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If you are in doubt about this circular, you should consult your stockbroker, other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Suzhou Basecare Medical Corporation Limited, you should at once hand this circular together with the form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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This circular appears for information purpose only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.



Suzhou Basecare Medical Corporation Limited 蘇州貝康醫療股份有限公司

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

(Stock Code: 2170)

- (1) 2023 REPORT OF THE BOARD OF DIRECTORS**
- (2) 2023 REPORT OF THE BOARD OF SUPERVISORS**
- (3) 2023 ANNUAL REPORT AND ITS ABSTRACT**
- (4) 2023 FINANCIAL ACCOUNTS REPORT**
- (5) 2024 FINANCIAL BUDGET**
- (6) 2023 PROFIT DISTRIBUTION PLAN**
- (7) RE-APPOINTMENT OF AUDITOR**
- (8) REMUNERATION PLAN FOR DIRECTORS**
- (9) GENERAL MANDATE TO ISSUE ADDITIONAL SHARES**
- (10) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**
- (11) NOTICE OF 2023 ANNUAL GENERAL MEETING**
- (12) NOTICE OF 2024 FIRST CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES
AND UNLISTED FOREIGN SHARES**
- AND**
- (13) NOTICE OF 2024 FIRST CLASS MEETING FOR HOLDERS OF H SHARES**

The notices convening the AGM, the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares and the Class Meeting for Holders of H Shares of Suzhou Basecare Medical Corporation Limited to be held at No. 77 Jingu Road, Suzhou Industrial Park, Suzhou, Jiangsu Province, PRC on Thursday, June 6, 2024 at 10:00 a.m., 10:30 a.m. (or immediately after the conclusion of the AGM) and 10:45 a.m. (or immediately after the conclusion of the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares), respectively, are set out in this circular. Forms of proxy for use at the AGM and/or the Class Meetings are enclosed. Such forms of proxy are also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.basecare.cn>).

Shareholders who intend to appoint a proxy to attend the AGM and/or the Class Meetings shall complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the AGM and/or the Class Meetings. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM and/or the Class Meetings if they so wish.

References to dates and time in this circular are to Hong Kong dates and time.

April 24, 2024

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DEFINITIONS

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

“AGM” or “Annual General Meeting”	the 2023 annual general meeting of the Company to be held on Thursday, June 6, 2024 at 10:00 a.m.
“Articles of Association”	the articles of association of the Company, as amended from time to time, including its appendices of the Rules of Procedure of the General Meeting, the rules of procedure for the Board of Directors, and the rules of procedure for the Board of Supervisors
“Board of Directors” or “Board”	the board of Directors
“Board of Supervisors”	the board of Supervisors
“China” or the “PRC”	the People’s Republic of China, for the purpose of this circular, excluding the regions of Hong Kong, Macao Special Administrative Region of the People’s Republic of China and Taiwan
“Class Meetings”	the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares and the Class Meeting for Holders of H Shares
“Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares”	the Company’s 2024 first class meeting of holders of Domestic Shares and Unlisted Foreign Shares or any adjourned meeting to be convened and held on Thursday, June 6, 2024 at 10:30 a.m., or immediately after the conclusion of the AGM or any adjournment thereof (whichever is the later)
“Class Meeting for Holders of H Shares”	the Company’s 2024 first class meeting of holders of H Shares or any adjourned meeting to be convened and held on Thursday, June 6, 2024 at 10:45 a.m., or immediately after the conclusion of the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares or any adjournment thereof (whichever is the later)

DEFINITIONS

“Company”	Suzhou Basecare Medical Corporation Limited (蘇州貝康醫療股份有限公司), a company incorporated in the PRC with limited liability on December 14, 2010 and converted into a joint stock company with limited liability on August 27, 2020
“Director(s)”	the director(s) of the Company
“Domestic Shares”	ordinary shares in the share capital of our Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi by domestic investors
“General Mandate”	a general mandate to be granted to the Board for exercising of the power of the Company to issue, allot and deal with the Shares not exceeding 20% of the total Shares in issue on the date of passing the related resolution, subject to the conditions set out in the resolution proposed at the AGM
“Group”	the Company and its subsidiaries
“H Share(s)”	overseas listed foreign share(s) in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong Dollars and listed on the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
“Notice of the AGM”	the notice of AGM, a copy of which is set out on pages 154 to 156 of this circular
“Rules of Procedure of the General Meeting”	the rules of procedure of the general meeting of the Company, as amended from time to time

DEFINITIONS

“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Share(s)”	shares in the share capital of our Company, with a nominal value of RMB1.00 each
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Unlisted Foreign Share(s)”	unlisted ordinary Share(s) issued by the Company, with a nominal value of RMB1.00 each, which are subscribed for in a currency other than RMB
“%”	per cent

LETTER FROM THE BOARD



Suzhou Basecare Medical Corporation Limited 蘇州貝康醫療股份有限公司

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

(Stock Code: 2170)

Executive Directors :

Dr. LIANG Bo (*Chairman and General Manager*)

Mr. KONG Lingyin

Ms. YANG Ying

Non-executive Directors:

Mr. XU Wenbo

Mr. WANG Weipeng

Mr. LING Yang

Independent Non-executive Directors:

Dr. KANG Xixiong

Mr. LAM Siu Wing

Dr. YEUNG Shu Biu William

*Headquarters and Registered Office
in the PRC:*

Unit 101, Building A3

BioBay, No. 218 Xinghu Street

Suzhou Industrial Park, Suzhou

Jiangsu Province, PRC

Principal Place of Business in Hong Kong:

40th Floor

Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai, Hong Kong

April 24, 2024

To the Shareholders

Dear Sir/Madam,

- (1) 2023 REPORT OF THE BOARD OF DIRECTORS
 - (2) 2023 REPORT OF THE BOARD OF SUPERVISORS
 - (3) 2023 ANNUAL REPORT AND ITS ABSTRACT
 - (4) 2023 FINANCIAL ACCOUNTS REPORT
 - (5) 2024 FINANCIAL BUDGET
 - (6) 2023 PROFIT DISTRIBUTION PLAN
 - (7) RE-APPOINTMENT OF AUDITOR
 - (8) REMUNERATION PLAN FOR DIRECTORS
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 - (11) NOTICE OF 2023 ANNUAL GENERAL MEETING
 - (12) NOTICE OF 2024 FIRST CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES
AND UNLISTED FOREIGN SHARES
- AND
- (13) NOTICE OF 2024 FIRST CLASS MEETING FOR HOLDERS OF H SHARES

LETTER FROM THE BOARD

I. INTRODUCTION

The purpose of this circular is to provide you with the notices of the AGM and/or the Class Meetings and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the AGM and/or the Class Meetings.

At the AGM, ordinary resolutions will be proposed to consider, and (if thought fit) approve:

- (1) the report of the Board of Directors for 2023 (the “**2023 Report of the Board of Directors**”);
- (2) the report of the Board of Supervisors for 2023 (the “**2023 Report of the Board of Supervisors**”);
- (3) the annual report of the Group for 2023 (the “**2023 Annual Report**”);
- (4) the financial accounts report of the Group for 2023 (the “**2023 Financial Accounts Report**”);
- (5) the financial budget of the Group for 2024 (the “**2024 Financial Budget**”);
- (6) the annual profit distribution plan of the Company for 2023 (the “**2023 Profit Distribution Plan**”);
- (7) the re-appointment of auditor for 2024; and
- (8) the remuneration plan for Directors.

At the AGM, special resolutions will be proposed to consider, and (if thought fit) approve:

- (9) the proposed General Mandate to issue additional Shares; and
- (10) the proposed amendments to the Articles of Association.

At the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares, the special resolution will be proposed to consider, and (if thought fit) approve:

- (1) the proposed amendments to the Articles of Association.

LETTER FROM THE BOARD

At the Class Meeting for Holders of H Shares, the special resolution will be proposed to consider, and (if thought fit) approve:

- (1) the proposed amendments to the Articles of Association.

II. DETAILS OF THE RESOLUTIONS

ORDINARY RESOLUTIONS

(1) 2023 Report of the Board of Directors

An ordinary resolution will be proposed at the AGM to consider and approve the 2023 Report of the Board of Directors, the full text of which is set out in the 2023 Annual Report.

(2) 2023 Report of the Board of Supervisors

An ordinary resolution will be proposed at the AGM to consider and approve the 2023 Report of the Board of Supervisors, the full text of which is set out in the 2023 Annual Report.

(3) 2023 Annual Report

An ordinary resolution will be proposed at the AGM to consider and approve the 2023 Annual Report. The 2023 Annual Report and its abstract are set out and published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.basecare.cn).

(4) 2023 Financial Accounts Report

An ordinary resolution will be proposed at the AGM to consider and approve the 2023 Financial Accounts Report, the full text of which is set out in the 2023 Annual Report.

(5) 2024 Financial Budget

An ordinary resolution will be proposed at the AGM to consider and approve the following 2024 Financial Budget.

After comprehensively considering our operating and development situations, business objectives for 2024, existing asset base, operating capacity, costs and expenses, industry conditions and development prospects, based on the 2023 financial accounts report, the Company's 2024

LETTER FROM THE BOARD

financial budget is estimated to be approximately RMB361.4 million, which will be mainly used for production of products and product candidates, research and development expenses, investment in fixed assets and daily operations, etc.

(6) 2023 Profit Distribution Plan

An ordinary resolution will be proposed at the AGM to consider and approve the 2023 Profit Distribution Plan. According to the financial status and the operation and development status of the Company, the Company did not have any profit available for distribution so far. The Company has decided not to make profit distribution or convert the capital reserve to increase the registered capital in 2023.

(7) Re-appointment of Auditor for 2024

In line with the requirements of the Articles of Association and the auditing tasks of the Company, the Company proposes to re-appoint KPMG to be the auditor of the Company for 2024 with a term of one year, and authorize the Board to determine the specific matters, including but not limited to its remunerations, in relation to such appointment.

(8) Remuneration Plan for Directors

An ordinary resolution will be proposed at the AGM to consider and approve the following remuneration plan for Directors:

The executive Directors holding positions in senior management of the Company will receive remuneration in accordance with the remuneration standards of senior management determined by the Board and/or their employment contracts signed with the Company. The non-executive Directors will not receive directors' fee from the Company.

Each of the independent non-executive Director will receive an annual director's fee of HK\$200,000 (tax included) from the Company.

SPECIAL RESOLUTIONS

(9) General Mandate to Issue Additional Shares

A special resolution will be proposed at the AGM by the Board to consider and approve the granting of the General Mandate to the Board to issue, allot and deal with additional Shares not exceeding 20% of each of the total number of the Shares in issue as at the date of passing of the

LETTER FROM THE BOARD

resolution, and to authorize the Board to make amendments to the Articles of Association as it thinks fit so as to reflect the new share capital structure upon the issue or allotment of additional Shares pursuant to the General Mandate to issue additional Shares. Details are as follows:

(a) Subject of the mandate

- (i) granting of the General Mandate to the Board to, subject to market conditions and the needs of the Company, separately or concurrently issue, allot and deal with additional Shares of the Company during the Relevant Period (as defined below), and the total additional shares to be allotted by the Board under such General Mandate shall not exceed 20% of the total number of the Shares in issue on the date of passing of such resolution at the AGM (including but not limited to ordinary shares, preference shares, securities convertible into Shares, options and warrants or similar right which may subscribe for any Share or above convertible securities), and decide to make or grant offers for sale, offers, agreements, share options, power to exchange for or convert into Shares or other powers as required or may be required to allot Shares. Notwithstanding the General Mandate as set out above, provided that the allotment of Shares will effectively alter the control of the Company, the Board is required to obtain prior authorization at a general meeting by way of a special resolution to allot such Shares;
- (ii) the Board be authorized to formulate and implement detailed issuance plan in the exercise of the above General Mandate, including but not limited to the class of new shares to be issued, pricing mechanism and/or issuance/conversion/exercise price (including price range), form of issuance, number of shares to be issued, allottees and use of proceeds, time of issuance, period of issuance and whether to allot shares to existing Shareholders;
- (iii) the Board be authorized to engage professional advisers for matters related to the issuance, and to approve and execute all acts, deeds, documents and other related matters which are necessary, appropriate or advisable for share issuance; to approve and execute, on behalf of the Company, agreements related to the issuance, including but not limited to underwriting agreement, placing agreement, engagement agreements of professional advisers;
- (iv) the Board be authorized to approve and execute, on behalf of the Company, documents in connection with the issuance to be submitted to regulatory authorities, to carry out relevant approval procedures required by regulatory

LETTER FROM THE BOARD

authorities and place where the Company is listed, and to complete all necessary filings, registrations and records with the relevant government authorities of Hong Kong and/or any other regions and jurisdictions (if applicable);

- (v) the Board be authorized to amend, as required by regulatory authorities within or outside the PRC, the related agreements and statutory documents; and
- (vi) the Board be authorized to increase the registered capital of the Company after the issuance and to make corresponding amendments to the Articles of Association relating to share capital and shareholdings, etc., and to authorize the operating management of the Company to carry out the relevant procedures.

(b) *Term of the General Mandate*

Except that the Board may make or grant offers, agreements, options during the Relevant Period (as defined below) in relation to the issuance, which might require further promotion or implementation after the end of the Relevant Period, the exercise of the General Mandate shall be within the Relevant Period.

The “Relevant Period” represents the period from the approval of the resolution as a special resolution at the AGM until the earliest of:

- (a) conclusion of the 2024 annual general meeting of the Company;
- (b) expiration of the 12-month period from the date on which the resolution is approved at the 2023 AGM; or
- (c) the revocation or variation of the General Mandate under the resolution by a special resolution at any general meeting of the Company.

The Board may only exercise the issuance plan in accordance with the Company Law of the PRC, the Securities Law of the PRC, the Listing Rules and all applicable laws, regulations and provisions of any other governments or regulatory authorities, and subject to obtaining approvals from the relevant government agencies.

With reference to the General Mandate to issue additional Shares, the Directors wish to state that they have no immediate plans to issue any new Shares pursuant thereto.

LETTER FROM THE BOARD

(10) Proposed Amendments to the Articles of Association

Reference is made to the announcement dated March 28, 2024 of the Company in relation to, among others, the proposed amendments to the Articles of Association.

On February 17, 2023, the State Council of the PRC and the China Securities Regulatory Commission issued the “Decision of the State Council to Repeal Certain Administrative Regulations and Documents” and the “Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies”, respectively, and related guidelines (collectively, the “**New PRC Regulations**”), which came into effect on March 31, 2023. On the same date as the New PRC Regulations took effect, the “Mandatory Provisions for the Articles of Association of Companies Listed Overseas” and the “Special Regulations on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies” were repealed. The Stock Exchange has made certain consequential amendments to the Listing Rules, which came into effect on August 1, 2023. In light of the above, among other matters, holders of domestic shares (including the unlisted foreign shares) and H shares are no longer deemed as different class of Shareholders, and the class meeting requirement applicable to holders of domestic shares and unlisted foreign shareholders and holders of H shares are no longer necessary under the New PRC Regulations.

On March 28, 2024, the Board of Directors resolved to amend the Articles of Association for the purposes of (i) reflecting the updates in the New PRC Regulations and the Listing Rules, and (ii) making other appropriate and housekeeping amendments, including the amendments of the Rules of Procedure of the General Meeting. Details are set out in Appendix I to this circular.

Save for the amendments to the Articles of Association set out in Appendix I hereto, other provisions of the Articles of Association remain unchanged. Due to the deletion and addition of certain clauses, the serial numbers of the original and quoted clauses of the Articles of Association and the Rules of Procedures of the General Meeting have been adjusted in accordance with the amendments.

The legal advisers to the Company as to Hong Kong laws and the PRC laws have respectively confirmed that the proposed amendments to the Articles of Association comply with the applicable requirements of the Listing Rules and do not violate the laws of the PRC. The Company also confirms that there is nothing unusual in the proposed amendments from the perspective of a company incorporated in the PRC and listed on the Stock Exchange.

A special resolution will be proposed at the AGM and the Class Meetings, respectively, for the Shareholders to consider and approve the proposed amendments to the Articles of Association. The amended Articles of Association shall become effective on the date of passing the relevant resolution at the AGM and the Class Meetings, prior to which the prevailing Articles of Association shall remain in effect.

LETTER FROM THE BOARD

III. THE AGM AND CLASS MEETINGS

The AGM, the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares and the Class Meeting for Holders of H Shares will be held at No. 77 Jingu Road, Suzhou Industrial Park, Suzhou, Jiangsu Province, PRC on Thursday, June 6, 2024 at 10:00 a.m., 10:30 a.m. (or immediately after the conclusion of the AGM) and 10:45 a.m. (or immediately after the conclusion of the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares), respectively. Notices convening the AGM and the Class Meetings are set out on pages 154 to 160 of this circular and published on the websites of the Stock Exchange (www.hkexnews.hk) and of the Company (www.basecare.cn).

IV. CLOSURE OF REGISTER OF MEMBERS OF H SHARES

The register of members of H Shares will be closed from Monday, June 3, 2024 to Thursday, June 6, 2024, both days inclusive, during which period no transfer of H Shares will be registered, in order to determine the holders of the H Shares of the Company who are entitled to attend and vote at the forthcoming AGM and/or the Class Meetings to be held on Thursday, June 6, 2024.

To be eligible to attend and vote at the AGM and/or the Class Meetings, all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, May 31, 2024 for registration.

V. PROXY ARRANGEMENT

The forms of proxy of the AGM and the Class Meetings are enclosed and published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.basecare.cn).

If you intend to appoint a proxy to attend the AGM and/or the Class Meetings, you are required to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. For holders of H Shares, the form of proxy should be returned to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong; for holders of Domestic Shares or Unlisted Foreign Shares, the form of proxy should be returned to the Company's headquarters and registered office in the PRC by personal delivery or by post, not less than 24 hours before the time fixed for holding the AGM and/or the Class Meetings or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM and/or the Class Meetings or at any other adjourned meeting should you so wish.

LETTER FROM THE BOARD

VI. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the AGM and/or the Class Meetings must be taken by poll except where the chairman of the AGM and the Class Meetings, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company shall publish the poll results announcement in the manner prescribed under Rule 13.39(5) of the Listing Rules. Accordingly, the chairman of the AGM and the Class Meetings will exercise his power under the Articles of Association to demand a poll in relation to all the proposed resolutions at the AGM and the Class Meetings.

To the best of the Directors' knowledge, information and belief, none of the Shareholders are required to abstain from voting at the AGM and the Class Meetings.

VII. RECOMMENDATION

The Board considers that all the resolutions proposed at the AGM and the Class Meetings are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favor of these proposed resolutions.

VIII. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

By order of the Board
Suzhou Basecare Medical Corporation Limited
Dr. Liang Bo
Chairman and General Manager

The English version of the proposed amendments to the Articles of Association (including the Rules of Procedure for the Shareholders' General Meeting) is for reference only. In the event of any discrepancy between the Chinese and English versions, the Chinese version shall prevail.

The full text of the proposed amendments to the Articles of Association are set out below:

No.	Before amendments	After amendments
1.	<p>Article 1</p> <p>To safeguard the legitimate rights and interests of the shareholders and creditors of Suzhou Basecare Medical Corporation Limited (hereinafter referred to as the “Company”), and to regulate the organization and activities of the Company, these Articles of Association have been hereby established in accordance with the Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China, the Special Provisions of the State Council on the Offering and Listing of Shares Overseas by Joint Stock Limited Companies (the “Special Provisions”), the Prerequisite Clauses for Articles of Association of Companies to Be Listed Overseas, the Letter on the Opinion Regarding the Supplemental Amendments to the Articles of Association of Companies to be listed in Hong Kong jointly promulgated by the Overseas Listing Department of the China Securities Regulatory Commission and the Production System Department of the State Restructuring Commission, the Opinion Regarding Further Conformity in Operations and Reform of Companies Listed outside the PRC, the Reply of State Council on the Adjustment to the Provisions of Notice Period for Convening the General Meetings and Other Matters Applicable to the Overseas Listed Companies, the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”) and other relevant laws, regulations, department rules, normative documents and the relevant regulations of the securities regulators of the place where the shares of the Company are listed and in combination with the practical situations of the Company.</p>	<p>Article 1</p> <p>To safeguard the legitimate rights and interests of the shareholders and creditors of Suzhou Basecare Medical Corporation Limited (hereinafter referred to as the “Company”), and to regulate the organization and activities of the Company, these Articles of Association have been hereby established in accordance with the Company Law of the People’s Republic of China (the “Company Law”), <u>the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies</u>, the Securities Law of the People’s Republic of China, the Special Provisions of the State Council on the Offering and Listing of Shares Overseas by Joint Stock Limited Companies (the “Special Provisions”), the Prerequisite Clauses for Articles of Association of Companies to Be Listed Overseas, the Letter on the Opinion Regarding the Supplemental Amendments to the Articles of Association of Companies to be listed in Hong Kong jointly promulgated by the Overseas Listing Department of the China Securities Regulatory Commission and the Production System Department of the State Restructuring Commission, the Opinion Regarding Further Conformity in Operations and Reform of Companies Listed outside the PRC, the Reply of State Council on the Adjustment to the Provisions of Notice Period for Convening the General Meetings and Other Matters Applicable to the Overseas Listed Companies; <u>the Guidelines for Articles of Association of Listed Companies</u>, the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”) and other relevant laws, regulations, department rules, normative documents and the relevant regulations of the securities regulators of the place where the shares of the Company are listed and in combination with the practical situations of the Company.</p>

No.	Before amendments	After amendments
2.	<p>Article 2</p> <p>The Company is a company limited by shares established in accordance with the Company Law, the Special Provisions and other relevant regulations.</p> <p>The Company was converted and established in accordance with the law by Jiangsu Double Helix Biological Technology Co., Ltd. by way of promotion on August 27, 2020, and obtained its business license after it had been registered with the Administration for Industry and Commerce of Jilin Province on August 27, 2020. The unified social credit code of the Company is 91320585566841343H. Promoters of the Company are all the original shareholders of the Jiangsu Double Helix Biological Technology Co., Ltd., particularly including: LIANG BO, Guangzhou DaAn Gene Technology Co., Ltd., Guangzhou Darui Biotechnology Co., Ltd., Suzhou Basecare Investment Management Enterprise (Limited Partnership), Suzhou Industrial Park Seed Zhengze Yihao Venture Capital Enterprise (Limited Partnership), Zhejiang Shuangjing Investment Co., Ltd., Ms. JI Dongmei, Suzhou Industrial Park Sungen Bio-Venture Capital Investment Enterprise (Limited Partnership), Beijing Zhongcheng Fangyuan Phase II Investment Center (Limited Partnership), Guangzhou DaAn Jinghan Medical Health Industry Investment Enterprise (Limited Partnership), Zhangjiagang Broad Vision Investment Fund (Limited Partnership), Suzhou MING Bioventures Fund I Venture Capital, L.P. (Limited Partnership), Yingtan Jinhui Jiayi Hongsheng Investment Management Limited Partnership Corporation, HH SPR-XIV HK Holdings Limited, Zhangjiagang Broad Vision Harmony Shareholding Investment Fund (Limited Partnership) and ORBIMED PARTNERS MASTER FUND LIMITED.</p>	<p>Article 2</p> <p>The Company is a company limited by shares established in accordance with the Company Law, the Special Provisions and other relevant regulations.</p> <p>The Company was converted and established in accordance with the law by Jiangsu Double Helix Biological Technology Co., Ltd. by way of promotion on August 27, 2020, and obtained its business license after it had been registered with the Administration for Industry and Commerce of Jilin Province on August 27, 2020. The unified social credit code of the Company is 91320585566841343H. Promoters of the Company are all the original shareholders of the Jiangsu Double Helix Biological Technology Co., Ltd., particularly including: LIANG BO, Guangzhou DaAn Gene Technology Co., Ltd., Guangzhou Darui Biotechnology Co., Ltd., Suzhou Basecare Investment Management Enterprise (Limited Partnership), Suzhou Industrial Park Seed Zhengze Yihao Venture Capital Enterprise (Limited Partnership), Zhejiang Shuangjing Investment Co., Ltd., Ms. JI Dongmei, Suzhou Industrial Park Sungen Bio-Venture Capital Investment Enterprise (Limited Partnership), Beijing Zhongcheng Fangyuan Phase II Investment Center (Limited Partnership), Guangzhou DaAn Jinghan Medical Health Industry Investment Enterprise (Limited Partnership), Zhangjiagang Broad Vision Investment Fund (Limited Partnership), Suzhou MING Bioventures Fund I Venture Capital, L.P. (Limited Partnership), Yingtan Jinhui Jiayi Hongsheng Investment Management Limited Partnership Corporation, HH SPR-XIV HK Holdings Limited, Zhangjiagang Broad Vision Harmony Shareholding Investment Fund (Limited Partnership) and ORBIMED PARTNERS MASTER FUND LIMITED.</p>
3.	<p>Article 3</p> <p>Chinese name of the Company: 蘇州貝康醫療股份有限公司</p> <p>English name: Suzhou Basecare Medical Corporation Limited</p> <p>The domicile of the Company: Unit 101, Building A3, BioBay, No. 218 Xinghu Street, Suzhou Industrial Park, Suzhou Area, China (Jiangsu) Pilot Free</p> <p>Trade Zone Postal code: 215123</p>	<p>Article 3</p> <p>Chinese name of the Company: 蘇州貝康醫療股份有限公司</p> <p>English name: Suzhou Basecare Medical Corporation Limited</p> <p>The domicile of the Company: No. 77 Jingu Road, Unit 101, Building A3, BioBay, No. 218 Xinghu Street, Suzhou Industrial Park, Suzhou Area, China (Jiangsu) Pilot Free</p> <p>Trade Zone Postal code: 215123</p>

No.	Before amendments	After amendments
4.		<p><u>Article 4</u></p> <p>The Company was officially registered with the China Securities Regulatory Commission (hereinafter referred to as “China Securities Regulatory Commission”) on November 17, 2020, and initially issued 76,667,000 ordinary shares of overseas listed shares (H shares) , each with a par value of RMB1, which were listed on the Main Board of the Hong Kong Stock Exchange Limited (hereinafter referred to as “Hong Kong Stock Exchange”) on February 8, 2021.</p>
5.	<p>Article 9</p> <p>Within the scope permitted by the laws and regulations, the Company may invest in other enterprises, and shall assume responsibilities to the invested enterprises with limitation to its capital contribution or subscribed shares. Except as otherwise provided by law, the Company shall not become an investor of an enterprise for which the Company will assume several and joint liabilities.</p> <p>Subject to approval by the authority authorized by the State Council, the Company may carry out investment operation in conformity to the stipulations of the Company Law based on the need of operation and management.</p>	<p>Article 9</p> <p>Within the scope permitted by the laws and regulations, the Company may invest in other enterprises, and shall assume responsibilities to the invested enterprises with limitation to its capital contribution or subscribed shares. Except as otherwise provided by law, the Company shall not become an investor of an enterprise for which the Company will assume several and joint liabilities.</p> <p>Subject to approval by the authority authorized by the State Council, the Company may carry out investment operation in conformity to the stipulations of the Company Law based on the need of operation and management.</p>
6.	<p>Article 11</p> <p>The purpose of the Company is: to help more families have healthy babies.</p>	<p>Article 11</p> <p>The purpose of the Company is: to help more families have healthy babies.</p>
7.	<p>Article 14</p> <p>The issuance of shares shall comply with the principle of openness, fairness and impartiality, and each share of the same category shall have equal rights.</p> <p>Shares of the same category issued at the same time shall be issued on the same conditions and at the same price. All entities and individuals shall pay the same price for each share of the same category they subscribe for.</p> <p>The domestic shares and foreign shares listed overseas issued by the Company shall entitle the equal rights in any distribution made in the form of dividends or otherwise. The Company shall not exercise any right against any person who fails to disclose any of his direct or indirect interest in the Company for the purpose of freezing or otherwise damaging the interest of such person as attached to shares.</p>	<p>Article 14</p> <p>The issuance of shares shall comply with the principle of openness, fairness and impartiality, and each share of the same category shall have equal rights.</p> <p>Shares of the same category issued at the same time shall be issued on the same conditions and at the same price. All entities and individuals shall pay the same price for each share of the same category they subscribe for.</p> <p>The domestic <u>unlisted</u> shares and foreign shares listed overseas issued by the Company shall entitle the equal rights in any distribution made in the form of dividends or otherwise. The Company shall not exercise any right against any person who fails to disclose any of his direct or indirect interest in the Company for the purpose of freezing or otherwise damaging the interest of such person as attached to shares.</p>

No.	Before amendments	After amendments
8.	<p>Article 15</p> <p>All the shares issued by the Company shall have a par value dominated in RMB which shall be RMB1 for each share.</p> <p>The Company always has ordinary shares. Subject to approval of the approval authorities authorized by the State Council, the Company may have other kinds of shares according to it needs.</p>	<p>Article 15</p> <p>All the shares issued by the Company shall have a par value dominated in RMB which shall be RMB1 for each share.</p> <p>The Company always has ordinary shares. Subject to approval of the approval authorities authorized by the State Council, the Company may have other kinds of shares according to it needs.</p>
9.	<p>Article 16</p> <p>Subject to the approval of the securities regulatory authority of the State Council, the Company may issue shares to domestic and foreign investors.</p>	<p>Article 16</p> <p>Subject to the approval of the securities regulatory authority of the State Council, the Company may issue shares to domestic and foreign investors.</p>
	<p>For the purposes of the preceding paragraph, the term “foreign investors” shall refer to investors from foreign countries or from Hong Kong Special Administrative Region (hereinafter referred to as “Hong Kong”), Macau Special Administrative Region or Taiwan of the people’s Republic of China (hereinafter referred to as “China”) that subscribe for shares issued by the Company; and the term “domestic investors” shall refer to investors within the China, excluding the above-mentioned regions, that subscribe for shares issued by the Company.</p>	<p>For the purposes of the preceding paragraph, the term “foreign investors” shall refer to investors from foreign countries or from Hong Kong Special Administrative Region (hereinafter referred to as “Hong Kong”), Macau Special Administrative Region or Taiwan of the people’s Republic of China (hereinafter referred to as “China”) that subscribe for shares issued by the Company; and the term “domestic investors” shall refer to investors within the China, excluding the above-mentioned regions, that subscribe for shares issued by the Company.</p> <p><u>The Company’s overseas listed shares that are listed on Hong Kong Stock Exchange shall be referred to as “H shares”. Shares issued by the Company which are not listed on domestic or overseas stock exchanges are referred to as unlisted shares. After the overseas issuance and listing of shares by the Company, shareholders holding unlisted Company’s shares may convert their unlisted shares into overseas listed shares and list and trade such shares on the overseas stock exchange, subject to the approval of the China Securities Regulatory Commission and the Hong Kong Stock Exchange. The aforesaid shares shall also comply with the regulatory procedures, rules and requirements of the domestic and overseas securities markets when listed and traded on the overseas stock exchange. The conversion of the aforesaid unlisted shares into overseas listed shares and listing and trading of such shares on the overseas stock exchange do not require the approval by voting at any shareholders’ general meeting.</u></p>

No.	Before amendments	After amendments
		<p><u>Of the shares issued by the Company, unlisted shares shall be centrally registered and deposited with domestic securities registration and settlement institutions, and the overseas listed shares are mainly held in escrow by a securities depository and clearing corporation in Hong Kong, and can also be held personally by shareholders.</u></p>
10.	<p>Article 17</p> <p>Shares issued by the Company to domestic investors for subscription in Renminbi shall be referred to as domestic shares. Shares issued by the Company to overseas investors for subscription in foreign currency shall be referred to as foreign shares. Foreign shares which are listed outside the PRC shall be referred to as foreign shares listed overseas.</p> <p>Shares approved by authorities authorized by the State Council for issuance, and by foreign stock exchanges for listing on these exchanges shall be collectively referred to as foreign listed shares.</p> <p>Foreign shares listed overseas (H shares) issued by the Company and listed in The Stock Exchange of Hong Kong Ltd. (hereinafter referred to as “HKEX”) are called H shares for short, referring to shares listed in HKEX upon approval, the par value of stock of which is indicated by Renminbi and the subscription and transaction of which is made by foreign currency.</p> <p>The “foreign currency” referred to in the preceding paragraph is a legal currency (other than Renminbi) of other countries or regions which is recognized by the foreign exchange administration authority of the State and can be used for subscription payment of the Company’s shares.</p> <p>Subject to the permission of relevant laws, administrative regulations and departmental rules and the approval of the security regulatory authority of the State Council, shareholders may list shares held by them on overseas market for transactions. The listing of such shares for transactions on overseas securities exchanges shall also abide by the regulatory procedures, regulations and requirements of the overseas securities market.</p>	<p>Article 17</p> <p>Shares issued by the Company to domestic investors for subscription in Renminbi shall be referred to as domestic shares. Shares issued by the Company to overseas investors for subscription in foreign currency shall be referred to as foreign shares. Foreign shares which are listed outside the PRC shall be referred to as foreign shares listed overseas.</p> <p>Shares approved by authorities authorized by the State Council for issuance, and by foreign stock exchanges for listing on these exchanges shall be collectively referred to as foreign listed shares.</p> <p>Foreign shares listed overseas (H shares) issued by the Company and listed in The Stock Exchange of Hong Kong Ltd. (hereinafter referred to as “HKEX”) are called H shares for short, referring to shares listed in HKEX upon approval, the par value of stock of which is indicated by Renminbi and the subscription and transaction of which is made by foreign currency.</p> <p>The “foreign currency” referred to in the preceding paragraph is a legal currency (other than Renminbi) of other countries or regions which is recognized by the foreign exchange administration authority of the State and can be used for subscription payment of the Company’s shares.</p> <p>Subject to the permission of relevant laws, administrative regulations and departmental rules and the approval of the security regulatory authority of the State Council, shareholders may list shares held by them on overseas market for transactions. The listing of such shares for transactions on overseas securities exchanges shall also abide by the regulatory procedures, regulations and requirements of the overseas securities market.</p>

No.	Before amendments					After amendments				
11.	Article 18					Article 187				
	Before the Initial Public Offer of foreign shares listed overseas, the total share capital shall be RMB200,000,000, and the total number of shares is 200,000,000, all of which are ordinary shares. The shareholding structure of the Company is:					Before the Initial Public Offer of foreign shares listed overseas H shares , the total share capital shall be RMB200,000,000, and the total number of shares is 200,000,000, all of which are ordinary shares with the time of capital contribution preceding January 8, 2021 . The shareholding structure of the Company is:				
	No.	Name of Shareholder	Amount of Shareholding ('0,000 shares)	Shareholding Percentage (%)	Form of Capital Contribution	No.	Name of Shareholder	Amount of Shareholding ('0,000 shares)	Shareholding Percentage (%)	Form of Capital Contribution
	1	LIANG BO	55,231,640	27.6158	Net asset discount	1	LIANG BO	55,231,640	27.6158	Net asset discount
	2	Guangzhou DaAn Gene Technology Co., Ltd	8,133,798	4.0669	Net asset discount	2	Guangzhou DaAn Gene Technology Co., Ltd	8,133,798	4.0669	Net asset discount
	3	Guangzhou Darui Biotechnology Co., Ltd.	4,748,225	2.3741	Net asset discount	3	Guangzhou Darui Biotechnology Co., Ltd.	4,748,225	2.3741	Net asset discount
	4	Suzhou Basecare Investment Management Enterprise (Limited Partnership)	36,090,379	18.0452	Net asset discount	4	Suzhou Basecare Investment Management Enterprise (Limited Partnership)	36,090,379	18.0452	Net asset discount
	6	Zhejiang Shuangjing Investment Co., Ltd	12,299,422	6.1497	Net asset discount	6	Zhejiang Shuangjing Investment Co., Ltd	12,299,422	6.1497	Net asset discount
	7	Ms. Ji Dongmei	3,355,185	1.6776	Net asset discount	7	Ms. Ji Dongmei	3,355,185	1.6776	Net asset discount
	8	Suzhou Industrial Park Sungent Bio-Venture Capital Investment Enterprise (Limited Partnership)	5,591,993	2.7960	Net asset discount	8	Suzhou Industrial Park Sungent Bio-Venture Capital Investment Enterprise (Limited Partnership)	5,591,993	2.7960	Net asset discount
	9	Suzhou Industrial Park 11,418,525	5.7093	Net asset discount	9	Suzhou Industrial Park 11,418,525	5.7093	Net asset discount		
	9	Beijing Zhongcheng Fangyuan Phase II Investment Center (Limited Partnership)	15,189,172	7.5946	Net asset discount	9	Beijing Zhongcheng Fangyuan Phase II Investment Center (Limited Partnership)	15,189,172	7.5946	Net asset discount
	10	Guangzhou DaAn Jinghan Medical Health Industry Investment Enterprise (Limited Partnership)	3,797,286	1.8986	Net asset discount	10	Guangzhou DaAn Jinghan Medical Health Industry Investment Enterprise (Limited Partnership)	3,797,286	1.8986	Net asset discount
	11	Zhangjiagang Broad Vision Investment Fund (Limited Partnership)	11,969,242	5.9846	Net asset discount	11	Zhangjiagang Broad Vision Investment Fund (Limited Partnership)	11,969,242	5.9846	Net asset discount
	12	Suzhou MING Bioventures Fund I VentureCapital, L.P. (Limited Partnership)	3,419,787	1.7099	Net asset discount	12	Suzhou MING Bioventures Fund I VentureCapital, L.P. (Limited Partnership)	3,419,787	1.7099	Net asset discount
	13	Yingtian Jinhu Jiayi Hongsheng Investment Management Limited Partnership Corporation	1,709,894	0.8549	Net asset discount	13	Yingtian Jinhu Jiayi Hongsheng Investment Management Limited Partnership Corporation	1,709,894	0.8549	Net asset discount
	14	HH SPR-XIV HK Holdings Limited	13,636,358	6.8182	Net asset discount	14	HH SPR-XIV HK Holdings Limited	13,636,358	6.8182	Net asset discount
	15	Zhangjiagang Broad Vision Harmony Shareholding Investment Fund (Limited Partnership)	10,227,269	5.1136	Net asset discount	15	Zhangjiagang Broad Vision Harmony Shareholding Investment Fund (Limited Partnership)	10,227,269	5.1136	Net asset discount
	16	ORBIMED PARTNERS MASTER FUND LIMITED	3,181,825	1.5909	Net asset discount	16	ORBIMED PARTNERS MASTER FUND LIMITED	3,181,825	1.5909	Net asset discount
		Total	200,000,000	100.00			Total	200,000,000	100.00	

No.	Before amendments	After amendments
12.		<p><u>Article 18</u></p> <p><u>The total number of shares of the Company is 273,526,000, all of which are ordinary shares, comprising 190,812,165 unlisted shares and 82,713,835 H shares.</u></p> <p><u>The registered capital of the Company is RMB273,526,000.</u></p>
13.	<p>Article 19</p> <p>With the approval of the company examining authority authorized by the State Council, the Company may issue total 76,667,000 ordinary shares. The Company issued 66,667,000 foreign shares to foreign investors subject to the approval of the securities regulatory authority of the State Council. Upon preceding issuance, the total number of shares of the Company shall be 266,667,000. Upon above issuance of H shares (assuming Over-allotment Option not exercised), the shareholding structure of the Company on the Listing date is: 266,667,000 ordinary shares, among which, 183,181,817 are domestic shares, 9,410,765 are unlisted foreign shares, and 74,074,418 are H shares.</p> <p>Before the issuance of H shares, the Company's registered capital shall be RMB200,000,000.</p> <p>Upon above issuance of H shares (assuming Over-allotment Option not exercised), the Company's registered capital on the Listing date is RMB266,667,000.</p>	<p>Article 19</p> <p>With the approval of the company examining authority authorized by the State Council, the Company may issue total 76,667,000 ordinary shares. The Company issued 66,667,000 foreign shares to foreign investors subject to the approval of the securities regulatory authority of the State Council. Upon preceding issuance, the total number of shares of the Company shall be 266,667,000. Upon above issuance of H shares (assuming Over-allotment Option not exercised), the shareholding structure of the Company on the Listing date is: 266,667,000 ordinary shares, among which, 183,181,817 are domestic shares, 9,410,765 are unlisted foreign shares, and 74,074,418 are H shares.</p> <p>Before the issuance of H shares, the Company's registered capital shall be RMB200,000,000.</p> <p>Upon above issuance of H shares (assuming Over-allotment Option not exercised), the Company's registered capital on the Listing date is RMB266,667,000.</p> <p><u>The Company or any subsidiary of the Company (including an affiliate of the Company) shall not give any financial assistance in the form of a grant, advance, guarantee, compensation or loan to a person who is purchasing or proposing to purchase shares in the Company.</u></p>
14.	<p>Article 20</p> <p>After the Company's plan of issuing of foreign shares listed overseas and domestic shares being approved by the security regulatory authority of the State Council, the Board of the Company may make implementation arrangements for such plan by means of separate issuance.</p> <p>The Company's plan of separate issuance of foreign shares listed overseas and domestic shares pursuant to the preceding paragraph may be implemented respectively within 15 months from the date of approval by the security regulatory authority of the State Council.</p>	<p>Article 20</p> <p>After the Company's plan of issuing of foreign shares listed overseas and domestic shares being approved by the security regulatory authority of the State Council, the Board of the Company may make implementation arrangements for such plan by means of separate issuance.</p> <p>The Company's plan of separate issuance of foreign shares listed overseas and domestic shares pursuant to the preceding paragraph may be implemented respectively within 15 months from the date of approval by the security regulatory authority of the State Council.</p>

No.	Before amendments	After amendments
15.	<p>Article 21</p> <p>Where the Company issues foreign overseas listed shares and domestic shares respectively within the total number of shares defined in the issuance plan, the respective shares shall be subscribed for in full at one time. If they cannot be subscribed for in full at one time under special circumstances, these shares may be issued in several stages subject to the approval of the security regulatory authority of the State Council.</p>	<p>Article 21</p> <p>Where the Company issues foreign overseas listed shares and domestic shares respectively within the total number of shares defined in the issuance plan, the respective shares shall be subscribed for in full at one time. If they cannot be subscribed for in full at one time under special circumstances, these shares may be issued in several stages subject to the approval of the security regulatory authority of the State Council.</p>
16.	<p>Article 22</p> <p>The Company may, based on its demands of operation and business development and in accordance with the relevant laws and regulations and subject to the resolutions approved by the general meeting, approve an increase of capital in the following ways:</p> <ol style="list-style-type: none"> (1) public offering of shares; (2) private placement of shares; (3) placing or allotting new shares to its existing shareholders; (4) capitalizing its capital reserve; (5) any other means which is permitted by the laws, administrative regulations and approved by the regulatory authorities. <p>The Company's increase of capital by issuing new shares shall, after being approved in accordance with the provisions of the Articles of Association, be conducted in accordance with the procedures stipulated by relevant laws and administrative regulations of the State and Hong Kong Listing Rules.</p>	<p>Article 22 20</p> <p>The Company may, based on its demands of operation and business development and in accordance with the relevant laws and regulations and subject to the resolutions approved by the general meeting, approve an increase of capital in the following ways:</p> <ol style="list-style-type: none"> (1) public offering of shares; (2) private placement of shares; (3) placing or allotting new shares to its existing shareholders; (4) capitalizing its capital reserve; (5) any other means which is permitted by the laws, administrative regulations and approved by <u>the regulatory authorities the China Securities Regulatory Commission and the Hong Kong Stock Exchange</u>. <p>The Company's increase of capital by issuing new shares shall, after being approved in accordance with the provisions of the Articles of Association, be conducted in accordance with the procedures stipulated by relevant laws and administrative regulations of the State and Hong Kong Listing Rules.</p>
17.	<p>Article 23</p> <p>The Company may reduce its registered capital. The Company's reduction of its registered capital shall follow procedures set out in the Company Law and other relevant regulations and the Articles of Association.</p>	<p>Article 23 21</p> <p>The Company may reduce its registered capital. The Company's reduction of its registered capital shall follow procedures set out in <u>under the Company Law and other relevant regulations, Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed</u> and the Articles of Association.</p>

No.	Before amendments	After amendments
18.	<p>Article 24</p> <p>The Company may, in accordance with stipulations of laws, administrative regulations, departmental rules and the Articles of Association, repurchase its shares under the following circumstances:</p> <ol style="list-style-type: none"> (1) reducing its registered capital; (2) merging with another company that holds shares of the Company; (3) granting shares to employee stock option plan and equity incentive; (4) acquiring shares held by shareholders who vote against any resolution proposed in any general meeting on the merger or division of the Company upon their request; (5) converting the convertible bond issued by the Company with shares; (6) being necessary to maintain the value of the Company and shareholders' equity; (7) other circumstances as permitted by laws, administrative regulations, departmental rules and regulatory rules of the place where the Company's shares are listed. <p>Company shall not engage in the trading of its shares save for the circumstances specified above.</p> <p>The repurchase of shares made due to the reason mentioned in previous paragraphs (1) and (2) shall be resolved by the general meeting of shareholders of the Company. The repurchase of shares made due to the circumstance stimulated in above paragraphs (3), (5) and (6) shall be resolved by the board meeting with two thirds of all directors are present according to the authorization of general meeting of shareholders.</p>	<p>Article 24²⁴²²</p> <p>The Company <u>shall not buy back its own shares, except in any one of</u> may, in accordance with stipulations of laws, administrative regulations, departmental rules and the Articles of Association, repurchase its shares <u>under</u> the following circumstances:</p> <ol style="list-style-type: none"> (1) reducing its registered capital; (2) merging with another company that holds shares of the Company; (3) granting shares to employee stock option plan and equity incentive; (4) acquiring shares held by shareholders who vote against any resolution proposed in any general meeting on the merger or division of the Company upon their request; (5) converting the convertible bond issued by the Company with shares; (6) being necessary to maintain the value of the Company and shareholders' equity; (7) other circumstances as permitted by laws, administrative regulations, departmental rules and regulatory rules of the place where the Company's shares are listed. <p>Company shall not engage in the trading of its shares save for the circumstances specified above.</p> <p>Article 24</p> <p>The repurchase of shares made due to the reason mentioned in previous paragraphs <u>items (1) and (2) of paragraph (1) under Article 22 of these Articles of Association</u> shall be resolved by the general meeting of shareholders of the Company; ; The repurchase of shares made due to the circumstance stimulated in above paragraphs <u>items (3), (5) and (6) of paragraph (1) under Article 22 of these Articles of Association</u> shall be resolved by the board meeting with two thirds of all directors are present according to the <u>Articles of Association or</u> authorization of general meeting of shareholders.</p>

No.	Before amendments	After amendments
	<p>The shares of the repurchase made by the Company under the above-mentioned circumstance in paragraph (1) shall be cancelled within 10 days; the shares of the repurchase made by the Company under the above-mentioned circumstance in paragraphs (2) and (4) shall be transferred or cancelled within 6 months. The number of repurchased shares made by the Company under the above-mentioned circumstance in paragraphs (3), (5) and (6) shall not exceed 10% of the total issued shares of the Company, and such shares shall be transferred or cancelled within 3 year.</p> <p>The Company making a share repurchase shall perform their obligation of information disclosure according to the laws.</p>	<p>The shares of the repurchase made by the Company in accordance with paragraph (1) under Article 22 of these Articles of Association under the above-mentioned circumstance in paragraph (1) shall be cancelled within 10 days; the shares of the repurchase made by the Company under the above-mentioned circumstance in paragraphs (2) and (4) shall be transferred or cancelled within 6 months. The number of repurchased shares made by the Company under the above-mentioned circumstance in paragraphs (3), (5) and (6) shall not exceed 10% of the total issued shares of the Company, and such shares shall be transferred or cancelled within 3 year.</p> <p>The Company making a share repurchase shall perform their obligation of information disclosure according to the laws.</p> <p><u>The relevant regulatory rules of the place where the Company's shares are listed shall prevail if the matters related to the repurchase of shares are otherwise governed thereunder.</u></p>
19.	<p>Article 25</p> <p>The Company may repurchase its shares in one of the following manners:</p> <p>(1) to make a repurchase offer pro rata to all its shareholders;</p> <p>(2) to repurchase shares through open transaction at a stock exchange;</p> <p>(3) to repurchase shares through agreement outside a securities exchange;</p> <p>(4) other means as permitted by the laws, administrative regulations and the regulatory authorities.</p>	<p>Article 25</p> <p>The Company may repurchase its shares in one of the following manners:</p> <p>(1) to make a repurchase offer pro rata to all its shareholders;</p> <p>(2) to repurchase shares through open transaction at a stock exchange;</p> <p>(3) to repurchase shares through agreement outside a securities exchange;</p> <p>(4) other means as permitted by the laws, administrative regulations and the regulatory authorities.</p>
20.	<p>Article 26</p> <p>Where the Company repurchases its shares through agreement outside a securities exchange, it shall seek prior approval of the shareholders' general meeting in accordance with the Articles of Association. Upon the prior approval by the shareholders' general meeting obtained in the same manner, the Company may rescind or change a contract so entered into by the Company or waive any of its rights thereunder shareholders' general meeting.</p>	<p>Article 26</p> <p>Where the Company repurchases its shares through agreement outside a securities exchange, it shall seek prior approval of the shareholders' general meeting in accordance with the Articles of Association. Upon the prior approval by the shareholders' general meeting obtained in the same manner, the Company may rescind or change a contract so entered into by the Company or waive any of its rights thereunder shareholders' general meeting.</p>

No.	Before amendments	After amendments
	<p>The contract to repurchase shares as referred to in the preceding paragraph includes, but not limited to, agreements whereby redemption obligations are undertaken and redemption rights are acquired.</p> <p>The Company shall not assign a contract for repurchasing its shares or any of its rights thereunder.</p> <p>Where the Company has the right to repurchase redeemable shares, repurchases not made through the market or by tender shall be limited to a maximum price; if repurchases are made by tender, invitation for tenders shall be made to all shareholders alike.</p>	<p>The contract to repurchase shares as referred to in the preceding paragraph includes, but not limited to, agreements whereby redemption obligations are undertaken and redemption rights are acquired.</p> <p>The Company shall not assign a contract for repurchasing its shares or any of its rights thereunder.</p> <p>Where the Company has the right to repurchase redeemable shares, repurchases not made through the market or by tender shall be limited to a maximum price; if repurchases are made by tender, invitation for tenders shall be made to all shareholders alike.</p>
21.	<p>Article 27</p> <p>Shares repurchased in accordance with the laws by the Company shall be cancelled within the period prescribed by laws and administrative regulations, and the Company shall apply to the original company registration authority for registration of the change of its registered capital.</p> <p>The amount of the Company's registered share capital shall be reduced by the aggregate par value of those cancelled shares.</p>	<p>Article 27</p> <p>Shares repurchased in accordance with the laws by the Company shall be cancelled within the period prescribed by laws and administrative regulations, and the Company shall apply to the original company registration authority for registration of the change of its registered capital.</p> <p>The amount of the Company's registered share capital shall be reduced by the aggregate par value of those cancelled shares.</p>
22.	<p>Article 28</p> <p>Unless the Company is in the course of liquidation, it must comply with the following provisions in respect of repurchase of its outstanding shares:</p> <p>(1) Where the Company repurchases its shares at par value, payment shall be deducted from the book balance of the distributable profits of the Company and the proceeds of a fresh issuance of shares made for that purpose;</p> <p>(2) Where the Company repurchases its shares at a premium over their par value, the portion corresponding to the par value shall be made out of the book balance of distributable profits of the Company and the proceeds of a fresh issuance of shares made for that purpose. Payment of the portion in excess of the par value shall be effected as follows:</p> <p>1. If the shares repurchased were issued at par value, payment shall be made out of the book balance of the distributable profits of the Company;</p>	<p>Article 28</p> <p>Unless the Company is in the course of liquidation, it must comply with the following provisions in respect of repurchase of its outstanding shares:</p> <p>(1) Where the Company repurchases its shares at par value, payment shall be deducted from the book balance of the distributable profits of the Company and the proceeds of a fresh issuance of shares made for that purpose;</p> <p>(2) Where the Company repurchases its shares at a premium over their par value, the portion corresponding to the par value shall be made out of the book balance of distributable profits of the Company and the proceeds of a fresh issuance of shares made for that purpose. Payment of the portion in excess of the par value shall be effected as follows:</p> <p>1. If the shares repurchased were issued at par value, payment shall be made out of the book balance of the distributable profits of the Company;</p>

