This section summarizes the most significant laws, regulations, and rules that affect and govern our current major business activities and operation in the PRC.

LAWS AND REGULATIONS RELATING TO CONSTRUCTION

Construction Qualifications

The Construction Law of the PRC (《中華人民共和國建築法》) (the "**Construction Law**") promulgated by the SCNPC on November 1, 1997 which came into effect on March 1, 1998 and last amended on April 23, 2019, the Provisions on the Administration of Qualifications of Enterprises in the Construction Industry (《建築業企業資質管理規定》) (the "**Construction Qualifications Provision**") promulgated by the Ministry of Construction (which has been abolished, the "**MOC**") on October 6, 1995 which came into effect on October 15, 1995 and was last amended by the MOHURD on December 22, 2018, the Notice on Issuance of Qualification Standards of Construction Enterprises (《住房和城鄉建設部關於印發〈建築業企業資質標準〉的通知》) promulgated by the MOHURD on November 6, 2014, implemented on January 1, 2015 and last amended on October 14, 2016, the Notice on Issuance of the Construction Enterprise Qualification Management Regulations and the Implementation of Quality Standards (《住房和城鄉建設部關於印發〈建築業企業資質管理規定和資質標準實施意見〉的通知》) promulgated by the MOHURD on January 31, 2015 which came into effect on March 1, 2015 and was last amended on January 16, 2020, together with other regulations, stipulate the application requirements and the scope of activities of contracting construction enterprises. Construction enterprises shall comply with the aforesaid regulations and apply for relevant qualifications to engage in the construction contracting business. Qualifications for construction enterprises are categorized into three groups, namely, general construction contracting, professional subcontracting and labor subcontracting. The general construction contracting qualification has 12 categories and is generally divided into four classes, namely, the premium class, the first class, the second class and the third class. The professional subcontracting qualification has 36 categories and is generally divided into three classes, namely, the first class, the second class and the third class. Labor subcontracting is regardless of category and grade. The Qualification Standards of Construction Enterprises (《建築業企業資質標準》) sets forth detailed provisions on the application requirements for each type and class of qualification mentioned above.

Construction enterprises shall obtain qualifications and may undertake construction works in accordance with the scope of their qualification. Main contracting enterprises for construction works may undertake all aspects of the construction works themselves, or subcontract non-essential construction works, namely, construction works other than the construction of the main structure of the construction program to subcontracting enterprises. Such enterprises may also hire labor subcontracting agents to carry out the labor services.

Specific requirements in relation to standards for these categories and grades have been made in the Qualification Standards of Construction Enterprises. Requirements in relation to assets, key staff, project performance, and/or technologies and equipment of the applicant shall be fulfilled in order to apply for certain qualification category and grade. Enterprises with different qualification grades undertake works with different scopes in terms of scale and complexity in accordance with the Qualification Standards of Construction Enterprises.

For example, only first grade petrochemical engineering construction qualification holders are allowed to take part in all categories of petrochemical engineering construction projects, including "large scale petrochemical engineering projects", "medium scale petrochemical engineering projects" and other petrochemical engineering projects. Meanwhile, second grade qualification holders can only take on projects other than "large scale petrochemical engineering projects", and third grade holders can only take on projects that are neither "large scale petrochemical engineering projects" nor "medium scale petrochemical engineering projects". As provided under the Qualification Standards of Construction Enterprises,

- "large scale petrochemical engineering projects" refer to projects such as (1) construction projects for the main body and supporting facilities of oil (gas) fields with an annual production capacity of over 300,000 tons; (2) gas processing projects with a capacity of over 500,000 cubic meters per day; and (3) pipeline transportation projects and supporting construction projects for crude oil, refined oil with an annual capacity of over 3 million tons, and gas transmission of over 8 billion cubic meters per year.

- "medium scale petrochemical engineering projects" refer to projects such as (1) construction projects for the main body and supporting facilities of oil (gas) fields with an annual production capacity of over 100,000 tons; (2) gas processing projects with a capacity of over 200,000 cubic meters per day; and (3) pipeline transportation projects and supporting construction projects for crude oil, refined oil with an annual capacity of over 1 million tons, and gas transmission of over 2 billion cubic meters per year.

Similarly, first grade qualifications in foundation construction allows the holders to take part in all kinds of foundation construction without limitation, while holders of second grade qualifications in foundation construction will only be allowed to take part in projects with limitation, for example building height lower than 100 meters, and there are more restrictions on third grade qualification holders, so on.

According to the Notice on Issues Concerning Adjusting the Evaluation of Net Assets for Recognition of Qualification of Construction Enterprises (《關於調整建築業企業資質標準中淨資產指標考核有關問題的通知》) promulgated by the MOHURD on November 9, 2015, the net assets shall be evaluated on the basis of the figures as indicated in the legal financial statement for the preceding year prior to application for qualification recognition or for the current accounting period.

Pursuant to the Administrative Measures for the Subcontracting of Housing and Municipal Infrastructure Projects (《房屋建築和市政基礎設施工程施工分包管理辦法》) issued by the MOC on February 3, 2004 and last amended by the MOHURD and effective on March 13, 2019, professional construction work should be subcontracted to subcontracting enterprises with relevant qualifications, and labor services should be subcontracted to labor subcontracting agents with relevant qualifications. Enterprises holding subcontracting qualifications may undertake projects subcontracted from a general construction contractor in compliance with relevant regulations, and should undertake the subcontracting project itself. Furthermore, according to the Notice on Issuance of the Construction Enterprise Qualification Management Regulations and the Implementation of Quality Standards, if the construction enterprise needs to continue to use qualification certificates after they expire, an application for renewal shall be made three months before the expiration.

According to the Construction Law and the Administrative Regulations on Construction Project Quality (《建設工程質量管理條例》) promulgated by the State Council on January 30, 2000 and last amended on April 23, 2019, a construction contractor is prohibited from allowing any other entity or individual to undertake any project on its behalf or in the use of their quality certificates.

Pursuant to the Notice on Administrative Measures of the Determination, Investigation and Handling of Breaches of the Laws on Contract-issuing and Contracting in connection with Construction Works (《建築工程施工發包與承包違法行為認定查處管理辦法的通知》) (the "**Notice**") promulgated by the MOHURD on January 3, 2019, "qualification affiliation (掛靠)" refers to the situation when an entity or individual undertake a construction contract in the name of any other qualified construction entity. The Notice further sets out the following circumstances shall be considered as qualification affiliation: (i) where an unqualified entity or individual contracts a project by borrowing the qualification of any other construction entity; (ii) where qualified construction entities undertake projects by the mutual borrowing of each other's qualifications, including the borrowing of the qualification of construction entities with higher qualification grades by those with lower ones, the borrowing of the qualification of construction entities with lower qualification grades by those with higher ones, and the mutual borrowing of the qualification of construction entities with the same qualification grades; or (iii) where there is evidence that can support that the contract transfer involved qualification affiliation.

