Articles of Association of

Shanghai INT Medical Instruments Co., Ltd.*

上海瑛泰醫療器械股份有限公司

（These Articles of Association are effective on September 24, 2026）

* *For identification purposes only*

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Note: In the marginal notes of the Articles of Association, "**Company Law**" represents the Company Law of the People's Republic of China; "**Opinions on Regulated Operation and In-depth Reform**" represents the Opinions on Further Assistance in Regulated Operation and In-depth Reform of Companies Listed outside the PRC (Guo Jing Mao Qi Gai [1999] No. 230) jointly promulgated by the former State Economic and Trade Commission and the CSRC on March 29, 1999; "**Guide to the Articles of Association**" represents the Guide to the Articles of Association of Listed companies; "**Main Board Listing Rules**" or "**Hong Kong Stock Exchange Listing Rules**" represents the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited; "**Appendix A1 to the Main Board Listing Rules**" represents Appendix A1 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited; and "**Appendix C1 to the Main Board Listing Rules**" represents Appendix C1 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Articles of Association of Shanghai INT Medical Instruments Co., Ltd.*

Chapter 1 General Provisions

Article 1 Shanghai INT Medical Instruments Co., Ltd.* (hereinafter referred to as the "**Company**") is a joint stock limited company established in accordance with 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, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "**Listing Rules**") and other relevant laws and administrative regulations of the PRC.

Article 95 of the Company Law

Article 2 of the Guide to the Articles of Association

The Company was established by means of promotion based on the change of Shanghai Kindly Corporation Development Group Medical Equipment Co., Ltd. into a stock company as a whole and was registered with Shanghai Administration for Industry and Commerce and obtained a business license on October 26, 2015.

The Company's unified social credit code is: 913100007895295174.

The Company's promoters are Shanghai Kindly Enterprise Development Group Co., Ltd., Liang Dongke, Lin Sen, Wang Ruiqin, Chen Xing and Huang Chubin.

Article 2 The Company's registered names are:
Full name in Chinese: 上海瑛泰醫療器械股份有限公司
Full name in English: SHANGHAI INT MEDICAL INSTRUMENTS CO., LTD.*

Article 95 of the Company Law

Article 4 of the Guide to the Articles of Association

Article 3 The Company's domicile is: Block 2, No. 925 Jin Yuan Yi Road, Jiading District, Shanghai
Postal code: 201812
Tel .: +86-21-59140056
Fax: +86-21- 69000013

Article 95 of the Company Law

Article 5 of the Guide to the Articles of Association

Article 4 The chairman who represents the Company in conducting corporate affairs shall be the legal representative of the Company. If the chairman who represents the Company in conducting corporate affairs resigns, such resignation shall be deemed as a simultaneous resignation from the position of legal representative. The Company shall determine a new legal representative within 30 days from the date of the legal representative's resignation. Civil activities conducted by the legal representative in the Company's name shall have their legal consequences borne by the Company. Any restrictions on the authority of the legal representative stipulated in these Articles of Association or by the shareholders' general meeting may not be asserted against a bona fide counterparty. If the legal representative causes damage to another person while performing his duties, the Company shall bear civil liability. After the Company bears civil liability, it may seek indemnification from the legal representative who was at fault, in accordance with the law or the provisions of these Articles of Association.

Articles 10 and 11 of the Company Law

Article 8 of the Guide to the Articles of Association

Article 5 The Company is a joint stock limited company with perpetual existence and is an independent legal entity. The Company shall bear liability for the debts of the Company with all its assets, while all the assets of the Company are divided into equal shares, and the shareholders shall bear liability for the Company to the extent of the shares they subscribe.

Article 3 of the Company Law

Articles 7 and 10 of the Guide to the Articles of Association

Article 6 These Articles of Association, being the code of conduct for the Company, are passed by way of a special resolution at the shareholders' general meeting of the Company and shall become effective on the date of the resolution of the general meeting of the Company. From the date when these Articles of Association take effect, these Articles of Association constitute a legally binding document regulating the Company's organization and activities, and the rights and obligations between the Company and each shareholder and among the shareholders inter se.

Article 11 of the Guide to the Articles of Association

Article 7 These Articles of Association are binding on the Company and its shareholders, directors and senior management; all of the aforesaid persons are entitled, according to these Articles of Association, to make claims in respect of rights concerning the matters of the Company.

Pursuant to these Articles of Association, shareholders may institute legal proceedings against the Company; the Company may institute legal proceedings against shareholders; shareholders may institute legal proceedings against shareholders; and shareholders may institute legal proceedings against directors and senior management of the Company; the Company may institute legal proceedings against directors and senior management of the Company.

Legal proceedings referred to in the preceding paragraph include any legal action brought before a court and any arbitration application submitted to an arbitration institution.

Article 5 of the Company Law

Article 11 of the Guide to the Articles of Association

Article 8 Senior management referred to in these Articles of Association include the general manager, deputy general manager, financial manager (also known as chief financial officer) and secretary to the Board and other senior management members recognized by the Board.

Article 12 of the Guide to the Articles of Association

Article 9 The Company shall establish Communist Party organizations and carry out Party activities in accordance with the Constitution of the Communist Party of China. The company provides necessary conditions for the activities of the Party organization.

Article 13 of the Guide to the Articles of Association

Chapter 2 Business Objectives and Scope of the Company

Article 10 The business objectives of the Company are to adhere to the development philosophy of "science and technology serves health, and quality builds distinction", and is committed to building a globally renowned group of interventional and implantable medical devices led by science and technology innovation, to achieve co-existence, win-win partnership and common development with customers, business partners and all employees, and to create sound economic returns for all shareholders to the utmost extent while creating good social benefits, thereby contributing to the global human health.

Article 14 of the Guide to the Articles of Association

Article 11 The business scope of the Company is:
Licensed items of business：production of Class II medical devices；production of Class III medical devices；and operation of Class III medical devices；inspection and testing services, (For the above items subjects to the administrative approval, approvals from the relevant authorities must be obtained prior to operation. Special items shall be subject to approvals or licenses from relevant authorities)

Article 95 of the Company Law

Article 15 of the Guide to the Articles of Association

General items of business：sales of Class II medical devices, production of instruments and apparatuses, sales of instruments and apparatuses, sales of Class I medical devices, production of daily-use masks (non-medical), sales of daily-use masks (non-medical), import and export of goods, import and export of technology, service of technology, development of technology, consultation of technology, transfer of technology, promotion of technology, property management, housing rental, sales of electronic products, sales of metal materials, sales of chemical products (excluding licensed chemical products), sales of plastic products, sales of molds，(Except for the items subject to the administrative approval, the Company carries out operating activities listed in its business license freely according to the law)

The business scope referred to in the preceding paragraph shall be such items as audited by the relevant company registration authority.

The Company may, based on any changes in domestic and international markets, business development and its own capability, adjust its business scope and complete relevant formalities of industry and commerce administration registration for such an adjustment according to relevant provisions.

Chapter 3 Shares and Registered Capital

Article 12 The stock of the Company shall take the form of shares. All shares issued by the Company shall have nominal values, with each share having a nominal value of RMB1.

Renminbi referred to in the preceding paragraph refers to the statutory currency of the PRC.

Articles 16 and 18 of the Guide to the Articles of Association

Article 13 The Company shall issue shares in an open, fair and just manner, and each share of the same class shall have the same right.

Article 143 of the Company Law

All shares of the same class issued at the same time shall be issued under the same conditions and at the same price; the subscribers shall pay the same price per share for the shares subscribed.

Article 17 of the Guide to the Articles of Association

Article 14 Foreign shares issued by the Company to list in The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "**Hong Kong Stock Exchange**") shall be called H Shares. H Shares are overseas listed foreign shares.

Rule 19A.04 of the Main Board Listing Rule

As domestic shares of the Company listed on the Hong Kong Stock Exchange as approved by the securities regulatory authority under the State Council shall be of the same class as overseas listed foreign shares, they shall be collectively referred to as overseas listed shares.

Article 144 of the Company Law

Both holders of domestic shares and holders of overseas listed shares are common shareholders and shall have the same rights and obligations.

Article 15 The Company, at the time of its establishment, issued 18,300,000 ordinary shares to its promoters, all of which are subscribed for and held by the promoters of the Company, among which:

Article 95 (4) of the Company Law

Article 20 of the Guide to the Articles of Association

Shanghai Kindly Enterprise Development Group Co., Ltd. subscribed for and held 10,000,000 shares, representing 54 .6448% of the total number of ordinary shares issued by the Company at the time of its establishment, in monetary form, and was fully funded on September 21, 2015;

Liang Dongke subscribed for and held 1,666,666 shares, representing 9.1074% of the total number of ordinary shares issued by the Company at the time of its establishment, in monetary form, and was fully funded on September 21, 2015;

Lin Sen subscribed for and held 1,666,667 shares, representing 9.1075% of the total number of ordinary shares issued by the Company at the time of its establishment, in monetary form, and was fully funded on September 21, 2015;

Wang Ruiqin subscribed for and held 1,666,667 shares, representing 9.1075% of the total number of ordinary shares issued by the Company at the time of its establishment, in monetary form, and was fully funded on September 21, 2015;

Chen Xing subscribed for and held 1,650,000 shares, representing 9.0164% of the total number of ordinary shares issued by the Company at the time of its establishment, in monetary form, and was fully funded on September 21, 2015;

Huang Chubin subscribed for and held 1,650,000 shares, representing 9.0164% of the total number of ordinary shares issued by the Company at the time of its establishment, in monetary form, and was fully funded on September 21, 2015.

Article 16 In August 2019, with the approval of China Securities Regulatory Commission, the number of the overseas listed foreign shares listed and initially issued by the Company on the Hong Kong Stock Exchange was 40,000,000. In November 2019, the number of the overseas listed foreign shares listed and issued after the over-allotment option by the Company on the Hong Kong Stock Exchange was 6,000,000. In May 2021, the number of the domestic shares issued by the Company was 2,000,000. In October 2023, the number of the domestic shares issued by the Company was 3,000,000. In March 2024, the number of the domestic shares issued by the Company was 5,000,000. In January 2026, the number of the overseas listed foreign shares issued by the Company on the Hong Kong Stock Exchange was 35,200,000.

Articles 3 and 21 of the Guide to the Articles of Association

The Company's equity structure is 211,200,000 ordinary shares. Among them, 71,786,608 shares held by domestic shareholders, accounting for 33.9899%, and 139,413,392 shares held by holders of overseas listed foreign shares, accounting for 66.0101%.

Article 17 The existing registered capital of the Company is RMB211,200,000.

Article 95 (4) of the Company Law

Article 6 of the Guide to the Articles of Association

Article 18 The Company or its subsidiaries (including subsidiaries of the Company) shall not provide any financial assistance in the form of gifts, funds, guarantees or loans to persons who acquire shares of the Company or its parent Company, except for the implementation of employee stock ownership plans by the Company.

Article 163 of the Company Law

Article 22 of the Guide to the Articles of Association

For the benefit of the Company, with the resolution of the shareholders' general meeting or the authorization of the Board of Directors in accordance with these articles of association or the shareholders' general meeting, the Company may provide financial assistance for others to acquire shares of the Company or its parent Company, but the cumulative total amount of financial assistance shall not exceed 10% of the total issued share capital. The resolution made by the Board of Directors shall be passed by more than two-thirds of all directors.

If the first two provisions are violated and cause losses to the Company, the responsible directors and senior management personnel shall bear the liability for compensation.

Chapter 4 Increase, Decrease and Repurchase of Shares

Article 19 The Company may increase capital by the following ways in light of its business and development needs and in accordance with the relevant laws and regulations, these Articles of Association and special resolutions made at shareholders' general meetings:

(I) issuing shares to unspecified parties;

(II) issuing shares to specific parties;

(III) distributing stock dividends to existing shareholders;

(IV) transferring reserve funds to increase share capital;

(V) any other ways stipulated by laws and administrative regulations and approved by the China Securities Regulatory Commission (CSRC).

Article 227 of the Company Law

Article 23 of the Guide to the Articles of Association

Article 20 Pursuant to the Articles of Association, the Company may decrease its registered capital. Such decrease shall be made in accordance with the procedures set out in the Company Law, other relevant provisions and these Articles of Association.

Article 24 of the Guide to the Articles of Association

Article 21 The company shall not purchase its shares. However, one of the following circumstances shall be excluded:

(I) decrease of the registered capital of the Company;

(II) merger with other companies holding shares of the Company;

(III) using the shares in employee stock ownership plans or equity incentive schemes;

(IV) requests for the Company to repurchase its shares from shareholders who object to resolutions of the shareholders' general meeting concerning merger or division of the Company;

(V) using the shares for conversion of convertible corporate bonds issued by the listed company;

(VI) it is necessary for the Company to maintain its value and the shareholders' equity.

Article 162 of the Company Law

Article 25 of the Guide to the Articles of Association

Article 22 The Company may purchase its own shares through open centralized trading or other means recognized by laws, administrative regulations and the CSRC.

The Company acquires its own shares due to the circumstances stipulated in (III), (V) or (VI) of Article 21 of these Articles of Association shall be conducted by way of open and centralized transaction.

Article 162 of the Company Law

Article 26 of the Guide to the Articles of Association

Article 23 The Company acquires its own shares due to the circumstances stipulated in (I) to (II) of Article 21 of these Articles of Association shall be subject to resolution at a shareholders' general meeting. The Company acquires its own shares due to the circumstances stipulated in (III), (V) or (VI) of Article 21 of these Articles of Association shall be subject to resolution at a Board meeting at which more than two thirds of the directors are present in accordance with the provisions of these Articles of Association or the authorization of the shareholders' general meeting.