No.	Before amendments	After amendments
	<p>2. If the shares repurchased were issued at a premium over their par value, payment shall be made out of the book balance of the distributable profits of the Company and the proceeds of a fresh issue of shares made for that purpose; However, the amount deducted from the proceeds of the fresh issuance of shares shall not exceed the aggregate of premiums received by the Company from the original shares issuance, nor exceed the balance of the Company's premium account or capital reserve account (including the premiums on the fresh issuance of shares);</p> <p>(3) Payment by the Company for the following purposes shall be paid from the Company's distributable profits:</p> <ol style="list-style-type: none"> 1. obtaining rights to repurchase shares of the Company; 2. modifying of any contract for repurchasing shares of the Company; 3. release of its obligation under any contract for repurchasing its shares. <p>(4) After the Company's registered capital has been reduced by the total par value of the cancelled shares in accordance with the relevant provisions, the amount deducted from the distributable profits of the Company for payment of the par value portion of the shares repurchased shall be transferred to the Company's premium account or capital reserve account.</p> <p>The above-mentioned repurchase of shares shall also comply with the relevant stipulations by laws, administrative regulations and regulatory authorities.</p>	<p>2. If the shares repurchased were issued at a premium over their par value, payment shall be made out of the book balance of the distributable profits of the Company and the proceeds of a fresh issue of shares made for that purpose; However, the amount deducted from the proceeds of the fresh issuance of shares shall not exceed the aggregate of premiums received by the Company from the original shares issuance, nor exceed the balance of the Company's premium account or capital reserve account (including the premiums on the fresh issuance of shares);</p> <p>(3) Payment by the Company for the following purposes shall be paid from the Company's distributable profits:</p> <ol style="list-style-type: none"> 1. obtaining rights to repurchase shares of the Company; 2. modifying of any contract for repurchasing shares of the Company; 3. release of its obligation under any contract for repurchasing its shares. <p>(4) After the Company's registered capital has been reduced by the total par value of the cancelled shares in accordance with the relevant provisions, the amount deducted from the distributable profits of the Company for payment of the par value portion of the shares repurchased shall be transferred to the Company's premium account or capital reserve account.</p> <p>The above-mentioned repurchase of shares shall also comply with the relevant stipulations by laws, administrative regulations and regulatory authorities.</p>
23.		<p><u>Article 23</u></p> <p><u>The Company may acquire its own shares by means of public centralised trading or other means that are approved by laws, administrative regulations, Hong Kong Listing Rules, other securities regulatory rules of the place where the Company's shares are listed and the China Securities Regulatory Commission (if required). If the Company acquires its own shares in the circumstances specified in items (3), (5) and (6) of Article 22 of the first paragraph of these Articles of Association, it shall do so through public centralised trading.</u></p>

No.	Before amendments	After amendments
24.	<p>Article 29</p> <p>Unless otherwise provided by the laws, administrative regulations, securities regulatory authority of the place where the Company's shares are listed, and listing rules, the shares of the Company which was fully paid may be transferred freely pursuant to laws without any lien being attached. Shares of the Company may be given, inherited and pledged in accordance with relevant laws, administrative regulations and the provisions of the Articles of Association. Transfer of shares shall be registered in the local stock registration institute appointed by the Company.</p>	<p>Article 29</p> <p>Unless otherwise provided by the laws, administrative regulations, securities regulatory authority of the place where the Company's shares are listed, and listing rules, the shares of the Company which was fully paid may be transferred freely pursuant to laws without any lien being attached. Shares of the Company may be given, inherited and pledged in accordance with relevant laws, administrative regulations and the provisions of the Articles of Association. Transfer of shares shall be registered in the local stock registration institute appointed by the Company.</p>
25.	<p>Article 30</p> <p>H shares which are fully paid can be transferred freely pursuant to the Articles of Association. However, unless the transfer complies with the following conditions, the Board may refuse to recognize any transfer documents without stating any reasons therefor:</p> <p>(1) document that related to any share ownership or transfer documents that may affect the ownership of the shares shall be registered and such payment shall not exceed the maximum fee provided by the Stock Exchange of Hong Kong in its Listing Rules from time to time;</p> <p>(2) the transfer documents only involve the H shares;</p> <p>(3) the stamp duty chargeable on the transfer documents has been paid;</p> <p>(4) the relevant share certificate, and upon the reasonable request of the Board of Directors, any evidence in relation to the right of the transferor to transfer the shares has been submitted;</p> <p>(5) if the share is to be transferred to joint holders, the number of the joint holders shall not exceed 4;</p> <p>(6) the Company does not have any lien on the relevant shares; and</p> <p>(7) the shares shall not be transferred to minors or the person who is found to be of unsound mind or without legal capability.</p>	<p>Article 30 25</p> <p>H shares which are fully paid can be transferred freely pursuant to the Articles of Association. However, unless the transfer complies with the following conditions, the Board may refuse to recognize any transfer documents without stating any reasons therefor:</p> <p>(1) document that related to any share ownership or transfer documents that may affect the ownership of the shares shall be registered and such payment shall not exceed the maximum fee provided by the Stock Exchange of Hong Kong in its Listing Rules from time to time;</p> <p>(2) the transfer documents only involve the H shares;</p> <p>(3) the stamp duty chargeable on the transfer documents has been paid;</p> <p>(4) the relevant share certificate, and upon the reasonable request of the Board of Directors, any evidence in relation to the right of the transferor to transfer the shares has been submitted;</p> <p>(5) if the share is to be transferred to joint holders, the number of the joint holders shall not exceed 4;</p> <p>(6) the Company does not have any lien on the relevant shares; and</p> <p>(7) the shares shall not be transferred to minors or the person who is found to be of unsound mind or without legal capability.</p>

No.	Before amendments	After amendments
	<p>If the Board refuses to register the transfer of shares, the Company shall deliver a notification related to the refusal of transfer of shares to the transferor and transferee within 2 months from the date of the formal application for transferring the shares. For the purpose of the transfer of all H shares, an instrument of transfer in the general or ordinary form or any other written form accepted by the Board of Directors shall be used (including the standard transfer form or transfer form prescribed by the Hong Kong Stock Exchange from time to time); the instrument may be executed by hand or (if the transferor or transferee is a company) affixed with the company chop. If the transferor or transferee is a recognized clearing house within the defined meaning of the relevant ordinances under the Hong Kong laws in force from time to time (hereinafter the “Recognized Clearing House”) or its agent, the instrument of transfer may be executed by hand or by machine print.</p> <p>All instruments of transfer shall be placed at the legal address of the Company or other places that the Board may designate.</p>	<p>The Company’s shares may be transferred in accordance with the law. If the Board refuses to register the transfer of shares, the Company shall deliver a notification related to the refusal of transfer of shares to the transferor and transferee within 2 months from the date of the formal application for transferring the shares. For the purpose of the transfer of all H shares, an instrument of transfer in the general or ordinary form or any other written form accepted by the Board of Directors shall be used (including the standard transfer form or transfer form prescribed by the Hong Kong Stock Exchange from time to time); the instrument may be executed by hand or (if the transferor or transferee is a company) affixed with the company chop. If the transferor or transferee is a recognized clearing house within the defined meaning of the relevant ordinances under the Hong Kong laws and the securities regulatory rules of the place where the Company’s shares are listed in force from time to time (hereinafter the “Recognized Clearing House”) or its agent, the instrument of transfer may be executed by hand or by machine print.</p> <p>All instruments of transfer shall be placed at the legal address of the Company or other places that the Board may designate.</p>
26.		<p>Article 28</p> <p><u>If directors, supervisors and senior management members of the Company, or any of the Company’s shareholders holding five percent or more of the Company’s shares (other than a Recognised Clearing House as defined in the relevant ordinances in force from time to time under the laws of Hong Kong or its nominee) sell shares or other securities of an equity nature within six months after buying the same or buy shares or securities within six months after selling the same, the earnings thereof shall belong to the Company and the Board shall recover such earnings, except for any sale of shares by a securities company holding five percent or more Company’s shares as a result of its purchase and underwriting of the untaken shares after offering, and other circumstances stipulated by the security regulatory authority of the State Council and the securities regulatory authorities of the place where the shares of the Company are listed.</u></p> <p><u>The shares or other securities of an equity nature held by directors, supervisors, senior management members or natural person shareholders referred to in the preceding paragraph shall include shares or other securities of an equity nature held by their spouses, parents or children and those held by using others’ accounts.</u></p>

No.	Before amendments	After amendments
		<p><u>If the board of directors of the Company does not act in accordance with the first paragraph of this Article, shareholders shall have the right to request the Board of directors to do so within thirty days. If the Board of the Company fails to act within the above-mentioned period, the shareholders shall have the right to bring a lawsuit directly to a people's court in their own name in the interest of the Company.</u></p> <p><u>If the Board of the Company does not act in accordance with the first paragraph of this Article, the directors responsible shall be jointly and severally liable in accordance with the law.</u></p>
27.	Section 4 Financial Assistance for Acquisition of the Company's Shares	Section 4 Financial Assistance for Acquisition of the Company's Shares
28.	<p>Article 33</p> <p>The Company or its subsidiaries (including affiliates of the Company) shall not, by any means including bestowal, underwriting, guarantee, compensation or loans and at any time, provide any kind of financial assistance to a person who is acquiring or is proposing to acquire shares of the Company. The aforesaid acquirer of shares of the Company includes a person who directly or indirectly assumes any obligations due to the acquisition of shares of the Company.</p> <p>The Company or its subsidiaries (including affiliates of the Company) shall not, by any means and at any time, provide financial assistance to the aforesaid acquirer for the purpose of reducing or discharging the obligations assumed by that person. This provision does not apply to the circumstances stated in Article 35 of the Articles of Association.</p>	<p>Article 3319</p> <p>The Company or its subsidiaries (including affiliates of the Company) shall not, by any means including bestowal, underwriting, guarantee, compensation or loans and at any time, provide any kind of financial assistance to a person who is acquiring or is proposing to acquire shares of the Company. The aforesaid acquirer of shares of the Company includes a person who directly or indirectly assumes any obligations due to the acquisition of shares of the Company.</p> <p>The Company or its subsidiaries (including affiliates of the Company) shall not, by any means and at any time, provide financial assistance to the aforesaid acquirer for the purpose of reducing or discharging the obligations assumed by that person. This provision does not apply to the circumstances stated in Article 35 of the Articles of Association.</p>
29.	<p>Article 34</p> <p>The financial assistance referred to in this chapter includes (but not limited to) the following means:</p> <p>(1) Gift;</p>	<p>Article 34</p> <p>The financial assistance referred to in this chapter includes (but not limited to) the following means:</p> <p>(1) Gift;</p>

No.	Before amendments	After amendments
	<p>(2) Guarantee (including the assumption of liability by the guarantor or the provision of assets by the guarantor to secure the performance of obligations by the obligor), or compensation (but excluding compensation arising from the Company's own default) or relief or waiver of any rights;</p> <p>(3) Provision of loans or any other agreements under which the obligations of the Company are to be fulfilled before the obligations of another party, or a change in the parties to, or the assignment of rights arising under such loans or agreements;</p> <p>(4) any other forms of financial assistance given by the Company when the Company is insolvent or has no net assets or when its net assets would be reduced to a material extent.</p> <p>The expression "assuming an obligation" referred to in this section includes the assumption of obligations by way of contract or the making of an arrangement (whether enforceable or not, and whether made on its own account or with any other persons), or by the changing of the obligor's financial position by any other means.</p>	<p>(2) Guarantee (including the assumption of liability by the guarantor or the provision of assets by the guarantor to secure the performance of obligations by the obligor), or compensation (but excluding compensation arising from the Company's own default) or relief or waiver of any rights;</p> <p>(3) Provision of loans or any other agreements under which the obligations of the Company are to be fulfilled before the obligations of another party, or a change in the parties to, or the assignment of rights arising under such loans or agreements;</p> <p>(4) any other forms of financial assistance given by the Company when the Company is insolvent or has no net assets or when its net assets would be reduced to a material extent.</p> <p>The expression "assuming an obligation" referred to in this section includes the assumption of obligations by way of contract or the making of an arrangement (whether enforceable or not, and whether made on its own account or with any other persons), or by the changing of the obligor's financial position by any other means.</p>
30.	<p>Article 35</p> <p>Except as otherwise prohibited in accordance with the laws, administrative regulations, department rules and normative documents, the following activities shall not be deemed to be activities as prohibited under Article 33 of the Articles of Association:</p> <p>(1) the provision of financial assistance by the Company where the financial assistance is given in good faith for the interest of the Company, and the principal purpose of provision the financial assistance is not for the acquisition of shares of the Company, or the provision of the financial assistance is an incidental part of certain master plan of the Company;</p> <p>(2) the lawful distribution of the Company's assets as dividend;</p> <p>(3) distribution of dividends in form of shares;</p> <p>(4) reduction of registered capital, repurchase of shares, adjustment of the shareholding structure of the Company effected in accordance with the Articles of Association;</p>	<p>Article 35</p> <p>Except as otherwise prohibited in accordance with the laws, administrative regulations, department rules and normative documents, the following activities shall not be deemed to be activities as prohibited under Article 33 of the Articles of Association:</p> <p>(1) the provision of financial assistance by the Company where the financial assistance is given in good faith for the interest of the Company, and the principal purpose of provision the financial assistance is not for the acquisition of shares of the Company, or the provision of the financial assistance is an incidental part of certain master plan of the Company;</p> <p>(2) the lawful distribution of the Company's assets as dividend;</p> <p>(3) distribution of dividends in form of shares;</p> <p>(4) reduction of registered capital, repurchase of shares, adjustment of the shareholding structure of the Company effected in accordance with the Articles of Association;</p>

No.	Before amendments	After amendments
	<p>(5) the lending of money by the Company within its scope of operation and in the ordinary course of its business (provided that the net assets of the Company are not thereby reduced or, to the extent that the net assets are thereby reduced, the financial assistance is provided out of the distributable profits of the Company);</p> <p>(6) The provision of fund by the Company for contributions to employee shareholding schemes (provided that the net assets of the Company are not thereby reduced or that, to the extent that the net assets are thereby reduced, the financial assistance is provided out of the distributable profits of the Company).</p>	<p>(5) the lending of money by the Company within its scope of operation and in the ordinary course of its business (provided that the net assets of the Company are not thereby reduced or, to the extent that the net assets are thereby reduced, the financial assistance is provided out of the distributable profits of the Company);</p> <p>(6) The provision of fund by the Company for contributions to employee shareholding schemes (provided that the net assets of the Company are not thereby reduced or that, to the extent that the net assets are thereby reduced, the financial assistance is provided out of the distributable profits of the Company).</p>
31.	Section 5 Share Certificates and Register of Shareholders	Section 5 Share Certificates and Register of Shareholders
32.	<p>Article 36</p> <p>Shares of the Company shall be in registered form. The items specified on the share certificates of the Company shall, in addition to those provided in the Company Law, contain the other items required to be specified by the stock exchange(s) on which the shares of the Company are listed.</p> <p>The Company may issue overseas listed shares in form of foreign depository receipts or other derivative means of shares in accordance with the laws and the practice of registration and depository of securities in place where the Company's shares are listed.</p> <p>If the share capital of the Company includes shares with no voting right, words of "no voting right" shall be added to the name of such shares. If the equity capital includes shares with different voting rights, words of "restricted voting right" or "limited voting right" shall be added to the name of each category of shares (except for shares with the most preferential voting rights).</p>	<p>Article 36</p> <p>Shares of the Company shall be in registered form. The items specified on the share certificates of the Company shall, in addition to those provided in the Company Law, contain the other items required to be specified by the stock exchange(s) on which the shares of the Company are listed.</p> <p>The Company may issue overseas listed shares in form of foreign depository receipts or other derivative means of shares in accordance with the laws and the practice of registration and depository of securities in place where the Company's shares are listed.</p> <p>If the share capital of the Company includes shares with no voting right, words of "no voting right" shall be added to the name of such shares. If the equity capital includes shares with different voting rights, words of "restricted voting right" or "limited voting right" shall be added to the name of each category of shares (except for shares with the most preferential voting rights).</p>

No.	Before amendments	After amendments
33.	<p data-bbox="284 263 363 289">Article 37</p> <p data-bbox="284 331 829 612">During the period when H shares are listed on the Hong Kong Stock Exchange, the Company shall ensure that all its listing documents pertaining to H shares (including H shares certificates) include the statements stipulated below, and shall further instruct and cause its share registrars to refuse to register the subscription, purchase or transfer of any of its shares in the name of any individual holder unless and until the holder delivers to the share registrar a signed form in respect of the shares including the following statements:</p> <p data-bbox="284 661 829 832">(1) the purchaser of shares agrees with the Company and each shareholder of the Company, and the Company agrees with each shareholder, to observe and comply with the Company Law, the Special Regulations and other requirements of the relevant laws, administrative regulations and the Articles.</p> <p data-bbox="284 874 829 1336">(2) the purchaser of shares agrees with the Company, each of the other shareholders, the directors, the supervisors, and the members of senior management, and the Company (acting both for itself and for each director, supervisor and member of senior management) agrees with each shareholder to refer all differences and claims arising from the Articles or any rights or obligations conferred or imposed by the Company Law or other relevant laws and administrative regulations concerning the affairs of the Company to arbitration in accordance with the Articles, and any referral to an arbitration tribunal shall be deemed to authorize the tribunal to conduct its hearing in an open hearing and to publish its findings. The findings of the arbitration tribunal shall be final and conclusive.</p> <p data-bbox="284 1378 829 1481">(3) the purchaser of shares agrees with the Company and each shareholder of the Company that shares in the Company are freely transferable by the holder of such shares.</p> <p data-bbox="284 1523 829 1693">(4) the purchaser of shares authorizes the Company to enter into a contract on his behalf with each director and member of senior management whereby such directors and members of senior management undertake to observe and comply with their obligations to shareholders stipulated in the Articles.</p>	<p data-bbox="842 263 922 289">Article 37</p> <p data-bbox="842 331 1388 612">During the period when H shares are listed on the Hong Kong Stock Exchange, the Company shall ensure that all its listing documents pertaining to H shares (including H shares certificates) include the statements stipulated below, and shall further instruct and cause its share registrars to refuse to register the subscription, purchase or transfer of any of its shares in the name of any individual holder unless and until the holder delivers to the share registrar a signed form in respect of the shares including the following statements:</p> <p data-bbox="842 661 1388 832">(1) the purchaser of shares agrees with the Company and each shareholder of the Company, and the Company agrees with each shareholder, to observe and comply with the Company Law, the Special Regulations and other requirements of the relevant laws, administrative regulations and the Articles.</p> <p data-bbox="842 874 1388 1336">(2) the purchaser of shares agrees with the Company, each of the other shareholders, the directors, the supervisors, and the members of senior management, and the Company (acting both for itself and for each director, supervisor and member of senior management) agrees with each shareholder to refer all differences and claims arising from the Articles or any rights or obligations conferred or imposed by the Company Law or other relevant laws and administrative regulations concerning the affairs of the Company to arbitration in accordance with the Articles, and any referral to an arbitration tribunal shall be deemed to authorize the tribunal to conduct its hearing in an open hearing and to publish its findings. The findings of the arbitration tribunal shall be final and conclusive.</p> <p data-bbox="842 1378 1388 1481">(3) the purchaser of shares agrees with the Company and each shareholder of the Company that shares in the Company are freely transferable by the holder of such shares.</p> <p data-bbox="842 1523 1388 1693">(4) the purchaser of shares authorizes the Company to enter into a contract on his behalf with each director and member of senior management whereby such directors and members of senior management undertake to observe and comply with their obligations to shareholders stipulated in the Articles.</p>

No.	Before amendments	After amendments
34.	<p>Article 38</p> <p>The Company's share certificates shall be signed by the Chairman of the Board. Where the stock exchange on which the shares of the Company are listed requires the share certificates to be signed by the Company's general manager or other senior management officer, the share certificates shall also be signed by general manager or other relevant senior management officer. The share certificates shall take effect after being affixed with the seal of the Company or the seal of the Company in printed form. The share certificates shall only be affixed with the Company's seal under the authorization of the Board. The signatures of the Chairman of the Company, general manager or other relevant senior management officer on the share certificates may also be in printed form. In case of paperless issuance and transaction of the shares of the Bank, the regulations of the securities regulators and stock exchanges in the place where the shares of the Company are listed shall apply.</p>	<p>Article 38</p> <p>The Company's share certificates shall be signed by the Chairman of the Board. Where the stock exchange on which the shares of the Company are listed requires the share certificates to be signed by the Company's general manager or other senior management officer, the share certificates shall also be signed by general manager or other relevant senior management officer. The share certificates shall take effect after being affixed with the seal of the Company or the seal of the Company in printed form. The share certificates shall only be affixed with the Company's seal under the authorization of the Board. The signatures of the Chairman of the Company, general manager or other relevant senior management officer on the share certificates may also be in printed form. In case of paperless issuance and transaction of the shares of the Bank, the regulations of the securities regulators and stock exchanges in the place where the shares of the Company are listed shall apply.</p>
35.	<p>Article 39</p> <p>The Company shall keep a register of shareholders which shall contain the following contents, or register shareholders in accordance with the stipulations of the laws, administrative regulations, department rules and Listing Rules:</p> <ol style="list-style-type: none"> (1) the name, address (domicile), occupation or nature of each shareholder; (2) the category and number of shares held by each shareholder; (3) the amount paid-up or payable in respect of shares held by each shareholder; (4) the serial numbers of the shares held by each shareholder; (5) the date on which a person is registered as a shareholder; (6) the date on which a person ceases to be a shareholder. <p>The register of shareholders shall be the sufficient evidence of the holding of the Company's shares by a shareholder, unless there is evidence to the contrary.</p> <p>Subject to these Articles of Association and other applicable provisions, the name of the transferee of the Company's shares shall be entered on the register of shareholders as the holder of such shares upon transfer.</p>	<p>Article 39</p> <p>The Company shall keep a register of shareholders which shall contain the following contents, or register shareholders in accordance with the stipulations of the laws, administrative regulations, department rules and Listing Rules:</p> <ol style="list-style-type: none"> (1) the name, address (domicile), occupation or nature of each shareholder; (2) the category and number of shares held by each shareholder; (3) the amount paid-up or payable in respect of shares held by each shareholder; (4) the serial numbers of the shares held by each shareholder; (5) the date on which a person is registered as a shareholder; (6) the date on which a person ceases to be a shareholder. <p>The register of shareholders shall be the sufficient evidence of the holding of the Company's shares by a shareholder, unless there is evidence to the contrary.</p> <p>Subject to these Articles of Association and other applicable provisions, the name of the transferee of the Company's shares shall be entered on the register of shareholders as the holder of such shares upon transfer.</p>

No.	Before amendments	After amendments
36.	<p>Article 40</p> <p>Transfer of shift of shares shall be registered in the register of shareholders. The Company may, in accordance with the mutual understanding and agreements made between the securities regulatory authority of the State Council and overseas securities regulatory authorities, maintain its register of shareholders of foreign shares listed overseas outside the PRC and appoint overseas agent(s) to manage such register. The original register of holders of foreign shares listed in Hong Kong shall be maintained in Hong Kong.</p> <p>The Company shall maintain a duplicate of the register of holders of overseas listed foreign shares at the Company's domicile; the appointed overseas agent(s) shall always ensure the consistency between the original and the duplicate of the register of holders of overseas-listed foreign shares.</p> <p>If there is any inconsistency between the original and the duplicate of the register of holders of foreign shares listed overseas, the original shall prevail.</p>	<p>Article 40</p> <p>Transfer of shift of shares shall be registered in the register of shareholders. The Company may, in accordance with the mutual understanding and agreements made between the securities regulatory authority of the State Council and overseas securities regulatory authorities, maintain its register of shareholders of foreign shares listed overseas outside the PRC and appoint overseas agent(s) to manage such register. The original register of holders of foreign shares listed in Hong Kong shall be maintained in Hong Kong.</p> <p>The Company shall maintain a duplicate of the register of holders of overseas listed foreign shares at the Company's domicile; the appointed overseas agent(s) shall always ensure the consistency between the original and the duplicate of the register of holders of overseas-listed foreign shares.</p> <p>If there is any inconsistency between the original and the duplicate of the register of holders of foreign shares listed overseas, the original shall prevail.</p>
37.	<p>Article 41</p> <p>The Company shall maintain a complete register of shareholders. The register of shareholders shall include the following parts:</p> <p>(1) the register of shareholders maintained at the Company's domicile, other than those as described in items (2) and (3) of this article;</p> <p>(2) the register of shareholders in respect of the holders of overseas-listed foreign shares of the Company maintained at the place where the overseas stock exchange on which the shares are listed is located;</p> <p>(3) the register of shareholders maintained at such other places as the Board may consider necessary for the purpose of listing of the Company's shares.</p>	<p>Article 41</p> <p>The Company shall maintain a complete register of shareholders. The register of shareholders shall include the following parts:</p> <p>(1) the register of shareholders maintained at the Company's domicile, other than those as described in items (2) and (3) of this article;</p> <p>(2) the register of shareholders in respect of the holders of overseas-listed foreign shares of the Company maintained at the place where the overseas stock exchange on which the shares are listed is located;</p> <p>(3) the register of shareholders maintained at such other places as the Board may consider necessary for the purpose of listing of the Company's shares.</p>

No.	Before amendments	After amendments
38.	<p>Article 42</p> <p>Each part of the register of shareholders shall not overlap one another. No transfer of the shares registered in any part of the register shall, during the existence of that registration, be registered in any other part of the register of shareholders.</p> <p>Changes or corrections of each part of the register of shareholders shall be made in accordance with the laws of the place where that part of the register of shareholders is maintained.</p>	<p>Article 42</p> <p>Each part of the register of shareholders shall not overlap one another. No transfer of the shares registered in any part of the register shall, during the existence of that registration, be registered in any other part of the register of shareholders.</p> <p>Changes or corrections of each part of the register of shareholders shall be made in accordance with the laws of the place where that part of the register of shareholders is maintained.</p>
39.	<p>Article 43</p> <p>If there are provisions in the laws, regulations, departmental rules, regulatory documents and the securities regulatory authority where the Company's shares are listed regarding the period of suspension of share transfer registration before the shareholders' meeting or the reference date set by the Company for the purpose of distribution of dividends, the provisions shall prevail.</p>	<p>Article 43</p> <p>If there are provisions in the laws, regulations, departmental rules, regulatory documents and the securities regulatory authority where the Company's shares are listed regarding the period of suspension of share transfer registration before the shareholders' meeting or the reference date set by the Company for the purpose of distribution of dividends, the provisions shall prevail.</p>
40.	<p>Article 44</p> <p>When the Company intends to convene a shareholders' general meeting, distribute dividends, liquidate or engage in other activities that involve determination of shareholdings, the Board shall decide on a date for the determination of rights attaching to shares in the Company. Shareholders whose names appear in the register of shareholders at the end of the record date are shareholders of the Company.</p>	<p>Article 44</p> <p>When the Company intends to convene a shareholders' general meeting, distribute dividends, liquidate or engage in other activities that involve determination of shareholdings, the Board shall decide on a date for the determination of rights attaching to shares in the Company. Shareholders whose names appear in the register of shareholders at the end of the record date are shareholders of the Company.</p>
41.	<p>Article 45</p> <p>Any person who objects to the register of shareholders and requests to have his name registered in or removed from the register of shareholders may apply to a court of competent jurisdiction for correction of the register.</p>	<p>Article 45</p> <p>Any person who objects to the register of shareholders and requests to have his name registered in or removed from the register of shareholders may apply to a court of competent jurisdiction for correction of the register.</p>
42.	<p>Article 46</p> <p>Any shareholder who is registered in, or any person who requests to have his name registered in, the register of shareholders may, if his share certificates (the "original certificates") are lost, apply to the Company for a replacement share certificate in respect of such shares (the "relevant shares").</p>	<p>Article 46</p> <p>Any shareholder who is registered in, or any person who requests to have his name registered in, the register of shareholders may, if his share certificates (the "original certificates") are lost, apply to the Company for a replacement share certificate in respect of such shares (the "relevant shares").</p>

No.	Before amendments	After amendments
	<p>If a holder of domestic shares loses his share certificates and applies for their replacement, it shall be dealt with in accordance with the relevant provisions of the Company Law.</p> <p>If a holder of foreign shares listed overseas loses his share certificates and applies for their replacements, it may be dealt with in accordance with the laws of the place where the original register of holders of foreign shares listed overseas is maintained, the rules of the stock exchange or other relevant regulations.</p> <p>The issuance of replacement share certificates which are lost to holders of foreign shares listed in Hong Kong who apply for a replacement shall comply with the following requirements:</p> <p>(1) The applicant shall submit an application to the Company in prescribed form accompanied by a notarization document or statutory declaration, containing the grounds upon which the application is made and the circumstances and evidence of the loss of the share certificates as well as the declaration that no other person shall be entitled to request to be registered as the shareholder in respect of the relevant shares;</p> <p>(2) No declaration has been received by the Company from a person other than the applicant for having his name registered as a holder of the relevant shares before the Company decides to issue the replacement share certificate;</p> <p>(3) The Company shall, if it decides to issue a replacement new share certificate to the applicant, make an announcement of its intention to issue the replacement new share certificate in such newspapers designated by the Board. The announcement shall be made at least once every 30 days for a period of 90 days;</p> <p>(4) The Company shall have, prior to the publication of its announcement of intention to issue a replacement certificate, delivered to the stock exchange on which its shares are listed a copy of the announcement to be published. The Company may publish the announcement upon receiving a confirmation from such stock exchange that the announcement has been exhibited at the premises of the stock exchange. The announcement shall be exhibited at the premises of the stock exchange for a period of 90 days;</p>	<p>If a holder of domestic shares loses his share certificates and applies for their replacement, it shall be dealt with in accordance with the relevant provisions of the Company Law.</p> <p>If a holder of foreign shares listed overseas loses his share certificates and applies for their replacements, it may be dealt with in accordance with the laws of the place where the original register of holders of foreign shares listed overseas is maintained, the rules of the stock exchange or other relevant regulations.</p> <p>The issuance of replacement share certificates which are lost to holders of foreign shares listed in Hong Kong who apply for a replacement shall comply with the following requirements:</p> <p>(1) The applicant shall submit an application to the Company in prescribed form accompanied by a notarization document or statutory declaration, containing the grounds upon which the application is made and the circumstances and evidence of the loss of the share certificates as well as the declaration that no other person shall be entitled to request to be registered as the shareholder in respect of the relevant shares;</p> <p>(2) No declaration has been received by the Company from a person other than the applicant for having his name registered as a holder of the relevant shares before the Company decides to issue the replacement share certificate;</p> <p>(3) The Company shall, if it decides to issue a replacement new share certificate to the applicant, make an announcement of its intention to issue the replacement new share certificate in such newspapers designated by the Board. The announcement shall be made at least once every 30 days for a period of 90 days;</p> <p>(4) The Company shall have, prior to the publication of its announcement of intention to issue a replacement certificate, delivered to the stock exchange on which its shares are listed a copy of the announcement to be published. The Company may publish the announcement upon receiving a confirmation from such stock exchange that the announcement has been exhibited at the premises of the stock exchange. The announcement shall be exhibited at the premises of the stock exchange for a period of 90 days;</p>

No.	Before amendments	After amendments
	<p>In case an application to issue a replacement share certificate has been made without the consent of the registered holder of the relevant shares, the Company shall send by post to such registered shareholder a copy of the announcement to be published;</p> <p>(5) If, upon expiration of the 90-day period referred to in Items (3) and (4) of this article, the Company has not received from any person any objection to such application, the Company may issue a replacement share certificate to the applicant according to his application;</p> <p>(6) Where the Company issues a replacement share certificate under this article, it shall forthwith cancel the original certificate and register the cancellation and the issuance in the register of shareholders accordingly;</p> <p>(7) All expenses relating to the cancellation of an original share certificate and the issuance of a replacement share certificate by the Company shall be borne by the applicant. The Company may refuse to take any action until a reasonable guarantee is provided by the applicant for such expenses.</p>	<p>In case an application to issue a replacement share certificate has been made without the consent of the registered holder of the relevant shares, the Company shall send by post to such registered shareholder a copy of the announcement to be published;</p> <p>(5) If, upon expiration of the 90-day period referred to in Items (3) and (4) of this article, the Company has not received from any person any objection to such application, the Company may issue a replacement share certificate to the applicant according to his application;</p> <p>(6) Where the Company issues a replacement share certificate under this article, it shall forthwith cancel the original certificate and register the cancellation and the issuance in the register of shareholders accordingly;</p> <p>(7) All expenses relating to the cancellation of an original share certificate and the issuance of a replacement share certificate by the Company shall be borne by the applicant. The Company may refuse to take any action until a reasonable guarantee is provided by the applicant for such expenses.</p>
43.	<p>Article 47</p> <p>Where the Company issues a replacement share certificate pursuant to the Articles of Association, the name of a bona fide purchaser who obtains the aforementioned new share certificate or a shareholder who thereafter registers as the owner of such shares (in the case that he/she is a bona fide purchaser) shall not be removed from the register of shareholders.</p> <p>The Company shall not be liable for any loss suffered by any person due to the cancellation of the original certificate or the issuance of the replacement certificate, unless the claimant proves that the Company acted fraudulently.</p>	<p>Article 47</p> <p>Where the Company issues a replacement share certificate pursuant to the Articles of Association, the name of a bona fide purchaser who obtains the aforementioned new share certificate or a shareholder who thereafter registers as the owner of such shares (in the case that he/she is a bona fide purchaser) shall not be removed from the register of shareholders.</p> <p>The Company shall not be liable for any loss suffered by any person due to the cancellation of the original certificate or the issuance of the replacement certificate, unless the claimant proves that the Company acted fraudulently.</p>
44.	<p>Article 48</p> <p>A shareholder of the Company is a person who lawfully holds the shares of the Company and whose name is registered in the register of shareholders. A shareholder shall enjoy the relevant rights and assume the relevant obligations in accordance with the class and number of shares he/she holds. Shareholders holding the same class of shares shall be entitled to the same rights and assume the same obligations.</p>	<p>Article 48 29</p> <p>A shareholder of the Company is a person who lawfully holds the shares of the Company and whose name is registered in the register of shareholders. <u>The Company shall establish a register of members in accordance with certificates provided by the share registrar. The register of members shall be sufficient evidence of the holding of shares in the Company by the shareholders.</u> A shareholder shall enjoy the relevant rights and assume the relevant obligations in accordance with the class and number of shares he/she holds. Shareholders holding the same class of shares shall be entitled to the same rights and assume the same obligations.</p>

No.	Before amendments	After amendments
	<p>When two or more persons are registered as the joint shareholders of any shares, they shall be regarded as the common owners of such shares and subject to the following terms:</p> <p>(1) the Company shall not register more than 4 persons as the joint shareholders for any shares;</p> <p>(2) the joint shareholders of any shares shall assume the joint and several liabilities for all the amounts payable for the relevant shares;</p> <p>(3) in case one of the joint holders has deceased, only other living persons of the joint shareholders shall be deemed by the Company to be such persons as having the ownership of the relevant shares. But the Board shall have the right to demand a death certificate of such shareholder which it deems appropriate for the purpose of amending the register of shareholders;</p> <p>(4) for joint shareholders of any shares, only the joint shareholder whose name appears first in the register of shareholders is entitled to receive the certificate for the relevant shares, to receive the Company's notices. Any notice delivered to the aforesaid shareholder shall be deemed to have been delivered to all the joint shareholders of the relevant shares. Any joint shareholder may sign the proxy form, provided that if more than one joint shareholders attend the general meeting in person or by proxy, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint shareholding;</p> <p>(5) Any receipts issued to the Company by one of the joint shareholders in respect of any dividend, bonus issue or return on capital payable to such joint shareholders shall be deemed as a valid receipt that has been issued by all the joint shareholders to the Company.</p>	<p><u>Transfer of shift of shares shall be registered in the register of shareholders. The Company may, in accordance with the mutual understanding and agreements made between the securities regulatory authority of the State Council and overseas securities regulatory authorities, maintain its register of shareholders of foreign shares listed overseas outside the PRC and appoint overseas agent(s) to manage such register. The shareholder register of Hong Kong branch is available for inspection by the shareholders , but the Company is permitted to suspend the registration of share transfers under the same terms as the Article 632 of the Hong Kong Companies Ordinance (Chapter 622 of the Laws of Hong Kong).</u></p> <p>When two or more persons are registered as the joint shareholders of any shares, they shall be regarded as the common owners of such shares and subject to the following terms:</p> <p>(1) the Company shall not register more than 4 persons as the joint shareholders for any shares;</p> <p>(2) the joint shareholders of any shares shall assume the joint and several liabilities for all the amounts payable for the relevant shares;</p> <p>(3) in case one of the joint holders has deceased, only other living persons of the joint shareholders shall be deemed by the Company to be such persons as having the ownership of the relevant shares. But the Board shall have the right to demand a death certificate of such shareholder which it deems appropriate for the purpose of amending the register of shareholders;</p> <p>(4) for joint shareholders of any shares, only the joint shareholder whose name appears first in the register of shareholders is entitled to receive the certificate for the relevant shares, to receive the Company's notices. Any notice delivered to the aforesaid shareholder shall be deemed to have been delivered to all the joint shareholders of the relevant shares. Any joint shareholder may sign the proxy form, provided that if more than one joint shareholders attend the general meeting in person or by proxy, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint shareholding;</p>

No.	Before amendments	After amendments
		(5) Any receipts issued to the Company by one of the joint shareholders in respect of any dividend, bonus issue or return on capital payable to such joint shareholders shall be deemed as a valid receipt that has been issued by all the joint shareholders to the Company.
45.	<p>Article 49</p> <p>When the Company intends to convene a shareholders' general meeting, distribute dividends, liquidate or engage in other activities that involve determination of shareholdings, shareholders whose names appear in the register of shareholders shall entitle relevant interests.</p>	<p>Article 4930</p> <p>When the Company intends to convene a shareholders' general meeting, distribute dividends, liquidate or engage in other activities that involve determination <u>require the identification</u> of shareholdings, <u>the Board or the convener of the general meeting shall determine the shareholding record date.</u> sShareholders whose names appear in <u>on</u> the register of shareholders <u>following close of trading on the date of record</u> shall <u>be entitled to</u> relevant interests.</p>
46.		<p>Article 31</p> <p><u>Any shareholder who is registered in, or any person who requests to have his name registered in, the register of shareholders may, if his share certificates (the "original certificates") are lost, apply to the Company for a replacement share certificate in respect of such shares (the "relevant shares").</u></p> <p><u>If a holder of unlisted shares loses his share certificates and applies for a replacement, it shall be dealt with in accordance with the Article 143 of the Company Law.</u></p> <p><u>If a holder of H shares loses his share certificates and applies for a replacement, it may be dealt with in accordance with the laws of the place where the original register of holders of H shares is maintained, the rules of the stock exchange or other relevant regulations.</u></p>
47.	<p>Article 50</p> <p>The ordinary shareholders of the Company shall be entitled to the following rights:</p> <p>(1) the right to receive dividends and benefit distributions in other forms in proportion to the number of shares held;</p> <p>(2) the right to request, convene, preside attend or entrust proxy to attend general meetings and to exercise the corresponding voting right thereat;</p>	<p>Article 5032</p> <p>The ordinary shareholders of the Company shall be entitled to the following rights:</p> <p>(1) the right to receive dividends and benefit distributions in other forms in proportion to the number of shares held;</p> <p>(2) the right to request, convene, preside attend or entrust proxy to attend general meetings and to exercise the corresponding voting right thereat;</p>

No.	Before amendments	After amendments
	<p>(3) the right to supervise and manage the business activities of the Company and to put forward proposals and raise inquiries;</p> <p>(4) the right to transfer shares held by them in accordance with the laws, administrative regulations, rules, the relevant requirements of the securities regulatory authority in the place of listing of the shares of the Company and the provisions of the Articles of Association;</p> <p>(5) The right to obtain relevant information in accordance with the provisions of the Articles of Association, including:</p> <ol style="list-style-type: none"> 1. to obtain a copy of the Articles of Association, subject to payment of relevant costs; 2. to inspect and copy, subject to payment of a reasonable charge: <ol style="list-style-type: none"> 1) all parts of the register of shareholders (list of all shareholders at the close of trading on the date of equity registration as determined in the Company's last periodic report); 2) personal particulars of each of the Company's directors, supervisors, general manager and other senior management staff, including: <ol style="list-style-type: none"> (a) Present and former name and alias; (b) Principal address (domicile); (c) Nationality; (d) Full-time and all other part-time occupations and duties; (e) Identification document and its number. 3) the status of the Company's share capital; 	<p>(3) the right to supervise and manage the business activities of the Company and to put forward proposals and raise inquiries;</p> <p>(4) the right to transfer shares held by them in accordance with the laws, administrative regulations, rules, the relevant requirements of the securities regulatory authority in the place of listing of the shares of the Company and the provisions of the Articles of Association;</p> <p>(5) The right to obtain relevant information in accordance with the provisions of the Articles of Association, including:</p> <ol style="list-style-type: none"> 1. to obtain a copy of the Articles of Association, subject to payment of relevant costs; 2. to inspect and copy, subject to payment of a reasonable charge: <ol style="list-style-type: none"> 1) all parts of the register of shareholders (list of all shareholders at the close of trading on the date of equity registration as determined in the Company's last periodic report); 2) personal particulars of each of the Company's directors, supervisors, general manager and other senior management staff, including: <ol style="list-style-type: none"> (a) Present and former name and alias; (b) Principal address (domicile); (c) Nationality; (d) Full-time and all other part-time occupations and duties; (e) Identification document and its number. 3) the status of the Company's share capital;

No.	Before amendments	After amendments
	<p>4) reports showing the aggregate par value, quantity, maximum and minimum price paid in respect of each class of shares repurchased by the Company since the end of the last fiscal year and the aggregate amount incurred by the Company for this purpose (by domestic shares and foreign shares (including H shares (if applicable)));</p> <p>5) minutes of shareholders' general meeting (for inspection only) and copies of resolutions made at meetings of the shareholders, Board and Board of Supervisors;</p> <p>6) the latest audited financial statements and the reports of the Board of Directors, the auditors and the supervisors of the Company;</p> <p>7) copies of the latest annual inspection report filed with the AIC or other authorities in the PRC;</p> <p>8) special resolutions of the Company.</p> <p>3. bond stub of the Company</p> <p>In accordance with the requirements of Hong Kong Listing Rules, the Company shall make the documents referred to in item 2(1) · (3) · (4) · (5) · (6) · (7) and (8) available for free inspection by the public and shareholders of H Shares at the address of the Company in Hong Kong (except minutes of shareholder's general meeting shall be available for inspection by shareholders only). Shareholders demanding inspection of the relevant information aforesaid or request of the materials shall provide to the Company the written documents certifying the class and number of shares of the Company they hold. Upon verification of the shareholder's identity, the Company shall provide such information at the shareholder's request;</p> <p>(6) in the event of the termination or liquidation of the Company, to participate in the distribution of remaining assets of the Company in accordance with the number of shares held;</p>	<p>4) reports showing the aggregate par value, quantity, maximum and minimum price paid in respect of each class of shares repurchased by the Company since the end of the last fiscal year and the aggregate amount incurred by the Company for this purpose (by domestic shares and foreign shares (including H shares (if applicable)));</p> <p>5) minutes of shareholders' general meeting (for inspection only) and copies of resolutions made at meetings of the shareholders, Board and Board of Supervisors;</p> <p>6) the latest audited financial statements and the reports of the Board of Directors, the auditors and the supervisors of the Company;</p> <p>7) copies of the latest annual inspection report filed with the AIC or other authorities in the PRC;</p> <p>8) special resolutions of the Company.</p> <p>3. bond stub of the Company</p> <p>In accordance with the requirements of Hong Kong Listing Rules, the Company shall make the documents referred to in item 2(1) · (3) · (4) · (5) · (6) · (7) and (8) available for free inspection by the public and shareholders of H Shares at the address of the Company in Hong Kong (except minutes of shareholder's general meeting shall be available for inspection by shareholders only). Shareholders demanding inspection of the relevant information aforesaid or request of the materials shall provide to the Company the written documents certifying the class and number of shares of the Company they hold. Upon verification of the shareholder's identity, the Company shall provide such information at the shareholder's request; <u>to inspect these Articles of Association, the register of members, stubs of corporate bonds, minutes of shareholders' general meetings, resolutions of meetings of the Board, resolutions of meetings of the Supervisory Committee and financial accounting reports;</u></p> <p>(6) in the event of the termination or liquidation of the Company, to participate in the distribution of remaining assets of the Company in accordance with the number of shares held;</p>

No.	Before amendments	After amendments
	<p>(7) with respect to shareholders who vote against any resolution on the merger or division of the Company proposed at a general meeting, the right to demand the Company to repurchase the shares held by them;</p> <p>(8) The shareholders that solely or collectively hold more than 3% of the shares of the Company may put forward an interim proposal and submit it to the convener in written form within 10 days before the meeting is held;</p> <p>(9) other rights conferred by laws, administrative regulations, department rules, regulatory rules of the place where the Company's shares are listed or the Articles of Association. The Company shall not exercise any right against any person who fails to disclose any of his direct or indirect interest in the Company for the purpose of freezing or otherwise damaging the interest of such person as attached to shares.</p>	<p>(7) with respect to shareholders who vote against any resolution on the merger or division of the Company proposed at a general meeting, the right to demand the Company to repurchase the shares held by them;</p> <p>(8) The shareholders that solely or collectively hold more than 3% of the shares of the Company may put forward an interim proposal and submit it to the convener in written form within 10 days before the meeting is held;</p> <p>(9) other rights conferred by laws, administrative regulations, department rules, regulatory rules of the place where the Company's shares are listed or the Articles of Association. The Company shall not exercise any right against any person who fails to disclose any of his direct or indirect interest in the Company for the purpose of freezing or otherwise damaging the interest of such person as attached to shares.</p>
48.		<p><u>Article 33</u></p> <p><u>Where a shareholder requests to inspect and read the relevant information or demand for materials as set forth in the preceding Article, this shareholder shall provide the Company with written documents evidencing the class and number of shares held by this shareholder in the Company and the Company shall provide the above information at the request of such shareholder upon verification of the shareholder's identity.</u></p>
49.	<p><u>Article 51</u></p> <p>If any resolution made by the general meeting and the Board of Directors of the Company violates the laws and administrative regulations, the shareholders are entitled to apply to the People's Court to affirm it as invalid.</p> <p>If the convening procedures and voting ways of the general meeting and the Board of Directors violate laws, administrative regulations or the Articles of Association, or the content of resolution is in violation of the Articles of Association, shareholders are entitled to apply to the People's Court for revocation of such resolutions within 60 days upon the date of adopting the resolution.</p>	<p><u>Article 51 34</u></p> <p>If any resolution made by the general meeting and the Board of Directors of the Company violates the laws and administrative regulations, the shareholders are entitled to apply to the People's Court to affirm it as invalid.</p> <p>If the convening procedures and voting ways of the general meeting and the Board of Directors violate laws, administrative regulations or the Articles of Association, or the content of resolution is in violation of the Articles of Association, shareholders are entitled to apply to the People's Court for revocation of such resolutions within 60 days upon the date of adopting the resolution.</p>

No.	Before amendments	After amendments
50.	<p>Article 54</p> <p>Shareholders of the Company shall perform the following obligations:</p> <p>(1) to abide by laws, administrative regulations, department rules, regulatory rules of the place where the Company's shares are listed and the Articles of Association;</p> <p>(2) to pay share capital according to the number of shares subscribed and the method of subscription;</p> <p>(3) shall be liable for the debts of the Bank to the extent of all their shareholdings;</p> <p>(4) not to withdraw the shares unless required by the laws and administrative regulations;</p> <p>(5) not to abuse their shareholders' rights to harm the interests of the Company or other shareholders; and not to abuse the independent legal person status of the Company and the limited liability of shareholders to harm the interests of any creditor of the Company;</p> <p>Shareholders of the Company who abuse their shareholder's rights and thereby cause loss on the Company or other shareholders shall be liable for indemnity according to the law;</p> <p>where shareholders of the Company abuse the Company's position as an independent legal person and the limited liability of shareholders for the purposes of evading repayment of debts, thereby materially impairing the interests of the creditors of the Company, such shareholders shall be jointly liable for the debts owed by the Company;</p> <p>(6) other obligations imposed by laws, administrative regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association.</p> <p>Shareholders are not liable to make any further contribution to the share capital other than as agreed by the subscribers of the relevant shares on subscription.</p>	<p>Article 54 37</p> <p>Shareholders of the Company shall perform the following obligations:</p> <p>(1) to abide by laws, administrative regulations, department rules, regulatory rules of the place where the Company's shares are listed and the Articles of Association;</p> <p>(2) to pay share capital according to the number of shares subscribed and the method of subscription;</p> <p>(3) shall be liable for the debts of the Bank to the extent of all their shareholdings;</p> <p>(4) not to withdraw the shares unless required by the laws and administrative regulations;</p> <p>(5) (4) not to abuse their shareholders' rights to harm the interests of the Company or other shareholders; and not to abuse the independent legal person status of the Company and the limited liability of shareholders to harm the interests of any creditor of the Company;</p> <p>(6) (5) other obligations imposed by laws, administrative regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association.</p> <p>Shareholders of the Company who abuse their shareholder's rights and thereby cause loss on the Company or other shareholders shall be liable for indemnity according to the law;</p> <p>where shareholders of the Company abuse the Company's position as an independent legal person and the limited liability of shareholders for the purposes of evading repayment of debts, thereby materially impairing the interests of the creditors of the Company, such shareholders shall be jointly liable for the debts owed by the Company;</p> <p>Shareholders are not liable to make any further contribution to the share capital other than as agreed by the subscribers of the relevant shares on subscription.</p>

No.	Before amendments	After amendments
51.	<p>Article 56</p> <p>The controlling shareholder and the actual controller shall not use their connected relationship to act in detriment to the interests of the Company. If they have violated this provision and caused damage to the Company, they shall bear the liability for such damages.</p> <p>The controlling shareholder and the actual controller of the Company shall have fiduciary duties towards the Company and public shareholders of the Company. The controlling shareholder shall exercise its rights as a contributor in strict compliance with the laws. The controlling shareholder shall not do harm to the legitimate interests of the Company and public shareholders of the Company through means such as profit distribution, asset restructuring, overseas investment, possession of capital lending guarantees, connected transactions, and shall not make use of its controlling status against the interests of the Company and shareholders of the Company.</p>	<p>Article 56 39</p> <p>The controlling shareholder and the actual controller <u>of the Company</u> shall not use their connected relationship to act in detriment to the interests of the Company <u>and legitimate interests of other shareholders.</u></p> <p><u>If the controlling shareholder and the actual controller of the Company have violated the relevant laws, regulations and the Articles of Association and caused damage to the Company and other shareholders</u> If they have violated this provision and caused damage to the Company, they shall bear the liability for such damages.</p> <p>The controlling shareholder and the actual controller of the Company shall have fiduciary duties towards the Company and public shareholders of the Company. The controlling shareholder shall exercise its rights as a contributor in strict compliance with the laws. The controlling shareholder shall not do harm to the legitimate interests of the Company and public shareholders of the Company through means such as profit distribution, asset restructuring, overseas investment, possession of capital lending guarantees, connected transactions, and shall not make use of its controlling status against the interests of the Company and <u>other</u> shareholders of the Company.</p>

No.	Before amendments	After amendments
52.	<p>Article 57</p> <p>In addition to obligations imposed by laws, administrative regulations or regulatory rules of the place on which shares of the Company are listed, a controlling shareholder shall not exercise his voting rights in respect of the following matters in a manner prejudicial to the interests of all or some of the shareholders of the Company:</p> <ol style="list-style-type: none"> (1) to relieve a director or supervisor of his duty to act honestly in the best interests of the Company; (2) to approve the deprivation by a director or supervisor (for his own benefit or for the benefit of another person), by any means, of the Company's assets, including (but not limited to) opportunities beneficial to the Company; (3) to approve the deprivation by a director or supervisor (for his own benefit or for the benefit of another person) of the individual rights of other shareholders, including (but not limited to) any rights to distributions and voting rights save for the restructuring of the Company submitted to the general meeting for approval in accordance with the Articles of Association. 	<p>Article 57</p> <p>In addition to obligations imposed by laws, administrative regulations or regulatory rules of the place on which shares of the Company are listed, a controlling shareholder shall not exercise his voting rights in respect of the following matters in a manner prejudicial to the interests of all or some of the shareholders of the Company:</p> <ol style="list-style-type: none"> (1) to relieve a director or supervisor of his duty to act honestly in the best interests of the Company; (2) to approve the deprivation by a director or supervisor (for his own benefit or for the benefit of another person), by any means, of the Company's assets, including (but not limited to) opportunities beneficial to the Company; (3) to approve the deprivation by a director or supervisor (for his own benefit or for the benefit of another person) of the individual rights of other shareholders, including (but not limited to) any rights to distributions and voting rights save for the restructuring of the Company submitted to the general meeting for approval in accordance with the Articles of Association.
53.	<p>Article 58</p> <p>The term "controlling shareholder" referred to in the Articles of Association means a person who satisfies any one of the following conditions:</p> <ol style="list-style-type: none"> (1) a person who, acting alone or in concert with others, has the right to elect more than half of the Board members; (2) a person who, acting alone or in concert with others, has the right to exercise or to control the exercise of 30% (inclusive) or more of the voting rights in the Company; (3) a person who, acting alone or in concert with others, holds 30% (inclusive) or more of the issued and outstanding shares of the Company; (4) a person who, acting alone or in concert with others, has real control of the Company in any other way. 	<p>Article 58</p> <p>The term "controlling shareholder" referred to in the Articles of Association means a person who satisfies any one of the following conditions:</p> <ol style="list-style-type: none"> (1) a person who, acting alone or in concert with others, has the right to elect more than half of the Board members; (2) a person who, acting alone or in concert with others, has the right to exercise or to control the exercise of 30% (inclusive) or more of the voting rights in the Company; (3) a person who, acting alone or in concert with others, holds 30% (inclusive) or more of the issued and outstanding shares of the Company; (4) a person who, acting alone or in concert with others, has real control of the Company in any other way.

