DKE Holding Company Limited

Articles of Association

Chapter 1 GENERAL PROVISIONS

Article 1 In order to safeguard the legitimate rights and interests of DKE Holding Company Limited (the "Company"), its shareholders, employees and creditors, and to regulate the organization and activities of the Company, these Articles of Association are formulated 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 "Securities Law"), the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (the "Trial Administrative Measures"), the Guidelines for Articles of Association of Listed Companies (the "Guidelines for Articles of Association"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules") and other relevant requirements.

Article 2 The Company is a joint stock company with limited liability established in accordance with the Company Law and other relevant requirements.

The Company was established by way of promotion and registered with the Jiaxing Municipal Market Supervision Administration of Zhejiang Province, obtained a business license, with the unified social credit identifier: 91210200777289552L.

Article 3 On March 23, 2026, the Company completed the filing with the China Securities Regulatory Commission (the "CSRC"), and obtained the approval from The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") on July 8, 2026, and issued 5,118,600 overseas listed foreign shares (the "H Shares") in Hong Kong. The H Shares were listed on the Hong Kong Stock Exchange on July 9, 2026 (the "Initial Public Offering of H Shares"), with their par value denominated in Renminbi and subscribed for and traded in Hong Kong dollars.

Article 4 Registered name of the Company:

Chinese name: 浙江東方科脈電子股份有限公司

English name: DKE Holding Company Limited

Article 5 Domicile of the Company: Room 130, Building 2, No. 16 Fuxing Avenue, Xitang Town, Jiashan County, Jiaxing, Zhejiang Province, postal code: 314102.

Article 6 The registered capital of the Company was RMB51,185,739.

Article 7 The Company is a joint stock limited company in perpetual existence.

Article 8 The chairman of the Board of Directors shall be the legal representative of the Company. If the chairman of the Board of Directors resigns, he/she shall be deemed to have resigned as the legal representative at the same time. Unless otherwise provided by the Company Law and other relevant laws and regulations or these Articles of Association, the Company shall appoint a new legal representative in accordance with these Articles of Association within 30 days from the date of resignation of the legal representative.

Article 9 The Company shall bear the legal consequences arising from the civil activities conducted by the legal representative in the name of the Company.

The limitation on the functions and powers of the legal representative in these Articles of Association or by the shareholders' meeting shall not be asserted against a bona fide counterparty.

Where the legal representative causes damage to any other person in the performance of his/her duties, the Company shall bear civil liability for such damage. After bearing such civil liability, the Company may, in accordance with laws or these Articles of Association, seek indemnification from the legal representative at fault.

Article 10 The Company's total assets shall be divided into shares of equal par value, shareholders shall assume liabilities towards the Company to the extent of the shares subscribed for by them, and the Company shall be liable for its debts to the extent of all its assets.

Article 11 Once effective, these Articles of Association shall become a legally binding document that regulates the organization and activities of the Company, the rights and obligations between the Company and its shareholders and among the shareholders, and these Articles of Association shall be legally binding on the Company, its shareholders, directors and senior management personnel. Pursuant to these Articles of Association, a shareholder may take legal action against other shareholders; a shareholder may take legal action against the directors and senior management personnel of the Company; a shareholder may take legal action against the Company; and the Company may take legal action against its shareholders, directors and senior management personnel.

Article 12 For the purpose of these Articles of Association, "senior management personnel" shall refer to the Company's general manager, deputy general managers, secretary to the Board of Directors (if established, the same below), person in charge of finance, and other senior management personnel as expressly stipulated by the Company Law or the China Securities Regulatory Commission (the "CSRC").

Chapter 2 BUSINESS OBJECTIVE AND SCOPE

Article 13 The business objective of the Company is: to develop various businesses in accordance with the Company's business scope, continuously improve the Company's management level and core competitiveness, provide high-quality services to customers, continuously increase market share, adopt a business model of scale operation, maximize shareholders' equity and corporate value, and create favorable economic and social benefits.

Article 14 As registered in accordance with the law, the Company's business scope is: General items: manufacture of display devices; sales of display devices; manufacture of other electronic devices; sales of electronic products; domestic trade agency; import and export of goods; import and export of technology; technical services, technology development, technical consultation, technology exchange, technology transfer and technology promotion (except for items subject to approval according to law, independent business activities may be carried out with the business license according to law).

Chapter 3 SHARES

Section I Issuance of Shares

Article 15 Shares of the Company shall take the form of registered share certificates. In the event of paperless issuance and trading of the shares of the Company, the separate provisions of the securities regulatory authorities and stock exchanges in the place where the Company's shares are listed shall apply.

Article 16 Shares of the Company shall be issued based on the principles of openness, fairness and impartiality, and shares of the same class shall carry the same rights. Shares of the same class issued at the same time shall be issued on the same terms and at the same price per share; each subscriber shall pay the same price for each share subscribed for.

Article 17 The par value shares issued by the Company shall be denominated in Renminbi, with a par value of RMB1 per share.

Article 18 The overseas listed shares of the Company listed on the Hong Kong Stock Exchange are referred to as "H Shares", the shares issued by the Company that are not listed on any domestic or overseas stock exchange are referred to as "unlisted shares". As is filed with the securities regulatory authority under the State Council, the Company's unlisted shares may be converted into overseas listed shares and listed and traded on an overseas stock exchange. The listing and trading of such shares on an overseas stock exchange shall also comply with the regulatory procedures, provisions and requirements of such overseas stock exchange. The conversion of unlisted shares into overseas listed shares and the listing and trading thereof on an overseas stock exchange shall not require a vote at a shareholders' meeting.

Among the shares issued by the Company, the unlisted shares shall be centrally deposited and managed with a domestic securities depository and clearing institution. The H Shares issued by the Company may be deposited, in accordance with the laws and securities depository and clearing practices of the place where the Company's shares are listed, principally with a custodian company under Hong Kong Securities Clearing Company Limited, or may be held by shareholders in their own names.

Article 19 At the time of the establishment of the Company by way of promotion, the promoters and their shareholdings were as follows:

No.	Promoter	Number of Shares Held ('0,000 shares)	Shareholding Percentage (%)	Form of Capital Contribution	Time of Capital Contribution	Par Value per Share (RMB)
1	Zhou Aijun (周愛軍)	565	32.94%	Conversion of net assets into shares	2015.11.28	1
2	Lv Zhongren (呂忠仁)	325	18.95%	Conversion of net assets into shares	2015.11.28	1
3	Zhao Jinggang (趙景罡)	250	14.58%	Conversion of net assets into shares	2015.11.28	1
4	Jiang Derong (姜德榮)	60	3.50%	Conversion of net assets into shares	2015.11.28	1
5	Zhejiang Hongrong Venture Capital Co., Ltd. (浙江紅榕創業投資有限公司)	515	30.03%	Conversion of net assets into shares	2015.11.28	1
Total		**1,715**	**100.00%**	–	–	–

Article 20 The total number of shares of the Company is 51,185,739 shares. The share capital structure of the Company is: 51,185,739 ordinary shares, comprising 51,185,739 H Shares (representing 100% of the total number of the Company's ordinary shares).

Article 21 The Company or its subsidiaries (including its affiliated enterprises) shall not provide financial assistance in the form of gifts, advances, guarantees, loans, etc., to others for the purpose of acquiring shares of the Company, except for the implementation of an employee stock ownership plan by the Company.

For the benefit of the Company, by a resolution of the shareholders' meeting, or a resolution of the Board of Directors made in accordance with these Articles of Association or the authorization of the shareholders' meeting, the Company may provide financial assistance to others for the purpose of acquiring shares of the Company or its parent company, provided that the cumulative total amount of such financial assistance shall not exceed 10% of the total issued share capital. Resolutions of the Board of Directors shall be passed by more than two-thirds of all directors.

Section II Increase, Reduction and Repurchase of Shares

Article 22 Based on its operation and development needs and in accordance with the provisions of laws and regulations, the Company may, subject to separate resolutions of the shareholders' meeting, increase its share capital by the following methods:

(I) to issue shares to non-specific parties;

(II) to issue shares to specific parties;

(III) to distribute bonus shares to existing shareholders;

(IV) to convert reserve funds into share capital;

(V) other methods as stipulated by laws and administrative regulations, the CSRC and the securities regulatory authorities of the place where the Company's shares are listed.

Article 23 The Company may reduce its registered capital. Any reduction of the Company's registered capital shall be handled in accordance with the Company Law and other relevant provisions and the procedures stipulated in these Articles of Association.

Article 24 The Company shall not acquire its own shares, except in any of the following circumstances:

(I) to reduce the registered capital of the Company;

(II) to merge with another company that holds shares of the Company;

(III) to use shares for employee stock ownership plans or equity incentives;

(IV) where shareholders who disagree with any resolution adopted at a shareholders' meeting on the merger or division of the Company request the Company to acquire their shares;

(V) to use shares for the conversion of corporate bonds issued by the Company that are convertible into shares;

(VI) as necessary for the Company to protect its corporate value and shareholders' interests.

Article 25 The Company may acquire its own shares through open centralized trading or through other methods recognized by laws, administrative regulations, the CSRC and the securities regulatory authorities of the place where the Company's shares are listed. The acquisition of its own shares by the Company shall comply with the provisions of applicable laws, administrative regulations, departmental rules and the securities regulatory rules of the place where the Company's shares are listed.

If the Company acquires its own shares under the circumstances set forth in items (III), (V) and (VI) of the first paragraph of Article 24 hereof, it shall do so through open centralized trading.

Article 26 If the Company acquires its own shares under the circumstances set forth in items (I) and (II) of the first paragraph of Article 24 hereof, it shall be subject to a resolution of the shareholders' meeting. If the Company acquires its own shares under the circumstances set forth in items (III), (V) and (VI) of the first paragraph of Article 24 hereof, it may be approved by a resolution of a meeting of the Board of Directors attended by more than two-thirds of all directors in accordance with the provisions of these Articles of Association or the authorization of the shareholders' meeting.

After the Company acquires its own shares in accordance with the first paragraph of Article 24 hereof, under the circumstance set forth in item (I), such shares shall be cancelled within 10 days from the date of acquisition; under the circumstances set forth in items (II) and (IV), such shares shall be transferred or cancelled within six months; under the circumstances set forth in items (III), (V) and (VI), the total number of shares of the Company held by the Company shall not exceed 10% of the total number of the Company's issued shares, and such shares shall be transferred or cancelled within three years.

If relevant laws, regulations, prescriptive documents and the securities regulatory rules of the place where the Company's shares are listed have other provisions concerning the matters related to the aforementioned share repurchase, such provisions shall prevail, provided that they do not contravene the Company Law and the Securities Law.

Section III Transfer of Shares

Article 27 Shares of the Company shall be transferred in accordance with the law. All transfers of H Shares shall be effected by a written instrument of transfer in general or common form or in any other form acceptable to the Board of Directors (including the standard transfer form or form of transfer specified by the Hong Kong Stock Exchange from time to time); such instrument of transfer may be executed by hand or under the valid seal of the company (if the transferor or transferee is a corporation). If the transferor or transferee is a recognized clearing house or its agent as defined under the relevant ordinances of Hong Kong laws in effect from time to time, the instrument of transfer may be executed by hand or in machine-printed form. All instruments of transfer shall be kept at the legal address of the Company or such other place as the Board of Directors may determine from time to time.

Article 28 The Company does not accept its own shares as the subject of a pledge.

Article 29 Shares issued by the Company prior to its public offering of shares shall not be transferred within one year from the date on which the Company's shares are listed and traded on a stock exchange.

Directors and senior management personnel of the Company shall declare to the Company the shares of the Company held by them and any changes thereto. The number of shares transferred by any of them each year during their term of office determined at the time of assuming office shall not exceed 25% of the total number of shares of the same class of the Company held by them; the shares of the Company held by such persons shall not be transferred within one year from the date of listing and trading of the Company's shares. The aforementioned persons shall not transfer the shares of the Company held by them within six months after their departure from office.

Where the securities regulatory rules of the place where the Company's shares are listed have other provisions restricting the transfer of overseas listed shares, such provisions shall prevail.

