

SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

The following is a description of the authorized and issued share capital of our Company in issue and to be issued as fully paid or credited as fully paid immediately following the completion of the Global Offering.

As at the Latest Practicable Date, our authorized share capital (as adjusted after Share Subdivision) was US\$50,000.00 divided into: (i) 4,838,998,090 Shares, and (ii) 38,518,530 Series A1 Preferred Shares, and (iii) 64,271,700 Series A2 Preferred Shares, and (iv) 9,331,060 Series X Preferred Shares, and (v) 48,880,620 Series B Preferred Shares.

As of the Latest Practicable Date, our issued share capital (as adjusted after Share Subdivision) consisted of (i) 122,147,849 Shares, and (ii) 38,518,530 Series A1 Preferred Shares, and (iii) 64,271,700 Series A2 Preferred Shares, and (iv) 4,665,530 Series X Preferred Shares, and (v) 48,880,620 Series B Preferred Shares.

The Preferred Shares will be converted into Shares on a one-to-one basis by way of re-designation before Listing.

Assuming the Over-allotment Option is not exercised, the share capital of our Company immediately after the Global Offering will be as follows:

<u>Description of Shares</u>	<u>Number of Shares</u>	<u>Aggregate nominal value of Shares</u>	<u>Approximate percentage of issued share capital</u>
		<i>(US\$)</i>	<i>(%)</i>
Shares in issue (including the Shares on re-designation of the Preferred Shares) . .	278,484,229	2,784.8	74.03%
Shares to be issued under the Global Offering	97,692,000	976.92	25.97%
Total	376,176,229	3,761.72	100%

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Assuming the Over-allotment Option is exercised in full, the share capital of our Company upon completion of the Global Offering will be as follows:

<u>Description of Shares</u>	<u>Number of Shares</u>	<u>Aggregate nominal value of Shares</u>	<u>Approximate percentage of issued share capital</u>
		<i>(US\$)</i>	<i>(%)</i>
Shares in issue (including the Shares on re-designation of the Preferred Shares) . .	278,484,229	2,784.8	71.25%
Shares to be issued under the Global Offering	<u>112,345,500</u>	<u>1,123.46</u>	<u>28.75%</u>
Total	<u><u>390,829,729</u></u>	<u><u>3,908.26</u></u>	<u><u>100%</u></u>

ASSUMPTIONS

The above tables assume that the Global Offering becomes unconditional, that Shares are issued pursuant to the Global Offering, and that the Preferred Shares are converted into Shares on a one-to-one basis. The above tables do not take into account any additional Shares which may be issued pursuant to the Share Incentivization Schemes, the Syracuse Holdback Shares and Juno Settlement Shares are issued.

RANKING

The Offer Shares are shares in the share capital of our Company and rank equally with all Shares currently in issue or to be issued (including all Preferred Shares re-designated into Shares upon completion of the Global Offering) and, in particular, will rank in full for all dividends or other distributions declared, made or paid on the Shares in respect of a record date which falls after the date of this prospectus.

CIRCUMSTANCES UNDER WHICH GENERAL MEETINGS ARE REQUIRED

Pursuant to the Cayman Companies Law and the terms of the Articles of Association, our Company may from time to time by ordinary resolution of Shareholders (i) increase its share capital; (ii) consolidate and divide its share capital into Shares of larger amount; (iii) divide its Shares into several classes; and (iv) cancel any Shares which have not been taken or agreed to be taken. In addition, our Company may, subject to the provisions of the Cayman Companies Law, reduce its share capital or capital redemption reserve by its Shareholders passing a special

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resolution. For further details, please see the section headed “Appendix IV — Summary of the Constitution of the Company and Cayman Companies Law — Summary of the Constitution of the Company — Articles of Association — Alteration of Capital” in this prospectus.

SHARE INCENTIVIZATION SCHEMES

Incentivization Schemes

We have granted options under the Pre-IPO Incentivization Scheme. For further details, please see the section headed “Appendix V — Statutory and General Information — D. Share Incentivization Schemes — 1. Pre-IPO Incentivization Scheme” to this prospectus. We have also conditionally adopted the Post-IPO Incentivization Scheme. For further details, please see the section headed “Appendix V — Statutory and General Information — D. Share Incentivization Schemes — 3. Post-IPO Incentivization Scheme” in this prospectus.

Restricted Share Unit Schemes

We have granted RSUs under the Restricted Share Unit Scheme. We have also adopted the Post-IPO Restricted Share Unit Scheme. For further details, please see the section headed “Appendix V — Statutory and General Information — D. Share Incentivization Schemes — 2. Restricted Share Unit Schemes” in this prospectus.

GENERAL MANDATE TO ISSUE SHARES

Subject to the Global Offering becoming unconditional, our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares with a total nominal value of not more than the sum of:

- (i) 20% of the aggregate nominal value of the Shares in issue immediately following completion of the Global Offering (excluding any Shares which may be issued pursuant to the exercise of the Over-allotment Option, any additional Shares which may be issued under the Share Incentivization Schemes and no Syracuse Holdback Shares and Juno Settlement Shares are issued); and
- (ii) the aggregate nominal value of Shares repurchased by the Company under the authority referred to in “— General Mandate to Repurchase Shares” in this section.

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This general mandate to issue Shares will expire at the earliest of:

- (i) the conclusion of the next annual general meeting of our Company unless otherwise renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which our Company's next annual general meeting is required by the Memorandum of Association and Articles of Association or any other applicable laws to be held; or
- (iii) the date on which it is varied or revoked by an ordinary resolution of our Shareholders in general meeting.

For further details on this general mandate, please see the section headed "Appendix V — Statutory and General Information — A. Further Information about our Company and our Subsidiaries — 4. Resolutions of the Shareholders of our Company dated October 14, 2020" in this prospectus.

GENERAL MANDATE TO REPURCHASE SHARES

Subject to the Global Offering becoming unconditional, our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase our own securities with nominal value of up to 10% of the aggregate nominal value of our Shares in issue immediately following the completion of the Global Offering (excluding any Shares which may be allotted and issued pursuant to the exercise of the Over-allotment Option, any additional Shares which may be issued under the Share Incentivization Schemes and no Syracuse Holdback Shares or Juno Settlement Shares are issued).

The repurchase mandate only relates to repurchases made on the Stock Exchange, or on any other stock exchange on which our Shares are listed (and which are recognized by the SFC and the Stock Exchange for this purpose), and which are in accordance with the Listing Rules. For a summary of the relevant Listing Rules, please see the section headed "Appendix V — Statutory and General Information — A. Further Information about our Company and our Subsidiaries — 5. Repurchase of Our Own Securities" in this prospectus.

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This general mandate to repurchase Shares will expire at the earliest of:

- (i) the conclusion of the next annual general meeting of our Company unless otherwise renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which our Company's next annual general meeting is required by the Memorandum of Association and Articles of Association or any other applicable laws to be held; or
- (iii) the date on which it is varied or revoked by an ordinary resolution of our Shareholders passed in a general meeting.

For further details of the repurchase mandate, please see the section headed "Appendix V — Statutory and General Information — A. Further Information about our Company and our Subsidiaries — 5. Repurchase of Our Own Securities" in this prospectus.