Article 162 of the Company Law

Article 27 of the Guide to the Articles of Association

Article 24 The Company acquires its own shares due to the circumstances stipulated in Article 21 of these Articles of Association under (I) of Article 21 herein shall be cancelled within 10 days from the date of repurchase; shares acquired under (II) and (IV) of Article 21 herein shall be transferred or cancelled within six months thereafter; and the total number of shares held by the Company acquired under (III), (V) and (VI) of Article 21 herein shall not exceed 10% of the total issued shares of the Company, and shall be transferred or cancelled within three years .

Article 162 of the Company Law

Article 27 of the Guide to the Articles of Association

After cancelling the repurchased shares according to laws, the Company shall apply to the original company registration authority for registration of the change of its registered capital and issue an announcement accordingly.

The aggregate par value of the cancelled shares shall be deducted from the Company's registered capital.

Article 25 The Company shall not accept any shares of the Company as the subject of the pledge.

Article 162 of the Company Law

Article 29 of the Guide to the Articles of Association

Chapter 5 Shares and Register of Shareholders

Article 26 The Company's shares are all registered shares.

Articles 147 and 149 of the Company Law

If the Company's stock is in paper form, the following matters should be listed:
(I) Company name;
(II) The date of the Company establishment or the time of stock issuance;
(III) Category of stock, face value, and number of represented shares;
(IV) Stock code;
(V) Other matters required by the Company Law and the stock exchange where the Company's stock is listed.

Article 27 The Company may keep overseas the original of the register of holders of overseas listed shares and entrust it to the care of an overseas agency in accordance with the understanding and agreement reached between the securities regulatory authorities under the State Council and the overseas securities regulatory authorities. The original of the register of holders of overseas listed shares listed on the Hong Kong Stock Exchange shall be kept in Hong Kong. The Company shall keep at its domicile a copy of the register of holders of overseas listed shares; the entrusted overseas agency shall always ensure that the original and copies of the register of holders of overseas listed shares are consistent.

Rule 20, Appendix A1 to the Main Board Listing Rules

Where the original and copies of the register of holders of overseas listed shares are inconsistent, the original shall prevail.

That the register of holders of overseas listed shares shall be open for inspection by shareholders but the Company may be permitted to close the register of holders of overseas listed shares on terms equivalent to section 632 of the Companies Ordinance (Cap.622) of Hong Kong.

Article 28 The shares issued by the Company before its public offering shall not be transferred within one year from the date when the Company's shares are listed and traded at the stock exchange.

Article 160 of the Company Law

The directors and senior management of the Company shall report to the Company their shareholdings in the Company and changes thereof and shall not transfer more than 25% of all the shares they hold in the Company per annum during their terms of office determined at the time of taking office; the aforesaid persons shall not transfer their shares in the Company within one year from the date when the Company's shares are listed and traded at the stock exchange; the aforesaid persons shall not transfer their shares in the Company within half a year after they terminate service with the Company. Such restrictions shall comply with the relevant provisions of the Main Board Listing Rules if overseas listed shares are involved.

Article 30 of the Guide to the Articles of Association

Article 29 If shareholders, directors and senior management of the Company who hold more than 5% of the Company's shares sell their shares of the Company or other securities with equity nature within six months after purchase, or buy them again within six months after sale, the profits derived therefrom shall belong to the Company, and the Board of Directors of the Company shall recover their gains. However, the securities company holds more than 5% of the shares due to the purchase of the remaining stocks after the underwriting, and other circumstances as prescribed by the CSRC are excluded.

Article 31 of the Guide to the Articles of Association

Stocks held by directors, senior management and natural person shareholders or other securities with equity nature as mentioned in the preceding paragraph, including stocks held by their spouses, parents and children or other securities with equity nature held by other people's accounts.

If the Board of Directors fails to comply with the provisions of the first paragraph of this Article, the shareholders shall have the right to request the Board of Directors to comply within 30 days. If the Board of Directors of the company fails to do so within the above-mentioned time limit, the shareholders shall have the right to bring a suit directly to the People's Court in their own name for the benefit of the company.

If the Board of Directors of the company fails to comply with the provisions of the first paragraph of this Article, the liable director shall be jointly and severally liable according to law.

Article 30 Subject to approval of the securities regulatory authorities under the State Council, holders of domestic shares of the Company may transfer all or part of their shares to foreign investors and have their shares listed and traded on an overseas stock exchange and may convert all or part of the domestic shares into overseas listed shares, and have these shares listed traded on an overseas stock exchange. The converted shares shall also comply with the regulatory procedures, provisions and requirements of the overseas securities market when listed and traded on an overseas stock exchange.

The Company does not need to hold a shareholders' general meeting or a class shareholders' general meeting to vote for the listing and trading of the converted shares on an overseas stock exchange or the conversion of domestic shares into overseas listed shares for listing and trading on an overseas stock exchange. The overseas listed shares converted from domestic shares shall be of the same class with as original overseas listed shares foreign shares, and they are both overseas listed shares.

Article 31 Any change resulting from share transfers made to the register of shareholders prior to a shareholders' general meeting or the record date set by the Company for the purpose of distribution of dividends shall comply with the relevant provisions of laws, administrative regulations, rules and the securities regulatory authority of the place where the Company's shares are listed. Where the Company convenes a shareholders' general meeting, distributes dividends, conducts liquidation or other activities requiring confirmation of shareholders' identities, the Board of Directors or the convener of the shareholders' general meeting shall fix a date as the record date, and only shareholders whose names appear on the register of shareholders at the close of trading on such record date shall be entitled to the relevant rights and interests.

Article 32 Any person who objects to the register of shareholders and asks to have his/her name entered in or removed from the register of shareholders may apply to the court of competent jurisdiction for rectification of the register of shareholders.

Article 33 Any shareholder who is registered in, or any person who requests to have his/her name entered in, the register of shareholders may, if his/her share certificates (hereinafter referred to as the "**Original Certificates**") are lost, apply to the Company for replacement share certificates in respect of such shares (hereinafter referred to as the "**Relevant Shares**").

If a holder of domestic shares loses his/her share certificates and applies for their replacement, it shall be dealt with in accordance with the relevant requirements of the Company Law.

If a holder of overseas listed shares loses his/her share certificates and applies for their replacement, it may be dealt with in accordance with the laws, rules of the stock exchange or other relevant regulations of the place where the original register of holders of overseas listed shares is maintained.

If a holder of overseas listed shares loses his/her share certificates and applies for their replacement, the issue of replacement certificates to that holder shall comply with the following requirements:

(I)the applicant shall submit an application in the standard format designated by the Company accompanied by a notarial document or statutory declaration, containing the grounds on which the application is made, the circumstances and evidence of the loss of the share certificates and the declaration that no other person may request to be registered as a shareholder in respect of the Relevant Shares.

(II)no statement has been received by the Company from a person other than the applicant for having his/her name registered as a holder of the Relevant Shares before the Company came to a decision to issue the replacement certificates.

(III)the Company shall, if it decides to issue a replacement certificate to the applicant, make an announcement of its intention to issue the replacement certificate in such newspapers designated by the Board. The announcement shall be made at least once every 30 days in a period of 90 days. The newspapers and periodicals designated by the Board shall be at least one Chinese and English newspaper recognized by the Hong Kong Stock Exchange.

(IV)the Company shall, prior to the publication of its announcement of intention to issue a replacement certificate, deliver to the Hong Kong Stock Exchange a copy of the announcement to be published. The Company may publish the announcement upon receiving a confirmation from the Hong Kong Stock Exchange that the announcement has been exhibited at its premises. The announcement shall be exhibited at the premises of the Hong Kong Stock Exchange for a period of 90 days. In case an application to issue a replacement certificate has been made without the consent of the registered holder of the Relevant Shares, the Company shall send by post to such registered shareholder a copy of the announcement to be published.

(V)if, upon expiration of the 90-day period referred to in (III) and (IV) of this Article, the Company has not received from any person any objection to the issue of replacement share certificate, the Company may issue a replacement share certificate to the applicant according to his/her application.

(VI)where the Company issues a replacement certificate under this Article, it shall forthwith cancel the Original Certificate and enter the cancellation and issue in the register of shareholders accordingly.

(VII)all expenses relating to the cancellation of an Original Certificate and the issue of a replacement share certificate by the Company shall be borne by the applicant. The Company may refuse to take any action until a reasonable guarantee is provided by the applicant for such expenses.

Article 34 Where the Company issues a replacement certificate pursuant to these Articles of Association, the name of a bonafide purchaser who obtains the aforesaid new share certificate or a shareholder who is thereafter registered as the owner of such shares (in the case where he/she is a bonafide purchaser) shall not be removed from the register of shareholders.

Article 35 The Company shall not be liable for any damages sustained by any person by reason of the cancellation of the Original Certificate or the issue of the replacement certificate, unless the claimant proves that the Company has acted fraudulently.

Chapter 6 Rights and Obligations of Shareholders

Article 36 The Company shall establish the list of shareholders according to the certificate provided by the securities registration authority. The list of shareholders is sufficient evidence to prove that the shareholders hold the shares of the company. Shareholders of the Company are persons lawfully holding shares of the Company, with names recorded in the register of shareholders.

Article 32 of the Guide to the Articles of Association

A shareholder shall enjoy rights and bear obligations according to the class and quantity of his shares. Holders of the same class shall enjoy the same rights and bear the same obligations.

All classes of shareholders of the Company shall rank pari passu over any distribution by way of dividend or any other forms of distribution.

If a shareholder of the Company is a legal person, its rights shall be exercised by its legal representative or proxy of its legal representative on his behalf.

The Company shall not exercise any of its rights to freeze or otherwise impair any of the rights attaching to any shares of the Company by reason only that persons who are interested directly or indirectly therein have failed to disclose their interests to the Company.

Article 37 When the company holds a general meeting of shareholders, distributes dividends, liquidates and engages in other acts that need to confirm the identity of shareholders, the Board of Directors or the convenor of the general meeting of shareholders shall determine the date of registration of shares, and the shareholders registered after the close of the stock registration day shall be the shareholders who enjoy the relevant rights and interests.

Article 33 of the Guide to the Articles of Association

Article 38 Holders of ordinary shares of the Company shall have the following rights:

Articles 57 and 110 of the Company Law

(I) to obtain dividends and other distributions in proportion to the number of shares they hold;

(II) to lawfully request to convene, summon, preside over, attend or appoint a proxy to attend shareholders' general meetings and to exercise corresponding voting rights;

Article 34 of the Guide to the Articles of Association

(III) to supervise, present suggestions on or make inquiries about the business activities of the Company;

(IV) to transfer, gift or pledge their shares in accordance with laws, administrative regulations and these Articles of Association;

(V) to inspect and copy these Articles of Association, the register of shareholders, the minutes of the general meeting of shareholders, the resolutions of the Board of Directors, and the financial reports of the Company, and shareholders who meet the regulations can access the Company's accounting books and vouchers;

(VI) upon termination or liquidation of the Company, to participate in the distribution of the remaining property of the Company in proportion to the quantity of shares held by them;

(VII) to require the Company to repurchase its shares held by the dissident shareholders when they cast votes against the proposal for merger or division at the shareholders' general meeting of the Company;

(VIII) other rights stipulated by laws, administrative regulations, departmental rules or these Articles of Association.

Article 39 Where a shareholder requests to consult and copy the relevant information of the Company, the shareholder shall provide the Company with written documents proving the class and quantity of the Company's shares held by the shareholder, and the Company shall provide such documents at the request of the shareholder after verifying the identity of the shareholder.

Article 57 of the Company Law

Article 35 of the Guide to the Articles of Association

Shareholders who request to access the Company's accounting books and vouchers shall submit a written request to the Company, explaining the purpose. If the Company has reasonable grounds to believe that shareholders' access to accounting books and vouchers has improper purposes and may harm the legitimate interests of the Company, it may refuse to provide access and shall respond in writing to shareholders within 15 days from the date of their written request, explaining the reasons. If the Company refuses to provide access, shareholders may file a lawsuit with the people's court. Shareholders may entrust intermediary agencies such as accounting firms and law firms to review the materials specified in the preceding paragraph. Shareholders and their entrusted accounting firms, law firms, and other intermediary agencies shall comply with the provisions of relevant laws and administrative regulations on the protection of state secrets, trade secrets, personal privacy, personal information, etc. when accessing and copying relevant materials. If shareholders request to access or copy relevant materials of a wholly-owned subsidiary of the Company, the provisions of the preceding paragraph shall apply.

Article 40 If the resolution of the general meeting of shareholders or the Board of Directors violates any law or administrative regulations, the shareholders shall have the right to request the people's court to validate the resolution.

Articles 25 and 26 of the Company Law

Article 36 of the Guide to the Articles of Association

If the convening procedure or voting method of the general meeting of shareholders or the Board of Directors violates laws, administrative regulations or the articles of Association, or the content of the resolution violates the articles of Association, the shareholders shall have the right to request the people's court to cancel the resolution within 60 days from the date of making the resolution. However, this shall not apply if such procedures for convening the shareholders' meeting or the voting methods only have minor defects that do not substantially affect the resolution.

If there is a dispute among the Board of Directors, shareholders or other relevant parties regarding the effectiveness of the shareholder meeting resolution, they shall promptly file a lawsuit with the people's court. Before the people's court makes a judgment or ruling to revoke the resolution, the relevant parties shall execute the resolution of the shareholders' general meeting. The Company, directors, and senior management should fulfill their duties effectively to ensure the normal operation of the Company.

If the people's court makes a judgment or ruling on relevant matters, the Company shall fulfill its information disclosure obligations in accordance with laws, administrative regulations, the provisions of the China Securities Regulatory Commission and the stock exchange, fully explain the impact, and actively cooperate with the execution after the judgment or ruling takes effect. Any corrections related to previous matters will be promptly handled and corresponding information disclosure obligations will be fulfilled.