Article 30 If any shareholder holding more than 5% of the shares of the Company (other than Hong Kong Securities Clearing Company Limited and HKSCC (Nominees) Limited), or any director or senior management personnel, sells the Company's shares or other equity-typed securities held by him/her within six months after purchase, or purchases them again within six months after sale, any gains derived therefrom shall belong to the Company, and the Board of Directors of the Company shall recover such gains, except for a securities company holding more than 5% of the shares as a result of its purchase of the remaining shares from underwriting a share offering, and other circumstances stipulated by the CSRC.

For the purpose of the preceding paragraph, the shares or other equity-typed securities held by directors, senior management personnel and natural person shareholders include those held by their spouses, parents and children, and those held through accounts of others.

If the Board of Directors of the Company fails to act in accordance with the first paragraph of this Article, the shareholders shall have the right to demand that the Board of Directors act within 30 days. If the Board of Directors of the Company fails to act within the aforementioned period, the shareholders shall have the right to directly initiate a lawsuit in the People's Court in their own names for the benefit of the Company.

If the Board of Directors of the Company fails to act in accordance with the first paragraph of this Article, the responsible directors shall bear joint and several liability in accordance with the law.

Chapter 4 SHAREHOLDERS AND THE SHAREHOLDERS' MEETING

Section I General Provisions on Shareholders

Article 31 The Company shall maintain a register of members in accordance with the Company Law, the securities regulatory rules of the place where the Company's shares are listed and other relevant provisions, and the register of members shall be sufficient evidence of the shareholders' shareholding in the Company. Shareholders shall enjoy rights and assume obligations attaching to the class of shares held by them; shareholders holding the same class of shares shall enjoy the same rights and assume the same obligations.

The Company shall keep the original part of the register of members of shareholders holding shares listed on The Stock Exchange of Hong Kong Limited in Hong Kong for inspection by shareholders, provided that the Company may close the register of members in accordance with applicable laws, regulations and the securities regulatory rules of the place where the Company's shares are listed.

Any shareholder registered in the register of members, or any person who requests to have his/her/its name entered in the register of members, whose share certificate is lost, may apply to the Company for the issuance of a new share certificate in respect of such shares. If a holder of domestic shares loses his/her/its share certificate and applies for replacement, the matter shall be handled in accordance with the Company Law or other relevant provisions. If a holder of overseas-listed foreign shares loses his/her/its share certificate and applies for replacement, the matter may be handled in accordance with the laws, rules of the stock exchange or other relevant provisions of the place where the original copy of the register of members of overseas-listed foreign shares is kept.

Article 32 When the Company convenes a shareholders' meeting, distributes dividends, goes into liquidation or engages in other activities requiring the determination of shareholders' identities, the Board of Directors or the convener of the shareholders' meeting shall fix a record date. Shareholders whose names appear on the register of members after such record date shall be the shareholders entitled to the relevant rights and interests.

Article 33 Shareholders of the Company shall enjoy the following rights:

(I) to receive dividends and other forms of profit distribution in proportion to the number of shares held;

(II) to request to convene, summon, preside over, attend or appoint proxies to attend shareholders' meetings in accordance with the law, and to exercise the corresponding voting rights (except for circumstances where voting rights are required to be waived on related matters under the securities regulatory rules of the place where the Company's shares are listed);

(III) to supervise the business operations of the Company, and to make suggestions or inquiries;

(IV) to transfer, gift or pledge the shares held by them in accordance with laws, administrative regulations, these Articles of Association and the securities regulatory rules of the place where the Company's shares are listed;

(V) to inspect and make duplicates of these Articles of Association, the register of members, minutes of shareholders' meetings, resolutions of meetings of the Board of Directors, financial and accounting reports. Qualified shareholders may inspect the accounting books and accounting vouchers of the Company;

(VI) to participate in the distribution of the remaining property of the Company in proportion to the number of shares held upon the termination or liquidation of the Company;

(VII) to require the Company to acquire their shares, for shareholders who disagree with the resolutions of the shareholders' meeting on the merger or division of the Company;

(VIII) other rights stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.

Article 34 Where a shareholder requests to inspect or make duplicates of relevant materials of the Company, they shall comply with the provisions of the Company Law, the Securities Law and other laws, administrative regulations and the securities regulatory rules of the place where the Company's shares are listed.

Article 35 If the content of a resolution of the shareholders' meeting or the meeting of the Board of Directors of the Company violates laws, administrative regulations or the securities regulatory rules of the place where the Company's shares are listed, shareholders shall have the right to petition the People's Court to hold it invalid.

If the procedures for convening, or the method of voting at, a shareholders' meeting or meeting of the Board of Directors violate laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, or the content of a resolution violates these Articles of Association, shareholders shall have the right to petition the People's Court to revoke the resolution within 60 days from the date of adoption of the resolution, except where there are only minor defects in the convening procedures or voting method that had no materially affect on the resolution.

If the Board of Directors, shareholders or other relevant parties dispute the validity of a resolution of the shareholders' meeting, they shall initiate a lawsuit with the People's Court in a timely manner. Before the People's Court makes a judgment or ruling to revoke the resolution, the relevant parties shall implement the resolution of the shareholders' meeting. The Company, its directors and senior management personnel shall diligently perform their duties to ensure the normal operation of the Company.

Where the People's Court makes a judgment or ruling on the relevant matter, the Company shall fulfill its information disclosure obligations in accordance with the provisions of laws, administrative regulations, the CSRC and the securities regulatory authorities of the place where the Company's shares are listed, fully explain the impact, and actively cooperate with the implementation after the judgment or ruling becomes effective. If corrections to prior matters are involved, they shall be handled in a timely manner and the corresponding information disclosure obligations shall be fulfilled.

Article 36 A resolution of the shareholders' meeting or the Board of Directors of the Company shall not be valid under any of the following circumstances:

(I) the resolution was adopted without convening a shareholders' meeting or meeting of the Board of Directors;

(II) the matter resolved upon was not voted on at the shareholders' meeting or meeting of the Board of Directors;

(III) the number of attendees or the number of voting rights held at the meeting does not reach the number or voting rights required by the Company Law or these Articles of Association;

(IV) the number of attendees voting in favor of the resolution or the number of voting rights held by them does not reach the number or voting rights required by the Company Law or these Articles of Association.

Article 37 Where directors or senior management personnel (other than members of the Audit Committee) violate laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association in performing their duties for the Company and causing loss to the Company, a shareholder or shareholders individually or jointly holding more than 1% of the Company's shares for more than 180 consecutive days shall have the right to request in writing that the Audit Committee initiate a lawsuit with a People's Court. Where members of the Audit Committee violate laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association in performing their duties for the Company and causing loss to the Company, the aforementioned shareholders may request in writing that the Board of Directors initiate a lawsuit with a People's Court.

If the Audit Committee or the Board of Directors, upon receiving the written request of the shareholders as stipulated in the preceding paragraph, refuses to initiate a lawsuit, or fails to initiate a lawsuit within 30 days from the date of receipt of the request, or if the situation is urgent and failure to initiate a lawsuit immediately will cause irreparable damage to the interests of the Company, the shareholders stipulated in the preceding paragraph shall have the right, for the benefit of the Company, to directly initiate a lawsuit in the People's Court in their own names.

If any other person infringes upon the legitimate rights and interests of the Company, causing loss to the Company, the shareholders stipulated in the first paragraph of this Article may initiate a lawsuit in the People's Court in accordance with the provisions of the preceding two paragraphs.

Where directors, supervisors or senior management personnel of a wholly-owned subsidiary of the Company violates laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association in performing their duties for the Company and causing loss to the Company, or if any other person infringes upon the legitimate rights and interests of a wholly-owned subsidiary of the Company, causing loss, a shareholder or shareholders individually or jointly holding more than 1% of the Company's shares for more than 180 consecutive days may, in accordance with the provisions of the first three paragraphs of Article 189 of the Company Law, request in writing that the board of supervisors or the board of directors of the wholly-owned subsidiary initiate a lawsuit in the People's Court, or directly initiate a lawsuit in the People's Court in their own names.

If a wholly-owned subsidiary of the Company does not have a board of supervisors or supervisor but has an audit committee, the provisions of the first and second paragraphs of this Article shall apply.

Article 38 Where directors or senior management personnel violate laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, thereby prejudicing the interests of shareholders, the shareholders may initiate a lawsuit in the People's Court.

Article 39 Shareholders of the Company shall assume the following obligations:

(I) to abide by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association;

(II) to pay the share subscription price according to the shares subscribed for by them and the method of subscription;

(III) not to withdraw their share capital, except in circumstances provided for by laws, administrative regulations or the securities regulatory rules of the place where the Company's shares are listed;

(IV) not to abuse shareholders' rights to the detriment of the interests of the Company or other shareholders, nor to abuse the independent legal person status of the Company and the limited liability of shareholders to the detriment of the interests of the Company's creditors;

(V) other obligations required by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.

Article 40 Where shareholders of the Company abuses their shareholders' rights, causing loss to the Company or other shareholders, they shall be liable for compensation in accordance with the law. Where shareholders of the Company abuses the independent legal person status of the Company and the limited liability of shareholders to evade debts and thereby seriously damages the interests of the Company's creditors, they shall assume joint and several liability for the Company's debts.

Section II Controlling Shareholders and De Facto Controllers

Article 41 The controlling shareholders and de facto controllers of the Company shall exercise their rights and fulfill their obligations in accordance with the provisions of laws, administrative regulations, the CSRC and the securities regulatory authorities of the place where the Company's shares are listed, and safeguard the interests of the listed company.

Article 42 The controlling shareholders and de facto controllers of the Company shall abide by the following requirements:

(I) to exercise shareholders' rights in accordance with the law, and not to abuse the controlling authority or use related party relationships to the detriment of the legitimate rights and interests of the Company or other shareholders;

(II) to strictly fulfill the public statements and various commitments they have made, and shall not change or waive without authorization;

(III) to strictly fulfill information disclosure obligations in accordance with relevant provisions, actively cooperate with the Company in its information disclosure work, and promptly inform the Company of major events that have occurred or are proposed to occur;

(IV) not to misappropriate the Company's funds in any manner;

(V) not to coerce, instruct or require the Company or relevant personnel to provide guarantees in violation of laws or regulations;

(VI) not to take advantage of the Company's undisclosed material information to seek benefits, not to leak undisclosed material information in relation to the Company in any manner, and not to engage in insider trading, short-swing trading, market manipulation or other illegal or non-compliant activities;

(VII) not to damage the legitimate rights and interests of the Company and other shareholders through any means, such as unfair related-party transactions, profit distribution, asset restructuring, external investments, etc.;

(VIII) to ensure the integrity of the Company's assets, personnel independence, financial independence, institutional independence and business independence, and shall not affect the independence of the Company in any manner;

(IX) other requirements imposed by laws, administrative regulations, requirements of CSRC, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.

Where a controlling shareholder or de facto controller of the Company does not serve as a director but actually carries out affairs of the Company, the provisions of these Articles of Association regarding the fiduciary duties and duties of diligence of directors shall apply.

Where a controlling shareholder or de facto controller of the Company instructs directors or senior management personnel to engage in conducts to the detriment of the interests of the Company or shareholders, he/she shall be jointly and severally liable with such director or senior management personnel.

Article 43 Where a controlling shareholder or de facto controller pledges the shares of the Company held or actually controlled by him/her/it, he/she/it shall maintain the stability of the Company's control and production and operation.

Article 44 Where a controlling shareholder or de facto controller transfers the shares of the Company held by them, they shall comply with the restrictive provisions on share transfer under laws, administrative regulations, the CSRC and the securities regulatory authorities of the place where the Company's shares are listed, as well as their commitments regarding the restriction on share transfer.

Section III General Provisions on Shareholders' meetings

Article 45 Shareholders' meeting of the Company shall comprise all shareholders. The shareholders' meeting is the body of authority of the Company and shall exercise the following functions and powers in accordance with the law:

(I) to elect and replace directors, and to decide on matters in relation to their remuneration;

(II) to consider and approve reports of the Board of Directors;

(III) to consider and approve the Company's profit distribution plans and loss recovery plans;

(IV) to adopt resolutions on increase or reduction of the Company's registered capital;

(V) to adopt resolutions on the issuance of corporate bonds;

(VI) to adopt resolutions on the merger, division, dissolution, liquidation or change of corporate form of the Company;

(VII) to amend these Articles of Association;

(VIII) to adopt resolutions on the appointment and dismissal of accounting firms engaged to undertake the Company's audit business;

(IX) to consider and approve the guarantee matters stipulated in Article 46 of these Article of Association;

(X) to consider matters involving the purchase or sale of major assets by the Company within one year exceeding 30% of the Company's latest audited total assets;

(XI) to consider and approve changes in the use of proceeds;

(XII) to consider equity incentive plans and employee stock ownership plans;

(XIII) to consider other matters that are required to be decided by the shareholders' meeting pursuant to laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are listed or these Articles of Association.