Pursuant to the Bidding Law of the People's Republic of China (《中華人民共和國招標投標法》) (the "**Bidding Law**") promulgated by the SCNPC on August 30, 1999 and amended on December 27, 2017, the Construction Law and the Administrative Regulations on Construction Project Quality, construction entities or individuals who are identified having conducted the act of qualification affiliation may be imposed punishment by relevant administrative authorities, including rectifying the non-compliance, confiscation of illegal income, fines, being restricted from bidding new construction projects, or being ordered to suspend its business for rectification and reducing its qualification level. If the non-compliance is serious, the qualifications held by such construction entities or individuals may be revoked.

Quality Control of Construction Projects

Pursuant to the Administrative Regulations on Construction Project Quality, the construction project owner, survey firms, designers, construction enterprises and project supervisory enterprises shall be responsible for the quality of their construction works. For construction projects under a general contract, the main contractor shall be responsible for the quality of the whole project. Whereas if the main contractor subcontracts the construction works to a subcontractor, the subcontractor shall be liable to the main contractor when the quality of the subcontracted works fails to meet the standard provided by the contract between them, and the main contractor and subcontractor shall be jointly and severally responsible for the quality of the subcontracted works. Quality warranty system shall be adopted for construction works projects. If any quality problem occurs, which falls within the scope of quality warranty and the warranty period, the construction entity shall perform the warranty obligation and be liable for the compensation of losses therefrom.

Pursuant to the Administrative Measures for Reporting Details Regarding Acceptance Examination upon Completion of Buildings and Municipal Infrastructure (《房屋建築和市政基礎設施工程竣工驗收備案管理辦法》) promulgated and implemented by the MOHURD on October 19, 2009 and the Provisions on Acceptance Examination upon Completion of Buildings and Municipal Infrastructure (《房屋建築和市政基礎設施工程竣工驗收規定》) promulgated and implemented by the MOHURD on December 2, 2013, upon the completion of a building construction and municipal infrastructure project, the construction enterprises shall submit a report on the completion of the project to the owner of the project and apply for construction completion acceptance examination. The owner of this project shall organize construction completion acceptance examination conducted by competent institutions, and within 15 days from the date on which the acceptance examination of the project is passed, the owner of the project shall conduct filing with the competent construction department of government at or above county level at the place where the project is located.

Construction Works Commencement Permit

According to the Administrative Measures for Construction Permits of Building Projects (《建築工程施工許可管理辦法》) promulgated by the MOC on December 15, 1999 and last amended by the MOHURD on March 30, 2021, for construction and decoration works in respect of various housing construction and auxiliary facilities thereof, installation of circuits, pipelines and equipment, as well as construction of infrastructural works for cities and towns, the construction enterprise shall apply for construction permits from the competent department in accordance with the regulations of the Administrative Measures for urban-rural development of housing of the local people's government at or above county level where the construction is located prior to the commencement of works.

It is not necessary to apply for construction permits for construction works of investment amount less than RMB0.3 million or which the gross floor area is less than 300 sq.m. The administrative authority in charge of housing and urban-rural development of the people's government of a province, autonomous region or municipality directly under the Central Government may, in accordance with the specific circumstances prevailing in their respective regions, readjust these limits and notify the department under the State Council responsible for construction for its records. For any construction project for which the construction commencement report has been approved in accordance with the authority and procedures requirements as specified by the State Council, the construction enterprise concerned shall not be required to apply for a construction permit.

Construction Project Pricing

The Pricing Management Approach of Contracting of Construction Projects (《建築工程施工發包與承包計價管理辦法》), issued by the MOC on November 5, 2001, amended by the MOHURD on December 11, 2013 and effective on February 1, 2014 and the Interim Measures for Settling Construction Price (《建設工程價款結算暫行辦法》), issued by the Ministry of Finance (the "**MOF**") and the MOC on October 20, 2004, set forth the construction cost, pricing, valuation methods, the time of payment and dispute resolution methods of the construction projects.

Administration of Tender and Bid

According to the Bidding Law, a tender is required for the following construction projects: (i) large scale infrastructure, public utilities and other projects that relate to general public interests and public security; (ii) projects that are financed in whole or in part by state-owned funds or financed by the State; and (iii) projects that are financed by loans or financial aids from international organizations and foreign governments.

The Provisions on Engineering Projects Which Must Be Subject to Bidding (《必須招標的工程項目規定》) promulgated by the NDRC on March 27, 2018 and effective on June 1, 2018 and the Administrative Measures of Bidding for Construction of the House Building and Municipal Infrastructure Projects (《房屋建築和市政基礎設施工程施工招標投標管理辦法》) promulgated by the MOC on June 1, 2001 and last amended by the MOHURD on March 13, 2019 set out the scope of construction projects which shall be subject to bidding and provide for the specific requirements for bidding. The Provisions on Tender and Bidding of Construction Projects (《工程建設項目施工招標投標辦法》) promulgated by the State Development Planning Commission and certain other departments on March 8, 2003 and amended by the NDRC and certain other departments on March 11, 2013 and the Regulations on the Implementation of the Bidding Law of the PRC (《中華人民共和國招標投標法實施條例》) promulgated by the State Council on December 20, 2011 and last amended on March 2, 2019 specify the requirements and procedures for bidding.

LAWS AND REGULATIONS RELATING TO CONSTRUCTION SAFETY

Safety of Construction Projects

The Work Safety Law of the PRC (《中華人民共和國安全生產法》) (the "**Work Safety Law**") which was issued on June 29, 2002, last amended on June 10, 2021 and came into effective on September 1, 2021, provides that a production and operation enterprise must meet the national standards or industry standards on work safety and provide the required work conditions as set out in the relevant laws, administrative rules and national or industry standards. An entity that cannot provide required conditions for work safety shall not engage in production and business operation activities. A production and operation enterprise must present prominent warning signs at relevant dangerous operation sites, facilities and equipment.

