Luxshare Precision Industry Co., Ltd.

(a joint stock company incorporated in the People's Republic of China with limited liability)

Articles of Association

August 2026

CONTENTS

Chapter 1 General Provisions

Article 1 In order to protect the legitimate rights and interests of Luxshare Precision Industry Co., Ltd. (the "**Company**"), Shareholders, employees and creditors, and regulate the organization and activities of the Company, these Articles are formulated in accordance with the Company Law of the People's Republic of China (the "**Company Law**"), the Securities Law of the People's Republic of China (the "**Securities Law**"), the Guidelines for Articles of Association of Listed Companies, the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies, the Rules Governing the Listing of Shares on the Shenzhen Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**") and other relevant regulations.

Article 2 The Company is a foreign-invested joint stock limited company incorporated in accordance with the Company Law, the Interim Provisions on Several Issues Concerning the Establishment of Foreign-Invested Joint Stock Limited Companies(《關於設立外商投資股份有限公司若干問題的暫行規定》) and other relevant applicable provisions.

With the approval document No. Shang Wai Zi Shen Gu Fen Zheng Zi [2008] 0002 issued by the Shenzhen Municipal People's Government, the Company was established through the overall restructuring of Luxshare Precision Industry (Shenzhen) Co., Ltd. The Company completed registration with the Shenzhen Administration for Industry and Commerce and obtained its business license on February 26, 2009, with the registration number 440306503263993.

Article 3 Upon the approval by the China Securities Regulatory Commission (the "**CSRC**") on August 18, 2010, the Company initially issued 43,800,000 RMB-denominated ordinary Shares to the public, which were listed on the Shenzhen Stock Exchange (the "**SZSE**") on September 15, 2010. The Shares issued by the Company and listed on the SZSE are hereinafter referred to as the "A Shares".

Upon the filing with the CSRC on June 5, 2026, and approval by The Stock Exchange of Hong Kong Limited (the "**SEHK**") on July 8, 2026, the Company conducted the initial public offering of 383,472,800 overseas listed foreign Shares and the over-allotment of 12,541,900 Shares, which were listed on the Main Board of the SEHK on July 9, 2026 and August 10, 2026, respectively. The Shares issued by the Company and listed on the SEHK are hereinafter referred to as the "H Shares".

Article 4 The Company's registered name is: 立訊精密工業股份有限公司
Full name in English: Luxshare Precision Industry Co., Ltd.

Article 5 The Company's domicile is: 2/F, Building A, SanYang New Industrial Park, Haoyi West Zone, Shajing Subdistrict, Bao'an District, Shenzhen.
Postal code: 518104.

Article 6 The registered Share capital of the Company is RMB7,737,822,295.

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

Article 8 The chairman of the Board of Directors is the director who acts for the Company in conducting its affairs and shall be the legal representative of the Company. If the director serving as the legal representative resigns, he/she shall be deemed to have simultaneously resigned as the legal representative. If the legal representative resigns, the Company shall appoint a new legal representative within thirty days from the date of resignation of the legal representative.

Article 9 The legal consequences of civil activities conducted by the legal representative in the name of the Company shall be borne by the Company.

The restrictions on the powers of the legal representative under these Articles or the Shareholders' meeting shall not be used against a bona fide counterparty.

If the legal representative causes damage to others while performing his/her duties, the Company shall bear the civil liability. After the Company bears the civil liability, it may recover from the legal representative at fault in accordance with the law or these Articles.

Article 10 The Shareholders of the Company shall be liable to the Company to the extent of the Shares they subscribed, and the Company shall be liable for the debts of the Company to the extent of all its properties.

Article 11 From the date upon which these Articles take effect, these Articles 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 constitute a legally binding document upon the Company, Shareholders, directors, and senior management members. Pursuant to these Articles, Shareholders may institute legal proceedings against other Shareholders; Shareholders may institute legal proceedings against directors and senior management members of the Company; Shareholders may institute legal proceedings against the Company; and the Company may institute legal proceedings against Shareholders, directors and senior management members.

Article 12 Senior management members mentioned in these Articles refer to general manager, deputy general managers, secretary to the Board of Directors, and chief financial officer.

Article 13 The Company shall establish an organization of the Communist Party and carry out Party activities in accordance with the requirements of the Constitution of the Communist Party of China. The Company shall provide the necessary conditions for the activities of the Party organization.

Chapter 2 Business Objectives and Scope

Article 14 The business purpose of the Company is to uphold the core philosophy of "Responsibility, Collaboration and Innovation". Through the research and development, manufacturing, sales and service of products, the Company is committed to supplying high-quality products to customers, striving to become a connectivity solution provider and an industry leader, maximising long-term value for Shareholders, and offering broad development prospects for employees.

Article 15 Upon registration in accordance with the law, the business scope of the Company is as follows: production and operation of connecting wires, connectors, computer peripheral equipment, plastic and hardware products.

Chapter 3 Shares

Section 1 Issuance of Shares

Article 16 The Shares of the Company shall be in the form of registered Shares, which include paperless securities.

Article 17 The Shares of the Company shall be issued in an open, fair and equal manner. Each Share of the same class shall rank *pari passu* with each other. Shares of a class in each issuance shall be issued under the same terms and at the same price. Each of the Shares shall be subscribed for at the same price by any subscriber.

Article 18 The nominal value of Shares issued by the Company is denominated in RMB, with a par value of RMB1.00 each.

Article 19 The A Shares issued by the Company shall be deposited collectively at the Shenzhen Branch of the China Securities Depository and Clearing Corporation Limited. The H Shares issued by the Company shall be primarily deposited with a custodian company under the Hong Kong Securities Clearing Company Limited in accordance with the laws and practices of securities registration and depository of the places where the Shares are listed, and may also be held by Shareholders in their own names.

Article 20 The Company was established through the overall restructuring of Luxshare Precision Industry (Shenzhen) Co., Ltd. The promoters of the Company are Luxshare Limited and Shenzhen Zixin Investment Co., Ltd. Based on the audited net assets of Luxshare Precision Industry (Shenzhen) Co., Ltd. amounting to RMB 175,585,571.10 as at October 31, 2008, the Share capital of 126.00 million Shares was converted at a ratio of 1:0.7176, with a par value of RMB 1 per Share. Luxshare Limited, as a promoter, subscribed for 115.92 million Shares, accounting for 92% of the total Share capital of the Company; Shenzhen Zixin Investment Co., Ltd., as another promoter, subscribed for 10.08 million Shares, accounting for 8% of the total Share capital of the Company.

In September 2009, Fugang Electronics (Tianjin) Co., Ltd. made a capital contribution to the Company. Upon completion of such capital increase, Luxshare Limited held 115.92 million Shares, representing a shareholding ratio of 89.17%; Shenzhen Zixin Investment Co., Ltd. held 10.08 million Shares, representing a shareholding ratio of 7.75%; and Fugang Electronics (Tianjin) Co., Ltd. held 4.00 million Shares, representing a shareholding ratio of 3.08%.

Article 21 The number of issued Shares of the Company is 7,737,820,000 Shares, all of which are ordinary Shares, including 7,341,810,000 A Shares, accounting for 94.88% of the total Share capital of the Company, and 396,010,000 H Shares, accounting for 5.12% of the total Share capital of the Company.

Article 22 The Company or its subsidiaries (including affiliates of the Company) shall not provide any financial assistance in the form of gifts, advances, guarantees, or loans to others for the acquisition of the Company's Shares or its parent company's Shares, except for the implementation of employee stock ownership plans by the Company.

For the benefit of the Company, the Company may provide financial assistance to others for the acquisition of the Company's Shares or its parent company's Shares upon a resolution passed by the Shareholders' meeting, or a resolution passed by the Board of Directors pursuant to the authorization under these Articles or from the Shareholders' meeting, provided that the cumulative total amount of financial assistance shall not exceed 10% of the total issued Share capital. Such resolution made by the Board of Directors shall be approved by more than two-thirds of all directors.

Where any loss is caused to the Company in breach of the provisions set out in the preceding two paragraphs, the responsible directors and senior management members shall be liable for compensation.

Section 2 Increase, Decrease and Repurchase of Shares

Article 23 According to the operation and development needs of the Company, subject to the laws, regulations and securities regulatory rules of the places where the Shares of the Company are listed, the Company may increase the Share capital by the following methods upon passing resolutions at the Shareholders' meetings:

(i) issuing Shares to unspecified targets;

(ii) issuing Shares to specific targets;

(iii) distribution of bonus Shares to existing Shareholders;

(iv) converting the reserve funds into Share capital;

(v) converting issued convertible corporate bonds into Shares (the issuance, conversion procedures and arrangements of the convertible corporate bonds, as well as changes in the Company's total registered Share capital resulting from the conversion, shall be handled in accordance with the provisions of laws, administrative regulations, departmental rules and other documents, and the terms of the convertible corporate bonds prospectus);

(vi) other methods stipulated by the laws, administrative regulations and other securities regulatory bodies of the places where the Shares of the Company are listed.

Article 24 The Company may decrease the registered Share capital. When decreasing the registered Share capital, the Company shall comply with the procedures stipulated in the Company Law, as well as other regulations and these Articles.

Article 25 The Company shall not repurchase its own Shares, unless otherwise under the following circumstances:

(i) to reduce the registered Share capital of the Company;

(ii) to merge with other companies holding Shares in the Company;

(iii) to use the Shares for an employee stock ownership plan or equity incentive plan;

(iv) to purchase the Shares from Shareholders who have voted against the resolutions on the merger or division of the Company at a Shareholders' meeting upon their request;

(v) to use the Shares for conversion of convertible corporate bonds issued by the Company;

(vi) to safeguard corporate value and Shareholders' interests as the Company deems necessary;

(vii) other circumstances permitted by laws, administrative regulations, and the securities regulatory rules of the place where the Company's Shares are listed.

Save for the above circumstances, the Company shall not engage in the purchase or sale of its own Shares. No controlling subsidiary of the Company may acquire Shares issued by the Company. If a controlling subsidiary of the Company holds the Company's Shares as a result of a merger of the Company, enforcement of a pledge or otherwise, it shall not exercise the voting rights attached to such Shares and shall dispose of the relevant Shares in a timely manner.

Article 26 The Company may acquire its own Shares by way of open centralized trading or other methods recognized by laws, regulations and the securities regulatory authorities of the place where the Company's Shares are listed.

If the Company acquires its own Shares under the circumstances stipulated in item (iii), item (v) and item (vi) of the first paragraph of Article 25 of these Articles, such acquisition shall be conducted by way of open centralized trading.

Article 27 If the Company acquires its own Shares under the circumstances specified in item (i) and item (ii) of the first paragraph of Article 25 of these Articles, such acquisition shall be approved by a resolution of the Shareholders' meeting. If the Company acquires its own Shares under the circumstances specified in item (iii), item (v) and item (vi) of the first paragraph of Article 25 of these Articles, subject to compliance with the securities regulatory rules of the place where the Company's Shares are listed, such acquisition may be approved by a resolution of a meeting of the Board of Directors attended by at least two-thirds of all directors in accordance with the provisions of these Articles or the authorization granted by the Shareholders' meeting.

After the Company acquires its own Shares in accordance with the provisions of the first paragraph of Article 25 of these Articles and subject to compliance with the securities regulatory rules of the place where the Company's Shares are listed: where the circumstance falls under item (i), the acquired Shares shall be cancelled within ten days from the date of acquisition; where the circumstance falls under item (ii) and item (iv), the acquired Shares shall be transferred or cancelled within six months; where the circumstance falls under item (iii), item (v) and item (vi), the aggregate number of the Company's own Shares held by the Company shall not exceed 10% of the total number of issued Shares of the Company, and such Shares shall be transferred or cancelled within three years.

Section 3 Transfer of Shares

Article 28 Shares of the Company shall be transferred in accordance with the laws. All transfers of H Shares shall be effected by instruments of transfer in writing in a general or common form or in any other form acceptable to the Board of Directors, including the standard transfer form or form of transfer specified by the Hong Kong Stock Exchange from time to time. The instruments of transfer may be signed by hand only or (where the transferor or transferee is a corporation) stamped with the corporation's chop. If the transferor or transferee is a recognized clearing house ("**recognized clearing house**") as defined by the relevant provisions that come into effect from time to time according to the laws of Hong Kong or its nominee, the instruments of transfer may be signed by hand or in a machine imprinted format. All instruments of transfer shall be deposited with the legal address of the Company or such places as the Board of Directors may designate from time to time.

Article 29 The Company shall not accept its own Shares as the subject of pledge.

Article 30 Shares issued by the Company prior to the public offering shall not be transferred within one year from the date on which the Shares of the Company are listed and traded on the Stock Exchanges.

The Directors and senior management of the Company shall report to the Company the Shares they hold in the company and any changes in such Shares. During their term of office as determined at the time of their appointment, the Shares transferrable by them each year shall not exceed 25% of the total number of Shares of the same category held by them in the Company, except for changes in Shares resulting from judicial enforcement, inheritance, bequest, or division of property in accordance with the law; if the number of Shares held by them does not exceed 1,000 Shares, such Shares may be transferred in full at one time, without being subject to the aforementioned transfer ratio limitation.

The Shares in the Company held by the Directors and senior management of the Company shall not be transferred within one year from the date on which the Company's Shares are listed for trading. The Shares in the Company held by them shall not be transferred within half a year from their departure from the Company.

Where securities regulatory rules of the places where the Shares of the Company are listed provide otherwise in respect of the restrictions on the transfer, such rules shall prevail.

Article 31 Any gains from sale of Company's Share or other securities with an equity nature by the Directors, senior management members or Shareholders (excluding Hong Kong Securities Clearing Company Limited and HKSCC Nominees Limited) holding at least 5% of the Company's Shares within 6 months after their purchase of the same, and any gains from the purchase of the Share or other securities with an equity nature by any of the aforesaid parties within 6 months after sale of the same shall be owned by the Company, and the Board of Directors will recover such gains from the abovementioned parties. However, this 6-month time restriction shall not apply to sale of such Share if securities companies hold 5% or more of the Shares after purchasing the remaining Shares due to underwriting, and in other circumstances stipulated by the CSRC. Where securities regulatory rules of the places where the Shares of the Company are listed provide otherwise in respect of the restrictions on the transfer, such rules shall prevail.

The Share or other securities with an equity nature held by Directors, senior management members and natural person Shareholders referred to in the preceding paragraph include the Share or other securities with an equity nature held by their spouses, parents and children and held under accounts of any other persons.

If the Board of Directors of the Company fails to comply with the first paragraph in this Article, the Shareholders are entitled to request the Board of Directors to do so within 30 days. If the Board of Directors of the Company fails to comply within the aforesaid period, the Shareholders are entitled to initiate litigation directly in the People's Court in their own names for the interest of the Company.

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

Chapter 4 Shareholders and Shareholders' meetings

Section 1 Shareholders

Article 32 The Company shall establish a register of Shareholders in accordance with evidentiary documents provided by the securities registration and clearing authorities of the place where the Shares of the Company are listed. The register of Shareholders is sufficient evidence to prove that the Shareholders hold the Company's Shares. Shareholders shall enjoy rights and assume obligations according to the class of Shares they hold. Shareholders holding Shares of the same class shall enjoy the same rights and assume the same obligations.

