Articles of Association of

Guangdong Dtech Technology Co., Ltd.

August 2026

CONTENTS

CHAPTER 1 GENERAL PROVISIONS

Article 1 These Articles of Association are formulated in accordance with the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Securities Law of the People's Republic of China (hereinafter referred to as the "Securities Law"), the Rules Governing the Listing of Stocks on the ChiNext Market of the Shenzhen Stock Exchange (hereinafter referred to as the "ChiNext Listing Rules"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Hong Kong Listing Rules") and other relevant regulations, in order to safeguard the legitimate rights and interests of the Company, its shareholders, employees and creditors, and to regulate the organization and conduct of the Company.

Article 2 Guangdong Dtech Technology Co., Ltd. (hereinafter referred to as the "Company") is a joint stock limited company established in accordance with the Company Law and other relevant provisions.

The Company was established through the overall transformation of Guangdong Dtech High-Tech Precision Technology Co., Ltd., and the original shareholders of Guangdong Dingtai High-Tech Precision Technology Co., Ltd. are the promoters of the Company. It was registered with the Dongguan Municipal Market Supervision Administration of Guangdong Province and obtained a business license with the Unified Social Credit Code 91441900076699698P.

Article 3 The Company, having been reviewed and approved by the Shenzhen Stock Exchange (hereinafter referred to as the "SZSE"), and on September 28, 2022was approved for registration by the China Securities Regulatory Commission (hereinafter referred to as the "CSRC"), made an initial public offering of 50,000,000 RMB ordinary shares to the public, which were listed on the SZSE on November 22, 2022. The shares issued by the Company and listed on the SZSE are hereinafter referred to as "A Shares".

The Company completed the filing with the China Securities Regulatory Commission on May 11, 2026, and with the approval of The Stock Exchange of Hong Kong Limited (hereinafter referred to as the "Stock Exchange") on July 8, 2026, conducted an initial public offering of 12,632,000 overseas listed shares (hereinafter referred to as "H Shares") in Hong Kong, China. The aforementioned H Shares were listed on the Main Board of the Stock Exchange on July 9, 2026.

Article 4 Registered name of the Company: 廣東鼎泰高科技術股份有限公司 (in English: Guangdong Dtech Technology Co., Ltd.).

Article 5 Domicile of the Company: No. 39 Zhuyuan Road, Liaoxia, Houjie Town, Dongguan City, Guangdong Province, Postal Code: 523960.

Article 6 The registered capital of the Company is RMB424,044,934.

Article 7 The Company is a perpetually existing joint stock limited company.

Article 8 The director or manager who executes company affairs on behalf of the Company shall be the legal representative of the Company.

Where a director or manager serving as the legal representative resigns, such person shall be deemed to have resigned as the legal representative at the same time.

Where the legal representative resigns, the Company shall determine a new legal representative within thirty days from the date of his/her resignation.

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.

Any restrictions on the functions and powers of the legal representative imposed by the Articles of Association or the shareholders' general meeting shall not be asserted against a bona fide third party.

Where the legal representative causes damage to others in the performance of his/her duties, the Company shall assume civil liability. After the Company assumes civil liability, it may seek recourse from the legal representative at fault in accordance with the law or the Articles of Association.

Article 10 The shareholders' liabilities to the Company shall be limited to the amount of the shares that they have subscribed for and the Company assumes liabilities for its debts to the extent of its entire assets.

Article 11 From the date on which these Articles of Association come into effect, they shall constitute a legally binding document regulating the Company's organization and activities, and the rights and obligations between the Company and each shareholder and among the shareholders, and shall be legally binding on the Company, shareholders, directors and senior management. In accordance with these Articles of Association, a shareholder may sue other shareholders, shareholders may sue the directors and senior management personnel of the Company, shareholders may sue the Company, and the Company may sue its shareholders, directors, general manager and senior management personnel.

Article 12 For the purposes of these Articles of Association, senior management refers to the general manager, deputy general managers, the secretary of the Board of Directors, the person in charge of finance of the Company and other personnel specified in these Articles of Association.

Article 13 The Company shall, in accordance with the provisions of the Constitution of the Communist Party of China ("CPC"), establish a CPC organization and carry out Party activities. The Company shall provide necessary conditions for the activities of the Party organization.

CHAPTER 2 BUSINESS PURPOSE AND SCOPE

Article 14 The business purpose of the Company is: to seek truth from facts, operate with integrity, innovate continuously, and strive to become a leading global provider of key tools, materials, equipment, and solutions for industrial manufacturing.

Article 15 The business scope of the Company is: research and development, production and sales of: CNC tools, tungsten steel tools, tungsten steel blades, saw blades, general mechanical equipment and accessories, mold accessories, hardware products, milling cutters, drill bits, inorganic non-metallic materials and products (special ceramics, titanium oxide nano-ceramics, aluminum titanium nitride nano-ceramics, diamond nano-ceramics); import and export of goods, and import and export of technologies.

CHAPTER 3 SHARES

Section 1 Issuance of Shares

Article 16 The shares of the Company shall take the form of share certificates.

Article 17 The issuance of shares by the Company shall be conducted on the principles of openness, fairness and justice, with each share of the same class bearing equal rights.

Shares of the same class issued at the same time shall be issued under the same conditions and at the same price per share; the same price per share shall be paid for the shares subscribed for by any subscriber.

Article 18 The par value shares issued by the Company shall be denominated in Renminbi.

Article 19 The shares issued by the Company are deposited with the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited(hereinafter referred to as the "Securities Depository and Clearing Institution") for centralized custody. H Shares issued by the Company may, in accordance with the laws of the place of listing, the securities regulatory rules and the practice of securities registration and custody, be primarily deposited with a custodian company under Hong Kong Securities Clearing Company Limited, and may also be held by shareholders in their own names.

Article 20 The names of the promoters of the Company, the number of shares subscribed, the method of capital contribution and the timing of capital contribution are as follows:

Serial number	Name of the promoter	Number of shares held (shares)	Amount of contribution (RMB'0,000)	Method of Capital Contribution	Time of Capital Contribution
1	Guangdong Taiding Holding Co., Ltd.	312,552,000	31,255.2	Net assets converted into share capital	2020.05.31
2	Nanyang Gaotong Partnership (Limited Partnership)	23,508,000	2,350.8	Net assets converted into share capital	2020.05.31
3	Nanyang Ruihai Electronic Product Consulting Center (Limited Partnership)	7,812,000	781.2	Net assets converted into share capital	2020.05.31
4	Nanyang Ruihong Electronic Product Consulting Center (Limited Partnership)	6,084,000	608.4	Net assets converted into share capital	2020.05.31
5	Nanyang Ruihe Electronic Product Consulting Center (Limited Partnership)	2,916,000	291.6	Net assets converted into share capital	2020.05.31
6	Dongguan Kechuang Boxin Equity Investment Partnership (Limited Partnership)	3,564,000	356.4	Net assets converted into share capital	2020.05.31
7	Jinshikun Equity Investment (Hangzhou) Partnership (Limited Partnership)	3,564,000	356.4	Net assets converted into share capital	2020.05.31
Total		**360,000,000**	**36,000.0**	—	—

The total number of shares issued at the time of the Company's establishment was **360,000,000** shares, and the par value per share was RMB1.00.

Article 21 The number of issued shares of the Company is 424,044,934 shares, all of which are RMB ordinary shares. The share capital structure of the Company is: 411,412,934 A Shares (ordinary shares), representing 97.02% of the total number of shares of the Company; 12,632,000 H Shares (ordinary shares), representing 2.98% of the total number of shares of the Company.

Article 22 The Company or its subsidiaries (including the Company's affiliated enterprises) shall not, by way of gift, advance, guarantee, loan or other forms, provide financial assistance for others to acquire shares of the Company or its parent company, except where the Company implements an employee stock ownership plan.

Unless otherwise provided by the securities regulatory rules of the place where the shares of the Company are listed, for the benefit of the Company, the Company may, upon a resolution of the shareholders' general meeting, or a resolution of the Board of Directors in accordance with these Articles of Association or the authorization of the shareholders' general meeting, provide financial assistance for others to acquire shares of the Company or its parent company, provided that the aggregate amount of the financial assistance shall not exceed ten percent of the total issued share capital. Resolutions made by the Board of Directors shall be passed by more than two-thirds of all directors.

Section 2 Increase and Reduction of Share Capital and Repurchase of Shares

Article 23 In accordance with the laws, regulations and the securities regulatory rules of the place where the Company's shares are listed, and subject to a resolution of the shareholders' general meeting, the Company may increase its capital in the following ways to meet the needs of its operations and business expansion:

(1) issuance of shares to unspecified objects;

(2) issuance of shares to specific persons;

(3) allotting bonus shares to its existing shareholders;

(4) capitalization of capital reserves;

(5) other methods prescribed by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed, and the CSRC.

Article 24 The Company may reduce its registered capital. Where the Company reduces its registered capital, it shall do so in accordance with the Company Law the Hong Kong Listing Rules and other relevant regulations, and the procedures prescribed by these Articles of Association.

Article 25 The Company shall not acquire its own shares. However, this shall not apply in any of the following circumstances:

(1) reducing the registered capital of the Company;

(2) merging with another company that holds shares in the Company;

(3) using the shares for an employee stock ownership plan or share incentive scheme;

(4) where a shareholder who objects to a resolution of the shareholders' general meeting on the merger or division of the Company requires the Company to acquire its shares;

(5) using the shares for conversion of corporate bonds issued by the listed company which are convertible into shares;

(6) where it is necessary for the listed company to safeguard the value of the Company and the interests of its shareholders.

Save for the circumstances set out above, the Company shall not engage in the activity of buying or selling its own shares.

Article 26 The Company may repurchase its shares through public centralized trading, or by other means recognized by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed, and the stock exchange, and shall comply with the provisions of applicable laws and regulations and the securities regulatory rules of the place where the Company's shares are listed.

If the Company acquires its own shares in the circumstances specified in items (3), (5) and (6) of the first paragraph of Article 25 of these Articles of Association, it shall do so by way of public centralized trading.

Article 27 If the Company acquires its own shares in the circumstances described in item (1) or (2) of the first paragraph of Article 25 of these Articles of Association, it shall be approved by a resolution of the shareholders' general meeting. If the Company acquires its own shares in the circumstances described in item (3), (5) or (6) of the first paragraph of Article 25 of these Articles of Association, it may, subject to compliance with the applicable securities regulatory rules of the place where the Company's shares are listed, be approved by a resolution of a meeting of the Board of Directors attended by more than two-thirds of the directors, in accordance with the provisions of these Articles of Association or the authorization of the shareholders' general meeting. Upon the acquisition of the shares of the Company, the Company shall fulfill its information disclosure obligations in accordance with the Securities Law and the securities regulatory rules of the place where the shares of the Company are listed.

Upon the acquisition of its own shares by the Company pursuant to the first paragraph of Article 25 of these Articles of Association, in the case of item (1), the acquired shares shall be canceled within ten days from the date of acquisition; in the case of items (2) and (4), the acquired shares shall be transferred or canceled within six months; in the case of items (3), (5) or (6), the total number of its own shares held by the Company shall not exceed ten percent of the total issued shares of the Company and such shares shall be transferred or canceled within three years.

Section 3 Transfer of Shares

Article 28 The shares of the Company shall be transferred according to law. All transfers of H Shares shall be effected by an instrument of transfer in writing in a general or ordinary form or in any other form accepted by the Board of Directors (including the standard transfer form or form of transfer prescribed by the Stock Exchange from time to time); and such instrument of transfer may be executed under hand only or, if the transferor or transferee is a company, under its common seal. Where the transferor or transferee is a recognized clearing house (as defined in the relevant ordinances in force from time to time under the laws of Hong Kong) (hereinafter referred to as a "Recognized Clearing House") or its nominee, the instrument of transfer may be executed under hand or by machine-imprinted signature. All instruments of transfer shall be kept at the Company's legal address or such other place as the Board of Directors may specify from time to time. Where the shares of the Company are transferred by way of a public offering, such transfer shall be conducted at a legally established stock exchange; Where the shares of the Company are transferred by way of private agreement, the shareholders shall promptly notify the Company after the transfer of shares by agreement and register the transfer with the depository and clearing institution.

Article 29 The Company shall not accept its own shares as the subject matter of a pledge.

Article 30 Shares issued by the Company prior to its public offering shall not be transferred within one year from the date on which the Company's shares are listed and traded on the SZSE.

Directors and senior management personnel of the Company shall report to the Company the shares of the Company held by them and any changes thereto, and shall not transfer more than twenty-five percent of the total number of shares of the same class of the Company held by them each year during their term of office determined at the time of appointment; shares of the Company held by them shall not be transferred within one year from the date on which the shares of the Company are listed and traded. The aforesaid persons shall not transfer their shares in the Company within half a year after leaving their offices.

Where laws, administrative regulations or the securities regulatory rules of the place where the Company's shares are listed provide otherwise in respect of restrictions on the transfer of the Company's shares, such provisions shall prevail.

Article 31 Where a director or senior management member of the Company, or a shareholder holding more than five percent of the shares of the Company (excluding cases where the shareholder is a Recognized Clearing House and its nominee), sells the shares or other securities of an equity nature of the Company held by him/her within six months after purchase, or purchases them again within six months after a sale, the gains derived therefrom shall belong to the Company and the Board of Directors of the Company shall recover such gains. However, this shall not apply where a securities company holds more than five percent of the shares as a result of purchasing the remaining shares after an underwriting, or under such other circumstances as prescribed by the CSRC or the Stock Exchange.

Shares or other securities of an equity nature held by directors, senior management personnel, and natural person shareholders as referred to in the preceding paragraph shall include those held by their spouses, parents, and children, as well as those held through the accounts of others.

If the Board of Directors of the Company fails to act in accordance with the provisions of the preceding paragraph, shareholders shall have the right to request the Board of Directors to do so within thirty days. If the Board of Directors of the Company fails to act within the aforementioned time limit, the shareholders shall have the right to initiate litigation directly with the People's Court in their own names for the interests of the Company.

If the Board of Directors of the Company fails to act in accordance with the provisions of the first paragraph, the responsible directors shall be jointly and severally liable in accordance with the law.

In addition to the transfer restrictions and requirements stipulated in these Articles of Association, where laws and regulations such as the Company Law, the Securities Law, the Trial Administrative Measures for Overseas Securities Offering and Listing by Domestic Companies, the Guidelines for the Articles of Association of Listed Companies, and the Hong Kong Listing Rules, as well as the regulatory rules of the CSRC and the securities regulatory rules of the place where the Company's shares are listed, provide for other restrictions or requirements, shareholders or persons holding the Company's shares or other securities of an equity nature shall also comply with such restrictions and requirements.

Section 4 Share Certificates and Register of Shareholders

Article 32 The shares of the Company shall be in registered form and shall be in paper form or such other forms as prescribed by the securities regulatory authority under the State Council. The particulars to be specified on the share certificates of the Company shall, in addition to those provided for in the Company Law, include other particulars required to be specified by the stock exchange(s) on which the shares of the Company are listed.

Where the share capital of the Company includes shares which do not carry voting rights, the word "non-voting" must appear on the designation of such shares. Where the share capital includes shares with different voting rights, the designation of each class of shares (other than shares with the most privileged voting rights) shall contain the words "restricted voting" or "limited voting".

The H shares issued by the Company may take the form of overseas depositary receipts or other derivative forms of shares in accordance with the laws of Hong Kong, the requirements of the Stock Exchange and the practices for registration and deposit of securities.

Article 33 Share certificates shall be signed by the Chairman of the Board. Where the stock exchange(s) on which the Company's shares are listed require(s) other senior management personnel of the Company to sign the share certificates, the share certificates shall also be signed by such other relevant senior management personnel. The share certificate shall take effect after the Company seal is affixed thereto or printed thereon. Affixing the Company seal on the share certificates shall be authorized by the Board of Directors. The signatures of the Chairman of the Board or other relevant senior management personnel on the share certificates may also be in printed form.

In the event of paperless issuance and trading of the Company's shares, the separate provisions of the securities regulatory authority and the stock exchange where the shares of the Company are listed shall apply.