According to the Regulations on the Administration of Work Safety of Construction Projects (《建設工程安全生產管理條例》) which was issued on November 24, 2003 and came into effect on February 1, 2004, in the case of a project under a general contract, the main contractor will be liable for the general work safety of the construction site. If the main contractor legally subcontracts the construction project to other entities, the subcontract shall specify their rights and obligations in respect of the work safety and the main contractor and the subcontractors shall be jointly and severally liable for the work safety of the subcontracting projects. In the case of a construction work covered by a general contract, the accidental injury insurance premium shall be paid by the main contractor. The period covered by the insurance policies should commence on the start date of the construction project and terminate on the date of the inspection and acceptance upon the completion of the project.

Work Safety Licenses

Pursuant to the Work Safety Law, the Regulation on the Administration of Work Safety of Construction Projects, the Regulation on the Work Safety Licenses (《安全生產許可證條例》) issued by the State Council on January 13, 2004 and last amended on July 29, 2014, and the Provisions on the Administration Regulation on Work Safety License of Construction Enterprise (《建築施工企業安全生產許可證管理規定》) promulgated by the MOC on July 5, 2004, implemented on the same date and further amended by the MOHURD on January 22, 2015, construction enterprises shall be subject to the work safety license system implemented by the PRC government and apply for a work safety license (《安全生產許可證》). The work safety license shall be valid for three years. A construction enterprise should apply for renewing the license three months before its expiration. Before undertaking any construction activity, a construction enterprise shall file an application to the competent department of construction at or above the provincial level for obtaining a work safety license. Without work safety licenses, construction enterprises shall not engage in construction activities. The competent department of construction shall, when making examination and issuing a construction license, examine whether the construction enterprise has obtained a work safety license. If the enterprise fails to obtain a work safety license, it shall not be issued a construction license.

Accident Prevention

To ensure construction safety and prevent accidents, the Provisions on the Falling Substance Accident Prevention of the Construction Projects (《建築工程預防高處墜落事故若干規定》) promulgated by the MOC on April 17, 2003 sets out strict rules on staff and equipment requirements for height operation under a strict liability regime. Pursuant to the Provisions on Collapse Prevention of Construction Projects (《建築工程預防坍塌事故若干規定》) promulgated by the MOC on April 17, 2003, in order to prevent accidents and ensure construction safety, the enterprise engaged in engineering construction, reconstruction, expansion and other activities is required to formulate the construction plan, which should be strictly based on the geological conditions, construction technologies, working conditions and the surrounding environment.

Safety Training and Labor Protection

Pursuant to the Labor Law of the PRC (《中華人民共和國勞動法》) (the "**Labor Law**"), issued by the SCNPC on July 5, 1994 and last amended and effective on December 29, 2018, an employer must establish a sound labor safety and hygiene system and shall strictly implement state rules and standards of labor safety and hygiene, conduct labor safety and hygiene education among its employees to prevent accidents and reduce occupational hazards. An employee must strictly observe operational safety procedures.

Pursuant to the Interim Measures of Construction Workers Using Personal Protective Equipment (《建築施工人員個人勞動保護用品使用管理暫行規定》), issued by the MOC and effective on November 5, 2007, all construction workers must receive regular safety training and construction enterprises should have records of education and training. In addition, the use and management of safety equipment in the construction site and the personal safety equipment for construction workers are also strictly regulated.

Work Safety Accidents Regulations

Pursuant to the Regulations on the Reporting, Investigation and Handling of Work Safety Accidents (《生產安全事故報告和調查處理條例》), issued by the State Council on April 9, 2007 and effective on June 1, 2007, work safety accidents that cause personal injuries or deaths or direct economic losses shall be generally categorized as follows: (i) particularly significant accidents shall refer to accidents that cause more than 30 deaths, or serious injuries of more than 100 people (including acute industrial poisoning, hereinafter the same), or direct economic losses of more than RMB100 million; (ii) significant accidents shall refer to accidents that cause more than ten deaths but less than 30 deaths, or serious injuries of more than 50 people but less than 100 people, or direct economic losses of more than RMB50 million but less than RMB100 million; (iii) relatively significant accidents shall refer to accidents that cause more than three deaths but less than ten deaths, or serious injuries of more than ten people but less than 50 people, or direct economic losses of more than RMB10 million but less than RMB50 million; and (iv) general accidents shall refer to accidents that cause less than three deaths, or serious injuries of less than ten people, or direct economic losses of less than RMB10 million.

LAWS AND REGULATIONS RELATING TO ENVIRONMENTAL PROTECTION

In accordance with the Environmental Protection Law of the PRC (《中華人民共和國環境保護法》) promulgated on December 26, 1989 and last amended on April 24, 2014 by the SCNPC, the Law on the Prevention and Control of Water Pollution (《中華人民共和國水污染防治法》) promulgated on May 11, 1984 and last amended on June 27, 2017 by the SCNPC, the Law on the Prevention and Control of Air Pollution (《中華人民共和國大氣污染防治法》) promulgated on September 5, 1987 and last amended on October 26, 2018 by the SCNPC, the Law on the Prevention and Control of Solid Waste Pollution (《中華人民共和國固體廢物污染環境防治法》) promulgated on October 30, 1995 and last amended on April 29, 2020 by the SCNPC, and the Law on the Prevention and Control of Noise Pollution (《中華人民共和國噪聲污染防治法》) promulgated by the SCNPC on December 24, 2021, the construction of any project that causes pollution shall adopt measures to prevent and control pollution and damage to environment caused by waste gas, waste water, waste residue, medical wastes, dust, malodorous gasses, radioactive substances, noise, vibration, optical radiation, electromagnetic radiation, and other substances generated during construction. Failure to comply with the above laws could result in various penalties depending on individual circumstances and the extent of contamination. Such penalties may include warnings, fines, orders to stop production or even close down in certain serious circumstances.

LAWS AND REGULATIONS ON VALUE-ADDED TELECOMMUNICATION SERVICES

Licenses for Value-Added Telecommunications Services

On September 25, 2000, the State Council issued the Regulations on Telecommunications of PRC (《中華人民共和國電信條例》) (the "**Telecommunications Regulations**"), which was lately amended on February 6, 2016. The Telecommunications Regulations divide the telecommunications services into two categories, namely "infrastructure telecommunications services" and "value-added telecommunications services." Pursuant to the Telecommunications Regulations, operators of value-added telecommunications services must first obtain a Value-added Telecommunications Business Operating License (《增值電信業務經營許可證》) (the "**VAT License**"), from the Ministry of Industry and Information Technology (the "**MIIT**"), or its provincial level counterparts. The MIIT promulgated the Administrative Measures on Telecommunications Business Operating Licenses (《電信業務經營許可管理辦法》) on March 1, 2009 and most recently amended it on July 3, 2017, for the purpose of setting forth more specific provisions regarding the types of licenses required to operate value-added telecommunications services, the qualifications and procedures for obtaining such licenses and the administration and supervision of such licenses.