The shareholders' meeting may authorize the Board of Directors to adopt resolutions on the issuance of corporate bonds.

Article 46 The following external guarantees of the Company shall be subject to consideration and approval by the shareholders' meeting:

(I) any guarantee provided after the total amount of external guarantees of the Company and its controlling subsidiaries exceeds 50% of the latest audited net assets;

(II) any guarantee provided after the total amount of external guarantees of the Company exceeds 30% of the latest audited total assets;

(III) any guarantee where the amount of guarantees provided by the Company to others within one year exceeds 30% of the Company's latest audited total assets;

(IV) any guarantee provided to a counterparty whose asset-liability ratio exceeds 70%;

(V) an individual guarantee whose amount exceeds 10% of the latest audited net assets;

(VI) any guarantee provided to shareholders, de facto controllers and their related parties.

External guarantee matters other than those falling within the approval authority of the shareholders' meeting shall be decided by a resolution of the Board of Directors.

If the shareholders' meeting or the Board of Directors of the Company provides external guarantees pursuant to these Articles of Association, thereby causing loss to the Company, the shareholders and responsible directors shall be liable for compensation.

Article 47 Shareholders' meetings shall include annual shareholders' meetings and extraordinary shareholders' meetings. An annual shareholders' meeting shall be convened once a year and shall be held within six months after the end of the preceding accounting year.

Article 48 An extraordinary shareholders' meeting shall be convened by the Company within two months from the date of occurrence of any of the following circumstances:

(I) the number of directors falls below the number required by the Company Law or two-thirds of the number prescribed in these Articles of Association;

(II) the Company's uncovered losses reach one-third of its total share capital;

(III) a written request is made by a shareholder or shareholders individually or jointly holding more than 10% of the Company's shares;

(IV) the Board of Directors deems it necessary;

(V) when the Audit Committee proposed to convene;

(VI) other circumstances stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's shares are listed or these Articles of Association.

Article 49 The venue for convening a shareholders' meeting of the Company shall be the Company's domicile or other locations notified by the convener in the notice of the shareholders' meeting as needed. After the notice of the shareholders' meeting is issued, the venue for the on-site shareholders' meeting shall not be changed without justifiable reasons. If a change is truly necessary, the convener shall issue a notice at least two working days prior to the date of the on-site meeting and explain the specific reasons.

The shareholders' meeting shall, in principle, set a venue and be convened in the form of an on-site meeting. The Company may also provide online, communication or other means to facilitate shareholders' participation in the shareholders' meeting. Shareholders participating in the shareholders' meeting by the aforesaid methods shall be deemed to be present. Shareholders attending the shareholders' meeting by online or other communication methods shall provide valid proof of shareholder identity.

Section IV Summoning of Shareholders' meetings

Article 50 The Board of Directors shall summon the shareholders' meeting in a timely manner within the prescribed period.

With the consent of more than half of all independent (non-executive) directors, an independent (non-executive) director shall have the right to propose to the Board of Directors to convene an extraordinary shareholders' meeting. In respect of a proposal from an independent (non-executive) director to convene an extraordinary shareholders' meeting, the Board of Directors shall, within 10 days upon receipt of the proposal, provide written feedback on whether it agrees or does not agree to convene the extraordinary shareholders' meeting, in accordance with the provisions of laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association. If the Board of Directors agrees to convene the extraordinary shareholders' meeting, it shall issue a notice of convening the shareholders' meeting within 5 days after passing the Board resolution; if the Board of Directors does not agree to convene the extraordinary shareholders' meeting, it shall state the reasons (and make an announcement).

Article 51 The Audit Committee may propose to the Board of Directors to convene an extraordinary shareholders' meeting and shall make such proposal in writing to the Board of Directors. The Board of Directors shall, within 10 days upon receipt of the proposal, provide written feedback on whether it agrees or does not agree to convene the extraordinary shareholders' meeting, in accordance with the provisions of laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.

If the Board of Directors agrees to convene the extraordinary shareholders' meeting, it shall issue a notice of convening the shareholders' meeting within 5 days after passing the Board resolution. Any change to the original proposal in the notice shall be subject to the consent of the Audit Committee.

If the Board of Directors does not agree to convene the extraordinary shareholders' meeting or fails to provide feedback within 10 days upon receipt of the proposal, the Board of Directors shall be deemed unable or failing to perform its duty to convene the shareholders' meeting, and the Audit Committee may summon and preside over the meeting on its own initiative.

Article 52 A shareholder or shareholders individually or jointly holding more than 10% of the Company's shares may request the Board of Directors to convene an extraordinary shareholders' meeting by making a written request to the Board of Directors. The Board of Directors shall, within 10 days upon receipt of the request, provide written feedback on whether it agrees or does not agree to convene the extraordinary shareholders' meeting, in accordance with the provisions of laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.

If the Board of Directors agrees to convene the extraordinary shareholders' meeting, it shall issue a notice of convening the shareholders' meeting within 5 days after passing the Board resolution. Any change to the original request in the notice shall be subject to the consent of the relevant shareholders.

If the Board of Directors does not agree to convene the extraordinary shareholders' meeting or fails to provide feedback within 10 days upon receipt of the request, the shareholder or shareholders individually or jointly holding more than 10% of the Company's shares may propose to the Audit Committee to convene an extraordinary shareholders' meeting by making a written request to the Audit Committee.

If the Audit Committee agrees to convene the extraordinary shareholders' meeting, it shall issue a notice of convening the shareholders' meeting within 5 days upon receipt of the request. Any change to the original request in the notice shall be subject to the consent of the relevant shareholders.

If the Audit Committee fails to issue a notice of the shareholders' meeting within the prescribed period, it shall be deemed that the Audit Committee would not convene and preside over the shareholders' meeting, and shareholders who individually or collectively hold more than 10% of the company's shares for more than 90 consecutive days may summon and preside over the meeting on their own initiative.

Article 53 If the Audit Committee or the shareholders decide to summon a shareholders' meeting on their own initiative, they shall notify the Board of Directors in writing.

Prior to the adoption of a resolution at the shareholders' meeting, the shareholding percentage of the shareholders summoning the meeting shall not be less than 10%.

Article 54 For shareholders' meetings summoned by the Audit Committee or the shareholders on their own initiative, the Board of Directors and the secretary to the Board of Directors will cooperate. The Board of Directors shall provide the register of members as at the equity record date.

Article 55 For a shareholders' meeting summoned by the Audit Committee or the shareholders on their own initiative, the expenses necessary for the meeting shall be borne by the Company.

Section V Proposals and Notices of Shareholders' meetings

Article 56 The content of a proposal shall fall within the terms of reference of the shareholders' meeting, have a clear topic and specific matters to be resolved, and shall comply with the relevant provisions of laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.

Article 57 When the Company convenes a shareholders' meeting, the Board of Directors, the Audit Committee, and shareholders individually or jointly holding more than 1% of the Company's shares shall have the right to submit proposals to the Company.

A shareholder or shareholders individually or jointly holding more than 1% of the Company's shares may submit ad hoc proposals in writing to the convener 10 days prior to the convening of the shareholders' meeting. The convener shall, within 2 days upon receipt of the proposal, issue a supplemental notice of the shareholders' meeting, announce the content of the ad hoc proposal, and submit such ad hoc proposals to the shareholders' meeting for consideration, except where the ad hoc proposal violates laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, or does not fall within the terms of reference of the shareholders' meeting.

Except as provided in the preceding paragraph, after issuing the notice of the shareholders' meeting, the convener shall not modify the proposals already listed in the notice of the shareholders' meeting or add new proposals.

Proposals that are not listed in the notice of the shareholders' meeting or that do not comply with the provisions of these Articles of Association shall not be voted on or resolved at the shareholders' meeting.

Article 58 The convener shall notify all shareholders of the annual shareholders' meeting 20 days prior to the date of the meeting, and shall notify all shareholders of the extraordinary shareholders' meeting 15 days prior to the date of the meeting.

Article 59 The notice of a shareholders' meeting shall include the following particulars:

(I) the time, venue and duration of the meeting;

(II) the matters and proposals to be submitted for consideration at the meeting;

(III) a clear statement that: all shareholders are entitled to attend the shareholders' meeting and may appoint a proxy in writing to attend and vote at the meeting, and that such proxy need not be a shareholder of the Company;

(IV) the record date for determining shareholders entitled to attend the shareholders' meeting;

(V) the name and telephone number of the standing contact person for meeting affairs;

(VI) the time and procedures for voting by online or other methods.

Article 60 If the election of directors is intended to be discussed at a shareholders' meeting, the notice of the shareholders' meeting shall fully disclose the detailed information of the director candidates, including at least the following particulars:

(I) personal information such as educational background, work experience, and part-time positions;

(II) whether there is any related-party relationship with the Company or the controlling shareholders and de facto controllers of the Company;

(III) the number of shareholding in the Company;

(IV) whether they have been subject to penalties by the CSRC or other relevant authorities or disciplinary sanctions by a stock exchange.

Except for the election of directors using a cumulative voting system, each director candidate shall be proposed in a separate proposal.

Article 61 After the notice of the shareholders' meeting is issued, the shareholders' meeting shall not be postponed or cancelled, and the proposals listed in the notice of the shareholders' meeting shall not be cancelled, without justifiable reasons. In the event of postponement or cancellation, the convener shall give a notice stating the reasons at least two working days prior to the originally scheduled date.

Section VI Convening of Shareholders' meetings

Article 62 The Board of Directors and other conveners of the Company shall take necessary measures to ensure the normal order of the shareholders' meeting. Measures shall be taken to stop any acts that disrupt the shareholders' meeting, causing a nuisance or infringe upon the legitimate rights and interests of shareholders, and such acts shall be promptly reported to the relevant authorities for investigation and handling.

Article 63 All shareholders registered in the register of members as at the record date, or their proxies, shall have the right to attend the shareholders' meeting and exercise voting rights in accordance with relevant laws, regulations and these Articles of Association.

Shareholders may attend the shareholders' meeting in person, or appoint proxies to attend and vote on their behalf. If a shareholder is a recognized clearing house (or its agent) as defined under the relevant ordinances in force from time to time in Hong Kong, such shareholder may authorize its corporate representative or one or more persons as it thinks fit to act as its proxy at any shareholders' meeting.

Article 64 Individual shareholders attending the meeting in person shall present their valid identity card or other valid documents or certificates capable of proving their identity; a proxy attending the meeting on behalf of another person shall present their valid identity card and the shareholder's power of attorney.

A corporate shareholder shall attend the meeting through its legal representative or a proxy appointed by its legal representative. If the legal representative attends the meeting, he/she shall present his/her identity card and valid proof evidencing his/her qualification as legal representative; if a proxy attends the meeting, he/she shall present his/her valid identity card and the written power of attorney legally issued by the legal representative of the corporate shareholder unit, except where the shareholder is a recognized clearing house (or its agent) as defined under the relevant ordinances in force from time to time in Hong Kong or the securities regulatory rules of the place where the Company's shares are listed.

If a shareholder is a recognized clearing house (or its agent) as defined under the relevant ordinances in force from time to time in Hong Kong or the securities regulatory rules of the place where the Company's shares are listed, such shareholder may authorize its corporate representative or one or more persons it deems fit to act as its representative or proxy at any shareholders' meeting or any meeting of creditors; provided that if more than one person is authorized, the power of attorney shall state the number and class of shares in respect of which each such person is authorized. A person so authorized may exercise rights on behalf of such shareholder (without producing the shareholding certificate, notarized power of attorney and/or further evidence of due authorization) and shall be entitled to the same statutory rights as other shareholders, including the right to speak and vote, as if such person was an individual shareholder of the Company.