No.	Before amendments	After amendments
54.	<p>Article 59</p> <p>The shareholders' general meeting is the organ of power of the Company which exercises the following functions and powers according to law:</p> <p>(1) determining the Company's business policies and investment plans;</p> <p>(2) electing and replacing directors and supervisors appointed from employee representatives, and determining matters concerning remunerations to directors and supervisors;</p> <p>(3) examining and approving reports of the Board of directors;</p> <p>(4) examining and approving reports of the Board of Supervisors;</p> <p>(5) examining and approving the Company's annual financial budget and final account proposals;</p> <p>(6) examining and approving the Company's profit distribution plans and losses making up plans;</p> <p>(7) adopting resolutions concerning the increase or decrease of the Company's registered capital;</p> <p>(8) adopting resolutions on issuing bonds or other securities of the Company, and the listing plans;</p>	<p>Article 59 The shareholders' general meeting is the organ of power of the Company which exercises the following functions and powers according to law:</p> <p>(1) determining the Company's business policies and investment plans;</p> <p>(2) electing and replacing directors and supervisors <u>who are not employees' representatives</u> appointed from employee representatives, and determining matters concerning <u>the</u> remunerations to <u>of</u> directors and supervisors;</p> <p>(3) examining and approving reports of the Board of directors;</p> <p>(4) examining and approving reports of the Board of Supervisors;</p> <p>(5) examining and approving the Company's annual financial budget and final account proposals;</p> <p>(6) examining and approving the Company's profit distribution plans and losses making up plans;</p> <p>(7) adopting resolutions concerning the increase or decrease of the Company's registered capital;</p> <p>(8) adopting resolutions on issuing bonds or other securities of the Company, and the listing plans;</p>

No.	Before amendments	After amendments
	(9) make resolution on merger, division, dissolution and liquidation or form change of the Company;	(9) make resolution on merger, division, dissolution and liquidation or form change of the Company;
	(10) modifying the Articles of Association;	(10) modifying the Articles of Association;
	(11) adopting resolution on engagement, dismissing or discontinuing the appointment of an accounting firm;	(11) adopting resolution on engagement, dismissing or discontinuing the appointment of an accounting firm;
	(12) examining external guarantees matters which should be submitted to the shareholders' general meeting for examination in accordance with the Articles of Association;	(12) examining external guarantees matters which should be submitted to the shareholders' general meeting for examination in accordance with the Articles of Association;
	(13) examining purchase or sale of material assets of the Company that exceed 30% of the Company's total audited assets in the latest period within one year;	(13) examining purchase or sale of material assets of the Company that exceed 30% of the Company's total audited assets in the latest period within one year;
	(14) examining material transactions and connected transaction which should be submitted to the shareholders' general meeting for examination in accordance with the relevant laws, administrative regulations, regulatory rules of the place where the Company's shares are listed as well as the Articles of Association;	(14) examining material transactions and connected transaction which should be submitted to the shareholders' general meeting for examination in accordance with the relevant laws, administrative regulations, regulatory rules of the place where the Company's shares are listed as well as the Articles of Association;
	(15) examining and approving the formulation, modification and implementation of equity incentive plans;	(15) examining and approving the formulation, modification and implementation of equity incentive plans <u>schemes and employee share ownership schemes</u> ;
	(16) examining temporary proposals put forward by the shareholders who hold than 3% of the total voting shares of the Company individually or jointly;	(16) examining temporary proposals put forward by the shareholders who hold than 3% of the total voting shares of the Company individually or jointly;
	(17) examining and approving changes in use of the raised capital;	(17) examining and approving changes in use of the raised capital;
	(18) examining other matters which shall be decided by the shareholders' general meeting according to the laws, administrative regulations, departmental rules, Hong Kong Listing Rules or the Articles of Association.	(18) examining other matters which shall be decided by the shareholders' general meeting according to the laws, administrative regulations, departmental rules, Hong Kong Listing Rules or the Articles of Association.
	Without violating the laws, regulations and mandatory provisions of relevant laws and regulations of the listing place, the general meeting may authorize or appoint the Board to handle matters authorized or delegated by the general meeting.	Without violating the laws, regulations and mandatory provisions of relevant laws and regulations of the listing place, the general meeting may authorize or appoint the Board to handle matters authorized or delegated by the general meeting.

No.	Before amendments	After amendments
55.	<p>Article 60</p> <p>Without the prior approval of the shareholders' general meeting, the Company shall not conclude any contract with any person other than a director, supervisor, manager and other senior management officer of the Company for the delegation of the whole business management or part of the important business management of the Company to that person.</p>	<p>Article 60</p> <p>Without the prior approval of the shareholders' general meeting, the Company shall not conclude any contract with any person other than a director, supervisor, manager and other senior management officer of the Company for the delegation of the whole business management or part of the important business management of the Company to that person.</p>
56.	<p>Article 61</p> <p>The following external guarantees to be provided by the Company shall be considered and approved by the shareholders' general meeting:</p> <ol style="list-style-type: none"> (1) Provision of a single guarantee the amount of which exceeds 10% of the latest audited net assets; (2) Any provision of guarantee, where the total amount of external guarantees provided by the Company and its controlled subsidiaries exceeds 50% of the latest audited net assets; (3) Provision of guarantee to anyone whose liability-asset ratio exceeds 70%; (4) On the basis of guarantee amount being calculated accumulatively for 12 consecutive months, any provision of guarantee exceeds 30% of the latest audited total assets; (5) Provision of guarantee to shareholders, de facto controllers and their connected parties; (6) Other guarantees stipulated by laws, regulations, normative documents, regulatory rules of the place where the Company's shares are listed or the Articles of Association. <p>External guarantees to be approved at shareholders' general meeting shall be considered and approved by the Board of Directors before submission to the shareholders' general meeting. When the shareholders' general meeting is examining a guarantee in paragraph (4) of this Article, it shall be subject to approval by more than two thirds of the voting rights of the attending shareholders.</p>	<p>Article 61 <u>41</u></p> <p>The following external guarantees to be provided by the Company shall be considered and approved by the shareholders' general meeting:</p> <ol style="list-style-type: none"> (1) Provision of a single guarantee the amount of which exceeds 10% of the latest audited net assets; (2) Any provision of guarantee, where the total amount of external guarantees provided by the Company and its controlled subsidiaries exceeds 50% of the latest audited net assets; (3) Provision of guarantee to anyone whose liability-asset ratio exceeds 70%; (4) On the basis of guarantee amount being calculated accumulatively for 12 consecutive months, any provision of guarantee exceeds 30% of the latest audited total assets; (5) Provision of guarantee to shareholders, de facto controllers and their connected parties; (6) Other guarantees stipulated by laws, regulations, normative documents, regulatory rules of the place where the Company's shares are listed or the Articles of Association. <p>External guarantees to be approved at shareholders' general meeting shall be considered and approved by the Board of Directors before submission to the shareholders' general meeting. When the shareholders' general meeting is examining a guarantee in paragraph (4) of this Article, it shall be subject to approval by more than two thirds of the voting rights of the attending shareholders.</p>

No.	Before amendments	After amendments
	<p>The Board of Directors is authorized to consider and approve other external guarantees except for the above guarantees subject to approval by shareholders' general meeting.</p> <p>When the shareholders' general meeting is considering a proposal to provide guarantee for any shareholder, de facto controller or related connected party, the said shareholder or the shareholders controlled by the said de facto controller shall be abstained from voting on the proposal, and the proposal shall be subject to approval by more than half of the voting rights of the other attending Shareholders.</p>	<p>The Board of Directors is authorized to consider and approve other external guarantees except for the above guarantees subject to approval by shareholders' general meeting.</p> <p>When the shareholders' general meeting is considering a proposal to provide guarantee for any shareholder, de facto controller or related connected party, the said shareholder or the shareholders controlled by the said de facto controller shall be abstained from voting on the proposal, and the proposal shall be subject to approval by more than half of the voting rights of the other attending Shareholders.</p>
57.	<p>Article 62</p> <p>The shareholders' general meeting consists of the annual meeting and extraordinary shareholders' general meeting. The annual meeting shall be held once every year within 6 months upon conclusion of the previous fiscal year.</p>	<p>Article <u>6242</u></p> <p>The shareholders' general meeting consists of the annual meeting and extraordinary shareholders' general meeting. The annual meeting shall be held once every <u>fiscal</u> year within 6 months <u>after the end</u> upon conclusion of the previous fiscal year.</p>
58.	<p>Article 63</p> <p>The Board shall convene an extraordinary shareholders' general meeting within 2 months since the date of the occurrence of any of the following circumstances:</p> <ol style="list-style-type: none"> (1) The number of directors is less than two thirds of the number prescribed by the Company Law or the Articles of Association; (2) The Company's loss not made up reaches one third of the total paid-in equity; (3) Written request of extraordinary shareholders' general meeting has been put forward by the shareholders who have more than 10% of the total voting shares of the Company individually or jointly held (number of shares held shall be counted on the date of shareholders' written request); (4) The Board of directors deems it as necessary; (5) The Board of Supervisors proposes to convene; (6) Other circumstances stipulated by laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed or the Articles of Association. 	<p>Article <u>6343</u></p> <p>The Board shall convene an extraordinary shareholders' general meeting within 2 months since the date of the occurrence of any of the following circumstances:</p> <ol style="list-style-type: none"> (1) The number of directors is less than two thirds of the number prescribed by the Company Law or the Articles of Association; (2) The Company's loss not made up reaches one third of the total paid-in equity; (3) Written request of extraordinary shareholders' general meeting has been put forward <u>Upon request</u> by the shareholders who have <u>individually or jointly hold</u> more than 10% of the total voting shares of the Company individually or jointly held (number of shares held shall be counted on the date of shareholders' written request); (4) The Board of directors deems it as necessary; (5) The Board of Supervisors proposes to convene; (6) Other circumstances stipulated by laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed or the Articles of Association.

No.	Before amendments	After amendments
59.	<p>Article 64</p> <p>The location for the Company to convene a shareholders' general meeting shall be the Company's domicile or other places specified in the notice of the shareholders' general meeting.</p> <p>The shareholders' general meeting will set up an assembly room and the location of meeting shall be clear and specific.</p>	<p>Article 6444</p> <p>The location for the Company to convene a shareholders' general meeting shall be the Company's domicile or other places specified in the notice of the shareholders' general meeting.</p> <p><u>The shareholders' general meeting will set up an assembly room and the location of meeting shall be clear and specific. A meeting venue will be established for general meetings and meetings shall be held on site. The Company shall facilitate the participation of shareholders in general meetings by providing telephone, video, fax, E-mail, Internet or other means as required. The shareholders shall be deemed as present when participating in the general meeting via the above-mentioned methods.</u></p> <p><u>After the notice of the shareholders' general meeting has been given, the place of the on-site meeting of the shareholders' general meeting shall not be changed without justifiable reasons. If there is a need to change, the convener shall notify each of shareholders and explain the reasons at least two working days before the date of the on-site meeting.</u></p>
60.		<p>Article 45</p> <p><u>When the Company convenes a general meeting of shareholders, lawyers shall be engaged to provide legal advice and make announcements on the following issues:</u></p> <ol style="list-style-type: none"> <li data-bbox="836 1251 1396 1357">(1) <u>Whether the convening and convening procedures of the meeting comply with laws, administrative regulations and the Articles of Association;</u> <li data-bbox="836 1400 1396 1464">(2) <u>Whether the qualifications of the participants and the qualifications of the convener are legal and valid;</u> <li data-bbox="836 1506 1396 1570">(3) <u>Whether the voting procedures and voting results of the meeting are legal and valid;</u> <li data-bbox="836 1613 1396 1676">(4) <u>Legal opinions on other relevant issues at the request of the Company.</u>

No.	Before amendments	After amendments
61.	<p>Article 66</p> <p>Independent directors shall have the right to propose for an extraordinary shareholders' general meeting to the Board of Directors. The Board of Directors shall give a written reply on agreeing or disagreeing to convene an extraordinary general meeting of shareholders according to the provisions of the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association within 10 days after receiving a proposal put forward by independent directors on convening an extraordinary general meeting of shareholders.</p> <p>Directors will issue a notice to convene a shareholders' general meeting within 5 days after making the resolution where it agrees to convene an extraordinary general meeting of shareholders; where the Board of Directors disagree to convene an extraordinary shareholders' general meeting, it shall explain the reasons and make a public notice.</p> <p>If the securities regulators of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p>	<p>Article <u>66</u>47</p> <p>Independent directors shall have the right to propose for an extraordinary shareholders' general meeting to the Board of Directors. The Board of Directors shall give a written reply on agreeing or disagreeing to convene an extraordinary general meeting of shareholders according to the provisions of the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association within 10 days after receiving a proposal put forward by independent directors on convening an extraordinary general meeting of shareholders.</p> <p>Directors will issue a notice to convene a shareholders' general meeting within 5 days after making the resolution where it agrees to convene an extraordinary general meeting of shareholders; where the Board of Directors disagree to convene an extraordinary shareholders' general meeting, it shall explain the reasons and make a public notice.</p> <p>If the securities regulators of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p>
62.	<p>Article 68</p> <p>The shareholders that solely or collectively hold more than 10% shares of the Company can submit written requests to the Board of Directors to require the latter to convene an extraordinary general meeting of shareholders. The Board of Directors shall give a written reply on agreeing or disagreeing to convene an extraordinary general meeting of shareholders within 10 days upon receipt of the request in accordance with the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association.</p> <p>Where the Board of Supervisors agrees to hold an extraordinary general meeting of shareholders, it shall send out a notice within 5 days upon receipt of the request, any changes made to the original proposal in the notices shall obtain the consent of the relevant shareholders.</p> <p>Where the Board of Directors does not agree to hold an extraordinary general meeting of shareholders or fails to give a reply within 10 days upon receipt of the proposal, the shareholders that solely or collectively hold 10% or more shares of the Company shall have the right to propose the Board of Supervisors to hold an extraordinary general meeting of shareholders, and shall put forward the request to the Board of Supervisors in written form.</p>	<p>Article <u>68</u>49</p> <p>The shareholders that solely or collectively hold more than 10% shares of the Company can submit written requests to the Board of Directors to require the latter to convene an extraordinary general meeting of shareholders. The Board of Directors shall give a written reply on agreeing or disagreeing to convene an extraordinary general meeting of shareholders within 10 days upon receipt of the request in accordance with the laws, administrative regulations, Hong Kong Listing Rules, <u>other regulatory rules of the place where the Company's shares are listed</u> and the Articles of Association.</p> <p>Where the Board of Supervisors agrees to hold an extraordinary general meeting of shareholders, it shall send out a notice within 5 days upon receipt of the request, any changes made to the original proposal in the notices shall obtain the consent of the relevant shareholders.</p> <p>Where the Board of Directors does not agree to hold an extraordinary general meeting of shareholders or fails to give a reply within 10 days upon receipt of the proposal, the shareholders that solely or collectively hold 10% or more shares of the Company shall have the right to propose the Board of Supervisors to hold an extraordinary general meeting of shareholders, and shall put forward the request to the Board of Supervisors in written form.</p>

No.	Before amendments	After amendments
	<p>Where the Board of Supervisors agrees to hold an extraordinary general meeting of shareholders, it shall send out a notice within 5 days upon receipt of the request, any changes made to the original proposal in the notices shall obtain the consent of the relevant shareholders.</p> <p>Where the Board of Supervisors fails to send out a notice on the extraordinary general meeting of shareholders within the prescribed time limit, it shall be regarded that the Board of Supervisors will not convene or preside over the meeting, and the shareholders that solely or collectively hold 10% or more shares of the Company for consecutively 90 or more days may hold or preside over the meeting on their own initiatives.</p>	<p>Where the Board of Supervisors agrees to hold an extraordinary general meeting of shareholders, it shall send out a notice within 5 days upon receipt of the request, any changes made to the original proposal in the notices shall obtain the consent of the relevant shareholders.</p> <p>Where the Board of Supervisors fails to send out a notice on the extraordinary general meeting of shareholders within the prescribed time limit, it shall be regarded that the Board of Supervisors will not convene or preside over the meeting, and the shareholders that solely or collectively hold 10% or more shares of the Company for consecutively 90 or more days may hold or preside over the meeting on their own initiatives.</p>
63.	<p>Article 69</p> <p>Where the Board of supervisors or shareholders decide to convene the shareholders' general meeting on its/their own initiative, it/they shall send out a written notice to the Board of Directors, and shall put on the records of the dispatched office of the China Securities Regulatory Commission and the Stock Exchange at the locality of the Company.</p> <p>Before the resolution of the shareholders' general meeting is announced, the proportion of shares held by the summoning shareholders shall be no less than 10%.</p>	<p>Article 69 50</p> <p>Where the Board of supervisors or shareholders decide to convene the shareholders' general meeting on its/their own initiative, it/they shall send out a written notice to the Board of Directors, and shall file a record with the stock exchange put on the records of the dispatched office of the China Securities Regulatory Commission and the Stock Exchange at the locality of the Company.</p> <p>Before the resolution of the shareholders' general meeting is announced, the proportion of shares held by the summoning shareholders shall be no less than 10%.</p> <p><u>The Supervisory Committee or the summoning shareholder shall submit the relevant supporting documents to the stock exchange when giving notice of the shareholders' general meeting and when announcing the resolutions of the shareholders' general meeting.</u></p>
64.	<p>Article 70</p> <p>In respect to the shareholders' general meeting convened by the Board of supervisors or shareholders on its/their own initiative, the Board of Directors and its secretary shall show cooperation. The Board of Directors shall provide the register of shareholders on the date of equity registration.</p>	<p>Article 70 51</p> <p>In respect to the shareholders' general meeting convened by the Board of supervisors or shareholders on its/their own initiative, the Board of Directors and its secretary shall show cooperation. The Board of Directors shall provide the register of members shareholders on the date of equity registration. <u>The register of members obtained by the convener shall not be used for any purpose other than the convening of a general meeting of shareholders.</u></p>

No.	Before amendments	After amendments
65.	<p>Article 71</p> <p>The expenses necessary for holding the shareholders' general meeting convened by the Board of supervisors or shareholders shall be borne by the Company, and deducted from payment due from the Company to the default director.</p>	<p>Article 7152</p> <p>The expenses necessary for holding the shareholders' general meeting convened by the Board of supervisors or shareholders shall be borne by the Company, and deducted from payment due from the Company to the default director.</p>
66.	<p>Article 72</p> <p>The contents of a proposal shall be within the duty of the shareholders' general meeting, have definite topics and specific matters for resolution, and shall be in line with the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association.</p>	<p>Article 7253</p> <p>The contents of a proposal shall be within the duty of the shareholders' general meeting, have definite topics and specific matters for resolution, and shall be in line with the laws, administrative regulations, Hong Kong Listing Rules, <u>other regulatory rules of the place where the Company's shares are listed</u> and the Articles of Association.</p>
67.	<p>Article 74</p> <p>Where the Company shall convene a shareholders' general meeting, the Company shall send out a written notice 21 days before the meeting (exclusive the date sending a notice and the date convening a meeting), and while convening a extraordinary shareholders' general meeting, the Company shall send out a written notice 15 days or 10 working days before the meeting (which is longer, exclusive the date sending a notice and the date convening a meeting). If the laws, regulations and securities regulators of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p> <p>An extraordinary general meeting of shareholders may not decide any matters not stated in the notice.</p>	<p>Article 74 55</p> <p>Where the Company shall convene a shareholders' general meeting, the Company shall send out a written notice 21 days before the meeting (exclusive the date sending a notice and the date convening a meeting), and while convening a extraordinary shareholders' general meeting, the Company shall send out a written notice 15 days or 10 working days before the meeting (which is longer, exclusive the date sending a notice and the date convening a meeting). If the laws, regulations and securities regulators of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p> <p>An extraordinary general meeting of shareholders may not decide any matters not stated in the notice.</p>
68.	<p>Article 75</p> <p>A notice of the shareholders' general meeting shall be in writing and including following contents:</p> <ol style="list-style-type: none"> (1) state the time, venue, duration and form of the meeting; (2) state the matters to be considered at the meeting and the proposals; (3) contain a prominent statement that all shareholders shall be entitled to attend and appoint in writing proxy to attend and vote on his/her behalf and that a proxy need not to be a shareholder; 	<p>Article 75 56</p> <p>A notice of the shareholders' general meeting shall be in writing and including following contents:</p> <ol style="list-style-type: none"> (1) state the time, venue, duration and form of the meeting; (2) state the matters to be considered at the meeting and the proposals; (3) contain a prominent statement that all shareholders shall be entitled to attend and appoint in writing proxy to attend and vote on his/her behalf and that a proxy need not to be a shareholder;

No.	Before amendments	After amendments
	<p>(4) list the name and the phone number of the permanent contact person of the meeting;</p> <p>(5) provide such information and explanations as are necessary for the shareholders to exercise an informed judgment on the proposals before them; this principle includes (but not limited to) the terms of the proposed transaction must be provided in detail together with the proposed contract (if any), and the cause and effect of such proposal must be properly explained while the Company proposes a merger, repurchase of shares, reorganizing the share capital or restructuring the Company in any other way;</p> <p>(6) contain a disclosure of the nature and extent of any material interest of a director, supervisor, manager or other senior management officer in the matters for discussion and the effect of interest on his/her capacity as a shareholder insofar as it is different from the interest of the shareholders of the same class;</p> <p>(7) contain the full text of any proposed special resolution to be voted at the meeting;</p> <p>(8) specify the time and place for lodging proxy forms for the relevant meeting;</p> <p>(9) specify the record date on which the shareholders are eligible to attend the shareholders' general meeting;</p> <p>(10) other requirements stipulated by laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association.</p> <p>Any notice and supplementary notice of general meetings shall include the contents prescribed by Hong Kong Listing Rules and Articles of Association, and sufficiently and completely disclose all contents of all proposals. If any matter to be discussed requires opinions of the independent directors, the opinions and reasons of the independent directors shall be disclosed together with the issuance of such notice. The notice of the general meeting of shareholders shall provide a full and clear explanation of the proposals and, for the proposal to be voted on, shall provide the directors' advice on how the shareholders shall vote in the best interest of the shareholders as a whole. The notice should clearly state whether (and how) shareholders who participate in the general meeting by remote means can vote.</p>	<p>(4) list the name and the phone number of the permanent contact person of the meeting;</p> <p>(5) provide such information and explanations as are necessary for the shareholders to exercise an informed judgment on the proposals before them; this principle includes (but not limited to) the terms of the proposed transaction must be provided in detail together with the proposed contract (if any), and the cause and effect of such proposal must be properly explained while the Company proposes a merger, repurchase of shares, reorganizing the share capital or restructuring the Company in any other way;</p> <p>(6) contain a disclosure of the nature and extent of any material interest of a director, supervisor, manager or other senior management officer in the matters for discussion and the effect of interest on his/her capacity as a shareholder insofar as it is different from the interest of the shareholders of the same class;</p> <p>(7) contain the full text of any proposed special resolution to be voted at the meeting;</p> <p>(8) specify the time and place for lodging proxy forms for the relevant meeting;</p> <p>(9) specify the record date on which the shareholders are eligible to attend the shareholders' general meeting;</p> <p><u>(10) voting time and voting procedures through internet or other means;</u></p> <p>(10) <u>(11)</u> other requirements stipulated by laws, administrative regulations, <u>Hong Kong Listing Rules</u>, departmental regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association.</p>

No.	Before amendments	After amendments
	<p>If the Company needs to provide additional material information on matters proposed at the general meeting, it shall provide such information no less than 10 working days in advance. The Company shall, if necessary, adjourn the shareholders' general meeting to ensure compliance with this provision.</p>	<p><u>Article 57</u></p> <p><u>Any notice and supplementary notice of general meetings shall fully and completely disclose all specific contents of all proposals., as well as all information or explanations necessary to enable shareholders to make reasonable judgments on the matters to be considered. If any matter to be discussed requires opinions of the independent directors, the opinions and reasons of the independent directors shall be disclosed together with the issuance of such notice. Any notice and supplementary notice of general meetings shall include the contents prescribed by Hong Kong Listing Rules and Articles of Association, and sufficiently and completely disclose all contents of all proposals. If any matter to be discussed requires opinions of the independent directors, the opinions and reasons of the independent directors shall be disclosed together with the issuance of such notice. The notice of the general meeting of shareholders shall provide a full and clear explanation of the proposals and, for the proposal to be voted on, shall provide the directors' advice on how the shareholders shall vote in the best interest of the shareholders as a whole. The notice should clearly state whether (and how) shareholders who participate in the general meeting by remote means can vote.</u></p> <p>If the Company needs to provide additional material information on matters proposed at the general meeting, it shall provide such information no less than 10 working days in advance. The Company shall, if necessary, adjourn the shareholders' general meeting to ensure compliance with this provision.</p> <p><u>Voting through internet or other means (if any) of the general meeting shall commence no earlier than 3:00 pm on the day before the live general meeting and no later than 9:30 am on the day of the live general meeting, and shall end no earlier than 3:00 pm on the day of the close of the live general meeting. The interval between the date of registration and the date of the meeting shall not exceed seven working days. Once the registration date is finalized, it cannot be changed unless the date of the meeting is adjusted.</u></p>

No.	Before amendments	After amendments
69.	<p>Article 76</p> <p>If the elections of directors and supervisors are intended to be discussed at the shareholder's general meeting, the notice of the shareholders' general meeting shall fully disclose the details of the candidates for the role of directors and supervisors, and shall at least include the following particulars:</p> <ol style="list-style-type: none"> (1) personal particulars, such as education level, work experience and any part-time work undertaken; (2) whether there is any connected relationship with the Company or with the controlling shareholders and de facto controllers of the Company; (3) disclosure of their shareholding in the Company; <p>The election of each director and supervisor shall be voted upon on a separate basis.</p>	<p>Article 76 57</p> <p>If the elections of directors and supervisors are intended to be discussed at the shareholder's general meeting, the notice of the shareholders' general meeting shall fully disclose the details of the candidates for the role of directors and supervisors, and shall at least include the following particulars:</p> <ol style="list-style-type: none"> (1) personal particulars, such as education level, work experience and any part-time work undertaken; (2) whether there is any connected relationship with the Company or with the controlling shareholders and de facto controllers of the Company; (3) disclosure of their shareholding in the Company; <u>(4) whether they have been penalized by the China Securities Regulatory Commission and other relevant authorities and subject to the disciplinary actions imposed by the stock exchange.</u> <p><u>Except for the election of each directors and supervisors by cumulative voting, the nomination of each candidate for director or supervisor shall be proposed on a separate basis shall be voted upon on a separate basis.</u></p> <p><u>The shareholders shall have a chance to give notice to the Company of the nomination of a person for election as a director or supervisor at the shareholders' general meeting. If the Company receives such notice from a shareholder after the publication of the notice of general meeting, the Company shall issue an announcement or a supplementary circular; such announcement or supplementary circular shall include the particulars of the person nominated for election as a Director. The issuer shall allow shareholders at least seven days before the date of the meeting for the election of directors to consider the relevant information disclosed in the aforesaid announcement or supplementary circular. The Company shall assess whether the meeting for the election of directors needs to be adjourned to allow shareholders a longer period (at least ten business days) to consider the relevant information disclosed in the announcement or supplementary circular.</u></p>

No.	Before amendments	After amendments
70.	<p>Article 77</p> <p>Unless otherwise required by relevant laws, regulations, listing rules of place(s) where the Company's shares are listed or the Articles of Association, the notice, information or written statement for the shareholders' general meeting shall be served on the shareholders (whether or not entitled to vote at the general meeting) by special appointed person or prepaid mail. The recipient address in the register of shareholders shall prevail. For the holders of domestic shares, the notice of the shareholders' general meeting may be issued in the form of public notice.</p> <p>The public notice in the preceding paragraph shall be published in one or more newspapers designated by the security regulatory authority of the State Council. After the publication of such notice, the holders of domestic shares shall be deemed to have received the notice of the relevant shareholders' general meeting.</p> <p>Provided that complying with the requirements of laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association and fulfilling relevant procedures, the notice of the shareholders' general meeting to H shareholders shall be published on the websites stipulated by the Hong Kong Stock Exchange or our website, instead of serving by special appointed person or prepaid mail. After the publication of such notice, the holders of foreign shares listed overseas shall be deemed to have received the notice of the relevant shareholders' general meeting.</p>	<p>Article 77</p> <p>Unless otherwise required by relevant laws, regulations, listing rules of place(s) where the Company's shares are listed or the Articles of Association, the notice, information or written statement for the shareholders' general meeting shall be served on the shareholders (whether or not entitled to vote at the general meeting) by special appointed person or prepaid mail. The recipient address in the register of shareholders shall prevail. For the holders of domestic shares, the notice of the shareholders' general meeting may be issued in the form of public notice.</p> <p>The public notice in the preceding paragraph shall be published in one or more newspapers designated by the security regulatory authority of the State Council. After the publication of such notice, the holders of domestic shares shall be deemed to have received the notice of the relevant shareholders' general meeting.</p> <p>Provided that complying with the requirements of laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association and fulfilling relevant procedures, the notice of the shareholders' general meeting to H shareholders shall be published on the websites stipulated by the Hong Kong Stock Exchange or our website, instead of serving by special appointed person or prepaid mail. After the publication of such notice, the holders of foreign shares listed overseas shall be deemed to have received the notice of the relevant shareholders' general meeting.</p>
71.	<p>Article 78</p> <p>The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive the notice shall not invalidate the proceedings at that meeting.</p>	<p>Article 78</p> <p>The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive the notice shall not invalidate the proceedings at that meeting.</p>
72.	<p>Article 79</p> <p>After the notice on convening the shareholders' general meeting sent out, the shareholders' general meeting shall not be postponed or cancelled and the proposal listed in the notice on the shareholders' general meeting shall not be cancelled without justifiable causes. In the case of any circumstance for postponement or cancellation of the meeting, the convener shall make an announcement and explain the reasons at least 2 working days before the date for the planned shareholders' general meeting. If the Company changes the venue or time of a general meeting, it shall give full prior notice to the shareholders.</p>	<p>Article 79 58</p> <p>After the notice on convening the shareholders' general meeting sent out, the shareholders' general meeting shall not be postponed or cancelled and the proposal listed in the notice on the shareholders' general meeting shall not be cancelled without justifiable causes. In the case of any circumstance for postponement or cancellation of the meeting, the convener shall make an announcement and explain the reasons at least 2 working days before the date for the planned shareholders' general meeting. If the Company changes the venue or time of a general meeting, it shall give full prior notice to the shareholders.</p>

No.	Before amendments	After amendments
73.	<p>Article 81</p> <p>At the time of the shareholders' general meeting, all shareholders registered on the register of shareholders on the date of equity registration or their proxies shall be entitled to attend the shareholders' general meeting and exercise their voting rights in accordance with the relevant laws, regulations and the Articles of Association.</p>	<p>Article 8160</p> <p>At the time of the shareholders' general meeting, All shareholders registered on the register of shareholders on the date of equity registration or their proxies shall be entitled to attend the shareholders' general meeting and exercise their voting rights in accordance with the relevant laws, regulations and the Articles of Association.</p> <p><u>Shareholders may attend general meetings in person or, appoint a proxy to attend and vote at the meeting on their behalf.</u></p>
74.	<p>Article 82</p> <p>Any shareholder entitled to attend and vote at the shareholders' general meeting shall be entitled to attend the meeting in person, or appoint one or more other persons (who may not be shareholders) as his/her proxy to attend and vote on his/her behalf. A shareholder shall entrust the proxy in writing, which shall be signed by the entrusting party or by the proxy entrusted by the entrusting party in writing; if the shareholder is a legal entity, the written entrustment file shall be sealed by the legal entity's stamp or signed by its directors or the proxy officially appointed by the shareholder.</p> <p>The shareholder proxy can exercise the following rights according to the entrustment of the shareholder:</p> <ol style="list-style-type: none"> (1) have the same right as the shareholders to speak at the shareholders' general meeting; (2) have authority to demand a poll or join in such a demand; (3) have the right to vote by hand or on a poll, except that, where a shareholder has appointed more than one proxy, his/her proxies may only exercise the voting rights when a poll is taken. 	<p>Article 82</p> <p>Any shareholder entitled to attend and vote at the shareholders' general meeting shall be entitled to attend the meeting in person, or appoint one or more other persons (who may not be shareholders) as his/her proxy to attend and vote on his/her behalf. A shareholder shall entrust the proxy in writing, which shall be signed by the entrusting party or by the proxy entrusted by the entrusting party in writing; if the shareholder is a legal entity, the written entrustment file shall be sealed by the legal entity's stamp or signed by its directors or the proxy officially appointed by the shareholder.</p> <p>The shareholder proxy can exercise the following rights according to the entrustment of the shareholder:</p> <ol style="list-style-type: none"> (1) have the same right as the shareholders to speak at the shareholders' general meeting; (2) have authority to demand a poll or join in such a demand; (3) have the right to vote by hand or on a poll, except that, where a shareholder has appointed more than one proxy, his/her proxies may only exercise the voting rights when a poll is taken.
75.	<p>Article 83</p> <p>A shareholder shall attend the meeting upon the strength of his/her ID card or other valid certificates or proof that can prove his/her identity; a proxy who attends the meeting entrusted by a shareholder shall show his/her valid ID card and the letter of attorney issued by the shareholder.</p>	<p>Article 83 61</p> <p><u>Each member is entitled to appoint a proxy, and such proxy need not be a member of the Company.</u> A shareholder shall attend the meeting upon the strength of his/her ID card or other valid certificates or proof that can prove his/her identity; a proxy who attends the meeting entrusted by a shareholder shall show his/her valid ID card and the letter of attorney issued by the shareholder.</p>

No.	Before amendments	After amendments
	<p>Institutional shareholders should assign his/her legal representative (principal) or a proxy authorized by the legal representative (principal) to attend the meeting. Where a legal representative (principal) attends the meeting, he/she should show the ID card, and a valid certification to prove the qualification of the legal representative (principal); where an entrusted proxy attends the meeting, the proxy should show his/her ID card, a written letter of attorney issued by the legal representative (principal) of the institutional shareholder unit in accordance with the laws.</p>	<p>Corporate shareholders or other Institutional shareholders should assign his/her legal representative (principal) <u>/managing partner</u> or a proxy authorized by the legal representative (principal) <u>/managing partner</u> to attend the meeting. Where a legal representative (principal) <u>/managing partner</u> attends the meeting, he/she should show the ID card, and a valid certification to prove the qualification of the legal representative (principal) <u>/managing partner</u>; where an entrusted proxy attends the meeting, the proxy should show his/her ID card, a written letter of attorney issued by the legal representative (principal) <u>/managing partner</u> of the institutional shareholder unit in accordance with the laws <u>(except that the shareholder is a recognized clearing house as defined in the relevant ordinance in force from time to time under the laws of Hong Kong or the securities regulatory rules of the place where the Company's shares are listed or its nominee).</u></p> <p><u>Where the shareholder is a Recognised Clearing House, the Recognised Clearing House may authorise such person or persons as it thinks fit to act as its representative or representatives at any shareholders' general meeting or at any meeting of any class of shareholders or at any meeting of creditors; provided that, if more than one person is so authorised, the authorisation shall specify the number and class of shares in respect of which each such person is so authorised and shall be signed by an authorised officer of the Recognised Clearing House. A person so authorised may attend a meeting on behalf of the Recognised Clearing House (without production of a share certificate, notarised authorisation and/or further evidence that he is duly authorised) and exercise the same rights as if he were an individual shareholder of the Company (and enjoy the same statutory rights as other shareholders, including the right to speak and to vote).</u></p>
76.	<p>Article 84</p> <p>The letter of attorney issued by a shareholder to entrust a proxy to attend the shareholders' general meeting shall be in writing and include the following contents:</p> <ol style="list-style-type: none"> (1) the name of the proxy; (2) whether have the voting right or not; 	<p>Article 84 62</p> <p>The letter of attorney issued by a shareholder to entrust a proxy to attend the shareholders' general meeting shall be in writing and include the following contents:</p> <ol style="list-style-type: none"> (1) the name of the proxy; (2) whether have the voting right or not;

No.	Before amendments	After amendments
	<p>(3) the instructions which respectively vote consent, objection and abstention over each item to be examined by the shareholders' general meeting;</p> <p>(4) the issuance date and expiry date of the letter of attorney;</p> <p>(5) the signature (or seal) of entrusting party. Where the entrusting party is an institutional shareholder, the legal entity shall seal on the letter of attorney, or its director or duly authorized proxy or officer sign on its.</p>	<p>(3) the instructions which respectively vote consent, objection and abstention over each item to be examined by the shareholders' general meeting; <u>whether there is a right to vote on provisional proposals that may be included in the agenda of the general meeting and, if so, what right to vote shall be exercised;</u></p> <p>(4) the issuance date and expiry date of the letter of attorney;</p> <p>(5) the signature (or seal) of entrusting party. Where the entrusting party is a <u>corporate/other</u> an institutional shareholder, <u>the seal of the corporate/institutional units shall be affixed</u> the legal entity shall seal on the letter of attorney, or its director or duly authorized proxy or officer sign on its.</p>
77.	<p>Article 85</p> <p>The form of any blank letter of attorney issued by the Board of Directors of the Company to the shareholders for the appointment of the shareholder's proxy shall give the shareholder free choice to instruct the shareholder's proxy to vote for, against or abstain from voting, and to give separate directions as to the matter to be voted on each item of the meetings. The letter of attorney shall indicate that the shareholder proxy can vote according to his/her own opinions if the shareholder does not make specific instructions.</p>	<p>Article 8563</p> <p>The form of any blank letter of attorney issued by the Board of Directors of the Company to the shareholders for the appointment of the shareholder's proxy shall give the shareholder free choice to instruct the shareholder's proxy to vote for, against or abstain from voting, and to give separate directions as to the matter to be voted on each item of the meetings. The letter of attorney shall indicate that the shareholder proxy can vote according to his/her own opinions if the shareholder does not make specific instructions.</p>
78.	<p>Article 86</p> <p>The power of attorney 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 or within 24 hours prior to the specified time of the vote. Where the power of attorney is signed by another person authorized by the entrusting party, the power of attorney or other authorization document shall be notarized. The notarized power of attorney or other authorization document shall, together with the letter of attorney for the voting proxy, be placed together with the instrument appointing the voting proxy at the domicile of the Company or at such other place as specified in the notice of the meeting.</p>	<p>Article 86 64</p> <p>The power of attorney 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 or within 24 hours prior to the specified time of the vote. Where the power of attorney is signed by another person authorized by the entrusting party, the power of attorney or other authorization document shall be notarized. The notarized power of attorney or other authorization document shall, together with the letter of attorney for the voting proxy, be placed together with the instrument appointing the voting proxy at the domicile of the Company or at such other place as specified in the notice of the meeting.</p>

No.	Before amendments	After amendments
	<p>Where the entrusting party is an institutional shareholders, its legal representative (principal) or the person authorized by resolution of its Board of Directors or other decision-making body shall be entitled to attend the Company's shareholders' general meeting as the representative of such legal person.</p> <p>Where the shareholder is a recognized clearing house (or its proxy) defined by the relevant ordinances stipulated in Hong Kong from time to time, the shareholder may authorize one or more persons it considers appropriate as its representative(s) at any shareholders' general meeting or any category shareholders meeting; However, if more than one person obtain authorization, the power of attorney shall contain the involved number and category of shares for which such persons are authorized, and could be signed by an authorized officer of the recognized clearing house. The authorized persons can represent the recognized clearing house (or its proxy) to attend the meeting and exercise its right (not need to show holding certificate, notarized authorization and/or further evidence to proof due authorization), as if the persons are the Company's individual shareholders.</p>	<p>Where the entrusting party is <u>a legal person</u> an institutional shareholders, its legal representative (principal) or the person authorized by resolution of the its Board of Directors or other decision-making body shall be entitled to attend the Company's shareholders' general meeting as the representative of such legal person.</p> <p>Where the shareholder is a recognized clearing house (or its proxy) defined by the relevant ordinances stipulated in Hong Kong from time to time, the shareholder may authorize one or more persons it considers appropriate as its representative(s) at any shareholders' general meeting or any category shareholders meeting; However, if more than one person obtain authorization, the power of attorney shall contain the involved number and category of shares for which such persons are authorized, and could be signed by an authorized officer of the recognized clearing house. The authorized persons can represent the recognized clearing house (or its proxy) to attend the meeting and exercise its right (not need to show holding certificate, notarized authorization and/or further evidence to proof due authorization), as if the persons are the Company's individual shareholders.</p>
79.	<p>Article 87</p> <p>Where the entrusting party dies, loses its capacity for action, has revoked the authorization of signing instrument of appointment prior to the voting, or the relevant shares have been transferred prior to the voting, a vote given in accordance with the terms of the power of attorney shall remain valid as long as the Company has not received a written notice of the event prior to the relevant meeting.</p>	<p>Article 87</p> <p>Where the entrusting party dies, loses its capacity for action, has revoked the authorization of signing instrument of appointment prior to the voting, or the relevant shares have been transferred prior to the voting, a vote given in accordance with the terms of the power of attorney shall remain valid as long as the Company has not received a written notice of the event prior to the relevant meeting.</p>
80.	<p>Article 89</p> <p>The convener and the lawyers engaged by the Company shall jointly verify the validity of the Shareholders' qualifications based on the register of members provided by the securities registration and clearing authority, and shall register the names of the shareholders as well as the number of their voting shares. The registration for a meeting shall end before the chairman of the meeting announces the number of shareholders and proxies attending the meeting in person and the total number of their voting shares held.</p>	<p>Article 89 66</p> <p>The convener and the lawyers (<u>if any</u>) engaged by the Company shall jointly verify the validity of the Shareholders' qualifications based on the register of members provided by the securities registration and clearing authority, and shall register the names of the shareholders as well as the number of their voting shares. The registration for a meeting shall end before the chairman of the meeting announces the number of shareholders and proxies attending the meeting in person and the total number of their voting shares held.</p>
81.	<p>Article 90</p> <p>When a shareholders' general meeting is held, all the directors and supervisors and the secretary of the Board of Directors shall attend the meeting, and the general manager and other senior management officer shall attend the meeting as nonvoting delegates.</p>	<p>Article 90 67</p> <p>When a shareholders' general meeting is held, all the directors and supervisors and the secretary of the Board of Directors <u>of the Company</u> shall attend the meeting, and the general manager and other senior management officer shall attend the meeting as nonvoting delegates.</p>

No.	Before amendments	After amendments
82.	<p>Article 91</p> <p>The general meeting of shareholders shall be convened by the Board of Directors and held by the chairman of the Board of Directors. Where the chairman cannot perform his/her duties or fails to perform his/her duties, half of the directors or more shall jointly recommend one director to preside over the meeting. If no presider is appointed, a person may be elected at the Shareholders' general meeting to act as the presider. If for any reason, the shareholders fail to elect a presider, the shareholder (including proxy thereof other than HKSCC Nominees Limited) holding the most voting shares thereat shall preside over the meeting.</p> <p>Where the Board of Supervisors convene the shareholders' general meeting by themselves, the chairman of the Board of Supervisors shall preside over the meeting. Where the chairman of the Board of Supervisors cannot perform his duties or fails to perform his duties, half of the supervisors or more shall jointly recommend one supervisor to preside over the meeting.</p> <p>Where the shareholders convene the shareholders' general meeting by themselves, the convener shall recommend one representative to preside over the meeting.</p> <p>When the shareholders' general meeting is held and the presider of the meeting violates the rules of procedure and makes it difficult for the shareholders' general meeting to continue its meeting, the shareholders' general meeting may recommend one person as the presider of the meeting upon consent of not less than half of the voting shareholders that are present at the meeting, and continue the meeting.</p>	<p>Article 9168</p> <p>The general meeting of shareholders shall be convened by the Board of Directors and held by the chairman of the Board of Directors. Where the chairman cannot perform his/her duties or fails to perform his/her duties, half of the directors or more shall jointly recommend one director to preside over the meeting. If no presider is appointed, a person may be elected at the Shareholders' general meeting to act as the presider. If for any reason, the shareholders fail to elect a presider, the shareholder (including proxy thereof other than HKSCC Nominees Limited) holding the most voting shares thereat shall preside over the meeting.</p> <p>Where the Board of Supervisors convene the shareholders' general meeting by themselves, the chairman of the Board of Supervisors shall preside over the meeting. Where the chairman of the Board of Supervisors cannot perform his duties or fails to perform his duties, half of the supervisors or more shall jointly recommend one supervisor to preside over the meeting.</p> <p>Where the shareholders convene the shareholders' general meeting by themselves, the convener shall recommend one representative to preside over the meeting.</p> <p>When the shareholders' general meeting is held and the presider of the meeting violates the rules of procedure and makes it difficult for the shareholders' general meeting to continue its meeting, the shareholders' general meeting may recommend one person as the presider of the meeting upon consent of not less than half of the voting shareholders that are present at the meeting, and continue the meeting.</p>
83.	<p>Article 92</p> <p>The Company shall formulate the rules of procedures for the shareholders' general meeting, which shall provide detailed provisions for the convening and voting procedures, including notice, registration, examination of proposals, voting, vote counting, announcement of voting results, formation of meeting resolutions, minutes and signing, as well as the principle of authorization of the board of directors by the shareholders' meeting. The authorization content should be clear and specific. The rules of procedures for the shareholders' general meeting shall be made as an appendix to the Articles of Association, prepared by the Board of Directors and approved by the shareholders' general meeting.</p>	<p>Article 9269</p> <p>The Company shall formulate the rules of procedures for the shareholders' general meeting, which shall provide detailed provisions for the convening and voting procedures, including notice, registration, examination of proposals, voting, vote counting, announcement of voting results, formation of meeting resolutions, minutes and signing and announcements, as well as the principle of authorization of the board of directors by the shareholders' meeting. The authorization content should be clear and specific. The rules of procedures for the shareholders' general meeting shall be made as an appendix to the Articles of Association, prepared by the Board of Directors and approved by the shareholders' general meeting.</p>

No.	Before amendments	After amendments
84.	<p>Article 93</p> <p>At an annual shareholders' general meeting, the Board of Directors and the Board of Supervisors shall report their respective work of the previous year to the general meeting of shareholders.</p>	<p>Article 93 70</p> <p>At an annual shareholders' general meeting, the Board of Directors and the Board of Supervisors shall report their respective work of the previous year to the general meeting of shareholders. <u>Each independent director shall also make a report on his/her duties.</u></p>
85.	<p>Article 96</p> <p>Minutes of General Meetings shall be recorded by the secretary to the Board of Directors and contain the following items:</p> <ol style="list-style-type: none"> (1) the date, place and agenda of the meeting, and the name of the convener; (2) the name of the presider of the meeting, and the names of directors, supervisors, general managers and other senior management members of the Company attending or present at the meeting; (3) the number of shares carrying voting rights held respectively by shareholders and their proxies attending the meeting, and the percentage of the total number of shares of the Company they represent; (4) the discussions in respect of each motion, highlights of the speeches and the voting results on each resolution; (5) details of the queries or recommendations of the shareholders, and the corresponding answers or explanations; (6) the names of vote counters and vote monitors; (7) such other matters which shall be recorded in the minutes of the meeting in accordance with the provisions of the Articles of Association. 	<p>Article 96 73</p> <p>Minutes of General Meetings shall be recorded by the secretary to the Board of Directors and contain the following items:</p> <ol style="list-style-type: none"> (1) the date, place and agenda of the meeting, and the name of the convener; (2) the name of the presider of the meeting, and the names of directors, supervisors, general managers and other senior management members of the Company attending or present at the meeting; (3) the number of shares carrying voting rights held respectively by shareholders and their proxies attending the meeting, and the percentage of the total number of shares of the Company they represent; (4) the discussions in respect of each motion, highlights of the speeches and the voting results on each resolution; (5) details of the queries or recommendations of the shareholders, and the corresponding answers or explanations <u>(if any)</u>; (6) the names of <u>lawyers (if any)</u>, vote counters and vote monitors; (7) such other matters which shall be recorded in the minutes of the meeting in accordance with the provisions of the Articles of Association.