Article 34 The Company shall establish a register of shareholders based on the evidence provided by the securities depository and clearing institution, and shall register the following particulars (as applicable) in accordance with the relevant rules of the place where the Company's shares are listed:

(1) the name, address (domicile), and occupation or nature of each shareholder;

(2) the class and number of shares held by each shareholder;

(3) the amount paid or payable for the shares held by each shareholder;

(4) the serial number(s) of the shares held by each shareholder;

(5) the date on which each person was entered in the register as a shareholder;

(6) the date on which any person ceased to be a shareholder.

The register of shareholders shall be sufficient evidence of the holding of the shares of the Company by the shareholders.

Subject to these Articles of Association and other applicable requirements, once the shares of the Company are transferred, the name of the transferee shall be entered in the register of shareholders as the holder of such shares.

The transfer of shares shall be registered with the domestic or overseas share registrar commissioned by the Company and entered in the register of shareholders.

Article 35 The Company may, pursuant to an understanding or agreement reached between the securities regulatory authorities under the State Council and an overseas securities regulatory authority, keep its register of holders of overseas listed shares outside the PRC and entrust the administration thereof to an overseas agent. The original register of H Share shareholders shall be maintained in Hong Kong for inspection by shareholders; however, the Company may suspend the registration of shareholders in accordance with the relevant provisions of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

The Company shall maintain a duplicate copy of the register of shareholders for overseas listed shares at the Company's domicile; the appointed overseas agent shall ensure the consistency between the original and the duplicate copy of the register of shareholders for overseas listed shares at all times.

If there is any inconsistency between the original and the duplicate registers of shareholders of overseas listed shares, the original shall prevail.

Article 36 Where the relevant laws, administrative regulations, departmental rules, normative documents of the place where the Company's shares are listed and the listing rules of the stock exchange(s) provide for the period for suspension of registration of changes in the register of shareholders prior to the convening of a shareholders' general meeting or the record date set by the Company for the distribution of dividends, such provisions shall prevail.

CHAPTER 4 SHAREHOLDERS AND SHAREHOLDERS' GENERAL MEETINGS

Section 1 Shareholders

Article 37 The Company shall establish a register of shareholders in accordance with the documentary proof provided by the securities depository and clearing institution in the place where the Company's shares are listed, and the register of shareholders shall be sufficient proof of a shareholder's holding of the Company's shares. Shareholders shall enjoy rights and assume obligations in accordance with the class of shares held by them; shareholders holding the same class of shares shall enjoy equal rights and assume the same obligations.

Any shareholder whose name is registered on the register of H Share shareholders, or any person who requests to have his/her name entered in the register of H Share shareholders, may, if his/her share certificate is lost, apply to the Company for a replacement share certificate in respect of such shares. If a holder of overseas-listed foreign shares loses his/her share certificate and applies for a replacement, the matter may be dealt with in accordance with the laws, the rules of the stock exchange or other relevant regulations of the place where the original register of holders of overseas-listed foreign shares is kept.

The Company shall sign a securities registration and service agreement with the securities depository and clearing institutions for the purpose of consulting the information and shareholding changes (including share pledges) of major shareholders on a regular basis, in order to be fully aware of the shareholding structure of the Company in a timely manner.

Article 38 When the Company convenes a shareholders' general meeting, distributes dividends, enters into liquidation or carries out other activities for which it is necessary to ascertain the identity of shareholders, the Board of Directors or the convener of the shareholders' general meeting shall determine a record date. Shareholders entitled to the relevant rights and interests shall be those whose names appear in the register of shareholders at the close of business on the record date.

Article 39 The shareholders of the Company shall enjoy the following rights:

(1) the right to receive dividends and other distributions in proportion to the number of shares held;

(2) to request the convening of, convene, preside over, attend or appoint a proxy to attend a shareholders' general meeting, and to exercise the corresponding rights to speak and vote in accordance with the law;

(3) to supervise, make suggestions on or make inquiries about the operations of the Company;

(4) to transfer, donate, or pledge the shares held by them in accordance with the laws, administrative regulations, departmental rules, normative documents, and regulatory rules of the stock exchange of the place where the Company's shares are listed, and the provisions of these Articles of Association;

(5) to inspect and copy these Articles of Association, the register of shareholders, minutes of shareholders' general meetings, resolutions of meetings of the Board of Directors, and financial and accounting reports; shareholders who meet the prescribed conditions may inspect the Company's accounting books and accounting vouchers;

(6) in the event of the termination or liquidation of the Company, to participate in the distribution of the remaining assets of the Company in proportion to the number of shares held;

(7) to require the Company to acquire the shares of any shareholder who objects to a resolution on the merger or division of the Company adopted at a shareholders' general meeting;

(8) other rights provided for by the laws, administrative regulations, departmental rules, normative documents, and regulatory rules of the stock exchange(s) where the Company's shares are listed, or by these Articles of Association.

Article 40 Where a shareholder requests to inspect or copy the relevant materials of the Company, he/she shall comply with the Company Law, the Securities Law, and other laws and regulations and administrative regulations.

Article 41 If a resolution of a shareholders' general meeting or a meeting of the board of directors is in violation of any law or administrative regulation, the shareholders are entitled to request the People's Court to invalidate it.

If the procedures for convening a shareholders' general meeting or a meeting of the Board of Directors, or the method of voting thereat, violate any law, administrative regulation, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, or if the content of a resolution violates these Articles of Association, the shareholders shall have the right to request the People's Court to rescind the resolution within sixty days from the date the resolution is made. However, this shall not apply where the procedures for convening or the voting methods of a shareholders' general meeting or a board meeting contain only minor defects which do not have a material impact on the resolutions.

Where the Board of Directors, shareholders, or other relevant parties have a dispute regarding the validity of a resolution of the shareholders' general meeting, they shall timely initiate litigation with a People's Court. Prior to the People's Court rendering a judgment or ruling, such as the revocation of a resolution, the relevant parties shall implement the resolution of the shareholders' general meeting. The Company, directors, and senior management shall earnestly perform their duties to ensure the normal operation of the Company.

Where the People's Court makes a judgment or ruling on a relevant matter, the Company shall fulfill its obligation to disclose information in accordance with the provisions of laws, administrative regulations, the CSRC and the securities regulatory rules of the places where the Company's shares are listed, fully explain the impact, and actively cooperate with the enforcement of the judgment or ruling after it has come into effect. Where corrections of prior period matters are involved, the same shall be handled in a timely manner and the corresponding information disclosure obligations shall be performed.

Article 42 A resolution of a shareholders' general meeting or the Board of Directors shall not be formed under any of the following circumstances:

(1) a resolution is made without a shareholders' general meeting or a meeting of the Board of Directors having been held;

(2) the shareholders' general meeting or the meeting of the Board of Directors fails to vote on the resolution;

(3) the number of persons attending the meeting or the number of voting rights held by them does not reach the number of persons or the number of voting rights held by them as prescribed by the Company Law or these Articles of Association;

(4) the number of persons consenting to the resolution or the number of voting rights held by them fails to reach the number of persons or the number of voting rights held by them as prescribed by the Company Law or these Articles of Association.

Article 43 Where directors (other than members of the Audit Committee) and senior management personnel, in the course of performing their duties for the Company, violate the provisions of laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association and cause losses to the Company, shareholder(s) holding, individually or jointly, one percent or more of the shares of the Company for 180 consecutive days or more shall have the right to request the Audit Committee in writing to initiate legal proceedings in the People's Court.

Where a member of the Audit Committee, in the course of performing his/her duties for the Company, violates the provisions of laws, administrative regulations or these Articles of Association and causes losses to the Company, the aforesaid shareholder(s) may request the Board of Directors in writing to initiate legal proceedings in the People's Court.

Where the Audit Committee or the Board of Directors refuses to initiate legal proceedings upon receipt of the written request of the shareholder(s) as stipulated in the preceding paragraph, or fails to initiate legal proceedings within thirty days of receipt of the request, or in the case of an emergency where failure to immediately initiate legal proceedings will result in irreparable damage to the interests of the Company, the shareholder(s) as prescribed in the preceding paragraph shall, for the benefit of the Company and in his/her/their own name(s), have the right to directly initiate legal proceedings in the People's Court.

Where any other person infringes the lawful rights and interests of the Company and causes losses to the Company, the shareholder(s) as prescribed in the first paragraph of this Article may initiate legal proceedings in the People's Court in accordance with the provisions of the two preceding paragraphs.

If directors, supervisors, and senior management personnel of the Company's wholly-owned subsidiaries violate laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed, or the provisions of these Articles of Association during the performance of their duties, causing losses to the Company, or if a third party infringes upon the legitimate rights and interests of the Company's wholly-owned subsidiaries, causing losses, shareholders who individually or collectively hold one percent or more of the Company's shares for 180 consecutive days or more may, in accordance with the provisions of the first three paragraphs of Article 189 of the Company Law, make a written request to the supervisory committee or the board of directors of such wholly-owned subsidiaries to file a lawsuit with the People's Court, or directly file a lawsuit with the People's Court in their own names.

Article 44 Where any director or senior management member violates the provisions of laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed, or these Articles of Association, thereby harming the interests of shareholders, the shareholders may initiate legal proceedings in a People's Court.

Article 45 Shareholders of the Company shall assume the following obligations:

(1) to comply with laws, administrative regulations and these Articles of Association;

(2) to pay subscription monies according to the number of shares subscribed for and the method of subscription;

(3) not to withdraw their share capital, except as provided for in laws and regulations;

(4) not to abuse shareholder rights to harm the interests of the Company or other shareholders; and not to abuse the independent legal person status of the Company and the limited liability of shareholders to harm the interests of the creditors of the Company;

(5) other obligations imposed by laws, administrative regulations and these Articles of Association.

Article 46 A shareholder of the Company who abuses his/her/its shareholder rights and causes losses to the Company or its other shareholders shall be liable for compensation in accordance with the law. A shareholder who abuses the Company's independent legal person status or a shareholder's limited liability to evade debts, thereby causing serious harm to the interests of the Company's creditors, shall bear joint and several liability for the Company's debts.

Section 2 Controlling Shareholder and De Facto Controller

Article 47 The controlling shareholder and the de facto controller of the Company shall exercise their rights and fulfill their obligations in accordance with laws, administrative regulations, the requirements of the CSRC, the stock exchanges where the Company's shares are listed and the securities regulatory rules of the places where the Company's shares are listed to safeguard the interests of the Company.

Article 48 The controlling shareholder and the de facto controller of the Company shall comply with the following provisions:

(1) to exercise their rights as shareholders in accordance with the law and not to abuse their control or use their connected relationship to harm the legitimate rights and interests of the Company or other shareholders;

(2) to strictly fulfill their public statements and various undertakings and not to alter or waive them without authorization;

(3) to fulfill their information disclosure obligations in strict accordance with relevant regulations, proactively cooperate with the Company in information disclosure and inform the Company in a timely manner of material events that have occurred or are proposed to occur;

(4) not to occupy the Company's funds in any manner;

(5) not to compel, instruct, or require the Company and its relevant personnel to provide guarantees in violation of laws and regulations;

(6) not to use the Company's undisclosed material information to seek benefits, not to disclose in any way undisclosed material information relating to the Company, and not to engage in insider dealing, short-swing trading, market manipulation or other illegal and unlawful acts;

(7) not to harm the legitimate rights and interests of the Company and other shareholders through unfair connected transactions, profit distribution, asset restructuring, external investment or any other means;

(8) to ensure the integrity of the Company's assets, and the independence of its personnel, finance, organization and business, and not to affect the independence of the Company in any way;

(9) other provisions of laws, administrative regulations, the CSRC, the securities regulatory rules of the places where the Company's shares are listed, and these Articles of Association.

The controlling shareholder and the de facto controller of the Company who do not serve as directors of the Company but actually carry out the Company's affairs shall be subject to the provisions of the Articles of Association regarding the fiduciary duty and diligence duty of directors.

Where a controlling shareholder or de facto controller of the Company instructs a director or senior management member to engage in an act that is detrimental to the interests of the Company or its shareholders, it/he/she shall bear joint and several liability with such director or senior management member.

Article 49 Where a controlling shareholder or de facto controller pledges the shares of the Company that it/he/she holds or effectively controls, it/he/she shall maintain the stability of the Company's control and its production and operation.

Article 50 Where a controlling shareholder or de facto controller transfers the shares of the Company held by it/him/her, it/he/she shall comply with the restrictive provisions on the transfer of shares set out in laws, administrative regulations, and the regulations of the CSRC and the stock exchanges of the places where the Company's shares are listed, as well as its/his/her undertakings in respect of restrictions on the transfer of shares.

Section 3 General Provisions of Shareholders' General Meeting

Article 51 The general meeting of shareholders of the Company shall be composed of all shareholders. The shareholders' general meeting is the organ of power of the Company and shall exercise the following functions and powers in accordance with the law:

(1) to elect and replace directors and to determine matters relating to the remuneration of directors;

(2) to consider and approve the report of the Board of Directors;

(3) to consider and approve the profit distribution plan and the loss make-up plan of the Company;

(4) to resolve on the increase or reduction of the Company's registered capital;

(5) to resolve on the issuance of corporate bonds;

(6) to pass resolutions on the merger, division, dissolution, liquidation, or change in corporate form of the Company;

(7) to amend the Articles of Association;

(8) to resolve on the appointment or dismissal of the accounting firm that undertakes the audit business of the Company;

(9) to consider and approve the guarantees as stipulated in Article 52 of these Articles of Association;

(10) to consider and approve matters relating to the provision of financial assistance as prescribed in Article 53 of these Articles of Association;

(11) to consider and approve the transactions as stipulated in Article 54 of these Articles of Association;

(12) to consider matters relating to the Company's purchase or sale of material assets within one year where the value of such assets exceeds thirty percent of the Company's latest audited total assets;

(13) to consider connected transaction matters (excluding the provision of guarantees) between the Company and connected persons involving an amount exceeding RMB30 million and representing more than five percent of the absolute value of the Company's latest audited net assets;

(14) to consider and approve matters relating to any change in the use of proceeds;

(15) to consider the share incentive plan and employee stock ownership plan of the Company;

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

Unless otherwise provided by laws, administrative regulations, the provisions of the CSRC or the rules of the stock exchange, the aforementioned functions and powers of the shareholders' general meeting shall not be exercised by the board of directors or other organizations or individuals on its behalf through authorization.

The general meeting may authorize the Board of Directors to make a resolution on the issuance of corporate bonds.

Article 52 The following guarantees provided by the Company shall be submitted to the shareholders' general meeting for consideration after being considered and approved by the Board of Directors:

(1) a single guarantee with an amount exceeding 10% of the Company's latest audited net assets;

(2) any guarantee to be provided after the total amount of guarantees provided by the Company and its holding subsidiaries exceeds 50% of the Company's latest audited net assets;

(3) a guarantee provided for a party whose asset-liability ratio exceeds 70%;

(4) the amount of guarantees within any twelve consecutive months exceeds 50% of the Company's latest audited net assets and the absolute amount exceeds RMB50 million;

(5) any guarantee to be provided after the total amount of guarantees provided by the Company and its holding subsidiaries exceeds 30% of the Company's latest audited total assets;

(6) the amount of guarantees within any twelve consecutive months exceeds 30% of the Company's latest audited total assets;

(7) a guarantee provided to a shareholder, de facto controller or their connected persons;

(8) other guarantee circumstances as prescribed by the CSRC, the SZSE, the Stock Exchange, or these Articles of Association.

The term "guarantee" as referred to in this Article shall mean a guarantee provided by the Company for others, including a guarantee for its holding subsidiaries.

When the shareholders' general meeting considers the guarantee matter mentioned in item (5) of the first paragraph of this Article, it must be passed by more than two-thirds of the voting rights held by the shareholders present at the meeting.

When a proposal on providing a guarantee for any shareholder, de facto controller or its connected persons is being considered at a shareholders' general meeting, the said shareholder or the shareholders controlled by the said de facto controller shall not participate in the voting on the proposal, and the proposal shall be passed by more than half of the voting rights held by the other shareholders attending the shareholders' general meeting.

Where a listed company provides a guarantee for a wholly-owned subsidiary, or provides a guarantee for a holding subsidiary and the other shareholders of such holding subsidiary provide guarantees in the same proportion to their respective equity interests, such guarantee may be exempted from submission to the shareholders' general meeting for consideration if it falls under any of the circumstances set out in items (1) to (4) of the first paragraph of this Article.