Article 65 Any shareholder entitled to attend and vote at a shareholders' meeting shall have the right to appoint one or more persons (who need not be a shareholder of the Company) as his/her/its proxy to attend and vote on his/her/its behalf. The power of attorney issued by a shareholder appointing a proxy to attend the shareholders' meeting shall specify the following particulars:

(I) the name or corporate name of the principal, and the class and number of shareholding in the Company;

(II) the name or corporate name of the proxy;

(III) the specific instructions of the shareholder, including instructions to vote for, against or abstain from voting on each matter on the agenda of the shareholders' meeting;

(IV) the date of issuance and the validity period of the power of attorney;

(V) the signature (or seal) of the principal. If the principal is a corporate shareholder, the corporate seal shall be affixed.

Article 66 The proxy voting power of attorney shall be deposited at the domicile of the Company or at such other place as specified in the notice summoning the meeting at least 24 hours prior to the time fixed for convening the meeting at which the proxy is authorized to vote, or at least 24 hours prior to the time designated for voting. If a proxy voting power of attorney is signed by a person authorized by the principal, the power of attorney or other authorization document authorizing the signing shall be notarized. The notarized power of attorney or other authorization document, together with the proxy voting power of attorney, shall be deposited at the domicile of the Company or other places designated in the notice convening the meeting.

Article 67 The Company shall be responsible for preparing the attendance register for the meeting. The attendance register shall record the names of the attendees (or the entity name), identity card numbers, the number of shares with voting rights held or represented, and the names of the principals (or the entity name).

Article 68 The convener shall verify the validity of shareholders' qualifications based on the register of members, and register the names of shareholders (or corporate name) and the number of voting shares held by them. The meeting registration shall be terminated before the meeting chair announces the number of shareholders and proxies attending the on-site meeting and the total number of voting shares held by them.

Article 69 If the shareholders' meeting requires directors or senior management personnel to attend the meeting, the directors and senior management personnel shall attend and answer shareholders' inquiries.

Article 70 The shareholders' meeting shall be presided over by the chairman of the Board of Directors. If the chairman of the Board of Directors is unable or fails to perform his/her duties, a director jointly elected by more than half of the directors shall preside over the meeting.

A shareholders' meeting summoned by the Audit Committee on its own initiative shall be presided over by the convener of the Audit Committee. If the convener of the Audit Committee is unable or fails to perform his/her duties, a member of the Audit Committee jointly elected by more than half of the members of the Audit Committee shall preside over the meeting.

A shareholders' meeting summoned by shareholders on their own initiative shall be presided over by the convener or a representative nominated by the convener.

When convening a shareholders' meeting, if the meeting chair violates the rules of procedure, rendering the shareholders' meeting unable to proceed, with the consent of more than half of the shareholders present at the shareholders' meeting with voting rights, the shareholders' meeting may nominate a person to act as the meeting chair to continue the meeting.

Article 71 The Company shall formulate rules of procedure for shareholders' meetings, which shall specify in detail the procedures for summoning of, convening of and voting at shareholders' meetings, including notice, registration, consideration of proposals, voting, vote counting, announcement of voting results, formation of meeting resolutions, minutes of meeting and signing, and announcements, as well as the principles for authorization from the shareholders' meeting to the Board of Directors, and the content of the authorization shall be clear and specific.

The rules of procedure for shareholders' meetings shall be attached as an appendix to these Articles of Association, formulated by the Board of Directors and approved by the shareholders' meeting.

Article 72 At the annual shareholders' meeting, the Board of Directors shall report its work for the past year to the shareholders' meeting. Each independent (non-executive) director shall also deliver a report on the performance of their duties.

Article 73 Directors and senior management personnel shall provide explanations and clarifications on shareholders' inquiries and suggestions at the shareholders' meeting.

Article 74 Before voting, the meeting chair shall announce the number of shareholders and proxies attending the on-site meeting and the total number of voting shares held by them. The number of shareholders and proxies attending the on-site meeting and the total number of voting shares held by them shall be based on the meeting registration.

Article 75 Minutes shall be kept of the shareholders' meeting, for which the secretary to the Board of Directors shall be responsible.

The minutes of meeting shall record the following particulars:

(I) the time, venue, agenda of the meeting, and the name or corporate name of the convener;

(II) the name of the meeting chair and the name of the directors and senior management personnel attending or present at the meeting;

(III) the number of shareholders and proxies attending the meeting, the total number of voting shares held by them, and their proportion to the total number of shares of the Company;

(IV) the consideration process, key points of speeches, and voting results for each proposal;

(V) the inquiries, opinions or suggestions of shareholders, and the corresponding responses or explanations;

(VI) the names of the vote counters and scrutineers;

(VII) other contents required by these Articles of Association to be recorded in the minutes of meeting.

Article 76 The convener shall ensure that the contents of the minutes of meeting are true, accurate and complete. The directors, secretary to the Board of Directors, the convener or his/her representative, and the meeting chair attending or present at the meeting shall sign the minutes of meeting. The minutes of meeting shall be kept together with the attendance book of on-site shareholders, the powers of attorney for proxy attendance, and valid data on online and other methods of voting for a period of not less than 10 years.

Article 77 The convener shall ensure that the shareholders' meeting is held continuously until a final resolution is reached. If the shareholders' meeting is suspended or is not able to reach a resolution due to force majeure or other special reasons, necessary measures shall be taken to resume the meeting as soon as possible or terminate the current shareholders' meeting outright.

Section VII Voting and Resolutions at Shareholders' meetings

Article 78 Resolutions of the shareholders' meeting include ordinary resolutions and special resolutions.

Ordinary resolutions of the shareholders' meeting shall be passed by more than half of the voting rights held by the shareholders attending the meeting.

Special resolutions of the shareholders' meeting shall be passed by more than two-thirds of the voting rights held by the shareholders attending the meeting.

Article 79 The following matters shall be adopted by an ordinary resolution at the shareholders' meeting:

(I) work report of the Board of Directors;

(II) profit distribution plans and loss recovery plans formulated by the Board of Directors;

(III) appointment and removal of members of the Board of Directors and their remuneration and methods of payment;

(IV) matters other than those that are required by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association to be passed by a special resolution.

Article 80 The following matters shall be adopted by a special resolution at the shareholders' meeting:

(I) increase or reduction of the Company's registered capital;

(II) division, spin-off, merger, dissolution and liquidation of the Company;

(III) amendment to these Articles of Association;

(IV) the amount for the purchase or sale of major assets or provision of guarantees by the Company to others within one year exceeding 30% of the Company's latest audited total assets;

(V) equity incentive schemes;

(VI) other matters stipulated by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, and other matters that the shareholders' meeting determines by an ordinary resolution as having a material impact on the Company and require to be adopted by a special resolution.

Article 81 Shareholders shall exercise their voting rights based on the number of voting shares represented by them, with one share entitled to one vote. When voting, a shareholder (including a proxy) entitled to two or more votes need not cast all his/her/its votes in favor of, against or abstain from any resolution.

When the shareholders' meeting considers major matters affecting the interests of medium-sized and minority investors, the voting results for medium-sized and minority investors shall be counted separately. The results of the separate counting shall be publicly disclosed in a timely manner.

The Company's own shares held by the Company carry no voting rights, and such shares shall not be counted in the total number of voting shares represented by shareholders attending the shareholders' meeting.

The term "shareholder" in the first paragraph of this Article shall include shareholder who has appointed a proxy to attend the shareholders' meeting.

Article 82 When the shareholders' meeting considers matters in relation to related party (connected) transactions, the related party (connected) shareholders shall not participate in the voting, and the number of voting shares represented by them shall not be counted in the total number of valid votes; the resolution of the shareholders' meeting shall adequately disclose the voting results of shareholders without related party (connected) relationship.

Under applicable laws, regulations, prescriptive documents and the Hong Kong Listing Rules, if any shareholder is required to abstain from voting on a resolution, or is restricted to voting only for (or only against) a resolution, then any vote cast by such shareholder or their proxy in violation of such requirement or restriction shall not be counted.

Article 83 Unless the Company is in a crisis or under other special circumstances, without the approval of a special resolution at the shareholders' meeting, the Company will not enter into a contract with any person other than a director or senior management personnel to entrust the management of all or a material part of the Company's business to that person.

Article 84 The list of director candidates shall be submitted to the shareholders' meeting for voting as a proposal.

When voting on the election of directors at the shareholders' meeting, a cumulative voting system may be implemented in accordance with the provisions of these Articles of Association or a resolution of the shareholders' meeting.

When electing two or more independent (non-executive) directors at the shareholders' meeting, a cumulative voting system shall be implemented.

The cumulative voting system mentioned in the preceding paragraph means that when electing directors at the shareholders' meeting, each share carries as many votes as the number of directors to be elected, and shareholders may concentrate their votes on one candidate or distribute them among several candidates.

The Board of Directors shall provide shareholders with the biographies and basic information of the director candidates.

Article 85 The means and procedures for nomination of directors are as follows:

(I) within the number of directors prescribed in these Articles of Association, based on the number of directors to be elected, the Nomination Committee/chairman of the Board of Directors shall propose a list of director candidates, which shall be adopted by a resolution of the Board of Directors, and then the Board of Directors shall propose the director candidates to the shareholders' meeting for election;

(II) a shareholder or shareholders individually or jointly holding more than 1% of the total number of voting shares of the Company may propose director candidates to the Board of Directors;

(III) the procedures for nominating independent (non-executive) directors shall be carried out in accordance with the relevant provisions of laws, administrative regulations and the securities regulatory rules of the place where the Company's shares are listed.

Article 86 Where the cumulative voting system is adopted to elect directors, each shareholder shall have as many votes as the number of valid voting shares held by him/her multiplied by the number of directors to be elected. Shareholders may cast all their votes for one director candidate or distribute them among several director candidates. The elected directors shall be determined based on the number of votes received in descending order.

Article 87 When the Company implements the cumulative voting system, the principles for directors being elected are as follows:

(I) the number of votes cast by each shareholder for directors shall not exceed the maximum limit of director votes held by such shareholder. If a shareholder casts votes for directors exceeding the maximum director votes held by such shareholder, such shareholder's ballot shall be invalid. If a shareholder's total number of votes cast for one or more director candidates, whether concentrated or dispersed, is equal to or less than the cumulative votes, the shareholder's vote is valid, and the difference between the cumulative votes and the actual number of votes cast is considered as an abstention.

(II) the number and structure of directors elected at the shareholders' meeting shall comply with the provisions of these Articles of Association. After voting is completed, the scrutineer of the shareholders' meeting shall count the votes and announce the number of votes received by each director candidate. The final elected directors shall be determined based on the number of votes received by all director candidates, within the limit of the number of directors to be elected, in descending order, provided that the minimum number of votes received by each elected director must exceed one half of the valid voting shares held by shareholders attending the shareholders' meeting (based on the unaccumulated number of shares, the same below);

(III) if the number of director candidates receiving more than one half of the votes of the valid voting shares held by shareholders attending the meeting exceeds the number of directors to be elected, those with more votes shall be elected; if it is unable to determine the elected candidates due to two or more candidates receiving the same number of votes, a new election shall be held for such candidates, and those with more votes in the new election shall be elected;

(IV) if the number of director candidates receiving more than one half of the votes of the valid voting shares held by shareholders attending the meeting is less than the number of directors to be elected, but the number of directors already elected reaches or exceeds two-thirds of the number of members of the Board of Directors prescribed in these Articles of Association, then the vacancies shall be filled by election at the next shareholders' meeting. If the number of directors elected is less than the number of directors to be elected and is less than two-thirds of the number of Board members prescribed in these Articles of Association, a second round of election shall be held for the unsuccessful director candidates; if the aforementioned requirement is still not met after the second round of election, the vacant directors shall be elected at the next shareholders' meeting.

Article 88 Except for the cumulative voting system, the shareholders' meeting shall vote on all proposals on an item-by-item basis. If there are different proposals on the same matter, voting shall be conducted in the chronological order in which the proposals were submitted. Unless the shareholders' meeting is suspended or cannot reach a resolution due to special reasons such as force majeure, the shareholders' meeting shall not set aside or refuse to vote on any proposal.