No.	Before amendments	After amendments
86.	<p>Article 97</p> <p>The convener shall ensure the truthfulness, accuracy and completeness of the minutes of the meeting. Directors, supervisors, the secretary to the Board of Directors, the convener or his or her representative, and the presider of the meeting attending the meeting shall sign the minutes of the meeting. The minutes of the meeting and the signed attendance record of the shareholders who attended in person, the proxy forms and the valid information relating to voting online and by other means shall be kept together for a term of not less than 10 years.</p>	<p>Article 97 74</p> <p>The convener shall ensure the truthfulness, accuracy and completeness of the minutes of the meeting. Directors, supervisors, the secretary to the Board of Directors, the convener or his or her representative, and the presider of the meeting attending the meeting shall sign the minutes of the meeting. The minutes of the meeting and the signed attendance record of the shareholders who attended in person, the proxy forms <u>or by other means</u> and the valid information relating to voting online and shall be kept together for a term of not less than 10 years.</p>
87.	<p>Article 98</p> <p>The convener shall ensure that a General Meeting is held continuously until final resolutions have been reached. If the General Meeting is suspended or the shareholders fail to reach any resolution due to force majeure or other special reasons, measures shall be taken to resume the meeting as soon as possible or the meeting shall be terminated directly.</p>	<p>Article 98 75</p> <p>The convener shall ensure that a General Meeting is held continuously until final resolutions have been reached. If the General Meeting is suspended or the shareholders fail to reach any resolution due to force majeure or other special reasons, measures shall be taken to resume the meeting as soon as possible <u>directly terminate</u> or the general meeting shall be terminated directly, and an explanation or announcement shall be made in a timely manner.</p>
88.	<p>Article 100</p> <p>The following matters shall be passed by ordinary resolution by the shareholders' general meeting:</p> <ol style="list-style-type: none"> (1) The work report of the Board of Directors and the Board of Supervisors; (2) The profit distribution plan and loss make-up plan proposed by the Board of Directors; (3) Appointment and removal and remuneration and payment methods of the members of the Board of Directors and the Board of Supervisors; (4) The Company's annual budget and final accounts report, balance sheet, profits statement and other financial statements; (5) The Company's annual report; (6) Other matters other than those stated to be passed by special resolutions by the laws, administrative regulations regulatory rules of the place where the Company's shares are listed or the Articles of Association. 	<p>Article 100 77</p> <p>The following matters shall be passed by ordinary resolution by the shareholders' general meeting:</p> <ol style="list-style-type: none"> (1) The work report of the Board of Directors and the Board of Supervisors; (2) The profit distribution plan and loss make-up plan proposed by the Board of Directors; (3) Appointment and removal and remuneration and payment methods of the members of the Board of Directors and the Board of Supervisors; (4) The Company's annual budget and final accounts report, balance sheet, profits statement and other financial statements; (5) The Company's annual report; (6) <u>The resolutions on the appointment, dismissal or non-renewal of the appointment of an accounting firm or the remuneration of an accounting firm;</u>

No.	Before amendments	After amendments
		(67) Other matters other than those stated to be passed by special resolutions by the laws, administrative regulations regulatory rules of the place where the Company's shares are listed or the Articles of Association.
89.	<p>Article 101</p> <p>The following matters shall be resolved by way of special resolutions of the shareholders' general meeting:</p> <p>(1) Increase or reduction of the Company's share capital and issuance of any category of shares, warrants or other similar securities;</p> <p>(2) Resolutions on issuance of the Company's bonds or other securities and listing plans;</p> <p>(3) Division, merger, dissolution and liquidation or form change of the Company;</p> <p>(4) Amendment of the Articles of Association;</p> <p>(5) The Company purchase or sale of material assets or guarantee amount that exceed 30% of the Company's total audited assets in the latest period within one year;</p> <p>(6) The formulation, modification and implementation of equity incentive plan;</p> <p>(7) repurchase the Company's shares;</p> <p>(8) Other matters prescribed in the laws and administrative regulations, departmental regulations, provisions of securities regulatory authority of the locality where the Company shares are listed or the Articles of Association, as well as other matters, as determined by way of an ordinary resolution of the shareholders' general meeting, which may have a significant impact on the Company and require adoption by way of a special resolution.</p>	<p>Article 101 78</p> <p>The following matters shall be resolved by way of special resolutions of the shareholders' general meeting:</p> <p>(1) Increase or reduction of the Company's share capital and issuance of any category of shares, warrants or other similar securities;</p> <p>(2) Resolutions on issuance of the Company's bonds or other securities and listing plans;</p> <p>(3) Division, <u>spin-off</u>, merger, dissolution and liquidation, <u>suspension, change of corporate form or substantial change of the principal business</u> or form change of the Company;</p> <p>(4) Amendment of the Articles of Association;</p> <p>(5) The Company purchase or sale of material assets or guarantee amount that exceed 30% of the Company's total audited assets in the latest period within one year;</p> <p>(6) The formulation, modification and implementation of equity incentive plan;</p> <p>(7) repurchase the Company's shares;</p> <p>(8)7) Other matters prescribed in the laws and administrative regulations, departmental regulations, provisions of securities regulatory authority of the locality where the Company shares are listed or the Articles of Association, as well as other matters, as determined by way of an ordinary resolution of the shareholders' general meeting, which may have a significant impact on the Company and require adoption by way of a special resolution.</p>

No.	Before amendments	After amendments
90.	<p>Article 102</p> <p>Where voting at the shareholders' general meeting, the shareholders (including proxies) shall exercise their voting rights according to the number of voting shares that they hold at the shareholders' general meeting, each share shall carry one voting right.</p> <p>For any issue which shareholders shall abstain from voting or can only vote either in favor of or against pursuant to Hong Kong Listing Rules, the shareholders shall abstain from voting according to such regulations. Any votes in violation of the relevant regulations or restrictions casted by the shareholders or their proxies will not be calculated into the voting results.</p> <p>The Company has no voting right for the shares it holds, and such part of shares shall not be included in the total amount of voting shares of the shareholders that attend the shareholders' general meeting.</p> <p>When any shareholder is not allowed to exercise any voting right or is restricted to cast either affirmative or negative vote in respect of certain proposal according to the laws, administrative regulations and regulatory rules of the place where the Company's shares are listed, then the vote of the shareholder or its proxy in violation of the aforesaid rules or restrictions shall not be included in the voting result.</p>	<p>Article 102 79</p> <p><u>The shares held by the shareholders of the Company are ordinary shares without special voting rights.</u> Where voting at the shareholders' general meeting; The shareholders (including proxies) shall exercise their voting rights according to the number of voting shares that they hold at the shareholders' general meeting, each share shall carry one voting right.</p> <p><u>When the shareholders' general meeting considers major issues that affect the interests of small and medium investors, the votes of small and medium investors shall be counted separately. The results of the separate vote counting shall be publicly disclosed in a timely manner.</u> For any issue which shareholders shall abstain from voting or can only vote either in favor of or against pursuant to Hong Kong Listing Rules, the shareholders shall abstain from voting according to such regulations. Any votes in violation of the relevant regulations or restrictions casted by the shareholders or their proxies will not be calculated into the voting results.</p> <p>The Company has no voting right for the shares it holds, and such part of shares shall not be included in the total amount of voting shares of the shareholders that attend the shareholders' general meeting.</p> <p><u>The Board, independent directors and shareholders holding more than one percent of the voting shares or investor protection institutions established in accordance with laws, administrative regulations or the provisions of the securities regulatory authorities where the Company's shares are listed may openly solicit voting rights from shareholders. Solicitation of voting rights from shareholders should make sufficient disclosure of information, including the specific voting intention, to persons from whom such voting rights are solicited.</u>When any shareholder is not allowed to exercise any voting right or is restricted to cast either affirmative or negative vote in respect of certain proposal according to the laws, administrative regulations and regulatory rules of the place where the Company's shares are listed, then the vote of the shareholder or its proxy in violation of the aforesaid rules or restrictions shall not be included in the voting result.</p>

No.	Before amendments	After amendments
91.		<p><u>Article 80</u></p> <p><u>Solicitation of the rights by the qualified shareholders from other shareholders lawfully possessed by them such as the meetings convening rights, proposing rights, nomination rights and voting rights through offering money or other forms of consideration is forbidden. Except for statutory conditions, the Company shall not set a minimum shareholding limit for voting right solicitation.</u></p>
92.	<p>Article 103</p> <p>In case the shareholders' general meeting examines matters relating to connected transactions (as defined in Hong Kong Listing Rules), the associated shareholder and his/her close associate (as defined in Hong Kong Listing Rules) shall withdraw from the voting, its voting shares shall not be included in the total amount of valid voting shares. The resolution announcement of the shareholders' general meeting shall be given full disclosure of non-affiliated persons' vote.</p> <p>Before the general meeting considers matters relating to connected transactions, the Company shall determine the scope of connected shareholders in accordance with relevant laws, regulations and normative documents. Connected persons or their authorized representatives may attend the general meeting, and may clarify their views to the shareholders in accordance with the procedures of the meeting, but they shall abstain from voting in a poll.</p> <p>Where the general meeting considers matters relating to connected transactions, connected shareholders shall abstain from voting. If connected shareholders fail to abstain from voting, other shareholders attending the meeting shall have the right to request them to abstain from voting. After connected persons have abstained from voting, other shareholders shall vote according to their voting rights and pass the corresponding resolutions in accordance with the provisions of the Articles of Association. The presider of the meeting shall announce the number of shareholders and proxies except connected persons present at the general meeting and the total number of their voting shares.</p>	<p>Article 103<u>81</u></p> <p>In case the shareholders' general meeting examines matters relating to connected transactions (as defined in Hong Kong Listing Rules), the associated shareholder and his/her close associate (as defined in Hong Kong Listing Rules) shall withdraw from the voting, its voting shares shall not be included in the total amount of valid voting shares. The resolution announcement of the shareholders' general meeting shall be given full disclosure of non-affiliated persons' vote.</p> <p>Before the general meeting considers matters relating to connected transactions, the Company shall determine the scope of connected shareholders in accordance with relevant laws, regulations and normative documents. Connected persons or their authorized representatives may attend the general meeting, and may clarify their views to the shareholders in accordance with the procedures of the meeting, but they shall abstain from voting in a poll.</p> <p>Where the general meeting considers matters relating to connected transactions, connected shareholders shall abstain from voting. If connected shareholders fail to abstain from voting, other shareholders attending the meeting shall have the right to request them to abstain from voting. After connected persons have abstained from voting, other shareholders shall vote according to their voting rights and pass the corresponding resolutions in accordance with the provisions of the Articles of Association. The presider of the meeting shall announce the number of shareholders and proxies except connected persons present at the general meeting and the total number of their voting shares.</p>

No.	Before amendments	After amendments
	<p>In order to be valid, the resolutions made at the general meeting on matters relating to connected transactions shall be passed by more than half of the votes cast by the non-connected shareholders attending the general meeting. However, in order to be valid, in the event of such connected transaction involving matters that need to be passed by special resolution as stipulated in the Articles of Association, the resolutions of the general meeting must be passed by more than two thirds of the voting rights held by the non-connected persons attending the general meeting.</p> <p>Where connected persons or their associates participate in voting in violation of the provisions under this article, their voting in respect of matters relating to connected transactions shall be invalid.</p>	<p>In order to be valid, the resolutions made at the general meeting on matters relating to connected transactions shall be passed by more than half of the votes cast by the non-connected shareholders attending the general meeting. However, in order to be valid, in the event of such connected transaction involving matters that need to be passed by special resolution as stipulated in the Articles of Association, the resolutions of the general meeting must be passed by more than two thirds of the voting rights held by the non-connected persons attending the general meeting.</p> <p>Where connected persons or their associates participate in voting in violation of the provisions under this article, their voting in respect of matters relating to connected transactions shall be invalid.</p> <p><u>In accordance with the applicable laws, regulations, normative documents and Hong Kong Listing Rules, where any shareholder shall abstain from voting for any particular resolution, or is restricted to vote only for or against such resolution, any votes in violation of such requirement or restriction by the shareholders or their proxies shall not be counted in the voting results.</u></p>
93.	<p>Article 104</p> <p>The Company can provide convenience for shareholders to attend the shareholders' general meeting through all kinds of means and methods under the premise of guaranteeing the conformity to laws and effectiveness of the shareholders' general meeting.</p>	<p>Article 104</p> <p>The Company can provide convenience for shareholders to attend the shareholders' general meeting through all kinds of means and methods under the premise of guaranteeing the conformity to laws and effectiveness of the shareholders' general meeting.</p>
94.	<p>Article 105</p> <p>The list of directors and supervisors' candidates shall be submitted to the shareholders' general meeting for voting in the form of proposal.</p>	<p>Article 10583</p> <p>The list of directors and supervisors' candidates shall be submitted to the shareholders' general meeting for voting in the form of proposal.</p> <p><u>When the general meeting votes on the election of directors or supervisors, it may, pursuant to these Articles of Association or a resolution of the general meeting, do so by cumulative voting.</u></p> <p><u>For the purposes of the preceding paragraph, the term "cumulative voting" means that, when the general meeting votes to elect directors or non-employee representative supervisors, each share carries a number of voting rights equivalent to the number of directors or supervisors to be elected, and a shareholder may cluster his or her voting rights. The Board shall provide shareholders with the biographies and basic information of candidates for directors and supervisors.</u></p>

No.	Before amendments	After amendments
95.	<p>Article 106</p> <p>The shareholders' general meeting shall vote on all the proposals item by item, and shall vote on the proposals based on the time sequence of the proposals if there are various proposals for one matter. Unless the shareholders' general meeting is suspended or no resolution can be made due to special reasons such as force majeure, the shareholders' general meeting shall not shelve the proposals or suspend the voting of proposals.</p>	<p>Article 106 <u>84</u></p> <p><u>Except those considered under the cumulative voting system,</u> the shareholders' general meeting shall vote on all the proposals item by item, and shall vote on the proposals based on the time sequence of the proposals if there are various proposals for one matter. Unless the shareholders' general meeting is suspended or no resolution can be made due to special reasons such as force majeure, the shareholders' general meeting shall not shelve the proposals or suspend the voting of proposals.</p>
96.	<p>Article 107</p> <p>When the shareholders' general meeting examines a proposal, it shall not amend the proposal, otherwise, the relevant modification shall be regarded as a new proposal and shall not be voted on at the present shareholders' general meeting.</p>	<p>Article 107 <u>85</u></p> <p>When the shareholders' general meeting examines a proposal, it shall not <u>is not allowed to</u> amend the proposal, otherwise, the relevant modification shall be regarded as a new proposal and shall not be voted on at the present shareholders' general meeting.</p>
97.		<p>Article <u>86</u></p> <p><u>The same voting right shall only be exercised by either through on-site voting or other voting means. If the same voting right is exercised by more than one means, the result of the first vote cast shall prevail.</u></p>
98.	<p>Article 108</p> <p>Unless the resolutions on relevant procedures of a general meeting or administrative matters which can be decided by the chairman in the spirit of honesty and credibility and shall be voted on by show of hands, voting for a general meeting shall be made by ballot.</p> <p>Above procedural or administrative matters are those that:</p> <ol style="list-style-type: none"> 1. are not on the agenda of the shareholders' general meeting or in any supplementary circular to members; and 2. which relate to the presider's duties to maintain the orderly conduct of the meeting and/or allow the business of the meeting to be properly and effectively dealt with, whilst allowing the Shareholders a reasonable opportunity to express their views. 	<p>Article 108 <u>87</u></p> <p>Unless the resolutions on relevant procedures of a general meeting or administrative matters which can be decided by the chairman in the spirit of honesty and credibility and shall be voted on by show of hands; Voting for a general meeting shall be made by ballot.</p> <p>Above procedural or administrative matters are those that:</p> <ol style="list-style-type: none"> 1. are not on the agenda of the shareholders' general meeting or in any supplementary circular to members; and 2. which relate to the presider's duties to maintain the orderly conduct of the meeting and/or allow the business of the meeting to be properly and effectively dealt with, whilst allowing the Shareholders a reasonable opportunity to express their views.

No.	Before amendments	After amendments
99.	<p>Article 109</p> <p>Where the matter requested to be voted upon by ballot is the election of the presider or the adjournment of the meeting, a ballot shall be taken immediately; where a ballot is requested for any other matter, such ballot shall be taken at the time decided upon by the presider and the meeting may proceed with the discussion of other matters; the result of the ballot shall still be regarded as a resolution adopted at that meeting.</p>	<p>Article 109</p> <p>Where the matter requested to be voted upon by ballot is the election of the presider or the adjournment of the meeting, a ballot shall be taken immediately; where a ballot is requested for any other matter, such ballot shall be taken at the time decided upon by the presider and the meeting may proceed with the discussion of other matters; the result of the ballot shall still be regarded as a resolution adopted at that meeting.</p>
100.	<p>Article 110</p> <p>When the shareholders' general meeting is voting on the proposals, the lawyers, representatives of shareholders and supervisors and other person appointed according to Hong Kong Listing Rules shall be jointly responsible for the calculation and monitoring of ballots as per Hong Kong Listing Rules, the voting results shall be announced on the site and shall be recorded in the minute of the meeting.</p>	<p>Article 110 <u>88</u></p> <p><u>Before the general meeting votes on proposals, it shall elect two shareholder representatives to count the votes and scrutinize the voting. If any shareholder is related (connected) to the matter to be discussed, the relevant shareholder and his proxy shall not participate in vote counting or scrutinize the voting.</u></p> <p>When the shareholders' general meeting is voting on the proposals, the lawyers, representatives of shareholders and supervisors and other person appointed according to Hong Kong Listing Rules shall be jointly responsible for the calculation and monitoring of ballots as per Hong Kong Listing Rules, the voting results shall be announced on the site and shall be recorded in the minute of the meeting.</p> <p><u>Corporate shareholders or their proxies voting through the internet or other methods shall have the right to check their own votes cast through the relevant voting system.</u></p>
101.	<p>Article 111</p> <p>The shareholders' general meeting shall be held in the form of live meeting or other forms permitted by laws and regulations.</p> <p>The live meetings of the shareholders' general meeting shall not end any earlier than that held through network or by any other means. The presider of the meeting shall declare the voting and result of each proposal at the meeting, and announce whether the proposal has been adopted considering the voting result.</p> <p>Before the voting result is formally announced, relevant parties including the Company, vote counters, vote monitors, main shareholders etc. involved in the shareholders' general meeting shall bear the obligation of keeping the confidentiality of the voting.</p>	<p>Article 111 <u>89</u></p> <p>The shareholders' general meeting shall be held in the form of live meeting or other forms permitted by laws and regulations.</p> <p>The live meetings of the shareholders' general meeting shall not end any earlier than that held through network or by any other means, <u>if any</u>. The presider of the meeting shall declare the voting and result of each proposal at the meeting, and announce whether the proposal has been adopted considering the voting result.</p> <p>Before the voting result is formally <u>are officially</u> announced, relevant parties including the Company, vote counters, vote monitors, <u>major shareholders and internet service provider (if any) involved in voting on-site, by internet and other voting methods (if any) shall be obligated to keep confidential the voting results</u> main shareholders etc. involved in the shareholders' general meeting shall bear the obligation of keeping the confidentiality of the voting.</p>

No.	Before amendments	After amendments
102.	<p>Article 112</p> <p>The shareholders attending the shareholders' general meeting shall deliver one of the following kinds of opinion on the proposals put forward for voting: consent, objection or abstention, except for the declaration by securities registration and clearing institution as the nominal holder of stock connect mechanism between PRC and Hong Kong stock markets, based on the actual holders' intentions.</p> <p>Voters, whose ballots are not filled in, wrongly filled in or unintelligible shall be regarded as having abandoned their voting rights and the voting results of their shares shall be regarded as "abstention".</p> <p>At the time of voting, any shareholder who has two or more votes (including the proxies of such shareholders) needs not to use all votes for or against any resolution or to abstain from voting on such resolution.</p> <p>The same voting right with duplicate voting will be subject to the outcome of the first voting.</p>	<p>Article 112 90</p> <p>The shareholders attending the shareholders' general meeting shall deliver one of the following kinds of opinion on the proposals put forward for voting: consent, objection or abstention, except for the declaration by securities registration and clearing institution as the nominal holder of stock connect mechanism between PRC and Hong Kong stock markets, based on the actual holders' intentions.</p> <p>Voters, whose ballots are not filled in, wrongly filled in or unintelligible shall be regarded as having abandoned their voting rights and the voting results of their shares shall be regarded as "abstention".</p> <p>At the time of voting, any shareholder who has two or more votes (including the proxies of such shareholders) needs not to use all votes for or against any resolution or to abstain from voting on such resolution.</p> <p>The same voting right with duplicate voting will be subject to the outcome of the first voting.</p>
103.	<p>Article 113</p> <p>Where the presider of the meeting has any doubts over the results of a resolution put forward for voting, he/she may organize the counting of the number of vote cast; where the presider of the meeting does not count the votes, a shareholder or its proxy attending the meeting who challenges the result announced by the presider of the meeting shall have the right to request counting of votes to be conducted immediately after such announcement, and the presider of the meeting shall immediately organize the counting of the votes.</p> <p>Where counting of votes is held at a shareholders' general meeting, the result of the counting shall be recorded in the minutes of the meeting. The minutes of the meeting together with the attendance records signed by the attending shareholders and proxies' power of attorneys shall be kept at the Company's domicile.</p>	<p>Article 113 91</p> <p>Where the presider of the meeting has any doubts over the results of a resolution put forward for voting, he/she may organize the counting of the number of vote cast; where the presider of the meeting does not count the votes, a shareholder or its proxy attending the meeting who challenges the result announced by the presider of the meeting shall have the right to request counting of votes to be conducted immediately after such announcement, and the presider of the meeting shall immediately organize the counting of the votes.</p> <p>Where counting of votes is held at a shareholders' general meeting, the result of the counting shall be recorded in the minutes of the meeting. The minutes of the meeting together with the attendance records signed by the attending shareholders and proxies' power of attorneys shall be kept at the Company's domicile.</p>

No.	Before amendments	After amendments
104.	<p>Article 114</p> <p>The resolutions of the shareholders' general meeting shall be announced in a timely manner according to the laws, regulations, departmental regulations, normative documents, regulatory rules of the place where the Company's shares are listed and the Articles of Association, and the announcement of resolution shall indicate the number of shareholders and proxies that attended the meeting, the total amount of their voting shares and its proportion to the total voting shares of the Company, the total number of shares that are required to waive the consent vote and/or the total number of shares (if any) that are required to waive the right to vote in respect of individual proposal as required by the regulatory rules of the place where the shares of the Company are listed and whether the shareholders who should waive the right to vote are waiving their right to vote, the voting method, the voting result of each proposal and detailed contents of each resolution.</p>	<p>Article 114 <u>92</u></p> <p><u>Resolutions of general meetings shall be announced in a timely manner, and such announcements shall set forth the number of shareholders and proxies present at the meeting, the total number of voting shares and the proportion to the total number of voting shares of the Company, the manner of voting, the voting results on each proposal and the specific contents of each resolution adopted.</u> The resolutions of the shareholders' general meeting shall be announced in a timely manner according to the laws, regulations, departmental regulations, normative documents, regulatory rules of the place where the Company's shares are listed and the Articles of Association, and the announcement of resolution shall indicate the number of shareholders and proxies that attended the meeting, the total amount of their voting shares and its proportion to the total voting shares of the Company, the total number of shares that are required to waive the consent vote and/or the total number of shares (if any) that are required to waive the right to vote in respect of individual proposal as required by the regulatory rules of the place where the shares of the Company are listed and whether the shareholders who should waive the right to vote are waiving their right to vote, the voting method, the voting result of each proposal and detailed contents of each resolution.</p>
105.		<p>Article <u>93</u></p> <p><u>If any proposal is not adopted, or the current general meeting amends the resolution of the last general meeting, special reminder thereof shall be given in the announcement of the resolutions of the general meeting.</u></p>
106.	<p>Article 115</p> <p>Where the shareholders' general meeting adopts the proposal on the election of relevant directors or supervisors, the post-taking time of the newly appointed directors or supervisors shall be calculated from the date when the resolution of the shareholders' general meeting is adopted.</p>	<p>Article 115 <u>94</u></p> <p>Where the shareholders' general meeting adopts the proposal on the election of relevant directors or supervisors, <u>the newly elected directors and supervisors shall take office at the time specified in the resolution of the general meeting; if the time of office is not specified in the resolution of the general meeting, they shall take office at the time</u> the post-taking time of the newly appointed directors or supervisors shall be calculated from the date when the resolution of the general meeting is <u>made</u>.</p>

No.	Before amendments	After amendments
107.	<p>Article 116</p> <p>Shareholders may examine photocopies of the minutes of meetings during the Company's office hours free of charge. If any shareholder requests from the Company a photocopy of relevant minutes of meetings, the Company shall send such photocopies within 7 days of receiving payment of reasonable charges.</p>	<p>Article 116</p> <p>Shareholders may examine photocopies of the minutes of meetings during the Company's office hours free of charge. If any shareholder requests from the Company a photocopy of relevant minutes of meetings, the Company shall send such photocopies within 7 days of receiving payment of reasonable charges.</p>
108.		<p>Article 95</p> <p><u>If any proposal for a cash dividend, share allocation, or conversion from capital reserves to share capital is adopted at the general meeting, the Company shall implement detailed plans within two months after the conclusion of the general meeting.</u></p>
109.	Section 7 Special Procedures for Voting by Classified Shareholders	Section 7 Special Procedures for Voting by Classified Shareholders
110.	<p>Article 117</p> <p>Shareholders who hold different categories of shares shall be classified shareholders. Classified shareholders enjoy rights and assume obligations according to laws, administrative regulations, Hong Kong Listing Rules and the provisions of the Articles of Association. Shareholders of all categories shall entitle the equal rights in any distribution made in the form of dividends or otherwise.</p>	<p>Article 117</p> <p>Shareholders who hold different categories of shares shall be classified shareholders. Classified shareholders enjoy rights and assume obligations according to laws, administrative regulations, Hong Kong Listing Rules and the provisions of the Articles of Association. Shareholders of all categories shall entitle the equal rights in any distribution made in the form of dividends or otherwise.</p>
111.	<p>Article 118</p> <p>Where the Company proposes to change or abrogate the rights of classified shareholders, the proposal shall be implemented only after it has been approved by a special resolution of the shareholders' general meeting and by the shareholders' meetings convened separately by affected classified shareholders according to Article 120 to Article 124 of the Articles of Association.</p>	<p>Article 118</p> <p>Where the Company proposes to change or abrogate the rights of classified shareholders, the proposal shall be implemented only after it has been approved by a special resolution of the shareholders' general meeting and by the shareholders' meetings convened separately by affected classified shareholders according to Article 120 to Article 124 of the Articles of Association.</p>

No.	Before amendments	After amendments
112.	<p data-bbox="284 257 829 395">Article 119 In the following conditions, the rights of a certain classified shareholders shall be deemed to be changed or abrogated:</p> <p data-bbox="284 438 829 576">(1) an increase or decrease in the number of shares of such category, or an increase or decrease in the number of shares of a category which enjoys equal or more voting rights, distribution rights and other privileges to those of the shares of such category;</p> <p data-bbox="284 619 829 757">(2) a conversion of all or part of the shares of such category to the shares of another category, or a conversion of all or part of the shares of another category to the shares of such category, or the grant of such conversion right;</p> <p data-bbox="284 800 829 874">(3) a cancellation or reduction of the right of the shares of such category to gain accrued dividends or cumulative dividends;</p> <p data-bbox="284 917 829 1012">(4) a reduction or cancellation of the priority of the shares of such category to in obtaining dividends, or property distribution in the Company's liquidation;</p> <p data-bbox="284 1055 829 1193">(5) an increase, cancellation or reduction in the share conversion rights, options, voting rights, transfer rights, pre-emptive rights, and rights to acquire the Company's securities attached to the shares of such category;</p> <p data-bbox="284 1236 829 1332">(6) a cancelation or reduction of rights to receive amounts payable of the Company in a particular currency attached to shares of such class;</p> <p data-bbox="284 1374 829 1470">(7) a creation of a new category of shares with voting rights, distribution rights or other privileges equal or superior to those of the shares of such category;</p> <p data-bbox="284 1513 829 1587">(8) an imposition of restrictions or increase of restrictions on the transfer or ownership of shares of such category;</p> <p data-bbox="284 1630 829 1693">(9) a right to subscribe for such class or another category of shares, or convert into another category of shares;</p> <p data-bbox="284 1736 829 1800">(10) an increase in the rights and privileges of shares of another category;</p>	<p data-bbox="842 257 1388 395">Article 119 In the following conditions, the rights of a certain classified shareholders shall be deemed to be changed or abrogated:</p> <p data-bbox="842 438 1388 576">(1) an increase or decrease in the number of shares of such category, or an increase or decrease in the number of shares of a category which enjoys equal or more voting rights, distribution rights and other privileges to those of the shares of such category;</p> <p data-bbox="842 619 1388 757">(2) a conversion of all or part of the shares of such category to the shares of another category, or a conversion of all or part of the shares of another category to the shares of such category, or the grant of such conversion right;</p> <p data-bbox="842 800 1388 874">(3) a cancellation or reduction of the right of the shares of such category to gain accrued dividends or cumulative dividends;</p> <p data-bbox="842 917 1388 1012">(4) a reduction or cancellation of the priority of the shares of such category to in obtaining dividends, or property distribution in the Company's liquidation;</p> <p data-bbox="842 1055 1388 1193">(5) an increase, cancellation or reduction in the share conversion rights, options, voting rights, transfer rights, pre-emptive rights, and rights to acquire the Company's securities attached to the shares of such category;</p> <p data-bbox="842 1236 1388 1332">(6) a cancelation or reduction of rights to receive amounts payable of the Company in a particular currency attached to shares of such class;</p> <p data-bbox="842 1374 1388 1470">(7) a creation of a new category of shares with voting rights, distribution rights or other privileges equal or superior to those of the shares of such category;</p> <p data-bbox="842 1513 1388 1587">(8) an imposition of restrictions or increase of restrictions on the transfer or ownership of shares of such category;</p> <p data-bbox="842 1630 1388 1693">(9) a right to subscribe for such class or another category of shares, or convert into another category of shares;</p> <p data-bbox="842 1736 1388 1800">(10) an increase in the rights and privileges of shares of another category;</p>

No.	Before amendments	After amendments
	<p>(11) restructuring plan of the Company will cause shareholders of different categories to bear liability disproportionately during the restructuring;</p> <p>(12) an amendment or cancellation of the provisions in this chapter.</p>	<p>(11) restructuring plan of the Company will cause shareholders of different categories to bear liability disproportionately during the restructuring;</p> <p>(12) an amendment or cancellation of the provisions in this chapter.</p>
113.	<p>Article 120</p> <p>Affected classified shareholders, regardless of whether they originally have voting rights in the shareholders' general meeting, have the voting rights on the classified shareholders' meeting for issues stated in (2) to (8) and (11) to (12) referred above, except for the interested.</p> <p>The interested shareholders mentioned in the preceding paragraph are defined as follows:</p> <p>(1) when the Company issues a buy-back offer to all shareholders equally pro rata or buys back its own shares by open transaction at stock exchange according to the Articles of Association. The interested shareholders refer to the controlling shareholders defined in the Articles of Association;</p> <p>(2) when the Company buys back its own shares by agreement outside a stock exchange in accordance with this Articles of Association, the interested shareholders refer to the shareholders which are related to the agreement;</p> <p>(3) in the Company's restructuring plan, the interested shareholders refers to those shareholders who undertake liability in a lower proportion than other shareholders under this category or refers to the shareholders who own interests different from other shareholders under this category.</p>	<p>Article 120</p> <p>Affected classified shareholders, regardless of whether they originally have voting rights in the shareholders' general meeting, have the voting rights on the classified shareholders' meeting for issues stated in (2) to (8) and (11) to (12) referred above, except for the interested.</p> <p>The interested shareholders mentioned in the preceding paragraph are defined as follows:</p> <p>(1) when the Company issues a buy-back offer to all shareholders equally pro rata or buys back its own shares by open transaction at stock exchange according to the Articles of Association. The interested shareholders refer to the controlling shareholders defined in the Articles of Association;</p> <p>(2) when the Company buys back its own shares by agreement outside a stock exchange in accordance with this Articles of Association, the interested shareholders refer to the shareholders which are related to the agreement;</p> <p>(3) in the Company's restructuring plan, the interested shareholders refers to those shareholders who undertake liability in a lower proportion than other shareholders under this category or refers to the shareholders who own interests different from other shareholders under this category.</p>
114.	<p>Article 121</p> <p>The resolutions of classified shareholders' meeting shall be passed by more than two thirds of voting shares of shareholders who attend classified shareholders' meeting and have the voting rights according to previous Article.</p>	<p>Article 121</p> <p>The resolutions of classified shareholders' meeting shall be passed by more than two thirds of voting shares of shareholders who attend classified shareholders' meeting and have the voting rights according to previous Article.</p>

No.	Before amendments	After amendments
115.	<p>Article 122</p> <p>If the Company intends to convene a meeting of classified shareholders, it should issue a written notice as per Article 74 of the Articles of Association to inform all registered shareholders under this category about the issues to be reviewed at the meeting, meeting date and meeting place.</p> <p>Unless otherwise required by the Articles of Association, the notice of the shareholders' general meeting shall be served on the shareholders (whether entitled to vote at the general meeting) by special appointed person or prepaid mail. The recipient address in the register of shareholders shall prevail. For the holders of domestic shares, the notice of the shareholders' general meeting may be issued in the form of public notice.</p> <p>The public notice in the preceding paragraph shall be published in one or more newspapers designated by the security regulatory authority of the State Council subject to the laws, regulations and the listing rules of the place where the Company is listed and the provisions of these Articles of Association. After the publication of such notice, the holders of domestic shares shall be deemed to have received the notice of the relevant shareholders' general meeting.</p> <p>The notice of the shareholders' general meeting to holders of foreign shares listed overseas shall be published on the websites stipulated by the Hong Kong Stock Exchange and our website,. After the publication of such notice, the holders of foreign shares listed overseas shall be deemed to have received the notice of the relevant shareholders' general meeting.</p> <p>If the regulatory rules of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p>	<p>Article 122</p> <p>If the Company intends to convene a meeting of classified shareholders, it should issue a written notice as per Article 74 of the Articles of Association to inform all registered shareholders under this category about the issues to be reviewed at the meeting, meeting date and meeting place.</p> <p>Unless otherwise required by the Articles of Association, the notice of the shareholders' general meeting shall be served on the shareholders (whether entitled to vote at the general meeting) by special appointed person or prepaid mail. The recipient address in the register of shareholders shall prevail. For the holders of domestic shares, the notice of the shareholders' general meeting may be issued in the form of public notice.</p> <p>The public notice in the preceding paragraph shall be published in one or more newspapers designated by the security regulatory authority of the State Council subject to the laws, regulations and the listing rules of the place where the Company is listed and the provisions of these Articles of Association. After the publication of such notice, the holders of domestic shares shall be deemed to have received the notice of the relevant shareholders' general meeting.</p> <p>The notice of the shareholders' general meeting to holders of foreign shares listed overseas shall be published on the websites stipulated by the Hong Kong Stock Exchange and our website,. After the publication of such notice, the holders of foreign shares listed overseas shall be deemed to have received the notice of the relevant shareholders' general meeting.</p> <p>If the regulatory rules of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p>
116.	<p>Article 123</p> <p>The notice on meeting of classified shareholders only needs to be sent to shareholders entitled to vote at the meeting.</p> <p>Except as otherwise provided herein, meetings of classified shareholders should be held in the procedure, to the extent possible, same as that of the shareholders' general meeting. The provisions on procedures of shareholders' general meeting as stated in the Articles of Association apply to the meeting of classified shareholders.</p>	<p>Article 123</p> <p>The notice on meeting of classified shareholders only needs to be sent to shareholders entitled to vote at the meeting.</p> <p>Except as otherwise provided herein, meetings of classified shareholders should be held in the procedure, to the extent possible, same as that of the shareholders' general meeting. The provisions on procedures of shareholders' general meeting as stated in the Articles of Association apply to the meeting of classified shareholders.</p>

No.	Before amendments	After amendments
117.	<p>Article 124</p> <p>In addition to other classified shareholders, shareholders of domestic shares and shareholders of foreign shares listed overseas are regarded as shareholders under different categories. The following circumstances shall not apply to special procedures for voting by classified shareholders:</p> <p>(1) upon approval of the general meeting of shareholders by special resolution, the Company issues domestic listed shares and overseas listed shares every other twelve (12) months, either separately or simultaneously, and the domestic listed shares and overseas listed shares to be issued do not exceed 20% of the total number of such category of shares already issued to the public;</p> <p>(2) the plan on issuing domestic listed shares and overseas listed shares at the incorporation of the Company is accomplished within 15 months from the date of obtaining approval from the securities regulatory authority of the State Council;</p> <p>(3) unlisted shares that have been issued (including domestic shares and foreign shares) of the Company are converted into foreign shares listed overseas upon approval by the securities regulatory authority of the State Council or the securities approval authority authorized by the State Council.</p>	<p>Article 124</p> <p>In addition to other classified shareholders, shareholders of domestic shares and shareholders of foreign shares listed overseas are regarded as shareholders under different categories. The following circumstances shall not apply to special procedures for voting by classified shareholders:</p> <p>(1) upon approval of the general meeting of shareholders by special resolution, the Company issues domestic listed shares and overseas listed shares every other twelve (12) months, either separately or simultaneously, and the domestic listed shares and overseas listed shares to be issued do not exceed 20% of the total number of such category of shares already issued to the public;</p> <p>(2) the plan on issuing domestic listed shares and overseas listed shares at the incorporation of the Company is accomplished within 15 months from the date of obtaining approval from the securities regulatory authority of the State Council;</p> <p>(3) unlisted shares that have been issued (including domestic shares and foreign shares) of the Company are converted into foreign shares listed overseas upon approval by the securities regulatory authority of the State Council or the securities approval authority authorized by the State Council.</p>
118.		<p>Article 96</p> <p><u>A director of a company is a natural person and is not allowed to act as a director of the company under any of the following circumstances:</u></p> <p><u>(I) persons without civil capacity or with limited civil capacity;</u></p>

No.	Before amendments	After amendments
		<p>(II) <u>persons who have committed corruption, bribery, embezzlement, misappropriation of property or disruption of the order of socialist market economy and have been sentenced to criminal punishment, where less than five years have elapsed since the date of completion of the sentence, or who have been deprived of their political rights due to the commission of a criminal offense, where less than five years have elapsed since the date of restoring their political rights;</u></p> <p>(III) <u>persons who were former directors, factory managers or managers of a company or enterprise which was declared bankrupt and was liquidated and who were personally liable for the bankruptcy of such company or enterprise, where less than three years have elapsed since the date of completion of the bankruptcy and liquidation of the company or enterprise;</u></p> <p>(IV) <u>persons who were legal representatives of a company or enterprise which had its business license revoked and had been ordered to shut down due to violation of the laws and who were personally liable, where less than three years have elapsed since the date of the revocation;</u></p> <p>(V) <u>persons who have a substantial amount of debts due and outstanding;</u></p> <p>(VI) <u>persons who have been banned from the securities market by the China Securities Regulatory Commission and the time limit has not expired;</u></p> <p>(VII) <u>persons who have been subject to administrative punishment by the China Securities Regulatory Commission within the last three years, or who have been publicly reprimanded by the stock exchange within the last 12 months;</u></p> <p>(VIII) <u>persons who have been investigated by judicial organs for suspected crimes or have been investigated by the China Securities Regulatory Commission for suspected violations of laws and regulations, and such investigation has not yet reached a clear conclusion;</u></p> <p>(IX) <u>other contents as required by laws, administrative regulations, departmental rules, normative documents, Hong Kong Listing Rules or other securities regulatory rules of the place where the Company's shares are listed.</u></p>

No.	Before amendments	After amendments
		<p><u>If a director is elected or appointed in violation of the provisions of this Article, such election, appointment or engagement shall be invalid. If any of the circumstances mentioned in this Article occurs during the term of office of a director, the Company shall remove him from office.</u></p>
119.	<p>Article 125</p> <p>Directors are elected or replaced by the shareholders' general meeting for a term of 3 years. A director may, if re-elected upon expiration of the term of office, serve consecutive terms. The directors need not hold shares of the Company.</p> <p>The written notice regarding the intent of nominating the director candidates and the candidates' acceptance of the nomination shall be sent to the Company 7 days before the shareholders' general meeting (the period will commence from the day after the dispatch of the notice of the general meeting, and end no later than 7 days prior to the date of such general meeting). The term of office of directors is from the date of taking office until the expiration of the term of office of the current Board of Directors. Where no election is conducted in time before the expiration of the term of office of a director, the existing director shall, before the director-elected takes office, continue to perform his/her duty as a director in accordance with laws, administrative regulations, departmental rules and the Articles of Association.</p> <p>Any director appointed by the Board of Directors to fill a casual vacancy or as an addition to the Board of Directors shall hold office only until the next shareholder's general meeting of the Company, and shall then be eligible for re-election.</p> <p>Unless otherwise required by laws, regulations, or regulatory rules in the place where the Company's shares are listed, the Company may remove any director (including the general manager concurrently serving as a director and other executive directors) before the expiration of his/her term of office by way of an ordinary resolution at the shareholders' general meeting, without prejudice to claims for damages made by the director pursuant to any contract. Under the prerequisite to abide by relevant laws and administrative regulations, the shareholders' general meeting may remove any director before the expiration of his/her term of office by way of an ordinary resolution, without prejudice to claims made by the director pursuant to any contract.</p>	<p>Article 125 97</p> <p>A dDirector shall be are elected or replaced by the shareholders' general meeting <u>and may be removed from office by the general meeting before the expiration of his term of office. Directors are appointed for a term of three years, subject to re-election upon expiry of the term</u> for a term of 3 years. A director may, if re-elected upon expiration of the term of office, serve consecutive terms. The directors need not hold shares of the Company.</p> <p>The written notice regarding the intent of nominating the director candidates and the candidates' acceptance of the nomination shall be sent to the Company 7 days before the shareholders' general meeting (the period will commence from the day after the dispatch of the notice of the general meeting, and end no later than 7 days prior to the date of such general meeting). The term of office of directors is from the date of taking office until the expiration of the term of office of the current Board of Directors. Where no election is conducted in time before the expiration of the term of office of a director, the existing director shall, before the director-elected takes office, continue to perform his/her duty as a director in accordance with laws, administrative regulations, departmental rules and the Articles of Association.</p> <p><u>Directors may be held concurrently by the manager or other senior management member, but the total number of directors who concurrently hold the positions of manager or other senior management member and the directors held by employee representatives shall not exceed one-half of the total number of directors of the company.</u> Any director appointed by the Board of Directors to fill a casual vacancy or as an addition to the Board of Directors shall hold office only until the <u>first next</u> shareholder's general meeting of the <u>issuer following his appointment</u> Company, and shall then be eligible for re-election.</p>

No.	Before amendments	After amendments
	<p>The general manager or other senior management officers may concurrently serve as a director, but the total number of directors concurrently serving as the general manager or other senior management officer positions shall be not more than half of the directors of the Company.</p>	<p>Unless otherwise required by laws, regulations, or regulatory rules of in the place where the Company's shares are listed, the Company may <u>shareholders shall be</u> entitled to remove any director (including the general manager concurrently serving as a director and other executive directors) before the expiration of his/her term of office by way of an ordinary resolution at the shareholders' general meeting, without prejudice to claims for damages made by the director pursuant to any contract.</p> <p>Under the prerequisite to abide by relevant laws and administrative regulations, the shareholders' general meeting may remove any director before the expiration of his/her term of office by way of an ordinary resolution, without prejudice to claims made by the director pursuant to any contract.</p> <p>The general manager or other senior management officers may concurrently serve as a director, but the total number of directors concurrently serving as the general manager or other senior management officer positions shall be not more than half of the directors of the Company.</p>
120.	<p>Article 126</p> <p>The directors shall comply with laws, administrative regulations and the Articles of Association, and bear the following faithful obligations to the Company:</p> <ol style="list-style-type: none"> (1) shall not take bribes or other illegal income by making use of the position, and not expropriate the properties of the Company; (2) shall not misappropriate the funds of the Company; (3) shall not save the assets or funds of the Company into the accounts opened in his own name or other personal name; (4) shall not violate the provisions of the Articles of Association, or without the consent of the shareholders' general meeting or the Board of Directors, loan funds of the Company to others or provide the properties of the Company to others for guarantee; (5) shall not violate the provisions of the Articles of Association, or without the consent of the shareholders' general meeting, enter into a contract or transaction with the Company; 	<p>Article 126 <u>98</u></p> <p>The directors shall comply with laws, administrative regulations and the Articles of Association, and bear the following faithful obligations to the Company:</p> <ol style="list-style-type: none"> (1) shall not take bribes or other illegal income by making use of the position, and not expropriate the properties of the Company; (2) shall not misappropriate the funds of the Company; (3) shall not save the assets or funds of the Company into the accounts opened in his own name or other personal name; (4) shall not violate the provisions of the Articles of Association, or without the consent of the shareholders' general meeting or the Board of Directors, loan funds of the Company to others or provide the properties of the Company to others for guarantee; (5) shall not violate the provisions of the Articles of Association, or without the consent of the shareholders' general meeting, enter into a contract or transaction with the Company;

No.	Before amendments	After amendments
	<p>(6) without the consent of the shareholders' general meeting, shall not take advantage of the position, to seek business opportunities that shall belong to the Company for themselves or others, and engage in business similar to that of the Company by themselves or with others;</p> <p>(7) shall not accept and embezzle commissions from transactions with the Company;</p> <p>(8) shall not disclose the secrets of the Company without authorization;</p> <p>(9) shall not impair the interests of the Company by making use of their associated relationship;</p> <p>(10) other faithful obligations stipulated by laws, administrative regulations, and departmental rules and the Articles of Association.</p> <p>The revenues obtained by the director in violation of this Article shall belong to the Company; in the event of causing losses to the Company, the director shall be liable for compensation.</p>	<p>(6) without the consent of the shareholders' general meeting, shall not take advantage of the position, to seek business opportunities that shall belong to the Company for themselves or others, and engage in business similar to that of the Company by themselves or with others;</p> <p>(7) shall not accept and embezzle commissions from transactions with the Company;</p> <p>(8) shall not disclose the secrets of the Company without authorization;</p> <p>(9) shall not impair the interests of the Company by making use of their associated relationship;</p> <p>(10) shall not use inside information to obtain illegal benefits, and shall fulfill the non-competition obligations agreed upon with the Company after leaving office;</p> <p>(10)(11) other faithful obligations stipulated by laws, administrative regulations, and departmental rules, Hong Kong Listing Rules or other securities regulatory rules of the place where the Company's shares are listed and the Articles of Association.</p> <p>The revenues obtained by the director in violation of this Article shall belong to the Company; in the event of causing losses to the Company, the director shall be liable for compensation.</p>
121.	<p>Article 127</p> <p>The directors shall comply with the laws, administrative regulations and the Articles of Association, and bear the following diligence obligations to the Company:</p> <p>(1) shall prudently, earnestly and diligently exercise the rights conferred by the Company, in order to ensure that the Company's business practices comply with the requirements of national laws, administrative regulations and economic policies; business activities shall not go beyond the business scope stipulated on the business license;</p> <p>(2) shall be fair to all shareholders;</p> <p>(3) shall timely understand the business operations and management of the Company;</p>	<p>Article 127 99</p> <p>The directors shall comply with the laws, administrative regulations and the Articles of Association, and bear the following diligence obligations to the Company:</p> <p>(1) shall prudently, earnestly and diligently exercise the rights conferred by the Company, in order to ensure that the Company's business practices comply with the requirements of national laws, administrative regulations and economic policies; business activities shall not go beyond the business scope stipulated on the business license;</p> <p>(2) shall be fair to all shareholders;</p> <p>(3) shall timely understand the business operations and management of the Company;</p>

No.	Before amendments	After amendments
	<p>(4) shall sign a written confirmation to the Company's periodic reports, to ensure that the information disclosed by the Company is true, accurate and complete;</p> <p>(5) shall truthfully provide relevant information and data to the Board of Supervisors, and shall not prevent the exercise of functions and powers of the Board of Supervisors or the supervisors;</p> <p>(6) Other diligence obligations stipulated by laws, administrative regulations, departmental rules and the Articles of Association.</p>	<p>(4) shall sign a written confirmation to the Company's periodic reports, to ensure that the information disclosed by the Company is true, accurate and complete;</p> <p>(5) shall truthfully provide relevant information and data to the Board of Supervisors, and shall not prevent the exercise of functions and powers of the Board of Supervisors or the supervisors;</p> <p>(6) Other diligence obligations stipulated by laws, administrative regulations, departmental rules, <u>Hong Kong Listing Rules or other securities regulatory rules of the place where the Company's shares are listed</u> and the Articles of Association.</p>
122.	<p>Article 137</p> <p>The Board of Directors shall be accountable to the shareholders' general meeting and exercise the following functions and powers:</p> <p>(1) convene the shareholders' general meeting and report to the shareholders' general meeting;</p> <p>(2) implement the resolutions of the shareholders' general meeting;</p> <p>(3) decide the operation plan and investment plan of the Company;</p> <p>(4) formulate the annual financial budget plan and final account plan of the Company;</p> <p>(5) formulate the profit distribution plan and loss make-up plan of the Company;</p> <p>(6) formulate the plans for the increase or decrease of registered capital, the issuance of bonds or other securities and the listing of the Company;</p> <p>(7) make the plans for major acquisitions of the Company, the acquisitions of the stock of the Company or merger, division, dissolution and form change of the Company;</p> <p>(8) within the authorized range of the shareholders' general meeting, decide the Company's external investment, acquisition and selling of assets, pledged assets, external guarantee matters, entrusted financial management, associated/connected transactions, external financing and other matters;</p>	<p>Article 137 109</p> <p>The Board of Directors shall be accountable to the shareholders' general meeting and exercise the following functions and powers:</p> <p>(1) convene the shareholders' general meeting and report to the shareholders' general meeting;</p> <p>(2) implement the resolutions of the shareholders' general meeting;</p> <p>(3) decide the operation plan and investment plan of the Company;</p> <p>(4) formulate the annual financial budget plan and final account plan of the Company;</p> <p>(5) formulate the profit distribution plan and loss make-up plan of the Company;</p> <p>(6) formulate the plans for the increase or decrease of registered capital, the issuance of bonds or other securities and the listing of the Company;</p> <p>(7) make the plans for major acquisitions of the Company, the acquisitions of the stock of the Company or merger, division, dissolution and form change of the Company;</p> <p>(8) within the authorized range of the shareholders' general meeting, decide the Company's external investment, acquisition and selling of assets, pledged assets, external guarantee matters, entrusted financial management, associated/connected transactions, external financing and other matters;</p>