Article 53 Where the provision of financial assistance (including entrusted loans) by the Company falls under any of the following circumstances, it shall be submitted to the shareholders' general meeting for consideration after being considered and approved by the board of directors:

(1) the asset-liability ratio of the recipient of the financial assistance for the latest audited period exceeds 70%;

(2) the amount of a single provision of financial assistance or the cumulative amount of financial assistance provided within any twelve consecutive months exceeds 10% of the Company's latest audited net assets;

(3) other circumstances as prescribed by the CSRC, the SZSE or these Articles of Association.

Where the recipient of the financial assistance provided by the Company is a holding subsidiary within the scope of the Company's consolidated financial statements and in which the Company holds more than 50% of the equity interest, the provisions of the preceding paragraph shall be exempted.

Article 54 Where a transaction entered into by the Company (excluding the provision of guarantees and the provision of financial assistance) meets any of the following criteria, it shall be submitted to the shareholders' general meeting for consideration:

(1) where the total assets involved in the transaction account for 50% or more of the Company's latest audited total assets; if the total assets involved in the transaction have both a book value and an appraised value, the higher of the two shall be taken as the basis for calculation;

(2) the operating revenue related to the subject of the transaction (such as equity) in the most recent accounting year accounts for 50% or more of the Company's audited operating revenue in the most recent accounting year, and the absolute amount exceeds RMB50 million;

(3) the net profit related to the subject of the transaction (such as equity) in the most recent accounting year accounts for 50% or more of the Company's audited net profit in the most recent accounting year, and the absolute amount exceeds RMB5 million;

(4) the transaction consideration (including liabilities and expenses assumed) accounts for 50% or more of the Company's latest audited net assets, and the absolute amount exceeds RMB50 million;

(5) the profit generated from the transaction accounts for 50% or more of the listed company's audited net profit for the most recent accounting year, and the absolute amount exceeds RMB5 million.

If any data involved in the calculation of the above indicators is a negative value, its absolute value shall be used for the calculation.

When the Company conducts transactions of the same category and involving related subject matter as stipulated in this Article, the principle of cumulative calculation for a continuous twelve-month period shall apply. Where obligations have been performed in accordance with this Article, they shall no longer be included in the scope of the relevant cumulative calculation.

Where the Company enters into two simultaneous transactions in opposite directions with the same counterparty, the provisions of this Article shall apply, using the higher of the indicators involved in the transaction in a single direction as the calculation standard.

Where the Company conducts entrusted wealth management on a rolling basis over twelve consecutive months, the maximum balance during such period shall be taken as the transaction amount, and the provisions of this Article shall apply.

Where the Company makes an external investment to establish a limited liability company, a joint stock limited company or another organization, the provisions of this Article shall apply based on the total amount of capital contribution as agreed in the agreement.

Where the subject of a transaction is equity, and the purchase or sale of such equity will result in a change in the scope of the Company's consolidated financial statements, the total assets and operating revenue of the company corresponding to such equity shall be used as the calculation standard, and the provisions of this Article shall apply. Where the aforementioned equity transaction does not result in a change in the scope of the consolidated financial statements, the relevant financial indicators shall be calculated based on the proportion of change in the equity interest held by the Company, and the provisions of this Article shall apply.

Where the Company directly or indirectly waives rights such as the right of first refusal or the right to subscribe for capital contributions in respect of the equity of a holding subsidiary, resulting in a change in the scope of the consolidated financial statements, the relevant financial indicators of such holding subsidiary shall be used as the calculation basis, and the provisions of this Article shall apply. Where the Company waives or partially waives its rights, such as the right of first refusal or the right to subscribe for capital contributions, in respect of the equity in a holding subsidiary or an associate, which does not result in a change in the scope of the consolidated financial statements but leads to a decrease in the proportion of equity held in such company, the higher of the relevant financial indicators calculated based on the proportion of change in the interest held and the actual consideration for the transfer or capital contribution shall be used as the calculation standard, and the provisions of this Article shall apply. Where the Company waives or partially waives its right of first refusal, right to subscribe for capital contributions, or other similar rights in respect of its subordinate non-corporate entities, cooperative projects, etc., the provisions of this paragraph shall apply *mutatis mutandis*.

Article 55 Shareholders' general meetings are divided into annual general meetings and extraordinary general meetings. An annual general meeting shall be held once every year within six months after the end of the previous financial year.

Article 56 The Company shall convene an extraordinary shareholders' general meeting within two months from the date of occurrence of any of the following circumstances:

(1) the number of directors is less than the number stipulated in the Company Law or is less than two-thirds of the number specified in these Articles of Association;

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

(3) upon request by shareholder(s) individually or collectively holding ten percent or more of the Company's shares;

(4) whenever the Board of Directors deems it necessary;

(5) when proposed by the Audit Committee;

(6) when proposed by one-half or more of the independent directors;

(7) other circumstances as 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.

Article 57 The venue for the Company to convene a shareholders' general meeting shall be the domicile of the Company or such other place as determined by the convener of the shareholders' general meeting and specified in the notice of the shareholders' general meeting. A shareholders' general meeting shall have a physical venue and be held as a physical meeting, and may also be held simultaneously by means of electronic communication. The Company will also provide online voting to facilitate shareholders' participation in shareholders' general meetings.

Article 58 When the Company convenes a shareholders' general meeting, it shall engage lawyers to issue and announce a legal opinion on the following matters:

(1) whether the procedures for convening and holding the meeting comply with laws, administrative regulations and these Articles of Association;

(2) whether the qualifications of the attendees and the convener are lawful and valid;

(3) whether the voting procedure and voting results of the meeting are lawful and valid;

(4) legal opinions on any other relevant matters at the request of the Company.

Section 4 Convening of Shareholders' General Meetings

Article 59 The board of directors shall convene the shareholders' general meeting on time within the prescribed time limit. Subject to the consent of more than half of all independent directors, the independent directors shall have the right to propose to the board of directors the convening of an extraordinary general meeting. With respect to a proposal by the independent directors to convene an extraordinary shareholders' general meeting, the Board of Directors shall, in accordance with the provisions of laws, administrative regulations, and these Articles of Association, provide written feedback expressing its agreement or disagreement with the convening of the extraordinary shareholders' general meeting within ten days after receipt of the proposal. If the Board of Directors agrees to convene an extraordinary shareholders' general meeting, it shall issue a notice of the shareholders' general meeting within five days after the board resolution is made; if the Board of Directors does not agree to convene an extraordinary shareholders' general meeting, it shall state the reasons and make an announcement.

Article 60 The Audit Committee shall have the right to propose the convening of an extraordinary general meeting to the Board of Directors, and shall submit such proposal in writing to the Board of Directors. The Board of Directors shall, 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, provide written feedback on whether it agrees or disagrees to convene an extraordinary shareholders' general meeting within ten days after receiving the proposal.

Where the Board of Directors agrees to convene an extraordinary shareholders' general meeting, it shall issue a notice of the shareholders' general meeting within five days of making the board resolution. Any change to the original proposal in the notice shall be subject to the consent of the Audit Committee.

Where the Board of Directors does not agree to convene an extraordinary shareholders' general meeting, or fails to provide feedback within ten days of receiving the proposal, the Board of Directors shall be deemed to be unable to perform or to have failed to perform its duty to convene a shareholders' general meeting, and the Audit Committee may convene and preside over such meeting on its own.

Article 61 Shareholders individually or jointly holding ten percent or more of the shares of the Company shall have the right to request the Board of Directors to convene an extraordinary shareholders' general meeting, and shall submit such request to the Board of Directors in writing. The Board of Directors shall, 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, provide written feedback on whether it agrees or disagrees to convene an extraordinary shareholders' general meeting within ten days after receiving the request.

If the Board of Directors agrees to convene an extraordinary shareholders' general meeting, the notice of the shareholders' general meeting shall be issued within five days after the passing of the relevant resolution of the Board of Directors. Any change to the original request made in the notice shall require the consent of the relevant shareholders.

If the Board of Directors does not agree to convene an extraordinary shareholders' general meeting or does not provide any feedback within ten days after receiving such request, shareholders holding, individually or jointly, ten percent or more of the Company's shares shall have the right to propose to the Audit Committee the convening of an extraordinary shareholders' general meeting, and such request shall be made in writing to the Audit Committee.

If the Audit Committee agrees to convene an extraordinary shareholders' general meeting, it shall issue a notice to convene the shareholders' general meeting within five days of receiving the request, and any change to the original request in the notice must be approved by the relevant shareholders.

If the Audit Committee fails to issue the notice of the shareholders' general meeting within the prescribed period, the Audit Committee shall be deemed not to be convening and presiding over the shareholders' general meeting, and shareholders who individually or collectively hold ten percent or more of the Company's shares for 90 consecutive days or more may convene and preside over the shareholders' general meeting on their own.

If other provisions are stipulated under laws, administrative regulations, departmental rules, and the securities regulatory rules of the place where the shares of the Company are listed, such provisions shall prevail.

Article 62 Where the Audit Committee or shareholders decide to convene a shareholders' general meeting on their own initiative, they shall notify the Board of Directors in writing and, at the same time, file a record with the SZSE.

The shareholding proportion of the convening shareholders shall not be lower than ten percent prior to the announcement of the resolutions of the shareholders' general meeting.

The Audit Committee or convening shareholder(s) shall submit the relevant supporting documents to the SZSE when issuing the notice of the shareholders' general meeting and the announcement of the resolutions of the shareholders' general meeting.

Article 63 In respect of a shareholders' general meeting convened by the Audit Committee or shareholders on its/their own initiative, the Board of Directors and the secretary to the Board of Directors shall cooperate. The Board of Directors shall provide the register of shareholders as of the record date.

Article 64 The necessary expenses for a shareholders' general meeting convened by the Audit Committee or shareholders on their own shall be borne by the Company.

Section 5 Motions and Notices of Shareholders' General Meetings

Article 65 The content of a proposal shall fall within the scope of the functions and powers of the shareholders' general meeting, have a clear topic and specific matters for resolution, and 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 66 When the Company convenes a shareholders' general meeting, the Board of Directors, the Audit Committee and shareholders holding, individually or jointly, one percent or more of the shares of the Company shall be entitled to submit proposals to the Company.

Shareholders holding, individually or jointly, one percent or more of the shares of the Company may submit an extraordinary proposal in writing to the convener ten days prior to the holding of the shareholders' general meeting. The convener shall issue a supplementary notice of the shareholders' general meeting within two days after receipt of the proposal, announce the content of the extraordinary proposal, and submit such extraordinary proposal to the shareholders' general meeting for consideration. However, this shall not apply where the extraordinary proposal violates the provisions of 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 scope of the functions and powers of the shareholders' general meeting.

Save for the circumstances specified in the preceding paragraph, the convener shall not amend any proposal set out in the notice of the shareholders' general meeting or add any new proposal after the announcement of the notice of the shareholders' general meeting.

Any proposal which is not set out in the notice of the shareholders' general meeting or does not comply with the provisions of these Articles of Association shall not be voted upon and resolved at the meeting.

Article 67 The convener shall notify all shareholders by way of announcement twenty-one days prior to the convening of the annual general meeting. Notice of an extraordinary shareholders' general meeting shall be given to all shareholders by way of announcement fifteen days prior to the convening of the meeting. In determining the commencement date and the period, the date on which the meeting is held shall not be included.

Article 68 The notice of the general meeting shall include the following contents:

(1) the time, place and duration of the meeting;

(2) matters and proposals submitted to the meeting for consideration;

(3) an explanation in conspicuous words: all ordinary shareholders, shareholders holding shares with special voting rights and other shareholders are entitled to attend the shareholders' general meeting, and may appoint a proxy in writing to attend the meeting and vote, and such proxy need not be a shareholder of the Company;

(4) the record date for determining the entitlement of shareholders to attend the shareholders' general meeting;

(5) the name and telephone number of the designated liaison for the meeting;

(6) the time and procedures for voting by online or other means.

The notice and the supplementary notice of the general meeting shall disclose, fully and completely, all specific contents of all proposals.

The start time for voting by online or other means for the shareholders' general meeting shall not be earlier than 3:00 p.m. on the day preceding the date on which the physical shareholders' general meeting is convened, and shall not be later than 9:30 a.m. on the day the physical shareholders' general meeting is held, and its closing time shall not be earlier than 3:00 p.m. on the day the physical shareholders' general meeting concludes.

The interval between the record date and the meeting date shall not be more than seven working days. Once the record date is fixed, it shall not be altered.

Article 69 Where the election of directors is to be discussed at a shareholders' general meeting, the detailed information of the director candidates shall be fully disclosed in the notice of the shareholders' general meeting, which shall include at least the following:

(1) personal particulars, including educational background, work experience, and concurrent positions;

(2) whether there is any connected relationship with the Company or its controlling shareholders and de facto controllers;

(3) the number of shares of the Company held;

(4) whether they have been subject to any punishment by the CSRC or other relevant authorities or any disciplinary sanction by any stock exchange;

(5) information required to be disclosed in relation to the new appointment, re-election or re-designation of a director under the Hong Kong Listing Rules.

Except for the election of directors by cumulative voting, each director candidate shall be proposed as a separate proposal.

Article 70 Once the notice of a shareholders' general meeting is issued, the shareholders' general meeting shall not be postponed or canceled without a valid reason, and the proposals set out in the notice shall not be canceled. In the event of a postponement or cancelation, the convener shall make an announcement and explain the reason at least two working days prior to the originally scheduled date of the meeting. Where the Stock Exchange has special provisions on the procedures for postponing or canceling a general meeting, such provisions shall prevail, provided that they do not violate domestic regulatory requirements.

Section 6 Holding of Shareholders' General Meetings

Article 71 The Board of Directors of the Company and other conveners shall take necessary measures to ensure the normal order of the shareholders' general meeting. Measures shall be taken to stop any act of disrupting a shareholders' general meeting, picking quarrels and provoking trouble or infringing upon the legitimate rights and interests of any shareholder, and such act shall be reported in a timely manner to the relevant authorities for investigation and handling.

Article 72 All ordinary shareholders, shareholders holding shares with special voting rights, and other shareholders or their proxies, who are registered on the register of shareholders on the record date in accordance with the securities regulatory rules of the place where the Company's shares are listed, shall be entitled to attend the shareholders' general meeting and exercise their voting rights in accordance with relevant laws, regulations, and these Articles of Association (unless an individual shareholder is required by the securities regulatory rules of the place where the Company's shares are listed to abstain from voting on a particular matter).

Shareholders may attend a shareholders' general meeting in person, or appoint a proxy to attend and vote on their behalf.

Article 73 An individual shareholder who attends a meeting in person shall produce his/her identity card or other valid document or proof of identity; a proxy who attends a meeting on behalf of another person shall produce his/her valid identity document and the shareholder's instrument of proxy.

A corporate shareholder shall be represented at a meeting by its legal representative or a proxy appointed by its legal representative. Where the legal representative attends the meeting, he/she shall produce his/her identity card and valid proof of his/her capacity as a legal representative; where a proxy attends the meeting, the proxy shall produce his/her identity card and a written instrument of proxy lawfully issued by the legal representative of the corporate shareholder (signed by the legal representative and affixed with the common seal of the corporate entity) (except for a shareholder which is a Recognized Clearing House as defined by the relevant ordinances in force from time to time under the laws of Hong Kong or the securities regulatory rules of the place where the Company's shares are listed).

If such shareholder is a Recognized Clearing House (or its nominee) as defined by the relevant ordinances of the laws of Hong Kong in effect from time to time, such shareholder may authorize one or more persons as it thinks fit to act as its representative(s) at any shareholders' general meeting or any class meeting. However, if more than one person is so authorized, the instrument of proxy shall specify the number and class of shares in respect of which each such person is so authorized, and the instrument of proxy shall be signed by an authorized officer of the Recognized Clearing House. A person so authorized may represent the Recognized Clearing House (or its nominee) and exercise its rights at a meeting (without being required to produce evidence of shareholding, a notarized power of attorney and/or further evidence to prove that he/she has been duly authorized) as if he/she were an individual shareholder of the Company.