The original register of Shareholders of H Shares listed in Hong Kong is kept in Hong Kong and is available for inspection by Shareholders, but the Company may suspend the registration of Shareholders in accordance with applicable laws, regulations and securities regulatory rules of the places where the Shares of the Company are listed as well as the equivalent provisions of section 632 of the Companies Ordinance (Cap. 622 of the Laws of Hong Kong). Any person who is a Shareholder registered on the register of Shareholders of H Shares or who requests his name be entered in the register of Shareholders of H Shares may, if his Share certificate relating to the Shares is lost, apply to the Company for a replacement Share certificate in respect of such Shares. Application by a holder of overseas listed foreign Shares, who has lost his Share certificate, for a replacement Share certificate may be dealt with in accordance with the law of the place where the original register of Shareholders of overseas listed foreign Shares is maintained, the rules of the stock exchange or other relevant regulations.

Article 33 When the Company convenes a Shareholders' meeting, distributes dividends, undergoes liquidation or engages in other activities that require the verification of Shareholders' identities, the Board of Directors or the convener of the Shareholders' meeting shall determine the Shareholding registration date. Shareholders whose names appear on the register of Shareholders at the close of trading on the Shareholding registration date shall be the Shareholders enjoying the relevant rights. If laws, administrative regulations, departmental rules and regulated documents, and the stock exchange or the securities regulatory authorities of the place where the Company's Shares are listed have provisions on the period during which the Share registrar is suspended before the Shareholders' meeting or before the base date on which the Company decides to distribute dividends, such provisions shall apply.

Article 34 Shareholders of the Company enjoy the following rights:

(i) to receive dividends and other forms of interest distributions in proportion to their Shareholdings;

(ii) to request, convene, hold, preside over, participate in or authorize proxies of Shareholders to attend the Shareholders' meeting, to speak at the Shareholders' meeting and exercise corresponding voting rights in accordance with laws, unless such Shareholders are required by securities regulatory rules of the places where the Company are listed or applicable laws and regulations to abstain from voting on specific matters;

(iii) to supervise, provide recommendations on or make inquiries about the operations of the Company;

(iv) to transfer, donate or pledge their Shares in accordance with laws, administrative regulations, rules of the places where the Shares of the Company are listed and provisions of these Articles;

(v) to inspect and copy these Articles, register of Shareholders, minutes of Shareholders' meetings, resolutions of the board meetings, financial and accounting reports; Shareholders who meet the requirements may inspect the Company's accounting books and accounting vouchers;

(vi) to participate in the distribution of the remaining properties of the Company in proportion to their Shareholdings in the event of the termination or liquidation of the Company;

(vii) to request the Company to acquire their Shares for the Shareholders who voted against any resolution passed at the Shareholders' meeting concerning the merger or division of the Company;

(viii) to enjoy other rights stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Company's Shares are listed, or these Articles.

Article 35 The Shareholder who asks to review and copy the information mentioned in the proceeding Article or make a request for information, and make suggestions or inquiries about the operation of the Company, shall comply with the provisions of laws and administrative regulations including the Company Law and the Securities Law, and securities regulatory rules of the place where the Company's Shares are listed, and submit to the Company written documents proving the class and number of the Shares that he or she holds in the Company. The Company shall provide the information as requested by the Shareholder after authenticating his or her identity.

A Shareholder who individually or collectively holds at least 3% of the Company's Shares for over 180 consecutive days may request to inspect the Company's accounting books and vouchers by submitting a written request stating the purpose. If the Company has reasonable grounds to believe that the Shareholder's request for inspecting the Company's accounting books and vouchers serves an improper purpose and may harm the Company's legitimate interests, it may refuse the inspection. The Company must respond to the Shareholder in writing within 15 days of receiving the written request, providing reasons for the refusal.

A Shareholder may appoint an accounting firm, law firm or other intermediary agencies to inspect the accounting books and vouchers.

Shareholders and the accounting firms, law firms and other intermediary agencies they appointed shall sign a confidentiality agreement with the Company in accordance with the Company's internal management requirements and comply with the requirements of laws and administrative regulations on the protection of state secrets, trade secrets, personal privacy and personal information etc., and bear the legal liability arising from the breach of confidentiality regulations or obligations when inspecting and reproducing relevant materials.

Where a Shareholder requests to inspect or reproduce materials related to wholly-owned subsidiaries of the Company, the above provision shall apply.

Article 36 In the event that any resolution of the Shareholders' meeting or resolution of the Board of Directors of the Company violates laws or administrative regulations, Shareholders are entitled to request the People's Court to determine the invalidity of such resolution.

If the procedures for convening the Shareholders' meeting or the Board of Directors or the voting methods violate laws, administrative regulations, or these Articles, or if the content of the resolutions violates these Articles, Shareholders are entitled to request the People's Court to revoke the resolutions within 60 days from the date the resolutions are made. However, if the procedures for convening the Shareholders' meeting or the Board of Directors or the voting methods have only minor defects and do not have a substantial impact on the resolutions, this provision does not apply.

Where there is any doubt over the validity of a resolution of the Shareholders' meeting from the Board of Directors, Shareholders and other relevant parties, a lawsuit shall be filed with the People's Court in a timely manner. Before the People's Court makes a judgment or ruling on the revocation of the resolution, the relevant parties shall implement the resolution of the Shareholders' meeting. The Company, Directors and senior management members shall earnestly perform their duties to ensure the normal operation of the Company.

Where the People's Court makes a judgment or ruling on the relevant matters, the Company shall perform its information disclosure obligations in accordance with the provisions of laws, administrative regulations, and securities regulatory rules of the places where the Shares of the Company are listed, fully explain the impact, and actively cooperate with the implementation after the judgment or ruling takes effect. If it involves correcting previous matters, it shall be dealt with in a timely manner and the corresponding information disclosure obligations shall be performed.

Article 37 The resolutions of the Shareholders' meeting or the Board of Directors of the Company shall be invalid in any of the following circumstances:

(i) The resolution was made without convening a Shareholders' meeting or a Board meeting;

(ii) The Shareholders' meeting or the Board meeting did not vote on the matters of the resolution;

(iii) The number of attendees or the number of voting rights held did not reach the number of attendees or the number of voting rights held as stipulated in the Company Law or these Articles;

(iv) The number of attendees or the number of voting rights held who voted in favour of the resolution did not reach the number of attendees or the number of voting rights held as stipulated in the Company Law or these Articles.

Article 38 Where a loss is incurred as a result of violation of the laws, administrative regulations or these Articles by Directors other than members of the Audit Committee and senior management members in the course of performing their duties, Shareholders individually or jointly holding 1% or more of Shares of the Company for over 180 consecutive days shall have the right to request the Audit Committee in writing to initiate legal proceedings in the People's Court; where the Company incurs loss as a result of violation of the laws, administrative regulations or these Articles by the members of the Audit Committee in the course of performing their duties, the aforesaid Shareholders shall have the right to request the Board of Directors in writing to initiate legal proceedings in the People's Court.

In the event that the Audit Committee or the Board of Directors refuses to initiate legal proceedings upon receipt of the aforesaid Shareholders' written request, or fails to initiate legal proceedings within 30 days upon receipt thereof, or in case of emergency or in the event that the failure to immediately initiate legal proceedings will incur irrecoverable damage to the interests of the Company, the Shareholders mentioned in the preceding paragraph shall have rights to, in their own names, directly initiate legal proceedings in the People's Court for the interests of the Company.

In the event that any other person infringes upon the legitimate rights and interests of the Company and causes losses thereto, the Shareholders mentioned in the first paragraph of this Article may initiate legal proceedings in the People's Court according to the provisions of the preceding two paragraphs.

Where the Company incurs loss as a result of violation of the laws, administrative regulations and departmental rules or these Articles by the Directors, supervisors, or senior management members of the Company's wholly-owned subsidiary in the course of performing their duties for the Company, or where any other person infringes upon the legitimate rights and interests of the Company's wholly-owned subsidiary and causes losses thereto, Shareholders individually or jointly holding at least 1% of Shares of the Company for over 180 consecutive days may, in accordance with the provisions of the first three paragraphs of Article 189 of the Company Law, request the Board of Supervisors or the Board of Directors of the wholly-owned subsidiary in writing to initiate legal proceedings in the People's Court or initiate legal proceedings in the People's Court in their own names directly. If a wholly-owned subsidiary of the Company does not have a supervisory committee or supervisors but has an audit committee, the provisions of the first and second paragraphs of this article shall apply.

Article 39 In the event of a Director or a senior management member violates the laws, administrative regulations or the Articles, which causes damage to the interests of Shareholders, the Shareholders may initiate legal proceedings in the People's Court.

Article 40 The obligations of Shareholders of the Company are as follows:

(i) to abide by laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed and the Articles;

(ii) to pay the Share price according to the Shares they subscribe for and the method of subscription;

(iii) not to withdraw Shares unless prescribed otherwise in laws and regulations;

(iv) not to abuse Shareholders' rights to infringe upon the interests of the Company or other Shareholders; not to abuse the Company's status as an independent legal entity and the limited liability of Shareholders to damage the interests of the Company's creditors;

(v) other obligations prescribed in laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed and the Articles.

Article 41 If any Shareholder who holds at least five percent of voting Shares of the Company pledges the Shares it holds, it shall report to the Company in writing on the day such pledge occurs.

Article 42 Shareholders of the Company who abuses Shareholders' rights and causes the Company or other Shareholders to suffer a loss shall be liable for making compensation in accordance with the law. Shareholders of the Company who abuses the status of the Company as an independent legal entity or the limited liability of Shareholders to evade debts and seriously damages the interests of the Company's creditors shall assume joint and several liability for the Company's debts.

Section 2 Controlling Shareholders and Actual Controllers

Article 43 The controlling Shareholders and actual controllers of the Company shall exercise their rights and fulfill their obligations in accordance with laws, administrative regulations, and securities regulatory rules of the places where the Company's Shares are listed, and shall safeguard the interests of the Company.

Article 44 The controlling Shareholders and actual controllers of the Company shall comply with the following provisions:

(i) to exercise Shareholder rights in accordance with the law, and not to abuse control rights or use affiliated relationships to damage the legitimate rights and interests of the Company or other Shareholders;

(ii) to strictly fulfill the public statements and commitments made, and not to change or exempt them without authorization;

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

(iv) not to appropriate the Company's funds in any way;

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

(vi) not to use the Company's undisclosed major information to seek benefits, not to disclose the Company's undisclosed major information in any way, and not to engage in illegal activities such as insider trading, short-swing trading, and market manipulation;

(vii) not to damage the legitimate rights and interests of the Company and other Shareholders through unfair related party transactions, profit distribution, asset restructuring, external investment, etc.;

(viii) to ensure the Company's asset integrity, personnel independence, financial independence, institutional independence, and business independence, and not to affect the Company's independence in any way;

(ix) other provisions stipulated by laws, administrative regulations, the securities regulatory rules of the places where the Company's Shares are listed and these Articles.

If the controlling Shareholders or actual controllers of the Company do not serve as Directors of the Company but actually execute the Company's affairs, the provisions of these Articles on Directors' duties of loyalty and diligence shall apply.

If the controlling Shareholders or actual controllers of the Company instruct directors or senior management members to engage in acts that damage the interests of the Company or Shareholders, they shall bear joint and several liability with such Directors or senior management members.

Article 45 If the controlling Shareholder or actual controller pledges the Company's Shares held or actually controlled by them, they shall maintain the stability of the Company's control and production and operation.

Article 46 If the controlling Shareholder or actual controller transfers the Company's Shares held by them, they shall comply with the restrictive provisions on Share transfer and the commitments made by them regarding the restriction of Share transfer in the provisions of laws, administrative regulations, and the securities regulatory rules of the place where the Company's Shares are listed.

Section 3 General Provisions on Shareholders' Meeting

Article 47 The Shareholders' meeting shall be composed of all Shareholders. The Shareholders' meeting is the power of authority of the Company, which shall exercise the following functions and powers in accordance with the law:

(i) to elect and replace directors who are not employee representatives, and to decide on matters relating to the remuneration of directors;

(ii) to examine and approve reports of the Board of Directors;

(iii) to examine and approve the Company's proposals for profit distribution plans and loss recovery plans;

(iv) to decide on any increase or decrease of the Company's registered capital;

(v) to decide on the issue of corporate bonds by the Company;

(vi) to decide on matters such as merger, division, dissolution and liquidation or change of corporate form of the Company;

(vii) to amend these Articles;

(viii) to make resolutions on appointment and dismissal of an accounting firm undertaking the Company's audit business and its remuneration;

(ix) to examine and approve the provision of guarantees stipulated in Article 48 of these Articles;

(x) to examine matters relating to the purchases and disposals of the Company's material assets within one year, which exceed 30% of the Company's latest audited total assets;

(xi) to examine and approve matters relating to changes in the use of proceeds;

(xii) to examine the equity incentive plans and employee stock ownership plans;

(xiii) to repurchase the Company's Shares in accordance with the circumstances stipulated in items (i) and (ii) of paragraph 1 of Article 25 of these Articles;

(xiv) to examine the annual remuneration plans for Directors and senior management members;

(xv) to examine other matters which shall be decided by the Shareholders' meeting as required by the laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Shares of the Company are listed or these Articles.

The Shareholders' meeting may authorize the Board of Directors to make resolutions on issuance of corporate bonds and the issuance of corporate bonds that can be converted into Shares. Unless otherwise provided for by laws, administrative regulations or these Articles, the aforesaid powers of the Shareholders' meeting shall not be exercised by the Board of Directors or any other institution or individual on its behalf by way of authorization.

Article 48 The following external guarantee behaviors of the Company shall be submitted to the Shareholders' meeting for review and approval.

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

(ii) any guarantee provided after the total external guarantees of the Company and its controlled subsidiaries exceed 50% of the Company's latest audited net assets;

(iii) any guarantee provided after the total external guarantees of the Company exceed 30% of the Company's latest audited total assets;

(iv) guarantee provided within one year with a guarantee amount exceeding 30% of the Company's latest audited total assets;

(v) guarantee provided to a guarantee object with a debt-to-asset ratio exceeding 70% according to the data of the latest financial statements;

(vi) guarantee provided to Shareholders, actual controllers, and their related parties;

(vii) other external guarantees required by the relevant laws, administrative regulations, rules, securities regulatory rules of the places where the Shares of the Company are listed, and other normative documents that should be submitted to the Shareholders' meeting.

When the Shareholders' meeting reviews the guarantee matters mentioned in item (iv) of this Article, approval must be obtained from more than two-thirds of the voting rights held by the Shareholders present at the meeting. When the Shareholders' meeting reviews proposals for guarantee provided to Shareholders, actual controllers, and their related parties, such Shareholders or the Shareholders controlled by such actual controller shall not participate in the voting, and the voting must be approved by more than half of the voting rights held by other Shareholders present at the meeting.

If the directors, senior management members or other relevant personnel of the Company fail to examine and approve external guarantees in accordance with the provisions of these Articles, causing losses to the Company, the Company shall hold the responsible persons accountable.

Article 49 The Shareholders' meetings are divided into annual Shareholders' meetings and extraordinary Shareholders' meetings. The annual Shareholders' meeting shall be convened once a year and be held within six months after the end of the previous fiscal year.

Article 50 The Company shall convene an extraordinary Shareholders' meeting within two months from the date of the occurrence of any of the following circumstances:

(i) the number of Directors is less than the number prescribed in the Company Law or less than two-thirds of the number prescribed in these Articles;

(ii) the uncovered losses of the Company reach one-third of its total Share capital;

(iii) the Shareholders with 10% or more Shares of the Company separately or jointly request it;

(iv) the Board of Directors considers it necessary;

(v) the Audit Committee proposes to convene it;

(vi) other circumstances stipulated by the laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Shares of the Company are listed or these Articles.