Article 89 When considering a proposal at the shareholders' meeting, the proposal shall not be amended; if amended, it shall be deemed a new proposal and shall be voted on at the current shareholders' meeting.

Article 90 The same voting right shall only be exercised by choosing one of the following voting methods: on-site, online or other methods. If the same voting right is voted repeatedly, the result of the first vote shall prevail.

Article 91 Voting at the shareholders' meeting shall be taken by registered poll.

Article 92 Before voting on a proposal at the shareholders' meeting, two shareholder representatives shall be nominated to participate in vote counting and scrutineering. If the matter under consideration has related party relationship with a shareholder, the relevant shareholder and its proxy shall not participate in vote counting or scrutineering.

When voting on a proposal at the shareholders' meeting, shareholder representatives shall be responsible for vote counting and scrutineering, and shall announce the voting results on the spot. The voting results of the resolution shall be recorded in the minutes of meeting.

Shareholders of the Company or their proxies who vote online or by other methods shall have the right to verify their own voting results through the corresponding voting system.

Article 93 The closing time of the on-site shareholders' meeting shall not be earlier than that of online or other voting methods. The meeting chair shall announce the voting status and results for each proposal, and announce whether the proposal is passed based on the voting results.

Before the formal announcement of the voting results, the Company, vote counters, scrutineers, shareholders and other relevant parties involved in the on-site shareholders' meeting, online and other voting methods shall be obligated to keep the voting information confidential.

Article 94 Shareholders attending the shareholders' meeting shall express one of the following opinions on the proposals submitted for voting: for, against or abstain, except where a securities registration and clearing institution acts as the nominal holder of shares under the Mainland-Hong Kong Stock Connect program and makes declarations according to the intent of the actual holder.

Unfilled, incorrectly filled, illegible or uncast ballots shall be deemed as the voter waiving their voting rights, and the voting result corresponding to the number of shares held by such voter shall be counted as "abstain".

Article 95 If the meeting chair has any doubt about the result of a resolution submitted for voting, he/she may recount the votes cast; if the meeting chair fails to recount the votes, and a shareholder or proxy attending the meeting objects to the result announced by the meeting chair, he/she shall have the right to request an immediate recount after the announcement of the result, and the meeting chair shall promptly organize a recount.

Article 96 Resolutions of the shareholders' meeting shall be announced promptly. The announcement shall specify the number of shareholders and proxies attending the meeting, the total number of voting shares held by them and their proportion to the total number of voting shares of the Company, the voting method, the voting results for each proposal, the detailed content of each resolution passed, and other content required to be announced by the Hong Kong Listing Rules.

Article 97 If a proposal is not passed, or if the current shareholders' meeting changes a resolution of a previous shareholders' meeting, a special reminder shall be made in the resolution of the shareholders' meeting.

Article 98 If a proposal for the election of directors is passed at the shareholders' meeting, the term of office of the newly elected directors shall commence on the date of election.

Article 99 If a proposal for cash distribution, bonus issue or conversion of capital reserve into share capital is passed at the shareholders' meeting, the Company will implement the specific plan within two months after the conclusion of the shareholders' meeting.

Chapter 5 BOARD OF DIRECTORS

Section I General Provisions on Directors

Article 100 Directors of the Company shall be natural persons. A person who falls under any of the following circumstances shall not serve as a director of the Company:

(I) has no capacity for civil conduct or limited capacity for civil conduct;

(II) being sentenced to a criminal penalty for corruption, bribery, embezzlement, misappropriation of property or sabotaging the order of the socialist market economy, and more than 5 years have not elapsed since the completion of the enforcement of the sentence, or has been deprived of political rights for a crime and more than 5 years have not elapsed since the completion of the enforcement of the sentence, or, in the case of a suspended sentence, more than 2 years have not elapsed since the expiration of the probation period;

(III) served as a director, factory principal or manager of a company or enterprise that went into bankruptcy liquidation, and was personally liable for the bankruptcy of such company or enterprise, and more than 3 years have not elapsed since the completion of the bankruptcy liquidation of such company or enterprise;

(IV) served as the legal representative of a company or enterprise whose business license was revoked or which was ordered to close down due to violation of law, and was personally liable therefor, and more than 3 years have not elapsed since the revocation of the business license or the order to close down such company or enterprise;

(V) being listed as a dishonest person subject to enforcement by a People's Court due to a relatively large amount of personal debt that has become due and has not been repaid;

(VI) being subject to a market entry prohibition penalty imposed by the CSRC, and the penalty period has not expired;

(VII) being publicly identified by a stock exchange as unsuitable to serve as a director or senior management personnel of a listed company, and the prescribed period has not expired;

(VIII) other circumstances stipulated by laws, administrative regulations, departmental rules or the securities regulatory rules of the place where the Company's shares are listed.

If the election or appointment of a director violates the provisions of this Article, such election, appointment or engagement shall be invalid. If a director falls under any of the circumstances described in this Article during his/her term of office, the Company shall remove him/her from his/her position and stop him/her from performing his/her duties.

Article 101 Directors shall be elected or replaced by the shareholders' meeting, with a term of office of three years. The shareholders' meeting may remove a director before the expiry of his/her term of office. Directors may serve consecutive terms if re-elected upon the expiry of their terms of office.

The term of office of a director shall commence on the date the resolution of the shareholders' meeting is adopted and end upon the expiry of the term of the current session of the Board of Directors.

If a director is not re-elected in a timely manner upon the expiry of his/her term of office, the original director shall continue to perform his/her duties in accordance with the provisions of laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association until a newly elected director assumes office.

Directorship may be concurrently held by senior management personnel, provided that the total number of directors who concurrently hold senior management positions and directors who are employee representatives shall not exceed one half of the total number of directors of the Company.

The Company does not have employee supervisors for the time being.

Article 102 Directors shall comply with the provisions of laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association, owe fiduciary duties to the Company, take measures to avoid conflicts between their own interests and the interests of the Company, and shall not use their positions to seek improper benefits.

Directors shall owe the following fiduciary duties to the Company:

(I) not to embezzle the Company's property or misappropriate the Company's funds;

(II) not to deposit the Company's funds in accounts opened in their own names or in the names of other individuals;

(III) not to use their positions to accept bribes or receive other illegal income;

(IV) without reporting to the Board of Directors or the shareholders' meeting and obtaining approval by a resolution of the Board of Directors or the shareholders' meeting in accordance with the provisions of these Articles of Association, not to enter into contracts or conduct transactions directly or indirectly with the Company;

(V) not to use their positions to seek business opportunities belonging to the Company for themselves or others, except where they have reported to the Board of Directors or the shareholders' meeting and obtained approval by a resolution of the shareholders' meeting, or where the Company is unable to take advantage of such business opportunity in accordance with laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association;

(VI) without reporting to the Board of Directors or the shareholders' meeting and obtaining approval by a resolution of the shareholders' meeting, not to operate the same type of business as the Company for themselves or for others;

(VII) not to accept commissions from transactions between others and the Company as their own;

(VIII) not to disclose secrets of the Company without authorization;

(IX) not to use their related party relationships to damage the interests of the Company;

(X) other fiduciary duties stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.

Any income derived by a director in violation of this Article shall belong to the Company; if loss is caused to the Company, the director shall be liable for compensation.

When close relatives of directors and senior management personnel, enterprises directly or indirectly controlled by directors or senior management personnel or their close relatives, or related parties having other related party relationships with directors or senior management personnel, enter into contracts or conduct transactions with the Company, the provisions of item (IV) of the second paragraph of this Article shall apply.

Article 103 Directors shall comply with the provisions of laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association, owe duties of diligence to the Company, and shall exercise the due care and attention ordinarily expected of a manager when performing their duties.

Directors shall owe the following duties of diligence to the Company:

(I) to exercise the rights conferred by the Company prudently, conscientiously and diligently, so as to ensure that the Company's business conduct complies with the requirements of national laws, administrative regulations, various national economic policies and the securities regulatory rules of the place where the Company's shares are listed, and that its business activities do not exceed the business scope prescribed in its business license;

(II) to treat all shareholders fairly;

(III) to keep abreast of the Company's business operation and management conditions;

(IV) to sign written confirmations for the Company's periodic reports, and to ensure the information disclosed by the Company is true, accurate and complete;

(V) to truthfully provide relevant information and materials to the Audit Committee, and not to impede the Audit Committee in the exercise of its functions and powers;

(VI) other duties of diligence stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.

Article 104 If a director fails to attend meetings of the Board of Directors in person for two consecutive times, and also fails to appoint another director to attend on his/her behalf, he/she shall be deemed unable to perform his/her duties, and the Board of Directors shall propose to the shareholders' meeting to remove him/her.

Article 105 A director may resign before the expiry of his/her term of office. A director who resigns shall submit a written resignation report to the Company.

The resignation shall take effect on the date the Company receives the resignation report, and the Company shall disclose the relevant situation within 2 trading days. If the resignation of a director causes the Board of Directors to fall below the legally required minimum number, or the resignation of an independent (non-executive) director causes the number of independent (non-executive) directors to be less than one-third of the Board members or there is no accounting professional among the independent (non-executive) directors, the original director shall continue to perform his/her duties in accordance with relevant laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association until a newly elected director assumes office.

Article 106 The Company has established a departure management system for directors, clarifying the safeguard measures for pursuing liability and compensation for unfulfilled public commitments and other outstanding matters. When a director's resignation takes effect or his/her term of office expires, he/she shall complete all handover procedures with the Board of Directors. The director's fiduciary duties to the Company and shareholders shall not automatically terminate upon the expiry of his/her term of office; the director shall continue to bear fiduciary duties to the Company and shareholders for two years after the resignation takes effect or the term of office expires. A director's liability arising from the performance of his/her duties during his/her term of office shall not be exempted or terminated by virtue of his/her departure.

Article 107 The shareholders' meeting may resolve to remove a director, and such removal shall take effect on the date the resolution is adopted. If a director is removed before the expiry of his/her term of office without justifiable reasons, the director may demand compensation from the Company.

Article 108 Without the provisions of these Articles of Association or the lawful authorization of the Board of Directors, no director shall act on behalf of the Company or the Board of Directors in his/her personal capacity. When a director acts in his/her personal capacity, and a third party would reasonably believe that the director is acting on behalf of the Company or the Board of Directors, the director shall declare his/her position and capacity in advance.

Article 109 If a director, in the performance of his/her duties for the Company, causes damage to others, the Company shall bear liability for compensation; if the director is found to have intentional misconduct or gross negligence, he/she shall also bear liability for compensation.

If a director, in the performance of his/her duties for the Company, violates the provisions of laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, causing loss to the Company, he/she shall be liable for compensation.

Section II Board of Directors

Article 110 The Company shall establish a Board of Directors. The Board of Directors shall consist of 9 directors, and shall have one chairman. The chairman of the Board of Director shall be elected by the Board of Directors by more than half of all directors.

Article 111 The Board of Directors shall exercise the following functions and powers:

(I) to summon shareholders' meetings and report its work to the shareholders' meeting;

(II) to implement the resolutions of the shareholders' meeting;

(III) to determine the Company's business plans and investment plans;

(IV) to formulate the Company's profit distribution plans and loss recovery plans;

(V) to formulate plans for the increase or reduction of the Company's registered capital, the issuance of corporate bonds or other securities, and the listing thereof;

(VI) to formulate plans for the Company's material acquisitions, acquisition of the Company's own shares, or merger, division, dissolution and change of corporate form;

(VII) within the scope authorized by the shareholders' meeting, to decide on matters such as the Company's external investments, acquisition or disposal of assets, asset pledges, external guarantees, entrusted wealth management, related party transactions, external donations, etc.;

(VIII) to decide on the establishment of the Company's internal management organs;

(IX) to decide on the appointment or dismissal of the Company's general manager, secretary to the Board of Directors and other senior management personnel, and to decide on their remuneration and rewards and punishments; based on the nomination of the general manager, to decide on the appointment or dismissal of the Company's deputy general managers, person in charge of finance and other senior management personnel, and to decide on their remuneration and rewards and punishments;

(X) to formulate the Company's basic management systems;

(XI) to formulate plans for amending these Articles of Association;

(XII) to propose to the shareholders' meeting the appointment or replacement of the accounting firm auditing the Company;

(XIII) to receive work reports from the Company's general manager and inspect the general manager's work;

(XIV) to formulate plans for the Company's equity incentive schemes;

(XV) other functions and powers stipulated by laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, and granted by the shareholders' meeting.