A shareholder that is a partnership shall be represented at meetings by its executive partner, the designated representative of its executive partner, or a proxy appointed by the designated representative of its executive partner. Where the executive partner or the designated representative of the executive partner attends the meeting, he/she shall produce his/her identity card and valid proof of his/her capacity as the executive partner or the designated representative of the executive partner; where a proxy attends the meeting, the proxy shall produce his/her identity card and a written instrument of proxy lawfully issued by the executive partner or the designated representative of the executive partner of the partnership (affixed with the seal of the partnership).

Any shareholder entitled to attend and vote at a shareholders' general meeting shall have the right to appoint one or more persons (who need not be shareholders) as his/her proxies to attend and vote on his/her behalf. The instrument appointing a proxy shall be deposited at the domicile of the Company or at such other place as is specified in the notice of the meeting at least 24 hours before the time for holding the meeting at which the person named in the instrument proposes to vote, or 24 hours before the time appointed for the taking of the poll.

Where the principal is a legal person, its legal representative or a person authorized by a resolution of its board of directors or other decision-making body shall attend the shareholders' general meeting of the Company as its representative.

Article 74 An instrument of proxy issued by a shareholder to authorize another person to attend a shareholders' general meeting shall state the following:

(1) the name of the principal, and the class and number of shares of the Company held;

(2) the name of the proxy;

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

(4) the date of issue and the period of validity of the instrument of proxy;

(5) the signature (or seal) of the principal. If the principal is a corporate shareholder, the instrument of proxy shall be affixed with the common seal of the corporate entity.

Article 75 The instrument of proxy shall state that if the shareholder does not give specific instructions, the proxy may vote as he/she thinks fit.

Article 76 If an instrument of proxy is signed by a person on behalf of the appointor under a power of attorney or other authority, such power of attorney or other authority shall be notarized. The notarized power of attorney or other authority, together with the instrument of proxy, shall be deposited at the domicile of the Company or at such other place as is specified for that purpose in the notice convening the meeting.

Article 77 The register of persons attending the meeting shall be prepared by the Company. The register of attendees shall state the names (or names of corporations), identification document numbers, the number of voting shares held or represented, the names of the principals (or names of corporations), and other particulars.

Article 78 The convener and the lawyer engaged by the Company shall, in accordance with the register of shareholders provided by the securities depository and clearing institution in the place where the Company's shares are listed and the securities regulatory rules of the place where the Company's shares are listed, jointly verify the legality of the shareholders' qualifications and register the names of the shareholders and the number of voting shares held by them. The registration for the meeting shall end before the chairman of the meeting announces the number of shareholders and proxies attending the meeting in person and the total number of shares carrying voting rights held by them.

Article 79 If a shareholders' general meeting requires directors and senior management personnel to attend the meeting, the directors and senior management personnel shall attend the meeting and answer inquiries from shareholders. Subject to compliance with the securities regulatory rules of the place where the shares of the Company are listed, the aforementioned persons may attend or be present at the meeting via the internet, video, telephone or other means with equivalent effect.

Article 80 Shareholders' general meetings shall be presided over by the Chairman of the Board. Where the Chairman of the Board is unable to perform or fails to perform his/her duties, a director jointly elected by more than half of the directors shall preside.

A general meeting of shareholders convened by the Audit Committee on its own initiative shall be presided over by the convener of the Audit Committee. Where the convener of the Audit Committee is unable to perform 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.

If a shareholders' general meeting is convened by the shareholders themselves, it shall be presided over by the convener or a representative elected by the convener.

If, during a shareholders' general meeting, the chairman of the meeting violates the rules of procedure, making it impossible for the meeting to continue, the shareholders present at the meeting may, with the consent of shareholders holding more than half of the voting rights present, elect one person to serve as chairman of the meeting, and the meeting shall continue.

Article 81 The Company shall formulate rules of procedure for shareholders' general meetings, which shall set out in detail the procedures for the convening, holding, and voting of shareholders' general meetings, including notice, registration, consideration of proposals, voting, counting of votes, announcement of voting results, the formation of resolutions, minutes of meetings and the signing thereof, announcements and other matters, as well as the principles for authorization by the shareholders' general meeting to the Board of Directors, and the content of such authorization shall be clear and specific. The rules of procedure for shareholders' general meetings shall be an appendix to these Articles of Association, and shall be drafted by the Board of Directors and approved by the shareholders' general meeting.

Article 82 At an annual general meeting, the Board of Directors shall report to the shareholders' general meeting on its work in the past year. Each independent director shall also give a work report.

Article 83 Directors and senior management personnel shall provide explanations and clarifications in response to inquiries and suggestions from shareholders at the shareholders' general meeting.

Article 84 The chairman of the meeting shall, before voting, announce the number of shareholders and proxies present at the physical meeting and the total number of voting shares held by them. The number of shareholders and proxies present at the physical meeting and the total number of voting shares held by them shall be based on the meeting registration.

Article 85 Minutes of shareholders' general meetings shall be kept, for which the secretary to the Board of Directors shall be responsible.

The minutes of the meeting shall record the following:

(1) the time, place, agenda of the meeting, and the name of the convener;

(2) the names of the chairman of the meeting and the directors and senior management personnel attending the meeting;

(3) 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;

(4) the deliberation process for each proposal, the main points of the speeches, and the voting results;

(5) the inquiries or suggestions from shareholders, and the corresponding replies or explanations;

(6) the names of the lawyer, vote counters and scrutineers;

(7) other matters that the shareholders' general meeting considers should be recorded in the minutes and as required by these Articles of Association.

Article 86 The convener shall ensure that the contents of the minutes of the meeting are true, accurate and complete. The directors, secretary to the Board, convener or his/her representative and the chairman of the meeting who attended or were present at the meeting shall sign the minutes of the meeting. The minutes of the meeting, together with the signed attendance register of shareholders present at the meeting, the instruments of proxy for proxies, and the valid data on voting by online and other means, shall be kept for a period of not less than ten years.

Article 87 The convener shall ensure that the shareholders' general meeting is held continuously until a final resolution is reached. force majeure or other special reasons leading to the suspension of a shareholders' general meeting or the inability to make a resolution, necessary measures shall be taken to resume the shareholders' general meeting as soon as possible or to terminate the current shareholders' general meeting directly, and a timely announcement shall be made. At the same time, the convener shall report to the local office of the CSRC where the Company is located and the stock exchange.

Section 7 Voting and Resolutions of Shareholders' General Meetings

Article 88 Resolutions of the shareholders' general meeting shall be classified into ordinary resolutions and special resolutions.

An ordinary resolution of the shareholders' general meeting must be passed by more than half of the voting rights held by the shareholders (including shareholder proxies) present at the meeting.

A special resolution of the shareholders' general meeting must be passed by more than two-thirds of the voting rights held by the shareholders (including shareholder proxies) present at the meeting.

Article 89 The following matters shall be passed by the shareholders' general meeting by way of ordinary resolutions:

(1) work reports of the Board of Directors;

(2) profit distribution plans and loss make-up plans formulated by the Board of Directors;

(3) appointments and removals of members of the Board of Directors, their remuneration and method of payment;

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

Article 90 The following matters shall be passed by a special resolution of the shareholders' general meeting:

(1) increase or reduction of the registered capital of the Company;

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

(3) amendment to these Articles of Association;

(4) purchase or sale of material assets or provision of guarantees to others by the Company within one year, where the amount exceeds thirty percent of the Company's latest audited total assets;

(5) share incentive plans;

(6) other matters required by laws, administrative regulations, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, and any other matters considered by the shareholders' general meeting by way of an ordinary resolution to have a material impact on the Company and which are required to be passed by a special resolution.

Article 91 A shareholder (including a proxy) shall exercise his/her voting rights according to the number of voting shares he/she represents, and each share shall have one vote, except for holders of class shares. On a poll, a shareholder (including a proxy) entitled to two or more votes is not required to cast all his/her votes for or against any resolution or to abstain from voting on all his/her votes.

When a shareholders' general meeting considers material matters affecting the interests of small and medium-sized investors, the votes of such small and medium-sized investors shall be counted separately. The separate vote counting results shall be disclosed publicly in a timely manner.

Shares of the Company held by the Company shall carry no voting rights and shall not be counted in the total number of voting shares represented by shareholders present at the shareholders' general meeting.

If a shareholder's purchase of the Company's voting shares violates the provisions of the first or second paragraph of Article 63 of the Securities Law, the portion of shares exceeding the prescribed ratio shall not be entitled to vote for a period of thirty-six months after the purchase and shall not be counted in the total number of voting shares present at a shareholders' general meeting.

The Board of Directors, independent directors, shareholders holding more than one percent of the voting shares, or investor protection institutions established in accordance with laws, administrative regulations or the provisions of the securities regulatory authorities in the place where the Company's shares are listed may publicly solicit voting rights from shareholders. When soliciting voting rights from shareholders, sufficient disclosure of information such as the specific voting intention shall be made to the persons from whom voting rights are being solicited. The solicitation of voting rights from shareholders for consideration or in a disguised form of consideration is prohibited. Except under statutory conditions, the Company shall not impose any minimum shareholding restriction on the solicitation of voting rights.

Article 92 When a shareholders' general meeting considers matters concerning connected transactions, connected shareholders shall not participate in the voting, and the number of voting shares they represent shall not be counted in the total number of valid votes; the announcement of the resolutions of the shareholders' general meeting shall fully disclose the voting of non-connected shareholders.

The abstention and voting procedures for connected shareholders are as follows:

(1) The Board of Directors shall make a decision on the abstention of connected shareholders before the convening of the shareholders' general meeting. (2) When the shareholders' general meeting considers a matter relating to a connected transaction, the chairman shall explain to the meeting that the transaction is a connected transaction, identify the connected shareholders involved, and state that such connected shareholders shall abstain from voting. The voting representative of a connected shareholder shall immediately deliver the ballot marked with the words "abstention from voting by connected shareholder" to the chief scrutineer of the meeting. Thereafter, other shareholders shall vote on the matter.

(2) Where a connected shareholder has not abstained from voting, other shareholders shall have the right to apply to the chairman of the meeting for the abstention of such connected shareholder and state the reasons for such abstention. The chairman of the meeting shall, in accordance with relevant laws, regulations and normative documents, decide whether the shareholder shall abstain. Where the chairman of the meeting is unable to determine whether the shareholder requested to abstain from voting shall abstain, or where a relevant shareholder objects to whether the shareholder requested to abstain shall abstain, the matter of whether such shareholder shall abstain shall be decided by a vote of more than half of the voting rights held by all shareholders (including shareholder proxies) present at the meeting.

(3) If a connected shareholder who is not permitted to vote participates in the voting without authorization, the vote cast shall be treated as void.

Article 93 The Company shall, on the premise of ensuring the legality and validity of the shareholders' general meeting, provide convenience for shareholders to attend the meeting through various means and channels, with priority given to modern information technology means such as online platforms.

Article 94 Except in special circumstances such as a crisis in the Company, the Company shall not, without the approval of the shareholders' general meeting by a special resolution, enter into a contract with any person other than a director or senior management member to entrust the management of all or a substantial part of the Company's business to that person.

Article 95 The list of director candidates shall be submitted as a proposal to the shareholders' general meeting for resolution. The nomination method and procedure for directors are as follows:

(1) The Board of Directors and shareholders who individually or collectively hold one percent or more of the issued shares of the Company may nominate candidates for non-independent directors; an investor protection institution established in accordance with the law may publicly request shareholders to entrust it to exercise the right to nominate independent directors on their behalf.

(2) The nominator of a director shall obtain the consent of the nominee before making the nomination. The nominator shall have a full understanding of the nominee's profession, educational background, professional titles, detailed work experience, and all concurrent positions. In respect of a candidate for independent director, the nominator shall also fully understand the nominee's profession, educational background, professional title, detailed work experience, all concurrent positions, and whether there are any records of material dishonesty or other adverse records, and shall express an opinion on the nominee's compliance with the independence requirements and other conditions for serving as an independent director. The Company shall disclose the detailed information of the director candidates before the shareholders' general meeting is convened, so as to ensure that the shareholders have sufficient understanding of the candidates before voting.

(3) Before the shareholders' general meeting is convened, director candidates shall make a written undertaking to accept the nomination, confirm that the information disclosed by the Company about them is true, accurate and complete, and warrant that they will faithfully perform their duties if elected. (7) Independent director candidates shall also make a public statement regarding their compliance with the independence requirements and other conditions for serving as an independent director. (8) Before the shareholders' general meeting for the election of directors is convened, the Board of Directors shall announce the above-mentioned information in accordance with the relevant regulations.

(4) Before a shareholders' general meeting for the election of independent directors is convened, the Company shall submit the relevant materials of all nominees to the Board of Directors. If the Board of Directors has any objection to the relevant materials of a nominee, it shall submit its written opinion at the same time.

(5) The Company shall disclose relevant information prior to the convening of the shareholders' general meeting for the election of independent directors, and shall submit the relevant materials of all independent director candidates to the SZSE. The relevant materials submitted shall be true, accurate, and complete.

The SZSE shall review the relevant materials of the independent director candidates in accordance with the regulations, prudently determine whether the independent director candidates meet the qualifications for office, and shall have the right to raise objections. If the SZSE raises an objection, the Company shall not submit the candidate to the shareholders' general meeting for election.

When the shareholders' general meeting votes on the election of directors, a cumulative voting system may be implemented. Where the Company elects two or more independent directors, a cumulative voting system shall be adopted.

The cumulative voting system referred to in the preceding paragraph means that when directors are elected at a shareholders' general meeting, each share shall have a number of votes equal to the number of directors to be elected, and the voting rights held by a shareholder may be used cumulatively. (17) The Board of Directors shall announce the resumes and basic information of the director candidates to the shareholders.

A cumulative voting system shall be adopted for the election of two or more directors. Taking the election of directors as an example, the implementation shall be specifically governed by the following provisions:

(1) Where two or more directors are to be elected at a shareholders' general meeting, the cumulative voting system shall be adopted;

(2) Each share with voting rights held by the shareholders attending the meeting shall have a number of voting rights equal to the number of directors to be elected. That is, the total number of voting rights held by a shareholder in the election of directors shall be equal to the product of the number of shares held by such shareholder multiplied by the number of directors to be elected, i.e., "Total number of voting rights held by a shareholder = Total number of shares held by the shareholder × Number of director seats to be elected";

(3) A shareholder may cast all the voting rights of the shares held by them for one director candidate, or distribute them among several director candidates, provided that the cumulative number of votes cast by the shareholder shall not exceed the total number of valid voting rights held by them;

(4) Upon the conclusion of voting, the elected directors shall be determined from among the candidates who have received more than half of the votes represented by the shares with voting rights present at the meeting, in descending order based on the number of votes received by each candidate, up to the number of directors to be elected;

(5) In the event that two or more director candidates receive the same number of votes, and ranking by the number of votes may result in the number of elected directors exceeding the number of directors to be appointed, the matter shall be handled according to the following circumstances:

1. If the number of votes for all such eligible candidates is the same, a new election shall be held;

2. If two or more candidates for the last available director position(s) receive the same number of votes, the candidates ranked higher than them shall be elected, and a re-election shall be held for the two or more candidates who received the same number of votes for the last position(s). Where the internal audit department discovers relevant material issues or The election of the aforementioned directors shall be conducted by electing candidates in descending order based on the number of votes received. If the number of directors to be elected is not reached after three rounds of election by the shareholders' general meeting, the matter shall be handled in accordance with item (f) of this paragraph;

(6) If the number of directors elected is less than the number of directors to be elected, those director candidates who received votes representing more than half of the shares with voting rights held by the shareholders present shall be automatically elected. The remaining candidates shall be subject to a new round of election and voting by the shareholders' general meeting, and the elected directors shall be determined in accordance with the operating procedures set forth above. If the minimum number of directors required by law or these Articles of Association is still not reached after three rounds of elections at the shareholders' general meeting, the original directors shall not vacate their offices, and the Board of Directors shall convene a meeting within five days to call another extraordinary shareholders' general meeting and re-nominate candidates for the vacant directorships; The newly elected directors from the previous shareholders' general meeting shall remain validly elected, but their term of office shall only commence when the number of newly elected directors reaches the minimum number required by law or these Articles of Association.

Under the cumulative voting system, independent directors shall be elected separately from other members of the Board of Directors, and when electing independent directors, the voting results of small and medium-sized shareholders shall be counted and disclosed separately. Where national laws, regulations, relevant normative documents and these Articles of Association provide otherwise for the nomination and election of independent directors, such provisions shall prevail.