In the event that an extraordinary Shareholders' meeting is convened at the request of securities regulatory rules of the places where the Shares of the Company are listed, the actual convening date of the extraordinary Shareholders' meeting may be adjusted in accordance with the clearance progress of the stock exchange where the Shares of the Company are listed.

Article 51 The Company shall convene a Shareholders' meeting at its domicile or other place as specified in the notice of the meeting.

The Shareholders' meeting shall have a meeting venue and be convened by ways of on-site meetings, and in addition to the on-site meeting at a venue, it may also be simultaneously held by means of electronic communication. The Company will also provide online voting or other means to provide convenience for Shareholders according to actual needs or legal provisions or the securities regulatory rules of the place where the Company's Shares are listed.

Article 52 When convening a Shareholders' meeting, the Company shall engage lawyers to issue legal opinions on the following issues with announcements made thereon:

(i) whether the convening of the Shareholders' meeting and its procedures are in compliance with the laws, administrative regulations and these Articles;

(ii) whether the attendees are eligible and whether the eligibility of the convener is lawful and valid;

(iii) whether the procedures of voting and the voting results of the meeting are lawful and valid;

(iv) legal opinions on other related matters at the request of the Company.

Section 4 Convening of Shareholders' Meetings

Article 53 The Board of Directors shall convene the Shareholders' meeting within the prescribed time limit.

With the consent of a majority of all independent Directors, an independent Director has the right to propose to the Board of Directors to convene an extraordinary Shareholders' meeting. Upon receiving such a proposal, the Board of Directors shall, in accordance with the provisions of laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed and these Articles, provide a written response within ten days of receipt, indicating whether it agrees or disagrees to convene an extraordinary Shareholders' meeting. If the Board of Directors agrees to convene an extraordinary Shareholders' meeting, it shall issue a notice of the Shareholders' meeting within five days after making the board resolution. If the Board of Directors disagrees to convene an extraordinary Shareholders' meeting, it shall state the reasons and make an announcement.

Article 54 The Audit Committee has the right to propose to the Board of Directors to convene an extraordinary Shareholders' meeting 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, securities regulatory rules of the places where the Shares of the Company are listed and these Articles, provide a written response within ten days of receipt, indicating whether it agrees or disagrees to convene an extraordinary Shareholders' meeting.

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

If the Board of Directors disagrees to convene an extraordinary Shareholders' meeting, or fails to provide feedback within ten days of receipt, it shall be deemed that the Board of Directors is unable or fails to perform its duty to convene the Shareholders' meeting. In such cases, the Audit Committee may convene and preside over the meeting on its own.

Article 55 Shareholders who individually or collectively hold at least 10% of the Company's Shares have the right to request the Board of Directors to convene an extraordinary Shareholders' meeting and shall submit such request in writing to the Board of Directors. The Board of Directors shall, in accordance with the provisions of laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed and these Articles, provide a written response within ten days of receipt, indicating whether it agrees or disagrees to convene an extraordinary Shareholders' meeting.

If the Board of Directors agrees to convene an extraordinary Shareholders' meeting, it shall issue a notice of the Shareholders' meeting within five days after making the board resolution. Any changes to the original request in the notice shall be subject to the consent of the relevant Shareholders.

If the Board of Directors disagrees to convene an extraordinary Shareholders' meeting, or fails to provide feedback within ten days of receipt, Shareholders who individually or collectively hold at least 10% of the Company's Shares have the right to propose to the Audit Committee to convene an extraordinary Shareholders' meeting and shall submit such request in writing to the Audit Committee.

If the Audit Committee agrees to convene an extraordinary Shareholders' meeting, it shall issue a notice of the Shareholders' meeting within five days after receiving the request. Any changes to the original proposal in the notice shall be subject to the consent of the relevant Shareholders.

If the Audit Committee fails to issue a notice of the Shareholders' meeting within the prescribed period, it shall be deemed that the Audit Committee does not convene or preside over the Shareholders' meeting. In such cases, Shareholders who individually or collectively hold at least 10% of the Company's Shares for a continuous period of 90 days or more may convene and preside over the meeting on their own.

Article 56 If the Audit Committee or Shareholders decide(s) to convene the Shareholders' meeting by itself/themselves, it/they shall issue a written notice to the Board of Directors and complete the necessary reports, announcements or file records in accordance with the securities regulatory rules of the places where the Company's Shares are listed and the provisions of Stock Exchange.

The shareholding proportion of the convening Shareholders shall not be lower than 10% prior to the announcement of the resolutions of the Shareholders' meeting.

The Audit Committee or convening Shareholders shall submit relevant evidence to the Stock Exchange in accordance with the securities regulatory rules of the place where the Company's Shares are listed and the provisions of the Stock Exchange upon issuance of the notice of Shareholders' meeting and the announcement of the resolutions of the Shareholders' meeting.

Article 57 For Shareholders' meetings convened by the Audit Committee or Shareholders on their own, 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 58 The necessary expenses for the Shareholders' meeting convened by the Audit Committee or Shareholders on their own shall be borne by the Company.

Section 5 Proposals and Notice of Shareholders' meeting

Article 59 The content of the proposals shall fall within the scope of the Shareholders' meeting's authority, have clear topics and specific resolution matters, and comply with the provisions of laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed, and these Articles.

Article 60 When the Company convenes a Shareholders' meeting, the Board of Directors, the Audit Committee, as well as Shareholders who individually or collectively hold at least 1% of the Company's Shares, have the right to submit proposals to the Company.

Shareholders who individually or collectively hold at least 1% of the Company's Shares may submit a temporary proposal in writing to the convener ten days prior to the Shareholders' meeting. The convener shall issue a supplementary notice of the Shareholders' meeting within two days after receiving the proposal, announcing the content of the temporary proposal, and shall submit the temporary proposal to the Shareholders' meeting for consideration. However, this does not apply if the temporary proposal violates the provisions of laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed or the Articles of Association, or if it is not within the scope of the Shareholders' meeting's authority.

Except for the circumstances specified in the preceding paragraph, after the convener has issued the notice of the Shareholders' meeting, it shall not modify the proposals already listed in the notice or add new proposals.

The Shareholders' meeting shall not vote on or make resolutions regarding proposals that are not listed in the notice of the Shareholders' meeting or that do not comply with the provisions of these Articles.

Article 61 The convener shall notify each Shareholder by announcement 21 days before the annual Shareholders' meeting, and 15 days before the extraordinary Shareholders' meeting. When calculating the start of the commencement period, the Company should not include the day the meeting is held. Where laws, regulations, securities regulatory rules of the places where the Shares of the Company are listed provide otherwise, such rules shall prevail.

The notice of the Shareholders' meeting shall be published on the Company's website or the website designated by the Hong Kong Stock Exchange subject to compliance with the applicable laws and regulations and the securities regulatory rules of the place where the Company's shares are listed. Where an announcement should be made to the Shareholders of overseas listed foreign shares pursuant to these Articles, such announcement shall also be published in accordance with the methods prescribed by the Hong Kong Listing Rules. For Shareholders of domestic unlisted shares, the notice of the Shareholders' meeting may also be made by way of announcement.

Article 62 The notice of a Shareholders' meeting includes the following:

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

(ii) the matters and proposals to be discussed at the meeting;

(iii) a clear statement that all Shareholders have the right to attend the meeting of Shareholders, and may entrust a proxy in writing to attend the meeting and vote and such a proxy does not need to be a Shareholder of the Company;

(iv) the record date of the Shareholders entitled to attend the Shareholders' meeting;

(v) name and telephone number of the permanent contact person for conference affairs;

(vi) timing and procedures of voting by Internet or other methods;

(vii) other matters that need to be specified.

Details of all proposals shall be fully and completely disclosed in the notice of Shareholders' meeting and its supplementary notice. If any matter to be discussed requires opinions of the independent Directors, the opinions and reasons of the independent Directors shall be disclosed together with the issuance of such notice or supplementary notice.

Where a Shareholders' meeting is held online or otherwise, the time and procedures for voting online or by other means shall be specifically stated in the notice of the Shareholders' meeting. Online voting or voting by other means shall commence no earlier than 3:00 p.m. on the day before the physical meeting but no later than 9:30 a.m. on the date of the physical meeting and shall not end earlier than 3:00 p.m. on the date of the conclusion of the physical meeting.

Article 63 Where the Shareholders' meeting proposes to discuss the election of Directors, the notice of the Shareholders' meeting shall fully disclose the detailed information of the candidates for Directors, which shall at least include the following:

(i) personal particulars such as educational background, work experience and part-time jobs;

(ii) whether there is any related relationship with the Company or its controlling Shareholders and de facto controller;

(iii) the number of Shares held in the Company;

(iv) whether they have been penalized by the CSRC and other relevant authorities or reprimanded by the stock exchange where the Shares of the Company are listed.

(v) whether they possess the qualifications required by the laws, administrative regulations, departmental rules, normative documents, the securities regulatory rules of the place where the Company's shares are listed or these Articles.

Other than the Directors elected through the cumulative voting system, each candidate for Director shall be proposed in a separate proposal.

Article 64 After the Shareholders' meeting notice has been issued, the Shareholders' meeting should not be postponed or canceled without a valid reason, and the proposals listed in the notice should not be canceled. In the event of a postponement or cancelation, the convener shall announce and explain the reasons at least two business days before the originally scheduled date. If securities regulatory rules of the places where the Shares of the Company are listed have special provisions regarding the procedures for postponing or canceling a Shareholders' meeting, these provisions shall prevail, provided that they do not violate the regulatory requirements of the domestic rules.

Section 6 Holding of Shareholders' meeting

Article 65 The Board of Directors and other conveners of the Company shall take necessary measures to ensure the normal order of the Shareholders' meeting. Measures shall be taken to stop acts that interfere with the Shareholders' meeting, provoke troubles and infringe the legitimate rights and interests of Shareholders, and report to relevant authorities for investigation and penalty in a timely manner.

Article 66 All Shareholders registered on the record date for equity registration or their proxies shall be entitled to attend the Shareholders' meeting. They shall be entitled to exercise voting rights at the meeting in accordance with relevant laws, regulations, securities regulatory rules of the places where the Shares of the Company are listed and these Articles, unless such Shareholders are required by securities regulatory rules of the places where the Shares of the Company are listed to abstain from voting on specific matters.

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

Article 67 Individual Shareholders attending the meeting in person shall present their personal identity cards or other valid certificates or proof that can indicate their identity, as well as their stock account card. Proxies attending the meeting shall present their personal identity cards and the power of attorney from the Shareholder.

Corporate Shareholders shall be represented by its legal representative or proxies authorized by the legal representative (or by the board of directors or other decision-making body of the corporate Shareholder). Legal representatives attending the meeting shall present their personal identity cards or valid documents that can prove its identity as the legal representative. Proxies authorized to attend the meeting shall present their personal identity cards or the written power of attorney legally issued by the legal representative of the corporate Shareholder (or authorization documents by the board of directors or other decision-making body of the corporate Shareholder), except for Shareholder who is a recognized clearing house as defined in the relevant laws and regulations in force from time to time under the laws of Hong Kong or securities regulatory rules of the places where the Shares of the Company are listed or its proxy.

Article 68 Any Shareholder entitled to attend and vote at a Shareholders' meeting may appoint one or more persons (who need not be a Shareholder) as his/her proxy to attend and vote on his/her behalf. The power of attorney for appointing a proxy to attend the Shareholders' meeting shall specify the following content:

(i) the name or title of the principal and the category and quantity of Shares held;

(ii) the name or title of the proxy;

(iii) specific instructions of the Shareholder, including instructions to vote for, against, or abstain on each matter listed on the agenda of the Shareholders' meeting;

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

(v) the signature (or seal) of the principal. If the principal is a corporate Shareholder, the corporate seal shall be affixed; if the overseas corporate Shareholder does not have a seal, it may be signed by a legally authorized person.

Article 69 The power of attorney for proxy voting shall be deposited at the Company's domicile or such other place as designated in the notice convening the meeting at least twenty-four hours before the convening of the relevant meeting in respect of which voting authority is granted under such power of attorney, or at least twenty-four hours prior to the designated voting time. If the power of attorney for proxy voting is signed by a person authorized by the principal, the authorization letter or other authorization documents shall be notarized. The notarized authorization letter or other authorization documents and the power of attorney for proxy voting shall be kept at the Company's domicile or another place designated in the notice of the meeting.

If the Shareholder is a recognized clearing house (or its proxy), such Shareholder may authorize one or more persons it deems appropriate to act as its representative at any Shareholders' meeting or creditors' meeting; however, if more than one person is authorized, the power of attorney shall specify the number and category of Shares involved in the authorization for each authorized person, and the power of attorney shall be signed by an authorized person of the recognized clearing house. The authorized person may exercise the rights of the recognized clearing house (or its proxy) (without presenting Shareholding certificates, notarized authorization, and/or further evidence of formal authorization) and shall enjoy the same statutory rights as other Shareholders, including the right to speak and vote, as if the person were an individual Shareholder of the Company.

Article 70 A register for attendees at the Shareholders' meeting shall be compiled by the Company, which shall contain, among others, the name of the attendee (or the name of the organization), identity card number, the number of Shares with voting rights held or represented by the attendee and the name of the person (or the name of the organization) who attends the meeting by proxy.

Article 71 The conveners and the lawyers engaged by the Company shall jointly verify the legitimacy of the eligibility of the Shareholders according to the register of Shareholders provided by the securities registration and clearing institution and the securities regulatory rules of the place where the Company's shares are listed, and register the name of each Shareholder and the number of shares with voting rights he/she holds. The meeting registration shall be closed by the time the chairman of the meeting announces the number of Shareholders and proxies attending the physical meeting as well as the total number of Shares with voting rights held by them.

Article 72 If the Shareholders' meeting requires Directors and senior management to attend the meeting, the Directors and senior management shall attend and accept Shareholders' inquiries.

Article 73 The Shareholders' meeting shall be presided over by the chairman of the Board of Directors. If the chairman is unable or fails to perform his duties, it shall be presided over by the vice chairman. If the vice chairman is unable or fails to perform his duties, one Director shall be elected by a majority of the Directors to preside over the meeting.

If the Shareholders' meeting is convened by the Audit Committee, it shall be presided over by the convener of the Audit Committee. If the convener of the Audit Committee is unable or fails to perform his duties, one Audit Committee member shall be elected by a majority of the Audit Committee, to preside over the meeting.

If the Shareholders' meeting is convened by the Shareholders themselves, the convener or the representative elected by the convener shall preside over the meeting.

If the presiding officer of the meeting violates the rules of procedure and prevents the meeting from proceeding, upon the agreement of more than half of the Shareholders present and entitled to vote, the Shareholders' meeting may elect one person to serve as the presiding officer to continue the meeting.

Article 74 The Company shall formulate the rules of procedure for the Shareholders' meeting which shall specify in detail the convening, holding and voting procedures of a Shareholders' meeting, including notification, registration, consideration of proposals, voting, counting of votes, announcement of voting results, formation of resolutions, meeting minutes and their signing, announcements and other contents, and the principles of authorization to the Board of Directors at the Shareholders' meeting. The authorization shall be clear and specific. The rules of procedure for the Shareholders' meeting shall be prepared by the Board of Directors and approved by the Shareholders' meeting, and shall be appended to the Articles.

Article 75 At the annual Shareholders' meeting, the Board of Directors shall report to the Shareholders' meeting its works done in the past year. Each independent Director shall also present a work report.

Article 76 Directors and senior management members shall provide explanations in relation to the inquiries and recommendations from the Shareholders at the Shareholders' meeting.