No.	Before amendments	After amendments
	<p>(9) investment, acquisition or sale of assets, financing, connected transactions and other matters to be decided by the Board of Directors under the listing rules of the stock exchange where the Company's shares are listed;</p> <p>(10) decide the establishment of the Company's internal management departments;</p> <p>(11) engage or dismiss the general manager and secretary of the Board of Directors of the Company; according to the nomination of the general manager, engage or dismiss the finance director, technology director, operation director, and other senior management officer; decide the remuneration matters and disciplinary matters of senior management officers;</p> <p>(12) formulate the basic management system;</p> <p>(13) formulate the amendment plan for the Articles of Association;</p> <p>(14) propose on the engagement or replacement of the accounting firm that audits the Company to the shareholders' general meeting;</p> <p>(15) listen to the work report of the general manager of the Company and check the work of the general manager;</p> <p>(16) manage the information disclosure matters of the Company;</p> <p>(17) other functions and powers conferred by laws, administrative regulations, departmental rules, regulatory rules of the place where the Company's shares are listed, or the Articles of Association. A majority of at least two thirds or more of the directors shall be required for passing of any resolution in respect of Items (6), (7) and (13) above.</p> <p>A majority of over half of the directors shall be required for the passing of any resolutions in respect of the other matters specified above.</p>	<p>(9) investment, acquisition or sale of assets, financing, connected transactions and other matters to be decided by the Board of Directors under the listing rules of the stock exchange where the Company's shares are listed;</p> <p>(10) decide the establishment of the Company's internal management departments;</p> <p>(11) engage or dismiss the general manager and secretary of the Board of Directors of the Company; according to the nomination of the general manager, engage or dismiss the finance director, technology director, operation director, and other senior management officer; decide the remuneration matters and disciplinary matters of senior management officers;</p> <p>(12) formulate the basic management system;</p> <p>(13) formulate the amendment plan for the Articles of Association;</p> <p>(14) propose on the engagement or replacement of the accounting firm that audits the Company to the shareholders' general meeting;</p> <p>(15) listen to the work report of the general manager of the Company and check the work of the general manager;</p> <p>(16) manage the information disclosure matters of the Company;</p> <p>(17) other functions and powers conferred by laws, administrative regulations, departmental rules, regulatory rules of the place where the Company's shares are listed, or the Articles of Association.</p> <p>A majority of at least two thirds or more of the directors shall be required for passing of any resolution in respect of Items (6), (7) and (13) above. A majority of over half of the directors shall be required for the passing of any resolutions in respect of the other matters specified above.</p> <p><u>Matters beyond the scope of authorization of the general meeting shall be submitted to the general meeting for consideration.</u></p>

No.	Before amendments	After amendments
123.	<p>Article 138</p> <p>For the disposal of any fixed assets by the Board of Directors, 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 of Directors shall not dispose of or approve of the disposal of such fixed assets without the approval of the shareholders.</p> <p>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. The validity of transactions conducted by the Company in relation to the disposal of fixed assets shall not be affected notwithstanding any violation of the requirements set out in the 1st paragraph of this Article.</p>	<p>Article 138</p> <p>For the disposal of any fixed assets by the Board of Directors, 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 of Directors shall not dispose of or approve of the disposal of such fixed assets without the approval of the shareholders.</p> <p>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. The validity of transactions conducted by the Company in relation to the disposal of fixed assets shall not be affected notwithstanding any violation of the requirements set out in the 1st paragraph of this Article.</p>
124.		<p>Article 110</p> <p><u>Matters shall be adopted by the Board of Directors by an ordinary resolution other than those which laws, administrative regulations, Hong Kong Listing Rules or other securities regulatory rules of the place where the Company's shares are listed or these Articles of Association require to be adopted by a special resolution.</u></p>
125.		<p>Article 111</p> <p><u>The Board shall give explanations to the general meeting in respect of audit reports with non-standard audit opinions issued by certified public accountants in respect of financial reports of the Company.</u></p>
126.	<p>Article 141</p> <p>The chairman of the Board of Directors shall be elected by more than half of the members of the Board of Directors, has a term of office for 3 years and may be re-elected.</p>	<p>Article 141 144 114</p> <p>The Board shall have one chairman. The chairman of the Board of Directors shall be elected by more than half of the members of the Board of Directors, <u>and shall serve for</u> has a term of office of for 3 years and may be re-elected.</p>

No.	Before amendments	After amendments
127.	<p>Article 149</p> <p>Where a director or any of his/her close associates (as defined in the Hong Kong Listing Rules) has material interest in or associated relationship with the matter to be discussed by the Board of Directors, such director shall not, when such matter is being discussed by the Board of Directors, exercise the right to vote on the resolution, nor exercise voting rights on behalf of other directors, nor be counted in the quorum of the meeting. The meeting of the Board of Directors maybe held upon the attendance of more than half of the directors without associated relationship, and the resolution of the board meeting shall be passed by more than half of the directors without associated relationship. Where the board meeting is attended by less than 3 directors without associated relationship, the matter shall be submitted to the shareholders' general meeting for deliberation.</p>	<p>Article 149</p> <p>Where a director or any of his/her close associates (as defined in the Hong Kong Listing Rules) has material interest in or associated relationship with the matter to be discussed by the Board of Directors, such director shall not, when such matter is being discussed by the Board of Directors, exercise the right to vote on the resolution, nor exercise voting rights on behalf of other directors, nor be counted in the quorum of the meeting. The meeting of the Board of Directors maybe held upon the attendance of more than half of the directors without associated relationship, and the resolution of the board meeting shall be passed by more than half of the directors without associated relationship. Where the board meeting is attended by less than 3 directors without associated relationship, the matter shall be submitted to the shareholders' general meeting for deliberation.</p>
128.	<p>Article 150</p> <p>A vote at the meeting of the Board of Directors shall be taken by poll or by show of hands. The meeting of the Board of Directors may be convened on site or by written circulation.</p> <p>Where a meeting of the Board of Directors is convened on site, under the prerequisite to sufficiently ensure directors to express opinions, telephone, video or other means of real-time communication maybe used to facilitate directors' attendance of such meeting. A director attending such meeting by the aforementioned means shall be deemed to attend the meeting in person.</p> <p>If a meeting of the Board of Directors is convened by telephone, video or other means of real-time communication, it shall be ensured that the directors can hear the speeches of other directors and communicate with each other. A meeting of Board of Directors held in this way shall be audio or video taped. Where the directors cannot sign on a resolution at the meeting in a real-time manner, they shall cast an voice vote, and shall sign the vote as soon as possible. An voice vote of the directors shall have the same effect as a signed vote, provided that the signed vote afterwards shall be consistent with the voice vote. If there is an inconsistency between the two votes, the voice vote shall prevail.</p>	<p>Article 150 <u>122</u></p> <p><u>If a director has a related (connected) relationship with an enterprise involved in a matter on which a resolution is to be made at a meeting of the Board, he or she shall not exercise his or her right to vote regarding such resolution, nor shall he or she exercise the voting right of another director as such director's proxy thereon. Such meeting of the Board may be held only if more than half of the directors without a related (connected) relationship are present, and the resolutions made at such a Board meeting shall require adoption by more than half of the directors without a related (connected) relationship. Where the board meeting is attended by less than 3 directors without a related (connected) relationship, the matter shall be submitted to the shareholders' general meeting for consideration.</u></p> <p>A vote at the meeting of the Board of Directors shall be taken by poll or by show of hands.</p> <p>The meeting of the Board of Directors may be convened on site or by written circulation.</p> <p>Where a meeting of the Board of Directors is convened on site, under the prerequisite to sufficiently ensure directors to express opinions, telephone, video or other means of real-time communication maybe used to facilitate directors' attendance of such meeting. A director attending such meeting by the aforementioned means shall be deemed to attend the meeting in person.</p>

No.	Before amendments	After amendments
	<p>If a meeting of the Board of Directors is convened by written circulation, i.e. to make a resolution on a proposal delivered separately or by circulation for deliberation, the directors or other directors appointed by them shall write, on a copy of the resolution or the vote, their opinions of voting for or against or abstaining from voting on the resolution, and once the number of directors signing their vote for such resolution reaches the quorum required for making a resolution as stipulated in the Articles of Association of the Company, the resolution shall take effect. When the meeting of the Board of Directors is held by written circulation, an explanation shall be given, and the details and relevant background information of the matter(s) to be voted on shall be sent to all directors at least within 3 days before the meeting.</p>	<p>If a meeting of the Board of Directors is convened by telephone, video or other means of real-time communication, it shall be ensured that the directors can hear the speeches of other directors and communicate with each other. A meeting of Board of Directors held in this way shall be audio or video taped. Where the directors cannot sign on a resolution at the meeting in a real-time manner, they shall cast an voice vote, and shall sign the vote as soon as possible. An voice vote of the directors shall have the same effect as a signed vote, provided that the signed vote afterwards shall be consistent with the voice vote. If there is an inconsistency between the two votes, the voice vote shall prevail.</p> <p>If a meeting of the Board of Directors is convened by written circulation, i.e. to make a resolution on a proposal delivered separately or by circulation for deliberation, the directors or other directors appointed by them shall write, on a copy of the resolution or the vote, their opinions of voting for or against or abstaining from voting on the resolution, and once the number of directors signing their vote for such resolution reaches the quorum required for making a resolution as stipulated in the Articles of Association of the Company, the resolution shall take effect. When the meeting of the Board of Directors is held by written circulation, an explanation shall be given, and the details and relevant background information of the matter(s) to be voted on shall be sent to all directors at least within 3 days before the meeting.</p>
129.	<p>Article 152</p> <p>The Board of Directors shall make meeting minutes for all decisions on matters discussed at the meeting, and the attending directors shall sign the meeting minutes.</p> <p>The directors shall be responsible for resolutions of the Board of Directors. Where the board resolutions violate laws, administrative regulations or the Articles of Association, resulting in serious losses to the Company, the directors involved in the resolution shall be liable for compensations to the Company. But the director whose vote is proved to express dissent and is recorded in the minutes may be exempted from liability.</p> <p>The minutes of the board meeting shall be kept as corporate files for a period of not less than ten (10) years.</p>	<p>Article 152 124</p> <p>The Board of Directors shall make meeting minutes for all decisions on matters discussed at the meeting, and the attending directors shall sign the meeting minutes.</p> <p>The directors shall be responsible for resolutions of the Board of Directors. Where the board resolutions violate laws, administrative regulations or the Articles of Association, resulting in serious losses to the Company, the directors involved in the resolution shall be liable for compensations to the Company. But the director whose vote is proved to express dissent and is recorded in the minutes may be exempted from liability.</p> <p>The minutes of the board meeting shall be kept as corporate files for a period of not less than ten (10) years.</p>

No.	Before amendments	After amendments
130.	<p>Article 159</p> <p>In exercising his/her functions and powers, the general manager of the Company shall perform the faithful and diligence obligations in accordance with the provisions of laws, administrative regulations and the Articles of Association of the Company.</p>	<p>Article 159</p> <p>In exercising his/her functions and powers, the general manager of the Company shall perform the faithful and diligence obligations in accordance with the provisions of laws, administrative regulations and the Articles of Association of the Company.</p>
131.		<p><u>Article 131</u></p> <p><u>The provisions of the Articles of Association regarding the prohibition of serving as a director shall also apply to senior management members. The provisions of Article 98 regarding the faithful obligations of directors and items (IV), (V) and (VI) of Article 99 regarding the diligent obligations shall also apply to senior management members.</u></p>
132.	<p>Article 160</p> <p>A person who holds an office other than director in the entity of the controlling shareholder or the actual controller of the Company shall not serve as a senior management officer of the Company.</p>	<p>Article 160 <u>132</u></p> <p>A person who holds an office other than director in the entity of the controlling shareholder or the actual controller of the Company shall not serve as a senior management officer of the Company.</p> <p><u>Senior management members of the Company only receive salaries from the Company and are not paid by the controlling shareholders.</u></p>
133.	<p>Article 162</p> <p>The general manager is accountable to the Board of Directors, and shall exercise the following functions and powers:</p> <ol style="list-style-type: none"> (1) presiding over the Company's daily operation management, organizing and implementing the board resolutions, and report to the Board of Directors; (2) organizing and implementing the annual operation plan and investment plan; (3) preparing the establishment of the internal management departments of the Company; (4) formulating the basic management system of the Company; (5) developing specific regulations and procedures; 	<p>Article 162 <u>134</u></p> <p>The general manager is accountable to the Board of Directors, and shall exercise the following functions and powers:</p> <ol style="list-style-type: none"> (1) presiding over the Company's daily operation management, organizing and implementing the board resolutions, and report to the Board of Directors; (2) organizing and implementing the annual operation plan and investment plan; (3) preparing the establishment of the internal management departments of the Company; (4) formulating the basic management system of the Company; (5) developing specific regulations and procedures;

No.	Before amendments	After amendments
	<p>(6) proposing the engagement or dismissal of the finance director, technology director, and operation director of the Company to the Board of Directors;</p> <p>(7) engaging or dismissing the management personnel other than those who shall be engaged or dismissed by the Board of Directors;</p> <p>(8) other functions and powers conferred by the Articles of Association or the Board of Directors.</p> <p>The general manager may attend the meetings of Board of Directors, but has no voting right at the board meetings if he/she is not a director of the Company.</p>	<p>(6) proposing the engagement or dismissal of the finance director, technology director, and operation director of the Company to the Board of Directors;</p> <p>(7) engaging or dismissing the management personnel other than those who shall be engaged or dismissed by the Board of Directors;</p> <p>(8) other functions and powers conferred by the Articles of Association or the Board of Directors.</p> <p>The general manager may attend the meetings of Board of Directors, but has no voting right at the board meetings if he/she is not a director of the Company.</p>
134.	<p>Article 166</p> <p>The finance director, technology director and operation director shall be nominated by the general manager, and engaged or dismissed by the Board of Directors.</p>	<p>Article 166 138</p> <p>The finance director, technology director and operation director shall be nominated by the general manager, and engaged or dismissed by the Board of Directors.</p> <p><u>The deputy general manager shall assist the general manager in his work and be responsible to the general manager. He shall be entrusted by the general Manager to take charge of relevant work and issue relevant business documents within the scope of his duties. If the general manager is unable to perform functions and powers, the deputy general manager may be entrusted by the general manager to act as the general manager.</u></p>
135.	<p>Article 167</p> <p>The Board of Directors shall have a board secretary. The board secretary shall be a natural person that has the necessary professional expertise and experience, appointed by the Board of Directors. The primary duties of the board secretary are:</p> <p>(1) ensuring that the Company has complete organizational documents and records;</p> <p>(2) ensuring that the Company prepares and submits reports and documents required by competent authorities in accordance with laws;</p>	<p>Article 139</p> <p>The Board of Directors shall have a board secretary. The board secretary shall be a natural person that has the necessary professional expertise and experience, appointed by the Board of Directors. The primary duties of the board secretary are:</p> <p>(1) ensuring that the Company has complete organizational documents and records;</p> <p>(2) ensuring that the Company prepares and submits reports and documents required by competent authorities in accordance with laws;</p>

No.	Before amendments	After amendments
	<p>(3) ensuring that the register of shareholders of the Company is properly set up, and the register of shareholders and register of directors and senior management officers of the Company as well as the meeting documents and minutes of the shareholder's general meeting, the Board of Directors, and the special committees of the Board of Directors are properly maintained to ensure that the person(s) entitled to obtaining the relevant records and documents of the Company can get the relevant records and documents in a timely manner;</p> <p>(4) responsible for information disclosure of the Company, and taking effective measures to ensure that the information disclosure is timely, accurate, legitimate, true and complete;</p> <p>(5) other duties that shall be performed as required by the Stock Exchange in the place where the Company's shares are listed.</p>	<p>(3) ensuring that the register of shareholders of the Company is properly set up, and the register of shareholders and register of directors and senior management officers of the Company as well as the meeting documents and minutes of the shareholder's general meeting, the Board of Directors, and the special committees of the Board of Directors are properly maintained to ensure that the person(s) entitled to obtaining the relevant records and documents of the Company can get the relevant records and documents in a timely manner;</p> <p>(4) responsible for information disclosure of the Company, and taking effective measures to ensure that the information disclosure is timely, accurate, legitimate, true and complete;</p> <p>(5) other duties that shall be performed as required by the Stock Exchange in the place where the Company's shares are listed.</p> <p><u>The secretary to the Board shall comply with laws, administrative regulations, departmental rules and relevant provisions of these Articles of Association.</u></p>
136.	<p>Article 169</p> <p>The senior management officers that violate laws, administrative regulations, departmental rules or the Articles of Association and cause losses to the Company in performing duties of the Company shall be liable for compensation.</p>	<p>Article 169 141</p> <p>The senior management officers that violate laws, administrative regulations, departmental rules or the Articles of Association and cause losses to the Company in performing duties of the Company shall be liable for compensation.</p> <p><u>Senior management officers shall faithfully perform their duties and safeguard the best interests of the Company and all its shareholders. Senior management members of the Company shall be liable for compensation in accordance with the law if they fail to faithfully perform their duties or breach their duty of good faith, and violate the laws, administrative regulations, departmental rules or the provisions of the Articles of Association when performing their duties, thereby causing losses to the Company.</u></p>
137.	<p>Article 170</p> <p>The directors, general manager, and senior management officers shall not concurrently serve as a supervisor.</p>	<p>Article 170 142</p> <p><u>The provisions of Article 96 of these Articles of Association regarding the prohibition of serving as a director shall also apply to supervisors.</u></p> <p>The directors, general manager, and senior management officers shall not concurrently serve as a supervisor.</p>

No.	Before amendments	After amendments
138.	<p>Article 171</p> <p>The supervisors shall comply with laws, administrative regulations and the Articles of Association, and bear the faithful obligations and diligence obligations to the Company, shall faithfully perform supervision duties, and shall not take bribes or other illegitimate benefits by making use of the position, and not seize the properties of the Company.</p>	<p>Article 171 143</p> <p>The supervisors shall comply with laws, administrative regulations and the Articles of Association, and bear the faithful obligations and diligence obligations to the Company, shall faithfully perform supervision duties, and shall not take bribes or other illegitimate benefits by making use of the position, and not seize the properties of the Company. <u>Supervisors shall possess the personality, experience and character appropriate to serve as supervisors, and demonstrate that they have the ability to meet the standards for promotion to supervisory positions.</u></p>
139.		<p>Article 146</p> <p><u>Supervisors shall ensure that the information disclosed by the Company is true, accurate and complete and a written confirmation should be signed regarding the periodic reports.</u></p>
140.	<p>Article 177</p> <p>The Company shall have a Board of Supervisors. The Board of Supervisors consists of three supervisors. The Board of Supervisors has one chairman, the appointment and removal of whom shall be approved by more than two thirds of all the supervisors by vote. The chairman of the Board of Supervisors convenes and presides over the meetings of the Board of Supervisors. Where the chairman of Board of Supervisors is unable to or fails to perform duties, more than half of the supervisors shall elect a supervisor to convene and preside over the meetings of the Board of Supervisors.</p> <p>The Board of Supervisors shall include shareholder representatives and a certain proportion of staff representatives of the Company, and the proportion of staff representatives shall not be less than one third of the total number of supervisors. The staff representatives are elected by the staff of the Company through the staff representatives assembly, the general staff meeting or other democratic forms.</p>	<p>Article 177 150</p> <p>The Company shall have a Board of Supervisors. The Board of Supervisors shall consist of three supervisors. The Board of Supervisors has, and shall have one chairman, the appointment and removal of whom shall be approved by more than two thirds of all the supervisors by vote. <u>The chairman of the Supervisory Committee are elected by a majority of all supervisors.</u> The chairman of the Board of Supervisors convenes and presides over the meetings of the Board of Supervisors. Where the chairman of Board of Supervisors is unable to or fails to perform duties, more than half of the supervisors shall elect a supervisor to convene and preside over the meetings of the Board of Supervisors.</p> <p>The Board of Supervisors shall include shareholder representatives and a certain proportion of staff representatives of the Company, and the proportion of staff representatives shall not be less than one third of the total number of supervisors. The staff representatives are elected by the staff of the Company through the staff representatives assembly, the general staff meeting or other democratic forms.</p>
141.	<p>Article 179</p> <p>All reasonable expenses incurred for the engagement of lawyers, certified accountants, auditors and other professionals when the Board of Supervisors exercises functions and powers shall be borne by the Company.</p>	<p>Article 179</p> <p>All reasonable expenses incurred for the engagement of lawyers, certified accountants, auditors and other professionals when the Board of Supervisors exercises functions and powers shall be borne by the Company.</p>

No.	Before amendments	After amendments
142.	<p>Article 180</p> <p>The Board of Supervisors shall discuss official business through the meetings of the Board of Supervisors. “One person, one vote” is performed for the vote by the Board of Supervisors, which may be taken by poll or in written form. Meetings of the Board of Supervisors consist of regular meetings and extraordinary meetings. The Board of Supervisors shall hold regular meetings every 6 months and at least twice a year, which shall be convened by the chairman of the Board of Supervisors. Supervisors may propose to hold extraordinary meetings of the Board of Supervisors.</p> <p>Where a supervisor neither personally attends (a director attending or voting at the meeting of Board of Supervisors by means of communication or by written circulation is deemed to attend in person) the meeting of the Board of Supervisor for 2 consecutive times, nor appoints another supervisor to attend such meeting, he/she shall be deemed not to perform the duties, and the shareholders’ general meeting or the staff representatives assembly shall replace him/her.</p>	<p>Article 180 <u>152</u></p> <p>The Board of Supervisors shall discuss official business through the meetings of the Board of Supervisors. “One person, one vote” is performed for the vote by the Board of Supervisors, which may be taken by poll or in written form. Meetings of the Board of Supervisors consist of regular meetings and extraordinary meetings. The Board of Supervisors shall hold regular meetings every 6 months and at least twice a year, which shall be convened by the chairman of the Board of Supervisors. Supervisors may propose to hold extraordinary meetings of the Board of Supervisors.</p> <p>Where a supervisor neither personally attends (a director attending or voting at the meeting of Board of Supervisors by means of communication or by written circulation is deemed to attend in person) the meeting of the Board of Supervisor for 2 consecutive times, nor appoints another supervisor to attend such meeting, he/she shall be deemed not to perform the duties, and the shareholders’ general meeting or the staff representatives assembly shall replace him/her.</p> <p><u>Resolutions of the Supervisory Committee shall be passed by more than half of the supervisors.</u></p>
143.	<p>Article 183</p> <p>The meeting of the Board of Supervisors may be convened on site or by written circulation and, under the prerequisite to sufficiently ensure directors to express opinions, may also be convened by means of communication.</p> <p>Where a meeting of Board of Supervisors is convened on site, telephone, video or other means of real-time communication may be used to facilitate supervisors’ attendance of such meeting. A supervisor attending such meeting by the aforementioned means shall be deemed to attend the meeting in person.</p>	<p>Article 183 <u>156</u></p> <p>The meeting of the Board of Supervisors may be convened on site or by written circulation and, under the prerequisite to sufficiently ensure directors to express opinions, may also be convened by means of communication.</p> <p>Where a meeting of Board of Supervisors is convened on site, telephone, video or other means of real-time communication may be used to facilitate supervisors’ attendance of such meeting. A supervisor attending such meeting by the aforementioned means shall be deemed to attend the meeting in person.</p>

No.	Before amendments	After amendments
	<p>If a meeting of the Board of Supervisors is convened by telephone, video or other means of real-time communication, it shall be ensured that the supervisors can hear the speeches of other supervisors and communicate with each other. A meeting of the Board of Supervisors held in this way shall be audio or video taped. Where the supervisors cannot sign on a resolution at the meeting in a real-time manner, they shall take a voice vote, and shall sign the vote as soon as possible. The voice vote of the supervisor shall have the same effect as a signed vote, provided that the signed vote afterwards shall be consistent with the voice vote. If there is an inconsistency between the two votes, the voice vote shall prevail.</p> <p>If a meeting of the Board of Supervisor is convened by written circulation, i.e. to make a resolution on a proposal delivered separately or by circulation for deliberation, the supervisors or other supervisors appointed by them shall write, on a copy of the resolution or the vote, their opinions of voting for or against or abstaining from voting on the resolution, and once the number of supervisor signing their vote for such resolution meets the quorum required for making a resolution as stipulated in the Articles of Association of the Company, the resolution shall take effect. When the meeting of Board of Supervisors is held by written circulation, an explanation shall be given, and the details and relevant background information of the matter(s) to be voted on shall be sent to all directors at least within 3 days before the meeting.</p> <p>The meeting of the Board of Supervisors shall be held upon the attendance of more than half of the supervisors. The vote at such meeting is taken by poll, and each supervisor shall have one vote. The meeting shall be attended by supervisors personally. The supervisor unable to attend for certain reason may appoint another director to attend the meeting in a written form, the power of attorney shall clearly state the agent's name, the agency matters, and the scope and validity of authorization, and shall be signed and sealed by the principal. The supervisor who attends the meeting on behalf of another director shall exercise the rights of directors within the authority.</p> <p>The resolutions of the Board of Supervisors shall be adopted by more than two thirds of all the supervisors.</p>	<p>If a meeting of the Board of Supervisors is convened by telephone, video or other means of real-time communication, it shall be ensured that the supervisors can hear the speeches of other supervisors and communicate with each other. A meeting of the Board of Supervisors held in this way shall be audio or video taped. Where the supervisors cannot sign on a resolution at the meeting in a real-time manner, they shall take a voice vote, and shall sign the vote as soon as possible. The voice vote of the supervisor shall have the same effect as a signed vote, provided that the signed vote afterwards shall be consistent with the voice vote. If there is an inconsistency between the two votes, the voice vote shall prevail.</p> <p>If a meeting of the Board of Supervisor is convened by written circulation, i.e. to make a resolution on a proposal delivered separately or by circulation for deliberation, the supervisors or other supervisors appointed by them shall write, on a copy of the resolution or the vote, their opinions of voting for or against or abstaining from voting on the resolution, and once the number of supervisor signing their vote for such resolution meets the quorum required for making a resolution as stipulated in the Articles of Association of the Company, the resolution shall take effect. When the meeting of Board of Supervisors is held by written circulation, an explanation shall be given, and the details and relevant background information of the matter(s) to be voted on shall be sent to all directors at least within 3 days before the meeting.</p> <p>The meeting of the Board of Supervisors shall be held upon the attendance of more than half of the supervisors. The vote at such meeting is taken by poll, and each supervisor shall have one vote. The meeting shall be attended by supervisors personally. The supervisor unable to attend for certain reason may appoint another director to attend the meeting in a written form, the power of attorney shall clearly state the agent's name, the agency matters, and the scope and validity of authorization, and shall be signed and sealed by the principal. The supervisor who attends the meeting on behalf of another director shall exercise the rights of directors within the authority.</p> <p>The resolutions of the Board of Supervisors shall be adopted by more than two thirds of all the supervisors.</p>
144.	<p>Article 184</p> <p>The Board of Supervisors shall formulate the rules of procedure for the Board of Supervisors, stipulating its methods of discussing official business and voting procedures, so as to ensure its efficient operation and reasonable decision-making.</p>	<p>Article 184</p> <p>The Board of Supervisors shall formulate the rules of procedure for the Board of Supervisors, stipulating its methods of discussing official business and voting procedures, so as to ensure its efficient operation and reasonable decision-making.</p>

No.	Before amendments	After amendments
145.	CHAPTER 8 QUALIFICATIONS AND OBLIGATIONS OF DIRECTORS, SUPERVISORS, GENERAL MANAGER AND OTHER SENIOR MANAGEMENT OFFICERS	CHAPTER 8 QUALIFICATIONS AND OBLIGATIONS OF DIRECTORS, SUPERVISORS, GENERAL MANAGER AND OTHER SENIOR MANAGEMENT OFFICERS
146.	<p data-bbox="284 387 829 527">Article 186 None of the following persons shall serve as a director, supervisor, general manager or other senior management officer of the Company:</p> <p data-bbox="284 570 829 600">(1) a person who has no or limited capacity for civil conduct;</p> <p data-bbox="284 642 829 919">(2) a person has been sentenced to any criminal penalty due to an offence of corruption, bribery, expropriation of property, misappropriation of property or disrupting the economic order of the socialist market economy and 5 years have not passed since the completion date of the execution of the penalty; or a person has ever been deprived of his political rights due to any crime and 5 years have not passed since the completion date of the execution of the penalty;</p> <p data-bbox="284 961 829 1174">(3) a person who, being a director or the head or general manager of a company or an enterprise that went into bankruptcy and liquidation due to poor operation and management, was personally liable for the bankruptcy of the said company or enterprise, where less than 3 years have passed since the completion date of liquidation of the company or enterprise;</p> <p data-bbox="284 1217 829 1430">(4) a person who, being the legal representative of a company or an enterprise, the business license of which was revoked for violation of laws and which was ordered to close down, was personally liable for the above, where less than 3 years have passed from the date on which the business license of the company or enterprise was revoked;</p> <p data-bbox="284 1472 829 1536">(5) a person who fails to liquidate a relatively large amount of personal debts due;</p> <p data-bbox="284 1578 829 1685">(6) a person who is subject to investigation by judicial body for violation of criminal law where the said investigation has not yet been concluded;</p> <p data-bbox="284 1727 829 1791">(7) a person who is not eligible for enterprise leadership according to the laws and administrative regulations;</p>	<p data-bbox="842 387 1398 527">Article 186 None of the following persons shall serve as a director, supervisor, general manager or other senior management officer of the Company:</p> <p data-bbox="842 570 1398 600">(1) a person who has no or limited capacity for civil conduct;</p> <p data-bbox="842 642 1398 919">(2) a person has been sentenced to any criminal penalty due to an offence of corruption, bribery, expropriation of property, misappropriation of property or disrupting the economic order of the socialist market economy and 5 years have not passed since the completion date of the execution of the penalty; or a person has ever been deprived of his political rights due to any crime and 5 years have not passed since the completion date of the execution of the penalty;</p> <p data-bbox="842 961 1398 1174">(3) a person who, being a director or the head or general manager of a company or an enterprise that went into bankruptcy and liquidation due to poor operation and management, was personally liable for the bankruptcy of the said company or enterprise, where less than 3 years have passed since the completion date of liquidation of the company or enterprise;</p> <p data-bbox="842 1217 1398 1430">(4) a person who, being the legal representative of a company or an enterprise, the business license of which was revoked for violation of laws and which was ordered to close down, was personally liable for the above, where less than 3 years have passed from the date on which the business license of the company or enterprise was revoked;</p> <p data-bbox="842 1472 1398 1536">(5) a person who fails to liquidate a relatively large amount of personal debts due;</p> <p data-bbox="842 1578 1398 1685">(6) a person who is subject to investigation by judicial body for violation of criminal law where the said investigation has not yet been concluded;</p> <p data-bbox="842 1727 1398 1791">(7) a person who is not eligible for enterprise leadership according to the laws and administrative regulations;</p>

No.	Before amendments	After amendments
	<p>(8) a person who is not a natural person;</p> <p>(9) a person who is subject to a penalty of prohibition from engaging in stock market activities imposed by the China Securities Regulatory Commission, where the term of the penalty has not yet expired;</p> <p>(10) a person who has been convicted of contravention of provisions of relevant securities regulations by a relevant competent authority, and such conviction involves a finding that he/she has acted fraudulently or dishonestly, where less than 5 years have passed since the date of the conviction;</p> <p>(11) any other circumstances as prescribed by the laws, administrative regulations, departmental rules, normative documents, or a relevant regulatory authority. Where a director, supervisor, general manager or other senior management officer is elected, appointed or engaged in violation of the provisions of this Article, such election, appointment or engagement shall be invalid.</p> <p>Where, during his/her term of office, a director, supervisor, general manager or other senior management officer is found to be a person as specified in this Article, the Company shall remove him/her from office.</p>	<p>(8) a person who is not a natural person;</p> <p>(9) a person who is subject to a penalty of prohibition from engaging in stock market activities imposed by the China Securities Regulatory Commission, where the term of the penalty has not yet expired;</p> <p>(10) a person who has been convicted of contravention of provisions of relevant securities regulations by a relevant competent authority, and such conviction involves a finding that he/she has acted fraudulently or dishonestly, where less than 5 years have passed since the date of the conviction;</p> <p>(11) any other circumstances as prescribed by the laws, administrative regulations, departmental rules, normative documents, or a relevant regulatory authority.</p> <p>Where a director, supervisor, general manager or other senior management officer is elected, appointed or engaged in violation of the provisions of this Article, such election, appointment or engagement shall be invalid. Where, during his/her term of office, a director, supervisor, general manager or other senior management officer is found to be a person as specified in this Article, the Company shall remove him/her from office.</p>
147.	<p>Article 187</p> <p>The validity of an act of the director, general manager, and any other senior management officer on behalf of the Company to any bona fide third party is not affected by any irregularity in his/her term of office, election or qualification.</p>	<p>Article 187</p> <p>The validity of an act of the director, general manager, and any other senior management officer on behalf of the Company to any bona fide third party is not affected by any irregularity in his/her term of office, election or qualification.</p>
148.	<p>Article 188</p> <p>In addition to obligations imposed by laws, administrative regulations or listing rules of the stock exchanges on which the Company's shares are listed, the Company's directors, supervisors, general manager and other senior management officers shall bear the following obligations to each shareholder, in the exercise of the functions and powers of the Company granted to him/her:</p> <p>(1) shall cause the Company to carry out any business outside the scope of business stipulated in its business license;</p> <p>(2) shall act honestly in the best interests of the Company;</p>	<p>Article 188</p> <p>In addition to obligations imposed by laws, administrative regulations or listing rules of the stock exchanges on which the Company's shares are listed, the Company's directors, supervisors, general manager and other senior management officers shall bear the following obligations to each shareholder, in the exercise of the functions and powers of the Company granted to him/her:</p> <p>(1) shall cause the Company to carry out any business outside the scope of business stipulated in its business license;</p> <p>(2) shall act honestly in the best interests of the Company;</p>

No.	Before amendments	After amendments
	<p>(3) shall not expropriate the Company’s property in any way, including (but not limited to) opportunities advantageous to the Company;</p> <p>(4) shall not expropriate the individual rights of shareholders, including (but not limited to) rights of distribution and voting rights, but not including a restructuring of the Company submitted to shareholders’ general meeting for approval in accordance with the Articles of Association.</p>	<p>(3) shall not expropriate the Company’s property in any way, including (but not limited to) opportunities advantageous to the Company;</p> <p>(4) shall not expropriate the individual rights of shareholders, including (but not limited to) rights of distribution and voting rights, but not including a restructuring of the Company submitted to shareholders’ general meeting for approval in accordance with the Articles of Association.</p>
149.	<p>Article 189</p> <p>The Company’s director, supervisor, general manager and other senior management officer shall have a duty, in the exercise of his/her powers and discharge of his/ her duties, to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.</p>	<p>Article 189</p> <p>The Company’s director, supervisor, general manager and other senior management officer shall have a duty, in the exercise of his/her powers and discharge of his/ her duties, to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.</p>
150.	<p>Article 190</p> <p>The Company’s director, supervisor, general manager and other senior management officer shall exercise his/her powers or carry out his/her duties in accordance with the principle of honesty and shall not put himself/herself in a position where his/her duty and his/her interest may conflict. Such principle includes (but not limited to) fulfilling the following obligations:</p> <p>(1) to act honestly in the best interests of the Company;</p> <p>(2) to exercise rights within the scope of his/her functions and powers and not to exceed;</p> <p>(3) to exercise the discretion vested in him/her personally and not to allow himself/herself to act under the control of others and, unless and to the extent permitted by the laws, administrative regulations or with the informed consent of shareholders given in a shareholders’ general meeting, not to delegate his/her power of discretion;</p> <p>(4) to treat shareholders of the same class equally and to treat shareholders of different classes fairly;</p> <p>(5) Except in accordance with the Articles of Association or with the informed consent of shareholders given in the shareholders’ general meeting, not to enter into any contract, transaction or arrangement with the Company;</p>	<p>Article 190</p> <p>The Company’s director, supervisor, general manager and other senior management officer shall exercise his/her powers or carry out his/her duties in accordance with the principle of honesty and shall not put himself/herself in a position where his/her duty and his/her interest may conflict. Such principle includes (but not limited to) fulfilling the following obligations:</p> <p>(1) to act honestly in the best interests of the Company;</p> <p>(2) to exercise rights within the scope of his/her functions and powers and not to exceed;</p> <p>(3) to exercise the discretion vested in him/her personally and not to allow himself/herself to act under the control of others and, unless and to the extent permitted by the laws, administrative regulations or with the informed consent of shareholders given in a shareholders’ general meeting, not to delegate his/her power of discretion;</p> <p>(4) to treat shareholders of the same class equally and to treat shareholders of different classes fairly;</p> <p>(5) Except in accordance with the Articles of Association or with the informed consent of shareholders given in the shareholders’ general meeting, not to enter into any contract, transaction or arrangement with the Company;</p>

No.	Before amendments	After amendments
	<p>(6) Without the informed consent of shareholders given in the shareholders' general meeting, not to use the Company's property for his/her own benefit by any means;</p> <p>(7) Not to exploit his/her position to accept bribes or other illegal income or expropriate the Company's property by any means, including (but not limited to) opportunities advantageous to the Company;</p> <p>(8) Without the informed consent of shareholders given in the shareholders' general meeting, not to accept commissions in connection with the Company's transactions;</p> <p>(9) to abide by the Articles of Association, faithfully perform his/her duties and protect the Company's interests, and not to exploit his/her position and power in the Company to advance his/her own private interests;</p> <p>(10) not to compete with the Company in any form without the consent of shareholders given in shareholders' general meeting;</p> <p>(11) not to misappropriate the Company's funds or to lend the Company's funds to others, not to open accounts in his/her own name or other names for the deposit of the Company's assets, and, unless otherwise required by laws, regulations or the Articles of Association, not to use the Company's assets to guarantee the shareholders of the Company and other personal debts;</p> <p>(12) Unless otherwise permitted by informed shareholders in the shareholders' general meeting, to keep information relating to the Company acquired by him/her in the course of and during his/her tenure in confidence and not to use such information for purposes even in furtherance of the interests of the Company, save that disclosure of such information to the court or other governmental authorities is permitted if:</p> <ol style="list-style-type: none"> 1. the disclosure is made pursuant to the law; 2. public interests require the disclosure; 3. the interests of the relevant director, supervisor, general manager and other senior management officer require disclosure. 	<p>(6) Without the informed consent of shareholders given in the shareholders' general meeting, not to use the Company's property for his/her own benefit by any means;</p> <p>(7) Not to exploit his/her position to accept bribes or other illegal income or expropriate the Company's property by any means, including (but not limited to) opportunities advantageous to the Company;</p> <p>(8) Without the informed consent of shareholders given in the shareholders' general meeting, not to accept commissions in connection with the Company's transactions;</p> <p>(9) to abide by the Articles of Association, faithfully perform his/her duties and protect the Company's interests, and not to exploit his/her position and power in the Company to advance his/her own private interests;</p> <p>(10) not to compete with the Company in any form without the consent of shareholders given in shareholders' general meeting;</p> <p>(11) not to misappropriate the Company's funds or to lend the Company's funds to others, not to open accounts in his/her own name or other names for the deposit of the Company's assets, and, unless otherwise required by laws, regulations or the Articles of Association, not to use the Company's assets to guarantee the shareholders of the Company and other personal debts;</p> <p>(12) Unless otherwise permitted by informed shareholders in the shareholders' general meeting, to keep information relating to the Company acquired by him/her in the course of and during his/her tenure in confidence and not to use such information for purposes even in furtherance of the interests of the Company, save that disclosure of such information to the court or other governmental authorities is permitted if:</p> <ol style="list-style-type: none"> 1. the disclosure is made pursuant to the law; 2. public interests require the disclosure; 3. the interests of the relevant director, supervisor, general manager and other senior management officer require disclosure.

No.	Before amendments	After amendments
151.	<p>Article 191</p> <p>The director, supervisor, general manager and other senior management officer of the Company shall not cause the following persons or entities (“associates”) to do what he/she is prohibited from doing:</p> <p>(1) The spouse or minor child of that director, supervisor, general manager and other senior management officer of the Company;</p> <p>(2) The director, supervisor, general manager and other senior management officer of the Company and a trustee of any persons referred to in Item (1) of this article;</p> <p>(3) The director, supervisor, general manager and other senior management officer of the Company or any person has partnership with those referred to in Item (1) and (2) of this article;</p> <p>(4) A company controlled by the director, supervisor, general manager and other senior management officer of the Company solely or jointly with those persons referred to in Item (1), (2), and (3) above or any other director, supervisor, general manager and senior management officer of the Company in fact;</p> <p>(5) The director, supervisor, general manager and other senior management officer of the controlled Company referred to in Item (4) of this Article.</p>	<p>Article 191</p> <p>The director, supervisor, general manager and other senior management officer of the Company shall not cause the following persons or entities (“associates”) to do what he/she is prohibited from doing:</p> <p>(1) The spouse or minor child of that director, supervisor, general manager and other senior management officer of the Company;</p> <p>(2) The director, supervisor, general manager and other senior management officer of the Company and a trustee of any persons referred to in Item (1) of this article;</p> <p>(3) The director, supervisor, general manager and other senior management officer of the Company or any person has partnership with those referred to in Item (1) and (2) of this article;</p> <p>(4) A company controlled by the director, supervisor, general manager and other senior management officer of the Company solely or jointly with those persons referred to in Item (1), (2), and (3) above or any other director, supervisor, general manager and senior management officer of the Company in fact;</p> <p>(5) The director, supervisor, general manager and other senior management officer of the controlled Company referred to in Item (4) of this Article.</p>
152.	<p>Article 192</p> <p>The fiduciary duties of the director, supervisor, general manager, and other senior management officer of the Company do not necessarily cease with the termination of their tenure. The duty of confidence in relation to business of the Company survives after the termination of their tenure. Other duties may continue for such period as fairness depending on the time lapse between the termination of tenure and the occurrence of the event concerned and the circumstances and conditions of the termination of the relationship with the Company.</p> <p>Except for circumstances prescribed in Article 57 of the Articles of Association, a director, supervisor, general manager and other senior management officer of the Company may be relieved of liability for specific breaches of his/her duty by the informed consent of shareholders given at a shareholders’ general meeting.</p>	<p>Article 192</p> <p>The fiduciary duties of the director, supervisor, general manager, and other senior management officer of the Company do not necessarily cease with the termination of their tenure. The duty of confidence in relation to business of the Company survives after the termination of their tenure. Other duties may continue for such period as fairness depending on the time lapse between the termination of tenure and the occurrence of the event concerned and the circumstances and conditions of the termination of the relationship with the Company.</p> <p>Except for circumstances prescribed in Article 57 of the Articles of Association, a director, supervisor, general manager and other senior management officer of the Company may be relieved of liability for specific breaches of his/her duty by the informed consent of shareholders given at a shareholders’ general meeting.</p>

No.	Before amendments	After amendments
153.	<p>Article 193</p> <p>Where a director, supervisor, general manager and other senior management officer of the Company is in any way, directly or indirectly, materially interested in a contract, transaction or arrangement made or proposed to be made with the Company (other than the employment contracts of the director, supervisor, general manager and other senior management officer with the Company), he/she shall declare the nature and extent of his/her interests to the Board of Directors at the earliest opportunity, whether or not the contract, transaction or arrangement or proposal therefor is otherwise subject to the approval of the Board of Directors.</p> <p>Unless there is any exceptional circumstance contained in Note 1 of Appendix 3 to the Hong Kong Listing Rules or permitted by the Stock Exchange of Hong Kong, a director shall not vote for the contract or arrangement or any other resolution in which he/she or any of his or her close associate (as defined in the Hong Kong Listing Rules) has material interest. When determining the quorum of the board meeting, such director shall not be accounted for the purpose of meeting the quorum, unless otherwise required by laws, regulations, normative documents or the securities regulation and administration authority in the place where the Company's shares are listed.</p> <p>Unless the interested directors, supervisors, general manager or other senior management officers of the Company have made such disclosure to the Board of Directors as required by the preceding paragraph of this Article, and the relevant matter has been approved by the Board of Directors at the board's meeting where such directors, supervisors, general manager or other senior officers have not been counted as part of the quorum and voted thereat, the Company shall be entitled to cancel such contracts, transactions, or arrangements, except as to any other party which is a bona fide party without knowledge of the violation of duties on the part of such directors, supervisors, general manager or other senior officers.</p> <p>A director, supervisor, general manager and other senior management officer of the Company is deemed to be interested in a contract, transaction or arrangement in which an associate of the director, supervisor, general manager and other senior management officer is interested.</p>	<p>Article 193</p> <p>Where a director, supervisor, general manager and other senior management officer of the Company is in any way, directly or indirectly, materially interested in a contract, transaction or arrangement made or proposed to be made with the Company (other than the employment contracts of the director, supervisor, general manager and other senior management officer with the Company), he/she shall declare the nature and extent of his/her interests to the Board of Directors at the earliest opportunity, whether or not the contract, transaction or arrangement or proposal therefor is otherwise subject to the approval of the Board of Directors.</p> <p>Unless there is any exceptional circumstance contained in Note 1 of Appendix 3 to the Hong Kong Listing Rules or permitted by the Stock Exchange of Hong Kong, a director shall not vote for the contract or arrangement or any other resolution in which he/she or any of his or her close associate (as defined in the Hong Kong Listing Rules) has material interest. When determining the quorum of the board meeting, such director shall not be accounted for the purpose of meeting the quorum, unless otherwise required by laws, regulations, normative documents or the securities regulation and administration authority in the place where the Company's shares are listed.</p> <p>Unless the interested directors, supervisors, general manager or other senior management officers of the Company have made such disclosure to the Board of Directors as required by the preceding paragraph of this Article, and the relevant matter has been approved by the Board of Directors at the board's meeting where such directors, supervisors, general manager or other senior officers have not been counted as part of the quorum and voted thereat, the Company shall be entitled to cancel such contracts, transactions, or arrangements, except as to any other party which is a bona fide party without knowledge of the violation of duties on the part of such directors, supervisors, general manager or other senior officers.</p> <p>A director, supervisor, general manager and other senior management officer of the Company is deemed to be interested in a contract, transaction or arrangement in which an associate of the director, supervisor, general manager and other senior management officer is interested.</p>

No.	Before amendments	After amendments
154.	<p>Article 194</p> <p>Before the date on which the question of entering into the relevant contract, transaction or arrangement is first taken into consideration on behalf of the Company, a director, supervisor, general manager and other senior management officer of the Company gives to the Board of Directors a general notice in writing stating that, due to the contents specified in the notice, he/she is interested in such contract, transaction or arrangement of the Company, the director, supervisor, general manager and other senior management officer shall be deemed as the completion of disclosures specified in the preceding article of this Chapter within the scope of the declarations of such notice.</p>	<p>Article 194</p> <p>Before the date on which the question of entering into the relevant contract, transaction or arrangement is first taken into consideration on behalf of the Company, a director, supervisor, general manager and other senior management officer of the Company gives to the Board of Directors a general notice in writing stating that, due to the contents specified in the notice, he/she is interested in such contract, transaction or arrangement of the Company, the director, supervisor, general manager and other senior management officer shall be deemed as the completion of disclosures specified in the preceding article of this Chapter within the scope of the declarations of such notice.</p>
155.	<p>Article 195</p> <p>The Company shall not in any manner pay taxes for or on behalf of its directors, supervisors, general manager, and other senior management officer.</p>	<p>Article 195</p> <p>The Company shall not in any manner pay taxes for or on behalf of its directors, supervisors, general manager, and other senior management officer.</p>
156.	<p>Article 196</p> <p>The Company shall not directly or indirectly make a loan or a loan guarantee to a director, supervisor, general manager and other senior management officer of the Company or its parent company, or any of the respective associates of the aforementioned persons. However, the preceding stipulations shall not apply to the following:</p> <ol style="list-style-type: none"> <li data-bbox="284 1200 829 1268">(1) A loan or a loan guarantee offered by the Company to its subsidiary; <li data-bbox="284 1310 829 1555">(2) In accordance with the terms of an employment contract approved by the shareholders' general meeting, a loan or a loan guarantee or any other funds provided to a director, supervisor, general manager and other senior management officer of the Company, to meet expenditure incurred for the purposes of the Company or for the purpose of enabling him/her to perform his/her duties; <li data-bbox="284 1598 829 1842">(3) If the ordinary course of business of the Company includes the lending of money or the giving of guarantees, the Company may make a loan to or provide a guarantee for a loan to the relevant directors, supervisors, general manager and other senior management officers or their respective associates, provided that the terms of the loan or guarantee for a loan are on normal commercial terms. 	<p>Article 196</p> <p>The Company shall not directly or indirectly make a loan or a loan guarantee to a director, supervisor, general manager and other senior management officer of the Company or its parent company, or any of the respective associates of the aforementioned persons. However, the preceding stipulations shall not apply to the following:</p> <ol style="list-style-type: none"> <li data-bbox="842 1200 1388 1268">(1) A loan or a loan guarantee offered by the Company to its subsidiary; <li data-bbox="842 1310 1388 1555">(2) In accordance with the terms of an employment contract approved by the shareholders' general meeting, a loan or a loan guarantee or any other funds provided to a director, supervisor, general manager and other senior management officer of the Company, to meet expenditure incurred for the purposes of the Company or for the purpose of enabling him/her to perform his/her duties; <li data-bbox="842 1598 1388 1842">(3) If the ordinary course of business of the Company includes the lending of money or the giving of guarantees, the Company may make a loan to or provide a guarantee for a loan to the relevant directors, supervisors, general manager and other senior management officers or their respective associates, provided that the terms of the loan or guarantee for a loan are on normal commercial terms.

