e. before 10:00 a.m. on Sunday, December 21, 2025).

4. Shareholders who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote at the EGM on their behalf. A proxy need not be a Shareholder.

5. If the proxy is a legal person, its legal representative or any representative authorised by a resolution of its board of directors or by other governing body shall attend the EGM on its behalf. If the Shareholder is a recognised clearing house (or its proxy) defined by the Hong Kong relevant ordinance from time to time, the Shareholder may authorise one or more persons it considers appropriate as its representative(s) at the EGM; however, if more than one person are authorised, the power of attorney shall contain the number and class of Shares for which such persons are authorised, and shall be signed by an authorised personnel of the recognised clearing house. The person(s) so authorised can represent the recognised clearing house (or its proxy) to attend the EGM and exercise its right, as if the persons are the Company's individual Shareholders, and shall not be required to produce evidence of shareholding, the notarised power of attorney and/or further evidence to prove that he/she/they have been duly authorised.

   A vote provided in according to the instruments in such form of proxy shall be valid, notwithstanding the previous death or loss of capacity of the appointer or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the Shares with respect to which the proxy is given, provided that no notice in writing of such matters shall have been received by the Company prior to the EGM.

6. In case of joint Shareholders for any Share, only the person whose name is in the first place on the register of members of the Company has the right to receive the certificate of relevant Shares and notice from the Company and to attend or exercise all of the votes relating to the Shares.

7. Shareholders or their proxies shall provide their identity documents when attending the EGM.

8. Unless otherwise indicated, the capitalised terms used in this notice shall have the same meaning as those defined in the circular of the Company dated December 5, 2025.