Article 41 If any of the following situations occur, the resolution of the Company's shareholders' general meeting or Board of Directors shall not be established:

（Ⅰ） Failure to convene a shareholders' general meeting or Board meeting to make a resolution;

（II） The shareholders' general meeting and the Board meeting did not vote on the resolution matters;

（III） The number of attendees or the number of voting rights held at the meeting does not meet the requirements stipulated in the Company Law or these Articles of Association;

（IV） The number of people who agree to the resolution or the number of voting rights held does not reach the number or number of voting rights stipulated in the Company Law or these Articles of Association.

Article 27 of the Company Law

Article 37 of the Guide to the Articles of Association

Article 42 If a director or senior manager other than members of the Audit Committee violates laws, administrative regulations or the provisions of the Articles of Association while performing his duties, thereby causing losses to the Company, the shareholder who holds more than 1% of the company's shares individually or in combination for more than 180 consecutive days shall have the right to request the Audit Committee in writing to bring a lawsuit to the people's court; If the member of the Audit Committee violates laws, administrative regulations or the provisions of the Articles of Association while performing the duties of the Company and causes losses to the Company, the aforementioned shareholders may request the Board of Directors in writing to bring a lawsuit to the people's court.

If the Audit Committee or the Board of Directors refuses to bring a suit after receiving the written request of a shareholder as specified in the preceding paragraph, or fails to bring a suit within 30 days from the date of receiving the request, or if the circumstances are urgent and failure to bring a suit immediately will cause irreparable damage to the interests of the company, the shareholder as specified in the preceding paragraph shall have the right to bring a suit directly to the people's court in his own name for the interests of the company.

Where any other person infringes upon the lawful rights and interests of the company and causes losses to the company, the shareholders mentioned in the first paragraph of this Article may bring a suit to the People's Court in accordance with the provisions of the preceding two paragraphs.

If the directors, supervisors (if any), or senior management personnel of a wholly-owned subsidiary of the Company violate laws, administrative regulations, or the provisions of these Articles of Association in the performance of their duties, causing losses to the Company, or if others infringe upon the legitimate rights and interests of the wholly-owned subsidiary of the Company and cause losses, shareholders who hold more than 1% of the Company's shares individually or collectively for more than 180 consecutive days may, in accordance with the provisions of the first three paragraphs of Article 189 of the Company Law, request in writing that the Board of Supervisory/the Audit Committee or Board of Directors of the wholly-owned subsidiary file a lawsuit with the people's court or directly file a lawsuit in their own name with the people's court.

Article 189 of the Company Law

Article 38 of the Guide to the Articles of Association

Article 43 Where a director or senior manager violates laws, administrative regulations or the provisions of the Articles of Association and damages the interests of a shareholder, the shareholder may bring a lawsuit in a people's court.

Article 39 of the Guide to the Articles of Association

Article 44 Holders of ordinary shares of the Company shall assume the following obligations:

(I) to observe laws, administrative regulations and these Articles of Association;

(II) to pay subscription monies as per the number of shares subscribed and the method of subscription;

(III) not to withdraw their shares, unless required by laws and regulations;

(IV) not abuse the rights of shareholders to harm the interests of the Company or other shareholders; and not abuse the right of the independent status of the Company and the limited liability of shareholders to harm the interests of the Company's creditors;

(V) to fulfil other obligations stipulated by laws, administrative regulations and these Articles of Association;

A shareholder of the Company who abuses the rights as a shareholder and causes losses to the company or other shareholders shall be liable for compensation according to law. Where a shareholder of the Company abuses the independent status of the company and the limited liability of the shareholder to evade debts and seriously damages the interests of the Company's creditors, the shareholder shall be jointly and severally liable for the debts of the Company.

Article 23 of the Company Law

Articles 40 and 41 of the Guide to the Articles of Association

Chapter 7 Shareholders' General Meeting

Article 45 The shareholders' general meeting is the organ of authority of the Company, which shall exercise its functions and powers according to laws.

Article 111 of the Company Law

Article 46 of the Guide to the Articles of Association

Article 46 The shareholders' general meeting shall exercise the following functions and powers:

Article 59 of the Company Law

(I) to elect and replace directors who are not representatives of the employees and to determine matters relating to remuneration of the directors;

Article 46 of the Guide to the Articles of Association

(II) to consider and approve the reports of the Board of Directors;

(III) to consider and approve the profit distribution plans and loss recovery plans of the Company;

(IV) to resolve on increase or decrease of the registered capital of the Company;

(V) to resolve on the Company's issue of bonds;

(VI) to resolve on the merger, division, dissolution and liquidation of the Company or changes in the form of the Company;

(VII) to amend these Articles of Association;

(VIII) to resolve on the appointment, reappointment or dismissal of accounting firms responsible for the Company's audit services;

(IX) to consider and approve the guarantee matters stipulated in Article 48 of these Articles of Association;

(X) to consider the acquisition or disposal of material assets by the Company within one year with a value exceeding 30% of the latest audited total assets of the Company;

(XI) to consider and approve the change in use of net proceeds;

(XII) to consider equity incentive schemes or employee stock ownership plans;

(XIII) to consider other matters that should be decided by the shareholders' general meeting in accordance with laws, administrative regulations, departmental rules and these Articles of Association.

The shareholders' general meeting may authorize the Board of Directors to make resolutions on the Company's issue of bonds.

Article 47 The provision of any external guarantee of the Company shall be considered and passed by the Board. The guarantee offered by the Company to a shareholder or de facto controller and its related party of the Company shall be approved by the shareholders' general meeting.

Article 15 of the Company Law

When the shareholders' general meeting is considering a proposal to provide guarantee for any shareholder or de facto controller and its related party, the said shareholder or the shareholders controlled by the said de facto controller shall abstain from voting on the said proposal, and the said proposal shall be subject to approval by more than half of the voting rights of the other attending shareholders.

Article 48 The following guaranty acts of the Company shall be considered and approved by the shareholders' general meeting.

Article 135 of the Company Law

(1) any guarantee that the total amount of external guarantees of the Company and its subsidiaries controlled by the Company exceeds 50% of the audited net assets of the Company of the latest period;
(2) any guarantee that the total amount of the Company's external guarantee exceeds 30% of the total audited assets of the Company for the latest period;
(3) the amount guaranteed to others by the Company within one year exceeds 30% of the total audited assets of the Company in the latest period;
(4) guarantees for objects with an asset-liability ratio of more than 70%;
(5) the amount of a single guarantee exceeds 10% of the audited net assets of the Company of the latest period;
(6) guarantees provided to shareholders, actual controllers and their affiliates.

Article 47 of the Guide to the Articles of Association

Article 49 Without the approval by way of a special resolution at the shareholders' general meeting, the Company shall not enter into any contract with any party (other than a director and other senior management member) regarding the transfer of the management of all or any major part of the Company's businesses to such party unless the Company is in crisis and other special circumstances.

Article 85 of the Guide to the Articles of Association

Article 50 Shareholders' general meetings are classified into annual shareholders' general meetings and extraordinary shareholders' general meetings. Shareholders' general meetings shall be convened by the Board of Directors. The annual shareholders' general meetings shall be convened once a year within six months from the end of the previous fiscal year.

Article 6 of Opinions on Regulated Operation and Indepth Reform

The extraordinary shareholders' general meetings shall be convened as and when necessary. The Company shall convene an extraordinary shareholders' general meeting within 2 months from the occurrence of any of the following circumstances:

Article 113 of the Company Law

(I) when the number of directors is less than the number stipulated in the Company Law or two-thirds of the number required in these Articles of Association;
(II) when the unrecovered losses of the Company amount to one-third of the total amount of its paid-in share capital;
(III) where any shareholder(s) holding individually or collectively 10% or more of the Company's shares(including preferred shares with restored voting rights, etc.) request(s) for the convening of an extraordinary shareholders' general meeting;
(IV) when deemed necessary by the Board or when requested by the Audit Committee;
(V) other situations stipulated in laws, administrative regulations, departmental rules or these Articles of Association.

Rule 14, Appendix A1 to the Main Board Listing Rules

Articles 48 and 49 of the Guide to the Articles of Association

Article 51 The Board of Directors shall convene the shareholders' general meetings on time within the prescribed period.

Article 52 of the Guide to the Articles of Association

With the consent of more than half of all independent non-executive directors, the independent non-executive directors have the right to propose to the Board an extraordinary general meeting of shareholders. For the proposal of the independent non-executive directors to hold an extraordinary general meeting of shareholders, the Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, give a written feedback opinion agreeing or disagreeing to hold an extraordinary general meeting of shareholders within ten days after receiving the proposal. If the Board of Directors agrees to hold an extraordinary general meeting of shareholders, a notice of the convening of the general meeting of shareholders shall be issued within five days after the decision of the Board of Directors is made; If the Board of Directors does not agree to hold an extraordinary general meeting of shareholders, it shall give reasons and make a public announcement.

Article 52 The Audit Committee shall have the right to propose to the Board of Directors the convening of an extraordinary general meeting of shareholders and shall do so in writing. The Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, give written feedback on whether to agree or disagree with the convening of the extraordinary general meeting of shareholders within ten days after receiving the proposal.

Article 53 of the Guide to the Articles of Association

If the Board of Directors agrees to hold an extraordinary general meeting of shareholders, a notice of the convening of the general meeting of shareholders shall be issued within five days after the decision of the Board of Directors is made, and the changes to the original proposal in the notice shall be approved by the Audit Committee.

If the Board of Directors does not agree to hold an extraordinary general meeting of shareholders, or fails to give feedback within ten days after receiving the proposal, it shall be deemed that the Board of Directors cannot perform or does not perform its duty to convene the meeting of the general meeting of shareholders, and the Audit Committee may convene and preside over the meeting on its own.

Article 53 A shareholder who holds more than 10% of the Company's shares(including preferred shares with restored voting rights, etc.) individually or in total shall have the right to request the Board of Directors to hold an extraordinary general meeting of shareholders, and shall do so in writing. The Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, give written feedback on whether to agree or disagree with the convening of an extraordinary general meeting of shareholders within ten days after receiving the request.

Article 54 of the Guide to the Articles of Association

If the Board of Directors agrees to hold an extraordinary general meeting of shareholders, it shall issue a notice to convene the general meeting of shareholders within five days after the resolution of the Board of Directors is made, and the change of the original request in the notice shall be approved by the relevant shareholders.

If the Board of Directors does not agree to hold an extraordinary general meeting of shareholders, or fails to give feedback within ten days after receiving the request, the shareholders holding more than ten percent of the Company's shares(including preferred shares with restored voting rights, etc.) individually or in total shall have the right to propose to the Audit Committee to hold an extraordinary general meeting of shareholders, and shall make a request to the Audit Committee in writing.

If the Audit Committee agrees to hold an extraordinary general meeting of shareholders, it shall issue a notice to hold the general meeting of shareholders within five days after receiving the request, and the change of the original request in the notice shall be approved by the relevant shareholders.

If the Audit Committee fails to issue a notice of the shareholders' general meeting within the prescribed time limit, it shall be deemed that the Audit Committee does not convene and preside over the shareholders' general meeting. Shareholders who hold more than 10% of the Company's shares(including preferred shares with restored voting rights, etc.) individually or collectively for more than 90 consecutive days may convene and preside over the meeting on their own.

Article 54 If the Audit Committee or a shareholder decides to convene a shareholders' general meeting on its own, it shall notify the Board of Directors in writing and file with the stock exchange at the same time.

Article 55 of the Guide to the Articles of Association

Before the announcement of the resolution of the general meeting of shareholders, the shareholding ratio of summoned shareholders shall not be less than 10%.

The Audit Committee or the convening shareholders shall, when issuing the notice of the general meeting of shareholders and the announcement of the resolution of the general meeting of shareholders, submit relevant certification materials to the stock exchange.

Article 55 The Board of Directors and the Secretary of the Board of Directors shall cooperate with the Audit Committee or the general meeting of shareholders convened by the shareholders themselves. The Board of Directors will provide a list of shareholders on the date of registration.

Article 56 of the Guide to the Articles of Association

Article 56 The expenses necessary for the shareholders' general meeting convened by the Audit Committee or shareholders themselves shall be borne by the Company.

Article 57 of the Guide to the Articles of Association

Article 57 When the Company convenes a shareholders' general meeting, the Board of Directors, the Audit Committee and any shareholders individually or jointly holding 1% or more of the Company's shares(including preferred shares with restored voting rights, etc.) shall have the right to put forward proposals to the Company.

Article 115 of the Company Law

Rule 14, Appendix A1 to the Main Board Listing Rules

When the Company convenes a shareholders' general meeting, shareholders individually or jointly holding 1% or more of the total voting shares(including preferred shares with restored voting rights, etc.) of the Company are entitled to propose new resolutions in writing to the Company and submit them to the convener 10 days before the meeting. Temporary proposals should have clear agenda items and specific resolution matters. The convener shall issue a supplementary notice of the shareholders' general meeting within 2 days after receiving the proposal, notify other shareholders, announce the name or title of the shareholder who proposed the temporary proposal, their shareholding ratio, and the content of the new proposal, and submit the temporary proposal to the shareholders' general meeting for review. Except for temporary proposals that violate laws, administrative regulations, or the provisions of these Articles of Association, or are not within the scope of the shareholders' general meeting's powers. The Company shall not increase the shareholding ratio of shareholders who propose temporary proposals.

Article 59 of the Guide to the Articles of Association

Prior to the convening of the shareholders' general meeting, if eligible shareholders submit temporary proposals, their shareholding ratio during the period from the issuance of the proposal notice to the announcement of the meeting resolution shall not be less than 1%.