Article 96 Except for the cumulative voting system, the shareholders' general meeting shall vote on all proposals one by one; in the event that there are different proposals regarding the same matter, such proposals shall be voted on in the order of the time they were submitted. Unless a shareholders' general meeting is suspended or unable to pass a resolution due to force majeure or other special reasons, the shareholders' general meeting shall not set aside or fail to vote on a proposal.

Article 98 When a proposal is being considered at a shareholders' general meeting, no amendments shall be made to the proposal. Any amendment shall be deemed a new proposal and cannot be voted on at the current shareholders' general meeting.

Article 99 The same voting right can only be exercised by choosing one of the following methods: in person, online, or other voting methods. If the same voting right is exercised more than once, the first vote cast shall prevail.

Article 99 Votes at a general meeting shall be taken by poll.

Article 100 Before the shareholders' general meeting votes on a proposal, two shareholder representatives shall be elected to participate in the counting and scrutinizing of votes. Where a matter under consideration is connected to a shareholder, such shareholder and his/her proxy shall not participate in the counting or scrutinizing of votes.

When the shareholders' general meeting votes on a proposal, a lawyer and shareholder representatives shall be jointly responsible for counting and scrutinizing the votes, and the voting results shall be announced on the spot. The voting results of the resolution shall be recorded in the minutes of the meeting.

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

Article 101 The closing time of the physical shareholders' general meeting shall not be earlier than that for online or other voting methods. The chairman of the meeting shall announce the voting status and result of each proposal and, based on the voting results, decide whether the resolutions of the shareholders' general meeting are passed.

Before the official announcement of the voting results, the Company, vote counters, scrutineers, shareholders, online service providers and other relevant parties involved in the physical shareholders' general meeting, online and other voting methods shall have an obligation to keep the voting results confidential.

Article 102 Shareholders attending a shareholders' general meeting shall express one of the following opinions on the proposals submitted for voting: for, against or abstain. This shall not apply to cases where a securities registration and clearing institution, acting as the nominee holder of shares under the Stock Connect programs between the Mainland and Hong Kong, or a Recognized Clearing House or its nominee as defined by the relevant ordinances in force from time to time under the laws of Hong Kong acting as a nominee holder, makes a declaration in accordance with the expression of intent of the beneficial owners.

Any ballot paper which is left blank, incorrectly filled, illegible, or not cast shall be deemed to be an abstention by the voter, and the voting result for the number of shares held by such voter shall be counted as an "abstention".

Article 103 If the chairman of the meeting has any doubt as to the result of a resolution which has been put to the vote, he/she may have the votes counted. If the chairman of the meeting has not counted the votes, any shareholder or shareholder proxy present at the meeting who objects to the result announced by the chairman of the meeting shall have the right to demand a vote count immediately after the announcement of the voting result, and the chairman of the meeting shall have the votes counted immediately.

Article 104 Resolutions of the shareholders' general meeting shall be announced in a timely manner. The announcement shall state the number of shareholders and proxies present at the meeting, the total number of shares carrying voting rights held by them and the percentage of such shares out of the total number of shares carrying voting rights of the Company, the voting method, the voting result of each proposal and the detailed content of each resolution passed.

Article 105 Where a proposal is not passed, or where the current shareholders' general meeting amends a resolution of a previous shareholders' general meeting, a special reminder shall be made in the announcement of the resolutions of the shareholders' general meeting.

Article 106 Where a proposal concerning the election of directors is passed at a shareholders' general meeting, the term of office of the newly appointed directors shall commence from the date of the announcement of the resolution of the shareholders' general meeting.

Article 107 Where a proposal for the distribution of cash dividends or the issue of bonus shares or for the increase of share capital by way of capitalisation of capital reserves is passed at a general meeting, the Company shall implement the specific plan within two months after the conclusion of such general meeting. If the specific plan cannot be implemented within two months due to the provisions of laws, regulations and the securities regulatory rules of the place where the Company's shares are listed, the implementation date may be adjusted accordingly in accordance with the relevant provisions and as the circumstances may require.

CHAPTER 5 BOARD OF DIRECTORS

Section 1 Directors

Article 108 Directors of the Company shall be natural persons and shall possess the qualifications for appointment required by laws, administrative regulations, departmental rules, and the securities regulatory rules of the place where the Company's shares are listed. A person may not serve as a Director of the Company if any of the following circumstances applies:

(1) persons without capacity or with limited capacity for civil acts;

(2) persons who were sentenced to criminal punishment for corruption, bribery, embezzlement of property, misappropriation of property or disrupting the order of the socialist market economy, or who have been deprived of political rights for committing a crime, where less than five years have lapsed since the expiration of the execution period; or those who were sentenced to probation, where less than two years have lapsed since the expiration of the probation period;

(3) persons who were a director, factory director or manager of a company or enterprise which went into bankruptcy and liquidation and were personally liable for the bankruptcy of such company or enterprise, where less than three years have lapsed since the date of completion of the bankruptcy and liquidation of the company or enterprise;

(4) persons who were the legal representative of a company or an enterprise whose business license was revoked and which was ordered to close down for violation of laws, and who were personally liable therefor, where less than three years have lapsed since the date of the revocation of the business license or the order to close down;

(5) persons who have a relatively large amount of personal debt that is overdue and unpaid and have been listed by a People's Court as a dishonest judgment debtor;

(6) persons who have been subject to a securities market ban imposed by the CSRC, where the ban has not yet expired;

(7) persons who have been publicly identified by a stock exchange as unsuitable to serve as a director or senior management member of a company, and the period of such identification has not yet expired;

(8) other circumstances prescribed by laws, administrative regulations or departmental rules.

The election, appointment or engagement of any director in violation of this Article shall be null and void. Where a director falls under the circumstances prescribed in this Article during his/her term of office, the Company shall remove him/her from his/her position and suspend his/her performance of duties.

Article 109 Directors shall be elected or replaced by the shareholders' general meeting and may be removed from office by the shareholders' general meeting before the expiry of their term of office. The term of office of a director shall be three years, and a director may be re-elected to serve consecutive terms upon expiry of his/her term.

The term of office of a director shall be calculated from the date of his/her appointment until the expiry of the term of office of the current session of the Board of Directors. If a re-election is not carried out in a timely manner upon the expiry of the term of office of a director, the original director shall continue to perform his/her duties as a director in accordance with laws, administrative regulations, departmental rules and these Articles of Association until the newly elected director takes office.

Directors may concurrently serve as senior management personnel, provided that the total number of directors who concurrently serve as senior management personnel shall not exceed one-half of the total number of directors of the Company.

Where the number of employees of the Company is 300 or more, the Board of Directors shall include one representative of the employees of the Company. The employee representatives in the Board of Directors shall be elected democratically by the employees of the Company through the employee representative congress, the general meeting of employees or other forms, and are not required to be submitted to the shareholders' general meeting for consideration.

Article 110 Directors shall comply with laws, administrative regulations and these Articles of Association, owe the following duties of loyalty 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 owe the following duties of loyalty to the Company:

(1) not to use their position to accept bribes or other illegal income;

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

(3) not to deposit the Company's assets or funds in an account opened in his/her own name or in the name of another individual;

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

(5) without the consent of the shareholders' general meeting, not to use their position to seek business opportunities for themselves or others that should belong to the Company, unless it is reported to the Board of Directors or shareholders' general meeting and approved by a resolution of the shareholders' general meeting, or the Company is unable to take advantage of the business opportunity in accordance with laws, administrative regulations or these Articles of Association;

(6) not to operate for their own account or for the account of others a business of the same type as that of the Company, without reporting to the Board of Directors or the shareholders' general meeting and obtaining approval by a resolution of the shareholders' general meeting;

(7) not to accept and keep for themselves commissions from transactions between others and the Company;

(8) not to disclose Company secrets without authorization;

(9) not to use their connected relationship to harm the Company's interests;

(10) other duties of loyalty 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 obtained by a director in violation of this Article shall belong to the Company; if losses are caused to the Company, the director shall be liable for compensation.

If close relatives of directors and senior management personnel, enterprises directly or indirectly controlled by directors, senior management personnel or their close relatives, and other connected persons who have other connected relationships with directors and senior management personnel enter into contracts or transactions with the Company, the provisions of item (4) of the second paragraph of this Article shall apply.

Article 111 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 the following duties of diligence to the

Company, and shall, in the performance of their duties, exercise the reasonable care that is generally expected of a manager for the best interests of the Company. Directors owe the following duties of diligence to the Company:

(1) to prudently, conscientiously and diligently exercise the rights granted by the Company, so as to ensure that the business activities of the Company comply with national laws, administrative regulations and the requirements of various national economic policies, and that its business activities do not exceed the scope of business specified in the business license;

(2) to treat all shareholders fairly;

(3) to keep abreast of the Company's business operations and management status;

(4) to sign a written confirmation opinion on the Company's periodic reports;(5) to ensure that the information disclosed by the Company is true, accurate and complete;

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

(6) other duties of diligence as required by laws, administrative regulations, departmental rules and these Articles of Association.

Directors (including independent directors) shall actively participate in relevant training, including training on the Listing Rules and relevant risk training, and regularly attend external training organized by the Stock Exchange or other regulatory authorities, so as to understand their rights, obligations, and responsibilities as directors, familiarize themselves with relevant laws and regulations, and master the relevant knowledge required as a director.

Article 112 If a director fails to attend a meeting of the Board of Directors in person, and does not appoint another director to attend on his/her behalf, for two consecutive times, he/she shall be deemed unable to perform his/her duties, and the Board of Directors shall recommend to the shareholders' general meeting that he/she be replaced.

Article 113 A director may resign prior to the expiration of his or her term of office. A director's resignation shall be submitted to the Board of Directors in the form of a written resignation report. The resignation shall take effect on the date the Company receives the resignation report, and the Company shall disclose the relevant circumstances within two trading days.

If the resignation of a director results in the number of members of the Board of Directors falling below the statutory minimum, the resigning director shall continue to perform his/her duties in accordance with laws, administrative regulations, departmental rules and these Articles of Association until the newly elected director takes office.

If the resignation of an independent director would cause the proportion of independent directors on the Board of Directors or its special committees to fail to comply with the requirements of laws, regulations, the securities regulatory rules of the place where the Company's shares are listed, or these Articles of Association, or would result in a lack of an accounting professional among the independent directors, the independent director intending to resign shall continue to perform his/her duties until a new independent director is appointed. The Company shall complete the by-election within sixty days from the date on which the independent director tenders his resignation.

Article 114 The Company shall establish a management system for the resignation of directors, specifying safeguard measures for accountability and recovery of compensation in respect of unfulfilled public undertakings 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. His/her duty of loyalty to the Company and its shareholders shall not be automatically discharged upon the end of his/her term of office, but shall remain in effect for two years after his/her resignation or the expiry of his/her term of office. The liability to be assumed by a director for the performance of his/her duties during his/her term of office shall not be released or terminated by reason of his/her departure from office.

Article 115 The shareholders' general meeting may resolve to remove a director, and such removal shall take effect on the date the resolution is made. Where a director is removed before the expiry of his/her term of office without just cause, the director may request compensation from the Company.

Article 116 No director shall act on behalf of the Company or the Board in his/her own name unless so provided by these Articles of Association or lawfully authorized by the Board. Where 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 identity in advance.

Article 117 If a director, in the performance of his/her duties for the Company, causes harm to others, the Company shall be liable for compensation; if a director acts with intent or gross negligence, he/she shall also be liable for compensation.

If a director, in the performance of his/her duties for the Company, violates any law, administrative regulation, departmental rule, normative document, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association, resulting in any loss to the Company, he/she shall be liable for compensation.

Section 2 Board of Directors

Article 118 The Company shall have a board of directors, which shall be accountable to the shareholders' general meeting. The board of directors of the Company shall consist of 8 directors.

Article 119 The Board of Directors shall exercise the following functions and powers:

(1) to convene general meetings and report its work to the general meeting;

(2) to implement resolutions of a general meeting;

(3) to decide on the business plans and investment plans of the Company;

(4) to prepare the Company's profit distribution plans and loss recovery plans;

(5) to formulate plans for increasing or reducing the registered capital of the Company, and for the issuance of bonds or other securities and their listing;

(6) to draw up proposals for material acquisitions, the acquisition of the Company's own shares, or the merger, division, dissolution and change in the form of the Company;

(7) to decide on the Company's external investments, acquisitions and sales of assets, asset mortgages, external guarantees, entrusted financial management, connected transactions, external donations and other matters within the scope authorized by the shareholders' general meeting;

(8) to determine the establishment of the Company's internal management structure;

(9) to appoint or dismiss the Company's general manager and the secretary to the Board of Directors and, based on the nominations of the general manager, to appoint or dismiss the deputy general manager(s), financial officer(s) and other senior management personnel, and to determine their remuneration, rewards and punishments;

(10) to formulate the basic management system of the Company;

(11) to formulate a plan for the amendment of these Articles of Association;

(12) to propose to the shareholders' general meeting the appointment or replacement of an accounting firm to conduct audits for the Company;

(13) to listen to the work reports of, and inspect the work of, the general manager of the Company;

(14) to manage the information disclosure of the Company;

(15) other powers as provided for in relevant laws, regulations, the securities regulatory rules of the place where the Company's shares are listed, these Articles of Association or as granted by the shareholders' general meeting.

Article 120 The Board of Directors of the Company shall provide an explanation to the shareholders' general meeting for any non-standard audit opinion issued by a certified public accountant in relation to the financial report of the Company.

Article 121 The Board of Directors shall formulate rules of procedure for board meetings to ensure that the Board of Directors implements the resolutions of the shareholders' general meeting, improves work efficiency, and ensures scientific decision-making. The rules of procedure for the Board of Directors, as an appendix to these Articles of Association, shall be formulated by the Board of Directors and approved by the shareholders' general meeting.

Article 122 The Board of Directors shall determine the authority for external investment, acquisition and disposal of assets, asset mortgages, external guarantees, entrusted wealth management, connected transactions, external donations, etc., and establish strict review and decision-making procedures. Major investment projects shall be subject to evaluation organized by relevant experts and professionals, and shall be reported to the shareholders' general meeting for approval.

(1) A transaction entered into by the Company (excluding the provision of guarantees and financial assistance) that meets any of the following criteria shall be submitted to the Board of Directors for consideration:

1. where the total assets involved in the transaction account for 10% or more of the Company's latest audited total assets; if the total assets involved in the transaction have both a book value and an appraised value, the higher of the two shall be used as the basis for calculation;

2. the operating revenue related to the subject of the transaction (such as equity) in the most recent accounting year accounts for 10% or more of the Company's audited operating revenue in the most recent accounting year, and the absolute amount exceeds RMB10 million;

3. the net profit related to the subject of the transaction (such as equity) in the most recent accounting year accounts for 10% or more of the Company's audited net profit in the most recent accounting year, and the absolute amount exceeds RMB1 million;

4. the transaction consideration (including assumed debts and expenses) accounts for 10% or more of the Company's latest audited net assets, and the absolute amount exceeds RMB10 million;

5. the profit generated from the transaction accounts for 10% or more of the Company's audited net profit for the most recent accounting year, and the absolute amount exceeds RMB1 million.

If any data involved in the calculation of the above indicators is a negative value, its absolute value shall be used for the calculation.

When the Company conducts transactions of the same category and involving related subject matter as stipulated in this Article, the principle of cumulative calculation for a continuous twelve-month period shall apply. Where obligations have been performed in accordance with this Article, they shall no longer be included in the scope of the relevant cumulative calculation.

Where the Company enters into two simultaneous transactions in opposite directions with the same counterparty, the provisions of this Article shall apply, using the higher of the indicators involved in the transaction in a single direction as the calculation standard.

Where the Company conducts entrusted wealth management on a rolling basis over twelve consecutive months, the maximum balance during such period shall be taken as the transaction amount, and the provisions of this Article shall apply.

Where the Company makes an external investment to establish a limited liability company, a joint stock limited company or another organization, the provisions of this Article shall apply based on the total amount of capital contribution as agreed in the agreement.

Where the subject of a transaction is equity, and the purchase or sale of such equity will result in a change in the scope of the Company's consolidated financial statements, the total assets and operating revenue of the company corresponding to such equity shall be used as the calculation standard, and the provisions of this Article shall apply. Where the aforementioned equity transaction does not result in a change in the scope of the consolidated financial statements, the relevant financial indicators shall be calculated based on the proportion of change in the equity interest held by the Company, and the provisions of this Article shall apply.