Article 77 The presiding officer of the meeting shall, prior to voting, declare the number of Shareholders and proxies attending the on-site meeting as well as the total number of their voting shares, which shall conform to the meeting's registration.

Article 78 Minutes of the Shareholders' meetings shall be recorded by the secretary to the Board of Directors, which shall include the following information:

(i) time, venue and agenda of the meeting and name of the convener;

(ii) the name of the presiding officer of the meeting and the names of the Directors and senior management members attending or present at the meeting;

(iii) the number of Shareholders and proxies attending the meeting, the total number of voting Shares held by them, and its proportion in the total number of Shares of the Company;

(iv) the consideration process, summaries of speeches and voting result for each proposal;

(v) the Shareholders' questions, opinions or recommendations and the corresponding answers or explanations;

(vi) names of the lawyer, vote counters and scrutinizer;

(vii) other contents to be recorded in the minutes as specified in these Articles and the securities regulatory rules of the place where the Company's Shares are listed.

Article 79 The convener shall ensure that the minutes are true, accurate and complete. The attending or presenting directors, secretary to the Board of Directors, convener or his/her representatives, and the person presiding over the meeting shall initial on the minutes of the meeting. The minutes of the meeting shall be retained along with the attendance register signed by Shareholders present in person, the letters of proxy for those attending by proxy, results of voting conducted online and by other means, and other relevant valid materials. The period of maintaining such records shall be ten years.

Article 80 The convener shall ensure that the Shareholders' meeting is held continuously until final resolutions have been reached. In the event that the Shareholders' meeting is suspended or the Shareholders fail to reach any resolution due to force majeure or other special reasons, necessary measures shall be taken to resume the meeting as soon as possible or the meeting shall be terminated directly and an announcement of such termination shall be made promptly. At the same time, the convener shall report to the agency of the CSRC in the locality of the Company and to the stock exchange of the places where the Shares of the Company are listed.

Section 7 Voting at and Resolutions of Shareholders' Meetings

Article 81 The resolutions of the Shareholders' meeting are divided into ordinary resolutions and special resolutions.

An ordinary resolution at a Shareholders' meeting shall be passed by more than half of the voting rights held by the Shareholders present at the Shareholders' meeting (including proxies).

A special resolution at a Shareholders' meeting shall be passed by at least two-thirds of the voting rights held by the Shareholders present at the Shareholders' meeting (including proxies).

Article 82 The following matters shall be approved by the Shareholders' meeting through ordinary resolutions:

(i) work reports of the Board of Directors;

(ii) plans for the distribution of profits and for recovery of losses proposed by the Board of Directors;

(iii) appointment or dismissal of the members of the Board of Directors, and their remuneration and payment methods;

(iv) other matters other than those approved by special resolution stipulated in the laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed or these Articles.

Article 83 The following matters shall be approved by special resolutions at the Shareholders' meeting:

(i) the increase or decrease of the registered capital of the Company;

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

(iii) amendments to these Articles;

(iv) purchase or sale of significant assets or guaranteed amount provided to others within a year which exceeds 30% of the Company's audited total assets for the latest period;

(v) Share option incentive plan;

(vi) other matters as required by the laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed or these Articles, and matters which have a significant impact on the Company if to be passed by an ordinary resolution of a Shareholders' meeting and which are deemed necessary to be passed as a special resolution.

Article 84 Shareholders (including Shareholder proxies) shall exercise their voting rights based on the number of voting Shares they represent, with each Share having one vote, unless such Shareholders are required by securities regulatory rules of the places where the Shares of the Company are listed to abstain from voting on specific matters. When voting, Shareholders (including Shareholder proxies) with two or more votes are not required to cast all their votes uniformly for, against or in abstention from a resolution.

When the Shareholders' meeting reviews major matters affecting the interests of small and medium investors, the votes of small and medium investors shall be counted separately. The results of the separate vote count shall be disclosed publicly in a timely manner.

The Shares held by the Company have no voting rights, and such Shares shall not be counted in the total number of voting Shares present at the Shareholders' meeting.

If a Shareholder purchases voting Shares of the Company in violation of the paragraphs 1 and 2 of Article 63 of the Securities Law, the voting rights of such Shares in excess of the prescribed proportion shall not be exercised for a period of thirty-six months after the purchase and shall not be counted as part of the total number of voting Shares present at the Shareholders' meeting.

According to relevant laws, regulations and stipulations of securities regulatory rules of the places where the Shares of the Company are listed, if any Shareholder is required to waive their voting rights on relevant resolutions or is restricted to only voting for (or against) a designated resolution, the votes cast by such Shareholder or their representative in violation of the foregoing provisions or restrictions shall not be counted in the voting results.

The Board of Directors, independent Directors, Shareholders of the Company holding more than 1% of the voting Shares, or investor protection institutions established in accordance with laws, administrative regulations, or securities regulatory rules of the places where the Shares of the Company are listed may publicly solicit Shareholders' voting rights. The solicitation of Shareholders' voting rights shall fully disclose specific voting intentions and other information to the solicited parties. It is prohibited to solicit Shareholders' voting rights in a paid or disguised paid manner. Except for statutory conditions, the Company shall not impose a minimum Shareholding ratio restriction on the solicitation of voting rights.

Article 85 Unless otherwise provided in the securities regulatory rules of the places where the Shares of the Company are listed, when related transactions are considered at the Shareholders' meeting, the related Shareholders shall abstain from voting, and the voting Shares represented by them shall not be included in the total number of valid votes. The announcement on the resolutions of the Shareholders' meeting shall fully disclose the details of voting by non-related Shareholders. Related transactions between the Company and its related parties with a transaction amount of more than RMB30 million and accounting for more than 5% of the absolute value of the Company's latest audited net assets, shall be submitted to the Shareholders' meeting for deliberation after consideration and approval by the Board of Directors. The procedures for recusal of related Shareholders from voting are as follows:

(i) secretary to the Board of Directors, related Shareholders or other Shareholders of the Company shall apply for recusal of related Shareholder in accordance with relevant requirements and recuse;

(ii) related Shareholders shall not participate in the deliberation of the relevant related transaction;

(iii) when the Shareholders' meeting votes on the relevant related transaction, after deducting the number of voting Shares represented by related Shareholders, the non-related Shareholders attending the Shareholders' meeting shall vote in accordance with the provisions of these Articles.

Article 86 Except in special circumstances, such as a crisis for the Company, the Company shall not, without the approval of the Shareholders' meeting by a special resolution, enter into any contract with any person, other than a director, a general manager or a senior management member, and delegate the management of all or a substantial part of the Company's business to that person.

Article 87 The list of candidates for non-employee representative Directors shall be submitted as a proposal to the Shareholders' meeting for voting.

In accordance with the provisions of these Articles or resolutions of the Shareholders' meeting, when the Shareholders' meeting votes on the election of directors, a cumulative voting system shall be implemented. When a single Shareholder and the persons acting in concert with him/her are interested in 30% or more of the Shares in the Company, or when the Shareholders' meeting elects two or more independent directors, a cumulative voting system shall be implemented. Where Directors are elected through the cumulative voting system at the Shareholders' meeting, the voting of independent Directors and non-independent Directors shall be carried out separately.

The cumulative voting system as mentioned in the preceding paragraph means that when directors are elected at the Shareholders' meeting, each Share shall have the same number of voting rights as the number of Directors to be elected, and the voting rights held by Shareholders may be used collectively. The Board of Directors shall announce the resumes and basic information of the candidates for Directors to the Shareholders.

The nomination methods and procedures for Directors are as follows:

(i) Directors of the first session of the Board of Directors after the establishment of a joint stock company shall be elected by the Shareholders' meeting from among the candidates proposed by the promoters and all their parties.

(ii) Where the term of office of the Board of Directors is expired, or the replacement of directors of non-employee Shareholders is required during the term of office, the current Board of Directors shall listen to the opinions of the relevant Shareholders, or the Shareholders individually or jointly holding more than 1% of the total number of the Company's outstanding Shares with voting rights shall propose a list of the candidates for the next Board of Directors who are non-employee representative by way of temporary proposals at the Shareholders' meeting. The list of candidates for directors who are non-employee representatives shall be submitted to the Shareholders' meeting for voting by way of proposals.

(iii) The election of the employee representative Director shall be decided by employees of the Company through the employee representatives' meeting, the general meeting of employees or other democratic decision-making methods.

The specific methods and procedures for nominating candidates for Directors by the Board are as follows: (i). Within the range of the number of persons specified in these Articles of Association, according to the number of persons to be elected, the Nomination Committee of the Board (hereinafter referred to as the "**Nomination Committee**") shall propose a list of candidates for Directors who are non-employee representatives, upon approved by the resolution of the Board of Directors, the Board of Directors shall propose a list of candidates for Directors who are non-employee representatives and submit them to the Shareholders' meeting for election; (ii). Shareholders who individually or jointly hold more than 1% of the total number of outstanding voting Shares of the Company may propose candidates for directors who are non-employee representatives to the Board of Directors of the Company. If the board of directors of the Company does not accept the nomination of the above-mentioned Shareholders, the above-mentioned Shareholders may put forward the proposals to the Shareholders' meeting by temporary proposals, but shall be in compliance with laws, regulations, the securities regulatory rules of the place where the Shares of the Company are listed and these Articles of Association of the Company on temporary proposals for Shareholders' meetings. (iii). The election of the employee representative Director shall be decided by employees of the Company through the employee representatives' meeting, the general meeting of employees or other democratic decision-making methods.

Article 88 Except when using the cumulative voting system, the Shareholders' meeting shall vote on all proposals on an item-by-item basis. If there are different proposals on the same matter, they shall be voted on in the order they were submitted. Unless the Shareholders' meeting is adjourned or unable to pass a resolution due to force majeure or other special reasons, it shall not shelve or refuse to vote on a proposal.

Article 89 When the Shareholders' meeting deliberates on a proposal, no amendments shall be made to it. Otherwise, any such change shall be deemed a new proposal and cannot be voted upon at the current Shareholders' meeting.

Article 90 The same voting right may only be exercised through one of the following methods: in person, online, or other voting methods. Subject to compliance with applicable laws and regulations and the securities regulatory rules of the place where the Shares of the Company are listed, the Shareholders' meeting may adopt electronic means to vote on the proposal. If a vote is cast multiple times for the same voting right, the first vote shall prevail.

Article 91 Voting at the Shareholders' meeting shall be conducted by registered ballot.

Article 92 Before the Shareholders' meeting proceeds to vote on proposals, two Shareholder representatives shall be elected to participate in vote counting and scrutinizing. If a matter under deliberation involves a related relationship with a Shareholder, such Shareholder and his/her/its proxy may not participate in the vote counting or scrutinizing.

When the Shareholders' meeting votes on proposals, the lawyer(s) and Shareholder representatives shall be jointly responsible for counting and scrutinizing the votes. The voting results shall be announced on the spot and recorded in the meeting minutes.

Shareholders of the listed company or their proxies who vote via online or other means shall have the right to verify their own voting results through the corresponding voting system.

Article 93 The closing time of a physical Shareholders' meeting shall not be earlier than that for online or other methods. The presider of the meeting shall announce the voting status and result of each proposal and, based on the voting results, declare whether a proposal has been approved.

Before the official announcement of the voting results, all parties involved, including companies, vote counters, scrutineers, Shareholders, and Internet service providers, have a duty of confidentiality regarding the voting details.

Article 94 Shareholders present at the Shareholders' meeting shall cast one of the following votes on the proposals submitted for voting: "For", "Against", or "Abstain", except where the securities depository and clearing institution, acting as the nominal holder of stocks under the Mainland-Hong Kong Stock Connect program, makes declarations in accordance with the instructions of the actual beneficial holders.

Ballots that are unfilled, incorrectly filled, illegible, or not cast shall be deemed as the voter having waived their voting rights, and the votes corresponding to the Shares they hold shall be counted as "Abstain".

Article 95 If the presider of the meeting has any doubt about the result of a resolution put to a vote, he/she may organize a recount of the votes cast. If the presider does not organize a recount, any Shareholder or Shareholder's proxy present at the meeting who objects to the result announced by the presider shall have the right to demand a recount immediately after the announcement of the voting result, and the presider shall organize a recount immediately.

Article 96 Resolutions of the Shareholders' meeting shall be announced in a timely manner. The announcement shall specify the number of Shareholders and proxies present at the meeting, the total number of voting Shares they hold and the percentage of the Company's total voting Shares, the voting method, the voting result for each proposal, the detailed content of each resolution passed, and other matters required to be included by the securities regulatory rules of the place where the Shares of the Company are listed.

Article 97 If the proposal is not passed, or the Shareholders' meeting alters a resolution passed at the previous Shareholders' meeting, a special note shall be made in the announcement of the resolutions of the Shareholders' meeting.

Article 98 If the proposal on election of Directors is passed at the Shareholders' meeting, the newly appointed Directors shall take office on the next day following the conclusion of the meeting at which the proposal is passed.

Article 99 If the proposal in relation to the payment of cash dividends, the issue of bonus Shares or capitalization of capital reserves is passed at the Shareholders' meeting, the Company will implement the specific plan within 2 months after the conclusion of the Shareholders' meeting. If the specific plan cannot be implemented within 2 months due to the requirements of the laws and regulations and the securities regulatory rules of the places where the Shares of the Company are listed, the implementation date of the specific plan may be adjusted accordingly in accordance with such regulations and the actual situation.

Chapter 5 Directors and Board of Directors

Section 1 General Provisions of Directors

Article 100 The Directors of the Company may include executive Directors, non-executive Directors, and independent Directors. Non-executive Directors refer to Directors who do not hold operational management positions in the Company. The appointment conditions, nomination and election procedures, and powers of independent Directors shall be implemented in accordance with the relevant provisions of the laws, the CSRC, and the stock exchange where the Shares of the Company are listed. Directors shall possess the qualifications required by laws, administrative regulations, departmental rules, these Articles, and securities regulatory rules of the places where the Shares of the Company are listed. A Director of the Company who is a natural person may not act as a Director of the Company under any of the following circumstances:

(i) having no capacity for civil conducts or limited capacity for civil conducts;

(ii) having been verified as lacking sufficient time and energy to participate in relevant work affairs;

(iii) having been sentenced to imprisonment for corruption, bribery, embezzlement of property, misappropriation of property, or disruption of the socialist market economy, or who have been deprived of political rights as a result of any criminal offenses, where less than 5 years have lapsed since the date of completion of such sentence, or who have been granted probation, where less than 2 years have lapsed since the expiration of the probation period;

(iv) where he/she has served as a Director, factory manager, or manager of a company or enterprise that was declared insolvent and liquidated and was personally liable for the insolvency of the company or enterprise, and less than 3 years have lapsed since the date of the completion of the insolvency and liquidation of such company or enterprise;

(v) where he/she has served as the legal representative of a company or enterprise whose business license was revoked or which was ordered to close down due to violation of the law and was personally liable for the company or enterprise, and less than 3 years have lapsed since the date when the company or enterprise's business license was revoked or was ordered to close down;

(vi) having a substantial amount of personal debts that are due and unsettled and having been listed as a dishonest judgment debtor by the People's Court;

(vii) having been banned by the CSRC from access to the securities market, and the term of prohibition has not expired;

(viii) having been subject to public criticism by the CSRC on two or more occasions within the last 36 months;

(ix) having been subject to public censure by the stock exchange where the Shares of the Company are listed on two or more occasions, or public criticism on three or more occasions, within the last 36 months;

(x) having committed serious dereliction of duty or abused his/her power;

(xi) having been publicly determined by the stock exchange where the Shares of the Company are listed as unfit to serve as a director or a senior management member of listed companies, with the term yet to be expired;

(xii) having caused the Company or the interests of minority Shareholders to suffer material losses;

(xiii) other circumstances stipulated by laws, administrative regulations, departmental rules, or securities regulatory rules of the places where the Shares of the Company are listed.