Foreign Investment in Value-Added Telecommunication Services

The Regulations on Administration of Foreign-Invested Telecommunications Enterprises (《外商投資電信企業管理規定》) (the "**FITE Regulations**"), which took effect on January 1, 2002 and was last amended on March 29, 2022 and effective on May 1, 2022, are the key regulations that regulate foreign direct investment in telecommunications companies in China. According to the latest amendments to the FITE Regulations, unless otherwise provided for by the state, the foreign investor of a telecommunications enterprise is prohibited from holding more than 50% of the equity interest in a foreign-invested enterprise that provides value-added telecommunications services.

On July 13, 2006, the Ministry of Information Industry (which has been abolished, the "**MII**") issued the Circular on Strengthening the Administration of Foreign Investment in Value-added Telecommunications Services (《關於加強外商投資經營增值電信業務管理的通知》) (the "**MII Circular 2006**"), which requires that (i) foreign investors can only operate a telecommunications business in China through establishing a telecommunications enterprise with a valid telecommunications business operation license; (ii) domestic license holders are prohibited from leasing, transferring or selling telecommunications business operation licenses to foreign investors in any form, or providing any resource, sites or facilities to foreign investors to facilitate the unlicensed operation of telecommunications business in China; (iii) value-added telecommunications services providers or their shareholders must directly own the domain names and registered trademarks they use in their daily operations; (iv) each value-added telecommunications services provider must have the necessary facilities for its approved business operations and maintain such facilities in the geographic regions covered by its license; and (v) all value-added telecommunications services providers should improve network and information security, enact relevant information safety administration regulations and set up emergency plans to ensure network and information safety.

The MIIT issued the Circular on Removing the Restrictions on Shareholding Ratio Held by Foreign Investors in Online Data Processing and Transaction Processing (Operating E-commerce) Business (《關於放開在線數據處理與交易處理業務(經營類電子商務)外資股比限制的通告》) on June 19, 2015, which amended the relevant provision in FITE Regulations by allowing foreign investors to own more than 50% of the equity interest in an operator of the EDI services (e-commerce business). However, foreign investors continue to be prohibited from holding more than 50% of the equity interest in a provider of other category of value-added telecommunications services such as ICP services.

The Special Administrative Measures for Access of Foreign Investment (Negative List) (2021 Edition) (《外商投資准入特別管理措施(負面清單)(2021年版)》) (the "**2021 Negative List**") was jointly promulgated by the NDRC and the MOFCOM on December 27, 2021 and took effect on January 1, 2022. According to the 2021 Negative List, the proportion of foreign investments in an entity engaging in value-added telecommunications services (except for e-commerce, domestic multi-party communications, storage-forwarding and call centers) shall not exceed 50%.

LAWS AND REGULATIONS RELATING TO MOBILE INTERNET APPLICATIONS INFORMATION SERVICES

Mobile Internet applications, or the APPs, are specifically regulated by the Provisions on the Administration of Mobile Internet Applications Information Services (《移動互聯網應用程序信息服務管理規定》) (the "**APP Provisions**"), which was promulgated by the Cyberspace Administration of China (the "**CAC**") on June 28, 2016 and amended on June 14, 2022, and the latest amendment of which took effect from August 1, 2022. According to the APP Provisions, relevant qualifications required by laws and regulations shall be acquired for providing app information services and the engagement in app distribution services such as Internet app stores. The CAC and its local branches shall be responsible for the supervision and administration of nationwide and local APP information respectively.

APP providers shall fulfill their responsibilities of information security management, and perform the following duties, including, but not limited to: (i) in accordance with the principles of "real name at background, any name at foreground", verify identities with the registered users through mobile phone numbers, identity document numbers or unified social credit codes; (ii) establish and improve the mechanism for regulating personal information processing and user information security protection, following the principle of "legality, legitimate, necessity and good faith" in processing personal information, with clear and reasonable purposes; (iii) establish a sound information content review and management mechanism, and establish and improve management measures for user registration, account management, information review, routine inspections, and emergency response, with professionals and technical capabilities commensurate with their service scale; (iv) adhere to the principle of being most beneficial to minors, and strictly implement the requirements for the registration and login of minors' user accounts with real identity information in accordance with the law; (v) not induce users to download apps by means of false advertisement, bundled downloads, or other acts, or via mechanical or manual comment control, or by using illegal and harmful information; (vi) perform the obligation of ensuring data security, establish a sound whole-process data security management system, take technical measures and other security measures to ensure data security, strengthen risk monitoring, and shall not endanger national security or public interests, or damage the legitimate rights and interests of others.

COMPANY LAW AND LAWS AND REGULATIONS RELATING TO FOREIGN INVESTMENT

Companies established and operating in the PRC shall be subject to Company Law of the PRC (《中華人民共和國公司法》) (the "**Company Law**"), which was promulgated by the SCNPC on December 29, 1993, came into effect on July 1, 1994, revised on December 25, 1999, August 28, 2004, October 27, 2005, December 28, 2013 and October 26, 2018 respectively, and was latest revised on December 29, 2023 and will come into effect on July 1, 2024. The Company Law provides for the establishment, corporate structure and corporate management of companies, which also applies to foreign-invested enterprises in the PRC. Unless otherwise provided in the PRC foreign investment laws, the provisions in the Company Law shall prevail. The Company Law stipulates that a limited company shall prepare a shareholders' register, which shall record the following matters: (1) The name and

address of each shareholder; (2) The capital contribution made by each shareholder; and (3) The serial number of each capital contribution certificate. The shareholders recorded in the shareholders' register may, pursuant to the shareholders' register, claim and exercise shareholders' rights. A company shall register each shareholder's name and its capital contribution at the company registration authority. The company shall carry out the amendment of the registration in the event of any change in the registered details. Any registration detail that fails to be amended or registered shall not be valid against any third-party.