Article 112 The Board of Directors of the Company shall explain to the shareholders' meeting any non-standard audit opinion issued by the certified public accountant on the Company's financial report.

Article 113 The Board of Directors shall formulate rules of procedure for meetings of the Board of Directors to ensure the implementation of resolutions of the shareholders' meeting, improve work efficiency, and ensure scientific decision-making.

Article 114 The Board of Directors shall determine the authority limits for external investments, acquisition or disposal of assets, asset pledges, external guarantees, entrusted wealth management, related-party transactions, external donations, etc., and establish strict review and decision-making procedures. Major investment projects shall be evaluated by relevant experts or professionals and submitted to the shareholders' meeting for approval.

Article 115 The chairman of the Board of Directors shall exercise the following functions and powers:

(I) to preside over shareholders' meetings and to summon and preside over meetings of the Board of Directors;

(II) to supervise and inspect the implementation of resolutions of the Board of Directors;

(III) other functions and powers granted by these Articles of Association or the Board of Directors within the scope of its authority.

Article 116 If the chairman of the Board of Directors is unable or fails to perform his/her duties, a director jointly nominated by more than half of the directors shall perform the duties.

Article 117 The Board of Directors shall hold at least two meetings each year, which are to be summoned by the chairman of the Board of Directors, and written notice shall be given to all directors 10 days prior to the meeting.

Article 118 Shareholders representing more than one-tenth of the voting rights, more than one-third of the directors, or the Audit Committee may propose to convene an ad hoc meeting of the Board of Directors. The chairman of the Board of Directors shall, within 10 days upon receipt of such proposal, summon and preside over the meeting of the Board of Directors.

Article 119 The notice for an ad hoc meeting of the Board of Directors shall be given by means of: mail, fax, telegram, telephone, email or by hand. The notice period shall be: 5 days prior to the convening of the ad hoc meeting of the Board of Directors. In urgent situations, an ad hoc meeting of the Board of Directors may be summoned without being subject to the aforementioned notice period. Whether a meeting is urgent shall be reasonably determined by the chairman of the Board of Directors in accordance with the law, provided that the chairman of the Board of Directors shall not abuse such determination power.

Article 120 The notice of a shareholders' meeting shall include the following particulars:

(I) date and venue of the meeting;

(II) duration of the meeting;

(III) reason for and agenda of the meeting;

(IV) date of issuance of the notice.

Article 121 A meeting of the Board of Directors shall be held only with the attendance of more than half of the directors. Resolutions of the Board of Directors must be passed by more than half of all directors.

Voting on Resolutions of the Board of Directors shall be conducted on the basis of one vote per person.

Article 122 If a director has a related party relationship with an enterprise or individual involved in the matter to be resolved at the meeting of the Board of Directors, such director shall report to the Board of Directors in writing in a timely manner. The related party directors shall not vote on such resolution, nor should they vote on behalf of another director. The meeting of the Board of Directors may be held with the attendance of more than half of the non-related directors, and resolutions of the meeting of the Board of Directors must be passed by more than half of the non-related directors. If the number of non-related directors attending the meeting of the Board of Directors is less than three, the matter shall be submitted to the shareholders' meeting for consideration.

Article 123 The manner of convening and voting at meetings of the Board of Directors shall be: show of hands and written ballot.

A director's voting intention shall be for, against or abstain. A director participating in the meeting shall choose one of the above intentions. If a director makes no choice or chooses more than one intention simultaneously, the meeting chair shall require the relevant director to choose again; if he/she refuses to choose again, it shall be deemed an abstention. If, during the meeting, the director leaves the meeting venue without returning and without making a choice, it shall be deemed as abstention.

Ad hoc meetings of the Board of Directors may also be convened and resolutions passed by means of communication such as telephone conferences or fax, provided that all directors can fully express their opinions, and the resolutions shall be signed by the participating directors.

Article 124 Meetings of the Board of Directors shall be attended by directors in person. If a director is unable to attend a meeting for any reason, he/she may appoint another director in writing to attend on his/her behalf.

The power of attorney shall specify the name of the proxy, the matters subject to proxy, the scope of authorization and the validity period, and shall be signed or sealed by the principal.

A director attending a meeting of the Board of Directors on behalf of others shall exercise the director's rights within the scope of authorization. If a director neither attends a meeting of the Board of Directors nor appoints a proxy to attend on his/her behalf, he/she shall be deemed to have waived his/her voting right at the corresponding meeting.

Article 125 The Board of Directors shall keep minutes of its decisions on matters discussed at its meetings, and the directors attending the meeting shall sign the minutes. The minutes of meetings of the Board of Directors shall be kept as Company archives for a period of no less than 10 years.

Article 126 The minutes of meetings of the Board of Directors shall include the following particulars:

(I) date, venue and name of the convener of the meeting;

(II) name of the attending directors and the name of the directors (proxies) attending on behalf of others;

(III) agenda of the meeting;

(IV) key points of directors' speeches;

(V) voting method and results for each matter subject to resolution (the results shall state the number of votes for, against or abstaining).

Section III Independent (Non-executive) Directors

Article 127 Independent (non-executive) directors shall diligently perform their duties in accordance with laws, administrative regulations, the requirements of CSRC, the requirements of the securities regulatory authorities of the place where the Company's shares are listed and these Articles of Association, play a role in participating in decision-making, supervision and checks and balances, and professional consultation in the Board of Directors, safeguard the overall interests of the Company, and protect the legitimate rights and interests of medium-sized and minority shareholders.

Article 128 Independent (non-executive) directors must maintain their independence. The following persons shall not serve as independent (non-executive) directors:

(I) persons who hold positions in the Company or its affiliated enterprises, and their spouses, parents, children, and major social relations;

(II) natural person shareholders who directly or indirectly hold more than 1% of the Company's issued shares or who are among the Company's top ten shareholders, and their spouses, parents and children;

(III) persons who hold positions in shareholders who directly or indirectly hold more than 5% of the Company's issued shares or by the Company's top five shareholders, and their spouses, parents and children;

(IV) persons who hold positions in affiliated enterprises of the Company's controlling shareholders or de facto controllers, and their spouses, parents and children;

(V) persons having material business dealings with the Company, its controlling shareholders, de facto controllers or their respective affiliated enterprises, or person who hold positions in entities with which there are material business dealings, or their controlling shareholders or de facto controllers;

(VI) persons providing financial, legal, consulting, sponsorship or other services to the Company, its controlling shareholders, de facto controllers or their respective affiliated enterprises, including but not limited to all members of the project team of the intermediary providing services, reviewers at various levels, persons signing the report, partners, directors, senior management personnel and principal responsible persons;

(VII) persons who have, within the last twelve months, been in any of the situations listed in items (I) to (VI);

(VIII) other persons who lack independence as stipulated by laws, administrative regulations, CSRC requirements, the requirements of the securities regulatory authorities of the place where the Company's shares are listed and these Articles of Association.

Independent (non-executive) directors shall conduct an annual self-assessment of their independence and submit such assessment to the Board of Directors. The Board of Directors shall conduct an annual assessment of the independence of the incumbent independent (non-executive) directors and issue a special opinion.

Article 129 A person serving as an independent (non-executive) director of the Company shall meet the following conditions:

(I) being qualified to serve as a director of a listed company in accordance with laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed and other relevant provisions;

(II) meets the independence requirements stipulated in these Articles of Association;

(III) possesses basic knowledge of the operation of listed companies and is familiar with relevant laws, regulations and rules;

(IV) has at least five years' work experience in law, accounting or economics, as necessary to perform the duties of an independent (non-executive) director;

(V) has good personal character, with no major bad record such as material dishonesty;

(VI) other conditions stipulated by laws, administrative regulations, requirements of CSRC, the securities regulatory authorities of the place where the Company's shares are listed and these Articles of Association.

Article 130 As members of the Board of Directors, independent (non-executive) directors shall owe fiduciary duties and duties of diligence to the Company and all shareholders, and shall prudently perform the following duties:

(I) to participate in decision-making of the Board of Directors and express clear opinions on the matters discussed;

(II) to supervise matters involving potential material conflicts of interest between the Company and its controlling shareholders, de facto controllers, directors and senior management personnel, and protect the legitimate rights and interests of minority shareholders;

(III) to provide professional and objective advice on the Company's business development, assisting to improve the decision-making level of the Board of Directors;

(IV) other duties stipulated by laws, administrative regulations, requirements of CSRC, the securities regulatory authorities of the place where the Company's shares are listed and these Articles of Association.

Article 131 The independent (non-executive) directors of the Board of Directors shall exercise the following special powers:

(I) to independently engage intermediaries to audit, consult or verify specific matters of the Company;

(II) to propose to the Board of Directors to convene an extraordinary shareholders' meeting;

(III) to propose to convene a meeting of the Board of Directors;

(IV) to express independent opinions on matters that may damage the interests of the Company or minority shareholders;

(V) other functions and powers stipulated by laws, administrative regulations, requirements of CSRC, the securities regulatory authorities of the place where the Company's shares are listed and these Articles of Association.

Where independent (non-executive) directors exercise the powers set forth in items (I) to (III) of the preceding paragraph, such exercise shall be approved by more than half of all independent (non-executive) directors.

Where an independent (non-executive) director exercises the powers set forth in the first paragraph of this Article, the Company shall promptly disclose such exercise. If the aforementioned powers cannot be exercised normally, the Company shall disclose the specific circumstances and reasons.

Article 132 The following matters shall, after being approved by more than half of all independent (non-executive) directors of the Company, be submitted to the Board of Directors for consideration:

(I) related party transactions that are required to be disclosed;

(II) plans for the Company and relevant parties to change or waive commitments;

(III) where the Company is subject to an acquisition, decisions made and measures taken by the Board of Directors in response to the acquisition;

(IV) other matters stipulated by laws, administrative regulations, requirements of CSRC, the securities regulatory authorities of the place where the Company's shares are listed and these Articles of Association.

Article 133 The Company shall establish a mechanism for special meetings attended solely by independent (non-executive) directors. When the Board of Directors considers related party transactions or other matters, such matters shall be pre-approved by the special meeting of independent (non-executive) directors.

The Company shall convene special meetings of independent (non-executive) directors on a regular or irregular basis. Matters listed in items (I) to (III) of the first paragraph of Article 131 and Article 132 of these Articles of Association shall be considered at the special meetings of independent (non-executive) directors.

Special meetings of independent (non-executive) directors may study and discuss other matters of the Company as needed.

Special meetings of independent (non-executive) directors shall be summoned and presided over by an independent (non-executive) director jointly nominated by more than half of the independent (non-executive) directors. If the convener fails to perform or is unable to perform his/her duties, two or more independent (non-executive) directors may summon the meeting on their own initiative and nominate a representative to preside over the meeting.

Minutes of special meetings of independent (non-executive) directors shall be prepared as required, and the opinions of the independent (non-executive) directors shall be recorded therein. Independent (non-executive) directors shall sign the minutes as confirmation.

The Company shall provide facilities and support for the convening of special meetings of independent (non-executive) directors.

Section IV Special Committees of the Board of Directors

Article 134 The Board of Directors of the Company shall establish an Audit Committee, which shall exercise the functions and powers of the board of supervisors as stipulated in the Company Law.

Article 135 The Audit Committee shall consist of 3 members, who shall be directors not holding senior management positions in the Company, of which 2 shall be independent (non-executive) directors, and the convener shall be an accounting professional from among the independent (non-executive) directors.

Article 136 The Audit Committee is responsible for reviewing the Company's financial information and its disclosure, supervising and evaluating internal and external audit work and internal control. The following matters shall, after being approved by more than half of all members of the Audit Committee, be submitted to the Board of Directors for consideration:

(I) disclosure of financial accounting reports and financial information in periodic reports, and internal control evaluation reports;

(II) appointment or dismissal of the accounting firm undertaking the Company's audit business;

(III) appointment or dismissal of the Company's person in charge of finance;

(IV) changes in accounting policies or accounting estimates other than those due to changes in accounting standards, or correction of material accounting errors;

(V) other matters stipulated by laws, administrative regulations, requirements of CSRC, the securities regulatory authorities of the place where the Company's shares are listed and these Articles of Association.