Where the Company directly or indirectly waives rights such as the right of first refusal or the right to subscribe for capital contributions in respect of the equity of a holding subsidiary, resulting in a change in the scope of the consolidated financial statements, the relevant financial indicators of such holding subsidiary shall be used as the calculation basis, and the provisions of this Article shall apply. Where the Company waives or partially waives its rights, such as the right of first refusal or the right to subscribe for capital contributions, in respect of the equity in a holding subsidiary or an associate, which does not result in a change in the scope of the consolidated financial statements but leads to a decrease in the proportion of equity held in such company, the higher of the relevant financial indicators calculated based on the proportion of change in the interest held and the actual consideration for the transfer or capital contribution shall be used as the calculation standard, and the provisions of this Article shall apply. Where the Company waives or partially waives its right of first refusal, right to subscribe for capital contributions, or other similar rights in respect of its subordinate non-corporate entities, cooperative projects, etc., the provisions of this paragraph shall apply *mutatis mutandis*.

(2) Matters concerning the provision of guarantees by the Company shall be considered by the Board of Directors and disclosed to the public in a timely manner. Where such matters meet the criteria for consideration by the shareholders' general meeting as stipulated in Article 52 of these Articles of Association, they shall, after being considered and approved by the Board of Directors, also be submitted to the shareholders' general meeting for consideration.

When the Board of Directors considers matters regarding guarantees, a quorum of more than half of all directors of the Company must be present, and the matters must be considered and approved by more than two-thirds of the directors present at the Board meeting.

Where a director is connected to the matter under consideration, such connected director shall abstain from voting. Where the Company provides a guarantee for a connected person, it shall be disclosed in a timely manner after being considered and approved by the Board of Directors, and shall be submitted to the shareholders' general meeting for consideration.

(3) Matters concerning the provision of financial assistance (including entrusted loans) by the Company shall be considered by the Board of Directors, approved by more than two-thirds of the directors attending the meeting of the Board of Directors, and resolved upon, with information disclosure obligations performed in a timely manner; where the criteria for consideration by the shareholders' general meeting as stipulated in Article 53 of these Articles of Association are met, such matters shall be submitted to the shareholders' general meeting for consideration after being considered and approved by the Board of Directors.

(4) Where a connected transaction (excluding the provision of guarantees and financial assistance) proposed to be implemented by the Company meets the following criteria, it shall be subject to consideration by the Board of Directors:

1. transactions with a connected natural person with a transaction amount exceeding RMB300,000;

2. a transaction with a connected legal person where the transaction amount exceeds RMB3,000,000 and accounts for 0.5% or more of the absolute value of the Company's latest audited net assets.

Connected transactions that are subject to disclosure shall be submitted to the board of directors for consideration after being approved by more than half of all independent directors.

Article 123 The Board of Directors shall have one Chairman, who shall be elected by more than half of all the directors.

Article 124 The Chairman shall exercise the following functions and powers:

(1) to preside over shareholders' general meetings and to convene and preside over meetings of the Board of Directors;

(2) to supervise and review the implementation of the resolutions of the board of directors;

(3) to sign the shares, bonds and other marketable securities issued by the Company;

(4) to sign important documents of the Board of Directors and other documents that are required to be signed by the legal representative of the Company;

(5) to exercise the functions and powers of the legal representative;

(6) in the event of an emergency such as a major natural disaster or other force majeure event, to exercise special powers of disposal over the Company's affairs in a manner that complies with legal provisions and the Company's interests, and to report to the Company's Board of Directors and shareholders' general meeting afterwards;

(7) other functions and powers granted by the Board of Directors.

Article 125 Where the Chairman is unable to perform or fails to perform his/her duties, a director shall be jointly elected by more than half of the directors to perform such duties.

Article 126 Under any of the following circumstances, the Chairman shall convene and preside over an extraordinary meeting of the Board of Directors within ten days after receiving a proposal.

Article 127 To convene an extraordinary meeting of the Board of Directors, notice shall be given to all directors three days before the meeting by hand delivery, facsimile or email.

(1) upon proposal by shareholders representing one-tenth or more of the voting rights;

(2) when proposed jointly by one-third or more of the directors;

(3) when proposed by one-half or more of the independent directors;

(4) when proposed by the Audit Committee;

(5) other circumstances stipulated in these Articles of Association.

Article 128 To convene an extraordinary meeting of the Board of Directors, the Board of Directors shall notify all directors three days before the meeting is held by way of hand delivery, facsimile or email. However, for an extraordinary Board meeting convened under special or urgent circumstances or an extraordinary Board meeting conducted by way of voting through communication, notice of the meeting may be given at any time by telephone or other oral or written means, provided that the convener shall provide an explanation at the meeting.

Article 129 A notice of a meeting of the Board of Directors shall include the following:

(1) the time and place of the meeting;

(2) the duration of the meeting;

(3) the reason for the meeting and the agenda;

(4) the date on which the notice is issued.

Article 130 Meetings of the board of directors shall be held only when more than half of the directors are present. A resolution of the Board of Directors must be passed by more than half of all the directors.

Voting on board resolutions shall be on a one vote per person basis.

Article 131 Where a director has a connected relationship with an enterprise or individual involved in a matter to be resolved at a Board meeting, such director shall report the same to the Board of Directors in writing in a timely manner. The connected director shall not exercise voting rights on such resolution, nor shall he/she exercise voting rights on behalf of other directors. Such a Board meeting may be held if it is attended by more than half of the non-connected directors, and a resolution of the Board meeting may be passed if it is approved by more than half of the non-connected directors. Where the number of non-connected directors attending the Board meeting is less than three, the matter shall be submitted to the shareholders' general meeting for consideration.

Where laws, regulations, and the securities regulatory rules of the place where the company's shares are listed provide any additional restrictions on the participation in board meetings and voting by directors, such provisions shall prevail.

Article 132 The method of voting on resolutions of the Board of Directors may be by written ballot or by a show of hands.

Provided that the directors are able to fully express their opinions, an extraordinary Board meeting may be held and resolutions may be made by way of video, telephone, email, etc., and such resolutions shall be signed by the directors present.

Article 133 Board meetings shall be attended by the directors in person. Where a director is unable to attend for any reason, he/she may authorize another director in writing to attend on his/her behalf. The instrument of proxy shall state the name of the proxy, the matters to be delegated, the scope of authorization and the period of validity, and shall be signed or sealed by the principal. A director who attends a meeting on behalf of another director shall exercise the rights of a director within the scope of authority granted. If a director fails to attend a Board meeting and has not appointed a representative to attend, he/she shall be deemed to have waived his/her voting rights at that meeting.

Article 134 The Board of Directors shall keep minutes of resolutions passed at the meetings, and the Directors present at the meeting shall sign the minutes. Minutes of Board meetings shall be kept as company records for a retention period of ten years.

Article 135 Minutes of a Board meeting shall include the following:

(1) the time and place of the meeting and the name of the convener;

(2) the names of the directors present and the names of the directors (proxies) appointed to attend the Board meeting on behalf of others;

(3) the agenda of the meeting;

(4) the main points of the directors' speeches;

(5) the method of voting on each resolution and the voting results (the voting results shall state the number of votes for, against or abstaining);

(6) other matters that the directors present at the meeting consider should be recorded.

Section 3 Independent Directors

Article 136 Independent directors shall, in accordance with the provisions of laws, administrative regulations, the CSRC, the stock exchanges and these Articles of Association, diligently perform their duties, play a role in participating in decision-making, providing supervision and checks and balances, and offering professional advice within the Board of Directors, so as to safeguard the overall interests of the Company and protect the legitimate rights and interests of minority shareholders.

Article 137 Independent directors shall maintain independence. The following persons shall not serve as independent directors:

(1) persons holding office in the Company or its affiliated enterprises and their spouses, parents, children, and major social relations;

(2) natural person shareholders who directly or indirectly hold one percent or more of the issued shares of the Company or who are among the top ten shareholders of the Company, as well as their spouses, parents and children;

(3) persons employed by shareholders who directly or indirectly hold five percent or more of the Company's issued shares or are among the Company's top five shareholders, and their spouses, parents, and children;

(4) persons holding positions in the affiliated enterprises of the controlling shareholder or de facto controller of the Company, and their spouses, parents, and children;

(5) persons who have material business dealings with the Company, its controlling shareholder, de facto controller or their respective affiliated enterprises, or persons who hold positions in an entity that has material business dealings, or its controlling shareholder or de facto controller;

(6) persons who provide financial, legal, consulting, sponsorship or other services to the Company, its controlling shareholder, de facto controller or their respective affiliated enterprises, including but not limited to all project team members of any intermediary which provides services, reviewers at all levels, persons who sign reports, partners, directors, senior management personnel and principal persons-in-charge;

(7) persons who have fallen under any of the circumstances listed in items (1) to (6) within the preceding twelve months;

(8) other persons who lack independence as specified by laws, administrative regulations, CSRC rules, stock exchange business rules and these Articles of Association.

Affiliated enterprises of the controlling shareholders or de facto controllers of the Company as mentioned in items (4) to (6) of the preceding paragraph do not include enterprises that are controlled by the same state-owned asset management institution as the Company but do not constitute a connected relationship with the Company in accordance with relevant regulations.

Independent directors shall conduct a self-examination of their independence on an annual basis and submit the results of such self-examination to the board of directors. The board of directors shall conduct an annual assessment of the independence of the independent directors in office and issue a specific opinion, which shall be disclosed at the same time as the annual report.

Article 138 Independent directors of the Company shall meet the following conditions:

(1) being qualified to serve as a director of a listed company in accordance with laws, administrative regulations, and other relevant provisions;

(2) satisfying the independence requirements set out in these Articles of Association;

(3) possessing basic knowledge of the operation of listed companies and being familiar with relevant laws, regulations and rules;

(4) possessing more than five years of work experience in law, accounting, economics or other fields necessary for performing the duties of an independent director;

(5) having good personal character, with no record of material dishonesty or other adverse records;

(6) other conditions prescribed by laws, administrative regulations, CSRC rules, stock exchange business rules and these Articles of Association.

Article 139 As members of the Board of Directors, independent directors shall have a duty of loyalty and diligence to the Company and all shareholders, and shall prudently perform the following duties:

(1) participating in the decision-making of the Board of Directors and expressing clear opinions on the matters under discussion;

(2) supervising potential material conflicts of interest between the Company and its controlling shareholders, de facto controllers, directors, and senior management personnel, and protecting the legitimate rights and interests of minority shareholders;

(3) providing professional and objective advice on the Company's operation and development, and promoting the improvement of the Board of Directors' decision-making level;

(4) other duties stipulated by laws, administrative regulations, CSRC rules and these Articles of Association.

Article 140 Independent directors shall exercise the following special functions and powers:

(1) to independently engage an intermediary to carry out an audit, consultation or verification on specific matters of the Company;

(2) to propose to the Board of Directors the convening of an extraordinary shareholders' general meeting;

(3) to propose the convening of a Board meeting;

(4) to publicly solicit shareholder rights from shareholders in accordance with the law;

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

(6) other functions and powers stipulated by laws, administrative regulations, CSRC rules and these Articles of Association.

The exercise of the powers listed in items (1) to (3) of the preceding paragraph by independent directors shall be subject to the consent of more than half of all independent directors.

Where the independent directors exercise the powers set forth in the first paragraph, the Company shall make a timely disclosure thereof. If the above-mentioned powers cannot be exercised normally, the Company shall disclose the specific circumstances and reasons.

Article 141 The following matters shall be submitted to the Board of Directors for consideration after obtaining the consent of more than half of all independent directors of the Company:

(1) connected transactions that are subject to disclosure;

(2) plans for the alteration or waiver of commitments by the Company and related parties;

(3) decisions made and measures taken by the board of directors of an acquired listed company in response to an acquisition;

(4) other matters stipulated by laws, administrative regulations, CSRC rules and these Articles of Association.

Article 142 The Company shall establish a mechanism for special meetings consisting entirely of independent directors. Matters such as connected transactions considered by the Board of Directors shall be subject to prior approval by a special meeting of the independent directors.

The Company shall convene special meetings of independent directors on a regular or irregular basis. The matters listed in items (1) to (3) of the first paragraph of Article 140 of these Articles of Association and the matters set out in Article 141 shall be considered by a special meeting of the independent directors.

The special meetings of independent directors may study and discuss other matters of the Company as needed.

Special meetings of independent directors shall be convened and presided over by an independent director jointly elected by a majority of independent directors. If the convener fails to perform or is unable to perform his or her duties, two or more independent directors may convene the meeting on their own and elect one representative to preside.

Minutes of special meetings of independent directors shall be prepared in accordance with regulations, and the opinions of the independent directors shall be recorded in the minutes. The independent directors shall sign and confirm the minutes of the meeting.

The Company shall provide convenience and support for the convening of special meetings of independent directors.

Section 4 Special Committees

Article 143 The Board of Directors of the Company shall establish an Audit Committee to exercise the powers and functions of the supervisory committee as stipulated in the Company Law.

Article 144 The Audit Committee shall consist of three members, who shall be directors not serving as senior management personnel of the Company. The members shall include two independent directors, and one of the independent directors who is an accounting professional shall serve as the convener.

Article 145 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 be submitted to the Board of Directors for consideration after being approved by more than half of all members of the Audit Committee:

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

(2) appointment or dismissal of the accounting firm engaged to undertake the audit business of the listed company;

(3) appointment or dismissal of the financial controller of the listed company;

(4) changes in accounting policies or accounting estimates, or correction of material accounting errors, for reasons other than changes in accounting standards;

(5) other matters stipulated by laws, administrative regulations, CSRC rules and these Articles of Association.

Article 146 The Audit Committee shall convene at least one meeting every quarter. An extraordinary meeting may be convened when proposed by two or more members, or when the convener deems it necessary. A meeting of the Audit Committee shall be held only if more than two-thirds of its members are present.

Resolutions of the Audit Committee shall be adopted by a majority vote of the members of the Audit Committee.

Voting on resolutions of the Audit Committee shall be on a one-person, one-vote basis.

Resolutions of the Audit Committee shall be recorded in meeting minutes in accordance with regulations, and the members of the Audit Committee attending the meeting shall sign the meeting minutes.

The Board of Directors shall be responsible for formulating the working procedures of the Audit Committee.

Article 147 The Board of Directors shall establish a Strategic Committee, a Nomination Committee, and a Remuneration and Appraisal Committee. These special committees shall perform their duties in accordance with these Articles of Association and the authorization of the Board of Directors. Proposals of the special committees shall be submitted to the Board of Directors for consideration and decision. The Board of Directors shall be responsible for formulating the working procedures of the special committees. All members of the special committees shall be composed of directors, of which independent directors shall constitute a majority of the Nomination Committee and the Remuneration and Appraisal Committee and shall serve as the convener of each.

Article 148 The Nomination Committee shall be responsible for formulating the selection criteria and procedures for directors and senior management, selecting and reviewing candidates for directors and senior management and their qualifications, and making recommendations to the Board of Directors on the following matters:

(1) nominating or removing directors;

(2) appointing or dismissing senior management personnel;

(3) other matters stipulated by laws, administrative regulations, CSRC rules and these Articles of Association.

If the Board of Directors does not adopt or fully adopt the recommendations of the Nomination Committee, it shall record the opinions of the Nomination Committee and the specific reasons for non-adoption in the Board resolution and disclose such information.

Article 149 The Remuneration and Appraisal Committee is responsible for formulating the appraisal standards for directors and senior management personnel and conducting assessments; formulating and reviewing remuneration policies and plans, such as the remuneration determination mechanism, decision-making process, and payment and clawback arrangements for directors and senior management personnel; and making recommendations to the Board of Directors on the following matters:

(1) remuneration of directors and senior management personnel;

(2) formulating or amending a share incentive plan or employee stock ownership plan, and the achievement of conditions for the granting and exercise of interests by incentive participants;

(3) share ownership plans for directors and senior management personnel in a subsidiary proposed to be spun off;

(4) other matters stipulated by laws, administrative regulations, CSRC rules and these Articles of Association.