On March 15, 2019, the National People's Congress (the "**NPC**") approved the PRC Foreign Investment Law (《中華人民共和國外商投資法》) (the "**FIL**"), which came into effect on January 1, 2020 and replaced three existing laws on foreign investments in the PRC, namely, the PRC Equity Joint Venture Law (《中華人民共和國中外合資經營企業法》), the PRC Cooperative Joint Venture Law (《中華人民共和國中外合作經營企業法》) and the Law of the PRC on Wholly Foreign-owned Enterprises (《中華人民共和國外資企業法》). On December 26, 2019, the State Council issued the Regulations on Implementing the Foreign Investment Law of the PRC (《中華人民共和國外商投資法實施條例》), which came into effect on January 1, 2020 and replaced the Regulations on Implementing the Sino-Foreign Equity Joint Venture Enterprise Law (《中華人民共和國中外合資經營企業法實施條例》), Provisional Regulations on the Duration of Sino-Foreign Equity Joint Venture Enterprise Law (《中外合資經營企業合營期限暫行規定》), the Regulations on Implementing the Wholly Foreign-Owned Enterprise Law (《中華人民共和國外資企業法實施細則》) and the Regulations on Implementing the Sino-Foreign Cooperative Joint Venture Enterprise Law (《中華人民共和國中外合作經營企業法實施細則》). The FIL embodies a predictable PRC regulatory trend to rationalize its foreign investment regulatory regime in line with prevailing international practice and the legislative efforts to unify the PRC's corporate legal requirements for both foreign and domestic invested enterprises. The FIL establishes the basic framework for the access to, and the promotion, protection and administration of foreign investments in view of investment protection and fair competition.

On December 30, 2019, the Ministry of Commerce of the People's Republic of China (the "**MOFCOM**") and the State Administration for Market Regulation issued the Measures on Reporting of Foreign Investment Information (《外商投資信息報告辦法》) which became effective on January 1, 2020. According to the Measures on Reporting of Foreign Investment Information, foreign investors or foreign investment enterprises shall submit investment information to the commerce administrative authorities through the Enterprise Registration System and the National Enterprise Credit Information Publicity System. Foreign investment enterprises shall also submit the annual report for the preceding year during January 1, to June 30, annually through the National Enterprise Credit Information Publicity System.

The Catalogue of Industries for Encouraged Foreign Investment (2022 Edition) (《鼓勵外商投資產業目錄(2022年版)》) (the "**Encouraging Catalogue**") was jointly promulgated by the NDRC and the MOFCOM on October 26, 2022. And it came into effect on January 1, 2023. The Encouraging Catalogue and the 2021 Negative List categorizes the industries into three categories, including "encouraged", "restricted", and "prohibited" (all industries that

are not listed under one of "encouraged", "restricted" or "prohibited" categories are deemed to be "permitted"). The Encouraging Catalogue and the 2021 Negative List is subject to review and update by the Chinese government from time to time.

LAWS AND REGULATIONS RELATING TO DIVIDEND DISTRIBUTIONS

Pursuant to the FIL, foreign investors, according to the present PRC Law, may freely remit into or out of the PRC, in RMB or any other foreign currency, their capital contributions, profits, capital gains, income from asset disposal, intellectual property royalties, lawfully acquired compensation, indemnity or liquidation income and so on within the territory of PRC. In addition, pursuant to the Company Law, a company established in PRC must set aside at least 10% of its after-tax profit based on PRC accounting standards each year to its general reserves until its cumulative total reserve funds reach 50% of its registered capital. These reserve funds, however, may not be distributed as cash dividends.

LAWS AND REGULATIONS RELATING TO TAXATION

Enterprise Income Tax ("EIT")

In accordance with the PRC Enterprise Income Tax Law (《中華人民共和國企業所得税法》) (the "**EIT Law**") (promulgated on March 16, 2007 and effective from January 1, 2008 and newly amended on December 29, 2018) and the Regulation on the Implementation of Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得税法實施條例》) (promulgated on December 6, 2007 and effective from January 1, 2008, and revised on April 23, 2019), enterprises are classified as either "resident enterprises" or "non-resident enterprises". The "resident enterprises" are defined as enterprises set up in the PRC under the PRC laws or set up according to the foreign country/region's law whereas whose actual or de facto control is administered from within the PRC. Enterprises established under the foreign country/region's law with "de facto management bodies" outside the PRC, but have set up institutions or establishments in the PRC or, without institutions or establishments set up in the PRC, have income originating from the PRC, shall be considered as "non-resident enterprises". A resident enterprise shall pay EIT on its income originating from both inside and outside the PRC at an EIT rate of 25%. A non-resident enterprise that has establishments or places of business in the PRC shall pay EIT on its income originating from the PRC obtained by such establishments or places of business, and on its income which deriving outside PRC but has an actual connection with such establishments or places of business, at the EIT rate of 25%. A non-resident enterprise that does not have an establishment or place of business in the PRC, or it has an establishment or place of business in the PRC but the income has no actual connection with such establishment or place of business, shall pay EIT on its passive income derived from the PRC at a reduced rate EIT of 10%.

The Administrative Measures for Determination of High-tech Enterprises (《高新技術企業認定管理辦法》) issued by the Ministry of Science and Technology, the MOF and the State Administration of Taxation (the "**SAT**") on April 14, 2008 and effective on January 1, 2008 and revised on January 29, 2016 and the EIT Law set out the sort of enterprises that are capable of enjoying tax reduction. Pursuant to the Circular of the State Administration

of Taxation on the Issues Concerning Implementation of the Preferential Income Tax Policy for New High-Tech Enterprises (《國家税務總局關於實施高新技術企業所得税優惠政策有關問題的公告》) issued on June 19, 2017, the enterprise income tax rate of new high-tech enterprises requiring national major support should be reduced to 15%. The new high-tech areas with national major support, the administrative measures for the accreditation of new high-tech enterprises and the enterprise income tax law provide for the business types entitled to tax reduction.

Value-added Tax ("VAT")

According to Provisional Regulations on Value-added Tax of the PRC (《中華人民共和國增值税暫行條例》) (the "**VAT Regulations**") (promulgated by the State Council on December 13, 1993, came into effect on January 1, 1994, newly amended on November 19, 2017), and The Detailed Rules for the Implementation of the Provisional Regulations of the People's Republic of China on Value-added Tax (Revised in 2011) (《中華人民共和國增值税暫行條例實施細則(2011修訂)》) (promulgated by the MOF and was last amended on October 28, 2011 and came into effect on November 1, 2011), organizations and individuals engaging in the sale of goods or processing, repair and assembly services, the sale of services, intangible assets, immovables and importation of goods in the PRC shall be taxpayers of VAT, and shall pay VAT pursuant to these Regulations. The amount of VAT payable is calculated as "output VAT" minus "input VAT". Pursuant to the VAT Regulations, the rate of VAT is 17% for those engaging in the sale of goods or labor services or tangible personal property leasing services or importation of goods except as otherwise provided by the VAT Regulations. The tax rate of VAT is 11% for the sales of the service of transportation, posting, basic telecommunications, construction and leasing real estate, the sale of real estate and the transfer of land use right, or sell or import the goods listed in the VAT Regulations.