Except for the circumstances specified in the preceding paragraph, the convener shall not modify the proposals already listed in the notice of the shareholders' general meeting or add new proposals after issuing the notice of the shareholders' general meeting. Proposals that are not listed in the notice of the shareholders' general meeting or do not comply with the provisions of these Articles of Association shall not be voted on and resolutions shall not be made by the shareholders' general meeting.

Article 58 Where the Company convenes an annual general meeting, a notice shall be given 21 days(excluding the day of the meeting) before the meeting to notify each of the shareholders of the time and venue of the meeting and matters to be deliberated; the period of notification for an extraordinary general meeting shall be at least 15 days before the meeting is held (excluding the day of the meeting).

Article 115 of the Company Law

Rule 14, Appendix A1 to the Main Board Listing Rules

Notices of shareholders' general meetings served on holders of overseas listed shares may be published on the website designated by the Hong Kong Stock Exchange and the website of the Company. Upon the publication of the announcement, all holders of overseas listed shares shall be deemed to have received the notice of the relevant shareholders' general meeting.

Article 60 of the Guide to the Articles of Association

Article 59 The shareholders' general meeting shall not decide on any matter not stated in the notice as referred in Article 57 and Article 58 of the Articles of Association.

Article 115 of the Company Law

Article 60 The notice of a shareholders' general meeting shall include the following matters:

Article 61 of the Guide to the Articles of Association

(I) it shall specify the time, venue and date of the meeting;
(II) it shall set out the matters and proposals to be considered at the meeting;
(III) Explicitly state that all ordinary shareholders (including preferred shareholders with restored voting rights) have the right to attend the shareholders' general meeting, and shareholders holding special voting shares have the right to attend the shareholders' general meeting and may appoint a proxy in writing to attend the meeting and vote. The proxy of the shareholder does not need to be a shareholder of the Company;
(IV) it shall disclose the date of registration of shareholders entitled to attend the shareholders' general meeting;
(V) it shall disclose the name and phone number of the permanent contact for the shareholders' general meeting;
(VI) it shall disclose the voting times and procedures online or otherwise.

Article 61 If the shareholders' general meeting intends to discuss the election of directors, the notice of the shareholders' general meeting will fully disclose the detailed information of the candidates of directors, including at least the following:

Article 62 of the Guide to the Articles of Association

(1) educational background, work experience, part-time job and other personal circumstances;
(2) whether it is associated with the Company or its controlling shareholders and actual controllers;
(3) disclosing the amount of shares held by the Company;
(4) whether it has been punished by the CSRC and other relevant departments and punished by the stock exchanges.

Except for the cumulative voting system for the election of directors, each candidate for director shall submit a single proposal.

Article 62 No shareholders' general meeting shall be adjourned or cancelled after notice of the shareholders' general meeting has been given, and no proposal set out in the notice of the shareholders' general meeting shall be cancelled without good reason. In case of delay or cancellation, the convenor shall make a public announcement and explain the reasons at least two working days before the scheduled meeting.

Article 63 of the Guide to the Articles of Association

Article 63 Shareholders are entitled to speak at general meetings and to vote at general meetings unless individual shareholders are required by the listing rules to waive their voting rights in respect of individual matters. The Company can provide convenience for shareholders to attend general meetings through video conferences, telephone conferences, and other means, allowing shareholders to use technology to attend and vote electronically in a virtual manner. Any shareholder entitled to attend and vote at a shareholders' general meeting shall be entitled to appoint one or more persons (whether a shareholder or not) as his/her proxy to attend and vote on his/her behalf. According to the appointment of the shareholder, a proxy so appointed shall:

Rules 14、18、19 Appendix A1 to the Main Board Listing Rules

(I) have the same right as the shareholder to speak at the meeting;

(II) have the right to individually or jointly demand a poll;

(III) have the right to vote by hand or on a poll, but when more than one proxy has been appointed, the proxies only have the right to vote on a poll.

The clearing company shall have the right to appoint representatives or representatives of the Company to attend general meetings and creditor meetings of the Company and such representatives or representatives of the Company shall have the same legal rights as other shareholders, including the right to speak and vote.

Article 64 If an individual shareholder attends the meeting in person, he/she shall present his/her identity card or other valid certificates or certificates to show his/her identity; if an individual shareholder appoints a proxy to attend the meeting, the proxy shall present his/her identity card and the shareholder's power of attorney.

Article 66 of the Guide to the Articles of Association

The legal representative or the agent appointed by the legal representative shall attend the meeting. If the legal representative attends the meeting, he/she shall present his/her identity card and a valid certificate to prove that he/she has the qualification of legal representative; if an agent is authorized to attend the meeting, the agent shall present his/her identity card and a written power of attorney issued by the legal representative of the corporate shareholder.

Article 65 The form appointing a voting proxy shall be placed at the domicile of the Company or at such other place as specified in the notice of the meeting within 24 hours prior to the meeting at which the proxy is authorized to vote. Where such proxy form is signed by another person as authorized by the appointer, the power of attorney or other authorization document shall be notarized. The notarized power of attorney or other authorization document shall be placed together with the form appointing the voting proxy at the domicile of the Company or at such other place as specified in the notice of the meeting.

Opinions of HKSCC

Where the appointer is a legal person, its legal representative or a person authorized by the Board or other decision-making body shall be entitled to attend the shareholders' general meeting of the Company as the representative of such legal person.

Where the said shareholder is a recognized clearing house (or its agent) as defined in the relevant ordinance enacted from time to time in Hong Kong, the shareholder may authorize one or more persons as it thinks fit to act as its representative(s) at any shareholders' general meeting or any class meeting provided that, if more than one person is so authorized, the power of attorney shall clearly state the number and class of shares for which each person is so authorized and shall be signed by the authorized personnel appointed by the recognized clearing house. The persons so authorized may represent the recognized clearing house (or its agent) to exercise the rights at any meeting (without being required to present share certificate, notarized power of attorney and/or further evidence of due authorization), as if such person were an individual shareholder of the Company.

Article 66 The power of attorney issued by shareholders to authorize others to attend the shareholders' general meeting shall include the following contents:

（I） The name or title of the principal, the type and quantity of shares held in the Company;

（II） Name or title of the agent;

（III）Specific instructions from shareholders, including instructions to vote in favor, against, or abstain from each item on the agenda of the shareholders' general meeting;

（IV） Date of issuance and validity period of the power of attorney;

（V） Signature (or seal) of the principal. If the principal is a legal entity shareholder, the seal of the legal entity shall be affixed.

Articles 67 and 68 of the Guide to the Articles of Association

Article 67 A shareholders' general meeting shall be convened by the Board of Directors and chaired by the chairman of the Board. If the chairman of the Board is unable to or fails to perform his/her duties, the meeting shall be chaired by the director elected by more than half of the directors jointly. If no chairman of a meeting is appointed, shareholders present at the meeting may elect one person as a chairman of the meeting. If no chairman of the meeting is elected by shareholders for any reason, the shareholder present at the meeting holding the largest number of voting shares (including his/ her proxy) shall be the chairman of such meeting.

Articles 122 and 130 of the Company Law

Article 72 of the Guide to the Articles of Association

A shareholders' general meeting convened by the Audit Committee itself shall be presided over by the chairman of the Audit Committee. Where the chairman of the Audit Committee is unable or fails to fulfill the duties thereof, a member of the Audit Committee elected by more than half of the members of the Audit Committee shall chair the meeting.

A shareholders' general meeting convened by the shareholders themselves shall be chaired by the convener or their elected representative.

Where a shareholders' general meeting is held and the chairman of the meeting violates the rules of procedure which makes it difficult for the shareholders' general meeting to continue, a person may be elected at the shareholders' general meeting to act as the chairman so as to carry on with the shareholders' general meeting, subject to the approval of more than half of the attending shareholders having the voting rights. If no chairman of the meeting is elected by shareholders for any reason, the shareholder present at the meeting holding the largest number of voting shares (including his/ her proxy) shall be the chairman of such meeting.

Article 68 The resolutions of the shareholders' general meeting shall be classified as ordinary resolutions and special resolutions.

Articles 80 and 93 of the Guide to the Articles of Association

Ordinary resolutions put forward at the shareholders' general meeting shall be adopted by not less than half of shareholders (including their proxies) with voting rights attending the meeting.

Special resolutions put forward at the shareholders' general meeting shall be adopted by not less than two-thirds of the shareholders (including their proxies) with voting rights attending the meeting.

A shareholder (including his/her proxy) present the meeting shall vote in favor of or against or abstain from voting on each resolution relating to every matter which has been put to vote at the relevant meeting, except where the securities registration and clearing institution, as a nominee holder under the Mainland-Hong Kong Stock Connect Scheme, makes declarations according to the intentions of the actual holders. If a shareholder or his/her proxy casts abstention vote or abstains from voting, any vote cast by such shareholder or his/her proxy shall not be counted in the voting results of the Company.

Article 69 Where any shareholder is required to waive his/her voting rights or is restricted to cast only affirmative or dissenting vote on a certain issue in accordance with the Listing Rules, any vote cast by the said shareholder or proxy thereof in violation of the relevant provisions or restrictions shall not be counted into the voting results.

Rule 14(4), Appendix A1 to the Main Board Listing Rules

Article 70 The shareholders' general meeting adopts a registered voting method for voting

Article 90 of the Guide to the Articles of Association

Article 71 The same voting right shall only be exercised by one of the means including on-site, online or by other ways. In the event that the same voting right has been exercised twice, the results of the first voting shall prevail.

Article 89 of the Guide to the Articles of Association

Article 72 Shareholders (including their proxy) shall exercise their voting rights by the number of voting shares they represent, and each share shall be entitled to one vote, except for shareholders of class stocks.

Article 116 of the Company Law

When the shareholders' general meeting deliberates major matters affecting the interests of small and medium-sized investors, votes on small and medium-sized investors shall be counted separately. The results of individual counting shall be publicly disclosed in a timely manner.

Article 83 of the Guide to the Articles of Association

The shares of the Company held by the Company have no voting rights, and such shares are not included in the total number of shares with voting rights at the shareholders' general meeting.

If a shareholder's purchase of a company's voting shares violates the provisions of paragraph 1 and Paragraph 2 of Article 63 of the Securities Law, the shares exceeding the prescribed proportion shall not be allowed to exercise their voting rights within 36 months after the purchase, and shall not be included in the total number of shares with voting rights at the shareholders' general meeting.

The Board of Directors, independent non-executive directors, shareholders holding more than one percent of the voting shares of a company, or investor protection organizations established in accordance with laws, administrative regulations or the provisions of the CSRC may solicit shareholders' voting rights in public. The solicitation of voting rights shall fully disclose the specific voting intention and other information to the solicitor. It is prohibited to solicit shareholders' voting rights by means of compensation or compensation in disguised form. Except for statutory conditions, the Company shall not put forward a minimum shareholding limit on the solicitation of voting rights.

Article 73 When the shareholders' general meeting considers related transactions, affiliated shareholders shall not participate in voting, and the number of voting shares represented by them shall not be counted into the total number of valid votes; The announcement of the resolution of the general meeting of shareholders shall fully disclose the voting situation of non-affiliated shareholders.

Article 84 of the Guide to the Articles of Association

Article 74 The following matters shall be approved by ordinary resolutions at a shareholders' general meeting:

(I) work report of the Board of Directors;

(II) profit distribution plans and loss recovery plans formulated by the Board;

(III) appointment and dismissal of the members of the Board, their remunerations and the method of payment thereof;

(IV) matters other than those stipulated by laws, administrative regulations or these Articles of Association to be approved by special resolutions.

Article 81 of the Guide to the Articles of Association

Article 75 The following matters shall be approved by special resolutions at a shareholders' general meeting:

(I) increase or reduction in share capital of the Company;

(II) division, spin off, merger, dissolution and liquidation of the Company (including voluntary winding-up);

(III) amendment to these Articles of Association;

(IV) acquisition or disposal of material assets or provision of guarantee by the Company within one year with a value exceeding 30% of the latest audited total assets of the Company;

(V) equity incentive scheme;

(VI) any other matter specified in the laws, administrative regulations or these Articles of Association and confirmed by an ordinary resolution at a shareholders' general meeting that it may have material impact on the Company and accordingly shall be approved by special resolutions;

(VII) other matters requiring adoption by special resolutions pursuant to the Listing Rules.

Rules 16 and 21, Appendix A1 to the Main Board Listing Rules

Article 82 of the Guide to the Articles of Association

Article 76 If the shareholders' general meeting requires all the directors and senior management members of the Company to attend the meeting, they shall attend the meeting and answer or explain inquiries made by shareholders.

Article 71 of the Guide to the Articles of Association

Article 77 The chairman of the meeting shall be responsible for announcing whether a resolution at a shareholders' general meeting is passed pursuant to the voting result. His/her decision, which shall be final and conclusive, shall be announced at the meeting and recorded in the minutes.

Article 78 If the chairman of the meeting has any doubt as to the result of a resolution which has been put to vote, he/she may have the ballots counted . If the chairman of the meeting has not counted the ballots, any shareholder who is present in person or by proxy and who objects to the result announced by the chairman of the meeting may, immediately after the declaration of the voting result, demand that the ballots be counted and the chairman of the meeting shall have the ballots counted immediately.

Article 94 of the Guide to the Articles of Association

Article 79 The resolution of the shareholders' general meeting shall be published in a timely manner, and the announcement shall set forth the amount of shareholders and proxies present at the meeting, the total number of voting shares held and their proportion in the total number of voting shares of the Company, the voting method, the voting result of each proposal and the detailed contents of the resolutions approved.

The company that issues overseas shares listed in China shall make statistics on the attendance and voting of domestic and overseas shareholders and make a public announcement respectively.

Article 95 of the Guide to the Articles of Association

Article 80 The shareholders' general meeting approves the proposal on cash distribution, stock delivery or capital reserve conversion to capital increase, the Company will implement the specific plan within two months after the shareholders' general meeting.