If the Board of Directors does not adopt or 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 non-adoption in the Board resolution and disclose such information.

CHAPTER 6 SENIOR MANAGEMENT

Article 150 The Company shall have one general manager and a certain number of deputy general managers, who shall be appointed or dismissed by the Board of Directors. The general manager, deputy general managers, financial controller and secretary to the Board of Directors of the Company are the senior management personnel of the Company.

Article 151 The provisions of these Articles of Association regarding circumstances in which a person may not serve as a director and the management system for leaving office shall also apply to senior management.

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

Article 152 Persons who hold administrative positions other than director or supervisor in the controlling shareholder's entity shall not serve as senior management personnel of the Company.

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

Article 153 The term of office of the general manager shall be three years, and the general manager may be reappointed for consecutive terms.

Article 154 The general manager shall be accountable to the Board of Directors and shall exercise the following functions and powers:

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

(2) to organize the implementation of the Company's annual business plans and investment plans;

(3) to draw up plans for the establishment of the Company's internal management structure;

(4) to draw up the basic management system of the Company;

(5) to formulate the specific rules and regulations of the Company;

(6) to propose to the Board of Directors the appointment or dismissal of the Company's deputy general manager(s) and financial controller;

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

(8) to draw up the system of wages, benefits, rewards and penalties for the employees of the Company, and to decide on the hiring and dismissal of the employees of the Company;

(9) to sign and issue routine administrative, business and financial documents;

(10) to handle external affairs and sign contracts in the ordinary course of business of the Company on its behalf as authorized by the Board of Directors;

(11) to decide on other material transaction matters other than those subject to the examination and approval of the shareholders' general meeting and the Board of Directors;

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

The general manager shall attend meetings of the Board of Directors. A general manager who is not a director shall not have the right to vote at meetings of the Board of Directors.

Article 155 The general manager shall formulate detailed working rules for the general manager, which shall be implemented after approval by the Board of Directors.

Article 156 The detailed working rules for the general manager shall include the following:

(1) the conditions and procedures for convening meetings of the general manager's office, and the attendees thereof;

(2) the respective specific duties of, and the division of labor among, the general manager, deputy general managers and other senior management personnel;

(3) the authority for the use of the Company's funds and assets and the execution of material contracts, and the system for reporting to the Board of Directors;

(4) other matters considered necessary by the Board of Directors.

Article 157 The general manager may resign prior to the expiration of his or her term of office. The specific procedures and measures for the resignation of the general manager shall be stipulated in the service contract between the general manager and the Company.

Article 158 Deputy general managers shall be nominated by the general manager and appointed or dismissed by the Board of Directors. The deputy general manager is the deputy to the general manager and shall assist the general manager in overseeing the work of the relevant departments.

Article 159 The Company shall have a secretary to the Board of Directors, who shall be responsible for the preparation of shareholders' general meetings and Board meetings, the custody of documents, the management of shareholder information, and the handling of information disclosure matters.

The secretary to the Board of Directors shall comply with laws, administrative regulations, departmental rules and the relevant provisions of these Articles of Association.

Article 160 Where a senior management member causes harm to others in the performance of his/her duties for the Company, the Company shall bear the liability for compensation; where the senior management member has acted with intent or gross negligence, he/she shall also bear the liability for compensation.

Senior management personnel shall be liable for compensation if losses are caused to the Company due to their violation of laws, administrative regulations, departmental rules, normative documents, the securities regulatory rules of the place where the Company's shares are listed or these Articles of Association when performing their duties for the Company.

Article 161 Senior management personnel of the Company shall faithfully perform their duties and safeguard the best interests of the Company and all shareholders. If any senior management personnel of the Company causes harm to the interests of the Company and its public shareholders due to failure to faithfully perform his/her duties or violation of his/her fiduciary duties, he/she shall be liable for compensation in accordance with the law. Senior management personnel are required to receive training on the Hong Kong Listing Rules and risk management, and to regularly participate in external training organized by the Stock Exchange or other regulatory bodies.

CHAPTER 7 FINANCIAL AFFAIRS, ACCOUNTING AND AUDITING

Section 1 Financial and Accounting System

Article 162 The Company shall formulate its financial and accounting systems in accordance with laws, administrative regulations and requirements of relevant state authorities.

Article 163 The Company shall submit and disclose its annual report to the local office of the CSRC and the SZSE within four months from the end of each financial year, and submit and disclose its interim report to the local office of the CSRC and the SZSE within two months from the end of the first half of each financial year.

The aforesaid annual reports and interim reports shall be prepared in accordance with relevant laws, administrative regulations, and the rules of the CSRC and the SZSE.

Article 164 The Company shall not establish any accounting books other than the statutory accounting books. The funds of the Company shall not be deposited in any account opened in a personal name.

Article 165 When the Company distributes its after-tax profits for the current year, it shall allocate ten percent of its profits to the Company's statutory common reserve fund. If the aggregate amount of the Company's statutory common reserve fund is 50 percent or more of its registered capital, it may no longer be required to make allocations.

If the Company's statutory common reserve is insufficient to make up losses from previous years, the Company shall use its profits from the current year to make up such losses before making the allocation to its statutory common reserve in accordance with the preceding paragraph.

After the Company has allocated funds to the statutory common reserve fund from its after-tax profits, it may, upon a resolution of the shareholders' general meeting, also allocate funds to a discretionary common reserve fund from its after-tax profits.

After the Company has made up its losses and made allocations to its common reserve funds, the remaining after-tax profit shall be distributed to the shareholders in proportion to the shares they hold, unless these Articles of Association provide for distribution not in proportion to shareholding.

If the shareholders' general meeting distributes profits to shareholders in violation of the Company Law, the shareholders shall return the profits so distributed to the Company. If losses are caused to the Company, the shareholders and the responsible directors and senior management personnel shall be liable for compensation.

Shares of the Company held by the Company itself shall not participate in the distribution of profits.

Article 166 The reserve funds of the Company shall be used to make up the losses of the Company, expand its production and operation or increase its capital. However, the capital reserve fund shall not be used to make up the Company's losses.

To make up the Company's losses, the discretionary common reserve fund and the statutory common reserve fund shall be used first; if these are still insufficient, the capital reserve fund may be used in accordance with regulations.

When the statutory common reserve fund is converted into registered capital, the remaining amount of such reserve fund shall not be less than twenty-five percent of the registered capital of the Company prior to the conversion.

Article 167 After the shareholders' general meeting of the Company has passed a resolution on a profit distribution plan, or after the Board of Directors of the Company has formulated a specific plan based on the conditions and upper limits for interim dividends for the following year as considered and approved by the annual general meeting, the Board of Directors of the Company shall complete the distribution of dividends (or shares) within two months after the shareholders' general meeting.

Article 168 The profit distribution policy of the Company.

(1) Principles of profit distribution

The Company's shareholder return plan shall fully consider and take into account the wishes and requirements of independent directors and shareholders, especially public investors, and shall implement a continuous and stable profit distribution policy combining cash dividends and stock dividends, while also giving due consideration to the sustainable development of the Company.

(2) Factors considered in the profit distribution policy

The Company focuses on long-term and sustainable development. On the basis of comprehensively considering factors such as industry development trends, the Company's actual operating conditions, development goals, shareholders' wishes and requirements, social capital costs, and the external financing environment, the Company shall establish a continuous, stable, and scientific investor return plan and make institutional arrangements for dividend distribution to ensure the continuity and stability of the dividend distribution policy.

(3) Profit distribution plan

After its listing, the Company will focus on long-term and sustainable development, with the maximization of shareholder interests as its corporate value objective. It will continuously adopt active cash and stock dividend distribution policies, emphasize returns to investors, earnestly fulfill its social responsibilities as a listed company, and establish a shareholder return plan in strict accordance with the Company Law, the Securities Law, and the relevant regulations of the CSRC and the SZSE.

(4) Specific plan for profit distribution

After making full provision for the surplus reserve fund, the profits distributed by the Company in cash each year shall not be less than ten percent of the distributable profits realized in that year. Provided that a sufficient cash dividend distribution is ensured, the Company may additionally increase its stock dividend distribution and capitalization of capital reserves.

Where cash dividends are feasible, the Company shall prioritize the use of cash dividends for profit distribution. Increase the frequency of cash dividends to stabilize investors' dividend expectations. If the Company intends to distribute cash dividends based on its semi-annual or quarterly financial reports, and does not issue bonus shares or increase share capital by way of capitalization of capital reserve, the semi-annual or quarterly financial reports may be unaudited.

If the Company distributes profits by way of both cash and stock dividends, provided that the capital requirements for the Company's normal production and operation are met, the Company shall, taking into account factors such as its industry characteristics, development stage, business model, profitability level, debt repayment ability, whether there are arrangements for significant capital expenditure and investor returns, distinguish between different circumstances and implement a differentiated cash dividend policy:

1. If the Company is at a mature stage of development and has no significant capital expenditure arrangements, when distributing profits, the proportion of cash dividends in such profit distribution shall be at least eighty percent;

2. If the Company is at a mature stage of development and has significant capital expenditure arrangements, when distributing profits, the proportion of cash dividends in such profit distribution shall be at least forty percent;

3. If the Company is at a growth stage of development and has significant capital expenditure arrangements, when distributing profits, the proportion of cash dividends in such profit distribution shall be at least twenty percent;

4. If the Company's development stage is difficult to distinguish but there are significant capital expenditure arrangements, when distributing profits, the proportion of cash dividends in such profit distribution shall be at least twenty percent.

The general meeting of shareholders authorizes the board of directors to propose the profit distribution plan for the current year in accordance with the aforementioned principles, after comprehensively considering factors such as the characteristics of the industry in which the Company operates, its stage of development, its own business model, profitability levels, and whether there are arrangements for significant capital expenditures.

(5) Procedures to be followed for profit distribution

The specific profit distribution plan of the Company shall be proposed by the Board of Directors to the shareholders' general meeting of the Company. The independent directors shall express a clear opinion on whether the profit distribution plan formulated by the Board of Directors has been carefully studied and demonstrated with respect to its timing, conditions, minimum proportion, conditions for adjustment, and decision-making procedures. The profit distribution plan formulated by the Board of Directors must be passed by a majority vote of the Board of Directors and by a majority vote of the members of the Audit Committee. After the profit distribution plan of the Company has been considered and approved by the Board of Directors and the Audit Committee, it shall be submitted by the Board of Directors to the general meeting of shareholders of the Company for consideration.

Where the independent directors consider that the specific cash dividend proposal may prejudice the interests of the listed company or minority shareholders, they shall have the right to express independent opinions. Where the recommendations of the independent directors are not adopted or not fully adopted by the Board of Directors, the opinions of the independent directors and the specific reasons for non-adoption shall be recorded in the resolutions of the Board of Directors and disclosed.

Prior to the consideration of the profit distribution plan by the shareholders' general meeting, the Company shall communicate and exchange views with public investors, particularly small and medium-sized investors, through multiple channels such as the SZSE investor interaction platform, the Company's website, telephone, facsimile, and e-mail, to fully listen to the opinions and demands of public investors. The secretary to the Board of Directors or the securities affairs representative of the Company shall summarize the relevant opinions in a timely manner and provide an explanation at the Board meeting where the profit distribution plan is considered.

The profit distribution plan must be passed by more than half of the votes held by the shareholders (including shareholder proxies) present at the shareholders' general meeting. After the shareholders' general meeting of the Company has passed a resolution on the profit distribution plan, or after the Board of Directors of the Company has formulated a specific plan based on the conditions and upper limits for interim dividends for the following year as considered and approved at the annual general meeting, the distribution of dividends shall be completed within two months.

(6) Adjustment of the profit distribution policy

If, due to adverse impacts from the external operating environment or its own operations, the Company's operating profit declines for two consecutive years with a cumulative decline of forty percent or more, or if the net cash flows from operating activities are negative for two consecutive years, the Company may adjust its profit distribution policy as necessary, provided that the adjusted profit distribution policy shall not harm shareholder interests and shall not violate the relevant regulations of the CSRC and the SZSE. Any proposal to adjust the profit distribution policy must be considered by the Company's Board of Directors and then submitted to the Company's shareholders' general meeting for approval.

If an adjustment to the profit distribution policy is required, the Board of Directors of the Company shall propose a resolution for the adjustment of the profit distribution policy based on the actual circumstances. The opinions of the independent directors and the Audit Committee shall be sought in advance regarding the proposal for the adjustment of the profit distribution policy. The proposal for the adjustment of the profit distribution policy must be passed by a majority vote of all members of the Board of Directors and by a majority vote of the members of the Audit Committee. The profit distribution policy adjustment plan, having been considered and approved by the Board of Directors and the Audit Committee, shall be submitted by the Board of Directors to the general meeting of shareholders of the Company for consideration.

The Board of Directors shall provide a detailed analysis and explanation of the reasons in the proposal to the shareholders' general meeting. The consideration of the proposal for the adjustment of the Company's profit distribution policy by the shareholders' general meeting shall require approval by more than two-thirds of the voting rights held by the shareholders present at the meeting. To fully solicit the opinions of small and medium-sized shareholders, the Company shall provide convenience for public shareholders to attend shareholders' general meetings by providing online voting and other means. Where necessary, independent directors may publicly solicit voting rights from small and medium-sized shareholders.

(7) Other matters

If a shareholder of the Company or its connected parties have misappropriated the Company's funds in violation of regulations, the Company shall deduct the cash dividends allocated to that shareholder to repay the misappropriated funds.

Section 2 Internal Audit

Article 169 The Company shall implement an internal audit system, which specifies the leadership structure, duties and authorities, staffing, funding guarantees, use of audit results and accountability for internal audit work.

The Company's internal audit system shall be implemented after being approved by the Board of Directors and shall be disclosed to the public.

Article 170 The internal audit department of the Company shall conduct supervision and inspection of matters such as the business activities, risk management, internal control, and financial information of the Company.

The internal audit department shall maintain its independence, be staffed with full-time audit personnel, and shall not be placed under the leadership of the finance department or share an office with the finance department.

Article 171 The internal audit department shall be accountable to the Board of Directors.

In the process of supervising and inspecting the business activities, risk management, internal control, and financial information of the Company, the internal audit department shall be subject to the supervision and guidance of the Audit Committee. Where the internal audit function identifies relevant material issues or leads, it shall immediately report them directly to the Audit Committee.

Article 172 The internal audit department shall be responsible for the specific organization and implementation of the internal control evaluation of the Company. The Company shall issue an annual internal control evaluation report based on the evaluation report and relevant information issued by the internal audit department and considered by the Audit Committee.

Article 173 When the Audit Committee communicates with external audit units such as accounting firms and state audit institutions, the internal audit department shall actively cooperate and provide necessary support and collaboration.

Article 174 The Audit Committee shall participate in the performance appraisal of the head of internal audit.

Section 3 Appointment of Accounting Firm

Article 175 The Company shall engage an accounting firm that complies with the requirements of the Securities Law and the relevant laws, regulations, and securities regulatory rules of the place where the Company's shares are listed to conduct audits of financial statements, verification of net assets, and other related consulting services. The term of engagement shall be one year and may be renewed. The reappointment or change (including new appointment and dismissal) of an accounting firm shall be subject to a separate information disclosure announcement.

Article 176 The appointment, dismissal or renewal of the engagement of an accounting firm by the Company shall be decided by the shareholders' general meeting. The Board of Directors shall not appoint an accounting firm before a decision is made by the shareholders' general meeting.

Article 177 The Company warrants that it will provide true and complete accounting vouchers, accounting books, financial and accounting reports and other accounting data to the accounting firm it engages, and shall not refuse to provide, conceal or misreport such information.

Article 178 The audit fees of the accounting firm shall be determined by the shareholders' general meeting.

Article 179 When the Company dismisses or does not renew the engagement of an accounting firm, it shall notify the accounting firm ten days in advance. When the shareholders' general meeting votes on the dismissal of the accounting firm, the accounting firm shall be allowed to state its opinions.

If an accounting firm resigns, it shall explain to the shareholders' general meeting whether the Company has engaged in any improper conduct.