No.	Before amendments	After amendments
157.	<p>Article 197</p> <p>If a loan made by the Company in breach of the above provisions, the receiver of the loan shall repay it immediately regardless of the terms of the loan.</p>	<p>Article 197</p> <p>If a loan made by the Company in breach of the above provisions, the receiver of the loan shall repay it immediately regardless of the terms of the loan.</p>
158.	<p>Article 198</p> <p>The security provided by the Company which is not in compliance with the provisions in Item (1) of Article 196 of the Articles of Association, such security shall not be enforced, except for the following circumstances:</p> <p>(1) the lender does not know such circumstance when it provides relevant loans to the directors, supervisors, manager and other senior management of the Company or its parent company;</p> <p>(2) the subject of the security has been legally sold to a bona fide third party by the lender of such loan.</p>	<p>Article 198</p> <p>The security provided by the Company which is not in compliance with the provisions in Item (1) of Article 196 of the Articles of Association, such security shall not be enforced, except for the following circumstances:</p> <p>(1) the lender does not know such circumstance when it provides relevant loans to the directors, supervisors, manager and other senior management of the Company or its parent company;</p> <p>(2) the subject of the security has been legally sold to a bona fide third party by the lender of such loan.</p>
159.	<p>Article 199</p> <p>For the purposes of the foregoing provisions of this Chapter, a security includes undertaking the liability or property provided to secure the performance of obligations by the obligor.</p>	<p>Article 199</p> <p>For the purposes of the foregoing provisions of this Chapter, a security includes undertaking the liability or property provided to secure the performance of obligations by the obligor.</p>
160.	<p>Article 200</p> <p>In addition to any rights and remedies provided by laws and administrative regulations, where a director, supervisor, general manager and other senior management officer of the Company is in breach of his/her duties to the Company, the Company has the right to:</p> <p>(1) Claim damages from the directors, supervisors, general manager, and other senior management officer for losses caused to the Company as a result of such breach;</p> <p>(2) Rescind any contract or transaction entered into by the Company with the director, supervisor, general manager and other senior management officer or with a third party (where such third party knows or should know that there is such a breach of duties by such director, supervisor, general manager and other senior management officer);</p>	<p>Article 200</p> <p>In addition to any rights and remedies provided by laws and administrative regulations, where a director, supervisor, general manager and other senior management officer of the Company is in breach of his/her duties to the Company, the Company has the right to:</p> <p>(1) Claim damages from the directors, supervisors, general manager, and other senior management officer for losses caused to the Company as a result of such breach;</p> <p>(2) Rescind any contract or transaction entered into by the Company with the director, supervisor, general manager and other senior management officer or with a third party (where such third party knows or should know that there is such a breach of duties by such director, supervisor, general manager and other senior management officer);</p>

No.	Before amendments	After amendments
	<p>(3) Demand the director, supervisor, general manager and other senior management officer to surrender the profits made by him/her in breach of his/her duties;</p> <p>(4) Recover any fund received by the director, supervisor, general manager and other senior management officer which should have been otherwise received by the Company, including (but not limiting to) commissions;</p> <p>(5) Demand repayment of the interest earned or which may have been earned by the director, supervisor, general manager and other senior management officer on the funds that should have been paid to the Company.</p>	<p>(3) Demand the director, supervisor, general manager and other senior management officer to surrender the profits made by him/her in breach of his/her duties;</p> <p>(4) Recover any fund received by the director, supervisor, general manager and other senior management officer which should have been otherwise received by the Company, including (but not limiting to) commissions;</p> <p>(5) Demand repayment of the interest earned or which may have been earned by the director, supervisor, general manager and other senior management officer on the funds that should have been paid to the Company.</p>
161.	<p>Article 201</p> <p>The Company shall enter into a contract in writing with the directors, supervisors and senior management officers, which shall include at least the following provisions:</p> <p>(1) The directors, supervisors and senior management officer undertake to the company that they shall comply with the Company Law, Special Regulations, the Articles of Association, the Codes on Takeovers and Mergers and Share Repurchases, the Hong Kong Listing Rules and other regulations made by the Stock Exchange of Hong Kong, and agree that the Company shall enjoy the remedial measures provided for in the Articles of Association, and that the contract and their offices shall not be transferred;</p> <p>(2) The directors, supervisors and senior management officers undertake to the Company representing every shareholder that they shall observe and perform their obligations to the shareholders as stipulated in the Articles of Association;</p> <p>(3) The arbitration provisions in the Articles of Association and the Hong Kong Listing Rules.</p>	<p>Article 201</p> <p>The Company shall enter into a contract in writing with the directors, supervisors and senior management officers, which shall include at least the following provisions:</p> <p>(1) The directors, supervisors and senior management officer undertake to the company that they shall comply with the Company Law, Special Regulations, the Articles of Association, the Codes on Takeovers and Mergers and Share Repurchases, the Hong Kong Listing Rules and other regulations made by the Stock Exchange of Hong Kong, and agree that the Company shall enjoy the remedial measures provided for in the Articles of Association, and that the contract and their offices shall not be transferred;</p> <p>(2) The directors, supervisors and senior management officers undertake to the Company representing every shareholder that they shall observe and perform their obligations to the shareholders as stipulated in the Articles of Association;</p> <p>(3) The arbitration provisions in the Articles of Association and the Hong Kong Listing Rules.</p>

No.	Before amendments	After amendments
162.	<p>Article 202</p> <p>The Company shall, with the prior approval of shareholders in the shareholders' general meeting, enter into a contract in writing with a director or supervisor wherein his/her remunerations are stipulated, including:</p> <ol style="list-style-type: none"> (1) remunerations in respect of his/her service as director, supervisor or other senior management officer of the Company; (2) remunerations in respect of his/her service as director, supervisor or other senior management officer of any subsidiary of the Company; (3) remunerations in respect of the provision of other services in connection with the management of the Company or any of its subsidiaries; (4) compensation for loss of the position or retirement from office. <p>Except under a contract entered into in accordance with the foregoing, no proceedings may be brought to a court by a director or supervisor against the Company for any benefits in respect of the matters aforementioned.</p> <p>The Company shall disclose to shareholders the remuneration received by directors, supervisors and senior management from the Company on a regular basis.</p>	<p>Article 202</p> <p>The Company shall, with the prior approval of shareholders in the shareholders' general meeting, enter into a contract in writing with a director or supervisor wherein his/her remunerations are stipulated, including:</p> <ol style="list-style-type: none"> (1) remunerations in respect of his/her service as director, supervisor or other senior management officer of the Company; (2) remunerations in respect of his/her service as director, supervisor or other senior management officer of any subsidiary of the Company; (3) remunerations in respect of the provision of other services in connection with the management of the Company or any of its subsidiaries; (4) compensation for loss of the position or retirement from office. <p>Except under a contract entered into in accordance with the foregoing, no proceedings may be brought to a court by a director or supervisor against the Company for any benefits in respect of the matters aforementioned.</p> <p>The Company shall disclose to shareholders the remuneration received by directors, supervisors and senior management from the Company on a regular basis.</p>
163.	<p>Article 203</p> <p>The contract for remunerations entered into between the Company and its directors or supervisors should provide that in the event of a takeover of the Company, the directors and supervisors shall, subject to the prior approval of the shareholders in the shareholders' general meeting, have the right to receive compensation or other payment for loss of the position or retirement.</p> <p>A takeover of the Company as referred to above means:</p> <ol style="list-style-type: none"> (1) A takeover offer made by any person to all shareholders; (2) An offer made by any person with a view to rendering the offeror a "controlling shareholder". "controlling shareholder" shall have the same meaning as defined in Article 58 of the Articles of Association. 	<p>Article 203</p> <p>The contract for remunerations entered into between the Company and its directors or supervisors should provide that in the event of a takeover of the Company, the directors and supervisors shall, subject to the prior approval of the shareholders in the shareholders' general meeting, have the right to receive compensation or other payment for loss of the position or retirement.</p> <p>A takeover of the Company as referred to above means:</p> <ol style="list-style-type: none"> (1) A takeover offer made by any person to all shareholders; (2) An offer made by any person with a view to rendering the offeror a "controlling shareholder". "controlling shareholder" shall have the same meaning as defined in Article 58 of the Articles of Association.

No.	Before amendments	After amendments
	If the relevant director or supervisor does not comply with this Article, any sum so received by him/her shall belong to those persons who have sold their shares as a result of the said offer made. The expenses incurred in distributing that sum pro rata among those persons shall be borne by the relevant director or supervisor and shall not be paid out of that sum.	If the relevant director or supervisor does not comply with this Article, any sum so received by him/her shall belong to those persons who have sold their shares as a result of the said offer made. The expenses incurred in distributing that sum pro rata among those persons shall be borne by the relevant director or supervisor and shall not be paid out of that sum.
164.	<p>Article 205</p> <p>The Company shall prepare a financial report upon expiration of each fiscal year and submit it for examination and verification in accordance with the law.</p>	<p>Article 205<u>159</u></p> <p>The Company shall prepare a financial report upon expiration of each fiscal year and submit it for examination and verification in accordance with the law. <u>The Company shall prepare the annual financial accounting report of the Company within four months after the end of each fiscal year, and prepare the interim financial accounting report of the Company within two months from the end of the first half of each fiscal year. The above-mentioned financial reports shall be prepared in accordance with relevant laws, administrative regulations, departmental rules, the Hong Kong Listing Rules and other securities regulatory rules of the place where the Company's shares are listed.</u></p>
165.	<p>Article 206</p> <p>The Board of Directors of the Company shall submit financial reports prepared by the Company, as are required by relevant laws, regulations, rules or normative documents, to the shareholders at every annual shareholders' general meeting.</p> <p>The financial report mentioned in the preceding paragraph shall include: reports of the Board of Directors of the Company together with the balance sheet (together with all the documents required to be attached therein by laws and administrative regulations in China or beyond), profit and loss statements and cash flow statements; or summary of financial statements approved by the Stock Exchange of Hong Kong, subject to the relevant laws of China.)</p> <p>The financial report of the Company shall be deposited at the Company for inspection by the shareholders at least 20 days before the convening of the annual shareholders' general meeting. Each shareholder of the Company is entitled to obtain financial reports mentioned in this chapter.</p>	<p>Article 206<u>163</u></p> <p>The Board of Directors of the Company shall submit financial reports prepared by the Company, as are required by relevant laws, regulations, rules or normative documents, to the shareholders at every annual shareholders' general meeting.</p> <p>The financial report mentioned in the preceding paragraph shall include: reports of the Board of Directors of the Company together with the balance sheet (together with all the documents required to be attached therein by laws and administrative regulations in China or beyond), profit and loss statements and cash flow statements; or summary of financial statements approved by the Stock Exchange of Hong Kong, subject to the relevant laws of China.)</p> <p>The financial report of the Company shall be deposited at the Company for inspection by the shareholders at least 20 days before the convening of the annual shareholders' general meeting. Each shareholder of the Company is entitled to obtain financial reports mentioned in this chapter.</p>

No.	Before amendments	After amendments
	<p>Unless otherwise required by the Articles of Association, the Company shall deliver, or send by prepaid mail, the aforementioned report or reports of the Board of Directors together with the balance sheet (together with all documents required to be attached therein by laws) and profit and loss statements or cash flow statements to each holder of overseas listed shares of the Company at least 21 days before the convening of the annual shareholders' general meeting, and the addresses of the recipients shall be the registered addresses as shown on the register of shareholders. Alternatively, insofar as the requirements of laws, administrative regulations, and the securities regulatory authority in the place where the Company's shares are listed are met, such report may be served to holders of overseas listed shares of the Company by way of being published on the website of the Company or the Stock Exchange of Hong Kong, or any other website as specified from time to time in the Hong Kong Listing Rules.</p>	<p>Unless otherwise required by the Articles of Association, the Company shall deliver, or send by prepaid mail, the aforementioned report or reports of the Board of Directors together with the balance sheet (together with all documents required to be attached therein by laws) and profit and loss statements or cash flow statements to each holder of overseas listed shares of the Company at least 21 days before the convening of the annual shareholders' general meeting, and the addresses of the recipients shall be the registered addresses as shown on the register of shareholders. Alternatively, insofar as the requirements of laws, administrative regulations, and the securities regulatory authority in the place where the Company's shares are listed are met, such report may be served to holders of overseas listed shares of the Company by way of being published on the website of the Company or the Stock Exchange of Hong Kong, or any other website as specified from time to time in the Hong Kong Listing Rules.</p>
166.	<p>Article 207</p> <p>The financial statements of the Company shall, in addition to being prepared in accordance with PRC accounting standards and regulations, be prepared in accordance with either international accounting standards or that of the place overseas where the Company's shares are listed. If there is any material difference between the financial statements prepared respectively in accordance with the two accounting standards, explanations shall be made in the financial statements. When the Company is to distribute its after-tax profits for that financial year, the lower of the after-tax profits as shown in the two financial statements shall be adopted.</p>	<p>Article 207</p> <p>The financial statements of the Company shall, in addition to being prepared in accordance with PRC accounting standards and regulations, be prepared in accordance with either international accounting standards or that of the place overseas where the Company's shares are listed. If there is any material difference between the financial statements prepared respectively in accordance with the two accounting standards, explanations shall be made in the financial statements. When the Company is to distribute its after-tax profits for that financial year, the lower of the after-tax profits as shown in the two financial statements shall be adopted.</p>
167.	<p>Article 208</p> <p>The interim result or financial information announced or disclosed by the Company shall follow up with the PRC general accounting standards and laws as long as following up with the international general accounting standards or other accounting standards in the place where the Company's shares are listed.</p>	<p>Article 208</p> <p>The interim result or financial information announced or disclosed by the Company shall follow up with the PRC general accounting standards and laws as long as following up with the international general accounting standards or other accounting standards in the place where the Company's shares are listed.</p>
168.	<p>Article 209</p> <p>The Company shall announce the financial report for 2 times in each fiscal year, i.e.: to prepare an interim financial report within 60 days from the end of the first 6 months of each fiscal year and to prepare a financial report within 120 days upon expiration of each fiscal year.</p>	<p>Article 209</p> <p>The Company shall announce the financial report for 2 times in each fiscal year, i.e.: to prepare an interim financial report within 60 days from the end of the first 6 months of each fiscal year and to prepare a financial report within 120 days upon expiration of each fiscal year.</p>

No.	Before amendments	After amendments
169.	<p>Article 210</p> <p>The Company shall not keep accounting books other than those required by law. Any account shall not be opened for the Company's assets under an individual's name.</p>	<p>Article 210 <u>160</u></p> <p>The Company shall<u>will</u> not keep accounting books other than those required by law. Any account shall not be opened for the Company's assets under an individual's name.</p>
170.	<p>Article 211</p> <p>The Company shall allocate 10% of its profits after tax to the statutory common reserve provided that no allocation is required if the accumulated statutory common reserve exceed 50% of the registered capital.</p> <p>When the statutory common reserve is insufficient to make up the loss of the Company in prior year, the profit for the year shall be used to make up the loss for that year before making contributions to statutory common reserve in accordance with the above provision.</p> <p>After making allocation to statutory common reserve from the profits after tax, the Company may make allocation to discretionary common reserve as approved by a resolution of the shareholders' general meeting.</p> <p>Profits after making up the accrued loss and making allocation to common reserve(s) shall be distributed to shareholders in proportion to their shareholdings, unless otherwise required by the Articles of Associations.</p> <p>If the shareholder' general meeting distributes the profits by violating the provisions of the preceding paragraph before making up losses and setting aside statutory reserve funds, the profits so distributed must be refunded to the Company.</p> <p>No profit may be distributed for the Company's shares held by the Company.</p>	<p>Article 211 <u>161</u></p> <p>The Company shall allocate 10% of its profits after tax to the statutory common reserve provided that no allocation is required if the accumulated statutory common reserve exceed 50% of the registered capital.</p> <p>When the statutory common reserve is insufficient to make up the loss of the Company in prior year, the profit for the year shall be used to make up the loss for that year before making contributions to statutory common reserve in accordance with the above provision.</p> <p>After making allocation to statutory common reserve from the profits after tax, the Company may make allocation to discretionary common reserve as approved by a resolution of the shareholders' general meeting.</p> <p>Profits after making up the accrued loss and making allocation to common reserve(s) shall be distributed to shareholders in proportion to their shareholdings, unless otherwise required by the Articles of Associations.</p> <p>If the shareholder' general meeting distributes the profits by violating the provisions of the preceding paragraph before making up losses and setting aside statutory reserve funds, the profits so distributed must be refunded to the Company.</p> <p>No profit may be distributed for the Company's shares held by the Company.</p>
171.	<p>Article 212</p> <p>The common reserve of the Company may be used for making up losses, expanding the Company's operation or increasing the capital of the Company, provided that capital reserve shall not be used for making up the losses sustained by the Company. The capital reserve includes the following items:</p> <p>(1) Premium proceeded from the shares issued over their par value;</p>	<p>Article 212 <u>162</u></p> <p>The common reserve of the Company may be used for making up losses, expanding the Company's operation or increasing the capital of the Company, provided that capital reserve shall not be used for making up the losses sustained by the Company. The capital reserve includes the following items:</p> <p>(1) Premium proceeded from the shares issued over their par value;</p>

No.	Before amendments	After amendments
	<p>(2) Any other income required to be included in the capital reserve by the competent finance authority of the State Council.</p> <p>When the statutory common reserve is converted into capital, the balance of the statutory common reserve shall not fall below 25% of the Company's registered capital before being converted to increase.</p>	<p>(2) Any other income required to be included in the capital reserve by the competent finance authority of the State Council.</p> <p>When the statutory common reserve is converted into capital, the balance of the statutory common reserve shall not fall below 25% of the Company's registered capital before being converted to increase.</p>
172.	<p>Article 213</p> <p>After the shareholders' general meeting of the Company make a resolution on the profit distribution plan, the Board of Directors of the Company shall complete the distribution of dividends (or shares) within 2 months after the meeting.</p>	<p>Article 213164</p> <p>After the shareholders' general meeting of the Company make a resolution on the profit distribution plan, <u>or the Board of Directors of the Company has developed a specific plan based on the conditions and limits of the interim dividend for the next year as considered and approved by the shareholders' annual general meeting,</u> the Board of Directors of the Company <u>it</u> shall complete the distribution of dividends (or shares) within 2 months after the meeting.</p>
173.	<p>Article 214</p> <p>The Company may distribute profits in cash or by shares.</p>	<p>Article 214</p> <p>The Company may distribute profits in cash or by shares.</p>
174.		<p>Article 165</p> <p><u>The Company values reasonable returns on investment for shareholders, and the Company shall adopt a continuous and steady profit distribution policy with an emphasis on providing reasonable investment return to its investors and maintaining the sustainable development of the Company which is in compliance with the relevant laws and regulations and the Hong Kong Listing Rules. The Company may distribute dividends in the form of cash or shares. Where the Company has distributable profits, the Board of Directors of the Company may, depending on its business and financial conditions, make a cash distribution dividend scheme and/or a share distribution dividend scheme.</u></p> <p><u>When the audit report for the most recent year of the Company contains a non-qualified opinion or an unqualified opinion with significant uncertainties related to continuing operations, the asset-liability ratio is higher than a certain specific proportion, the operating cash flow is lower than a certain specific level, or there are other circumstances, the Company may not make profit distribution.</u></p>

No.	Before amendments	After amendments
		<p>Cash dividends and other payments by the Company to holders of domestic unlisted shares shall be paid in Renminbi. Cash dividends and other payments by the Company to holders of H shares shall be denominated and declared in Renminbi and paid in foreign currency. The foreign currency for the cash dividends and other payments by the Company to holders of foreign shares listed overseas shall be handled in accordance with state regulations on foreign exchange control.</p>
175.	<p>Article 215</p> <p>The Company shall engage a receiving agent on behalf of the holders of overseas listed foreign shares, to receive dividends of overseas listed foreign shares and all other monies owing by the Company in respect of such shares on behalf of such shareholders.</p> <p>The receiving agent engaged by the Company shall satisfy the relevant requirements of the laws of the place and relevant regulations of the stock exchange where the Company's shares are listed.</p> <p>The receiving agent on behalf of holders of H-shares engaged by the Company shall be a trust company registered under the Trustee Ordinance of Hong Kong. The Company has the right to terminate delivering dividend certificate to holders of the overseas listed foreign shares by post. If the dividend certificates are unclaimed, the Company shall exercise such power only after the dividend certificates sent to the shareholder are unclaimed for two consecutive times. Nevertheless, the Company may exercise power if the dividend certificate cannot be delivered to the recipient and is returned in the first time.</p> <p>With regard to the exercise of rights to issue share warrants to non-registered holders, no new share warrant shall be issued to replace one that has been lost unless the Company is satisfied beyond reasonable doubt that the original has been destroyed.</p> <p>The Company has the right to sell the overseas listed foreign shares for which the shareholders cannot be contacted in a manner that is considered to be appropriate by the Board of Directors, but shall follow the following conditions:</p> <p>(1) Dividends were payable to the relevant shares at least three times within twelve (12) years and the dividends were unclaimed during that period; and</p>	<p>Article 215 <u>166</u></p> <p>The Company shall engage a receiving agent on behalf of the holders of overseas listed foreign shares, to receive dividends of overseas listed foreign shares and all other monies owing by the Company in respect of such shares on behalf of such shareholders.</p> <p>The receiving agent engaged by the Company shall satisfy the relevant requirements of the laws of the place and relevant regulations of the stock exchange where the Company's shares are listed.</p> <p>The receiving agent on behalf of holders of H-shares engaged by the Company shall be a trust company registered under the Trustee Ordinance of Hong Kong. The Company has the right to terminate delivering dividend certificate to holders of the overseas listed foreign shares by post. If the dividend certificates are unclaimed, the Company shall exercise such power only after the dividend certificates sent to the shareholder are unclaimed for two consecutive times. Nevertheless, the Company may exercise power if the dividend certificate cannot be delivered to the recipient and is returned in the first time.</p> <p>With regard to the exercise of rights to issue share warrants to non-registered holders, no new share warrant shall be issued to replace one that has been lost unless the Company is satisfied beyond reasonable doubt that the original has been destroyed.</p> <p>The Company has the right to sell the overseas listed foreign shares for which the shareholders cannot be contacted in a manner that is considered to be appropriate by the Board of Directors, but shall follow the following conditions:</p> <p>(1) Dividends were payable to the relevant shares at least three times within twelve (12) years and the dividends were unclaimed during that period; and</p>

No.	Before amendments	After amendments
	<p>(2) Upon the expiry of the twelve (12) year period, an announcement stating the Company's intention to sell the relevant shares is published on one or more newspapers in the place where the Company is listed and the Stock Exchange of Hong Kong is informed.</p> <p>The Company may forfeit unclaimed dividend subject to the PRC laws and administrative regulations; however, such power shall not be exercised after the expiration of the applicable period.</p> <p>The payment made for any shares prior to the making of calls for payment for the subscribed shares are entitled to receive interest but shareholders shall not be entitled to claim dividends in respect of their advance payments for shares.</p>	<p>(2) Upon the expiry of the twelve (12) year period, an announcement stating the Company's intention to sell the relevant shares is published on one or more newspapers in the place where the Company is listed and the Stock Exchange of Hong Kong is informed.</p> <p>The Company may forfeit unclaimed dividend subject to the PRC laws and administrative regulations; however, such power shall not be exercised after the expiration of the applicable period.</p> <p>The payment made for any shares prior to the making of calls for payment for the subscribed shares are entitled to receive interest but shareholders shall not be entitled to claim dividends in respect of their advance payments for shares.</p>
176.		<u>Section 2 Internal Audit</u>
177.		<p><u>Article 167</u></p> <p><u>The Company shall implement an internal auditing system and appoint dedicated auditing personnel to carry out internal auditing and supervision of the Company's financial revenues and expenditures, and economic activities.</u></p>
178.		<p><u>Article 168</u></p> <p><u>The Company's internal auditing system and the responsibilities of its auditing personnel shall be implemented after the approval thereof by the Board. The person in charge of auditing shall be accountable and report to the Board.</u></p>
179.	<p>Article 216</p> <p>The Company shall engage an independent accounting firm compliant meeting the relevant requirements of the state to audit the Company's annual financial statements and review the Company's other financial reports.</p>	<p>The Company shall engage an independent accounting firm compliant meeting the relevant requirements of the state to audit the Company's annual financial statements and review the Company's other financial reports, <u>with a term of one year and the appointment may be renewed. The term of appointment usually begins after the adoption of the appointment resolution by annual general meeting, until the next annual general meeting considers whether to renew the appointment.</u></p>

No.	Before amendments	After amendments
180.	<p>Article 217</p> <p>The first accounting firm of the Company may be engaged at the inaugural meeting before the first annual shareholders' general meeting of the Company. The accounting firm so engaged shall hold office until the conclusion of the first annual shareholders' general meeting. In case the inaugural meeting fails to exercise the aforesaid function and power, the Board of Directors may exercise such function and power. The Company's engagement of an accounting firm shall be decided by the shareholders' general meeting. The Board of Directors shall not engage the accounting firm until the shareholders' general meeting makes a decision. The accounting firm engaged by the Company shall hold the term of office from the conclusion of this annual shareholders' general meeting to the conclusion of the next annual shareholders' general meeting.</p>	<p>Article 217 169</p> <p>The first accounting firm of the Company may be engaged at the inaugural meeting before the first annual shareholders' general meeting of the Company. The accounting firm so engaged shall hold office until the conclusion of the first annual shareholders' general meeting. In case the inaugural meeting fails to exercise the aforesaid function and power, the Board of Directors may exercise such function and power. The Company's engagement of an accounting firm shall be decided by the shareholders' general meeting. The Board of Directors shall not engage the accounting firm until the shareholders' general meeting makes a decision. The accounting firm engaged by the Company shall hold the term of office from the conclusion of this annual shareholders' general meeting to the conclusion of the next annual shareholders' general meeting.</p>
181.	<p>Article 218</p> <p>The accounting firm engaged by the Company shall have the following rights:</p> <ol style="list-style-type: none"> (1) to inspect at any time the accounting books, records and vouchers of the Company, and to require the directors, general manager and other senior management officer of the Company to provide any relevant information and explanation thereof; (2) to require the Company to take all reasonable steps to obtain all necessary information and explanation for the performing the duties from its subsidiaries; (3) to attend shareholders' general meeting and to receive all notices of, and other communications relating to, any shareholders' general meeting which any shareholder is entitled to receive, and to be heard at any shareholders' general meeting in relation to matters concerning its role as the accounting firm of the Company. 	<p>Article 218</p> <p>The accounting firm engaged by the Company shall have the following rights:</p> <ol style="list-style-type: none"> (1) to inspect at any time the accounting books, records and vouchers of the Company, and to require the directors, general manager and other senior management officer of the Company to provide any relevant information and explanation thereof; (2) to require the Company to take all reasonable steps to obtain all necessary information and explanation for the performing the duties from its subsidiaries; (3) to attend shareholders' general meeting and to receive all notices of, and other communications relating to, any shareholders' general meeting which any shareholder is entitled to receive, and to be heard at any shareholders' general meeting in relation to matters concerning its role as the accounting firm of the Company.
182.	<p>Article 219</p> <p>Before the convening of the shareholders' general meeting, the Board of Directors may fill the vacancy in the office of the accounting firm by engaging other accounting firm, subject to confirmation by the next shareholders' general meeting; but while there is still any such vacancy, the surviving or continuing accounting firm, if any, may continue to act.</p>	<p>Article 219</p> <p>Before the convening of the shareholders' general meeting, the Board of Directors may fill the vacancy in the office of the accounting firm by engaging other accounting firm, subject to confirmation by the next shareholders' general meeting; but while there is still any such vacancy, the surviving or continuing accounting firm, if any, may continue to act.</p>

No.	Before amendments	After amendments
	<p>Where it is proposed that any resolution be passed at a shareholders' general meeting concerning the engagement of an accounting firm, which is not an incumbent firm, to fill a casual vacancy in the office of the accountants' firm, or to reengage an accounting firm which was engaged by the Board of Directors to fill a casual vacancy, or to remove the accounting firm before the expiration of its term of office, the following provisions shall apply:</p> <p>(1) A copy of the proposal about the engagement or the removal shall be sent to the firm proposed to be engaged or proposing to cease to act or the firm which has ceased to act in the relevant accounting year before notice of meeting is given to the shareholders. Ceasing to act includes leaving by removal, resignation and retirement.</p> <p>(2) If the firm which is about to cease to act makes representations in writing and requests the Company to notify the shareholders of such representations, unless the representations are received too late, the Company shall:</p> <ol style="list-style-type: none"> 1. In any notice given to shareholders about a resolution to be made, state the representations that have been made by such accounting firm; 2. Attach a copy of the representations to the notice and deliver it to the shareholders who are entitled to receive the notice of the shareholders' general meeting in the manner stipulated in the Articles of Association. <p>(3) If the firm's representations are not sent in accordance with Item (2) above, the relevant firm may require that the representations be read out at the shareholders' general meeting and may lodge further complaints.</p> <p>(4) An accounting firm which is about to cease to act shall be entitled to attend:</p> <ol style="list-style-type: none"> 1. the shareholders' general meeting relating to the expiry of its term of office; 2. any shareholders' general meeting at which it is proposed to fill the vacancy caused by its removal; 3. any shareholders' general meeting convened on its resignation. 	<p>Where it is proposed that any resolution be passed at a shareholders' general meeting concerning the engagement of an accounting firm, which is not an incumbent firm, to fill a casual vacancy in the office of the accountants' firm, or to reengage an accounting firm which was engaged by the Board of Directors to fill a casual vacancy, or to remove the accounting firm before the expiration of its term of office, the following provisions shall apply:</p> <p>(1) A copy of the proposal about the engagement or the removal shall be sent to the firm proposed to be engaged or proposing to cease to act or the firm which has ceased to act in the relevant accounting year before notice of meeting is given to the shareholders. Ceasing to act includes leaving by removal, resignation and retirement.</p> <p>(2) If the firm which is about to cease to act makes representations in writing and requests the Company to notify the shareholders of such representations, unless the representations are received too late, the Company shall:</p> <ol style="list-style-type: none"> 1. In any notice given to shareholders about a resolution to be made, state the representations that have been made by such accounting firm; 2. Attach a copy of the representations to the notice and deliver it to the shareholders who are entitled to receive the notice of the shareholders' general meeting in the manner stipulated in the Articles of Association. <p>(3) If the firm's representations are not sent in accordance with Item (2) above, the relevant firm may require that the representations be read out at the shareholders' general meeting and may lodge further complaints.</p> <p>(4) An accounting firm which is about to cease to act shall be entitled to attend:</p> <ol style="list-style-type: none"> 1. the shareholders' general meeting relating to the expiry of its term of office; 2. any shareholders' general meeting at which it is proposed to fill the vacancy caused by its removal; 3. any shareholders' general meeting convened on its resignation.

No.	Before amendments	After amendments
	The accounting firm ceasing to act has the right to receive all notices of, and other communications relating to, any such meeting, and to speak at any such meeting in relation to matters concerning its role as the former accountants' firm of the Company.	The accounting firm ceasing to act has the right to receive all notices of, and other communications relating to, any such meeting, and to speak at any such meeting in relation to matters concerning its role as the former accountants' firm of the Company.
183.	<p>Article 220</p> <p>The shareholders' general meeting may by ordinary resolution remove an accounting firm before the expiration of its term of office, notwithstanding any terms of contract between the Company and the accounting firm, but without prejudice to the accounting firm's claim, if any, against the Company arising from the termination of its office.</p>	<p>Article 220</p> <p>The shareholders' general meeting may by ordinary resolution remove an accounting firm before the expiration of its term of office, notwithstanding any terms of contract between the Company and the accounting firm, but without prejudice to the accounting firm's claim, if any, against the Company arising from the termination of its office.</p>
184.	<p>Article 222</p> <p>The remuneration and the method of determining remuneration of an accounting firm shall be decided by the shareholders' general meeting. The remuneration of an accounting firm engaged by the Board of Directors shall be determined by the Board of Directors.</p>	<p>Article 222171</p> <p>The remuneration and the method of determining remuneration auditing fees of an accounting firm shall be determined decided by the shareholders' general meeting. The remuneration of an accounting firm engaged by the Board of Directors shall be determined by the Board of Directors.</p>
185.	<p>Article 224</p> <p>Thirty (30) days' notice shall be given to the accounting firm if the Company decides to remove or not to renew the appointment of the accounting firm. The accounting firm is entitled to make representations at the shareholders' general meeting before its vote on the removal of the accounting firm. An accountancy firm resigning from office shall explain at the shareholders' general meeting whether there is any misfeasance by the Company.</p> <p>An accountancy firm may resign from office by a notice in writing deposited at the Company's legal address. Any such notice shall be effective on the date on which it is deposited at the legal address of the Company or on such later date as may be specified therein. Such notice shall contain the following statements:</p> <p>(1) a statement to the effect that there are no circumstance connected with its resignation which it considers should be brought to the attention of the shareholders or creditors of the Company; or</p> <p>(2) a statement of any such circumstance which shall be accounted for.</p>	<p>Article 224 172</p> <p>Fifteen (15)Thirty (30) days' notice shall be given to the accounting firm if the Company decides to remove or not to renew the appointment of the accounting firm. The accounting firm is entitled to make representations at the shareholders' general meeting before its vote on the removal of the accounting firm.</p> <p>An accountancy firm resigning from office shall explain at the shareholders' general meeting whether there is any misfeasance by the Company.</p> <p>An accountancy firm may resign from office by a notice in writing deposited at the Company's legal address. Any such notice shall be effective on the date on which it is deposited at the legal address of the Company or on such later date as may be specified therein. Such notice shall contain the following statements:</p> <p>(1) a statement to the effect that there are no circumstance connected with its resignation which it considers should be brought to the attention of the shareholders or creditors of the Company; or</p> <p>(2) a statement of any such circumstance which shall be accounted for.</p>

No.	Before amendments	After amendments
	<p>After receipt of the written notice referred to in the preceding paragraphs, the Company shall within 14 send a copy of the notice to the competent authority. If the notice contains a statement referred to in Item (2) above, a copy of such notice shall be deposited at the Company for inspection by shareholders. The Company shall also send a copy of such statement to every shareholder entitled to receive financial reports of the Company.</p> <p>Unless otherwise required by the Articles of Association, the Company shall also send a copy of the aforementioned notice to every holder of the overseas-listed shares by prepaid mail to his/her address as recorded in the register of shareholders, or within the aforementioned period, subject to the applicable laws, regulations and the Hong Kong Listing Rules, send out such notice through the website of the stock change in the place where the Company's shares are listed or publish such notice on one or more newspapers designated by the stock exchange and/or specified in the Articles of Association.</p> <p>Where the accounting firm's notice of resignation contains a statement referred to in Item (2) of the third paragraph in this Article, it may require the Board of Directors to convene an extraordinary shareholders' general meeting for the purpose of receiving an explanation of the circumstances connected with its resignation.</p>	<p>After receipt of the written notice referred to in the preceding paragraphs, the Company shall within 14 send a copy of the notice to the competent authority. If the notice contains a statement referred to in Item (2) above, a copy of such notice shall be deposited at the Company for inspection by shareholders. The Company shall also send a copy of such statement to every shareholder entitled to receive financial reports of the Company.</p> <p>Unless otherwise required by the Articles of Association, the Company shall also send a copy of the aforementioned notice to every holder of the overseas-listed shares by prepaid mail to his/her address as recorded in the register of shareholders, or within the aforementioned period, subject to the applicable laws, regulations and the Hong Kong Listing Rules, send out such notice through the website of the stock change in the place where the Company's shares are listed or publish such notice on one or more newspapers designated by the stock exchange and/or specified in the Articles of Association.</p> <p>Where the accounting firm's notice of resignation contains a statement referred to in Item (2) of the third paragraph in this Article, it may require the Board of Directors to convene an extraordinary shareholders' general meeting for the purpose of receiving an explanation of the circumstances connected with its resignation.</p>
186.	<p>Article 225</p> <p>The Company's notices (including, but limited to, notices on convening the shareholders' general meeting and meetings of the Board of Directors or Board of Supervisors) shall be given in the following ways:</p> <ol style="list-style-type: none"> (1) by hand; (2) by fax; (3) by mail; (4) By e-mail; (5) by way of a public announcement; (6) by way of an announcement made in the press or other designated media; 	<p>Article 225 <u>173</u></p> <p>The Company's notices (including, but limited to, notices on convening the shareholders' general meeting and meetings of the Board of Directors or Board of Supervisors) shall be given in the following ways:</p> <ol style="list-style-type: none"> (1) by hand; (2) by fax; (3) by mail; (4) By e-mail; (5) by way of a public announcement; (6) by way of an announcement made in the press or other designated media;

No.	Before amendments	After amendments
	<p>(7) subject to compliance with laws, administrative regulations, departmental rules, normative documents, and the provisions under the Articles of Association, by way of posting on the website of the Company and the website(s) designated by the Stock Exchange in the place where the Company's shares are listed;</p> <p>(8) other ways which are recognized by the securities regulatory authorities of the place where the Company's shares are listed, or stipulated in the Articles of Association.</p> <p>The Articles of Association of the Company does not prohibit sending notices to shareholders whose registered addresses are outside Hong Kong.</p> <p>If a notice issued by a company is made by way of a public announcement, it shall be deemed that all relevant persons have received the notice after the announcement is made, unless otherwise required by the securities regulatory and administration authority of the place where the Company's shares are listed.</p> <p>Even where the Articles have otherwise provided for the methods of announcement or notification for any documents, notices, or other corporate communication, subject to the relevant provisions of the securities regulatory authorities of the jurisdiction in which the Company's shares are listed, the Company may choose to publish its communication by the means specified in Item (7) of the first paragraph in the Articles, to replace the means of sending written documents to each shareholder of overseas-listed foreign shares by hand or by prepaid mail. The said communication above refer to any documents sent or to be sent by the Company to the shareholders for reference or for taking action, include but are not limited to annual reports (including annual financial reports), interim reports (including interim financial reports), reports of the Board of Directors (together with balance sheets and income statements), notice of shareholders' general meetings, circulars and other communication.</p> <p>If a notice is sent out in the form of an advertisement as authorized, such advertisement may be published in the newspaper and it is not prohibited to send such notice to shareholders whose registered addresses are outside Hong Kong.</p>	<p>(7) subject to compliance with laws, administrative regulations, departmental rules, normative documents, and the provisions under the Articles of Association, by way of posting on the website of the Company and the website(s) designated by the Stock Exchange in the place where the Company's shares are listed;</p> <p>(8) other ways which are recognized by the securities regulatory authorities of the place where the Company's shares are listed, or stipulated in the Articles of Association.</p> <p>The Articles of Association of the Company does not prohibit sending notices to shareholders whose registered addresses are outside Hong Kong.</p> <p>If a notice issued by a company is made by way of a public announcement, it shall be deemed that all relevant persons have received the notice after the announcement is made, unless otherwise required by the securities regulatory and administration authority of the place where the Company's shares are listed.</p> <p>Even where the Articles have otherwise provided for the methods of announcement or notification for any documents, notices, or other corporate communication, subject to the relevant provisions of the securities regulatory authorities of the jurisdiction in which the Company's shares are listed, the Company may choose to publish its communication by the means specified in Item (7) of the first paragraph in the Articles, to replace the means of sending written documents to each shareholder of overseas-listed foreign shares by hand or by prepaid mail. The said communication above refer to any documents sent or to be sent by the Company to the shareholders for reference or for taking action, include but are not limited to annual reports (including annual financial reports), interim reports (including interim financial reports), reports of the Board of Directors (together with balance sheets and income statements), notice of shareholders' general meetings, circulars and other communication.</p> <p>If a notice is sent out in the form of an advertisement as authorized, such advertisement may be published in the newspaper and it is not prohibited to send such notice to shareholders whose registered addresses are outside Hong Kong.</p>

No.	Before amendments	After amendments
187.	<p>Article 229</p> <p>The Company shall send announcements and disclose information to the shareholders of domestic shares in the newspapers and websites for information disclosure specified by the laws, administrative regulations or relevant domestic regulatory authorities. Where announcements are to be sent to the shareholders of H-shares in accordance with the Articles of Association, then relevant announcements shall, at the same time, be published in the designated paper(s), website(s) and/or the Company's website in the methods specified by the Hong Kong Listing Rules. All notices or other documents that the company is required to send to the Stock Exchange of Hong Kong in accordance with Chapter 13 of the Hong Kong Listing Rules shall be drafted in English or accompanied by a signed and certified English translation.</p>	<p>Article 229177</p> <p>The Company shall send announcements and disclose information to the shareholders of domestic shares in the newspapers and websites for information disclosure specified by the laws, administrative regulations or relevant domestic regulatory authorities. Where announcements are to be sent to the shareholders of H-shares in accordance with the Articles of Association, then relevant announcements shall, at the same time, be published in the designated paper(s), website(s) and/or the Company's website in the methods specified by the Hong Kong Listing Rules. All notices or other documents that the company is required to send to the Stock Exchange of Hong Kong in accordance with Chapter 13 of the Hong Kong Listing Rules shall be drafted in English or accompanied by a signed and certified English translation.</p>
188.	<p>Article 231</p> <p>In the event of a merger or division of the Company, a proposal of merger or division shall be made by the Board of Directors and after the proposal is approved in accordance with the procedures stipulated in the Articles of Association, such proposal shall be examined and approved in accordance with the law. If a shareholder objects to a proposal of merger or division, such shareholder shall have the right to demand the Company or those shareholders who approved the proposal of merger or division to purchase his/her shares at a fair price. The content of a resolution on the merger or division of the Company shall be made into a special document to be available for inspection by the shareholders.</p>	<p>Article 231</p> <p>In the event of a merger or division of the Company, a proposal of merger or division shall be made by the Board of Directors and after the proposal is approved in accordance with the procedures stipulated in the Articles of Association, such proposal shall be examined and approved in accordance with the law. If a shareholder objects to a proposal of merger or division, such shareholder shall have the right to demand the Company or those shareholders who approved the proposal of merger or division to purchase his/her shares at a fair price. The content of a resolution on the merger or division of the Company shall be made into a special document to be available for inspection by the shareholders.</p>
189.	<p>Article 232</p> <p>In the event of a merger, the parties to the merger shall enter into a merger agreement and prepare balance sheets and inventories of assets. The Company shall notify its creditors within 10 days from the date of the Company's resolution on merger and shall make a public notice on newspapers within 30 days from the date of the Company's resolution on merger. Creditors may, within 30 days after receipt of such notice from the Company, or within 45 days from the date of the notice on newspapers for those who do not receive such notice, to demand that the Company repay their debts or provide a corresponding guarantee for such debts.</p>	<p>Article 232179</p> <p>In the event of a merger, the parties to the merger shall enter into a merger agreement and prepare balance sheets and inventories of assets. The Company shall notify its creditors within 10 days from the date of the Company's resolution on merger and shall make a public notice on newspapers within 30 days <u>on the newspaper recognized by the registration authority and the stock exchange where the Company's shares are listed or on the national enterprise credit information publicity system</u> from <u>such</u> the date of the Company's resolution on merger. Creditors may, within 30 days after receipt of such notice from the Company, or within 45 days from the date of the notice on newspapers for those who do not receive such notice, to demand that the Company repay their debts or provide a corresponding guarantee for such debts.</p>

No.	Before amendments	After amendments
190.	<p>Article 234</p> <p>When the Company is divided, its assets shall be split up accordingly.</p> <p>In the event of a division of the Company, the parties to the division shall enter into a division agreement and prepare balance sheets and inventories of assets. The Company shall notify its creditors within 10 days from the date of the Company's resolution on division and shall make announcement for at least three times on newspapers within 30 days from the date of the Company's resolution on division.</p>	<p>Article <u>234181</u></p> <p>When the Company is divided, its assets shall be split up accordingly.</p> <p>In the event of a division of the Company, the parties to the division shall enter into a division agreement and prepare balance sheets and inventories of assets. The Company shall notify its creditors within 10 days from the date of the Company's resolution on division and shall make announcement for at least three times on newspapers within 30 days <u>on the newspaper recognized by the registration authority and the stock exchange where the Company's shares are listed or on the national enterprise credit information publicity system</u> from such the date of the Company's resolution on division.</p>
191.	<p>Article 236</p> <p>When the Company needs to decrease its registered capital, a balance sheet and an inventory of assets shall be prepared.</p> <p>The Company shall notify creditors within 10 days from the date of the Company's resolution on the decrease of registered capital and make a public notice on newspapers within 30 days from such date. Creditors have the right to, within 30 days after receipt of the notice, or within 45 days from the date of the public notice for those who do not receive the notice, demand that the Company repay their debts or provide a corresponding guarantee for such debts.</p>	<p>Article <u>236183</u></p> <p>When the Company needs to decrease its registered capital, a balance sheet and an inventory of assets shall be prepared.</p> <p>The Company shall notify creditors within 10 days from the date of the Company's resolution on the decrease of registered capital and make a public notice on newspapers within 30 days <u>on the newspaper recognized by the registration authority and the stock exchange where the Company's shares are listed or on the national enterprise credit information publicity system</u> from such date. Creditors have the right to, within 30 days after receipt of the notice, or within 45 days from the date of the public notice for those who do not receive the notice, demand that the Company repay their debts or provide a corresponding guarantee for such debts.</p> <p><u>The registered capital of the Company after capital reduction will not be lower than the statutory minimum.</u></p>

No.	Before amendments	After amendments
192.	<p>Article 240</p> <p>When the Company is dissolved under Item (1), (2), (5), (6) and (7) of Article 238 of the Articles of Association, a liquidation committee shall be set up within 15 from the cause for dissolution occurs and commence liquidation afterwards, and its members shall be determined by the Board of Directors or the shareholders' general meeting. If a liquidation committee is not set up within the specified period to carry out liquidation procedures, creditors may apply to the People's Court for engagement of relevant persons to form a liquidation committee so as to proceed with the liquidation.</p> <p>Where the Company is dissolved under Item (4) of Article 238 of the Articles of Association, the People's Court shall organize the shareholders, relevant organizations and relevant professionals to establish a liquidation committee to proceed with the liquidation in accordance with the provisions of relevant laws.</p>	<p>Article 240 187</p> <p>When the Company is dissolved under Item (1), (2), (5), (6) and (7) of Article 238185 of the Articles of Association, a liquidation committee shall be set up within 15 from the cause for dissolution occurs and commence liquidation afterwards, and its members shall be determined by the Board of Directors or the shareholders' general meeting. If a liquidation committee is not set up within the specified period to carry out liquidation procedures, creditors may apply to the People's Court for engagement of relevant persons to form a liquidation committee so as to proceed with the liquidation.</p> <p>Where the Company is dissolved under Item (4) of Article 238 of the Articles of Association, the People's Court shall organize the shareholders, relevant organizations and relevant professionals to establish a liquidation committee to proceed with the liquidation in accordance with the provisions of relevant laws.</p>
193.	<p>Article 241</p> <p>Where the Board of Directors proposes to liquidate the Company due to causes other than that the Company has been declared insolvent, the Board of Directors shall include a statement in its notice convening a shareholders' general meeting to consider the proposal to the effect that, after making full inquiry into the affairs of the Company, the Board of Directors is in the opinion of that the Company will be able to pay its debts in full within 12 months from the commencement of the liquidation.</p> <p>Upon the passing of the resolution by the shareholders in shareholders' general meeting for the liquidation of the Company, all functions and powers of the Board of Directors shall cease.</p> <p>The liquidation committee shall act in accordance with the instructions of the shareholders' general meeting to make a report at least once every year to the shareholders' general meeting on the committee's receipts and payments, the business of the Company and the progress of the liquidation and to present a final report to the shareholders' general meeting on completion of the liquidation.</p>	<p>Article 241</p> <p>Where the Board of Directors proposes to liquidate the Company due to causes other than that the Company has been declared insolvent, the Board of Directors shall include a statement in its notice convening a shareholders' general meeting to consider the proposal to the effect that, after making full inquiry into the affairs of the Company, the Board of Directors is in the opinion of that the Company will be able to pay its debts in full within 12 months from the commencement of the liquidation.</p> <p>Upon the passing of the resolution by the shareholders in shareholders' general meeting for the liquidation of the Company, all functions and powers of the Board of Directors shall cease.</p> <p>The liquidation committee shall act in accordance with the instructions of the shareholders' general meeting to make a report at least once every year to the shareholders' general meeting on the committee's receipts and payments, the business of the Company and the progress of the liquidation and to present a final report to the shareholders' general meeting on completion of the liquidation.</p>
194.		<p>Article 188</p> <p><u>Upon the establishment of the liquidation committee, the functions and powers of the Board of Directors and the general manager shall cease immediately. During the liquidation period, the Company shall not commence any new business activities.</u></p>

No.	Before amendments	After amendments
195.	<p>Article 242</p> <p>During the liquidation period, the liquidation committee shall exercise the following functions and duties:</p> <ol style="list-style-type: none"> (1) to ascertain the Company's assets and separately prepare a balance sheet and an inventory of assets; (2) to notify creditors by sending notice or by making a public notice; (3) to deal with and settle the Company's outstanding business deals relating to the liquidation; (4) to settle outstanding taxes or the taxes incurred in the liquidation process; (5) to ascertain all claims and debts; (6) to dispose of the remaining assets of the Company after the repayment of debts; (7) to represent the Company in any civil proceedings. 	<p>Article 242<u>189</u></p> <p>During the liquidation period, the liquidation committee shall exercise the following functions and duties:</p> <ol style="list-style-type: none"> (1) to ascertain the Company's assets and separately prepare a balance sheet and an inventory of assets <u>notify creditors by notice and public announcement;</u> (2) to notify creditors by sending notice or by making a public notice <u>to ascertain the Company's assets and separately prepare a balance sheet and an inventory of assets;</u> (3) to deal with and settle the Company's outstanding business deals relating to the liquidation; (4) to settle outstanding taxes or the taxes incurred in the liquidation process; (5) to ascertain all claims and debts; (6) to dispose of the remaining assets of the Company after the repayment of debts; (7) to represent the Company in any civil proceedings.
196.	<p>Article 243</p> <p>The liquidation committee shall notify creditors within 10 days from the date of its establishment and make a public notice for at least three times on newspapers within 60 days from such date. Creditors should, within 30 days after receipt of the notice, or within 45 days from the date of the public notice for those who do not receive the notice, submit their claims to the liquidation committee.</p> <p>When submitting their claims, creditors shall explain relevant particulars of their claims and provide supporting materials. The liquidation committee shall record the claims.</p> <p>During the period of declaration of claims, the liquidation committee shall not repay any debts to the creditors.</p>	<p>Article 243<u>190</u></p> <p>The liquidation committee shall notify creditors within 10 days from the date of its establishment and make a public notice for at least three times on newspapers <u>within 60 days on the newspaper recognized by the registration authority and the stock exchange where the Company's shares are listed or on the national enterprise credit information publicity system</u> from such date. Creditors should, within 30 days after receipt of the notice, or within 45 days from the date of the public notice for those who do not receive the notice, submit their claims to the liquidation committee.</p> <p>When submitting their claims, creditors shall explain relevant particulars of their claims and provide supporting materials. The liquidation committee shall record the claims.</p> <p>During the period of declaration of claims, the liquidation committee shall not repay any debts to the creditors. 196.</p>