Article 98 of the Guide to the Articles of Association

Chapter 8 Board of Directors

Section 1 Directors

Article 81 Directors shall be elected or replaced at shareholders' general meetings and can be relieved of his/her duties by the shareholders' general meeting before the expiration of his/her term of office. The term of office for directors is 3 years, and they may be re-elected upon expiration of their term. However, the successive terms of independent non-executive directors may not be more than 9 years.

Articles 70 and 71 of the Company Law

Rule 4(3), Appendix A1 to the Main Board Listing Rules

The term of office of directors shall be calculated from the date of appointment until the expiration of the term of office of the current Board of Directors. If the term of office of a director expires without timely re-election, or if a director resigns during the term of office, resulting in the number of board members being less than the statutory number, the original director shall still perform the duties of a director in accordance with laws, administrative regulations, and the provisions of these Articles of Association until the newly elected director takes office. If a director resigns, they shall notify the Company in writing, and the resignation shall take effect on the date the Company receives the notice. However, if the circumstances specified in the preceding paragraph exist, the director shall continue to perform their duties.

Articles 100 and 106 of the Guide to the Articles of Association

Directors can be concurrently held by senior management personnel, but the total number of directors holding senior management positions and directors held by employee representatives shall not exceed half of the total number of directors of the Company. For companies with more than 300 employees, there should be employee representatives on the Board of Directors. The employee representatives in the Board of Directors are democratically elected by the Company's employees through the employee representative assembly, employee assembly, or other forms, and do not need to be submitted to the shareholders' general meeting for deliberation. The number of employee representatives serving as directors in the Board of Directors of the Company is one.

If there are no other provisions in the law, shareholders have the right to dismiss any director (including the general manager or other executive director) by ordinary resolution at the shareholders' general meeting before the expiration of their term of office, and the dismissal shall take effect on the date of the resolution. If a director is dismissed before the expiration of his term without justifiable reasons, the director may demand compensation from the Company.

Article 82 A director may resign before his/her term of office expires. In resigning his/her duties, a director shall tender a written resignation to the Company. The resignation becomes effective on the date the Company receives the resignation report, and the Company will disclose relevant information within two trading days.

Rule 4(2), Appendix A1 to the Main Board Listing Rules

Article 104 of the Guide to the Articles of Association

If any director resigns so that the membership of the Board falls short of the quorum, the said director shall continue fulfilling the duties as director pursuant to relevant laws, administrative regulations, departmental rules and these Articles of Association until a new director is elected.

Any person appointed by the Board of Directors to fill a temporary vacancy or increase the number of board seats shall hold office only until the issuer's first annual general meeting after their appointment and shall be eligible for re-election at that time.

Article 83 If resignation of a director takes effect or if his/her term of office expires, the said director shall go through all handover formalities with the Board. His/her honesty obligation to the Company and shareholders thereof shall not terminate automatically at the end of his/her term of office but shall still be valid within the reasonable period specified in these Articles of Association. The responsibilities that directors should bear during their tenure due to the performance of their duties shall not be exempted or terminated upon resignation.

Article 105 of the Guide to the Articles of Association

Article 84 If any director fails to attend Board meetings in person or by proxy for two consecutive times, the said director shall be deemed incapable of performing his/her duties, and the Board shall suggest that the shareholders' general meeting dismiss the said director.

Article 103 of the Guide to the Articles of Association

Article 85 The Company shall have independent non-executive directors. Except as otherwise provided in this section, the provisions on the qualifications and obligations of directors in Chapter 11 of these Articles of Association shall apply to independent non-executive directors. At least one independent non-executive director of the Company shall be an accounting professional. Independent non-executive directors shall be equipped with adequate business or professional experience for competency, honestly fulfil their duties, and protect the interests of the Company, in particular the legitimate rights and interests of public shareholders, to ensure the sufficient representation of the interests of all shareholders. At least one independent non-executive director shall reside in Hong Kong on a regular basis.

Article 6 of the Opinions on Regulated Operation and In-depth Reform

Rule 19A.18(1) of the Main Board Listing Rules

The appointment requirements, nomination and election procedures, term of office, resignation, and powers of independent non-executive directors shall be implemented in accordance with relevant laws, administrative regulations, departmental rules, and regulatory rules of the place where the Company's stock is listed. If there is a conflict between shareholders or directors of a Company that has a significant impact on the Company's operation and management, independent non-executive directors should actively fulfill their duties and safeguard the overall interests of the listed Company.

Article 86 If directors perform their duties in the Company and cause harm to others, the Company shall bear the liability for compensation; If a director has intentional or gross negligence, they shall also be liable for compensation.

If a director violates laws, administrative regulations, departmental rules, or the provisions of these Articles of Association while performing Company duties and causes losses to the Company, they shall be liable for compensation.

Article 191 of the Company Law

Article 108 of the Guide to the Articles of Association

Article 87 Save as specified in these Articles of Association or duly authorized by the Board, no director shall act on behalf of the Company or the Board in his/her own name. If a director acts in his/her own name but a third party may reasonably think the said director is acting on behalf of the Company or the Board, the said director shall make a prior statement of his/her standpoint and capacity.

Article 107 of the Guide to the Articles of Association

Section 2 Board of Directors

Article 88 The Company shall have a Board of Directors consisting of 6 to 9 directors and set up one chairman and one employee representative director. The chairman is elected by the Board of Directors with a majority vote of all directors. The chairman serves a term of 3 years and can be re-elected.

Articles 1 and 6 of the Opinions on Regulated Operation and In-depth Reform

The number of independent non-executive directors, at any time, shall be at least 3 and represent more than one third of members of the Board, and at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise. The term of office for independent non-executive directors is 3 years, and they may be re-elected for a maximum of 9 years, except as otherwise provided by relevant laws, regulations, and the listing rules of the stock exchange where the Company's stock is listed.

Article 68 of the Company Law

Rules 3.10 and 3.10A of the Main Board Listing Rules

The number of senior management members of the controlling shareholders serving concurrently as chairman or executive directors of the Company shall not exceed 2.

Article 109 of the Guide to the Articles of Association

Directors need not hold shares of the Company.

Article 89 The Board shall be accountable to the shareholders' general meeting and exercise the following functions and powers:

Article 67 of the Company Law

(I) convening shareholders' general meetings, and reporting its work to the shareholders' general meeting;

(II) executing the resolutions of the shareholders' general meetings;

(III) determining the business plans and investment plans of the Company;

(IV) formulating the profit distribution plans and loss recovery plans of the Company;

(V) formulating proposals for the increase or decrease of the registered capital of the Company, the issue of corporate bonds or other securities, and the listing;

Article 6 of the Opinions on Regulated Operation and In-depth Reform

Article 110 of the Guide to the Articles of Association

(VI) formulating proposals for acquisition of material assets, repurchase of the Company's shares or merger, division, dissolution and changes in the form of the Company;

(VII) deciding on external investment, acquisition and sale of assets, asset mortgages, external guarantee, entrusted wealth management, connected transactions, external donations, and other matters within the authority granted by the shareholders' general meeting;

(VIII) deciding on the internal management setup of the Company;

(IX) deciding on appointing or dismissing the Company's general manager, secretary to the Board and other senior management members, and deciding on their remuneration and reward and punishment matters; deciding on appointing or dismissing the Company's deputy general manager, chief financial officer and other senior management members as nominated by the general manager, and deciding on their remuneration and reward and punishment matters;

(X) formulating the Company's fundamental management system;

(XI) formulating proposals for any amendment to these Articles of Association;

(XII) managing the Company information disclosure matters;

(XIII) proposing to the shareholders' general meeting to appoint or replace the accounting firm responsible for auditing the Company;

(XIV) listening to the work reports of the general manager and other senior management members of the Company and checking their work;

(XV) deciding on other important issues of the Company, other than those which shall be resolved at shareholders' general meetings pursuant to the Company Law and these Articles of Association;

(XVI) exercising other functions and powers conferred by the laws, administrative regulations, the Listing Rules, departmental rules and these Articles of Association or shareholders' general meetings.

The Board may resolve on the issues specified in the preceding paragraph by approval of more than half of the directors save for the issues specified in (V), (VI) and (XI), in which approval of more than two thirds of the directors is required.

The Board shall also be responsible for the following issues:

(I) formulating the Company's corporate governance system and reviewing and improving its corporate governance;

(II) reviewing and supervising the training for and continuous professional development of directors and senior management;

(III) reviewing and supervising the systems formulated and observation thereof by the Company and making relevant disclosures as per the laws and relevant provisions of the securities regulatory authority of the place where the Company's shares are listed;

(IV) working out the Company's code of conduct and relevant compliance manual for its employees and directors, and reviewing and supervising their behaviors.

The Board shall be responsible for the above corporate governance functions and may also assign its responsibilities to one or more special committees under it.

Article 90 The Board of Directors shall determine the licensing rights of external investment, purchase and sale of assets, asset mortgage, external guarantee matters, entrusted financial management, connected transactions, donations, etc., and establish strict examination and decision-making procedures; For major investment projects, relevant experts and professionals shall be organized to conduct evaluation and report to the general meeting of shareholders for approval.

Article 113 of the Guide to the Articles of Association

Article 91 For the disposal of any fixed assets by the Board, if the aggregate of the expected value of the fixed assets proposed to be disposed of and the value of the fixed assets which had been disposed of within 4 months immediately preceding such proposal for disposal exceeds 33% of the fixed assets value shown in the most recent balance sheet reviewed at a shareholders' general meeting, the Board shall not dispose of or approve the disposal of such fixed assets without the approval by the shareholders' general meeting.

Article 4 of the Opinions on Regulated Operation and In-depth Reform

The disposal of fixed assets referred to in this Article includes the transfer of interests of certain assets, but excludes the provision of fixed assets as pledges to any guarantees.

Any breach of paragraph 1 of this Article shall not affect the validity of any transaction entered into by the Company in disposing of fixed assets.

Article 92 The chairman shall exercise the following functions and powers:

(I) to preside over shareholders' general meetings and to convene and preside over Board meetings;

(II) to supervise and examine the implementation of the resolutions of the Board;

(III) to exercise other functions and powers granted by the Board.

Where the chairman cannot fulfil the duty thereof, more than half of the directors shall jointly elect a director to fulfil the said duty.

The Board may, if necessary, authorize the chairman to exercise part of its functions and powers during its inter-session period.

Article 114 of the Guide to the Articles of Association

Article 93 Board meetings shall be held at least 4 times a year, approximately once every quarter, shall be convened by the chairman.

In any of the following circumstances, the chairman shall convene and chair a Board meeting within 10 days after receipt of the proposal:

(I) proposed by shareholders representing more than one tenth of the voting rights;

(II) proposed by more than one third of the directors jointly;

(III) proposed by the Audit Committee.

Article 123 of the Company Law

Sections C.5.1, Appendix C1 to the Main Board Listing Rules

Articles 116 and 117 of the Guide to the Articles of Association

Article 94 A notice of Board meeting shall be served to all the directors 14 days in advance in the event of a regular meeting or 3 days in advance in the event of an extraordinary meeting. The responsible body of the Company shall serve a written meeting notice to all the directors by direct delivery, fax, express mail or other electronic communication means. If service is made indirectly, confirmation shall be made by telephone and the appropriate record thereof shall be made.

The notice of Board meeting shall include the following: (1) the date and place of the meeting; (2) the term of the meeting; (3) the matters and proposals; (4) the date of giving the notice.

Where an extraordinary Board meeting needs to be convened in emergency, the notice of meeting may be sent by telephone or by other verbal means at any time, but the convener shall make explanations at the meeting.

Sections C.5.3, Appendix C1 to the Main Board Listing Rules

Articles 118 and 119 of the Guide to the Articles of Association

Article 95 A Board meeting shall be attended by more than half of the directors. Every director shall have the right to one vote. Save as otherwise specified in laws, administrative regulations or these Articles of Association, resolutions made by the Board shall be passed by more than half of all directors.

Article 124 of the Company Law

If a director has a related relationship with an enterprise or individual involved in the matters under consideration by the Board of Directors, the director shall promptly report in writing to the Board of Directors. Directors with related relationships shall not exercise voting rights on the resolution, nor shall they act as proxies for other directors to exercise voting rights. Such Board meetings may not be held unless attended by more than half of all the non-associated Directors, and resolutions adopted at such meetings shall be passed by more than half of all the non-associated Directors. Where the number of the non-associated Directors attending the Board meetings is less than three, the matters shall be submitted to the shareholders' general meeting for deliberation.

Articles 120 and 121 of the Guide to the Articles of Association

Article 96 Directors shall attend Board meetings in person. Where any director cannot attend the meetings for any reason, he/she may authorize in writing another director to attend the meetings on his/her behalf, but the name of the agent, the matters to be represented, the scope of authorization, and the validity period should be stated in the power of attorney, and signed or stamped by the principal.

Article 123 of the Guide to the Articles of Association

The director attending the meetings on behalf of another director shall exercise rights within the scope of authorization. Where a director is not present at a Board meeting and fails to appoint a proxy to act on his/her behalf, the said director shall be deemed to have waived his/her rights to vote at the meeting.

Article 97 In respect of any important issue to be decided by the Board, a notice and adequate information shall be sent to all the directors before the deadline specified in these Articles of Association, in strict accordance with the specified procedure. Directors may require providing supplementary information. If more than one fourth of the directors or more than two independent non-executive directors think they cannot make judgments on relevant issues because the documents are inadequate or for other reasons, they can jointly propose to adjourn the Board meeting or suspend considering some issues, and the Board shall approve such proposal.

