

SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

Our authorized share capital as of the date of this document was US\$200,000 divided into (1) 1,381,680,687 Ordinary Shares of a par value of US\$0.0001 each, (2) 68,750,000 Series A Preferred Shares of a par value of US\$0.0001 each, all of which are designated as Series A-1 Preferred Shares of a par value of US\$0.0001 each, (3) 68,750,000 Series B Preferred Shares of a par value of US\$0.0001 each, (4) 139,203,651 Series C Preferred Shares of a par value of US\$0.0001 each, (5) 67,967,308 Series D-1 Preferred Shares of a par value of US\$0.0001 each, and (6) 273,648,354 Series E-1 Preferred Shares of a par value of US\$0.0001 each.

Our issued and outstanding share capital as of the date of this document consisted of (1) 336,569,540 Ordinary Shares, (2) 68,750,000 Series A Preferred Shares of a par value of US\$0.0001 each, all of which are designated as Series A-1 Preferred Shares of a par value of US\$0.0001 each, (3) 68,750,000 Series B Preferred Shares of a par value of US\$0.0001 each, (4) 139,203,651 Series C Preferred Shares of a par value of US\$0.0001 each, (5) 67,967,308 Series D-1 Preferred Shares of a par value of US\$0.0001 each, and (6) 273,648,354 Series E-1 Preferred Shares of a par value of US\$0.0001 each.

Our authorized, issued and outstanding share capital immediately upon completion of the [REDACTED] will be as follows:

Share capital immediately upon completion of the [REDACTED] ⁽¹⁾	Aggregate nominal value (US\$)	Approximate percentage of issued share capital immediately upon completion of the [REDACTED]
2,000,000,000 authorized Shares		
954,888,853 Shares in issue ⁽²⁾	95,488.8853	[REDACTED]%
[REDACTED] Shares to be issued under the [REDACTED]	<u>[REDACTED]</u>	<u>[REDACTED]</u> %
[REDACTED] Shares in total	<u>[REDACTED]</u>	<u>100%</u>

(1) See “—Assumptions” below for the assumption of such share capital.

(2) Each Preferred Share will be automatically converted and re-designated into one Ordinary Share upon the [REDACTED].

SHARE CAPITAL

ASSUMPTIONS

The above table assumes that the [REDACTED] becomes unconditional and the issuance of Shares pursuant to the [REDACTED] is made as described herein. It assumes the [REDACTED] is not exercised and does not take into account any Shares that may be issued under the Share Incentive Schemes or any Shares that may be allotted and issued or repurchased pursuant to the general mandate given to the Directors for allotment and issuance of Shares referred to in Appendix IV in this document or the repurchase mandate referred to in Appendix IV to this document, as the case may be.

RANKING

The [REDACTED] are ordinary shares in the share capital of our Company and will rank equally in all respects with all Shares in issue or to be issued as set out in the above table, and will qualify and rank equally for all dividends or other distributions declared, made or paid after the date of this Document.

CIRCUMSTANCES UNDER WHICH GENERAL MEETINGS AND CLASS MEETINGS ARE REQUIRED

After completion of the [REDACTED], our Company will have 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 our Memorandum and Articles of Association, our Company may from time to time by ordinary resolution (i) increase its capital; (ii) consolidate and divide its capital into Shares of larger amount; (iii) divide its Shares into classes; (iv) subdivide its Shares into Shares of smaller amount; and (v) cancel any Shares which have not been taken. In addition, our Company may reduce or redeem its share capital by special resolution. For more details, please see “Summary of the Constitution of the Company and Cayman Islands Company Law—Summary of the Constitution of the Company—2.4 Alteration of capital” in Appendix III.

Pursuant to the Cayman Companies Act and the terms of our Memorandum and Articles of Association, all or any of the special rights attached to the Shares or any class of Shares may be varied, modified or abrogated either with the consent in writing of the holders of not less than three-fourths in nominal value of the issued Shares of that class or with the sanction of a special resolution passed at a separate general meeting of the holders of the Shares of that class. For more details, please see “Summary of the Constitution of the Company and Cayman Islands Company Law—Summary of the Constitution of the Company—2.3 Variation of rights of existing shares or classes of shares” in Appendix III. Further, our Company will also hold general meetings from time to time as may be required under the Articles, a summary of which is set out in “Summary of the Constitution of the Company and Cayman Islands Company Law” in Appendix III.

SHARE CAPITAL

GENERAL MANDATE TO ISSUE SHARES AND GENERAL MANDATE TO REPURCHASE SHARES

Subject to the conditions set forth in “Structure of the [REDACTED]—Conditions of the [REDACTED],” our Directors have been granted a general unconditional mandate on March 31, 2023 to allot, issue and deal with up to 20% Shares of as well as to repurchase up to 10% Shares of the total issued share capital of our Company immediately upon the completion of the [REDACTED] (excluding the treasury shares of the Company, assuming no exercise of the [REDACTED] and without taken into account of any Shares that may be issued under the Share Incentive Schemes).

See “Statutory and General Information—A. Further Information about Our Group—3. Written Resolutions of the Shareholders of Our Company Passed on March 31, 2023” of Appendix IV to this document for details.

SHARE INCENTIVE SCHEMES

We have adopted the [REDACTED] Share Incentive Schemes [and the [REDACTED] RSU Scheme]. The principal terms of such share incentive schemes are summarized in the section headed “Statutory and General Information—D. Share Incentive Schemes” in Appendix IV of this document.