On April 4, 2018, MOF and SAT jointly promulgated the Circular of the Ministry of Finance and the State Administration of Taxation on Adjustment of Value-Added Tax Rates (《關於調整增值税税率的通知》), or Circular 32, according to which for VAT taxable sales acts or importation of goods originally subject to value-added tax rates of 17% and 11% respectively, such tax rates shall be adjusted to 16% and 10%, respectively. Circular 32 became effective on May 1, 2018 and shall supersede existing provisions inconsistent with Circular 32. On March 20, 2019, MOF, SAT and General Administration of Customs ("**GAC**") jointly promulgated the Announcement on Policies for Deepening the VAT Reform (《關於深化增值税改革有關政策的公告》), or Circular 39, according to which for general VAT payers' sales activities or imports that are subject to VAT at a current applicable rate of 16% or 10%, the applicable VAT rate is adjusted to 13% or 9%, respectively. This Announcement came into force on April 1, 2019.

LAWS AND REGULATIONS RELATING TO FOREIGN EXCHANGE

Under the Administrative Regulations of the PRC on Foreign Exchange (《中華人民共和國外匯管理條例》) (the "**Foreign Exchange Administrative Regulations**") (promulgated by the State Council on January 29, 1996, newly amended on August 5, 2008), Renminbi is generally freely convertible for payments of current account items, such as trade and

service-related foreign exchange transactions and dividend payments, but is not freely convertible for capital account items, such as direct investment or engaging in the issuance or trading of negotiable securities or derivatives unless the prior approval by the competent authorities for the administration of foreign exchange is obtained. In accordance with the Foreign Exchange Administrative Regulations, foreign-invested enterprises in the PRC may purchase foreign exchange without the approval of the State Administration of Foreign Exchange (the "**SAFE**") for paying dividends by providing certain evidencing documents (board resolutions, tax certificates, etc.), or for trade and service-related foreign exchange transactions by providing commercial documents evidencing such transactions. They are also allowed to retain foreign currency (subject to a cap approval by the SAFE) to satisfy foreign exchange liabilities. In addition, foreign exchange transactions involving overseas direct investment or investment and trading in securities, derivative products abroad are subject to registration with the competent authorities for the administration of foreign exchange and approval or filings with the relevant government authorities (if necessary).

According to the Notice of the SAFE on Further Simplifying and Improving the Foreign Exchange Management Policies for Direct Investment (Hui Fa [2015] No.13) (《國家外匯管理局關於進一步簡化和改進直接投資外匯管理政策的通知》) (匯發[2015]13號) (the "**Circular 13**"), which was promulgated by the SAFE on February 13, 2015 and came into effect on June 1, 2015, and was amended on December 30, 2019, the foreign exchange registration under domestic direct investment and the foreign exchange registration under overseas direct investment are directly reviewed and handled by banks in accordance with the Circular 13. The SAFE and its branches shall perform indirect regulation over the foreign exchange registration via banks.

According to the Circular on Reforming the Management Approach regarding the Settlement of Foreign Exchange Capital of Foreign-invested Enterprises (《關於改革外商投資企業外匯資本金結匯管理方式的通知》) (the "**Circular 19**") (promulgated by SAFE on March 30, 2015, and effective on June 1, 2015 and partially repealed on December 30, 2019), the foreign exchange capital of foreign-invested enterprises shall be subject to the Discretional Foreign Exchange Settlement (the "**Discretional Foreign Exchange Settlement**"). The Discretional Foreign Exchange Settlement refers to the foreign exchange capital in the capital account of a foreign-invested enterprise for which the rights and interests of monetary contribution has been confirmed by the local foreign exchange bureau (or the book-entry registration of monetary contribution by the banks) can be settled at the banks based on the actual operational needs of the foreign-invested enterprise. The proportion of Discretional Foreign Exchange Settlement of the foreign exchange capital of a foreign-invested enterprise is temporarily determined as 100%. The Renminbi converted from the foreign exchange capital will be kept in a designated account. If a foreign-invested enterprise needs to make a further payment from such assigned accounts, it still needs to provide supporting documents and go through the banks' review process.

Pursuant to the Circular on Reforming and Regulating Policies on the Control over Foreign Exchange Settlement of Capital Accounts (《關於改革和規範資本項目結匯管理政策的通知》), or "the Circular 16" (Hui fa [2016] No.16) (promulgated by SAFE on June 9, 2016, which became effective simultaneously) and as amended on December 4, 2023,

enterprises registered in the PRC (including Chinese-funded enterprises and foreign-invested enterprises, excluding financial institutions) may also convert their foreign debts from foreign currency to Renminbi on a self-discretionary basis. The Circular 16 provides an integrated standard for converting foreign exchange under capital account items (including but not limited to foreign exchange capital and foreign debts) on a discretionary basis which applies to all enterprises registered in the PRC. The Circular 16 reiterates the principle that Renminbi converted from foreign currency-denominated capital of a company may not be directly or indirectly used for purposes beyond its business scope or prohibited by PRC laws or regulations, and such converted Renminbi shall not be provided as loans to its non-affiliated entities, except where it is expressly permitted in the business license.

In accordance with the Circular on Further Promoting Cross-border Trade and Investment Facilitation (Hui Fa [2019] No. 28) (《國家外匯管理局關於進一步促進跨境貿易投資便利化的通知》) (匯發[2019]28號), which was issued and came into effect on October 23, 2019 by the SAFE and was amended on December 4, 2023, foreign-invested enterprise engaged in non-investment business are permitted to settle foreign exchange capital in RMB and make domestic equity investments with such RMB funds according to laws and regulations under the condition that the current Special Administrative Measures (Negative List) for Foreign Investment Access are not violated and the relevant domestic investment projects are true and compliant.

According to the Circular of the State Administration of Foreign Exchange on Further Deepening Reforms to Facilitate Cross-Border Trade and Investment (Hui Fa [2023] No. 28) (《國家外匯管理局關於進一步深化改革促進跨境貿易投資便利化的通知》) (匯發[2023]28號), which was issued and came into effect on December 4, 2023 by the SAFE, the equity transfer consideration paid in foreign currency by domestic entities owe to domestic equity transferors (including institutions and individuals), as well as the foreign exchange funds raised by domestic enterprises listed overseas, can be remitted to the capital project settlement account directly. The funds in the capital project settlement account can be independently settled and utilized.