Articles 3 and 6 of the Opinions on Regulated Operation and In-depth Reform

Article 98 The Board may adopt written proposal in lieu of Board meeting, but the draft of the said proposal shall be sent to every director by direct delivery, mail, fax or e-mail. If the proposal has been sent to all the directors by the Board, and the number of the directors who have signed the proposal sent to the secretary to the Board by the aforesaid means satisfies the statutory quorum, the said proposal shall be deemed to be a resolution of the Board and have the same legal effect as a resolution passed at a Board meeting held in accordance with the procedures specified in relevant provisions of these Articles of Association.

Article 99 The Board shall file resolutions of the meeting as minutes, which shall be signed by the attending directors. The minutes of the Board meetings shall be kept as the Company archives for a period of not less than ten years. The minutes of Board meeting shall include the following: (1) the date and place of the meeting and the name of the convenor; (2) the name of the director present and the name of the director (proxy) who is appointed by others to attend the Board meeting; (3) agenda of the meeting; (4) points made by the Directors; (5) method and result of the vote on each resolution (the result of the vote shall indicate the number of votes for, against or abstention). The directors shall be responsible for the resolutions passed at Board meetings. Any director who votes for a resolution of the Board which runs counter to the laws, administrative regulations or these Articles of Association, thereby causing serious losses to the Company, shall be liable for compensation to the Company; however, a director who has been proved as having expressed dissenting opinions on the resolution and such opinions are recorded in the minutes of the meeting can be exempt from liability.

Articles 124 and 125 of the Guide to the Articles of Association

Section 3 Special Committees under the Board

Article 100 The Board of Directors of the Company shall establish an Audit Committee to exercise the powers of the Supervisory Committee as stipulated in the Company Law, and shall not have a Supervisory Committee or supervisors.

Article 121 of the Company Law

Article 133 of the Guide to the Articles of Association

Article 101 The members of the Audit Committee should all be non-executive directors, consisting of at least three members, with independent non-executive directors accounting for the majority, and accounting professionals among the independent non-executive directors serving as the Chairman of the Committee.

Article 134 of the Guide to the Articles of Association

Article 102 The Audit Committee is responsible for reviewing the Company's financial information and disclosure, supervising and evaluating internal and external audit work and internal controls. The main responsibilities of the Audit Committee include:

Section D.3 .3, Appendix C1 to the Main Board Listing Rules

(I) supervise and review the completeness of the Company's financial reports, annual reports, accounts, semi annual reports, quarterly reports (if any), and internal control evaluation reports, and review significant opinions on financial reporting contained in the reports and statements;

(II) disclose financial information in financial accounting reports and periodic reports, as well as internal control evaluation reports (if any);

Article 135 of the Guide to the Articles of Association

(III) propose to the Board of Directors to hire, renew or replace intermediary agencies such as accounting firms, and their remuneration and employment terms;

(IV) appointing or dismissing the financial director of the listed Company;

(V) changes in accounting policies, estimates, or significant accounting errors due to reasons other than changes in accounting standards;

(VI) guide, inspect, and supervise the establishment of the Company's financial monitoring, risk management, and internal monitoring systems and mechanisms;

(VII) review and supervise whether the external auditors are independent and objective, and whether the audit procedures are effective; Discuss the nature and scope of the audit and related reporting responsibilities with the auditor before starting the audit work; Develop policies for external auditors to provide non audit services and implement them;

(VIII) deliberate the Company's financial and accounting policies and their changes, and provide opinions to the Board of Directors;

(IX) propose to the Board of Directors the appointment and removal of the head of the Company's internal audit department;

(X) supervise the development and implementation of the Company's internal audit system;

(XI) evaluate and supervise the integrity and effectiveness of the enterprise audit system;

(XII) maintain good communication with internal and external audit agencies of the Company, hold at least two meetings with the issuer's auditors annually, and ensure that the internal audit function has sufficient resources to operate within the Company, has an appropriate position, and supervises and monitors its effectiveness;

(XIII) other matters stipulated by laws, administrative regulations, regulations of the China Securities Regulatory Commission, securities regulatory rules of the place where the Company's stock is listed, and these Articles of Association.

If the Audit Committee exercises the powers listed in items (II) to (V) of the preceding paragraph, it shall be submitted to the Board of Directors for review after obtaining the consent of more than half of all members of the Audit Committee.

Article 103 The Audit Committee shall hold at least one meeting every quarter. Two or more members may propose, or the chairman of the committee may deem it necessary, to convene an extraordinary meeting. The Audit Committee meeting must be attended by more than two-thirds of the members in order to be held.

Article 121 of the Company Law

The resolution of the Audit Committee shall be passed by a majority of the members of the Audit Committee.

Article 136 of the Guide to the Articles of Association

The resolution of the Audit Committee shall be voted on by one person, one vote.

The resolution of the Audit Committee shall be recorded in accordance with regulations, and the members of the Audit Committee attending the meeting shall sign on the meeting minutes.

The working procedures of the Audit Committee are formulated by the Board of Directors.

Article 104 The Board of Directors shall establish a Remuneration Committee, a Nomination Committee and a Strategy and Sustainability Committee, and the composition and rules of procedure of the specialized committees shall be separately agreed upon by the Board of Directors. The Board may establish other special committees as necessary. These special committees are ad hoc committees under the Board which provide advice or advisory opinions for the Board on material decisions. The special committees shall not make any decision in the name of the Board. However, the committees may exercise decision-making power in respect of the authorized matters in accordance with a special power given by the Board.

Section E.1 .2, Appendix C1 to the Main Board Listing Rules

Section B.3.1, Appendix C1 to the Main Board Listing Rules

The Remuneration Committee is responsible for formulating assessment standards for directors and senior management personnel and conducting assessments. It also formulates and reviews remuneration policies and plans for directors and senior management personnel, including the decision-making mechanism, decision-making process, payment and cessation of payment recovery arrangements, and makes recommendations to the Board of Directors on the following matters: to propose recommendations to the Board with respect to the overall remuneration policies and structures for the directors and senior management of the Company and the establishment of formal and transparent procedures for formulation of remuneration policies; to give advice to the Board on certain remuneration packages of all executive directors and senior management, including non-monetary benefits, pension rights and compensation amounts (including the compensation for the loss or termination of office or appointment), and the remuneration of non-executive directors; to review and approve the recommendations on remuneration of management with reference to the corporate goals as approved by the Board from time to time; to review and approve the compensation that should be paid to executive directors and senior management for any loss or termination of their office or appointment, so as to ensure the said compensation conforms to the terms of relevant contract; in case of any inconformity, the said compensation shall be fair and reasonable and will not result in excessive burden to listed companies; to review and approve the compensation arrangement in connection with dismissal or removal of relevant directors for their

Articles 137, 138 and 139 of the Guide to the Articles of Association

misconduct, so as to ensure such arrangement conforms to relevant contract terms; in case of any inconformity, relevant compensation shall be reasonable and appropriate; to ensure that any director or any of his/ her associates does not participate in the determination of his/her own remuneration; to develop or modify equity incentive plans, employee stock ownership plans, and the achievement of granting rights and exercising rights conditions to incentive targets; directors and senior management personnel are planning to split off their subsidiaries and arrange shareholding plans.

The Nomination Committee is responsible for formulating the selection criteria and procedures for directors and senior management personnel, selecting and reviewing candidates for directors and senior management personnel and their qualifications, making annual evaluations on the time and contributions invested by each director in the board of directors, whether they can effectively fulfill their duties, and making recommendations to the Board of Directors on the following matters: to regularly review the structure, size and composition (including the skills, knowledge and experience) of the Board at least every year, and to make recommendations on any proposed changes to the Board to complement the Company's corporate strategy; to extensively search for qualified candidate directors, to make initial examination of candidate directors and senior management personnel, and to offer suggestions to the Board on relevant selection; to review the independency of independent non-executive directors; to study and make recommendations on the standards and procedures for the selection of candidate directors and senior management personnel; and to give advice to the Board on the appointment or reappointment of directors or the senior management personnel and the succession planning for directors (including the chairman) and the senior management personnel.

The Strategy and Sustainability Committee is responsible for conducting research and advising on the Company's long-term development strategies, major investment decisions and sustainable development matters; conducting research and advising on the Company's major financing plans, material capital operations and production and operation projects; monitoring the execution by the management of the Company and its subsidiaries of national and local guidelines, policies, laws and regulations relating to sustainable development, environmental, social and corporate governance (ESG); guiding the Company's sustainable development and ESG work, studying the Company's ESG related plans, targets, systems and material issues and making recommendations to the Board; studying, identifying and assessing prevailing ESG trends as well as sustainable development-related risks and opportunities associated with the Company's operations and making recommendations to the Board; reviewing the Company's ESG related reports, reporting and making recommendations to the Board; monitoring and inspecting the implementation of ESG work and making recommendations; studying and advising on other material matters affecting the Company's development; inspecting and analysing the implementation of all aforesaid matters and proposing changes and improvements to the Board.

If the Board of Directors fails to adopt or fully adopts the recommendations of the Remuneration Committee, the Nomination Committee and the Strategy and Sustainability Committee, the opinions of the Remuneration Committee, the Nomination Committee and the Strategy and Sustainability Committee, as well as the specific reasons for their non adoption, shall be recorded in the board resolution and disclosed.

Chapter 9 Secretary to the Board of the Company

Article 105 The Company shall have a secretary to the Board, who shall be a senior management member of the Company.

Article 106 The secretary to the Board of the Company shall be a natural person with requisite expertise and experience, and shall be nominated by the general manager and appointed or removed by the Board. His/her major duties are:

Article 138 of the Company Law

Article 149 of the Guide to the Articles of Association

(I) to ensure that the Company has complete organization documents and records, keep and manage shareholders' information and help directors with daily works of the Board;

(II) to organize and arrange for Board meetings and shareholders' general meetings, prepare meeting materials, handle relevant meeting affairs, keep minutes of the meetings and ensure their accuracy, keep meeting documents and minutes, take initiative to keep abreast of the implementation of relevant resolutions, and report important issues occurring during the implementation to the Board and give relevant advice to the Board;

(III) as the liaison of the Company with the securities regulatory authorities, to be responsible for organizing, preparing and timely submitting the reports and documents required by the regulatory authorities as well as accepting and organizing the implementation of relevant assignment from the regulatory authorities;

(IV) to be responsible for coordinating and organizing the Company's information disclosure, establishing and improving the information disclosure system, attending all of the Company's meetings involving information disclosure, and keeping informed of the Company's material operation decisions and related information in a timely manner;

(V) to ensure that the register of shareholders of the Company is established appropriately and that the persons who have the right of access to the relevant records and documents of the Company obtain the same in due time;

(VI) to exercise other functions and powers as conferred by the Board, as well as other functions and powers as required by laws and regulations and the stock exchange of the place where the Company's shares are listed.

Article 107 A director or senior management member of the Company may serve concurrently as secretary to the Board of the Company. The accountants of the accounting firm appointed by the Company and managers of controlling shareholders shall not serve concurrently as secretary to the Board of the Company.

In the event that a director serves concurrently as secretary to the Board of the Company, where any act requires to be executed by the director and the secretary to the Board of the Company separately, the said director serving concurrently as secretary to the Board of the Company shall not execute the said act in both capacities.

Chapter 10 General Manager and Other Senior Management Members

Article 108 The Company shall have one general manager who shall be appointed or dismissed by the Board, and shall have several deputy general managers who shall be nominated by the general manager and appointed or dismissed by the Board. A director may serve concurrently as the general manager, deputy general manager or other senior management members. Any person who holds any administrative post other than director or supervisor in the Company's controlling shareholder(s) may not hold the position of senior management of the Company. The senior management of the company are paid only in the company, not by the controlling shareholder(s).

Articles 140 and 142 of the Guide to the Articles of Association

Article 109 The general manager shall serve a term of three years, and may be reelected for successive terms.

Article 143 of the Guide to the Articles of Association

Article 110 The general manager shall be accountable to the Board and exercise the following functions and powers:

(I) to manage the production, operation and management of the Company and report to the Board;

(II) to organize the implementation of the resolutions of the Board and the annual business plans and investment plans of the Company;

(III) to formulate the fundamental management system and internal management setup of the Company;

(IV) to formulate the specific rules of the Company;

(V) to propose the appointment or dismissal of deputy general managers, chief financial officers and other senior management members according to these Articles of Association and the Company's relevant internal control system;

(VI) to decide to appoint or dismiss managers and general employees other than those appointed or dismissed by the Board according to these Articles of Association and the Company's relevant internal control system;

(VII) to exercise other functions and powers as conferred by these Articles of Association and the Board.

Article 144 of the Guide to the Articles of Association

Senior management members other than the general manager shall assist the general manager in his/her works, and may exercise part of the functions and powers entrusted by the general manager.

Article 111 The general manager shall be present at Board meetings, and if he/she is not a director, shall not have any voting right at Board meetings.

Article 144 of the Guide to the Articles of Association

Article 112 In the exercise of his/her functions and powers, the general manager shall fulfil the obligation of honesty and diligence in accordance with laws, administrative regulations and these Articles of Association.

Article 113 The Company shall have one financial manager, who shall be appointed or dismissed by the Board. The financial manager shall be accountable to the Board and the general manager.

Article 114 The general manager shall formulate working rules for the general manager and submit them to the Board for approval before implementation. The working rules of the general manager shall include the following:

(I) to set out the conditions, procedures and attendants for holding the general manager's meeting;

(II) to formulate the specific duties and division of the general manager and other senior management;

(III) to exercise the Company's funds and assets, the authority to enter into major contracts, and the reporting rules to the Board;

(IV) to exercise other matters deemed necessary by the Board.