Article 137 The Audit Committee shall hold at least one meeting each quarter. A meeting may be convened upon the proposal of two or more members, or when the convener deems it necessary. Meetings of the Audit Committee shall be held only with the attendance of more than two-thirds of the members.

Resolutions of the Audit Committee shall be passed by more than half of the members of the Audit Committee.

Voting on resolutions of the Audit Committee shall be conducted on the basis of one vote per person.

Minutes of Audit Committee resolutions shall be prepared as required, and the members of the Audit Committee attending the meeting shall sign the minutes.

The working procedures of the Audit Committee shall be formulated by the Board of Directors.

Article 138 The Board of Directors of the Company shall establish other special committees such as the Strategy Committee, Nomination Committee, Remuneration and Appraisal Committee, which shall perform their duties in accordance with these Articles of Association and the authorization of the Board of Directors. Proposals of these special committees shall be submitted to the Board of Directors for decision. The working procedures of the special committees shall be formulated by the Board of Directors.

Article 139 The Nomination Committee shall be responsible for formulating the standards and procedures for selecting directors and senior management personnel, selecting and reviewing candidates for directors and senior management personnel and their qualifications for office, and shall make recommendations to the Board of Directors on the following matters:

(I) nomination or appointment and removal of directors;

(II) appointment or dismissal of senior management personnel;

(III) other matters stipulated by laws, administrative regulations, requirements of CSRC, the securities regulatory authorities of the place where the Company's shares are listed and these Articles of Association.

If the Board of Directors does not adopt or does not fully adopt the recommendations of the Nomination Committee, it shall record the opinions of the Nomination Committee and the specific reasons for not adopting them in the resolution of the Board of Directors.

Article 140 The Remuneration and Appraisal Committee is responsible for formulating the appraisal standards for directors and senior management personnel and conducting appraisals, formulating and reviewing the remuneration policies and plans for directors and senior management personnel, such as the decision-making mechanism for determining remuneration, the decision-making process, and arrangements for payment and clawback, and shall make recommendations to the Board of Directors on the following matters:

(I) the remuneration of directors and senior management personnel;

(II) formulation or change of equity incentive schemes and employee stock ownership plans, the grant of rights and benefits to incentive recipients, and the satisfaction of conditions for exercising such rights and benefits;

(III) arrangements for directors and senior management personnel to hold shares in subsidiaries proposed to be spun off;

(IV) other matters stipulated by laws, administrative regulations, requirements of CSRC, the securities regulatory authorities of the place where the Company's shares are listed and these Articles of Association.

If the Board of Directors does not adopt or does not fully adopt the recommendations of the Remuneration and Appraisal Committee, it shall record the opinions of the Remuneration and Appraisal Committee and the specific reasons for not adopting them in the resolution of the Board of Directors.

Chapter 6 SENIOR MANAGEMENT PERSONNEL

Article 141 The Company shall have one general manager, who shall be appointed or dismissed by the Board of Directors.

The Company shall have several deputy general managers, who shall be appointed or dismissed by the Board of Directors.

Directors may be appointed concurrently as general manager or deputy general manager.

Article 142 The provisions of these Articles of Association regarding circumstances in which a person may not serve as a director and the departure management system shall also apply to senior management personnel.

The provisions of these Articles of Association regarding the fiduciary duties and duties of diligence of directors shall also apply to senior management personnel.

Article 143 A person who holds an administrative position (other than director or supervisor) in the controlling shareholder entity of the Company shall not serve as senior management personnel of the Company.

Senior management personnel of the Company shall only receive salaries from the Company and shall not be paid salaries on behalf of the Company by the controlling shareholder.

Article 144 The general manager shall have a term of office of three years, and may be reappointed upon the expiry of such term.

Article 145 The general manager shall be accountable to the Board of Directors and may exercise the following functions and powers:

(I) to preside over the production and operation management work of the Company, organize the implementation of resolutions of the Board of Directors, and report his/her work to the Board of Directors;

(II) to organize the implementation of the Company's annual operating plans and investment plans;

(III) to draft plans for the establishment of the Company's internal management organization;

(IV) to draft the Company's basic management systems;

(V) to formulate the Company's specific rules and regulations;

(VI) to propose to the Board of Directors the appointment or dismissal of the Company's deputy general managers and person in charge of finance;

(VII) to decide on the appointment or dismissal of management personnel other than those whose appointment or dismissal shall be decided by the Board of Directors;

(VIII) to consider transactions below the decision-making authority of the Board of Directors as stipulated in these Articles of Association or applicable laws and regulations;

(IX) other functions and powers granted by these Articles of Association or the Board of Directors.

The general manager shall be present at meetings of the Board of Directors.

Article 146 The general manager shall formulate detailed working rules for the general manager, which shall be submitted to the Board of Directors for approval before implementation.

Article 147 The detailed working rules of the general manager shall include the following particulars:

(I) the conditions, procedures and participants for convening general manager meetings;

(II) the specific duties and division of responsibilities of the general manager and other senior management personnel;

(III) the authority limits for the use of corporate funds and assets, the signing of material contracts, and the reporting system to the Board of Directors, and the joint review system for decision-making on major matters;

(IV) other matters deemed necessary by the Board of Directors.

Article 148 The general manager may resign before the expiry of his/her term of office. The specific procedures and methods for the resignation of the general manager shall be stipulated in the labor contract between the general manager and the Company.

Article 149 Where senior management personnel, in the performance of their duties for the Company, violates the provisions of laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, causing loss to the Company, they shall be liable for compensation.

Article 150 The Company shall have a secretary to the Board of Directors, who shall be responsible for the preparation for the Company's shareholders' meetings and meetings of the Board of Directors, document custody and management of the Company's shareholder information, as well as handling information disclosure matters, etc.

The secretary to the Board of Directors shall comply with the relevant provisions of laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association.

Article 151 Where senior management personnel, in the performance of their duties for the Company, causes damage to others, the Company shall bear liability for compensation; if the senior management personnel acted intentionally or with gross negligence, they shall also bear liability for compensation.

Where senior management personnel, in the performance of their duties for the Company, violates the provisions of laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, causing loss to the Company, they shall be liable for compensation.

Article 152 Senior management personnel of the Company shall faithfully perform their duties and safeguard the best interests of the Company and all shareholders.

Where senior management personnel of the Company fails to faithfully perform their duties or violates their duty of good faith, thereby causing damage to the interests of the Company and public shareholders, they shall be liable for compensation in accordance with the law.

Chapter 7 FINANCIAL ACCOUNTING SYSTEM, PROFIT DISTRIBUTION AND AUDIT

Section I Financial Accounting System

Article 153 The Company shall formulate its financial accounting system in accordance with the provisions of laws, administrative regulations, relevant national authorities and the securities regulatory authorities of the place where the Company's shares are listed.

Article 154 The Company shall not maintain any accounting books other than statutory accounting books. The Company's funds shall not be deposited in accounts opened in any individual's name.

Article 155 When distributing its after-tax profits for the year, the Company shall appropriate 10% of such profits to the statutory reserve funds of the Company. If the cumulative amount of the Company's statutory reserve funds reaches more than 50% of the Company's registered capital, further appropriation may be omitted.

If the Company's statutory reserve funds is insufficient to cover prior years' losses, the current year's profits shall be used to cover the losses before appropriating to the statutory reserve funds in accordance with the preceding paragraph.

After appropriating to the statutory reserve funds from the after-tax profits, the Company may, upon resolution of the shareholders' meeting, appropriate to a discretionary reserve funds from the after-tax profits.

The remaining after-tax profits after the Company has covered its losses and appropriated to the reserve funds shall be distributed to shareholders in proportion to the number of shares held by them, unless these Articles of Association otherwise provide for a non-proportional distribution.

If the shareholders' meeting violates the Company Law by distributing profits to shareholders, the shareholders shall return the profits distributed in violation of the provisions to the Company. If loss is caused to the Company, the shareholders and the responsible directors and senior management personnel shall be liable for compensation.

The Company's own shares held by the Company shall not participate in profit distribution.

Article 156 The Company's dividend distribution policy shall focus on providing reasonable investment returns to investors. The dividend distribution policy shall maintain continuity and stability, while also taking into account the Company's long-term interests, the overall interests of all shareholders, and the sustainable development of the Company. The Company mainly adopts cash dividends as its dividend distribution method. When conditions permit, the Company may distribute or recommend the distribution of dividends.

The Company will continue to regularly reassess its dividend policy based on its financial condition and the current economic environment. The annual dividend payout ratio will vary. The Company does not guarantee that any specific amount of dividends will be paid in any specified period.

Article 157 After the shareholders' meeting adopts a resolution on a profit distribution plan, or after the Board of Directors formulates a specific plan based on the conditions and cap for interim dividends for the following year approved by the annual shareholders' meeting, the distribution of dividends (or shares) shall be completed within two months.

Article 158 The Company's reserve funds shall be used to cover the Company's losses, expand the Company's production and operations, or be converted into increased registered capital of the Company.

When using reserve funds to cover the Company's losses, the discretionary reserve funds and the statutory reserve funds shall be used first; if the losses still cannot be covered, the capital reserve fund may be used in accordance with the requirements.

When converting the statutory reserve funds into increased registered capital, the amount of such reserve fund remaining shall not be less than 25% of the Company's registered capital before the conversion.

Section II Internal Audit

Article 159 The Company shall implement an internal audit system, which specifies the leadership structure, responsibilities and authority, staffing, funding guarantees, use of audit results, and accountability for the internal audit work.

The Company's internal audit system shall be implemented after approval by the Board of Directors.

Article 160 The Company's internal audit institution shall supervise and inspect the Company's business activities, risk management, internal control, financial information and other matters.

Article 161 The internal audit institution shall be accountable to the Board of Directors.

In the course of supervising and inspecting the Company's business activities, risk management, internal control and financial information, the internal audit institution shall accept the supervision and guidance of the Audit Committee. If the internal audit institution discovers any major issues or leads, it shall immediately report directly to the Audit Committee.

Article 162 The specific organization and implementation of the Company's internal control evaluation shall be the responsibility of the internal audit institution. Based on the evaluation report issued by the internal audit institution and reviewed by the Audit Committee, as well as relevant materials, the Company shall issue its annual internal control evaluation report.

Article 163 When the Audit Committee communicates with external audit units such as accounting firms and national audit institutions (if applicable), the internal audit institution shall actively cooperate and provide necessary support and collaboration.

Article 164 The Audit Committee shall participate in the appraisal of the person in charge of internal audit.

Section III Engagement of Accounting Firm

Article 165 The Company shall appoint an accounting firm that meets the requirements of the Securities Law to conduct the audit of financial statement, verification of net assets and other relevant consulting services, with an engagement period of one year, subject to renewal.

Article 166 The appointment and dismissal of an accounting firm by the Company shall be decided by the shareholders' meeting. The Board of Directors shall not appoint an accounting firm before a decision is made by the shareholders' meeting.

Article 167 The Company undertakes to provide true and complete accounting vouchers, accounting books, financial accounting reports and other accounting information to the appointed accounting firm, and shall not refuse, conceal or misrepresent.

Article 168 The audit fee of the accounting firm shall be determined by the shareholders' meeting.

Article 169 When the Company dismisses or decides not to re-appoint an accounting firm, it shall notify the accounting firm 15 days in advance. When the Company's shareholders' meeting votes on the dismissal of the accounting firm, the accounting firm is allowed to state its opinion.

If an accounting firm proposes to resign, it shall explain to the shareholders' meeting whether there is any impropriety on the part of the Company.

Chapter 8 NOTICES

Article 170 Notices of the Company shall be given in the following means:

(I) by hand;

(II) by mail;

(III) by telephone;

(IV) by announcement (including on designated websites and the Company's website in accordance with the securities regulatory rules of the place where the Company's shares are listed);

(V) other forms as recognized by the securities regulatory authorities of the place where the Company's shares are listed or as stipulated in these Articles of Association.

Article 171 In case where the Company issues a notice by way of an announcement, once the announcement is made, it shall be deemed that all relevant personnel have received the notice.