LAWS AND REGULATIONS RELATING TO LABOR AND SOCIAL WELFARE

Labor Protection

According to the Labor Law of the PRC (《中華人民共和國勞動法》) (promulgated by the SCNPC on July 5, 1994, effective as of January 1, 1995, and as amended on August 27, 2009 and December 29, 2018), enterprises and institutions shall establish and improve their system of workplace safety and sanitation, strictly abide by State rules and standards on workplace safety, educate employee in labor safety and sanitation in the PRC. Labor safety and sanitation facilities shall comply with national standards. The enterprises and institutions shall provide employees with workplace safety and sanitation conditions, which comply with State stipulations and relevant labor protection articles.

According to the Labor Contract Law of the PRC (《中華人民共和國勞動合同法》), which was promulgated on June 29, 2007 and came into effect on January 1, 2008, and was amended on December 28, 2012 and came into effect on July 1, 2013, and the Regulation on

the Implementation of the Labor Contract Law of the PRC (No. 535 Order of the State Council) (《中華人民共和國勞動合同法實施條例》), which was promulgated and came into effect on September 18, 2008, labor contracts must be concluded in written form. Upon reaching an agreement after due negotiation, an employer and an employee may conclude a fixed-term labor contract, a non-fixed-term labor contract, or a labor contract that concludes upon the completion of certain work assignments. Upon reaching an agreement after due negotiation with employees or under other circumstances in line with legal conditions, an employer may terminate a labor contract and dismiss its employees in accordance with the PRC laws. Labor contracts concluded before the issuance of Labor Law and existing during its effective term shall continue to be acknowledged.

Social Insurance and Housing Fund

As required under the Regulation of Insurance for Labor Injury (《工傷保險條例》) implemented on January 1, 2004 and amended in December 20, 2010, the Provisional Measures for Maternity Insurance of Employees of Corporations (《企業職工生育保險試行辦法》) implemented on January 1, 1995, the Decisions on the Establishment of a Unified Program for Basic Old-Aged Pension Insurance of the State Council (《國務院關於建立統一的企業職工基本養老保險制度的決定》) issued on July 16, 1997, the Decisions on the Establishment of the Medical Insurance Program for Urban Workers of the State Council (《國務院關於建立城鎮職工基本醫療保險制度的決定》) promulgated on December 14, 1998, the Unemployment Insurance Measures (《失業保險條例》) promulgated on January 22, 1999, the Interim Regulations Concerning the Collection and Payment of Social Insurance Premiums (《社會保險費徵繳暫行條例》) implemented on January 22, 1999 and amended on March 24, 2019 and the Social Insurance Law of the People's Republic of China (《中華人民共和國社會保險法》) promulgated on October 28, 2010 and amended on December 29, 2018, enterprises are obliged to provide their employees in mainland China with welfare schemes covering pension insurance, unemployment insurance, maternity insurance, labor injury insurance and medical insurance. These payments are made to local administrative authorities and any employer that fails to contribute may be fined and ordered to make up within a prescribed time limit. Employers who failed to promptly contribute social security premiums in full amount shall be ordered by the social security premium collection agency to make or supplement contributions within a stipulated period, and shall be subject to a late payment fine computed from the due date at the rate of 0.05% per day; where payment is not made within the stipulated period, the relevant administrative authorities shall impose a fine ranging from one to three times the amount of the amount in arrears.

In accordance with the Regulations on the Administration of Housing Provident Fund of the PRC (《住房公積金管理條例》) (promulgated by the State Council on April 3, 1999 and was amended on March 24, 2002 and March 24, 2019), enterprises must register at the competent managing center for housing funds and upon the examination by such managing center of housing funds, these enterprises shall complete procedures for opening an account for the deposit of employees' housing funds. Enterprises are also required to pay and deposit housing funds on behalf of their employees in full and in a timely manner. In violation of the provisions of Administration of Housing Provident Fund, if an employer is overdue in the payment and deposit of, or underpays, the housing provident fund, the housing provident fund management center shall order it to make the payment and deposit

within a prescribed time limit; where the payment and deposit have not been made after the expiration of the time limit, an application may be made to a people's court for compulsory enforcement.

LAWS AND REGULATIONS RELATING TO INTELLECTUAL PROPERTY RIGHTS

Copyright

China is a signatory to some major international conventions on the protection of copyright and became a member of the Berne Convention for the Protection of Literary and Artistic Works in October 1992, the Universal Copyright Convention in October 1992, and the Agreement on Trade-Related Aspects of Intellectual Property Rights upon its accession to the World Trade Organization in December 2001. Furthermore, China has enacted various laws and regulations relating to the protection of copyright. The Copyright Law of the PRC (《中華人民共和國著作權法》) (the "**Copyright Law**") was promulgated on September 7, 1990 and newly revised on November 11, 2020 and became effective from June 1, 2021. The Implementation of the Copyright Law of the PRC (《中華人民共和國著作權法實施條例》) (the "**Copyright Implementation**") was promulgated on August 2, 2002, revised on January 30, 2013. Under the Copyright Law, works of citizens, legal persons or unincorporated organizations of China, whether published or not, shall enjoy copyright. The natural person, legal person or unincorporated organization named on a work as its author shall be the author of the work and have the corresponding rights to the said work, unless proven to the contrary. Authors and other copyright owners may complete the registration of their works with a registration agency recognized by the State copyright authority.

The Regulations on the Protection of Computer Software (《計算機軟件保護條例》) (promulgated by the State Council on June 4, 1991, and most recently amended on January 30, 2013 and taking into effect on March 1, 2013) and the Measures for Registration of Computer Software Copyright (《計算機軟件著作權登記辦法》) issued by the State Copyright Bureau on April 6, 1992 (amended on February 20, 2002) both apply to software copyright registration, license contract registration and transfer contract registration. The National Copyright Administration of the PRC shall be the competent authority for the nationwide administration of software copyright registration and the Copyright Protection Centre of China (the "**CPCC**"), is designated as the software registration authority. The CPCC shall grant registration certificates to the Computer Software Copyrights applicants which conforms to the provisions of both the Computer Software Copyright Registration Procedures and the Computer Software Protection Regulations (Revised in 2013).

