
SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

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

As of the Latest Practicable Date, our current authorized share capital is US\$50,000 divided into 452,612,915 Ordinary Shares of a nominal or par value of US\$0.0001 each, 5,051,552 Series A Preferred Shares of a nominal or par value of US\$0.0001 each, 8,985,728 Series B Preferred Shares of a nominal or par value of US\$0.0001 each, 2,120,830 Series B-1 Preferred Shares of a nominal or par value of US\$0.0001 each, 7,291,583 Series C Preferred Shares of a nominal or par value of US\$0.0001 each, 5,685,103 Series D Preferred Shares of a nominal or par value of US\$0.0001 each, 7,581,595 Series E Preferred Shares of a nominal or par value of US\$0.0001 each, and 10,670,694 Series F Preferred Shares of a nominal or par value of US\$0.0001 each.

Conditional upon the Global Offering becoming unconditional, each share in our then issued and unissued share capital will be split into 10 shares of the corresponding class with nominal of US\$0.00001, and the Preferred Shares will be converted into Ordinary Shares of our Company on a one-to-one basis by way of re-designation each ranking pari passu in all respect with the Ordinary Shares in issue, in each case immediately before the completion of the Global Offering. As a consequence of the Share Subdivision and re-designation, immediately prior to the completion of the Global Offering, the authorized share capital of our Company will be US\$50,000 divided into 5,000,000,000 Shares of a nominal or par value of US\$0.00001.

Assuming that (i) the Global Offering becomes unconditional and the Offer Shares are issued pursuant to the Global Offering, (ii) the Over-allotment Option is not exercised, (iii) 23,761,790 Shares will be issued pursuant to the exercised options under the Pre-IPO Share Option Plan immediately after the Global Offering and the Share Subdivision (iv) no other Shares are issued pursuant to the Pre-IPO Share Option Plan, the share capital of our Company immediately following completion of the Global Offering and the Share Subdivision will be as follows:

<u>Description of Shares</u>	<u>Number of Shares</u>	<u>Aggregate nominal value of Shares</u> (US\$)
Shares in issue (including the Shares upon re-designation of the Preferred Shares)	683,491,270	6,834.91
Shares to be issued pursuant to the Global Offering	8,044,000	80.44
Shares to be issued pursuant to the exercised options under the Pre-IPO Share Option Plan immediately after the Global Offering and the Share Subdivision	23,761,790	237.61
Total	715,297,060	7,152.97

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Assuming that (i) the Global Offering becomes unconditional and the Offer Shares are issued pursuant to the Global Offering, (ii) the Over-allotment Option is exercised in full, (iii) 23,761,790 Shares will be issued pursuant to the exercised options under the Pre-IPO Share Option Plan immediately following the Global Offering and the Share Subdivision, (iv) no other Shares are issued pursuant to the Pre-IPO Share Option Plan, the share capital of our Company immediately following completion of the Global Offering and the Share Subdivision will be as follows:

<u>Description of Shares</u>	<u>Number of Shares</u>	<u>Aggregate nominal value of Shares</u> (US\$)
Shares in issue (including the Shares upon re-designation of the Preferred Shares)	683,491,270	6,834.91
Shares to be issued pursuant to the Global Offering	8,044,000	80.44
Shares to be issued pursuant to the Over-allotment Option	1,206,600	12.06
Shares to be issued pursuant to the exercised options under the Pre-IPO Share Option Plan immediately after the Global Offering and the Share Subdivision	23,761,790	237.61
Total	716,503,660	7,165.03

Assumptions

The above table also does not take into account any Shares which may be issued or repurchased by us under the general mandates granted to our Directors as referred to below.

Ranking

The Offer Shares will rank pari passu in all respects with all Shares currently in issue or to be issued as mentioned in this Prospectus, and will qualify and rank equally for all dividends or other distributions declared, made or paid on the Shares on a record date which falls after the date of this Prospectus.

POTENTIAL CHANGES TO SHARE CAPITAL

Circumstances under which General Meetings are Required

Upon completion of the Global Offering and the Share Subdivision, our Company has only one class of Shares, namely ordinary shares, and each ranks pari passu with the other Shares.

Pursuant to the Cayman Companies Act and the terms of the Memorandum of Association and Articles of Association, our Company may from time to time by ordinary resolution of shareholders (i) increase its share capital, (ii) consolidate and divide its share capital into shares of larger amount, (iii) subdivide its shares into shares of smaller amount; and (iv) cancel any shares which have not been taken. In addition, our Company may subject to the provisions of the Cayman Companies Act reduce its share capital or capital redemption reserve by its shareholders passing a special resolution. See the section headed “Summary of the Constitution of the Company and Cayman Islands Company Law – 2. Articles of Association – (a) Shares – (iii) Alteration of capital” in Appendix III to this Prospectus for further details.

Employee Incentive Plans

We adopted the Pre-IPO Share Option Plan and the RSU Plan. See “Statutory and General Information—D. Pre-IPO Share Option Plan” and “Statutory and General Information—E. RSU Plan” in Appendix IV to this Prospectus for further details.

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General Mandate to Issue Shares

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

- 20% of the number of Shares in issue immediately following completion of the Global Offering (excluding any Shares to be issued pursuant to the exercise of the Over-allotment Option and including 23,761,790 Shares to be issued immediately after the completion of the Global Offering and the Share Subdivision, pursuant to the exercised options under the Pre-IPO Share Option Plan); and
- the total number of Shares repurchased by us under the authority referred to in the paragraph headed “—General Mandate to Repurchase Shares” in this section.

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

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

See “Statutory and General Information—A. Further Information about our Group—5. Resolutions of our Shareholders dated March 23, 2023” in Appendix IV to this Prospectus for further details of this general mandate to allot, issue and deal with Shares.

General Mandate to Repurchase Shares

Subject to the Global Offering becoming unconditional, our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase our own securities with a total number of up to 10% of the total number of our Shares in issue immediately following the completion of the Global Offering (excluding any Shares to be issued pursuant to the exercise of the Over-allotment Option and including 23,761,790 Shares to be issued immediately after the completion of the Global Offering and the Share Subdivision pursuant to the exercised options under the Pre-IPO Share Option Plan).

The repurchase mandate only relates to repurchases made on the Stock Exchange, or on any other stock exchange on which our Shares are listed (and which are recognized by the SFC and the Stock Exchange for this purpose), and which are in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in the section headed “Statutory and General Information—A. Further Information about our Group—6. Repurchases of Our Shares” in Appendix IV to this Prospectus.

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

- the conclusion of the next annual general meeting of our Company unless otherwise renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions; or

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- the expiration of the period within which our Company’s next annual general meeting is required by the Articles of Association or any other applicable laws to be held; or
- the date on which it is varied or revoked by an ordinary resolution of our Shareholders passed in a general meeting.

See the section headed “Statutory and General Information—A. Further Information about our Group—5. Resolutions of our Shareholders dated March 23, 2023” in Appendix IV to this Prospectus for further details of this general mandate to repurchase Shares.