No.	Before amendments	After amendments
197.	<p>Article 245</p> <p>In the event of the Company's liquidation owing to dissolution, if the liquidation committee, after ascertaining the Company's assets and preparing a balance sheet and an inventory of assets, discovers that the Company's assets are insufficient to repay its debts, it shall immediately apply to the court for declaration of bankruptcy.</p> <p>After the Company is declared bankrupt by a ruling of the People's Court, the liquidation committee shall transfer the liquidation matters to the People's Court.</p>	<p>Article 245<u>192</u></p> <p>In the event of the Company's liquidation owing to dissolution, if the liquidation committee, after ascertaining the Company's assets and preparing a balance sheet and an inventory of assets, discovers believes that the Company's assets are insufficient to repay its debts, it shall immediately apply to the court for declaration of bankruptcy, and After the Company is declared bankrupt by a ruling of the People's Court, the liquidation committee shall transfer the liquidation matters to the People's Court.</p>
198.	<p>Article 246</p> <p>Following the completion of liquidation, the liquidation committee shall prepare a liquidation report and cash flow statements and accounting books for the liquidation period and, after they are verified by a Chinese certified public account, submit them to the shareholders' general meeting or the People's Court for confirmation.</p> <p>Within 30 days from the date of confirmation by the shareholders' general meeting or the relevant regulatory authority, the liquidation committee shall submit the aforementioned documents to the company registration authority for deregistration of the Company and announce that the Company ceases to exist.</p>	<p>Article 246<u>193</u></p> <p>Following the completion of liquidation, the liquidation committee shall prepare a liquidation report and cash flow statements and accounting books for the liquidation period and, after they are verified by a Chinese certified public account, submit them to the shareholders' general meeting or the People's Court for confirmation. Within 30 days from the date of confirmation by the shareholders' general meeting or the relevant regulatory authority, the liquidation committee shall, and submit the same aforementioned documents to the company registration authority for deregistration of the Company and announce that the Company ceases to exist.</p>
199.	<p>Article 250</p> <p>The Company shall amend the Articles of Association under any of the following circumstances:</p> <p>(1) There is a discrepancy between the provisions of the Articles of Association and those of the laws and administrative regulations after amendments to the Company Law or relevant laws and administrative regulations;</p> <p>(2) There are changes in the situation of the Company resulting in inconsistency in relation to that mentioned in the Articles of Association;</p> <p>(3) The shareholders' general meeting resolves to amend the Articles of Association.</p>	<p>Article 250<u>197</u></p> <p>The Company shall amend the Articles of Association under any of the following circumstances:</p> <p>(1) There is a discrepancy between the provisions of the Articles of Association and those of the laws and administrative regulations after amendments to the Company Law or relevant laws and administrative regulations;</p> <p>(2) There are changes in the situation of the Company resulting in inconsistency in relation to that mentioned in the Articles of Association;</p> <p>(3) The shareholders' general meeting resolves to amend the Articles of Association.</p>

No.	Before amendments	After amendments
	<p>If the amendments to the Articles of Association may have an effect on the application of the Mandatory Provisions for Articles of Association of Companies Listing Overseas, such amendments are subject to approval by a company registration authority authorized by the State Council and the securities regulatory authority of the State Council (if applicable); if registration is necessary for the amendments, such registration shall be carried out in compliance with the law.</p> <p>The shareholders' general meeting may by an ordinary resolution authorized the Board of Directors of the Company:</p> <p>(1) in case the Company increases registered capital, the Board of Directors has the right to amend the content in relation to the increase of registered capital in the Articles of Association according to the actual situation;</p> <p>(2) when the Articles of Association approved by the shareholders' general meeting is submitted to the competent authority for registration, review, and approval, it is required to change the sequence of words or articles, the Board of Directors may make the corresponding change(s) as required by the competent authority.</p>	<p>If the amendments to the Articles of Association may have an effect on the application of the Mandatory Provisions for Articles of Association of Companies Listing Overseas, such amendments are subject to approval by a company registration authority authorized by the State Council and the securities regulatory authority of the State Council (if applicable); if registration is necessary for the amendments, such registration shall be carried out in compliance with the law.</p> <p>The shareholders' general meeting may by an ordinary resolution authorized the Board of Directors of the Company:</p> <p>(1) in case the Company increases registered capital, the Board of Directors has the right to amend the content in relation to the increase of registered capital in the Articles of Association according to the actual situation;</p> <p>(2) when the Articles of Association approved by the shareholders' general meeting is submitted to the competent authority for registration, review, and approval, it is required to change the sequence of words or articles, the Board of Directors may make the corresponding change(s) as required by the competent authority.</p>
200.		<p><u>Article 199</u></p> <p><u>The Board shall amend these Articles of Association in accordance with the resolution of the shareholders' general meeting regarding the amendment to these Articles of Association and the approval opinions of the relevant competent authorities.</u></p>
201.		<p><u>Article 200</u></p> <p><u>Any amendment to these Articles of Association shall be subject to announcement if so required by the laws and regulations.</u></p>

No.	Before amendments	After amendments
202.	<p>Article 252</p> <p>The Company shall act according to the following principles to settle disputes:</p> <p>(1) Whenever any disputes or claims arise between holders of the overseas-listed foreign shares and the Company, holders of the foreign shares (including holders of the overseas-listed foreign shares and holders of the non-listed foreign shares) and the Company's directors, supervisors, general manager, and other senior management officers, or holders of the overseas-listed foreign shares and holders of domestic shares, based on any rights or obligations conferred or imposed by the Articles of Association, the Company Law, Special Regulations or any other relevant laws and administrative regulations concerning the affairs of the Company, such disputes or claims shall be referred by the relevant parties to arbitration.</p> <p>Where such dispute or claim of rights is referred to arbitration, the entire claim or dispute shall be referred to arbitration and any person (being the Company or a shareholder, director, supervisor, general manager and other senior management officer of the Company) who has a cause of action based on the same facts giving rise to the dispute or claim or whose participation is necessary for the resolution of such dispute or claim, shall abide by the arbitration. Disputes in relation to the identification of shareholders and disputes in relation to the register of shareholders need not be referred to arbitration.</p> <p>(2) Where such dispute or claim of rights is referred to arbitration, the entire claim or dispute must be referred to arbitration and any person (being the Company or a shareholder, director, supervisor, general manager and other senior management officer of the Company) who has a cause of action based on the same facts giving rise to the dispute or claim or whose participation is necessary for the resolution of such dispute or claim, shall abide by the arbitration.</p> <p>If a claimant elects arbitration at Hong Kong International Arbitration Centre, any party to the dispute or claim may apply the arbitration to take place in Shenzhen in accordance with the Securities Arbitration Rules of the Hong Kong International Arbitration Centre.</p>	<p>Article 252</p> <p>The Company shall act according to the following principles to settle disputes:</p> <p>(1) Whenever any disputes or claims arise between holders of the overseas-listed foreign shares and the Company, holders of the foreign shares (including holders of the overseas-listed foreign shares and holders of the non-listed foreign shares) and the Company's directors, supervisors, general manager, and other senior management officers, or holders of the overseas-listed foreign shares and holders of domestic shares, based on any rights or obligations conferred or imposed by the Articles of Association, the Company Law, Special Regulations or any other relevant laws and administrative regulations concerning the affairs of the Company, such disputes or claims shall be referred by the relevant parties to arbitration.</p> <p>Where such dispute or claim of rights is referred to arbitration, the entire claim or dispute shall be referred to arbitration and any person (being the Company or a shareholder, director, supervisor, general manager and other senior management officer of the Company) who has a cause of action based on the same facts giving rise to the dispute or claim or whose participation is necessary for the resolution of such dispute or claim, shall abide by the arbitration. Disputes in relation to the identification of shareholders and disputes in relation to the register of shareholders need not be referred to arbitration.</p> <p>(2) Where such dispute or claim of rights is referred to arbitration, the entire claim or dispute must be referred to arbitration and any person (being the Company or a shareholder, director, supervisor, general manager and other senior management officer of the Company) who has a cause of action based on the same facts giving rise to the dispute or claim or whose participation is necessary for the resolution of such dispute or claim, shall abide by the arbitration.</p> <p>If a claimant elects arbitration at Hong Kong International Arbitration Centre, any party to the dispute or claim may apply the arbitration to take place in Shenzhen in accordance with the Securities Arbitration Rules of the Hong Kong International Arbitration Centre.</p>

No.	Before amendments	After amendments
	<p>(3) If any disputes or claims of rights prescribed in Item (1) are referred to arbitration, the laws of the PRC shall apply, save as otherwise provided in the laws and administrative regulations.</p> <p>(4) The award of an arbitration agency shall be final and conclusive and binding on all parties.</p>	<p>(3) If any disputes or claims of rights prescribed in Item (1) are referred to arbitration, the laws of the PRC shall apply, save as otherwise provided in the laws and administrative regulations.</p> <p>(4) The award of an arbitration agency shall be final and conclusive and binding on all parties.</p>
203.	<p>Article 253</p> <p>Definitions</p> <p>(1) The “actual controller” shall refer to the persons who, not being a shareholder of the Company, is able to exercise control over the acts of the Company through an investment relationship, any agreement or other arrangement.</p> <p>(2) The “connected transaction” shall have the meaning defined by the Hong Kong Listing Rules.</p> <p>(3) The “accounting firm” shall have the same meaning of “auditor”.</p>	<p>Article 253201</p> <p>Definitions</p> <p>(1) The “actual controller” shall refer to the persons who, not being a shareholder of the Company, is able to exercise control over the acts of the Company through an investment relationship, any agreement or other arrangement.</p> <p><u>(2) The controlling shareholders refers to the shareholders who hold more than 50% of the total share capital of a company; Shareholders who hold less than 50% of the total shares but whose voting rights are sufficient to have a material impact on the resolutions of the shareholders’ general meeting. Where the definition of controlling shareholders is otherwise provided for in the Hong Kong Listing Rules, such provisions shall prevail.</u></p> <p>(2) <u>(3)</u> The “connected transaction” shall have the meaning defined by the Hong Kong Listing Rules.</p> <p>(3) The “accounting firm” shall have the same meaning of “auditor”.</p>
204.		<p>Article 202</p> <p><u>The Board may formulate Articles in accordance with the provisions under these Articles of Association, provided that such Articles shall not be in conflict with the provisions of these Articles of Association.</u></p>
205.		<p>Article 205</p> <p><u>Where the provisions of the Articles of Association are inconsistent with the provisions of laws, regulations, rules, the Hong Kong Listing Rules and other securities regulatory rules of the place where the Company’s shares are listed, the provisions of laws, regulations, rules, the Hong Kong Listing Rules and other securities regulatory rules where the Company’s shares are listed shall prevail</u></p>

No.	Before amendments	After amendments
206.	<p>Article 258</p> <p>The Articles of Association have been adopted by the shareholders' general meeting of the Company by way of a special resolution, and shall enter into force as of the date on which the H-shares publicly issued by the Company are traded on the main board of the Stock Exchange of Hong Kong. The former Articles of Association of the Company shall become invalid automatically from the date of entry into force of the Articles of Association.</p>	<p>Article 258208</p> <p>The Articles of Association have been adopted by the shareholders' general meeting of the Company by way of a special resolution, and shall enter into force and be implemented on the date of the adoption by a special resolution of the shareholders' general meeting of the Company as of the date on which the H-shares publicly issued by the Company are traded on the main board of the Stock Exchange of Hong Kong. The former Articles of Association of the Company shall become invalid automatically from the date of entry into force of the Articles of Association.</p>

The full text of the proposed amendments to the Rules of Procedure of Shareholders' General Meeting is set out below:

No.	Before Amendments	After Amendments
1.	<p>Article 2</p> <p>The shareholders' general meeting is the organ of power of the Company which exercises the following functions and powers according to law:</p> <ol style="list-style-type: none"> (1) determining the Company's business policies and investment plans; (2) electing and replacing directors and supervisors appointed from shareholders' representatives, and determining matters concerning remunerations to directors and supervisors; (3) examining and approving reports of the Board of directors; (4) examining and approving reports of the Board of Supervisors; (5) examining and approving the Company's annual financial budget and final account proposals; (6) examining and approving the Company's profit distribution plans and losses making up plans; (7) adopting resolutions concerning the increase or decrease of the Company's registered capital; (8) adopting resolutions on issuing bonds or other securities of the Company, and the listing plans; (9) make resolution on merger, division, dissolution and liquidation or form change of the Company; (10) modifying the Articles of Association; (11) adopting resolution on engagement, dismissing or discontinuing the appointment of an accounting firm; (12) examining external guarantees matters which should be submitted to the shareholders' general meeting for examination in accordance with the Articles of Association; 	<p>Article 2</p> <p>The shareholders' general meeting is the organ of power of the Company which exercises the following functions and powers according to law:</p> <ol style="list-style-type: none"> (1) determining the Company's business policies and investment plans; (2) electing and replacing directors and supervisors appointed from shareholders' representatives <u>appointed from shareholders' representatives who are not employees' representatives</u>, and determining matters concerning remunerations to directors and supervisors; (3) examining and approving reports of the Board of directors; (4) examining and approving reports of the Board of Supervisors; (5) examining and approving the Company's annual financial budget and final account proposals; (6) examining and approving the Company's profit distribution plans and losses making up plans; (7) adopting resolutions concerning the increase or decrease of the Company's registered capital; (8) adopting resolutions on issuing bonds or other securities of the Company, and the listing plans; (9) make resolution on merger, division, dissolution and liquidation or form change of the Company; (10) modifying the Articles of Association; (11) adopting resolution on engagement, dismissing or discontinuing the appointment of an accounting firm; (12) examining external guarantees matters which should be submitted to the shareholders' general meeting for examination in accordance with the Articles of Association;

No.	Before Amendments	After Amendments
	(13) examining purchase or sale of material assets of the Company that exceed 30% of the Company's total audited assets in the latest period within one year;	(13) examining purchase or sale of material assets of the Company that exceed 30% of the Company's total audited assets in the latest period within one year;
	(14) examining material transactions and connected transaction which should be submitted to the shareholders' general meeting for examination in accordance with the relevant laws, administrative regulations, regulatory rules of the place where the Company's shares are listed as well as the Articles of Association;	(14) examining material transactions and connected transaction which should be submitted to the shareholders' general meeting for examination in accordance with the relevant laws, administrative regulations, regulatory rules of the place where the Company's shares are listed as well as the Articles of Association;
	(15) examining and approving the formulation, modification and implementation of equity incentive plans;	(15) examining and approving the formulation, modification and implementation of equity incentive plans <u>scheme and employee share ownership scheme</u> ;
	(16) examining temporary proposals put forward by the shareholders who hold than 3% of the total voting shares of the Company individually or jointly;	(16) examining temporary proposals put forward by the shareholders who hold than 3% of the total voting shares of the Company individually or jointly;
	(17) examining and approving changes in use of the raised capital;	(17) examining and approving changes in use of the raised capital;
	(18) examining other matters which shall be decided by the shareholders' general meeting according to the laws, administrative regulations, departmental rules, Hong Kong Listing Rules or the Articles of Association.	(18) examining other matters which shall be decided by the shareholders' general meeting according to the laws, administrative regulations, departmental rules, Hong Kong Listing Rules or the Articles of Association.

No.	Before Amendments	After Amendments
2.	<p>Article 3</p> <p>Without violating the laws, regulations and mandatory provisions of relevant laws and regulations of the listing place, the general meeting may authorize or appoint the Board to handle matters authorized or delegated by the general meeting. The following external guarantees to be provided by the Company shall be considered and approved by the shareholders' general meeting:</p> <ol style="list-style-type: none"> (1) Provision of a single guarantee the amount of which exceeds 10% of the latest audited net assets; (2) Any provision of guarantee, where the total amount of external guarantees provided by the Company and its controlled subsidiaries exceeds 50% of the latest audited net assets; (3) Provision of guarantee to anyone whose liability-asset ratio exceeds 70%; (4) On the basis of guarantee amount being calculated accumulatively for 12 consecutive months, any provision of guarantee exceeds 30% of the latest audited total assets; (5) Provision of guarantee to shareholders, de facto controllers and their connected parties; (6) Other guarantees stipulated by laws, regulations, normative documents, regulatory rules of the place where the Company's shares are listed or the Articles of Association. <p>When the shareholders' general meeting is examining a guarantee in paragraph (4) of this Article, it shall be subject to approval by more than two thirds of the voting rights of the attending shareholders.</p> <p>When the shareholders' general meeting is considering a proposal to provide guarantee for any shareholder, de facto controller or related connected party, the said shareholder or the shareholders controlled by the said de facto controller shall be abstained from voting on the proposal, and the proposal shall be subject to approval by more than half of the voting rights of the other attending Shareholders.</p>	<p>Article 3</p> <p>Without violating the laws, regulations and mandatory provisions of relevant laws and regulations of the listing place, the general meeting may authorize or appoint the Board to handle matters authorized or delegated by the general meeting. The following external guarantees to be provided by the Company shall be considered and approved by the shareholders' general meeting:</p> <ol style="list-style-type: none"> (1) Provision of a single guarantee the amount of which exceeds 10% of the latest audited net assets; (2) Any provision of guarantee, where the total amount of external guarantees provided by the Company and its controlled subsidiaries exceeds 50% of the latest audited net assets; (3) Provision of guarantee to anyone whose liability-asset ratio exceeds 70%; (4) On the basis of guarantee amount being calculated accumulatively for 12 consecutive months, any provision of guarantee exceeds 30% of the latest audited total assets; (5) Provision of guarantee to shareholders, de facto controllers and their connected parties; (6) Other guarantees stipulated by laws, regulations, normative documents, regulatory rules of the place where the Company's shares are listed or the Articles of Association. <p><u>External guarantees to be approved at shareholders' general meeting shall be considered and approved by the Board of Directors before submission to the shareholders' general meeting.</u></p> <p>When the shareholders' general meeting is examining a guarantee in paragraph (4) of this Article, it shall be subject to approval by more than two thirds of the voting rights of the attending shareholders.</p> <p>When the shareholders' general meeting is considering a proposal to provide guarantee for any shareholder, de facto controller or related connected party, the said shareholder or the shareholders controlled by the said de facto controller shall be abstained from voting on the proposal, and the proposal shall be subject to approval by more than half of the voting rights of the other attending Shareholders.</p>

No.	Before Amendments	After Amendments
3.	<p data-bbox="316 261 389 289">Article 4</p> <p data-bbox="316 331 845 470">The shareholders' general meeting consists of the annual meeting and extraordinary shareholders' general meeting. The annual meeting shall be held once every year within 6 months upon conclusion of the previous fiscal year.</p> <p data-bbox="316 512 845 612">The Board shall convene an extraordinary shareholders' general meeting within 2 months since the date of the occurrence of any of the following circumstances:</p> <ol data-bbox="316 655 845 1406" style="list-style-type: none"> <li data-bbox="316 655 845 755">(1) The number of directors is less than two thirds of the number prescribed by the Company Law or the Articles of Association; <li data-bbox="316 798 845 868">(2) The Company's loss not made up reaches one third of the total paid-in equity; <li data-bbox="316 910 845 1081">(3) Written request of extraordinary shareholders' general meeting has been put forward by the shareholders who have more than 10% of the total voting shares of the Company individually or jointly held (number of shares held shall be counted on the date of shareholders' written request); <li data-bbox="316 1123 845 1151">(4) The Board of directors deems it as necessary; <li data-bbox="316 1193 845 1221">(5) The Board of Supervisors proposes to convene; <li data-bbox="316 1264 845 1406">(6) Other circumstances stipulated by laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed or the Articles of Association. 	<p data-bbox="858 261 932 289">Article 4</p> <p data-bbox="858 331 1394 470">The shareholders' general meeting consists of the annual meeting and extraordinary shareholders' general meeting. The annual meeting shall be held once every <u>fiscal</u> year within 6 months upon conclusion of the previous fiscal year.</p> <p data-bbox="858 512 1394 612">The Board shall convene an extraordinary shareholders' general meeting within 2 months since the date of the occurrence of any of the following circumstances:</p> <ol data-bbox="858 655 1394 1442" style="list-style-type: none"> <li data-bbox="858 655 1394 755">(1) The number of directors is less than two thirds of the number prescribed by the Company Law or the Articles of Association; <li data-bbox="858 798 1394 868">(2) The Company's loss not made up reaches one third of the total paid-in equity; <li data-bbox="858 910 1394 1123">(3) <u>Upon Written</u> request of extraordinary shareholders' general meeting has been put forward by the shareholders who individually or jointly hold have more than 10% of the total voting shares of the Company individually or jointly held (number of shares held shall be counted on the date of shareholders' written request); <li data-bbox="858 1166 1394 1193">(4) The Board of directors deems it as necessary; <li data-bbox="858 1236 1394 1264">(5) The Board of Supervisors proposes to convene; <li data-bbox="858 1306 1394 1442">(6) Other circumstances stipulated by laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed or the Articles of Association.

No.	Before Amendments	After Amendments
4.	<p>Article 6</p> <p>Independent directors shall have the right to propose for an extraordinary shareholders' general meeting to the Board of Directors. The Board of Directors shall give a written reply on agreeing or disagreeing to convene an extraordinary general meeting of shareholders according to the provisions of the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association within 10 days after receiving a proposal put forward by independent directors on convening an extraordinary general meeting of shareholders.</p> <p>Directors will issue a notice to convene a shareholders' general meeting within 5 days after making the resolution where it agrees to convene an extraordinary general meeting of shareholders; where the Board of Directors disagree to convene an extraordinary shareholders' general meeting, it shall explain the reasons and make a public notice.</p> <p>If the securities regulators of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p>	<p>Article 6</p> <p>Independent directors shall have the right to propose for an extraordinary shareholders' general meeting to the Board of Directors. The Board of Directors shall give a written reply on agreeing or disagreeing to convene an extraordinary general meeting of shareholders according to the provisions of the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association within 10 days after receiving a proposal put forward by independent directors on convening an extraordinary general meeting of shareholders.</p> <p>Directors will issue a notice to convene a shareholders' general meeting within 5 days after making the resolution where it agrees to convene an extraordinary general meeting of shareholders; where the Board of Directors disagree to convene an extraordinary shareholders' general meeting, it shall explain the reasons and make a public notice.</p> <p>If the securities regulators of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p>

No.	Before Amendments	After Amendments
5.	<p>Article 8</p> <p>The shareholders that solely or collectively hold more than 10% shares of the Company can submit written requests to the Board of Directors to require the latter to convene an extraordinary general meeting of shareholders. The Board of Directors shall give a written reply on agreeing or disagreeing to convene an extraordinary general meeting of shareholders within 10 days upon receipt of the request in accordance with the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association.</p> <p>Where the Board of Supervisors agrees to hold an extraordinary general meeting of shareholders, it shall send out a notice within 5 days upon receipt of the request, any changes made to the original proposal in the notices shall obtain the consent of the relevant shareholders.</p> <p>Where the Board of Directors does not agree to hold an extraordinary general meeting of shareholders or fails to give a reply within 10 days upon receipt of the proposal, the shareholders that solely or collectively hold 10% or more shares of the Company shall have the right to propose the Board of Supervisors to hold an extraordinary general meeting of shareholders, and shall put forward the request to the Board of Supervisors in written form.</p> <p>Where the Board of Supervisors agrees to hold an extraordinary general meeting of shareholders, it shall send out a notice within 5 days upon receipt of the request, any changes made to the original proposal in the notices shall obtain the consent of the relevant shareholders.</p> <p>Where the Board of Supervisors fails to send out a notice on the extraordinary general meeting of shareholders within the prescribed time limit, it shall be regarded that the Board of Supervisors will not convene or preside over the meeting, and the shareholders that solely or collectively hold 10% or more shares of the Company for consecutively 90 or more days may hold or preside over the meeting on their own initiatives.</p>	<p>Article 8</p> <p>The shareholders that solely or collectively hold more than 10% shares of the Company can submit written requests to the Board of Directors to require the latter to convene an extraordinary general meeting of shareholders. The Board of Directors shall give a written reply on agreeing or disagreeing to convene an extraordinary general meeting of shareholders within 10 days upon receipt of the request in accordance with the laws, administrative regulations, Hong Kong Listing Rules, <u>other securities regulatory rules of the place where the Company's shares are listed</u> and the Articles of Association.</p> <p>Where the Board of Supervisors agrees to hold an extraordinary general meeting of shareholders, it shall send out a notice within 5 days upon receipt of the request, any changes made to the original proposal in the notices shall obtain the consent of the relevant shareholders.</p> <p>Where the Board of Directors does not agree to hold an extraordinary general meeting of shareholders or fails to give a reply within 10 days upon receipt of the proposal, the shareholders that solely or collectively hold 10% or more shares of the Company shall have the right to propose the Board of Supervisors to hold an extraordinary general meeting of shareholders, and shall put forward the request to the Board of Supervisors in written form.</p> <p>Where the Board of Supervisors agrees to hold an extraordinary general meeting of shareholders, it shall send out a notice within 5 days upon receipt of the request, any changes made to the original proposal in the notices shall obtain the consent of the relevant shareholders.</p> <p>Where the Board of Supervisors fails to send out a notice on the extraordinary general meeting of shareholders within the prescribed time limit, it shall be regarded that the Board of Supervisors will not convene or preside over the meeting, and the shareholders that solely or collectively hold 10% or more shares of the Company for consecutively 90 or more days may hold or preside over the meeting on their own initiatives.</p>

No.	Before Amendments	After Amendments
6.	<p>Article 9</p> <p>Where the Board of supervisors or shareholders decide to convene the shareholders' general meeting on its/their own initiative, it/they shall send out a written notice to the Board of Directors, and shall put on the records of the dispatched office of the China Securities Regulatory Commission and the stock exchange at the locality of the Company.</p> <p>Before the resolution of the shareholders' general meeting is announced, the proportion of shares held by the summoning shareholders shall be no less than 10%.</p>	<p>Article 9</p> <p>Where the Board of supervisors or shareholders decide to convene the shareholders' general meeting on its/their own initiative, it/they shall send out a written notice to the Board of Directors, and shall put on <u>file</u> the records of the dispatched office of the China Securities Regulatory Commission and <u>with</u> the stock exchange at the locality of the Company.</p> <p>Before the resolution of the shareholders' general meeting is announced, the proportion of shares held by the summoning shareholders shall be no less than 10%.</p> <p><u>The Supervisory Committee or the summoning shareholder shall submit the relevant supporting documents to the stock exchange when giving notice of the shareholders' general meeting and when announcing the resolutions of the shareholders' general meeting.</u></p>
7.	<p>Article 10</p> <p>In respect to the shareholders' general meeting convened by the Board of supervisors or shareholders on its/their own initiative, the Board of Directors and its secretary shall show cooperation.</p> <p>The expenses necessary for holding the shareholders' general meeting convened by the Board of supervisors or shareholders shall be borne by the Company, and deducted from payment due from the Company to the default director.</p>	<p>Article 10</p> <p>In respect to the shareholders' general meeting convened by the Board of supervisors or shareholders on its/their own initiative, the Board of Directors and its secretary shall show cooperation. <u>The Board of Directors shall provide the register of members on the date of equity registration. The Board of Directors shall provide the register of members on the date of equity registration. The register of members obtained by the convener shall not be used for any purpose other than the convening of a general meeting of shareholders.</u></p> <p>The expenses necessary for holding the shareholders' general meeting convened by the Board of supervisors or shareholders shall be borne by the Company, and deducted from payment due from the Company to the default director.</p>

No.	Before Amendments	After Amendments
8.	<p>Article 11</p> <p>The contents of a proposal shall be within the duty of the shareholders' general meeting, have definite topics and specific matters for resolution, and shall be in line with the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association.</p> <p>The shareholders that solely or collectively hold 3% or more of the shares of the Company may put forward an interim proposal and submit it to the convener in written form within 10 days before the meeting is held. The convener shall issue a supplementary notice on the meeting and announce the contents of the interim proposal within 2 days upon receipt of the aforesaid proposal.</p> <p>Unless it is prescribed by the preceding paragraph, the convener shall, after sending out a notice on the shareholders' general meeting, not amend the proposal as mentioned in the aforesaid notice or add any new proposal.</p> <p>The shareholders' general meeting shall not vote on or make a resolution for any proposal that is not listed in the notice on the general meeting of shareholders or that is inconsistent with the Articles of Association.</p>	<p>Article 11</p> <p>The contents of a proposal shall be within the duty of the shareholders' general meeting, have definite topics and specific matters for resolution, and shall be in line with the laws, administrative regulations, Hong Kong Listing Rules, <u>other regulatory rules of the place where the Company's shares are listed</u> and the Articles of Association.</p> <p>The shareholders that solely or collectively hold 3% or more of the shares of the Company may put forward an interim proposal and submit it to the convener in written form within 10 days before the meeting is held. The convener shall issue a supplementary notice on the meeting and announce the contents of the interim proposal within 2 days upon receipt of the aforesaid proposal.</p> <p>Unless it is prescribed by the preceding paragraph, the convener shall, after sending out a notice on the shareholders' general meeting, not amend the proposal as mentioned in the aforesaid notice or add any new proposal.</p> <p>The shareholders' general meeting shall not vote on or make a resolution for any proposal that is not listed in the notice on the general meeting of shareholders or that is inconsistent with the Articles of Association.</p>
9.	<p>Article 12</p> <p>Where the Company shall convene a shareholders' general meeting, the Company shall send out a written notice at least 20 business days (exclusive the date sending a notice and the date convening a meeting) before the meeting, and while convening a extraordinary shareholders' general meeting, the Company shall send out a written notice 15 days or 10 working days (which is longer, exclusive the date sending a notice and the date convening a meeting) before the meeting. If the laws, regulations and securities regulators of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p> <p>An extraordinary general meeting of shareholders may not decide any matters not stated in the notice.</p>	<p>Article 12</p> <p>Where the Company shall convene a shareholders' general meeting, the Company shall send out a written notice at least 20 business days <u>21 days</u> (exclusive the date sending a notice and the date convening a meeting) before the meeting, and while convening a extraordinary shareholders' general meeting, the Company shall send out a written notice 15 days or 10 working days (which is longer, exclusive the date sending a notice and the date convening a meeting) before the meeting. If the laws, regulations and securities regulators of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p> <p>An extraordinary general meeting of shareholders may not decide any matters not stated in the notice.</p>

No.	Before Amendments	After Amendments
10.	<p data-bbox="316 261 845 400">Article 13 A notice of the shareholders' general meeting shall be in writing and including following contents:</p> <ol data-bbox="316 442 845 1804" style="list-style-type: none"> <li data-bbox="316 442 845 495">(1) state the time, venue, duration and form of the meeting; <li data-bbox="316 517 845 580">(2) state the matters to be considered at the meeting and the proposals; <li data-bbox="316 623 845 761">(3) contain a prominent statement that all shareholders shall be entitled to attend and appoint in writing proxy to attend and vote on his/her behalf and that a proxy need not to be a shareholder; <li data-bbox="316 804 845 868">(4) list the name and the phone number of the permanent contact person of the meeting; <li data-bbox="316 910 845 1229">(5) provide such information and explanations as are necessary for the shareholders to exercise an informed judgment on the proposals before them; this principle includes (but not limited to) the terms of the proposed transaction must be provided in detail together with the proposed contract (if any), and the cause and effect of such proposal must be properly explained while the Company proposes a merger, repurchase of shares, reorganizing the share capital or restructuring the Company in any other way; <li data-bbox="316 1272 845 1485">(6) contain a disclosure of the nature and extent of any material interest of a director, supervisor, manager or other senior management officer in the matters for discussion and the effect of interest on his/her capacity as a shareholder insofar as it is different from the interest of the shareholders of the same class; <li data-bbox="316 1527 845 1591">(7) contain the full text of any proposed special resolution to be voted at the meeting; <li data-bbox="316 1634 845 1698">(8) specify the time and place for lodging proxy forms for the relevant meeting; <li data-bbox="316 1740 845 1804">(9) specify the record date on which the shareholders are eligible to attend the shareholders' general meeting; 	<p data-bbox="858 261 1394 400">Article 13 A notice of the shareholders' general meeting shall be in writing and including following contents:</p> <ol data-bbox="858 442 1394 1804" style="list-style-type: none"> <li data-bbox="858 442 1394 495">(1) state the time, venue, duration and form of the meeting; <li data-bbox="858 517 1394 580">(2) state the matters to be considered at the meeting and the proposals; <li data-bbox="858 623 1394 761">(3) contain a prominent statement that all shareholders shall be entitled to attend and appoint in writing proxy to attend and vote on his/her behalf and that a proxy need not to be a shareholder; <li data-bbox="858 804 1394 868">(4) list the name and the phone number of the permanent contact person of the meeting; <li data-bbox="858 910 1394 1229">(5) provide such information and explanations as are necessary for the shareholders to exercise an informed judgment on the proposals before them; this principle includes (but not limited to) the terms of the proposed transaction must be provided in detail together with the proposed contract (if any), and the cause and effect of such proposal must be properly explained while the Company proposes a merger, repurchase of shares, reorganizing the share capital or restructuring the Company in any other way; <li data-bbox="858 1272 1394 1485">(6) contain a disclosure of the nature and extent of any material interest of a director, supervisor, manager or other senior management officer in the matters for discussion and the effect of interest on his/her capacity as a shareholder insofar as it is different from the interest of the shareholders of the same class; <li data-bbox="858 1527 1394 1591">(7) contain the full text of any proposed special resolution to be voted at the meeting; <li data-bbox="858 1634 1394 1698">(8) specify the time and place for lodging proxy forms for the relevant meeting; <li data-bbox="858 1740 1394 1804">(9) specify the record date on which the shareholders are eligible to attend the shareholders' general meeting;

No.	Before Amendments	After Amendments
	<p>(10) other requirements stipulated by laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association.</p> <p>Any notice and supplementary notice of general meetings shall include the contents prescribed by Hong Kong Listing Rules and Articles of Association, and sufficiently and completely disclose all contents of all proposals. If any matter to be discussed requires opinions of the independent directors, the opinions and reasons of the independent directors shall be disclosed together with the issuance of such notice. The notice of the general meeting of shareholders shall provide a full and clear explanation of the proposals and, for the proposal to be voted on, shall provide the directors' advice on how the shareholders shall vote in the best interest of the shareholders as a whole. The notice should clearly state whether (and how) shareholders who participate in the general meeting by remote means can vote.</p> <p>If the Company needs to provide additional material information on matters proposed at the general meeting, it shall provide such information no less than 10 working days in advance. The Company shall, if necessary, adjourn the shareholders' general meeting to ensure compliance with this provision.</p>	<p><u>(10) voting time and voting procedures through internet or other means;</u></p> <p>(10)(11) other requirements stipulated by laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association.</p> <p>Any notice and supplementary notice of general meetings shall <u>fully include the contents prescribed by Hong Kong Listing Rules and Articles of Association, and sufficiently and completely disclose all contents of all proposals, as well as all information or explanations necessary to enable shareholders to make reasonable judgments on the matters to be considered.</u> If any matter to be discussed requires opinions of the independent directors, the opinions and reasons of the independent directors shall be disclosed together with the issuance of such notice. The notice of the general meeting of shareholders shall provide a full and clear explanation of the proposals and, for the proposal to be voted on, shall provide the directors' advice on how the shareholders shall vote in the best interest of the shareholders as a whole. The notice should clearly state whether (and how) shareholders who participate in the general meeting by remote means can vote <u>Voting through internet or other means (if any) of the general meeting shall commence no earlier than 3:00 pm on the day before the live general meeting and no later than 9:30 am on the day of the live general meeting, and shall end no earlier than 3:00 pm on the day of the close of the live general meeting.</u></p> <p>If the Company needs to provide additional material information on matters proposed at the general meeting, it shall provide such information no less than 10 working days in advance. The Company shall, if necessary, adjourn the shareholders' general meeting to ensure compliance with this provision. The interval between the date of registration and the date of the meeting shall not exceed seven working days. Once the registration date is finalized, it cannot be changed unless the date of the meeting is adjusted.</p>

No.	Before Amendments	After Amendments
11.	<p>Article 14</p> <p>If the elections of directors and supervisors are intended to be discussed at the shareholder's general meeting, the notice of the shareholders' general meeting shall fully disclose the details of the candidates for the role of directors and supervisors, and shall at least include the following particulars:</p> <ol style="list-style-type: none"> (1) personal particulars, such as education level, work experience and any part-time work undertaken; (2) whether there is any connected relationship with the Company or with the controlling shareholders and de facto controllers of the Company; (3) disclosure of their shareholding in the Company; <p>The election of each director and supervisor shall be voted upon on a separate basis.</p>	<p>Article 14</p> <p>If the elections of directors and supervisors are intended to be discussed at the shareholder's general meeting, the notice of the shareholders' general meeting shall fully disclose the details of the candidates for the role of directors and supervisors, and shall at least include the following particulars:</p> <ol style="list-style-type: none"> (1) personal particulars, such as education level, work experience and any part-time work undertaken; (2) whether there is any connected relationship with the Company or with the controlling shareholders and de facto controllers of the Company; (3) disclosure of their shareholding in the Company; (4) <u>whether they have been penalized by the China Securities Regulatory Commission and other relevant authorities and subject to the disciplinary actions imposed by the stock exchange.</u> <p><u>Except for the election of directors and supervisors by cumulative voting, the nomination of</u> each candidate for The election of each director and supervisor shall be voted upon on a separate basis.</p> <p><u>The shareholders shall have a chance to give notice to the Company of the nomination of a person for election as a director or supervisor at the shareholders' general meeting. If the Company receives such notice from a shareholder after the publication of the notice of general meeting, the Company shall issue an announcement or a supplementary circular; such announcement or supplementary circular shall include the particulars of the person nominated for election as a Director. The issuer shall allow shareholders at least seven days before the date of the meeting for the election of directors to consider the relevant information disclosed in the aforesaid announcement or supplementary circular. The Company shall assess whether the meeting for the election of directors needs to be adjourned to allow shareholders a longer period (at least ten business days) to consider the relevant information disclosed in the announcement or supplementary circular.</u></p>

No.	Before Amendments	After Amendments
12.	<p>Article 15</p> <p>Unless otherwise required by relevant laws, regulations, listing rules of place(s) where the Company's shares are listed or the Articles of Association, the notice, information or written statement for the shareholders' general meeting shall be served on the shareholders (whether or not entitled to vote at the general meeting) by special appointed person or prepaid mail. The recipient address in the register of shareholders shall prevail. For the holders of domestic shares, the notice of the shareholders' general meeting may be issued in the form of public notice.</p> <p>The public notice in the preceding paragraph shall be published in one or more newspapers designated by the security regulatory authority of the State Council. After the publication of such notice, the holders of domestic shares shall be deemed to have received the notice of the relevant shareholders' general meeting.</p> <p>Provided that complying with the requirements of laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association and fulfilling relevant procedures, the notice of the shareholders' general meeting to H shareholders shall be published on the websites stipulated by the Hong Kong Stock Exchange or our website, instead of serving by special appointed person or prepaid mail. After the publication of such notice, the holders of foreign shares listed overseas shall be deemed to have received the notice of the relevant shareholders' general meeting.</p>	<p>Article 15</p> <p>Unless otherwise required by relevant laws, regulations, listing rules of place(s) where the Company's shares are listed or the Articles of Association, the notice, information or written statement for the shareholders' general meeting shall be served on the shareholders (whether or not entitled to vote at the general meeting) by special appointed person or prepaid mail. The recipient address in the register of shareholders shall prevail. For the holders of domestic shares, the notice of the shareholders' general meeting may be issued in the form of public notice.</p> <p>The public notice in the preceding paragraph shall be published in one or more newspapers designated by the security regulatory authority of the State Council. After the publication of such notice, the holders of domestic shares shall be deemed to have received the notice of the relevant shareholders' general meeting.</p> <p>Provided that complying with the requirements of laws, administrative regulations, departmental regulations, regulatory rules of the place where the Company's shares are listed and the Articles of Association and fulfilling relevant procedures, the notice of the shareholders' general meeting to H shareholders shall be published on the websites stipulated by the Hong Kong Stock Exchange or our website, instead of serving by special appointed person or prepaid mail. After the publication of such notice, the holders of foreign shares listed overseas shall be deemed to have received the notice of the relevant shareholders' general meeting.</p>
13.	<p>Article 16</p> <p>The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive the notice shall not invalidate the proceedings at that meeting.</p>	<p>Article 16</p> <p>The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive the notice shall not invalidate the proceedings at that meeting.</p>

No.	Before Amendments	After Amendments
14.	<p>Article 17</p> <p>After the notice on convening the shareholders' general meeting sent out, the shareholders' general meeting shall not be postponed or cancelled and the proposal listed in the notice on the shareholders' general meeting shall not be cancelled without justifiable causes. In the case of any circumstance for postponement or cancellation of the meeting, the convener shall make an announcement and explain the reasons at least 2 working days before the date for the planned shareholders' general meeting. If the Company changes the venue or time of a general meeting, it shall give full prior notice to the shareholders.</p>	<p>Article 175</p> <p>After the notice on convening the shareholders' general meeting sent out, the shareholders' general meeting shall not be postponed or cancelled and the proposal listed in the notice on the shareholders' general meeting shall not be cancelled without justifiable causes. In the case of any circumstance for postponement or cancellation of the meeting, the convener shall make an announcement and explain the reasons at least 2 working days before the date for the planned shareholders' general meeting. If the Company changes the venue or time of a general meeting, it shall give full prior notice to the shareholders.</p>
15.	<p>Article 18</p> <p>The location for the Company to convene a shareholders' general meeting shall be the Company's domicile or other places specified in the notice of the shareholders' general meeting.</p> <p>The shareholders' general meeting shall have an assembly room and the location of meeting shall be clear and specific.</p>	<p>Article 186</p> <p>The location for the Company to convene a shareholders' general meeting shall be the Company's domicile or other places specified in the notice of the shareholders' general meeting.</p> <p>The shareholders' general meeting shall have an assembly room and the location of meeting shall be clear and specific <u>the meeting shall be held on site. The Company shall facilitate the participation of shareholders in general meetings by providing telephone, video, fax, E-mail, Internet or other means as required. The shareholders shall be deemed as present when participating in the general meeting via the above-mentioned methods.</u></p> <p><u>After the notice of the shareholders' general meeting has been given, the place of the on-site meeting of the shareholders' general meeting shall not be changed without justifiable reasons. If there is a need to change, the convener shall notify each of shareholders and explain the reasons at least two working days before the date of the on-site meeting.</u></p>

No.	Before Amendments	After Amendments
16.	<p>Article 20</p> <p>At the time of the shareholders' general meeting, all shareholders registered on the register of shareholders on the date of equity registration or their proxies shall be entitled to attend the shareholders' general meeting and exercise their voting rights in accordance with the relevant laws, regulations and the Articles of Association. The Company and the convener shall not refuse for any reason.</p> <p>A shareholder may attend the general meeting of shareholders in person and exercise his voting rights, or appoint a proxy to attend and exercise his voting rights within the scope of authority.</p>	<p>Article <u>2018</u></p> <p>At the time of the shareholders' general meeting, all shareholders registered on the register of shareholders on the date of equity registration or their proxies shall be entitled to attend the shareholders' general meeting and exercise their voting rights in accordance with the relevant laws, regulations and the Articles of Association. The Company and the convener shall not refuse for any reason.</p> <p>A shareholder may attend the general meeting of shareholders in person and exercise his voting rights, or appoint a proxy to attend and exercise his voting rights within the scope of authority. <u>Such proxy need not be a shareholder of the Company.</u></p> <p><u>If such shareholder is a recognised clearing house (or its nominee) within the meaning of the Hong Kong Securities and Futures Ordinance or such relevant ordinances as may from time to time be in force under the laws of Hong Kong, such shareholder may authorise such person or persons as he thinks fit to act as his representative at any shareholders' general meeting.</u></p>
17.	<p>Article 21</p> <p>A shareholder shall attend the meeting upon the strength of his/her ID card or other valid certificates or proof that can prove his/her identity; a proxy who attends the meeting entrusted by a shareholder shall show his/her valid ID card and the letter of attorney issued by the shareholder.</p> <p>Institutional shareholders should assign his/her legal representative (principal) or a proxy authorized by the legal representative (principal) to attend the meeting. Where a legal representative (principal) attends the meeting, he/she should show the ID card, and a valid certification to prove the qualification of the legal representative (principal); where an entrusted proxy attends the meeting, the proxy should show his/her ID card, a written letter of attorney issued by the legal representative (principal) of the institutional shareholder unit in accordance with the laws.</p>	<p>Article <u>2119</u></p> <p>A shareholder shall attend the meeting upon the strength of his/her ID card or other valid certificates or proof that can prove his/her identity; a proxy who attends the meeting entrusted by a shareholder shall show his/her valid ID card and the letter of attorney issued by the shareholder.</p> <p>Corporate shareholders or other institutional shareholders should assign his/her legal representative (principal) <u>managing partner</u> or a proxy authorized by the legal representative (principal) <u>managing partner</u> to attend the meeting. Where a legal representative (principal) <u>managing partner</u> attends the meeting, he/she should show the ID card, and a valid certification to prove the qualification of the legal representative (principal) <u>managing partner</u>; where an entrusted proxy attends the meeting, the proxy should show his/her ID card, a written letter of attorney issued by the legal representative (principal) <u>managing partner</u> of the <u>corporate or</u> institutional shareholder unit in accordance with the laws.</p>

No.	Before Amendments	After Amendments
18.	<p>Article 22</p> <p>The letter of attorney issued by a shareholder to entrust a proxy to attend the shareholders’ general meeting shall be in writing and include the following contents:</p> <ol style="list-style-type: none"> (1) the name of the proxy; (2) whether have the voting right or not; (3) the instructions which respectively vote consent, objection and abstention over each item to be examined by the shareholders’ general meeting; (4) the issuance date and expiry date of the letter of attorney; (5) the signature (or seal) of entrusting party. Where the entrusting party is an institutional shareholder, the legal entity shall seal on the letter of attorney, or its director or duly authorized proxy or officer sign on its. 	<p>Article 2220</p> <p>The letter of attorney issued by a shareholder to entrust a proxy to attend the shareholders’ general meeting shall be in writing and include the following contents:</p> <ol style="list-style-type: none"> (1) the name of the proxy; (2) whether have the voting right or not; (3) the instructions which respectively vote consent, objection and abstention over each item to be examined by the shareholders’ general meeting; <u>whether there is a right to vote on provisional proposals that may be included in the agenda of the general meeting and, if so, what right to vote shall be exercised;</u> (4) the issuance date and expiry date of the letter of attorney; (5) the signature (or seal) of entrusting party. Where the entrusting party is a corporate/other an institutional shareholder, the seal of the corporate/institutional units shall be affixed the legal entity shall seal on the letter of attorney, or its director or duly authorized proxy or officer sign on its.
19.	<p>Article 23</p> <p>The form of any blank letter of attorney issued by the Board of Directors of the Company to the shareholders for the appointment of the shareholder’s proxy shall give the shareholder free choice to instruct the shareholder’s proxy to vote for, against or abstain from voting, and to give separate directions as to the matter to be voted on each item of the meetings. The letter of attorney shall indicate that the shareholder proxy can vote according to his/her own opinions if the shareholder does not make specific instructions.</p>	<p>Article 2321</p> <p>The form of any blank letter of attorney issued by the Board of Directors of the Company to the shareholders for the appointment of the shareholder’s proxy shall give the shareholder free choice to instruct the shareholder’s proxy to vote for, against or abstain from voting, and to give separate directions as to the matter to be voted on each item of the meetings. The letter of attorney shall indicate that the shareholder proxy can vote according to his/her own opinions if the shareholder does not make specific instructions.</p>

No.	Before Amendments	After Amendments
20.	<p>Article 24</p> <p>The power of attorney 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 or within 24 hours prior to the specified time of the vote. Where the power of attorney is signed by another person authorized by the entrusting party, the power of attorney or other authorization document shall be notarized. The notarized power of attorney or other authorization document shall, together with the letter of attorney for the voting proxy, be placed together with the instrument appointing the voting proxy at the domicile of the Company or at such other place as specified in the notice of the meeting. Where the entrusting party is an institutional shareholders, its legal representative (principal) or the person authorized by resolution of its Board of Directors or other decision-making body shall be entitled to attend the Company's shareholders' general meeting as the representative of such legal person.</p> <p>Where the shareholder is a recognized clearing house (or its proxy) defined by the relevant ordinances stipulated in Hong Kong from time to time, the shareholder may authorize one or more persons it considers appropriate as its representative(s) at any shareholders' general meeting or any category shareholders meeting; However, if more than one person obtain authorization, the power of attorney shall contain the involved number and category of shares for which such persons are authorized, and could be signed by an authorized officer of the recognized clearing house. The authorized persons can represent the recognized clearing house (or its proxy) to attend the meeting and exercise its right (not need to show holding certificate, notarized authorization and/or further evidence to proof due authorization), as if the persons are the Company's individual shareholders.</p>	<p>Article 2422</p> <p>The power of attorney 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 or within 24 hours prior to the specified time of the vote. Where the power of attorney is signed by another person authorized by the entrusting party, the power of attorney or other authorization document shall be notarized. The notarized power of attorney or other authorization document shall, together with the letter of attorney for the voting proxy, be placed together with the instrument appointing the voting proxy at the domicile of the Company or at such other place as specified in the notice of the meeting.</p> <p>Where the entrusting party is <u>a legal person</u> an institutional shareholders, its legal representative (principal) or the person authorized by resolution of its Board of Directors or other decision-making body shall be entitled to attend the Company's shareholders' general meeting as the representative of such legal person.</p> <p>Where the shareholder is a recognized clearing house (or its proxy) defined by the relevant ordinances stipulated in Hong Kong from time to time, the shareholder may authorize one or more persons it considers appropriate as its representative(s) at any shareholders' general meeting or any category shareholders meeting; However, if more than one person obtain authorization, the power of attorney shall contain the involved number and category of shares for which such persons are authorized, and could be signed by an authorized officer of the recognized clearing house. The authorized persons can represent the recognized clearing house (or its proxy) to attend the meeting and exercise its right (not need to show holding certificate, notarized authorization and/or further evidence to proof due authorization), as if the persons are the Company's individual shareholders.</p>
21.	<p>Article 25</p> <p>Where the entrusting party dies, loses its capacity for action, has revoked the authorization of signing instrument of appointment prior to the voting, or the relevant shares have been transferred prior to the voting, a vote given in accordance with the terms of the power of attorney shall remain valid as long as the Company has not received a written notice of the event prior to the relevant meeting.</p>	<p>Article 25</p> <p>Where the entrusting party dies, loses its capacity for action, has revoked the authorization of signing instrument of appointment prior to the voting, or the relevant shares have been transferred prior to the voting, a vote given in accordance with the terms of the power of attorney shall remain valid as long as the Company has not received a written notice of the event prior to the relevant meeting.</p>

No.	Before Amendments	After Amendments
22.	<p>Article 27</p> <p>The convener and the lawyers engaged by the Company shall jointly verify the validity of the Shareholders' qualifications based on the register of members provided by the securities registration and clearing authority, and shall register the names of the shareholders as well as the number of their voting shares. The registration for a meeting shall end before the chairman of the meeting announces the number of shareholders and proxies attending the meeting in person and the total number of their voting shares held.</p>	<p>Article <u>27</u>24</p> <p>The convener and the lawyers <u>(if any)</u> engaged by the Company shall jointly verify the validity of the Shareholders' qualifications based on the register of members provided by the securities registration and clearing authority, and shall register the names of the shareholders as well as the number of their voting shares. The registration for a meeting shall end before the chairman of the meeting announces the number of shareholders and proxies attending the meeting in person and the total number of their voting shares held.</p>
23.	<p>Article 28</p> <p>When a shareholders' general meeting is held, all the directors and supervisors and the secretary of the Board of Directors shall attend the meeting, and the general manager and other senior management officer shall attend the meeting as nonvoting delegates.</p>	<p>Article <u>28</u>25</p> <p>When a shareholders' general meeting is held, all the directors and supervisors <u>of the Company</u> and the secretary of the Board of Directors shall attend the meeting, and the general manager and other senior management officer shall attend the meeting as nonvoting delegates.</p>

No.	Before Amendments	After Amendments
24.	<p>Article 29</p> <p>The general meeting of shareholders shall be convened by the Board of Directors and held by the chairman of the Board of Directors. Where the chairman cannot perform his/her duties or fails to perform his/her duties, half of the directors or more shall jointly recommend one director to preside over the meeting. If no presider is appointed, a person may be elected at the Shareholders' general meeting to act as the presider. If for any reason, the shareholders fail to elect a presider, the shareholder (including proxy thereof other than HKSCC Nominees Limited) holding the most voting shares thereat shall preside over the meeting.</p> <p>Where the Board of Supervisors convene the shareholders' general meeting by themselves, the chairman of the Board of Supervisors shall preside over the meeting. Where the chairman of the Board of Supervisors cannot perform his duties or fails to perform his duties, half of the supervisors or more shall jointly recommend one supervisor to preside over the meeting.</p> <p>Where the shareholders convene the shareholders' general meeting by themselves, the convener shall recommend one representative to preside over the meeting.</p> <p>When the shareholders' general meeting is held and the presider of the meeting violates the rules of procedure and makes it difficult for the shareholders' general meeting to continue its meeting, the shareholders' general meeting may recommend one person as the presider of the meeting upon consent of not less than half of the voting shareholders that are present at the meeting, and continue the meeting.</p>	<p>Article <u>29</u>26</p> <p>The general meeting of shareholders shall be presided over convened by the Board of Directors and held by the chairman of the Board of Directors. Where the chairman cannot perform his/her duties or fails to perform his/her duties, half of the directors or more shall jointly recommend one director to preside over the meeting. If no presider is appointed, a person may be elected at the Shareholders' general meeting to act as the presider. If for any reason, the shareholders fail to elect a presider, the shareholder (including proxy thereof other than HKSCC Nominees Limited) holding the most voting shares thereat shall preside over the meeting.</p> <p>Where the Board of Supervisors convene the shareholders' general meeting by themselves, the chairman of the Board of Supervisors shall preside over the meeting. Where the chairman of the Board of Supervisors cannot perform his duties or fails to perform his duties, half of the supervisors or more shall jointly recommend one supervisor to preside over the meeting.</p> <p>Where the shareholders convene the shareholders' general meeting by themselves, the convener shall recommend one representative to preside over the meeting.</p> <p>When the shareholders' general meeting is held and the presider of the meeting violates the rules of procedure and makes it difficult for the shareholders' general meeting to continue its meeting, the shareholders' general meeting may recommend one person as the presider of the meeting upon consent of not less than half of the voting shareholders that are present at the meeting, and continue the meeting.</p>
25.		<p>Article <u>27</u></p> <p><u>The Company shall formulate the rules of procedures for the shareholders' general meeting, which shall provide detailed provisions for the convening and voting procedures, including notice, registration, examination of proposals, voting, vote counting, announcement of voting results, formation of meeting resolutions, minutes and signing and announcements, as well as the principle of authorization of the board of directors by the shareholders' meeting. The authorization content should be clear and specific. The rules of procedures for the shareholders' general meeting shall be made as an appendix to the Articles of Association, prepared by the Board of Directors and approved by the shareholders' general meeting.</u></p>

No.	Before Amendments	After Amendments
26.	<p>Article 30</p> <p>At an annual shareholders' general meeting, the Board of Directors and the Board of Supervisors shall report their respective work of the previous year to the general meeting of shareholders.</p>	<p>Article 3028</p> <p>At an annual shareholders' general meeting, the Board of Directors and the Board of Supervisors shall report their respective work of the previous year to the general meeting of shareholders. <u>Each independent director shall also make a report on his/her duties.</u></p>
27.	<p>Article 31</p> <p>The directors, supervisors and senior management officer shall explain the inquiries and suggestions of shareholders at the shareholders' general meeting.</p>	<p>Article 3129</p> <p>The directors, supervisors and senior management officer shall explain the inquiries <u>and suggestions</u> of shareholders at the shareholders' general meeting.</p>
28.	<p>Article 34</p> <p>The following matters shall be passed by ordinary resolution by the shareholders' general meeting:</p> <ol style="list-style-type: none"> (1) The work report of the Board of Directors and the Board of Supervisors; (2) The profit distribution plan and loss make-up plan proposed by the Board of Directors; (3) Appointment and removal and remuneration and payment methods of the members of the Board of Directors and the Board of Supervisors; (4) The Company's annual budget and final accounts report, balance sheet, profits statement and other financial statements; (5) The Company's annual report; (6) Other matters other than those stated to be passed by special resolutions by the laws, administrative regulations regulatory rules of the place where the Company's shares are listed or the Articles of Association. 	<p>Article 3435</p> <p>The following matters shall be passed by ordinary resolution by the shareholders' general meeting:</p> <ol style="list-style-type: none"> (1) The work report of the Board of Directors and the Board of Supervisors; (2) The profit distribution plan and loss make-up plan proposed by the Board of Directors; (3) Appointment and removal and remuneration and payment methods of the members of the Board of Directors and the Board of Supervisors; (4) The Company's annual budget and final accounts report, balance sheet, profits statement and other financial statements; (5) The Company's annual report; <u>(6) The resolutions on the appointment, dismissal or non-renewal of the appointment of an accounting firm or the remuneration of an accounting firm;</u> (6)-(7) Other matters other than those stated to be passed by special resolutions by the laws, administrative regulations regulatory rules of the place where the Company's shares are listed or the Articles of Association.