Article 172 Notice of the convening of a shareholders' meeting of the Company shall be given by announcement, fax, mail, telegram, email, telephone or by hand.

Article 173 Notice of the convening of a meeting of the Board of Directors of the Company shall be given by fax, mail, telegram, email, telephone or by hand.

Article 174 For a notice given by hand, the recipient shall sign (or affix seal) on the delivery receipt, and the date of signing by the recipient shall be the date of service; for a notice given by mail, the 7th working day from the date of consignment to the post office shall be the date of service; for a notice given by announcement, the date of first publication of the announcement shall be the date of service.

Article 175 If a meeting notice is accidentally omitted to be sent to a person entitled to receive such notice, or such person did not receive the meeting notice, the meeting and the resolutions adopted thereat shall not be invalidated solely by reason thereof.

Chapter 9 MERGER, DIVISION, CAPITAL INCREASE, CAPITAL REDUCTION, DISSOLUTION AND LIQUIDATION

Section I Merger, Division, Capital Increase and Capital Reduction

Article 176 A merger of the Company may take the form of a merger by absorption or a merger by consolidation.

When one company absorbs other companies, it is a merger by absorption, and the companies being absorbed are dissolved. When two or more companies merge to establish a new company, it is a merger by consolidation, and all merging parties are dissolved.

Article 177 If the consideration paid by the Company for a merger does not exceed 10% of the net assets of the Company, such merger may not be subject to a resolution of the shareholders' meeting, unless otherwise provided in these Articles of Association.

If a merger of the Company is not subject to a resolution of the shareholders' meeting in accordance with the preceding paragraph, it shall be subject to a resolution of the Board of Directors.

Article 178 In the case of a merger of the Company, the merging parties shall enter into a merger agreement, and prepare a balance sheet and an inventory of assets. The Company would notify its creditors within 10 days from the date of the resolution on merger is made, and shall make an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days.

Creditors may, within 30 days from the date of receipt of the notice, or within 45 days from the date of announcement if no notice is received, demand the Company to settle its debts or provide corresponding guarantees.

Article 179 When the Company merges, the claims and debts of each merging party shall be inherited by the surviving or newly established company after the merger.

Article 180 When the Company divides, its property shall be divided accordingly.

When the Company divides, a balance sheet and an inventory of assets shall be prepared. The Company shall notify its creditors within 10 days from the date of the resolution on division is made, and shall make an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days.

Article 181 The debts of the Company before division shall be assumed jointly and severally by the companies after division, except where there is a written agreement between the Company and its creditors before division on the settlement of debts that stipulates otherwise.

Article 182 If the Company reduces its registered capital, it shall prepare a balance sheet and an inventory of assets.

The Company shall notify its creditors within 10 days from the date of the resolution of the shareholders' meeting on the reduction of the registered capital is made, and shall make an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days. Creditors shall have the right to demand the Company to settle its debts or provide corresponding guarantees within 30 days from the date of receipt of the notice, or within 45 days from the date of announcement if no notice is received.

When reducing its registered capital, the Company shall reduce the capital contribution or shares in proportion to the shares held by the shareholders, unless otherwise provided by law or these Articles of Association.

Article 183 If, after covering its losses in accordance with the provisions of the second paragraph of Article 158 of these Articles of Association, the Company still has losses, it may reduce its registered capital to cover such losses. If the registered capital is reduced to cover losses, the Company shall not make any distribution to shareholders, nor shall it exempt shareholders from their obligations to make capital contributions or pay for shares.

If the registered capital is reduced in accordance with the preceding paragraph, the provisions of the second paragraph of Article 182 of these Articles of Association shall not apply; however, an announcement shall be made in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days from the date of the resolution of the shareholders' meeting on the reduction of the registered capital is made.

After the Company reduces its registered capital in accordance with the preceding two paragraphs, it shall not distribute any profits until the cumulative amount of the statutory reserve funds and the discretionary reserve funds reaches 50% of the Company's registered capital.

Article 184 If the registered capital is reduced in violation of the Company Law or other relevant provisions, the shareholders shall return the funds received by them, and any reduction or exemption of shareholders' capital contributions shall be restored. If loss is caused to the Company, the shareholders and the responsible directors and senior management personnel shall be liable for compensation.

Article 185 When the Company issues new shares to increase its registered capital, the shareholders shall not have pre-emptive rights, unless otherwise provided in these Articles of Association or the shareholders are granted pre-emptive rights by a resolution of the shareholders' meeting.

Article 186 If registered particulars change as a result of a merger or division of the Company, a registration of changes shall be completed with the company registration authority in accordance with the law. If the Company is dissolved, it shall complete deregistration with the company registration authority in accordance with the law. If a new company is established, a company establishment registration shall be handled in accordance with the law.

Where the Company increases or reduces its registered capital, it shall complete a registration of changes with the company registration authority in accordance with the law.

Section II Dissolution and Liquidation

Article 187 The Company shall be dissolved for any of the following reasons:

(I) the term of business operation stipulated in these Articles of Association expires or other events of dissolution stipulated in these Articles of Association occur;

(II) the shareholders' meeting resolves to dissolve;

(III) dissolution is required due to a merger or division of the Company;

(IV) the Company's business license is revoked, it is ordered to close down, or it is deregistered in accordance with the law;

(V) if a serious difficulty arises in the operation of the Company, and its continued existence would cause material loss to the interests of shareholders, and such difficulty cannot be resolved by other means, a shareholder or shareholders holding more than 10% of the voting rights of the Company may request the People's Court to dissolve the Company.

If any event of dissolution as stipulated in the preceding paragraph occurs, the Company shall, within 10 days, disclose the event of dissolution through the National Enterprise Credit Information Publicity System.

Article 188 If the Company falls under the circumstances set forth in items (I) or (II) of Article 187 of these Articles of Association and has not yet distributed its property to shareholders, the Company may continue to exist by amending these Articles of Association or by a resolution of the shareholders' meeting.

If these Articles of Association are amended or a resolution of the shareholders' meeting is adopted in accordance with the preceding paragraph, such amendment or resolution shall be passed by the shareholders attending the shareholders' meeting holding at least two-thirds of the voting rights.

Article 189 If the Company is dissolved under items (I), (II), (IV) or (V) of Article 187 of these Articles of Association, it shall be liquidated. The directors shall be the liquidation obligors of the Company and shall formulate a liquidation committee within 15 days from the date of occurrence of the event of dissolution to conduct the liquidation.

The liquidation committee shall be composed of directors, unless otherwise provided in these Articles of Association or the shareholders' meeting resolves to select other persons.

If liquidation obligors fails to perform its liquidation obligations in a timely manner, thereby causing loss to the Company or creditors, they shall be liable for compensation.

Article 190 The liquidation committee shall exercise the following functions and powers during the liquidation period:

(I) to sort out the Company's properties, and to prepare a balance sheet and an inventory of assets, respectively;

(II) to notify creditors by notice or announcement;

(III) to deal with the Company's outstanding business matters in relation to the liquidation;

(IV) to pay outstanding taxes and taxes arising during the liquidation process;

(V) to sort out claims and debts;

(VI) to distribute the remaining property of the Company after the settlement of debts;

(VII) to represent the Company in civil litigation activities.

Article 191 The liquidation committee shall notify creditors within 10 days of its establishment, and shall make an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 60 days. Creditors shall declare their claims to the liquidation committee within 30 days from the date of receipt of the notice, or within 45 days from the date of the announcement if no notice is received.

When declaring claims, creditors shall state the relevant details of the claims and provide supporting materials. The liquidation committee shall register the claims.

During the claim declaration period, the liquidation committee shall not settle any claims with creditors.

Article 192 After sorting out the Company's properties and preparing a balance sheet and an inventory of assets, the liquidation committee shall formulate a liquidation plan and submit it to the shareholders' meeting or the People's Court for confirmation.

The remaining property of the Company after payment of liquidation expenses, employees' wages, social insurance premiums and statutory compensation, payment of outstanding taxes, and settlement of the Company's debts shall be distributed by the Company to the shareholders in proportion to the number of shares held by them.

During liquidation, the Company shall continue to exist, but shall not engage in any business activities unrelated to the liquidation.

The Company's property shall not be distributed to shareholders before it is settled in accordance with the provisions of the preceding paragraph.

Article 193 If, after sorting out the Company's properties and preparing a balance sheet and an inventory of assets, the liquidation committee discovers that the Company's property is insufficient to settle its debts, it shall, in accordance with the law, apply to the People's Court for bankruptcy liquidation.

After the People's Court accepts the bankruptcy application, the liquidation committee shall transfer the liquidation matters to the bankruptcy administrator designated by the People's Court.

Article 194 After the liquidation of the Company is concluded, the liquidation committee shall prepare a liquidation report, submit it to the shareholders' meeting or the People's Court for confirmation, and submit it to the company registration authority to apply for deregistration of the Company.

Article 195 Members of the liquidation committee, in performing their liquidation duties, shall owe fiduciary duties and duties of diligence.

Where members of the liquidation committee are negligent in performing liquidation duties, thereby causing loss to the Company, they shall be liable for compensation; if losses are caused to creditors due to their intentional misconduct or gross negligence, they shall be liable for compensation.

Article 196 If the Company is declared bankrupt in accordance with the law, bankruptcy liquidation shall be carried out in accordance with the relevant laws on enterprise bankruptcy.

Chapter 10 AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Article 197 The Company shall amend these Articles of Association under any of the following circumstances:

(I) after the Company Law or relevant laws, administrative regulations or securities regulatory rules of the place where the Company's shares are listed are amended, the provisions of these Articles of Association conflict with the provisions of the amended laws, administrative regulations or securities regulatory rules;

(II) where changes of circumstances of the Company result in inconsistency with the matters recorded in these Articles of Association;

(III) the shareholders' meeting resolves to amend these Articles of Association.

Article 198 If an amendment to these Articles of Association approved by a resolution of the shareholders' meeting requires approval from the competent authority, it shall be submitted to the competent authority for approval. If it involves registered particulars of the Company, a registration of changes shall be completed in accordance with the law.

Article 199 The Board of Directors shall amend these Articles of Association in accordance with the resolution of the shareholders' meeting to amend these Articles of Association and the approval opinions of the relevant competent authority.

Article 200 If an amendment to these Articles of Association concerns information required to be disclosed under laws, regulations or the regulatory rules of the place where the Company's shares are listed, an announcement shall be made in accordance with the provisions.

Chapter 11 SUPPLEMENTARY PROVISIONS

Article 201 Definitions:

(I) "Controlling shareholder" shall refer to a shareholder whose shareholding accounts for more than 50% of the total share capital of the joint stock limited company; or a shareholder who, although holding less than 50% of the shares, enjoys voting rights by virtue of the shares held that are sufficient to have a material impact on resolutions of the shareholders' meeting.

(II) "De facto controller" shall refer to a natural person, legal person or other organization that is able to actually control the conduct of the Company through investment relationships, agreements or other arrangements.

(III) "Related party relationship" shall refer to the relationship between the Company's controlling shareholders, de facto controllers, directors or senior management personnel and the enterprises directly or indirectly controlled by them, as well as other relationships that may lead to the transfer of the Company's interests.

Article 202 The Board of Directors may formulate detailed rules for these Articles of Association in accordance with the provisions of these Articles of Association. Such detailed rules shall not conflict with the provisions of these Articles of Association.

Article 203 These Articles of Association are written in Chinese. In the event of any inconsistency between these Articles of Association and any version in any other language or any different version, the most recent Chinese version authorized and registered with the market supervision and administration authority where the Company is registered shall prevail.

Article 204 For the purposes of these Articles of Association, the terms "more than" and "within" include the stated number; the terms "exceeding", "other than", "less than" and "greater than" do not include the stated number.

Article 205 The appendices to these Articles of Association include the Rules of Procedure of the Shareholders' meeting and the Rules of Procedure of the Board of Directors.

Article 206 These Articles of Association shall be interpreted by the Board of Directors of the Company.

Article 207 These Articles of Association shall take effect after the date of resolution and adoption by the shareholders' meeting and on the date of the initial public offering of H Shares by the Company (any incomplete parts shall take effect upon adjustment or supplement by the Board of Directors under the authorization of the shareholders' meeting after the Initial Public Offering of H Shares).

DKE Holding Company Limited