If a Director is elected or appointed in violation of the provisions of this Article, such election, appointment or engagement shall be void. If a Director is subject to the circumstances set out in this Article during his/her term of office, the Company shall remove him/her from his/her position and stop him/her from performing his/her duties.

Article 101 Directors not appointed as employee representative Directors shall be elected or replaced by the Shareholders' meeting and may be removed from their positions by the Shareholders' meeting before the expiration of their term. The term of office for Directors is three years, and upon the expiration of their term, they may be re-elected. Where securities regulatory rules of the places where the Shares of the Company are listed provide otherwise in respect of the restrictions on the reappointment of Directors, such rules shall prevail.

The employee representative Director shall be elected or removed by the employees of the Company through the democratic election at the employee representatives' meeting. The employee representatives' meeting may also remove the employee representative Director from office before the expiration of his/her term. The term of office of the employee representative Director shall be the same as that of the current Board of Directors, and he/she may be re-elected for consecutive terms upon expiration of the term.

The term of a Director is calculated from the date of assuming office until the expiration of the current Board of Directors' term. If the Directors are not timely re-elected upon the expiration of their term, the original Directors shall continue to perform their duties as Directors in accordance with laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Shares of the Company are listed, and these Articles until the newly elected Directors assume office.

Subject to securities regulatory rules of the places where the Shares of the Company are listed, new Directors appointed by the Board of Directors to fill a temporary vacancy or increase the number of Directors on the Board of Directors shall serve only until the first annual Shareholders' meeting after their appointment and shall be eligible for re-election at that time.

A Director may also hold the position of general manager or other senior management positions, but the total number of Directors who concurrently hold the position of general manager or other senior management positions, as well as Directors who are employee representative Directors, shall not exceed half of the total number of Directors of the Company.

Article 102 Directors shall abide by laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed, and these Articles, owe fiduciary obligations to the Company, take measures to avoid conflicts between their own interests and the interests of the Company, and shall not take advantage of their power to seek improper benefits.

Directors shall owe the following fiduciary obligations to the Company:

(i) shall not embezzle the assets of the Company or misappropriate the Company's funds;

(ii) shall not deposit the Company's funds in accounts opened under his/her own name or the names of other individuals;

(iii) shall not accept bribery or other illegal income by taking advantage of his/her power;

(iv) shall not enter into contracts or conduct transactions with the Company directly or indirectly without reporting to the Board of Directors or the Shareholders' meeting or being approved by a resolution of the Board of Directors or the Shareholders' meeting in accordance with the provisions of these Articles;

(v) shall not take advantage of his/her position to seek business opportunities that should otherwise belong to the Company for himself/herself or others, unless he/she reports to the Board of Directors or the Shareholders' meeting and is approved by a resolution of the Shareholders' meeting, or the Company cannot utilize such business opportunities in accordance with laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed or the provisions of these Articles;

(vi) shall not engage in the same kind of business as the Company for his/her own account or for the benefits of others without reporting to the Board of Directors or the Shareholders' meeting or being approved by a resolution of the Shareholders' meeting;

(vii) shall not accept the commissions from transactions between others and the Company for his/her own account;

(viii) shall not disclose the Company's secrets without authorization;

(ix) shall not take advantage of his/her related relationship to compromise the interests of the Company;

(x) shall fulfill other fiduciary obligations as required by laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Shares of the Company are listed, and these Articles.

Any income derived by a Director in violation of the provisions of this Article shall belong to the Company; and if any loss is caused to the Company, he/she shall be liable for compensation.

The close relatives of Directors and senior management members, enterprises directly or indirectly controlled by Directors, senior management members or their close relatives, and related parties who have other related relationships with Directors and senior management members, when entering into contracts or conducting transactions with the Company, shall be subject to the provisions of paragraph 2(iv) of this Article.

Article 103 Directors shall abide by laws, administrative regulations, securities regulatory rules of the places where the Shares of the Company are listed, and these Articles, owe diligent obligations to the Company, and shall exercise the reasonable care that managers usually should have for the best interests of the Company when performing their duties.

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

(i) shall exercise the rights conferred by the Company in a prudent, conscientious and diligent manner, so as to ensure that the business activities of the Company comply with the requirements of national laws, administrative regulations and various national economic policies, and that the commercial activities do not go beyond the scope stipulated in the business license;

(ii) shall treat all Shareholders fairly;

(iii) shall maintain a timely awareness of the operation and management of the Company;

(iv) shall sign written confirmations on the regular reports of the Company and ensure the information disclosed by the Company is true, accurate and complete;

(v) shall truthfully provide relevant information and materials to the Audit Committee, and shall not obstruct the Audit Committee from performing its functions and powers;

(vi) shall discharge other duty of diligence as required by laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Shares of the Company are listed, and these Articles.

Article 104 If a Director fails to attend the board meetings in person or does not authorize other Directors to attend the board meetings for two consecutive times, he/she shall be deemed to be unable to perform his/her duties and the Board of Directors shall propose to the Shareholders' meeting or the employee representatives' meeting to remove such Director. Subject to compliance with securities regulatory rules of the places where the Shares of the Company are listed, a Director shall be deemed to have attended a board meeting in person if he/she attends the meeting by means of internet, video, telephone or other means with equivalent effect.

Article 105 A Director may tender his/her resignation before the expiration of his/her term of office. A Director who resigns shall submit a written resignation report to the Board of Directors of the Company. The resignation shall take effect from the date when the Company receives the resignation report. The Company will disclose the relevant information within two trading days or within the period required by securities regulatory rules of the places where the Shares of the Company are listed. If the number of the Board of Directors of the Company falls below the statutory minimum requirement due to the resignation of a Director, or if the number or proportion of independent Directors in the Board of Directors or special committees under the Board of Directors does not comply with laws and regulations, or there is no independent Director with appropriate professional qualifications or with appropriate accounting or relevant financial management expertise due to the resignation of an independent Director, the original Director shall still fulfill his/her duties as Director in accordance with laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Shares of the Company are listed, and these Articles before a re-elected Director takes office.

Article 106 If 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 fiduciary obligations to the Company and its Shareholders shall not be automatically relieved upon the termination of his/her employment, and shall remain in effect within 2 years since the effective date of his/her resignation. The liability to be borne by a Director for performing his/her duties during his/her term of office shall not be exempted or terminated due to his/her departure.

Article 107 The Shareholders' meeting may resolve to remove a Director from office, and the removal shall take effect from the date when the resolution is passed. The employee representatives' meeting may resolve to remove an employee representative Director from office, and the removal shall take effect from the date when the resolution is passed.

If a Director is removed from office before the expiration of his/her term of office without a justifiable reason, the Director may request the Company to provide compensation.

Article 108 Unless provided for under these Articles or legally authorized by the Board of Directors, no Director shall act in his/her name on behalf of the Company or the Board of Directors. When a Director acts in his/her own name and the third party would reasonably believe that such Director is acting on behalf of the Company or the Board of Directors, such Director shall declare his/her position and capacity in advance.

Article 109 If a Director causes damage to others in the performance of his/her duties for the Company, the Company shall be liable for compensation; if the Director has intentional misconduct or gross negligence, he/she shall also be liable for compensation.

Any Director who violates laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Shares of the Company are listed or these Articles in the performance of his/her duties and causes losses to the Company shall be liable for compensation.

If any Director as individual or any other enterprise for which he/she serves is directly or indirectly related to any existing or scheduled contract, transaction or arrangement with the Company (excluding appointment contracts), the director shall disclose to the Board of Directors the nature and extent of his/her affiliated relationships as soon as practicable, whether or not such matters require approval from the Board under normal circumstances.

Unless the related Director has disclosed to the Board in accordance with the preceding paragraph of this Article, and the Board excludes him/her from the quorum of the Board meeting, and the Director has not attended the meeting and approved the matter, the Company has the right to cancel the contract, transaction or arrangement, except as against a third party acting in good faith. The related Director shall not vote when the Board votes on the related transactions.

Any transaction between the Company and a related natural person with a transaction amount exceeding RMB300,000, and any related transaction between the Company and a related legal person (or other organization) with a transaction amount exceeding RMB3.00 million and the absolute value of which exceeds 0.5% of the Company's latest audited net assets, shall be resolved by the Board.

The related Director's abstention and voting procedures are as follows:

(i) secretary of the Board, related Directors or other Directors of the Company shall propose the abstention of the related Directors and such related Directors shall abstain in accordance with relevant requirements;

(ii) related Directors shall not participate in the deliberation of the relevant related transactions;

(iii) when the Board votes on the relevant related transactions, after deducting the number of voting Shares represented by related Directors, the non-related Directors attending the board meeting shall vote in accordance with the provisions of these Articles.

Section 2 Board of Directors

Article 110 The Company shall establish a Board of Directors. The Board of Directors consists of eight Directors, including three independent Directors, one employee representative Director, one Chairman and one Vice Chairman. The Chairman and Vice Chairman shall be elected by more than one half of all Directors of the Board of Directors.

Article 111 The Board of Directors exercises the following powers:

(i) to convene the Shareholders' meeting and report on work to the Shareholders' meeting;

(ii) to implement the resolutions of the Shareholders' meeting;

(iii) to determine the business and investment plans of the Company;

(iv) to formulate plans for the distribution of profits and for recovery of losses of the Company;

(v) to formulate the plans for increasing or decreasing the Company's registered capital, the issuance of bonds or other securities, as well as the listing of the Company;

(vi) to formulate plans for material acquisition of the Company, the Company's acquisition of the Company's shares pursuant to items (i) and (ii) of paragraph 1 of Article 25 of these Articles, or the plans for merger, separation, dissolution and changing the form of the Company;

(vii) to determine the Company's acquisition of the Company's shares in case of the circumstances stipulated in items (iii), (v) and (vi) of paragraph 1 of Article 25 of these Articles;

(viii) to determine such matters as the Company's external investment, purchase or sale of assets, asset pledge, external guarantee, entrusting wealth management, related transaction and external donations within the scope authorized by the Shareholders' meeting;

(ix) to establish and improve the Company's management system on proceeds and ensure the effective implementation of such system;

(x) to decide on the setup of the Company's internal management organization;

(xi) to decide on matters such as appointment or dismissal of the Company's general manager, secretary to the Board of Directors and other senior management and on their compensation and incentives/disincentives; to decide on matters such as appointment or dismissal of the Company's deputy general manager, chief financial officer and other senior management and on their compensation and incentives/disincentives based on the nominations by the general manager;

(xii) to set the basic management systems of the Company;

(xiii) to make the modification plan to these Articles;

(xiv) to manage the disclosure of company information;

(xv) to propose to the Shareholders' meeting to hire or replace the accounting firm auditing for the Company;

(xvi) to establish special committees such as the Strategy Committee, Audit Committee, Nomination Committee, and Remuneration and Appraisal Committee in accordance with the resolutions of the Shareholders' meeting, and formulate corresponding working rules for these committees;

(xvii) to attend to reports on the performance of duties, performance evaluation results, and compensation of Directors and general managers;

(xviii) to attend to the work report of the general manager of the Company and review the work of the general manager;

(xix) with the authorization of the Shareholders' meeting, to decide on the issuance of Shares not exceeding 50% of the Company's issued Shares within three years (however, if the issuance involves contribution of non-monetary property valued as capital, it shall be subject to the resolution of the Shareholders' meeting);

(xx) other powers and duties authorized by the laws, administrative regulations, departmental rules, securities regulatory rules of the places where the Shares of the Company are listed, these Articles or the Shareholders' meeting.

Where the Board of Directors decides to issue Shares in accordance with the provisions of item (xix) of the preceding paragraph, resulting in changes to the Company's registered capital and the number of issued Shares, the modification of the relevant records in these Articles shall not require further approval by the Shareholders' meeting, provided that such resolution of the Board of Directors shall be passed by more than two-thirds of all Directors.

Article 112 The Board of Directors shall make an explanation to the Shareholders' meeting on the non-standard auditing opinions issued by certified public accountants on the financial statements of the Company.

Article 113 The Board of Directors shall formulate the rules of procedure for the board meetings to ensure that the Board of Directors can implement the resolutions of the Shareholders' meeting, improve work efficiency and ensure scientific decision-making. The rules of procedure of the board meetings shall be prepared by the Board of Directors, approved by the Shareholders' meeting, and appended to these Articles.

Article 114 Unless otherwise provided in the securities regulatory rules of the place where the Company's shares are listed, the Board of Directors shall determine the scope of authority of external investments, acquisition and sales of assets, asset mortgages, external guarantees, entrusted wealth management, related transactions and external donations, and establish strict review and decision-making procedures; arrange relevant experts and professionals to review major investment projects and submit them to the Shareholders' meeting for approval, in compliance with the securities regulatory rules of the place where the Company's shares are listed. The Board of Directors shall have the following decision-making powers:

(i) if the total assets involved in the transaction account for more than 10% of the Company's latest audited total assets; however, if the total assets involved in the transaction account for more than 50% of the Company's latest audited total assets or the Company's material assets purchased or sold within 1 year account for more than 30% of the Company's latest audited total assets, the transaction shall also be submitted to the Shareholders' meeting for consideration; if the total assets involved in the transaction have both book value and appraised value, the higher one shall prevail;

(ii) if the net assets involved in the subject matter of the transaction (e.g. equity) account for more than 10% of the Company's latest audited net assets, and the absolute amount exceeds RMB10 million; however, if the net assets involved in the subject matter of the transaction (e.g. equity) account for more than 50% of the Company's latest audited net assets, and the absolute amount exceeds RMB50 million, the transaction shall also be submitted to the Shareholders' meeting for consideration; if the net assets involved in the transaction have both book value and appraised value, the higher one shall prevail;

(iii) if the relevant operating income of the subject matter of the transaction (e.g. equity) in the latest accounting year accounts for more than 10% of the audited operating income of the Company in the latest accounting year, and the absolute amount exceeds RMB10 million; however, if the relevant operating income of the subject matter of the transaction (e.g. equity) in the latest accounting year accounts for more than 50% of the audited operating income of the Company in the latest accounting year, and the absolute amount exceeds RMB50 million, the transaction shall also be submitted to the Shareholders' meeting for consideration;

(iv) if the relevant net profit of the subject matter of the transaction (e.g. equity) in the latest accounting year accounts for more than 10% of the audited net profit of the Company in the latest accounting year, and the absolute amount exceeds RMB1 million; however, if the relevant net profit of the subject matter of the transaction (e.g. equity) in the latest accounting year accounts for more than 50% of the audited net profit of the Company in the latest accounting year, and the absolute amount exceeds RMB5 million, the transaction shall also be submitted to the Shareholders' meeting for consideration;

(v) if the transaction amount (including assumed debts and expenses) of the transaction accounts for more than 10% of the Company's latest audited net assets, and the absolute amount exceeds RMB10 million; however, if the transaction amount (including assumed debts and expenses) of the transaction accounts for more than 50% of the Company's latest audited net assets, and the absolute amount exceeds RMB50 million, the transaction shall also be submitted to the Shareholders' meeting for consideration;

(vi) if the profits arising from the transaction account for more than 10% of the audited net profit of the Company in the latest accounting year, and the absolute amount exceeds RMB1 million; however, if the profits arising from the transaction account for more than 50% of the audited net profit of the Company in the latest accounting year, and the absolute amount exceeds RMB5 million, the transaction shall also be submitted to the Shareholders' meeting for consideration;

(vii) if transactions entered into between the Company and related natural persons with a transaction amount exceeding RMB300,000, and transactions entered into between the Company and related legal persons (or other organizations) with a transaction amount exceeding RMB3,000,000 and representing more than 0.5% of the absolute value of the latest audited net assets of the Company (excluding the cash assets received as gifts and provision of guarantees).