Patent

According to the Patent Law of the People's Republic of China (《中華人民共和國專利法》) promulgated by the SCNPC on March 12, 1984 and effective on April 1, 1985 and newly revised on October 17, 2020, and the Implementing Regulations of the Patent Law of the People's Republic of China (《中華人民共和國專利法實施細則》) promulgated by China Patent Office (which has been abolished) on January 19, 1985 and effective on April 1, 1985 and newly revised by the State Council on December 11, 2023, the patent administration

department under the State Council is responsible for the patent work throughout the country. It receives and examines patent applications and grants patent rights for inventions-creations in accordance with law. The patent administration departments of the people's governments of provinces, autonomous regions and municipalities directly under the central government are responsible for the administration of patents within their respective administrative regions. An invention or utility model for which a patent is granted shall be novel, inventive and practically applicable. Any design for which patent right may be granted shall not be an existing design, nor has any entity or individual filed before the date of filing with the patent administration department under the State Council an application relating to the identical design disclosed in patent documents announced after the date of filing. The protection period is 20 years for an invention patent 10 years for a utility model patent and 15 years for design patent, commencing from their respective application dates. Any entity or individual that uses a patent of another party shall enter into a licensing contract with the patent owner and pay patent royalties to the patent owner. Any use of a patent without the permission of the patent owner constitutes an infringement of the patent right.

Trademark

Trademarks are protected by the Trademark Law of the PRC (《中華人民共和國商標法》) (promulgated by the SCNPC on August 23, 1982, came into effect on March 1, 1983 and revised on February 22, 1993, October 27, 2001, August 30, 2013 and April 23, 2019) and the PRC Trademark Law Implementing Regulations (《中華人民共和國商標法實施條例》) (promulgated by the State Council on August 3, 2002 and effective on September 15, 2002 and revised on April 29, 2014). The trademark bureaus under the General Administration for Industry and Commerce are responsible for trademark registration and authorizing registered trademarks for a validity period of 10 years. Trademark registrants may apply for renewal of registration, and the validity of a renewed registered trademark is the following 10 years. Trademark registrants may, by signing a trademark license contract, authorize others to use their registered trademark. The trademark license contract shall be submitted to the trademark office for filing. For trademarks, trademark law adopts the principle of "prior application" while handling trademark registration. Where a trademark under registration application is identical with or similar to the trademark of another party that has, in respect of the same or similar goods or services, been registered or, after examination, preliminarily approved, the application for trademark registration shall be rejected. Anyone who applies for trademark registration shall not impair any existing prior right of anyone else, or forestall others in registering a trademark which others have already begun to use and which has "some influence".

Domain names

The MIIT promulgated the Administrative Measures for Internet Domain Names (《互聯網域名管理辦法》) (the "**Domain Name Measures**") on August 24, 2017 and forced on November 1, 2017. According to the Domain Name Measures, domain name owners are required to register their domain names and the MIIT is in charge of the administration of PRC internet domain names. The domain name services follow a "first come, first file" principle. Applicants for registration of domain names shall provide their true, accurate and

complete information of such domain names to and enter into registration agreements with domain name registration service institutions. The applicants will become the holders of such domain names upon the completion of the registration procedure. The Notice of the Ministry of Industry and Information Technology on Regulating the Use of Domain Names in Internet Information Services (《工業和信息化部關於規範互聯網信息服務使用域名的通知》) promulgated by the MIIT on November 27, 2017 and effective on January 1, 2018 provides for the obligations of internet information service providers and other entities to fight terrorism and maintain network security.

REGULATIONS RELATING TO OVERSEAS OFFERING AND LISTING

On February 17, 2023, with the approval of the State Council, the CSRC promulgated the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (《境內企業境外發行證券和上市管理試行辦法》) (the "**Trial Measures**") and relevant five guidelines, which came into force on March 31, 2023.

According to the Trial Measures, (i) PRC domestic companies that seek to offer or list securities overseas, both directly and indirectly, should fulfill the filing procedure and submit relevant information to the CSRC; if a domestic company fails to complete the filing procedure or conceals any material fact or falsifies any major content in its filing documents, such domestic company may be subject to administrative penalties, such as order to rectify, warnings, fines, and its controlling shareholders, actual controllers, the person directly in charge and other directly liable persons may also be subject to administrative penalties, such as warnings and fines; (ii) domestic companies that seek to offer or list securities overseas directly means that PRC companies limited by shares offer or list securities in overseas securities markets; and (iii) any PRC company limited by shares are required to file with the CSRC within three business days after its application for overseas listing is submitted. Failure to complete the filing under the Trial Measures may subject a PRC domestic company to rectification ordered by the CSRC, warning, and fine of RMB1 million to RMB10 million.

Besides, PRC domestic companies seeking to overseas offering and listing shall strictly comply with the laws, administrative regulations and relevant provisions of the PRC government on foreign investment, State-owned assets, industry regulation, overseas investment, etc., shall not disrupt domestic market order, and shall not harm national interests, public interest and the legitimate rights and interests of domestic investors. The Trial Measures also provides the circumstances where the Overseas Offering and Listing is explicitly prohibited, including: (i) such securities offering and listing is explicitly prohibited by specific PRC laws and regulations; (ii) that constitute threat to or endanger national security; (iii) the PRC domestic company, or its controlling shareholder(s) and the actual controller, have committed relevant crimes such as corruption, bribery, embezzlement, misappropriation of property or undermining the order of the socialist market economy during the latest three years; (iv) the PRC domestic company is currently under investigations for suspicion of criminal offenses or major violations of laws and regulations, and no conclusion has yet been made thereof; or (v) there are material

ownership disputes over equity held by the controlling shareholder(s) or by other shareholder(s) that controlled by the controlling shareholder(s) and/or the actual controller.

On February 24, 2023, the CSRC and other relevant government authorities promulgated the Provisions on Strengthening the Confidentiality and Archives Administration of Overseas Securities Issuance and Listing by Domestic Companies (《關於境內企業境外發行證券和上市相關保密和檔案管理工作的規定》) (the "**Provision on Confidentiality**"), which came into force on March 31, 2023. According to the Provision on Confidentiality, where any PRC domestic company provides or publicly discloses to the relevant securities companies, securities service institutions, overseas regulatory authorities and other entities and individuals, or provides or publicly discloses through its overseas listing subjects, documents and materials involving state secrets and working secrets of state organs, it shall report the same to the competent department with the examination and approval authority for approval in accordance with the law, and submit the same to the secrecy administration department of the same level for filing. Domestic companies providing accounting archives or copies thereof to entities and individuals concerned such as securities companies, securities service institutions and overseas regulatory authorities shall perform the corresponding procedures pursuing to the relevant provisions of the State. The working papers formed within the territory of the PRC by the securities companies and securities service institutions that provide corresponding services for the overseas issuance and listing of domestic companies shall be kept within the territory of the PRC, and those that need to leave the PRC shall go through the examination and approval formalities in accordance with the relevant provisions of the State.