No.	Before Amendments	After Amendments
29.	<p>Article 35</p> <p>The following matters shall be resolved by way of special resolutions of the shareholders' general meeting:</p> <p>(1) Increase or reduction of the Company's share capital and issuance of any category of shares, warrants or other similar securities;</p> <p>(2) Resolutions on issuance of the Company's bonds or other securities and listing plans;</p> <p>(3) Division, merger, dissolution and liquidation or form change of the Company;</p> <p>(4) Amendment of the Articles of Association;</p> <p>(5) The Company purchase or sale of material assets or guarantee amount that exceed 30% of the Company's total audited assets in the latest period within one year;</p> <p>(6) The formulation, modification and implementation of equity incentive plan;</p> <p>(7) repurchase the Company's shares;</p> <p>(8) Other matters prescribed in the laws and administrative regulations, departmental regulations, provisions of securities regulatory authority of the locality where the Company shares are listed or the Articles of Association, as well as other matters, as determined by way of an ordinary resolution of the shareholders' general meeting, which may have a significant impact on the Company and require adoption by way of a special resolution.</p>	<p>Article 3536</p> <p>The following matters shall be resolved by way of special resolutions of the shareholders' general meeting:</p> <p>(1) Increase or reduction of the Company's share capital and issuance of any category of shares, warrants or other similar securities;</p> <p>(2) Resolutions on issuance of the Company's bonds or other securities and listing plans;</p> <p>(3) Division, <u>spin-off</u>, merger, dissolution and liquidation, <u>suspension, change of corporate form or substantial change of the principal business</u> or form change of the Company;</p> <p>(4) Amendment of the Articles of Association;</p> <p>(5) The Company purchase or sale of material assets or guarantee amount that exceed 30% of the Company's total audited assets in the latest period within one year;</p> <p>(6) The formulation, modification and implementation of equity incentive plan;</p> <p>(7) repurchase the Company's shares;</p> <p>(8)(7) Other matters prescribed in the laws and administrative regulations, departmental regulations, provisions of securities regulatory authority of the locality where the Company shares are listed or the Articles of Association, as well as other matters, as determined by way of an ordinary resolution of the shareholders' general meeting, which may have a significant impact on the Company and require adoption by way of a special resolution.</p>

No.	Before Amendments	After Amendments
30.	<p>Article 36</p> <p>Where voting at the shareholders' general meeting, the shareholders (including proxies) shall exercise their voting rights according to the number of voting shares that they hold at the shareholders' general meeting, each share shall carry one voting right.</p> <p>For any issue which shareholders shall abstain from voting or can only vote either in favor of or against pursuant to Hong Kong Listing Rules, the shareholders shall abstain from voting according to such regulations. Any votes in violation of the relevant regulations or restrictions casted by the shareholders or their proxies will not be calculated into the voting results.</p> <p>The Company has no voting right for the shares it holds, and such part of shares shall not be included in the total amount of voting shares of the shareholders that attend the shareholders' general meeting.</p>	<p>Article 3637</p> <p><u>The shares held by the shareholders of the Company are ordinary shares without special voting rights.</u> Where voting at the shareholders' general meeting, <u>The shareholders (including proxies) shall exercise their voting rights according to the number of voting shares that they hold at the shareholders' general meeting, each share shall carry one voting right.</u></p> <p>For any issue which shareholders shall abstain from voting or can only vote either in favor of or against pursuant to Hong Kong Listing Rules, the shareholders shall abstain from voting according to such regulations. Any votes in violation of the relevant regulations or restrictions casted by the shareholders or their proxies will not be calculated into the voting results.</p> <p><u>When the shareholders' general meeting considers major issues that affect the interests of small and medium investors, the votes of small and medium investors shall be counted separately. The results of the separate vote counting shall be publicly disclosed in a timely manner.</u></p> <p>The Company has no voting right for the shares it holds, and such part of shares shall not be included in the total amount of voting shares of the shareholders that attend the shareholders' general meeting.</p> <p><u>The Board, independent directors and shareholders holding more than one percent of the voting shares or investor protection institutions established in accordance with laws, administrative regulations or the provisions of the securities regulatory authorities where the Company's shares are listed may openly solicit voting rights from shareholders. Solicitation of voting rights from shareholders should make sufficient disclosure of information, including the specific voting intention, to persons from whom such voting rights are solicited.</u></p>
31.		<p>Article 38</p> <p><u>Solicitation of the rights by the qualified shareholders from other shareholders lawfully possessed by them such as the meetings convening rights, proposing rights, nomination rights and voting rights through offering money or other forms of consideration is forbidden. Except for statutory conditions, the Company shall not set a minimum shareholding limit for voting right solicitation.</u></p>

No.	Before Amendments	After Amendments
32.	<p>Article 37</p> <p>When any shareholder is not allowed to exercise any voting right or is restricted to cast either affirmative or negative vote in respect of certain proposal according to the laws, administrative regulations and regulatory rules of the place where the Company's shares are listed, then the vote of the shareholder or its proxy in violation of the aforesaid rules or restrictions shall not be included in the voting result. In case the shareholders' general meeting considers matters relating to connected transactions (as defined in Hong Kong Listing Rules), the associated shareholder and his/her close associate (as defined in Hong Kong Listing Rules) shall withdraw from the voting, its voting shares shall not be included in the total amount of valid voting shares. The resolution announcement of the shareholders' general meeting shall be given full disclosure of non-affiliated persons' vote.</p> <p>Before the general meeting considers matters relating to connected transactions, the Company shall determine the scope of connected shareholders in accordance with relevant laws, regulations and normative documents. Connected persons or their authorized representatives may attend the general meeting, and may clarify their views to the shareholders in accordance with the procedures of the meeting, but they shall abstain from voting in a poll.</p> <p>Where the general meeting considers matters relating to connected transactions, connected shareholders shall abstain from voting. If connected shareholders fail to abstain from voting, other shareholders attending the meeting shall have the right to request them to abstain from voting. After connected persons have abstained from voting, other shareholders shall vote according to their voting rights and pass the corresponding resolutions in accordance with the provisions of the Articles of Association. The presider of the meeting shall announce the number of shareholders and proxies except connected persons present at the general meeting and the total number of their voting shares.</p> <p>In order to be valid, the resolutions made at the general meeting on matters relating to connected transactions shall be passed by more than half of the votes cast by the non-connected shareholders attending the general meeting. However, in order to be valid, in the event of such connected transaction involving matters that need to be passed by special resolution as stipulated in the Articles of Association, the resolutions of the general meeting must be passed by more than two thirds of the voting rights held by the non-connected persons attending the general meeting.</p>	<p>Article <u>37</u>39</p> <p>When any shareholder is not allowed to exercise any voting right or is restricted to cast either affirmative or negative vote in respect of certain proposal according to the laws, administrative regulations and regulatory rules of the place where the Company's shares are listed, then the vote of the shareholder or its proxy in violation of the aforesaid rules or restrictions shall not be included in the voting result. In case the shareholders' general meeting considers matters relating to connected transactions (as defined in Hong Kong Listing Rules), the associated shareholder and his/her close associate (as defined in Hong Kong Listing Rules) shall withdraw from the voting, its voting shares shall not be included in the total amount of valid voting shares. The resolution announcement of the shareholders' general meeting shall be given full disclosure of non-affiliated persons' vote.</p> <p>Before the general meeting considers matters relating to connected transactions, the Company shall determine the scope of connected shareholders in accordance with relevant laws, regulations and normative documents. Connected persons or their authorized representatives may attend the general meeting, and may clarify their views to the shareholders in accordance with the procedures of the meeting, but they shall abstain from voting in a poll.</p> <p>Where the general meeting considers matters relating to connected transactions, connected shareholders shall abstain from voting. If connected shareholders fail to abstain from voting, other shareholders attending the meeting shall have the right to request them to abstain from voting. After connected persons have abstained from voting, other shareholders shall vote according to their voting rights and pass the corresponding resolutions in accordance with the provisions of the Articles of Association. The presider of the meeting shall announce the number of shareholders and proxies except connected persons present at the general meeting and the total number of their voting shares.</p> <p>In order to be valid, the resolutions made at the general meeting on matters relating to connected transactions shall be passed by more than half of the votes cast by the non-connected shareholders attending the general meeting. However, in order to be valid, in the event of such connected transaction involving matters that need to be passed by special resolution as stipulated in the Articles of Association, the resolutions of the general meeting must be passed by more than two thirds of the voting rights held by the non-connected persons attending the general meeting.</p>

No.	Before Amendments	After Amendments
	Where connected persons or their associates participate in voting in violation of the provisions under this article, their voting in respect of matters relating to connected transactions shall be invalid.	Where connected persons or their associates participate in voting in violation of the provisions under this article, their voting in respect of matters relating to connected transactions shall be invalid. <u>In accordance with the applicable laws, regulations, normative documents and Hong Kong Listing Rules, where any shareholder shall abstain from voting for any particular resolution, or is restricted to vote only for or against such resolution, any votes in violation of such requirement or restriction by the shareholders or their proxies shall not be counted in the voting results.</u>
33.		<u>Article 40</u> <u>Except for special circumstances such as a crisis, the Company will not enter into a contract with a person other than a director, manager and other senior management to entrust the management of the Company's entire or important business to such person unless approved by a special resolution of the shareholders' general meeting.</u>
34.		<u>Article 41</u> <u>The list of directors and supervisors' candidates shall be submitted to the general meeting for voting in the form of proposal.</u> <u>When the general meeting votes on the election of directors or supervisors, it may, pursuant to these Articles of Association or a resolution of the general meeting, do so by cumulative voting.</u> <u>For the purposes of the preceding paragraph, the term "cumulative voting" means that, when the general meeting votes to elect directors or non-employee representative supervisors, each share carries a number of voting rights equivalent to the number of directors or supervisors to be elected, and a shareholder may cluster his or her voting rights. The Board shall provide shareholders with the biographies and basic information of candidates for directors and supervisors.</u>
35.	<u>Article 38</u> The shareholders' general meeting shall vote on all the proposals item by item, and shall vote on the proposals based on the time sequence of the proposals if there are various proposals for one matter. Unless the shareholders' general meeting is suspended or no resolution can be made due to special reasons such as force majeure, the shareholders' general meeting shall not shelve the proposals or suspend the voting of proposals.	<u>Article 3842</u> <u>Except those considered under the cumulative voting system, the shareholders' general meeting shall vote on all the proposals item by item, and shall vote on the proposals based on the time sequence of the proposals if there are various proposals for one matter. Unless the shareholders' general meeting is suspended or no resolution can be made due to special reasons such as force majeure, the shareholders' general meeting shall not shelve the proposals or suspend the voting of proposals.</u>

No.	Before Amendments	After Amendments
36.		<p data-bbox="858 263 938 293"><u>Article 44</u></p> <p data-bbox="858 331 1394 472"><u>The same voting right shall only be exercised by either through on-site voting or other voting means. If the same voting right is exercised by more than one means, the result of the first vote cast shall prevail.</u></p>
37.		<p data-bbox="858 502 938 532"><u>Article 45</u></p> <p data-bbox="858 570 1279 600"><u>Voting for a general meeting shall be made by ballot.</u></p>
38.		<p data-bbox="858 625 938 655"><u>Article 46</u></p> <p data-bbox="858 693 1394 872"><u>Before the general meeting votes on proposals, it shall elect two shareholder representatives to count the votes and scrutinize the voting. If any shareholder is related (connected) to the matter to be discussed, the relevant shareholder and his proxy shall not participate in vote counting or scrutinize the voting.</u></p> <p data-bbox="858 910 1394 1089"><u>When the shareholders' general meeting is voting on the proposals, the lawyers, representatives of shareholders and supervisors shall be jointly responsible for the calculation and monitoring of ballots, the voting results shall be announced on the site and shall be recorded in the minute of the meeting.</u></p> <p data-bbox="858 1127 1394 1229"><u>Corporate shareholders or their proxies voting through the internet or other methods shall have the right to check their own votes cast through the relevant voting system.</u></p>

No.	Before Amendments	After Amendments
39.	<p>Article 40</p> <p>The shareholders attending the shareholders' general meeting shall deliver one of the following kinds of opinion on the proposals put forward for voting: consent, objection or abstention, except for the declaration by securities registration and clearing institution as the nominal holder of stock connect mechanism between PRC and Hong Kong stock markets, based on the actual holders' intentions.</p> <p>Voters, whose ballots are not filled in, wrongly filled in or unintelligible shall be regarded as having abandoned their voting rights and the voting results of their shares shall be regarded as "abstention".</p> <p>At the time of voting, any shareholder who has two or more votes (including the proxies of such shareholders) needs not to use all votes for or against any resolution or to abstain from voting on such resolution.</p> <p>The same voting right with duplicate voting will be subject to the outcome of the first voting.</p>	<p>Article <u>40</u>48</p> <p>The shareholders attending the shareholders' general meeting shall deliver one of the following kinds of opinion on the proposals put forward for voting: consent, objection or abstention, except for the declaration by securities registration and clearing institution as the nominal holder of stock connect mechanism between PRC and Hong Kong stock markets, based on the actual holders' intentions.</p> <p>Voters, whose ballots are not filled in, wrongly filled in or unintelligible shall be regarded as having abandoned their voting rights and the voting results of their shares shall be regarded as "abstention".</p> <p>At the time of voting, any shareholder who has two or more votes (including the proxies of such shareholders) needs not to use all votes for or against any resolution or to abstain from voting on such resolution.</p> <p>The same voting right with duplicate voting will be subject to the outcome of the first voting.</p>
40.	<p>Article 41</p> <p>The shareholders' general meeting shall be held in the form of live meeting or other forms permitted by laws and regulations.</p>	<p>Article 41</p> <p>The shareholders' general meeting shall be held in the form of live meeting or other forms permitted by laws and regulations.</p>
41.	<p>Article 42</p> <p>Unless the resolutions on relevant procedures of a general meeting or administrative matters which can be decided by the chairman in the spirit of honesty and credibility and shall be voted on by show of hands, voting for a general meeting shall be made by ballot.</p> <p>Above procedural or administrative matters are those that:</p> <ol style="list-style-type: none"> 1. are not on the agenda of the shareholders' general meeting or in any supplementary circular to members; and 2. which relate to the presider's duties to maintain the orderly conduct of the meeting and/or allow the business of the meeting to be properly and effectively dealt with, whilst allowing the Shareholders a reasonable opportunity to express their views. 	<p>Article 42</p> <p>Unless the resolutions on relevant procedures of a general meeting or administrative matters which can be decided by the chairman in the spirit of honesty and credibility and shall be voted on by show of hands, voting for a general meeting shall be made by ballot.</p> <p>Above procedural or administrative matters are those that:</p> <ol style="list-style-type: none"> 1. are not on the agenda of the shareholders' general meeting or in any supplementary circular to members; and 2. which relate to the presider's duties to maintain the orderly conduct of the meeting and/or allow the business of the meeting to be properly and effectively dealt with, whilst allowing the Shareholders a reasonable opportunity to express their views.

No.	Before Amendments	After Amendments
42.	<p>Article 43</p> <p>Where the matter requested to be voted upon by ballot is the election of the presider or the adjournment of the meeting, a ballot shall be taken immediately; where a ballot is requested for any other matter, such ballot shall be taken at the time decided upon by the presider and the meeting may proceed with the discussion of other matters; the result of the ballot shall still be regarded as a resolution adopted at that meeting.</p>	<p>Article 43</p> <p>Where the matter requested to be voted upon by ballot is the election of the presider or the adjournment of the meeting, a ballot shall be taken immediately; where a ballot is requested for any other matter, such ballot shall be taken at the time decided upon by the presider and the meeting may proceed with the discussion of other matters; the result of the ballot shall still be regarded as a resolution adopted at that meeting.</p>
43.	<p>Article 44</p> <p>When the shareholders' general meeting is voting on the proposals, the representatives of shareholders and supervisors and other person appointed in accordance with Hong Kong Listing Rules shall be jointly responsible for the calculation and monitoring of ballots in accordance with Hong Kong Listing Rules. If any shareholder is related to the matter to be discussed, the relevant shareholder and his proxy shall not participate in vote counting or scrutinize the voting. Meanwhile, the Company shall appoint auditors, share transfer offices or external accountants qualified to act as auditors to act as monitors for counting votes at the general meeting, and shall announce the identity of the monitors in the voting results.</p>	<p>Article 44</p> <p>When the shareholders' general meeting is voting on the proposals, the representatives of shareholders and supervisors and other person appointed in accordance with Hong Kong Listing Rules shall be jointly responsible for the calculation and monitoring of ballots in accordance with Hong Kong Listing Rules. If any shareholder is related to the matter to be discussed, the relevant shareholder and his proxy shall not participate in vote counting or scrutinize the voting. Meanwhile, the Company shall appoint auditors, share transfer offices or external accountants qualified to act as auditors to act as monitors for counting votes at the general meeting, and shall announce the identity of the monitors in the voting results.</p>
44.	<p>Article 45</p> <p>The presider of the meeting shall declare the voting and result of each proposal at the meeting, and announce whether the proposal has been adopted considering the voting result.</p> <p>Before the voting results are officially announced, relevant parties including the Company, vote counters, vote monitors, major shareholders involved in the general meeting shall be obligated to keep confidential the voting results.</p>	<p>Article 45⁷</p> <p><u>The live meetings of the shareholders' general meeting shall not end any earlier than that held through network or by any other means, if any.</u> The presider of the meeting shall declare the voting and result of each proposal at the meeting, and announce whether the proposal has been adopted considering the voting result</p> <p>Before the voting results are officially announced, relevant parties including the Company, vote counters, vote monitors, major shareholders and internet service provider (if any) involved in <u>voting on-site at the general meeting, by internet and other voting methods (if any)</u> shall be obligated to keep confidential the voting results.</p>

No.	Before Amendments	After Amendments
45.	<p>Article 46</p> <p>Where the presider of the meeting has any doubts over the results of a resolution put forward for voting, he/she may organize the counting of the number of vote cast; where the presider of the meeting does not count the votes, a shareholder or its proxy attending the meeting who challenges the result announced by the presider of the meeting shall have the right to request counting of votes to be conducted immediately after such announcement, and the presider of the meeting shall immediately organize the counting of the votes.</p> <p>Where counting of votes is held at a shareholders' general meeting, the result of the counting shall be recorded in the minutes of the meeting. The minutes of the meeting together with the attendance records signed by the attending shareholders and proxies' power of attorneys shall be kept at the Company's domicile.</p>	<p>Article <u>4649</u></p> <p>Where the presider of the meeting has any doubts over the results of a resolution put forward for voting, he/she may organize the counting of the number of vote cast; where the presider of the meeting does not count the votes, a shareholder or its proxy attending the meeting who challenges the result announced by the presider of the meeting shall have the right to request counting of votes to be conducted immediately after such announcement, and the presider of the meeting shall immediately organize the counting of the votes.</p> <p>Where counting of votes is held at a shareholders' general meeting, the result of the counting shall be recorded in the minutes of the meeting. The minutes of the meeting together with the attendance records signed by the attending shareholders and proxies' power of attorneys shall be kept at the Company's domicile.</p>
46.	<p>Article 47</p> <p>The resolutions of the shareholders' general meeting shall be announced in a timely manner according to the laws, regulations, departmental regulations, normative documents, regulatory rules of the place where the Company's shares are listed and the Articles of Association, and the announcement of resolution shall indicate the number of shareholders and proxies that attended the meeting, the total amount of their voting shares and its proportion to the total voting shares of the Company, the total number of shares that are required to waive the consent vote and/or the total number of shares (if any) that are required to waive the right to vote in respect of individual proposal as required by the regulatory rules of the place where the shares of the Company are listed and whether the shareholders who should waive the right to vote are waiving their right to vote, the voting method, the voting result of each proposal and detailed contents of each resolution.</p>	<p>Article <u>4750</u></p> <p>The resolutions of the shareholders' general meeting shall be announced in a timely manner according to the laws, regulations, departmental regulations, normative documents, regulatory rules of the place where the Company's shares are listed and the Articles of Association, and the announcement of resolution shall indicate the number of shareholders and proxies that attended the meeting, the total amount of their voting shares and its proportion to the total voting shares of the Company, the total number of shares that are required to waive the consent vote and/or the total number of shares (if any) that are required to waive the right to vote in respect of individual proposal as required by the regulatory rules of the place where the shares of the Company are listed and whether the shareholders who should waive the right to vote are waiving their right to vote, the voting method, the voting result of each proposal and detailed contents of each resolution.</p>

No.	Before Amendments	After Amendments
47.	<p>Article 49</p> <p>Minutes of General Meetings shall be recorded by the secretary to the Board of Directors and contain the following items:</p> <ol style="list-style-type: none"> (1) the date, place and agenda of the meeting, and the name of the convener; (2) the name of the presider of the meeting, and the names of directors, supervisors, general managers and other senior management members of the Company attending or present at the meeting; (3) the number of shares carrying voting rights held respectively by shareholders and their proxies attending the meeting, and the percentage of the total number of shares of the Company they represent; (4) the discussions in respect of each motion, highlights of the speeches and the voting results on each resolution; (5) details of the queries or recommendations of the shareholders, and the corresponding answers or explanations; (6) the names of vote counters and vote monitors; (7) such other matters which shall be recorded in the minutes of the meeting in accordance with the provisions of the Articles of Association. 	<p>Article <u>49</u>31</p> <p>Minutes of General Meetings shall be recorded by the secretary to the Board of Directors and contain the following items:</p> <ol style="list-style-type: none"> (1) the date, place and agenda of the meeting, and the name of the convener; (2) the name of the presider of the meeting, and the names of directors, supervisors, general managers and other senior management members of the Company attending or present at the meeting; (3) the number of shares carrying voting rights held respectively by shareholders and their proxies attending the meeting, and the percentage of the total number of shares of the Company they represent; (4) the discussions in respect of each motion, highlights of the speeches and the voting results on each resolution; (5) details of the queries or recommendations of the shareholders, and the corresponding answers or explanations <u>(if any)</u>; (6) the names of <u>lawyer (if any)</u>, vote counters and vote monitors; (7) such other matters which shall be recorded in the minutes of the meeting in accordance with the provisions of the Articles of Association.
48.	<p>Article 50</p> <p>The convener shall ensure the truthfulness, accuracy and completeness of the minutes of the meeting. Directors, supervisors, the secretary to the Board of Directors, the convener or his or her representative, and the presider of the meeting attending the meeting shall sign the minutes of the meeting, and shall ensure the truthfulness, accuracy and completeness of the minutes of the meeting. The minutes of the meeting and the signed attendance record of the shareholders who attended in person, the proxy forms and the valid information relating to voting online shall be kept together for a term of not less than 10 years.</p>	<p>Article <u>50</u>32</p> <p>The convener shall ensure the truthfulness, accuracy and completeness of the minutes of the meeting. Directors, supervisors, the secretary to the Board of Directors, the convener or his or her representative, and the presider of the meeting attending the meeting shall sign the minutes of the meeting, and shall ensure the truthfulness, accuracy and completeness of the minutes of the meeting. The minutes of the meeting and the signed attendance record of the shareholders who attended in person, the proxy forms and the valid information relating to voting online and by other means shall be kept together for a term of not less than 10 years.</p>

No.	Before Amendments	After Amendments
49.	<p>Article 51</p> <p>The convener shall ensure that a General Meeting is held continuously until final resolutions have been reached. If the General Meeting is suspended or the shareholders fail to reach any resolution due to force majeure or other special reasons, measures shall be taken to resume the meeting as soon as possible or the meeting shall be terminated directly.</p>	<p>Article <u>5133</u></p> <p>The convener shall ensure that a General Meeting is held continuously until final resolutions have been reached. If the General Meeting is suspended or the shareholders fail to reach any resolution due to force majeure or other special reasons, measures shall be taken to resume the meeting as soon as possible or the meeting shall be terminated directly, <u>and an explanation or announcement shall be made in a timely manner.</u></p>
50.	<p>Article 52</p> <p>Where the shareholders' general meeting adopts the proposal on the election of relevant directors or supervisors, the new directors and supervisors shall assume office in accordance with the provisions of the Articles of Association.</p>	<p>Article 52</p> <p>Where the shareholders' general meeting adopts the proposal on the election of relevant directors or supervisors, the new directors and supervisors shall assume office in accordance with the provisions of the Articles of Association <u>the newly elected directors and supervisors shall take office at the time specified in the resolution of the general meeting; if the time of office is not specified in the resolution of the general meeting, they shall take office at the time when the resolution of the general meeting is made.</u></p>
51.	<p>Article 53</p> <p>If any resolution made by the general meeting of the Company violates the laws and administrative regulations, such resolution shall be invalid.</p> <p>If the convening procedures and voting ways of the general meeting violate laws, administrative regulations or the Articles of Association, or the content of resolution is in violation of the Articles of Association, shareholders are entitled to apply to the People's Court for revocation of such resolution within 60 days upon the date of adopting the resolution.</p>	<p>Article 53</p> <p>If any resolution made by the general meeting of the Company violates the laws and administrative regulations, such resolution shall be invalid.</p> <p>If the convening procedures and voting ways of the general meeting violate laws, administrative regulations or the Articles of Association, or the content of resolution is in violation of the Articles of Association, shareholders are entitled to apply to the People's Court for revocation of such resolution within 60 days upon the date of adopting the resolution. <u>If any proposal for a cash dividend, share allocation, or conversion from capital reserves to share capital is adopted at the general meeting, the Company shall implement detailed plans within two months after the conclusion of the general meeting.</u></p>
52.	Chapter 7 Special Procedures for Voting by Classified Shareholders	Chapter 7 Special Procedures for Voting by Classified Shareholders
53.	<p>Article 54</p> <p>Shareholders who hold different categories of shares shall be classified shareholders. Classified shareholders enjoy rights and assume obligations according to laws, administrative regulations, Hong Kong Listing Rules and the provisions of the Articles of Association. Shareholders of all categories shall entitle the equal rights in any distribution made in the form of dividends or otherwise.</p>	<p>Article 54</p> <p>Shareholders who hold different categories of shares shall be classified shareholders. Classified shareholders enjoy rights and assume obligations according to laws, administrative regulations, Hong Kong Listing Rules and the provisions of the Articles of Association. Shareholders of all categories shall entitle the equal rights in any distribution made in the form of dividends or otherwise.</p>

No.	Before Amendments	After Amendments
54.	<p>Article 55</p> <p>Where the Company proposes to change or abrogate the rights of classified shareholders, the proposal shall be implemented only after it has been approved by a special resolution of the shareholders' general meeting and by the shareholders' meetings convened separately by affected classified shareholders according to Article 57 to Article 60 of the Articles of Association.</p>	<p>Article 55</p> <p>Where the Company proposes to change or abrogate the rights of classified shareholders, the proposal shall be implemented only after it has been approved by a special resolution of the shareholders' general meeting and by the shareholders' meetings convened separately by affected classified shareholders according to Article 57 to Article 60 of the Articles of Association.</p>
55.	<p>Article 56</p> <p>Under the following circumstances, the rights of a certain classified shareholders shall be deemed to be changed or abrogated:</p> <ol style="list-style-type: none"> (1) an increase or decrease in the number of shares of such category, or an increase or decrease in the number of shares of a category which enjoys equal or more voting rights, distribution rights and other privileges to those of the shares of such category; (2) a conversion of all or part of the shares of such category to the shares of another category, or a conversion of all or part of the shares of another category to the shares of such category, or the grant of such conversion right; (3) a cancellation or reduction of the right of the shares of such category to gain accrued dividends or cumulative dividends; (4) a reduction or cancellation of the priority of the shares of such category to in obtaining dividends, or property distribution in the Company's liquidation; (5) an increase, cancellation or reduction in the share conversion rights, options, voting rights, transfer rights, pre-emptive rights, and rights to acquire the Company's securities attached to the shares of such category; (6) a cancelation or reduction of rights to receive amounts payable of the Company in a particular currency attached to shares of such class; (7) a creation of a new category of shares with voting rights, distribution rights or other privileges equal or superior to those of the shares of such category; 	<p>Article 56</p> <p>Under the following circumstances, the rights of a certain classified shareholders shall be deemed to be changed or abrogated:</p> <ol style="list-style-type: none"> (1) an increase or decrease in the number of shares of such category, or an increase or decrease in the number of shares of a category which enjoys equal or more voting rights, distribution rights and other privileges to those of the shares of such category; (2) a conversion of all or part of the shares of such category to the shares of another category, or a conversion of all or part of the shares of another category to the shares of such category, or the grant of such conversion right; (3) a cancellation or reduction of the right of the shares of such category to gain accrued dividends or cumulative dividends; (4) a reduction or cancellation of the priority of the shares of such category to in obtaining dividends, or property distribution in the Company's liquidation; (5) an increase, cancellation or reduction in the share conversion rights, options, voting rights, transfer rights, pre-emptive rights, and rights to acquire the Company's securities attached to the shares of such category; (6) a cancelation or reduction of rights to receive amounts payable of the Company in a particular currency attached to shares of such class; (7) a creation of a new category of shares with voting rights, distribution rights or other privileges equal or superior to those of the shares of such category;

No.	Before Amendments	After Amendments
	<p>(8) an imposition of restrictions or increase of restrictions on the transfer or ownership of shares of such category;</p> <p>(9) a right to subscribe for such class or another category of shares, or convert into another category of shares;</p> <p>(10) an increase in the rights and privileges of shares of another category;</p> <p>(11) restructuring plan of the Company will cause shareholders of different categories to bear liability disproportionately during the restructuring;</p> <p>(12) an amendment or cancellation of the provisions in this chapter.</p>	<p>(8) an imposition of restrictions or increase of restrictions on the transfer or ownership of shares of such category;</p> <p>(9) a right to subscribe for such class or another category of shares, or convert into another category of shares;</p> <p>(10) an increase in the rights and privileges of shares of another category;</p> <p>(11) restructuring plan of the Company will cause shareholders of different categories to bear liability disproportionately during the restructuring;</p> <p>(12) an amendment or cancellation of the provisions in this chapter.</p>
56.	<p>Article 57</p> <p>Affected classified shareholders, regardless of whether they originally have voting rights in the shareholders' general meeting, have the voting rights on the classified shareholders' meeting for issues stated in (2) to (8) and (11) to (12) referred above, except for the interested.</p> <p>The interested shareholders mentioned in the preceding paragraph are defined as follows:</p> <p>(1) when the Company issues a buy-back offer to all shareholders equally pro rata or buys back its own shares by open transaction at stock exchange according to the Articles of Association. The interested shareholders refer to the controlling shareholders defined in the Articles of Association;</p> <p>(2) when the Company buys back its own shares by agreement outside a stock exchange in accordance with this Articles of Association, the interested shareholders refer to the shareholders which are related to the agreement;</p> <p>(3) in the Company's restructuring plan, the interested shareholders refers to those shareholders who undertake liability in a lower proportion than other shareholders under this category or refers to the shareholders who own interests different from other shareholders under this category.</p>	<p>Article 57</p> <p>Affected classified shareholders, regardless of whether they originally have voting rights in the shareholders' general meeting, have the voting rights on the classified shareholders' meeting for issues stated in (2) to (8) and (11) to (12) referred above, except for the interested.</p> <p>The interested shareholders mentioned in the preceding paragraph are defined as follows:</p> <p>(1) when the Company issues a buy-back offer to all shareholders equally pro rata or buys back its own shares by open transaction at stock exchange according to the Articles of Association. The interested shareholders refer to the controlling shareholders defined in the Articles of Association;</p> <p>(2) when the Company buys back its own shares by agreement outside a stock exchange in accordance with this Articles of Association, the interested shareholders refer to the shareholders which are related to the agreement;</p> <p>(3) in the Company's restructuring plan, the interested shareholders refers to those shareholders who undertake liability in a lower proportion than other shareholders under this category or refers to the shareholders who own interests different from other shareholders under this category.</p>

No.	Before Amendments	After Amendments
57.	<p>Article 58</p> <p>The resolutions of classified shareholders' meeting shall be passed by more than two thirds of voting shares of shareholders who attend classified shareholders' meeting and have the voting rights according to previous Article.</p> <p>If the Company intends to convene a meeting of classified shareholders, it should issue a written notice as per Article 12 of the Articles of Association to inform all registered shareholders under this category about the issues to be reviewed at the meeting, meeting date and meeting place.</p> <p>If the regulatory rules of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p>	<p>Article 58</p> <p>The resolutions of classified shareholders' meeting shall be passed by more than two thirds of voting shares of shareholders who attend classified shareholders' meeting and have the voting rights according to previous Article.</p> <p>If the Company intends to convene a meeting of classified shareholders, it should issue a written notice as per Article 12 of the Articles of Association to inform all registered shareholders under this category about the issues to be reviewed at the meeting, meeting date and meeting place.</p> <p>If the regulatory rules of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p>
58.	<p>Article 59</p> <p>The notice on meeting of classified shareholders only needs to be sent to shareholders entitled to vote at the meeting.</p> <p>The meetings of classified shareholders shall be held in the procedure, to the extent possible, same as that of the shareholders' general meeting. The provisions on procedures of shareholders' general meeting as stated in the Articles of Association and these rules shall apply to the meeting of classified shareholders.</p>	<p>Article 59</p> <p>The notice on meeting of classified shareholders only needs to be sent to shareholders entitled to vote at the meeting.</p> <p>The meetings of classified shareholders shall be held in the procedure, to the extent possible, same as that of the shareholders' general meeting. The provisions on procedures of shareholders' general meeting as stated in the Articles of Association and these rules shall apply to the meeting of classified shareholders.</p>

No.	Before Amendments	After Amendments
59.	<p>Article 60</p> <p>In addition to other classified shareholders, shareholders of domestic shares and shareholders of foreign shares listed overseas are regarded as shareholders under different categories. The following circumstances shall not apply to special procedures for voting by classified shareholders:</p> <p>(1) upon approval of the general meeting of shareholders by special resolution, the Company issues domestic listed shares and overseas listed shares every other twelve (12) months, either separately or simultaneously, and the domestic listed shares and overseas listed shares to be issued do not exceed 20% of the total number of such category of shares already issued to the public;</p> <p>(2) the plan on issuing domestic listed shares and overseas listed shares at the incorporation of the Company is accomplished within 15 months from the date of obtaining approval from the securities regulatory authority of the State Council;</p> <p>(3) unlisted shares that have been issued (including domestic shares and foreign shares) of the Company are converted into foreign shares listed overseas upon approval by the securities regulatory authority of the State Council or the securities approval authority authorized by the State Council.</p>	<p>Article 60</p> <p>In addition to other classified shareholders, shareholders of domestic shares and shareholders of foreign shares listed overseas are regarded as shareholders under different categories. The following circumstances shall not apply to special procedures for voting by classified shareholders:</p> <p>(1) upon approval of the general meeting of shareholders by special resolution, the Company issues domestic listed shares and overseas listed shares every other twelve (12) months, either separately or simultaneously, and the domestic listed shares and overseas listed shares to be issued do not exceed 20% of the total number of such category of shares already issued to the public;</p> <p>(2) the plan on issuing domestic listed shares and overseas listed shares at the incorporation of the Company is accomplished within 15 months from the date of obtaining approval from the securities regulatory authority of the State Council;</p> <p>(3) unlisted shares that have been issued (including domestic shares and foreign shares) of the Company are converted into foreign shares listed overseas upon approval by the securities regulatory authority of the State Council or the securities approval authority authorized by the State Council.</p>
60.	<p>Article 67</p> <p>These rules shall be considered and approved by the shareholders' general meeting of the Company and shall come into force on the date when the publicly issued H Shares of the Company are listed for trading on the Main Board of the Stock Exchange of Hong Kong. As of the effective date of these Rules, the original Rules of Procedure of the Shareholders' General Meeting of the Company shall automatically become invalid.</p>	<p>Article 6760</p> <p>These rules shall be considered and approved by the shareholders' general meeting of the Company and shall come into force <u>and be implemented on the date on which a special resolution is passed by the shareholders' general meeting of the Company</u> on the date when the publicly issued H Shares of the Company are listed for trading on the Main Board of the Stock Exchange of Hong Kong. As of the effective date of these Rules, the original Rules of Procedure of the Shareholders' General Meeting of the Company shall automatically become invalid.</p>

NOTICE OF 2023 ANNUAL GENERAL MEETING



Suzhou Basecare Medical Corporation Limited 蘇州貝康醫療股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2170)

NOTICE OF 2023 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2023 annual general meeting (the “**AGM**”) of Suzhou Basecare Medical Corporation Limited (the “**Company**”) will be held at No. 77 Jingu Road, Suzhou Industrial Park, Suzhou, Jiangsu Province, PRC on Thursday, June 6, 2024 at 10:00 a.m. for the Shareholders to consider and if thought fit, approve the following resolutions of the Company. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated April 24, 2024 (the “**Circular**”):

ORDINARY RESOLUTIONS

1. To consider and approve the resolution on the report of the Board for 2023.
2. To consider and approve the resolution on the report of the Board of Supervisors for 2023.
3. To consider and approve the resolution on the 2023 Annual Report.
4. To consider and approve the resolution on the financial accounts report of the Group for 2023.
5. To consider and approve the resolution on the financial budget of the Group for 2024.
6. To consider and approve the resolution on the annual profit distribution plan of the Company for 2023.
7. To consider and approve the re-appointment of KPMG as the auditor of the Company for 2024, for a term commencing from the date of approval at the AGM until the conclusion of the 2024 annual general meeting of the Company, and authorize the Board to determine the specific matters, including but not limited to their remunerations, in relation to such appointment.
8. To consider and approve the remuneration plan for Directors.

NOTICE OF 2023 ANNUAL GENERAL MEETING

SPECIAL RESOLUTIONS

9. To consider and approve the resolution on the grant of a general mandate to the Board to issue additional Shares.
10. To consider and approve the proposed amendments to the Articles of Association.

Details of the above resolutions are set out in the Circular.

By order of the Board
Suzhou Basecare Medical Corporation Limited
Dr. Liang Bo
Chairman and General Manager

Hong Kong, April 24, 2024

Notes:

1. All resolutions at the AGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The results of the poll will be published on the websites of the Company at www.basecare.cn and Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the AGM.
2. Any shareholder entitled to attend and vote at the AGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.
3. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's headquarters and registered office in the PRC (for holders of Domestic Shares or Unlisted Foreign Shares) or the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares), at least 24 hours before the AGM (i.e. before 10:00 a.m. on Wednesday, June 5, 2024) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a shareholder from attending and voting at the AGM or any adjourned meeting thereof should he/she so wish.
4. For the purpose of determining the list of holders of H shares who are entitled to attend the AGM, the H share register of members of the Company will be closed from Monday, June 3, 2024 to Thursday, June 6, 2024, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the AGM, unregistered holders of the shares shall ensure all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, May 31, 2024 for registration.

NOTICE OF 2023 ANNUAL GENERAL MEETING

5. In case of joint shareholders, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
6. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
7. A shareholder or his/her proxy should produce proof of identity when attending the AGM.
8. References to date and time in this notice are to Hong Kong dates and time.

As of the date of this notice, the Board comprises Dr. LIANG Bo, Mr. KONG Lingyin and Mr. YANG Ying as executive Directors; Mr. XU Wenbo, Mr. WANG Weipeng and Mr. LING Yang as non-executive Directors; and Dr. KANG Xixiong, Mr. LAM Siu Wing and Dr. YEUNG Shu Bui William as independent non-executive Directors.

**NOTICE OF 2024 FIRST CLASS MEETING FOR HOLDERS OF
DOMESTIC SHARES AND UNLISTED FOREIGN SHARES**



Suzhou Basecare Medical Corporation Limited

蘇州貝康醫療股份有限公司

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

(Stock Code: 2170)

**NOTICE OF 2024 FIRST CLASS MEETING FOR HOLDERS OF DOMESTIC
SHARES AND UNLISTED FOREIGN SHARES**

NOTICE IS HEREBY GIVEN THAT the 2024 first class meeting for holders of domestic shares and unlisted foreign shares (the “**Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares**”) of Suzhou Basecare Medical Corporation Limited (the “**Company**”) will be held at No. 77 Jingu Road, Suzhou Industrial Park, Suzhou, Jiangsu Province, PRC on Thursday, June 6, 2024 at 10:30 a.m. for the holders of Domestic Shares and Unlisted Foreign Shares to consider and, if thought fit, approve the following resolution of the Company. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated April 24, 2024 (the “**Circular**”) :

SPECIAL RESOLUTION

1. To consider and approve the proposed amendments to the Articles of Association.

Details of the above resolution are set out in the Circular.

By order of the Board
Suzhou Basecare Medical Corporation Limited

Dr. Liang Bo

Chairman and General Manager

Hong Kong, April 24, 2024

Notes:

1. All resolutions proposed at the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The results of the poll will be published on the websites of the Company at www.basecare.cn and Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares.

NOTICE OF 2024 FIRST CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES AND UNLISTED FOREIGN SHARES

2. Any shareholder entitled to attend and vote at the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.
3. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's headquarters and registered office in the PRC, at least 24 hours before the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares (i.e. before 10:30 a.m. on Wednesday, June 5, 2024) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a shareholder from attending and voting at the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares or any adjourned meeting thereof should he/she so wish.
4. In case of joint shareholders, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
5. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
6. A shareholder or his/her proxy should produce proof of identity when attending the Class Meeting for Holders of Domestic Shares and Unlisted Foreign Shares.
7. References to date and time in this notice are to Hong Kong dates and time.

As of the date of this notice, the Board comprises Dr. LIANG Bo, Mr. KONG Lingyin and Mr. YANG Ying as executive Directors; Mr. XU Wenbo, Mr. WANG Weipeng and Mr. LING Yang as non-executive Directors; and Dr. KANG Xixiong, Mr. LAM Siu Wing and Dr. YEUNG Shu Biu William as independent non-executive Directors.

NOTICE OF 2024 FIRST CLASS MEETING FOR HOLDERS OF H SHARES



Suzhou Basecare Medical Corporation Limited

蘇州貝康醫療股份有限公司

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

(Stock Code: 2170)

NOTICE OF 2024 FIRST CLASS MEETING FOR HOLDERS OF H SHARES

NOTICE IS HEREBY GIVEN THAT the 2024 first class meeting for holders of H shares (the “**Class Meeting for Holders of H Shares**”) of Suzhou Basecare Medical Corporation Limited (the “**Company**”) will be held at No. 77 Jingu Road, Suzhou Industrial Park, Suzhou, Jiangsu Province, PRC on Thursday, June 6, 2024 at 10:45 a.m. for the holders of H Shares to consider and, if thought fit, approve the following resolution of the Company. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company dated April 24, 2024 (the “**Circular**”):

SPECIAL RESOLUTION

1. To consider and approve the proposed amendments to the Articles of Association.

Details of the above resolution are set out in the Circular.

By order of the Board

Suzhou Basecare Medical Corporation Limited

Dr. Liang Bo

Chairman and General Manager

Hong Kong, April 24, 2024

Notes:

1. All resolutions proposed at the Class Meeting for Holders of H Shares will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The results of the poll will be published on the websites of the Company at www.basecare.cn and Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the Class Meeting for Holders of H Shares.
2. Any shareholder entitled to attend and vote at the Class Meeting for Holders of H Shares convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.

NOTICE OF 2024 FIRST CLASS MEETING FOR HOLDERS OF H SHARES

3. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, at least 24 hours before the AGM (i.e. before 10:45 a.m. on Wednesday, June 5, 2024) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a shareholder from attending and voting at the Class Meeting for Holders of H Shares or any adjourned meeting thereof should he/she so wish.
4. For the purpose of determining the list of holders of H shares who are entitled to attend the Class Meeting for Holders of H Shares, the H share register of members of the Company will be closed from Monday, June 3, 2024 to Thursday, June 6, 2024, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the Class Meeting for Holders of H Shares, unregistered holders of the H shares shall ensure all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, May 31, 2024 for registration.
5. In case of joint shareholders, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
6. Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
7. A shareholder or his/her proxy should produce proof of identity when attending the Class Meeting for Holders of H Shares.
8. References to date and time in this notice are to Hong Kong dates and time.

As of the date of this notice, the Board comprises Dr. LIANG Bo, Mr. KONG Lingyin and Mr. YANG Ying as executive Directors; Mr. XU Wenbo, Mr. WANG Weipeng and Mr. LING Yang as non-executive Directors; and Dr. KANG Xixiong, Mr. LAM Siu Wing and Dr. YEUNG Shu Biu William as independent non-executive Directors.