Related party transactions between the Company and related natural persons with a transaction amount of less than RMB300,000, and related party transactions between the Company and related legal persons with a transaction amount of less than RMB3,000,000 or representing less than 0.5% of the absolute value of the latest audited net assets of the Company, shall be approved by the general manager's working meeting upon authorisation by the Board of Directors.

(viii) external guarantees other than those to be approved by the Shareholders' meeting as provided for in Article 48 of these Articles.

If a number involved in the above indicators is negative, its absolute value shall be taken for the purpose of calculation. Where a transaction entered into by the Company meets only the thresholds set out in item (iv) or item (vi) of the preceding paragraph, and the absolute value of the Company's earnings per share for the most recent fiscal year is less than RMB0.05, such transaction may be exempt from submission to the Shareholders' meeting for consideration and may instead be considered and determined by the Board of Directors.

When the Board of Directors considers matters relating to external guarantees, such matters shall, in addition to being approved by a majority of all Directors, also be approved by not less than two-thirds of the Directors present at the Board meeting and be resolved accordingly, and shall be disclosed to the public in a timely manner.

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

(i) to preside over the Shareholders' meeting and to convene and preside over board meetings;

(ii) to supervise and examine the implementation of the resolutions of the Board of Directors;

(iii) to sign the Company's shares, corporate bonds and other securities;

(iv) to sign the significant board documents and other documents to be signed by the legal representative of the Company;

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

(vi) to exercise special discretionary power on company affairs in accordance with laws and in the Company's interests in case of emergency such as the occurrence of extreme natural disasters and other force majeure events, and to provide reports to the Board of Directors and the Shareholders' meeting afterwards;

(vii) other functions and powers as authorized by the Board of Directors.

Article 116 The vice chairman of the Company shall assist the chairman to perform his/her duties. If the chairman is unable to perform or fails to perform his/her duties, the duties shall be performed by the vice chairman. If the vice chairman is unable to perform or fails to perform his/her duties, a director nominated by more than half of all directors shall perform his/her duties.

Article 117 Unless otherwise provided in the securities regulatory rules of the place where the Company's shares are listed, the Board of Directors shall convene meetings at least 4 times each year, and the meetings shall be convened by the chairman of the Board. All directors shall be notified in writing of the Board's regular meeting 14 days before the date of the meeting.

Article 118 Shareholders representing more than one-tenth of voting rights of the Company, more than one-third of all directors or the Audit Committee may propose to convene an extraordinary meeting of the Board of Directors. The chairman shall convene and preside over a board meeting within ten days from the receipt of such proposal.

Article 119 The notice on convening any extraordinary meeting of the Board of Directors shall be delivered by personal delivery or via electronic communication means such as video, telephone, online meeting, email, SMS, fax, and WeChat. The notice shall be served to all directors 3 days before the date of the meeting. In case of urgency, where an extraordinary board meeting needs to be convened as soon as possible, notice may be given by telephone or other oral means, and the aforesaid notice period shall not apply; provided, however, that the convener shall give an explanation at the meeting.

Article 120 The notice of the meeting of the Board of Directors shall include the following:

(i) date and venue of the meeting;

(ii) duration of the meeting;

(iii) reasons and issues of discussion;

(iv) date of issuance of notice.

Article 121 The meeting of the Board of Directors may be held when more than half of all directors attend the meeting. Resolutions made by the Board of Directors shall be passed by votes of more than half of all directors. Where otherwise provided in these Articles, relevant laws, regulations or normative documents, or the securities regulatory rules of the place where the Company's shares are listed, such provisions shall prevail.

Resolutions of the Board of Directors are voted by way of poll with each director having one vote.

Article 122 A director with related relationship with the enterprise or individual involved with any matters in the resolution of the Board of Directors, or with a material interest itself or through any of its associates shall report to the Board of Directors in writing in a timely manner. The director with related relationship or with a material interest itself or through any of its associates shall neither exercise the voting right for the resolution, nor exercise the voting right on behalf of any other directors. The director shall not be counted towards the quorum for the meeting either. The meeting of the Board of Directors may be held when more than half of non-related directors attend the meeting. The resolutions of the board meeting shall be passed by votes of more than half of non-related directors. If the number of non-related directors attending the meetings is less than three, the matter shall be submitted to the Shareholders' meeting for consideration. Where the laws, regulations and securities regulatory rules of the place where the Company's shares are listed impose any additional restrictions on directors' participation in and voting at board meetings, such restrictions shall prevail.

Article 123 Voting on resolutions of the Board shall be conducted by registered vote or by show of hands. Each director shall have one vote.

Unless otherwise provided by the securities regulatory rules of the place where the Company's shares are listed and these Articles, extraordinary meetings of the Board may, under the premise that directors will be guaranteed to have their opinions fully and thoroughly expressed, be conducted via electronic communication means such as video, telephone, online meetings, email, text messages, fax, and WeChat, and resolutions may be passed thereat, to be signed by the directors present at the meeting.

Article 124 A director shall attend the board meeting in person. Where the director is unable to attend the board meeting for any reasons, he/she may authorize another director to attend on his/her behalf in writing. The authorization letter shall specify the name of the authorized person, the matters to be authorized, the scope of authorization and valid period, and shall be signed or sealed with the chop by the director who authorizes. A director who attends the meeting on behalf of another director shall exercise the rights of a director within the scope of the authorization. A director who does not attend a board meeting in person or by authorized representative shall be deemed to have waived his/her voting rights at such meeting.

Article 125 The Board of Directors shall keep the minutes of the decisions on the matters discussed at the meeting, and all directors attending the meeting shall sign on the minutes.

The minutes of the board meetings shall be kept as company files for a period of at least ten years.

Article 126 The minutes of the board meeting shall include the following:

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

(ii) the names of the directors attending the meeting, and the names of directors (authorized person) authorized by other directors to attend the meeting;

(iii) the agenda of the meeting;

(iv) key points of directors' speeches;

(v) the voting methods and results for each resolution (the voting results shall indicate the number of votes for and against the proposal or abstention).

Section 3 Independent Directors

Article 127 Independent directors shall diligently perform their duties in accordance with the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles, play a role in participating in decision-making, maintaining checks and balances through supervision, and offering professional consultation in the Board of Directors, thereby safeguarding the overall interests of the Company, and protecting the legitimate rights and interests of minority shareholders.

Article 128 Independent directors must maintain independence. The following persons shall not serve as independent directors:

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

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

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

(iv) persons who hold positions in the subsidiaries of the Company's controlling shareholder or de facto controllers, and their spouses, parents, and children;

(v) persons who have significant business transactions with the Company and its controlling shareholders, de facto controllers or their respective subsidiaries, or persons who hold positions in the entities with significant business transactions and their controlling shareholders or de facto controllers;

(vi) persons who provide financial, legal, consulting, sponsorship and other services for the Company and its controlling shareholders, de facto controllers or their respective subsidiaries, including but not limited to all members of the project team of the intermediary institutions providing services, review personnel at all levels, persons who sign on the report(s), partners, directors, senior management members and principal persons in charge;

(vii) persons who have had any of the circumstances listed in items (i) to (vi) in the past twelve months;

(viii) other persons who fail to meet the independence requirements stipulated in the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles.

The subsidiaries of the Company's controlling shareholders and de facto controllers in items (iv) to (vi) of the preceding paragraph do not include enterprises that are controlled by the same state-owned assets administration authorities as the Company and do not constitute a related relationship with the Company in accordance with relevant regulations.

Independent directors shall conduct self-evaluation on their independence every year and submit the self-evaluation results to the Board of Directors. The Board of Directors shall evaluate the independence of the incumbent independent directors every year and issue a special opinion, which shall be disclosed simultaneously with the annual report.

Article 129 A person serving as an independent director of the Company shall meet the following conditions:

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

(ii) meet the independence requirements stipulated in these Articles;

(iii) possess basic knowledge of the operation of listed companies and be familiar with relevant laws, regulations and rules;

(iv) have five or more years of working experience in law, accounting or economics necessary to perform the duties of an independent director;

(v) possess good personal character without any adverse records such as major dishonesty;

(vi) other conditions stipulated in the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles.

Article 130 As a member of the Board of Directors, an independent director shall owe a duty of loyalty and a duty of diligence to the Company and all shareholders, and prudently perform the following duties:

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

(ii) supervise potential major conflicts of interest between the Company and its controlling shareholders, de facto controllers, directors, and senior management members, and protect the legitimate rights and interests of minority shareholders;

(iii) provide professional and objective suggestions on the Company's operation and development, and promote the improvement of the Board of Directors' decision-making level;

(iv) other duties as stipulated in the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles.

Article 131 Independent directors shall exercise the following special functions and powers:

(i) independently appoint intermediary institutions to audit, consult or verify specific matters of the Company;

(ii) propose to the Board of Directors to convene an extraordinary general meeting;

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

(iv) publicly solicit shareholders' rights in accordance with the law;

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

(vi) other functions and powers stipulated in the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles.

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

The Company shall promptly disclose the exercise of the functions and powers listed in the first paragraph by independent directors. If the above functions and powers cannot be exercised normally, the Company shall disclose the specific circumstances and reasons.

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

(i) related transactions that shall be disclosed;

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

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

(iv) other matters stipulated in the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles.

Article 133 The Company shall establish a special meeting mechanism entirely composed of independent directors. When the Board of Directors considers related transactions and other matters, they shall be pre-approved by the special meeting of independent directors.

The Company shall convene special meetings of independent directors on a regular or irregular basis. The matters listed in items (i) to (iii) of the first paragraph of Article 131 and Article 132 of these Articles shall be considered by the special meeting of independent directors.

The special meeting of independent directors may research and discuss other matters of the Company as needed.

The special meeting of independent directors shall be convened and presided over by an independent director jointly elected by more than half of all independent directors; when the convener fails to perform or is unable to perform his/her duties, two or more independent directors may convene the meeting themselves and elect a representative to preside.

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

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

Section 4 Special Committees under the Board of Directors

Article 134 The Board of Directors of the Company shall establish an Audit Committee to exercise the functions and powers of the board of supervisors stipulated by the Company Law.

Article 135 The Audit Committee shall consist of 3 members, and shall be non-executive directors not holding senior management positions at the Company, more than half of which shall be independent directors, and the convener shall be an accounting professional from among the independent directors.

Article 136 The Audit Committee shall be 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:

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

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

(iii) appointment or dismissal of the Company's financial officer;

(iv) changes in accounting policies, accounting estimates or corrections of major accounting errors for reasons other than changes in accounting standards;

(v) other matters stipulated in the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles.

Article 137 The Audit Committee shall hold at least one meeting every quarter. An extraordinary meeting may be convened upon the proposal of two or more members, or when the convener deems it necessary. A meeting of the Audit Committee shall be held when two-thirds or more of its members attend.

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

Resolutions of the Audit Committee shall be voted by way of poll with each member having one vote.

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

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

Article 138 The Board of Directors shall establish special committees such as Strategy Committee, Nomination Committee, Remuneration and Appraisal Committee, etc., which shall perform duties pursuant to these Articles and the authorization of the Board of Directors, and submit proposals to the Board of Directors for consideration and decision. The working rules for the special committees shall be formulated by the Board of Directors, which sets out the terms of reference required by the securities regulatory rules of the place where the Company's shares are listed.

Article 139 More than half of the members of the Nomination Committee and Remuneration and Appraisal Committee shall be independent directors, and independent directors shall serve as the conveners of these committees.

Article 140 The Strategy Committee shall consist of 3 members, and shall be primarily responsible for researching and providing recommendations on the Company's long-term development strategy and major investment decisions.

Article 141 The Nomination Committee shall consist of 3 members, of whom more than half shall be independent directors, with the independent directors serving as the convener. The Nomination Committee shall be responsible for formulating the selection criteria and procedures for directors and senior management members, selecting and reviewing the candidates for directors and senior management members and their qualifications for appointment, and making recommendations to the Board of Directors on the following matters:

(i) nomination, appointment or dismissal of directors;

(ii) appointment or dismissal of senior management members;

(iii) other matters stipulated in the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles.

If the Board fails to adopt or does not fully adopt the proposal of the Nomination Committee, the opinions of the Nomination Committee and the specific reasons for the failure to adopt the proposal shall be recorded in the resolution of the Board and disclosed.

Article 142 The Remuneration and Appraisal Committee shall consist of 3 members, of whom more than half shall be independent directors, with the independent directors serving as the convener. The Remuneration and Appraisal Committee shall be responsible for formulating and appraising the appraisal standards for directors and senior management members, formulating and reviewing remuneration policies and proposals such as the mechanism for determining remuneration, decision-making process, payment and clawback arrangements for directors and senior management members, and making recommendations to the Board of Directors on the following matters:

(i) remuneration of directors and senior management members;

(ii) formulation or change of share incentive schemes, employee stock ownership plans, and the achievement of conditions for incentive recipients to be granted rights and exercise rights;

(iii) plans arranged for directors and senior management members to hold shares in the proposed spin-off subsidiaries;

(iv) other matters stipulated in the laws, administrative regulations, securities regulatory rules of the place where the Company's shares are listed and these Articles.

Where the Board does not adopt or does not fully adopt the recommendation of the Remuneration and Appraisal Committee, it shall record in a Board resolution the opinions of the Remuneration and Appraisal Committee and the specific reason for non-adoption and disclose the same.

Chapter 6 Senior Management Members

Article 143 The Company shall have one general manager, several deputy general managers (the number of which shall be decided by the Board of Directors), and one chief financial officer, all of whom shall be appointed or dismissed by the Board of Directors.

Article 144 The provisions of the Articles of Association concerning the circumstances under which a person may not serve as a director and the resignation management system shall also apply to senior management members.

The provisions of the Articles of Association concerning the duty of loyalty and duty of diligence of directors shall also apply to senior management members.

Article 145 A person holding any administrative position other than director and supervisor in the Company's controlling Shareholder entity shall not serve as the senior management member of the Company.

The senior management members of the Company shall receive remuneration from the Company only, and the controlling Shareholder shall not pay any remuneration to them on behalf of the Company.

Article 146 The term of office of the general manager is 3 years and may be renewed upon reappointment.

Article 147 The general manager of the Company is responsible to the Board of Directors and exercises the following powers:

(i) to be in charge of the Company's production, operation and management, and to organize and implement the resolutions of the Board of Directors and report on work to the Board of Directors;

(ii) to organize and implement the Company's annual business plan and investment proposals;

(iii) to draft plans for the establishment of the Company's internal management organizations;

(iv) to draft the basic management system of the Company;

(v) to formulate specific rules and regulations for the Company;

(vi) to propose to the Board of Directors on the appointment or dismissal of deputy general manager and chief financial officer;

(vii) to appoint or dismiss management personnel other than those required to be appointed or dismissed by the Board of Directors;

(viii) other functions and powers authorized by securities regulatory rules of the places where the Shares of the Company are listed, the Articles of Association or the Board of Directors.

The general manager shall be present at the Board meetings.

Article 148 The general manager shall draft the general manager's work rules and submit them to the Board of Directors for approval before implementation.