Articles 145 and 146 of the Guide to the Articles of Association

Chapter 11 Qualifications and Obligations of Directors and Senior Management of the Company

Article 115 A person shall not serve as director or senior management member of the Company if:

Article 178 of the Company Law

(I) he/she has no capacity or has limited capacity for civil conduct;

(II) he/she has been sentenced to any criminal penalty due to an offence of corruption, bribery, encroachment of property, misappropriation of property or disrupting the economic order of the socialist market, or he/she has ever been deprived of his/her political rights due to any crime and 5 years have not elapsed since the completion date of the execution of the penalty; those who have been granted probation have not exceeded 2 years from the date of expiration of the probation period;

Article 99 of the Guide to the Articles of Association

(III) he/she was ever the director, factory manager or manager of a company or enterprise which had been bankrupted and liquidated, and was personally liable for the bankruptcy of the company or enterprise, where less than three years have elapsed since the date of the completion of the bankruptcy and liquidation of the company or enterprise;

(IV) he/she was ever the legal representative of a company or enterprise which had its business license revoked and was ordered to close down due to illegal activities and was personally liable for such illegal activities, where less than three years have elapsed since the date when the business license of the company or enterprise was revoked and ordered to close down;

(V) he/she has been listed by a people’s court as a discredited debtor because he/she has a relatively substantial amount of debts due and outstanding;

(VI) he/she is banned from the securities market by the securities regulatory, and the term is not expired;

(VII) he/she was publicly recognized by the stock exchange as unsuitable to serve as directors, senior management personnel of listed companies, and whose term has not yet expired;

(VIII) other matters stipulated by laws, administrative regulations or its departmental rules.

Where a director or senior management personnel is elected or appointed in violation of the provisions of these Article of Association, the election or appointment shall be invalid. If any of these circumstances occurs during the term of a director or senior management personnel, the Company shall relieve him of his post.

Article 116 The directors and senior management personnel shall abide by laws, administrative regulations and the Articles of Association, and have a duty of loyalty to the Company and should take measures to avoid conflicts between own interests and those of the Company, must not use power to seek improper benefits. The directors and senior management personnel shall undertake the following fiduciary duties to the Company:

(I) not to use their power to accept bribes or other illegal income, and not to embezzle the Company's property;

(II) not to misappropriate the Company's funds;

(III) not to open accounts in the name of the individual or any other person to store the Company's assets or funds;

(IV) not to directly or indirectly conclude any contract or conduct any transaction with the Company without reporting to the Board or the shareholders' general meeting or without a resolution passed by the Board or the shareholders' general meeting in accordance with the Articles of Association;

(V) not to take advantage of his/her position to seek business opportunities that should belong to the Company for himself/herself or any other person, except for reporting to the Board of Directors or shareholders' general meeting and obtaining approval from the shareholders' general meeting resolution, or where the Company cannot utilize such business opportunities in accordance with laws, administrative regulations, or the provisions of these Articles of Association;

(VI) not to conduct for themselves or others any businesses similar to those of the Company without reporting to the Board or the shareholders' general meeting and obtaining an approval by resolution of general meeting;

(VII) not to take as their own any commission paid by others for any transaction with the Company;

(VIII) not allowed to disclose Company secrets without authorization;

(IX) not to use its related party relationships to harm the interests of the Company;

(X) to fulfill other fiduciary obligations stipulated by laws, administrative regulations, departmental rules, and these Articles of Association.

The income obtained by directors and senior management personnel in violation of this provision shall belong to the Company; those who cause losses to the Company shall bear the liability for compensation.

The close relatives of directors and senior management personnel, enterprises directly or indirectly controlled by directors, senior management personnel or their close relatives, and related persons with other related relationships with directors and senior management personnel who enter into contracts or conduct transactions with the Company shall be subject to the provisions of the first paragraph (IV) of this article.

Articles 180, 181, 182, 183, 184 and 186 of the Company Law

Article 101 of the Guide to the Articles of Association

Article 117 The directors and senior management personnel shall abide by laws, administrative regulations and these Articles of Association, and shall have a duty of diligence towards the Company, and shall perform their duties with the reasonable care normally expected of a manager in the best interests of the Company. The directors and senior management personnel shall bear the following diligent obligations to the Company:

Article 102 of the Guide to the Articles of Association

(I) to exercise prudently, conscientiously and diligently the rights granted by the Company to ensure that the Company's commercial activities comply with the requirements of national laws, administrative regulations and various national economic policies, and its commercial activities do not exceed the business scope stipulated in the business license;

(II) to be equitable towards shareholders;

(III) to keep abreast of the Company's business operation and management;

(IV) to sign written confirmation opinions on the periodic reports of the Company, and ensure that the information disclosed by the Company is true, accurate and complete;

(V) to truthfully provide the relevant information and materials to the Audit Committee and not to prevent the Audit Committee from exercising their functions and powers;

(VI) Other obligations of care stipulated by laws, administrative regulations, departmental rules and the Articles of Association.

Article 118 The Company shall regularly disclose the remuneration received by a director or senior management member from the Company to the shareholders.

Article 129 of the Company Law

Chapter 12 Financial and Accounting System

Article 119 The Company shall establish its financial and accounting system in accordance with the laws, administrative regulations and the provisions stipulated by the relevant PRC authorities.

Article 152 of the Guide to the Articles of Association

Article 120 The Company shall adopt the Gregorian calendar year for its fiscal year, i.e. the fiscal year shall be from 1 January to 31 December.

Article 208 of the Company Law

At the end of each fiscal year, the Company shall prepare a financial report which shall be audited by an accounting firm in accordance with the law.

The financial statements of the Company shall, in addition to being prepared in accordance with the PRC accounting standards and regulations, be prepared in accordance with the accounting standards of the place overseas where the Company's shares are listed. If there are any material differences between the financial statements prepared in accordance with the two accounting standards, such differences shall be stated in the notes to the financial statements.

In distributing its after-tax profits of the relevant fiscal year, the lower of the after-tax profits as shown in the aforesaid two financial statements shall be adopted.

Article 121 The Board of Directors of the Company shall place before the shareholders at annual general meeting the financial reports prepared by the Company as required by the relevant laws, administrative regulations and regulatory documents promulgated by local government or regulatory authorities.

Article 122 The Company shall not set up other account books except for the statutory account books. No assets of the Company may be deposited into any individual's account.

Article 154 of the Guide to the Articles of Association

Article 123 The Company's financial accounting reports shall be made available for shareholders' inspection at the Company 20 days before the date of the annual general meeting. Every shareholder of the Company shall have the right to receive a copy of such financial reports mentioned in this Chapter. The Company can proceed the aforementioned financial accounting reports to shareholders by way of announcements, including announcement via the Company's website, on condition that such announcements are in compliance with the laws, administrative regulations, departmental rules and the relevant requirements of the securities regulatory authority of the place where the Company's shares are listed.

Article 209 of the Company Law

Article 124 The Company shall announce two financial reports each fiscal year, i.e. interim financial report announced within two months after the end of the first six months of the fiscal year and the annual financial report announced within three months after the end of the fiscal year.

Rule 13.49 of the Main Board Listing Rules

Chapter 13 Profit Distribution

Article 125 When distributing the after-tax profits of the current year, the Company shall allocate 10% of its profits into its statutory reserve fund. When the cumulated amount of the statutory reserve fund of the Company has reached 50% or more of its registered capital, no further allocation is required.

Articles 210 and 211 of the Company Law

Where the statutory reserve fund of the Company is insufficient to make up for the losses of the Company incurred during the previous years, before making allocation to the statutory reserve fund in accordance with the preceding paragraph, the profits generated during the current year shall be used to make up for such losses.

Article 155 of the Guide to the Articles of Association

After making allocation to the statutory reserve fund of the Company from its after-tax profits, the Company may, subject to resolutions adopted at a shareholders' general meeting, also allocate funds from the after-tax profits to the discretionary reserve fund.

After making up for the losses and making contributions to the reserve fund, any remaining after-tax profits available for distribution to shareholders shall be distributed by the Company to the shareholders in proportion to their respective shareholdings according to the resolutions adopted at the shareholders' general meeting.

If the shareholders' general meeting has, in violation of the provisions of the preceding paragraph, distributed profits to the shareholders before the Company has made up for its losses and made allocations to the statutory reserve fund, the shareholders must return the profits distributed in violation of the provision to the Company. Shareholders, responsible directors and senior management personnel who cause losses to the Company shall be liable for compensation

No profits shall be distributed in respect of the Company's shares held by the Company.

Article 126 The Company shall specify in these Articles of Association the priority order of cash dividend relative to stock dividend in profit distribution, and specify the following:

Article 155 of the Guide to the Articles of Association

(I) The decision-making procedure and mechanism of the Board and the shareholders' general meeting of the Company regarding profit distribution, especially cash dividend; the specific conditions, decision-making procedure and mechanism for adjusting the established profit distribution policy, especially cash dividend policy; and the measures taken to fully listen to the opinions of independent non-executive directors and minority shareholders.

(II) The specific content of the Company's profit distribution policy, especially the cash dividend policy, the form of profit distribution, the period interval of profit distribution, especially the cash dividend, the specific conditions for cash dividend, the conditions for issuing stock dividends, the minimum amount or proportion of cash dividend (if any) in each period, etc.

Article 127 The reserve fund of the Company can be applied for making up for losses of the Company, expansion of the Company's production and operation or capitalization for capital increase of the Company. Where the reserve of the Company is used for making up losses, the discretionary reserve and statutory reserve shall be firstly used. If losses still cannot be made up, the capital reserve fund can be used according to regulations.

Where the statutory reserve fund is converted into capital, the balance of such reserve fund shall not fall below 25% of the Company's registered capital prior to such conversion.

Article 214 of the Company Law

Article 158 of the Guide to the Articles of Association

Article 128 The Company shall appoint a payment receiving agent for holders of overseas listed shares in Hong Kong. The payment receiving agent shall receive on behalf of such shareholders any dividends or other amounts payable by the Company to them in respect of the overseas listed shares, and such payment shall be kept by the payment receiving agent on such shareholders' behalf for any payment to them.

Rule 19A.51 of the Main Board Listing Rules

Article 129 Cash dividends and other monies paid by the Company to holders of domestic shares shall be paid in Renminbi. Cash dividends and other monies paid by the Company to holders of overseas listed shares shall be stated and announced in Renminbi and paid in Hong Kong dollars. The foreign currency required for the payment of cash dividends and other monies by the Company to the holders of overseas listed shares shall be arranged in accordance with the provisions of the PRC in relation to foreign exchange administration.

Article 130 Unless otherwise provided in the relevant laws or administrative regulations, if the cash dividends and other monies are to be paid in Hong Kong dollars, the Company shall adopt the average offer price of the relevant foreign exchange quoted by the People's Bank of China prevailing a calendar week before the date on which the dividends and other monies are declared.

Chapter 14 Appointment of Accounting Firms

Article 131 The Company shall appoint an independent accounting firm which is qualified under the relevant regulations of the PRC to audit the Company's financial reports, verify the Company's net assets and consult other related services. The appointment is for one year and shall be renewed.

Article 165 of the Guide to the Articles of Association

Article 132 The Company shall provide the accounting firm with true and complete accounting vouchers, account books, financial reports and other accounting information, and shall not reject, conceal or misstate any information.

Article 216 of the Company Law

Article 167 of the Guide to the Articles of Association

Article 133 When the Company dismisses or ceases to renew an accounting firm, it shall notify the accounting firm three days in advance, and allow the accounting firm to state its opinion when the shareholders' general meeting votes on the dismissal. Where a public accounting firm resigns, it shall explain to the shareholders' general meeting whether there are any improper circumstances.

Article 169 of the Guide to the Articles of Association

Article 134 The remuneration of an accounting firm shall be decided by the shareholders' general meeting.

Article 168 of the Guide to the Articles of Association

Chapter 15 Notices

Article 135 Notices of the Company may be delivered by the following means:

Rule 2.07B of the Main Board Listing Rules

(I) by personal delivery;

(II) by post;

(III) by fax or email;

Article 170 of the Guide to the Articles of Association

(IV) by way of publishing information on websites designated by the Company and the Hong Kong Stock Exchange, subject to the laws, administrative regulations and the listing rules of stock exchanges where the Company's shares are listed;

(V) by way of announcement;

(VI) by any other means as agreed by the Company or the addressee or as accepted by the addressee after the notice is received;

(VII) by any other means as approved by relevant regulatory authorities at the places where the Company's shares are listed or as specified in these Articles of Association.

Unless the context otherwise specifies, the "announcement" referred to in these Articles of Association shall mean, in respect of announcements made to the holders of domestic shares or the announcements to be published in the PRC as required by the relevant requirements and these Articles of Association, the publication of an announcement in newspapers or periodicals in the PRC, and such newspapers or periodicals shall have been prescribed under the laws and administrative regulations of the PRC or by the securities regulatory authorities under the State Council . For notices issued by the Company to the holders of overseas listed shares by way of announcement, the Company shall on the same day submit an electronic version to the Hong Kong Stock Exchange through the Hong Kong Stock Exchange electronic publishing system for immediate release on the website of the Hong Kong Stock Exchange in accordance with the local listing rules, or publish an announcement in newspapers (including the publication of an advertisement in newspapers) in accordance with the local listing rules. All notices or other documents required under Chapter 13 of the Main Board Listing Rules to be sent by the Company to the Hong Kong Stock Exchange shall be in the English language, or accompanied by a certified English translation.

The announcement shall also be published on the Company's website at the same time. In addition, unless otherwise required in these Articles of Association, the notice shall be delivered to each of the registered addresses as set forth in the register of holders of overseas listed shares by personal delivery or prepaid mail so as to give the shareholders sufficient notice and time to exercise their rights or act in accordance with the terms of the notice.

Holders of the Company's overseas listed shares may select electronic version or mail in writing to receive corporate communication that the Company shall send to shareholders, and they can also select to receive Chinese or English version only, or both. Shareholders can give written notice in advance to the Company within reasonable time to revise the method and language version of receiving foregoing information under appropriate procedures.