CHAPTER 8 NOTICES AND ANNOUNCEMENTS

Section 1 Notices

Article 180 Notices from the Company may be issued in the following forms:

(1) by personal delivery;

(2) by mail;

(3) subject to compliance with laws, administrative regulations, departmental rules, normative documents, the securities regulatory rules of the place where the Company's shares are listed and these Articles of Association, by way of publication on the website of the Company and websites designated by the stock exchange;

(4) by way of public announcement;

(5) other forms specified in these Articles of Association;

(6) other forms approved by the relevant regulatory authorities of the place where the Company's shares are listed or specified in these Articles of Association.

Article 181 A notice issued by the Company by way of public announcement shall be deemed to have been received by all relevant persons once such public announcement has been made. Unless the context otherwise requires, the term "announcement" in these Articles of Association shall, in relation to announcements to holders of A Shares or announcements required to be published in the PRC under relevant regulations and these

Articles of Association, mean the publication of information on the website of the SZSE and in media meeting the conditions prescribed by the CSRC; in relation to announcements to holders of H Shares or announcements required to be published in Hong Kong under relevant regulations and these Articles of Association, such announcements must be published in accordance with the requirements of the Hong Kong Listing Rules on the Company's website, the website of the Stock Exchange, and other websites as required from time to time by the Hong Kong Listing Rules. With respect to the manner in which the Company provides and/or distributes corporate communications to H Share shareholders in accordance with the listing rules of the place where the Company's shares are listed, subject to compliance with such listing rules, the Company may also send or make available corporate communications to its H Share shareholders by electronic means or by publishing information on the Company's website or the website of the stock exchange where the Company's shares are listed, in lieu of sending corporate communications to H Share shareholders by personal delivery or by prepaid mail.

Article 182 Notice of a shareholders' general meeting of the Company shall be given by personal delivery, public announcement, facsimile, or mail (including email).

Article 183 Notice of Board meetings of the Company shall be given by personal delivery, facsimile or mail (including email).

Article 184 Where a notice of the Company is delivered by hand, the recipient shall sign (or affix a seal to) the delivery receipt, and the date of receipt signed by the recipient shall be the date of service; where a notice of the Company is sent by mail, the fifth working day after delivery to the post office shall be the date of service; where a notice of the Company is sent by facsimile, the time of transmission recorded by the facsimile machine shall be the date of service; where a notice of the Company is sent by email, the time of transmission of the email recorded by the computer shall be the date of service; where a notice of the Company is sent by way of public announcement, the date on which the first announcement is published shall be the date of service.

Article 185 The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting or any resolution passed thereat.

Article 186 The Company shall, within the scope of media that meet the conditions prescribed by laws, regulations or the securities regulatory authority under the State Council, designate media for issuing company announcements and other information required to be disclosed to A-share shareholders. If, pursuant to these Articles of Association, the Company is required to issue announcements to the holders of H shares, such announcements shall simultaneously be published in the ways required by the Hong Kong Listing Rules.

Article 187 Information disclosed by the Company in other public media shall not be earlier than its disclosure in the designated newspapers and on the designated websites, and the Company shall not substitute news releases or press conferences for company announcements.

The Board of Directors shall have the right to decide on adjustments to the designated media for the Company's information disclosure, provided that it shall ensure that the designated media for information disclosure satisfy the qualifications and conditions prescribed by the relevant laws and regulations of Mainland China and Hong Kong, as well as by the securities regulatory authority under the State Council, overseas regulatory authorities and the stock exchange(s) where the Company's shares are listed.

Section 2 Announcements

Article 188 The Company designates the Securities Times and CNINFO (http://www.cninfo.com.cn) as the media for publishing the announcements of the Company and other information requiring disclosure. The Company shall fulfill its information disclosure obligations in accordance with the provisions of the Company Law, the Securities Law, and the securities regulatory rules of the place where the Company's shares are listed.

CHAPTER 9 MERGER, DIVISION, INCREASE AND REDUCTION OF SHARE CAPITAL, DISSOLUTION AND LIQUIDATION

Section 1 Merger, Division, Increase and Reduction of Share Capital

Article 189 A merger of the Company may take the form of a merger by absorption or a merger by new establishment.

The absorption of one company by another company constitutes a merger by absorption, in which case the absorbed company shall be dissolved. The merger of two or more companies into a new company constitutes a merger by new establishment, in which case all the parties to the merger shall be dissolved.

Article 190 If the consideration to be paid by the Company for a merger does not exceed ten percent of the Company's net assets, it may be exempted from a resolution of the shareholders' general meeting, except as otherwise provided in these Articles of Association.

Where a merger of the Company is exempted from a resolution of the shareholders' general meeting in accordance with the preceding paragraph, it shall be subject to a resolution of the Board of Directors.

Article 191 In the event of a merger of the Company, the parties to the merger shall enter into a merger agreement and prepare a balance sheet and an inventory of assets. The Company shall notify its creditors within ten days from the date of the resolution on the merger passed by the shareholders' general meeting and shall, within thirty days, make an announcement in media meeting the requirements of the securities regulatory authorities in the place where the Company's shares are listed or on the National Enterprise Credit Information Publicity System.

Creditors may, within thirty days of receipt of the notice, or within forty-five days of the date of the first announcement if they do not receive a notice, require the Company to repay its debts or provide a corresponding guarantee.

Article 192 In the event of a merger of the Company, the claims and debts of the parties to the merger shall be assumed by the surviving company or the newly established company after the merger.

Article 193 When the Company is divided, its assets shall be split up accordingly.

In the event of a division, the Company shall prepare balance sheets and inventories of assets. The Company shall notify its creditors within ten days from the date the resolution for the division is passed and shall publish a notice in a newspaper or on the National Enterprise Credit Information Publicity System within thirty days thereof.

Article 194 The debts of the Company prior to the division shall be borne by the companies resulting from the division under joint and several liability. However, this shall not apply where a written agreement on the settlement of debts has been reached between the Company and its creditors before the division.

Article 195 When the Company reduces its registered capital, it shall prepare a balance sheet and an inventory of assets.

The Company shall notify its creditors within ten days from the date of the shareholders' general meeting's resolution to reduce its registered capital, and shall publish an announcement within thirty days in a media outlet that meets the conditions prescribed by the securities regulatory authorities of the place where the Company's shares are listed or on the National Enterprise Credit Information Publicity System. Creditors may, within thirty days from the date of receipt of the notice, or within forty-five days from the date of the announcement if no notice is received, require the Company to repay its debts or provide a corresponding guarantee.

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

Article 196 Where the Company still has losses after making up such losses in accordance with the provisions of the second paragraph of Article 166 of these Articles of Association, it may reduce its registered capital to make up the losses. Where the registered capital is reduced to make up for losses, the Company shall not make distributions to shareholders, nor shall it exempt shareholders from their obligation to pay their capital contributions or share subscriptions.

Where the registered capital is reduced in accordance with the preceding paragraph, the provisions of the second paragraph of Article 195 of these Articles of Association shall not apply, but an announcement shall be made in a newspaper or on the National Enterprise Credit Information Publicity System within thirty days from the date on which the resolution on the reduction of registered capital is passed by the shareholders' general meeting.

After reducing its registered capital in accordance with the provisions of the preceding two paragraphs, the Company shall not distribute profits until the accumulated amount of the statutory common reserve fund and discretionary common reserve fund reaches 50% of the Company's registered capital.

Article 197 If the registered capital is reduced in violation of the Company Law and these Articles of Association, shareholders shall return the funds they have received, and any reduction or exemption of a shareholder's capital contribution shall be restored to its original state; if losses are caused to the Company, the shareholders and the responsible directors and senior management personnel shall be liable for compensation.

Article 198 When the Company issues new shares to increase its registered capital, shareholders shall not have pre-emptive subscription rights, unless otherwise provided in these Articles of Association or decided by a resolution of the shareholders' general meeting.

Article 199 Where a change in any item in the registration of the Company arises as a result of a merger or division, the Company shall apply for a change in its registration with the company registration authority in accordance with law. Where the Company is dissolved, it shall apply for cancelation of its registration in accordance with law. Where a new company is established, it shall apply for registration of establishment in accordance with law.

When the Company increases or reduces its registered capital, it shall register the change with the company registration authority in accordance with the law.

Section 2 Dissolution and Liquidation

Article 200 The Company shall be dissolved in accordance with the law under any of the following circumstances:

(1) the term of operation stipulated in these Articles of Association expires or another cause for dissolution stipulated in these Articles of Association arises;

(2) a resolution on dissolution is passed by the shareholders' general meeting;

(3) dissolution due to a merger or division;

(4) its business license is revoked, it is ordered to close down or it is deregistered in accordance with the law;

(5) the Company encounters serious difficulties in its operation and management, such that its continued existence would cause significant losses to the interests of shareholders, and the situation cannot be resolved through other means, in which case shareholders holding ten percent or more of the voting rights of the Company may petition the People's Court to dissolve the Company.

If a cause for dissolution as stipulated in the preceding paragraph arises, the Company shall publicize the cause for dissolution through the National Enterprise Credit Information Publicity System within ten days.

Article 201 If the circumstances described in items (1) or (2) of Article 200 of these Articles of Association arise, and the Company has not yet distributed its property to the shareholders, it may continue its existence by amending these Articles of Association.

Any amendment to these Articles of Association or resolution of a shareholders' general meeting made in accordance with the preceding paragraph must be passed by more than two-thirds of the voting rights held by the shareholders present at the shareholders' general meeting.

Article 202 Where the Company is dissolved pursuant to items (1), (2), (4) or (5) of Article 200 of these Articles of Association, it shall be liquidated. The directors are the persons obligated to carry out the liquidation of the Company and shall establish a liquidation committee within fifteen days from the date on which the cause for dissolution arises.

The liquidation committee shall be composed of the directors, unless otherwise provided for in these Articles of Association or otherwise elected by a resolution of the shareholders' general meeting.

If the persons obligated to carry out the liquidation fail to perform their liquidation duties in a timely manner and cause losses to the Company or its creditors, they shall be liable for compensation.

Article 203 The liquidation committee shall exercise the following powers and duties during the liquidation period:

(1) to clear up the Company's assets and prepare a balance sheet and an inventory of assets;

(2) to notify or make an announcement to creditors;

(3) to handle the Company's unfinished business related to the liquidation;

(4) to pay all outstanding taxes as well as taxes arising in the course of liquidation;

(5) to clear up claims and debts;

(6) to distribute the remaining assets of the Company after the settlement of its debts;

(7) participate in civil litigation on behalf of the Company.

Article 204 The liquidation committee shall notify creditors within ten days from the date of its establishment and issue an announcement within sixty days in media that meet the requirements of the securities regulatory authorities of the place where the Company's shares are listed or on the National Enterprise Credit Information Publicity System. A creditor shall, within thirty days from the date of receipt of the notice, or for those who have not received the notice, within forty-five days from the date of the public announcement, declare his/her claim to the liquidation committee.

When declaring a claim, a creditor shall specify the relevant particulars of the claim and provide supporting materials. The liquidation committee shall register the claims.

During the period of declaration of claims, the liquidation committee shall not repay any debts to the creditors.

Article 205 After clearing the Company's property and preparing the balance sheet and an inventory of property, the liquidation committee shall formulate a liquidation plan and submit it to the shareholders' general meeting or the People's Court for confirmation.

The Company's property remaining after payment of the liquidation expenses, the wages, social insurance premiums and statutory compensation of employees, the taxes owed and the Company's debts shall be distributed to the shareholders in proportion to the shares they hold.

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

The Company's assets shall not be distributed to shareholders before being used to settle the payments as stipulated in the preceding paragraph.

Article 206 If the liquidation committee, after clearing the Company's property and preparing the balance sheet and an inventory of property, finds that the Company's property is insufficient to repay its debts, it shall apply to the People's Court for a declaration of bankruptcy liquidation.

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

Article 207 Following the completion of the liquidation, the liquidation committee shall prepare a liquidation report, which shall be submitted to the shareholders' general meeting or the People's Court for confirmation, and shall be filed with the company registration authority to apply for the cancelation of the Company's registration.

Article 208 Members of the liquidation committee shall, in performing their liquidation duties, owe a duty of loyalty and a duty of diligence.

If a member of the liquidation committee is negligent in performing his or her liquidation duties and causes losses to the Company, he/she shall be liable for compensation; if losses are caused to the Company or its creditors due to willful misconduct or gross negligence, he/she shall be liable for compensation.

Article 209 If the Company is lawfully declared bankrupt, liquidation shall be implemented according to the relevant laws on enterprise bankruptcy.

CHAPTER 10 AMENDMENT TO THE ARTICLES OF ASSOCIATION

Article 210 The Company shall amend its Articles of Association under any of the following circumstances:

(1) after the amendment of the Company Law, relevant laws, administrative regulations and/or the securities regulatory rules of the place where the Company's shares are listed, any matter stipulated in the Articles of Association conflicts with the provisions of the amended laws, administrative regulations, or securities regulatory rules of the place where the Company's shares are listed;

(2) the circumstances of the Company change, resulting in an inconsistency with the matters recorded in the Articles of Association;

(3) the shareholders' general meeting resolves to amend the Articles of Association.

Article 211 Where amendments to the Articles of Association approved by a resolution of the shareholders' general meeting are subject to the approval of the competent authorities, such amendments shall be submitted to the original approving competent authorities for approval; where the amendments involve matters of company registration, the change shall be registered in accordance with the law.

Article 212 The Board of Directors shall amend these Articles of Association in accordance with the resolution of the shareholders' general meeting to amend these Articles of Association and the approval opinion of the relevant competent authority.

Article 213 Where amendments to the Articles of Association are matters required to be disclosed by laws and regulations, they shall be announced in accordance with such provisions.

CHAPTER 11 SUPPLEMENTARY PROVISIONS

Article 214 Definitions

(1) "Controlling shareholder" means a shareholder who holds more than fifty percent of the total share capital of a joint stock limited company; or a shareholder who holds less than fifty percent of the shares, but whose voting rights attached to the shares held are sufficient to have a significant impact on the resolutions of the shareholders' general meeting; or a controlling shareholder as defined under the securities regulatory rules of the place where the Company's shares are listed.

(2) "De facto controller" means a natural person, legal person, or other organization that can actually control the conduct of the Company through investment relationships, agreements, or other arrangements.

(3) "Connected relationship" means the relationship between the Company's controlling shareholder, de facto controller, directors, and senior management personnel and the enterprises directly or indirectly controlled by them, as well as other relationships that may lead to a transfer of the Company's interests. However, state-controlled enterprises shall not be deemed to have a connected relationship solely because they are both controlled by the state.

(4) Unless otherwise expressly specified by relevant national laws, administrative regulations and relevant regulatory rules of the place where the Company's shares are listed, the term "independent director" referred to in these Articles of Association includes "independent non-executive director" as determined in accordance with the Hong Kong Listing Rules. The meaning of "accounting firm" in these Articles of Association is consistent with the meaning of "auditor" in the Hong Kong Listing Rules, and the meaning of "Audit Committee" is consistent with the meaning of "Audit Committee" in the Hong Kong Listing Rules.

Article 215 The Board of Directors may, in accordance with the provisions of the Articles of Association, formulate detailed rules for the Articles of Association. Such detailed rules shall not conflict with the provisions of the Articles of Association.

Article 216 These Articles of Association are written in Chinese. In case of any discrepancy between any other language version or a different version of the Articles of Association and these Articles of Association, the latest Chinese version of the Articles of Association approved and registered with the Dongguan Municipal Market Supervision Administration shall prevail.

Article 217 In these Articles of Association, terms such as "more than", "within", and "up to" are inclusive of the stated number, while terms such as "over", "exceeding", "other than", "less than", and "more than" are exclusive of the stated number.

Article 218 The Board of Directors of the Company shall be responsible for the interpretation of these Articles of Association.

Article 219 The annexes to these Articles of Association include the rules of procedure for the shareholders' general meeting and the rules of procedure for the Board of Directors.

Article 220 For any matters not covered in these Articles of Association, the relevant provisions of national laws, regulations, normative documents, and the listing rules of the stock exchange where the Company's shares are listed shall apply. In the event of any inconsistency between these Articles of Association and the relevant provisions of national laws, regulations, normative documents, and the listing rules of the place where the shares are listed, the provisions of the relevant laws, regulations, normative documents, and the listing rules of the stock exchange where the Company's shares are listed shall prevail.

Article 221 These Articles of Association shall, after being considered and approved by the shareholders' general meeting, come into effect and be implemented from the date on which the H Shares issued by the Company are listed on the Stock Exchange.

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