Article 149 The general manager's work rules shall include the following:

(i) the conditions and procedures for convening and attendees of the general manager meetings;

(ii) the respective duties and division of labor among the general manager and other senior management members;

(iii) the use of the Company's funds and assets, the authority to enter into material contracts, and the reporting system to the Board of Directors;

(iv) other matters that the Board of Directors deems necessary.

Article 150 The general manager may resign before the expiration of his/her term of office. The specific procedures and methods for the resignation of the general manager shall be specified in the employment (or service) contract between the general manager and the Company.

Article 151 The deputy general manager shall be appointed or dismissed by the Board of Directors upon the nomination of the general manager, and the deputy general manager shall assist the general manager in his/her work.

Article 152 The Company shall have a secretary to the Board of Directors, who is responsible for the preparation of Shareholders' meeting and Board meetings of the Company, matters such as keeping of documents and management of Shareholders' information of the Company and handling information disclosure matters.

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

Article 153 If a senior management member causes damage to others while performing his/her duties, the Company shall be liable for compensation; if the senior management member has intentional misconduct or gross negligence, he/she shall also be liable for compensation.

If a senior management member violates the provisions of laws, administrative regulations, departmental rules, the securities regulatory rules of the place where the Company's Shares are listed or the Articles of Association while performing his/her duties and causes losses to the Company, he/she shall be liable for compensation.

The senior management members shall faithfully perform their duties and safeguard the best interests of the Company and all Shareholders.

If the senior management members fail to faithfully perform their duties or violate their fiduciary duties, causing damage to the interests of the Company and Shareholders of public shares, they shall be liable for compensation in accordance with the laws.

Chapter 7 Financial Accounting System, Distribution of Profits and Audit

Section 1 Financial Accounting System

Article 154 The Company shall establish its financial and accounting system in accordance with the laws, administrative regulations, provisions of relevant state departments and securities regulatory rules of the places where the Shares of the Company are listed.

Article 155 The Company shall submit and disclose its annual reports to the regional office of the CSRC and the stock exchange where the Shares of the Company are listed within four months from the end of each fiscal year, and its interim reports to the local office of the CSRC and the stock exchange where the Shares of the Company are listed within two months from the end of the first half of each fiscal year.

The above annual reports and interim reports shall be prepared and/or presented to Shareholders in accordance with relevant laws, administrative regulations and securities regulatory rules of the places where the Shares of the Company are listed.

Article 156 The Company will not establish account books other than the statutory account books. The funds of the Company shall not be deposited in accounts opened in the name of any individual.

Article 157 The Company is required to allocate 10% of its profits into its statutory reserve fund when distributing each year's after-tax profits. When the cumulated amount of the statutory reserve fund of the Company has reached 50% or more of its registered capital, no further allocation is required.

Where the statutory reserve fund of the Company is insufficient to make up the losses of the Company for the preceding year, profits of the current year shall be applied to make up the losses before any allocation to the statutory reserve fund in accordance with the provisions in the preceding paragraph.

Subject to a resolution of the Shareholders' meeting, after allocation has been made to the Company's statutory reserve fund from its after-tax profits, the Company may set aside funds for the discretionary reserve fund.

After making up of losses and appropriation to reserve funds, the remaining after-tax profits shall be distributed according to the proportion of Shares held by Shareholders, unless otherwise stipulated in the Articles of Association.

If the Shareholders' meeting violates the provisions of the Company Law of the PRC, the profits distributed in violation of the provisions must be returned by such Shareholders to the Company. The Shareholders, responsible Directors and senior management members shall be liable for compensation if the Company suffers losses as a result thereof.

No profit shall be distributed in respect of the Shares of the Company which are held by the Company.

The Company shall appoint one or more collection agents for H-Share Shareholders in Hong Kong. The collection agents shall collect on behalf of the relevant H-Share Shareholders the dividends distributed and other funds payable by the Company in respect of the H-Share Shareholders, and hold such monies in their custody pending payment to the H-Share Shareholders concerned. The collection agents appointed by the Company shall meet the requirements of the laws, regulations and securities regulatory rules of the places where the Shares of the Company are listed.

Article 158 Reserve funds of the Company shall be used for recovering losses of the Company and expanding scale of operation of the Company or conversion into its capital.

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

When the statutory reserve funds are converted into registered capital, the remaining balance of such reserve fund must not be less than 25% of its registered capital before such conversion.

Article 159 After a resolution on the profit distribution plan is made at the Shareholders' meeting of the Company, or after a specific plan is formulated by the Board of Directors of the Company based on the conditions and cap for interim dividends for the next year considered and approved by the annual general meeting, the Company shall complete the distribution of dividends (or shares) within two months. If the specific plan cannot be implemented within two months due to the provisions of the laws, regulations and the securities supervisory rules of the place where the Company's Shares are listed, the implementation date of the specific plan may be adjusted accordingly based on such provisions and actual circumstances.

Article 160 The Company's profit distribution policy

(i) The principles for profit distribution

The dividend and return plan for Shareholders will fully consider and solicit opinions of Shareholders (in particular public investors and small and medium-sized investors) and independent directors. Under the premise of assuring the Company's normal business operations and development, dividends will be distributed in cash.

The Company shall implement a continuous and stable profit distribution policy that emphasizes the reasonable investment returns for investors, take into account the sustainable development of the Company, maintain the continuity and stability of the profit distribution policy, and comply with the relevant provisions of laws and regulations. The profit distribution policy of the Company shall neither exceed the Company's cumulative distributable profits, nor impair the Company's ability to sustain its operation, and shall adhere to the following principles:

(1) the principle of distribution in accordance with the statutory order;

(2) the principle that no distribution shall be made in the event of uncovered losses;

(3) the principle that the Company's shares held by the Company shall not be distributed.

(ii) Profit distribution plan

1. Forms of profit distribution

The Company carries out profit distribution upon full provision for statutory reserve funds and discretionary reserve funds. Dividends can be paid by way of cash, shares or a combination of cash and shares, and priority shall be given to distribution of profits in cash.

2. Interval of profit distribution

Subject to satisfaction of the relevant conditions, the Company will, in principle, declare dividends once every year at least, and the Board of Directors may propose the interim dividend based on the Company's capital requirements.

3. Conditions for distributing cash dividends and share dividends

The Company shall make cash distribution if it has no major cash expenditure. The profit distributed in cash every year shall not be less than 10% of the distributable profits realized in the current year. The total profit distributed in cash in the recent three years shall not be less than 30% of the average annual distributable profit realized during the recent three years. Details of the proportion of profit distributed in cash are proposed by the Board of Directors in accordance with the Company's profitability and business development plan, which shall be submitted to the Shareholders' meeting for approval. While implementing the aforesaid cash dividend distribution, the Company may additionally distribute share dividends after fully considering true and reasonable factors such as the Company's growth potential and the effect on net assets per share. The Board of Directors may propose an interim dividend by way of cash or shares based on the Company's profitability and capital requirements. The specific distribution proportion should be proposed by the Board of Directors in accordance with Company's operation performance and relevant provisions, and submitted to the Shareholders' meeting for consideration and approval.

Major capital expenditure refers to any one-off or aggregated investment or cash outlay estimated to reach or exceed RMB500 million within the next fiscal year. All such major capital expenditures shall be implemented in accordance with the provisions of the Articles of Association and relevant internal management systems of the Company.

The specific conditions for the Company to implement cash dividend distribution are as follows: (1) The profit realized by the Company for the year or half year is positive in value after full provision of reserve funds and offsetting accumulated losses; (2) The auditor issues an unqualified audit report on the Company's financial report for the year (interim profit distribution shall be handled in accordance with relevant provisions); (3) Application of the cash dividend policy will not result in material adverse impact on the Company's operation and cash flow arrangement; (4) The cumulative distributable profit of the Company is positive in value, and the cumulative distributable profit per share for the year is no less than RMB0.10.

The specific conditions for the Company to implement share dividend distribution are as follows: (1) The profit realized by the Company for the year or half year is positive in value after full provision of reserve funds and offsetting accumulated losses; (2) The Company fails to meet the aforesaid conditions for cash dividend distribution, or if the Board of Directors believes the share price of the Company does not match the size of the Company's share capital, the share dividend distribution will be in the interests of all Shareholders of the Company, the Company may propose a share dividend distribution plan, which shall be subject to the approval by the Shareholders' meeting. When determining the specific amount of profit distribution by share dividend, the Company shall consider true and reasonable factors such as the Company's growth potential and the dilution of net assets per share, and take into full account whether the total share capital after share dividend distribution matches the Company's current operation scale and profit growth rate, as well as the impact on future debt financing costs, so as to ensure the distribution plan is in line with the overall interests of all Shareholders.

If a Shareholder of the Company misappropriates any fund, the Company shall make a deduction from the cash dividend that the Shareholder is entitled to receive, in order to reimburse the fund misappropriated by him/her.

4. Cash dividend payout ratio for each period

The Board of Directors shall comprehensively consider factors such as the characteristics of the industry in which the Company operates, its development stages, its own operation model, profitability level as well as whether it has any major capital expenditure arrangement, and shall propose a differentiated cash dividend policy in accordance with the procedures set out in the Articles of Association to cater to the following circumstances:

(1) Where the Company is in a mature stage of development and has no major capital expenditure arrangement, cash dividends shall account for at least 80% of all profits to be distributed by the Company in this round of profit distribution;

(2) Where the Company is in a mature stage of development but has major capital expenditure arrangements, cash dividends shall account for at least 40% of all profits to be distributed by the Company in this round of profit distribution;

(3) Where the Company is in the growing stage of development and has major capital expenditure arrangements, cash dividends shall account for at least 20% of all profits to be distributed by the Company in this round of profit distribution;

Where the Company is in the development stage that is difficult to distinguish and has major capital expenditure arrangements, the preceding provision also applies.

(iii) The profit distribution decision-making procedure and mechanism

The annual profit distribution proposals of the Company shall be proposed and formulated by the Board of Directors of the Company in light of the provisions of the Articles of Association, profitability, supply and demand of funds. When considering the specific plan of cash dividend distribution, the Board shall carefully study and demonstrate the timing, conditions and minimum proportion of cash dividend distribution of the Company, the conditions for adjustment and the requirements of its decision-making procedures. The dividend proposal may only be submitted to the Shareholders' meeting for consideration after being considered and approved by the Board of Directors.

At the Board meeting to consider the profit distribution proposal of the Company, the Board shall fully listen to the opinions of independent Directors. The proposal shall be approved by more than half of the members of the Board before being submitted to the Shareholders' meeting of the Company for consideration.

When considering the specific plan of cash dividend distribution, the Shareholders' meeting shall actively communicate and exchange with Shareholders, especially minority Shareholders, through various channels (including but not limited to inviting minority Shareholders to attend the meeting by telephone, email, fax communication, etc.), fully listen to their opinions and demands, and timely answer their concerns. The dividend proposal shall be approved by more than half of the voting rights held by Shareholders or Shareholder proxies present at the Shareholders' meeting. After the Shareholders' meeting approves the profit distribution plan, the Board of Directors of the Company shall complete the distribution of dividends (or Shares) within two months after the conclusion of the Shareholders' meeting.

If the Company makes a profit in the current year but the Board of Directors fails to formulate a cash profit distribution proposal, it shall disclose the reasons in the regular report, and also explain the reasons, and the purpose and use plan of the funds not used for dividends retained by the Company. At the same time, when holding the Shareholders' meeting, the Company shall provide online voting and other methods to facilitate minority Shareholders to participate in the voting at the Shareholders' meeting.

(iv) The profit distribution adjustment mechanism

The profit distribution policy of the Company shall not be changed arbitrarily, and the Company shall strictly implement the cash dividend policy as determined in these Articles and the specific cash dividend plan considered and approved by the Shareholders' meeting. If the Company really needs to adjust its profit distribution policy according to the production and operation conditions, investment plans and the needs of long-term development, the adjusted profit distribution policy shall not violate the relevant provisions of the securities regulatory rules of the place where the Company's Shares are listed. The Board of Directors of the Company shall fully listen to the opinions of independent Directors and minority Shareholders in the process of demonstrating the adjustment of the profit distribution policy, and the proposals relating to the adjustment of the profit distribution policy shall be submitted to the Board of Directors for consideration and approval by more than half of the Board members before they can be submitted to the Shareholders' meeting of the Company for consideration. Where the Shareholders' meeting of the Company considers matters related to the adjustment of the profit distribution policy, the Company shall provide the Shareholders with an online voting system for the Shareholders' meeting, which shall be approved by not less than two-thirds of the voting rights held by the Shareholders attending the Shareholders' meeting.

(v) The profit distribution information disclosure and supervision mechanism

The Company shall disclose in detail the formulation and implementation of the profit distribution plan and cash dividend policy in its annual report and semi-annual report in strict accordance with relevant regulations, and explain whether it complies with the provisions of the Articles of Association or the requirements of the resolutions of Shareholders' meeting, whether the standard and proportion of dividends are explicit and clear, whether the relevant decision-making procedures and mechanisms are complete, whether the independent Directors have performed their duties and played their due role, whether minority Shareholders have the opportunity to fully express their opinions and demands, and whether the legitimate rights and interests of minority Shareholders have been fully safeguarded.

If the cash dividend policy is adjusted or changed, it is also necessary to explain in detail whether the conditions and procedures for the adjustment or change are compliant and transparent. If the Company makes a profit in that year, but the Board of Directors fails to formulate a cash profit distribution plan, it shall disclose the reasons in the regular report, and also explain the reasons, and the purpose and use plan of the funds not used for dividends retained by the Company.

The Audit Committee shall supervise the implementation of the Company's profit distribution policy and Shareholders' return plan by the Board and the management and the decision-making procedures, and shall issue special explanations and opinions on the implementation of relevant policies and plans for those who made profits during the year but did not propose a profit distribution plan.

Section 2 Internal Audit

Article 161 The Company shall implement an internal audit system which explicitly defines the leadership structure, responsibilities and authorities, staffing requirements, fund guarantee, application of audit results, and accountability mechanism in respect of the internal audit activities, etc.

The internal audit system of the Company shall be implemented upon approval by the Board of Directors and publicly disclosed.

Article 162 The internal audit department of the Company shall supervise and inspect the Company's business activities, risk management, internal control, financial information and other matters. The internal audit department shall maintain independence, be staffed with full-time auditors and shall not be subject to the leadership of the finance department, or share office space or administrative functions with the finance department.

Article 163 The internal audit department shall be accountable to the Board of Directors.

The internal audit department shall accept the supervision and guidance of the Audit Committee while supervising and inspecting the Company's business activities, risk management, internal control and financial information. If the internal audit department identifies any material problems or clues, it shall immediately report directly to the Audit Committee.

Article 164 The internal audit department shall be responsible for the specific organization and implementation of the Company's internal control evaluation. The Company shall issue an annual internal control evaluation report based on the evaluation report and relevant materials issued by the internal audit department and reviewed by the Audit Committee.

Article 165 When the Audit Committee communicates with external audit institutions such as accounting firms and national audit institutions, the internal audit department shall actively cooperate and provide necessary support and assistance.

Article 166 The Audit Committee shall participate in the assessment of the person in charge of internal audit.

Section 3 Appointment of an Accounting Firm

Article 167 The Company shall appoint such accounting firm which has complied with the Securities Law, and securities regulatory rules of the places where the Shares of the Company are listed for carrying out the audit for the accounting statements, net asset verification, and other relevant consultancy services. The term of appointment shall be one year and can be re-appointed.