Shareholders or directors who want to prove that notices, documents, information or written statements have been served on the Company shall provide evidential materials showing the same has been served on the correct address by ordinary means or by prepaid mail within the designated periods.

Notwithstanding the aforesaid provision which specifies providing and/ or dispatching written corporate communication to shareholders, for the purpose of the means by which the Company provides and/or dispatches its corporate communication to shareholders according to the Listing Rules, if the Company has obtained shareholders' prior written consent or deemed consent according to the relevant laws and regulations and the Listing Rules as amended from time to time, the Company may dispatch or provide corporate communication to its shareholders by electronic means or via publication on its website . Corporate communication includes but is not limited to circulars, annual reports, interim reports, quarterly reports, notices of shareholders' general meetings, and other types of corporate communication as specified in the Listing Rules.

If the Company is empowered to give notice by advertisement, such advertisements may be published in the newspapers and there is no prohibition on giving notice to shareholders with registered addresses outside Hong Kong.

Article 136 Save as otherwise specified in these Articles of Association, the means of service of notice specified in the preceding article shall apply to notice of the shareholders' general meetings, Board meetings and meetings of the Audit Committee held by the Company.

Article 137 In respect of the date of receiving a notice of the Company delivered by hand, the notice shall be deemed to be received upon signing (or affixing the seal) by the addressee on the note of receipt. If the notice is delivered by post, it shall be deemed to be received after 48 hours from the date upon which the post office receives the notice. If the notice is delivered by way of fax or email or by way of publishing information on websites, it shall be deemed to be received on the date it is sent or published. If the notice is delivered by way of announcement, it shall be deemed to be received on the date on which the announcement is first published. Such announcement shall be published on the newspapers or periodicals that satisfy the relevant requirements.

Article 174 of the Guide to the Articles of Association

Article 138 In the event that the listing rules of stock exchanges where the Company's shares are listed stipulate that the Company shall send, post, distribute, issue, announce or otherwise provide relevant documents of the Company in English and Chinese, and if the Company has made appropriate arrangement to confirm whether the shareholders intend to receive either the English or the Chinese version, the Company may (as per the intent stated by the shareholders) only send the English version or the Chinese version to the shareholders concerned to the extent permitted by the applicable laws and regulations and pursuant to the applicable laws and regulations.

Rule 2.07B of the Main Board Listing Rules

Article 139 Due to accidental omission, the meeting notice was not sent to a person who is entitled to receive the notice, or that person did not receive the meeting notice, the meeting and the resolutions made at the meeting are not invalid.

Article 175 of the Guide to the Articles of Association

Chapter 16 Merger, Division, Capital Increase and Decrease of the Company

Article 140 The merger of the Company may take the form of either merger by absorption or merger by establishment of a new entity. If the price paid for the Company merger does not exceed 10% of the Company's net assets, it may not be subject to a resolution of the shareholders' general meeting.

Articles 218, 220 and 221 of the Company Law

In the event of a merger, the parties to the merger shall enter into a merger agreement, and prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within 10 days from the date of the Company's resolution on merger and shall publish an announcement in the newspapers or on the National Enterprise Credit Information Publicity System within 30 days from the date of such resolution. The creditor may, within 30 days from the date of receipt of the notice, or within 45 days from the date of public announcement if the notice is not received, require the Company to pay off its debts or provide corresponding guarantees.

Articles 177, 178, 179 and 180 of the Guide to the Articles of Association

Upon the merger, creditors' right or debts of each of the parties to the merger shall be assumed by the company which survives the merger or the newly established company resulting from the merger.

Article 141 Where the Company is divided, its properties shall be divided accordingly.

Articles 222 and 223 of the Company Law

In the event of a division, the Company shall prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within 10 days from the date of the Company's resolution on division and shall publish an announcement in the newspapers or on the National Enterprise Credit Information Publicity System within 30 days from the date of such resolution.

Articles 181 and 182 of the Guide to the Articles of Association

The debts of the Company prior to the division shall be undertaken by the companies after division, save as otherwise specified in the written agreement on debt repayment reached between the Company and its creditors before division.

Article 142 If the Company reduces its registered capital, it will prepare a balance sheet and property inventory.

Article 183of the Guide to the Articles of Association

The Company shall notify creditors within 10 days from the date of the shareholders' general meeting's resolution to reduce registered capital, and publish an announcement in newspapers or the National Enterprise Credit Information Publicity System within 30 days. Creditors have the right to demand the Company to repay its debts or provide corresponding guarantees within 30 days from the date of receiving the notice, or within 45 days from the date of announcement if they have not received the notice.

When the Company reduces its registered capital, it shall correspondingly reduce its capital contribution or shares in proportion to the proportion of shares held by shareholders, except as otherwise provided by law or these Articles of Association.

Article 143 If the Company still has losses after making up for them in accordance with Article 127 of these Articles of Association, it may reduce its registered capital to make up for the losses. If the registered capital is reduced to make up for losses, the Company shall not distribute to shareholders, nor shall it exempt shareholders from the obligation to pay capital contributions or share payments.

Article 184 of the Guide to the Articles of Association

If the registered capital is reduced in accordance with the provisions of the preceding paragraph, the provisions of Article 142 of these Articles of Association shall not apply, but it shall be announced in newspapers or on the National Enterprise Credit Information Publicity System within 30 days from the date of the shareholders' general meeting making the resolution to reduce the registered capital.

After the Company reduces its registered capital in accordance with the provisions of the preceding two paragraphs, profits shall not be distributed until the cumulative amount of statutory and discretionary reserves reaches 50% of the Company's registered capital.

Article 144 If the registered capital is reduced in violation of the Company Law and other relevant regulations, shareholders shall return the funds received, and if the shareholder's capital contribution is reduced or waived, it shall be restored to its original state; Shareholders and responsible directors and senior management personnel who cause losses to the Company shall be liable for compensation.

Article 185 of the Guide to the Articles of Association

Article 145 When the Company issues new shares to increase its registered capital, shareholders do not have the right of first refusal, except as otherwise provided in these Articles of Association or decided by the shareholders' general meeting resolution.

Article 186 of the Guide to the Articles of Association

Article 146 The Company shall, in accordance with laws, apply for change in its registration with the company registration authority where a change in any item in its registration arises as a result of any merger or division. Where the Company is dissolved, the Company shall apply for cancellation of its registration in accordance with laws. Where a new company is established, the Company shall apply for registration thereof in accordance with laws.

Article 187 of the Guide to the Articles of Association

When the Company increases or decreases its registered capital, it shall handle the change registration with the Company registration authority in accordance with the law.

Chapter 17 Dissolution and Liquidation of the Company

Article 147 In any of the following circumstances, the Company shall be dissolved:

(I) a resolution on dissolution is passed at a shareholders' general meeting;

(II) dissolution is necessary due to a merger or division of the Company;

(III) its business license is revoked, or it is ordered to close up or to be revoked according to laws;

(IV) where the Company's operations and management encounter serious difficulty, and its continuation will cause substantial loss to the interests of the shareholders and no solution can be found through any other channel, shareholders holding 10% or more of the total voting rights of the Company may make requisition to the people's court to dissolve the Company;

(V) the term of operation specified in these Articles of Association expires or any other circumstance for dissolution specified in these Articles of Association arises.

In the circumstance set out in (I) or (V) above, and the Company has not yet distributed property to shareholders, it may continue to subsist by amending these Articles of Association or by special resolution of the shareholders' general meeting..

Articles 229 and 230 of the Company Law

Articles 188 and 189 of the Guide to the Articles of Association

Article 148 Where the Company is dissolved pursuant to (I), (III), (IV)and (V) of Article 147 hereof, a liquidation committee shall be set up, within 15 days from the date upon which the cause of dissolution arises, to start the liquidation process. The membership of the liquidation committee shall be the directors of the Company or determined by the shareholders' general meeting. In case no such committee is established to proceed with liquidation in time, the creditors may make application to the people's court for appointing relevant persons to form the liquidation committee for liquidation. The director is the liquidation obligor of the Company. If the liquidation obligor fails to fulfill the liquidation obligation in a timely manner and causes losses to the Company or creditors, they shall bear the liability for compensation.

Article 232 of the Company Law

Article 190 of the Guide to the Articles of Association

Article 149 During the liquidation period, the liquidation committee shall exercise the following functions and powers:

(I) to sort out the Company's assets and prepare a balance sheet and an inventory of assets respectively;

(II) to inform creditors by notice or announcement;

(III) to dispose of and liquidate any unfinished businesses of the Company;

(IV) to pay outstanding taxes and taxes incurred during the liquidation process;

(V) to settle claims and debts;

(VI) to allocate the remaining assets after the Company's debts having been paid in full;

(VII) to represent the Company in civil lawsuits.

Article 234 of the Company Law

Article 191 of the Guide to the Articles of Association

Article 150 The liquidation committee shall within 10 days of its establishment send a notice to creditors, and within 60 days of its establishment make a public announcement in a newspaper or on the National Enterprise Credit Information Publicity System. The creditors shall declare their claims to the liquidation committee within 30 days from the date on which they receive such notice or within 45 days from the date of announcement if no such notice is received.

When declaring the claims, the creditors shall specify the relevant matters about the claims and provide evidences. The liquidation committee shall register such claims.

During the period of declaration of claims, the liquidation committee shall not repay any debts to the creditors.

Article 235 of the Company Law

Article 192 of the Guide to the Articles of Association

Article 151 The liquidation committee shall, after examining the Company's assets and preparing the balance sheets and an inventory of assets, formulate a liquidation plan and present it to the shareholders' general meeting or the people's court for confirmation.

The assets of the Company shall be liquidated in the following order: payment of liquidation expenses, staff wages, social insurance expenses and statutory compensation, payment of outstanding taxes, and payment of the Company's debts.

The remaining assets of the Company after repayment of its debts in accordance with the preceding provision shall be distributed to the shareholders of the Company according to the proportion to their respective shareholdings.

During the liquidation period, the Company shall continue to exist， but shall not commence any new business activities.

The Company's assets will not be distributed to shareholders until they are settled in accordance with the provisions of the preceding paragraph.

Article 236 of the Company Law

Article 193 of the Guide to the Articles of Association

Article 152 If the liquidation committee, having examined the Company's assets and having prepared a balance sheet and an inventory of assets, discovers that the Company's assets are insufficient to pay its debts in full, it shall immediately apply to the people's court for bankruptcy liquidation.

After the people's court accepts the bankruptcy application, the liquidation team shall transfer the liquidation affairs to the bankruptcy administrator designated by the people's court.

Article 237 of the Company Law

Article 194 of the Guide to the Articles of Association

Article 153 Following the completion of liquidation, the liquidation committee shall prepare a report on liquidation and submitted to the shareholders' general meeting or the people's court for confirmation. The liquidation committee shall submit the preceding documents to the company registration authority and apply for cancellation of registration of the Company.

Article 239 of the Company Law

Article 195 of the Guide to the Articles of Association

Chapter 18 Amendments to these Articles of Association

Article 154 Under any of the following circumstances, the Company shall amend these Articles of Association:

(I) as a result of the amendment of the Company Law or other relevant laws and administrative regulations, the matters stipulated in these Articles of Association are in conflict with the provisions of the amended laws and administrative regulations;

(II) the Company's situation changes and it will be inconsistent with the matters recorded in these Articles of Association;

(III) the shareholders' general meeting decides to amend these Articles of Association.

Article 198 of the Guide to the Articles of Association

Article 155 The following procedures shall be followed when amending these Articles of Association:

(I) The Board of Directors shall firstly adopt a resolution for amendment to these Articles of Association and prepare a proposal for amendment to these Articles of Association;

(II) The Board of Directors shall convene a shareholders' general meeting for voting on such proposal thereat;

(III) The shareholders' general meeting shall approve such proposal by special resolution;

(IV) The Company shall submit the proposal for amendment to these Articles of Association or the amended Articles of Association to the company registration authority for record.

Article 156 Amendment to these Articles of Association which is approved by the shareholders' general meeting shall be subject to approval by the relevant competent authorities. Where amendment involves the registered particulars of the Company, application shall be made for alteration of registration in accordance with the laws. The Board shall amend the articles of association in accordance with the resolution of the shareholders' general meeting to amend these Articles of Association and the approval result of the relevant competent authorities. The amendments to these Articles of Association are information required to be disclosed by laws and regulations, and shall be published in accordance with the provisions.

Articles 199, 200 and 201 of the Guide to the Articles of Association

Chapter 19 Supplementary Provisions

Article 157 In these Articles of Association, the meaning of an “accounting firm” is the same as that of “auditors”. Article 265 of the Company Law

In these Articles of Association, the meaning of “de facto controller” is natural persons, legal entities, or other organizations that have actual control over the Company's behavior through investment relationships, agreements, or other arrangements.

In these Articles of Association, the meaning of “no less than”, “within” or “no more than” includes the underlying number, while “more than” or “beyond” does not include the underlying number.

The “connected person transaction” referred to in these Articles of Association refers to the connected person transaction as defined in the Listing Rules.

The “state” as mentioned in these Articles of Association refers to the People’s Republic of China.

Article 158 These Articles of Association are a translation from the original Chinese version. Should there be any discrepancies between the Chinese version and this English version or those of other languages (if any), the Chinese version shall prevail.

Article 159 The power of interpretation of these Articles of Association shall be vested in the Company’s Board of Directors. Any matters not contained in these Articles of Association shall be proposed by the Board of Directors at the shareholders’ general meeting for approval. In case of any matters not covered in these Articles of Association or conflicts with the provisions of laws, administrative regulations, departmental rules, other relevant normative documents, and the listing rules of the Company's stock market from time to time, the provisions of laws, administrative regulations, departmental rules, other relevant normative documents, and the listing rules of the Company's stock market shall prevail.