Article 168 The appointment and dismissal of an accounting firm by the Company shall be subject to the approval of the Shareholders' meeting. The Board of Directors shall not appoint an accounting firm before the approval of the Shareholders' meeting.

Article 169 The Company guarantees that it will provide the accounting firm with true and complete accounting proofs, accounting books, financial and accounting reports and other accounting information, and that it engages without any refusal, withholding, and misrepresentation.

Article 170 The audit fees of the accounting firm shall be determined by the Shareholders' meeting.

Article 171 In the event of termination of the appointment or non-renewal of appointment of an accounting firm, the Company shall notify the accounting firm 15 days in advance; when the Shareholders' meeting votes on termination of appointment of an accounting firm, the accounting firm shall be allowed to make its representation.

In the event that an accounting firm offers to resign, it shall explain to the Shareholders' meeting whether there are any impropriety existing in the Company.

Chapter 8 Notices and Announcements

Section 1 Notices

Article 172 Notices of the Company shall be made by the following means:

(i) by hand;

(ii) by mail;

(iii) by way of announcements;

(iv) other means approved by securities regulatory rules of the places where the Shares of the Company are listed or as provided in these Articles.

Article 173 Where a notice is made by the Company by way of announcement, it shall be deemed to have been received by all relevant persons upon the publication of such announcement.

Article 174 The notice of the Company to convene the Shareholders' meeting shall be notified to Shareholders by way of an announcement.

Article 175 The notice of the Company to convene a Board meeting shall be delivered by hand through mail, or by electronic communication means such as video, telephone, online meetings, email, text messages, facsimile or WeChat.

Article 176 If the notice of the Company is delivered by hand, the recipient shall sign (or seal) on the receipt of the delivery, and the date of receipt shall be the date of delivery; if the notice of the Company is sent by mail, the date of delivery shall be the seventh working day from the date of delivery to the post office; if the notice of the Company is sent by facsimile, the date of fax shall be the date of delivery; if the notice of the Company is sent by way of announcements, the date of its first publication shall be the date of delivery.

Article 177 The meeting and the resolutions made at the meeting shall not be null and void merely because the notice of the meeting fails to be delivered to any person entitled to the notice due to accidental omission or fails to be received by such person.

Section 2 Announcements

Article 178 For the purpose of announcements to holders of A Shares or announcements required to be made in the PRC pursuant to the relevant regulations and these Articles, the Company shall publish the announcements of the Company in the designated newspapers as required by the competent authorities. The website of Shenzhen Stock Exchange (http://www.szse.cn/) is the website where the Company discloses information. In respect of an announcement to holders of H Shares or an announcement required to be made in Hong Kong pursuant to the relevant requirements and these Articles, such announcement must be published on the Company's website, the HKEX website (www.hkexnews.hk) and other websites as required by the Hong Kong Listing Rules from time to time, in accordance with the requirements of the Hong Kong Listing Rules.

In respect of the manner in which the Company provides and/or distributes corporate communications to holders of H Shares in accordance with the requirements of the listing rules of the place where the Shares of the Company are listed, subject to the relevant listing rules of the place where the Shares of the Company are listed, the Company may also send or provide corporate communications to holders of H Shares of the Company by electronic means or by publishing information on the Company's website or the website of the stock exchange of the place where the Shares of the Company are listed, instead of sending corporate communications to holders of H shares by hand or by postage paid mail.

Chapter 9 Merger, Division, Capital Increase and Capital Reduction, Dissolution and Liquidation

Section 1 Merger, Division, Capital Increase and Capital Reduction

Article 179 Merger of the Company may take the form of absorption or establishment of a new company.

In case of merger by absorption, a company absorbs any other company and the absorbed company is dissolved. In case of merger by new establishment, two or more companies merge into a new one and the parties to the merger are dissolved.

If the Company merges with another company in which it holds not less than 90% of the shares, the merged company is not required to obtain approval from the Shareholders' meeting; however, it must notify the other Shareholders, who have the right to request the Company to acquire their equity or shares at a reasonable price.

If the consideration paid for the Company's merger does not exceed 10% of the Company's net assets, it may be exempted from the resolution of the Shareholders' meeting, unless otherwise stipulated in these Articles.

If the Company merges in accordance with the preceding two paragraphs without a resolution of the Shareholders' meeting, it shall be subject to a resolution of the Board of Directors.

Article 180 If the Company is involved in a merger, the parties to the merger shall enter into a merger agreement, and shall prepare a balance sheet and a property list. The Company shall notify its creditors within 10 days as of the date of the resolution for the merger and shall publish an announcement on the designated newspaper or the National Enterprise Credit Information Publicity System within 30 days as of the date of such resolution. A creditor may within 30 days as of the receipt of the notice or, in case where he/she fails to receive such notice within 45 days of the date of the announcement, to demand the Company to repay its debts or provide guarantees for such debts.

Article 181 When the Company is merged, the claims and debts of each party to the merger shall be succeeded to by the company surviving the merger or the new company established subsequent to the merger.

Article 182 Where there is a division of the Company, its assets shall be divided accordingly.

Where there is a division of the Company, a balance sheet and property list shall be prepared. The Company shall notify its creditors within 10 days as of the date of the resolution for the division and shall publish an announcement on the designated newspaper or the National Enterprise Credit Information Publicity System within 30 days as of the date of such resolution.

Article 183 Unless a written agreement has been entered into, before the division, by the Company and its creditors in relation to the repayment of debts, debts of the Company prior to the division shall be jointly assumed by the surviving companies after the division.

Article 184 Where the Company needs to reduce its registered capital, it shall prepare a balance sheet and property list.

The Company shall notify its creditors within 10 days from the date on which the Shareholders' meeting makes a resolution for the reduction of its registered capital and shall publish an announcement on the designated newspaper or the National Enterprise Credit Information Publicity System within 30 days as of the date of such resolution. A creditor may within 30 days as of the receipt of the notice or, in case where he/she fails to receive such notice within 45 days of the date of the announcement, to demand the Company to repay its debts or provide guarantees for such debts.

When reducing its registered capital, the Company shall reduce the amount of capital contribution or Shares held by the Shareholders in proportion to their respective Shareholdings, unless otherwise provided for by law or these Articles.

Article 185 If the Company still has losses after making up for the losses in accordance with the provisions of the second paragraph of Article 158 of these Articles, it may reduce its registered capital to make up for the losses. If the registered capital is reduced to make up for the losses, the Company shall not make distributions to Shareholders, nor shall it exempt Shareholders from the obligation to make capital contributions or pay share capital.

The provisions of the second paragraph of Article 184 of these Articles shall not apply to the reduction of registered capital in accordance with the preceding paragraph, but an announcement shall be published in the designated newspaper or the National Enterprise Credit Information Publicity System within 30 days from the date when the Shareholders' meeting makes the resolution on the reduction in its registered capital.

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

Article 186 If the registered capital is reduced in violation of the Company Law and other relevant regulations, the Shareholders shall return the funds received, and the reduction or exemption of Shareholders' contributions shall be restored to the original state; if losses are caused to the Company, the Shareholders and the responsible directors and senior management members shall be liable for compensation.

Article 187 When the Company issues new Shares to increase its registered capital, the Shareholders shall not have the preemptive right to subscribe, unless otherwise stipulated in these Articles or resolved by the Shareholders' meeting that the Shareholders shall have the preemptive right to subscribe.

Article 188 Where the merger or division of the Company results in a change in its registered particulars, such change shall be registered with the company registry according to laws. Where the Company is dissolved, it shall cancel its registration according to laws. Where a new company is established, its establishment shall be registered according to laws.

Any increase or reduction of the registered capital of the Company shall be registered with the company registry according to laws.

Section 2 Dissolution and Liquidation

Article 189 The Company shall be dissolved for the following reasons:

(i) expiry of term of business stipulated in these Articles or occurrence of any other trigger for dissolution stipulated in these Articles;

(ii) the Shareholders' meeting adopts a resolution to dissolve the Company;

(iii) the Company needs to be dissolved for the purpose of merger or division;

(iv) the business license of the Company is revoked, or the Company is ordered to close or be eliminated according to applicable laws;

(v) where the Company encounters significant difficulties in business and management, continuous survival may be significantly detrimental to the interests of the Shareholders, and the difficulties may not be overcome through other means, Shareholders who hold more than 10% of all voting rights of the Company's Shareholders may request the people's court to dissolve the Company.

Where any cause for dissolution as provided in the preceding paragraph occurs, the Company shall publicize the cause for dissolution within ten days on the National Enterprise Credit Information Publicity System.

Article 190 If the Company is in the circumstances set out in items (i) and (ii) of Article 189 of these Articles and has not yet distributed its properties to Shareholders, it can continue to exist by amending these Articles or through a resolution of the Shareholders' meeting.

The amendment of these Articles or the resolution of the Shareholders' meeting as per this paragraph must be passed by not less than two-thirds of the voting rights held by the Shareholders attending the Shareholders' meeting.

Article 191 If a company is dissolved due to the circumstances set out in items (i), (ii), (iv) and (v) of Article 189 of these Articles, it shall be liquidated. The Directors are the liquidation obligors and shall establish a liquidation group within 15 days from the date the dissolution reason arises to commence liquidation.

The liquidation group shall consist of Directors or persons decided by the Shareholders' meeting.

If the liquidation obligors fail to perform their liquidation obligations in a timely manner, causing losses to the Company or creditors, they shall bear the liability for compensation.

Article 192 The liquidation team shall perform the following powers and duties during the period of liquidation:

(i) to examine the assets of the Company and prepare the balance sheet and inventory list;

(ii) to inform creditors by notice or announcement;

(iii) to deal with outstanding businesses of the Company relating to liquidation;

(iv) to settle the taxes in arrears and taxes incurred in the course of liquidation;

(v) to liquidate creditor's rights and debts;

(vi) to allocate the remaining assets of the Company after repayment of debts;

(vii) to represent the Company in civil proceedings.

Article 193 The liquidation group shall notify the creditors within 10 days from the date of its establishment and announce it in the designated newspaper or the National Enterprise Credit Information Publicity System within 60 days. Creditors shall declare their claims to the liquidation group within 30 days from the date of receiving the notice, or within 45 days from the date of the announcement if they have not received the notice.

When declaring claims, creditors shall specify the relevant matters of the claims and provide supporting documents. The liquidation group shall register the claims.

During the period for declaring claims, the liquidation group shall not make repayments to the creditors.

Article 194 After the liquidation group has sorted out the Company's assets, prepared the balance sheet and inventory of assets, it shall formulate a liquidation plan and submit it to the Shareholders' meeting or the people's court for confirmation.

The Company's assets shall be used to pay the liquidation expenses, employees' wages, social insurance fees, and statutory compensation, to pay the taxes owed, and to repay the Company's debts. The remaining assets shall be distributed among the Shareholders in proportion to their shareholdings.

During the liquidation period, the Company shall continue to exist but shall not engage in any business activities unrelated to the liquidation. The Company's assets shall not be distributed to the Shareholders before the aforementioned provisions have been complied with.

Article 195 After sorting out the Company's assets and preparing the balance sheet and inventory of assets, the liquidation group finds that the Company's assets are insufficient to repay the debts, it shall apply to the people's court for bankruptcy liquidation in accordance with the law.

After the people's court accepts the bankruptcy application, the liquidation group shall transfer the liquidation affairs to the bankruptcy administrator appointed by the court.

Article 196 Upon the completion of the Company's liquidation, the liquidation group shall prepare a liquidation report, submit it to the Shareholders' meeting or the people's court for confirmation, and file it with the company registration authority to apply for the cancelation of the company registration.

Article 197 Members of the liquidation team shall fulfill liquidation responsibilities with a duty of loyalty and diligence.

If losses are caused to the Company due to the failure of the liquidation team members to perform their liquidation duties, they shall be liable for compensation; if losses are caused to creditors due to intentional misconducts or gross negligence, they shall be liable for compensation.

Article 198 If the Company is declared bankrupt in accordance with the law, the bankruptcy liquidation shall be carried out in accordance with the relevant laws on enterprise bankruptcy.

Chapter 10 Amendments to the Articles of Association

Article 199 The Company shall amend the Articles of Association in any of the following circumstances:

(i) after the Company Law or relevant laws, administrative regulations, or securities regulatory rules of the places where the Shares of the Company are listed are amended, the provisions of the Articles of Association conflict with the amended laws, administrative regulations, or securities regulatory rules of the places where the Shares of the Company are listed;

(ii) if certain changes of the Company occur resulting in the inconsistency with certain terms specified in the Articles of Association;

(iii) the Shareholders' meeting has resolved to amend the Articles of Association.

Article 200 Where the amendments to the Articles of Association passed by resolutions of the Shareholders' meetings require approval of the competent authorities, the amendments shall be submitted to the competent authorities for approval. Where the amendments involve registration matters of the Company, the involved changes shall be registered in accordance with the laws.

Article 201 The Board of Directors shall amend the Articles of Association in accordance with the resolution of the Shareholders' meetings on amendment to these Articles and the examination and approval opinions from relevant competent authorities.

Article 202 Any amendment to the Articles of Association that is required to be disclosed in accordance with laws, regulations or securities regulatory rules of the places where the Shares of the Company are listed shall be announced in accordance with provisions thereof.

Chapter 11 Supplementary Provisions

Article 203 Definitions

(i) Controlling shareholder refers to a shareholder who holds more than 50% of the total share capital of a joint stock company, or a shareholder who, despite its shareholding being not more than 50% of the total share capital of a joint stock company, has sufficient voting rights carried on its shareholding to exert significant impact on the resolution of the Shareholders' meeting, or a shareholder as defined in securities regulatory rules of the places where the Shares of the Company are listed.

(ii) Actual controller refers to a natural person, legal person or other organization that can effectively control the Company through investment, agreement or other arrangements.

(iii) Related relationship refers to the relationship between any controlling shareholder, actual controller, director, and senior management member of the Company and any entity controlled by it or him/her directly or indirectly, or other relationship that may cause any transfer of the interests of the Company. However, the entities controlled by the state shall not be deemed to be related solely because they are under common control by the state.

(iv) In these Articles, the meaning of "related relationship" includes "connected relationship" as defined in the Hong Kong Listing Rules; the meaning of "related party" includes "connected persons" as defined in the Hong Kong Listing Rules; the meaning of "related transactions" includes "connected transactions" as defined in the Hong Kong Listing Rules.

(v) In these Articles, the meaning of "accounting firm" has the same meaning as "auditor" in the Hong Kong Listing Rules; the meaning of "independent director" has the same meaning as "independent non-executive director" in the Hong Kong Listing Rules.

Article 204 The Board of Directors may formulate by-laws in accordance with the provisions of the Articles of Association. Such by-laws shall not be in conflict with the Articles of Association.

Article 205 The Articles of Association is written in Chinese. In case of any inconsistency between the Articles of Association and the articles of association in any other language or of different version, the latest Chinese version approved by and registered with Shenzhen Administration For Market Regulation shall prevail.

Article 206 The terms "not less than", "within" or "not more than", as stated in these Articles shall all include the given figure; the terms "less than", "beyond", "lower than", "more than" and "exceeding" shall all exclude the given figure.

Article 207 The Board of Directors of the Company shall be responsible for the interpretation of these Articles.

Article 208 Appendixes to the Articles of Association include the rules of procedure for the Shareholders' meetings and the rules of procedure for meetings of the Board of Directors.

Article 209 Upon consideration and approval by the Shareholders' meetings, the Articles of Association shall take effect. Since the effective date of the Articles of Association, the original Articles of Association will be lapsed automatically.

Luxshare Precision Industry Co., Ltd.
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